

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 4  
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  
Joe M. Rodgers  
P. O. Box 158838  
TN, Nashville 37215-8838

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/Year  
12/31/2002

5. If Amendment, Date of Original (Month/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.	3.	4. Securities Acquired (A) or Disposed of (D)					5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
			Transaction	Date	Code	V	Amount				A/ D	Price

Table II -- Derivative Securites Acquired, Disposed of, or Beneficially Owned												
1.Title of Derivative Security	2.Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Transaction  Date	4.  Code	5.Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D)  Amount	6.Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir- ation Exer- cisa- ble	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 at End of Month	10. Dir- ect (D) Indi- rect (I)	11.Nature of Indirect Beneficial Ownership		
Phantom Stock units 1	N/A	12/31/ 2002	A	140.65	A	N/A	Common stock	140.65	2573.73	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.