

FLOTEK INDUSTRIES INC/CN/  
Form 4/A  
May 22, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
DUMAS JERRY D SR

2. Issuer Name and Ticker or Trading Symbol  
FLOTEK INDUSTRIES INC/CN/  
[FTK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
6560 COPPAGE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/13/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chairman and CEO

HOUSTON, TX US 77007

4. If Amendment, Date Original Filed(Month/Day/Year)  
05/15/2007

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)

**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
Restricted Stock Award (1) (3)	03/13/2007		A		11,111	A	\$ 0
					149,491	(2) (3)	D

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 or Number of Shares
Stock Options	\$ 27.61	03/13/2007		A		27,174		03/13/2008	03/12/2014	Common	27,174

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUMAS JERRY D SR 6560 COPPAGE HOUSTON, TX US 77007			Chairman and CEO	

## Signatures

/s/ Jerry D.  
Dumas, Sr. 05/22/2008

\*\*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).

- This restricted stock award (per the "2005 Long-Term Incentive Plan") will vest 25% on each of the next four anniversary dates if both of the following conditions are satisfied: (a) still employed by the Company or one of its Subsidiaries as of such date and (b) the Company
- (1) has achieved 90% of Fully Burdened Operating Income Goal (established by the Board of Directors of the Company) for the calendar year ending on December 31st immediately preceding such anniversary date. If terms are not satisfied such shares for that period will terminate and return to the Company.
  - (2) The amount of securities beneficially owned by the reporting person disclosed in the original Form 4 did not include a restricted award that was incorrectly classified in Table II as a derivative security.
  - (3) Restricted stock award was incorrectly classified in Table II as a derivative security in original Form 4.

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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