

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Miley Lynn J (Last) (First) (Middle) 911 PANORAMA TRAIL SOUTH (Street) ROCHESTER, NY 14625 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/01/2004	3. Issuer Name and Ticker or Trading Symbol PAYCHEX INC [PAYX]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) V.P. Eastern Operations		5. If Amendment, Date Original Filed(Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ESPP	361.67 ⁽¹⁾	D	

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	07/11/2004	07/11/2012	Common Stock	4,000	\$ 28.14	D	
Stock Option	07/10/2005	07/10/2013	Common Stock	7,500	\$ 29.55	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miley Lynn J 911 PANORAMA TRAIL SOUTH ROCHESTER, NY 14625			V.P. Eastern Operations	

Signatures

Lynn Miley	06/01/2004
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) ESPP balance as of May 31, 2004

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.

To: Securities and Exchange Commission
(The "Commission")

POWER OF
ATTORNEY

The undersigned does hereby constitute and appoint JOHN M. MORPHY and JANIS M. SHULER, severally, as my true and lawful attorney and agent, to do any and all acts in my name and behalf, and to execute any and all instruments for me and in my name to enable me to comply with the requirements of Section 16 of the Securities Exchange Act of 1934 (the "1934 Act"), and any other rules, regulations and requirements of the Commission requiring compliance by me as an officer and/or director and/or owner of more than 10% of the outstanding shares of Paychex, Inc., including specifically, but not limited to, power and authority to sign for me any and all Form 3's, Form 4's and Form 5's.

The duration of this Power of Attorney shall extend until a written termination, signed and acknowledged by the undersigned, has been filed with the Commission.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the 1934 Act.

Dated: 6/1/2004

Lynn J. Miley

(Name)

STATE OF NEW YORK)
COUNTY OF MONROE) ss:

On the 1st day of June , 2004 before me personally came Lynn J. Miley to me know and known to me to be the individual described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

Kathleen L. Coons
Notary
Public
State of New York
Monroe County
My
Commission Expires August 31, 2005