

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**  
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### ISSUER

#### **PUBLIX SUPER MARKETS INC**

CIK: **81061** | IRS No.: **590324412** | State of Incorporation: **FL** | Fiscal Year End: **1231**  
SIC: **5411** Grocery stores

Mailing Address  
3300 PUBLIX CORPORATE  
PARKWAY  
LAKELAND FL 33811

Business Address  
3300 PUBLIX CORPORATE  
PARKWAY  
LAKELAND FL 33811  
863-688-1188

### REPORTING OWNER

#### **MCCLURG E VANE**

CIK: **1215789**  
Type: **4** | Act: **34** | File No.: **000-00981** | Film No.: **081047252**

Mailing Address  
P.O. BOX 407  
LAKELAND FL 33802

Business Address  
PO BOX 407  
LAKELAND FL 33802  
8686881188

# 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 <b>MCCLURG E VANE</b>			2. Issuer Name and Ticker or Trading Symbol <b>PUBLIX SUPER MARKETS INC</b> [NONE]			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) 08/27/2008			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		
P.O. BOX 407			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) LAKELAND, FL 33802-0407								
(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			
Common Stock	08/27/2008		S		185,260	D	\$19.7	4,246,800	D	
Common Stock								521,630	I (1)	By GRAT Trust
Common Stock								75,000	I	By IRA
Common Stock								502,510	I (2)	By Limited Partnership
Common Stock								50,000	I	By Spouse

**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					

**Explanation of Responses:**

1. Excludes shares which are owned by a limited partnership in which the grantor retained annuity trust is a limited partner. These excluded shares are instead reported as owned indirectly through the limited partnership, with disclaimer for those shares owned by the limited partnership in which the reporting person does not have any pecuniary interest.
2. The reported securities are held by a limited partnership of which the reporting person is both a general partner and a limited partner. The reporting person disclaims beneficial ownership of the shares held by the limited partnership, except to the extent of his direct or indirect pecuniary interest therein.

**Signatures**

/s/ Monica Allman, POA on file for E. Vane McClurg

\*\* Signature of Reporting Person

08/29/2008

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.**