

KOHLHEPP ROBERT J
Form 4
March 21, 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 *
KOHLHEPP ROBERT J

(Last) (First) (Middle)
**CINTAS CORPORATION, 6800
CINTAS BOULEVARD**

(Street)

CINCINNATI, OH 45262

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CINTAS CORP [CTAS]

3. Date of Earliest Transaction (Month/Day/Year)
03/17/2006

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)
Vice Chairman

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	(A) or (D)	Price			
Common Stock	03/17/2006		M		15,000	A	\$ 16.8333	775,495	D	
Common Stock	03/17/2006		F		5,988	D	\$ 42.17	769,507	D	
Common Stock								1,783,025	I	By Xamass LP ⁽¹⁾
Common Stock								277,490	I	By Trustee ⁽²⁾
Common Stock								86,016	I	By Xamass

Common Stock	1,130.8458	I	Ent. Inc. <u>(3)</u> By ESOP
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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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 16.8333	03/17/2006		M	15,000	<u>(4)</u> 07/28/2006	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOHLHEPP ROBERT J CINTAS CORPORATION 6800 CINTAS BOULEVARD CINCINNATI, OH 45262	X		Vice Chairman	

Signatures

Robert J. Kohlhepp 03/21/2006

__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) A limited partnership in which the General Partner is a corporation under Mr. Kohlhepp's control.
- (2) Shares are held in trust for the benefit of Mr. Kohlhepp's children, however, Mr. Kohlhepp disclaims beneficial ownership of such shares.
- (3) A corporation under Mr. Kohlhepp's control.
- (4) Three thousand shares of the option consisted of incentive stock option shares and vested on July 29, 2005. The remaining shares granted were non-qualified stock option shares and vested in equal annual installments of three thousand per year beginning July 29, 2001.

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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