

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-1
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

MAXIMUS, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

<TABLE>	<C>	<C>
<S>		
VIRGINIA	8322	54-1000588
(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	(PRIMARY STANDARD INDUSTRIAL CLASSIFICATION CODE NUMBER)	(I.R.S. EMPLOYER IDENTIFICATION NUMBER)
</TABLE>		

1356 BEVERLY ROAD
MCLEAN, VIRGINIA 22101
(703) 734-4200
(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING
AREA CODE, OF REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

DAVID V. MASTRAN
CHIEF EXECUTIVE OFFICER
MAXIMUS, INC.
1356 BEVERLY ROAD
MCLEAN, VIRGINIA 22101
(703) 734-4200
(NAME, ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER,
INCLUDING AREA CODE, OF AGENT FOR SERVICE)

COPIES TO:

<TABLE>	<C>
<S>	
LYNNETTE C. FALLON, ESQ. PALMER & DODGE LLP ONE BEACON STREET BOSTON, MASSACHUSETTS 02108-3190 (617) 573-0100	ROBERT F. WALL, ESQ. WINSTON & STRAWN 35 WEST WACKER DRIVE CHICAGO, ILLINOIS 60601-9703 (312) 558-5600
</TABLE>	

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: As soon as practicable after the effective date of this Registration Statement.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box. []

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. [X] 333-21611

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration number of the earlier effective registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, check the following box. []

CALCULATION OF REGISTRATION FEE

<TABLE>				
<CAPTION>				
TITLE OF EACH CLASS OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED(2)	PROPOSED MAXIMUM OFFERING PRICE PER SHARE	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE(1) (2)	AMOUNT OF REGISTRATION FEE

<S>	<C>	<C>	<C>	<C>
Common Stock, no par value per share...	977,500	\$16.00	\$15,640,000.00	\$4,740.00

- (1) Includes 127,500 shares with the Underwriters may purchase to cover over-allotments, if any.
- (2) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457 under the Securities Act of 1933.

THE REGISTRANT HEREBY AMENDS THIS REGISTRATION STATEMENT ON SUCH DATE OR DATES AS MAY BE NECESSARY TO DELAY ITS EFFECTIVE DATE UNTIL THE REGISTRANT SHALL FILE A FURTHER AMENDMENT WHICH SPECIFICALLY STATES THAT THIS REGISTRATION STATEMENT SHALL THEREAFTER BECOME EFFECTIVE IN ACCORDANCE WITH SECTION 8(a) OF THE SECURITIES ACT OF 1933 OR UNTIL THE REGISTRATION STATEMENT SHALL BECOME EFFECTIVE ON SUCH DATE AS THE COMMISSION, ACTING PURSUANT TO SECTION 8(a), MAY DETERMINE.

INCORPORATION OF CERTAIN INFORMATION BY REFERENCE

This Registration Statement is being filed with respect to the registration of additional shares of common stock, no par value per share, of MAXIMUS, Inc., a Virginia corporation, for an offering pursuant to Rule 462(b) under the Securities Act of 1933, as amended. The contents of the earlier effective registration statement (File No. 333-21611) (the "Earlier Registration Statement") are incorporated in this Registration Statement by reference. The form of Prospectus contained in the Earlier Registration Statement will reflect the aggregate amount of securities registered in this Registration Statement and the Earlier Registration Statement.

The required opinions and consents are listed on an Exhibit Index attached hereto and filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized in the city of McLean, Commonwealth of Virginia, on the 12th day of June, 1997.

MAXIMUS, INC.

By: /s/ F. ARTHUR NERRET

 F. Arthur Nerret
 Chief Financial Officer

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed by the following persons in the capacities indicated.

<TABLE>
 <CAPTION>

SIGNATURE	TITLE	DATE
DAVID V. MASTRAN* ----- David V. Mastran	President, Chief Executive Officer and Director (Principal Executive Officer)	June 12, 1997
RAYMOND B. RUDDY* ----- Raymond B. Ruddy	Chairman of the Board of Directors	June 12, 1997
/s/ F. ARTHUR NERRET ----- F. Arthur Nerret	Chief Financial Officer (Principal Financial and Accounting Officer)	June 12, 1997
RUSSELL A. BELIVEAU* ----- Russell A. Beliveau	Director	June 12, 1997
LYNN P. DAVENPORT* ----- Lynn P. Davenport	Director	June 12, 1997
ROBERT J. MUZZIO* ----- Robert J. Muzzio	Director	June 12, 1997
DONNA J. MULDOON* ----- Donna J. Muldoon	Director	June 12, 1997
SUSAN D. PEPIN* ----- Susan D. Pepin	Director	June 12, 1997

Susan D. Pepin
</TABLE>

* By: /s/ F. ARTHUR NERRET

F. Arthur Nerret
Attorney-in-fact

EXHIBIT INDEX

<TABLE>
<CAPTION>
EXHIBIT NO.

DESCRIPTION

<C>	<S>
5.1	Opinion of Palmer & Dodge LLP
23.1	Consent of Palmer & Dodge LLP (included in Exhibit 5.1)
23.2	Consent of Ernst & Young LLP
*24.1	Power of Attorney

</TABLE>

* Filed with the Company's Registration Statement on Form S-1 (Registration No. 333-21611).

Exhibit 5.1

[PALMER & DODGE LETTERHEAD]

TELEPHONE: (617) 573-0100

FACSIMILE: (617) 227-4420

June 12, 1997

MAXIMUS, Inc.
1356 Beverly Road
McLean, VA 22101

We are rendering this opinion in connection with the Registration Statement on Form S-1 (the "Registration Statement") filed by MAXIMUS, Inc. (the "Company") with the Securities and Exchange Commission under the Securities Act of 1933, as amended, on or about the date hereof. The Registration Statement relates to up to 850,000 shares (977,500 shares if the underwriters' over-allotment option is exercised in full) of the Company's Common Stock, no par value per share (the "Shares"). We understand that the Shares are to be offered and sold in the manner described in the Registration Statement.

We have acted as your counsel in connection with the preparation of the Registration Statement. We are familiar with the proceedings of the Board of Directors on June 12, 1997 in connection with the authorization, issuance and sale of the Shares (the "Resolutions"). We have examined such other documents as we consider necessary to render this opinion.

Based upon the foregoing, we are of the opinion that the Shares have been duly authorized and, when issued and delivered by the Company against payment therefor at the price to be determined pursuant to the Resolutions, will be validly issued, fully paid and non-assessable.

We hereby consent to the filing of this opinion as a part of the Registration Statement and to the reference to our firm under the caption "Legal Matters" in the Prospectus filed as part thereof.

It is understood that this opinion is to be used only in connection with the offer and sale of the Shares while the Registration Statement is in effect.

Very truly yours,

/s/ PALMER & DODGE LLP
PALMER & DODGE LLP

CONSENT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS

We consent to the incorporation by reference in this Registration Statement on Form S-1 of MAXIMUS, Inc. filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, of our report dated February 7, 1997, and to the reference to our firm under the captions "Selected Financial Data" and "Experts" included in such Registration Statement (Form S-1 No. 333-21611) declared effective on June 12, 1997, and related Prospectus of MAXIMUS, Inc.

/s/ Ernst & Young LLP

Washington, DC
June 12, 1997