WORLD FUEL SERVICES CORP

Form 4 July 05, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

OMB APPROVAL

3235-0287

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if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

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(h) of the Investment Company Act of 1940

1(b).

Common

Common

Stock

Stock

06/23/2006

06/23/2006

(Print or Type Responses)

STEBBINS PAUL H Symbol			er Name and Ticker or Trading LD FUEL SERVICES CORP					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	D FUEL SERV TION, 9800 N.V		3. Date of Earliest Transaction (Month/Day/Year) 06/23/2006				X Director 10% OwnerX Officer (give title Other (specify below) CEO				
				nendment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)		
MIAMI, FL 33178							_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	ned n Date, if Day/Year)	Code (Instr. 8	3)	4. Securiti r(A) or Dis (Instr. 3, 4)	posed	of (D)	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)
Common Stock	06/23/2006			M		28,980	A	\$ 10.35	649,136	D	
Common Stock	06/23/2006			M		37,208	A	\$ 5.375	686,344	D	

M

F

28,560 A

D

(2)

18,374

\$ 10.5 714,904

43.53 696,530

D

D

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Yea)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option	\$ 10.35	06/23/2006		M	28,98 (3)	04/30/2004(4)	04/30/2008	Common Stock	28,980
Stock Option	\$ 5.375	06/23/2006		M	37,20 (6)	8 01/01/2002 <u>(7)</u>	01/04/2009	Common Stock	37,208
Stock Option	\$ 10.5	06/23/2006		M	28,56 (8)	0 01/01/1999 <u>(9)</u>	01/01/2008	Common Stock	28,560

Reporting Owners

Reporting Owner Name / Address	Relationships				
r	Director	10% Owner	Officer	Other	
STEBBINS PAUL H C/O WORLD FUEL SERVICES CORPORATION 9800 N.W. 41ST STREET, SUITE 400	X		CEO		
MIAMI FL 33178					

Signatures

/s/ Paul H. Stebbins	07/05/2006			
**Signature of Reporting Person	Date			

Explanation of Responses:

- * 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).
- (1) The issuer withheld a sufficient amount of option shares in order to pay the exercise price for the option exercise reported on Table II of this Form.

Reporting Owners 2

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- (2) The number shown is the average of the high and low prices for the issuer's common stock on the NYSE on the date that the options were exercised.
- (3) These options were previously reported as covering 14,490 shares at an exercise price of \$20.70 per share, but were adjusted to reflect the stock split on February 1, 2005.
- (4) These options vested in three equal installments over a three-year period, commencing April 30, 2004.
- (5) These options were granted to the reporting person, without payment therefor, as compensation for serving as an executive officer of the issuer.
- (6) These options were previously reported as covering 18,604 shares at an exercise price of \$10.75 per share, but were adjusted to reflect the stock split on February 1, 2005.
- (7) These options vested in two equal installments over a two-year period, commencing January 1, 2002.
- (8) These options were previously reported as covering 14,280 shares at an exercise price of \$21.00 per share, but were adjusted to reflect the stock split on February 1, 2005.
- (9) These options vested in three equal installments over a three-year period, commencing January 1, 1999.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.