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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.  
-----

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<br>----- | Alexandria, VA<br>----- | 7/08/2008<br>----- |
| [Signature]                   | [City, State]           | [Date]             |

Report Type (Check only one):

- 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<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>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  |
| FREEMPORT-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  |