

FIRST DATA CORP
Form 4
July 28, 2006

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 *
ROBINSON JAMES D III

(Last) (First) (Middle)
6200 SOUTH QUEBEC STREET
(Street)

GREENWOOD VILLAGE, CO 80111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FIRST DATA CORP [FDC]

3. Date of Earliest Transaction (Month/Day/Year)
07/28/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/28/2006		M		8,000 A \$ 17.3409	148,000	D
Common Stock	07/28/2006		M		10,417 A \$ 17.6444	158,417	D
Common Stock	07/28/2006		M		7,498 A \$ 24.4613	165,915	D
Common Stock	07/28/2006		M		6,682 A \$ 28.9294	172,597	D
Common Stock	07/28/2006		S		22,597 (1) D \$ 41.15	150,000	D

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Director Stock Option (Right to Buy)	\$ 24.4613	07/28/2006		M	7,498	02/02/2002 02/02/2007	Common Stock	7,498	
Director Stock Option (Right to Buy)	\$ 17.6444	07/28/2006		M	10,417	02/03/2002 02/03/2007	Common Stock	10,417	
Director Stock Option (Right to Buy)	\$ 28.9294	07/28/2006		M	6,682	02/07/2002 02/07/2007	Common Stock	6,682	
Director Stock Option (Right to Buy)	\$ 17.3409	07/28/2006		M	8,000	05/14/2001 05/14/2007	Common Stock	8,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBINSON JAMES D III 6200 SOUTH QUEBEC STREET	X			

GREENWOOD VILLAGE, CO 80111

Signatures

By: Thomas A. Rossi,
Attorney-in-Fact

07/28/2006

__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).

The proceeds from the sale of the above shares were used to cover the option exercise price of expiring options, plus related taxes and (1) fees. As a result of the transactions disclosed in this form, Mr. Robinson increased his holdings in First Data Corporation common stock by 10,000 shares to a total of 150,000 shares.

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.