

# FORM 4

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>THOMPSON JAMES R</b>			2. Issuer Name and Ticker or Trading Symbol <b>MAXIMUS INC [MMS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) <b>C/O WINSTON &amp; STRAWN, 35 WEST WACKER DRIVE, SUITE 4600</b>			3. Date of Earliest Transaction (Month/Day/Year) <b>05/26/2011</b>					
(Street) <b>CHICAGO, IL 60601</b>			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/26/2011		M		172	A	\$ 46.03	172	D	
Common Stock	05/26/2011		S		172	D	\$ 80.87	0	D	
Common Stock	05/26/2011		M		175	A	\$ 35.74	175	D	
Common Stock	05/26/2011		S		175	D	\$ 80.88	0	D	
Common Stock	05/26/2011		M		176	A	\$ 35.45	176	D	
Common Stock	05/26/2011		S		176	D	\$ 80.87	0	D	
Common Stock	05/26/2011		M		174	A	\$ 36.02	174	D	
Common Stock	05/26/2011		S		174	D	\$ 80.88	0	D	
Common Stock	05/26/2011		M		171	A	\$ 36.64	171	D	
Common Stock	05/26/2011		S		171	D	\$ 81	0	D	

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

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**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options	\$ 46.03	05/26/2011		M		172	08/10/2001	08/10/2011	Common Stock	172	\$ 0	0	D	
Stock Options	\$ 35.74	05/26/2011		M		175	06/28/2005	06/28/2011	Common Stock	175	\$ 0	0	D	

Stock Options	\$ 35.45	05/26/2011		M		176	06/29/2005	06/29/2011	Common Stock	176	\$ 0	0	D	
Stock Options	\$ 36.02	05/26/2011		M		174	09/26/2005	09/26/2011	Common Stock	174	\$ 0	0	D	
Stock Options	\$ 36.64	05/26/2011		M		171	09/27/2005	09/27/2011	Common Stock	171	\$ 0	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMPSON JAMES R C/O WINSTON & STRAWN 35 WEST WACKER DRIVE, SUITE 4600 CHICAGO, IL 60601	X			

## Signatures

David R. Francis: As Attorney-In-Fact for: James R. Thompson	05/31/2011
	Date

## Explanation of Responses:

\* 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.

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