PUBLIX SUPER MARKETS INC

Form 5

February 08, 2007

OMB APPROVAL FORM 5 **OMB**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Form 4 or Form

5 obligations

may continue.

Transactions Reported

| 1. Name and Address of Reporting Person * JENKINS HOWARD M / | | ng Person * | 2. Issuer Name and Ticker or Trading Symbol PUBLIX SUPER MARKETS INC [NONE] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|--------------------------------------------------------------|----------|-------------|---------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|--|--|--|
| (Last) P.O. BOX 407 | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2006 | _X_ Director 10% Owner Officer (give title below) Other (specify below) | | | |
| F.O. BOX 407 | (Street) | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Reporting (check applicable line) | | | |

LAKELAND, FLÂ 338020407

X Form Filed by One Reporting Person Form Filed by More than One Reporting

| (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) | ransaction or Disposed of (D) ode (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Common Stock | 08/01/2006 | Â | J | 9.9556 | A | \$ 0 | 918.4241 | I | By 401(k) | | |
| Common Stock | 08/01/2006 | Â | J | 0.0827 | A | \$0 | 918.5068 | I | By 401(k) | | |
| Common Stock | 03/01/2006 | Â | J | 14.113 | A | \$0 | 190,149.559 | I | By ESOP (2) | | |
| Common Stock | 12/31/2006 | Â | J <u>(3)</u> | 1,000,000 | D | \$ 19.6 | 0 | I | By Trustee of Family Trust | | |

3235-0362

January 31,

2005

1.0

Number:

Expires:

response...

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burden hours per

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| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. | | | Persons v | | SEC 2270 (9-02) | | | | |
|-------------------------------------------------------------------------------------------------------------|---|---|-----------|---|--------------------|---|-------------------|---|----------------------------------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 800,663 | I | By Trustee For Nephew's Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 19,695,450 (4) | I | By Shares Held By Ltd Partnership 2 |
| Common Stock | Â | Â | Â | Â | Â | Â | 8,071,870 (4) | I | By Shares Held By Ltd Partnership 1 |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,050 | I | By Custodian For Children |
| Common Stock | Â | Â | Â | Â | Â | Â | 274,630 | I | By BBM Corporation |
| Common Stock | Â | Â | Â | Â | Â | Â | 3,307,578 | D | Â |

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Transaction Code (Instr. 8) | Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. of D So Bo O En |
|--------------------------------------|-----------------------------------------------------------------|--------------------------------------|-----------------------------------|-------------------------------------------------|----------------------------------------------------------|-----------------|--------------------------------------------------|--------------------|--------------------------------------------|--------------------------------------|
| | | | | Disposed of (D) | | | | | | Is Fi |
| | | | | (Instr. 3, 4, and 5) | | | | | | (I |
| | | | | | | | | Amount | | |
| | | | | | Date Exercisable | Expiration Date | Title | or Number of | | |
| | | | | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other ÂΧ Â Â

Reporting Owners 2

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JENKINS HOWARD M / P.O. BOX 407 LAKELAND, FLÂ 338020407

Signatures

By: Monica Allman (POA on file)

02/08/2007

**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) Acquired under the Publix Super Markets, Inc. 401(k) SMART Plan. Transaction exempt under rule 16b-3(c).
- (2) Acquired under the Publix Super Markets, Inc. Employee Stock Ownership Plan. Transaction exempt under rule 16b-3(c).
- (3) The shares held in this family trust were reported on a Form 4 previously filed January 4, 2007 for which there is no longer a reportable beneficial interest.
- (4) The reporting person disclaims beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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