

MITZ VINCENT W
Form 4
January 04, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MITZ VINCENT W

(Last) (First) (Middle)

C/O COPART, INC. 4665
BUSINESS CENTER DR

(Street)

FAIRFIELD, CA 94534

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COPART INC [CPRT]

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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	(D)	Price
Common Stock	01/03/2007		M		32,500	A	\$ 8.8
							32,503
Common Stock	01/03/2007		S		32,500	D	\$ 30.2665
							3
Common Stock	01/03/2007		M		40,833	A	\$ 10.99
							40,836
Common Stock	01/03/2007		S		40,833	D	\$ 30.2665
							3
Common Stock	01/03/2007		M		45,000	A	\$ 16.93
							45,003

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Common Stock	01/03/2007	S	45,000	D	\$ 30.2665	3	D
Common Stock	01/03/2007	M	30,000	A	\$ 11.13	30,003	D
Common Stock	01/03/2007	S	30,000	D	\$ 30.2665	3	D

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. 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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
					V	(D)			
Employee Stock Option	\$ 8.8	01/03/2007		M		32,500	<u>(1)</u> 08/19/2013	Common Stock	32,500
Employee Stock Option	\$ 10.99	01/03/2007		M		40,833	<u>(1)</u> 10/21/2012	Common Stock	40,833
Employee Stock Option	\$ 16.93	01/03/2007		M		45,000	<u>(1)</u> 06/06/2011	Common Stock	45,000
Employee Stock Option	\$ 11.13	01/03/2007		M		30,000	<u>(1)</u> 03/15/2010	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MITZ VINCENT W C/O COPART, INC. 4665 BUSINESS CENTER DR			Senior Vice President	

FAIRFIELD, CA 94534

Signatures

Vincent W. Mitz

01/04/2007

__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).

(1) The option vested 20% after the first year, and thereafter monthly, rateably, over the remaining 48 month vesting term.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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