

PODESCHI DAVID M
Form 4
January 05, 2005

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 *
PODESCHI DAVID M

2. Issuer Name and Ticker or Trading Symbol
7 ELEVEN INC [SE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2711 N. HASKELL AVE.

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2005

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

SVP, Merchandising

(Street)
DALLAS 75204

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			
Common Stock					500	I	Note ⁽¹⁾
Common Stock					2,313 ⁽²⁾	D	
Common Stock	01/03/2005		M	7,000 A \$ 15	18,047	D	
Common Stock	01/03/2005		S	4,222 <u>D</u> (3) \$ 23.6783	13,825	D	
Common Stock	01/03/2005		S	875 <u>D</u> (3) \$ 23.53	12,950	D	

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Common Stock	01/03/2005		M	11,600	A	\$ 9.53	24,550	D
Common Stock	01/03/2005		S	7,278	<u>D</u> (3)	\$ 23.6783	17,272	D

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

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

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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. 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
Employee Stock Options	\$ 16.21					01/21/2005 01/21/2014	Common Stock 35,000
Employee Stock Options	\$ 6.88					03/07/2004 03/07/2013	Common Stock 70,000
Employee Stock Options	\$ 9.12					04/24/2003 04/24/2012	Common Stock 30,000
Employee Stock Options	\$ 10.92					05/14/2002 05/14/2011	Common Stock 10,000
Employee Stock Options	\$ 19					05/23/2001 05/23/2010	Common Stock 23,080
Employee Stock Options	\$ 9.38					10/08/2000 10/08/2009	Common Stock 11,800
Employee Stock Options	\$ 9.53	01/03/2005		M	11,600	10/14/1999 10/14/2008	Common Stock 11,600

