HOPKINS JOHN L

Form 4

August 22, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * HOPKINS JOHN L			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			FLUOR CORP [FLR]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	••		
C/O FLUOR CORPORATION, 6700 LAS COLINAS BOULEVARD			(Month/Day/Year) 08/21/2007	Director 10% Owner _X_ Officer (give title Other (specify below) Group Executive		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
IRVING, TX 75039			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I Non Darivative Securities Ac	quired Disposed of or Reposicially Owner		

(City)	(State)	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/21/2007		M	693	A	\$ 84.21	29,110	D	
Common Stock	08/21/2007		S	693	D	\$ 120	28,417	D	
Common Stock							1,916.319	I	401(k) Plan

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

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exer	cisable and	7. Title and A	Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti		Expiration Date		, ,		Derivat
Security	or Exercise		any	Code	Derivative	(Month/Day	/Year)	(Instr. 3 and	4)	Securit
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities					(Instr. :
	Derivative				Acquired					
	Security				(A) or					
					Disposed of (D)					
					(Instr. 3, 4,					
					and 5)					
									Amount	
						Date Exercisable	Expiration Date	Title	or Number	
						Exercisable	Date		of	
				Code V	(A) (D)				Shares	
Employee										
stock option	\$ 84.21	08/21/2007		M	693	(1)	(1)	Common	693	\$ 0
•	φ 04.21	00/21/2007		1V1	093	(-)	(1)	Stock	093	\$ (
(right to										
buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 9	Director	10% Owner	Officer	Other			
HOPKINS JOHN L							
C/O FLUOR CORPORATION			Group				
6700 LAS COLINAS BOULEVARD			Executive				
IRVING, TX 75039							

Signatures

/s/ Eric P. Helm by Power of
Attorney 08/22/2007

**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) The option vests in five equal annual installments beginning on 2/5/07.

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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