

# C H ROBINSON WORLDWIDE INC

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 8/22/2006 For Period Ending 8/18/2006

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

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# 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>BUTTS JAMES</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"/> X Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>8100 MITCHELL ROAD</b>	<b>8/18/2006</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"/> X 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								75000	I	By Rabbi Trust
Common Stock	8/18/2006		M/K		12000	A	\$6.2968	767442	D	
Common Stock	8/18/2006		F/K		1576	D	\$40.58	765866	D	
Common Stock	8/18/2006		S		4397	D	\$48.10	761469	D	
Common Stock	8/18/2006		S		1103	D	\$48.12	760366	D	
Common Stock	8/18/2006		S		200	D	\$48.13	760166	D	
Common Stock	8/18/2006		S		4300	D	\$48.14	756105 (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				
Stock Option (Right to Buy)	\$6.296	8/18/2006		M/K		12000	(2)	2/15/2009	Common Stock	12000	\$0	0	D	
Stock Option (Right to Buy)	\$10.173						(3)	1/31/2010	Common Stock	20000		20000	D	
Stock Option (Right to Buy)	\$14.00						(4)	2/1/2011	Common Stock	8000		8000	D	
Stock Option (Right to Buy)	\$14.625						(5)	2/15/2012	Common Stock	30000		30000	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				
Stock Option (Right to Buy)	\$14.82						(6)	2/7/2013	Common Stock	30000		30000	D	
Stock Option (Right to Buy)	\$40.58	8/18/2006		A		1576	8/18/2006 (2)	2/15/2009	Common Stock	1576	\$0	1576	D	

**Explanation of Responses:**

- ( 1 ) Includes shares held in the employee stock purchase plan as of a statement dated March 31, 2006.
- ( 2 ) 100% exercisable.
- ( 3 ) Vests 25% annually on the anniversary of the date of grant beginning 1/31/02.
- ( 4 ) Vests 25% annually on the anniversary of the date of grant beginning 2/1/03.
- ( 5 ) Vests 25% annually on the anniversary of the date of grant beginning 2/15/04.
- ( 6 ) Vests 25% annually on the anniversary of the date of grant beginning 2/7/05.

**Reporting Owners**

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

**Signatures**

/s/ James E. Butts

8/22/2006

\*\* 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).

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