

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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) Vice President
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 05/12/2006	
<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	05/12/2006		S		100	D	\$69.51	45,247	D	
Common Stock	05/12/2006		S		1,800	D	\$69.42	43,447	D	
Common Stock	05/12/2006		S		600	D	\$69.41	42,847	D	
Common Stock	05/12/2006		S		1,100	D	\$69.4	41,747	D	
Common Stock	05/12/2006		S		200	D	\$69.39	41,547	D	
Common Stock	05/12/2006		S		100	D	\$69.32	41,447	D	
Common Stock	05/12/2006		S		100	D	\$69.1	41,347	D	
Common Stock	05/12/2006		S		100	D	\$69.08	41,247	D	
Common Stock	05/12/2006		S		500	D	\$69.07	40,747	D	
Common Stock	05/12/2006		S		1,500	D	\$69.06	39,247	D	
Common Stock	05/12/2006		S		400	D	\$69	38,847	D	
Common Stock	05/12/2006		S		1,300	D	\$68.95	37,547	D	
Common Stock	05/12/2006		S		100	D	\$68.88	37,447	D	
Common Stock	05/12/2006		S		100	D	\$68.79	37,347	D	
Common Stock	05/12/2006		S		200	D	\$68.78	37,147	D	
Common Stock	05/12/2006		S		100	D	\$68.77	37,047	D	
Common Stock	05/12/2006		S		100	D	\$68.75	36,947	D	
Common Stock	05/12/2006		S		100	D	\$68.67	36,847	D	
Common Stock	05/12/2006		S		100	D	\$68.66	36,747	D	
Common Stock	05/12/2006		S		1,400	D	\$68.65	35,347	D	
Common Stock	05/12/2006		S		400	D	\$68.6	34,947	D	
Common Stock	05/12/2006		S		100	D	\$68.58	34,847	D	
Common Stock	05/12/2006		S		100	D	\$68.57	34,747	D	
Common Stock								6,888.01	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: James L. Marvin, 05/15/2006  
attorney-in-fact for

\*\* 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.**