

Sprecher Jeffrey C  
 Form 4  
 September 19, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

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 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 \*  
 Sprecher Jeffrey C

2. Issuer Name and Ticker or Trading Symbol  
 INTERCONTINENTALEXCHANGE INC [ICE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 2100 RIVEREDGE PARKWAY, SUITE 500

3. Date of Earliest Transaction (Month/Day/Year)  
 09/15/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

(Street)  
 ATLANTA, GA 30328

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

(City) (State) (Zip)

**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)
			Code	V Amount or Price			
Common Stock	09/15/2006		M	756 A \$ 8	8,387 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006		M	2,310 A \$ 8	10,697 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006		S <sup>(3)</sup>	930 D \$ 67.5	9,767 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006		S <sup>(3)</sup>	29 D \$ 67.75	9,738 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006		S <sup>(3)</sup>	36 D \$ 67.9	9,702 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>

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Common Stock	09/15/2006	S <sup>(3)</sup>	317	D	\$ 68	9,385 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	83	D	\$ 68.03	9,302 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	50	D	\$ 68.2	9,252 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	151	D	\$ 68.35	9,101 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	65	D	\$ 68.68	9,036 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	64	D	\$ 68.69	8,972 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	22	D	\$ 68.77	8,950 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	30	D	\$ 68.8	8,920 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	29	D	\$ 68.85	8,891 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	22	D	\$ 68.86	8,869 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	123	D	\$ 68.87	8,746 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	50	D	\$ 68.88	8,696 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	57	D	\$ 68.9	8,639 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	65	D	\$ 68.95	8,574 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	50	D	\$ 69.05	8,524 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	72	D	\$ 69.08	8,452 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>
Common Stock	09/15/2006	S <sup>(3)</sup>	65	D	\$ 69.2	8,387 <sup>(1)</sup>	I	By spouse <sup>(2)</sup>

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

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



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(4) These options are fully vested.

**Remarks:**

This is the fourth of four Form 4s being filed by the reporting person as of the date of this Form 4.

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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