

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: February 28, 2011
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)
WIEHOFF JOHN	C H ROBINSON WORLDWIDE INC [CHRW]	☐ X ☐ Director ☐ 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	☐ X ☐ Officer (give title below) ☐ Other (specify below)
14701 CHARLSON ROAD	7/30/2010	CEO
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
EDEN PRAIRIE, MN 55347	8/3/2010	☐ X ☐ Form filed by One Reporting Person
(City) (State) (Zip)		☐ 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								2108	I	By child
Common Stock								56000	I	By spouse
Common Stock								709894 ⁽¹⁾	I	By Trust
Common Stock	7/30/2010		M		7142	A	\$14.00	223586	D	
Common Stock	7/30/2010		M		60000	A	\$14.625	283586	D	
Common Stock	7/30/2010		M		80000	A	\$14.82	363586	D	
Common Stock	7/30/2010		M		41941	A	\$53.97	405527	D	
common Stock	7/30/2010		F		74958 ⁽⁵⁾	D	\$65.20	330569 ⁽⁵⁾	D	
Common Stock	7/30/2010		S		47702	D	\$64.2543 ⁽³⁾	282867 ⁽⁵⁾	D	
Common Stock	7/30/2010		S		49728	D	\$64.2543 ⁽⁴⁾	233139 ⁽⁵⁾	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)	\$14.00	7/30/2010		M		7142		2/1/2006	2/1/2011	Common Stock	7142	\$0.00	000	D	
Option (Right to Buy)	\$14.625	7/30/2010		M		6836		2/15/2007	2/15/2012	Common Stock	6836	\$0.00	000	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	7/30/2010		M		53164		(2)	2/15/2012	Common Stock	53164	\$0.00	000	D	
Option (Right to Buy)	\$14.82	7/30/2010		M		6746		2/7/2008	2/7/2013	Common Stock	6746	\$0.00	000	D	
Option (Right to Buy)	\$14.82	7/30/2010		M		73254		(2)	2/7/2013	Common Stock	73254	\$0.00	000	D	
Option (Right to Buy)	\$53.97	7/30/2010		M		41941		7/24/2009	2/15/2012	Common Stock	41941	\$0.00	000	D	
Option (Right to Buy)	\$65.20	7/30/2010		A		1534		7/30/2010	2/1/2011	Common Stock	1534	\$0.00	1534	D	
Option (Right to Buy)	\$65.20	7/30/2010		A		31069		7/30/2010	2/15/2012	Common Stock	31069	\$0.00	31069	D	
Option (Right to Buy)	\$65.20	7/30/2010		A		42355		7/30/2010	2/7/2013	Common Stock	42355	\$0.00	42355	D	

Explanation of Responses:

- (1) Deferred shares held in a non-qualified grantor trust for reporting person's benefit.
- (2) Currently 100% vested.
- (3) The price reported is the weighted average sale price for the two sale transactions reported. The prices received ranged from \$63.81 to \$64.07. The reporting person will provide to the issuer, a security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares [purchased/sold] at each price within the range.
- (4) The price reported is the weighted average sale price for the two sale transactions reported. The prices received ranged from \$64.08 to \$65.08. The reporting person will provide to the issuer, a security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares [purchased/sold] at each price within the range.
- (5) The total number of shares previously reported as 75,058 has been revised to correctly reflect the number of shares swapped and the applicable share totals in column 5 have been adjusted accordingly.

Remarks:

TABLE I OF THIS FILING HAS BEEN AMENDED AS REFLECTED IN FOOTNOTE 5. THE REMAINDER OF THE FILING HAS BEEN SET FORTH IN ITS ENTIRETY WITHOUT CHANGE.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WIEHOFF JOHN 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347	X		CEO	

Signatures

/s/ Troy Renner, Attorney in fact for John P. Wiehoff

4/5/2011

** 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.