Goone David S Form 4 January 18, 2008

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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 * Goone David S

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Symbol

INTERCONTINENTALEXCHANGE INC [ICE]

Issuer

(Check all applicable)

below)

(Last) (First) (Middle)

(Street)

(Month/Day/Year)

Director 10% Owner _X__ Officer (give title _ _ Other (specify

01/16/2008

below) Senior VP, Business Development

2100 RIVEREDGE PARKWAY, SUITE 500

4. If Amendment, Date Original

3. Date of Earliest Transaction

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

ATLANTA, GA 30328

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed 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	01/16/2008		$S_{\underline{(1)}}^{(1)}$	100	(D)	\$ 155.92	55,900	D	
Common Stock	01/16/2008		S(1)	100	D	\$ 155.93	55,800	D	
Common Stock	01/16/2008		S <u>(1)</u>	1,300	D	\$ 155.95	54,500	D	
Common Stock	01/16/2008		S <u>(1)</u>	200	D	\$ 155.96	54,300	D	
Common Stock	01/16/2008		S <u>(1)</u>	400	D	\$ 155.98	53,900	D	

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Common Stock	01/16/2008	S(1)	200	D	\$ 156	53,700	D
Common Stock	01/16/2008	S <u>(1)</u>	200	D	\$ 156.04	53,500	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.05	53,400	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.07	53,300	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.08	53,200	D
Common Stock	01/16/2008	S <u>(1)</u>	200	D	\$ 156.09	53,000	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.1	52,900	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.3	52,800	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.32	52,700	D
Common Stock	01/16/2008	S(1)	200	D	\$ 156.41	52,500	D
Common Stock	01/16/2008	S(1)	300	D	\$ 156.42	52,200	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.44	52,100	D
Common Stock	01/16/2008	S(1)	600	D	\$ 156.6	51,500	D
Common Stock	01/16/2008	S(1)	400	D	\$ 156.61	51,100	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.71	51,000	D
Common Stock	01/16/2008	S(1)	200	D	\$ 156.72	50,800	D
Common Stock	01/16/2008	S(1)	300	D	\$ 156.73	50,500	D
Common Stock	01/16/2008	S(1)	100	D	\$ 156.76	50,400	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)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Goone David S 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328			Senior VP,Business Development					

Signatures

/s/ Andrew J. Surdykowski, 01/18/2008 Attorney-in-fact

> **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).
- The sales reported in this Form 4 were effected pursuant to a pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended.

Remarks:

This is the third of three Forms 4 being filed by the reporting person as of the date on this form.

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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