| SEC Form 4 |  |
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| 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 |           |  |  |  |  |  |  |  |  |  |
| hours por response:      | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Name and Addres   | 1 0           | n*       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol          CBIZ, Inc.       CBZ | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                                   |                       |  |  |  |
|----------------------|---------------|----------|--|--|-----------------------------------|-----------------------|--|--|--|
| GERARD ST            | <u>EVEN L</u> |          | <u>,</u> []  | X  | Director                          | 10% Owner             |  |  |  |
| (Last) (First) (Midd |               | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                                 | X  | Officer (give title below)        | Other (specify below) |  |  |  |
| 6050 OAK TREE BLVD.  |               |          | 11/29/2013   |  | Chief Executive Officer           |                       |  |  |  |
| SUITE 500            |               |          |  |  |                                   |                       |  |  |  |
| p                    |               |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |  | idual or Joint/Group Filing       | g (Check Applicable   |  |  |  |
| (Street)             |               |          |  | Line)  |                                   |                       |  |  |  |
| CLEVELAND            | ОН            | 44131    |  | X  | Form filed by One Rep             | orting Person         |  |  |  |
|                      |               |          |  |  | Form filed by More that<br>Person | n One Reporting       |  |  |  |
| (City)               | (State)       | (Zip)    |  |  |                                   |                       |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities<br>Disposed Of<br>5) |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---------------------------------|--|---|------|---|------------------------------------|---------------|-------------------|---|---|---|--|
|                                 |  |   | Code | v | Amount                             | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |  |
| Common Stock <sup>(1)</sup>     | 11/29/2013                                 |   | М    |   | 6,354                              | A             | \$8.23            | 821,811.75  | D   |   |  |
| Common Stock <sup>(1)</sup>     | 11/29/2013                                 |   | F    |   | 6,000                              | D             | \$ <mark>9</mark> | 815,811.75  | D   |   |  |

 

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of Expiration Date<br>Derivative (Month/Day/Year)<br>Securities |                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | vative derivative<br>securities        | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                |  |
|---|---|--|---|------------------------------|---|---|------------------|--|--------------------|---|--|--|--|----------------|--|
|   | Security  |  |   |                              |   | (A) of<br>Disp<br>of (E<br>(Inst                                | A) or<br>isposed |  |                    | (Instr. 3 and 4)                                    |  |  | Following<br>Reported<br>Transaction(s)<br>(Instr. 4)              | (I) (Instr. 4) |  |
|   |   |  |   | Code                         | v | (A)   | (D)              | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |  |  |                |  |
| Employee<br>Stock<br>Option <sup>(1)</sup>          | \$8.23  | 11/29/2013                                 |   | М                            |   |   | 6,354            | 04/08/2009   | 04/08/2014         | Common<br>Stock                                     | 6,354                                  | \$8.23   | 993,423  | D              |  |

Explanation of Responses:

1. Employee Stock Options granted 4-8-2008 at 8.23 exercise price, expiring 4-8-2014. Cashless Hold: exercise of options and sale of shares sufficient to cover only exercise price, taxes and fees.

Michael W. Gleespen,

Attorney-In-Fact for Steven L. <u>12/03/2013</u> Gerard

\*\* 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.