

PAYCHEX INC
Form 8-K
November 23, 2005

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**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.

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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