

MENENDEZ ANA M
Form 5
January 06, 2006

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

2665 SOUTH BAYSHORE DRIVE, SUITE 901

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

MIAMI, FL 33133

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	^	^	^	^ ^ ^ ^ ^ ^	35,000	D (2)	^
Common Stock	^	^	^	^ ^ ^ ^ ^ ^	759	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 2270 (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. Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Stock Option (right to buy)	\$ 18.0625	Â	Â	Â	Â	Â	11/03/1999	11/03/2008	Common Stock	3,000
Stock Option (right to buy)	\$ 18.0625	Â	Â	Â	Â	Â	11/03/2000	11/03/2008	Common Stock	3,000
Stock Option (right to buy)	\$ 18.0625	Â	Â	Â	Â	Â	11/03/2001	11/03/2008	Common Stock	3,000
Stock Option (right to buy)	\$ 18.0625	Â	Â	Â	Â	Â	11/03/2002	11/03/2008	Common Stock	3,000
Stock Option (right to buy)	\$ 18.0625	Â	Â	Â	Â	Â	11/03/2003	11/03/2008	Common Stock	3,000
Stock Option (right to buy)	\$ 10	Â	Â	Â	Â	Â	12/08/2000	12/08/2009	Common Stock	2,000
Stock Option (right to buy)	\$ 10	Â	Â	Â	Â	Â	12/08/2001	12/08/2009	Common Stock	2,000
Stock Option	\$ 10	Â	Â	Â	Â	Â	12/08/2002	12/08/2009	Common Stock	2,000

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

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

Signatures

Ana M.
Menendez

01/06/2006

**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

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