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Attorneys for Debtors
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
AMR CORPORATION, <i>et al.</i> ,	:	11-15463 (SHL)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**FIRST MONTHLY FEE STATEMENT OF WEIL, GOTSHAL & MANGES LLP FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED AS ATTORNEYS FOR DEBTORS FOR
THE PERIOD FROM NOVEMBER 29, 2011 THROUGH DECEMBER 31, 2011**

Name of Applicant:	Weil, Gotshal & Manges LLP, Attorneys for Debtors and Debtors in Possession
Date of Retention:	<i>Nunc pro tunc</i> to November 29, 2012
Period for Which Fees and Expenses are Incurred:	November 29, 2011 through and including December 31, 2011 ¹
Interim Fees Incurred:	\$3,137,050.25
Less 20% Holdback:	\$627,410.05
Interim Expenses Incurred:	\$45,728.27
Total Fees and Expenses Due:	\$2,555,368.47
This is a	<u> X </u> Monthly ___ Interim ___ Final Fee Application

¹ The first monthly fee statement is filed for informational purposes only. The original statement was previously submitted to the Notice Parties on March 5, 2012.

**SUMMARY OF FIRST MONTHLY APPLICATION
OF WEIL, GOTSHAL & MANGES, LLP FOR SERVICES RENDERED
FOR THE PERIOD NOVEMBER 29, 2011 THROUGH DECEMBER 31, 2011**

NAME OF PROFESSIONAL PARTNERS AND OF COUNSELS:	DEPARTMENT²	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Harvey R. Miller	BFR	1959	\$1,075.00	103.30	\$111,047.50
Thomas A. Roberts	CORP	1973	\$1,075.00	15.60	\$16,770.00
David R. Berz	LIT	1973	\$975.00	7.20	\$7,020.00
Greg A. Danilow	LIT	1975	\$1,075.00	0.80	\$860.00
Stephen Karotkin	BFR	1977	\$1,075.00	190.10	\$197,638.75
Edward Soto	LIT	1978	\$1,000.00	25.00	\$25,000.00
Richard A. Rothman	LIT	1978	\$865.00	79.00	\$68,335.00
Alfredo R. Perez	BFR	1980	\$1,050.00	159.90	\$167,895.00
Mike Francies	CORP	1981	\$1,105.00	1.60	\$1,768.00
Catherine T. Dixon	CORP	1982	\$1,025.00	0.20	\$205.00
Thomas C. Frongillo	LIT	1982	\$735.00	3.40	\$2,499.00
Stuart J. Goldring	TAX	1984	\$1,075.00	39.00	\$41,925.00
Stephen A. Radin	LIT	1984	\$1,025.00	1.60	\$1,640.00
Mary R. Korby	CORP	1984	\$975.00	117.00	\$113,831.25
Richard A. Morrison	CORP	1984	\$975.00	87.50	\$85,312.50
Lawrence J. Baer	LIT	1984	\$780.00	16.30	\$12,714.00
Stephen A. Youngman	BFR	1985	\$925.00	207.60	\$189,440.00
Steven A. Reiss	LIT	1987	\$1,025.00	0.60	\$615.00
Holly J. Gregory	CORP	1987	\$1,000.00	0.50	\$500.00
Michael K. Kam	TAX	1987	\$1,000.00	34.20	\$34,200.00
Howard B. Dicker	CORP	1989	\$1,000.00	2.60	\$2,600.00
Nellie P. Camerik	CORP	1989	\$925.00	0.50	\$462.50
Steven M. Margolis	TAX	1990	\$780.00	13.80	\$10,764.00
P. J. Himelfarb	CORP	1991	\$850.00	0.70	\$595.00
Michele J. Meises	BFR	1992	\$760.00	207.00	\$157,320.00
Robert S. Berezin	LIT	1994	\$755.00	96.80	\$73,084.00
Ralph I. Miller	CORP	1996	\$387.50	81.30	\$60,953.75
Yolanda C. Garcia	LIT	1999	\$635.00	161.80	\$102,743.00
Elisa R. Lemmer	BFR	2000	\$760.00	78.40	\$59,584.00
Michelle L. Hartmann	LIT	2001	\$630.00	71.40	\$44,982.00
Paullette C. Deruelle	LIT	2002	\$760.00	0.90	\$684.00
Total:				1,805.60	\$1,592,988.25

² BFR – Business Finance & Restructuring, CORP – Corporate, LIT – Litigation

NAME OF PROFESSIONAL ASSOCIATES:	DEPARTMENT ³	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Elizabeth A. Martialay	CORP	1996	\$740.00	23.30	\$17,242.00
Oleksandr Shulzhenko	CORP	2000	\$750.00	1.00	\$750.00
Matthew D. Morton	LIT	2001	\$740.00	0.60	\$444.00
Lyuba Goltser	CORP	2002	\$750.00	1.50	\$1,125.00
John D. Newton	CORP	2003	\$905.00	8.90	\$8,054.50
Christopher M. Lopez	BFR	2003	\$740.00	181.70	\$134,458.00
Eric S. Hochstadt	LIT	2003	\$555.00	91.70	\$50,893.50
Max A. Goodman	TAX	2004	\$740.00	16.70	\$12,358.00
Allen S. Blaustein	LIT	2004	\$720.00	35.60	\$25,632.00
Victoria Vron	BFR	2004	\$720.00	159.40	\$114,408.00
Margaret H. Allen	LIT	2004	\$540.00	151.30	\$81,702.00
Robert S. Velevs	LIT	2004	\$540.00	185.40	\$100,116.00
Benjamin L. Stewart	LIT	2004	\$520.00	57.80	\$30,056.00
Jennifer M. Oliver	LIT	2004	\$440.00	2.40	\$1,056.00
Jaime S. Kaplan	LIT	2005	\$685.00	3.80	\$2,603.00
Caitlyn M. Campbell	LIT	2006	\$540.00	12.50	\$6,750.00
Manesh J. Shah	BFR	2007	\$645.00	207.10	\$133,579.50
Matthew Goren	BFR	2007	\$645.00	148.40	\$95,718.00
Verity S. Rees	TAX	2007	\$645.00	14.00	\$9,030.00
Aliza Reicher	BFR	2007	\$600.00	0.50	\$300.00
Charlie Chen	BFR	2007	\$600.00	166.20	\$99,720.00
Sara Coelho	BFR	2008	\$645.00	187.30	\$120,486.00
Farbod Solaimani	TAX	2008	\$600.00	21.10	\$12,660.00
Joonbeom Pae	TAX	2008	\$600.00	16.10	\$9,660.00
David B. Gail	CORP	2008	\$560.00	35.00	\$19,600.00
Pablo Falabella	BFR	2009	\$600.00	140.10	\$84,060.00
Kathlene Burke	BFR	2009	\$560.00	58.10	\$32,536.00
Daniel S. Klein	LIT	2009	\$440.00	93.90	\$41,316.00
Pravin D. Kumar	CORP	2009	\$430.00	18.40	\$7,912.00
Sandra Y. Fusco	LIT	2009	\$415.00	126.00	\$52,290.00
Victoria Neave	LIT	2009	\$265.00	106.20	\$28,143.00
Alex Solomon	LIT	2010	\$495.00	4.50	\$2,227.50
Kyle J. Ortiz	BFR	2010	\$430.00	97.80	\$42,054.00
Elana R. Pollak	LIT	2010	\$415.00	58.50	\$24,277.50
Total:				2,432.80	\$1,403,217.50

³BFR – Business Finance & Restructuring, CORP – Corporate, LIT – Litigation

NAME OF PROFESSIONAL PARALEGALS, CLERKS, LIBRARY STAFF AND OTHER NON-LEGAL STAFF	DEPARTMENT[§]	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Andrew C. Mosier	LIT	\$430.00	5.90	\$2,537.00
Kathleen Lee	BFR	\$310.00	19.80	\$6,138.00
Gayle E. Mitchel	BFR	\$290.00	13.60	\$3,944.00
Mel C. Maravilla	CORP	\$280.00	3.00	\$840.00
Lori A. Seavey	BFR	\$265.00	6.20	\$1,643.00
Nancy P. Cade	LIT	\$265.00	90.70	\$24,035.50
Odalys C. Smith	LIT	\$265.00	0.60	\$159.00
Sarah B. Roberts	BFR	\$265.00	124.50	\$32,992.50
Herbert Chan	LIT	\$250.00	7.40	\$1,850.00
Lyle S. Bartram	BFR	\$250.00	9.10	\$2,275.00
T. C. Bennett	LIT	\$250.00	3.40	\$850.00
Lauren C. Haiken	LSS	\$235.00	0.30	\$70.50
Elizabeth E. Melson	LIT	\$230.00	67.10	\$15,433.00
Nicole K. Aliseo	BFR	\$230.00	3.30	\$759.00
Rene A Olvera	LIT	\$230.00	6.00	\$1,380.00
Victoria A. Bennett	LIT	\$230.00	61.90	\$14,237.00
Roy W. Gilchrist	LIT	\$220.00	5.80	\$1,276.00
Andrea Wilmer	BFR	\$200.00	19.00	\$3,700.00
Donald Etienne	BFR	\$200.00	6.30	\$1,260.00
Mark Ribaud	MC	\$200.00	0.40	\$80.00
Sabrina M. Ialuna	LIT	\$200.00	4.20	\$840.00
Merill Losick	LIB	\$195.00	1.40	\$273.00
Philip Barahona	LIB	\$195.00	1.20	\$234.00
Sadys R. Espitia	LIB	\$195.00	1.70	\$331.50
Andrew H. Gern	BFR	\$175.00	20.40	\$3,570.00
Andrew H. Lyon	BFR	\$175.00	6.00	\$1,050.00
Grainne M. Keogh	LIT	\$175.00	4.00	\$700.00
Jacob A. Gerber	BFR	\$175.00	4.10	\$717.50
Jacob A. Grover	CORP	\$175.00	2.80	\$490.00
Maryssa Mataras	LIT	\$175.00	85.10	\$14,892.50
Priya K. Ghodasara	BFR	\$175.00	11.80	\$2,065.00
Gregory Bailey	MC	\$170.00	0.70	\$119.00
Brenda Pancham	LIB	\$100.00	0.60	\$60.00
Maximiliano Greco	LIB	\$85.00	0.50	\$42.50
Total:			598.80	\$140,844.50

[§] BFR – Business Finance & Restructuring, CORP – Corporate, LIB – Library, LIT – Litigation,
LSS – Litigation Support Services, MC – Managing Clerk

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
TOTALS:			
Partners and Of Counsel	\$882.25	1,805.60	\$1,592,988.25
Associates	\$576.79	2,432.80	\$1,403,217.50
Paraprofessionals	\$235.21	598.80	\$140,844.50
Blended Attorney Rate	\$706.92		
Total Fees Incurred		4,837.20	\$3,137,050.25

EXPENSE SUMMARY
BY WEIL, GOTSHAL & MANGES LLP FOR
THE PERIOD NOVEMBER 29, 2011 THROUGH DECEMBER 31, 2011

EXPENSES	AMOUNTS
Travel and Transportation	\$7,624.13
Business Meals	\$7,895.94
Telephone/Teleconference	\$72.00
Postage and Express Mail	\$137.94
Duplicating	\$12,802.23
Messenger/Process Service	\$14.84
Court Reporting	\$1,858.65
Court/Filing/Regulatory Fees	\$200.00
Computerized Research/Other Research	\$15,122.54
Total:	\$45,728.27

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED BY WEIL, GOTSHAL & MANGES LLP FOR THE
PERIOD NOVEMBER 29, 2011 THROUGH DECEMBER 31, 2011**

TASK CODE	DESCRIPTION	HOURS	AMOUNT
010	Case Administration	353.40	\$234,409.50
020	Unsecured Creditors Issues/Meetings/Communications	129.10	\$113,677.00
040	US Trustee Issues/Meetings/Communications	36.10	\$25,861.50
050	Communications with Client	113.00	\$112,753.50
060	Hearings and Court Matters	303.30	\$191,007.00
070	General Case Strategy	28.30	\$24,741.00
080	WG&M Retention/Billing/Fee Applications	31.60	\$23,564.50
090	Retention/Fee Applications: Other Professionals	252.60	\$177,203.00
100	Retention/Fee Applications: Ordinary Course Professionals	49.50	\$30,468.50
110	Schedules/Statement of Financial Affairs/Rule 2015.3 Reports	105.90	\$71,614.50
120	Financing/Cash Management	33.60	\$26,856.00
130	Insurance Issues	35.00	\$21,301.50
140	1113 Negotiations	5.10	\$4,391.00
141	Labor Arbitrations	3.50	\$2,616.00
144	General Employee Issues (Excludes Items Covered in 140-143)	98.30	\$76,592.50
150	363 Asset Sales	0.20	\$210.00
151	363 Use or Lease of Property	57.80	\$46,402.00
160	Executory Contracts/Leases/365 (Excluding Aircraft/Real Property Leases)	91.50	\$68,261.00
161	Aircraft Executory Contracts and Leases/1110	119.10	\$96,527.00
162	Real Property Leases/365	289.70	\$237,872.50
170	Adversary Proceedings/Avoidance Actions	9.60	\$7,104.00
180	Bar Date/Claims Reconciliation Issues	32.80	\$25,094.00
190	Automatic Stay	187.70	\$111,273.00
200	Customer/Vendor/Supplier/Reclamation/503(b)(9) Issues	309.50	\$221,743.50
210	Utility Issues	63.30	\$41,643.50
220	Tax Issues	134.50	\$109,505.00
230	Corporate/Securities/Governance	173.50	\$136,104.50
240	Business Plan	22.40	\$21,876.50
290	Nonbankruptcy Litigation	18.10	\$12,592.00
291	GDS Litigation	1,719.80	\$845,844.75
310	Nonworking Travel	21.60	\$10,335.00
320	International Issues	0.60	\$585.00
330	Environmental Issues	7.20	\$7,020.00
Total:		4,837.20	\$3,137,050.25