GIBSON VERNA K

Form 4 May 01, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

125,000

Ι

by

Husband's

Grantor

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

2. Issuer Name and Ticker or Trading

CHICOS FAS INC [CHS]

30(h) of the Investment Company Act of 1940

Symbol

1(b).

Common

Stock

(Print or Type Responses)

GIBSON VERNA K

1. Name and Address of Reporting Person *

(Last)	(First)	(Middle) 3.	Date of Earliest T	ransaction			(CI	ісск ан арриса	oie)
11215 METRO PARKWAY			(Month/Day/Year) 03/26/2007				X Director Officer (gibelow)	ive title0 below)	0% Owner Other (specify
(Street) FT. MYERS, FL 33966			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			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ially Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		rate, if Transacti Code	4. Securi onAcquired Disposed (Instr. 3,	l (A) or l of (D))	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)
Stock							95,869 <u>(1)</u>	D	
Common Stock							85,784 <u>(2)</u>	I	by Husband
Common Stock							125,000	I	by Grantor Trust
Common Stock							50,000 (1)	I	by Grantor Trust

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			Trust
Common Stock	50,000 (2)	I	by Husband's Grantor Trust
Common Stock	100,000	I	by IRA
Common Stock	7,970 <u>(3)</u>	I	by Trust for Grandchild
Common Stock	6,000 (3)	I	by Trust for Grandchild
Common Stock	6,000 (3)	I	by Trust for Grandchild
Common Stock	4,000 (3)	I	by UTMA

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.

SEC 1474

(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)	4. Transacti Code (Instr. 8)	5. DenNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owno Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer Othe				
GIBSON VERNA K 11215 METRO PARKWAY	X						

Reporting Owners 2

FT. MYERS, FL 33966

Signatures

Michael J. Kincaid, Attorney in Fact

05/01/2007

**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).
- Since the reporting person's last report, 50,000 shares were transferred on March 26, 2007, from the reporting person to the reporting person's grantor trust, ultimately changing the ownership from direct to indirect through a trust.
- Since the reporting person's last report, 50,000 shares were transferred on March 26, 2007, from the reporting person's husband to the reporting person's husband's grantor trust, ultimately changing the ownership from indirect ownership through the husband to indirect ownership through a trust.
- The reporting person's spouse is the trustee/custodian of the trusts/account that holds these shares and the reporting person disclaims beneficial ownership of the shares held in such trusts/account. This report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.

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