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GOODRICH CORP

Form 3

February 04, 2002

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

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

- 1. Name and Address of Reporting Person
 - Carmola, John J.

c/o Goodrich Corporation

2730 West Tyvola Rd.

Charlotte, NC 28217

- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Issuer Name and Ticker or Trading Symbol Goodrich Corporation
- 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below)
 - Group President, Engine and Safety Systems
- 6. If Amendment, Date of Original (Month/Day/Year)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct(D) or Indirect(I)	4. Nature of Beneficial
Common Stock	11,360	(D)	

Table II Derivative	e Securitite	es Benefic	ially Owned				
1.Title of Derivative Security	cisable Expirat Date(Mo Day/Yea Date Exer-	e and tion onth/	 Tit	ying S	 - Amount or Number of	4. Conver- sion or exercise price of deri- vative Security	ship Form of Deriv- ative Securit Direct(
Stock Option	*	6/3/06	Common Stock	ς	12,000	\$39.8750	(D)
Stock Option	*	1/1/07	Common Stock	ς	7,000	\$40.1250	(D)
Stock Option	*	1/1/08	Common Stock	ς	8 , 100	\$41.4062	(D)

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Stock Option	*	1/3/09	Common Stock	10,200	\$36.1563	(D)
Stock Option	* *	1/2/10	Common Stock	17,100	\$26.5938	(D)
Stock Option	* *	2/21/10	Common Stock	1,900	\$26.5938	(D)
Stock Option	* *	1/1/11	Common Stock	5,180	\$35.6875	(D)
Stock Option	* *	1/1/11	Common Stock	20,720	\$38.62	(D)
Stock Option	**	1/1/12	Common Stock	28,200	\$26.19	(D)

Explanation of Responses:

* Fully vested.

** Vests in 35%, 35% and 30% annual

increments.

SIGNATURE OF REPORTING PERSON

/s/ John J. Carmola

DATE

2/4/02