

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.

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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
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
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Option

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