

Kordestani Omid
Form 4
September 16, 2008

FORM 4

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

OMB APPROVAL

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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O GOOGLE INC., 1600
AMPHITHEATRE PARKWAY

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SVP, World Wide Sales/Oper.

(Street)

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

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

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	(D)	Price
Class A Common Stock ⁽¹⁾	09/15/2008		S		100	D	\$ 426.17 301,155
Class A Common Stock ⁽¹⁾	09/15/2008		S		100	D	\$ 427.11 301,055
Class A Common Stock ⁽¹⁾	09/15/2008		S		200	D	\$ 429.69 300,855
Class A Common	09/15/2008		S		100	D	\$ 432.04 300,755

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Stock <u>(1)</u>							
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 433.48	300,655	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	32	D	\$ 434.12	300,623	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	168	D	\$ 434.23	300,455	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 434.46	300,255	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	226	D	\$ 434.67	300,029	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 434.72	299,929	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 434.82	299,729	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 434.8425	299,629	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 434.8475	299,529	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 434.87	299,429	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 434.91	299,329	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 435.37	299,229	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 435.48	299,129	D
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.55	298,929	D

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Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 435.56	298,829	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.58	298,629	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.59	298,429	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 435.64	298,329	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.7	298,129	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.87	297,929	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	200	D	\$ 435.89	297,729	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 436.36	297,629	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 436.46	297,529	D	
Class A Common Stock <u>(1)</u>	09/15/2008	S	100	D	\$ 436.66	297,429	D	
Class A Common Stock						61,723	I	By Trust I
Google Stock Unit <u>(2)</u>						15,625	D	

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)

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***All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

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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