

RANDOLPH GARRY L
Form 4
October 28, 2004

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
RANDOLPH GARRY L

(Last) (First) (Middle)

P. O. BOX 66149

(Street)

ST. LOUIS, MO 63166-6149

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMEREN CORP [AEE]

3. Date of Earliest Transaction (Month/Day/Year)
10/27/2004

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)

SVP of Subsidiary

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 Par Value				(A)	962	I	By 401K
Common Stock, \$.01 Par Value				(A)	2,128	I	By ESOP
Common Stock, \$.01 Par Value	10/27/2004		M	2,100 A	\$ 35.875 19,944	D	

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Common Stock, \$.01 Par Value	10/27/2004	S	2,100	D	\$ 47.9288	17,844	D
Common Stock, \$.01 Par Value	10/27/2004	M	2,500	A	\$ 43	20,344	D
Common Stock, \$.01 Par Value	10/27/2004	S	2,500	D	\$ 47.9288	17,844	D
Common Stock, \$.01 Par Value	10/27/2004	M	3,400	A	\$ 38.5	21,244	D
Common Stock, \$.01 Par Value	10/27/2004	S	3,400	D	\$ 47.9288	17,844	D
Common Stock, \$.01 Par Value	10/27/2004	M	9,700	A	\$ 39.25	27,544	D
Common Stock, \$.01 Par Value	10/27/2004	S	9,700	D	\$ 47.9288	17,844	D
Common Stock, \$.01 Par Value	10/27/2004	M	10,700	A	\$ 36.625	28,544	D
Common Stock, \$.01 Par Value	10/27/2004	S	10,700	D	\$ 47.9288	17,844	D
Common Stock, \$.01 Par Value	10/27/2004	M	10,575	A	\$ 31	28,419	D
Common Stock, \$.01 Par Value	10/27/2004	S	10,575	D	\$ 47.9288	17,844	D

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 35.875	10/27/2004		M	2,100	04/25/1997 04/25/2005	Common Stock, \$.01 Par Value 2,100
Stock Option	\$ 43	10/27/2004		M	2,500	02/07/1998 02/07/2006	Common Stock, \$.01 Par Value 2,500
Stock Option	\$ 38.5	10/27/2004		M	3,400	02/10/1999 02/10/2007	Common Stock, \$.01 Par Value 3,400
Stock Option	\$ 39.25	10/27/2004		M	9,700	04/28/2000 04/28/2008	Common Stock, \$.01 Par Value 9,700
Stock Option	\$ 36.625	10/27/2004		M	10,700	02/12/2001 02/12/2009	Common Stock, \$.01 Par Value 10,700
Stock Option	\$ 31	10/27/2004		M	10,575	02/11/2002 02/11/2010	Common Stock, \$.01 Par Value 10,575

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANDOLPH GARRY L P. O. BOX 66149 ST. LOUIS, MO 63166-6149				SVP of Subsidiary

Signatures

G. L. Waters, Asst. Secy. for Garry L.
Randolph

10/28/2004

__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).

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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