

OFFICE DEPOT INC
Form 8-K
December 23, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: December 23, 2004

OFFICE DEPOT, INC.

(Exact name of registrant as specified in its charter)

Commission file number 1-10948

Delaware

59-2663954

**(State or other jurisdiction of
incorporation or organization)**

**(I.R.S. Employer
Identification No.)**

**2200 Old Germantown Road
Delray Beach, Florida 33445**

(Address of principal executive offices)

(561) 438-4800

(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: N/A

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))

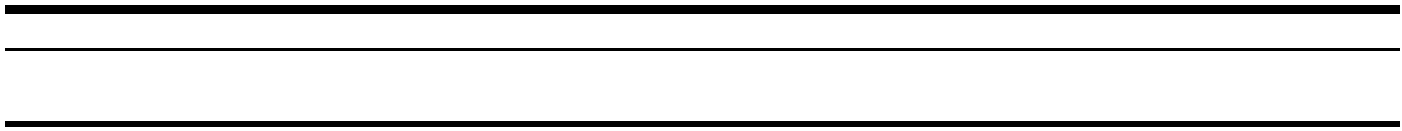


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Item 9.01. Financial Statements and Exhibits

SIGNATURE

Amended Long Term Equity Incentive Plan

Form of Restricted Stock Award

Form of Performance Share Award

Form of Stock Option Award

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Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable
- (b) Not applicable
- (c) The following exhibits are filed herewith:

| Exhibit No. | Description |
|------------------------|---|
| 10.1 | Amended Long-Term Equity Incentive Plan |
| 10.2 | Form of Restricted Stock Award |
| 10.3 | Form of Performance Share Award |
| 10.4 | Form of Stock Option Award |

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SIGNATURE

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 thereunto duly authorized.

OFFICE DEPOT, INC.

Date: December 23, 2004

By: /S/ David C. Fannin

David C. Fannin
Executive Vice-President and
General Counsel

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