ON ASSIGNMENT INC

Form 3 May 21, 2012

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

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January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ON ASSIGNMENT INC [ASGN] BLAZER RANDOLPH C (Month/Day/Year) 05/15/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 211 N. UNION STREET, SUITE (Check all applicable) 220 (Street) 6. Individual or Joint/Group 10% Owner Director __X__ Other _X__ Officer Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting President of Apex Systems, Inc / Person ALEXANDRIA, Â VAÂ 22314 President of Apex Systems, Inc Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock (1) 260,915 (2) D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Security	Direct (D)	

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Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

Reporting Owners

	Relationships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
BLAZER RANDOLPH C 211 N. UNION STREET, SUITE 220 ALEXANDRIA, VA 22314	Â	Â	President of Apex Systems, Inc	President of Apex Systems, Inc

Signatures

By: Power of Attorney, James L. Brill, CFO For: Randolph C.
Blazer
05/21/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Par Value \$.01 per share
 - Of the aggregate number of shares reported, 20.134 shares are held in escrow in connection with the transactions contemplated by the
- (2) Agreement of Merger, dated as of March 20, 2012, by and among On Assignment, Inc., a Delaware corporation, OA Acquisition Corp., a Virginia corporation and a wholly-owned subsidiary of On Assignment, Inc., Apex Systems, Inc., a Virginia corporation, and Jeffrey E. Veatch as representative of the shareholders of Apex Systems, Inc.

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.

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