

GERKENS HENRY H
Form 4
December 20, 2005

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 *
GERKENS HENRY H

2. Issuer Name and Ticker or Trading Symbol
LANDSTAR SYSTEM INC [LSTR]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
13410 SUTTON PARK DRIVE SOUTH
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/16/2005

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

JACKSONVILLE, FL 32224

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 (A) or (D) Price			
Common Stock	12/16/2005		M ⁽¹⁾	40,000 A \$ 14.6207	157,092	D	
Common Stock	12/19/2005		S ⁽¹⁾	300 D \$ 42.22	156,792	D	
Common Stock	12/19/2005		S ⁽¹⁾	387 D \$ 42.23	156,405	D	
Common Stock	12/19/2005		S ⁽¹⁾	272 D \$ 42.24	156,133	D	
Common Stock	12/19/2005		S ⁽¹⁾	464 D \$ 42.25	155,669	D	

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Common Stock	12/19/2005	<u>S(1)</u>	600	D	\$ 42.26	155,069	D
Common Stock	12/19/2005	<u>S(1)</u>	600	D	\$ 42.27	154,469	D
Common Stock	12/19/2005	<u>S(1)</u>	1,244	D	\$ 42.28	153,225	D
Common Stock	12/19/2005	<u>S(1)</u>	1,820	D	\$ 42.29	151,405	D
Common Stock	12/19/2005	<u>S(1)</u>	1,960	D	\$ 42.3	149,445	D
Common Stock	12/19/2005	<u>S(1)</u>	553	D	\$ 42.31	148,892	D
Common Stock	12/19/2005	<u>S(1)</u>	1,100	D	\$ 42.32	147,792	D
Common Stock	12/19/2005	<u>S(1)</u>	200	D	\$ 42.33	147,592	D
Common Stock	12/19/2005	<u>S(1)</u>	300	D	\$ 42.34	147,292	D
Common Stock	12/19/2005	<u>S(1)</u>	100	D	\$ 42.35	147,192	D
Common Stock	12/19/2005	<u>S(1)</u>	100	D	\$ 42.38	147,092	D
Common Stock	12/19/2005	<u>S(1)</u>	600	D	\$ 42.39	146,492	D
Common Stock	12/19/2005	<u>S(1)</u>	100	D	\$ 42.4	146,392	D
Common Stock	12/19/2005	<u>S(1)</u>	162	D	\$ 42.42	146,230	D
Common Stock	12/19/2005	<u>S(1)</u>	100	D	\$ 42.45	146,130	D
Common Stock	12/19/2005	<u>S(1)</u>	300	D	\$ 42.48	145,830	D
Common Stock	12/19/2005	<u>S(1)</u>	100	D	\$ 42.49	145,730	D
Common Stock	12/19/2005	<u>S(1)</u>	1,224	D	\$ 42.5	144,506	D
Common Stock	12/19/2005	<u>S(1)</u>	1,513	D	\$ 42.51	142,993	D
Common Stock	12/19/2005	<u>S(1)</u>	200	D	\$ 42.52	142,793	D
	12/19/2005	<u>S(1)</u>	596	D	\$ 42.53	142,197	D

Common
Stock

Common Stock 12/19/2005 S⁽¹⁾ 301 D \$ 42.54 141,896 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
Stock Options (Right to buy)	\$ 14.6207	12/16/2005		M ⁽¹⁾	40,000	01/02/2004 ⁽²⁾ 01/02/2013	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GERKENS HENRY H 13410 SUTTON PARK DRIVE SOUTH JACKSONVILLE, FL 32224	X		President & CEO	

Signatures

James B. Gattoni, 12/20/2005
Attorney-in-fact

 **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)

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The stock option exercises and sales of common stock reported on this Form 4 were effected pursuant to a rule 10b5-1 trading plan adopted by the reporting person.

(2) Options became exercisable in the amount of 8,000 on January 2, 2004 and 32,000 on January 2, 2005.

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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