

WIEHOFF JOHN
Form 4
May 06, 2008

FORM 4

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

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WIEHOFF JOHN

2. Issuer Name and Ticker or Trading Symbol
C H ROBINSON WORLDWIDE INC [CHRW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
14701 CHARLSON ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

EDEN PRAIRIE, MN 55347

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	(D)	Price
Common Stock					3,508	I	By child
Common Stock					56,000	I	By spouse
Common Stock					566,013 ⁽¹⁾	I	By Trust
Common Stock	05/02/2008		M/K		8,806	A	\$ 6.297
Common Stock	05/02/2008		M/K		19,912	A	\$ 18.46

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Common Stock	05/02/2008	M/K	3,596	A	\$ 44.02	259,832	D
Common Stock	05/02/2008	M/K	1,464	A	\$ 49.08	261,296	D
Common Stock	05/02/2008	S	300	D	\$ 65.99	260,996	D
Common Stock	05/02/2008	S	300	D	\$ 65.98	260,696	D
Common Stock	05/02/2008	S	300	D	\$ 65.97	260,396	D
Common Stock	05/02/2008	S	400	D	\$ 65.96	259,996	D
Common Stock	05/02/2008	S	577	D	\$ 65.95	259,419	D
Common Stock	05/02/2008	S	723	D	\$ 65.94	258,696	D
Common Stock	05/02/2008	S	200	D	\$ 65.89	258,496	D
Common Stock	05/02/2008	S	400	D	\$ 65.88	258,096	D
Common Stock	05/02/2008	S	300	D	\$ 65.87	257,796	D
Common Stock	05/02/2008	S	200	D	\$ 65.86	257,596	D
Common Stock	05/02/2008	S	800	D	\$ 65.85	256,796	D
Common Stock	05/02/2008	S	100	D	\$ 65.83	256,696	D
Common Stock	05/02/2008	S	300	D	\$ 65.82	256,396	D
Common Stock	05/02/2008	S	500	D	\$ 65.81	255,896	D
Common Stock	05/02/2008	S	100	D	\$ 65.8	255,796	D
Common Stock	05/02/2008	S	100	D	\$ 65.79	255,696	D
Common Stock	05/02/2008	S	1,700	D	\$ 65.75	253,996	D
Common Stock	05/02/2008	S	371	D	\$ 65.72	253,625	D
	05/02/2008	S	1,400	D		252,225	D

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Common Stock					\$ 65.71		
Common Stock	05/02/2008	S	600	D	\$ 65.7	251,625	D
Common Stock	05/02/2008	S	1,199	D	\$ 65.69	250,426	D
Common Stock	05/02/2008	S	833	D	\$ 65.68	249,593	D
Common Stock	05/02/2008	S	1,097	D	\$ 65.67	248,496	D

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

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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. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option (Right to Buy)	\$ 6.297	05/02/2008		M/K	8,806	02/15/2004	02/15/2009	Common Stock	8,806
Option (Right to Buy)	\$ 10.172					01/31/2005	01/31/2010	Common Stock	9,828
Option (Right to Buy)	\$ 14					02/01/2006	02/01/2011	Common Stock	7,142
Option (Right to Buy)	\$ 14					⁽²⁾	02/15/2012	Common Stock	72,858
Option (Right to Buy)	\$ 14.625					02/15/2007	02/15/2012	Common Stock	6,836

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- Deferred shares held in a non-qualified grantor trust for reporting person's benefit. Dividends paid on these shares are automatically used
- (1) 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) Currently 100% vested.
 - (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.
 - (4) Vests as to 20,000 shares of each of 2/7/2005, 2/7/2006 and 2/7/2007 and 13,254 shares on 2/7/2008.

Remarks:

This report constitutes Part 1 of 3 parts of this filing.

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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