NOTE: A MAJORITY OF THE SHARES REPORTED IN THIS SCHEDULE 13G ARE HELD BY UNAFFILIATED THIRD-PARTY
CLIENT ACCOUNTS MANAGED BY ALLIANCE CAPITAL MANAGEMENT L.P., AS INVESTMENT ADVISER. (ALLIANCE
CAPITAL MANAGEMENT L.P. IS A MAJORITY-OWNED SUBSIDIARY OF AXA FINANCIAL, INC.)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

X Rule 13d-1(b)
Rule 13d-1(c)
Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

The information required in 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).

(CONTINUED ON FOLLOWING PAGE(S))
1. NAME OF REPORTING PERSON
   AXA Assurances I.A.R.D. Mutuelle

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *
   (A) [X]
   (B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
   France

   NUMBER OF SHARES BENEFICIALLY OWNED AS OF December 31, 2003
   5. SOLE VOTING POWER 7,303,131
   6. SHARED VOTING POWER 1,258,609
   7. SOLE DISPOSITIVE POWER 12,830,517
   8. SHARED DISPOSITIVE POWER 790,020

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:
   13,620,537
   (Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *
     [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.0%

12. TYPE OF REPORTING PERSON *
     IC

* SEE INSTRUCTIONS BEFORE FILLING OUT!
1. NAME OF REPORTING PERSON
AXA Assurances Vie Mutuelle

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *
   (A) [X]
   (B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
   France

   NUMBER OF SHARES BENEFICIALLY
   OWNED AS OF December 31, 2003
   BY EACH REPORTING PERSON WITH:
   5. SOLE VOTING POWER  7,303,131
   6. SHARED VOTING POWER  1,258,609
   7. SOLE DISPOSITIVE POWER 12,830,517
   8. SHARED DISPOSITIVE POWER  790,020
   9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
      (Not to be construed as an admission of beneficial ownership)
      13,620,537

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.0%

12. TYPE OF REPORTING PERSON *
   IC
   * SEE INSTRUCTIONS BEFORE FILLING OUT!
1. NAME OF REPORTING PERSON  
   AXA Courtage Assurance Mutuelle

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *   
   (A) [X]  
   (B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
   France

5. SOLE VOTING POWER  
   7,303,131

6. SHARED VOTING POWER  
   1,258,609

7. SOLE DISPOSITIVE POWER  
   12,830,517

8. SHARED DISPOSITIVE POWER  
   790,020

9. AGGREGATE AMOUNT BENEFICIIALLY OWNED BY EACH REPORTING PERSON  
   13,620,537

(Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *   
       [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
    10.0%

12. TYPE OF REPORTING PERSON *  
    IC

* SEE INSTRUCTIONS BEFORE FILLING OUT!
1. NAME OF REPORTING PERSON
   AXA

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *
   (A) [ ]
   (B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
   France

5. SOLE VOTING POWER
   7,303,131

6. SHARED VOTING POWER
   1,258,609

7. SOLE DISPOSITIVE POWER
   12,830,517

8. SHARED DISPOSITIVE POWER
   790,020

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   13,620,537

   (Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
    10.0%

12. TYPE OF REPORTING PERSON *
    IC

    * SEE INSTRUCTIONS BEFORE FILLING OUT!
1. NAME OF REPORTING PERSON
AXA Financial, Inc. 13-3623351

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *
   (A) [ ]
   (B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
   State of Delaware

   NUMBER OF SHARES
   BENEFICIALLY
   OWNED AS OF December 31, 2003
   BY EACH REPORTING PERSON

   5. SOLE VOTING POWER 6,632,631
   6. SHARED VOTING POWER 1,258,609
   7. SOLE DISPOSITIVE POWER 12,762,117
   8. SHARED DISPOSITIVE POWER 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   (Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *
    [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.4%

12. TYPE OF REPORTING PERSON *
    HC

    * SEE INSTRUCTIONS BEFORE FILLING OUT!
Item 1(a) Name of Issuer:
TEXTRON INC

Item 1(b) Address of Issuer's Principal Executive Offices:
40 Westminster St.
Providence, RI 02903

Item 2(a) and (b)
Name of Person Filing and Address of Principal Business Office:

AXA Assurances I.A.R.D Mutuelle, and AXA Assurances Vie Mutuelle,
370, rue Saint Honore
75001 Paris, France

AXA Courtage Assurance Mutuelle 26, rue Louis le Grand
75002 Paris, France

as a group (collectively, the 'Mutuelles AXA').

AXA
25, avenue Matignon
75008 Paris, France

AXA Financial, Inc.
1290 Avenue of the Americas
New York, New York 10104

(Please contact Dean Dubovy at (212) 314-5528 with any
Item 2(c) Citizenship:
Mutuelles AXA and AXA - France AXA Financial, Inc. - Delaware

Item 2(d) Title of Class of Securities:
COM

Item 2(e) Cusip Number:
883203101

Item 3. Type of Reporting Person:
AXA Financial, Inc. as a parent holding company, in accordance with 240.13d-1(b)(ii)(G).

The Mutuelles AXA, as a group, acting as a parent holding company.

AXA as a parent holding company.
Item 4. Ownership as of December 31, 2003
(a) Amount Beneficially Owned:
13,620,537 shares of common stock beneficially owned including:

<table>
<thead>
<tr>
<th>No. of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Mutuelles AXA, as a group</td>
</tr>
<tr>
<td>AXA</td>
</tr>
<tr>
<td>AXA Entity or Entities</td>
</tr>
<tr>
<td>Common Stock acquired solely for investment purposes:</td>
</tr>
<tr>
<td>AXA Konzern AG (Germany)</td>
</tr>
<tr>
<td>AXA Rosenberg Investment Management LLC</td>
</tr>
<tr>
<td>AXA Financial, Inc.</td>
</tr>
<tr>
<td>Subsidiaries:</td>
</tr>
<tr>
<td>Alliance Capital Management L.P. acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:</td>
</tr>
<tr>
<td>Common Stock</td>
</tr>
<tr>
<td>The Equitable Life Assurance Society of the United States acquired solely for investment purposes:</td>
</tr>
<tr>
<td>Common Stock</td>
</tr>
<tr>
<td>Total</td>
</tr>
</tbody>
</table>

Each of the Mutuelles AXA, as a group, and AXA expressly declares that the filing of this Schedule 13G shall not be construed as an admission that it is, for purposes of Section 13(d) of the Exchange Act, the beneficial owner of any securities covered by this Schedule 13G.

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent decisions.

(b) Percent of Class: 10.0%
ITEM 4. Ownership as of December 31, 2003  (CONT.)

(c) Deemed Voting Power and Disposition Power:

<table>
<thead>
<tr>
<th></th>
<th>(i)</th>
<th>(ii)</th>
<th>(iii)</th>
<th>(iv)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Deemed to have</td>
<td>Deemed to have</td>
<td>Deemed to have</td>
<td>Deemed to have</td>
</tr>
<tr>
<td></td>
<td>Sole Power to Vote</td>
<td>Shared Power to Vote</td>
<td>Sole Power to Dispose</td>
<td>Shared Power to Dispose</td>
</tr>
<tr>
<td></td>
<td>or to Direct the Vote</td>
<td>or to Direct the Vote</td>
<td>or to Direct the Disposition</td>
<td>or to Direct the Disposition</td>
</tr>
<tr>
<td>The Mutuelles AXA, as a group</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>AXA</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>AXA Entity or Entities:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>AXA Konzern AG (Germany)</td>
<td>68,400</td>
<td>0</td>
<td>68,400</td>
<td>0</td>
</tr>
<tr>
<td>AXA Rosenberg Investment Management LLC</td>
<td>602,100</td>
<td>0</td>
<td>0</td>
<td>790,020</td>
</tr>
<tr>
<td>AXA Financial, Inc.</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Subsidiaries:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Alliance Capital Management L.P.</td>
<td>6,628,381</td>
<td>1,258,609</td>
<td>12,756,867</td>
<td>0</td>
</tr>
<tr>
<td>The Equitable Life Assurance Society of the United States</td>
<td>4,250</td>
<td>0</td>
<td>5,250</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>7,303,131</td>
<td>1,258,609</td>
<td>12,830,517</td>
<td>790,020</td>
</tr>
</tbody>
</table>

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent voting and investment decisions.
Item 5. Ownership of Five Percent or Less of a Class:  
If this statement is being filed to report the fact that as of the

( )

Item 6. Ownership of More than Five Percent on behalf of Another Person. N/A

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reporting on by the Parent Holding Company:

This Schedule 13G is being filed by AXA Financial, Inc.; AXA, which owns AXA Financial, Inc.; and the Mutuelles AXA, which as a group control AXA:

(X) in the Mutuelles AXAs' capacity, as a group, acting as a parent holding company with respect to the holdings of the following AXA entity or entities:

(X) in AXA's capacity as a parent holding company with respect to the holdings of the following AXA entity or entities:

AXA Konzern AG (Germany)

AXA Rosenberg Investment Management LLC

(X) in AXA Financial, Inc.’s capacity as a parent holding company with respect to the holdings of the following subsidiaries:

(X) Alliance Capital Management L.P.  
(13-3434400), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

(X) The Equitable Life Assurance Society of the United States (13-5570651), an insurance company and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
Item 8. Identification and Classification of Members of the Group. N/A

Item 9. Notice of Dissolution of Group: N/A

Item 10. Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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:   February 13, 2004                        AXA FINANCIAL, INC.*

/s/ Alvin H. Fenichel

Alvin H. Fenichel
Senior Vice President
and Controller

*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among AXA Financial, Inc., AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle, and AXA, this statement Schedule 13G is filed on behalf of each of them.
Each of the undersigned hereby agrees that the Schedule 13G filed herewith is filed jointly, pursuant to Rule 13d-1(f)(1) of the Securities Exchange Act of 1934, as amended on behalf of each of them.

Dated: February 13, 2004

AXA Financial, Inc.

BY: /s/ Alvin H. Fenichel
-----------------------------------------
Alvin H. Fenichel
Senior Vice President and Controller

AXA Assurances I.A.R.D. Mutuelle; AXA Assurances Vie Mutuelle; AXA Courtage Assurance Mutuelle, as a group, and AXA

Signed on behalf of each of the above entities

BY: /s/ Alvin H. Fenichel
-----------------------------------------
Alvin H. Fenichel
Attorney-in-Fact
(Executed pursuant to Powers of Attorney)