

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Barrett Business Services, Inc.
(Name of Issuer)

Common Stock, \$0.01 par value
(Title of Class of Securities)

68463 10 8
(CUSIP Number)

Check the following space if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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Item 1: Name of reporting person; S.S. or I.R.S. identification no. of above person:

Nancy B. Sherertz; ###-##-####

Item 2: Check the appropriate box if a member of a group:

(a)

(b)

Item 3: SEC use only:

Item 4: Citizenship or place of organization:

United States of America

Number of shares beneficially owned by each reporting person with:

Item 5: Sole voting power:

1,689,000

Item 6: Shared voting power:

0

Item 7: Sole dispositive power:
1,689,000

Item 8: Shared dispositive power:
0

Item 9: Aggregate amount beneficially owned by each reporting person:
1,689,000

Item 10: Check box if the aggregate amount in row (9) excludes certain shares:
N/A

Item 11: Percent of class represented by amount in row 9:
25.78

Item 12: Type of reporting person:
IN

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Item 1(a) Name of Issuer:
Barrett Business Services, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:
4724 S.W. Macadam Avenue
Portland, Oregon 97201

Item 2(a) Name of Person Filing:
Nancy B. Sherertz

Item 2(b) Address of Principal Business Office, or, if none, Residence:
27023 Rigby Lot Road
Easton, Maryland 21601

Item 2(c) Citizenship:
United States of America

Item 2(d) Title of Class of Securities:
Common Stock, \$.01 par value

Item 2(e) CUSIP Number:
68463 10 8

Item 3 If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b), check whether the person filing is a:
Not applicable

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Item 4 Ownership.
The following information is as of December 31, 1995:

(a) Amount Beneficially Owned:
1,689,000 shares

(b) Percent of Class:
The shares represent 25.78 percent of the class

(c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote: 1,689,000
- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: 1,689,000
- (iv) Shared power to dispose or to direct the disposition of: 0

- Item 5 Ownership of Five Percent or Less of a Class:
Not applicable
- Item 6 Ownership of More Than Five Percent on Behalf of Another Person:
Not applicable
- Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:
Not applicable
- Item 8 Identification and Classification of Members of the Group:
Not applicable
- Item 9 Notice of Dissolution of Group:
Not applicable
- Item 10 Certification:
Not applicable

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete, and correct.

February 8, 1996

/s/ Nancy B. Sherertz

(Signature)

Nancy B. Sherertz

ATTENTION: Intentional misstatements or omissions of fact constitute federal criminal violations (See 18 USC 1001)