UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

American Superconductor Corp.

(Name of Issuer)

Common Share

(Title of Class of Securities)

030111108

(CUSIP Number)

Donna M. Cochener Davis Wright Tremaine LLP 1201 Third Avenue, Suite 2200 Seattle, WA 98101 (206) 622-3150

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 29, 2011

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAMES OF REPORTING PERSONS						
_	Kevin Douglas						
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) 2 (a) 0							
							(b) 🗵
3	SEC US	SEC USE ONLY					
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)				
4	PF						
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
		NSHII	P OR PLACE OF ORGANIZATION				
6							
		_	SOLE VOTING POWER				
NUMI	BER OF	7	657,332 (1)				
SHA	ARES	_	SHARED VOTING POWER				
	ICIALLY ED BY	8	8,003,684 (2)				
	ACH		SOLE DISPOSITIVE POWER				
	RTING RSON	9	657,332 (1)				
	ITH		SHARED DISPOSITIVE POWER				
		10	12.070.100 (2)				
	AGGRE	GATE	12,078,168 (3) E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	12,735,500						
			HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	2						
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13							
	25.0% (4		PORTING PERSON (SEE INSTRUCTIONS)				
14	TIPEO	ı KEI	OKTING LEASON (SEE INSTRUCTIONS)				
	IN d by the KCD 2010 Appuits Truct I, of which Keyin Dougles is the tructee and beneficiary.						

- (1) Held by the KGD 2010 Annuity Trust I, of which Kevin Douglas is the trustee and beneficiary.
- (2) Kevin Douglas and his wife, Michelle Douglas, hold jointly as the beneficiaries and co-trustees of the K&M Douglas Trust 3,967,864 shares, including currently exercisable call options to purchase 400,000 shares at \$60.00 per share. In addition, Kevin Douglas and Michelle Douglas are co-trustees of the James Douglas and Jean Douglas Irrevocable Descendants' Trust, which holds 4,035,820 shares, including currently exercisable call options to purchase 330,000 shares at \$60.00 per share.
- (3) Kevin Douglas has dispositive power with respect to (a) 1,275,310 shares, including currently exercisable call options to purchase 100,000 shares at \$60.00 per share held by James E. Douglas III, (b) 2,141,842 shares, including exercisable call options to purchase 170,000 shares at \$60.00 per share held by the Douglas Family Trust, and (c) 657,332 shares held by the MMD 2010 Annuity Trust I, of which Michelle Douglas is trustee and beneficiary, in addition to the shares listed in footnote (2) above.
- (4) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	NAMES OF REPORTING PERSONS							
1	Michelle	Michelle Douglas						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) o							
	(b) \square	E ON	I V					
3	SEC US	E ON	Li					
	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)					
4	PF							
	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
		NSHII	P OR PLACE OF ORGANIZATION					
6	U.S.A.							
SOLE VOTING POWER								
NUME	BER OF	7	657,332 (1)					
SHA	ARES	_	SHARED VOTING POWER					
	ICIALLY ED BY	8	8,003,684 (2)					
EA	СН		SOLE DISPOSITIVE POWER					
1	RTING SON	9	0					
	ITH		SHARED DISPOSITIVE POWER					
		10	0.661.016.40					
	AGGRE	GATE	8,661,016 (3) E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11								
	8,661,016 (3)							
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
0 DEDCENT OF CLASS DEDDESENTED BY AMOUNT IN DOW (41)								
13	PERCEI	NI OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	17.0%(4							
14	TYPE O	F REI	PORTING PERSON (SEE INSTRUCTIONS)					
14	IN							

- (1) Held by the MMD 2010 Annuity Trust I, of which Michelle Douglas is the trustee and beneficiary.
- (2) Kevin Douglas and his wife, Michelle Douglas, hold jointly as the beneficiaries and co-trustees of the K&M Douglas Trust 3,967,864 shares, including currently exercisable call options to purchase 400,000 shares at \$60.00 per share. In addition, Kevin Douglas and Michelle Douglas are co-trustees of the James Douglas and Jean Douglas Irrevocable Descendants' Trust, which holds 4,035,820 shares, including currently exercisable call options to purchase 330,000 shares at \$60.00 per share.
- (3) Includes shares held in the MMD 2010 Annuity Trust I in addition to the shares listed in footnote 2 above.
- (4) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	NAMES OF REPORTING PERSONS							
1	James E. Douglas III							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) o							
	(b) 🗵 SEC US	E ON	LY					
3								
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)					
4	PF							
5	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
3	0							
<u> </u>	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	U.S.A.	U.S.A.						
		7	SOLE VOTING POWER					
NUM	BER OF	/	1,275,310 (1)					
	ARES	0	SHARED VOTING POWER					
	FICIALLY NED BY	8	0					
	ACH	0	SOLE DISPOSITIVE POWER					
	ORTING RSON	9	0					
W	'ITH	10	SHARED DISPOSITIVE POWER					
		10	1,275,310 (1)(2)					
11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	1,275,31	1,275,310 (1)						
10	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0	0						
10	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	2.5%(3)	2.5%(3)						
1.4	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS)					
14	IN	IN						

- (1) Includes currently exercisable call options to purchase 100,000 shares at \$60.00 per share.
- (2) Kevin Douglas also has dispositive power.
- (3) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	N. 4. N. 4TE C	OFP	ATROPETANG PURGONG					
1	NAMES OF REPORTING PERSONS							
*	K&M Douglas Trust (1)							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) o							
	(b) ☑							
	SEC US	E ON	LY					
3								
	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)					
4								
	PF	IE DI	COLOCUPE OF LEGAL PROCEEDINGS IS REQUIRED BUILDIANT TO ITEMS 2/1) OR 2/1					
5	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
	0	0						
	CITIZEI	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	6							
	U.S.A.		SOLE VOTING POWER					
		7	SOLE VOTING FOWER					
NUM	BER OF		3,967,864 (2)					
	ARES	•	SHARED VOTING POWER					
	ICIALLY ED BY	8	0					
	ACH		SOLE DISPOSITIVE POWER					
	RTING	9	GOLL DIGI GGITTY LI TOWER					
PEF	RSON		3,967,864 (2)					
W	ITH	10	SHARED DISPOSITIVE POWER					
		10	0					
	AGGRE	GATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11								
		3,967,864 (2)						
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
	0							
4.5	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	7.8% (3)							
			PORTING PERSON (SEE INSTRUCTIONS)					
14								
	00	00						

- (1) Kevin Douglas and Michelle Douglas, husband and wife, are beneficiaries and co-trustees.
- (2) Includes currently exercisable call options to purchase 400,000 shares at \$60.00 per share.
- (3) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Qfor the quarter ended June 30, 2011.

NAMES OF REPORTING PERSONS							
1	Douglas Family Trust (1)						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) o						
	(b) 🗵						
3	SEC US	E ON	LY				
	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)				
4	PF						
	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	U.S.A.						
	0.5.71.		SOLE VOTING POWER				
NILINA	DED OF	7	2.141.042 (2)				
	BER OF ARES		2,141,842 (2) SHARED VOTING POWER				
	ICIALLY	8	SIMILE VOINGTOWER				
	ED BY		0				
	ACH PRTING	9	SOLE DISPOSITIVE POWER				
	RSON	5	0				
W	ITH	10	SHARED DISPOSITIVE POWER				
		10	2,141,842 (2)(3)				
	AGGRE	GATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	2,141,842 (2)						
CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTR							
12							
		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13							
	4.2% (4)		PORTING PERSON (SEE INSTRUCTIONS)				
14							
	00						

- (1) James E. Douglas and Jean A. Douglas, husband and wife, are co-trustees.
- (2) Includes currently exercisable call options to purchase 170,000 shares at \$60.00 per share.
- (3) Kevin Douglas also has dispositive power.
- (4) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	NAMES OF REPORTING PERSONS							
1	James D	James Douglas and Jean Douglas Irrevocable Descendants' Trust (1)						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) o							
	(b) 🗹							
3	SEC US	E ON	LY					
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)					
4	PF							
	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
		P OR PLACE OF ORGANIZATION						
6	6 U.S.A.							
			SOLE VOTING POWER					
NIIMI	BER OF	7	4,035,820 (2)					
	ARES		SHARED VOTING POWER					
	ICIALLY	8						
	ED BY .CH		0 SOLE DISPOSITIVE POWER					
REPO	RTING	9						
	RSON ITH		4,035,820 (2) SHARED DISPOSITIVE POWER					
"	1111	10	SHARED DISFOSITIVE FOWER					
	A C C D E	C ATT						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
		4,035,820 (2)						
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
- - -	0	0						
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	7.9% (3))						
1.4	TYPE C	F REI	PORTING PERSON (SEE INSTRUCTIONS)					
14	00	00						
	00	00						

- (1) Kevin Douglas and Michelle Douglas, husband and wife, are co-trustees.
- (2) Includes currently exercisable call options to purchase 330,000 shares at \$60.00 per share.
- (3) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	EPORTING PERSONS						
1	KGD 2010 Annuity Trust I (1)						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) o						
	(b) \square	F ON	I Y				
3	old oo	LOIV					
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)				
4	PF						
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZE	NSHIE	OR PLACE OF ORGANIZATION				
6	6 U.S.A.						
SOLE VOTING POWER							
NUMI	BER OF	7	657,332				
	ARES		SHARED VOTING POWER				
	ICIALLY ED BY	8	0				
	ACH		SOLE DISPOSITIVE POWER				
	RTING	9	(57.33)				
	RSON ITH		657,332 SHARED DISPOSITIVE POWER				
		10					
	AGGRE	GATE	0 E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	AGGREGATE AMOUNT DENEFICIALLY OWNED BY EACH REPORTING PERSON						
	657,332		JE ACCDECATE AMOUNT IN DOW (11) EYELLIDES CEDTAIN SHADES (SEE INSTRUCTIONS)				
12	12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS						
	0						
13	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	1.3% (2)						
14	TYPE C)F REI	PORTING PERSON (SEE INSTRUCTIONS)				
	00						

⁽¹⁾ Kevin Douglas is the trustee and beneficiary.

⁽²⁾ Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

	NAMES OF REPORTING PERSONS							
1	MMD 2010 Annuity Trust I (1)							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2								
	(b) \square	E ON	LY					
3								
4	SOURC	E OF	FUNDS (SEE INSTRUCTIONS)					
4	PF							
_	CHECK	IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	5 0							
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	6 U.S.A.							
		_	SOLE VOTING POWER					
NUMI	BER OF	7	657,332					
	ARES	•	SHARED VOTING POWER					
1	ICIALLY ED BY	8	0					
	ACH	_	SOLE DISPOSITIVE POWER					
	RTING RSON	9	0					
W	ITH	4.0	SHARED DISPOSITIVE POWER					
		10	657,332 (2)					
44	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	11 657,332							
42		CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0							
4.5		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	1.3% (3))						
			PORTING PERSON (SEE INSTRUCTIONS)					
14	00	00						
	1							

- (1) Michelle Douglas is the trustee and beneficiary.
- $\ensuremath{\text{(2)}}\ Kevin\ Douglas\ also\ has\ dispositive\ power.$
- (3) Based on 50,868,708 shares of the Issuer's common stock outstanding as of September 15, 2011, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended June 30, 2011.

Schedule 13D

This Amendment No. 1 (this "Amendment") amends and supplements the Schedule 13D filed with the Securities and Exchange Commission on April 6, 2011 (the "Schedule 13D"). Except as set forth in this Amendment, the Schedule 13D remains unchanged. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meaning as set forth in the Schedule 13D.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

This Amendment discloses additional purchases of the Stock, on September 29-30, 2011. The source and amount of funds used in purchasing the additional shares of Stock were as follows:

Purchaser	Source of Funds	Amount
K&M Douglas Trust	PF	\$ 1,634,310
James A. Douglas & Jean Douglas Irrevocable Descendants' Trust	PF	\$ 1,348,305
Douglas Family Trust	PF	\$ 694,582
James E. Douglas III	PF	\$ 408,577

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

The beneficial ownership of the Stock by each Filer at the date hereof is reflected on that Reporting Person's cover page.

The Filers effected the following transactions in the Stock in open market transactions on the dates indicated, and such transactions are the only transactions in the Stock by the Filers since 60 days before the date on the cover page of this Amendment:

	Purchase or		Number	Pri	ice per
Name	Sale	Date	of Shares	S	Share
K&M Douglas Trust	Purchase	9/29/11	332,000	\$	4.36
James Douglas and Jean Douglas Irrevocable Descendants'					
Trust	Purchase	9/29/11	273,900	\$	4.36
Douglas Family Trust	Purchase	9/29/11	141,100	\$	4.36
James E. Douglas III	Purchase	9/29/11	83,000	\$	4.36
K&M Douglas Trust	Purchase	9/30/11	43,200	\$	4.32
James Douglas and Jean Douglas Irrevocable Descendants'					
Trust	Purchase	9/30/11	35,640	\$	4.32
Douglas Family Trust	Purchase	9/30/11	18,360	\$	4.32
James E. Douglas III	Purchase	9/30/11	10,800	\$	4.32

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: October 4, 2011	*Kevin Douglas Kevin Douglas
Date: October 4, 2011	*Michelle Douglas Michelle Douglas
Date: October 4, 2011	*James E. Douglas III JAMES E. DOUGLAS III
	K&M Douglas Trust
Date: October 4, 2011	*Kevin Douglas By: Kevin Douglas Title: Trustee
Date: October 4, 2011	*Michelle Douglas By: Michelle Douglas Title: Trustee
	Douglas Family Trust
Date: October 4, 2011	*James E. Douglas, Jr. By: James E. Douglas, Jr. Title: Trustee
Date: October 4, 2011	*Jean A. Douglas By: Jean A. Douglas Title: Trustee
	James Douglas And Jean Douglas Irrevocable Descendants' Trust
Date: October 4, 2011	*Kevin Douglas By: Kevin Douglas Title: Trustee
Date: October 4, 2011	*Michelle Douglas By: Michelle Douglas Title: Trustee

KGD 2010 Annuity Trust I

Date: October 4, 2011

*Kevin Douglas

By: Kevin Douglas

Title: Trustee

MMD Annuity Trust I

*Michelle Douglas
By: Michelle Do

Michelle Douglas

Title: Trustee

Date: October 4, 2011

*Eileen Wheatman

/s/ Eileen Wheatman

By: Eileen Wheatman Attorney-in-Fact