

MENENDEZ ANA M
Form 4
March 20, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MENENDEZ ANA M

(Last) (First) (Middle)

2665 SOUTH BAYSHORE
DRIVE, SUITE 901

(Street)

MIAMI, FL 33133

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WATSCO INC [WSO; WSOB]

3. Date of Earliest Transaction
(Month/Day/Year)
03/17/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CFO / Treasurer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock								35,000	D ⁽²⁾
Common Stock	03/17/2006		J		38	A	\$ 59.81	797	I
									See footnote (1)

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

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SEC 1474
(9-02)

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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)		8. Pri Deriv Secur (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 18.0625					11/03/1999	11/03/2008	Common Stock	3,000	
Stock Option (right to buy)	\$ 18.0625					11/03/2000	11/03/2008	Common Stock	3,000	
Stock Option (right to buy)	\$ 18.0625					11/03/2001	11/03/2008	Common Stock	3,000	
Stock Option (right to buy)	\$ 18.0625					11/03/2002	11/03/2008	Common Stock	3,000	
Stock Option (right to buy)	\$ 18.0625					11/03/2003	11/03/2008	Common Stock	3,000	
Stock Option (right to buy)	\$ 10					12/08/2000	12/08/2009	Common Stock	2,000	
Stock Option (right to buy)	\$ 10					12/08/2001	12/08/2009	Common Stock	2,000	
Stock Option	\$ 10					12/08/2002	12/08/2009	Common Stock	2,000	

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(right to buy)						
Stock Option (right to buy)	\$ 10	12/08/2003	12/08/2009	Common Stock	2,000	
Stock Option (right to buy)	\$ 10	12/08/2004	12/08/2009	Common Stock	2,000	
Stock Option (right to buy)	\$ 9.63	11/03/2001	11/03/2010	Common Stock	3,000	
Stock Option (right to buy)	\$ 9.63	11/03/2002	11/03/2010	Common Stock	3,000	
Stock Option (right to buy)	\$ 9.63	11/03/2003	11/03/2010	Common Stock	3,000	
Stock Option (right to buy)	\$ 9.63	11/03/2004	11/03/2010	Common Stock	3,000	
Stock Option (right to buy)	\$ 9.63	11/03/2005	11/03/2010	Common Stock	3,000	
Stock Option (right to buy)	\$ 12.95	11/03/2002	11/03/2011	Common Stock	3,000	
Stock Option (right to buy)	\$ 12.95	11/03/2003	11/03/2011	Common Stock	3,000	
Stock Option (right to buy)	\$ 12.95	11/03/2004	11/03/2011	Common Stock	3,000	
Stock Option (right to	\$ 12.95	11/03/2005	11/03/2011	Common Stock	3,000	

buy)

Stock Option (right to buy)	\$ 12.95	12/31/2005	11/03/2011	Common Stock	3,000
Stock Option (right to buy)	\$ 21.95	11/03/2004	11/03/2013	Common Stock	3,000
Stock Option (right to buy)	\$ 21.95	11/03/2005	11/03/2013	Common Stock	3,000
Stock Option (right to buy)	\$ 21.95	12/31/2005	11/03/2013	Common Stock	3,000
Stock Option (right to buy)	\$ 21.95	11/03/2007	11/03/2013	Common Stock	3,000
Stock Option (right to buy)	\$ 21.95	11/03/2008	11/03/2013	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MENENDEZ ANA M 2665 SOUTH BAYSHORE DRIVE SUITE 901 MIAMI, FL 33133			CFO / Treasurer	

Signatures

Ana M.
Menendez 03/20/2006

__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) Ownership in Watsco, Inc. Profit Sharing Retirement Plan and Trust

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(2) Award of stock pursuant to Watsco, Inc. Restricted Stock Agreement

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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