

Clark Barry E
Form 4
August 04, 2010

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 *
Clark Barry E

2. Issuer Name and Ticker or Trading Symbol
ART TECHNOLOGY GROUP INC
[ARTG]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
ONE MAIN STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Worldwide Sales

CAMBRIDGE, MA 02142
(City) (State) (Zip)

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

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 (A) or (D) Price		
Common Stock ⁽¹⁾	08/02/2010		S		16,986 ⁽²⁾	D	Indirect Beneficial Ownership (Instr. 4)
					\$ 3.6216 ⁽³⁾		
Common Stock ⁽¹⁾	08/02/2010		S		20,775 ⁽²⁾	D	Indirect Beneficial Ownership (Instr. 4)
					\$ 3.6139 ⁽⁴⁾		
Common Stock ⁽¹⁾	08/02/2010		S		24,596 ⁽²⁾	D	Indirect Beneficial Ownership (Instr. 4)
					\$ 3.6035 ⁽⁵⁾	0	
Common Stock ⁽⁶⁾	08/02/2010		M		48,116	A	Direct Ownership (Instr. 4)
					\$ 1.26	48,116	

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Common Stock <u>(7)</u>	08/02/2010	S	48,116	D	\$ 3.5912	0	D
Common Stock <u>(6)</u>	08/02/2010	M	36,035	A	\$ 1.45	36,035	D
Common Stock <u>(7)</u>	08/02/2010	S	36,035	D	\$ 3.6031	0	D

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

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(9-02)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option <u>(6)</u>	\$ 1.26	08/02/2010		M	48,116	01/25/2006	01/24/2015	Common Stock	100,000
Employee Stock Option <u>(6)</u>	\$ 1.45	08/02/2010		M	36,035	05/19/2005	02/18/2014	Common Stock	240,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clark Barry E ONE MAIN STREET CAMBRIDGE, MA 02142			SVP, Worldwide Sales	

Signatures

/s/ Jeffrey T. Kowalski, by Power of Attorney
08/04/2010

__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) Sale is pursuant to a 10b5-1 plan.
- (2) Represents shares issued upon the vesting of restricted stock units.
- (3) Represents the weighted average sale price. The highest price at which shares were sold was \$3.67 and the lowest price at which the shares were sold was \$3.565.
- (4) Represents the weighted average sale price. The highest price at which shares were sold was \$3.67 and the lowest price at which the shares were sold was \$3.555.
- (5) Represents the weighted average sale price. The highest price at which shares were sold was \$3.665 and the lowest price at which the shares were sold was \$3.55.
- (6) Options exercised pursuant to a 10b5-1 plan
- (7) Options sold pursuant to a 10b5-1 plan.
- (8) Represents the weighted average sale price. The highest price at which shares were sold was \$3.655 and the lowest price at which the shares were sold was \$3.55.
- (9) Represents the weighted average sale price. The highest price at which shares were sold was \$3.655 and the lowest price at which the shares were sold was \$3.55.

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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