

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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>CLEMENTI MICHAEL</u> (Last) (First) (Middle) <u>C/O WORLD FUEL SERVICES CORPORATION</u> <u>9800 N.W. 41ST STREET, SUITE 400</u> (Street) <u>MIAMI FL 33178</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WORLD FUEL SERVICES CORP [INT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>Pres, World Fuel Services Inc.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/21/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/23/2006</u>		

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 ⁽¹⁾	03/21/2006		A		12,120 ⁽²⁾⁽³⁾	A	\$0 ⁽⁴⁾	144,149	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 Appreciation Right ⁽⁵⁾	\$34.83 ⁽⁶⁾	03/21/2006		A		109,089 ⁽⁷⁾⁽⁸⁾		03/21/2009	03/21/2011	Common Stock	109,089	\$0 ⁽⁹⁾	109,089	D	

Explanation of Responses:

- These shares were issued as a restricted stock grant to the reporting person by the issuer under the issuer's 2001 Omnibus Plan.
- The reported number of shares represents the maximum number of shares which will vest, and is based on issuer's achieving certain net income growth targets during the five-year period beginning on January 1, 2006. A lower amount will vest if the highest net income growth targets are not achieved. These restricted shares will vest on March 21, 2011.
- In the Form 4 filed on May 23, 2006, it was erroneously reported that the reporting person received 12,500 shares of restricted stock; he actually received 12,120 shares of restricted stock, as reported in this Form.
- These restricted shares were granted to the reporting person, without payment therefor, as compensation for serving as an executive officer of the issuer.
- These SARs were granted to the reporting person by the issuer under the issuer's 2001 Omnibus Plan.
- The number shown is the closing price for the issuer's common stock on the NYSE on Tuesday, March 21, 2006.
- The reported number of SARs represents the maximum number of SARs which will vest, and is based on issuer's achieving certain earnings per share growth targets over the three-year period beginning on January 1, 2006. A lower amount will vest if the highest earnings per share growth target is not achieved.
- In the Form 4 filed on May 23, 2006, it was erroneously reported that the reporting person received 112,500 SARs; he actually received 109,089 SARs, as reported in this Form.
- These SARs were granted to the reporting person, without payment therefor, as compensation for serving as an executive officer of the issuer.

/s/ Michael Clementi

05/15/2006

** 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.