

SANDOR RICHARD L
 Form 4/A
 February 02, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 SANDOR RICHARD L

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN ELECTRIC POWER CO INC [AEP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 1 RIVERSIDE PLAZA, 29TH FLOOR
 (Street)
 COLUMBUS, OH 43215
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 03/31/2004
 4. If Amendment, Date Original Filed(Month/Day/Year)
 04/01/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
 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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 5)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit ⁽¹⁾	\$ 0 ⁽²⁾	03/31/2004	A		227		⁽²⁾	⁽²⁾	Common Stock	227	\$ 0 ⁽²⁾
Phantom Stock Unit ⁽⁴⁾	\$ 0 ⁽²⁾	03/31/2004	A		456		⁽²⁾	⁽²⁾	Common Stock	456	\$ 0 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDOR RICHARD L 1 RIVERSIDE PLAZA, 29TH FLOOR COLUMBUS, OH 43215		X		

Signatures

Thomas G. Berkemeyer as Attorney-in-Fact for Richard L. Sandor 02/02/2005

__Signature of Reporting Person
Date

Explanation of Responses:

- * 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).
- (1) Acquisition pursuant to the AEP Deferred Compensation and Stock Plan for Non-Employee Directors.
- (2) Stock Units are payable in cash upon termination of service unless the director has elected to defer payment for a period that results in payment commencing not later than five years thereafter.
Includes 16 units of reinvested dividends for 1st Quarter 2004 pursuant to a dividend reinvestment feature of the Plan. AMENDED FROM 29 UNITS REPORTED IN 04/01/2004 FILING DUE TO INCORRECT CALCULATION OF DIVIDEND PRICE PER SHARE AND NUMBER OF UNITS OWNED AFTER TRANSACTION.
- (3) Acquisition pursuant to the AEP Stock Unit Accumulation Plan for Non-Employee Directors.
- (4) Includes 51 units of reinvested dividends for 1st Quarter 2004 pursuant to a dividend reinvestment feature of the Plan.
- (5) AMENDED TO REFLECT NO. OF SECURITIES OWNED UNDER EACH PLAN, RATHER THAN A RUNNING TOTAL COVERING BOTH PLANS.
- (6)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.