McGowan Michael Form 4/A October 13, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Number:

3235-0287 January 31,

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2005

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See Instruction

Check this box

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(b).

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading McGowan Michael Issuer Symbol ON ASSIGNMENT INC [ASGN] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify ON ASSIGNMENT, INC., 26651 01/02/2009 below) WEST AGOURA ROAD CEO - Oxford Global Resources (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 01/14/2009 Form filed by More than One Reporting CALABASAS, CA 91302 Person (City) (Ctata) (7:m)

| (City)          | (State) (A          | Table Table        | I - Non-Do | erivative S   | ecurit  | ies Acq    | quired, Disposed o | of, or Beneficial | ly Owned     |
|-----------------|---------------------|--------------------|------------|---------------|---------|------------|--------------------|-------------------|--------------|
| 1.Title of      | 2. Transaction Date | 2A. Deemed         | 3.         | 4. Securiti   | ies Aco | quired     | 5. Amount of       | 6. Ownership      | 7. Nature of |
| Security        | (Month/Day/Year)    | Execution Date, if | Transactio | on(A) or Dis  | posed   | of         | Securities         | Form: Direct      | Indirect     |
| (Instr. 3)      |                     | any                | Code       | (D)           |         |            | Beneficially       | (D) or            | Beneficial   |
|                 |                     | (Month/Day/Year)   | (Instr. 8) | (Instr. 3, 4  | and 5   | <b>5</b> ) | Owned              | Indirect (I)      | Ownership    |
|                 |                     |                    |            |               |         |            | Following          | (Instr. 4)        | (Instr. 4)   |
|                 |                     |                    |            |               | (4)     |            | Reported           |                   |              |
|                 |                     |                    |            |               | (A)     |            | Transaction(s)     |                   |              |
|                 |                     |                    | C + V      |               | or      | ъ.         | (Instr. 3 and 4)   |                   |              |
| G               |                     |                    | Code V     | Amount        | (D)     | Price      |                    |                   |              |
| Common<br>Stock | 01/02/2009          |                    | A          | 26,455<br>(1) | A       | \$0        | 94,795             | D                 |              |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: McGowan Michael - Form 4/A

| 1.  | Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.                                  | 6. Date Exerc | cisable and | 7. Titl      | le and     | 8. Price of | 9. Nu  |
|-----|----------|-------------|---------------------|--------------------|-------------------|-------------------------------------|---------------|-------------|--------------|------------|-------------|--------|
| De  | rivative | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |                                     | Expiration D  | ate         | Amou         | ınt of     | Derivative  | Deriv  |
| Se  | curity   | or Exercise |                     | any                | Code              | of                                  | (Month/Day/   | Year)       | Under        | rlying     | Security    | Secui  |
| (In | str. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | (Instr. 8) Derivative<br>Securities |               |             | Secur        | rities     | (Instr. 5)  | Bene   |
|     |          | Derivative  |                     |                    |                   |                                     |               |             | (Instr.      | . 3 and 4) |             | Own    |
|     |          | Security    |                     |                    |                   | Acquired                            |               |             |              |            |             | Follo  |
|     |          |             |                     |                    |                   | (A) or                              |               |             |              |            |             | Repo   |
|     |          |             |                     |                    |                   | Disposed                            |               |             |              |            |             | Trans  |
|     |          |             |                     |                    |                   | of (D)                              |               |             |              |            |             | (Instr |
|     |          |             |                     |                    |                   | (Instr. 3,                          |               |             |              |            |             |        |
|     |          |             |                     |                    |                   | 4, and 5)                           |               |             |              |            |             |        |
|     |          |             |                     |                    |                   |                                     |               |             |              |            |             |        |
|     |          |             |                     |                    |                   |                                     |               |             |              | Amount     |             |        |
|     |          |             |                     |                    |                   |                                     | Date          | Expiration  | PD1 - 1      | or         |             |        |
|     |          |             |                     |                    |                   |                                     | Exercisable   | •           | Title Number |            |             |        |
|     |          |             |                     | ~                  |                   |                                     |               |             | of           |            |             |        |
|     |          |             |                     |                    | Code V            | (A) (D)                             |               |             |              | Shares     |             |        |

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

McGowan Michael ON ASSIGNMENT, INC. 26651 WEST AGOURA ROAD CALABASAS, CA 91302

CEO - Oxford Global Resources

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## **Signatures**

By: Power of Attorney, James L. Brill For: Michael 10/13/2010 McGowan

> \*\*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).
- The purpose of this amendment is to correct Table I, Section 4 Securities Acquired, from 44,092 to 26,455 and to correct Table I, Section 5. The transaction is not new. The original number of shares reported was incorrect because it improperly **(1)** included the performance-based portion of the Award, which was issued separately and reported accordingly. The correct amount of shares issued on 1/2/2009 was 26,455.

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.

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