

OMB APPROVAL	
OMB Number:	3235-0287
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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>POTTER ROBERT L</u>  (Last) (First) (Middle) 1803 GEARS ROAD  (Street) HOUSTON TX 77067  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>FMC TECHNOLOGIES INC [ FTI ]</u>	<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) <u>Senior Vice President</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>08/13/2007</u>	
<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	08/13/2007		M		45,000	A	\$20	89,954	D	
Common Stock	08/13/2007		S		100	D	\$91.98	89,854	D	
Common Stock	08/13/2007		S		100	D	\$92.69	89,754	D	
Common Stock	08/13/2007		S		100	D	\$92.37	89,654	D	
Common Stock	08/13/2007		S		100	D	\$92.3	89,554	D	
Common Stock	08/13/2007		S		100	D	\$92.51	89,454	D	
Common Stock	08/13/2007		S		100	D	\$91.75	89,354	D	
Common Stock	08/13/2007		S		100	D	\$92.4	89,254	D	
Common Stock	08/13/2007		S		100	D	\$92.83	89,154	D	
Common Stock	08/13/2007		S		100	D	\$92.72	89,054	D	
Common Stock	08/13/2007		S		100	D	\$91.87	88,954	D	
Common Stock	08/13/2007		S		100	D	\$91.73	88,854	D	
Common Stock	08/13/2007		S		100	D	\$92.04	88,754	D	
Common Stock	08/13/2007		S		100	D	\$91.66	88,654	D	
Common Stock	08/13/2007		S		100	D	\$91.99	88,554	D	
Common Stock	08/13/2007		S		100	D	\$91.81	88,454	D	
Common Stock	08/13/2007		S		100	D	\$92.27	88,354	D	
Common Stock	08/13/2007		S		100	D	\$92.81	88,254	D	
Common Stock	08/13/2007		S		100	D	\$92.5	88,154	D	
Common Stock	08/13/2007		S		100	D	\$92.28	88,054	D	
Common Stock	08/13/2007		S		100	D	\$92.13	87,954	D	
Common Stock	08/13/2007		S		100	D	\$92.25	87,854	D	
Common Stock	08/13/2007		S		100	D	\$92.19	87,754	D	
Common Stock	08/13/2007		S		100	D	\$92.22	87,654	D	
Common Stock	08/13/2007		S		100	D	\$92.06	87,554	D	
Common Stock	08/13/2007		S		100	D	\$92.32	87,454	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	08/13/2007		S		100	D	\$92.64	87,354	D	
Common Stock	08/13/2007		S		100	D	\$91.49	87,254	D	
Common Stock	08/13/2007		S		200	D	\$91.8	87,054	D	
Common Stock	08/13/2007		S		200	D	\$91.79	86,854	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					
Employee Stock Option (right to buy)	\$20	08/13/2007		M			45,000	01/02/2004	02/15/2011	Common Stock	\$20	45,300	D	

Explanation of Responses:

**Remarks:**

Multiple Forms submitted.

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

08/14/2007

\*\* 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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