

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 | |
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|---|------------|----------|--|--|--------|---|--|--|
| 1. Name and Address of Reporting Person* KENNEDY GARY F | | | 2. Issuer Name and Ticker or Trading Symbol AMR CORP [AMR] | | | 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) Sr. VP / General Counsel | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2005 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| 4333 AMON CARTER BLVD. | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) | FORT WORTH | | 76155 | | (City) | | | |

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 | | | | | | | | 42,735 | 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 | | | | | | Title |
| Deferred Units (PSU) (1) | \$0 ⁽²⁾ | 07/25/2005 | | A | | 10,000 | | 07/25/2008 | 07/25/2008 | Common Stock | 10,000 | \$0 ⁽²⁾ | 10,000 | D | |
| Performance Units (PSU) (3) | \$0 ⁽²⁾ | 07/25/2005 | | A | | 57,000 | | 01/01/2008 | 01/01/2008 | Common Stock | 57,000 | \$0 ⁽²⁾ | 57,000 | D | |
| Stock Option (right to buy) ⁽⁴⁾ | \$13.665 | 07/25/2005 | | A | | 7,700 | | 07/25/2006 | 07/25/2015 | Common Stock | 7,700 | \$0 ⁽²⁾ | 7,700 | D | |
| Stock Option (right to buy) ⁽⁴⁾ | \$13.665 | 07/25/2005 | | A | | 7,700 | | 07/25/2007 | 07/25/2015 | Common Stock | 7,700 | \$0 ⁽²⁾ | 7,700 | D | |
| Stock Option (right to buy) ⁽⁴⁾ | \$13.665 | 07/25/2005 | | A | | 7,700 | | 07/25/2008 | 07/25/2015 | Common Stock | 7,700 | \$0 ⁽²⁾ | 7,700 | D | |
| Stock Option (right to buy) ⁽⁴⁾ | \$13.665 | 07/25/2005 | | A | | 7,700 | | 07/25/2009 | 07/25/2015 | Common Stock | 7,700 | \$0 ⁽²⁾ | 7,700 | D | |
| Stock Option (right to buy) ⁽⁴⁾ | \$13.665 | 07/25/2005 | | A | | 7,700 | | 07/25/2010 | 07/25/2015 | Common Stock | 7,700 | \$0 ⁽²⁾ | 7,700 | D | |

Explanation of Responses:

- Deferred Units that will vest three years after the date of grant provided the recipient remains employed by AMR (or a subsidiary thereof) on such vesting date.
- The price will be determined on the date of vesting/exercise, as appropriate.
- Performance Units granted under the 2005/2007 Performance Unit Plan. The measurement period ends on 12/31/2007 with vesting dependent upon the total shareholder return (TSR) of AMR's common stock relative to competitors? TSR and the achievement of certain corporate objectives.
- Stock option (right to buy), granted pursuant to the Corporation's 1998 Long Term Incentive Plan, as amended, a stockholder approved plan.

Remarks:

Charles D. Marlett

07/25/2005

** 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.

