

BERLAN DENIS
Form 4/A
February 13, 2007

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BERLAN DENIS

(Last) (First) (Middle)

**C/O ALTERA CORP, 101
INNOVATION DRIVE**

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

ALTERA CORP [ALTR]

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

01/29/2007

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

01/31/2007

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President & COO

6. Individual or Joint/Group Filing(Check
Applicable Line)

____X____ 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 Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	01/29/2007	01/29/2007	M <u>(1)</u>		19,000	A	\$ 7.6407	484,642	D
Common Stock	01/29/2007	01/29/2007	S <u>(2)</u>		19,000	D	\$ 20.0378	465,642	D
Common Stock	01/29/2007	01/29/2007	M <u>(3)</u>		9,500	A	\$ 13.0157	475,142	D
Common Stock	01/29/2007	01/29/2007	S <u>(2)</u>		9,500	D	\$ 20.039	465,642	D
Common Stock	01/30/2007		M		13,334	A	\$ 0	478,976	D

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Common Stock	01/30/2007	F	6,100	D	\$ 19.91	472,876	D	
Common Stock						6,640	I	by Son

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

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SEC 1474
(9-02)

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 Underlying Se (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Options (right to buy)	\$ 7.6407	01/29/2007	01/29/2007	M	19,000	02/01/2001 ⁽¹⁾ 12/12/2007	Common Stock
Non-Qualified Stock Options (right to buy)	\$ 13.0157	01/29/2007	01/29/2007	M	9,500	02/01/2002 ⁽³⁾ 12/16/2008	Common Stock
Restricted Stock Unit (RSU)	⁽⁴⁾	01/30/2007		M	13,334	01/30/2007 ⁽⁵⁾ 01/30/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
BERLAN DENIS C/O ALTERA CORP 101 INNOVATION DRIVE SAN JOSE, CA 95134	Director 10% Owner Officer Executive Vice President & COO

Signatures

\s\ Denis M.
Berlan

02/13/2007

__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) Exercise of non-qualified stock option granted 12/12/1997.
- (2) Sale made pursuant to a rule 10b5-1 Plan.
- (3) Exercise of non-qualified stock option granted 12/16/1998.
- (4) Represents restricted stock units payable solely in common stock. Each restricted stock unit represents a contingent right to receive one share of common stock.
- (5) The RSU Award shares vest periodically over a period of three (3) years.

Remarks:

This Amendment is filed to correct the Form 4 filed on 1-31-07 in its entirety.

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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