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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

May 9, 2008

FMC Technologies, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-16489

36-4412642

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1803 Gears Road, Houston, Texas

77067

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(281) 591-4000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

FMC Technologies, Inc. Restricted Stock Agreement. On May 9, 2008, the Company entered into a restricted stock agreement with Joseph H. Netherland pursuant to which Mr. Netherland was granted Two Thousand Five Hundred and Eighty Nine (2,589) Restricted Stock Units ("Grant") subject to the terms and conditions of the Company's Amended and Restated Incentive Compensation and Stock Plan (the "Plan"). Mr. Netherland's Grant will vest upon the earlier to occur of (1) the date of the Company's 2009 Annual Shareholder meeting, or (2) Mr. Netherland's Separation from Service from the Company's Board of Directors (as defined in the Plan).

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FMC Technologies, Inc.

May 14, 2008

By: */s/ William H. Schumann, III*

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*Name: William H. Schumann, III*  
*Title: Executive Vice President and Chief Financial Officer*