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CROWN JA Form 4	MES S										
May 13, 201	3										
FORM	4 UNITED	STATES	SECU	RITIFS A	ND FY	CHANGE	COMMISSIO	ΛT	PPROVAL		
		SIAILS		shington,				Number:	3235-0287		
Check thi if no long subject to Section 1 Form 4 or Form 5		HANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					January 31, 2005 average urs per . 0.5				
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a) of the 1	Public U	Itility Hole	ding Cor		nge Act of 1934, of 1935 or Section 940				
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> CROWN JAMES S			2. Issuer Name and Ticker or Trading Symbol GENERAL DYNAMICS CORP [GD]				5. Relationship of Reporting Person(s) to Issuer				
							(Check all applicable)				
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction (Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify				
				05/10/2013			below) below)				
Filed(Month/Day/					n/Day/Year) Applicable Line) _X_ Form filed by			Ioint/Group Filing(Check One Reporting Person More than One Reporting			
CHICAGO,							Person				
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Rep	ort on a separate line	for each cl	ass of sec	urities benef	ficially own	ned directly o	or indirectly.				
					inforn requir	nation cont red to respo ays a curre	pond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible s	Beneficially Owner securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Yea Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Year)	(Instr. 3 and 4)		((
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	05/10/2013		А	20.0532		(2)	(2)	Common Stock	20.0532	

Reporting Owners

Reporting Owner Name / Addr	ess	Relationships					
	Director	10% Owner	Officer	Other			
CROWN JAMES S 222 N LASALLE STREET STE 2000 CHICAGO, IL 60601	Х						
Signatures							
/s/ James S. Crown	05/13/2013						
<u>**</u> Signature of	Date						

<u>**</u>Signature of Reporting Person

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) Convertible on a 1-for-1 basis for cash equal to the average of the fair market value of Common Stock as of the date of conversion, which on the transaction date was \$75.46 per share.
- (2) Payable at Reporting Person's retirement.
- (3) Acquired pursuant to General Dynamics Corporation's director compensation plan.

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.

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