

BARRETT BUSINESS SERVICES INC
 Form 4
 June 23, 2008

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 *
 SHERERTZ WILLIAM W

2. Issuer Name and Ticker or Trading Symbol
 BARRETT BUSINESS SERVICES INC [BBSI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 8100 NE PARKWAY DRIVE, SUITE 200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/19/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

VANCOUVER, WA 98662

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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)	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				(A) or (D)	Price
Common Stock	06/19/2008		M			37,500	A	\$ 2.5	2,457,120	D	
Common Stock	06/19/2008		M			19,536	A	\$ 9.87	2,476,656	D	
Common Stock	06/19/2008		M			27,660	A	\$ 9.27	2,504,316	D	
Common Stock	06/19/2008		F			45,117	D	\$ 12.035	2,459,199 ⁽¹⁾	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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option	\$ 2.5	06/19/2008		M	37,500	12/30/2005 ⁽²⁾ 03/16/2011	Common Stock	37,500
Employee Stock Option	\$ 9.87	06/19/2008		M	19,536	12/30/2005 ⁽²⁾ 11/28/2013	Common Stock	19,536
Employee Stock Option	\$ 9.27	06/19/2008		M	27,660	12/30/2005 ⁽²⁾ 03/04/2014	Common Stock	27,660

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHERERTZ WILLIAM W 8100 NE PARKWAY DRIVE SUITE 200 VANCOUVER, WA 98662	X	X	President and CEO	

Signatures

James D. Miller, as
attorney-in-fact

06/23/2008

**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)

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The reporting person also has indirect beneficial ownership of 10,500 shares held by his wife and 91,479 shares held by the reporting person for his children.

(2) Exercisable in full as of December 30, 2005.

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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