WOODWARD JIMMY M

Form 4

September 11, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WOODWARD JIMMY M Issuer Symbol FLOWERS FOODS INC [FLO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 1919 FLOWERS CIRCLE 09/10/2007 below) Senior VP & CFO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

THOMASVILLE, GA 31757

(Ctata)

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired (A) or on Disposed of (D) (Instr. 3, 4 and 5) (A) or			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)
Common Stock	09/10/2007		Code V M	Amount 229,837	(D)	Price \$ 9.34	229,837	D	
Common Stock	09/10/2007		S	229,837	D	\$ 21.0294	0	D	

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. Transacti Code (Instr. 8)	5. Number of or 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 Amour Underlying Securi (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Option (Right to Buy) (1)	\$ 9.34	09/10/2007		M		229,837	07/16/2007	07/16/2013	Common Stock	229
Option (Right to Buy) (1)	\$ 18.68						01/03/2009	01/03/2013	Common Stock	34
Option (Right to Buy) (1)	\$ 19.57						02/05/2010	02/05/2014	Common Stock	44
Restricted Stock Award (1)	\$ 0						02/05/2009	02/05/2009(2)	Common Stock	12
Restricted Stock Award (1)	\$ 0						01/03/2008	01/03/2008(3)	Common Stock	10

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting Owner Name / Name :	Director	10% Owner	Officer	Other			
WOODWARD JIMMY M			Senior				
1919 FLOWERS CIRCLE			VP &				
THOMASVILLE, GA 31757			CFO				

Signatures

Stephen R. Avera,
Agent

**Signature of Reporting 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) Granted pursuant to the Flowers Foods, Inc. 2001 Equity and Performance Incentive Plan.

Reporting Owners 2

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- (2) Grant expires 02/05/2009 if performance measures are not met.
- (3) Grant expires 01/03/2008 if performance measures are not met.

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