FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

/Fiv	Name and Address of Reporting Person* VERO RYAN T						XX IN	<u>IC</u> [01	MX]			(Che	elationshi eck all app Direc	licable)		Owner (specify
(Last) (First) (Middle) C/O OFFICEMAX INCORPORATED 263 SHUMAN BLVD.					3. Date of Earliest Transaction (Month/Day/Year) 02/12/2011								X Officer (give title Other (specify below) EVP and CMO				
(Street) NAPERVILLE IL 60563 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	Individual or Joint/Group Filing (Check Applicable Line) X 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																	
Date					ır) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)					Securi Benefi Owned	ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A	() or ()	Price	Transa	ction(s)		(11301. 4)
Common Stock				02/12/2011				Α		9,048	(1) A		\$0	18	38,607	D	
Common Stock 0			02/12/2011				F		4,999	9 D		\$17	18	33,608	D		
	Та													Owned			
of Z. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)		Date,		Transaction Code (Instr. 8) of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ative rities ired osed	Expiration Date (Month/Day/Year) Date Expiration		Amoun or Number of		r. 3	erivative ecurity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
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Explanation of Responses:

1. Additional shares earned due to above target performance under the 2009 long-term incentive plan.

/s/ Matthew R. Broad, by POA 02/15/2011 for Ryan Vero

** 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.

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 Number.