

WINN DIXIE STORES INC  
Form 8-K  
December 29, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported):**

**December 27, 2005**

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**WINN-DIXIE STORES, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

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**Florida**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**1-3657**  
**(Commission File Number)**

**59-0514290**  
**(IRS Employer**  
  
**Identification No.)**

**5050 Edgewood Court, Jacksonville, Florida**  
**(Address of Principal Executive Offices)**

**32254-3699**  
**(Zip Code)**

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(904) 783-5000

(Registrant's telephone number, including area code)

Unchanged

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

(b) On December 27, 2005, John H. Dasburg advised the Chairman of the Board of Winn-Dixie Stores, Inc. (the Company ) that he was resigning as a Director of the Company effective as of December 31, 2005. The Company had previously announced that Mr. Dasburg would not stand for re-election at the annual shareholders meeting originally scheduled for October 27, 2005. That meeting has been suspended indefinitely.

**SIGNATURES**

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 hereunto duly authorized.

**Winn-Dixie Stores, Inc.**

Date: December 29, 2005

By: /s/ Larry B. Appel

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Larry B. Appel  
Sr. Vice President and General Counsel