

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

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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/11/2009</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	09/11/2009		M		80,449	A	\$9.207	543,527.939	D	
Common Stock	09/11/2009		S		100	D	\$51.32	543,427.939	D	
Common Stock	09/11/2009		S		100	D	\$51.31	543,327.939	D	
Common Stock	09/11/2009		S		100	D	\$51.301	543,227.939	D	
Common Stock	09/11/2009		S		100	D	\$51.27	543,127.939	D	
Common Stock	09/11/2009		S		100	D	\$51.261	543,027.939	D	
Common Stock	09/11/2009		S		100	D	\$51.23	542,927.939	D	
Common Stock	09/11/2009		S		100	D	\$51.221	542,827.939	D	
Common Stock	09/11/2009		S		100	D	\$51.2	542,727.939	D	
Common Stock	09/11/2009		S		100	D	\$51.17	542,627.939	D	
Common Stock	09/11/2009		S		300	D	\$51.35	542,327.939	D	
Common Stock	09/11/2009		S		300	D	\$51.34	542,027.939	D	
Common Stock	09/11/2009		S		400	D	\$51.32	541,627.939	D	
Common Stock	09/11/2009		S		400	D	\$51.201	541,227.939	D	
Common Stock	09/11/2009		S		1,700	D	\$51.231	539,527.939	D	
Common Stock	09/11/2009		S		1,800	D	\$51.31	537,727.939	D	
Common Stock	09/11/2009		S		2,000	D	\$51.19	535,727.939	D	
Common Stock	09/11/2009		S		2,404	D	\$51.24	533,323.939	D	
Common Stock	09/11/2009		S		2,412	D	\$51.22	530,911.939	D	
Common Stock	09/11/2009		S		2,638	D	\$51.3	528,273.939	D	
Common Stock	09/11/2009		S		3,100	D	\$51.28	525,173.939	D	
Common Stock	09/11/2009		S		3,600	D	\$51.29	521,573.939	D	
Common Stock	09/11/2009		S		3,600	D	\$51.2	517,973.939	D	
Common Stock	09/11/2009		S		3,900	D	\$51.25	514,073.939	D	
Common Stock	09/11/2009		S		4,000	D	\$51.27	510,073.939	D	
Common Stock	09/11/2009		S		6,000	D	\$51.23	504,073.939	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	09/11/2009		S		6,942	D	\$51.21	497,131.939	D	
Common Stock	09/11/2009		S		8,219	D	\$51.26	488,912.939	D	
Common Stock	09/11/2009		S		25,834	D	\$51.18	463,078.939	D	
Common Stock								4,760.5979	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)				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)	\$9.207	09/11/2009		M			80,449	01/02/2006	02/20/2013	Common Stock	80,449	\$9.207	0	D	

Explanation of Responses:

Remarks:

By: Elizabeth A. Cook, 09/14/2009
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.

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