#### GENERAL DYNAMICS CORP

Form 4/A March 16, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5 obligations

may continue.

if no longer

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** GOODMAN CHARLES H |   |              | 2. Issuer Name <b>and</b> Ticker or Trading Symbol |  |   |                        |            | 5. Relationship of Reporting Person(s) to Issuer   |  |   |  |
|--|---|--------------|--|--|---|------------------------|------------|--|--|---|--|
|  | GENERAL DYNAMICS CORP<br>[GD]   |              |  |  |   | (Check all applicable) |            |  |  |   |  |
| (Last)   | (First) (M  | iddle)       | 3. Date of (Month/Date 03/01/20                    |  |   |                        |            | _X Director<br>Officer (giv<br>below)  |  | Owner er (specify   |  |
|  | (Street) 4. If Amen Filed(Mont 03/03/20   |              |  |  | e Original  |                        |            | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |   |  |
| (City)   | (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner. |              |  |  |   |                        |            |  | lly Owned  |   |  |
| 1.Title of<br>Security<br>(Instr. 3)                         | 2. Transaction Date (Month/Day/Year)  | Executio any | med<br>on Date, if<br>Day/Year)                    | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securi<br>onAcquired<br>Disposed<br>(Instr. 3, | l (A) c<br>l of (D     | ))         | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                             | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock  | 03/01/2006  |              |  | A                                      | 270   | A                      | <u>(1)</u> | 10,046 (2)   | D  |   |  |

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transactic Code (Instr. 8) |                                   |                     | ate             | 7. Title<br>Amoun<br>Under | int of<br>lying<br>ities | 8. Price of Derivative Security (Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene |
|---|---|---|---|-------------------------------|-----------------------------------|---------------------|-----------------|----------------------------|--------------------------|--|---------------------------------|
|   | Derivative<br>Security                      |   |   |                               | Securities<br>Acquired            |                     |                 | (Instr.                    | 3 and 4)                 |  | Owne<br>Follo                   |
|   |   |   |   |                               | (A) or<br>Disposed                |                     |                 |                            |                          |  | Repo<br>Trans                   |
|   |   |   |   |                               | of (D)<br>(Instr. 3,<br>4, and 5) |                     |                 |                            |                          |  | (Instr                          |
|   |   |   |   |                               | 4, and 3)                         |                     |                 |                            | Amount                   |  |                                 |
|   |   |   |   |                               |                                   | Date<br>Exercisable | Expiration Date | Title                      | or<br>Number<br>of       |  |                                 |
|   |   |   |   | Code V                        | (A) (D)                           |                     |                 |                            | Shares                   |  |                                 |

# **Reporting Owners**

## **Signatures**

/s/ Charles H. O3/16/2006 Goodman

\*\*Signature of Reporting 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) Grant pursuant to Rule 16b-3(c).
- (2) On a Form 4 dated March 3, 2006, the Reporting Person reported direct beneficial ownership of 8,605 shares of the Issuer's common stock, which figure, owing to a calculation error, is incorrect. The correct figure is 10,046 shares.

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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