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SHERWIN Form 4 February 21	WILLIAMS CO										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMI Washington, D.C. 20549							OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287		
Check th if no lon subject t Section Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	ger o 16. or Filed pur ons tinue.	box 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 nue. 20(b) of the Investment Company Act of 1940									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Oberfeld Steven J								5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 101 PROSPECT AVENUE, N.W.			3. Date of Earliest Transaction(Month/Day/Year)02/19/2008					(Check all applicable) DirectorX_Officer (give title Other (specify below) President, Paint Stores Group			
CLEVELA	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 Person					
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Month/Day/Year) 2A. Deemed (Month/Day/Year) Execution Date, i any (Month/Day/Year)		Date, if	Code (Instr. 3, 4 and 5) ar) (Instr. 8) (A) or			 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)			
Common Stock	02/19/2008			Code V F	Amount 2,237	(D) D	Price \$ 53.815	44,661	D		
Common Stock	02/19/2008			A <u>(1)</u>	12,500	А	\$ 0	57,161 <u>(2)</u>	D		
Common Stock								23,237.649 (<u>3)</u>	I	Stock Plan	

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

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number.

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)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable ar orNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
Popo	rting (Whore	Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
I State and the second	Director	10% Owner	Officer	Other				
Oberfeld Steven J 101 PROSPECT AVENUE, N.W. CLEVELAND, OH 44115			President, Paint Stores Group					
Signatures								
Louis E. Stellato, Attorney-in-fact	02/21	/2008						

<u>**</u>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).
- (1) Grant of restricted shares of common stock under The Sherwin-Williams Company 2006 Equity and Performance Incentive Plan.
- (2) Of shares listed, 41,000 are restricted.

Represents the approximate number of shares of common stock for which the Reporting Person has the right to direct the vote under The Sherwin-Williams Company Employee Stock Purchase and Savings Plan per the trustee's 12/31/07 statement. Shares of common stock

(3) Sherwin-winnans company Employee stock r dichase and savings r an per the dustee's 12/51/07 statement. Shares of common stock and a small percentage of short-term investments. Participants acquire units of this fund.

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.