SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* BRUCKMANN ROSSER SHERRILL & CO L P			2. Date of Event Requiring Statement (Month/Day/Year) 01/30/2006 3. Issuer Name and Ticker or Trading Symbol <u>H&amp;E Equipment Services, Inc.</u> [ HEES ]								
(Last)					4. Relationship of Reporting Pers (Check all applicable) Director X		.,		5. If Amendment, Date of Original Filed (Month/Day/Year)		
126 EAST 56TH STREET, 29TH FLOOR					Officer (give title below)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW YORK	NY	10022									y One Reporting Person y More than One erson
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					Amount of Securities eneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securi		ty (Instr. 4) Conve or Exe		rcise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiratior Date	1 Title		Amount or Number of Shares	Price o Derivat Securit	tive	Direct (D) or Indirect (I) (Instr. 5)	
Explanation of Responses:											

Remarks:

No securities beneficially owned.

No securities are beneficially owned.

<u>/s/ Stephen C. Sherrill</u>

\*\* Signature of Reporting Person

01/26/2006

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 5 (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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