FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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0.5

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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).

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

d Address of	Poporting Porcon*			2 10									\neg						
1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [mtrx]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Research					
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 04/30/2008									v (Officer (give title below)	10% Owner Other (specify below)			
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								ne) <mark>X</mark> I	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Tabl	e I - Noi	n-Deriv	ative	Sec	curitie	s Acc	quired,	Dis	posed o	f, or	Bene	ficia	lly O	wned				
Date				Execution Date, ay/Year) if any			Transaction Disposed Of (D) (Instr. 3, 4				d Si	ecurities eneficially wned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
						Code	v	Amount (A) or (D)		(A) or (D)	Price	Tr	ransaction(s)		(Instr. 4)				
Common Stock ⁽¹⁾ 04/30/				/2008			A		43,501(2)		A	\$0(3)		43,501	D				
	Та													Own	ned				
Derivative Conversion Dat		vate Execution Date Month/Day/Year) if any		Transaction Code (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			Amour		etr. 3	Derivat Securit	tive derivative sy Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
(Street)				(First) (Middle) UTE ST OK 74116 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock(1) Table II - Derivative Security (e.g., puts, concersion or Exercise Price of Derivative (Month/Day/Year) 2. Table III - Derivative Secution Date (Log., puts, concersion or Exercise Price of Derivative (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Code (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 2. Conversion or Exercise Price of Date (Month/Day/Year)	(First) (Middle) UTE ST OK 74116 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock(1) O4/30/2008 Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) 2. Transaction Date (e.g., puts, calls (Month/Day/Year) (Month/Day/Year) A. Transaction Code (Instr. 8) A. 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Explanation of Responses:

- Matrix Service Company Common Stock
- 2. Restricted Stock Unit each unit will entitle the reporting person to one share of Matrix Service Company Common Stock if and when the conditions of the restrictions have been satisfied. For this grant, 50% will vest after completion of one year of employment and the remainder will vest in equal installments over the subsequent four year period.
- 3. Not applicable

Thomas E Long

05/02/2008

** 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.