FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* FOSTER MORRIS E |                                |           |                                       |       | ssuer Name <b>and</b> Ti                                    |   |         |  |               | elationship of Report<br>ck all applicable)<br>Director |                 | Issuer<br>Owner   |   |  |  |
|--|--------------------------------|-----------|---------------------------------------|-------|---|---|---------|--|---------------|---|-----------------|---|---|--|--|
| (Last)<br>C/O EXXON I                                    | (First) MOBIL CORP LINAS BLVD. | (Middle   | e)                                    |       | Date of Earliest Tran<br>/27/2006                           | nsaction                                | (Mon    | ith/Day/Year)                                |               |   | X               | Officer (give title below)                                    |   | er (specify                                |  |
| (Street) IRVING TX 75039-                                |                                |           | -2298                                 | 4. II | f Amendment, Date   | of Origi                                | inal Fi | iled (Month/Da                               |               | 6. Inc<br>Line)   | Form filed by O |   | rson  |  |  |
| (City) (State) (Zip)                                     |                                |           |                                       |       |   |   |         |  | reison        |   |                 |   |   |  |  |
|  |                                | Table I - | 1                                     |       | Securities A  |   | ed, D   |  |               |   | cially          |   | l   | l  |  |
| 1. Title of Security (Instr. 3)                          |                                |           | 2. Transactio<br>Date<br>(Month/Day/\ |       | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |         | 4. Securities Acquired Disposed Of (D) (Inst |               | r. 3, 4 and 5)  |                 | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |  |
|  |                                |           |                                       |       |   | Code                                    | v       | Amount                                       | (A) or<br>(D) | Price   |                 | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (Instr. 4)                                 |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | М                                       |         | 92,000                                       | A             | \$30.7  | 7031            | 370,475   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | М                                       |         | 92,000                                       | Α             | \$36.1  | 1875            | 462,475   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 38,500                                       | D             | \$67  | .18             | 423,975   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 18,200                                       | D             | \$67  | .21             | 405,775   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 900  | D             | \$67  | .24             | 404,875   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 2,000  | D             | \$67  | .25             | 402,875   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 100  | D             | \$67  | .26             | 402,775   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 500  | D             | \$67  | .28             | 402,275   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 9,600  | D             | \$67  | .29             | 392,675   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 27,000                                       | D             | \$67  | .31             | 365,675   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 12,000                                       | D             | \$67  | .35             | 353,675   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 2,644  | D             | \$67  | .36             | 351,031   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 27,200                                       | D             | \$67  | .45             | 323,831   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 18,400                                       | D             | \$67  | .46             | 305,431   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 600  | D             | \$67  | .47             | 304,831   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 5,900  | D             | \$67  | .48             | 298,931   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 14,438                                       | D             | \$67  | .49             | 284,493   | D   |  |  |
| Common Stock   | ζ                              |           | 07/27/20                              | 06    |   | S                                       |         | 9,259  | D             | \$67  | 7.5             | 275,234   | D   |  |  |
| Common Stock   | ζ.                             |           |                                       |       |   |   |         |  |               |   |                 | 216.0234  | I   | IRA<br>Account                             |  |
| Common Stock   | (                              |           |                                       |       |   |   |         |  |               |   |                 | 4,104.845   | I   | By<br>Dependent<br>Child                   |  |
| Common Stock   | ζ                              |           |                                       |       |   |   |         |  |               |   |                 | 3,813   | I   | By<br>Dependent<br>Child                   |  |
| Common Stock   | ζ.                             |           |                                       |       |   |   |         |  |               |   |                 | 3,813   | I   | By<br>Dependent<br>Child                   |  |
| Common Stock   | S.                             |           |                                       |       |   |   |         |  |               |   |                 | 90,110.4438   | I   | By<br>Savings<br>Plan                      |  |
| Common Stock   | 7                              |           | Ī                                     |       |   |   |         | Ī  |               |   |                 | 309 133   | ī   | By Spouse                                  |  |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |   |   |        |               |       |  |   |  |  |  |  |
|--|--|---|---|---|--------|---------------|-------|--|---|--|--|--|--|
| 1. Title of Security (Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Ownerted | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |  |  |  |
|  |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)         |   | (Instr. 4)                                 |  |  |  |
| Common Stock   |  |   |   |   |        |               |       | 242.6046   | I(1)  | Spouse<br>IRA<br>Account                   |  |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned    |  |   |   |   |        |               |       |  |   |  |  |  |  |

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

| (2.3., p.m.), c.m., c.m., c.m.,                     |   |  |   |   |   |  |        |  |                    |   |  |   |  |  |  |
|---|---|--|---|---|---|--|--------|--|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) (Instr.<br>3, 4 and 5) |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                                    | v | (A)  | (D)    | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$30.7031   | 07/27/2006                                 |   | M                                       |   |  | 92,000 | 11/26/1998   | 11/26/2007         | Common<br>Stock   | 92,000                                 | \$30.7031   | 0  | D  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$36.1875   | 07/27/2006                                 |   | М                                       |   |  | 92,000 | 11/25/1999   | 11/25/2008         | Common<br>Stock   | 92,000                                 | \$36.1875   | 0  | D  |  |

## **Explanation of Responses:**

 $1. \ \mbox{Beneficial}$  ownership of these shares is disclaimed by the reporting person.

M. E. Foster 07/28/2006

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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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