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INTERNATIONAL BANCSHARES CORP

Form SC 13D/A

August 09, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 3)

International Bancshares Corporation

(Name of Issuer)

Common Stock, Par Value \$1.00

(Title of Class of Securities)

459044 103

(CUSIP Number)

Cary Plotkin Kavy, Esq.
Cox & Smith Incorporated
112 E. Pecan Street, Suite 1800
San Antonio, Texas 78205
(210) 554-5500

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

JULY 17, 2002

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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CUSIP No. 459044 103

Page 2 of 6 Pages
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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Antonio R. Sanchez, Jr.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER (a) / /
of a Group* (b) /X/

(3) SEC Use Only

(4) Source of Funds*
N/A

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to
ITEMS 2(d) or 2(e) / /

(6) Citizenship or Place of Organization
United States

Number of (7) SOLE VOTING POWER
Shares 7,237,218

Beneficially (8) SHARED VOTING POWER
Owned by 704,035

Each (9) SOLE DISPOSITIVE POWER
Reporting 7,237,218

Person (10) SHARED DISPOSITIVE POWER
With 704,035

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
7,941,253

(12) CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
24.68

(14) TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTION BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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[NOTE: THIS FILING IS IDENTICAL TO THE AMENDMENT NO.3 TO SCHEDULE 13D FILED BY THE REPORTING PERSON ON AUGUST 1, 2002, EXCEPT THAT (X) ITEMS 7 AND 9 ON PAGE 2 HAVE BEEN CORRECTED AND (Y) ALL REFERENCES TO THE REPORTING PERSON'S BENEFICIAL OWNERSHIP ON A PERCENTAGE BASIS HAVE BEEN CORRECTED TO REFLECT THE APPROPRIATE NUMBER OF OUTSTANDING SHARES OF THE ISSUER.]

THIS AMENDMENT NO. 3 TO SCHEDULE 13D (THE "AMENDED STATEMENT") RELATING TO COMMON STOCK, PAR VALUE \$1.00 PER SHARE, OF INTERNATIONAL BANCSHARES CORPORATION IS FILED AS AN AMENDMENT TO THE ORIGINAL SCHEDULE 13D, AS AMENDED, OF ANTONIO R. SANCHEZ, JR. (THE "STATEMENT") AND SHOULD BE READ IN CONJUNCTION THEREWITH. THE STATEMENT IS AMENDED ONLY TO THE EXTENT PROVIDED HEREIN.

ITEM 1. SECURITY AND ISSUER

This Amended Statement relates to the Common Stock, par value \$1.00 per share ("Common Stock"), of International Bancshares Corporation, a Texas corporation (the "Issuer"). The Common Stock is registered under Section 12(g) of the Securities Exchange Act of 1934.

The principal executive offices of the Issuer are located at 1200 San Bernardo, Laredo, Texas 78040.

ITEM 2. IDENTITY AND BACKGROUND

(a) This amended statement is being filed by Antonio R. Sanchez, Jr. ("Mr. Sanchez").

(b) Mr. Sanchez's business address is P.O. Box 2986, Laredo, Texas 78044-2986.

(c) Mr. Sanchez is employed by Sanchez Oil and Gas Corporation, whose address is P.O. Box 2986, Laredo, Texas 78044-2986.

(d) During the last five years, Mr. Sanchez has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, Mr. Sanchez was not a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Mr. Sanchez is a citizen of the United States of America.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

No material changes.

ITEM 4. PURPOSE OF TRANSACTION

On January 29, 2002, Mr. Sanchez sold 128,140 shares of Common Stock held by him. Such shares were sold to the Issuer at a price of \$42.00 per share pursuant to the Issuer's share repurchase program.

On February 8, 2002, 36,295 shares of Common Stock were distributed from the G.M. Sanchez GRAT Remainder Trust to the G.M. Sanchez 1999 GRAT, of which Mr. Sanchez is the trustee.

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On March 1, 2002, Mr. Sanchez sold 5,133 shares of Common Stock held by him. Such shares were sold to the Issuer at a price of \$42.00 per share pursuant to the Issuer's share repurchase program.

On March 25, 2002, Mr. Sanchez and Mrs. Alicia M. Sanchez were removed as co-general partners of the family partnership SANTIG, Ltd., and a corporation wholly-owned by Mr. Sanchez, and of which he is President and Chairman of the Board, was named as the new general partner. As a result, Mr. Sanchez may be deemed to beneficially own the shares of Common Stock held by the partnership.

3

On April 4, 2002, the Issuer declared a 25% stock dividend to shareholders of record as of May 20, 2002. As a result, the number of shares beneficially owned by Mr. Sanchez increased accordingly.

On June 4, 2002, Mr. Sanchez sold 4,203 shares of Common Stock held by him. Such shares were sold to the Issuer at a price of \$44.75 per share pursuant to the Issuer's share repurchase program.

On July 17, 2002, Mr. Sanchez sold 250,000 shares of Common Stock held by him. Such shares were sold to the Issuer at a price of \$37.70 per share pursuant to the Issuer's share repurchase program.

On July 24, 2002, Mr. Sanchez was appointed executor of the Estate (the "Estate") of Mrs. Alicia Sanchez ("Mrs. Sanchez"), deceased, mother of Mr. Sanchez. As a result, Mr. Sanchez has the sole power to vote or to direct the vote of and to dispose or direct the disposition of the 2,132,041 shares of Common Stock held by the Estate. The Estate has filed an amendment to the Schedule 13D previously filed by Mrs. Sanchez, which amendment reflects the Estate's beneficial ownership of the Common Stock previously held by Mrs. Sanchez. As a result, in addition to the Estate's reporting its beneficial ownership of the Common Stock pursuant to its amended Schedule 13D, Mr. Sanchez will report the Estate's beneficial ownership of Common Stock in this Statement for so long as he may be deemed to beneficially own the same.

A description of Mr. Sanchez's resulting beneficial ownership, after giving effect to the foregoing, is set forth in Item 5 below. The shares beneficially owned by Mr. Sanchez are held for investment purposes.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) Mr. Sanchez beneficially owns an aggregate of 7,941,253 shares of Common Stock, which shares represent 24.68% of the outstanding Common Stock of the Issuer. The current interest of Mr. Sanchez in the Common Stock of the Issuer is as follows:

Holder -----	Number of Shares -----	Percentage -----	Type of Beneficial Ownership -----
A.R. Sanchez, Jr.	1,609,279	5.00%	Direct
1988 Trust No. 1	333,379	1.04	Trustee
1988 Trust No. 2	333,380	1.04	Trustee

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1988 Trust No. 3	333,379	1.04	Trustee
1988 Trust No. 4	333,379	1.04	Trustee
George M. Sanchez Non-Exempt Trust	179,237	0.56	Trustee
Estate of Alicia M. Sanchez, deceased	2,132,041	6.63	Executor
A.R. Sanchez, Jr. GRAT Remainder Trust	207,848	0.65	Trustee
G.M. Sanchez GRAT Remainder Trust	474,252	1.47	Trustee
G.M. Sanchez 1999 GRAT	45,368	0.14	Trustee
Kelsey V. Stewart GRAT Remainder Trust	259,812	0.81	Co-Trustee
R.A. Stewart GRAT Remainder Trust	259,812	0.81	Co-Trustee
Santig, Ltd.	1,255,676	3.90	Through general partner
Kelsey V. Stewart Exempt Trust	56,212	0.17	Co-Trustee
Richard A. Stewart Exempt Trust	56,212	0.17	Co-Trustee
Kelsey V. Stewart Non-exempt Trust	33,400	0.10	Co-Trustee
Richard A. Stewart Non-exempt Trust	33,400	0.10	Co-Trustee
Sanchez Family Foundation	5,187	0.02	Director
Total	7,941,253	24.68%	

4

(b) Mr. Sanchez has the sole power to vote or to direct the vote and to dispose or to direct the disposition of the shares held directly by him. Mr. Sanchez has sole power to vote the shares of Common Stock held by SANTIIG, Ltd. Mr. Sanchez has shared power to vote or to direct the vote and to dispose or to direct the disposition of the shares held by the Sanchez Family Foundation and each of the trusts for which he is co-trustee, and he has sole power to vote or to direct the vote and to dispose or to direct the disposition of the shares held by each of the trusts for which he is the sole trustee.

(c) During the past sixty days, Mr. Sanchez has not effected any transactions in the Common Stock except the transactions described in Item 4 above.

(d) Except as described above with respect to shares held by any trust, partnership or foundation, with respect to which various other parties have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Common Stock held by such entity, no other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Common Stock of the Issuer beneficially owned by Mr. Sanchez.

(e) Not applicable.

The filing of this Statement shall not be construed as an admission that Mr. Sanchez is the beneficial owner of any securities covered by this Statement.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDING OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

No material changes.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

None.

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[Remainder of page intentionally left blank.]

5

SIGNATURE

After reasonably inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 29, 2002

/s/ ANTONIO R. SANCHEZ, JR.

ANTONIO R. SANCHEZ, JR.

ATTENTION: Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

6