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BURKE & HERBERT BANK & TRUST CO
Form 13F-HR
April 05, 2012

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 3/31/2012
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

Form 13F File Number: 028-05313

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: M. Patricia Barron
Title: Principal Vice President & Senior Trust Officer
Phone: 703-549-6600

Signature, Place, and Date of Signing:

/s/ M. Patricia Barron Alexandria, VA 4/5/2012

[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:	164
Form 13F Information Table Value Total: \$	88,694

	(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/ CALL	INVESTMENT DISCRETION	OTHER MANAG
AT&T INC	COM	00206R102	763	24,441	SH	SOLE	
AT&T INC	COM	00206R102	864	27,661	SH	DEFINED	
ABBOTT LABS	COM	002824100	452	7,375	SH	SOLE	
ABBOTT LABS	COM	002824100	702	11,460	SH	DEFINED	
ALTRIA GROUP INC	COM	02209S103	606	19,645	SH	SOLE	
ALTRIA GROUP INC	COM	02209S103	201	6,525	SH	DEFINED	
AMERICAN EXPRESS CO	COM	025816109	292	5,041	SH	SOLE	
AMERICAN EXPRESS CO	COM	025816109	75	1,300	SH	DEFINED	
APACHE CORP	COM	037411105	201	2,000	SH	DEFINED	
APPLE INC	COM	037833100	540	900	SH	SOLE	
APPLE INC	COM	037833100	1,106	1,845	SH	DEFINED	
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	202	5,700	SH	DEFINED	
AUTOMATIC DATA PROCESSING IN	COM	053015103	21	374	SH	SOLE	
AUTOMATIC DATA PROCESSING IN	COM	053015103	259	4,700	SH	DEFINED	
BB&T CORP	COM	054937107	59	1,869	SH	SOLE	
BB&T CORP	COM	054937107	198	6,300	SH	DEFINED	
BP PLC	SPONSORED ADR	055622104	603	13,390	SH	SOLE	
BP PLC	SPONSORED ADR	055622104	88	1,966	SH	DEFINED	
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	114	14,283	SH	SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	75	7,860	SH	SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	269	28,152	SH	DEFINED	
BANK OF NEW YORK MELLON CORP	COM	064058100	4	150	SH	SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	370	15,339	SH	DEFINED	
BAXTER INTL INC	COM	071813109	170	2,850	SH	SOLE	
BAXTER INTL INC	COM	071813109	211	3,525	SH	DEFINED	
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	488	4	SH	SOLE	
BLACKROCK INC	COM	09247X101	92	450	SH	SOLE	

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BLACKROCK INC	COM	09247X101	143	700	SH	DEFINED
BOEING CO	COM	097023105	208	2,802	SH	SOLE
BOEING CO	COM	097023105	126	1,700	SH	DEFINED
BRISTOL MYERS SQUIBB CO	COM	110122108	315	9,346	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	220	6,520	SH	DEFINED
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	10,508	4,708	SH	SOLE
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	1,828	819	SH	DEFINED
CIGNA CORPORATION	COM	125509109	748	15,180	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	958	8,934	SH	SOLE
CHEVRON CORP NEW	COM	166764100	2,332	21,754	SH	DEFINED
CISCO SYS INC	COM	17275R102	266	12,599	SH	SOLE
CISCO SYS INC	COM	17275R102	153	7,250	SH	DEFINED
CITIGROUP INC	COM NEW	172967424	32	865	SH	SOLE
CITIGROUP INC	COM NEW	172967424	480	13,138	SH	DEFINED
COCA COLA CO	COM	191216100	800	10,814	SH	SOLE
COCA COLA CO	COM	191216100	699	9,450	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	332	3,395	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	191	1,950	SH	DEFINED
COMCAST CORP NEW	CL A	20030N101	171	5,691	SH	SOLE
COMCAST CORP NEW	CL A	20030N101	62	2,065	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	102	1,340	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	243	3,200	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	254	5,792	SH	SOLE
DISNEY WALT CO	COM DISNEY	254687106	280	6,400	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	528	10,320	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	403	7,874	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	498	9,422	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	637	12,041	SH	DEFINED
DUN & BRADSTREET CORP DEL NE	COM	26483E100	212	2,500	SH	DEFINED
EMERSON ELEC CO	COM	291011104	149	2,864	SH	SOLE
EMERSON ELEC CO	COM	291011104	97	1,860	SH	DEFINED
EXELON CORP	COM	30161N101	105	2,675	SH	SOLE
EXELON CORP	COM	30161N101	178	4,550	SH	DEFINED

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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/ CALL	INVESTMENT DISCRETION	OTHER MANAG
EXXON MOBIL CORP	COM	30231G102	3,331	38,406	SH	SOLE	
EXXON MOBIL CORP	COM	30231G102	5,362	61,826	SH	DEFINED	
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	886	9,150	SH	DEFINED	
FREEMONT-MCMORAN COPPER & GO	COM	35671D857	869	22,842	SH	DEFINED	
GENERAL ELECTRIC CO	COM	369604103	1,831	91,214	SH	SOLE	
GENERAL ELECTRIC CO	COM	369604103	2,221	110,673	SH	DEFINED	
GENERAL MLS INC	COM	370334104	118	2,980	SH	SOLE	
GENERAL MLS INC	COM	370334104	162	4,100	SH	DEFINED	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	137	3,061	SH	SOLE	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	71	1,582	SH	DEFINED	
GOOGLE INC	CL A	38259P508	35	55	SH	SOLE	
GOOGLE INC	CL A	38259P508	224	350	SH	DEFINED	
HALLIBURTON CO	COM	406216101	7	200	SH	SOLE	
HALLIBURTON CO	COM	406216101	219	6,600	SH	DEFINED	
HEWLETT PACKARD CO	COM	428236103	452	18,976	SH	SOLE	

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HEWLETT PACKARD CO	COM	428236103	257	10,775	SH	DEFINED
HOME DEPOT INC	COM	437076102	160	3,175	SH	SOLE
HOME DEPOT INC	COM	437076102	271	5,383	SH	DEFINED
HONEYWELL INTL INC	COM	438516106	303	4,962	SH	SOLE
HONEYWELL INTL INC	COM	438516106	79	1,300	SH	DEFINED
INTEL CORP	COM	458140100	411	14,628	SH	SOLE
INTEL CORP	COM	458140100	233	8,275	SH	DEFINED
INTERNATIONAL BUSINESS MACHS	COM	459200101	989	4,742	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	657	3,147	SH	DEFINED
ISHARES TR	S&P 500 INDEX	464287200	274	1,941	SH	SOLE
ISHARES TR	S&P 500 INDEX	464287200	21	150	SH	DEFINED
ISHARES TR	BARCLY USAGG B	464287226	538	4,900	SH	SOLE
ISHARES TR	MSCI EAFE INDE	464287465	154	2,814	SH	SOLE
ISHARES TR	MSCI EAFE INDE	464287465	66	1,200	SH	DEFINED
ISHARES TR	RUSSELL 3000	464287689	272	3,270	SH	DEFINED
ISHARES TR	DJ US INDEX FD	464287846	231	3,265	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	191	4,157	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	127	2,770	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	2,736	41,474	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	624	9,460	SH	DEFINED
JOHNSON CTLS INC	COM	478366107	289	8,900	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	306	4,139	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	214	2,898	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	493	12,974	SH	SOLE
KRAFT FOODS INC	CL A	50075N104	75	1,961	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	205	2,280	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	54	600	SH	DEFINED
LOWES COS INC	COM	548661107	25	800	SH	SOLE
LOWES COS INC	COM	548661107	191	6,100	SH	DEFINED
MANULIFE FINL CORP	COM	56501R106	120	8,888	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	225	16,608	SH	DEFINED
MCDONALDS CORP	COM	580135101	334	3,404	SH	SOLE
MCDONALDS CORP	COM	580135101	142	1,450	SH	DEFINED
MEDCO HEALTH SOLUTIONS INC C	COM	58405U102	258	3,674	SH	SOLE
MEDCO HEALTH SOLUTIONS INC C	COM	58405U102	118	1,672	SH	DEFINED
MEDTRONIC INC	COM	585055106	227	5,794	SH	SOLE
MEDTRONIC INC	COM	585055106	257	6,550	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	458	11,925	SH	SOLE
MERCK & CO INC NEW	COM	58933Y105	687	17,880	SH	DEFINED
MICROSOFT CORP	COM	594918104	356	11,029	SH	SOLE
MICROSOFT CORP	COM	594918104	465	14,425	SH	DEFINED
MONSANTO CO NEW	COM	61166W101	149	1,874	SH	SOLE
MONSANTO CO NEW	COM	61166W101	55	684	SH	DEFINED
NEXTERA ENERGY INC	COM	65339F101	283	4,632	SH	SOLE
NEXTERA ENERGY INC	COM	65339F101	165	2,700	SH	DEFINED

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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/ CALL	INVESTMENT DISCRETION	OTHER MANAG
NORFOLK SOUTHERN CORP	COM	655844108	513	7,789	SH	SOLE	
NORFOLK SOUTHERN CORP	COM	655844108	408	6,200	SH	DEFINED	
OMNICOM GROUP INC	COM	681919106	20	400	SH	SOLE	

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OMNICOM GROUP INC	COM	681919106	203	4,000	SH	DEFINED
ORACLE CORP	COM	68389X105	131	4,484	SH	SOLE
ORACLE CORP	COM	68389X105	196	6,730	SH	DEFINED
PPG INDS INC	COM	693506107	268	2,800	SH	SOLE
PEPSICO INC	COM	713448108	607	9,155	SH	SOLE
PEPSICO INC	COM	713448108	794	11,973	SH	DEFINED
PFIZER INC	COM	717081103	1,071	47,303	SH	SOLE
PFIZER INC	COM	717081103	1,383	61,087	SH	DEFINED
PHILIP MORRIS INTL INC	COM	718172109	1,760	19,861	SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	580	6,542	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	571	8,501	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	530	7,891	SH	DEFINED
PROTECTIVE LIFE CORP	COM	743674103	6,886	232,488	SH	SOLE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	530	80,351	SH	SOLE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	377	5,370	SH	SOLE
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	228	5,787	SH	SOLE
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	322	8,175	SH	DEFINED
SARA LEE CORP	COM	803111103	161	7,475	SH	SOLE
SARA LEE CORP	COM	803111103	82	3,800	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	241	3,453	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	111	1,590	SH	DEFINED
SPACE PROPULSION SYS INC	COM	846192102	1	16,250	SH	SOLE
3M CO	COM	88579Y101	572	6,413	SH	SOLE
3M CO	COM	88579Y101	442	4,958	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	3	45	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	262	4,421	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	237	2,855	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	494	5,955	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	248	4,207	SH	SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	41	700	SH	DEFINED
VANGUARD SCOTTSDALE FDS	INT-TERM CORP	92206C870	209	2,500	SH	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	648	16,957	SH	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	915	23,945	SH	DEFINED
WAL MART STORES INC	COM	931142103	996	16,269	SH	SOLE
WAL MART STORES INC	COM	931142103	471	7,700	SH	DEFINED
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	163	5,499	SH	SOLE
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	128	4,300	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	407	11,919	SH	SOLE
WELLS FARGO & CO NEW	COM	949746101	247	7,228	SH	DEFINED
YUM BRANDS INC	COM	988498101	127	1,779	SH	SOLE
YUM BRANDS INC	COM	988498101	157	2,200	SH	DEFINED