

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

OMB APPROVAL

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)												
1. Name and Address of Reporting Person * GUZY D JAMES SR			2. Issuer Name <b>and</b> T NTEL CORP [IN		ding S	lymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
PO BOX 128	(First)		Date of Earliest Tran 5/21/2008	nsaction (Mo	nth/D	ay/Year)			Officer (give title below) Other	(specify below)	<u> </u>	
GLENBROOK, NV 89	(Street)	4.	If Amendment, Date	Original Fil	ed(Mo	nth/Day/Year	)		6. Individual or Joint/Group Filing(Check App _X_Form filed by One Reporting Person Form filed by More than One Reporting Person	blicable Line)		
(City)	(State)	(Zip)		Table I - I	Non-I	Derivative	Securitie	s Acqı	tired, Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transactic Code (Instr. 8)	on		ies Acquir sposed of 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price		(I) (Instr. 4)		
COMMON (1).		05/21/2008		M		11,402	A	\$ 0	10,271,577	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.

SEC 1474 (9-02)

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

					· ·	_									
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber of	6. Date Exercisab	le and Expiration	7. Title and A	mount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	Deri	vative	Date		Underlying Se	ecurities	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Secu	ırities	(Month/Day/Year	•)	(Instr. 3 and 4	)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	)	Acq	uired (A)					(Instr. 5)	Beneficially	Derivative	Ownership
<u> </u>	Derivative		` '			or D	isposed					` '	Owned	Security:	(Instr. 4)
	Security					of (I	D)						Following	Direct (D)	
	1					(Ins	tr. 3, 4,						Reported	or Indirect	
						and	5)						Transaction(s)	(I)	
											A		(Instr. 4)	(Instr. 4)	
											Amount			` í	
								Data Faranciashia	Eiti D-t-	Title	or				
								Date Exercisable	Expiration Date	Title	Number				
				0.1	* 7	(4)	(D)				of C1				
				Code	V	(A)	(D)				Shares				
Restricted															
Stock	\$ 0.(2)	05/21/2008		M			11 402	05/21/2008(3)	05/21/2008(3)	COM STK	11 402	\$ 0	0.(4)	D	
	Ψ 0 .	32,21,2000		.,,			11,102	03/21/2000	03/21/2000	001.1.0114	11,102	Ψ.0	0 * *		
Restricted Stock Units	\$ 0 (2).	05/21/2008		M	•		. , ,	05/21/2008(3)	05/21/2008(3)	COM.STK		\$ 0	0 (4)	D	

### **Reporting Owners**

Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address		10% Owner	Officer	Other				
GUZY D JAMES SR PO BOX 128 GLENBROOK, NV 89413	X							

### **Signatures**

D. JAMES GUZY SR. 05/21/2008

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) Shares acquired on the vesting of restricted stock units.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (3) Vesting of the RSUs accelerated under the terms of the RSUs and converted into common stock.
- (4) Mr. Guzy also holds 109,000 options with the right to buy Intel Corporation common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

