

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>KENNEDY GARY F</u> (Last) (First) (Middle) <u>4333 AMON CARTER BLVD.</u> (Street) <u>FORT WORTH TX 76155</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMR CORP [AMR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP / General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/15/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	04/15/2009		F		6,944	D	\$5.01	202,746	D	
Common Stock ⁽²⁾	04/15/2009		D		8,750	D	\$0	193,996	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- These are deferred shares originally granted on July 24, 2006 under AMR's 2006/2008 Performance Share Plan. These shares were withheld from the award that vested on April 15, 2009 to satisfy the tax liability on the shares issued upon vesting.
- These are deferred shares originally granted on July 24, 2006 under AMR's 2006/2008 Performance Share Plan. The AMR Board's Compensation Committee determined on April 15, 2009 that the performance criteria under the 2006/2008 Performance Share Plan were achieved at 75%, and thus 75% of the initial grant vested on April 15, 2009. At the time of the initial grant, the number of shares reported was the target award (or 100%). The securities reflected in this column, equal to 25% of the shares initially granted, were therefore forfeited and returned to the AMR 1998 Long Term Incentive Plan, as amended.

Remarks:

Kenneth W. Wimberly, Power of Attorney 04/17/2009

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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