

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CHLEBEK ROBERT W</u> (Last) (First) (Middle) 37 NORTH VALLEY ROAD BUILDING 4 (Street) PAOLI PA 19301-0801 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/ [ AME ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>PRES. - ELECTRONIC INSTRUMENTS</u>	
			3. Date of Earliest Transaction (Month/Day/Year) <u>04/23/2008</u>			
			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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			
Common Stock	04/23/2008		M		5,621	A	\$33.2667	27,131	D	
Common Stock	04/23/2008		A <sup>(1)</sup>		5,480	A	\$48.6	32,611	D	
Common Stock	04/23/2008		S		4,800	D	\$48.6	27,811	D	
Common Stock	04/23/2008		S		100	D	\$48.85	27,711	D	
Common Stock	04/23/2008		S		621	D	\$48.91	27,090	D	
Common Stock	04/23/2008		S		100	D	\$48.94	26,990	D	
Common Stock/SERP								25,126	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$17.45							05/18/2005	05/17/2011	Common Stock	7,500		7,500	D	
Stock Option	\$20.27							09/22/2005	09/21/2011	Common Stock	7,050		7,050	D	
Stock Option	\$25.2867							04/27/2006	04/26/2012	Common Stock	12,068		12,068	D	
Stock Option	\$36.44							04/24/2008	04/23/2014	Common Stock	20,000		20,000	D	
Stock Option	\$33.2667	04/23/2008		M		5,621		04/26/2007	04/25/2013	Common Stock	5,621	\$33.2667	16,864	D	
Stock Option	\$48.6	04/23/2008		A		19,930		04/23/2009	04/22/2015	Common Stock	19,930	\$0	19,930	D	

**Explanation of Responses:**

1. Constitutes restricted stock issued under the 2002 Stock Incentive Plan of AMETEK, Inc.

ROBERTWCHLEBEK

04/24/2008

\*\* Signature of Reporting Person

Date

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

\* 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).

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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