FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

- 1								
	OMB APPROVAL							
	OMB Number:	3235-0104						
	Estimated average burden							
	hours per response	e: 0.5						

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Universal Foundation Inc  2. Date of Event Requiring Statement (Month/Day/Year) 09/29/2008				nent	3. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP INC [ AIG ]							
(Last) (First) (Middle) PO BOX HM 2907		(Middle)			Relationship of Reporting Person (Check all applicable)     Director X		on(s) to Issuer 10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street) HAMILTON (City)	D0 (State)	HMLX (Zip)			Officer (give tit below)	e	Other (spe below)	cify		cable Line) Form filed b	t/Group Filing (Check  y One Reporting Person  y More than One  erson	
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					. Amount of Securities eneficially Owned (Ins	tr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock					2,112,119		D					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 4)  2. Date Exercisable a Expiration Date (Month/Day/Year)			ate	Underlying Derivative Security (Instr. 4) Conv. or Ex		Conve or Exe	rcise Form:		6. Nature of Indirect Beneficial Ownership (Instr. 5)			
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Price of Deriva	tive	Direct (D) or Indirect (I) (Instr. 5)		

## **Explanation of Responses:**

## Remarks:

Universal Foundation, Inc. may be deemed to beneficially own more than 10% of the common stock of American International Group, Inc. under Rule 16a-1(a)(1) under the Securities Exchange Act of 1934, as amended (the ?Exchange Act?), as a result of it being deemed a member of a group under Section 13(d)(3) of the Exchange Act.

/s/Mike F. Huang, Attorney-In-

**Fact** 

/s/Bertil P-H Lundqvist,

Attorney-In-Fact

09/30/2008

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.