

ROSE GARY R
Form 4
March 25, 2005

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 *
ROSE GARY R

(Last) (First) (Middle)

2711 N. HASKELL AVE.

(Street)

DALLAS, TX 75204

(City) (State) (Zip)

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

7 ELEVEN INC [SE]

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

03/25/2005

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)

EVP & Chief Operating Officer

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	03/25/2005		A	(A) or (D) Amount 25,960 (3)	\$ 0 41,486 (1)	D	
Common Stock					29,880 (2)	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Options	\$ 16.21					01/21/2005	01/21/2014	Common Stock	70,000	
Employee Stock Options	\$ 6.88					03/07/2004	03/07/2013	Common Stock	84,000	
Employee Stock Options	\$ 9.12					04/24/2003	04/24/2012	Common Stock	84,000	
Employee Stock Options	\$ 10.92					05/14/2002	05/14/2011	Common Stock	40,000	
Employee Stock Options	\$ 19					05/23/2001	05/23/2010	Common Stock	63,816	
Employee Stock Options	\$ 22.79					01/17/2006	01/17/2015	Common Stock	48,750	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSE GARY R 2711 N. HASKELL AVE. DALLAS, TX 75204			EVP & Chief Operating Officer	

Signatures

David T. Fenton,
Attorney-in-fact

03/25/2005

__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).

Represents the number of Restricted Stock Units, each convertible into one share of the Issuer's Common Stock on the first day of the
(1) month following the Reporting Person's separation from employment with the Issuer, that have been awarded to the Reporting Person under the Issuer's 1995 Stock Incentive Plan.

The listed number of shares includes (i) 200 shares held directly, (ii) 1,290 shares held for the benefit of the Reporting Person in an
(2) account with the administrator of the Issuer's Employee Stock Purchase Plan, Computershare Investor Services LLC, (iii) 10,000 shares of stock granted to the Reporting Person under the Issuer's 1995 Stock Incentive Plan on April 24, 2002 and (iv) 18,390 shares acquired pursuant to stock option exercises under the Issuer's 1995 Stock Incentive Plan.

Represents the number of restricted stock units, each convertible into one share of the Issuer's common stock on the first day of the month
(3) following the Reporting Person's separation from employment with the Issuer, awarded by the Compensation and Benefits Committee of the Issuer's Board of Directors on March 25, 2005, under the Issuer's 1995 Stock Incentive Plan for the 2002-04 performance period.

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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