

Edgar Filing: D D I INC ET AL - Form SC 13G

DDI INC ET AL
Form SC 13G
February 12, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 15)

Winn-Dixie Stores, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

974280 10 9

(CUSIP Number)

December 31, 2002

(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 disclosures provided in a prior cover page.

The information required on 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 44 Pages

CUSIP No. 974280 10 9

=====

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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
D.D.I., Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Florida - United States

| | | |
|--------------------------|---|--------------------------------------|
| | 5 | SOLE VOTING POWER 47,873,468 |
| NUMBER OF SHARES | | |
| BENEFICIALLY OWNED BY | 6 | SHARED VOTING POWER -0- |
| EACH | | |
| REPORTING PERSON | 7 | SOLE DISPOSITIVE POWER 47,873,468 |
| WITH | | |
| | 8 | SHARED DISPOSITIVE POWER -0- |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
47,873,468

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)
None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
34.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
CO

=====

Page 2 of 44 Pages

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

D.D.I., Inc.

Item 2(b). Address of Principal Business Office or, if none, Residence:

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4310 Pablo Oaks Court, Jacksonville, FL 32224

Item 2(c). Citizenship:

Florida - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person has the right to acquire additional shares as such right is defined in Rule 13d-3. Such shares are included in this Item 4 and are disclosed in Note (A) to Exhibit I hereto.

(a) Amount Beneficially Owned: 47,873,468

(b) Percent of Class: 34.0%

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CUSIP No. 974280 10 9

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

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

47,873,468

(ii) shared power to vote or to direct the vote:

-0-

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

47,873,468

(iv) shared power to dispose or to direct the disposition of:

-0-

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- Item 5. Ownership of Five Percent or Less of a Class.
N/A
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
N/A
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.
N/A
- Item 8. Identification and Classification of Members of the Group.
See Exhibit I for the identity of the group members filing this schedule.
- Item 9. Notice of Dissolution of Group.
N/A
- Item 10. Certification.
N/A

Page 4 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

D.D.I., Inc.
H. J. Skelton, President

[Name/Title]

 CUSIP No. 974280 10 9

=====

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Davis Family Special Trust 2003

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Florida - United States

| | | |
|--|---|---------------------------------|
| | 5 | SOLE VOTING POWER 53,998,250 |
|--|---|---------------------------------|

| | | | |
|---------------------|-------|---|----------------------------|
| NUMBER OF SHARES | ----- | 6 | SHARED VOTING POWER -0- |
|---------------------|-------|---|----------------------------|

| | | | |
|---|-------|---|--------------------------------------|
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | ----- | 7 | SOLE DISPOSITIVE POWER 53,998,250 |
|---|-------|---|--------------------------------------|

| | | | |
|--|-------|---|---------------------------------|
| | ----- | 8 | SHARED DISPOSITIVE POWER -0- |
|--|-------|---|---------------------------------|

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 53,998,250

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 (SEE INSTRUCTIONS)
 None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 38.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
 OO

=====

 CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Edgar Filing: D D I INC ET AL - Form SC 13G

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

Davis Family Special Trust 2003

Item 2(b). Address of Principal Business Office or, if none, Residence:

4310 Pablo Oaks Court, Jacksonville, FL 32224

Item 2(c). Citizenship:

Florida - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 53,998,250

(b) Percent of Class: 38.3%

Page 7 of 44 Pages

CUSIP No. 974280 10 9

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

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

53,998,250

(ii) shared power to vote or to direct the vote:

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-0-

(iii) sole power to dispose or to direct the disposition of:
53,998,250

(iv) shared power to dispose or to direct the disposition
of:

-0-

Item 5. Ownership of Five Percent or Less of a Class.
N/A

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

Item 7. Identification and Classification of the Subsidiary Which
Acquired the Security Being Reported on By the Parent Holding
Company.
N/A

Item 8. Identification and Classification of Members of the Group.
See Exhibit I for the identity of the group members filing this
schedule.

Item 9. Notice of Dissolution of Group.
N/A

Item 10. Certification.
N/A

Page 8 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

Edgar Filing: D D I INC ET AL - Form SC 13G

By: /s/ Scott A. Oko

[Signature]

Davis Family Special Trust 2003
Scott A. Oko, Trustee

[Name/Title]

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CUSIP No. 974280 10 9

=====

| | |
|---|--|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Scott A. Oko |
|---|--|

| | |
|---|---|
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/> |
|---|---|

| | |
|---|--------------|
| 3 | SEC USE ONLY |
|---|--------------|

| | |
|---|---|
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Florida - United States |
|---|---|

| | | |
|---------------------|---|---------------------------------|
| NUMBER OF SHARES | 5 | SOLE VOTING POWER 53,998,250 |
|---------------------|---|---------------------------------|

| | | |
|----------------------------------|---|----------------------------|
| BENEFICIALLY OWNED BY EACH | 6 | SHARED VOTING POWER -0- |
|----------------------------------|---|----------------------------|

| | | |
|-----------------------------|---|--------------------------------------|
| REPORTING PERSON WITH | 7 | SOLE DISPOSITIVE POWER 53,998,250 |
|-----------------------------|---|--------------------------------------|

| | | |
|--|---|---------------------------------|
| | 8 | SHARED DISPOSITIVE POWER -0- |
|--|---|---------------------------------|

| | |
|---|--|
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 53,998,250 |
|---|--|

| | |
|----|--|
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/> None Excluded |
|----|--|

| | |
|----|--|
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 38.3% |
|----|--|

| | |
|----|---|
| 12 | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN |
|----|---|

=====

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

Scott A. Oko

Item 2(b). Address of Principal Business Office or, if none, Residence:

4310 Pablo Oaks Court, Jacksonville, FL 32224

Item 2(c). Citizenship:

Florida - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 53,998,250

(b) Percent of Class: 38.3%

CUSIP No. 974280 10 9

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-
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote:
53,998,250
 - (ii) shared power to vote or to direct the vote:
-0-
 - (iii) sole power to dispose or to direct the disposition of:
53,998,250
 - (iv) shared power to dispose or to direct the disposition of:
-0-

- Item 5. Ownership of Five Percent or Less of a Class.
N/A
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
N/A
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.
N/A
- Item 8. Identification and Classification of Members of the Group.
See Exhibit I for the identity of the group members filing this schedule.
- Item 9. Notice of Dissolution of Group.
N/A
- Item 10. Certification.
N/A

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CUSIP No. 974280 10 9

SIGNATURE

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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.

February 10, 2003

Date

/s/ Scott A. Oko

[Signature]

Scott A. Oko

[Name/Title]

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CUSIP No. 974280 10 9

=====

| | |
|---|---|
| 1 | NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) SIVAD Investors, L.L.C. |
|---|---|

| | |
|---|---|
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/> |
|---|---|

| | |
|---|--------------|
| 3 | SEC USE ONLY |
|---|--------------|

| | |
|---|---|
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Texas - United States |
|---|---|

| | | |
|--|---|---------------------------------|
| | 5 | SOLE VOTING POWER 22,132,800 |
|--|---|---------------------------------|

| | | |
|---|---|----------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH | 6 | SHARED VOTING POWER -0- |
|---|---|----------------------------|

| | | |
|-----------------------------|---|--------------------------------------|
| REPORTING PERSON WITH | 7 | SOLE DISPOSITIVE POWER 22,132,800 |
|-----------------------------|---|--------------------------------------|

| | | |
|--|---|---------------------------------|
| | 8 | SHARED DISPOSITIVE POWER -0- |
|--|---|---------------------------------|

| | |
|---|--|
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 22,132,800 |
|---|--|

| | |
|----|--|
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES |
|----|--|

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(SEE INSTRUCTIONS) []

None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
15.7%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
OO
=====

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CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

SIVAD Investors, L.L.C.

Item 2(b). Address of Principal Business Office or, if none, Residence:

910 Louisiana, suite 3431, Houston, TX 77002

Item 2(c). Citizenship:

Texas - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 22,132,800

(b) Percent of Class: 15.7%

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CUSIP No. 974280 10 9

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

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

22,132,800

(ii) shared power to vote or to direct the vote:

-0-

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

22,132,800

(iv) shared power to dispose or to direct the disposition
of:

-0-

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

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which
Acquired the Security Being Reported on By the Parent Holding
Company.

N/A

Item 8. Identification and Classification of Members of the Group.

See Exhibit I for the identity of the group members filing this
schedule.\

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

Page 16 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

SIVAD Investors, L.L.C.
H. J. Skelton, President

[Name/Title]

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CUSIP No. 974280 10 9

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
DAVFAM, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas - United States

NUMBER OF SHARES BENEFICIALLY OWNED BY 5 SOLE VOTING POWER
22,132,800

6 SHARED VOTING POWER
-0-

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| | | |
|-------------------------------------|---|--------------------------------------|
| EACH REPORTING PERSON WITH | 7 | SOLE DISPOSITIVE POWER 22,132,800 |
| | 8 | SHARED DISPOSITIVE POWER -0- |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 22,132,800 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) [] None Excluded | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 15.7% | |
| 12 | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN | |

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CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

DAVFAM, Ltd.

Item 2(b). Address of Principal Business Office or, if none, Residence:

910 Louisiana, suite 3431, Houston, TX 77002

Item 2(c). Citizenship:

Texas - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

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N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 22,132,800

(b) Percent of Class: 15.7%

Page 19 of 44 Pages

CUSIP No. 974280 10 9

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

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

22,132,800

(ii) shared power to vote or to direct the vote:

-0-

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

22,132,800

(iv) shared power to dispose or to direct the disposition of:

-0-

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

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

N/A

Item 8. Identification and Classification of Members of the Group.

See Exhibit I for the identity of the group members filing this schedule.

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Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

Page 20 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

DAVFAM, Ltd.

By: SIVAD Investors, L.L.C.

General Partner

H. J. Skelton, President

[Name/Title]

CUSIP No. 974280 10 9

=====

| | |
|---|---|
| 1 | NAME OF REPORTING PERSONS |
| | I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |
| | SIVAD Investors II, L.L.C. |

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas - United States

| | | |
|--|---|--------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 21,257,959 |
| | 6 | SHARED VOTING POWER -0- |
| | 7 | SOLE DISPOSITIVE POWER 21,257,959 |
| | 8 | SHARED DISPOSITIVE POWER -0- |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
21,257,959

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)
None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
15.1%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
OO

Page 22 of 44 Pages

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

SIVAD Investors II, L.L.C.

Item 2(b). Address of Principal Business Office or, if none, Residence:

910 Louisiana, suite 3431, Houston, TX 77002

Edgar Filing: D D I INC ET AL - Form SC 13G

Item 2(c). Citizenship:

Texas - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2001. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 21,257,959

(b) Percent of Class: 15.1%

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CUSIP No. 974280 10 9

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

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

21,257,959

(ii) shared power to vote or to direct the vote:

-0-

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

21,257,959

(iv) shared power to dispose or to direct the disposition of:

-0-

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

N/A

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- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
N/A
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.
N/A
- Item 8. Identification and Classification of Members of the Group.
See Exhibit I for the identity of the group members filing this schedule.
- Item 9. Notice of Dissolution of Group.
N/A
- Item 10. Certification.
N/A

Page 24 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

SIVAD Investors II, L.L.C.
H. J. Skelton, President

[Name/Title]

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Edgar Filing: D D I INC ET AL - Form SC 13G

CUSIP No. 974280 10 9

=====

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
DAVFAM II, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Texas - United States

| | | |
|--|---|--------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 21,257,959 |
| | 6 | SHARED VOTING POWER -0- |
| | 7 | SOLE DISPOSITIVE POWER 21,257,959 |
| | 8 | SHARED DISPOSITIVE POWER -0- |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
21,257,959

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)
None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
15.1%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
PN

=====

Page 26 of 44 Pages

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

Edgar Filing: D D I INC ET AL - Form SC 13G

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

DAVFAM II, Ltd.

Item 2(b). Address of Principal Business Office or, if none, Residence:

910 Louisiana, suite 3431, Houston, TX 77002

Item 2(c). Citizenship:

Texas - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person does not have any current right to acquire additional shares as such right is defined in Rule 13d-3.

(a) Amount Beneficially Owned: 21,257,959

(b) Percent of Class: 15.1%

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CUSIP No. 974280 10 9

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

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

21,257,959

(ii) shared power to vote or to direct the vote:

-0-

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

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21,257,959

(iv) shared power to dispose or to direct the disposition of:

-0-

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

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

N/A

Item 8. Identification and Classification of Members of the Group.

See Exhibit I for the identity of the group members filing this schedule.

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

Page 28 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

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[Signature]

DAVFAM II, Ltd.

By: SIVAD Investors II, L.L.C.
General Partner
H. J. Skelton, President

[Name/Title]

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CUSIP No. 974280 10 9

```

=====
1  NAME OF REPORTING PERSONS
   I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
   T. Wayne Davis
-----
2  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) 
   (b) 
-----
3  SEC USE ONLY
-----
4  CITIZENSHIP OR PLACE OF ORGANIZATION
   Florida - United States
-----
5  SOLE VOTING POWER
   NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
   499,449
-----
6  SHARED VOTING POWER
   49,076,222
-----
7  SOLE DISPOSITIVE POWER
   499,449
-----
8  SHARED DISPOSITIVE POWER
   49,076,222
-----
9  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   49,575,671
-----
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
    (SEE INSTRUCTIONS) 
    None Excluded
-----
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
    35.2%
-----
12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
    IN
=====

```

Page 30 of 44 Pages

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CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

T. Wayne Davis

Item 2(b). Address of Principal Business Office or, if none, Residence:

1910 San Marco Blvd., Jacksonville, FL 32207

Item 2(c). Citizenship:

Florida - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person has the right to acquire additional shares as such right is defined in Rule 13d-3. Such shares are included in this Item 4 and are disclosed in Note (A) to Exhibit I hereto.

(a) Amount Beneficially Owned: 49,575,671

(b) Percent of Class: 35.2%

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CUSIP No. 974280 10 9

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- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote:
499,449
 - (ii) shared power to vote or to direct the vote:
49,076,222
 - (iii) sole power to dispose or to direct the disposition of:
499,449
 - (iv) shared power to dispose or to direct the disposition of:
49,076,222

- Item 5. Ownership of Five Percent or Less of a Class.
N/A
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
N/A
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.
N/A
- Item 8. Identification and Classification of Members of the Group.
See Exhibit I for the identity of the group members filing this schedule.
- Item 9. Notice of Dissolution of Group.
N/A
- Item 10. Certification.
N/A

Page 32 of 44 Pages

CUSIP No. 974280 10 9

SIGNATURE

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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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

T. Wayne Davis, Director

By: H. J. Skelton, Attorney-in-Fact

[Name/Title]

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CUSIP No. 974280 10 9

=====

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
A. Dano Davis

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Florida - United States

| | | |
|---------------------|---|--------------------------------|
| NUMBER OF SHARES | 5 | SOLE VOTING POWER 1,045,484 |
|---------------------|---|--------------------------------|

| | | |
|----------------------------------|---|-----------------------------------|
| BENEFICIALLY OWNED BY EACH | 6 | SHARED VOTING POWER 49,789,157 |
|----------------------------------|---|-----------------------------------|

| | | |
|---------------------|---|-------------------------------------|
| REPORTING PERSON | 7 | SOLE DISPOSITIVE POWER 1,045,484 |
|---------------------|---|-------------------------------------|

| | | |
|------|---|--|
| WITH | 8 | SHARED DISPOSITIVE POWER 49,789,157 |
|------|---|--|

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
50,834,641

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

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None Excluded

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
36.1%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN
=====

Page 34 of 44 Pages

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

A. Dano Davis

Item 2(b). Address of Principal Business Office or, if none, Residence:

4310 Pablo Oaks Court, Jacksonville, FL 32224

Item 2(c). Citizenship:

Florida - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person has the right to acquire additional shares as such right is defined in Rule 13d-3. Such shares are included in this Item 4 and are disclosed in Note (A) to Exhibit I hereto.

(a) Amount Beneficially Owned: 50,834,641

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(b) Percent of Class: 36.1%

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CUSIP No. 974280 10 9

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

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

1,045,484

(ii) shared power to vote or to direct the vote:

49,789,157

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

1,045,484

(iv) shared power to dispose or to direct the disposition
of:

49,789,157

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

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which
Acquired the Security Being Reported on By the Parent Holding
Company.

N/A

Item 8. Identification and Classification of Members of the Group.

See Exhibit I for the identity of the group members filing this
schedule.

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

Page 36 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

A. Dano Davis, Director

By: H. J. Skelton, Attorney-in-Fact

[Name/Title]

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CUSIP No. 974280 10 9

-
- 1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Charles P. Stephens

 - 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b)

 - 3 SEC USE ONLY

 - 4 CITIZENSHIP OR PLACE OF ORGANIZATION
Georgia - United States

| | | |
|---|---|-----------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY | 5 | SOLE VOTING POWER 214,860 |
| | 6 | SHARED VOTING POWER 49,653,333 |

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| | | | |
|-------------------------------------|---|---|--|
| EACH REPORTING PERSON WITH | ----- | 7 | SOLE DISPOSITIVE POWER 214,860 |
| | ----- | 8 | SHARED DISPOSITIVE POWER 49,653,333 |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 49,868,193 | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) [] None Excluded | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 35.4% | | |
| 12 | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN ===== | | |

Page 38 of 44 Pages

CUSIP No. 974280 10 9

Item 1(a). Name of Issuer:

Winn-Dixie Stores, Inc.

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

5050 Edgewood Ct., Jacksonville, FL 32254-3699

Item 2(a). Name of Person Filing:

Charles P. Stephens

Item 2(b). Address of Principal Business Office or, if none, Residence:

P O Box 2100, Peachtree City, GA 30269

Item 2(c). Citizenship:

Georgia - United States

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

Common Stock

Item 2(e). CUSIP Number:

974280 10 9

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

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N/A

Item 4. Ownership

The following ownership information is provided as of December 31, 2002. The reporting person has the right to acquire additional shares as such right is defined in Rule 13d-3. Such shares are included in this Item 4 and are disclosed in Note (A) to Exhibit I hereto.

(a) Amount Beneficially Owned: 49,868,193

(b) Percent of Class: 35.4%

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CUSIP No. 974280 10 9

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

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

214,860

(ii) shared power to vote or to direct the vote:

49,653,333

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

214,860

(iv) shared power to dispose or to direct the disposition of:

49,653,333

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

N/A

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

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

N/A

Item 8. Identification and Classification of Members of the Group.

See Exhibit I for the identity of the group members filing this schedule.

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Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

N/A

Page 40 of 44 Pages

CUSIP No. 974280 10 9

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.

February 10, 2003

Date

By: /s/ H. J. Skelton

[Signature]

Charles P. Stephens, Director

By: H. J. Skelton, Attorney-in-Fact

[Name/Title]

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OWNERS OF 5% OR MORE OF OUTSTANDING SHARES
DECEMBER 31, 2002

SOLE VOTING AND DISPOSITIVE POWER

| OWNER (**) | Total No. of Shares | T. WAYNE DAVIS ("TWD") | A. DANO DAVIS ("DANO") | CHARLES P. STEPHENS ("CPS") | DDI, INC. (*) ("DDI") | DFS TRUST 2003 SAO (***) ("DFS") (A) | O Me L |
|------------|---------------------------|------------------------------|------------------------------|--------------------------------|-----------------------------|--|--------------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |

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| | | | | | | |
|-------------------------------|----------------|---------|---------|---------|------------|------------|
| DFS TRUST 2003 | 10,607,491 (A) | - | - | - | - | 10,607,491 |
| DAVFAM, LTD. | 22,132,800 (B) | - | - | - | 22,132,800 | 22,132,800 |
| DAVFAM II, LTD. | 21,257,959 (C) | - | - | - | 21,257,959 | 21,257,959 |
| ADFAM PARTNERS, LTD. | 7,846 (D) | - | - | - | - | - |
| VD - WD CHARITIES, INC. | 989,340 (E) | - | - | - | - | - |
| KIT'S SUNRISE INVEST., L.L.C. | 373,806 (F) | - | - | - | - | - |
| FLODOT, L.L.C. | 30,000 (F) | - | - | - | - | - |
| JED - WD CHARITIES, INC. | 12,572 (G) | - | - | - | - | - |
| JED FAMILY TRUSTS | 388,247 (H) | - | 3,000 | - | - | - |
| DANO FAMILY AND TRUST | 213,990 (I) | - | 98,010 | - | - | - |
| ADFAM CHARITIES, INC. | 600 (J) | - | - | - | - | - |
| ADD FAMILY AND TRUSTS | 199,876 (K) | - | - | - | - | - |
| MAD FAMILY TRUSTS | 12,368 (L) | - | - | - | - | - |
| CPS FAMILY | 1,042,360 (M) | - | - | 214,860 | - | - |
| TWD - WD CHARITIES, INC. | 24,000 (N) | - | - | - | - | - |
| TWD - RETIREMENT PLANS | 1,400 | 1,400 | - | - | - | - |
| OTHER FAM AND TRS OF TWD | 40,500 (O) | - | - | - | - | - |
| TWD FAMILY | 212,993 (P) | 197,542 | - | - | - | - |
| | 57,548,148 | 198,942 | 101,010 | 214,860 | 43,390,759 | 53,998,250 |
| | ===== | ===== | ===== | ===== | ===== | ===== |
| Percent of Class | 40.9% | 0.1% | 0.1% | 0.2% | 30.8% | 38.3% |

(*) Not included in totals.

(**) References to ADD and JED pertain to A. Darius Davis and James E. Davis, respectively. ADD, JED, Tine W. Davis ("Tine") and M. Austin Davis ("MAD"), all of which were brothers and the founders of the issuer, are deceased. DANO, TWD and CPS are the son of JED, son of Tine, and son-in-law of MAD, respectively.

(***) References to SAO pertain to Scott A. Oko, trustee of DFS Trust 2003.

Page 42 of 44

(A) A trust, formed on December 23, 2002, to which certain shareholders of the issuer, DDI, Inc. and Estuary Corporation ("Estuary") and the sole shareholder of ADSONS, Inc. ("ADSONS") (collectively, the "Grantors") contributed their shares of such corporations' stock in exchange for separate shares of beneficial interest in the trust. As a result of such contributions of securities by the Grantors, the trust has beneficial interest in 38.3% of the issuer's common stock. Such shares of beneficial interest in the trust were held directly or by affiliated limited partnerships on December 31, 2002. On January 2, 2003, the trust was terminated and the following shares of the issuer's common stock, which were held directly by the trust, were distributed to Grantors for which the following reporting persons have sole or shared voting and dispositive powers.

| Reporting Person | Voting and Dispositive Powers | |
|------------------|-------------------------------|---------|
| | Sole | Shared |
| TWD | 300,507 | 155,329 |

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| | | |
|------|---------------|---------|
| DANO | 944,474 | 646,900 |
| DDI | 4,482,709 (*) | |
| | ----- | ----- |
| | 5,727,690 | 802,229 |
| | ===== | ===== |

(*) Also shared by TWD, DANO and CPS.

- (B) Limited partnership of which SIVAD Investors, LLC, a Limited Liability Corporation owned 99% by DDI and 1% by Estuary, is a 1.59% general partner and DDI, Estuary, ADSONS and FND, Ltd. are 84.37%, 4.50%, 4.52% and 5.02% limited partners, respectively.
 - (C) Limited partnership of which SIVAD Investors II, LLC, a Limited Liability Corporation owned 99% by DDI and 1% by Estuary, is a .44% general partner and DDI, Estuary and ADSONS are 80.87%, 13.79%, and 4.90% limited partners, respectively.
 - (D) Limited partnership of which all its limited partners are ADD family members, individually, or are trusts FBO ADD family members. A corporation, owned 50% by an ADD family member and 50% by a trust FBO an ADD family member, is the general partner.
 - (E) Private charitable foundation of which TWD, DANO and CPS are directors.
 - (F) Limited Liability Corporation controlled by DANO's sister and her five children.
 - (G) Private charitable foundation of which DANO, his sister and his mother are directors and DANO is an officer.
 - (H) Trusts of which DANO and/or his sister are co-trustees or sole trustee, and his mother and his sister's children are the beneficiaries.
 - (I) DANO's son, individually, and trusts FBO DANO or his sons of which DANO is sole trustee or co-trustee.
- Page 43 of 44
- (J) Private charitable foundation of which ADD family members are directors.
 - (K) ADD family members, individually, and trusts FBO ADD family members.
 - (L) Trusts FBO MAD family members.
 - (M) CPS, his wife, and his son, each individually, CPS' wife as custodian for CPS' son and irrevocable trusts of which CPS is co-trustee with his wife and his wife and children are beneficiaries.
 - (N) Private charitable foundation of which TWD is a director.
 - (O) Both of TWD's sisters' spouses, individually, a trust FBO TWD's nephew of which TWD is co-trustee and trusts FBO TWD's sister's grandchildren.
 - (P) TWD, individually and as custodian for his grandchildren, TWD's daughter, individually, a revocable trust of which TWD is sole trustee and beneficiary and irrevocable trusts FBO TWD and his daughter of which TWD is either sole trustee or co-trustee.

