

1 800 FLOWERS COM INC
 Form 4
 November 20, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
GALLAGHER GERARD M

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
ONE OLD COUNTRY ROAD, SUITE 500
 (Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/General Counsel

CARLE PLACE, NY 11514

(City) (State) (Zip)

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

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 A Common Stock | 11/19/2007 | | M | | 50,000 | A | \$ 3.65 50,000 |
| Class A Common Stock | 11/19/2007 | | S | | 1,100 | D | \$ 10.56 48,900 |
| Class A Common Stock | 11/19/2007 | | S | | 6,628 | D | \$ 10.55 42,272 |
| Class A Common Stock | 11/19/2007 | | S | | 714 | D | \$ 41,558 |

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| | | | | | | | |
|----------------------|------------|---|--------|---|----------|------------------|---|
| Common Stock | | | | | | 10.51 | |
| Class A Common Stock | 11/19/2007 | S | 28,727 | D | \$ 10.5 | 12,831 | D |
| Class A Common Stock | 11/19/2007 | S | 2,831 | D | \$ 10.52 | 10,000 | D |
| Class A Common Stock | 11/19/2007 | S | 1,500 | D | \$ 10.58 | 8,500 | D |
| Class A Common Stock | 11/19/2007 | S | 3,500 | D | \$ 10.57 | 5,000 | D |
| Class A Common Stock | 11/19/2007 | S | 5,000 | D | \$ 10.6 | 0 ⁽¹⁾ | D |

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

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right To Buy) | \$ 3.65 | 11/19/2007 | | M | 50,000 | 12/06/2003 | 12/06/2010 | Class A Common Stock | 50,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

GALLAGHER GERARD M
ONE 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) 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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