## Edgar Filing: QEP CO INC - Form 4

QEP CO INC Form 4	2										
January 31, 2	007										
FORM A									OMB APPROVAL		
	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 10 Form 4 ou Form 5 obligatior may conti <i>See</i> Instru 1(b).	er <b>STATE</b> 6. Filed p <sup>18</sup> Section 1	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 20(b) of the Investment Company Act of 1940								January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type R	lesponses)										
1. Name and Address of Reporting Person <u>*</u> GOULD LEWIS			2. Issuer Name <b>and</b> Ticker or Trading Symbol QEP CO INC [QEPC]				5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(1			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>01/22/2007</li></ul>					X DirectorX 10% Owner X Officer (give title Other (specify below) below) Chief Executive Officer			
				4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any		3. Transactic Code (Instr. 8)	4. Securiti on(A) or Dis (D) (Instr. 3, 4	ies Accesposed 4 and 5 (A) or	quired of	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	
Common Stock, \$.001 par value	01/22/2007			Code V M	Amount 10,000	(D) A	Price \$4	1,225,870	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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Securities8(Instr. 3 and 4)9	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$4	01/22/2007		М	10,000	<u>(1)</u>	07/16/2011	Common Stock	10,000

# **Reporting Owners**

<b>Reporting Owner Name / A</b>	ddress	Relationships					
FB	Director	10% Owner	Officer	Other			
GOULD LEWIS C/O Q.E.P. CO., INC. 1001 BROKEN SOUND PARKWAY BOCA RATON, FL 33487	Y NW, SUITE A X	Х	Chief Executive Officer				
Signatures							
Lowis Could 01/20/20	07						

Lewis Gould 01/29/2007 \*\*Signature of Date

Reporting Person

# **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).
- These options are currently exercisable. The options are part of an original grant of 50,000 options, exercisable in three equal installments (1) on 7/16/2002, 7/16/2003 and 7/16/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.