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FLIR SYSTEMS INC

Reported by

TRUNZO ANTHONY L

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/02/12 for the Period Ending 05/01/12

Address	27700 SW PARKWAY AVENUE WILSONVILLE, OR 97070
Telephone	5034983547
CIK	0000354908
Symbol	FLIR
SIC Code	3812 - Search, Detection, Navigation, Guidance, Aeronautical, and Nautical Systems and Instruments
Industry	Aerospace & Defense
Sector	Capital Goods
Fiscal Year	12/31

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FORM 4

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

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
TRUNZO ANTHONY L (Last) (First) (Middle)	**FLIR SYSTEMS INC [FLIR]**	_____ Director _____ 10% Owner
27700 SW PARKWAY AVENUE (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **5/1/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Sr VP Finance and CFO**
WILSONVILLE, OR 97070 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**5/1/2012**		**A** (1)		**22000**	**A**	**$0**	**97635** (2)	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	**$22.30**	**5/1/2012**		**A**		**68000**		**5/1/2013**	**5/1/2022**	**Common Stock**	**68000**	**$0**	**68000**	**D**	

Explanation of Responses:

(1) This is a grant of restricted stock units.

(2) Includes shares acquired through the Company's Employee Stock Purchase Plan., 401(k) plan and dividends on vested undistributed restricted stock units.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TRUNZO ANTHONY L **27700 SW PARKWAY AVENUE** **WILSONVILLE, OR 97070**			**Sr VP Finance and CFO**	

Signatures

David A. Muessle, Attorney-in-fact for Anthony L. Trunzo **5/2/2012**

** Signature of Reporting Person

Date

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

***** 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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