

DealerTrack Holdings, Inc.
Form 3
December 13, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
Â FIRST ADVANTAGE CORP			(Month/Day/Year)		DealerTrack Holdings, Inc. [TRAK]	
(Last)	(First)	(Middle)	12/12/2005		4. Relationship of Reporting Person(s) to Issuer	
1 PROGRESS PLAZA, SUITE					5. If Amendment, Date Original Filed(Month/Day/Year)	
2400						
(Street)					(Check all applicable)	
ST.					___ Director ___X_ 10% Owner	
PETERSBERG,Â FLÂ 33701					___ Officer ___ Other	
(City)	(State)	(Zip)			(give title below) (specify below)	
					6. Individual or Joint/Group Filing(Check Applicable Line)	
					X Form filed by One Reporting Person	
					___ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

(Instr. 5)

Convertible Series A-2 Preferred Stock	Â (1)	Â (1)	Common Stock	4,071,618	\$ (1)	I	By First American Credit Management Solutions, Inc. (2)
Convertible Series C-3 Preferred Stock	Â (3)	Â (3)	Common Stock	1,357,206	\$ (3)	I	By First American Credit Management Solutions, Inc. (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIRST ADVANTAGE CORP 1 PROGRESS PLAZA, SUITE 2400 ST. PETERSBERG, FL 33701	Â	Â X	Â	Â

Signatures

/s/ Julie A. Waters, Power of Attorney on behalf of First Advantage Corporation

12/12/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 shares of Convertible Series A-2 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.
First American Credit Management Solutions, Inc. ("CMSI") is a wholly-owned subsidiary of the Reporting Person. The Reporting
- (2) Person may be deemed a beneficial owner of the shares held by CMSI; however, it disclaims beneficial ownership except to the extent of its pecuniary interest.
- (3) The shares of Convertible Series C-3 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.

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.