FTD Group, Inc. Form 4 July 18, 2006

## FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

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

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person
WOLFE CARRIE A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

(Last) (First) FTD Group, Inc. [FTD]

(Check all applicable)

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

\_X\_ Director X\_ Officer (give title

10% Owner Other (specify

3113 WOODCREEK DRIVE 07/14/2006

(Middle)

Chief Accounting Officer

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

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 S	Securi	ties Acqu	iired, 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. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	07/14/2006		M	25,000	A	\$3	25,000	D	
Common Stock	07/14/2006		M	25,000	A	\$ 3	50,000	D	
Common Stock	07/14/2006		M	41,667	A	\$ 3	91,667	D	
Common Stock	07/14/2006		S	1,300	D	\$ 14.06	90,367	D	
Common Stock	07/14/2006		S	1,400	D	\$ 14.05	88,967	D	

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Common Stock	07/14/2006	S	9,500	D	\$ 14	79,467	D
Common Stock	07/14/2006	S	400	D	\$ 13.99	79,067	D
Common Stock	07/14/2006	S	2,000	D	\$ 13.98	77,067	D
Common Stock	07/14/2006	S	6,200	D	\$ 13.97	70,867	D
Common Stock	07/14/2006	S	6,000	D	\$ 13.96	64,867	D
Common Stock	07/14/2006	S	39,000	D	\$ 13.95	25,867	D
Common Stock	07/14/2006	S	4,600	D	\$ 13.94	21,267	D
Common Stock	07/14/2006	S	11,600	D	\$ 13.93	9,667	D
Common Stock	07/14/2006	S	6,200	D	\$ 13.92	3,467	D
Common Stock	07/14/2006	S	3,467	D	\$ 13.91	0	D

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A	Amount o
Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onDerivative	Expiration Date		Underlying S	Securities
or Exercise		any	Code	Securities	(Month/Day/Year	r)	(Instr. 3 and	4)
Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
				*				
Security								
				and 5)				
					Date Exercisable	Expiration	Title	Amount
			Code V	(A) (D)		Date		Number of Share
\$ 3	07/14/2006		M	25,000	06/30/2005(1)	09/30/2014	Common Stock	25,000
	or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security  (Month/Day/Year)	or Exercise any Price of (Month/Day/Year) Derivative Security	Conversion (Month/Day/Year) Execution Date, if Or Exercise any Code Price of (Month/Day/Year) (Instr. 8)  Derivative Security  Code V	Conversion or Exercise Price of Price of Security Execution Date, if any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)	Conversion (Month/Day/Year) Execution Date, if any Code Securities (Month/Day/Year) Price of Derivative Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable Code V (A) (D)	Conversion (Month/Day/Year) Execution Date, if any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) Or Disposed of Security (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Expiration Date (Month/Day/Year) Date Exercisable Code V (A) (D)	Conversion or Exercise or Exercise Price of Price of Derivative Security

Stock Option (right to buy)	\$ 3	07/14/2006	M	25,000	06/30/2006(1)	09/30/2014	Common Stock	25,000
Stock Option (right to buy)	\$ 3	07/14/2006	M	41,667	08/08/2005	09/30/2014	Common Stock	41,66

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner name, names	Director	10% Owner	Officer	Other			
WOLFE CARRIE A			Chief				
3113 WOODCREEK DRIVE	X		Accounting				
DOWNERS GROVE, IL 60515			Officer				

# **Signatures**

Jandy Tomy, attorney-in-fact 07/18/2006

\*\*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) Options vest in five (5) annual installments of 20% of the shares covered by the option, commencing on June 30, 2005.

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 Owners 3