

Squeri Stephen J
Form 3
May 11, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Squeri Stephen J

(Last) (First) (Middle)

200 VESEY STREET

(Street)

NEW YORK,Â NYÂ 10285

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/02/2005

3. Issuer Name and Ticker or Trading Symbol
AMERICAN EXPRESS CO [AXP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
EVP, Chief Information Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

63,779

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	02/23/2003 ⁽¹⁾	02/22/2008	Common Stock	23,800	\$ 29.302	D	Â
Employee Stock Option (right to buy)	02/23/2000 ⁽²⁾	02/22/2008	Common Stock	9,100	\$ 29.302	D	Â
Employee Stock Option (right to buy)	02/22/2001 ⁽³⁾	02/21/2009	Common Stock	21,000	\$ 35.292	D	Â
Employee Stock Option (right to buy)	02/28/2002 ⁽³⁾	02/27/2010	Common Stock	24,000	\$ 43.667	D	Â
Employee Stock Option (right to buy)	07/24/2002 ⁽³⁾	07/23/2010	Common Stock	12,000	\$ 57.969	D	Â
Employee Stock Option (right to buy)	02/26/2003 ⁽³⁾	02/25/2011	Common Stock	65,000	\$ 44.465	D	Â
Employee Stock Option (right to buy)	11/18/2001	02/25/2006	Common Stock	7,973	\$ 43.755	D	Â
Employee Stock Option (right to buy)	01/28/2003 ⁽³⁾	01/27/2012	Common Stock	70,000	\$ 36.49	D	Â
Employee Stock Option (right to buy)	01/27/2004 ⁽⁴⁾	01/26/2013	Common Stock	63,000	\$ 33.403	D	Â
Employee Stock Option (right to buy)	12/26/2003	02/23/2007	Common Stock	7,420	\$ 42.42	D	Â
Employee Stock Option (right to buy)	01/26/2005 ⁽⁴⁾	01/25/2014	Common Stock	66,000	\$ 50.24	D	Â
Employee Stock Option (right to buy)	08/19/2004	02/22/2008	Common Stock	5,209	\$ 53.565	D	Â
Employee Stock Option (right to buy)	08/19/2004	07/27/2007	Common Stock	2,011	\$ 53.565	D	Â
Employee Stock Option (right to buy)	08/19/2004	02/23/2007	Common Stock	689	\$ 53.565	D	Â
Employee Stock Option (right to buy)	03/29/2005	02/22/2008	Common Stock	16,481	\$ 51.065	D	Â
Employee Stock Option (right to buy)	01/24/2006 ⁽⁴⁾	01/23/2015	Common Stock	23,000	\$ 52.285	D	Â
Employee Stock Option (right to buy)	01/24/2006 ⁽⁴⁾	01/23/2015	Common Stock	60,000	\$ 52.285	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Squeri Stephen J
200 VESEY STREET
NEW YORK, NY 10285

^ ^ ^ EVP, Chief Information Officer ^

Signatures

/s/ Stephen P. Norman,
Attorney-In-Fact

05/10/2005

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 8,200 of these options became exercisable on 2/23/2003; the balance became exercisable on 2/23/2004.
- (2) 3,600 of these options became exercisable on 2/23/2000; the balance became exercisable on 2/23/2001.
- (3) These options will vest in three equal annual installments beginning on the date shown as "Date Exercisable" subject to continuous employment.
- (4) These options will vest in four equal annual installments beginning on the date shown as "Date Exercisable" subject to continuous employment.

^

Remarks:

Exhibit List

Exhibit 24 ^ ^ ^ ^ Squeri Power of Attorney

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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