

WESTFALL KEVIN P
Form 4
December 18, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WESTFALL KEVIN P

(Last) (First) (Middle)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2006

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP - Sales

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	12/15/2006		M		53,758	A	\$ 11.51	53,758 D
Common Stock	12/15/2006		M		60,000	A	\$ 11.05	113,758 D
Common Stock	12/15/2006		M		24,000	A	\$ 12.25	137,758 D
Common Stock	12/15/2006		S		1,058	D	\$ 20.98	136,700 D
Common Stock	12/15/2006		S		300	D	\$ 20.97	136,400 D

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Common Stock	12/15/2006	S	27,000	D	\$ 20.95	109,400	D
Common Stock	12/15/2006	S	15,800	D	\$ 20.94	93,600	D
Common Stock	12/15/2006	S	18,200	D	\$ 20.93	75,400	D
Common Stock	12/15/2006	S	3,600	D	\$ 20.92	71,800	D
Common Stock	12/15/2006	S	7,000	D	\$ 20.91	64,800	D
Common Stock	12/15/2006	S	32,900	D	\$ 20.9	31,900	D
Common Stock	12/15/2006	S	6,200	D	\$ 20.89	25,700	D
Common Stock	12/15/2006	S	18,600	D	\$ 20.88	7,100	D
Common Stock	12/15/2006	S	7,100	D	\$ 20.87	0 ⁽¹⁾	D

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

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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)	\$ 11.51	12/15/2006		M	53,758	⁽²⁾ 01/02/2008	Common Stock 53,758
Employee Stock	\$ 11.05	12/15/2006		M	60,000	⁽⁴⁾ 07/25/2011	Common Stock 60,000

Option
(right to
buy)

Employee
Stock

Option (right to buy)	\$ 12.25	12/15/2006		M	24,000	<u>(5)</u>	08/05/2012	Common Stock	24,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WESTFALL KEVIN P			SVP - Sales	

Signatures

Kevin P.
Westfall

12/18/2006

__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) Excludes 1,773 shares of AutoNation common stock held indirectly through the AutoNation, Inc. 401(k) Plan.

(2) The option vested in four equal annual installments beginning on January 2, 1999.

(3) N/A

(4) The option vested in four equal annual installments beginning on July 25, 2002.

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

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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