FTD Group, Inc. Form 4 September 07, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **BURNEY JON R**

(Last) (First) (Middle)

3113 WOODCREEK DRIVE

(Street)

2. Issuer Name and Ticker or Trading Symbol

FTD Group, Inc. [FTD]

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

09/05/2007

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Director 10% Owner Other (specify _X__ Officer (give title below)

VP, Gen Counsel & Secretary

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

DOWNERS GROVE, IL 60515

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Secur	ities Acqı	uired, Disposed of	f, or Beneficial	ly 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 tion(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(IIIsu: 1)	
Common Stock	09/05/2007		M	16,666		\$ 3	41,667 (1)	D	
Common Stock	09/05/2007		M	209	A	\$ 3	41,876 (1)	D	
Common Stock	09/05/2007		M	10,000	A	\$ 3	51,876 <u>(1)</u>	D	
Common Stock	09/05/2007		M	10,001	A	\$ 3	61,877 (1)	D	
Common Stock	09/05/2007		S	626	D	\$ 17.17	61,251 (1)	D	

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Common Stock	09/05/2007	S	1,050	D	\$ 17.16	60,201 (1)	D
Common Stock	09/05/2007	S	16,400	D	\$ 17.15	43,801 (1)	D
Common Stock	09/05/2007	S	900	D	\$ 17.14	42,901 (1)	D
Common Stock	09/05/2007	S	1,300	D	\$ 17.13	41,601 (1)	D
Common Stock	09/05/2007	S	600	D	\$ 17.12	41,001 (1)	D
Common Stock	09/05/2007	S	500	D	\$ 17.1	40,501 (1)	D
Common Stock	09/05/2007	S	400	D	\$ 17.09	40,101 (1)	D
Common Stock	09/05/2007	S	800	D	\$ 17.08	39,301 (1)	D
Common Stock	09/05/2007	S	1,400	D	\$ 17.07	37,901 <u>(1)</u>	D
Common Stock	09/05/2007	S	800	D	\$ 17.06	37,101 <u>(1)</u>	D
Common Stock	09/05/2007	S	1,500	D	\$ 17.05	35,601 <u>(1)</u>	D
Common Stock	09/05/2007	S	900	D	\$ 17.04	34,701 (1)	D
Common Stock	09/05/2007	S	1,300	D	\$ 17.03	33,401 (1)	D
Common Stock	09/05/2007	S	1,200	D	\$ 17.02	32,201 (1)	D
Common Stock	09/05/2007	S	1,900	D	\$ 17.01	30,301 (1)	D
Common Stock	09/05/2007	S	5,300	D	\$ 17	25,001 (1)	D
Common Stock	09/05/2007	M	10,000	A	\$ 16.2	35,001 (1)	D
Common Stock	09/05/2007	S	200	D	\$ 17.06	34,801 (1)	D
Common Stock	09/05/2007	S	600	D	\$ 17.03	34,201 (1)	D
Common Stock	09/05/2007	S	1,500	D	\$ 17.02	32,701 (1)	D
	09/05/2007	S	1,300	D		31,401 (1)	D

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Common \$ Stock 17.01 Common S \$ 17 25,001 (1) 09/05/2007 6,400 D D Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number of orDerivative 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	09/05/2007		M	16,666	08/14/2007	09/30/2014	Common Stock	16,666
Stock Option (Right to Buy)	\$ 3	09/05/2007		M	209	06/30/2005	09/30/2014	Common Stock	209
Stock Option (Right to Buy)	\$ 3	09/05/2007		M	10,000	06/30/2006	09/30/2014	Common Stock	10,000
Stock Option (Right to Buy)	\$ 3	09/05/2007		M	10,001	06/30/2007	09/30/2014	Common Stock	10,001
Stock Option (Right to Buy)	\$ 16.2	09/05/2007		M	10,000	06/30/2007	08/14/2016	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BURNEY JON R VP, Gen
3113 WOODCREEK DRIVE Counsel &
DOWNERS GROVE, IL 60515 Secretary

Signatures

Jandy Tomy, Attorney-In-Fact 09/07/2007

**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) 5,000 of securities beneficially owned are restricted shares subject to vesting requirements.

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