

1 800 FLOWERS COM INC

Form 4

November 20, 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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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GALLAGHER GERARD M**

(Last) (First) (Middle)

**OLD COUNTRY ROAD, SUITE  
500**

(Street)

**CARLE PLACE, NY 11514**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**1 800 FLOWERS COM INC  
[FLWS]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/19/2007**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
SVP/General Counsel

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	
Class B Common Stock <sup>(1)</sup>	11/19/2007		M		5,000	A \$ 2	5,000 D
Class B Common Stock <sup>(1)</sup>	11/19/2007		S		577	D \$ 10.5	4,423 D
Class B Common Stock <sup>(1)</sup>	11/19/2007		S		100	D \$ 10.51	4,323 D
Class B	11/19/2007		S		200	D \$	4,123 D

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Common Stock <sup>(1)</sup>						10.52		
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	1,500	D	\$ 10.53	2,623	D	
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	400	D	\$ 10.54	2,223	D	
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	300	D	\$ 10.55	1,923	D	
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	700	D	\$ 10.55	1,223	D	
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	700	D	\$ 10.56	523	D	
Class B Common Stock <sup>(1)</sup>	11/19/2007	S	523	D	\$ 10.57	0 <sup>(2)</sup>	D	

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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(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 Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right To Buy)	\$ 2	11/19/2007		M	5,000	07/01/1998 07/01/2008	Class B Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALLAGHER GERARD M OLD COUNTRY ROAD SUITE 500 CARLE PLACE, NY 11514			SVP/General Counsel	

## Signatures

/s/ Gerard M.  
Gallagher

11/20/2007

\*\*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) Class B Common Stock is converted immediately upon sale into Class A Common Stock.
- (2) Mr. Gallagher also owns 32,375 shares of Class A Common Stock.

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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