

C H ROBINSON WORLDWIDE INC

Form 4

November 16, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUTTS JAMES

2. Issuer Name **and** Ticker or Trading
Symbol
**C H ROBINSON WORLDWIDE
INC [CHRW]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8100 MITCHELL ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Vice President

EDEN PRAIRIE, MN 55344

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					75,000	I	By Rabbi Trust
Common Stock	11/14/2006		M/K		20,000	A	\$ 10.173
Common Stock	11/14/2006		F/K		4,801	D	\$ 42.37
Common Stock	11/14/2006		S		2,513	D	\$ 42.3
Common Stock	11/14/2006		S		500	D	\$ 42.31

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Common Stock	11/14/2006	S	500	D	\$ 43.34	767,791	D
Common Stock	11/14/2006	S	900	D	\$ 42.35	766,891	D
Common Stock	11/14/2006	S	4,837	D	\$ 42.36	762,054	D
Common Stock	11/14/2006	S	1,300	D	\$ 42.37	760,754	D
Common Stock	11/14/2006	S	2,900	D	\$ 42.38	757,854	D
Common Stock	11/14/2006	S	400	D	\$ 42.39	757,454	D
Common Stock	11/14/2006	S	800	D	\$ 42.4	756,654	D
Common Stock	11/14/2006	S	500	D	\$ 42.41	756,154 ⁽¹⁾	D

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 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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.173	11/14/2006		M/K	20,000	⁽³⁾ 01/31/2010	Common Stock 20,000
Stock Option (Right to Buy)	\$ 14					⁽⁴⁾ 02/01/2011	Common Stock 8,000
Stock Option	\$ 14.625					⁽⁵⁾ 02/15/2012	Common Stock 30,000

(Right to
Buy)

Stock

Option \$ 14.82
(Right to
Buy)

(6)

02/07/2013

Common
Stock 30

Stock

Option \$ 40.58
(Right to
Buy)

08/18/2006⁽²⁾ 02/15/2009

Common
Stock 1

Stock

Option \$ 42.37 11/14/2006
(Right to
Buy)

A/K 4,801

11/14/2006⁽²⁾ 01/31/2010

Common
Stock 4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTTS JAMES 8100 MITCHELL ROAD EDEN PRAIRIE, MN 55344			Vice President	

Signatures

/s/ James E.
Butts 11/15/2006

 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) Includes shares held in the employee stock purchase plan as of a statement dated March 31, 2006.
- (2) 100% exercisable.
- (3) Vests 25% annually on the anniversary of the date of grant beginning 1/31/02.
- (4) Vests 25% annually on the anniversary of the date of grant beginning 2/1/03.
- (5) Vests 25% annually on the anniversary of the date of grant beginning 2/15/04.
- (6) Vests 25% annually on the anniversary of the date of grant beginning 2/7/05.

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.