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BURKE & HERBERT BANK & TRUST CO  
Form 13F-HR  
April 03, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 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  
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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 -----	4/02/2009 -----
[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: 139  
 Form 13F Information Table Value Total: \$58,573  
 (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

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION
TRANSOCEAN LTD	REG SHS	H8817H100	20	334	SH		SOLE
TRANSOCEAN LTD	REG SHS	H8817H100	183	3,115	SH		SHR
AT&T INC	COM	00206R102	842	33,400	SH		SOLE
AT&T INC	COM	00206R102	648	25,729	SH		SHR
ABBOTT LABS	COM	002824100	549	11,500	SH		SOLE
ABBOTT LABS	COM	002824100	351	7,360	SH		SHR
ALLIED CAP CORP NEW	COM	01903Q108	0	25	SH		SOLE
ALLIED CAP CORP NEW	COM	01903Q108	20	12,675	SH		SHR
ALTRIA GROUP INC	COM	02209S103	344	21,500	SH		SOLE
ALTRIA GROUP INC	COM	02209S103	34	2,100	SH		SHR
AMERICAN INTL GROUP INC	COM	026874107	13	13,439	SH		SOLE
AMERICAN INTL GROUP INC	COM	026874107	3	2,683	SH		SHR
APPLE INC	COM	037833100	76	720	SH		SOLE
APPLE INC	COM	037833100	200	1,900	SH		SHR
AUTOMATIC DATA PROCESSING IN	COM	053015103	21	600	SH		SOLE
AUTOMATIC DATA PROCESSING IN	COM	053015103	232	6,600	SH		SHR
BP PLC	SPONS ADR	055622104	557	13,892	SH		SOLE
BP PLC	SPONS ADR	055622104	196	4,897	SH		SHR

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BANCO BILBAO							
VIZCAYA ARGENTA	SPONS ADR	05946K101	112	13,823	SH	SOLE	
BANK OF AMERICA							
CORPORATION	COM	060505104	52	7,576	SH	SOLE	
BANK OF AMERICA							
CORPORATION	COM	060505104	227	33,280	SH	SHR	
BANK OF NEW YORK							
MELLON CORP	COM	064058100	4	150	SH	SOLE	
BANK OF NEW YORK							
MELLON CORP	COM	064058100	432	15,278	SH	SHR	
BAXTER INTL INC	COM	071813109	172	3,350	SH	SOLE	
BAXTER INTL INC	COM	071813109	38	750	SH	SHR	
BERKSHIRE HATHAWAY							
INC DEL	CL A	084670108	260	3	SH	SOLE	
BRISTOL MYERS							
SQUIBB CO	COM	110122108	218	9,926	SH	SOLE	
BRISTOL MYERS							
SQUIBB CO	COM	110122108	99	4,520	SH	SHR	
BURKE&HERBERT B&T							
ALEXANDRIA	COM	121331102	9,464	6,883	SH	SOLE	
BURKE&HERBERT B&T							
ALEXANDRIA	COM	121331102	1,071	779	SH	SHR	
CIGNA CORP	COM	125509109	267	15,180	SH	SHR	
CVS CAREMARK							
CORPORATION	COM	126650100	25	900	SH	SOLE	
CVS CAREMARK							
CORPORATION	COM	126650100	294	10,700	SH	SHR	
CHEVRON CORP NEW	COM	166764100	916	13,619	SH	SOLE	
CHEVRON CORP NEW	COM	166764100	1,328	19,747	SH	SHR	
CISCO SYS INC	COM	17275R102	259	15,460	SH	SOLE	
CISCO SYS INC	COM	17275R102	175	10,413	SH	SHR	
CITIGROUP INC	COM	172967101	8	3,275	SH	SOLE	
CITIGROUP INC	COM	172967101	236	93,433	SH	SHR	
COCA COLA CO	COM	191216100	520	11,840	SH	SOLE	
COCA COLA CO	COM	191216100	367	8,350	SH	SHR	
COLGATE PALMOLIVE							
CO	COM	194162103	194	3,295	SH	SOLE	
COLGATE PALMOLIVE							
CO	COM	194162103	115	1,950	SH	SHR	
DELL INC	COM	24702R101	52	5,500	SH	SOLE	
DELL INC	COM	24702R101	51	5,400	SH	SHR	
DISNEY WALT CO	COM DISNEY	254687106	136	7,500	SH	SOLE	
DISNEY WALT CO	COM DISNEY	254687106	191	10,500	SH	SHR	
DOMINION RES INC							
VA NEW	COM	25746U109	361	11,640	SH	SOLE	
DOMINION RES INC							
VA NEW	COM	25746U109	188	6,076	SH	SHR	
DU PONT E I DE							
NEMOURS & CO	COM	263534109	322	14,422	SH	SOLE	
DU PONT E I DE							
NEMOURS & CO	COM	263534109	306	13,709	SH	SHR	
DUN & BRADSTREET							
CORP DEL NE	COM	26483E100	277	3,600	SH	SHR	
E M C CORP MASS	COM	268648102	123	10,760	SH	SHR	
EXELON CORP	COM	30161N101	131	2,882	SH	SOLE	
EXELON CORP	COM	30161N101	145	3,200	SH	SHR	
EXXON MOBIL CORP	COM	30231G102	3,204	47,043	SH	SOLE	
EXXON MOBIL CORP	COM	30231G102	4,400	64,608	SH	SHR	
FPL GROUP INC	COM	302571104	250	4,932	SH	SOLE	
FPL GROUP INC	COM	302571104	93	1,840	SH	SHR	
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	421	9,150	SH	SOLE	
FLUOR CORP NEW	COM	343412102	214	6,200	SH	SHR	

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FREEMPORT-MCMORAN							
COPPER & GO	COM	35671D857	454	11,921	SH	SHR	
GENERAL ELECTRIC CO	COM	369604103	1,236	122,255	SH	SOLE	
GENERAL ELECTRIC CO	COM	369604103	991	98,011	SH	SHR	
HEWLETT PACKARD CO	COM	428236103	744	23,212	SH	SOLE	
HEWLETT PACKARD CO	COM	428236103	511	15,928	SH	SHR	
HONEYWELL INTL INC	COM	438516106	147	5,262	SH	SOLE	
HONEYWELL INTL INC	COM	438516106	137	4,900	SH	SHR	
INTEL CORP	COM	458140100	264	17,578	SH	SOLE	
INTEL CORP	COM	458140100	127	8,468	SH	SHR	
INTERNATIONAL BUSINESS							
MACHS	COM	459200101	522	5,384	SH	SOLE	
INTERNATIONAL BUSINESS							
MACHS	COM	459200101	388	4,004	SH	SHR	
ISHARES TR	BARCLYS US AGG	464287226	240	2,365	SH	SOLE	
JPMORGAN CHASE & CO	COM	46625H100	108	4,055	SH	SOLE	
JPMORGAN CHASE & CO	COM	46625H100	124	4,654	SH	SHR	
JOHNSON & JOHNSON	COM	478160104	2,663	50,624	SH	SOLE	
JOHNSON & JOHNSON	COM	478160104	289	5,500	SH	SHR	
KIMBERLY CLARK CORP	COM	494368103	213	4,619	SH	SOLE	
KIMBERLY CLARK CORP	COM	494368103	115	2,498	SH	SHR	
KRAFT FOODS INC	CL A	50075N104	325	14,562	SH	SOLE	
KRAFT FOODS INC	CL A	50075N104	12	516	SH	SHR	
LOWES COS INC	COM	548661107	50	2,750	SH	SOLE	
LOWES COS INC	COM	548661107	242	13,250	SH	SHR	
MANULIFE FINL CORP	COM	56501R106	112	9,988	SH	SOLE	
MANULIFE FINL CORP	COM	56501R106	242	21,608	SH	SHR	
MCDONALDS CORP	COM	580135101	161	2,954	SH	SOLE	
MCDONALDS CORP	COM	580135101	68	1,250	SH	SHR	
MEDCO HEALTH							
SOLUTIONS INC	COM	58405U102	213	5,158	SH	SOLE	
MEDCO HEALTH							
SOLUTIONS INC	COM	58405U102	34	820	SH	SHR	
MEDTRONIC INC	COM	585055106	212	7,204	SH	SOLE	
MEDTRONIC INC	COM	585055106	68	2,300	SH	SHR	
MERCK & CO INC	COM	589331107	408	15,269	SH	SOLE	
MERCK & CO INC	COM	589331107	140	5,250	SH	SHR	
MICROSOFT CORP	COM	594918104	234	12,744	SH	SOLE	
MICROSOFT CORP	COM	594918104	561	30,525	SH	SHR	
NORFOLK SOUTHERN							
CORP	COM	655844108	588	17,419	SH	SOLE	
NORFOLK SOUTHERN							
CORP	COM	655844108	78	2,300	SH	SHR	
ORACLE CORP	COM	68389X105	42	2,300	SH	SOLE	
ORACLE CORP	COM	68389X105	239	13,200	SH	SHR	
PEPSICO INC	COM	713448108	550	10,675	SH	SOLE	
PEPSICO INC	COM	713448108	735	14,270	SH	SHR	
PFIZER INC	COM	717081103	662	48,623	SH	SOLE	
PFIZER INC	COM	717081103	779	57,190	SH	SHR	
PHILIP MORRIS INTL INC	COM	718172109	751	21,100	SH	SOLE	
PHILIP MORRIS INTL INC	COM	718172109	93	2,600	SH	SHR	
PROCTER & GAMBLE CO	COM	742718109	518	11,005	SH	SOLE	
PROCTER & GAMBLE CO	COM	742718109	83	1,761	SH	SHR	
PROTECTIVE LIFE CORP	COM	743674103	1,221	232,488	SH	SOLE	
QWEST COMMUNICATIONS							
INTL IN	COM	749121109	1	361	SH	SOLE	
QWEST COMMUNICATIONS							
INTL IN	COM	749121109	40	11,550	SH	SHR	
REGIONS FINANCIAL							
CORP NEW	COM	7591EP100	346	81,327	SH	SOLE	
REGIONS FINANCIAL							
CORP NEW	COM	7591EP100	12	2,710	SH	SHR	

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	SPONS						
ROYAL DUTCH SHELL PLC	ADR A	780259206	238	5,370	SH	SOLE	
SARA LEE CORP	COM	803111103	98	12,185	SH	SOLE	
SARA LEE CORP	COM	803111103	41	5,100	SH	SHR	
SCHERING PLOUGH CORP	COM	806605101	19	800	SH	SOLE	
SCHERING PLOUGH CORP	COM	806605101	390	16,570	SH	SHR	
SCHLUMBERGER LTD	COM	806857108	152	3,743	SH	SOLE	
SCHLUMBERGER LTD	COM	806857108	284	7,000	SH	SHR	
SPACE PROPULSION SYS INC	COM	846192102	1	16,250	SH	SOLE	
TARGET CORP	COM	87612E106	53	1,548	SH	SOLE	
TARGET CORP	COM	87612E106	182	5,297	SH	SHR	
TEXAS INSTRS INC	COM	882508104	87	5,242	SH	SOLE	
TEXAS INSTRS INC	COM	882508104	120	7,276	SH	SHR	
3M CO	COM	88579Y101	389	7,833	SH	SOLE	
3M CO	COM	88579Y101	117	2,358	SH	SHR	
TRAVELERS COMPANIES INC	COM	89417E109	2	45	SH	SOLE	
TRAVELERS COMPANIES INC	COM	89417E109	218	5,374	SH	SHR	
UNITED TECHNOLOGIES CORP	COM	913017109	143	3,330	SH	SOLE	
UNITED TECHNOLOGIES CORP	COM	913017109	386	8,975	SH	SHR	
VERIZON							
COMMUNICATIONS INC	COM	92343V104	656	21,735	SH	SOLE	
VERIZON							
COMMUNICATIONS INC	COM	92343V104	657	21,762	SH	SHR	
WAL MART STORES INC	COM	931142103	966	18,536	SH	SOLE	
WAL MART STORES INC	COM	931142103	325	6,232	SH	SHR	
WELLPOINT INC	COM	94973V107	311	8,200	SH	SHR	
WELLS FARGO & CO NEW	COM	949746101	231	16,203	SH	SOLE	
WELLS FARGO & CO NEW	COM	949746101	69	4,840	SH	SHR	
WYETH	COM	983024100	590	13,716	SH	SOLE	
WYETH	COM	983024100	748	17,379	SH	SHR	