

MONAGHAN CRAIG T
Form 4
February 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MONAGHAN CRAIG T

(Last) (First) (Middle)

110 SE 6TH STREET, 29TH
FLOOR

(Street)

FORT LAUDERDALE, FL 33301

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
__X__ Officer (give title _____ Other (specify
below) below)
CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	02/08/2005		M ⁽¹⁾	75,000 A \$ 8.4	100,000	I	By trust
Common Stock	02/08/2005		M	25,000 A \$ 6.88	125,000	I	By trust
Common Stock	02/08/2005		S	6,100 D \$ 19.8	118,900	I	By trust
Common Stock	02/08/2005		S	5,200 D \$ 19.79	113,700	I	By trust
Common Stock	02/08/2005		S	5,100 D \$ 19.78	108,600	I	By trust

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Common Stock	02/08/2005	S	3,900	D	\$ 19.77	104,700	I	By trust
Common Stock	02/08/2005	S	3,200	D	\$ 19.76	101,500	I	By trust
Common Stock	02/08/2005	S	19,700	D	\$ 19.75	81,800	I	By trust
Common Stock	02/08/2005	S	5,600	D	\$ 19.74	76,200	I	By trust
Common Stock	02/08/2005	S	1,500	D	\$ 19.73	74,700	I	By trust
Common Stock	02/08/2005	S	3,200	D	\$ 19.72	71,500	I	By trust
Common Stock	02/08/2005	S	700	D	\$ 19.71	70,800	I	By trust
Common Stock	02/08/2005	S	16,400	D	\$ 19.7	54,400	I	By trust
Common Stock	02/08/2005	S	1,900	D	\$ 19.69	52,500	I	By trust
Common Stock	02/08/2005	S	3,300	D	\$ 19.68	49,200	I	By trust
Common Stock	02/08/2005	S	7,300	D	\$ 19.67	41,900	I	By trust
Common Stock	02/08/2005	S	200	D	\$ 19.66	41,700	I	By trust
Common Stock	02/08/2005	S	5,000	D	\$ 19.65	36,700	I	By trust
Common Stock	02/08/2005	S	1,700	D	\$ 19.64	35,000 ⁽²⁾	I	By trust

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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)			\$ 8.4	02/08/2005	M	75,000	<u>(3)</u> 05/08/2010 Common Stock	75,000
Employee Stock Option (right to buy)			\$ 6.88	02/08/2005	M	25,000	<u>(5)</u> 08/01/2010 Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONAGHAN CRAIG T 110 SE 6TH STREET 29TH FLOOR FORT LAUDERDALE, FL 33301			CFO	

Signatures

Craig T.
Monaghan 02/08/2005

**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 transactions set forth herein were effected pursuant to the terms of a Rule 10b5-1 Sales Plan adopted by the Reporting Person on November 18, 2004.
- (2) Excludes 787 shares of AutoNation common stock held through the AutoNation, Inc. 401(k) Plan.
- (3) The option vested in four equal annual installments beginning on May 8, 2001.
- (4) N/A
- (5) The option vested in four equal annual installments beginning on August 1, 2001.
- (6) N/A

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