DELL INC Form 4 August 23, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Washington, D.C. 20549 Check this box

3235-0287 Number:

OMB APPROVAL

if no longer subject to Section 16.

January 31, Expires: 2005 Estimated average

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CARTY DONALD J			2. Issuer Name and Ticker or Trading Symbol DELL INC [DELL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Sheen all applicable)		
ONE DELL WAY			(Month/Day/Year) 08/22/2005	_X_ Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		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		
ROUND RO	CK, TX 78	682		Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	ole I - Non-	Derivative S	Securi	ities Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie on Disposed o (Instr. 3, 4)	f (D)	uired (A) or	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)
Common Stock	08/22/2005		M	324,000	A	\$ 1.16	331,277	D	
Common Stock	08/22/2005		S	120,150	D	\$ 36.3331	211,127 (1)	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exer	cisable and	7. Title and	Amoun
Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration D	ate	Underlying	Securit
or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
Derivative				Disposed of (D)				
Security				(Instr. 3, 4, and				
				5)				
					Date Exercisable	Expiration Date	Title	Amo
			Code V	(A) (D)	2.1010154616	24.0		Share
\$ 1.16	08/22/2005		M	324,000	(2)	08/24/2005	Common Stock	324
	or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security (Month/Day/Year)	or Exercise any Price of (Month/Day/Year) Derivative Security	Conversion (Month/Day/Year) Execution Date, if any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V	Conversion or Exercise Price of Derivative Security Execution Date, if any Code Securities (Month/Day/Year) (Month/Day/Year) Execution Date, if any Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D)	Conversion or Exercise Price of Derivative Security Execution Date, if any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Conversion or Exercise Price of Derivative Security Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Securities Code Secu	Conversion or Exercise of Price of Derivative Security

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
CARTY DONALD J ONE DELL WAY ROUND ROCK, TX 78682	X						

Signatures

/s/ Thomas H. Welch, Jr., Attorney-in-Fact 08/23/2005

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Date

- 205,910 unrestricted shares and 5,217 restricted shares lapsing as follows: 375 shares on 7/16 of 06, 08 and 09 and 374 shares on 7/16/07, 1,833 shares on 1/15/06 and 377 shares on 7/15 of 06 through 10.
- (2) Currently exercisable

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.

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