

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 1

to

FORM S-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

AMR CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization)	4512 (Primary Standard Industrial Classification Code Number)	75-1825172 (I.R.S. Employer Identification No.)
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P.O. BOX 619616
DALLAS/FORT WORTH AIRPORT, TEXAS 75261-9616
(817) 963-1234
(Address, including ZIP code, and telephone number,
including area code, of registrant's principal executive offices)

ANNE H. MCNAMARA, ESQ.
SENIOR VICE PRESIDENT AND GENERAL COUNSEL
AMR CORPORATION
P.O. BOX 619616
DALLAS/FORT WORTH AIRPORT, TEXAS 75261-9616
(817) 963-1234

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NEW YORK, NEW YORK 10022
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NEW YORK, NEW YORK 10022
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DEREGISTRATION OF SECURITIES

AMR Corporation (the "Registrant") by this Post-Effective Amendment No. 1 to its Registration Statement on Form S-4 (No. 33-55191) originally filed with the Securities Exchange Commission on August 23, 1994 (the "Registration Statement"), hereby withdraws from registration under the Securities Act of 1933, as amended, an aggregate principal amount of \$79,644,000 of its 6 1/8% Convertible Subordinated Quarterly Income Capital Securities due 2024 (the "Debentures") registered under such Registration Statement.

REASON FOR DEREGISTRATION

The Debentures were offered in exchange (the "Exchange Offer") for the Registrant's Series A Cumulative Convertible Preferred Stock (the "Preferred Stock") at a rate of \$1,000 principal amount of Debentures for every two shares of Preferred Stock validly tendered and accepted for exchange. Of the \$1,100,000,000 aggregate principal amount of Debentures originally registered, \$1,020,356,000 aggregate principal amount of Debentures were issued. Since the Exchange Offer expired on November 15, 1994 at 5:00 p.m. New York City time, the remaining Debentures in an aggregate principal amount of \$79,644,000 are being deregistered.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, AMR Corporation has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fort Worth, State of Texas, on this 21st day of December, 1994.

AMR CORPORATION

By /s/ ANNE H. MCNAMARA
Anne H. McNamara
Senior Vice President and General
Counsel

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

SIGNATURES	TITLE	

ROBERT L. CRANDALL	Chairman of the Board, President and Chief Executive Officer; Director (Principal Executive Officer)	
DONALD J. CARTY	Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)	
HOWARD P. ALLEN		
EDWARD A. BRENNAN		By /s/ ANNE H. MCNAMARA Anne H. McNamara (Attorney-in Fact)
CHRISTOPHER F. EDLEY		Date: December 21, 1994
CHARLES T. FISHER, III		
DEE J. KELLY	Directors	
ANN D. MCLAUGHLIN		
JOE M. RODGERS		
MAURICE SEGALL		
EUGENE F. WILLIAMS, JR.		