

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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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

<b>1. Name and Address of Reporting Person*</b> <u>KINNEAR PETER D</u>  (Last) (First) (Middle) 1803 GEARS ROAD  (Street) HOUSTON TX 77067  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> FMC TECHNOLOGIES INC [ FTI ]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 02/29/2008	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	02/29/2008		S		100	D	\$56.68	338,737	D	
Common Stock	02/29/2008		S		100	D	\$56.75	338,637	D	
Common Stock	02/29/2008		S		100	D	\$56.63	338,537	D	
Common Stock	02/29/2008		S		200	D	\$56.62	338,337	D	
Common Stock	02/29/2008		S		200	D	\$56.67	338,137	D	
Common Stock	02/29/2008		S		230	D	\$56.73	337,907	D	
Common Stock	02/29/2008		S		300	D	\$56.61	337,607	D	
Common Stock	02/29/2008		S		300	D	\$56.74	337,307	D	
Common Stock	02/29/2008		S		400	D	\$56.65	336,907	D	
Common Stock	02/29/2008		S		500	D	\$56.72	336,407	D	
Common Stock	02/29/2008		S		600	D	\$56.66	335,807	D	
Common Stock	02/29/2008		S		900	D	\$56.64	334,907	D	
Common Stock	02/29/2008		S		1,000	D	\$56.7	333,907	D	
Common Stock	02/29/2008		S		1,500	D	\$56.71	332,407	D	
Common Stock	02/29/2008		S		2,180	D	\$56.76	330,227	D	
Common Stock	02/29/2008		S		4,600	D	\$56.69	325,627	D	
Common Stock	02/29/2008		S		15,042	D	\$56.6	310,585	D	
Common Stock								3,353,4947	I	By Qualified 401(k) Plan

**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	Amount or Number of Shares				

Explanation of Responses:

Remarks:

By: Elizabeth A. Cook,  
Attorney-in-Fact

03/04/2008

\*\* 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.

**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.**