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BURKE & HERBERT BANK & TRUST CO
Form 13F-HR
April 02, 2013

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2013
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
Address: PO BOX 26
ALEXANDRIA, VA 22313

Form 13F File Number: 028-5313

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: SHEILA MCCREE
Title: ASST VICE PRESIDENT
Phone: (703)518-8362

Signature, Place, and Date of Signing:

/s/ SHEILA MCCREE ALEXANDRIA, VA 4/1/2013

[Signature] [City, State] [Date]

Report Type (Check only one):

- 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).)

List of Other Managers Reporting for this Manager:

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 179

Form 13F Information Table Value Total: \$ 82,446

 (In 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.
 NONE

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MAN
ABBOTT LABS	COMMON STOCK	002824100	209	5925 SH		SOLE
ABBOTT LABS	COMMON STOCK	002824100	403	11410 SH		OTHER
ABBVIE INC	COMMON STOCK	00287Y109	258	6325 SH		SOLE
ABBVIE INC	COMMON STOCK	00287Y109	508	12460 SH		OTHER
ALTRIA GROUP INC	COMMON STOCK	02209S103	664	19295 SH		SOLE
ALTRIA GROUP INC	COMMON STOCK	02209S103	237	6900 SH		OTHER
AMERICAN EXPRESS CO	COMMON STOCK	025816109	340	5041 SH		SOLE
AMERICAN EXPRESS CO	COMMON STOCK	025816109	94	1400 SH		OTHER
APPLE INC	COMMON STOCK	037833100	454	1025 SH		SOLE
APPLE INC	COMMON STOCK	037833100	817	1845 SH		OTHER
AT&T INC	COMMON STOCK	00206R102	825	22491 SH		SOLE
AT&T INC	COMMON STOCK	00206R102	594	16178 SH		OTHER
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	24	374 SH		SOLE
AUTOMATIC DATA PROCESSING INC	COMMON STOCK	053015103	306	4700 SH		OTHER
BANK OF AMERICA CORP	COMMON STOCK	060505104	62	5060 SH		SOLE
BANK OF AMERICA CORP	COMMON STOCK	060505104	290	23780 SH		OTHER
BANK OF NEW YORK MELLON CORP	COMMON STOCK	064058100	4	150 SH		SOLE
BANK OF NEW YORK MELLON CORP	COMMON STOCK	064058100	471	16839 SH		OTHER
BAXTER INTL INC	COMMON STOCK	071813109	156	2150 SH		SOLE
BAXTER INTL INC	COMMON STOCK	071813109	329	4525 SH		OTHER
BB&T CORPORATION	COMMON STOCK	054937107	59	1869 SH		SOLE
BB&T CORPORATION	COMMON STOCK	054937107	198	6300 SH		OTHER
BERKSHIRE HATHAWAY INC CLASS A	COMMON STOCK	084670108	625	4 SH		SOLE
BERKSHIRE HATHAWAY INC-CL B	COMMON STOCK	084670702	112	1077 SH		SOLE
BERKSHIRE HATHAWAY INC-CL B	COMMON STOCK	084670702	111	1061 SH		OTHER
BLACKROCK INC CL A	COMMON STOCK	09247X101	116	450 SH		SOLE

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BLACKROCK INC CL A	COMMON STOCK	09247X101	180	700	SH	OTHER
BOEING CO	COMMON STOCK	097023105	232	2702	SH	SOLE
BOEING CO	COMMON STOCK	097023105	43	500	SH	OTHER
BRISTOL MYERS SQUIBB CO	COMMON STOCK	110122108	379	9196	SH	SOLE
BRISTOL MYERS SQUIBB CO	COMMON STOCK	110122108	269	6520	SH	OTHER
BUCKEYE PARTNERS LP	COMMON STOCK	118230101	226	3700	SH	OTHER
CHEVRON CORPORATION	COMMON STOCK	166764100	799	6724	SH	SOLE
CHEVRON CORPORATION	COMMON STOCK	166764100	1712	14409	SH	OTHER
CIGNA CORP	COMMON STOCK	125509109	947	15180	SH	OTHER
CISCO SYSTEMS INC	COMMON STOCK	17275R102	213	10183	SH	SOLE
CISCO SYSTEMS INC	COMMON STOCK	17275R102	158	7550	SH	OTHER
CITIGROUP INC	COMMON STOCK	172967424	30	685	SH	SOLE
CITIGROUP INC	COMMON STOCK	172967424	327	7386	SH	OTHER
COCA COLA CO	COMMON STOCK	191216100	833	20605	SH	SOLE
COCA COLA CO	COMMON STOCK	191216100	708	17500	SH	OTHER
COLGATE PALMOLIVE CO	COMMON STOCK	194162103	313	2654	SH	SOLE
COLGATE PALMOLIVE CO	COMMON STOCK	194162103	230	1950	SH	OTHER
COMCAST CORP-CL A	COMMON STOCK	20030N101	214	5106	SH	SOLE
COMCAST CORP-CL A	COMMON STOCK	20030N101	87	2065	SH	OTHER
CONOCOPHILLIPS	COMMON STOCK	20825C104	100	1660	SH	SOLE
CONOCOPHILLIPS	COMMON STOCK	20825C104	192	3200	SH	OTHER
CVS CAREMARK CORP	COMMON STOCK	126650100	16	300	SH	SOLE
CVS CAREMARK CORP	COMMON STOCK	126650100	223	4050	SH	OTHER
DISNEY WALT CO NEW	COMMON STOCK	254687106	332	5842	SH	SOLE
DISNEY WALT CO NEW	COMMON STOCK	254687106	381	6700	SH	OTHER
DOMINION RESOURCES INC	COMMON STOCK	25746U109	595	10220	SH	SOLE
DOMINION RESOURCES INC	COMMON STOCK	25746U109	348	5974	SH	OTHER
DOW CHEMICAL COMPANY	COMMON STOCK	260543103	16	500	SH	SOLE
DOW CHEMICAL COMPANY	COMMON STOCK	260543103	220	6900	SH	OTHER
DU PONT E I DE NEMOURS & CO	COMMON STOCK	263534109	407	8272	SH	SOLE
DU PONT E I DE NEMOURS & CO	COMMON STOCK	263534109	694	14111	SH	OTHER
DUN & BRADSTREET CORP DEL	COMMON STOCK	26483E104	209	2500	SH	OTHER
EMERSON ELEC CO	COMMON STOCK	291011104	152	2714	SH	SOLE
EMERSON ELEC CO	COMMON STOCK	291011104	132	2360	SH	OTHER

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MAN
EXPRESS SCRIPTS HLDG	COMMON STOCK	30219G108	189	3282	SH	SOLE
EXPRESS SCRIPTS HLDG	COMMON STOCK	30219G108	73	1272	SH	OTHER
EXXONMOBIL CORP	COMMON STOCK	30231G102	3266	36247	SH	SOLE
EXXONMOBIL CORP	COMMON STOCK	30231G102	4671	51839	SH	OTHER
FREEMONT-MCMORAN COPPER AND GO	COMMON STOCK	35671D857	246	7446	SH	OTHER
GENERAL ELECTRIC CORP	COMMON STOCK	369604103	1967	85064	SH	SOLE
GENERAL ELECTRIC CORP	COMMON STOCK	369604103	1852	80088	SH	OTHER
GOOGLE INC CL A	COMMON STOCK	38259P508	44	55	SH	SOLE
GOOGLE INC CL A	COMMON STOCK	38259P508	266	335	SH	OTHER
HALLIBURTON CO	COMMON STOCK	406216101	8	200	SH	SOLE
HALLIBURTON CO	COMMON STOCK	406216101	226	5600	SH	OTHER
HEWLETT PACKARD CO	COMMON STOCK	428236103	362	15176	SH	SOLE
HEWLETT PACKARD CO	COMMON STOCK	428236103	240	10075	SH	OTHER
HOME DEPOT INC	COMMON STOCK	437076102	148	2125	SH	SOLE

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HOME DEPOT INC	COMMON STOCK	437076102	355	5083	SH	OTHER
HONEYWELL INTERNATIONAL INC	COMMON STOCK	438516106	374	4962	SH	SOLE
HONEYWELL INTERNATIONAL INC	COMMON STOCK	438516106	98	1300	SH	OTHER
INTEL CORP	COMMON STOCK	458140100	302	13828	SH	SOLE
INTEL CORP	COMMON STOCK	458140100	179	8175	SH	OTHER
INTL. BUSINESS MACHINES CORP	COMMON STOCK	459200101	2237	10487	SH	SOLE
INTL. BUSINESS MACHINES CORP	COMMON STOCK	459200101	441	2067	SH	OTHER
JOHNSON & JOHNSON	COMMON STOCK	478160104	3284	40274	SH	SOLE
JOHNSON & JOHNSON	COMMON STOCK	478160104	771	9460	SH	OTHER
JOHNSON CONTROLS INC	COMMON STOCK	478366107	347	9900	SH	OTHER
JP MORGAN CHASE & CO	COMMON STOCK	46625H100	197	4157	SH	SOLE
JP MORGAN CHASE & CO	COMMON STOCK	46625H100	140	2955	SH	OTHER
KIMBERLY CLARK CORP	COMMON STOCK	494368103	308	3139	SH	SOLE
KIMBERLY CLARK CORP	COMMON STOCK	494368103	289	2948	SH	OTHER
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	219	4251	SH	SOLE
KRAFT FOODS GROUP INC	COMMON STOCK	50076Q106	34	653	SH	OTHER
LOCKHEED MARTIN CORP	COMMON STOCK	539830109	220	2280	SH	SOLE
LOCKHEED MARTIN CORP	COMMON STOCK	539830109	64	665	SH	OTHER
LOWES COS INC	COMMON STOCK	548661107	30	800	SH	SOLE
LOWES COS INC	COMMON STOCK	548661107	281	7400	SH	OTHER
MACY'S INC	COMMON STOCK	55616P104	95	2266	SH	SOLE
MACY'S INC	COMMON STOCK	55616P104	115	2760	SH	OTHER
MCDONALDS CORP	COMMON STOCK	580135101	294	2954	SH	SOLE
MCDONALDS CORP	COMMON STOCK	580135101	154	1540	SH	OTHER
MEDTRONIC INC	COMMON STOCK	585055106	244	5194	SH	SOLE
MEDTRONIC INC	COMMON STOCK	585055106	308	6550	SH	OTHER
MERCK & CO INC	COMMON STOCK	58933Y105	472	10675	SH	SOLE
MERCK & CO INC	COMMON STOCK	58933Y105	634	14351	SH	OTHER
MICROSOFT CORP	COMMON STOCK	594918104	295	10329	SH	SOLE
MICROSOFT CORP	COMMON STOCK	594918104	527	18425	SH	OTHER
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	391	12767	SH	SOLE
MONDELEZ INTERNATIONAL INC	COMMON STOCK	609207105	60	1961	SH	OTHER
MONSANTO CO	COMMON STOCK	61166W101	193	1824	SH	SOLE
MONSANTO CO	COMMON STOCK	61166W101	72	684	SH	OTHER
NEXTERA ENERGY INC	COMMON STOCK	65339F101	303	3902	SH	SOLE
NEXTERA ENERGY INC	COMMON STOCK	65339F101	139	1787	SH	OTHER
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	573	7439	SH	SOLE
NORFOLK SOUTHERN CORP	COMMON STOCK	655844108	578	7500	SH	OTHER
OMNICOM GROUP	COMMON STOCK	681919106	236	4000	SH	OTHER
ORACLE CORPORATION	COMMON STOCK	68389X105	132	4084	SH	SOLE
ORACLE CORPORATION	COMMON STOCK	68389X105	227	7030	SH	OTHER
PEPSICO INC	COMMON STOCK	713448108	651	8230	SH	SOLE
PEPSICO INC	COMMON STOCK	713448108	615	7773	SH	OTHER
PFIZER INC	COMMON STOCK	717081103	1411	48908	SH	SOLE
PFIZER INC	COMMON STOCK	717081103	923	31982	SH	OTHER
PHILIP MORRIS INTERNATIONAL	COMMON STOCK	718172109	1790	19311	SH	SOLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION
PHILIP MORRIS INTERNATIONAL	COMMON STOCK	718172109	585	6307	SH	OTHER
PPG INDUSTRIES INC	COMMON STOCK	693506107	394	2940	SH	SOLE

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PROCTER & GAMBLE CO	COMMON STOCK	742718109	662	8588	SH	SOLE
PROCTER & GAMBLE CO	COMMON STOCK	742718109	423	5491	SH	OTHER
PROTECTIVE LIFE CORP	COMMON STOCK	743674103	8323	232488	SH	SOLE
REGIONS FINANCIAL CORP	COMMON STOCK	7591EP100	658	80351	SH	SOLE
SHERWIN WILLIAMS CO	COMMON STOCK	824348106	101	600	SH	SOLE
SHERWIN WILLIAMS CO	COMMON STOCK	824348106	101	600	SH	OTHER
TARGET CORP	COMMON STOCK	87612E110	80	1166	SH	SOLE
TARGET CORP	COMMON STOCK	87612E110	146	2135	SH	OTHER
UNITED TECHNOLOGIES CORP	COMMON STOCK	913017109	201	2155	SH	SOLE
UNITED TECHNOLOGIES CORP	COMMON STOCK	913017109	337	3602	SH	OTHER
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	189	3307	SH	SOLE
UNITEDHEALTH GROUP INC	COMMON STOCK	91324P102	49	850	SH	OTHER
VERIZON COMMUNICATIONS	COMMON STOCK	92343V104	814	16567	SH	SOLE
VERIZON COMMUNICATIONS	COMMON STOCK	92343V104	924	18808	SH	OTHER
WAL MART STORES INC	COMMON STOCK	931142103	1049	14021	SH	SOLE
WAL MART STORES INC	COMMON STOCK	931142103	576	7700	SH	OTHER
WELLS FARGO & CO	COMMON STOCK	949746101	435	11769	SH	SOLE
WELLS FARGO & CO	COMMON STOCK	949746101	275	7428	SH	OTHER
WILLIAMS PARTNERS LP	COMMON STOCK	96950F104	249	4800	SH	OTHER
YUM! BRANDS INC	COMMON STOCK	988498101	128	1779	SH	SOLE
YUM! BRANDS INC	COMMON STOCK	988498101	158	2200	SH	OTHER
3M CO	COMMON STOCK	88579Y101	576	5418	SH	SOLE
3M CO	COMMON STOCK	88579Y101	410	3858	SH	OTHER
BANCO BILBAO VIZCAYA SPONS ADR	COMMON STOCK	05946K101	125	14283	SH	SOLE
BP PLC SPONS ADR	COMMON STOCK	55622104	549	12962	SH	SOLE
BP PLC SPONS ADR	COMMON STOCK	55622104	83	1966	SH	OTHER
GLAXO SMITHKLINE SPONS ADR	COMMON STOCK	37733W105	144	3061	SH	SOLE
GLAXO SMITHKLINE SPONS ADR	COMMON STOCK	37733W105	80	1705	SH	OTHER
ROYAL DUTCH SHELL SPONS ADR	COMMON STOCK	780259206	350	5370	SH	SOLE
FEDERAL REALTY INVESTMENT TR R	COMMON STOCK	313747206	989	9150	SH	OTHER
MANULIFE FINANCIAL CORP	COMMON STOCK	56501R106	102	6958	SH	SOLE
MANULIFE FINANCIAL CORP	COMMON STOCK	56501R106	244	16608	SH	OTHER
SCHLUMBERGER LTD	COMMON STOCK	806857108	191	2553	SH	SOLE
SCHLUMBERGER LTD	COMMON STOCK	806857108	127	1690	SH	OTHER
ISHARES COHEN & STEERS RLTY	OTHER	464287564	220	2671	SH	SOLE
ISHARES COHEN & STEERS RLTY	OTHER	464287564	16	20	SH	OTHER
ISHARES DJ US TOTAL MARKET	OTHER	464287846	253	3200	SH	SOLE
ISHARES MSCI EAFE INDEX FUND	OTHER	464287465	246	4164	SH	SOLE
ISHARES MSCI EAFE INDEX FUND	OTHER	464287465	132	2245	SH	OTHER
ISHARES MSCI EMERGING MKT IN	OTHER	464287234	155	3625	SH	SOLE
ISHARES MSCI EMERGING MKT IN	OTHER	464287234	86	2015	SH	OTHER
ISHARES RUSSELL 3000 INDEX FUN	OTHER	464287689	306	3270	SH	OTHER
ISHARES S&P SMALLCAP 600	OTHER	464287804	135	1545	SH	SOLE
ISHARES S&P SMALLCAP 600	OTHER	464287804	122	1397	SH	OTHER
ISHARES S&P 400 MIDCAP INDEX F	OTHER	464287507	176	1531	SH	SOLE
ISHARES S&P 400 MIDCAP INDEX F	OTHER	464287507	95	825	SH	OTHER
ISHARES S&P 500 INDEX FUND	OTHER	464287200	256	1630	SH	SOLE
ISHARES S&P 500 INDEX FUND	OTHER	464287200	24	150	SH	OTHER
SPDR S&P 500 ETF TRUST	OTHER	78462F103	1004	6410	SH	SOLE
SPDR S&P 500 ETF TRUST	OTHER	78462F103	415	2650	SH	OTHER
ISHARES BARCLAYS AGGREGATE BON	OTHER	464287226	1471	13285	SH	SOLE
NUVEEN QUALITY PREFERRED II	OTHER	67072C105	141	15000	SH	OTHER
SPDR BARCLAYS CAPITAL HIGH YIE	OTHER	78464A417	279	6790	SH	SOLE
SPDR BARCLAYS CAPITAL HIGH YIE	OTHER	78464A417	349	8500	SH	OTHER
VANGUARD INTER TERM CORP BOND	OTHER	92206C870	218	2500	SH	OTHER
NUVEEN VIRGINIA PRE INC MUNI F	OTHER	67064R102	138	9103	SH	SOLE
NUVEEN VIRGINIA PRE INC MUNI F	OTHER	67064R102	39	2603	SH	OTHER