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TALK AMERICA Form 8-K October 07, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 4, 2002

TALK AMERICA HOLDINGS, INC.

(Exact Name of Registrant as Specified in Charter)

DELAWARE 000-26728 23-2827736
-----(State or Other (Commission (IRS Employer Jurisdiction of Incorporation) File Number) Identification No.)

TALK AMERICA HOLDINGS, INC. 12020 SUNRISE VALLEY DRIVE RESTON, VIRGINIA 20191

(Address of Principal Executive Offices, Including Zip Code)

(703) 391-7500

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

ITEM 5. OTHER EVENTS

On October 4, 2002, the principal operating subsidiaries of Talk America Holdings, Inc. (the "Company") retired all debt outstanding under the Credit Facility Agreement between the Company's principal operating subsidiaries and MCG Finance Corporation prior to maturity.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TALK AMERICA HOLDINGS, INC.

Date: October 7, 2002 By: /s/ Aloysius T. Lawn, IV

Name: Aloysius T. Lawn, IV Title: Executive Vice President -General Counsel and Secretary