

CAHILLANE STEVEN A
 Form 4
 September 13, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 CAHILLANE STEVEN A

2. Issuer Name and Ticker or Trading Symbol
 COCA COLA ENTERPRISES INC
 [CCE]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Exec. VP, Pres, NABU

(Last) (First) (Middle)
 SUITE 700, 2500 WINDY RIDGE
 PARKWAY
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/10/2010

ATLANTA, GA 30339

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/10/2010		M ⁽¹⁾	82,933	A \$ 9.82	211,058	D
Common Stock	09/10/2010		S ⁽¹⁾	82,933	D \$ 29.94	128,125	D

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

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SEC 1474
 (9-02)

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
2008 Stock Option Award	\$ 9.82	09/10/2010		M ⁽¹⁾	82,933	⁽²⁾	10/30/2018	Common Stock	82,933
2007 Special Stock Option Grant	\$ 24.59					10/01/2010	10/01/2017	Common Stock	225,000
2007 Stock Option Award (right to buy)	\$ 25.81					10/31/2008 ⁽³⁾	10/31/2017	Common Stock	45,200
2009 Stock Option Award	\$ 19.11					⁽⁴⁾	11/04/2012	Common Stock	129,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAHILLANE STEVEN A SUITE 700 2500 WINDY RIDGE PARKWAY ATLANTA, GA 30339			Exec. VP, Pres, NABU	

Signatures

By: William T. Plybon,
Attorney-in-Fact

09/13/2010

 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) The reported transactions are pursuant to a 10b5-1 plan entered into by the filer on June 7, 2010.

(2) Options vest 33% per year from October 30, 2008.

(3) Options vest 33% per year from October 31, 2007.

(4) Options vest 33% per year from November 4, 2009.

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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