## Edgar Filing: FRANKLIN WILLIAM E - Form 4

	N WILLIAM E									
Form 4	2010									
October 14,										ΡΡΒΟναι
Check this box						MISSION	OMB	3235-0287		
						urs per				
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> FRANKLIN WILLIAM E			2. Issuer Name <b>and</b> Ticker or Trading Symbol COPART INC [CPRT]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (	Middle)	3. Date of	of Earliest T	ransaction			(Che	ek an applicabl	()
4665 BUS	NESS CENTER	DRIVE	(Month/ 10/12/2	Day/Year) 2010			Xbelow	· · · · · · · · · · · · · · · · · · ·		% Owner her (specify cer
				If Amendment, Date Original led(Month/Day/Year)			Appli	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
FAIRFIEL	D, CA 94534							Form filed by I	More than One R	
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securitie	es Acquired	, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed	(A) or of (D)	5. Amo Securiti Benefic Owned Followi Reporte Transac (Instr. 3	es ] ially ( ng ( ed etion(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	•		•	•		
					inforr	nation co	respond to ontained in	n this form	are not	SEC 1474 (9-02)

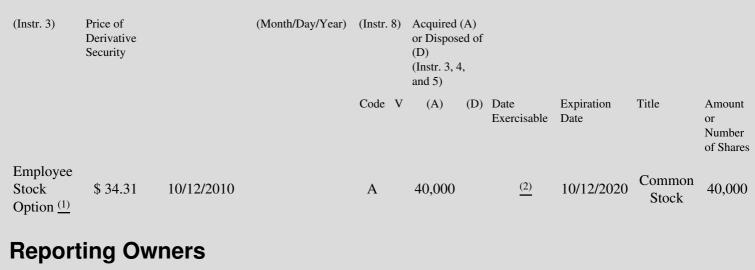
required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FRANKLIN WILLIAM E 4665 BUSINESS CENTER DRIVE FAIRFIELD, CA 94534			Chief Financial Officer				
<b>O</b> !							

## Signatures

William E.	10/14/2010		
Franklin	10/14/2010		
<u>**</u> Signature of	Date		

## Reporting Person 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) Issued pursuant to the Copart, Inc. 2007 Equity Incentive Plan

Twenty percent (20%) of the shares subject to each option will vest on October 12, 2011 and 1/60th of the shares subject to each option(2) will vest cumulatively each month thereafter, such that 100% of the shares subject to the option will be vested five (5) years from the vesting commencement date.

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.