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BURKE & HERBERT BANK & TRUST CO  
Form 13F-HR  
July 09, 2008

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Burke & Herbert Bank & Trust Co.  
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Address: PO Box 268  
Alexandria, VA 22314  
-----

Form 13F File Number: 28-05313  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: /s/ Judith A. Cagnon  
-----

Title: Vice President  
-----

Phone: 703-549-6600  
-----

Signature, Place, and Date of Signing:

/s/ Judith A. Cagnon -----	Alexandria, VA -----	7/08/2008 -----
[Signature]	[City, State]	[Date]

Report Type (Check only one):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager:  
 [If there are no entries in this list, omit this section.]

13F File Number Name

28- \_\_\_\_\_  
 [Repeat as necessary.]

Form 13F SUMMARY PAGE

Report Summary:  
 Number of Other Included Managers: 0  
 -----  
 Form 13F Information Table Entry Total: 179  
 -----  
 Form 13F Information Table Value Total: \$98,459  
 -----  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MAN
INGERSOLL-RAND COM LTD	CL A	G4776G101	296	7900 SH			SHR
TRANSOCEAN INC NEW	SHS	G90073100	42	276 SH			SOLE
TRANSOCEAN INC NEW	SHS	G90073100	398	2615 SH			SHR
AT&T INC	COM	00206R102	1300	38593 SH			SOLE
AT&T INC	COM	00206R102	722	21418 SH			SHR
ABBOTT LABS	COM	002824100	663	12525 SH			SOLE
ABBOTT LABS	COM	002824100	430	8110 SH			SHR
AIR PRODS & CHEMS INC	COM	009158106	10	100 SH			SOLE
AIR PRODS & CHEMS INC	COM	009158106	232	2350 SH			SHR
ALTRIA GROUP INC	COM	02209S103	419	20375 SH			SOLE
ALTRIA GROUP INC	COM	02209S103	43	2100 SH			SHR
AMERICAN EXPRESS CO	COM	025816109	187	4966 SH			SOLE
AMERICAN EXPRESS CO	COM	025816109	47	1250 SH			SHR
AMERICAN INTL GROUP INC	COM	026874107	280	10566 SH			SOLE
AMERICAN INTL GROUP INC	COM	026874107	74	2783 SH			SHR
ANADARKO PETE CORP	COM	032511107	112	1492 SH			SOLE
ANADARKO PETE CORP	COM	032511107	142	1900 SH			SHR
APACHE CORP	COM	037411105	292	2100 SH			SHR
APPLE INC	COM	037833100	79	470 SH			SOLE
APPLE INC	COM	037833100	234	1400 SH			SHR

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AUTOMATIC DATA PROC	COM	053015103	54	1300	SH	SOLE
AUTOMATIC DATA PROC	COM	053015103	268	6400	SH	SHR
BP PLC	SPON ADR	055622104	1088	15633	SH	SOLE
BP PLC	SPON ADR	055622104	277	3981	SH	SHR
BANCO BILBAO VIZCAYA ARGEN	SPON ADR	05946K101	262	13823	SH	SOLE
BANK OF AMERICA CORP	COM	060505104	435	18219	SH	SOLE
BANK OF AMERICA CORP	COM	060505104	417	17472	SH	SHR
BANK OF NEW YORK MELLON CO	COM	064058100	427	11289	SH	SOLE
BANK OF NEW YORK MELLON CO	COM	064058100	119	3139	SH	SHR
BAXTER INTL INC	COM	071813109	246	3850	SH	SOLE
BAXTER INTL INC	COM	071813109	48	750	SH	SHR
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	242	2	SH	SOLE
BOEING CO	COM	097023105	227	3460	SH	SOLE
BOEING CO	COM	097023105	33	500	SH	SHR
BRISTOL MYERS SQUIBB CO	COM	110122108	237	11526	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	56	2720	SH	SHR
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	9619	7152	SH	SOLE
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	1009	750	SH	SHR
BURLINGTON NORTHN SANTA FE	COM	12189T104	12	125	SH	SOLE
BURLINGTON NORTHN SANTA FE	COM	12189T104	313	3138	SH	SHR
CIGNA CORP	COM	125509109	537	15180	SH	SOLE
CSX CORP	COM	126408103	144	2300	SH	SOLE
CSX CORP	COM	126408103	69	1100	SH	SHR
CVS CAREMARK CORPORATION	COM	126650100	36	900	SH	SOLE
CVS CAREMARK CORPORATION	COM	126650100	400	10100	SH	SHR
CHEVRON CORP NEW	COM	166764100	1543	15567	SH	SOLE
CHEVRON CORP NEW	COM	166764100	1788	18032	SH	SHR
CISCO SYS INC	COM	17275R102	386	16591	SH	SOLE
CISCO SYS INC	COM	17275R102	242	10413	SH	SHR
CITIGROUP INC	COM	172967101	394	23500	SH	SOLE
CITIGROUP INC	COM	172967101	1126	67183	SH	SHR
COCA COLA CO	COM	191216100	857	16490	SH	SOLE
COCA COLA CO	COM	191216100	281	5400	SH	SHR
COLGATE PALMOLIVE CO	COM	194162103	285	4130	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	128	1850	SH	SHR
CONOCOPHILLIPS	COM	20825C104	45	480	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	244	2580	SH	SHR
DELL INC	COM	24702R101	150	6850	SH	SOLE
DELL INC	COM	24702R101	140	6400	SH	SHR
DISNEY WALT CO	COM	254687106	224	7192	SH	SOLE
DISNEY WALT CO	COM	254687106	334	10700	SH	SHR
DOMINION RES INC VA NEW	COM	25746U109	634	13340	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	265	5576	SH	SHR
DU PONT E I DE NEMOURS & CO	COM	263534109	765	17838	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	324	7543	SH	SHR
DUN & BRADSTREET CORP DEL	COM	2.65E+108	394	4500	SH	SHR
E M C CORP MASS	COM	268648102	158	10760	SH	SHR
EXELON CORP	COM	30161N101	286	3182	SH	SOLE
EXELON CORP	COM	30161N101	270	3000	SH	SHR
EXXON MOBIL CORP	COM	30231G102	6490	73641	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	4169	47305	SH	SHR
FPL GROUP INC	COM	302571104	323	4932	SH	SOLE
FPL GROUP INC	COM	302571104	121	1840	SH	SHR
FEDERAL REALTY INVT TR	SH B	313747206	631	9150	SH	SOLE
FLUOR CORP NEW	COM	343412102	577	3100	SH	SHR
FORTUNE BRANDS INC	COM	349631101	472	7565	SH	SHR
FREEPORT-MCMORAN COPPER &	COM	35671D857	1327	11321	SH	SHR
GENERAL DYNAMICS CORP	COM	369550108	84	1000	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	118	1400	SH	SHR
GENERAL ELECTRIC CO	COM	369604103	3844	144021	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	2074	77716	SH	SHR
GLAXOSMITHKLINE PLC	SPON ADR	37733W105	171	3871	SH	SOLE

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GLAXOSMITHKLINE PLC	SPON ADR	37733W105	50	1127	SH	SHR
HARRIS CORP DEL	COM	413875105	111	2200	SH	SOLE
HARRIS CORP DEL	COM	413875105	126	2500	SH	SHR
HEWLETT PACKARD CO	COM	428236103	1033	23362	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	789	17850	SH	SHR
HONEYWELL INTL INC	COM	438516106	265	5262	SH	SOLE
HONEYWELL INTL INC	COM	438516106	246	4900	SH	SHR
ITT CORP NEW	COM	450911102	207	3274	SH	SOLE
INTEL CORP	COM	458140100	402	18728	SH	SOLE
INTEL CORP	COM	458140100	154	7168	SH	SHR
INTERNATIONAL BUSINESS MACHS	COM	459200101	636	5362	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	415	3504	SH	SHR
ISHARES TR	LEHM	464287226	237	2365	SH	SOLE
ISHARES TR	DJ U	464287846	234	3700	SH	SOLE
JP MORGAN CHASE & CO	COM	46625H100	129	3753	SH	SOLE
JP MORGAN CHASE & CO	COM	46625H100	400	11654	SH	SHR
JOHNSON & JOHNSON	COM	478160104	3313	51495	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	425	6600	SH	SHR
KIMBERLY CLARK CORP	COM	494368103	310	5184	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	120	2000	SH	SHR
KRAFT FOODS INC	CL A	50075N104	400	14068	SH	SOLE
KRAFT FOODS INC	CL A	50075N104	15	516	SH	SHR
LINCOLN NATL CORP IND	COM	534187109	268	5909	SH	SHR
LOCKHEED MARTIN CORP	COM	539830109	400	4050	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	62	624	SH	SHR
LOWES COS INC	COM	548661107	58	2800	SH	SOLE
LOWES COS INC	COM	548661107	275	13250	SH	SHR
MANULIFE FINL CORP	COM	56501R106	347	9988	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	750	21608	SH	SHR
MARATHON OIL CORP	COM	565849106	311	6000	SH	SHR
MASSEY ENERGY CORP	COM	576206106	525	5600	SH	SHR
MCDONALDS CORP	COM	580135101	161	2863	SH	SOLE
MCDONALDS CORP	COM	580135101	70	1250	SH	SHR
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	266	5644	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	44	934	SH	SHR
MEDTRONIC INC	COM	585055106	510	9855	SH	SOLE
MEDTRONIC INC	COM	585055106	123	2375	SH	SHR
MERCK & CO INC	COM	589331107	626	16619	SH	SOLE
MERCK & CO INC	COM	589331107	204	5425	SH	SHR
MICROSOFT CORP	COM	594918104	381	13844	SH	SOLE
MICROSOFT CORP	COM	594918104	820	29825	SH	SHR
MONSANTO CO NEW	COM	61166W101	267	2114	SH	SOLE
MONSANTO CO NEW	COM	61166W101	6	50	SH	SHR
MOTOROLA INC	COM	620076109	87	11918	SH	SOLE
MOTOROLA INC	COM	620076109	1	200	SH	SHR
NORFOLK SOUTHERN CORP	COM	655844108	1154	18419	SH	SOLE
NORFOLK SOUTHERN CORP	COM	655844108	113	1800	SH	SHR
OMNICOM GROUP INC	COM	681919106	212	4720	SH	SOLE
ORACLE CORP	COM	68389X105	27	1300	SH	SOLE
ORACLE CORP	COM	68389X105	277	13200	SH	SHR
PEPSICO INC	COM	713448108	776	12197	SH	SOLE
PEPSICO INC	COM	713448108	825	12970	SH	SHR
PFIZER INC	COM	717081103	867	49607	SH	SOLE
PFIZER INC	COM	717081103	1034	59165	SH	SHR
PHILIP MORRIS INTL INC	COM	718172109	1006	20375	SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	128	2600	SH	SHR
PROCTER & GAMBLE CO	COM	742718109	675	11101	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	86	1415	SH	SHR
PROTECTIVE LIFE CORP	COM	743674103	8846	232488	SH	SOLE
QWEST COMMUNICATIONS INTL	COM	749121109	1	361	SH	SOLE
QWEST COMMUNICATIONS INTL	COM	749121109	45	11550	SH	SHR
REGIONS FINANCIAL CORP NEW	COM	7591EP100	885	81091	SH	SOLE

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REGIONS FINANCIAL CORP NEW	COM	7591EP100	30	2710	SH	SHR
ROCKWELL AUTOMATION INC	COM	773903109	166	3800	SH	SOLE
ROCKWELL AUTOMATION INC	COM	773903109	39	900	SH	SHR
ROCKWELL COLLINS INC	COM	774341101	200	4180	SH	SOLE
ROCKWELL COLLINS INC	COM	774341101	62	1300	SH	SHR
ROYAL DUTCH SHELL PLC	SPON ADR	780259206	439	5370	SH	SOLE
SARA LEE CORP	COM	803111103	159	12985	SH	SOLE
SARA LEE CORP	COM	803111103	60	4900	SH	SHR
SCHERING PLOUGH CORP	COM	806605101	71	3600	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	336	17070	SH	SHR
SCHLUMBERGER LTD	COM	806857108	391	3643	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	752	7000	SH	SHR
SPACE PROPULSION SYS INC	COM	846192102	1	16250	SH	SOLE
TARGET CORP	COM	87612E110	108	2326	SH	SOLE
TARGET CORP	COM	87612E110	218	4697	SH	SHR
TEXAS INSTRS INC	COM	882508104	139	4942	SH	SOLE
TEXAS INSTRS INC	COM	882508104	205	7276	SH	SHR
3M CO	COM	88579Y101	622	8933	SH	SOLE
3M CO	COM	88579Y101	117	1683	SH	SHR
TRAVELERS COMPANIES INC	COM	89417E113	57	1315	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E113	180	4136	SH	SHR
UNITED TECHNOLOGIES CORP	COM	913017109	212	3430	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	554	8975	SH	SHR
VERIZON COMMUNICATIONS INC	COM	92343V104	779	22015	SH	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	726	20510	SH	SHR
WACHOVIA CORP NEW	COM	929903102	280	18031	SH	SOLE
WACHOVIA CORP NEW	COM	929903102	10	643	SH	SHR
WAL MART STORES INC	COM	931142103	983	17496	SH	SOLE
WAL MART STORES INC	COM	931142103	331	5882	SH	SHR
WELLPOINT INC	COM	94973V107	2	50	SH	SOLE
WELLPOINT INC	COM	94973V107	405	8500	SH	SHR
WELLS FARGO & CO NEW	COM	949746101	429	18060	SH	SOLE
WELLS FARGO & CO NEW	COM	949746101	63	2652	SH	SHR
WYETH	COM	983024100	1157	24128	SH	SOLE
WYETH	COM	983024100	399	8317	SH	SHR