FORM 4					
STATEMENT	0F	CHANGES	ΙN	BENEFICIAL	OWNERSHIP

- [] Check this box if no longer subject to Section 16.
- Form 4 or Form 5 obligations may continue. 1. Name and Address of Reporting Person(s)
- Zink, John S. Zink Ranch

P. O. Box 52508 Tulsa, OK 74152

- 2. Issuer Name and Ticker or Trading Symbol
 - Matrix Service Company (MTRX)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
- 4. Statement for Month/Year

02/03

- 5. If Amendment, Date of Original (Month/Year)
 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 [X] Director [] 10% Owner
 [] Officer (give title below) [] Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line) [X] 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

Tubic 1 Non Berlivative Occurrence 70	quiled, bisposed o	i, oi beile	or rorarry on	iieu				
1)Title of Security	2)Trans- action Date (Month/ Day/Year)	3.Trans- action Code Code V	- 4.Securiti or Dispose Amount	es Acquired(A) d of (D) A or D Price	5)Amount of Securities Beneficially Owned at End of Month	6) D or I	7)Nature of Indirect Beneficial Ownership	
Common Stock (1)	02/13/03	S	4,500	D \$9.378	25,500	D	Direct	

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative Security	3)Trans- action Date	4)Trans- action Code Code V	Securities A or Disposed	cquired (A)	6)Date Exercisable and Expiration Date Exercisable Expiration			
Non-Qualified Stock Option (right to buy)	\$4.250						10/25/05		
Non-Qualified Stock Option	\$4.250						10/18/10		
<pre>(right to buy) Non-Qualified Stock Option (right to buy)</pre>	\$4.375						10/28/08		
Non-Qualified Stock Option (right to buy)	\$5.625						06/01/03		
Non-Qualified Stock Option (right to buy)	\$6.000						10/29/06		
Non-Qualified Stock Option (right to buy)	\$6.050						10/23/11		
Non-Qualified Stock Option (right to buy)	\$7.400						10/22/12		
Non-Qualified Stock Option (right to buy)	\$7.750						10/31/07		
Non-Qualified Stock Option (right to buy)	\$4.125						10/27/99		

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

Table II (FART 2) Delivative Securities Acquired, Disposed Of, Of Benefitcharry Owned (Columnis 1,5 and 7 through II)								
1)Title of Derivative Security	3)Trans- action Date	7)Title and Amount of Underlying Securities	Amount or Number of Shares	8)Price of Deri- vative Security	9)Number of Derivative Securities Beneficially Owned at End of Month	D	11)Nature of Indirect Beneficial Ownership	
Non-Qualified Stock Option		Common Stock	10,000		10,000	D	Direct	
<pre>(right to buy) Non-Qualified Stock Option (right to buy)</pre>		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	10,000		10,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option (right to buy)		Common Stock	5,000		5,000	D	Direct	
Non-Qualified Stock Option		Common Stock	5,000		5,000	D	Direct	

(right to buy)

Explanation of Responses:

(1) Matrix Service Company Common Stock

SIGNATURE OF REPORTING PERSON /S/ Zink, John S. DATE 02/14/03