

BARNETT CAROL
Form 5
February 07, 2011

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
BARNETT CAROL

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) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/25/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

P.O. BOX 407

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

LAKELAND, FL 33802-0407

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

(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)	4. Securities Acquired (A) or Disposed of (D) (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	03/01/2010	Â	J	43.2277 A \$ 17.35	1,453.4365	I	By Spouse's 401(k) (1) (2)
Common Stock	03/01/2010	Â	J	819.9691 A \$ 17.35	251,728.9414	I	By Spouse's ESOP (1) (3)
Common Stock	07/13/2010	Â	J	8,186 D \$ 18.5	1,013,740	I	By Spouse's Children's Trust (1)
Common Stock	08/02/2010	Â	J	36.2374 A \$ 18.45	1,489.6739	I	By Spouse's 401(k) (1) (2)

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Common Stock	08/02/2010	Â	J	0.0276	A	\$ 18.45	1,489,7015	I	By Spouse's 401(k) <u>(1)</u> <u>(2)</u>
Common Stock	11/01/2010	Â	J	0.0181	A	\$ 19.85	1,489,7196	I	By Spouse's 401(k) <u>(1)</u> <u>(2)</u>
Common Stock	11/30/2010	Â	G	400,648	D	\$ 19.85	40,201,334	D	Â
Common Stock	11/30/2010	Â	G	1,007,557	D	\$ 19.85	39,193,777	D	Â
Common Stock	12/09/2010	Â	J	19,182	D	\$ 19.85	4,646,612	I	By Spouse's Grantor Retained Annuity Trust
Common Stock	12/09/2010	Â	J	19,182	A	\$ 19.85	39,212,959	D	Â
Common Stock	12/09/2010	Â	J	198,184	D	\$ 19.85	4,448,428	I	By Spouse's Grantor Retained Annuity Trust
Common Stock	12/09/2010	Â	J	198,184	A	\$ 19.85	39,411,143	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	7,555	I	As Custodian For Child
Common Stock	Â	Â	Â	Â	Â	Â	553,362	I	By Spouse <u>(1)</u>
Common Stock	Â	Â	Â	Â	Â	Â	712,146	I	By Spouse's Charitable Lead Annuity Trust <u>(1)</u>
Common Stock	Â	Â	Â	Â	Â	Â	948,923	I	By Spouse's Grandchildren Trust <u>(1)</u>

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

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SEC 2270 (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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is
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