FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1 Title of Security (Instr. 3) 2. Transaction			2A. Deemed	3.	4. Securities Acquired (A) o	r l	5. Amount of	6. Ownership	7. Nature of		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(City)	(State)	(Zip)					Person				
(Street) SUNNYVALE	СА	94089	4. If Amendment, I	Date of Original	Filed (Month/Day/Year)	Line)	vidual or Joint/Gro Form filed by O Form filed by M	ne Reporting P	erson		
495 EAST JAV	A DRIVE							cutive Office			
(Last)	(First) (Middle)		3. Date of Earliest 10/10/2006	3. Date of Earliest Transaction (Month/Day/Year) 10/10/2006					er (specify		
1. Name and Addre		0	2. Issuer Name an <u>NETWORK</u>		ling Symbol CE INC [NTAP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					

1. Hule of Security (Instr. 3)	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		Disposed O		str. 3, 4 and 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	10/10/2006		M ⁽¹⁾		42,647	A	\$4.508	3,691,277	Ι	by Trust ⁽²⁾
Common Stock	10/10/2006		S ⁽¹⁾		42,647	D	\$38.2192(3)	3,648,630	Ι	by Trust ⁽²⁾
Common Stock								44,839	D	
Common Stock								970,000	Ι	by Lmtd Ptnrshp2 ⁽⁴⁾
Common Stock								170	Ι	by Spouse ⁽⁵⁾
Common Stock								83,500	Ι	by Trust2 ⁽⁶⁾

 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	Conversion Date Execution Date, ir Exercise (Month/Day/Year) Price of Derivative		Transaction Code (Instr. 8)				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: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$ 4.508	10/10/2006		M ⁽¹⁾			42,647	(7)	04/30/2008	Common Stock	42,647	\$0	205,648	D	

Explanation of Responses:

1. The option exercise(s) and sale(s) reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 26, 2006.

2. Shares held in trust by Daniel J. Warmenhoven & Charmaine A. Warmenhoven, trustees to The Warmenhoven 1987 Revocable Trust UTA dated 12/16/87, as amended.

3. The sale prices for the reported transaction were in a range of \$38.20 to \$38.30 per share.

^{4.} Shares held by Warmenhoven Ventures LP, a limited partnership of which the Warmenhoven Management Trust is the general partner, of which the reporting person and his wife are the trustees. Reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

^{5.} Shares held by Charmaine A. Warmenhoven, Mr. Warmenhoven's spouse, as separate property. Reporting person disclaims beneficial ownership of such shares.

^{6.} Shares held in trust by Richard A. Andre, trustee to The Daniel J. Warmenhoven 1991 Children's Trust. Reporting person disclaims beneficial ownership of such shares.

^{7.} Option vests in equal monthly installments over the 36 months of services beginning with the second yearly anniversay of the grant date.

 By: Janice Mahoney by Power

 of Attomey For: Daniel J.
 10/11/2006

 Warmenhoven
 ** Signature of Reporting Person
 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.

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 Number.