FORM 4	4
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Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations may

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) ADVANCED MICRO DEVICES, INC., ONE AMD 3. Date of Earliest Transaction (Month/Day/Year)	able) 0% Owner ther (specify below) nsion LLC										
(Last) (First) (Middle) ADVANCED MICRO DEVICES, INC., ONE AMD 3. Date of Earliest Transaction (Month/Day/Year) Image: Construction of the below image: Constructing and the below image: Construction of thel	ther (specify below) nsion LLC										
(Streat) A 16 Amerika and Dete Original Filodor (170, 371) (C. Ladinidad en Laint/Crause Filiperet											
(The function of the second se	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 Ow	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3) 2. Transaction Date 2A. Deemed Execution Date, if (Month/Day/Year) 3. Transaction Code 3. Transaction Code 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership of Form: Be	Beneficial Ownership									

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

Persons who respond to the collection of information contained in SEC 1474 (9-02) this form are not 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)												
2.	3. Transaction	3A. Deemed	4.		5. Numbe	er	6. Date Exercisab		7. Title and		8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution Date, if	Transact	ion	of Derivative		Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
or Exercise	(Month/Day/Year)	any	Code				(Month/Day/Year)		Securities Security		Security	Securities	Form of	Beneficial
Price of		(Month/Day/Year)	(Instr. 8)		Acquired				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
Derivative					(A) or							Owned	Security:	(Instr. 4)
Security					Disposed	of	of					Following	Direct (D)	
					(D)							Reported	or Indirect	
					(Instr. 3, 4,							Transaction(s)	(I)	
					and 5)							(Instr. 4)	(Instr. 4)	
										Amount				
								т ·		or				
							Date Exercisable	-	Title	Number				
								Date		of				
			Code	V	(A)	(D)				Shares				
\$ 15.5	10/25/2004		А		37,500		04/30/2007 <u>(1)</u>	10/25/2011	Common Stock	37,500	\$ 0	37,500	D	
C H I S	Conversion or Exercise Price of Derivative Security	Conversion Date or Exercise (Month/Day/Year) Price of Derivative Security	Conversion Date Execution Date, if or Exercise (Month/Day/Year) any Price of (Month/Day/Year) (Month/Day/Year) Security (Month/Day/Year) (Month/Day/Year) Security (Month/Day/Year) (Month/Day/Year)	Conversion Date (Month/Day/Year) Execution Date, if Code (Instr. 8) Price of Derivative Security Code (Month/Day/Year) Code (Instr. 8)	Conversion Date (Month/Day/Year) Price of Derivative Security Security I Code (Instr. 8)	Conversion Date (Month/Day/Year) Price of Derivative Security Security Acquired (Month/Day/Year) Price of Derivative Security Sec	Conversion or Exercise (Month/Day/Year) Price of Derivative Security Security Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Code (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Kacquired (A) or Disposed of (D) (Instr. 4, and 5) Kacquired (A) or Disposed (A) or	Conversion Date (Month/Day/Year) Price of Derivative Security Security Herein Content in the security	Conversion or Exercise (Month/Day/Year) And the security security security and the security security security with the security of the security sec	Conversion Date (Month/Day/Year) Date Execution Date, if any (Month/Day/Year) (Month/Day/Ye	Conversion or Exercise Price of Derivative Securitive Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) of Derivative Securities (Instr. 8) Expiration Date (Month/Day/Year) of Underlying Securities (Month/Day/Year) Securitive Security (Month/Day/Year) (Month/Day/Year) (Instr. 8) of Derivative Securities (Instr. 8) Expiration Date (Month/Day/Year) of Underlying Securities (Instr. 3 and 4) Securitive Securitive Securitive Securitive Securitive (Instr. 3, 4, and 5) Instr. 3, 4, and 5) Expiration Date Exercisable Framework Expiration Date Amount or Number of Shares Securitive Securitive Securitive Intervention Securitive Intervention Securitive Intervention Securitive Intervention Securitive	Conversion or Exercise (Month/Day/Year) Price of Derivative Security Securities (Month/Day/Year) Security Security Securities (Month/Day/Year) Security Securities (Month/Day/Year) Securities (Month/Day/Year) Securities (Month/Day/Year) Securities (Month/Day/Year) Month/Day/Year) Securities (Month/Day/Year) Securities	Conversion or Exercise Price of Derivative Securities Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) of Derivative Securities Expiration Date (Month/Day/Year) of Underlying Securities Derivative Securities Derivative Securities Securities (Month/Day/Year) (Month/Day/Year) Image: Code (Instr. 8) Image: Code (Instr	Conversion or Exercise Price of Derivative Securitive Securitive Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 3) of Derivative Securities (Instr. 3) Expiration Date (Month/Day/Year) of Underlying Securities (Instr. 3) and 4) Derivative Securities (Instr. 4) S 15 5 10/25/2004 Code V (A) (D) Derivative Securities Derivative Securities (Instr. 4) Securities (Instr. 4) Derivative Securities (Instr. 4)

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
CAMBOU BERTRAND F ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			EVP, CEO & Pres., Spansion LLC					

Signatures

Bertrand F. Cambou 10

10/26/2004 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) Option to buy 37,500 shares to vest as follows: 33 1/3% on 4/30/2005 then remaining shares vest monthly through 4/30/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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