

Boise Inc.
Form 4
May 12, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
ALBERT CARL A

(Last) (First) (Middle)

10940 BELLAGIO ROAD, SUITE A

(Street)

LOS ANGELES, CA 90077-3203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Boise Inc. [BZ]

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of Board of Directors

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/08/2008 | | A | | 1,000 | A | \$ 3.84 |
| | | | | | 16,000 | I | (1) |
| | | | | | | | Held by the Albert Schaefer Trust (2) |
| Common Stock | 05/08/2008 | | A | | 2,000 | A | \$ 3.85 |
| | | | | | 18,000 | I | |
| | | | | | | | Held by the Albert Schaefer Trust (2) |
| Common Stock | 05/08/2008 | | A | | 800 | A | \$ 3.86 |
| | | | | | 18,800 | I | |
| | | | | | | | Held by the Albert Schaefer Trust (2) |

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| | | | | | | | | | |
|-----------------------------|------------|--|---|-------|---|---------|------------------------|---|---|
| Common Stock | 05/08/2008 | | A | 1,000 | A | \$ 3.84 | 6,000 | I | Held by the Elisa Tamar Albert Trust ⁽³⁾ |
| Common Stock | 05/08/2008 | | A | 2,000 | A | \$ 3.85 | 8,000 | I | Held by the Elisa Tamar Albert Trust ⁽³⁾ |
| Common Stock | 05/09/2008 | | A | 1,000 | A | \$ 3.8 | 19,800 | I | Held by the Albert Schaefer Trust ⁽²⁾ |
| Common Stock | 05/09/2008 | | A | 3,000 | A | \$ 3.83 | 11,000 | I | Held by the Elisa Tamar Albert Trust ⁽³⁾ |
| Common Stock | 05/12/2008 | | A | 1,000 | A | \$ 3.76 | 20,800 | I | Held by the Albert Schaefer Trust ⁽²⁾ |
| Common Stock ⁽⁴⁾ | | | | | | | 96,200 | D | |
| Common Stock | | | | | | | 130,000 ⁽¹⁾ | I | Held by the Carl A. Albert Trust ⁽⁵⁾ |

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

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 control number.

SEC 1474
(9-02)

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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|

4, and 5)

| | | | | |
|------|---------------------|--------------------|-------|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Code | V | (A) | (D) | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ALBERT CARL A 10940 BELLAGIO ROAD SUITE A LOS ANGELES, CA 90077-3203 | X | | Chairman of Board of Directors | |

Signatures

| | |
|--|------------|
| /s/ Tony Steenkolk, under a Power of Attorney | 05/12/2008 |
| **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).
 - (1) 5,000 of the shares reportedly purchased on March 3, 2008 and reported on Mr. Albert's Form 4 that was filed with the Securities and Exchange Commission on March 3, 2008 were incorrectly reported as being purchased by the Carl A. Albert Trust when they should have been reported as being purchased by the Albert-Schaefer Trust.
 - (2) Mr. Albert and his wife, Susan Schaefer Albert, serve as the trustees and co-beneficiaries of the Albert-Schaefer Trust.
 - (3) The Elisa Tamar Albert Trust is held for the benefit of Elisa Tamer Albert, the daughter of Mr. Albert. Mr. Albert serves as trustee of the Elisa Tamar Albert Trust.
 - (4) These common stock shares reflect time-vested stock awards.
 - (5) Mr. Albert serves as trustee of the Carl A. Albert Trust.

Remarks:

Exhibit List

Exhibit 24 -- Power of Attorney

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.