WIEHOFF JOHN
Form 4/A
April 05, 2011

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
WIEHOFF JOHN

(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)
07/30/2010

4. If Amendment, Date Original Filed(Month/Day/Year)
08/03/2010

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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								2,108	I	By child
Common Stock								56,000	I	By spouse
Common Stock								709,894 (1)	I	By Trust
Common Stock	07/30/2010		M		7,142	A	$ 14	223,586	D	
Common Stock	07/30/2010		M		60,000	A	$ 14.625	283,586	D	

Common Stock	07/30/2010	M	80,000	A	$ 14.82	363,586	D	
Common Stock	07/30/2010	M	41,941	A	$ 53.97	405,527	D	
common Stock	07/30/2010	F	74,958 (5)	D	$ 65.2	330,569 (5)	D	
Common Stock	07/30/2010	S	47,702	D	$ 64.2543 (3)	282,867 (5)	D	
Common Stock	07/30/2010	S	49,728	D	$ 64.2543 (4)	233,139 (5)	D	

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. 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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Option (Right to Buy)	$ 14	07/30/2010		M			7,142	02/01/2006	02/01/2011	Common Stock	7,1
Option (Right to Buy)	$ 14.625	07/30/2010		M			6,836	02/15/2007	02/15/2012	Common Stock	6,8
Option (Right to Buy)	$ 14.625	07/30/2010		M			53,164	(2)	02/15/2012	Common Stock	53,1
Option (Right to Buy)	$ 14.82	07/30/2010		M			6,746	02/07/2008	02/07/2013	Common Stock	6,7
Option (Right to Buy)	$ 14.82	07/30/2010		M			73,254	(2)	02/07/2013	Common Stock	73,2

Option (Right to Buy)	$ 53.97	07/30/2010		M		41,941	07/24/2009	02/15/2012	Common Stock	41,9
Option (Right to Buy)	$ 65.2	07/30/2010		A	1,534		07/30/2010	02/01/2011	Common Stock	1,5
Option (Right to Buy)	$ 65.2	07/30/2010		A	31,069		07/30/2010	02/15/2012	Common Stock	31,0
Option (Right to Buy)	$ 65.2	07/30/2010		A	42,355		07/30/2010	02/07/2013	Common Stock	42,3

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	04/05/2011
**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) 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 FI

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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