## FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

_		
Washington.	D.C.	20549

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

	OMB APPROVAL							
	OMB Number:	3235-0362						
	Estimated average b	urden						
1	hours per response:	1.0						

Instruction 1(b).

Form 3	3 Holdings Rep	orted.												aro per r	соропос.		
_	1 Transactions		Fil	ed pursuant t or Sectio					curities Excha Company A								
1. Name and Address of Reporting Person*  LOGAN BARRY S				2. Issuer Name and Ticker or Trading Symbol WATSCO INC [ WSO; WSOB ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  V Officer (give title Other (specify					ifv	
(Last) 2665 SO SUITE 9	UTH BAY	irst) SHORE DRIVE	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2010							Year)	Senior Vice President					
(Street) COCON GROVE	UT FI	Ĺ .	33133	4. If Amendment, Date of Original File					iled (Month/	Day/Year		Individual or Joint/Group Filing (Check Applicatine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)														
		Tab	le I - Non-Deri	vative Sec	curiti	ies A	cquire	ed, C	Disposed	of, or I	Benefici	ally Owne	ed				
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.		4. Securities Acquired (A) or Dispos of (D) (Instr. 3, 4 and 5)				-		6. Ownership Form: Direct (D) or		7. Nature of Indirect Beneficial Ownership		
				(wonding buy	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	"		Amo	ount	(A) or (D)	Price	Issuer's Year (Ins 4)	Fiscal	Indired (Instr.	ct (I)	(Instr. 4)	
Common	mon Stock										4	450		I By II		4	
Common	Stock											2,1	2,155			See footno	te <sup>(1)</sup>
Common Stock											108	108,750		<b>D</b> <sup>(2)</sup>			
Class B C	Common Sto	ock										90,	90,000 D <sup>(2)</sup>		<b>)</b> (2)		
Common	Stock											44,	44,355		D		
Class B C	Common Sto	ock										24,	24,976		D		
		Т	able II - Deriva (e.g., r	tive Secu outs, calls													
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. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	5. Number   6. Date Exercisable an		cisable and	7. Title and Amount of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	rivative derivative curity Securities		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Nature ndirect neficial nership str. 4)	
					(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares						
Stock Option (right to buy)	\$56.09						07/23/2	2013	07/23/2015	Class E Commo Stock	n 7,500		7,500		D		
Stock Option (right to	\$56.09						07/23/2	2014	07/23/2015	Class E Commo Stock	n 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 Restricted Stock Agreement

/s/ Barry S. Logan

01/18/2011

\*\* 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.