

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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>07/23/2010</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 <sup>(1)</sup>	07/23/2010		D		1,125	D	\$6.89	404,669	D	
Common Stock <sup>(2)</sup>	07/26/2010		A		14,550	A	\$0	419,219	D	
Common Stock <sup>(3)</sup>	07/26/2010		A		11,850	A	\$0	431,069	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
Stock Appreciation Rights	\$7.26	07/26/2010		A		17,000		(4)	07/26/2020	Common Stock	17,000	\$0	17,000	D	

**Explanation of Responses:**

- Shares of common stock withheld from the July 23, 2007 deferred share award that vested on July 23, 2010 to satisfy tax liability on the shares issued upon vesting.
- Performance Shares granted under the 2010/2012 Performance Share Plan and the 2009 Long Term Incentive Plan (the "LTIP"). The measurement period ends on 12/31/2012 with vesting dependent upon the total shareholder return (TSR) of AMR's common stock relative to competitor's.
- Deferred shares granted under the LTIP. These shares 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 SARs become exercisable in five equal annual installments on July 26, 2011, July 26, 2012, July 26, 2013, July 26, 2014 and July 26, 2015.

**Remarks:**

Kenneth W. Wimberly, Power of Attorney 07/27/2010

\*\* 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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