

FISHER LAWRENCE N  
Form 4/A  
November 16, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FISHER LAWRENCE N

2. Issuer Name and Ticker or Trading Symbol  
FLUOR CORP [FLR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
11/01/2004

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Senior V.P. and Sec

C/O FLUOR CORPORATION, ONE ENTERPRISE DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
11/03/2004

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

ALISO VIEJO, CA 92656

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <sup>(1)</sup>	11/01/2004		S		2,300	D	\$ 45.57
Common Stock	11/01/2004		S		1,800	D	\$ 45.61
Common Stock	11/01/2004		S		900	D	\$ 45.65
Common Stock	11/01/2004		S		5,200	D	\$ 45.97
Common Stock	11/01/2004		S		1,200	D	\$ 45.86
							71,037
							69,237
							68,337
							63,137
							61,937

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Common Stock	11/01/2004	S	700	D	\$ 45.73	61,237	D
Common Stock	11/01/2004	S	100	D	\$ 46.36	61,137	D
Common Stock	11/01/2004	S	900	D	\$ 46.35	60,237	D
Common Stock	11/01/2004	S	900	D	\$ 46.3	59,337	D
Common Stock	11/01/2004	S	1,200	D	\$ 46.25	58,137	D
Common Stock	11/01/2004	S	300	D	\$ 46.22	57,837	D
Common Stock	11/01/2004	S	100	D	\$ 46.26	57,737	D
Common Stock	11/01/2004	S	300	D	\$ 46.31	57,437	D
Common Stock	11/01/2004	S	500	D	\$ 46.4	56,937	D
Common Stock	11/01/2004	S	400	D	\$ 46.39	56,537	D
Common Stock	11/01/2004	S	200	D	\$ 46.33	56,337	D
Common Stock	11/01/2004	S	5,000	D	\$ 46.2	51,337	D
Common Stock	11/01/2004	S	400	D	\$ 46.24	50,937	D
Common Stock	11/01/2004	S	1,000	D	\$ 46.23	49,937	D
Common Stock	11/01/2004	S	400	D	\$ 46.19	49,537	D
Common Stock	11/01/2004	S	1,800	D	\$ 46.16	47,737	D
Common Stock	11/01/2004	S	200	D	\$ 46.14	47,537	D
Common Stock	11/01/2004	S	400	D	\$ 46.03	47,137	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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