П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subje	ot to
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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Estimated average burden	

DIMARTINO JOSEPH S		n*	2. Issuer Name and Ticker or Trading Symbol <u>CENTURY BUSINESS SERVICES INC</u> [CBIZ]		ationship of Reporting Pers all applicable) Director	10% Owner	
(Last)	(First)	(Middle)			Officer (give title below)	Other (specify below)	
. ,	S CORPORATION	,	3. Date of Earliest Transaction (Month/Day/Year) 11/24/1997				
200 PARK AVE	E-10TH FLOOR						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing	(Check Applicable	
(Street)	NIXZ	10100		X	Form filed by One Repo	orting Person	
NEW YORK	NY	10166			Form filed by More thar Person	One Reporting	
(City)	(State)	(Zip)					

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. Transa Code (8)					Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(instr. 4)
Restricted Common Stock ⁽¹⁾	02/13/2004		Р		3,000	A	\$4.58	38,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of Code (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Transaction Code (Instr.		Transaction Code (Instr.		Transaction of Code (Instr. De 8) Se Ac (A Di of (In		of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		of Expiration Date Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date Amou (Month/Day/Year) Secur Unde Deriv Secur			Date Amount of //Year) Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares													

Explanation of Responses:

1. Restricted Stock vesting in two years from date of award (February 13, 2006)

Michael W. Gleespen,

Attorney-in-Fact for Joseph S. 02/17/2004

DiMartino

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.