

Volpe Kenneth Z
Form 4
April 16, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Volpe Kenneth Z

2. Issuer Name and Ticker or Trading Symbol
ART TECHNOLOGY GROUP INC
[ARTG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE MAIN STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/12/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Products and Technology

CAMBRIDGE, MA 02142

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	3,774	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to buy)	\$ 0.25					01/21/1999	10/21/2008	Common Stock
Employee Stock Option (Right to buy)	\$ 0.91					07/21/2003	04/21/2013	Common Stock
Employee Stock Option (Right to buy)	\$ 0.96					02/28/2003	08/29/2012	Common Stock
Employee Stock Option (Right to buy)	\$ 0.96					11/30/2004	08/30/2014	Common Stock
Employee Stock Option (Right to buy)	\$ 0.99					03/03/2003	03/03/2013	Common Stock
Employee Stock Option (Right to buy)	\$ 1.26					04/25/2005	01/25/2015	Common Stock
Employee Stock Option (Right to buy)	\$ 1.57					04/30/2004	01/30/2014	Common Stock
Employee Stock Option (Right to buy)	\$ 1.63					02/13/2004	11/13/2013	Common Stock
Employee Stock Option (Right to buy)	\$ 2.13					02/03/2002	08/03/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 2.93					05/28/2006 ⁽¹⁾	02/28/2016	Common Stock
Restricted Stock Units Employee Stock Option (Right to buy)	\$ 3.9					04/08/2002	01/08/2012	Common Stock

Employee Stock Option (Right to buy)	\$ 4.7812					07/09/2001	04/09/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 5					10/19/1999	07/19/2009	Common Stock
Employee Stock Option (Right to buy)	\$ 9.31					12/31/2001	05/02/2011	Common Stock
Employee Stock Option (Right to buy)	\$ 19.0312					01/01/2000	10/01/2009	Common Stock
Employee Stock Option (Right to buy)	\$ 78					01/08/2001	10/18/2010	Common Stock
Restricted stock units	(2)	04/12/2007		A	50,000	(3)	(3)	Common Stock
Restricted stock units	(2)	04/12/2007		A	50,000	(4)	(4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Volpe Kenneth Z ONE MAIN STREET CAMBRIDGE, MA 02142			SVP, Products and Technology	

Signatures

/s/Jeffrey T Kowalski by Power of Attorney
Date: 04/16/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) 6.25% of the Options are exercisable quarterly from the grant date.
- (2) Each restricted stock unit represents a contingent right to receive one share of Art Technology Group, Inc. common stock.
- (3) The restricted stock units vest in four equal annual installments beginning May 12, 2008 and annually thereafter.

The number of restricted stock units that may vest is determined by the performance metrics set forth in the applicable restricted stock unit agreement. Of that subset of restricted stock units that may vest, the restricted stock units vest in four equal annual installments beginning May 12, 2008 and annually thereafter; provided, however, that additional performance metrics set forth in the applicable restricted stock unit agreement may trigger immediate vesting in full.

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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