

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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* <u>KINNEAR PETER D</u>  (Last) (First) (Middle) 1803 GEARS ROAD  (Street) HOUSTON TX 77067  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FMC TECHNOLOGIES INC [ FTI ]</u>	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) <u>President and COO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/23/2007</u>	
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	02/23/2007		M		40,000	A	\$0	160,188	D	
Common Stock	02/23/2007		S		100	D	\$68.07	160,088	D	
Common Stock	02/23/2007		S		100	D	\$67.55	159,988	D	
Common Stock	02/23/2007		S		100	D	\$68.06	159,888	D	
Common Stock	02/23/2007		S		100	D	\$68.18	159,788	D	
Common Stock	02/23/2007		S		200	D	\$68.13	159,588	D	
Common Stock	02/23/2007		S		200	D	\$67.67	159,388	D	
Common Stock	02/23/2007		S		200	D	\$67.52	159,188	D	
Common Stock	02/23/2007		S		200	D	\$67.49	158,988	D	
Common Stock	02/23/2007		S		200	D	\$67.45	158,788	D	
Common Stock	02/23/2007		S		200	D	\$67.62	158,588	D	
Common Stock	02/23/2007		S		300	D	\$68.09	158,288	D	
Common Stock	02/23/2007		S		300	D	\$67.73	157,988	D	
Common Stock	02/23/2007		S		300	D	\$67.39	157,688	D	
Common Stock	02/23/2007		S		300	D	\$67.71	157,388	D	
Common Stock	02/23/2007		S		300	D	\$68.03	157,088	D	
Common Stock	02/23/2007		S		300	D	\$67.91	156,788	D	
Common Stock	02/23/2007		S		300	D	\$67.63	156,488	D	
Common Stock	02/23/2007		S		300	D	\$67.46	156,188	D	
Common Stock	02/23/2007		S		300	D	\$68.01	155,888	D	
Common Stock	02/23/2007		S		400	D	\$67.41	155,488	D	
Common Stock	02/23/2007		S		400	D	\$67.75	155,088	D	
Common Stock	02/23/2007		S		400	D	\$67.69	154,688	D	
Common Stock	02/23/2007		S		400	D	\$67.44	154,288	D	
Common Stock	02/23/2007		S		400	D	\$67.43	153,888	D	
Common Stock	02/23/2007		S		400	D	\$67.61	153,488	D	

**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	02/23/2007		S		400	D	\$67.99	153,088	D	
Common Stock	02/23/2007		S		400	D	\$67.47	152,688	D	
Common Stock	02/23/2007		S		500	D	\$67.74	152,188	D	
Common Stock	02/23/2007		S		500	D	\$67.83	151,688	D	

**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
Employee Stock Option (right to buy)	\$20	02/23/2007		M			40,000	01/02/2004	02/15/2011	Common Stock	40,000	\$0	28,500	D	

Explanation of Responses:

**Remarks:**

Multiple Forms submitted.

By: James L. Marvin,  
attorney-in-fact

02/26/2007

\*\* 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.

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