

Weiss Jason
Form 4
May 24, 2010

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 *
Weiss Jason

(Last) (First) (Middle)

C/O BOISE INC., 1111 WEST JEFFERSON STREET, SUITE 200

(Street)

BOISE, ID 83702-5388

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BOISE INC. [BZ]

3. Date of Earliest Transaction (Month/Day/Year)
05/20/2010

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock					286,973 ⁽¹⁾	D	
Common Stock	05/20/2010		S ⁽²⁾	6,000 D	\$ 5.78 851,699	I	Held by the Jason G. Weiss Revocable Trust ⁽³⁾
Common Stock	05/21/2010		S ⁽²⁾	6,000 D	\$ 5.67 845,699	I	Held by the Jason G. Weiss Revocable Trust ⁽³⁾

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Common Stock	05/24/2010	S ⁽²⁾	5,000	D	\$ 5.63	840,699	I	Held by the Jason G. Weiss Revocable Trust ⁽³⁾
Common Stock	05/20/2010	S ⁽²⁾	6,000	D	\$ 5.78	1,116,733	I	Held by the Weiss Family Trust ⁽⁴⁾
Common Stock	05/21/2010	S ⁽²⁾	6,000	D	\$ 5.67	1,110,733	I	Held by the Weiss Family Trust ⁽⁴⁾
Common Stock	05/24/2010	S ⁽²⁾	5,000	D	\$ 5.63	1,105,733	I	Held by the Weiss Family Trust ⁽⁴⁾

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

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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. Pr Deriv Secur (Instr. 3)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants ⁽⁵⁾	\$ 7.5					06/19/2008	06/18/2011	Common Stock	⁽⁵⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiss Jason C/O BOISE INC. 1111 WEST JEFFERSON STREET, SUITE 200 BOISE, ID 83702-5388	X			

Signatures

/s/ Karen Gowland, Attorney-in-Fact for Jason G. Weiss	05/24/2010
**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) Mr. Weiss's 286,973 shares include 268,658 shares held directly and his 2010 service-condition vesting restricted stock award of 18,315 shares, which will vest on March 15, 2011.
 - (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 23, 2009.
 - (3) Mr. Weiss serves as the trustee of the Jason G. Weiss Revocable Trust.
 - (4) Mr. Murray Sprung serves as the trustee of the Weiss Family Trust.
 - (5) Each warrant entitles Mr. Weiss the right to purchase one share of Boise Inc. common stock.

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.