FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
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0.5

hours per response:

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

						. ,											
Name and Address of Reporting Person* <u>JOHNSON WALTER E</u>					2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
									,				X	Direc	ctor	10%	Owner
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 06/08/2007											Other (specify below)	
ST OAK PA	ARKWAY, 4TH	FLOOR															
					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable					
Street) HOUSTON TX 77027												X		rm filed by One Reporting Person			
				.													
(St	ate) (	Zip)															
	Tabl	e I - No	on-Deriv	ative	Sec	uritie	s Ac	quired	l, Di	sposed o	f, or E	Benefic	ially	Owne	ed		
Date					Execution Date, (Year)   if any		Date,	Transaction Disposed Of (D) (Instr. 3, 4 a Code (Instr.			and 5) Securities Beneficially Owned Followin		ities icially d Following	Form: Direct	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) o (D)	Price	Trans		action(s)		(Instr. 4)
Common Stock, par value \$.10 per share 06/08/20			2007				S		6,240	D	\$38.	0581	1	13,000	D		
	Та	ble II -												vned			
Perivative Conversion Date		Executi if any	on Date, Day/Year)	Code ( 8)	Transaction Code (Instr. 3)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)					Amount or Number of	Deriv Secu (Inst	vative ırity r. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Find ST OAK PARTY)  (St OAK PARTY)	(First) (CST OAK PARKWAY, 4TH CON TX (State) (CST OAK PARKWAY, 4TH CON TABLE (State) (CST OAK PARKWAY, 4TH CON TABLE (State) (CST OAK PARKWAY, 4TH CON TABLE (STATE) (	(First) (Middle) ST OAK PARKWAY, 4TH FLOOR  ON TX 77027  (State) (Zip)  Table I - Note that the second of the seco	(First) (Middle)  ST OAK PARKWAY, 4TH FLOOR  ON TX 77027  (State) (Zip)  Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year)  2. (State) (All of the Conversion of Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  ST OAK PARKWAY, 4TH FLOOR  Table I - Non-Derivative  Security (Instr. 3)  Stock, par value \$.10 per share  2. Transaction Date (Month/Day/Year)  Table II - Derivative S (e.g., puts, c)  2. Transaction Date (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Stock (Month/Day/Year)  Stock (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Stock (Month/Day/Year)  Stock (Month/Day/Year)	(First) (Middle)  ST OAK PARKWAY, 4TH FLOOR  Table I - Non-Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  A. Deemed Execution Date, if any (Month/Day/Year)  Stock, par value \$10 per share  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)	(First) (Middle) ST OAK PARKWAY, 4TH FLOOR  Table I - Non-Derivative Securities  (Month/Day/Year)  Stock, par value \$.10 per share  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr.  2. Transaction Date (month/Day/Year)  3. Date of Earlies 06/08/2007  4. If Amendment,  2A. Deemed Execution I if any (Month/Day)  (Month/Day/Year)  2. Table II - Derivative Securities (e.g., puts, calls, warr.  2. (e.g., puts, calls, warr.  3. Transaction Date (month/Day/Year)  (Month/Day/Year)  3. Date of Earlies 06/08/2007  4. If Amendment,  2A. Deemed Execution I of Transaction Code (Instr. Security if any (Month/Day/Year)  (e.g., puts, calls, warr.)  2. (a) O Derivative Securities (e.g., puts, calls, warr.)  2. (b) O Derivative Securities (e.g., puts, calls, warr.)	(First) (Middle) ST OAK PARKWAY, 4TH FLOOR  Table I - Non-Derivative Securities Accurity (Instr. 3)  Stock, par value \$.10 per share  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquee.g., puts, calls, warrants, (A) or Disposed of (D) (Instr. 3, 4 and 5)	SON WALTER E   (First)	SON WALTER E   SON	SON WALTER E   SON WALTER E   SON WALTER E   SON WALTER E   (First)	Signature   Sign	Sign   Sign	Check   X   SON WALTER E   (First) (Middle)   (Middle	SON WALTER E   (First) (Middle)	Check all applicable   X Director   Officer (give title below)	KIRBY CORP   KEX

**Explanation of Responses:** 

Remarks:

G. Stephen Holcomb, Agent and Attorney-in-Fact

06/11/2007

\*\* Signature of Reporting Person 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 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.

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 Number.