

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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).

1. Name and Address of Reporting Person BROWN CHARLES S JR (Last) (First) (Middle) 343 STATE STREET (Street) ROCHESTER NY 14650 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [EK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ Senior Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 05/03/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/03/2004		A		5,000 ⁽¹⁾	A	\$25.85	10,250 ⁽¹⁾	D	
Common Stock								1,521.039 ⁽²⁾	I	By Trustee in 401(k)
common stock								83.687 ⁽³⁾	I	By Trustee of ESOP

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$31.3							(5)	03/09/2004	common stock	5,733		5,733	D	
Option (right to buy)	\$31.3							(5)	04/19/2005	common stock	5,867		5,867	D	
Option (right to buy)	\$31.3							(5)	10/12/2005	common stock	3,333		3,333	D	
Option (right to buy)	\$31.3							(5)	03/28/2006	common stock	7,353		7,353	D	
Option (right to buy)	\$31.3							(5)	03/12/2007	common stock	327		327	D	
Option (right to buy)	\$31.3							(5)	04/03/2007	common stock	7,308		7,308	D	
Option (right to buy)	\$31.3							(5)	03/01/2008	common stock	5,000		5,000	D	
Option (right to buy)	\$31.3							(5)	03/12/2008	common stock	209		209	D	
Option (right to buy)	\$31.3							(5)	04/01/2008	common stock	9,000		9,000	D	
Option (right to buy)	\$31.3							(5)	03/11/2009	common stock	519		519	D	
Option (right to buy)	\$31.3							(5)	03/31/2009	common stock	10,500		10,500	D	
Option (right to buy)	\$31.3							(5)	03/29/2010	common stock	16,667		16,667	D	

