

C H ROBINSON WORLDWIDE INC

Form 4

February 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(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
____X____ Officer (give title below) ____ Other (specify below)
VP, Chief Financial Officer

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

EDEN PRAIRIE, MN 55344

(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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock				(A) or (D)	Price		By Rabbi Trust	
Common Stock							By Spouse	
Common Stock	02/14/2006		S	19,000	D	\$ 42.2525	92,906	D
Common Stock	02/14/2006		M/K	4,444	A	\$ 10.1725	97,350	D
Common Stock	02/14/2006		M/K	23,528	A	\$ 14	120,878	D

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Common Stock	02/14/2006	M/K	8,400	A	\$ 6.2968	129,278	D
Common Stock	02/14/2006	F/K	2,302	D	\$ 42.68	126,976	D
Common Stock	02/14/2006	F/K	12,886	D	\$ 42.68	114,090	D
Common Stock	02/14/2006	F/K	1,239	D	\$ 42.68	112,851	D

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)

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
Option (Right to Buy)	\$ 6.297	02/14/2006		M/K			8,400	02/15/2001 ⁽¹⁾	02/15/2009	Common Stock	1
Option (Right to Buy)	\$ 10.1725	02/14/2006		M/K			4,444	01/31/2002 ⁽¹⁾	01/31/2010	Common Stock	3
Option (Right to Buy)	\$ 14	02/14/2006		M/K			23,528	02/01/2003 ⁽¹⁾	02/01/2011	Common Stock	3
Option (Right to Buy)	\$ 14.625							02/15/2004 ⁽¹⁾	02/15/2012	Common Stock	3
Option (Right to Buy)	\$ 14.82							02/07/2005 ⁽¹⁾	02/07/2013	Common Stock	3
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
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

02/16/2006

__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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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