Google Inc.
Form 4
February 23, 2007

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 *
Kordestani Omid

(Last) (First) (Middle)

C/O GOOGLE INC., 1600 AMPHITHEATRE PARKWAY

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Google Inc. [GOOG]

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP, World Wide Sales/Oper.

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/21/2007		S		100	D	$ 473.58	397,140	I	By Trust I
Class A Common Stock	02/21/2007		S		100	D	$ 473.56	397,040	I	By Trust I
Class A Common Stock	02/21/2007		S		100	D	$ 472.65	396,940	I	By Trust I
Class A Common	02/21/2007		S		100	D	$ 472.63	396,840	I	By Trust I

Stock								
Class A Common Stock	02/21/2007	S	100	D	$ 472	396,740	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 471.73	396,640	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 471.45	396,540	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 471.01	396,440	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 470.16	396,340	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 470	396,240	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.99	396,140	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.95	396,040	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.9	395,940	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.56	395,840	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.55	395,740	I	By Trust I
Class A Common Stock	02/21/2007	S	100	D	$ 469.22	395,640	I	By Trust I
Class A Common Stock	02/21/2007	S	96	D	$ 469.3	395,544	I	By Trust I
Class A Common Stock	02/21/2007	S	89	D	$ 476.1	395,455	I	By Trust I

Class A Common Stock	02/21/2007	S	81	D	$ 477.44	395,374	I	By Trust I
Class A Common Stock	02/21/2007	S	54	D	$ 477.25	395,320	I	By Trust I
Class A Common Stock	02/21/2007	S	50	D	$ 473.78	395,270	I	By Trust I
Class A Common Stock	02/21/2007	S	46	D	$ 477.4	395,224	I	By Trust I
Class A Common Stock	02/21/2007	S	40	D	$ 473.76	395,184	I	By Trust I
Class A Common Stock	02/21/2007	S	19	D	$ 477.49	395,165	I	By Trust I
Class A Common Stock	02/21/2007	S	11	D	$ 476.09	395,154	I	By Trust I
Class A Common Stock	02/21/2007	S	2	D	$ 477.88	395,152	I	By Trust I
Class A Common Stock	02/21/2007	S	2	D	$ 469.57	395,150	I	By Trust I
Class A Common Stock	02/21/2007	S	2	D	$ 469.56	395,148	I	By Trust I
Class A Common Stock						48,227	I	By Trust II
Class A Common Stock						48,227	I	By Trust III

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)

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. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kordestani Omid C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043			SVP, World Wide Sales/Oper.	

Signatures

Alan Ku, as Attorney-in-Fact for Omid Kordestani	02/22/2007
**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).

Remarks:

Form 4 Filing 3 of 3 (continuation report): Related transactions effected by the Reporting Person on Feb. 21, 2007 are reportec

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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