FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL					
	OMB Number:	3235-0287					
l	Estimated average burde	en					
l	hours per response:	0.5					

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	d Address of		2. Issuer Name <b>and</b> Ticker or Trading Symbol FOOT LOCKER INC [ FL ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
FELDMAN ALAN D															X Dire		ector 10		.0% O	wner
(Last) (First) (Middle) MIDAS, INC.							3. Date of Earliest Transaction (Month/Day/Year) 02/04/2008									Office	er (give title w)		Other (specify below)	
1300 ARLINGTON HEIGHTS ROAD							4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) ITASCA															X Form filed by One Reporting Person					
					-										Form filed by More than One Reporting Person					
(City)	(St	ate) (	Zip)																	
		Tabl	e I - Nor	n-Deriv	ative	Se	curitie	s Acq	uired,	Dis	posed o	f, or	Bene	eficia	ally (	Owne	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da						ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (	Transaction Dispose Code (Instr. 5)			ities Acquired (A) d Of (D) (Instr. 3,			5. Amount of Securities Beneficially Owned Following Reported		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	. 1	Transaction(s) (Instr. 3 and 4)				(1130.4)			
Common Stock 02/04/									A <sup>(1)</sup>		3,704	1	A	\$0		14,769		D		
		Та	ble II - C								sed of, onvertib				y Ov	ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	Date, Transaction Code (Inst					6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3	8. Pri Deriv Secu (Instr	vative crity S	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	(D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisal		Expiration Date	Title	or Nun of							

## **Explanation of Responses:**

1. Award of restricted stock units under the Foot Locker 2007 Stock Incentive Plan.

## Remarks:

Sheilagh M. Clarke, Attorneyin-Fact for Alan D. Feldman 02/0

02/05/2008

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.