GLASS ROBERT W

Form 4

February 13, 2009

FORM 4

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

OMB Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Director

3235-0287 January 31,

0.5

if no longer subject to Section 16.

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Symbol

HALF ROBERT

3. Date of Earliest Transaction

Expires: 2005
Estimated average

10% Owner

OMB APPROVAL

burden hours per response...

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

INTERNATIONAL INC /DE/ [RHI]

1(b).

(Last)

(Print or Type Responses)

GLASS ROBERT W

1. Name and Address of Reporting Person *

(First)

(Middle)

2884 SAND	(Month/D 02/12/20	•	insaction		Officer (give title Other (specify below) below) Executive Vice President					
	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MENLO PA					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)	med on Date, if Day/Year)	Code (Instr. 8)	on(A) or Dis (D) (Instr. 3, 4	sposed 4 and 3 (A) or	1 of 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)	
Common Stock	02/12/2009			Code V D	Amount 1,557	(D)	Price (1)	318,848	D	
Common Stock	02/12/2009			A	36,975	A	<u>(2)</u>	355,823	D	
Common Stock								500	I	By son
Common Stock								500	I	By older daughter
Common Stock								500	I	By younger daughter

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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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	4	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	sactionNumber		Expiration Date		Amou	ınt of	Derivative	
	Security	or Exercise		any	Code	(of	(Month/Day/	Year)	Under	rlying	Security	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8) 1	Derivative	•		Secur	ities	(Instr. 5)	
		Derivative				Securities			(Instr. 3 and 4)				
		Security				1	Acquired						
		-				((A) or						
]	Disposed						
						(of (D)						
						((Instr. 3,						
						4	4, and 5)						
											Amount		
								Date	Expiration	m: d	or		
								Exercisable Date	Title Number of				
				G 1		(A) (B)							
					Code	V ((A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GLASS ROBERT W 2884 SAND HILL ROAD MENLO PARK, CA 94025

Executive Vice President

Signatures

/s/ Robert W. 02/13/2009

**Signature of Date

Reporting Person

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) These shares were forfeited pursuant to the terms of the Stock Incentive Plan, a Rule 16b-3 plan. Reporting Person received no payment for the forfeiture.
- (2) Granted pursuant to the Stock Incentive Plan

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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