

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|  |  |   |
|--|--|---|
| 1. Name and Address of Reporting Person*<br><u>LOGAN BARRY S</u><br><br>(Last) (First) (Middle)<br>2665 SOUTH BAYSHORE DRIVE<br>SUITE 901<br><br>(Street)<br>COCONUT FL 33133<br>GROVE<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>WATSCO INC [ WSO; WSOB ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>Senior Vice President |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/02/2012                 |   |
|  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |

**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                    |                                      |  |                                |   |   |            |           | 450   | I  | By IRA  |
| Common Stock                    |                                      |  |                                |   |   |            |           | 2,213   | I  | See footnote <sup>(1)</sup>                           |
| Common Stock                    |                                      |  |                                |   |   |            |           | 108,750   | D <sup>(2)</sup>   |   |
| Class B Common Stock            |                                      |  |                                |   |   |            |           | 98,200  | D <sup>(2)</sup>   |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 1,000   | D          | \$73.44   | 6,855   | D  |   |
| Class B Common Stock            |                                      |  |                                |   |   |            |           | 24,976  | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 700   | D          | \$73.45   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 500   | D          | \$73.46   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 100   | D          | \$73.465  | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 200   | D          | \$73.47   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 200   | D          | \$73.485  | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 100   | D          | \$73.5025 | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 200   | D          | \$73.51   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 728   | D          | \$73.52   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 100   | D          | \$73.54   | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 100   | D          | \$73.545  | 0   | D  |   |
| Common Stock                    | 05/02/2012                           |  | S                              |   | 100   | D          | \$73.55   | 0   | 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 |   |  |  |   |  |
| Stock Option (right to buy)                | \$56.09  |                                      |  |                                |   |  |     | 07/23/2013   | 07/23/2015      | Class B Common Stock  |  | 7,500  | 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   | Amount or Number of Shares |  |  |   |  |
| Stock Option (right to buy)                | \$56.09  |                                      |  |                                |   |  |     | 07/23/2014   | 07/23/2015      | Class B Common Stock  | 7,500                      |  | 7,500  | D   |  |

**Explanation of Responses:**

1. Ownership in Watsco, Inc. Profit Sharing Retirement Plan and Trust
2. Award of stock pursuant to Watsco, Inc. Restricted Stock Agreement

/s/ Barry S. Logan

05/04/2012

\*\* 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.