

ADMINISTAFF INC \DE\
Form 8-K
September 03, 2008

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): **September 2, 2008**

Administaff, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-13998
(Commission
File Number)

76-0479645
(I.R.S. Employer
Identification No.)

**19001 Crescent Springs Drive
Kingwood, Texas 77339**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(281) 358-8986**

Item 7.01. Regulation FD Disclosure.

On September 2, 2008, Administaff, Inc.'s president, Richard G. Rawson, established new structured, prearranged trading plans to sell a portion of his Administaff common shares and exercise options over a two and one-half month period in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934. Mr. Rawson's most recent trading plan expired in August 2008.

Under the new trading plans, Mr. Rawson may sell a maximum of 381,665 shares, of which 187,665 represent shares to be acquired in connection with the exercise of stock options, at a weighted average stock price of \$31. The plans have been initiated during the company's open window for insider transactions.

Rule 10b5-1 permits the implementation of a written plan for selling stock at times when insiders are not in possession of material nonpublic information, and allows them to sell stock on a regular basis and in a non-discretionary manner, regardless of any subsequent material nonpublic information they receive.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ADMINISTAFF, INC.

By: */s/ Daniel D. Herink*

Daniel D. Herink
Senior Vice President of Legal,
General Counsel and Secretary

Date: September 3, 2008