

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 Instructions 1(b).

1. Name and Address of Reporting Person
 Armando M Codina
 355 Alhambra Circle, Suite 900
 FL, Coral Gables 33134
2. Issuer Name and Ticker or Trading Symbol
 AMR Corporation (AMR)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 2/28/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

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

| 1. Title of Security | 2. Trans- action Date | 2A. Exec- ution Date | 3. Trans- action Code | 3. V | 4. Securities Acquired (A) or Disposed of (D) Amount | A/ D | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) | 6. Dir- ect (D) or Indir- ect(I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|-----------------------------|----------------------------|-----------------------------|------|--|---------|-------|--|--|---|
|----------------------|-----------------------------|----------------------------|-----------------------------|------|--|---------|-------|--|--|---|

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Con- version or Exer- cise Price of Deriva- tive Secu- rity | 3. Trans- action (Month/ Day/ Year) | 3A. Deemed Execu- tion (Month/ Day/ Year) | 4. Trans- action Code | 4. V | 5. Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D) Amount | 6. Date Exer- cisable and Expiration Date Date | 6. Expir- ation Date | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. Price of Deri- vative Secu- rity | 9. Number of Deriva- tive Securities Benefi- cially Owned Follow- ing Reported Trans- action(s) | 10. Dir- ect (D) or Indir- ect(I) | 11. Nature of Indirect Beneficial Ownership |
|---------------------------------------|--|---|--|-----------------------------|------|--|--|----------------------------|---|---|--|---|--|
|---------------------------------------|--|---|--|-----------------------------|------|--|--|----------------------------|---|---|--|---|--|

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|--------------------------|-----|----------------|--|---|--|--------|---|--|-----|--------------|--------|--|-----------|---|--|
| Phantom Stock units 1 | N/A | 2/28/ 2 003 | | A | | 353.36 | A | | N/A | Common stock | 353.36 | | 12246.731 | D | |
|--------------------------|-----|----------------|--|---|--|--------|---|--|-----|--------------|--------|--|-----------|---|--|

Explanation of Responses:
 1. Phantom stock units ("PSUs) are deferred compensation. During the deferral period retainers and meeting fees are converted into PSUs based upon the average market value of AMR common stock during the deferral month.

SIGNATURE OF REPORTING PERSON
 Armando M Codina
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