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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20459

1-12796

FORM 6-K

**Report of Foreign Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

P.E.
February 15, 2002

Telefónica de Argentina S.A.
(Exact name of registrant as specified in its charter)

Telefonica of Argentina Inc.
(Translation of registrant's name into English)

**Tucumán 1, 18th Floor
1049 Buenos Aires, Argentina**
(Address of principal executive offices)

PROCESSED

MAR 11 2002

THOMSON
FINANCIAL *P*

(Indicate by check mark whether the registrant files or will file
annual reports under cover of Form 20-F or Form 40-F:)

Form 20-F X Form 40-F

(Indicate by check mark whether the registrant by furnishing the information
contained in this Form is also thereby furnishing the information to the
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:)

Yes No X

(If "Yes" is marked, indicate below
the file number assigned to the registrant in
connection with Rule 12g3-2(b):) N/A

[Handwritten signature]

TELEFÓNICA DE ARGENTINA S.A.

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FREE TRANSLATION

Buenos Aires, February 14, 2002

Buenos Aires Stock Exchange
Present

Re: Principal Director Resignation

Dear Sirs:

I am addressing you on behalf of Telefónica de Argentina S.A., located at Tucumán 1, 18th floor, pursuant to article 23 of the Buenos Aires Stock Exchange Regulations.

With this regard, I hereby inform you that the company's Board of Directors has accepted Mr. Carlos José Miguens' resignation as Principal Director due to personal reasons.

FREE TRANSLATION

Buenos Aires, February 14, 2002

Buenos Aires Stock Exchange
Present

Re: Appointment of Members of the Board of Directors
Extraordinary Class A Shareholders Meeting held on February 12,
2002: Summary

Dear Sirs:

I am addressing you on behalf of Telefónica de Argentina S.A., located at Tucumán 1, 18th floor, pursuant to article 75(b) of the Buenos Aires Stock Exchange Regulations. Attached to this communication is a summary of the resolutions adopted by the company's Extraordinary Class A Shareholders Meeting held on February 12, 2002.

The unanimous Shareholders Meeting was called by the Board of Directors at its meeting held on the same date.

**Summary of the Extraordinary Class A Shareholders Meeting
held on February 12, 2002**

1. Designation of a Shareholder to approve and execute the Minutes of the Shareholders Meeting

Mr. Eduardo Tallarico, representative of shareholder Compañía Internacional de Telecomunicaciones S.A. corresponding to the Class A shares, was designated. This resolution was adopted unanimously.

2. Appointment of a Principal Director and two Alternate Directors to fill vacancies due to resignations.

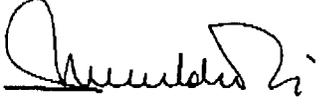
The resignations by Mr. Juan Carlos Ros Brugueras as principal director and by Mr. Gaspar Ariño Ortíz and Mr. Miguel Angel Gutiérrez as alternate directors were ratified. In addition, it was resolved to fill these vacancies with the appointments of Mr. Miguel Angel Gutiérrez as principal Director and of Mr. Gaspar Ariño Ortíz and Mr. Juan Carlos Ros Brugueras as alternate directors. These resolutions were adopted unanimously.

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, thereunto duly authorized.

Telefónica de Argentina S.A.

Date: FEBRUARY 15TH

By: 

Name: Fernando Raul Borio
Title: General Secretary