

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**

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. Name and Address of Reporting Person* <u>BAUM JEFFRY W</u>  (Last) (First) (Middle) 2300 WINDY RIDGE PARKWAY SUITE 700  (Street) ATLANTA GA 30339  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MANHATTAN ASSOCIATES INC [ MANH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP-International Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/29/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/01/2006</u>		

**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	11/29/2006		S		1,000	D	\$28.618	75,359	D	
Common Stock	11/29/2006		S		5,000	D	\$28.6	70,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.6046	69,359	D	
Common Stock	11/29/2006		S		12,000	D	\$28.6	57,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5902	56,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5814	55,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5786	54,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5686	53,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5824	52,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5766	51,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5316	50,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5026	49,359	D	
Common Stock	11/29/2006		S		11,000	D	\$28.5	38,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.505	37,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.501	36,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5342	35,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5884	34,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.577	33,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5452	32,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.552	31,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5696	30,359	D	
Common Stock	11/29/2006		S		2,000	D	\$28.6024	28,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5951	27,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5592	26,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5566	25,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.5899	24,359	D	

**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	11/29/2006		S		1,000	D	\$28.6358	23,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.6494	22,359	D	
Common Stock	11/29/2006		S		1,000	D	\$28.6335	21,359	D	

**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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

Explanation of Responses:

Remarks:

/s/Larry W. Shackelford as  
 Attorney-in-Fact for Jeffrey W. 12/04/2006  
 Baum

\*\* 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.