

SONOSITE INC  
Form 4  
March 01, 2006

**FORM 4**

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

OMB APPROVAL

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**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 \*  
GOODWIN KEVIN M

(Last) (First) (Middle)  
21919 30TH DRIVE SE  
(Street)

BOTHELL, WA 98021

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SONOSITE INC [SONO]

3. Date of Earliest Transaction (Month/Day/Year)  
02/28/2006

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)  
CEO

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/28/2006		M		42,344 A \$ 6.9375	81,263	D
Common Stock	02/28/2006		M		13,000 A \$ 6.9375	94,263	D
Common Stock	02/28/2006		M		39,656 A \$ 14.57	133,919	D
Common Stock	02/28/2006		S		200 D \$ 40.65	133,719	D
Common Stock	02/28/2006		S		5,194 D \$ 40.6	128,525	D

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Common Stock      02/28/2006      S      4,506      D      \$ 40.5      124,019      D

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Options	\$ 6.9375	02/28/2006		M	13,000	06/08/1999 <sup>(1)</sup> 06/08/2008	Common Stock
Non-Qualified Stock Options	\$ 6.9375	02/28/2006		M	42,344	06/08/1999 <sup>(1)</sup> 06/08/2008	Common Stock
Non-Qualified Stock Options	\$ 14.57	02/28/2006		M	39,656	04/24/2002 <sup>(1)</sup> 04/24/2011	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODWIN KEVIN M 21919 30TH DRIVE SE BOTHELL, WA 98021		X		CEO

## Signatures

Shannon Atchison, attorney in fact for Kevin M. Goodwin      03/01/2006

\_\_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) Option grant vests 25% on each anniversary of grant date; fully vested 4 years from grant date.

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