

FLIR SYSTEMS INC
Form 4
November 15, 2007

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEWIS EARL R

(Last) (First) (Middle)

27700A SW PARKWAY AVENUE

(Street)

WILSONVILLE, OR 97070

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FLIR SYSTEMS INC [FLIR]

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

11/13/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CEO, President & Chairman

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	11/13/2007		M		10,000	A	\$ 19.58 432,530
Common Stock	11/13/2007		M		25,187	A	\$ 9.25 457,717
Common Stock	11/13/2007		S		35,187	D	\$ 64.2016 422,530
Common Stock	11/14/2007		M		10,000	A	\$ 19.58 432,530
							Spouse

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Common Stock	11/14/2007	M	25,187	A	\$ 9.25	457,717	D
Common Stock	11/14/2007	S	35,187	D	\$ 64.4548	422,530	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)

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 Underlying Security (Instr. 3 and 4)	Amount Owned (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Owned (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 36.11					02/04/2005	02/04/2015	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 11.73					02/12/2003	02/12/2012	Common Stock	39
Non-Qualified Stock Option (right to buy)	\$ 19.58	11/13/2007		M	10,000	12/01/2004	02/23/2009	Common Stock	10
Incentive Stock Option (right to buy)	\$ 25.14					02/13/2007	02/13/2016	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 25.14					02/15/2007	02/13/2016	Common Stock	13
Non-Qualified Stock Option (right to buy)	\$ 41.5					02/15/2008	05/01/2017	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 9.25	11/13/2007		M	25,187	12/27/2002	12/27/2011	Common Stock	25
	\$ 19.58	11/14/2007		M	10,000	12/01/2004	02/23/2009		10

Non-Qualified
Stock Option
(right to buy)

Common
Stock

Non-Qualified
Stock Option
(right to buy)

\$ 9.25

11/14/2007

M

25,187

12/27/2002

12/27/2011

Common
Stock

25

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS EARL R 27700A SW PARKWAY AVENUE WILSONVILLE, OR 97070			CEO, President & Chairman	

Signatures

David A. Muessle, Attorney-in-fact for Earl R.
Lewis

11/15/2007

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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