

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

<b>1. Name and Address of Reporting Person*</b> <u>KINNEAR PETER D</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>Executive Vice President</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>02/17/2005</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	02/17/2005		S		1,000	D	\$34.24	72,662	D	
Common Stock	02/17/2005		S		2,462	D	\$34.23	70,200	D	
Common Stock	02/17/2005		M		9,097	A	\$19.32	79,297	D	
Common Stock	02/17/2005		S		900	D	\$33.8	78,397	D	
Common Stock	02/17/2005		S		100	D	\$33.82	78,297	D	
Common Stock	02/17/2005		S		200	D	\$33.91	78,097	D	
Common Stock	02/17/2005		S		100	D	\$33.93	77,997	D	
Common Stock	02/17/2005		S		100	D	\$33.94	77,897	D	
Common Stock	02/17/2005		S		400	D	\$33.95	77,497	D	
Common Stock	02/17/2005		S		400	D	\$33.96	77,097	D	
Common Stock	02/17/2005		S		400	D	\$33.98	76,697	D	
Common Stock	02/17/2005		S		100	D	\$33.99	76,597	D	
Common Stock	02/17/2005		S		100	D	\$34	76,497	D	
Common Stock	02/17/2005		S		300	D	\$34.01	76,197	D	
Common Stock	02/17/2005		S		100	D	\$34.02	76,097	D	
Common Stock	02/17/2005		S		900	D	\$34.05	75,197	D	
Common Stock	02/17/2005		S		200	D	\$34.07	74,997	D	
Common Stock	02/17/2005		S		200	D	\$34.08	74,797	D	
Common Stock	02/17/2005		S		200	D	\$34.11	74,597	D	
Common Stock	02/17/2005		S		400	D	\$34.12	74,197	D	
Common Stock	02/17/2005		S		200	D	\$34.13	73,997	D	
Common Stock	02/17/2005		S		400	D	\$34.14	73,597	D	
Common Stock	02/17/2005		S		100	D	\$34.25	73,497	D	
Common Stock	02/17/2005		S		100	D	\$34.27	73,397	D	
Common Stock	02/17/2005		S		100	D	\$34.29	73,297	D	
Common Stock	02/17/2005		S		300	D	\$34.3	72,997	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	02/17/2005		S		900	D	\$34.32	72,097	D	
Common Stock	02/17/2005		S		500	D	\$34.39	71,597	D	
Common Stock	02/17/2005		S		100	D	\$34.4	71,497	D	
Common Stock	02/17/2005		S		100	D	\$34.41	71,397	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						Title
Employee Stock Option (right to buy)	\$19.32	02/17/2005		M			9,097	01/02/2001	02/24/2008	Common Stock	9,097	\$0	3,200	D	

**Explanation of Responses:**

**Remarks:**

A second Form 4 follows to complete the filing for the 02/17/2005 transactions. The maximum number of transactions (30) is included on this Form 4.

By: By: James L. Marvin      02/18/2005

\*\* 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.**