

WATSCO INC
Form 4
March 12, 2008

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 *
MENENDEZ ANA M

(Last) (First) (Middle)
2665 SOUTH BAYSHORE
DRIVE, SUITE 901

(Street)

COCONUT GROVE, 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)
03/10/2008

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)
CFO / Treasurer

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					35,000	D ⁽²⁾	
Common Stock	03/10/2008		J	91 A \$ 36.76	957	I	See footnote ⁽¹⁾

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)	8. Price of Underlying Security (Instr. 3 and 4)	
				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 buy)	\$ 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 COCONUT GROVE, FL 33133			CFO / Treasurer	

Signatures

Ana M.
Menendez 03/12/2008

**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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