

JOHNSON OUTDOORS INC  
Form SC 13D/A  
May 26, 2005

SCHEDULE 13D

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CUSIP NO. 479167 10 8  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 9)\*

JOHNSON OUTDOORS INC.

-----  
(Name of Issuer)

Class A Common Stock, par value \$.05 per share

-----  
(Title of Class of Securities)

479167 10 8

-----  
(CUSIP Number)

Linda L. Mallon  
555 Main Street  
Suite 500  
Racine, Wisconsin 53403  
(262) 260-4046

-----  
(Name, Address and Telephone Number of  
Person Authorized to Receive Notices and Communications)

May 26, 2005

-----  
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss.240.13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed

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to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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|    |   |   |
|----|---|---|
| 1  | NAME OF REPORTING PERSON<br>Helen P. Johnson-Leipold<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) |   |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions)  | (A) <input checked="" type="checkbox"/><br>(B) <input type="checkbox"/> |
| 3  | SEC USE ONLY  |   |
| 4  | SOURCE OF FUNDS (See Instructions)<br>SC and BK   |   |
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e)                                | [ ]   |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION<br>United States   |   |
|    | NUMBER<br>OF  | 7      SOLE VOTING POWER<br>342,587 shares (1) (3)                      |
|    | SHARES<br>BENEFICIALLY<br>OWNED   | 8      SHARED VOTING POWER<br>2,003,746 shares (2) (3)                  |
|    | BY<br>EACH<br>REPORTING   | 9      SOLE DISPOSITIVE POWER<br>342,587 shares (1) (3)                 |
|    | PERSON<br>WITH  | 10     SHARED DISPOSITIVE POWER<br>2,003,746 shares (2) (3)             |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>2,346,333 shares (1) (2) (3)                          |   |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN<br>SHARES (See Instructions)<br>See Item 5                 | X   |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>26.5% of the Class A Common Stock (1) (2) (3) (4)                   |   |
| 14 | TYPE OF REPORTING PERSON (See Instructions)<br>IN   |   |

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(1) Includes options and rights to acquire 14,143 shares of Class A Common Stock are exercisable within 60 days and the 3,932 shares of Class A Common Stock held in the Reporting Person's 401(k) plan as of November 1, 2004.

(2) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(3) Includes shares of Class A Common Stock and Class B Common Stock held of record by entities owned jointly by the Reporting Person and certain other Reporting Persons.

(4) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2005, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005 and 14,143 options and rights held by Ms. Johnson-Leipold to purchase shares of Class A Common Stock that are exercisable within 60 days.

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|---------------------------------|--|
| -----                           |  |
| 1                               | NAME OF REPORTING PERSON<br>Imogene P. Johnson<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  |
| -----                           |  |
| 2                               | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions) <span style="float: right;">(A) <input checked="" type="checkbox"/><br/>(B) <input type="checkbox"/></span> |
| -----                           |  |
| 3                               | SEC USE ONLY   |
| -----                           |  |
| 4                               | SOURCE OF FUNDS (See Instructions)<br>SC and BK  |
| -----                           |  |
| 5                               | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e) <span style="float: right;">[ ]</span>  |
| -----                           |  |
| 6                               | CITIZENSHIP OR PLACE OF ORGANIZATION<br>United States  |
| -----                           |  |
| NUMBER<br>OF                    | 7      SOLE VOTING POWER<br>177,788 shares   |
| -----                           |  |
| SHARES<br>BENEFICIALLY<br>OWNED | 8      SHARED VOTING POWER<br>1,807,643 shares (1)   |
| -----                           |  |
| BY<br>EACH<br>REPORTING         | 9      SOLE DISPOSITIVE POWER<br>177,788 shares  |
| -----                           |  |
| PERSON<br>WITH                  | 10     SHARED DISPOSITIVE POWER<br>1,807,643 shares (1)  |
| -----                           |  |
| 11                              | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON   |

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1,985,431 shares (1)

-----  
 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) |X|  
 See Item 5  
 -----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 22.4% of the Class A Common Stock (1) (2)  
 -----  
 14 TYPE OF REPORTING PERSON (See Instructions)  
 IN  
 -----

(1) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(2) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005.

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 1 NAME OF REPORTING PERSON  
 Samuel C. Johnson 1988 Trust Number One u/a September 14, 1988  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  
 20-6217605  
 -----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (See Instructions) (A) [x]  
 (B) [ ]  
 -----  
 3 SEC USE ONLY  
 -----  
 4 SOURCE OF FUNDS (See Instructions)  
 SC and BK  
 -----  
 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
 PURSUANT TO ITEMS 2(d) or 2(e) [ ]  
 -----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Wisconsin  
 -----  
 NUMBER OF SHARES BENEFICIALLY OWNED

|  |   |   |
|--|---|---|
|  | 7 | SOLE VOTING POWER<br>0 shares               |
|  | 8 | SHARED VOTING POWER<br>1,407,643 shares (1) |

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|                         |   |  |                                     |
|-------------------------|---|--|-------------------------------------|
| BY<br>EACH<br>REPORTING | 9   | SOLE DISPOSITIVE POWER<br>0 shares               |                                     |
| PERSON<br>WITH          | 10  | SHARED DISPOSITIVE POWER<br>1,407,643 shares (1) |                                     |
| 11                      | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  |  |                                     |
|                         | 1,407,643 shares (1)  |  |                                     |
| 12                      | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES<br>CERTAIN SHARES (See Instructions)<br>See Item 5 |  | <input checked="" type="checkbox"/> |
| 13                      | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>15.9% of the Class A Common Stock (1) (2)           |  |                                     |
| 14                      | TYPE OF REPORTING PERSON (See Instructions)<br>OO*  |  |                                     |

\* The Reporting Person is a trust.

(1) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(2) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005.

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|   |  |  |   |
|---|--|--|---|
| 1 | NAME OF REPORTING PERSON<br>JWA Consolidated, Inc.<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)<br>39-156071 |  |   |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions)   |  | (A) <input checked="" type="checkbox"/><br>(B) <input type="checkbox"/> |
| 3 | SEC USE ONLY   |  |   |
| 4 | SOURCE OF FUNDS (See Instructions)<br>SC and BK  |  |   |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e)   |  | <input type="checkbox"/>  |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION   |  |   |

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Wisconsin

|                               |  |  |                                     |
|-------------------------------|--|--|-------------------------------------|
| NUMBER OF                     | 7  | SOLE VOTING POWER<br>114,464 shares              |                                     |
| SHARES BENEFICIALLY OWNED     | 8  | SHARED VOTING POWER<br>1,037,330 shares (1)      |                                     |
| BY EACH REPORTING PERSON WITH | 9  | SOLE DISPOSITIVE POWER<br>114,464 shares         |                                     |
|                               | 10   | SHARED DISPOSITIVE POWER<br>1,037,330 shares (1) |                                     |
| 11                            | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON   |  |                                     |
|                               | 1,151,794 shares (1)   |  |                                     |
| 12                            | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)<br>See Item 5 |  | <input checked="" type="checkbox"/> |
| 13                            | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>13.0% of the Class A Common Stock (1) (2)        |  |                                     |
| 14                            | TYPE OF REPORTING PERSON (See Instructions)<br>CO  |  |                                     |

(1) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(2) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005.

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|   |   |  |   |
|---|---|--|---|
| 1 | NAME OF REPORTING PERSON<br>Johnson Bank<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)<br>39-1141446 |  |   |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions)  |  | (A) <input checked="" type="checkbox"/><br>(B) <input type="checkbox"/> |
| 3 | SEC USE ONLY  |  |   |

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|    |   |    |  |
|----|---|----|--|
| 4  | SOURCE OF FUNDS (See Instructions)<br>SC and BK   |    |  |
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e)                |    | [ ]  |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Wisconsin   |    |  |
|    | NUMBER OF   | 7  | SOLE VOTING POWER<br>445,504 shares (1)          |
|    | SHARES BENEFICIALLY OWNED   | 8  | SHARED VOTING POWER<br>3,410,958 shares (2)      |
|    | BY EACH REPORTING PERSON  | 9  | SOLE DISPOSITIVE POWER<br>445,504 shares (1)     |
|    | PERSON WITH   | 10 | SHARED DISPOSITIVE POWER<br>3,410,958 shares (2) |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  |    |  |
|    | 3,856,462 shares (1) (2) (3)  |    |  |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES<br>CERTAIN SHARES (See Instructions)<br>See Item 5 |    | [X]  |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>41.7% of the Class A Common Stock (1) (2) (3) (4)   |    |  |
| 14 | TYPE OF REPORTING PERSON (See Instructions)<br>BK   |    |  |

(1) Includes options and rights to acquire 326,000 shares of Class A Common Stock are exercisable within 60 days.

(2) Includes options and rights to acquire 74,000 shares of Class A Common Stock that are exercisable within 60 days.

(3) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(4) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005 and 400,000 options and rights held by Johnson Back to purchase shares of Class A Common Stock that are exercisable within 60 days.

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|    |  |   |
|----|--|---|
| 1  | NAME OF REPORTING PERSON<br>H. Fisk Johnson<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) |   |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions)   | (A) <input checked="" type="checkbox"/><br>(B) <input type="checkbox"/> |
| 3  | SEC USE ONLY   |   |
| 4  | SOURCE OF FUNDS (See Instructions)<br>SC and BK  |   |
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e)                       | <input type="checkbox"/>  |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Illinois   |   |
|    | NUMBER OF  | 7 SOLE VOTING POWER<br>401,739 shares (1)                               |
|    | SHARES BENEFICIALLY OWNED  | 8 SHARED VOTING POWER<br>1,658,936 shares (2) (3) (4)                   |
|    | BY EACH REPORTING PERSON WITH  | 9 SOLE DISPOSITIVE POWER<br>401,739 shares (1)                          |
|    |  | 10 SHARED DISPOSITIVE POWER<br>1,658,936 shares (2) (3) (4)             |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>2,060,675 (1) (2) (3) (4)                    |   |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)<br>See Item 5           | <input checked="" type="checkbox"/>                                     |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>23.0% of the Class A Common Stock (1) (2) (3) (4) (5)      |   |
| 14 | TYPE OF REPORTING PERSON (See Instructions)<br>IN  |   |

(1) Includes options and rights to acquire up to 14,143 shares of Class A Common Stock are exercisable within 60 days.

(2) Includes options and rights to acquire 85,000 shares of Class A Common Stock that are exercisable within 60 days

(3) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(4) Includes shares of Class A Common Stock and Class B Common Stock held of record by entities owned jointly by the Reporting Person and certain other Reporting Persons.



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(5) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005 and options and rights held by Mr. Johnson to purchase 99,143 shares of Class A Common Stock that are exercisable within 60 days.

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|    |  |   |
|----|--|---|
| 1  | NAME OF REPORTING PERSON<br>S. Curtis Johnson<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) |   |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP<br>(See Instructions)   | (A) <input checked="" type="checkbox"/><br>(B) <input type="checkbox"/> |
| 3  | SEC USE ONLY   |   |
| 4  | SOURCE OF FUNDS (See Instructions)<br>SC and BK  |   |
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED<br>PURSUANT TO ITEMS 2(d) or 2(e)                         | <input type="checkbox"/>  |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION<br>Wisconsin  |   |
|    | NUMBER OF  | 7 SOLE VOTING POWER<br>43,153 shares (1)                                |
|    | SHARES BENEFICIALLY OWNED  | 8 SHARED VOTING POWER<br>1,414,883 shares (2) (3)                       |
|    | BY EACH REPORTING PERSON   | 9 SOLE DISPOSITIVE POWER<br>43,153 shares (1)                           |
|    | PERSON WITH  | 10 SHARED DISPOSITIVE POWER<br>1,414,883 shares (2) (3)                 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>1,458,036 shares (1) (2) (3)                   |   |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES<br>CERTAIN SHARES (See Instructions)<br>See Item 5          | <input checked="" type="checkbox"/>                                     |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>16.5% of the Class A Common Stock (1) (2) (3) (4)            |   |

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14 TYPE OF REPORTING PERSON (See Instructions)  
IN

(1) Includes options and rights to acquire up to 14,144 shares of Class A Common Stock are exercisable within 60 days.

(2) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(3) Includes shares of Class A Common Stock and Class B Common Stock held of record by entities owned jointly by the Reporting Person and certain other Reporting Persons.

(4) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005 and options and rights held by Mr. Johnson to purchase 14,144 shares of Class A Common Stock that are exerciseable within 60 days.

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1 NAME OF REPORTING PERSON  
Winifred J. Marquart  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(See Instructions) (A)   
(B)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)  
SC and BK

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Wisconsin

|                                 |    |   |
|---------------------------------|----|---|
| NUMBER<br>OF                    | 7  | SOLE VOTING POWER<br>14,164 shares (1)            |
| SHARES<br>BENEFICIALLY<br>OWNED | 8  | SHARED VOTING POWER<br>502,614 shares (2) (3) (4) |
| BY<br>EACH<br>REPORTING         | 9  | SOLE DISPOSITIVE POWER<br>14,164 shares (1)       |
| PERSON                          | 10 | SHARED DISPOSITIVE POWER                          |

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|    |  |  |
|----|--|--|
|    | WITH   | 502,614 shares (2) (3) (4)                           |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                             | 516,778 shares (1) (2) (3) (4)                       |
| 12 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) | <input checked="" type="checkbox"/>                  |
|    | See Item 5   |  |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                                       | 5.8% of the Class A Common Stock (1) (2) (3) (4) (5) |
| 14 | TYPE OF REPORTING PERSON (See Instructions)  | IN   |

(1) Includes options and rights to acquire up to 14,144 shares of Class A Common Stock that are exercisable within 60 days.

(2) Includes options and rights to acquire 79,000 shares of Class A Common Stock that are exercisable within 60 days

(3) Includes shares of Class B Common Stock beneficially owned by the Reporting Person which are convertible at any time into Class A Common Stock on a one share-for-one share basis.

(4) Includes shares of Class A Common Stock and Class B Common Stock held of record by entities owned jointly by the Reporting Person and certain other Reporting Persons.

(5) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (convertible into shares of Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of February 14, 2004, as reported on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on February 15, 2005 and options and rights held by Ms. Marquart to purchase 93,144 shares of Class A Common Stock that are exercisable within 60 days.

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THIS AMENDMENT NO. 9 TO SCHEDULE 13D is filed jointly by Helen P. Johnson-Leipold ("Ms. Johnson-Leipold"), Imogene P. Johnson ("Mrs. Johnson"), Samuel C. Johnson 1988 Trust Number One u/a September 14, 1988 (the "1988 Trust"), H. Fisk Johnson ("Mr. Fisk Johnson"), S. Curtis Johnson ("Mr. Curtis Johnson"), Winifred J. Marquart ("Ms. Marquart"), JWA Consolidated, Inc. ("JWA") and Johnson Bank (the "Bank"). In this Amendment No. 9 to Schedule 13D, Ms. Johnson-Leipold, Mrs. Johnson, the 1988 Trust, Mr. Fisk Johnson, Mr. Curtis Johnson, Ms. Marquart, JWA and the Bank are sometimes individually referred to as a "Reporting Person" and collectively referred to herein as the "Reporting Persons". The Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d) (3) of the Securities Exchange Act of 1934, as amended (the "Act"), with respect to the transaction described in Item 4 of this Schedule 13D and thus are eligible to make a joint filing under Rule 13d-1(k) promulgated under the Act. Except as expressly set forth in this Schedule 13D, each Reporting Person disclaims beneficial ownership of the shares of Class A Common Stock beneficially owned by any other Reporting Person or any other person. This filing shall serve to amend and supplement the Amendment No. 8 to Schedule 13D filed by the Reporting Persons with the Securities and Exchange Commission (the

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"SEC") on February 25, 2005.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Item 3 to the Schedule 13D is amended and supplemented by the following:

On May 18, 2005, the 1988 Trust transferred by gift 220,000 shares of Class A Common Stock to an entity beneficially owned by Mrs. Johnson.

As more fully set forth below in Item 4, on May 18, 2005, an entity beneficially owned jointly by Ms. Johnson-Leipold and the Bank, purchased 55,000 shares of Class A Common Stock and paid for such shares partially in cash and partially by the issuance of a promissory note, attached hereto as Exhibit 99.45 (the "HJL Note 3").

As more fully set forth below in Item 4, on May 18, 2005, an entity beneficially owned jointly by Mr. Fisk Johnson and the Bank, purchased 55,000 shares of Class A Common Stock and paid for such shares partially in cash and partially by the issuance of a promissory note, attached hereto as Exhibit 99.46 (the "HFJ Note 3").

As more fully set forth below in Item 4, on May 18, 2005, an entity beneficially owned jointly by Mr. Curtis Johnson and the Bank, purchased 55,000 shares of Class A Common Stock and paid for such shares partially in cash and partially by the issuance of a promissory note, attached hereto as Exhibit 99.47 (the "SCJ Note 2").

As more fully set forth below in Item 4, on May 18, 2005, an entity beneficially owned jointly by Ms. Marquart and the Bank, purchased 55,000 shares of Class A Common Stock and paid for such shares partially in cash and partially by the issuance of a promissory note, attached hereto as Exhibit 99.48 (the "WJM Note 3").

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 to the Schedule 13D is amended and supplemented by the following:

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On May 18, 2005, the 1988 Trust transferred by gift 220,000 shares of Class A Common Stock to an entity beneficially owned by Mrs. Johnson.

On May 18, 2005, an entity beneficially owned jointly by Ms. Johnson-Leipold and the Bank, purchased 55,000 shares of Class A Common Stock from an entity beneficially owned by Mrs. Johnson by delivery of that certain Sale Agreement attached hereto as Exhibit 99.49 (the "Sale Agreement"). The purchase price for the shares of Class A Common Stock was paid partially in cash and partially by the issuance of the HJL Note 3.

On May 18, 2005, an entity beneficially owned jointly by Mr. Fisk Johnson and the Bank, purchased 55,000 shares of Class A Common Stock from an entity beneficially owned by Mrs. Johnson by delivery of the Sale Agreement. The purchase price for the shares of Class A Common Stock was paid partially in cash and partially by the issuance of the HFJ Note 3.

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On May 18, 2005, an entity beneficially owned jointly by Mr. Curtis Johnson and the Bank, purchased 55,000 shares of Class A Common Stock from an entity beneficially owned by Mrs. Johnson by delivery of the Sale Agreement. The purchase price for the shares of Class A Common Stock was paid partially in cash and partially by the issuance of the SCJ Note 2.

On May 18, 2005, an entity beneficially owned jointly by Ms. Marquart and the Bank, purchased 55,000 shares of Class A Common Stock from an entity beneficially owned by Mrs. Johnson by delivery of the Sale Agreement. The purchase price for the shares of Class A Common Stock was paid partially in cash and partially by the issuance of the WJM Note 3.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 is hereby amended in its entirety to read as follows:

(a)-(b) Information concerning the amount and percentage of shares of Class A Common Stock beneficially owned by the Reporting Persons is set forth below:

| Reporting Person    | Sole Voting and Dispositive Power | Shared Voting and Dispositive Power | Aggregate Beneficial Ownership                            | Per      |
|---------------------|-----------------------------------|-------------------------------------|---|----------|
| Ms. Johnson-Leipold | 342,587 (1) (2)                   | 2,003,746 (1) (10)                  | 2,346,333 (1) (2) (10) (12) (13) (14) (15) (16) (17)      | 26. (13) |
| Mrs. Johnson        | 177,788                           | 1,807,643 (1)                       | 1,985,431 (1) (11) (13) (14) (15) (16) (17)               | 22. (14) |
| The 1988 Trust      | 0                                 | 1,407,643 (1)                       | 1,407,643 (1) (11) (12) (13) (14) (15) (16) (17)          | 15. (13) |
| JWA                 | 114,464                           | 1,037,330 (1)                       | 1,151,794 (1) (11) (12) (14) (15) (16) (17)               | 13. (14) |
| The Bank            | 445,504 (1)                       | 3,410,958 (1)                       | 3,856,462 (1) (11) (12) (13) (15) (16) (17)               | 41. (13) |
| Mr. Fisk Johnson    | 401,739 (1) (3)                   | 1,658,936 (1) (10) (18)             | 2,060,675 (1) (3) (10) (11) (12) (13) (14) (16) (17) (18) | 23. (12) |
| Mr. Curtis Johnson  | 43,153 (1) (3)                    | 1,414,883 (1) (10)                  | 1,458,036 (1) (3) (7) (10) (11) (12) (13) (14) (15) (17)  | 16. (13) |

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|              |                |                       |   |          |
|--------------|----------------|-----------------------|---|----------|
| Ms. Marquart | 14,164 (1) (3) | 502,614 (1) (10) (19) | 516,778 (1) (3) (10) (11) (12) (13) (14) (15) (16) (19) | 5.8 (13) |
|--------------|----------------|-----------------------|---|----------|

- (1) Includes shares of Class B Common Stock which are convertible at any time on a one share-for-one share basis (Class A Common Stock).
- (2) Includes options and rights to acquire 14,143 shares of Class A Common Stock, which options are exercisable within 60 days.
- (3) Includes options and rights to acquire 14,143 shares of Class A Common Stock for Mr. Fisk Johnson and Ms. Marquart, which options and rights are exercisable within 60 days.
- (4) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2005 and options and rights held by Ms. Johnson-Leipold to purchase 14,143 shares of Class A Common Stock which are exercisable within 60 days.
- (5) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2004.
- (6) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2004 and 400,000 options and rights held by Johnson Bank to purchase shares of Class A Common Stock which are exercisable within 60 days.
- (7) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2005, and options and rights held by Mr. Fisk Johnson to purchase 99,143 shares of Class A Common Stock which are exercisable within 60 days.
- (8) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2005, and options and rights held by Mr. Curtis Johnson to purchase 14,144 shares of Class A Common Stock which are exercisable within 60 days.
- (9) Based on 7,625,331 shares of Class A Common Stock and 1,221,715 shares of Class B Common Stock (Class A Common Stock on a one share-for-one share basis) of Johnson Outdoors Inc. outstanding as of Feb 2005 on the Johnson Outdoors Inc. Form 14A Definitive Proxy Statement, filed with the Securities and Exchange Commission on October 29, 2005, and options and rights held by Ms. Marquart to purchase 93,144 shares of Class A Common Stock which are exercisable within 60 days.
- (10) Includes shares of Class A Common Stock and Class B Common Stock held of record by entities other than the Reporting Person and certain other Reporting Persons.
- (11) Excludes 342,587 shares beneficially owned solely by Ms. Johnson-Leipold as to which Mrs. Johnson, Johnson Bank, Mr. Fisk Johnson, Mr. Curtis Johnson and Ms. Marquart disclaim any beneficial ownership.
- (12) Excludes 177,788 shares beneficially owned solely by Mrs. Johnson as to which Ms. Johnson-Leipold, Johnson Bank, Mr. Fisk Johnson, Mr. Curtis Johnson and Ms. Marquart disclaim any beneficial ownership.
- (13) Excludes 114,464 shares beneficially owned solely by JWA to which Ms. Johnson-Leipold, Mrs. Johnson, Mr. Fisk Johnson, Mr. Curtis Johnson and Ms. Marquart disclaim any beneficial ownership.
- (14) Excludes 445,504 shares beneficially owned solely by the Bank to which Ms. Johnson-Leipold, Mrs. Johnson, Mr. Fisk Johnson, Mr. Curtis Johnson and Ms. Marquart disclaim any beneficial ownership.
- (15) Excludes 401,739 shares beneficially owned solely by Mr. Fisk Johnson as to which Ms. Johnson-Leipold, Mrs. Johnson, JWA, the Bank, Mr. Curtis Johnson and Ms. Marquart disclaim any beneficial ownership.

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- (16) Excludes 43,153 shares beneficially owned solely by Mr. Curtis Johnson as to which Ms. Johnson-Leipold, Mrs. Johnson, JWA, the Bank, Mr. Fisk Johnson and Ms. Marquart disclaim any beneficial ownership.
- (17) Excludes 14,164 shares beneficially owned solely by Ms. Marquart as to which Ms. Johnson-Leipold, Mrs. Johnson, JWA, the Bank, Mr. Fisk Johnson and Mr. Curtis Johnson disclaim any beneficial ownership.

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- (18) Includes options and rights to acquire 99,143 shares of Class A Common Stock that are exerci
- (19) Includes options and rights to acquire 61,000 shares of Class A Common Stock that are exerci

During the last five years, none of the above persons has been convicted in a criminal proceeding or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

(c)-(e). Not Applicable.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Except as described in this Schedule 13D, as Amended by this Amendment No. 9, there are no contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons and between such Reporting Persons and any person with respect to any securities of the Company, including but not limited to transfer or voting of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantors of profit, division of profit or loss or the giving or withholding of proxies.

ITEM 7. MATERIALS TO BE FILED AS EXHIBITS.

Item 7 is hereby amended as follows:

| Exhibit No.<br>----- | Title<br>-----   |
|----------------------|--|
| Exhibit 99.45        | Secured Promissory Note, dated as of May 18, 2005, issued by the Helen Johnson-Leipold Third Party Gift and Inheritance Trust to the 1993 Trust. |
| Exhibit 99.46        | Secured Promissory Note, dated as of May 18, 2005, issued by the H. Fisk Johnson Third Party Gift and Inheritance Trust to the 1993 Trust.       |
| Exhibit 99.47        | Secured Promissory Note, dated as of May 18, 2005, issued by the S. Curtis Johnson Third Party Gift and Inheritance Trust to the 1993 Trust.     |
| Exhibit 99.48        | Secured Promissory Note, dated as of May 18, 2005, issued by the Winifred J. Marquart Third Party Gift and Inheritance Trust to the 1993 Trust.  |

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Exhibit 99.49 Sale Agreement, dated as of May 18, 2005, by

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and among the Helen Johnson-Leipold Third Party Gift and Inheritance Trust, the H. Fisk Johnson Third Party Gift and Inheritance Trust, the S. Curtis Johnson Third Party Gift and Inheritance Trust, the Winifred J. Marquart Third Party Gift and Inheritance Trust, and the 1993 Trust.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 18, 2005 /s/ Helen P. Johnson-Leipold  
-----  
Name: Helen P. Johnson-Leipold

Dated: May 18, 2005 /s/ Imogene P. Johnson  
-----  
Name: Imogene P. Johnson

Dated: May 18, 2005 /s/ H. Fisk Johnson  
-----  
Name: H. Fisk Johnson

Dated: May 18, 2005 /s/ S. Curtis Johnson  
-----  
Name: S. Curtis Johnson

Dated: May 18, 2005 /s/ Winifred J. Marquart  
-----  
Name: Winifred J. Marquart

Samuel C. Johnson 1988 Trust Number One  
u/a September 14, 1988

Dated: May 18, 2005 By: /s/ Imogene P. Johnson  
-----  
Name: Imogene P. Johnson  
Title: Co-Trustee

JWA Consolidated, Inc.

Dated: May 18, 2005 By: /s/ Imogene P. Johnson  
-----  
Name: Imogene P. Johnson  
Title: President

Johnson Bank



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Dated: May 18, 2005

By: /s/ Brian Lucareli

-----  
Name: Brian Lucareli

Title: Senior Vice President