LEWIS EARL R Form 4

November 13, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Person

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LEWIS EARL R Issuer Symbol FLIR SYSTEMS INC [FLIR] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _X__ Officer (give title _ Other (specify 27700 SW PARKWAY AVENUE 11/11/2009 below) CEO, President & Chairman (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

WILSONVILLE, OR 97070

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	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. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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			Code V	Amount	(D)	Price	53,600	I	By spouse
Common Stock							30,000	I	In trust for children
Common Stock	11/11/2009		M(1)	25,000	A	\$ 5.87	921,239	D	
Common Stock	11/11/2009		S <u>(1)</u>	25,000	D	\$ 28.8	896,239	D	
Common Stock	11/12/2009		M(1)	25,000	A	\$ 5.87	921,239	D	

OMB APPROVAL

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Common Stock 11/12/2009 $S_{\underbrace{(1)}}$ 25,000 D ${}^{\$}$ 896,239 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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Non-Qualified Stock Option (Right to Sell)	\$ 5.87	11/11/2009		M(1)	25,000	02/12/2003	02/12/2012	Common Stock	25
Non-Qualified Stock Option (Right to Sell)	\$ 5.87	11/12/2009		M <u>(1)</u>	25,000	02/12/2003	02/12/2012	Common Stock	25

Reporting Owners

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

Signatures

David A. Muessle, Attorney-in-fact for Earl R.
Lewis 11/13/2009

**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) Transaction pursuant to the trading plan established under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

Reporting Owners 2

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