

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <b>TOCCI ROBERT S</b> <hr/> (Last) (First) (Middle) <b>C/O WORLD FUEL SERVICES CORPORATION</b> <b>9800 N.W. 41ST STREET, SUITE 400</b> <hr/> (Street) <b>MIAMI FL 33178</b> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>WORLD FUEL SERVICES CORP [ INT ]</b>	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) <b>Exec VP and CFO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/21/2006</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <b>03/23/2006</b>		

**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 <sup>(1)</sup>	03/21/2006		A		12,120 <sup>(2)(3)</sup>	A	\$0 <sup>(4)</sup>	74,399	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 <sup>(5)</sup>	\$34.83 <sup>(6)</sup>	03/21/2006		A		109,089 <sup>(7)(8)</sup>		03/21/2009	03/21/2011	Common Stock	109,089	\$0 <sup>(9)</sup>	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/ Robert Tocci

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.