

ADMINISTAFF INC \DE\
Form 4
February 05, 2007

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 *
RAWSON RICHARD G

(Last) (First) (Middle)

19001 CRESCENT SPRINGS DRIVE

(Street)

KINGWOOD, TX 77339

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ADMINISTAFF INC \DE\ [ASF]

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2007

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)
President

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/01/2007		S(1)	700	D	\$ 41.8	501,266	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007		S(1)	350	D	\$ 41.74	500,916	I	By self, as General Partner of RDKB Rawson, LP

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Common Stock	02/01/2007	<u>S(1)</u>	490	D	\$ 41.62	500,426	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	700	D	\$ 41.61	499,726	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	700	D	\$ 41.56	499,026	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	560	D	\$ 41.55	498,466	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	700	D	\$ 41.45	497,766	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	700	D	\$ 41.3	497,066	I	By self, as General Partner of RDKB Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	300	D	\$ 41.8	459,102	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S(1)</u>	150	D	\$ 41.74	458,952	I	By self, as General Partner of R&D Rawson,

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Common Stock	02/01/2007	<u>S⁽¹⁾</u>	210	D	\$ 41.62	458,742	I	LP By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S⁽¹⁾</u>	300	D	\$ 41.61	458,442	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S⁽¹⁾</u>	300	D	\$ 41.56	458,142	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S⁽¹⁾</u>	240	D	\$ 41.55	457,902	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S⁽¹⁾</u>	300	D	\$ 41.45	457,602	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	<u>S⁽¹⁾</u>	300	D	\$ 41.3	457,302	I	By self, as General Partner of R&D Rawson, LP
Common Stock	02/01/2007	F	<u>1,839</u> ⁽²⁾	D	\$ 40.94	114,084	D	
Common Stock	02/01/2007	G	10,000	D	\$ 0 ⁽³⁾	104,084	D	
Common Stock						350	I	Held by Dawn M. Rawson, spouse
						50	I	

Common Stock							Held by Kimberly Rawson, daughter
Common Stock				50		I	Held by Barbie Rawson, daughter

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAWSON RICHARD G 19001 CRESCENT SPRINGS DRIVE KINGWOOD, TX 77339	X		President	

Signatures

John H. Spurgin, II, by power of
attorney

02/05/2007

**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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 9, 2005.

(2) Payment of tax liability by withholding securities incident to the vesting of a Restricted Stock Award.

(3) Bona fide gift to Hebraic Heritage Christian School of Theology, Inc.

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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