

AUTONATION INC /FL
Form 4
February 17, 2005

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 *
JACKSON MICHAEL J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
110 SE 6TH STREET-20TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

FT. LAUDERDALE, FL 33301

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price		
Common Stock	02/15/2005		M		200,000 A \$ 10.6	380,000	I By trust
Common Stock	02/15/2005		M		70,000 A \$ 6.875	450,000	I By trust
Common Stock	02/15/2005		S		7,800 D \$ 19.81	442,200	I By trust
Common Stock	02/15/2005		S		29,000 D \$ 19.8	413,200	I By trust
Common Stock	02/15/2005		S		56,100 D \$ 19.79	357,100	I By trust

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Common Stock	02/15/2005	S	33,900	D	\$ 19.78	323,200	I	By trust
Common Stock	02/15/2005	S	20,200	D	\$ 19.77	303,000	I	By trust
Common Stock	02/15/2005	S	13,000	D	\$ 19.76	290,000	I	By trust
Common Stock	02/15/2005	S	44,900	D	\$ 19.75	245,100	I	By trust
Common Stock	02/15/2005	S	8,400	D	\$ 19.74	236,700	I	By trust
Common Stock	02/15/2005	S	2,100	D	\$ 19.73	234,600	I	By trust
Common Stock	02/15/2005	S	11,200	D	\$ 19.72	223,400	I	By trust
Common Stock	02/15/2005	S	2,800	D	\$ 19.71	220,600	I	By trust
Common Stock	02/15/2005	S	20,600	D	\$ 19.7	200,000	I	By trust
Common Stock	02/16/2005	M	25,000	A	\$ 6.875	225,000	I	By trust
Common Stock	02/16/2005	S	500	D	\$ 19.77	224,500	I	By trust
Common Stock	02/16/2005	S	100	D	\$ 19.76	224,400	I	By trust
Common Stock	02/16/2005	S	22,500	D	\$ 19.75	201,900	I	By trust
Common Stock	02/16/2005	S	1,000	D	\$ 19.74	200,900	I	By trust
Common Stock	02/16/2005	S	400	D	\$ 19.73	200,500	I	By trust
Common Stock	02/16/2005	S	500	D	\$ 19.72	200,000	I	By trust
Common Stock	02/17/2005	M	105,000	A	\$ 6.875	305,000	I	By trust
Common Stock	02/17/2005	S	105,000	D	\$ 19.75	200,000	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, 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 Number Shares
Employee Stock Option (right to buy)	\$ 10.6	02/15/2005		M	200,000	<u>(1)</u> 09/24/2009	09/24/2009	Common Stock	200,000
Employee Stock Option (right to buy)	\$ 6.875	02/15/2005		M	70,000	<u>(3)</u> 08/01/2010	08/01/2010	Common Stock	70,000
Employee Stock Option (right to buy)	\$ 6.875	02/16/2005		M	25,000	<u>(3)</u> 08/01/2010	08/01/2010	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 6.875	02/17/2005		M	105,000	<u>(3)</u> 08/01/2010	08/01/2010	Common Stock	105,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACKSON MICHAEL J 110 SE 6TH STREET-20TH FLOOR FT. LAUDERDALE, FL 33301	X		Chairman and CEO	

Signatures

Jonathan P. Ferrando,
Attorney-in-Fact

02/17/2005

**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 option vested in four equal annual installments beginning on September 24, 2000.
- (2) N/A
- (3) The option vested in four equal annual installments beginning on August 1, 2001.

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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