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FORD MOTOR CO
 Form S-8
 March 15, 2004

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT
 UNDER
 THE SECURITIES ACT OF 1933

FORD MOTOR COMPANY
 (Exact name of registrant as specified in its charter)

Delaware
 (State or other jurisdiction
 of incorporation or organization)

38-0549190
 (I.R.S. Employer Identification No.)

One American Road
 Dearborn, Michigan
 (Address of principal executive offices)

48126-1899
 (Zip Code)

FORD MOTOR COMPANY DEFERRED COMPENSATION PLAN
 (Full title of the Plan)

PETER J. SHERRY, Jr., Esq.
 Ford Motor Company
 P. O. Box 1899
 One American Road
 Dearborn, Michigan 48126-1899
 (313) 323-2260
 (Name, address and telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

| Title of securities to be registered | Amount to be registered | Proposed maximum offering price per obligation | Proposed maximum aggregate offering price** |
|--------------------------------------|-------------------------|--|---|
| Deferred Compensation Obligations* | \$10,000,000 | 100% | \$10,000,000 |

* The Deferred Compensation Obligations are unsecured obligations of Ford Motor Company to pay deferred compensation in the future in accordance with the terms of the Ford Motor Company Deferred Compensation Plan.

** Estimated solely for the purpose of determining the registration fee.

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FORD MOTOR COMPANY DEFERRED COMPENSATION PLAN

INCORPORATION OF CONTENTS OF PRIOR REGISTRATION STATEMENT

The contents of Registration Statement Nos. 333-104063, 333-85138, 333-56660, 333-31466, 333-74313, 333-65703, 333-47733, 333-20725 and 33-62227 are incorporated herein by reference.

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

- Exhibit 4.1 - Ford Motor Company Deferred Compensation Plan as amended and restated as of January 1, 2000, filed as Exhibit 10-R to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1999 and incorporated herein by reference.
- Exhibit 4.2 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of April 12, 2000. Filed as Exhibit 4.2 to Registration Statement No. 333-56660 and incorporated herein by reference.
- Exhibit 4.3 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of June 1, 2000. Filed as Exhibit 4.3 to Registration Statement No. 333-56660 and incorporated herein by reference.
- Exhibit 4.4 - Amendment to Ford Motor Company Deferred Compensation Plan, effective as of March 10, 2004. Filed as Exhibit 10-P-3 to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2003 and incorporated herein by reference.
- Exhibit 5.1 - Opinion of Kathryn S. Lamping, an Assistant Secretary and Managing Counsel of Ford Motor Company, with respect to the legality of the securities being registered hereunder. Filed with this Registration Statement.
- Exhibit 5.2 - Opinion of Bonnie S. Gorichan, Counsel to Ford Motor Company, with respect to compliance requirements of the Employee Retirement Income Security Act of 1974. Filed with this Registration Statement.
- Exhibit 23 - Consent of Independent Accountants. Filed with this Registration Statement.
- Exhibit 24.1 - Powers of Attorney authorizing signature. Filed as Exhibit 24.1 to Registration Statement No. 333-105674 and Exhibit 24.2 to Registration Statement No. 333-110105 and incorporated herein by reference.

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Exhibit 24.2 - Certified resolutions of Board of Directors authorizing signature pursuant to a power of attorney. Filed as Exhibit 24.2 to Registration Statement No. 333-105674 and incorporated herein by reference.

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The Registrant. Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dearborn, State of Michigan, on this 12th day of March, 2004.

FORD MOTOR COMPANY

By: William Clay Ford, Jr.*

(William Clay Ford, Jr.)
Chairman of the Board of Directors

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated.

| Signature ----- | Title ----- | Date ----- |
|--|--|----------------|
| William Clay Ford, Jr.* ----- (William Clay Ford, Jr.) | Director, Chairman of the Board and Chief Executive Officer and Chair of the Environmental and Public Policy Committee (principal executive officer) | |
| John R. H. Bond* ----- (John R. H. Bond) | Director | |
| Stephen G. Butler ----- (Stephen G. Butler) | Director | March 12, 2004 |
| Kimberly A. Casiano ----- (Kimberly A. Casiano) | Director | |

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Edsel B. Ford II*

(Edsel B. Ford II)

Director

William Clay Ford*

(William Clay Ford)

Director

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Signature

Irvine O. Hockaday, Jr.*

(Irvine O. Hockaday, Jr.)

Title

Director and Chair of
the Audit Committee

Date

Marie-Josée Kravis*

(Marie-Josée Kravis)

Director and Chair of the
Compensation Committee

Richard A. Manoogian*

(Richard A. Manoogian)

Director

Ellen R. Marram*

(Ellen R. Marram)

Director and Chair of the
Nominating and Governance
Committee

March 12, 2004

Homer A. Neal*

(Homer A. Neal)

Director

Jorma Ollila*

(Jorma Ollila)

Director

Carl E. Reichardt*

(Carl E. Reichardt)

Director and Chair of the
Finance Committee

Robert E. Rubin*

Director

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 (Robert E. Rubin)

Nicholas V. Scheele*

 (Nicholas V. Scheele)

Director and President and
 Chief Operating Officer

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| Signature ----- | Title ----- | Date ----- |
|--|--|----------------|
| John L. Thornton* ----- (John L. Thornton) | Director | |
| James C. Gouin* ----- (James C. Gouin) | Vice President and Controller (principal accounting officer) | |
| Donat R. Leclair* ----- (Donat R. Leclair) | Group Vice President and Chief Financial Officer (principal financial officer) | March 12, 2004 |

*By: /s/K. S. Lamping

(K. S. Lamping,
 Attorney-in-Fact)

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EXHIBIT INDEX

Sequential Page
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