

CLEMENTI MICHAEL

Form 4

September 09, 2005

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 *
CLEMENTI MICHAEL

2. Issuer Name **and** Ticker or Trading
Symbol
WORLD FUEL SERVICES CORP
[INT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
9800 N.W. 41ST STREET, SUITE
400

3. Date of Earliest Transaction
(Month/Day/Year)
09/07/2005

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Pres: World Fuel Services Inc.

(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

MIAMI, FL 33178

(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	09/07/2005		M		33,332	A	\$ 14.365	73,697	D
Common Stock	09/07/2005		M		21,140	A	\$ 10.35	94,837	D
Common Stock	09/07/2005		M		12,192	A	\$ 12.5	107,029	D
Common Stock	09/07/2005		M		17,396	A	\$ 9.2	124,425	D
Common Stock	09/07/2005		M		32,604	A	\$ 9.2	157,029	D

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Common Stock	09/07/2005	M	14,180	A	\$ 8.375	171,209	D
Common Stock	09/07/2005	M	35,820	A	\$ 8.375	207,029	D
Common Stock	09/07/2005	S	<u>3,400</u> (1)	D	\$ 35.725	203,629	D
Common Stock	09/07/2005	S	<u>15,000</u> (1)	D	\$ 34.347	188,629	D
Common Stock	09/07/2005	S	<u>15,300</u> (1)	D	\$ 34.639	173,329	D
Common Stock	09/07/2005	S	<u>10,000</u> (1)	D	\$ 34.825	163,329	D
Common Stock	09/07/2005	S	<u>2,000</u> (1)	D	\$ 35.042	161,329	D
Common Stock	09/07/2005	S	<u>4,300</u> (1)	D	\$ 35.265	157,029	D
Common Stock	09/07/2005	S	<u>11,100</u> (1)	D	\$ 35.282	145,929	D
Common Stock	09/07/2005	S	<u>2,400</u> (1)	D	\$ 35.626	143,529	D
Common Stock	09/07/2005	S	<u>6,500</u> (1)	D	\$ 35.751	137,029	D
Common Stock	09/07/2005	S	<u>5,000</u> (1)	D	\$ 35.722	132,029	D

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

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SEC 1474
(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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Stock Option	\$ 14.365	09/07/2005	M	33,332 (2)	07/29/2004 ⁽³⁾	07/29/2008	Common Stock	33,332
Stock Option	\$ 10.35	09/07/2005	M	21,140 (5)	04/30/2004 ⁽⁶⁾	04/30/2008	Common Stock	21,140
Stock Option	\$ 12.5	09/07/2005	M	12,192 (7)	04/30/2004 ⁽⁸⁾	04/30/2008	Common Stock	12,192
Stock Option	\$ 9.2	09/07/2005	M	17,396 (9)	12/19/2003	12/19/2006	Common Stock	17,396
Stock Option	\$ 9.2	09/07/2005	M	32,604 (10)	12/19/2003 ⁽¹¹⁾	12/19/2006	Common Stock	32,604
Stock Option	\$ 8.375	09/07/2005	M	14,180 (12)	07/28/2000	07/28/2008	Common Stock	14,180
Stock Option	\$ 8.375	09/07/2005	M	35,820 (13)	07/28/1999 ⁽¹⁴⁾	07/28/2008	Common Stock	35,820

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLEMENTI MICHAEL 9800 N.W. 41ST STREET SUITE 400 MIAMI, FL 33178			Pres: World Fuel Services Inc.	

Signatures

Michael
Clementi 09/09/2005

**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) The reporting person sold these shares in order to satisfy his tax liability and obligation to pay the exercise prices associated with the option exercises reported on Table II of this Form.
- (2) This option was previously reported as covering 25,000 shares at an exercise price of \$28.73 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (3) These options vest in three installments over a three-year period as follows: 16,666 options vested on July 29, 2004; 16,666 options vested on July 29, 2005; and 16,668 options will vest on July 29, 2006.
- (4) These options were granted to the reporting person, without payment therefor, as compensation for serving as an executive officer of the issuer.
- (5) This option was previously reported as covering 15,400 shares at an exercise price of \$20.70 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (6) These options vest in three installments over a three-year period as follows: 11,480 options vested on April 30, 2004; 9,660 options vested on April 30, 2005; and 9,660 options will vest on April 30, 2006.

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- (7) This option was previously reported as covering 9,600 shares at an exercise price of \$25 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (8) These options vest in three installments over a three-year period as follows: 5,186 options vested on April 30, 2004; 7,006 options vested on April 30, 2005; and 7,008 options will vest on April 30, 2006.
- (9) This option was previously reported as covering 8,698 shares at an exercise price of \$18.40 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (10) This option was previously reported as covering 16,302 shares at an exercise price of \$18.40 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (11) These options vested in three equal installments over a three-year period, commencing December 19, 2002.
- (12) This option was previously reported as covering 7,090 shares at an exercise price of \$16.75 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (13) This option was previously reported as covering 17,910 shares at an exercise price of \$16.75 per share, but was adjusted to reflect the stock split on February 1, 2005.
- (14) These options vested in three equal installments over a three-year period, commencing July 28, 1999.

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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