Edgar Filing: FIELDS JACK M JR - Form 4

FIELDS JAC	K M JR										
Form 4											
May 07, 2008	3										
FORM	4		a an ann							PPROVAL	
	UNITE	ED STATE		ITIES A hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check this									Expires:	January 31,	
subject to STATEMENT OF CHAN				GES IN BENEFICIAL OW				NERSHIP OF	Estimated a	2005 average	
Section 16	5.	SECURITIES							burden hours per		
Form 4 or Form 5			a		~	_			response	0.5	
obligation		•					-	ge Act of 1934,			
may conti								f 1935 or Sectio	n		
See Instru	ction	30(h) of the In	vestment	Company	y Act	of 19	40			
1(b).											
(Print or Type R	esponses)										
× 71	1 /										
1. Name and Ad	ddress of Report	ing Person <u>*</u>	2. Issuer	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
FIELDS JACK M JR Symbol			-				Issuer				
							(Charle all applicable)				
(Last) (First) (Middle) 3. Date of Earliest Transaction				(Chec	k all applicable	e)					
				Month/Day/Year)				X_ Director 10% Owner			
			05/06/20	-				Officer (give title Other (specify			
DRIVE								below)	below)		
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
				l(Month/Day/Year)				Applicable Line)			
								X Form filed by			
KINGWOOI	D, TX 77339							Form filed by M Person	Aore than One Ke	eporting	
(City)	(State)	(Zip)	T - 1-1	I N. D				·	с		
	. ,						ties Ac	quired, Disposed of		•	
1.Title of	2. Transaction						7. Nature of Indirect				
Security (Instr. 3)	(Month/Day/Y	any	ion Date, if	TransactionAcquired (A) or Code Disposed of (D)					Direct	Beneficial	
(•	/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			Owned	ndirect (I) O	Ownership			
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Col V	A	or	D.:	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price \$ 0				
Stock	05/06/2008			А	126	А	(1)	4,403	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactiv Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option	\$ 28.69	05/06/2008		А	6,517	05/06/2008	05/06/2018	Common Stock	6,517

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
FIELDS JACK M JR 19001 CRESCENT SPRINGS DRIVE KINGWOOD, TX 77339	Х					
Signatures						
Daniel D. Herink, by power of attorney	05/07/2008					
**Signature of Reporting Person	1	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).
- Mr. Fields was awarded these shares in lieu of cash compensation for his participation in meetings of the Board of Directors and
 (1) Compensation Committee of the Board of Directors held on May 6, 2008. The share calculation is based on a Board meeting fee of \$2,000, a Committee meeting fee of \$1,500 and a May 5, 2008, closing price per share of \$27.66.
- (2) Annual stock award pursuant to the Administaff, Inc. 2001 Incentive Plan (as amended and restated). No consideration was paid.

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.

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