

LINDBLOOM CHAD
 Form 4/A
 February 23, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 LINDBLOOM CHAD

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, #200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Chief Financial Officer

EDEN PRAIRIE, MN 55344

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/16/2006

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 86,568 | I | By Rabbi Trust |
| Common Stock | | | | | 12,664 | I | By Spouse |
| Common Stock | 02/14/2006 | | S | 200 D \$ 42.42 | 82,866 | D | |
| Common Stock | 02/14/2006 | | S | 1,600 D \$ 42.43 | 81,266 ⁽²⁾ | D | |

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

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.

SEC 1474
(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 |
| Option (Right to Buy) | \$ 6.297 | 02/14/2006 | | M/K | 8,400 | 02/15/2001 ⁽¹⁾ 02/15/2009 | Common Stock |
| Option (Right to Buy) | \$ 10.1725 | 02/14/2006 | | M/K | 4,444 | 01/31/2002 ⁽¹⁾ 01/31/2010 | Common Stock |
| Option (Right to Buy) | \$ 14 | 02/14/2006 | | M/K | 23,528 | 02/01/2003 ⁽¹⁾ 02/01/2011 | Common Stock |
| Option (Right to Buy) | \$ 14.625 | | | | | 02/15/2004 ⁽¹⁾ 02/15/2012 | Common Stock |
| Option (Right to Buy) | \$ 14.82 | | | | | 02/07/2005 ⁽¹⁾ 02/07/2013 | Common Stock |
| Option (Right to Buy) | \$ 15.805 | | | | | 02/20/2003 10/15/2007 | Common Stock |
| Option (Right to Buy) | \$ 31.285 | | | | | 07/29/2005 10/15/2007 | Common Stock |
| Option (Right to Buy) | \$ 31.285 | | | | | 07/29/2005 02/15/2009 | Common Stock |
| Option (Right to Buy) | \$ 31.325 | | | | | 08/01/2005 02/15/2009 | Common Stock |
| Option (Right to Buy) | \$ 42.68 | 02/14/2006 | | A | 2,302 | 01/31/2002 01/31/2010 | Common Stock |

Buy)

| | | | | | | | |
|--------------------------|----------|------------|---|--------|------------|------------|-----------------|
| Option (Right to Buy) | \$ 42.68 | 02/14/2006 | A | 12,886 | 02/01/2003 | 02/01/2011 | Common Stock |
|--------------------------|----------|------------|---|--------|------------|------------|-----------------|

| | | | | | | | |
|--------------------------|----------|------------|---|-------|------------|------------|-----------------|
| Option (Right to Buy) | \$ 42.68 | 02/14/2006 | A | 1,239 | 02/15/2001 | 02/15/2009 | Common Stock |
|--------------------------|----------|------------|---|-------|------------|------------|-----------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LINDBLOOM CHAD 8100 MITCHELL ROAD, #200 EDEN PRAIRIE, MN 55344 | | | VP, Chief Financial Officer | |

Signatures

/s/ Chad M. Lindbloom 02/23/2006

**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) Vests in 25 percent annual cumulative increments on the second anniversary of the date of grant beginning this date.
 - (2) This filing consists of two parts. This is the end of part two.

Remarks:

This filing consists of two Form 4s. This Form 4 is part two of two.

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.