

Gattoni James B  
 Form 4  
 April 21, 2010

**FORM 4**

**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).

**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 \*  
**Gattoni James B**

(Last) (First) (Middle)  
 13410 SUTTON PARK DRIVE  
 SOUTH  
 (Street)

JACKSONVILLE, FL 32224

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**LANDSTAR SYSTEM INC [LSTR]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**04/20/2010**

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)  
**Vice President & CFO**

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	04/20/2010		M	A	\$ 4,800	43,700	D
Common Stock	04/20/2010		M	A	\$ 9,440	53,140	D
Common Stock	04/20/2010		M	A	\$ 19.025	83,140	D
Common Stock	04/20/2010		S	D	\$ 43.85	81,642	D
Common Stock	04/20/2010		S	D	\$ 43.86	80,780	D

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Common Stock	04/20/2010	S	1,300	D	\$ 43.87	79,480	D
Common Stock	04/20/2010	S	900	D	\$ 43.88	78,580	D
Common Stock	04/20/2010	S	300	D	\$ 43.89	78,280	D
Common Stock	04/20/2010	S	1,041	D	\$ 43.9	77,239	D
Common Stock	04/20/2010	S	495	D	\$ 43.91	76,744	D
Common Stock	04/20/2010	S	500	D	\$ 43.92	76,244	D
Common Stock	04/20/2010	S	104	D	\$ 43.94	76,140	D
Common Stock	04/20/2010	S	400	D	\$ 43.95	75,740	D
Common Stock	04/20/2010	S	62	D	\$ 43.96	75,678	D
Common Stock	04/20/2010	S	5,238	D	\$ 44	70,440	D
Common Stock	04/20/2010	S	200	D	\$ 44.03	70,240	D
Common Stock	04/20/2010	S	100	D	\$ 44.04	70,140	D
Common Stock	04/20/2010	S	1,200	D	\$ 44.05	68,940	D
Common Stock	04/20/2010	S	100	D	\$ 44.06	68,840	D
Common Stock	04/20/2010	S	200	D	\$ 44.07	68,640	D
Common Stock	04/20/2010	S	1,000	D	\$ 44.08	67,640	D
Common Stock	04/20/2010	S	2,602	D	\$ 44.09	65,038	D
Common Stock	04/20/2010	S	2,400	D	\$ 44.1	62,638	D
Common Stock	04/20/2010	S	1,598	D	\$ 44.11	61,040	D
Common Stock	04/20/2010	S	500	D	\$ 44.13	60,540	D
	04/20/2010	S	400	D	\$ 44.14	60,140	D

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Common Stock							
Common Stock	04/20/2010	S	300	D	\$ 44.15	59,840	D
Common Stock	04/20/2010	S	200	D	\$ 44.16	59,640	D
Common Stock	04/20/2010	S	40	D	\$ 44.18	59,600	D
Common Stock	04/20/2010	S	400	D	\$ 44.2	59,200	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 14.6207	04/20/2010		M	4,800	<u>(1)</u>	01/02/2013	Common Stock	4,800
Stock Options (Right to Buy)	\$ 13.1075	04/20/2010		M	9,440	<u>(2)</u>	02/05/2013	Common Stock	9,440
Stock Options (Right to Buy)	\$ 19.025	04/20/2010		M	30,000	01/02/2009	01/02/2014	Common Stock	30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gattoni James B 13410 SUTTON PARK DRIVE SOUTH JACKSONVILLE, FL 32224			Vice President & CFO	

## Signatures

/s/ L. Kevin Stout,  
attorney-in-fact

04/21/2010

\_\_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) Options became exercisable as to 2,400 shares on 1/2/07 and 2,400 shares on 1/2/08.
  - (2) Options became exercisable as to 4,720 shares on 2/5/07 and 4,720 shares on 2/5/08.

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