

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>CANNON CHARLES H JR</b>  (Last) (First) (Middle) <b>200 EAST RANDOLPH DRIVE</b>  (Street) <b>CHICAGO IL 60601</b>  (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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Senior Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/14/2005</b>	
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	02/14/2005		M		14,829	A	\$16.48	39,429	D	
Common Stock	02/14/2005		M		36,531	A	\$19.32	75,960	D	
Common Stock	02/14/2005		S		29,000	D	\$33.2	46,960	D	
Common Stock	02/14/2005		S		2,000	D	\$33.21	44,960	D	
Common Stock	02/14/2005		S		2,700	D	\$33.22	42,260	D	
Common Stock	02/14/2005		S		500	D	\$33.23	41,760	D	
Common Stock	02/14/2005		S		1,100	D	\$33.24	40,660	D	
Common Stock	02/14/2005		S		100	D	\$33.25	40,560	D	
Common Stock	02/14/2005		S		200	D	\$33.26	40,360	D	
Common Stock	02/14/2005		S		931	D	\$33.27	39,429	D	
Common Stock	02/14/2005		S		14,700	D	\$33.29	24,729	D	
Common Stock	02/14/2005		S		129	D	\$33.3	24,600	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	02/14/2005		M		36,531		01/02/2001	02/24/2008	Common Stock	36,531	\$0	0.00	D	
Employee Stock Option (right to buy)	\$16.48	02/14/2005		M		14,829		01/02/1998	04/21/2010	Common Stock	14,829	\$0	0.00	D	

**Explanation of Responses:**

By: By: James L. Marvin

02/15/2005

\*\* 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.**