

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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

Name and Address of Reporting Person * THORNTON JOHN L			2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]								5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
375 PARK AVENUE, SUITE 1002 (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 07/20/2005						-	Officer (give title below) Other (specify below)						
(Street) NEW YORK, NY 10152			4. If A	4. If Amendment, Date Original 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)				Table I - Non-Derivative Securities Acqu						s Acquii	nired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	Exe ar) any	A. Deemed Execution Date, if ny Month/Day/Year)		(Instr. 8)			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficia Owned Following Reported Transaction(s) (Instr. 3 and 4)		d	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
								Code V		Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
COMMO	ON											0)			D (1).	
Reminder:	report on u	separate fine for each	n class of securities b	ciiciicia	iiiy Ov	whea and	cuy (Pe	rsor						on contained		474 (9-02)
Reminder:	report on a s	separate fine for each		II - Dei	rivativ	ve Securi	ities 2	Pe thi	rsor s for rren	rm are n tly valid	ot requ OMB c or Benef	ired to a ontrol n	respond un number.		on contained rm displays a		1474 (9-02)
1. Title of		3. Transaction	Table 3A. Deemed Execution Date, if	II - Der (e.g 4. Transac Code	rivative, put	ve Securi ts, calls, w	er of res	Pe thi cu	rsor s for rren Disp ons, c	rm are n tly valid posed of, convertible sable and te	ot requ OMB c or Benefices	ired to I ontrol n ficially C ties)	Dwned d Amount of g Securities	ess the fo	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Naturo of Indirect Beneficia
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table 3A. Deemed Execution Date, if any	II - Der (e.g 4. Transac Code	rivative, put	ve Securites, calls, w 5. Number Derivative Securities Acquired or Disposof (D) (Instr. 3, 4	er of res	Acquired, ants, option 6. Date Expiration	rsorrs for rren Dispons, control Day/Y	rm are n tly valid posed of, convertible sable and te	ot required of req	ired to I ontrol n ficially C (ties) . Title an Underlyin	Dwned d Amount of g Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Naturo of Indirect Beneficia Ownershi

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
THORNTON JOHN L 375 PARK AVENUE SUITE 1002 NEW YORK, NY 10152	X					

Signatures

JOHN L. THORNTON	07/22/2005
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) SEC software requires the form of ownership; use Direct though no securities are beneficially owned.

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.	