

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>FANNIN DAVID C</u> (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 <u>OFFICE DEPOT INC [ODP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP, General Counsel & Secy</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/27/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	04/27/2006		M		18,750	A	\$16.07	54,512	D	
Common Stock	04/27/2006		M		40,000	A	\$16.07	94,512	D	
Common Stock	04/27/2006		M		7,543	A	\$16.38	102,055	D	
Common Stock	04/27/2006		s ⁽¹⁾		66,293	D	\$41.83	35,762 ⁽²⁾	D	
Common Stock								8,150	I	By Spouse

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (Right to Buy)	\$16.07	04/27/2006		M		18,750		04/11/2002	02/04/2009	Common Stock	18,750	\$0	0	D	
Option (Right to Buy)	\$16.38	04/27/2006		M		7,543		08/04/2000	08/04/2009	Common Stock	7,543	\$0	7,457	D	
Option (Right to Buy)	\$16.07	04/27/2006		M		40,000		02/04/2003 ⁽³⁾	02/04/2012	Common Stock	40,000	\$0	0	D	

Explanation of Responses:

- Sales were effected pursuant to instructions from a 10b5-1 Sales Plan entered into on 7/25/2005 between reporting person and financial advisor.
- Beneficial holdings on Table I is updated to include 875 total shares in the Employee Stock Purchase Plan; 664 total shares in the 401(k); and 4,651 total shares under a Deferred Compensation Plan as of 4/28/2006.
- Each option is exercisable with respect to one-third of the shares on each annual anniversary of the date of the grant.

Remarks:

By: Anne Zuckerman, 04/28/2006

Attorney-in-Fact for:

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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