

Nill Michael
Form 4
March 03, 2011

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 *
Nill Michael

2. Issuer Name and Ticker or Trading Symbol
CERNER CORP /MO/ [CERN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2800 ROCKCREEK PKWY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2011

____ Director
 Officer (give title below) _____ Other (specify below)
Exec VP & Chief Engineering Of

NORTH KANSAS
CITY, MO 64117

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | Code | V | Amount | | |
| Common Stock | 03/01/2011 | | X | | 6,000 | A | \$ 23.115 |
| Common Stock | 03/01/2011 | | X | | 200 | A | \$ 7.5938 |
| Common Stock | 03/01/2011 | | X | | 15,000 | A | \$ 20.99 |
| Common Stock | 03/01/2011 | | X | | 2,400 | A | \$ 11.295 |
| Common Stock | 03/01/2011 | | S | | 23,600 | D | \$ 100.3 (1) (2) |
| | | | | | 0 | D | |

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Common Stock 2,789.239 I by 401(k) Plan

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

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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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option | \$ 23.115 | 03/01/2011 | | X | 6,000 | 04/05/2004 04/05/2012 | Common Stock | 6,000 | |
| Non-Qualified Stock Option | \$ 7.5938 | 03/01/2011 | | X | 200 | 11/05/2000 11/05/2011 | Common Stock | 200 | |
| Non-Qualified Stock Option (right to buy) | \$ 11.295 | 03/01/2011 | | X | 2,400 | 06/12/2005 06/12/2013 | Common Stock | 2,400 | |
| Non-Qualified Stock Option (right to buy) | \$ 20.99 | 03/01/2011 | | X | 15,000 | 06/03/2006 06/03/2014 | Common Stock | 15,000 | |
| Common Stock (Restricted) | \$ 81.9 | | | | | 06/01/2011 06/01/2013 | Common Stock | 25,000 | |
| Non-Qualified Stock Option | \$ 46.32 | | | | | 04/25/2010 04/25/2018 | Common Stock | 25,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 7 | | | | | 11/08/1997 11/08/2021 | Common Stock | 1,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 14 | | | | | 11/01/1998 11/01/2022 | Common Stock | 7,000 | |
| Non-Qualified Stock Option | \$ 31.405 | | | | | 06/03/2007 06/03/2015 | Common Stock | 25,000 | |

| | | | | | |
|---|----------|------------|------------|-----------------|----|
| (right to buy) | | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 40.84 | 04/25/2008 | 04/25/2016 | Common Stock | 20 |
| Non-Qualified Stock Option (right to buy) | \$ 54.61 | 04/24/2009 | 04/24/2017 | Common Stock | 25 |
| Non-Qualified Stock Option (right to buy) | \$ 36.72 | 03/06/2011 | 03/06/2019 | Common Stock | 27 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nill Michael 2800 ROCKCREEK PKWY NORTH KANSAS CITY, MO 64117 | | | Exec VP & Chief Engineering Of | |

Signatures

| | |
|---|------------|
| /s/Crystal Spoor, by Power of Attorney | 03/03/2011 |
| **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) Price reflects a weighted-average price for the transaction. Sale of shares took place at actual prices ranging from \$100.00 to \$100.86.
- (2) Full information regarding the number of shares purchased or sold at each separate price shall be provided upon request by the Commission staff, Cerner Corporation, or a Cerner shareholder.

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.