

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

PIA Merchandising Services, Inc.

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

693360 10 9

(CUSIP Number)

*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 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).

(Continued on following page(s))

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(1) Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above
Persons

Clinton E. Owens

(2) Check the Appropriate Box if a Member (a) / /
of a Group* (b) / /

(3) SEC Use Only

(4) Citizenship or Place of Organization
United States

Number of Shares (5) Sole Voting
Beneficially Owned by Power 734,720

Each Reporting (6) Shared Voting
Person With Power -0-

(7) Sole Dispositive
Power 734,720

(8) Shared Dispositive
Power -0-

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

734,720

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

(11) Percent of Class Represented by Amount in Row (9)
13.6%

(12) Type of Reporting Person*
IN

*SEE INSTRUCTION BEFORE FILLING OUT!

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ITEM 1(A). NAME OF ISSUER
PIA Merchandising Services, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
19900 MacArthur Boulevard, Suite 900, Newport Beach, California 92718

ITEM 2(A). NAME OF PERSON(S) FILING
Clinton E. Owens

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE
PIA Merchandising Services, Inc., 19900 MacArthur Boulevard, Suite 900,
Newport Beach, California 92718

ITEM 2(C). CITIZENSHIP
United States

ITEM 2(D). TITLE OF CLASS OF SECURITIES
This filing is made in regard to the Common Stock, \$.01 par value per
share, of PIA Merchandising Services, Inc. (the "Common Stock").

ITEM 2(E). CUSIP NUMBER
693360 10 9

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B),
CHECK WHETHER THE PERSON FILING IS A

- (a) / / Broker or Dealer registered under Section 15 of the Act
- (b) / / Bank as defined in section 3(a)(6) of the Act
- (c) / / Insurance Company as defined in section 3(a)(19) of the Act
- (d) / / Investment Company registered under section 8 of the Investment
Company Act
- (e) / / Investment Adviser registered under section 203 of the Investment
Advisers Act of 1940
- (f) / / Employee Benefit Plan, Pension Fund which is subject to the
provisions of the Employee Retirement Income Security Act of 1974
or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)

(g) / / Parent Holding Company, in accordance with Rule 13d-1(b) (ii) (G)
(Note: See Item 7)

(h) / / Group, in accordance with Rule 13d-1(b) (1) (ii) (H)

ITEM 4. OWNERSHIP

(a) Amount Beneficially Owned:

At December 31, 1997 the filing person beneficially owned 734,720 shares
of Common Stock

(b) Percent of Class:

13.6%

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

(i) sole power to vote or to direct the vote
734,720

(ii) shared power to vote or to direct the vote
0

(iii) sole power to dispose or to direct the disposition of
734,720

(iv) shared power to dispose or to direct the disposition of
0

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof
the reporting person has ceased to be the beneficial owner of more than five
percent of the class of securities, check the following. / /

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

By signing below I certify that, to the best of my knowledge and belief,
the securities referred to above were acquired in the ordinary course of
business and were not acquired for the purpose of and do not have the effect of
changing or influencing the control of the issuer of such securities and were
not acquired in connection with or as a participant in any transaction having
such purposes or effect.

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 13, 1998

(Date)

/s/ Clinton E. Owens

(Signature)

Clinton E. Owens

(Name/Title)