

HARRIS CORP /DE/
Form 4
May 13, 2008

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

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(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)
05/12/2008

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) 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(A) Code (Instr. 8)	4. Securities Acquired 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, Par Value \$1.00	05/12/2008		M ⁽¹⁾	10,000	A \$ 37.19	45,773.37	D
Common Stock, Par Value \$1.00	05/12/2008		S ⁽¹⁾	111	D \$ 56.6	45,662.37	D
Common Stock, Par Value	05/12/2008		S ⁽¹⁾	222	D \$ 56.65	45,440.37	D

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\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

167

D

\$
56.66

45,273.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

55

D

\$
56.68

45,218.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

55

D

\$
56.69

45,163.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

111

D

\$ 56.7

45,052.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

55

D

\$
56.71

44,997.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

55

D

\$
56.72

44,942.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

167

D

\$
56.74

44,775.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

56

D

\$
56.75

44,719.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

55

D

\$
56.79

44,664.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

111

D

\$ 56.8

44,553.37

D

\$1.00

Common
Stock, Par
Value

05/12/2008

S⁽¹⁾

183

D

\$
56.81

44,370.37

D

\$1.00

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Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	206	D	\$ 56.82	44,164.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	56	D	\$ 56.83	44,108.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	222	D	\$ 56.84	43,886.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	56	D	\$ 56.87	43,830.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	556	D	\$ 56.88	43,274.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	56	D	\$ 56.89	43,218.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	444	D	\$ 56.91	42,774.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	722	D	\$ 56.92	42,052.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	111	D	\$ 56.93	41,941.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	166	D	\$ 56.94	41,775.37	D
Common Stock, Par Value \$1.00	05/12/2008	<u>S⁽¹⁾</u>	111	D	\$ 56.95	41,664.37	D
	05/12/2008	<u>S⁽¹⁾</u>	56	D		41,608.37	D

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Common Stock, Par Value \$1.00						\$ 56.96		
Common Stock, Par Value \$1.00	05/12/2008	S ⁽¹⁾	111	D	\$ 56.97	41,497.37	D	
Common Stock, Par Value \$1.00	05/12/2008	S ⁽¹⁾	833	D	\$ 56.99	40,664.37	D	
Common Stock, Par Value \$1.00	05/12/2008	S ⁽¹⁾	56	D	\$ 57	40,608.37	D	
Common Stock, Par Value \$1.00	05/12/2008	S ⁽¹⁾	167	D	\$ 57.01	40,441.37	D	

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

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(9-02)

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 Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 37.19	05/12/2008		M ⁽¹⁾	10,000	08/26/2008	08/26/2012	Common Stock, Par Value \$1.00	10,000

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

By: /s/ Carol H. Tumser, Attorney-in-Fact, For: Eugene S. Cavallucci

05/13/2008

__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 10,000 shares as reported in this Form 4 were sold pursuant to a sale plan adopted by the Reporting Person on June 11, 2007, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.

Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

This Form 4 is the first of two being filed by the Reporting Person on May 13, 2008. A total of two Forms 4 were filed by the

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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