

DEAN FOODS CO/
Form 4
July 10, 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 *
TURNER JIM L

(Last) (First) (Middle)

JLT BEVERAGES L.P., 5950
SHERRY LANE STE 370

(Street)

DALLAS, TX 75225

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DEAN FOODS CO/ [DF]

3. Date of Earliest Transaction (Month/Day/Year)
07/06/2006

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)

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)
Common Stock					175,749	D	
Common Stock	07/06/2006		M	12,750 A	\$ 3.3945 12,750	I	The Jim L. Turner 2004 Annuity Trust
Common Stock	07/06/2006		M	2,349 A	\$ 3.3945 15,099	I	The Jim L. Turner 2004 Annuity Trust

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Common Stock	07/06/2006		S	1,250	D	\$ 37.25	13,849	I	The Jim L. Turner 2004 Annuity Trust
Common Stock	07/06/2006		S	132	D	\$ 37.35	13,717	I	The Jim L. Turner 2004 Annuity Trust
Common Stock	07/06/2006		M	12,750	A	\$ 3.3945	12,750	I	The Julie Carolyn Turner 2004 Annuity Trust
Common Stock	07/06/2006		M	2,349	A	\$ 3.3945	15,099	I	The Julie Carolyn Turner 2004 Annuity Trust
Common Stock	07/06/2006		S	1,250	D	\$ 37.25	13,849	I	The Julie Carolyn Turner 2004 Annuity Trust
Common Stock	07/06/2006		S	132	D	\$ 37.35	13,717	I	The Julie Carolyn Turner 2004 Annuity Trust

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

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(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and
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Derivative Security	Code	V	or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
			(A)	(D)			
Non-Qualified Stock Option (right to buy-SI900790)				12,750	07/16/1996 ⁽¹⁾	07/16/2006	Common Stock
Non-Qualified Stock Option (right to buy-TO000774)				2,349	06/27/2005 ⁽¹⁾	07/16/2006	Common Stock
Non-Qualified Stock Option (right to buy-SI800790)				12,750	07/16/1996 ⁽¹⁾	07/16/2006	Common Stock
Non-Qualified Stock Option (right to buy-TO000773)				2,349	06/27/2005 ⁽¹⁾	07/16/2006	Common Stock
Non-Qualified Stock Option (right to buy-SI900791)					06/10/1997 ⁽¹⁾	06/10/2007	Common Stock
Non-Qualified Stock Option (right to buy-TO000710)					06/27/2005 ⁽¹⁾	06/10/2007	Common Stock
Non-Qualified Stock Option (right to buy-SI800791)					06/10/1997 ⁽¹⁾	06/10/2007	Common Stock
Non-Qualified Stock Option					06/27/2005 ⁽¹⁾	06/10/2007	Common Stock

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(right to
buy-TO000709)

Non-Qualified Stock Option (right to buy-SI900786)	\$ 16.5024		06/30/1998 ⁽²⁾	06/30/2008	Common Stock
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Non-Qualified Stock Option (right to buy-TO000752)	\$ 16.5024		06/27/2005 ⁽²⁾	06/30/2008	Common Stock
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Non-Qualified Stock Option (right to buy-SI800786)	\$ 16.5024		06/30/1998 ⁽²⁾	06/30/2008	Common Stock
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Non-Qualified Stock Option (right to buy-TO000751)	\$ 16.5024		06/27/2005 ⁽²⁾	06/30/2008	Common Stock
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Non-Qualified Stock Option (right to buy-SI901312)	\$ 11.7864		06/30/1999 ⁽²⁾	06/30/2009	Common Stock
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Non-Qualified Stock Option (right to buy-SI701312)	\$ 11.7864		06/30/1999 ⁽²⁾	06/30/2009	Common Stock
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Non-Qualified Stock Option (right to buy-T0700754)	\$ 11.7864		06/27/2005 ⁽²⁾	06/30/2009	Common Stock
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Non-Qualified Stock Option (right to buy-SI801312)	\$ 11.7864		06/30/1999 ⁽²⁾	06/30/2009	Common Stock
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Non-Qualified Stock Option (right to	\$ 11.7864		06/30/1999 ⁽²⁾	06/30/2009	Common Stock
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buy-SI601312)				
Non-Qualified Stock Option (right to buy-T0600753)	\$ 11.7864		06/27/2005 ⁽²⁾	06/30/2009 Common Stock
Non-Qualified Stock Option (right to buy-SI701806)	\$ 13.7567		06/30/2000 ⁽²⁾	06/30/2010 Common Stock
Non-Qualified Stock Option (right to buy-T0700756)	\$ 13.7567		06/27/2005 ⁽²⁾	06/30/2010 Common Stock
Non-Qualified Stock Option (right to buy-SI601806)	\$ 13.7567		06/30/2000 ⁽²⁾	06/30/2010 Common Stock
Non-Qualified Stock Option (right to buy-T0600755)	\$ 13.7567		06/27/2005 ⁽²⁾	06/30/2010 Common Stock
Non-Qualified Stock Option (right to buy-SF702508)	\$ 14.9459		06/29/2001 ⁽²⁾	06/29/2011 Common Stock
Non-Qualified Stock Option (right to buy-SF502508)	\$ 14.9459		06/29/2001 ⁽²⁾	06/29/2011 Common Stock
Non-Qualified Stock Option (right to buy-T0700758)	\$ 14.9459		06/27/2005 ⁽²⁾	06/29/2011 Common Stock
Non-Qualified Stock Option (right to buy-T0500758)	\$ 14.9459		06/27/2005 ⁽²⁾	06/29/2011 Common Stock
Non-Qualified Stock Option (right to buy-SF602508)	\$ 14.9459		06/29/2001 ⁽²⁾	06/29/2011 Common Stock
Non-Qualified Stock Option (right to buy-SF402508)	\$ 14.9459		06/29/2001 ⁽²⁾	06/29/2011 Common Stock

Non-Qualified Stock Option (right to buy-T0600757)	\$ 14.9459	06/27/2005 ⁽²⁾	06/29/2011	Common Stock
Non-Qualified Stock Option (right to buy-T0400757)	\$ 14.9459	06/27/2005 ⁽²⁾	06/29/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TURNER JIM L JLT BEVERAGES L.P. 5950 SHERRY LANE STE 370 DALLAS, TX 75225		X		

Signatures

Jim L. Turner	07/10/2006
<u> </u> Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) The options were granted under a plan assumed with an acquisition and were fully vested and exercisable on the date of the acquisition.
- (2) The options were automatically granted under the Issuer's 1997 Amended and Restated Stock Option and Restricted Stock Plan, and are fully vested and immediately exercisable upon grant.

Remarks:

TO BE CONTINUED ON SECOND FORM 4 FILING.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.