GENERAL DYNAMICS CORP

Form 4

value

Stock,

Common

February 22, 2010

FORM	Λ Δ						OMB AF	OMB APPROVAL			
	CURITIES Washington				OMMISSION	OMB Number:	3235-0287				
Check the character of	ngar	box									
subject section Form 4 Form 5	16. or Filed pu		ENT OF CHANGES IN BENEFICIAL OWN SECURITIES uant to Section 16(a) of the Securities Exchange					Estimated average burden hours per response 0.5			
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 1(b).											
(Print or Type Responses)											
			Symbol				5. Relationship of Reporting Person(s) to Issuer				
			GENERAL DYNAMICS CORP [GD]				(Check all applicable)				
(Last) (First) (Middle)			(Month/Day/Tear)				Director 10% Owner Sofficer (give title Other (specify below) below)				
C/O GENERAL DYNAMICS 02/18/2010 Sr. V. P. & CFO CORPORATION, 2941 FAIRVIEW PARK DRIVE, SUITE 100											
	(Street)	4.	f Amendment, l	Date Origii	nal		6. Individual or Joi	nt/Group Filin	g(Check		
			ed(Month/Day/Ye	ear)			Applicable Line) _X_ Form filed by O Form filed by Mo	ne Reporting Per	rson		
FALLS CF	HURCH, VA 2204	1 2				Ī	Person		roung		
(City)	(State)	(Zip)	Table I - Non	-Derivativ	e Seci	ırities Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Code	if Transaction Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock, \$1.00 par value	02/18/2010		M	8,202	A	\$ 52.65	52,345	D			
Common Stock, \$1.00 par	02/18/2010		S	6,860	D	\$ 71.1433	45,485	D			

11,710

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Trust in

wife's

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\$1.00 par value		name
Common Stock, \$1.00 par value	14,126.8126 I	401(k) Plan
Reminder: Report on a separate line for each class of securities benefic	cially owned directly or indirectly.	
	Persons who respond to the collection of	SEC 1474

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	ction of Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. I Der Sec (Ins
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 52.65	02/18/2010		M		8,202	(3)	03/01/2010	Common Stock	8,202	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Hugh Redd C/O GENERAL DYNAMICS CORPORATION 2941 FAIRVIEW PARK DRIVE, SUITE 100 FALLS CHURCH, VA 22042

Sr. V. P. & CFO

Signatures

Julie P. Aslaksen, by power of attorney 02/22/2010

**Signature of Reporting Person Date

Reporting Owners 2

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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) Sale prices ranged from \$71.12 to \$71.18. Reporting Person will provide, upon request by the Commission staff, General Dynamics, or a General Dynamics shareholder, full information regarding the number of shares sold at each separate sales price.
- (2) Includes share activity under General Dynamics 401(k) plan since date of reporting person's last ownership report
- (3) Fifty percent became exercisable 3/2/06 and the remaining fifty percent became exercisable 3/2/07.

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.