BROWN ROGER H

Form 4

January 19, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * **BROWN ROGER H**

2. Issuer Name and Ticker or Trading

Symbol

BRIGHT HORIZONS FAMILY

5. Relationship of Reporting Person(s) to

Issuer

below)

SOLUTIONS INC [BFAM]

(Middle)

3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify

200 TALCOTT AVENUE SOUTH

(Street)

(First)

01/14/2005

Chairman of the Board 6. Individual or Joint/Group Filing(Check

(Check all applicable)

4. If Amendment, Date Original

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting Person

WATERTOWN, MA 02742

(City)	(State) (Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	01/14/2005		M	1,600	A	\$ 22.91	26,892	I	By Linda A. Mason Trust		
Common Stock	01/14/2005		M	800	A	\$ 26.59	27,692	I	By Linda A. Mason Trust		
Common Stock	01/14/2005		M	800	A	\$ 17.25	28,492	I	By Linda A. Mason Trust		
Common Stock	01/14/2005		M	800	A	\$ 28.6	29,292	I	By Linda A. Mason		

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								Trust
Common Stock	01/14/2005	M	800	A	\$ 17.25	30,417	I	By Roger H. Brown Trust
Common Stock	01/14/2005	M	750	A	\$ 22.91	31,167	I	By Roger H. Brown Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 17.25	01/14/2005		M		800	03/07/2000	03/07/2010	Common Stock	800
Stock Options (Right to buy)	\$ 22.91	01/14/2005		M		1,600	04/16/2001	04/16/2011	Common Stock	1,600
Stock Options (Right to buy)	\$ 26.59	01/14/2005		M		800	03/06/2003	03/06/2013	Common Stock	800
Stock Options (Right to buy)	\$ 28.6	01/14/2005		M		800	02/14/2002	02/14/2012	Common Stock	800
Stock Options	\$ 17.25	01/14/2005		M		800	03/07/2000	03/07/2010	Common Stock	800

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(Right to buy)								
Stock Options (Right to buy)	\$ 22.91	01/14/2005	M	750	04/16/2001	04/16/2011	Common Stock	750
Stock Options (Right to buy)	\$ 26.59				03/06/2003	03/06/2013	Common Stock	12,000
Stock Options (Right to buy)	\$ 28.6				02/14/2002	02/14/2012	Common Stock	2,400

Reporting Owners

Reporting Owner Name / Address	Relationships							
· r	Director	10% Owner	Officer	Other				
BROWN ROGER H 200 TALCOTT AVENUE SOUTH WATERTOWN, MA 02742	X		Chairman of the Board					

Signatures

Elizabeth J.

Boland

**Signature of Reporting Person

O1/18/2005

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).

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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