

DealerTrack Holdings, Inc.  
Form 3  
December 13, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*  
First American Credit  
Management Solutions, Inc.

(Last) (First) (Middle)

1 PROGRESS PLAZA, SUITE  
2400

(Street)

ST.  
PETERSBURG, FL 33701

(City) (State) (Zip)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
12/12/2005

3. Issuer Name and Ticker or Trading Symbol  
DealerTrack Holdings, Inc. [TRAK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer \_\_\_ Other  
(give title below) (specify below)

5. 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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security  
(Instr. 4)

2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and Expiration Date  
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Date Exercisable Expiration Date Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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|  |       |       |              | Shares    |        | or Indirect<br>(I)<br>(Instr. 5) |   |
|--|-------|-------|--------------|-----------|--------|----------------------------------|---|
| Convertible Series A-2 Preferred Stock | Â (1) | Â (1) | Common Stock | 4,071,618 | \$ (1) | D                                | Â |
| Convertible Series C-3 Preferred Stock | Â (2) | Â (2) | Common Stock | 1,357,206 | \$ (2) | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| First American Credit Management Solutions, Inc.<br>1 PROGRESS PLAZA, SUITE 2400<br>ST. PETERSBURG, FL 33701 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Julie A. Waters, Power of Attorney on behalf of First American Credit Management Solutions, Inc.

12/12/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 of Convertible Series A-2 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.
- (2) The shares of Convertible Series C-3 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.

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.