### Edgar Filing: WINMARK CORP - Form 4

WINMARK	CORP									
Form 4										
October 31, 2	2006									
FORM	4		GEGUE				NGEO		OMB AF	PROVAL
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check the									Expires:	January 31,
Section 16.				GES IN BENEFICIAL OWNERSHIP OF SECURITIES				Expires: 2005 Estimated average burden hours per		
Form 4 or Form 5 obligations may continue.response0See Instruction 1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19400							0.5			
(Print or Type F	Responses)									
MORGAN JOHN L Symbol			r Name and Ticker or Trading ARK CORP [WINA]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	/liddle)	3. Date of	Earliest Tr	ansaction	_		(Check	k all applicable	)
. ,	BERG DRIVE S	,	(Month/D 10/31/20	ay/Year)				_X_ Director _X_ Officer (give below) Chat	X 10% title Othe below) irman & CEO	Owner er (specify
			ndment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
GOLDEN V	ALLEY, MN 55	422						Form filed by M Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8) Code V	(Instr. 3,	(A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	10/31/2006			P	3,300	A	\$ 20.15	1,246,974	D	
Common Stock								20,000	Ι	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MORGAN JOHN L 4200 DAHLBERG DRIVE SUITE 100 GOLDEN VALLEY, MN 55422	Х	Х	Chairman & CEO				

# Signatures

/s/ John L.	10/31/2006
Morgan	10/31/2000

<u>\*\*</u>Signature of Reporting Person Date

### **Explanation of Responses:**

\* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.