

Corporate Counsel

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NOV 9 1987

FLUOR CORPORATION

OFFICE OF CHIEF COUNSEL
CORPORATION FINANCE

3333 MICHELSON DRIVE
IRVINE CALIFORNIA 92730 U.S.A.
TELEPHONE (714) 975 6942

November 6, 1987

Securities and Exchange Commission
450 Fifth Street, N.W.
Judiciary Plaza
Washington, D.C. 20549

PUBLIC AVAILABILITY DATE: 12-03-87
ACT SECTION RULE
1934 14(a) 14a-8

Attention: Cecilia D. Blye, Esq.
Office of Chief Counsel
Division of Corporation Finance
Room 3026

Ladies and Gentlemen:

Proxy Statement - Stockholder Proposal

Enclosed as Exhibit A is a letter dated September 30, 1987 from Master Sergeant John P. Elliott, Jr. to Fluor Corporation ("Fluor") setting forth a stockholder proposal and requesting that the proposal be included in Fluor's proxy statement for its 1988 annual meeting of stockholders. It is expected that Fluor's preliminary proxy material will be submitted to the Commission on or about January 11, 1988 and its proxy will be mailed to stockholders on or about February 1, 1988 for the annual stockholders meeting called for March 8, 1988.

Sergeant Elliott submitted the same proposal last year for inclusion in Fluor's proxy statement for its 1987 annual stockholders meeting. At that time, Fluor informed the Commission of its intention to omit the proposal from its 1987 proxy material. By letters from William E. Morley, Chief Counsel, and Cecilia D. Blye, Special Counsel, the Division of Corporation Finance of the Commission informed Fluor that the Division would not recommend any enforcement action to the Commission if Fluor omitted Sergeant Elliott's proposal from its 1987 proxy material.

Fluor intends to omit the proposal set forth in Exhibit A from its proxy statement and form of proxy to be utilized in connection with its 1988 annual stockholders meeting. The omission is permitted pursuant to Rule 14a-8(a)(1)(i) since Fluor's stockholder records do not substantiate Sergeant Elliott's ownership of 1% or \$1,000 worth of Fluor common stock and despite Fluor's request to him (by certified mail/return receipt requested) to substantiate the necessary stock ownership

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Securities and Exchange Commission
Washington, D.C.

November 6, 1987

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he has chosen not to do so. For your reference, I have enclosed a copy of our letter to Sergeant Elliott, along with a copy of the return receipt. Even if the stock ownership requirements under Rule 14a-8(a)(1)(i) had been satisfied, Fluor intended to omit the proposal set forth in Exhibit A as it is clearly excludable from Fluor's proxy statement pursuant to Rule 14a-8(c)(4), since the proposal relates to the redress of a personal claim or grievance of Sergeant Elliott against a former employee of Fluor's wholly owned subsidiary Daniel International Corporation who allegedly delivered to Sergeant Elliott fake military orders. Fluor has previously advised Sergeant Elliott that his claim should be directed to the former employee since the acts complained of did not involve Fluor or relate to the former employee's employment duties at Fluor.

By copy of this letter, Fluor is advising Sergeant Elliott of its intention to omit his proposal from the 1988 annual meeting proxy statement.

Very truly yours,


Terry L. Carr
Corporate Counsel

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encls.
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cc: Master Sergeant John P. Elliott, Jr.

Exhibit A

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OCT 5 1987

N. A. PETERSON

888-A Statesman Road
Fort Belvoir, VA 22060

September 30, 1987

Mr N.A. Peterson
Senior Vice President and Secretary
Flour Corporation
Irvine, California 92730

Re: Stockholder's proposal for inclusion in the 1988 proxy
statement.

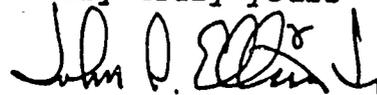
Contained herein, is a proposal for inclusion in the 1988 proxy
statement:

PROPOSAL

THE RE-NAMING OF DANIELS CONSTRUCTION COMPANY

Proposed name change for Daniels Construction Company in Greenville, South Carolina to be known as "FORT DANIELS" with a company motto of "HOME OF BOGUS MILITARY ORDERS" subject to approval by stockholders. The proposed name change is derived in part from the origination of military related documents at Daniels Construction Company and the issuance of fraudulent military orders to military personnel by representatives of Daniels Construction Company. The proposed name change and new company motto will serve as a warning to those who serve in the defense of our country, to beware of the company and their representatives.

Very truly yours



JOHN P. ELLIOTT JR.
MASTER SERGEANT

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FLUOR CORPORATION

3333 MICHELSON DRIVE
IRVINE, CALIFORNIA 92730
TELEPHONE: (714) 975-2000
FACSIMILE: 714-975-5981
TELEX: 68-1441

October 13, 1987

By Certified Mail
Return Receipt Requested

Master Sgt. John P. Elliott, Jr.
888-A Statesman Road
Fort Belvoir, Virginia 22060

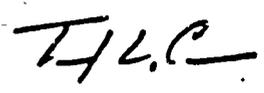
Dear Master Sgt. Elliott:

Stockholder's Proposal Regarding
Daniel Construction Company

We are in receipt of your letter dated September 30, 1987 addressed to Nad A. Peterson, Senior Vice President and Secretary of Fluor Corporation, regarding the referenced subject.

Please be advised that, under SEC rules, your proposal will not be included in Fluor's 1988 proxy materials unless you can substantiate your ownership of 1% or \$1,000 worth of Fluor common stock. Our records indicate that you own one share of such stock.

Very truly yours,



Terry L. Carr

TLC/af
005a04/089

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RECEIPT FOR CERTIFIED MAIL
NO INSURANCE COVERAGE PROVIDED
NOT FOR INTERNATIONAL MAIL

(See Reverse)

Sent to Master Sgt. John P. Elliott, Jr.	
Postage and No. 888-A Statesman Road	
City, State, Zip, and Address of Delivery Fort Belvoir, VA 22060	
Stage	\$
Postage and Fees	
Special Delivery Fee	
Restricted Delivery Fee	
Return Receipt Showing whom and Date Delivered	
Return Receipt showing to whom, Date, and Address of Delivery	
AL Postage and Fees	\$
Date of Delivery	

CERTIFIED

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UNITED STATES MAIL

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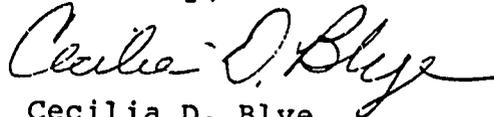
RESPONSE OF THE OFFICE OF CHIEF COUNSEL
DIVISION OF CORPORATION FINANCE

RE: Fluor Corporation (the "Company")
Incoming letter dated November 6, 1987

The proposals relates to changing the name of a Company subsidiary.

In your letter you have expressed the view that the proposal is excludable from the Company's proxy material under paragraph (a)(1) of Rule 14a-8. You indicate that at the time the proponent submitted his proposal he did not own for one year 1% or \$1000 in market value of securities entitled to be voted at the meeting, as required by Rule 14a-8(a)(1). Under the circumstances, this Division will not recommend any enforcement action to the Commission if the Company omits the proposals from its proxy material.

Sincerely,



Cecilia D. Blye
Special Counsel