FORD MOTOR CO

Form 4

December 03, 2004

if no longer

subject to

Section 16.

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

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5. Relationship of Reporting Person(s) to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FORD WILLIAM CLAY			Symbol FORD MOTOR CO [F]				ng	Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			(Check all applicable) _X_ Director10% Owner					
FORD MOTOR COMPANY, ONE AMERICAN ROAD			12/02/2004				Delow) Officer (give title below) Other (specify below)				
	(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DEARBORN, MI 48126								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if 'Day/Year)	Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, \$0.01 par value	12/02/2004			P	2,558	A	\$ 14.18	8,102,358	D		
Common Stock, \$0.01 par value								167,248	I	By Spouse	
Common Stock, \$0.01 par value								1,382,162	I	By Voting Trust (2)	

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Class B Stock, \$0.01 par value	192,254	I	By Spouse
Class B Stock, \$0.01 par value	8,709,007	I	By Voting Trust (2)

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. Transacti	5. orNumber	6. Date Exer Expiration D		7. Title and 2. Underlying S		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		(Instr. 3 and		Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Ford Stock Units	(3)					<u>(3)</u>	<u>(3)</u>	Common Stock, \$0.01 par value	(3)	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FORD WILLIAM CLAY							
FORD MOTOR COMPANY	X						
ONE AMERICAN ROAD	Λ						
DEARBORN, MI 48126							

Reporting Owners 2

Deletionships

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Signatures

s/Kathryn S. Lamping, Attorney-in-Fact

12/03/2004

**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) I disclaim beneficial ownership of these shares owned by my wife.
 - I am one of five trustees of the voting trust. In said voting trust are 1,382,162 shares of Common Stock and 8,709,007 shares of Class B
- (2) Stock which are held for my sole benefit. I disclaim beneficial ownership of any other shares of Common Stock or Class B Stock held in said voting trust.
 - These Ford Stock Units were acquired under the Company's Deferred Compensation Plan for Non-Employee Directors. In general, these
- (3) Ford Stock Units will be converted and distributed to me, without payment, in cash, on January 10th of the year following termination of Board service, based upon the then current market value of a share of Common Stock.

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.

Signatures 3