

MURRAY MICHAEL W
Form 4
August 16, 2005

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 *
MURRAY MICHAEL W

(Last) (First) (Middle)
1803 GEARS ROAD
(Street)

HOUSTON, TX 77067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FMC TECHNOLOGIES INC [FTI]

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

VP - Human Resources

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	08/15/2005		S	200 D	\$ 40.03	66,968	D
Common Stock	08/15/2005		S	1,300 D	\$ 40.04	65,668	D
Common Stock	08/15/2005		S	600 D	\$ 40.05	65,068	D
Common Stock	08/15/2005		S	1,100 D	\$ 40.06	63,968	D
Common Stock	08/15/2005		S	1,200 D	\$ 40.07	62,768	D

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Common Stock	08/15/2005	S	1,900	D	\$ 40.08	60,868	D
Common Stock	08/15/2005	S	1,200	D	\$ 40.09	59,668	D
Common Stock	08/15/2005	S	1,300	D	\$ 40.1	58,368	D
Common Stock	08/15/2005	S	600	D	\$ 40.11	57,768	D
Common Stock	08/15/2005	S	200	D	\$ 40.12	57,568	D
Common Stock	08/15/2005	S	1,053	D	\$ 40.13	56,515	D
Common Stock	08/15/2005	S	400	D	\$ 40.14	56,115	D
Common Stock	08/15/2005	S	600	D	\$ 40.15	55,515	D
Common Stock	08/15/2005	S	100	D	\$ 40.16	55,415	D
Common Stock	08/15/2005	S	200	D	\$ 40.18	55,215	D
Common Stock	08/15/2005	S	2,200	D	\$ 40.19	53,015	D
Common Stock	08/15/2005	S	300	D	\$ 40.2	52,715	D
Common Stock	08/15/2005	S	100	D	\$ 40.21	52,615	D
Common Stock	08/15/2005	S	200	D	\$ 40.22	52,415	D
Common Stock	08/15/2005	S	300	D	\$ 40.23	52,115	D
Common Stock	08/15/2005	S	300	D	\$ 40.24	51,815	D
Common Stock	08/15/2005	S	1,000	D	\$ 40.25	50,815	D

Common Stock						913.9	I	By Qualified 401(k) Plan
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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

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(9-02)

displays a currently valid OMB control number.

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

Table with 10 columns: 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 Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 5), 10. Amount or Number of Shares

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: MURRAY MICHAEL W, 1803 GEARS ROAD, HOUSTON, TX 77067, VP - Human Resources

Signatures

By: By: James L. Marvin, by Power of Attorney 08/16/2005
**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 second form completes the filing for the 8/15/2005 transactions.

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.