

**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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PUNDT JEFFREY L</u> _____ (Last) (First) (Middle) <u>13410 SUTTON PARK DRIVE SOUTH</u> _____ (Street) <u>JACKSONVILLE FL 32224</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LANDSTAR SYSTEM INC [ LSTR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President - Landstar Carrier</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/02/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/02/2006		A		2,800	A	\$0	22,340	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (Right to buy)	\$0	02/02/2006		A		50,000		02/02/2007 <sup>(1)</sup>	02/02/2016	Common Stock	50,000	\$43.66	50,000	D	

**Explanation of Responses:**

1. Options become exercisable in 3 equal annual installments beginning 02/02/2007

James B. Gattoni

02/06/2006

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LANDSTAR SYSTEM, INC.

Section 16 Reporting

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby make, constitute and appoint Henry H. Gerkens, Robert C. LaRose and James B. Gattoni and each of them, with full power in each to act without the other, his true and lawful attorney, in his name, place and stead to execute on his behalf, as a Director and/or Officer of Landstar System, Inc. (the "Company") for purposes of Section 16 ("Section 16") of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the Securities and Exchange Commission (the "SEC") pursuant to Section 16, and any and all other instruments that such attorneys, or any of them, deem necessary or advisable to enable the undersigned to comply with the Exchange Act, and the rules, regulations and requirements of any securities exchange or the National Association of Securities Dealers, Inc. and the securities laws of any state or other governmental subdivision, giving and granting to each of such attorneys full power and authority to do and perform each and every act and thing whatsoever necessary or appropriate to be done in furtherance of such purposes as fully as he could himself do if personally present at the doing thereof, with full power of substitution and revocation, hereby ratifying and confirming all that his said attorneys or substitutes may or shall lawfully do or cause to be done by virtue hereof. This power of attorney shall remain in effect as long as the undersigned is subject to Section 16 with respect to the Company, and shall not be affected by the subsequent disability or incompetence of the undersigned.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on the date indicated below.

/s/ Jeffrey L Pundt  
Jeffrey L Pundt

DATED: 5/1/2005