
**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: November 23, 2005
(Date of earliest event reported)

PAYCHEX, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State of or other jurisdiction
of incorporation)

0-11330
(Commission
File Number)

16-1124166
(IRS Employer
Identification Number)

911 PANORAMA TRAIL SOUTH, ROCHESTER, NEW YORK
(Address of principal executive offices)

14625-2396
(Zip Code)

(585) 385-6666
(Registrant's telephone number, including area code)

None
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

Paychex, Inc. (the “Company”) today announced that the Board of Directors has elected Pamela A. Joseph as a board member. There has been no grant of options to purchase the Company’s common stock made to Ms. Joseph at this time and it is expected that Ms. Joseph will be named to serve on the Company’s Audit Committee.

The Company’s press release dated November 23, 2005 that announces the election of Ms. Joseph is filed as exhibit 99.1 to this Form 8-K.

EXHIBIT INDEX

The following exhibit is filed with this Form 8-K:

Exhibit 99.1: Press Release of Paychex, Inc. dated November 23, 2005.

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 thereunto duly authorized.

PAYCHEX, INC.

Date: November 23, 2005

/s/ Jonathan J. Judge

Jonathan J. Judge
President and Chief Executive Officer

Date: November 23, 2005

/s/ John M. Morphy

John M. Morphy
Senior Vice President, Chief Financial Officer and Secretary

FOR IMMEDIATE RELEASE

PAYCHEX ELECTS NEW BOARD MEMBER

*Pamela A. Joseph, chairman and CEO of NOVA Information Systems, is 20-year veteran
of financial services industry*

Rochester, NY (November 23, 2005) — Paychex, Inc. today announced that the Paychex Board of Directors has elected Pamela A. Joseph as a board member.

Ms. Joseph is chairman of U.S. Bancorp Payment Services and chief executive officer of Atlanta-based NOVA Information Systems, Inc., a wholly owned subsidiary of U.S. Bancorp that manages and facilitates payment processing on behalf of retailers, financial institutions, associations, government agencies, and merchant services providers. Joseph also oversees U.S. Bank's Retail Payment Systems and Transaction Services divisions. Services provided include ATM processing, consumer and small business credit card issuing, affinity cards, co-brand cards, debit and prepaid products. Ms. Joseph is a vice chairman of U.S. Bancorp and a member of its 13-member managing committee.

"Pamela is a very talented and successful professional who will bring unique and valuable contributions to the Paychex Board of Directors," said Jonathan J. Judge, Paychex president and CEO. "She has tremendous experience in the small and medium-sized business space, and, as a 20-year veteran of the financial services industry, Pamela understands the large volume transaction business.

"She will be a great asset to Paychex, and we are thrilled to welcome her to the Paychex Board of Directors," Judge added.

Ms. Joseph joined NOVA in 1994 as vice president of marketing. She held various senior management positions during her tenure before assuming her current role as chairman and CEO in November 2004. NOVA processes approximately \$125 billion annually in payment services transactions, generating more than \$1 billion in annualized revenues.

Before joining NOVA, Ms. Joseph was director of new market development for VISA International. Prior to her tenure with VISA, Ms. Joseph served more than eight years in the banking industry with Wells Fargo Bank, where she held various senior sales and marketing positions.

Ms. Joseph holds a bachelor's degree in business administration from the University of Illinois at Urbana-Champaign.

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About Paychex

Paychex, Inc. (NASDAQ:PAYX) is a leading provider of payroll, human resource, and benefits outsourcing solutions for small- to medium-sized businesses. The company offers comprehensive payroll services, including payroll processing, payroll tax administration, time and attendance solutions, and employee pay services, including direct deposit, check signing, and Readychex®. Human Resource Services include 401(k) plan recordkeeping, workers' compensation administration, section 125 plans, a professional employer organization, and other administrative services for business. Paychex was founded in 1971. With headquarters in Rochester, New York, the company has more than 100 offices and serves approximately 522,000 payroll clients nationwide. For more information about Paychex and our products, visit www.paychex.com.

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