ADMINISTAFF INC \DE\

Form 4

February 22, 2011

FORM 4

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

OMB 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Number: January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction 1(b).

(Print or Type Responses)

02/18/2011

Stock

1. Name and Address of Reporting Person * SHARP DOUGLAS S			2. Issuer Name and Ticker or Trading Symbol ADMINISTAFF INC \DE\ [ASF]					5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction								
	(Month/Day/Year)					Director		Owner			
19001 CRESCENT SPRINGS DRIVE			02/18/2011					X Officer (give title Other (specify below) below) SVP Finance, CFO & Treasurer			
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
KINGWOO	D, TX 77339							Person	Aore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date 2A. Dee		med	3.	4. Securities Acquired		quired	5. Amount of	6. Ownership	7. Nature of	
Security	Security (Month/Day/Year) Execution		n Date, if Transaction(A) or Disposed				Securities	Form: Direct	Indirect		
(Instr. 3) any			Code (Instr. 3, 4 and 5)			5)	Beneficially	(D) or	Beneficial		
		(Month/I	Day/Year)	(Instr. 8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(A) or		Reported Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	00/10/2011				10.000		\$	- 4400	-		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Α

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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(1)

D

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

18,000 A

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	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	(Month/Day/Year)		Amount of Underlying Securities		Derivative	J
	Security	or Exercise		any	Code	of					Security	,
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative					(Instr. 5)]
		Derivative				Securities	ecurities			3 and 4)		(
		Security				Acquired]
						(A) or						J
						Disposed						-
						of (D)						(
						(Instr. 3,						
						4, and 5)						
										Amount		
										Amount		
						Date Expiration Exercisable Date	Expiration		or Number			
							of					
				Code V	(A) (D)							
					Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHARP DOUGLAS S 19001 CRESCENT SPRINGS DRIVE KINGWOOD, TX 77339

SVP Finance, CFO & Treasurer

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

Signatures

Daniel D. Herink, by power of attorney 02/21/2011

**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) Restricted stock award pursuant to the Administaff, Inc. 2001 Incentive Plan (as amended and restated). Per Delaware law, par value of \$0.01 per share was paid.

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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