

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2008  
Estimated average burden hours per response... 0.5

## 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(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>MAHLKE TOM</b>	<b>C H ROBINSON WORLDWIDE INC [ CHRW ]</b>	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>8100 MITCHELL ROAD, #200</b>	<b>9/6/2006</b>	<b>Controller</b>
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>EDEN PRAIRIE, MN 55344</b>		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								38784	I	By Rabbi Trust
Common Stock	9/6/2006		M/K		1280	A	\$4.50	3526 (1)	D	
Common Stock	9/6/2006		F/K		133	D	\$43.30	3393	D	
Common Stock	9/7/2006		S		700	D	\$44.36	2693 (1)	D	

Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy)	\$4.50	9/6/2006		M/K		1280	(2)	10/15/2007	Common Stock	1280	\$0	0	D	
Option (Right to Buy)	\$6.2969						(2)	2/15/2009	Common Stock	5700		5700	D	
Option (Right to Buy)	\$10.1725						(2)	1/31/2010	Common Stock	10000		10000	D	
Option (Right to buy)	\$14						2/1/2003 (3)	2/1/2011	Common Stock	14000		14000	D	
Option (Right to Buy)	\$14.625						(4)	2/15/2012	Common Stock	11366		11366	D	
Option (Right to Buy)	\$14.625						(5)	2/15/2012	Common Stock	8634		8634	D	
Option (Right to Buy)	\$14.82						(6)	2/7/2013	Common Stock	6812		6812	D	
Option (Right to									Common					

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Buy)	\$14.82						(7)	2/7/2003	Stock	13188		13188	D	
Option (Right to Buy)	\$20.645						11/10/2003	10/15/2007	Common Stock	156		156	D	
Option (Right to Buy)	\$43.30	9/6/2006		A/K		133	9/6/2006	10/15/2007	Common Stock	133	\$0	133	D	

**Explanation of Responses:**

- (1) Includes shares held in the employee stock purchase plan as of a statement dated 6/30/2006.
- (2) Currently 100% vested.
- (3) Vests in 25% annual cumulative increments on the anniversary of the date of grant beginning this date.
- (4) Vests as to 1,132 shares on 2/15/2004, 1,748 shares on 2/15/2005, 3,486 shares on 2/15/2006 and 5,000 shares on 2/15/2007.
- (5) Vests as to 3,868 shares on 2/15/2004, 3,252 shares on 2/15/2005 and 1,514 shares on 2/15/2006.
- (6) Vests as to 1,812 shares on 2/7/2007 and 5,000 shares on 2/7/2008.
- (7) Vests as to 5,000 shares on each of 2/7/2005 and 2/7/2006 and 3,188 shares on 2/7/2007.

**Remarks:**

All numbers of shares appearing in Table I, column 5, and Table II, columns 7 and 9, and the option exercise prices on Table II, column 2, have been adjusted to reflect a two-for-one stock split effective on 10/14/2005.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAHLKE TOM 8100 MITCHELL ROAD, #200 EDEN PRAIRIE, MN 55344			Controller	

**Signatures**

/s/ Thomas K. Mahlke

9/8/2006

\*\* Signature of Reporting Person

Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.