

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-08-03** | Period of Report: **2006-08-01**
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ISSUER

SPX CORP

CIK: **88205** | IRS No.: **381016240** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3540** Metalworkg machinery & equipment

Mailing Address
13515 BALLANTYNE
CORPORATE PLACE
CHARLOTTE NC 28277

Business Address
13515 BALLANTYNE
CORPORATE PLACE
CHARLOTTE NC 28277
704-752-4400

REPORTING OWNER

JOHNSON CHARLES E II

CIK: **1248036**
Type: **4** | Act: **34** | File No.: **001-06948** | Film No.: **061003310**

Mailing Address
31515 BALLANTYNE CORP
C/O SPX CORP
CHARLOTTE NC 28277

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person JOHNSON CHARLES E II			2. Issuer Name and Ticker or Trading Symbol SPX CORP [SPW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2006					
C/O SPX CORPORATION, 13515 BALLANTYNE CORPORATE PLACE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) CHARLOTTE, NC 28277								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/01/2006		S	(Z)	100	D	\$53.89	61,132	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$53.9	60,932	D	
Common Stock	08/01/2006		S	(Z)	100	D	\$53.91	60,832	D	
Common Stock	08/01/2006		S	(Z)	300	D	\$53.92	60,532	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$53.94	60,332	D	
Common Stock	08/01/2006		S	(Z)	100	D	\$53.95	60,232	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$54.03	60,032	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$54.09	59,832	D	
Common Stock	08/01/2006		S	(Z)	100	D	\$54.14	59,732	D	
Common Stock	08/01/2006		S	(Z)	300	D	\$54.16	59,432	D	
Common Stock	08/01/2006		S	(Z)	100	D	\$54.19	59,332	D	
Common Stock	08/01/2006		S	(Z)	300	D	\$54.21	59,032	D	
Common Stock	08/01/2006		S	(Z)	300	D	\$54.22	58,732	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$54.23	58,532	D	
Common Stock	08/01/2006		S	(Z)	200	D	\$54.24	58,332	D	

Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.25	58,232	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.27	58,132	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.29	58,032	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.31	57,932	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	300	D	\$54.34	57,632	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	300	D	\$54.35	57,332	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	400	D	\$54.37	56,932	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.38	56,832	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	200	D	\$54.41	56,632	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	200	D	\$54.42	56,432	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.48	56,332	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.56	56,232	D	
Common Stock	08/01/2006		<u>S</u> ^(Z)	100	D	\$54.57	56,132	D	
Common Stock							5,000	I	Owned by spouse

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Director Stock Option (right to buy) ⁽¹⁾	\$57.9688							03/20/2000	01/01/2008	Common Stock	2,346		2,346	D	
Director Stock Option (right to buy) ⁽¹⁾	\$57.9688							03/20/2000	04/25/2007	Common Stock	1,844		1,844	D	
Director Stock Option (right to buy) ⁽¹⁾	\$57.9688							03/20/2000	01/03/2009	Common Stock	2,232		2,232	D	
Director Stock Option (right to buy) ⁽¹⁾	\$57.9688							03/20/2000	04/23/2009	Common Stock	716		716	D	

Director Stock Option (right to buy) ⁽¹⁾	\$56.25							11/13/2000	01/02/2010	Common Stock	3,280		3,280	D
Director Stock Option (right to buy) ⁽¹⁾	\$48.44							07/02/2001	01/01/2011	Common Stock	4,000		4,000	D
Director Stock Option (right to buy) ⁽¹⁾	\$69.43							07/02/2002	01/01/2012	Common Stock	4,000		4,000	D
Director Stock Option (right to buy) ⁽¹⁾	\$38.57							07/03/2003	01/02/2013	Common Stock	4,000		4,000	D
Director Stock Option (right to buy) ⁽¹⁾	\$52							08/25/2004	02/24/2014	Common Stock	3,800		3,800	D
Phantom Stock ⁽²⁾	(3)							01/01/2006 ⁽⁴⁾	01/01/2008	Common Stock	1,667		1,667	D
Phantom Stock ⁽²⁾	(3)							06/23/2006 ⁽⁵⁾	06/23/2008	Common Stock	132		132	D
Phantom Stock	(3)							01/01/2007 ⁽⁶⁾	01/01/2009	Common Stock	2,500		2,500	D

Explanation of Responses:

- Options granted under the SPX Corporation 1997 Non-Employee Directors Compensation Plan.
- Phantom stock granted pursuant to the SPX Corporation 2005 Non-Employee Directors' Compensation Plan.
- Each share of phantom stock is the economic equivalent of one share of issuer common stock.
- The grant of phantom stock provided for potential vesting in three annual tranches, with the first measurement date on January 1, 2006. Vesting is determined by comparing the issuer's shareholder return with the performance of the S&P 500. Any vested portion will be settled in cash.
- The grant of phantom stock provides for automatic vesting in three equal annual tranches beginning on June 23, 2006, provided that the reporting person is still a director on the relevant vesting date. Any vested portion will settle in cash.
- The grant of phantom stock provided for potential vesting in three annual tranches, with the first measurement date on January 1, 2007. Vesting is determined by comparing the issuer's shareholder return with the performance of the S&P 500. Any vested portion will be settled in cash.
- This sale was effected pursuant to a Rule 10b5-1(c) sales plan adopted by the reporting person on June 12, 2006.

Signatures

Brian Webb , Attorney In Fact for Charles E. Johnson II

** Signature of Reporting Person

08/03/2006

Date

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

* 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).

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

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