

WASTE CONNECTIONS INC/DE
Form 4
March 31, 2006

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 *
EDDIE DAVID

2. Issuer Name and Ticker or Trading Symbol
WASTE CONNECTIONS INC/DE [WCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
35 IRON POINT CIRCLE, SUITE 200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/29/2006

____ Director
 Officer (give title below) _____ Other (specify below)
Vice President

FOLSOM, CA 95630

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)	
				Code	V Amount or Price				
Common Stock	03/29/2006		M	A	1,600 (4)	\$ 21.75	6,700	D	
Common Stock	03/29/2006		S	D	1,600 (4)	\$ 39.8	5,100	D	
Common Stock	03/31/2006		M	A	20,900 (4)	\$ 21.75	26,000	D	
Common Stock	03/31/2006		S	D	20,900 (4)	\$ 39.8624	5,100	D	

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

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- This option was previously reported as an option for 30,000 shares of common stock at an exercise price of \$32.62 per share, but was adjusted to reflect the 50% stock dividend declared by WCI on May 26, 2004, which was payable on June 24, 2004, to all holders of records of common stock on June 10, 2004. Accordingly, on June 24, 2004, the date the stock dividend was paid, the option became exercisable for 45,000 shares at an exercise price of \$21.75 per share.
- (2)
 - (3) The zero in Table II, Column 8 is a placeholder only that is required by the EDGAR software and should be disregarded.
 - (4) These shares sold pursuant to a 10b5-1 plan.

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