

BARRETT BUSINESS SERVICES INC

Form 4

February 21, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SHERERTZ NANCY B

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)

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

02/14/2007

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

8100 NE PARKWAY
DRIVE, SUITE 200

(Street)

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
____ Form filed by More than One Reporting
Person

VANCOUVER, WA 98642

(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	02/20/2007		S		5,549	D \$ 24	1,316,324 D
Common Stock	02/20/2007		S		2,085	D \$ 24.01	1,314,239 D
Common Stock	02/20/2007		S		900	D \$ 24.02	1,313,339 D
Common Stock	02/20/2007		S		160	D \$ 24.03	1,313,179 D
Common Stock	02/20/2007		S		200	D \$ 24.04	1,312,979 D

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Common Stock	02/20/2007	S	3,851	D	\$ 24.05	1,309,128	D
Common Stock	02/20/2007	S	77	D	\$ 24.06	1,309,051	D
Common Stock	02/20/2007	S	1,070	D	\$ 24.07	1,307,981	D
Common Stock	02/20/2007	S	208	D	\$ 24.08	1,307,773	D
Common Stock	02/21/2007	S	4,594	D	\$ 24	1,303,179	D
Common Stock	02/21/2007	S	100	D	\$ 24.01	1,303,079	D
Common Stock	02/21/2007	S	106	D	\$ 24.03	1,302,973 ⁽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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHERERTZ NANCY B 8100 NE PARKWAY DRIVE SUITE 200		X		

VANCOUVER, WA 98642

Signatures

Shawn P Willard, as
attorney-in-fact

02/21/2007

__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) Reporting person also has indirect beneficial ownership of 17,884 shares held by her children, which she disclaims.

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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