

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>CARP DANIEL A</u>			2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [EK]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman, CEO			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/12/2003</u>						
<u>343 STATE STREET</u>			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/16/2003</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Street)	(City)	(State)	(Zip)						
<u>ROCHESTER</u>	<u>NY</u>	<u>14650</u>							
(City)	(State)	(Zip)							

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			

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					
Restricted Stock Units	(1)	05/25/2004		F			37.422	(2)	(2)	common stock	37.422	\$25.9	24,900.24 ⁽⁴⁾	D
Restricted Stock Units	(1)	05/25/2004		F			7.7	(2)	(2)	common stock	7.7	\$25.9	5,123.67 ⁽³⁾	D

Explanation of Responses:

- These units convert on a one-for-one basis.
- This date is not applicable to these units.
- This amendment is being filed to show the correct number of shares. The December 16, 2003 filing reported 5133.92 as the number of derivative securities beneficially owned following the reported transaction. The number of derivatives should have been reported as 5131.37. The number of shares acquired was correctly reported. There was a subsequent disposal of 7.70 shares reported on May 27, 2004 that should also be amended to report 5123.67 as the number of derivative securities beneficially owned following the reported transaction.
- This amendment is being filed to show the correct number of shares. The December 16, 2003 filing reported 24949.79 as the number of derivative securities beneficially owned following the reported transaction. The number of derivatives should have been reported as 24937.66. The number of shares acquired was correctly reported. There was a subsequent disposal of 37.42 shares reported on May 27, 2004 that should also be amended to report 24900.24 as the number of derivative securities beneficially owned following the reported transaction.

Remarks:

James M. Quinn, as attorney-in-fact for Daniel A. Carp 06/15/2004

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.