C H ROBINSON WORLDWIDE INC
Form 4
February 13, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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 *
WALKER MARK A

(Last) (First) (Middle)

14701 CHARLSON ROAD

(Street)

EDEN PRAIRIE, MN 55347

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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. 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	(A) or (D)	Price			
Common Stock								75,524	I	By Rabbi Trust
Common Stock								1,000	I	By Daughter
Common Stock								800	I	By Daughter
Common Stock	02/11/2008		S		500	D	$ 54.52	122,306 (1)	D	
Common Stock	02/11/2008		S		800	D	$ 54.51	121,506	D	

Common Stock	02/11/2008	S	400	D	$ 54.5	121,106	D
Common Stock	02/11/2008	S	400	D	$ 54.49	120,706	D
Common Stock	02/11/2008	S	800	D	$ 54.48	119,906	D
Common Stock	02/11/2008	S	900	D	$ 54.47	119,006	D
Common Stock	02/11/2008	S	700	D	$ 54.46	118,306	D
Common Stock	02/11/2008	S	400	D	$ 54.45	117,906	D
Common Stock	02/11/2008	S	500	D	$ 54.44	117,406	D
Common Stock	02/11/2008	S	1,200	D	$ 54.43	116,206	D
Common Stock	02/11/2008	S	200	D	$ 54.42	116,006	D
Common Stock	02/11/2008	S	1,100	D	$ 54.41	114,906	D
Common Stock	02/11/2008	S	2,222	D	$ 54.4	112,684	D
Common Stock	02/11/2008	F/K	7,156	D	$ 54.44	105,528	D
Common Stock	02/11/2008	M/K	15,200	A	$ 6.2968	120,728	D
Common Stock	02/11/2008	M/K	10.1725	A	$ 28,880	149,608	D
Common Stock	02/11/2008	M	8,528	A	$ 14	158,136	D
Common Stock	02/11/2008	M	1,594	A	$ 47.31	159,730 (1)	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 Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Stock Option Plan (Right to Buy)	$ 6.2968	02/11/2008		M/K			15,200	02/15/2001(2)	02/15/2009	Common Stock	15
Stock Option Plan (Right to Buy)	$ 10.1725	02/11/2008		M/K			28,880	01/31/2002(2)	01/31/2010	Common Stock	32
Stock Option Plan (Right to Buy)	$ 14	02/11/2008		M			8,528	02/01/2003(2)	02/01/2011	Common Stock	32
Stock Option Plan (Right to Buy)	$ 14.625							02/15/2004(2)	02/15/2012	Common Stock	20
Stock Option Plan (Right to Buy)	$ 14.82							02/07/2005(2)	02/07/2013	Common Stock	20
Stock Option Plan (Right to Buy)	$ 47.3	02/11/2008		M			1,594	03/22/2006	01/31/2010	Common Stock	1,
Stock Option Plan (Right to Buy)	$ 54.44	02/11/2008		A/K		1,759		02/11/2008	02/15/2009	Common Stock	1,
Stock Option Plan	$ 54.44	02/11/2008		A/K		5,397		02/11/2008	01/31/2010	Common Stock	5,

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALKER MARK A 14701 CHARLSON ROAD EDEN PRAIRIE, MN 55347			Vice President	

Signatures

/s/ Mark A. Walker	02/13/2008
**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) Includes shares held in the employee stock purchase plan as of a statement dated 6/30/2007.

(2) Vests two years from date of grant in annual cumulative installments of 25% beginning this date.

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