

BURKE ROBERT D  
 Form 4  
 December 16, 2010

**FORM 4**

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

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).

**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 \*  
**BURKE ROBERT D**

2. Issuer Name and Ticker or Trading Symbol  
**ART TECHNOLOGY GROUP INC [ARTG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**ONE MAIN STREET**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/14/2010**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

**CAMBRIDGE, MA 02142**

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

(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	(A) or (D)	Price
COMMON STOCK	12/14/2010		M		277,776	A	\$ 1.44
COMMON STOCK	12/14/2010		F		66,890	D	\$ 5.98
COMMON STOCK	12/14/2010		M		70,313	A	\$ 1.57
COMMON STOCK	12/14/2010		F		18,461	D	\$ 5.98
COMMON STOCK	12/14/2010		M		87,745	A	\$ 1.27

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COMMON STOCK	12/14/2010	F	18,635	D	\$ 5.98	638,292	D
COMMON STOCK	12/14/2010	M	39,179	A	\$ 2.93	677,471	D
COMMON STOCK	12/14/2010	F	19,197	D	\$ 5.98	658,274	D
COMMON STOCK	12/14/2010	M	17,315	A	\$ 3.66	675,589	D
COMMON STOCK	12/14/2010	F	10,598	D	\$ 5.98	664,991	D
COMMON STOCK	12/14/2010	M	222,224	A	\$ 1.44	887,215	D
COMMON STOCK	12/14/2010	F	123,950	D	\$ 5.98	763,265	D
COMMON STOCK	12/14/2010	M	400,000	A	\$ 1.29	1,163,265	D
COMMON STOCK	12/14/2010	F	217,263	D	\$ 5.98	946,002	D
COMMON STOCK	12/14/2010	M	154,687	A	\$ 1.57	1,100,689	D
COMMON STOCK	12/14/2010	F	88,239	D	\$ 5.98	1,012,450	D
COMMON STOCK	12/14/2010	M	177,255	A	\$ 1.27	1,189,705	D
COMMON STOCK	12/14/2010	F	95,932	D	\$ 5.98	1,093,773	D
COMMON STOCK	12/14/2010	M	160,821	A	\$ 2.93	1,254,594	D
COMMON STOCK	12/14/2010	F	113,042	D	\$ 5.98	1,141,552	D
COMMON STOCK	12/14/2010	M	107,685	A	\$ 3.66	1,249,237	D
COMMON STOCK	12/14/2010	F	83,350	D	\$ 5.98	1,165,887	D

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)**

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.44	12/14/2010		M	277,776	12/05/2002	12/05/2012	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.57	12/14/2010		M	70,313	01/30/2004	01/30/2014	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.27	12/14/2010		M	87,745	01/27/2005	01/27/2015	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 2.93	12/14/2010		M	39,179	02/28/2006	02/28/2016	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 3.66	12/14/2010		M	17,315	03/24/2008	03/24/2018	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.44	12/14/2010		M	222,224	12/05/2002	12/05/2012	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.29	12/14/2010		M	400,000	01/02/2003	01/02/2013	COMMON STOCK
EMPLOYEE STOCK OPTION	\$ 1.57	12/14/2010		M	154,687	01/30/2004	01/30/2014	COMMON STOCK

(RIGHT TO BUY)

EMPLOYEE

STOCK

OPTION

\$ 1.27

12/14/2010

M

177,255

01/27/2005

01/27/2015

COMMON STOCK

(RIGHT TO BUY)

EMPLOYEE

STOCK

OPTION

\$ 2.93

12/14/2010

M

160,821

02/28/2006

02/28/2016

COMMON STOCK

(RIGHT TO BUY)

EMPLOYEE

STOCK

OPTION

\$ 3.66

12/14/2010

M

107,685

03/24/2008

03/24/2018

COMMON STOCK

(RIGHT TO BUY)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURKE ROBERT D ONE MAIN STREET CAMBRIDGE, MA 02142	X		President and CEO	

## Signatures

/s/ Jeffrey T. Kowalski, by Power of Attorney  
12/16/2010

\_\_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).

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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