(Print or Type Responses)

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

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Check this box if no 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

1. Name and Address of Reporting Person* GOLISANO B THOMAS				2. Issuer Name and Ticker or Trading Symbol PAYCHEX INC [PAYX]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director _X_ 10% Owner						
911 PANORAMA TRAIL S. (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 05/17/2011								Office	r (give title belo	ow)	Othe	er (specify bel	ow)	
(Street)			4. If	4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by Mary than One Reporting Person					Line)	
		(7:)																
)	(State)	(Zip)			Ta	able I	- Noi	n-De	erivative	Securit	ties A	cqui	ired, Dispo	osed of, or I	Beneficia	lly Ow	ned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execu	Execution Date, if		Code (Instr. 8)		ion			of (E	(D) Benefic Reporte		neficially Owned Following ported Transaction(s)		Form:	rship Indi Ben	7. Nature of Indirect Beneficial Ownership
					ĺ	Cod	e	V	Amount	(A) or (D)				or Ind	irect (Ins	tr. 4)		
Stock		05/17/2011				G		V	185 (1)	D	\$ 31.8	8 7	1,330			I	Go Irre Tru dtd	nthia A. lisano evocable est U/A
Stock												3	7,609,24	1 7		D		
Report on a s	separate line		- Deriv	ative Sec	uriti	ies Ac	quir	Per cor the	rsons whatained in form dis	no responded the splays of, or F	form a cu Benefi	are urrer	not requ ntly valid	uired to res	spond u	nless	SEC 1	474 (9-02)
2. Conversion or Exercise Price of Derivative Security	Date	Execution 1 any	d Date, if	4. Transact Code)	5. Numborf Of Deriv Secur Acqui (A) or Disport of (D) (Instr. 4, and	ative atives ired rosed) . 3,	6. land (M	Date Exer d Expirati onth/Day	cisable on Date /Year)	tion	7. Ti Amo Undo Secu (Inst 4)	Amount or Number of		Derivati Securition Benefici Owned Followin Reported Transact	ve es ially ng d tion(s)	Form of Derivativ Security: Direct (D	Beneficial Ownershij (Instr. 4)
	NO B THO ONE OF THE ON	NO B THOMAS (First) (ORAMA TRAIL S. (Street) STER, NY 14625 (State) ecurity Stock Stock Report on a separate line 2. Conversion or Exercise Price of Derivative 3. Transacti (Month/Day	NO B THOMAS (First) (Middle) (ORAMA TRAIL S. (Street) STER, NY 14625 (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) Stock Report on a separate line for each class of second conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) A A. Deeme Execution I any (Month/Day/Year) (Month/Day/Year)	NO B THOMAS (First) (ORAMA TRAIL S. (Street) (Street) (State) (Zip) (Eurrity 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock (Stock 05/17/2011 Table II - Deriv (e.g., 1) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (E.g., 1) 3. Decemed Execution Date, if any (Month/Day/Year)	NO B THOMAS (First) (ORAMA TRAIL S. (Street) (Street) (Street) 4. If Amendm STER, NY 14625 (Month/Day/Year) 2. 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Transaction Date (Month/Day/172012) 2. Transaction Date (Month/Day/172012) 3. Transaction Date (Month/Day/172012) 4. If Amendment, Date Original Filed(Monther Code (Month/Day/172012) 5. Transaction Date (Month/Day/172012) 6. Stock 6. Stock 6. Stock 7. Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, converting and Execution Date (Month/Day/172012) 7. Table II - Derivative Securities Acquired, Disposed (Month/Day/172012) 8. Stock 8. Stock 8. Stock 9. V 185 (II) 8. Table II - Derivative Securities Acquired, Disposed (Month/Day/172012) 8. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 9. Date Exercise Date (Month/Day/172012) 9. Date Exercise Date Exercise Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 10. Date Exercise Date Date Exercise Date Date Exercise Date Date Date Date Date Date Date Dat	PAYCHEX INC [PAYX] 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (A) or Disposed (Instr. 8) (A) or Disposed (Instr. 3, 4 and 5) (A) or Disposed of (D) (Instr. 3, 4, and 5) (A) or Disposed of (D) (Instr. 3, 4, and 5) (Month/Day/Year) (Month/Day/Year)	PAYCHEX INC [PAYX] 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V Amount (A) or Price Persons who respondent in this form the form displays a cut Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, options, convertible security 2. Transaction Date (Roth/Day/Year) Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) (Month/Day/Year) Persons who respondent in this form the form displays a cut (Roth/Day/Year) Persons who respondent in this form the form displays a cut (Roth/Day/Year) Date (Roth/Day/Year) A. Deemed (Roth/Day/Year) Persons who respondent in this form the form displays a cut (Roth/Day/Year) Persons who respondent in this form the form displays a cut (Roth/Day/Year) Persons who respondent in this form the form displays a cut (Roth/Day/Year) Date (Roth/Day/Year)	PAYCHEX INC [PAYX] ORAMA TRAIL S. (Middle) 3. Date of Earliest Transaction (Month/Day/Year) O5/17/2011 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) Table I - Non-Derivative Securities Acquired Execution Date, if Ocode (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Stock) O5/17/2011 A. If Amendment, Date Original Filed(Month/Day/Year) 4. Securities Acquired (A) or Disposed of (D) Equation Date, if Ocode (Month/Day/Year) (Month/Day/Year) (Stock) O5/17/2011 O5/17/2011 O5/17/2011 O5/17/2011 O6/185 11 D S 31.8 O7/185 11	PAYCHEX INC [PAYX] Greet	NO B THOMAS PAYCHEX INC [PAYX] X_ Director Officer (give tille below ORAMA TRAIL S. Director Officer (give tille below ORAMA TRAIL S. OS/17/2011 Street OS/17/2011 OS/1	Check all application Chec	Check all applicable Check all applicable	PAYCHEX INC [PAYX] Check all applicable) Check a

Reporting Owners

D (O N /	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
GOLISANO B THOMAS 911 PANORAMA TRAIL S. ROCHESTER, NY 14625	X	X					

Signatures

Stephanie L. Schaeffer, Attorney-in-fact	05/31/2

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) Quarterly distribution of shares pursuant to the irrevocable trust for which Mr. Golisano was named trustee on 7/22/08.

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.