

NUSSBAUM BENNETT

Form 4/A

March 03, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NUSSBAUM BENNETT2. Issuer Name **and** Ticker or Trading  
Symbol  
WINN DIXIE STORES INC  
[WINN]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O WINN-DIXIE STORES,  
INC., 5050 EDGEWOOD CT.3. Date of Earliest Transaction  
(Month/Day/Year)  
02/26/2008☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) SVP and CFO

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/28/20086. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

JACKSONVILLE, FL 32254

(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	02/26/2008 <sup>(1)</sup>		J <sup>(1)</sup>		12,491	A	12,491	D	
Common Stock	02/26/2008		S <sup>(2)</sup>		1,000	D	\$ 17.45	11,491	D
Common Stock	02/26/2008		S <sup>(2)</sup>		500	D	\$ 17.44	10,991	D
Common Stock	02/26/2008		S <sup>(2)</sup>		867	D	\$ 17.43	10,124	D
Common Stock	02/26/2008		S <sup>(2)</sup>		300	D	\$ 17.39	9,824	D

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Common Stock	02/26/2008	S(2)	700	D	\$ 17.42	9,124	D
Common Stock	02/26/2008	S(2)	400	D	\$ 17.41	8,724	D
Common Stock	02/26/2008	S(2)	120	D	\$ 17.4	8,604	D
Common Stock	02/26/2008	S(2)	861	D	\$ 17.37	7,743	D
Common Stock	02/26/2008	S(2)	100	D	\$ 17.38	7,643	D
Common Stock	02/26/2008	S(2)	645	D	\$		