FASTENAL CO Form 4

FORM 4

September 11, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * GOSTOMSKI MICHAEL M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

1666 VALLEY VIEW DRIVE

(Middle)

FASTENAL CO [FAST] 3. Date of Earliest Transaction

(Check all applicable)

(First)

(Street)

(Month/Day/Year)

_X__ Director 10% Owner Officer (give title Other (specify below)

09/09/2008

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WINONA, MN 55987

(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)	Code (Instr. 8)	omr Dispos (Instr. 3,	sed of 4 and 3	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	09/09/2008		Code V S	Amount 50,000 (1)	(D)	Price \$ 53.2394	398,904 (1) (3)	I	See Footnote (1) (3)	
Common Stock	09/09/2008		S	25,000 (2)	D	\$ 52.7995	249,300 (2)	I	See Footnote	
Common Stock	09/10/2008		S	14,500 (4)	D	\$ 53.5505	0 (4)	I	See Footnote	
Common Stock	09/10/2008		S	15,000 (5)	D	\$ 53.5463	10,000 (5)	I	See Footnote (5)	

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Common Stock O9/10/2008 S O9/10/

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	1 1 () 1 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GOSTOMSKI MICHAEL M 1666 VALLEY VIEW DRIVE X WINONA, MN 55987

Signatures

/s/ John Milek, Attorney-in-Fact 09/11/2008

**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 shares reported under this footnote are held by the reporting person's revocable living trust. The reporting person disclaims beneficial ownership of these shares.
- (2) The shares reported under this footnote are held by the Joette R. Gostomski Grantor Retained Annuity Trust, over which the reporting person's spouse has voting and investment power. The reporting person disclaims beneficial ownership of these shares.

Reporting Owners 2

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- (3) An additional 1250 shares are held by the reporting person's spouse. The reporting person disclaims beneficial ownership of these shares.
- (4) The shares reported under this footnote are held by the Gostomski Family Foundation, for which the reporting person and his spouse share voting and investment power. The reporting person disclaims beneficial ownership of these shares.
- (5) The shares reported under this footnote are held by a Net Income with Makeup Charitable Remainder Unitrust, for which the reporting person and his spouse share voting and investment power. The reporting person disclaims beneficial ownership of these shares.
- (6) The shares reported under this footnote are held by a Charitable Remainder Trust, for which the reporting person and his spouse share voting and investment power. The reporting person disclaims beneficial ownership of these shares.

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.