#### Edgar Filing: Schoenhut Frederick W - Form 4

Schoenhut Fi Form 4	rederick W										
January 29, 2	2007										
FORM	4	~								PPROVAL	
Washington, D.C. 20549									OMB Number:	3235-0287	
Check this box if no longer cruck TED MENTER OF CHANGES IN DEPUTY								Expires:	January 31, 2005		
subject to Section 1 Form 4 or	F CHAN	GES IN . SECUR		CIAI	NERSHIP OF	Estimated burden hou response	average Jrs per				
Form 5 obligation may conti <i>See</i> Instru 1(b).	inue. Section 17(	a) of the		ility Hold	ling Com	pany	Act of	e Act of 1934, f 1935 or Sectio 40			
(Print or Type R	Responses)										
Schoenhut Frederick W Symbol			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer Check all applicable)				
			INC [IC]	E]				(Che	ск ап аррпсао	ie)	
(Last) (First) (Middle) 3. Date of (Month/D 2100 RIVEREDGE 01/25/20			-				X_ Director 10% Owner Officer (give title Other (specify below) below)				
	, SUITE 500		01/25/20	107							
(Street) 4. If Amen Filed(Mont				ndment, Date Original h/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
ATLANTA,	GA 30328							Person	More than One F	Reporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		on Date, if	Code (D) (Instr. 8) (Instr. 3, 4 and 5)				5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	01/25/2007			A <u>(1)</u>	44,268	A	<u>(2)</u>	44,268 <u>(3)</u>	D		
Common Stock	01/25/2007			A <u>(1)</u>	22,134	A	<u>(2)</u>	22,134 <u>(3)</u>	I	Copia Trading Company Ltd.	
Common Stock	01/25/2007			A <u>(1)</u>	33,202	А	<u>(2)</u>	33,202 <u>(3)</u>	Ι	By Spouse	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	<b>T</b> '4	or		
						Exercisable	Date	Title	Number		
				<b>C</b> 1 1					of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Schoenhut Frederick W 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328	Х						
Signatures							
/s/ Andrew J. Surdykowski, Attorney-in-fact		01/29/2007					
**Signature of Reporting Person		Da	te				

## **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).

Represents shares of common stock of IntercontinentalExchange, Inc. ("ICE") received by the reporting person in connection with the exchange of membership interest in the Board of Trade of the City of New York, Inc. ("NYBOT") pursuant to an Agreement and Plan of Merger among ICE, NYBOT and CFC Acquisition Co., dated September 14, 2006, as amended on October 30, 2006 (the "Merger Agreement"). The acquisition of these securities was approved by ICE's board of directors in compliance with Rule 16b-3.

The reporting person received the shares of ICE common stock, as well as cash, as merger consideration for his NYBOT membership
 (2) interests pursuant to the terms of the Merger Agreement. The shares were delivered to the reporting person's account on January 25, 2007 after the exchange agent's final calculation of the merger consideration as specified in the Merger Agreement.

(3) The reporting person owns shares of ICE common stock directly and owns shares of ICE common stock indirectly through his spouse and Copia Trading Company Ltd.

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(4) The reporting person disclaims beneficial ownership of these securities.

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.