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Form 4 April 02, 2008 OMB APPROVAL FORM 4 April 02, 2008 UNITED STATES SECURITES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL Onck this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Common 2000 Form 4 or Form 4 or Form 4 or Section 17(a) of the Public Utility Holding Company Act of 1934, dbigations Expires: Section 17(a) of the Public Utility Holding Company Act of 1934, dbigations Expires: Section 17(a) of the Public Utility Holding Company Act of 1930, dbigations Section 17(a) of the Public Utility Holding Company Act of 1930, dbigations Section 17(a) of the Public Utility Holding Company Act of 1930, dbigations Section 17(a) of the Public Utility Holding Company Act of 1930, dbigations Section 17(a) of the Public Utility Holding Company Act of 1930, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Utility Holding Company Act of 1940, dbigations Section 17(a) of the Public Object Company Act of 1940, dbigations (Print of Ype Responses) 1. Homediment, Date Ofiginal Filed/Mont/Day/Year 5. Relationship of Reporting Person Terom filed by More than One Reporting Person	JOHNSON &	L JOHNSON													
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(2)</u>	<u>(3)</u>	03/31/2008		J	86	(2)	(2)	Common Stock	86	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
GOGGINS COLLEEN A JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933			Member, Executive Committee					
Signatures								
Linda E. King, Attorney-in-Fact for Colleen A. Goggins		0	4/02/2008					
**Signature of Reporting Person			Date					
Explanation of Respons	es:							

- * 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) Shares acquired under Johnson & Johnson's 401(k) and ESOP Savings Plans as of Plans' most recent reporting date (03/31/2008).
- (2) The Phantom Stock Units acquired under the Issuer's Executive Income Deferral Plan on March 31, 2008 at \$64.53 per share are to be settled in cash upon the Reporting Person's Retirement.
- (3) The Phantom Stock converts into common stock on a one-for-one basis.

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.