

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-04**

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ISSUER

JO-ANN STORES INC

CIK: **34151** | IRS No.: **340720629** | State of Incorporation: **OH** | Fiscal Year End: **0131**
SIC: **5940** Miscellaneous shopping goods stores

Mailing Address
5555 DARROW ROAD
HUDSON OH 44236

Business Address
5555 DARROW RD
HUDSON OH 44236
2166562600

REPORTING OWNER

NEWMAN FRANK A

CIK: **1196750**
Type: **4** | Act: **34** | File No.: **001-06695** | Film No.: **06511055**

Mailing Address
10560 DR. MARTIN LUTHER
KING JR. ST N
ST PETERSBURG FL
33716-3718

Business Address
C/O JABIL CIRCUIT INC
10560 DR. MARTIN LUTHER
KING JR. ST N
ST PETERSBURG FL
33716-3718
727-803-3309

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 NEWMAN FRANK A			2. Issuer Name and Ticker or Trading Symbol JO-ANN STORES INC [JAS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2006			
5555 DARROW ROAD			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(Street)						
HUDSON, OH 44236						
(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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 of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Phantom Stock Units	\$ 0 ⁽¹⁾	01/04/2006		A		22		09/01/2013 ⁽²⁾	09/01/2013 ⁽²⁾	Common Stock	22	\$ 0 ⁽¹⁾	5,772	D	

Explanation of Responses:

- Converts on a 1-for-1 basis.
- The units were accrued under the Non-Employee Director Deferred Stock rules of the 1998 Incentive Compensation Plan and are payable to the reporting person at the earlier of a date as selected by the reporting person or retirement.

Signatures

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY FOR
SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints Alan Rosskamm, Betty Rosskamm, James Kerr and Donald Tomoff and each of them as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

(1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 or such other forms (including any amendments thereto) as may be required by Section 16 of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act") with respect to the securities of Jo-Ann Stores, Inc., an Ohio corporation (the "Company"), with the United States Securities and Exchange Commission, any national securities exchanges and the Company;

(2) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and

(3) perform any and all other acts which in the discretion of such

attorney-in-fact are determined to be necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

(1) this Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in his or her discretion on information provided to such attorney-in-fact without independent verification of such information;

(2) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;

(3) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

(4) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby gives and grants the foregoing

attorney-in-fact full
power and authority to do and perform all and every
act and thing
whatsoever requisite, necessary or appropriate to be done
in and about the
foregoing matters as fully to all intents and purposes
as the undersigned
might or could do if present, hereby ratifying all
that each such
attorney-in-fact of, for and on behalf of the undersigned,
shall lawfully
do or cause to be done by virtue of this Limited Power of
Attorney.

This Power of Attorney shall remain in full
force and effect until
revoked by the undersigned in a signed writing
delivered to such
attorney-in-fact.

IN WITNESS WHEREOF, the
undersigned has caused this
Power of Attorney to be executed as of this
16th day of November, 2005.

/s/Frank A Newman

Signature

Frank A
Newman
Print Name

STATE OF Ohio)

)

COUNTY OF Summit)

On this 16th day of November, 2005,
Frank A Newman personally
appeared before me, and acknowledged that s/he
executed the foregoing
instrument for the purposes therein contained.

IN WITNESS WHEREOF,
I have hereunto set my hand and official seal.

/s/Wendy E. Stewart
Notary Public

My Commission Expires: May 20, 2009