BARNETT CAROL

Form 5

February 07, 2011

FORM 5

OMB APPROVAL

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

OMB 3235-0362 Number:

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

January 31, Expires: 2005 Estimated average

1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response...

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

Transactions Reported

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) P.O. BOX 407	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/25/2010	X Director 10% Owner Officer (give title below) Other (specify below)		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)		

LAKELAND, Â FLÂ 33802-0407

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)	4. Securities A or Disposed o (Instr. 3, 4 and	f (D)	red (A)	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) (1) (2)
Common Stock	11/01/2010	Â	J	0.0181	A	\$ 19.85	1,489.7196	I	By Spouse's 401(k) (1) (2)
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 (1)
Common Stock	Â	Â	Â	Â	Â	Â	712,146	I	By Spouse's Charitable Lead Annuity Trust (1)
Common Stock	Â	Â	Â	Â	Â	Â	948,923	I	By Spouse's Grandchildren Trust (1)
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Se
	Derivative				Securities	Ş	(Instr. 3 and 4)		В
	Security				Acquired				О
					(A) or				Eı
					Disposed				Is

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SEC 2270

(9-02)

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of (D) (Instr. 3, 4, and 5)

(A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BARNETT CAROL
P.O. BOX 407
 X
 Â
LAKELAND, FLÂ 33802-0407

Signatures

/s/ Monica Allman, POA on file for Carol Barnett

02/07/2011

**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).
- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (2) Acquired under the Publix Super Markets, Inc. 401(k) SMART Plan. Transaction exempt under rule 16b-3(c).
- (3) Acquired under the Publix Super Markets, Inc. Employee Stock Ownership Plan. Transaction exempt under rule 16b-3(c).

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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