

AUTONATION INC /FL

Form 4

February 13, 2007

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 *
FERRANDO JONATHAN P

(Last) (First) (Middle)

110 SE 6TH STREET-20TH FLOOR

(Street)

FT. LAUDERDALE, FL 33301

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AUTONATION INC /FL [AN]

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

02/09/2007

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 below) ____ Other (specify
below)

EVP, Gen'l Counsel & Secretary

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/09/2007		M	56,200 A	\$ 12.25	81,200 (1) (2)	D
Common Stock	02/09/2007		S	245 D	\$ 22.89	80,955	D
Common Stock	02/09/2007		S	1,420 D	\$ 22.88	79,535	D
Common Stock	02/09/2007		S	80 D	\$ 22.87	79,455	D
Common Stock	02/09/2007		S	789 D	\$ 22.86	78,666	D

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Common Stock	02/09/2007	S	2,921	D	\$ 22.85	75,745	D
Common Stock	02/09/2007	S	1,341	D	\$ 22.84	74,404	D
Common Stock	02/09/2007	S	1,578	D	\$ 22.83	72,826	D
Common Stock	02/09/2007	S	2,130	D	\$ 22.82	70,696	D
Common Stock	02/09/2007	S	316	D	\$ 22.81	70,380	D
Common Stock	02/09/2007	S	45,380	D	\$ 22.8	25,000 ⁽¹⁾ ⁽²⁾	D
Common Stock	02/12/2007	M	39,800	A	\$ 12.25	64,800 ⁽¹⁾ ⁽²⁾	D
Common Stock	02/12/2007	S	7,500	D	\$ 22.85	57,300	D
Common Stock	02/12/2007	S	5,400	D	\$ 22.84	51,900	D
Common Stock	02/12/2007	S	3,150	D	\$ 22.83	48,750	D
Common Stock	02/12/2007	S	800	D	\$ 22.81	47,950	D
Common Stock	02/12/2007	S	19,950	D	\$ 22.8	28,000 ⁽¹⁾ ⁽³⁾	D

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

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

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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

Employee Stock Option (right to buy)	\$ 12.25	02/09/2007	M	56,200	<u>(4)</u>	08/05/2012	Common Stock	56,200
Employee Stock Option (right to buy)	\$ 12.25	02/12/2007	M	39,800	<u>(4)</u>	08/05/2012	Common Stock	39,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERRANDO JONATHAN P 110 SE 6TH STREET-20TH FLOOR FT. LAUDERDALE, FL 33301			EVP, Gen'l Counsel & Secretary	

Signatures

Jonathan P.
Ferrando

02/12/2007

**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) Excludes 1,767 shares of AutoNation common stock held through the AutoNation, Inc. 401(k) Plan.

(2) 15,000 shares are owned by the Reporting Person and his wife as tenants by the entirety and 10,000 shares are owned directly by the Reporting Person.

(3) 15,000 shares are owned by the Reporting Person and his wife as tenants by the entirety and 13,000 shares are owned directly by the Reporting Person.

(4) The option vested in four equal annual installments beginning on August 5, 2003.

(5) N/A

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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