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NATIONAL Form 4 May 11, 200'	INSTRUMENTS CO 7	RP /DE/						
						OMB AI	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287	
Check thi if no long	er					Expires:	January 31, 2005	
subject to Section 10	SIAIEMEN 6.		F CHANGES IN BENEFICIAL OWNERSHIP SECURITIES				average rs per	
Form 4 or Form 5		to Saction 16(a) of th	a Sacuritian Ex	rohona	a A at of 1024	response	0.5	
obligatior may conti <i>See</i> Instru 1(b).	Section $17(a)$ of $17(a)$	to Section 16(a) of th he Public Utility Hole (h) of the Investment	ding Company	Act of	f 1935 or Section	n		
(Print or Type R	esponses)							
1. Name and A RAZDAN A	ddress of Reporting Person SH	2. Issuer Name and Symbol NATIONAL INS CORP /DE/ [NA	STRUMENTS	ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 11500 MOP	(First) (Middle)	3. Date of Earliest Tr (Month/Day/Year) C 05/11/2007	Director 10% Owner Officer (give titleX Other (specify below) Director Corp Dev& Ofc of Pres					
	(Street)	4. If Amendment, Da Filed(Month/Day/Year	-		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
AUSTIN, T	X 78759				Person		porting	
(City)	(State) (Zip)	Table I - Non-I	Derivative Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any	ution Date, if Transacti Code nth/Day/Year) (Instr. 8)	4. Securities Ador(A) or Dispose (D) (Instr. 3, 4 and (A) or Amount (D)	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	05/11/2007	S	514 D	\$ 28.9	70,500	D		

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)

	Derivative Security	(Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	-		(Instr	. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Repo	rting Owners									
Report	ing Owner Name / Address	Director 104	Relationships ector 10% Owner Officer Other							
	VASH OPAC EXPWY. BLDG C TX 78759				Direct	or Corp De	v& Ofc of	Pres		
Signa	tures									
David G. Razdan	David G. Hugley as attorney-in-fact for Ash Razdan			05/11/2007						
	**Signature of Reporting Person			Date	•					
Expla	nation of Respo	nses:								

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4.

(Month/Day/Year) (Instr. 8) Derivative

Code

Execution Date, if

5.

of

TransactionNumber

6. Date Exercisable and

Expiration Date

(Month/Day/Year)

7. Title and

Amount of

Underlying

Securities

8. Price of

Derivative

Security

(Instr. 5)

9. Nu

Deriv

Secu

Bene Own Follo Repo Trans (Instr

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

1. Title of 2.

Security

(Instr. 3)

Derivative Conversion

or Exercise

Price of