WHITE THOMAS M

Form 4

August 28, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WHITE THOMAS M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

FTD Group, Inc. [FTD]

(Check all applicable)

C/O FTD GROUP, INC., 3113

WOODCREEK DRIVE

3. Date of Earliest Transaction

(Month/Day/Year) 08/26/2008

X_ Director 10% Owner Officer (give title Other (specify

below)

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

DOWNERS GROVE, IL 60515

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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 (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Conversion

or Exercise

Security

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 14.58	08/26/2008		D		2,500	08/26/2008	11/14/2017	Common Stock	2,500
Stock Option (right to buy)	\$ 17.095	08/26/2008		D		2,500	11/15/2007	11/15/2016	Common Stock	2,500
Stock Option (right to buy)	\$ 9.415	08/26/2008		D		25,000	(3)	01/31/2016	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
rioporomy of more remained areas and	Director	10% Owner	Officer	Other			
WHITE THOMAS M							
C/O FTD GROUP, INC.	X						
3113 WOODCREEK DRIVE	Λ						
DOWNERS GROVE, IL 60515							

Signatures

Jandy Tomy, Attorney-in-Fact 08/28/2008

**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).
 - Upon the effective date of an Agreement and Plan of Merger, dated as of April 30, 2008, as amended, by and among FTD Group, Inc. ("FTD"), United Online, Inc. ("United Online") and UNOLA Corp. (the "Merger"), the option was canceled in exchange for merger
- (1) consideration of \$10.15 in cash, without interest, and 0.4087 of a share of United Online common stock for each share of FTD common stock (the "Merger Consideration"), reduced ratably by the exercise price of the unexercised options in the same proportion that the value of the cash and fraction of a share of United Online common stock comprising the merger consideration bear to each other.
- Upon the effective date of the Merger, the option was canceled in exchange for the Merger Consideration (as defined above), reduced ratably by the exercise price of the unexercised options in the same proportion that the value of the cash and fraction of a share of United Online common stock comprising the merger consideration bear to each other. All of these options were canceled on the effective date of the merger for no value.

Reporting Owners 2

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This option, provided for vesting as follows: 8,334 options vested on 01/31/06, 8,333 options vested on 01/31/07 and 8,333 options vested on 01/31/08. Upon the effective date of the Merger, the option was canceled in exchange for the Merger Consideration (as defined above), reduced ratably by the exercise price of the unexercised options in the same proportion that the value of the cash and fraction of a share of United Online common stock comprising the merger consideration bear to each other.

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.