

LINDBLOOM CHAD

Form 4/A

February 23, 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
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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

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)
____X____ 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)	
Common Stock				(A) or (D)	Price		By Rabbi Trust	
Common Stock							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.

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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	\$ 42.68	02/14/2006		A		2,302		01/31/2002	01/31/2010	Common Stock	2

Buy)

Option

(Right to Buy) \$ 42.68 02/14/2006

A 12,886

02/01/2003 02/01/2011

Common
Stock 1

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.

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