

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Hess David P</u> _____ (Last) (First) (Middle) UNITED TECHNOLOGIES CORPORATION ONE FINANCIAL PLAZA _____ (Street) HARTFORD CT 06101 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol UNITED TECHNOLOGIES CORP /DE/ [ UTX ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Pres., Aerospace Power Systems
	3. Date of Earliest Transaction (Month/Day/Year) 12/23/2004	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Common Stock	12/23/2004		M		50,000	A	\$77	50,000	D	
Common Stock	12/23/2004		S		1,200	D	\$105.97	48,800	D	
Common Stock	12/23/2004		S		200	D	\$105.94	48,600	D	
Common Stock	12/23/2004		S		300	D	\$105.93	48,300	D	
Common Stock	12/23/2004		S		200	D	\$105.92	48,100	D	
Common Stock	12/23/2004		S		1,100	D	\$105.91	47,000	D	
Common Stock	12/23/2004		S		800	D	\$105.9	46,200	D	
Common Stock	12/23/2004		S		1,500	D	\$105.88	44,700	D	
Common Stock	12/23/2004		S		1,800	D	\$105.87	42,900	D	
Common Stock	12/23/2004		S		600	D	\$105.86	42,300	D	
Common Stock	12/23/2004		S		400	D	\$105.85	41,900	D	
Common Stock	12/23/2004		S		1,100	D	\$105.84	40,800	D	
Common Stock	12/23/2004		S		400	D	\$105.82	40,400	D	
Common Stock	12/23/2004		S		200	D	\$105.81	40,200	D	
Common Stock	12/23/2004		S		2,000	D	\$105.8	38,200	D	
Common Stock	12/23/2004		S		900	D	\$105.78	37,300	D	
Common Stock	12/23/2004		S		300	D	\$105.76	37,000	D	
Common Stock	12/23/2004		S		700	D	\$105.74	36,300	D	
Common Stock	12/23/2004		S		900	D	\$105.72	35,400 <sup>(1)(2)</sup>	D	
Common Stock								3,067.354	I	By Savings Plan Trustee

**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					

**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	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$77	12/23/2004		M			50,000	04/26/2004	04/25/2011	Common Stock	50,000	\$0	0.0000	D	

**Explanation of Responses:**

- This Form 4 represents the first of two Form 4s to be filed today due to the sale of 50,000 shares of United Technologies Corporation common stock on December 23, 2004.
- Time restricted shares of Common Stock. 5,000 shares will vest on 10/8/2006 and 5,000 shares will vest on 10/8/2008, provided that Mr. Hess is employed by UTC or an affiliate on those dates.

**Remarks:**

By: /s/ Charles F. Hildebrand as 12/28/2004  
Attorney-in-Fact

\*\* 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.**