Roddenberry Stephen K Form 4 June 22, 2006

Check this box

if no longer

subject to

Section 16.

FORM 4

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

OMB

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Roddenberry Stephen K

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

below)

Symbol

WORLD FUEL SERVICES CORP

(Check all applicable)

[INT]

(Last) (First) 3. Date of Earliest Transaction

X_ Director Officer (give title

10% Owner Other (specify

ONE S.E. THIRD AVENUE, 28TH

(Street)

FLOOR

4. If Amendment, Date Original

A

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

06/20/2006

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

D

Person

MIAMI, FL 33131

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned

Following

Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect (I) (Instr. 4)

Beneficial Ownership (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount 1.500

(2)

(D) Price

\$0

(3)

1,500

Stock (1)

Common

06/20/2006

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisab Expiration Date (Month/Day/Year | | 7. Title and Amou Underlying Secur (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--|--|---|--------------------|---|-----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Am or Nu of Sha |
| Stock-Settled Stock Appreciation Right | \$ 42.45 (4) | 06/20/2006 | | A | 4,300 | 06/20/2007(5) | 06/20/2011 | Common Stock | 4, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| · · · · · · · · · · · · · · · · · · · | Director | 10% Owner | Officer | Other | | |
| Roddenberry Stephen K ONE S.E. THIRD AVENUE, 28TH FLOOR MIAMI, FL 33131 | X | | | | | |
| Signatures | | | | | | |

/s/ Stephen K. 06/22/2006 Roddenberry

**Signature of Reporting 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) These shares were issued as a restricted stock unit grant to the reporting person by the issuer under the issuer's 2006 Omnibus Plan.
 - These restricted stock units will vest in twelve consecutive monthly installments of 125 shares each commencing on July 20, 2006. Upon
- (2) the vesting of these restricted stock units, the actual issuance of these shares will be deferred until the reporting person is no longer a director of the issuer.
- (3) These restricted stock units were granted to non-employee directors, without payment therefor, as compensation for serving on the Board.
- (4) The number shown is the closing price for the issuer's common stock on the NYSE on Monday, June 19, 2006.
- (5) These SSARs will vest on the earlier of the day preceding the next annual meeting of the shareholders of the issuer or June 20, 2007.
- (6) These SSARs were granted to non-employee directors, without payment therefor, as compensation for serving on the Board.

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.

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