

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

PUBLIX SUPER MARKETS INC
Form SC 13D
February 15, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 12)

Publix Super Markets, Inc.

(Name of Issuer)

Common Stock, Par Value \$1.00 Per Share

(Title of Class of Securities)

None

(CUSIP Number)

Tina P. Johnson, 1936 George Jenkins Blvd., Lakeland, FL 33815 (863)688-1188

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

January 23, 2002

(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 which 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

____.

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1 Names of Reporting Persons

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I.R.S. Identification Nos. of Above Persons

Howard M. Jenkins 264-78-3878

2 Check the Appropriate Box if A Member of a Group

(a) ___

(b) ___

3 SEC Use Only

4 Source of Funds

Not applicable.

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) ___

6 Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned By Each Reporting Person With:	7 Sole Voting Power	2,451,466
	8 Shared Voting Power	3,994,016
	9 Sole Dispositive Power	2,451,466
	10 Shared Dispositive Power	3,994,016

11 Aggregate Amount Beneficially Owned by Each Reporting Person

6,445,482

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares ___

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

3.29%

14 Type of Reporting Person

IN

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Item 1. Security and Issuer

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Common Stock, Par Value \$1.00 Per Share
Publix Super Markets, Inc.
1936 George Jenkins Boulevard
Lakeland, Florida 33815

Item 2. Identity and Background

- (a) Howard M. Jenkins
- (b) 1936 George Jenkins Boulevard, Lakeland, Florida 33815
- (c) Chairman of the Board and Director
Publix Super Markets, Inc.
1936 George Jenkins Boulevard, Lakeland, Florida 33815
- (d) No
- (e) No
- (f) United States

Item 3. Source and Amount of Funds or Other Consideration

Not applicable.

Item 4. Purpose of Transaction

- (a) The changes in beneficial ownership since the filing of the eleventh amendment to the initial statement are as a result of activity reflected on Schedule 1 attached hereto and a disposition of shares described in Item 4(c).
- (b) Not applicable.
- (c) HJ Properties Limited Partnership was dissolved and upon its liquidation, shares were transferred to the partners. For the current ownership of these shares, see Schedule 2 attached hereto. The dissolution of HJ Properties Limited Partnership was effectuated for estate planning purposes. Of the 5,492,638 shares transferred from HJ Properties Limited Partnership, 5,382,731 shares are now owned by The HMJ Trust, which benefits Mr. Jenkins' heirs. Mr. Jenkins has no voting or dispositive power over assets held in this trust.
- (d) Not applicable.
- (e) Not applicable.
- (f) Not applicable.
- (g) Not applicable.
- (h) Not applicable.
- (i) Not applicable.
- (j) Not applicable.

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Item 5. Interest in Securities of the Issuer

- (a) 6,445,482 shares of common stock, approximately 3.29% of the class
- (b) Sole Voting Power: 2,451,466
Shared Voting Power: 3,994,016
Sole Dispositive Power: 2,451,466
Shared Dispositive Power: 3,994,016

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For information regarding the shares held with shared voting and shared dispositive powers, see (d) below.

- (c) See Item 4(a) and 4(c) above.
- (d) Sole power to vote and sole power to dispose of 2,288,753 shares (owned by Mr.Jenkins individually and held directly); sole power to vote and sole power to dispose of 610 shares (owned by Mr.Jenkins' minor children with him as custodian); sole power to vote and sole power to dispose of 113,289 shares (owned by the Barnett Children's Irrevocable Trust, Howard Jenkins as Trustee); sole power to vote and sole power to dispose of 17,762 shares (owned by the Wesley Robinson Barnett Trust, Howard Jenkins as Trustee); sole power to vote and sole power to dispose of 31,052 shares (owned by the Nicholas Jenkins Barnett Trust, Howard Jenkins as Trustee); shared power to vote and shared power to dispose of 3,939,090 shares (owned by Meralex Limited Partnership); shared power to vote and shared power to dispose of 54,926 shares (owned by BBM, Inc.).

Mr. Jenkins is shown as having shared voting and shared dispositive power for the 3,939,090 shares held in the Meralex Limited Partnership. The General Partner of the Partnership, with control over voting and disposition of shares, is BBM, Inc. (formerly known as Jenkins Baldwin Corporation), a Delaware corporation, with a principal address of 3801 Overbrook, Houston, Texas 77027. Mr. Jenkins, Benjamin West, James Howard and George Patterson are the stockholders of BBM, Inc.

Mr. Jenkins is shown as having shared voting and shared dispositive power for 54,926 shares in BBM, Inc., a Delaware corporation, with a principal address of 3801 Overbrook, Houston, Texas, 77027. Mr. Jenkins, Benjamin West, James Howard and George Patterson are the stockholders of BBM, Inc.

- (e) January 23, 2002

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

See Item 5(d) above.

Item 7. Material to be Filed as Exhibits

None.

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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.

/s/ Howard M. Jenkins

Howard M. Jenkins

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Date: February 14, 2002

Schedule 1

Transactions of Shares Beneficially Owned
by Howard M. Jenkins

Date of Transaction	Share Registration	Voting and Dispositive Power	Type of Transaction	Number of Shares	Value of Shares on Transaction Date (as applicable)	Description of Transaction
03/20/2001	Howard M. Jenkins (as an individual)	Sole	Sale	14,500	\$48.25	
03/20/2001	Meralex Limited Partnership	Shared	Sale	107,003	\$48.25	
04/16/2001	Howard M. Jenkins (as an individual)	Sole	Acquisition	450,000		Received from a trust.
05/04/2001	Howard M. Jenkins (as an individual)	Sole	Sale	103,093	\$48.50	
12/10/2001	HJ Properties Limited Partnership	Sole	Sale	291,703	\$41.00	
12/26/2001	Howard M. Jenkins (as an individual)	Sole	Gift	9,388		Shares gifted to various charitable organizations.

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Schedule 2

HJ Properties Limited Partnership was dissolved and, as a result, a total of 5,492,638 shares were received by various entities as listed below.

Date of Transaction -----	Recipient of Shares -----	Principal Address of Receiving Entity -----	Number of Shares -----	Value of Shares on Transaction Date (as applicable) -----
01/23/2002	Howard M. Jenkins (as an individual)	1936 George Jenkins Blvd. Lakeland, FL 33815	54,981	
01/23/2002	BBM, Inc.	3801 Overbrook Houston, TX 77027	54,926	
01/23/2002	The HMJ Trust	3801 Overbrook Houston, TX 77027	5,382,731	