

OMB APPROVAL	
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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* DELUCA FREDERICK A <hr/> (Last) (First) (Middle) C/O DOCTOR'S ASSOCIATES 325 BIC DRIVE <hr/> (Street) MILFORD CT 06460 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol GALAXY NUTRITIONAL FOODS INC [GXY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/16/2005	
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	06/16/2005	06/16/2005	M		100,000	A	\$1.36 ⁽¹⁾	3,369,842	D	
Common Stock	06/16/2005	06/16/2005	M		500,000	A	\$0.92 ⁽²⁾	3,869,842	D	

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
Warrant	\$1.36 ⁽¹⁾	06/16/2005	06/16/2005	M			100,000	04/10/2003	04/10/2006	Common Stock	100,000	\$1.7	500,000	D	
Warrant	\$0.92 ⁽²⁾	06/16/2005	06/16/2005	M			500,000	10/06/2004	10/06/2009	Common Stock	500,000	\$1.15	0	D	
Warrant	⁽³⁾	09/12/2005	09/12/2005	A		300,000		10/17/2005	10/17/2008	Common Stock	300,000	⁽³⁾	300,000	D	

Explanation of Responses:

- Exercised a warrant for 100,000 shares at a discounted price of \$1.36. The exercise price was originally \$1.70
- Exercised a warrant for 500,000 shares at a discounted price of \$0.92. The exercise price was originally \$1.15.
- The exercise price will be at a price per share equal to 95% of the lowest closing sales price of Galaxy Nutritional Foods' Common Stock during the 60 calendar days immediately preceeding October 17, 2005.