

FLUOR CORP
Form 4/A
May 17, 2007

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 *
Prechtl Victor Lee

(Last) (First) (Middle)

C/O FLUOR CORPORATION, 6700
LAS COLINAS BOULEVARD

(Street)

IRVING, TX 75039

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
05/14/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President and Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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	05/10/2007		M		6,200	A	\$ 45.275
Common Stock	05/10/2007		M		7,500	A	\$ 28.95
Common Stock	05/10/2007		S		300	D	\$ 103.17
Common Stock	05/10/2007		S		500	D	\$ 103.16
Common Stock	05/10/2007		S		300	D	\$ 103.15
							23,930
							31,430
							31,130
							30,630
							30,330

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Common Stock	05/10/2007	S	668	D	\$ 103.14	29,662	D	
Common Stock	05/10/2007	S	1,200	D	\$ 103.13	28,462	D	
Common Stock	05/10/2007	S	2,197	D	\$ 103.12	26,265	D	
Common Stock	05/10/2007	S	410	D	\$ 103.11	25,855	D	
Common Stock	05/10/2007	S	1,100	D	\$ 103.1	24,755	D	
Common Stock	05/10/2007	S	400	D	\$ 103.09	24,355	D	
Common Stock	05/10/2007	S	400	D	\$ 103.08	23,955	D	
Common Stock	05/10/2007	S	900	D	\$ 103.07	23,055	D	
Common Stock	05/10/2007	S	100	D	\$ 103.06	22,955	D	
Common Stock	05/10/2007	S	1,200	D	\$ 103.04	21,755	D	
Common Stock	05/10/2007	S	1,500	D	\$ 103.03	20,255	D	
Common Stock	05/10/2007	S	1,205	D	\$ 103.02	19,050	D	
Common Stock	05/10/2007	S	200	D	\$ 102.99	18,850	D	
Common Stock	05/10/2007	S	120	D	\$ 102.97	18,730	D	
Common Stock	05/10/2007	S	300	D	\$ 102.93	18,430	D	
Common Stock	05/10/2007	S	700	D	\$ 102.92	17,730	D	
Common Stock						479,009	I	401(k) Plan

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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