SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

CHEDIH E 44C

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No 2)*

	CELANESE CORP
	(Name of Issuer)
	COMMON STOCK
	(Title of Class of Securities)
	150870103
	(CUSIP Number)
	December 31, 2009
(Date of I	Event Which Requires Filing of this Statemer

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 disclosures provided in a prior cover page.

The information required on the remainder of this 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*.)

CUSIP N	No 150870	103	13G		Page 2 of 15 Pages
1			RTING PERSONS TION NO. OF ABOVE PERS	ONS (EN	ΓΙΤΙΕS ONLY):
2	Bank of SEC US		orporation 5 FHE APPROPRIATE BOX IF Instruction		
4	CITIZE	NSHIP OR	PLACE OF ORGANIZATION	1	
		5 SOLE V	OTING POWER		Delaware
NUMB SHA BENEFIO	RES CIALLY	6 SHARE	D VOTING POWER		9,017,09
OWNE EAG REPOR	CH RTING	7 SOLE I	DISPOSITIVE POWER		
PERSON	N WITH	8 SHARE	D DISPOSITIVE POWER		9,278,58
9	AGGRE PERSON	_	OUNT BENEFICIALLY OW	NED BY	EACH REPORTING
10	CHECK		GGREGATE AMOUNT IN R	OW (9) E	9,278,583 XCLUDES CERTAIN
11	PERCEN	NT OF CLA	SS REPRESENTED BY AM	OUNT IN	ROW (9)
12	ТҮРЕ О	F REPORT	ING PERSON (See Instruction	ons)	6.5%
					НС

CUSIP 1	No 15087010	03	13G		Page 3 of 15 Pages
1			NG PERSONS N NO. OF ABOVE	E PERSONS (EN	TITIES ONLY):
2		merica, NA CHECK THE	APPROPRIATE B	94-1687665 OX IF A MEME structions)	BER OF A GROUP (See
3	SEC USE	ONLY			(b) []
4	CITIZENS	SHIP OR PLA	CE OF ORGANIZA	ATION	
		• GOL E MOT	nic power		United States
NUMB		5 SOLE VOT	ING POWER		1,047,652
SHA BENEFI	RES CIALLY	6 SHARED V	OTING POWER		7,609,738
	CH	7 SOLE DISP	OSITIVE POWER		1,031,937
PERSO	N WITH	8 SHARED D	ISPOSITIVE POW	'ER	7,886,658
9	AGGREG PERSON	ATE AMOU	NT BENEFICIALL	Y OWNED BY	EACH REPORTING
10	CHECK I	F THE AGGE		Γ IN ROW (9) E	8,918,595 XCLUDES CERTAIN
11			REPRESENTED B	Y AMOUNT IN	ROW (9)
12	TVDE OF	DEDODTING	PERSON (See Ins	etructions)	6.2%
12	TIFEOF	REFORTING	I EKSON (SEC IIIS	ou uctions)	Bk
					DN

I.R	R.S. IDEN olumbia N		,	TITIES ONLY):			
			04 169				
		Instructions) (a) []					
3 SE	C USE (ONLY		(b) []			
4 CI	TIZENS	HIP OR PLACE OF ORGANIZ	ZATION				
NUMBER (5 SOLE VOTING POW			Delaware 7,470,106			
SHARES BENEFICIAL	6	5 SHARED VOTING POWER		3,980			
OWNED B EACH REPORTIN	7 IG	7 SOLE DISPOSITIVE POWE	2	7,267,029			
PERSON WI	RRSON WITH 8 SHARED DISPOSITIVE POWER 420,86		420,863				
	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
10 CH	7,687,892 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
11 PE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
12 TY	/PE OF I	REPORTING PERSON (See Ir	structions)	5.4%			
				IA			

CUSIP N	No 150870	103	13G	Page 5 of 15 Page	s
1		OF REPORTIN ENTIFICATIO	IG PERSONS N NO. OF ABOVE PERSO	NS (ENTITIES ONLY):	
2	Banc of A		nent Advisors, Inc. APPROPRIATE BOX IF A Instruction		See []
3	SEC USI	E ONLY			
4	CITIZEN	ISHIP OR PLA	CE OF ORGANIZATION		
NUMB	FR OF	5 SOLE VOT	ING POWER	Delaw	are 0
SHAI BENEFIC	RES CIALLY	6 SHARED V	OTING POWER	42	645
OWNE EAC REPOR	CH RTING	7 SOLE DISP	OSITIVE POWER		0
PERSON	N WITH	8 SHARED D	ISPOSITIVE POWER		0
9	AGGRE PERSON		NT BENEFICIALLY OWN	IED BY EACH REPORTIN	
10		IF THE AGGR (See Instruction		W (9) EXCLUDES CERTA	ΙN
11	PERCEN	IT OF CLASS I	REPRESENTED BY AMO	UNT IN ROW (9)	[]
12	TYPE O	F REPORTING	PERSON (See Instruction		0%
					IA

CUSIP 1	No 150870	103	13G		Page 6 of 15 Pages		
1	1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY):						
2	U.S. Tru		any of Delaware K THE APPROPRIATE BOY Instru	51-03925 X IF A MEMI actions)			
3	SEC US	E ONLY					
4	CITIZEN	NSHIP C	R PLACE OF ORGANIZAT	ION			
		5 001	E VOTNIC DOWED		Delawar		
NUMB	ER OF	5 SOL	E VOTING POWER		6,86		
SHA BENEFI			RED VOTING POWER		37		
OWNI EA REPOI		7 SOL	E DISPOSITIVE POWER		7,00		
PERSO	N WITH	8 SHA	RED DISPOSITIVE POWER	2	17		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
10	CHECK	IF THE	AGGREGATE AMOUNT II structions)	N ROW (9) I	7,23 EXCLUDES CERTAIN		
11	PERCEN	NT OF C	LASS REPRESENTED BY A	AMOUNT IN	ROW (9)		
12	2 TYPE OF REPORTING PERSON (See Instructions)		actions)	0.09			
					CO		

Page 7 of 15 Pages	13G	No 150870103	CUSIP
ΓΙΤΙΕS ONLY):	EPORTING PERSONS FICATION NO. OF ABOVE PERSONS (E		1
74085 BER OF A GROUP (So (a) [(b) [Pierce, Fenner & Smith, Inc. 13-5 CK THE APPROPRIATE BOX IF A MEM Instructions)		2
(6) [Y	SEC USE ONL	3
	OR PLACE OF ORGANIZATION	CITIZENSHIP	4
Delawar 359,70	LE VOTING POWER	5 SOI	
337,11	ARED VOTING POWER	BER OF ARES 6 SHA ICIALLY	SHA
359,70	LE DISPOSITIVE POWER	ACH ORTING	EA REPO
	ARED DISPOSITIVE POWER	ON WITH 8 SHA	PERSO
EACH REPORTING	AMOUNT BENEFICIALLY OWNED B	AGGREGATE . PERSON	9
359,70 XCLUDES CERTAIN	E AGGREGATE AMOUNT IN ROW (9) Instructions)		10
ROW (9)	CLASS REPRESENTED BY AMOUNT II	PERCENT OF O	11
0.39	ORTING PERSON (See Instructions)	TYPE OF REPO	12
BD, L			

CU	SIP No	13G	Page 8 of 15 Pages
1		EPORTING PERSONS FICATION NO. OF ABOVE PERSONS (EN	ITITIES ONLY):
2		Bank Suisse, S.A. 22-3179746 CK THE APPROPRIATE BOX IF A MEM Instructions)	BER OF A GROUP (See (a) [] (b) []
3	SEC USE ONL	Y	(0)[]
4	CITIZENSHIP	OR PLACE OF ORGANIZATION	
	E 90	LE VOTING POWER	Switzerland
NUMBI		LE VOTING FOWER	0
SHAI BENEFIC	RES 6 SH	ARED VOTING POWER	0
OWNE EAC REPOR	7 SO TING	LE DISPOSITIVE POWER	0
PERSON	WITH 8 SH	ARED DISPOSITIVE POWER	280
9	AGGREGATE PERSON	AMOUNT BENEFICIALLY OWNED BY	Y EACH REPORTING
10	CHECK IF TH	E AGGREGATE AMOUNT IN ROW (9) Instructions)	280 EXCLUDES CERTAIN
11	•	CLASS REPRESENTED BY AMOUNT IN	[] N ROW (9)
12	TYPE OF REP	ORTING PERSON (See Instructions)	0.0%
			ВК

Item 1(a). Name of Issuer: Celanese Corp Item 1(b). Address of Issuer's Principal Executive Offices: 1601 W. LBJ Freeway Dallas, TX 75234 Item 2(a). Name of Person Filing: Bank of America Corporation Bank of America, NA Columbia Management Advisors, LLC Banc of America Investment Advisors, Inc. U.S. Trust Company of Delaware Merrill Lynch, Pierce, Fenner & Smith, Inc. Merrill Lynch Bank Suisse, S.A Item 2(b). Address of Principal Business Office or, if None, Residence: Bank of America Corporation has its principal business office at 100 North Tryon Street, Floor 25, Bank of America Corporate Center, Charlotte, NC 28255. Item 2(c). Citizenship: Bank of America Corporation Delaware Bank of America, NA **United States** Columbia Management Advisors, LLC Delaware Banc of America Investment Advisors, Inc. Delaware U.S. Trust Company of Delaware Delaware Merrill Lynch, Pierce, Fenner & Smith, Inc. Delaware Switzerland Merrill Lynch Bank Suisse, S.A Title of Class of Securities: Item 2(d). Common Stock Item 2(e). CUSIP Number: 150870103 Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: [] Broker or dealer registered under Section 15 of the Exchange Act. (b) [] Bank as defined in Section 3(a)(6) of the Exchange Act. [] Insurance company as defined in Section 3(a)(19) of the Exchange (c) Act. [] Investment company registered under Section 8 of the Investment Company (d) Act. An investment adviser in accordance with Rule 13d-1(b)(1)(ii) (e) (E). An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii) (f) [X] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G). (g) [] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act. (h)

(i) [] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
(j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).
If this statement is filed pursuant to Rule 13d-1(c), check this box. []
Ownership:
With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.
Ownership of 5 Percent or Less of a Class:
If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].
Ownership or More than Five Percent on Behalf of Another Person:
Not Applicable.
Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:
With respect to the beneficial ownership of the reporting person, see Items 5 through 11 of the cover pages to this Schedule 13G, which are incorporated herein by reference.
Identification and Classification of Members of the Group:
Not Applicable.
Notice of Dissolution of Group:
Not Applicable.

Item 4.

Item 5.

Item 6.

Item 7.

Item 8.

Item 9.

Item 10. Certification:

By signing below each of the undersigned certifies that, to the best of such undersigned's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose 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.

Dated: February 1, 2010

Bank of America Corporation Bank of America, N.A. U.S. Trust Company of Delaware

By: /s/ Angelina L. Richardson

Angelina L. Richardson Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine Attorney-In-Fact

Merrill Lynch Bank Suisse, S.A.

By: /s/ Michael Hold / Richard Greenwood

Michael Hold / Richard Greenwood Director / Chief Financial Officer

EXHIBIT 99.1 - JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

In accordance with Rule 13d-1(k)(1) promulgated under the Securities and Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with each other on behalf of each of them of to such a statement on Schedule 13G with respect to the common stock of beneficially owned by each of them. This Joint Filing Agreement shall be included as an exhibit to such Schedule 13G.

Dated: February 1, 2010

Bank of America Corporation Bank of America, N.A. U.S. Trust Company of Delaware

By: /s/ Angelina L. Richardson

Angelina L. Richardson Vice President

Columbia Management Advisors, LLC

By: /s/ Robert McConnaughey

Robert McConnaughey Managing Director

Banc of America Investment Advisors, Inc.

By: /s/ Jeffrey Cullen

Jeffrey Cullen Vice President

Merrill Lynch, Pierce, Fenner & Smith, Inc.

By: /s/ Robert Shine

Robert Shine Attorney-In-Fact

Merrill Lynch Bank Suisse, S.A.

By: /s/ Michael Hold / Richard Greenwood

Michael Hold / Richard Greenwood Director / Chief Financial Officer