

HARRIS CORP /DE/
Form 4
May 09, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAVALLUCCI EUGENE S

(Last) (First) (Middle)

CORPORATE HEADQUARTERS, 1025 W. NASA BOULEVARD

(Street)

MELBOURNE, FL 32919

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HARRIS CORP /DE/ [HRS]

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2007

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)
VP - General Counsel

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, Par Value \$1.00	05/07/2007		M ⁽¹⁾		11,000	A	\$ 24
							44,518.56
Common Stock, Par Value \$1.00	05/07/2007		S ⁽¹⁾		200	D	\$ 48.71
							44,318.56
Common Stock, Par Value	05/07/2007		S ⁽¹⁾		200	D	\$ 48.72
							44,118.56

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\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	200	D	\$ 48.74	43,918.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	4,800	D	\$ 48.75	39,118.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	400	D	\$ 48.76	38,718.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	800	D	\$ 48.78	37,918.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	200	D	\$ 48.79	37,718.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	400	D	\$ 48.8	37,318.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	400	D	\$ 48.81	36,918.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	200	D	\$ 48.83	36,718.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	200	D	\$ 48.85	36,518.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	800	D	\$ 48.86	35,718.56	D
\$1.00							
Common Stock, Par Value	05/07/2007	<u>S(1)</u>	600	D	\$ 48.88	35,118.56	D
\$1.00							

Common Stock, Par Value \$1.00	05/07/2007	<u>S</u> ⁽¹⁾	1,000	D	\$ 48.89	34,118.56	D
Common Stock, Par Value \$1.00	05/07/2007	<u>S</u> ⁽¹⁾	600	D	\$ 48.9	33,518.56 <u>(2)</u>	D

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

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Num of Sh
Non-Qualified Stock Option (Right to Buy)	\$ 24	05/07/2007		M	11,000	<u>(3)</u> 08/27/2011	Common Stock, Par Value \$1.00 11,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAVALLUCCI EUGENE S CORPORATE HEADQUARTERS 1025 W. NASA BOULEVARD MELBOURNE, FL 32919			VP - General Counsel	

Signatures

/s/ Eugene S.
Cavallucci

05/09/2007

__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).
- (1) The exercise and sale of 11,000 shares as reported in this Form 4 were sold pursuant to a sale plan adopted by the reporting person on June 8, 2006, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.

Aggregate of 33,518.56 shares listed in Column 5 of Table I includes: (a) 6,000 restricted shares previously reported and subject to vesting; (b) 16,700 performance shares previously reported and subject to adjustment; (c) 47.16 shares acquired through the Harris Corporation 401(k) Retirement Plan from 1/18/07 through 3/28/07; (d) 12.86 shares acquired through the Harris Corporation Dividend Reinvestment Plan on 3/16/07; and (e) 4.37 shares acquired through a broker dividend investment plan on 3/6/07.
- (3) Of the 22,000 shares granted on this 8/27/2004 stock option, 11,000 shares are exercisable on 8/27/2005, 5,500 shares are exercisable on 8/27/2006, and 5,500 shares are exercisable on 8/27/2007.

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