

OFFICE DEPOT INC
Form 4
October 19, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box 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 *
FANNIN DAVID C

(Last) (First) (Middle)

2200 OLD GERMANTOWN ROAD, MAIL CODE: LEGL

(Street)

DELRAY BEACH, FL 33445

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
OFFICE DEPOT INC [ODP]

3. Date of Earliest Transaction (Month/Day/Year)
10/17/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, General Counsel & Secy

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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	10/17/2006		M		8,852	A	\$ 11.49
Common Stock	10/17/2006		M		18,750	A	\$ 11.49
Common Stock	10/17/2006		M		2,457	A	\$ 16.38
Common Stock	10/17/2006		M		12,441	A	\$ 17.08
Common Stock	10/17/2006		M		26,666	A	\$ 17.55

Edgar Filing: OFFICE DEPOT INC - Form 4

Common Stock	10/17/2006	M	7,543	A	\$ 17.55	120,264	D	
Common Stock	10/17/2006	S ⁽¹⁾	76,709	D	\$ 44	43,555 ⁽²⁾	D	
Common Stock						8,150	I	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 17.08	10/17/2006		M	12,441	11/09/1999 11/09/2008	Common Stock	12,441	
Option (Right to Buy)	\$ 16.38	10/17/2006		M	2,457	08/04/2000 08/04/2009	Common Stock	2,457	
Option (Right to Buy)	\$ 11.49	10/17/2006		M	18,750	06/24/2003 ⁽³⁾ 02/14/2010	Common Stock	18,750	
Option (Right to Buy)	\$ 17.55	10/17/2006		M	7,543	04/07/2005 ⁽³⁾ 02/18/2011	Common Stock	7,543	
Option (Right to Buy)	\$ 11.49	10/17/2006		M	8,852	02/14/2004 ⁽⁴⁾ 02/14/2013	Common Stock	8,852	
Option (Right to Buy)	\$ 17.55	10/17/2006		M	26,666	02/18/2005 ⁽⁴⁾ 02/18/2014	Common Stock	26,666	

