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BURKE & HERBERT BANK & TRUST CO

Form 13F-HR

November 10, 2004

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2004

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Burke & Herbert Bank & Trust Co.  
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Address: PO Box 268  
Alexandria, VA 22314  
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Form 13F File Number: 28-05313  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: /s/ Judith A. Cagnon  
-----

Title: Vice President  
-----

Phone: 703-549-6600  
-----

Signature, Place, and Date of Signing:

/s/ Judith A. Cagnon -----	Alexandria, VA -----	11/09/2004 -----
[Signature]	[City, State]	[Date]

Report Type (Check only one):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager:  
 [If there are no entries in this list, omit this section.]

13F File Number Name

28- \_\_\_\_\_  
 [Repeat as necessary.]

Form 13F SUMMARY PAGE

Report Summary:  
 Number of Other Included Managers: 0  
 -----  
 Form 13F Information Table Entry Total: 153  
 -----  
 Form 13F Information Table Value Total: \$135,359  
 -----  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAG
ABBOTT LABS COM	COM	002824100	561	13250	SH		SOLE	
ABBOTT LABS COM	COM	002824100	108	2560	SH		SHR	
ALLSTATE CORP COM	COM	020002101	205	4272	SH		SOLE	
ALLSTATE CORP COM	COM	020002101	36	740	SH		SHR	
ALLTEL CORP COM	COM	020039103	207	3761	SH		SOLE	
ALLTEL CORP COM	COM	020039103	15	280	SH		SHR	
ALTRIA GROUP INC COM	COM	02209S103	870	18500	SH		SOLE	
ALTRIA GROUP INC COM	COM	02209S103	35	750	SH		SHR	
AMERICAN ELEC PWR INC COM	COM	25537101	101	3152	SH		SOLE	
AMERICAN ELEC PWR INC COM	COM	25537101	105	3271	SH		SHR	
AMERICAN EXPRESS CO COM	COM	25816109	337	6555	SH		SOLE	
AMERICAN EXPRESS CO COM	COM	25816109	26	500	SH		SHR	
AMERICAN INTL GROUP INC COM	COM	26874107	1166	17153	SH		SOLE	
AMERICAN INTL GROUP INC COM	COM	26874107	118	1733	SH		SHR	
AMSOUTH BANCORPORATION COM	COM	32165102	2581	105785	SH		SOLE	
ANHEUSER BUSCH COS INC COM	COM	35229103	180	3596	SH		SOLE	
ANHEUSER BUSCH COS INC COM	COM	35229103	157	3150	SH		SHR	
BB&T CORP COM	COM	54937107	206	5193	SH		SOLE	
BB&T CORP COM	COM	54937107	14	343	SH		SHR	
BP PLC SPONSORED ADR	ADR	55622104	1055	18333	SH		SOLE	

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BP PLC SPONSORED ADR	ADR	55622104	39	681	SH	SHR
BANK OF AMERICA CORPORATION	COM	60505104	881	20342	SH	SOLE
BANK OF AMERICA CORPORATION	COM	60505104	238	5500	SH	SHR
BANK NEW YORK INC COM	COM	64057102	344	11808	SH	SOLE
BANK NEW YORK INC COM	COM	64057102	83	2848	SH	SHR
BELLSOUTH CORP COM	COM	79860102	698	25751	SH	SOLE
BELLSOUTH CORP COM	COM	79860102	68	2515	SH	SHR
BRISTOL MYERS SQUIBB CO COM	COM	110122108	465	19649	SH	SOLE
BRISTOL MYERS SQUIBB CO COM	COM	110122108	76	3220	SH	SHR
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	24378	11777	SH	SOLE
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	2803	1354	SH	SHR
CIGNA CORP COM	COM	125509109	352	5060	SH	SOLE
CHEVRONTEXACO CORP COM	COM	166764100	1377	25666	SH	SOLE
CHEVRONTEXACO CORP COM	COM	166764100	712	13278	SH	SHR
CISCO SYS INC COM	COM	17275R102	299	16497	SH	SOLE
CISCO SYS INC COM	COM	17275R102	42	2313	SH	SHR
CITIGROUP INC COM	COM	172967101	1141	25850	SH	SOLE
CITIGROUP INC COM	COM	172967101	178	4029	SH	SHR
COCA COLA CO COM	COM	191216100	10518	262633	SH	SOLE
COCA COLA CO COM	COM	191216100	24	600	SH	SHR
COLGATE PALMOLIVE CO COM	COM	194162103	147	3260	SH	SOLE
COLGATE PALMOLIVE CO COM	COM	194162103	133	2950	SH	SHR
CORNING INC COM	COM	219350105	134	12075	SH	SOLE
CORNING INC COM	COM	219350105	13	1190	SH	SHR
DELL INC COM	COM	24702R101	304	8550	SH	SOLE
DELL INC COM	COM	24702R101	39	1100	SH	SHR
DISNEY WALT CO COM	COM	254687106	437	19389	SH	SOLE
DISNEY WALT CO COM	COM	254687106	99	4400	SH	SHR
DOCUCON INC COM NEW	COM	255908402	0	14657	SH	SOLE
DOMINION RES INC VA NEW COM	COM	25746U109	795	12185	SH	SOLE
DOMINION RES INC VA NEW COM	COM	25746U109	109	1675	SH	SHR
DU PONT E I DE NEMOURS & CO	COM	263534109	1029	24042	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	102	2383	SH	SHR
1DUN & BRADSTREET CORP DEL NE	COM	26483E100	540	9200	SH	SOLE
EXXON MOBIL CORP COM	COM	30231G102	4638	95974	SH	SOLE
EXXON MOBIL CORP COM	COM	30231G102	2452	50742	SH	SHR
FPL GROUP INC COM	COM	302571104	244	3569	SH	SOLE
FPL GROUP INC COM	COM	302571104	13	195	SH	SHR
FEDERAL HOME LN MTG CORP COM	COM	313400301	528	8100	SH	SOLE
FEDERAL HOME LN MTG CORP COM	COM	313400301	20	300	SH	SHR
FEDERAL NATL MTG ASSN COM	COM	313586109	991	15625	SH	SOLE
FEDERAL NATL MTG ASSN COM	COM	313586109	59	933	SH	SHR
GANNETT INC COM	COM	364730101	299	3575	SH	SOLE
GANNETT INC COM	COM	364730101	82	975	SH	SHR
GENERAL ELEC CO COM	COM	369604103	6130	182536	SH	SOLE
GENERAL ELEC CO COM	COM	369604103	912	27162	SH	SHR
GLAXOSMITHKLINE PLC SPONSORED	ADR	37733W105	234	5359	SH	SOLE
GLAXOSMITHKLINE PLC SPONSORED	ADR	37733W105	14	328	SH	SHR
HEWLETT PACKARD CO COM	COM	428236103	527	28105	SH	SOLE
HEWLETT PACKARD CO COM	COM	428236103	58	3110	SH	SHR
HOME DEPOT INC COM	COM	437076102	195	4975	SH	SOLE
HOME DEPOT INC COM	COM	437076102	11	289	SH	SHR
HONEYWELL INTL INC COM	COM	438516106	218	6080	SH	SOLE
HONEYWELL INTL INC COM	COM	438516106	161	4500	SH	SHR
HUNTINGTON BANCSHARES INC COM	COM	446150104	286	11498	SH	SOLE
IMS HEALTH INC COM	COM	449934108	311	13000	SH	SOLE
INTEL CORP COM	COM	458140100	597	29758	SH	SOLE
INTEL CORP COM	COM	458140100	84	4168	SH	SHR
INTERNATIONAL BUSINESS MACHS	COM	459200101	725	8454	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	108	1254	SH	SHR
ISHARES TRLEHMAN AG G BND		464287226	250	2431	SH	SOLE
ISHARES TR DJ U S TOTL MKT		464287846	225	4250	SH	SOLE

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JPMORGAN & CHASE & CO COM	COM	46625H100	565	14212	SH	SOLE
JPMORGAN & CHASE & CO COM	COM	46625H100	49	1224	SH	SHR
JOHNSON & JOHNSON COM	COM	478160104	3328	59072	SH	SOLE
JOHNSON & JOHNSON COM	COM	478160104	327	5800	SH	SHR
KIMBERLY CLARK CORP COM	COM	494368103	545	8435	SH	SOLE
KIMBERLY CLARK CORP COM	COM	494368103	110	1700	SH	SHR
LOWES COS INC COM	COM	548661107	71	1300	SH	SOLE
LOWES COS INC COM	COM	548661107	130	2400	SH	SHR
LUCENT TECHNOLOGIES INC COM	COM	549463107	51	16035	SH	SOLE
LUCENT TECHNOLOGIES INC COM	COM	549463107	6	1755	SH	SHR
MEI CORP NEV COM NEW		552711202	1	16250	SH	SOLE
MANULIFE FINL CORP COM	COM	56501R106	305	6969	SH	SOLE
MARRIOTT INTL INC NEW CL A		571903202	203	3908	SH	SOLE
MARRIOTT INTL INC NEW CL A		571903202	26	500	SH	SHR
MCDONALDS CORP COM	COM	580135101	244	8688	SH	SOLE
MEDTRONIC INC COM	COM	585055106	439	8450	SH	SOLE
MEDTRONIC INC COM	COM	585055106	51	974	SH	SHR
MERCK & CO INC COM	COM	589331107	1239	37538	SH	SOLE
MERCK & CO INC COM	COM	589331107	233	7075	SH	SHR
MICROSOFT CORP COM	COM	594918104	400	14484	SH	SOLE
MICROSOFT CORP COM	COM	594918104	503	18200	SH	SHR
MOODYS CORP COM	COM	615369105	322	4400	SH	SOLE
MOTOROLA INC COM	COM	620076109	347	19223	SH	SOLE
MOTOROLA INC COM	COM	620076109	9	500	SH	SHR
NORFOLK SOUTHERN CORP COM	COM	655844108	632	21262	SH	SOLE
NORFOLK SOUTHERN CORP COM	COM	655844108	12	400	SH	SHR
PPG INDS INC COM	COM	693506107	249	4067	SH	SOLE
PAYNE BROTHERS PROPERTY LLC		695001990	22239	10	SH	SHR
PALMER FAMILY PARTNERSHIP		69679A904	160	172473	SH	SHR
PALMER ASSOCIATES LLC		69679A912	55	49249	SH	SHR
PEPSICO INC COM	COM	713448108	1921	39494	SH	SOLE
PEPSICO INC COM	COM	713448108	96	1970	SH	SHR
PFIZER INC COM	COM	717081103	1645	53758	SH	SOLE
PFIZER INC COM	COM	717081103	208	6800	SH	SHR
PITNEY BOWES INC COM	COM	724479100	326	7382	SH	SOLE
PITNEY BOWES INC COM	COM	724479100	26	583	SH	SHR
PROCTER & GAMBLE CO COM	COM	742718109	602	11122	SH	SOLE
PROCTER & GAMBLE CO COM	COM	742718109	78	1440	SH	SHR
PROTECTIVE LIFE CORP COM	COM	743674103	10619	270124	SH	SOLE
RF MICRODEVICES INC COM	COM	749941100	87	13725	SH	SOLE
RAYTHEON CO COM NEW	COM	755111507	77	2030	SH	SOLE
RAYTHEON CO COM NEW	COM	755111507	125	3300	SH	SHR
ROYAL DUTCH PETE CO NY REG EUR 0.56		780257804	555	10765	SH	SOLE
SBC COMMUNICATIONS INC COM	COM	78387G103	295	11351	SH	SOLE
SBC COMMUNICATIONS INC COM	COM	78387G103	75	2881	SH	SHR
SARA LEE CORP COM	COM	803111103	379	16560	SH	SOLE
SARA LEE CORP COM	COM	803111103	23	1000	SH	SHR
SOUTHERN CO COM	COM	842587107	153	5118	SH	SOLE
SOUTHERN CO COM	COM	842587107	82	2745	SH	SHR
SPACE PROPULSION SYS INC COM	COM	846192102	2	16250	SH	SOLE
SUNTRUST BKS INC COM	COM	867914103	314	4460	SH	SOLE
3M CO COM	COM	88579Y101	1074	13428	SH	SOLE
3M CO COM	COM	88579Y101	173	2160	SH	SHR
TJ PARTNER		885993477	52	52439	SH	SOLE
UNITED TECHNOLOGIES CORP COM	COM	913017109	188	2018	SH	SOLE
UNITED TECHNOLOGIES CORP COM	COM	913017109	42	450	SH	SHR
UNITEDHEALTH GROUP INC COM	COM	91324P102	221	3000	SH	SOLE
UNITEDHEALTH GROUP INC COM	COM	91324P102	52	700	SH	SHR
VERIZON COMMUNICATIONS COM	COM	92343V104	1175	29838	SH	SOLE
VERIZON COMMUNICATIONS COM	COM	92343V104	335	8517	SH	SHR
VERSAR INC COM	COM	925297103	340	84700	SH	SOLE

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WACHOVIA CORP 2ND NEW COM	COM	929903102	849	18091	SH	SOLE
WACHOVIA CORP 2ND NEW COM	COM	929903102	30	643	SH	SHR
WAL MART STORES INC COM	COM	931142103	704	13226	SH	SOLE
WAL MART STORES INC COM	COM	931142103	189	3557	SH	SHR
WELLS FARGO & CO NEW COM	COM	949746101	643	10775	SH	SOLE
WELLS FARGO & CO NEW COM	COM	949746101	58	977	SH	SHR
WYETH COM	COM	983024100	1206	32250	SH	SOLE
WYETH COM	COM	983024100	143	3835	SH	SHR
YUM BRANDS INC COM	COM	988498101	292	7174	SH	SOLE
YUM BRANDS INC COM	COM	988498101	2	44	SH	SHR