SCHMIDT ERIC E

Form 4 March 01, 2007

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

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burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

| SCHMIDT ERIC E | | | Symbol | er Name ar e Inc. [G0 | | or Trac | ding | Issuer | | | |
|--------------------------------------|---|--|---------------------------|---------------------------------------|---------------------------------------|--|--|--|--|---|--|
| (Last) | (First) (| of Earliest 'Day/Year) | _ | n | | (Check all applicable) _X_ DirectorX_ 10% Owner _X_ Officer (give title Other (specify below) CEO, Chairman of Exec. Comm. | | | | | |
| | (Street) | | endment, I onth/Day/Ye | | nal | | 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) | Tab | ole I - Non- | -Derivativ | e Secı | ırities Acq | uired, Disposed | of, or Benefic | ially Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deeme Execution any (Month/Da | Date, if | 3. Transacti Code (Instr. 8) | 4. Securi or(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) | |
| Class A Common Stock (1) (2) | 02/27/2007 | | | S | 41 | D | \$ 452.48 | 10,089 | I | By Limited Partnership II | |
| Class A Common Stock (1) (2) | 02/27/2007 | | | S | 41 | D | \$ 452.46 | 10,048 | I | By Limited Partnership II | |
| Class A Common Stock (1) (2) | 02/27/2007 | | | S | 41 | D | \$ 452.23 | 10,007 | I | By Limited Partnership II | |

| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 451.9 | 9,966 | I | By Limited Partnership II |
|------------------------------|------------|---|----|---|--------------|-------|---|---------------------------------|
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 451.69 | 9,925 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 451.17 | 9,884 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 450.68 | 9,843 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 450.42 | 9,802 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 450.38 | 9,761 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 450.26 | 9,720 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 450.12 | 9,679 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 449.83 | 9,638 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 449.62 | 9,597 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 449.16 | 9,556 | I | By Limited Partnership II |
| | 02/27/2007 | S | 41 | D | | 9,515 | I | |

| Class A Common Stock (1) (2) | | | | | \$ 449.13 | | | By Limited Partnership II |
|------------------------------|------------|---|----|---|--------------|-------|---|---------------------------------|
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 448.9 | 9,474 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 448.4 | 9,433 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 447.93 | 9,392 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 447.86 | 9,351 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 447.84 | 9,310 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 41 | D | \$ 447.83 | 9,269 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 43 | D | \$ 456.67 | 9,226 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 55 | D | \$ 456.68 | 9,171 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 57 | D | \$ 454.99 | 9,114 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 60 | D | \$ 457.47 | 9,054 | I | By Limited Partnership II |
| | 02/27/2007 | S | 61 | D | | 8,993 | I | |

| Class A Common Stock (1) (2) | | | | | \$ 459.18 | | | By Limited Partnership II |
|--------------------------------|------------|---|----|---|--------------|-------|---|---------------------------------|
| Class A Common Stock (1) (2) | 02/27/2007 | S | 61 | D | \$ 458.64 | 8,932 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | 02/27/2007 | S | 61 | D | \$ 458.62 | 8,871 | I | By Limited Partnership II |
| Class A Common Stock (1) (2) | | | | | | 8,255 | I | By Limited Partnership I |
| Class A Common Stock (2) | | | | | | 1,841 | I | By Trust |

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.

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

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. Tit | le and | 8. Price of | 1 |
|-------------|-------------|---------------------|--------------------|-------------------|--------------------------------|---------------------|-----------------|--------|------------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration Date | | Amou | ınt of | Derivative | |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Unde | rlying | Security | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | rities | (Instr. 5) | Ī |
| | Derivative | | | | Securities | | | (Instr | . 3 and 4) | | , |
| | Security | | | | Acquired (A) or Disposed | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | of (D) | | | | | | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Data | E | | or | | |
| | | | | | | Date Exercisable | Expiration Date | Title | Number | | |
| | | | | | | Exercisable | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners 4

Director 10% Owner Officer Other

SCHMIDT ERIC E

X X CEO, Chairman of Exec. Comm.

Signatures

/s/Alan Ku as Attorney-in-Fact for Eric E. Schmidt

03/01/2007

**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).
- (1) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock at the election of the reporting person.
- (2) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of Reporting Person.

Remarks:

Form 4 Filing -continuation report: Related transactions effected by the Reporting Person on Feb. 27, 2007 are reported on add ***All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.***

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.

Signatures 5