

WATSCO INC  
Form 4  
April 01, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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).

**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)  
04/01/2008

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/01/2008		A		5,000	A	\$ 43.04
Common Stock							40,000
							957
							D <sup>(2)</sup>
							I
							See footnote <u>(1)</u>

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. 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 04/01/2008

\*\*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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