

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>DUNCAN E TOWNES</u> <hr/> (Last) (First) (Middle) C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH <hr/> (Street) WATERTOWN MA 02472 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/16/2014	3. Issuer Name and Ticker or Trading Symbol <u>BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	100	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
			Title			

Explanation of Responses:

Remarks:

/s/ John Casagrande, as attorney in fact for E. Townes 01/22/2014 Duncan

** 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 5 (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.

Limited Power of Attorney - Securities Law Compliance

The undersigned hereby constitutes and appoints Stephen Dreier, Elizabeth Boland and John Casagrande, the undersigned's true and lawful attorneys-in-fact and agent to complete and execute such Forms 3, 4 and 5 and other f

The undersigned acknowledges that:

- (1) this Limited Power of Attorney authorizes, but does not require, the attorney-in-fact to act in his discretion on information provided to such attorney-in-fact without independent verification of such information;
 - (2) any Reporting Forms prepared and/or executed by the attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney will be in such form and will contain such information and disclosure as such
 - (3) neither the Company nor the attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of SEC Law, (ii) any liability of the undersigned for any failure to comply w
 - (4) this Limited Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under SEC Law, including without limitation the reporting requirements under Section
 - (5) in order to execute any Reporting Forms, it is the undersigned's responsibility to notify the attorney-in-fact in a timely manner of any transaction regarding the undersigned's ownership, acquisition or disposition of
- In such instances where the undersigned has executed any of the Reporting Forms on his or her own behalf, the undersigned hereby consents to the filing of copies of such Reporting Forms that reflect a conformed signature. The

This Limited Power of Attorney is executed at Nashville , Tennessee (city/state) as of the date set forth below.

Signed /s/ E. Townes Duncan
E. Townes Duncan

Dated: 01/17/14