

LAWRENCE LIGHTFOOT SARA
 Form 4
 August 29, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 LAWRENCE LIGHTFOOT SARA

2. Issuer Name and Ticker or Trading Symbol
 BRIGHT HORIZONS FAMILY SOLUTIONS INC [BFAM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 08/28/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 08/28/2006 | | M | 1,000 A \$ 10.81 | 2,580 | D | |
| Common Stock | 08/28/2006 | | S | 1,000 D \$ 39.22 | 1,580 | D | |

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

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SEC 1474 (9-02)

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to buy) | \$ 8.25 | | | | | 05/25/2000 05/25/2010 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 9.63 | | | | | 05/20/1999 05/20/2009 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 13.39 | | | | | 05/23/2001 05/23/2011 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 15.35 | | | | | 05/23/2002 05/23/2012 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 16.63 | | | | | 06/03/2003 06/03/2013 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 24.37 | | | | | 05/27/2004 05/27/2014 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 34.99 | | | | | 06/06/2009 06/05/2013 | Common Stock | 2,000 |
| Stock Options (Right to buy) | \$ 37.6 | | | | | 05/24/2008 05/24/2012 | Common Stock | 2,000 |

| | | | | | | | | | | |
|----------------|----------|------------|--|---|-------|------------|------------|--------|--|-------|
| Stock | | | | | | | | | | |
| Options | \$ 10.81 | 08/28/2006 | | M | 1,000 | 09/18/1998 | 09/18/2008 | Common | | 1,000 |
| (Right to buy) | | | | | | | | Stock | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LAWRENCE LIGHTFOOT SARA | | | X | |

Signatures

Elizabeth J. Boland 08/29/2006

__Signature of Date
Reporting Person

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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