## FORM 4

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

OMB APPRO	OVAL
OMB Number:	3235-0287
Estimated average by	urden
hours per response	0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)  1. Name and Address of Reporting Person   JANIK MELINDA A				2. Issuer Name and Ticker or Trading Symbol PAYCHEX INC [PAYX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X Officer (give title below) Other (specify below)  VP/Controller						
(Last) (First) (Middle) 911 PANORAMA TRAIL S.				3. Date of Earliest Transaction (Month/Day/Year) 07/17/2007											X		
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ For	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
ROCHESTER, NY 14625 (City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
(Instr. 3) Date		2. Transaction Date (Month/Day/Yea	2A. Deem Execution any (Month/D		Date, if	(Instr. 8)		(A) or Disposed of		d of (I				C		7. Nature of Indirect Beneficial Ownership	
				(1.10	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	.,, 10)	Cod	le	V Am	ount (A) o		ice	or I		Indirect	(Instr. 4)	
Commor	Stock		07/17/2007				A		3,3 (1)	34 A	\$ 0	6,668			Г	)	
Common	Stock		07/17/2007				M		5,0	00 A	\$ 33.	.68 11,66	8		Γ	)	
Common	Stock		07/17/2007				S		5,0	00 D	\$ 43.	.91 6,668			Г	•	
Common																	
		separate line for each		I - Deriv	vative S	Securiti	ies Acqu	Pe in a c	ersons v this for current	m are not y valid Ol	requ //B co	ired to res ontrol num ally Owned	pond un		n contained orm displays		1474 (9-02)
Reminder:	Report on a s	3. Transaction Date (Month/Day/Year)	Table II  3A. Deemed Execution Date, if	I - Deriv (e.g., 4. Transac Code	vative Sputs, c: 5. ction Do Se 8) Ac	Securiti calls, wa . Numbed Derivative ecurities acquired Disposed (Instr. 3,	ies Acquarrants, er of ee s l (A) or l of (D)	Pe in a continu 6. Da Expir	this for current	m are not y valid OM d of, or Benertible secu isable and te	requ IB conneficia	ired to res ontrol num ally Owned	Amount	8. Price of	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Owners Form of Derivat Security Direct ( or Indir	11. Natt hip of Indire Benefici Ownersl ': (Instr. 4)
Reminder:  1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	Table D  3A. Deemed Execution Date, if any	I - Deriv (e.g., 4. Transac Code	vative S puts, ca 5. Do Se 8) Ac Di ((1) (5)	Securiti calls, wa . Numbed Derivative ecurities acquired Disposed (Instr. 3,	ies Acquarrants, er of ee s l (A) or l of (D)	Pein a conired, option 6. Da Expir (Mon	ersons v this for currently Dispose ons, conv ate Exerci ration Da nth/Day/	m are not y valid OM d of, or Benertible secu isable and te	requ //B conefician irities	ally Owned  Title and of Underlyin Securities	Amount	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Owners Form of Derivat Security Direct ( or Indir	11. Nature of Indire Benefici Owners! (Instr. 4
Reminder:  1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	Table D  3A. Deemed Execution Date, if any	I - Deriv (e.g., 4. Transac Code (Instr. 8	vative S puts, ca 5. Do Se 8) Ac Di ((1) (5)	Securiticalls, was a Numbe Derivative ecurities acquired Disposed (Instr. 3, 1)	ies Acquarrants, er of ee s ((A) or l of (D) 4, and	Pein a c	this for currenti Dispose ons, conv ate Exercitation Da onth/Day/	m are not y valid Of d of, or Bee ertible secu- isable and te Year)	required MB cccareficial medicial medic	ally Owned  The state of the st	Amount or Number of	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s	10. Owners Form of Derivat Security Direct ( or Indir	11. Nature of Indire Benefici Owners! (Instr. 4
Reminder:  1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table D  3A. Deemed Execution Date, if any	I - Deriv (e.g., 4. 4. Transac Code (Instr. 8	vative Seputs, carpoonup 5. Setion Discourage (In 5)	Securiticalls, was a Numbe Derivative ecurities acquired Disposed (Instr. 3, 1)	ies Acquarrants, er of ee s ((A) or l of (D) 4, and	Pein a continued, option 6. Da Expiri (Mon	Dispose ons, convate Exercitation Day/	m are not y valid Off or Berertible section is able and the Year)  Expiration Date	required in the control of the contr	common Stock	Amount or Number of Shares 5,000	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	10. Owners Form of Derivat Security Direct ( or Indir (I) (Instr. 4	11. Nature of Indire Benefici Owners! (Instr. 4

P. (1. O. N. /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
JANIK MELINDA A						
911 PANORAMA TRAIL S.			VP/Controller			
ROCHESTER, NY 14625						

# **Signatures**

Stephanie L. Schaeffer, Attorney-in-fact	07/19/2007
**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) Award of restricted stock, subject to vesting, pursuant to the Amended and Restated 2002 Stock Incentive Plan.

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.