## Edgar Filing: MALLOTT PHILIP E - Form 4

MALLOTT DITLLID

Form 4	PHILIPE										
November 22	2, 2005										
								OMB APPROVAL			
	CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287			
Check thi if no long subject to Section 1 Form 4 of Form 5 obligation may conti <i>See</i> Instru 1(b).	6. Filed purs Section 17(a	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									
(Print or Type R	Responses)										
1. Name and Address of Reporting Person <u>*</u> MALLOTT PHILIP E			2. Issuer Name <b>and</b> Ticker or Trading Symbol TOO, INC. [TOO]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 8606 BUTTON BUSH LANE			3. Date of Earliest Transaction (Month/Day/Year) 11/18/2005					XDirector10% Owner Officer (give titleOther (specify below)below)			
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (A	Zip)	Table I - No	n-De	erivative S	Securi	ties Ac	quired, Disposed of	f. or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Dat any	A. Deemed 3. 4. Se xecution Date, if TransactionAcqu ny Code Disp Month/Day/Year) (Instr. 8) (Inst		4. Securi on Acquirec Disposec (Instr. 3,	(A) or		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock, \$.01 par value	11/18/2005		G		Amount 413	(D) D	Price \$ 0		D		
Common Stock, \$.01 par value	11/21/2005		G	V	540	D	\$ 0	3,005	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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MALLOTT PHILIP E 8606 BUTTON BUSH LANE WESTERVILLE, OH 43082	Х							
Signatures								
By: Curtis A. Loveland, Attorney-in-Fact	11/22/2005							
Signature of Reporting Person		Dat	e					
Explanation of Responses								

## **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).

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.