

BOECKMANN ALAN L  
Form 144  
November 23, 2010

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

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SEC USE ONLY  
DOCUMENT  
SEQUENCE NO.

**FORM 144  
NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

CUSIP NUMBER

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print)		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.	WORK LOCATION		
Fluor Corporation		33-0927079	1-16129			
1 (d) ADDRESS OF ISSUER	STREET		CITY	STATE	ZIP CODE	(e) TELEPHONE NO.
6700 Las Colinas Blvd.	Irving		TX	75039		AREA
						CODE NUMBER
						469 398-7000
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD	(b) RELATIONSHIP TO ISSUER	(c) ADDRESS STREET	CITY	STATE	ZIP CODE	
Alan L. Boeckmann	Chairman/CEO	6700 Las Colinas Boulevard	Irving	Texas	75039	

*INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a)	(b)	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY (c) Broker-Dealer File Number	(d) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(e) Aggregate Market Value (See instr. 3(d))	(f) Number of Shares or Other Units Outstanding (See instr. 3(e))	(g) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	Name of Each Securities Exchange (See instr. 3(g))
Common		Goldman Sachs & Co. 100 Crescent Ct. Ste.1000 Dallas, Texas 75201		83,652	\$4,827,557 as of November 19, 2010	178.8M	Nov 23 2010	NYSE

**INSTRUCTIONS:**

- |  |  |
|--|--|
| 1.(a) Name of issuer   | 3.(a) Title of the class of securities to be sold  |
| (b) Issuer's I.R.S. Identification Number                            | (b) Name and address of each broker through whom the securities are intended to be sold  |
| (c) Issuer's S.E.C. file number, if any                              | (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  |
| (d) Issuer's address, including zip code                             | (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice   |
| (e) Issuer's telephone number, including area code                   | (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer |
| 2.(a) Name of person for whose account the securities are to be sold | (f) Approximate date on which the securities are to be sold  |
| (b)  | (g) Name of each securities exchange, if any, on which the securities are intended to be sold  |

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Such person's relationship to the issuer (e.g.,  
officer, director, 10% stockholder, or  
member of immediate family of any of the  
foregoing)

(c) Such person's address, including zip code

**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 control number.**

SEC 1147 (08-07)

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**TABLE I SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

<b>Title of the Class</b>	<b>Date you Acquired</b>	<b>Nature of Acquisition Transaction</b>	<b>Name of Person from Whom Acquired (If gift, also give date donor acquired)</b>	<b>Amount of Securities Acquired</b>	<b>Date of Payment</b>	<b>Nature of Payment</b>
Common	12/5/03	Restricted Stock Vesting	Issuer	5,264	12/5/03	Cash
	1/1/04	Restricted Stock Vesting	Issuer	38,668	1/1/04	Cash
	2/3/04	Restricted Stock Vesting	Issuer	4,344	2/3/04	Cash
	2/5/04	Restricted Stock Vesting	Issuer	32,994	2/5/04	Cash
	9/10/04	Restricted Stock Vesting	Issuer	2,382	9/10/04	Cash

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

<b>Name and Address of Seller</b>	<b>Title of Securities Sold</b>	<b>Date of Sale</b>	<b>Amount of Securities Sold</b>	<b>Gross Proceeds</b>
Alan L. Boeckmann  6700 Las Colinas Blvd.  Irving, TX 75039	Common	11/10/10	110,287	\$5,964,882.30

**REMARKS:**

The proposed sales to which this Form 144 relates are being made in connection with year-end tax planning in order to secure favorable capital gains treatment at current rates.

**INSTRUCTIONS:** See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that

**ATTENTION:** *The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the*

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definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

*current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.*

November 22, 2010  
DATE OF NOTICE

/s/ Alan L. Boeckmann  
(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF  
RELYING ON RULE 10B5-1

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.*

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

SEC 1147 (08-07)