
SCHEDULE TO (RULE 14d-100)

TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR SECTION 13(e)(1)OF THE SECURITIES EXCHANGE ACT OF 1934

AMENDMENT NO. 3

Century Business Services, Inc. (Name of Subject Company (Issuer)) Century Business Services, Inc. (Name of Filing Person (Offeror))

Common Stock, Par Value \$0.01 Per Share (Title of Class Securities)

156490104 (CUSIP Number of Class of Securities)

Michael W. Gleespen Corporate Secretary and General Counsel Century Business Services, Inc. 6480 Rockside Woods Blvd., South Suite 330 Cleveland, Ohio 44134 (216) 447-9000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications on Behalf of Filing Persons)

With a copy to:

Paul A. Belvin, Esq. Akin Gump Strauss Hauer & Feld LLP 1333 New Hampshire Avenue, N.W. Washington, D.C. 20036 (202) 887-4000

CALCULATION OF FILING FEE

Transaction Valuation* Amount of Filing Fee \$46,200,000 \$3,738.58

* For purposes of calculating the filing fee only, this amount is based on the purchase of 14,000,000 outstanding shares of Common Stock at the tender offer price of \$3.30 per share.

|X| Check the box if any part of the fee is offset as provided by Rule 0-11 (a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

			-	
Form or	Registration No.:	Schedule TO	Date Filed:	June 10, 2003
			-	
Amount	Previously Paid:	\$3,738.58	Filing Party:	Century Business Services, Inc.

|_| Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

|_| third-party tender offer subject to Rule 14d-1. |X| issuer tender offer subject to Rule 13e-4. |_| going-private transaction subject to Rule 13e-3. |_| amendment to Schedule 13D under Rule 13d-2. Check the following box if the filing is a final amendment reporting the results of the tender offer: |X| This Amendment No. 3 amends and supplements the Tender Offer Statement on Schedule TO filed with the Securities and Exchange Commission on June 10, 2003, as amended by Amendment No. 1 thereto filed with the Commission on June 26, 2003 and Amendment No. 2 thereto filed with the Commission on July 10, 2003 (the "Schedule TO") by Century Business Services, Inc., a Delaware corporation (the "Company"), in connection with the offer by the Company to purchase up to 14,000,000 shares of its common stock, par value \$0.01 per share (the "Shares"), at a price not less than \$3.00 and not greater than 3.30 per Share, net to the seller in cash, without interest and subject to the terms and conditions set forth in the Offer to Purchase, dated June 10, 2003 (the "Offer to Purchase"), and the related Letter of Transmittal (the "Letter of Transmittal"), which together, as each may be amended or supplemented from time to time, constitute the "Offer" and which are appended to and filed with the Schedule TO as Exhibits (a)(1)(i) and (a)(1)(ii), respectively. Capitalized terms used herein but not otherwise defined have the meaning ascribed to such terms in the Offer to Purchase.

ITEM 4. TERMS OF THE TRANSACTION

Item 4 is hereby amended and supplemented by adding the following language:

The tender offer expired on at 5:00 p.m., New York City time, on July 9, 2003. A total of 9,931,738 shares were properly tendered and not properly withdrawn at prices not greater than \$3.30 nor less than \$3.00 per share prior to the expiration of the tender offer. CBIZ accepted for payment a total of 9,931,738 shares at a purchase price of \$3.30 per share.

ITEM 11. ADDITIONAL INFORMATION

Item 11 is hereby amended and supplemented by adding the following information:

On July 16, 2003, the Company issued a press release announcing the final results of the tender offer, which expired on July 9, 2003. A copy of the press release is filed as Exhibit (a)(5)(viii) to the Schedule TO and is incorporated herein by reference.

ITEM 12. EXHIBITS

Item 12 is hereby amended and supplemented to add thereto the following:

EXHIBIT	NUMBER	DESCRIPTION

(a)(5)(viii) Press release dated July 16, 2003.

SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

CENTURY BUSINESS SERVICES, INC.

By: /s/ Michael W. Gleespen Name: Michael W. Gleespen Title: Corporate Secretary and General Counsel

Dated: July 16, 2003

CBIZ ANNOUNCES FINAL RESULTS

OF ITS MODIFIED DUTCH AUCTION TENDER OFFER

Cleveland, Ohio (July 16, 2003)--CBIZ (Century Business Services, Inc.) (NASDAQ: CBIZ) today announced the final results of its modified Dutch Auction tender offer, which expired at 5:00 p.m. New York City time, on July 9, 2003. CBIZ will purchase 9,931,738 shares of its common stock at a purchase price of \$3.30 per share, or a total cost of approximately \$32.8 million. Based on the final count by Fifth Third Bank, the depositary for the tender offer, 9,931,738 shares of common stock were properly tendered and not withdrawn at prices between \$3.00 and \$3.30 per share (including shares tendered by holders that indicated in their Letter of Transmittal that such holders were willing to accept the price determined in the tender offer).

Payment for shares validly tendered and accepted for purchase, and the return of all other shares tendered but not accepted for payment, will be made promptly by Fifth Third Bank.

As a result of the completion of the tender offer, CBIZ expects to have approximately 86,081,504 shares of common stock outstanding. Subject to applicable law, CBIZ may in the future purchase up to 5,068,262 additional shares under its previously announced share repurchase program authorizing the repurchase of up to 15 million shares by December 31, 2003, although CBIZ and its affiliates are prohibited from repurchasing shares until after July 23, 2003.

Any questions with regard to the tender offer may be directed to D.F. King at (212) 269-5550 (banks and brokerage firms) or (800) 431-9642 (all others).

CBIZ is a provider of outsourced business services to small and medium-sized companies throughout the United States. As the largest benefits specialist, the ninth-largest accounting company, and one of the ten largest valuation and medical practice management companies in the United States, CBIZ provides integrated services in the following areas: accounting and tax; employee benefits; wealth management; property and casualty insurance; payroll; IS consulting; and HR consulting. CBIZ also provides valuation; litigation advisory; government relations; commercial real estate advisory; wholesale life and group insurance; healthcare consulting; medical practice management; worksite marketing; and capital advisory services. These services are provided throughout a network of more than 160 Company offices in 33 states and the District of Columbia. Forward-looking statements in this release are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected. Such risks and uncertainties include, but are not limited to, the Company's ability to adequately manage its growth; the Company's dependence on the current trend of outsourcing business services; the Company's dependence on the services of its CEO and other key employees; competitive pricing pressures; general business and economic conditions; and changes in governmental regulation and tax laws affecting its insurance business or its business services operations. A more detailed description of such risks and uncertainties may be found in the Company's filings with the Securities and Exchange Commission.

For further information regarding CBIZ, call the Investor Relations Office at (216) 447-9000 or visit www.cbiz.com.