

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

1. Name and Address of Reporting Person* <b>NETHERLAND JOSEPH H</b>  (Last) (First) (Middle) 1803 GEARS ROAD  (Street) HOUSTON TX 77067  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>FMC TECHNOLOGIES INC [ FTI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>CEO &amp; Chairman of Board</b>
	3. Date of Earliest Transaction (Month/Day/Year) 12/05/2006	
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	12/05/2006		S		100	D	\$59.87	326,301	D	
Common Stock	12/05/2006		S		100	D	\$60.07	326,201	D	
Common Stock	12/05/2006		S		200	D	\$59.99	326,001	D	
Common Stock	12/05/2006		S		200	D	\$60.09	325,801	D	
Common Stock	12/05/2006		S		200	D	\$60.08	325,601	D	
Common Stock	12/05/2006		S		200	D	\$60.11	325,401	D	
Common Stock	12/05/2006		S		200	D	\$60.06	325,201	D	
Common Stock	12/05/2006		S		200	D	\$59.88	325,001	D	
Common Stock	12/05/2006		S		200	D	\$59.98	324,801	D	
Common Stock	12/05/2006		S		200	D	\$60.13	324,601	D	
Common Stock	12/05/2006		S		200	D	\$60.15	324,401	D	
Common Stock	12/05/2006		S		300	D	\$59.89	324,101	D	
Common Stock	12/05/2006		S		400	D	\$59.97	323,701	D	
Common Stock	12/05/2006		S		400	D	\$60.17	323,301	D	
Common Stock	12/05/2006		S		400	D	\$60.04	322,901	D	
Common Stock	12/05/2006		S		400	D	\$60.03	322,501	D	
Common Stock	12/05/2006		S		500	D	\$60.01	322,001	D	
Common Stock	12/05/2006		S		500	D	\$60.1	321,501	D	
Common Stock	12/05/2006		S		700	D	\$59.94	320,801	D	
Common Stock	12/05/2006		S		700	D	\$59.91	320,101	D	
Common Stock	12/05/2006		S		700	D	\$59.9	319,401	D	
Common Stock	12/05/2006		S		800	D	\$60	318,601	D	
Common Stock	12/05/2006		S		800	D	\$60.12	317,801	D	
Common Stock	12/05/2006		S		800	D	\$60.02	317,001	D	
Common Stock	12/05/2006		S		1,000	D	\$59.96	316,001	D	
Common Stock	12/05/2006		S		1,000	D	\$59.93	315,001	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	12/05/2006		S		1,100	D	\$60.05	313,901	D	
Common Stock	12/05/2006		S		1,200	D	\$59.92	312,701	D	
Common Stock	12/05/2006		S		1,400	D	\$59.95	311,301	D	
Common Stock								778.1134	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					

Explanation of Responses:

**Remarks:**

This is the second of three forms to report Mr. Netherland's stock transactions on December 5, 2006. The maximum number of transactions (30) has been included on this form.

By: James L. Marvin, 12/07/2006  
attorney-in-fact

\*\* 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.**