AZZ INC Form 4 July 09, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BERCE DANIEL E Issuer Symbol AZZ INC [AZZ] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner Officer (give title _ Other (specify UNIVERSITY CENTRE I, SUITE 07/08/2008 200, 1300 SOUTH UNIVERSITY **DRIVE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting FORT WORTH, TX 76107 (City) (State) (Zip)

1.Title of Security (Month/Day/Year) 2A. Deemed 3. 4. Securities 5. Amount of Securities Form: Direct Indirect (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)	ı	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(Instr. 3) any Code Disposed of (D) Beneficially (D) or Beneficial	e of	7. Nature	6. Ownership	5. Amount of	4. Securities		3.	2A. Deemed	2. Transaction Date	1.Title of		
		Indirect	Form: Direct	Securities	TransactionAcquired (A) or			Transactio	Execution Date, if	(Month/Day/Year)	Security	
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership	al	Beneficia	(D) or	Beneficially))	of (D	Disposed	Code	any		(Instr. 3)	
	iip	Ownersh	Indirect (I)	Owned	5)	4 and	(Instr. 3,	(Instr. 8)	(Month/Day/Year)			
Following (Instr. 4) (Instr. 4)		(Instr. 4)	(Instr. 4)	Following								
Reported				Reported		(4)						
(A) Transaction(s)				Transaction(s)								
Code V Amount (D) Price (Instr. 3 and 4)				(Instr. 3 and 4)	Deigo		Amount	Codo V				
					Price	(D)	Amount	Code v			~	
Common											Common	
Stock \$1 07/08/2008 A 1,000 A \$0 22,683 D			D	22,683	\$ 0	A	1,000	A		07/08/2008	Stock \$1	
Par Value											Par Value	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative		•		Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(2.11541
					4, and 5)						
					i, and 3)						
									Amount		
						Data	Evaluation		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BERCE DANIEL E UNIVERSITY CENTRE I, SUITE 200 1300 SOUTH UNIVERSITY DRIVE FORT WORTH, TX 76107



Signatures

Dana Perry 07/09/2008

**Signature of Reporting Person 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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