

OFFICE DEPOT INC  
Form 8-K  
July 31, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report: July 31, 2006  
Date of Earliest Event Reported: July 27, 2006  
Commission file number 1-10948  
OFFICE DEPOT, INC.  
(Exact name of registrant as specified in its charter)**

**Delaware**

**59-2663954**

**(State or other jurisdiction of  
incorporation or organization)**

**(I.R.S. Employer  
Identification No.)**

**2200 Old Germantown Road, Delray Beach, Florida**

**33445**

**(Address of principal executive offices)**

**(Zip Code)**

**(561) 438-4800**

**(Registrant's telephone number, including area code)**

**Former name or former address, if changed since last report: N/A**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On July 27, 2006, the Board of Directors of Office Depot, Inc. (the Company ) amended Article II, Section 9 of the Company s Bylaws to provide for a revised manner of election of directors of the Company. Subject to certain provisions contained in the amended Bylaws, each director to be elected by the stockholders shall be elected by a majority of the votes cast at any meeting held for the purpose of election of directors at which a quorum is present. This description is qualified in its entirety by reference to the text of the amended Article II, Section 9 attached as Exhibit.

**Item 9.01 Financial Statements and Exhibits**

Text of the Previous Bylaw (Article II, Section 9) and the Amended Bylaw (Article II, Section 9) of Office Depot, Inc.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OFFICE DEPOT, INC.

Date: July 31, 2006

By: /s/ DAVID C. FANNIN  
David C. Fannin  
Executive Vice President and General  
Counsel

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