

LANDSTAR SYSTEM INC
Form 4
April 19, 2005

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 *
GERKENS HENRY H

(Last) (First) (Middle)

13410 SUTTON PARK DRIVE
SOUTH

(Street)

JACKSONVILLE, FL 32224

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LANDSTAR SYSTEM INC [LSTR]

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

04/15/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

President & CEO

6. Individual or Joint/Group Filing (Check Applicable Line)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	04/15/2005		M ⁽¹⁾		1,176 A \$ 5.8594	D	
Common Stock	04/15/2005		M ⁽¹⁾		18,240 A \$ 8.1173	D	
Common Stock	04/15/2005		M ⁽¹⁾		20,584 A \$ 9.0482	D	
Common Stock	04/18/2005		S ⁽¹⁾		22,760 D \$ 32	D	
Common Stock	04/18/2005		S ⁽¹⁾		7,334 D \$ 32.01	D	

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Common Stock	04/18/2005	<u>S(1)</u>	200	D	\$ 32.02	126,798	D
Common Stock	04/18/2005	<u>S(1)</u>	800	D	\$ 32.03	125,998	D
Common Stock	04/18/2005	<u>S(1)</u>	506	D	\$ 32.04	125,492	D
Common Stock	04/18/2005	<u>S(1)</u>	5,819	D	\$ 32.05	119,673	D
Common Stock	04/18/2005	<u>S(1)</u>	200	D	\$ 32.08	119,473	D
Common Stock	04/18/2005	<u>S(1)</u>	1,600	D	\$ 32.1	117,873	D
Common Stock	04/18/2005	<u>S(1)</u>	200	D	\$ 32.11	117,673	D
Common Stock	04/18/2005	<u>S(1)</u>	270	D	\$ 32.12	117,403	D
Common Stock	04/18/2005	<u>S(1)</u>	200	D	\$ 32.13	117,203	D
Common Stock	04/18/2005	<u>S(1)</u>	111	D	\$ 32.2	117,092	D

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

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(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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 5.8594	04/15/2005		<u>M(1)</u>	1,176	02/02/2005	02/02/2010	Common Stock	1,176

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Stock Options (Right to buy)	\$ 8.1173	04/15/2005	<u>M</u> ⁽¹⁾	18,240	02/07/2005	02/07/2011	Common Stock	18,240
Stock Options (Right to buy)	\$ 9.0482	04/15/2005	<u>M</u> ⁽¹⁾	20,584	01/02/2005	01/02/2012	Common Stock	20,584

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,
 Attorney-in-fact 04/19/2005

 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) The exercises reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- 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.