

C H ROBINSON WORLDWIDE INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 4/5/2006 For Period Ending 4/3/2006

Address	8100 MITCHELL ROAD #200 EDEN PRAIRIE, Minnesota 55344
Telephone	612-937-8500
CIK	0001043277
Industry	Misc. Transportation
Sector	Transportation
Fiscal Year	12/31

Powered By **EDGAR**Online

<http://www.edgar-online.com/>

© Copyright 2006. All Rights Reserved.

Distribution and use of this document restricted under EDGAR Online's Terms of Use.

FORM 4

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

[] 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(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)
WIEHOFF JOHN	C H ROBINSON WORLDWIDE INC [CHRW]	<input checked="" 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)
8100 MITCHELL ROAD, #200	4/3/2006	CEO
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
EDEN PRAIRIE, MN 55344		<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								3508	I	By child
Common Stock								56000	I	By spouse
Common Stock								246788	D	
Common Stock	4/3/2006		A		936 (1)	A	\$49.38	555685	I	by Trust

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy)	\$6.297							2/15/2004	2/15/2009	Common Stock	8806		8806	D	
Option (Right to Buy)	\$6.297							2/15/2001 (5)	2/15/2009	Common Stock	35412		35412	D	
Option (Right to Buy)	\$10.172							1/31/2005	1/31/2010	Common Stock	9828		9828	D	
Option (Right to Buy)	\$10.172							(5)	1/31/2010	Common Stock	190172		190172	D	
Option (Right to Buy)	\$14.00							2/1/2006	2/1/2011	Common Stock	7142		7142	D	
Option (Right to Buy)	\$14.00							(2)	2/15/2012	Common Stock	72858		72858	D	
Option (Right to Buy)	\$14.625							2/15/2007	2/15/2012	Common Stock	6836		6836	D	
Option (Right to Buy)	\$14.625							(3)	2/15/2012	Common Stock	53164		53164	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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Buy)	\$14.82							2/7/2008	2/7/2013	Stock	6746		6746	D	
Option (Right to Buy)	\$14.82							(4)	2/7/2013	Common Stock	73254		73254	D	
Option (Right to Buy)	\$15.805							2/20/2003	10/15/2007	Common Stock	2846		2846	D	
Option (Right to Buy)	\$18.46							7/31/2003	2/15/2009	Common Stock	14700		14700	D	
Option (Right to Buy)	\$18.46							7/31/2003	2/15/2009	Common Stock	5212		5212	D	
Option (Right to Buy)	\$25.90							10/22/2004	10/15/2007	Common Stock	7372		7372	D	

Explanation of Responses:

- (1) Deferred shares held in a non-qualified grantor trust for reporting person's benefit. Dividends paid on these shares are automatically used to purchase additional shares of the issuer. The transaction listed above is a purchase of shares by the trust. Of the shares reflected, 120,000 are available to vest over five years beginning in 2006, based on the financial performance of the Company.
- (2) Vests as to 20,000 shares on each of 2/1/2003, 2/1/2004 and 2/1/2005 and 12,858 shares on 2/1/2006 (adjusted to reflect two-for-one stock split effective on 10/14/2005).
- (3) Vests as to 15,000 shares on each of 2/15/2004, 2/15/2005 and 2/15/2006 and 8,164 shares on 2/15/2007 (adjusted to reflect two-for-one stock split effective on 10/14/2005).
- (4) Vests as to 20,000 shares on each of 2/7/2005, 2/7/2006 and 2/7/2007 and 13,254 shares on 2/7/2008 (adjusted to reflect two-for-one stock split effective on 10/14/2005).
- (5) Currently 100% vested.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WIEHOFF JOHN 8100 MITCHELL ROAD, #200 EDEN PRAIRIE, MN 55344	X		CEO	

Signatures

/s/ John P. Wiehoff

4/5/2006

** 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.