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BURKE & HERBERT BANK & TRUST CO
Form 13F-HR
January 08, 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: December 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.

Address: PO Box 268
Alexandria, VA 22314

Form 13F File Number: 28-05313

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 ----- | 1/07/2009 ----- |
| [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: 147
 Form 13F Information Table Value Total: \$71,317
 (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 (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DISCRETN | OTHE MANAG |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------------|
| AT&T INC | COM | 00206R102 | 958 | 33615 | | | SOLE | |
| AT&T INC | COM | 00206R102 | 733 | 25729 | | | SHRD | |
| ABBOTT LABS | COM | 002824100 | 611 | 11450 | | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 393 | 7360 | | | SHRD | |
| ALLIED CAP CORP NEW | COM | 01903Q108 | 0 | 25 | | | SOLE | |
| ALLIED CAP CORP NEW | COM | 01903Q108 | 36 | 13275 | | | SHRD | |
| ALTRIA GROUP INC | COM | 02209S103 | 324 | 21500 | | | SOLE | |
| ALTRIA GROUP INC | COM | 02209S103 | 32 | 2100 | | | SHRD | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 21 | 13539 | | | SOLE | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 4 | 2683 | | | SHRD | |
| APPLE INC | COM | 037833100 | 61 | 720 | | | SOLE | |
| APPLE INC | COM | 037833100 | 162 | 1900 | | | SHRD | |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 24 | 600 | | | SOLE | |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 260 | 6600 | | | SHRD | |
| BP PLC | SPON ADR | 055622104 | 649 | 13892 | | | SOLE | |
| BP PLC | SPON ADR | 055622104 | 229 | 4897 | | | SHRD | |
| BANCO BILBAO VIZCAYA ARGENTA | SPON ADR | 05946K101 | 173 | 13823 | | | SOLE | |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 107 | 7576 | | | SOLE | |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 404 | 28672 | | | SHRD | |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 4 | 150 | | | SOLE | |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 404 | 14278 | | | SHRD | |

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|-------------------------------|----------------|-----------|-------|--------|------|
| BAXTER INTL INC | COM | 071813109 | 180 | 3350 | SOLE |
| BAXTER INTL INC | COM | 071813109 | 40 | 750 | SHRD |
| BERKSHIRE HATHAWAY INC DEL | CL A | 084670108 | 290 | 3 | SOLE |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 232 | 9976 | SOLE |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 59 | 2520 | SHRD |
| BURKE&HERBERT B&T ALEXANDRIA | COM | 121331102 | 11774 | 6967 | SOLE |
| BURKE&HERBERT B&T ALEXANDRIA | COM | 121331102 | 1317 | 779 | SHRD |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 11 | 149 | SOLE |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 238 | 3138 | SHRD |
| CIGNA CORP | COM | 125509109 | 256 | 15180 | SHRD |
| CVS CAREMARK CORPORATION | COM | 126650100 | 26 | 900 | SOLE |
| CVS CAREMARK CORPORATION | COM | 126650100 | 308 | 10700 | SHRD |
| CHEVRON CORP NEW | COM | 166764100 | 880 | 11899 | SOLE |
| CHEVRON CORP NEW | COM | 166764100 | 1472 | 19897 | SHRD |
| CISCO SYS INC | COM | 17275R102 | 252 | 15460 | SOLE |
| CISCO SYS INC | COM | 17275R102 | 170 | 10413 | SHRD |
| CITIGROUP INC | COM | 172967101 | 22 | 3308 | SOLE |
| CITIGROUP INC | COM | 172967101 | 627 | 93433 | SHRD |
| COCA COLA CO | COM | 191216100 | 536 | 11840 | SOLE |
| COCA COLA CO | COM | 191216100 | 378 | 8350 | SHRD |
| COLGATE PALMOLIVE CO | COM | 194162103 | 226 | 3295 | SOLE |
| COLGATE PALMOLIVE CO | COM | 194162103 | 134 | 1950 | SHRD |
| DELL INC | COM | 24702R101 | 56 | 5500 | SOLE |
| DELL INC | COM | 24702R101 | 55 | 5400 | SHRD |
| DISNEY WALT CO | COM | 254687106 | 170 | 7500 | SOLE |
| DISNEY WALT CO | COM | 254687106 | 238 | 10500 | SHRD |
| DOMINION RES INC VA NEW | COM | 25746U109 | 414 | 11540 | SOLE |
| DOMINION RES INC VA NEW | COM | 25746U109 | 221 | 6176 | SHRD |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 365 | 14422 | SOLE |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 266 | 10509 | SHRD |
| DUN & BRADSTREET CORP DEL NE | COM | 26483E104 | 332 | 4300 | SHRD |
| E M C CORP MASS | COM | 268648102 | 113 | 10760 | SHRD |
| EXELON CORP | COM | 30161N101 | 160 | 2882 | SOLE |
| EXELON CORP | COM | 30161N101 | 178 | 3200 | SHRD |
| EXXON MOBIL CORP | COM | 30231G102 | 3755 | 47043 | SOLE |
| EXXON MOBIL CORP | COM | 30231G102 | 5298 | 66365 | SHRD |
| FPL GROUP INC | COM | 302571104 | 248 | 4932 | SOLE |
| FPL GROUP INC | COM | 302571104 | 93 | 1840 | SHRD |
| FEDERAL REALTY INVT TR | SH BEN INT NEW | 313747206 | 568 | 9150 | SOLE |
| FLUOR CORP NEW | COM | 343412102 | 278 | 6200 | SHRD |
| FORTUNE BRANDS INC | COM | 349631101 | 310 | 7500 | SHRD |
| FREEMPORT-MCMORAN COPPER & GO | COM | 35671D857 | 304 | 12421 | SHRD |
| GENERAL ELECTRIC CO | COM | 369604103 | 1963 | 121165 | SOLE |
| GENERAL ELECTRIC CO | COM | 369604103 | 1588 | 98011 | SHRD |
| HEWLETT PACKARD CO | COM | 428236103 | 842 | 23212 | SOLE |
| HEWLETT PACKARD CO | COM | 428236103 | 579 | 15950 | SHRD |
| HONEYWELL INTL INC | COM | 438516106 | 173 | 5262 | SOLE |
| HONEYWELL INTL INC | COM | 438516106 | 161 | 4900 | SHRD |
| INTEL CORP | COM | 458140100 | 255 | 17428 | SOLE |
| INTEL CORP | COM | 458140100 | 124 | 8468 | SHRD |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 453 | 5384 | SOLE |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 303 | 3604 | SHRD |
| ISHARES TR | BARCLYS US AGG | 464287226 | 246 | 2365 | SOLE |
| JPMORGAN & CHASE & CO | COM | 46625H100 | 128 | 4055 | SOLE |
| JPMORGAN & CHASE & CO | COM | 46625H100 | 147 | 4654 | SHRD |
| JOHNSON & JOHNSON | COM | 478160104 | 3035 | 50724 | SOLE |
| JOHNSON & JOHNSON | COM | 478160104 | 329 | 5500 | SHRD |
| KIMBERLY CLARK CORP | COM | 494368103 | 244 | 4619 | SOLE |
| KIMBERLY CLARK CORP | COM | 494368103 | 132 | 2498 | SHRD |
| KRAFT FOODS INC | CL A | 50075N104 | 388 | 14465 | SOLE |
| KRAFT FOODS INC | CL A | 50075N104 | 14 | 516 | SHRD |
| LOCKHEED MARTIN CORP | COM | 539830109 | 189 | 2250 | SOLE |

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|------------------------------|-------------|-----------|------|--------|------|
| LOCKHEED MARTIN CORP | COM | 539830109 | 42 | 500 | SHRD |
| LOWES COS INC | COM | 548661107 | 59 | 2750 | SOLE |
| LOWES COS INC | COM | 548661107 | 285 | 13250 | SHRD |
| MANULIFE FINL CORP | COM | 56501R106 | 170 | 9988 | SOLE |
| MANULIFE FINL CORP | COM | 56501R106 | 368 | 21608 | SHRD |
| MCDONALDS CORP | COM | 580135101 | 184 | 2954 | SOLE |
| MCDONALDS CORP | COM | 580135101 | 78 | 1250 | SHRD |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 219 | 5226 | SOLE |
| MEDCO HEALTH SOLUTIONS INC | COM | 58405U102 | 34 | 820 | SHRD |
| MEDTRONIC INC | COM | 585055106 | 226 | 7204 | SOLE |
| MEDTRONIC INC | COM | 585055106 | 72 | 2300 | SHRD |
| MERCK & CO INC | COM | 589331107 | 481 | 15819 | SOLE |
| MERCK & CO INC | COM | 589331107 | 150 | 4950 | SHRD |
| MICROSOFT CORP | COM | 594918104 | 248 | 12777 | SOLE |
| MICROSOFT CORP | COM | 594918104 | 599 | 30825 | SHRD |
| MOTOROLA INC | COM | 620076109 | 45 | 10121 | SOLE |
| MOTOROLA INC | COM | 620076109 | 2 | 497 | SHRD |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 843 | 17919 | SOLE |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 61 | 1300 | SHRD |
| ORACLE CORP | COM | 68389X105 | 41 | 2300 | SOLE |
| ORACLE CORP | COM | 68389X105 | 234 | 13200 | SHRD |
| PEPSICO INC | COM | 713448108 | 590 | 10777 | SOLE |
| PEPSICO INC | COM | 713448108 | 782 | 14270 | SHRD |
| PFIZER INC | COM | 717081103 | 856 | 48323 | SOLE |
| PFIZER INC | COM | 717081103 | 1006 | 56790 | SHRD |
| PHILIP MORRIS INTL INC | COM | 718172109 | 912 | 20950 | SOLE |
| PHILIP MORRIS INTL INC | COM | 718172109 | 113 | 2600 | SHRD |
| PROCTER & GAMBLE CO | COM | 742718109 | 680 | 11005 | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 114 | 1836 | SHRD |
| PROTECTIVE LIFE CORP | COM | 743674103 | 3336 | 232488 | SOLE |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 1 | 361 | SOLE |
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 42 | 11550 | SHRD |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 647 | 81327 | SOLE |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 22 | 2710 | SHRD |
| ROYAL DUTCH SHELL PLC | SPONS ADR A | 780259206 | 284 | 5370 | SOLE |
| SARA LEE CORP | COM | 803111103 | 119 | 12185 | SOLE |
| SARA LEE CORP | COM | 803111103 | 50 | 5100 | SHRD |
| SCHERING PLOUGH CORP | COM | 806605101 | 14 | 800 | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 282 | 16570 | SHRD |
| SCHLUMBERGER LTD | COM | 806857108 | 158 | 3743 | SOLE |
| SCHLUMBERGER LTD | COM | 806857108 | 296 | 7000 | SHRD |
| SPACE PROPULSION SYS INC | COM | 846192102 | 0 | 16250 | SOLE |
| TARGET CORP | COM | 87612E110 | 53 | 1548 | SOLE |
| TARGET CORP | COM | 87612E110 | 183 | 5297 | SHRD |
| TEXAS INSTRS INC | COM | 882508104 | 81 | 5242 | SOLE |
| TEXAS INSTRS INC | COM | 882508104 | 113 | 7276 | SHRD |
| 3M CO | COM | 88579Y101 | 453 | 7866 | SOLE |
| 3M CO | COM | 88579Y101 | 131 | 2283 | SHRD |
| TRAVELERS COMPANIES INC | COM | 89417E113 | 2 | 45 | SOLE |
| TRAVELERS COMPANIES INC | COM | 89417E113 | 243 | 5374 | SHRD |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 184 | 3430 | SOLE |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 481 | 8975 | SHRD |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 721 | 21260 | SOLE |
| VERIZON COMMUNICATIONS INC | COM | 92343V104 | 745 | 21962 | SHRD |
| WACHOVIA CORP COM | COM | 929903102 | 32 | 5710 | SOLE |
| WACHOVIA CORP COM | COM | 929903102 | 64 | 11600 | SHRD |
| WAL MART STORES INC | COM | 931142103 | 973 | 17361 | SOLE |
| WAL MART STORES INC | COM | 931142103 | 338 | 6032 | SHRD |
| WELLPOINT INC | COM | 94973V107 | 1 | 16 | SOLE |
| WELLPOINT INC | COM | 94973V107 | 345 | 8200 | SHRD |
| WELLS FARGO & CO NEW | COM | 949746101 | 450 | 15260 | SOLE |
| WELLS FARGO & CO NEW | COM | 949746101 | 75 | 2532 | SHRD |

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|-------|-----|-----------|-----|-------|------|
| WYETH | COM | 983024100 | 514 | 13716 | SOLE |
| WYETH | COM | 983024100 | 658 | 17529 | SHRD |