Edgar Filing: O CONNOR KEVIN J - Form 4

O CONNO	R KEVIN J									
Form 4										
January 10,										
FORM	$\mathbf{\Lambda} 4_{\text{IINITED}}$	STATES	SECU	RITIFS /	ND FX	CHANG	E COMMISSION	Т	PPROVAL	
Check t		STATES		ashington				Number:	3235-0287	
if no lor	nger				DENIER			Expires:	January 31, 2005	
subject Section Form 4	16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							average urs per	
Form 5 obligation may con <i>See</i> Inst 1(b).	ons ntinue. Section 17((a) of the l	Public U	Jtility Hol	ding Co		inge Act of 1934, t of 1935 or Section 1940	response on	. 0.0	
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> O CONNOR KEVIN J			2. Issuer Name and Ticker or Trading Symbol 1 800 FLOWERS COM INC			-	5. Relationship of Reporting Person(s) to Issuer			
			[FLWS]				(Check all applicable)			
(Last)				3. Date of Earliest Transaction (Month/Day/Year)			XDirector10% Owner Officer (give titleOther (specify			
C/O DOUH EIGHTH A	BLECLICK INC., VENUE	111	12/10/2	-			below)	below)		
(Street)			4. If Amendment, Date Original			al	6. Individual or Joint/Group Filing(Check			
NEW YOF	RK, NY 10011		Filed(Me	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by Form filed by Person	One Reporting P More than One R		
(City)	(State)	(Zip)	Tal	ble I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deen Execution any (Month/D		Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Re	port on a separate line	e for each cl	ass of sec	curities bene	ficially ow	ned directly	or indirectly.			
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					sposed of, or convertible	r Beneficially Owner securities)	1		
1 Title of) <u>3 Taon</u>	notion Data	24 Da	amad	4	5 Numbe	n of 6 Data Evana	cable and	7 Title and An	

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	A)	(Month/Day/Yo	ear)	(Instr. 3 and	4)
				Code V	7 (A) (` '	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (1)	\$ 8.78	12/10/2004		A	10,000	1	12/10/2004	12/10/2014	Class A Common Stock	10,000

Reporting Owners

Reporting Owner Name / Addre	55	Relationsh	ips	
	Director	10% Owner	Officer	Other
O CONNOR KEVIN J C/O DOUBLECLICK INC. 111 EIGHTH AVENUE NEW YORK, NY 10011	Х			
Signatures				
Kevin J. O'Connor	01/10/2005			
<u>**</u> Signature of	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).

The stock option was issued under the 1-800-Flowers.com, Inc.'s 2003 Long Term Incetive and Share Award Plan. Each non-employee(1) director of the Company receives, on the date of the annual meeting of shareholders, a grant of 10,000 stock options, which vest immediately.

(2) Includes stock options previously received that have different vesting, expiration dates and exercise prices.

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.

Reporting Person