FMC TECHNOLOGIES INC

Form 4

August 23, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

Symbol

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

NETHERLAND JOSEPH H

| THE THE TOTAL THE | | | FMC TECHNOLOGIES INC [FTI] | | | | | (Check all applicable) | | |
|---|--|--|---|---------------------------------------|---------------------------------------|--|-------------|--|--|---|
| (Last) (First) (Middle) 1803 GEARS ROAD | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/21/2006 | | | | | _X_ Director 10% OwnerX_ Officer (give title Other (specify below) below) CEO and Chairman of the Board | | |
| HOUSTON | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Tabl | le I - Non-l | Derivative | Secur | ities Acq | uired, Disposed o | f, or Beneficia | lly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deen Execution any (Month/E | n Date, if | 3. Transacti Code (Instr. 8) | 4. Securi on(A) or D (Instr. 3, | ispose | d of (D) | 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) |
| Common Stock | 08/21/2006 | | | S | 200 | D | \$ 62.24 | 313,501 | D | |
| Common Stock | 08/21/2006 | | | S | 800 | D | \$ 62.25 | 312,701 | D | |
| Common Stock | 08/21/2006 | | | S | 500 | D | \$ 62.27 | 312,201 | D | |
| Common Stock | 08/21/2006 | | | S | 500 | D | \$ 62.28 | 311,701 | D | |
| Common Stock | 08/21/2006 | | | S | 500 | D | \$ 62.29 | 311,201 | D | |
| | | | | | | | | | | |

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| Common Stock | 08/21/2006 | S | 800 | D | \$ 62.3 | 310,401 | D | |
|-----------------|------------|---|-----|---|-------------|---------|---|-----------------------------------|
| Common Stock | 08/21/2006 | S | 200 | D | \$ 62.31 | 310,201 | D | |
| Common Stock | 08/21/2006 | S | 300 | D | \$ 62.33 | 309,901 | D | |
| Common Stock | 08/21/2006 | S | 100 | D | \$ 62.34 | 309,801 | D | |
| Common Stock | 08/21/2006 | S | 100 | D | \$ 62.36 | 309,701 | D | |
| Common Stock | 08/21/2006 | S | 500 | D | \$ 62.37 | 309,201 | D | |
| Common Stock | 08/21/2006 | S | 100 | D | \$ 62.4 | 309,101 | D | |
| Common Stock | 08/21/2006 | S | 200 | D | \$ 62.41 | 308,901 | D | |
| Common Stock | 08/21/2006 | S | 300 | D | \$ 62.42 | 308,601 | D | |
| Common Stock | 08/21/2006 | S | 300 | D | \$ 62.45 | 308,301 | D | |
| Common Stock | 08/21/2006 | S | 200 | D | \$ 62.49 | 308,101 | D | |
| Common Stock | | | | | | 774.77 | I | By Qualified 401(k) Plan |

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

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 control number.

SEC 1474 (9-02)

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and | 8. Price of | 9 |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration Date | Amount of | Derivative |] |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | Underlying | Security | 5 |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | Securities | (Instr. 5) | 1 |
| | Derivative | | | | Securities | 3 | (Instr. 3 and 4) | | (|
| | Security | | | | Acquired | | | |] |
| | | | | | (A) or | | | | J |
| | | | | | Disposed | | | | - |
| | | | | | of (D) | | | | (|
| | | | | | (Instr. 3, | | | | |
| | | | | | 4, and 5) | | | | |

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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Date Expiration Or Number Of Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

NETHERLAND JOSEPH H

1803 GEARS ROAD X CEO and Chairman of the Board HOUSTON, TX 77067

Signatures

By: By: James L. Marvin,
attorney-in-fact for

**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).

Remarks:

This is the third of three forms filed to record Mr. Netherland's transactions on August 21, 2006. This form completes the filir Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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