

Roesener Dale W  
Form 4  
December 05, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 Person \*  
Roesener Dale W

2. Issuer Name and Ticker or Trading Symbol  
H&E Equipment Services, Inc.  
[HEES]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
V.P., Fleet Management

(Last) (First) (Middle)  
C/O H&E EQUIPMENT SERVICES, INC., 11100 MEAD ROAD, SUITE 200  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/04/2006

BATON ROUGE, LA 70816  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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, Par Value \$0.01 per share	12/04/2006		S	300 D	\$ 24.3 498,707	I	By Southern Nevada Capital Corporation (1)
Common Stock, Par Value \$0.01 per share	12/04/2006		S	400 D	\$ 24.38 498,307	I	By Southern Nevada Capital Corporation (1)

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Common Stock, Par Value	12/04/2006	S	500	D	\$ 24.4	497,807	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	1,000	D	\$ 24.45	496,807	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	800	D	\$ 24.47	496,007	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	1,440	D	\$ 24.5	494,567	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	1,207	D	\$ 24.51	493,360	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	500	D	\$ 24.52	492,860	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	1,077	D	\$ 24.53	491,783	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	4,400	D	\$ 24.54	487,383	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
Common Stock, Par Value	12/04/2006	S	4,248	D	\$ 24.55	483,135	I	By Southern Nevada Capital Corporation <u>(1)</u>
\$0.01 per share								
	12/04/2006	S	1,100	D		482,035	I	

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Common Stock, Par Value \$0.01 per share					\$ 24.56			By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	1,740	D	\$ 24.57	480,295	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	2,909	D	\$ 24.58	477,386	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	2,200	D	\$ 24.59	475,186	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	4,073	D	\$ 24.6	471,113	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	1,706	D	\$ 24.61	469,407	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	1,000	D	\$ 24.63	468,407	I	By Southern Nevada Capital Corporation <u>(1)</u>
Common Stock, Par Value \$0.01 per share	12/04/2006	S	400	D	\$ 24.65	468,007	I	By Southern Nevada Capital Corporation <u>(1)</u>

Reminder: Report on a separate line for each class of securities beneficially 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.**

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