

EXPEDITORS INTERNATIONAL OF WASHINGTON INC
 Form 4
 May 26, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
KING JEFFREY J

2. Issuer Name and Ticker or Trading Symbol
EXPEDITORS INTERNATIONAL OF WASHINGTON INC [EXPD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1015 THIRD AVENUE, 12TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
05/24/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP-General Counsel

(Street)
SEATTLE, WA 98104

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

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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/24/2006		M		44,724	A	\$ 18.95	189,566.69	D	
Common Stock	05/24/2006		M		4,022	A	\$ 24.86	193,588.69	D	
Common Stock	05/24/2006		M		35,978	A	\$ 24.86	229,566.69	D	
Common Stock	05/24/2006		M		20,000	A	\$ 24.86	249,566.69	D	
Common Stock	05/24/2006		M		30,000	A	\$ 28.58	279,566.69	D	

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Common Stock	05/24/2006	M	12,500	A	\$ 36.59	292,066.69	D
Common Stock	05/24/2006	S	55,978	D	\$ 97.013	236,088.69	D
Common Stock	05/24/2006	S	44,724	D	\$ 97.013	191,364.69	D

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

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(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 Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 18.95	05/24/2006		M		44,724	05/03/2003	05/03/2010	Common Stock	44,724
Stock Options (Right to buy)	\$ 24.86	05/24/2006		M		4,022	05/09/2004	05/09/2011	Common Stock	4,022
Stock Options (Right to buy)	\$ 24.86	05/24/2006		M		55,978	05/09/2004	05/09/2011	Common Stock	55,978
Stock Options (Right to buy)	\$ 28.58	05/24/2006		M		30,000	05/08/2005	05/08/2012	Common Stock	30,000
Stock Options (Right to buy)	\$ 36.59	05/24/2006		M		12,500	05/07/2006	05/07/2013	Common Stock	12,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KING JEFFREY J 1015 THIRD AVENUE, 12TH FLOOR SEATTLE, WA 98104			Senior VP-General Counsel	

Signatures

Jeffrey J King 05/26/2006

__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) Employee Stock Options granted at no cost pursuant to Expeditors International of Washington, Inc.'s 1997 Employee Stock Option Plan.

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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