

# 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

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## 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>SATTERLEE SCOTT</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>2/5/2010</b>	<b>Vice President</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								135218	I	By Rabbi Trust
Common Stock	2/5/2010		M		19392	A	\$14.625	32341	D	
Common Stock	2/5/2010		M		14500	A	\$14.82	46841	D	
Common Stock	2/5/2010		F		1819	D	\$52.44	45022	D	
Common Stock	2/5/2010		F		9508	D	\$52.44	35514	D	
Common Stock	2/6/2010		S		100	D	\$52.305	35514	D	
Common Stock	2/6/2010		S		11643	D	\$11643	23771	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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy)	\$14.625	2/5/2010		M		19392		(1)	2/15/2012	Common Stock	19392	\$0.00	000	D	
Option (Right to Buy)	\$14.82	2/5/2010		M		6746		2/7/2008	2/7/2013	Common Stock	6746	\$0.00	000	D	
Option (Right to Buy)	\$14.82	2/5/2010		M		7754		(2)	2/7/2013	Common Stock	7754	\$0.00	000	D	
Option (Right to Buy)	\$52.89							2/2/2007	1/31/2010	Common Stock	2802		2802	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)	\$54.15						2/26/2008	2/1/2011	Stock	2069		2069	D	
Option (Right to Buy)	\$54.15						2/6/2008	2/7/2013	Common Stock	2813		2813	D	
Option (Right to Buy)	\$52.44	2/5/2010		A		5409	2/5/2010	2/15/2012	Common Stock	5409	\$0.00	5409	D	
Option (Right to Buy)	\$52.44	2/5/2010		A		5918	5/5/2010	2/7/2013	Common Stock	5918	\$0.00	5918	D	

**Explanation of Responses:**

- ( 1 ) Vests as to 3,408 shares on 2/15/2004, 4,226 shares on 2/15/2005, 4,922 shares on 2/15/2007 and 6,836 shares on 2/15/2007.
- ( 2 ) Vests as to 7,500 shares on each of 2/7/2005, 2/7/2006 and 2/7/2007 and 754 shares on 2/7/2008.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>SATTERLEE SCOTT</b> <b>8100 MITCHELL ROAD, #200</b> <b>EDEN PRAIRIE, MN 55344</b>			<b>Vice President</b>	

**Signatures**

/s/ Troy Renner, Attorney in Fact for Scott Satterlee

2/9/2010

\*\* 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.

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