AUTONATION INC /FL

Form 4 May 02, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

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

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WESTFALL KEVIN P		2. Issuer Name and Ticker or Trading Symbol AUTONATION INC /FL [AN]						5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	(=					title 10% below)	Owner er (specify		
	(Street)		4. If Ame Filed(Mon			te Original	Original 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				rson
(City)	(State)	(Zip)	Tabl	e I - No	on-D	erivative S	Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med on Date, if Day/Year)	3. Transa Code (Instr.		4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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	05/01/2006			Code M	V	Amount 78,437	(D)	Price \$ 11.51	78,437	D	
Common Stock	05/01/2006			M		21,563	A	\$ 11.51	100,000	D	
Common Stock	05/01/2006			S		100	D	\$ 22.52	99,900	D	
Common Stock	05/01/2006			S		2,400	D	\$ 22.51	97,500	D	
Common Stock	05/01/2006			S		26,200	D	\$ 22.5	71,300	D	

Edgar Filing: AUTONATION INC /FL - Form 4

Common Stock	05/01/2006	S	24,900	D	\$ 22.49	46,400	D
Common Stock	05/01/2006	S	17,000	D	\$ 22.48	29,400	D
Common Stock	05/01/2006	S	11,900	D	\$ 22.47	17,500	D
Common Stock	05/01/2006	S	2,500	D	\$ 22.46	15,000	D
Common Stock	05/01/2006	S	15,000		\$ 22.45		D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.51	05/01/2006		M	78,437	<u>(1)</u>	03/31/2007	Common Stock	78,437
Employee Stock Option (right to buy)	\$ 11.51	05/01/2006		M	21,563	(3)	01/02/2008	Common Stock	21,563

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

2 Reporting Owners

WESTFALL KEVIN P

SVP - Sales

Signatures

Kevin P. 05/02/2006 Westfall

**Signature of Date
Reporting Person

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 option vested in four equal annual installments beginning on March 31, 1998.
- (2) N/A
- (3) The option vested in four equal annual installments beginning on January 2, 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.

Signatures 3