LANDSTAR SYSTEM INC

Form 4

February 05, 2007

FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * Handoush Jim M			2. Issuer Name and Ticker or Trading Symbol LANDSTAR SYSTEM INC [LSTR]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)		3. Date of Earliest Transaction	(Check all applicable)			
(,		("" ",	(Month/Day/Year)	Director 10% Owner			
13410 SUTTON PARK DRIVE SOUTH			02/01/2007	X Officer (give title Other (specify below)			
				President - Landstar Global			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
JACKSONVILLE, FL 32224				Form filed by More than One Reporting Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transactionr Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Beneficially Code Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 02/05/2007 M 4,240 A 26,560 D Stock 13.1075 Common \$ Sto C_0

Stock	02/05/2007	M	800	Α	14.6207	27,360	D
Common Stock	02/05/2007	S	422	D	\$ 44.9	26,938	D
Common Stock	02/05/2007	S	2,776	D	\$ 44.91	24,162	D
Common Stock	02/05/2007	S	800	D	\$ 44.92	23,362	D

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Common Stock	02/05/2007	S	102	D	\$ 44.93	23,260	D	
Common Stock	02/05/2007	S	100	D	\$ 44.94	23,160	D	
Common Stock	02/05/2007	S	400	D	\$ 44.96	22,760	D	
Common Stock	02/05/2007	S	400	D	\$ 44.97	22,360	D	
Common Stock						818	I	By Landstar System, Inc 401(k) Savings Plan

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. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and Amount o 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)	\$ 44.32	02/01/2007		A	9,000		<u>(1)</u>	02/01/2017	Common Stock	9,000
Stock Options (Right to buy)	\$ 13.1075	02/05/2007		M		4,240	02/05/2007	02/05/2013	Common Stock	4,240
Stock Options (Right to buy)	\$ 14.6207	02/05/2007		M		800	01/02/2007	01/02/2013	Common Stock	800

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Handoush Jim M 13410 SUTTON PARK DRIVE SOUTH JACKSONVILLE, FL 32224 President -Landstar Global

Signatures

James B. Gattoni, attorney-in-fact 02/05/2007

**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) Options become exercisable in 3 equal annual installments beginning 02/01/2008

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.

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