

Edgar Filing: PUBLIX SUPER MARKETS INC - Form SC 13G

PUBLIX SUPER MARKETS INC
Form SC 13G
February 15, 2001

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 8) *

PUBLIX SUPER MARKETS, INC.

(Name of Issuer)

Common Stock, Par Value \$1.00 Per Share

(Title of Class of Securities)

None

(CUSIP Number)

12/31/2000

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed 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).

Page 1 of 4

SCHEDULE 13G

CUSIP No. None

Page 2 of 4 Pages
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1 Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons

Publix Super Markets, Inc. Employee Stock Ownership Plan
59-1673419

2 Check the Appropriate Box if A Member of a Group*

(a) ___

(b) X

3 SEC Use Only

4 Citizenship or Place of Organization

Employee Benefit Plan (Florida)

Number of Shares Beneficially Owned By Each Reporting Person With	5 Sole Voting Power	
	6 Shared Voting Power	54,336,127
	7 Sole Dispositive Power	
	8 Shared Dispositive Power	54,336,127

9 Aggregate Amount Beneficially Owned by Each Reporting Person

54,336,127

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares* ___

N/A

11 Percent of Class Represented by Amount in Row (9)

26.51%

12 Type of Reporting Person*

EP

SCHEDULE 13G

CUSIP No. None

Page 3 of 4 Pages
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Item 1(a). Name of Issuer:

Publix Super Markets, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

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1936 George Jenkins Boulevard, Lakeland, FL 33815

Item 2(a). Name of Person Filing:

Publix Super Markets, Inc. Employee Stock Ownership Plan

Item 2(b). Address of Principal Business Officer or, if None, Residence:

Item 2(c). Citizenship:

Employee Benefit Plan (Florida)

Item 2(d). Title of Class of Securities:

Common Stock, Par Value \$1.00 Per Share

Item 2(e). CUSIP Number:

None

Item 3. This statement is filed pursuant to Rule 13d-1(b). Check whether the person filing is an employee benefit plan or endowment fund in accordance with Rule 13d-1(b) (1) (ii) (F): |X|

Item 4. Ownership

Information regarding ownership of common stock of the Company:

(a) Amount beneficially owned: 54,336,127

(b) Percent of class: 26.51%

(c) Number of shares as to which the person has:

(i) Sole power to vote or direct the vote:

(ii) Shared power to vote or to direct the vote: 54,336,127

(iii) Sole power to dispose or direct the disposition of:

(iv) Shared power to dispose or to direct the disposition of:
54,336,127

SCHEDULE 13G

CUSIP No. None

Page 4 of 4 Pages
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As of December 31, 2000, the Publix Super Markets, Inc. Employee Stock Ownership Plan ("ESOP") was the beneficial owner, as that term is defined under Rule 13d-3 under the Securities Exchange Act of 1934, as amended, of a total of 54,336,127 shares of the Company's common stock or approximately 26.51% of the total outstanding shares of the Company's common stock.

Changes that have occurred in the total number of shares of common stock held by the ESOP since the filing of the seventh amendment to the initial

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statement are reflected in Schedule 1 attached hereto. All such changes have been in accordance with the terms of the ESOP.

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Dividends paid on the Company's common stock and attributable to shares allocated to ESOP participants' accounts may be distributed to such participants as directed by the Trustee in accordance with the terms of the Publix Super Markets, Inc. Employee Stock Ownership Trust.

Item 7. Identification and Classification of the Subsidiary Which Acquired the

Security Being Reported on by the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

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

Dated: February 14, 2001

/s/ Hoyt R. Barnett

Hoyt R. Barnett, Trustee
Publix Super Markets, Inc.
Employee Stock Ownership Plan

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SCHEDULE 1

SHARES HELD BY PUBLIX SUPER MARKETS, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

Date	Shares Acquired	Shares Disposed of	Balance	Description of Transaction
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	Beginning Balance		57,613,331	
Jan-00		105,653	57,507,678	Distributions to participants
Feb-00		450,085	57,057,593	Distributions to participants
Mar-00	2,997,651		60,055,244	Company contribution - Publix Super Markets, Inc.
Mar-00	10,862		60,066,106	Company contribution - Publix Alabama, Inc.
Mar-00	37,877		60,103,983	Special Company Contribution
Mar-00	2,278		60,106,261	Special Company Contribution
Mar-00		1,356,846	58,749,415	Distributions to participants
May-00		1,004,545	57,744,870	Distributions to participants
May-00		1	57,744,869	Partial share adjustment
Jun-00		792,681	56,952,188	Distributions to participants
Aug-00		642,219	56,309,969	Distributions to participants
Sep-00		848,862	55,461,107	Distributions to participants
Oct-00		-614	55,461,721	Reversal of hardship distribution
Nov-00		729,858	54,731,863	Distributions to participants
Dec-00		446,946	54,284,917	Distributions to participants
Dec-00	51,210		54,336,127	Purchase
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	3,099,878	6,377,082		
	=====	=====		