FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
1										
1	Estimated average burde	en								
	hours per response:	0.5								

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*  NAHMAD ALBERT H							2. Issuer Name and Ticker or Trading Symbol WATSCO INC [ WSO; WSOB ]								5. Relationship of Reportin (Check all applicable)  Director  Officer (give title			wner (specify
(Last) (First) (Middle) 2665 SOUTH BAYSHORE DRIVE SUITE 901						Date (2/19/2		liest Trans	saction (M	onth/	Day/Year)		X Office (give title Offier (specify below)  Chairman and CEO					
(Street) COCONUT GROVE FL 33133						If Ame	endme	ent, Date (	of Original	Filed	I (Month/Da		Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)															
		Та	ble I - No	n-Der	ivativ	ve Se	ecuri	ities Ac	quired	, Dis	posed c	f, or Be	neficial	y Owned				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D						ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. ) 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
										v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Class B Common Stock														766	,886			See footnote <sup>(1)</sup>
Common Stock														1,0	)81			See footnote <sup>(2)</sup>
Class B Common Stock														1,33	5,446	I	<b>)</b> (3)	
Class B Common Stock 02/19/2					19/201	2010		F		48,938	3 D	\$57.	1,016,813		D			
Class B Common Stock														609,830		I		See footnote <sup>(5)</sup>
Class B Common Stock 02/19/2					19/201	2010			M		100,00	0 A	\$11.3	100,000		0 D		
			Table II -								osed of, converti			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	d Date,	4. Transaction Code (Instr.		5. Number of Derivative			xercis	sable and e	of Securi		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitiv Benefici Owned Followir Reporte Transac (Instr. 4)	ve es ially ng d tion(s)	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Number of Shares					
Stock Option (right to buy)	\$11.3	.3 02/19/2010			M			100,000	(4)		09/24/2011	Class B Common Stock	100,000	\$11.3	0		D	

## Explanation of Responses:

- 1. Reflects shares owned by Alna Capital Associates, a limited partnership, of which Mr. Nahmad is the sole general partner and accordingly, possesses all voting power for Alna's shares
- 2. Ownership in Watsco, Inc. Profit Sharing Retirement Plan and Trust
- 3. Award of stock pursuant to Watsco, Inc. Restricted Stock Agreements
- $4. \ The \ options \ vested \ 33\ 1/3\% \ on \ September \ 24, 2001, \ September \ 24, 2002 \ and \ September \ 24, 2003, \ respectively$
- $5.\ Reflects\ shares\ owned\ by\ various\ grantor\ retained\ annuity\ trusts,\ of\ which\ Mr.\ Nahmad\ is\ the\ sole\ trusteed$

<u>/s/ Albert H. Nahmad</u> <u>02/23/2010</u>

\*\* 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.

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