

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* <u>KENNEDY GARY F</u> (Last) (First) (Middle) 4333 AMON CARTER BLVD. (Street) FORT WORTH TX 76155 (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) Sr. VP / General Counsel
	3. Date of Earliest Transaction (Month/Day/Year) 05/18/2011	
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⁾	05/18/2011		A		73,850	A	\$0.0000	438,276	D	
Common Stock ⁽²⁾	05/18/2011		A		60,450	A	\$0.0000	498,726	D	
Common Stock ⁽³⁾	05/20/2011		D		6,758	D	\$6.66	491,968	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 ⁽⁴⁾	\$6.58	05/18/2011		A		9,670		05/18/2012	05/18/2021	Common Stock	9,670	\$0.0000	9,670	D	
Stock Appreciation Rights ⁽⁴⁾	\$6.58	05/18/2011		A		9,670		05/18/2013	05/18/2021	Common Stock	9,670	\$0.0000	9,670	D	
Stock Appreciation Rights ⁽⁴⁾	\$6.58	05/18/2011		A		9,670		05/18/2014	05/18/2021	Common Stock	9,670	\$0.0000	9,670	D	
Stock Appreciation Rights ⁽⁴⁾	\$6.58	05/18/2011		A		9,670		05/18/2015	05/18/2021	Common Stock	9,670	\$0.0000	9,670	D	
Stock Appreciation Rights ⁽⁴⁾	\$6.58	05/18/2011		A		9,670		05/18/2016	05/18/2021	Common Stock	9,670	\$0.0000	9,670	D	

Explanation of Responses:

- Deferred shares granted under the 2009 Long Term Incentive Plan (the LTIP). These shares will vest on May 19, 2014.
- Performance Shares granted under the 2011/2013 Performance Share Plan and the LTIP. The measurement period ends on 12/31/2013 with vesting dependent upon the total shareholder return (TSR) of AMR's common stock relative to competitor's.
- Shares of common stock withheld from the May 20, 2008 deferred share award that vested on May 20, 2011 to satisfy the tax liability on the shares issued upon vesting.
- Stock Appreciation Rights granted under the Stock Appreciation Right Agreement and the LTIP.

Kenneth W. Wimberly, Power of Attorney 05/20/2011

** 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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