

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**

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ISSUER

PROVIDE COMMERCE INC

CIK: **1263756** | IRS No.: **841450019** | State of Incorporation: **DE** | Fiscal Year End: **0630**
SIC: **7389** Business services, nec

Mailing Address
5005 WATERIDGE VISTA
DRIVE, 2ND FLOOR
SAN DIEGO CA 92121

Business Address
5005 WATERIDGE VISTA
DRIVE, 2ND FLOOR
SAN DIEGO CA 92121
858-638-4900

REPORTING OWNER

STRAUSS WILLIAM L

CIK: **1272931**
Type: **4** | Act: **34** | File No.: **000-50510** | Film No.: **05790438**

Mailing Address
C/O PROVIDE COMMERCE
INC
5005 WATERIDGE VISTA DR
SAN DIEGO CA 92121

Business Address
858 638 4900

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person STRAUSS WILLIAM L			2. Issuer Name and Ticker or Trading Symbol PROVIDE COMMERCE INC [PRVD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/29/2005			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O PROVIDE COMMERCE, INC., 5005 WATERIDGE VISTA DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) SAN DIEGO, CA 92121								
(City)	(State)	(Zip)						

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	04/29/2005		M		1,200	A	\$1.51	11,530	D	
COMMON STOCK	04/29/2005		S ⁽¹⁾		900	D	\$17.8011	10,630	D	
COMMON STOCK	04/29/2005		S ⁽¹⁾		100	D	\$17.8	10,530	D	
COMMON STOCK	04/29/2005		S ⁽¹⁾		100	D	\$17.75	10,430	D	
COMMON STOCK	04/29/2005		S ⁽¹⁾		100	D	\$17.38	10,330	D	

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 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		Date Exercisable	Expiration Date						Title
STOCK OPTION (RIGHT)	\$1.51	04/29/2005		M		1,200	02/22/2001	02/21/2011	COMMON STOCK	1,200	(2)	66,952	D	

TO
BUY)

Explanation of Responses:

1. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 16, 2004.
2. Not applicable to this transaction.

Signatures

/s/ William Strauss

** Signature of Reporting Person

05/02/2005

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.