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Form 4 March 29, 20												
FORM	ЛА									OMB AF	PROVAL	
	UNITED	STATES				ND EX D.C. 20		NGE CO	OMMISSION	OMB Number:	3235-0287	
Check th	aar	box								Expires:	January 31,	
if no long subject to Section 1 Form 4 c	o SIAIEN 16. pr	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									Estimated average burden hours per response 0.5	
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of the l	Public U	tility H	ol	ding Cor	npany	•	Act of 1934, 1935 or Section	L		
(Print or Type]	Responses)											
HEEBNER DAVID K Sy GI			Symbol	-					5. Relationship of Reporting Person(s) to Issuer			
			GENERAL DYNAMICS CORP [GD]					ΚΡ	(Check all applicable)			
C/O GENERAL DYNAMICS (Month/ 03/27/2				Date of Earliest Transaction Ionth/Day/Year) 8/27/2012				- - 1	Director 10% Owner _X Officer (give title Other (specify below) below) Executive Vice President			
PARK DRI	TION, 2941 FAI VE	RVIEW										
				(Month/Day/Year)				1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
FALLS CH	URCH, VA 2204	2						Ī	Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tab	le I - Noi	n-D	Derivative	Secur	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)				ror Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	D) 5)	 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock, \$1.00 par value	03/27/2012			Code M	v	Amount 40,000	(D) A	Price \$ 40.09	181,315	D		
Common Stock, \$1.00 par value	03/27/2012			S		40,000	D	\$ 73.852 (1)	141,315	D		
Common Stock,									5,189.2924 (2)	Ι	401(k) Plan	

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\$1.00 par value

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)8(Instr. 3 and 4)(1)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 40.09	03/27/2012		М	40,000	(3)	03/03/2014	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Other	
HEEBNER DAVID K C/O GENERAL DYNAMICS CORPORATION 2941 FAIRVIEW PARK DRIVE FALLS CHURCH, VA 22042			Executive Vice President		
Signatures					

Neal Wheeler, by power of attorney

03/29/2012

**Signature of Reporting Person

g 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) Sale prices ranged from \$73.74 to \$74.06. Reporting Person will provide, upon request by the Commission staff, General Dynamics, or a General Dynamics shareholder, full information regarding the number of shares sold at each separate sales price.
- (2) Includes share activity under General Dynamics 401(k) plan since date of reporting person's last ownership report.
- (3) Fifty percent became exercisable on 3/4/10 and the remaining fifty percent became exercisable on 3/4/11.

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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.