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MOTOROLA INC Form 3

January 30, 2008

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 * LEE GREG

1. Title of Security

(Instr. 4)

(Last) (First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

01/28/2008

4. Relationship of Reporting

MOTOROLA INC [MOT]

(Check all applicable)

Sr VP, Human Resources

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

1303 EAST ALGONQUIN **ROAD**

(Street)

Director _X__ Officer (give title below) (specify below)

6. Individual or Joint/Group 10% Owner Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

SCHAUMBURG, ILÂ 60196

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

Other

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

> (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership

(Instr. 5) or Indirect

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Security: Derivative Security Direct (D)

or Indirect (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Kelationships			
	Director	10% Owner	Officer	Other
LEE GREG 1303 EAST ALGONQUIN ROAD SCHAUMBURG, IL 60196	Â	Â	Sr VP, Human Resources	Â

Signatures

Carol Forsyte on behalf of Gregory A. Lee, Senior Vice President, Human Resources (Power of Attorney Attached)

01/30/2008

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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. 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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