U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

I_I		if no longer subjec continue. See Inst		16. Form 4 or	Form 5					
		======================================		========	======	====				
		Robert	J.							
			 (Midd)							
	097 Hidden Valley		•	,						
			reet)							
D	oylestown, F	Pennsylvania	18901							
		(State)	(Zip)							
		======================================			======	====				
		ries, Inc. (Discove								
D:	SCO			========	======	====				
3. I	RS Identification	Number of Reportin	ng Person, if a	an Entity (Vol	untary)					
	======================================			========	======	====				
	une 1999	1/ 1-641								
====	=======================================	of Original (Month		========	======	====				
J. I	i Amendment, bate	of Original (Month	i/ rear)							
		oorting Person to		========	======	====				
	Check all applicat									
	X Director X Officer (give	e title below)		0% Owner ther (specify	below)					
·	Chief Executi	·			,					
		======================================			======	====				
		one Reporting Pers		,						
į.	_ Form filed by	more than one Repo	orting Person							
* If		by more than one				====				
====		Non-Derivative Sec	curities Acqui			====				
====		or Benefic:			======	=====				
			3. Transaction	4. Securities Ac Disposed of ((Instr. 3, 4	D)	A) or	5. Amount of Securities Beneficially	6. Owner- ship Form: Direct	7. Nature of	
1.		2. Transaction	Code (Instr. 8)	A	(A)	Budan	Owned at End of Month		Indirect Beneficial	
	e of Security tr. 3)	Date (mm/dd/yy)	Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(I) (Instr.4)	Ownership (Instr. 4)	
Comm	on Stock	6/23/99	Р	2,000	Α	\$1.375	936,443	D		

Page 1 of 2

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

1. Title of Derivative Security (Instr. 3)	2. Conver- sion of Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	8)	5. Number Derivat Securit Acquire or Disp of (D) (Instr. 4 and 5	ive ies d (A) osed	Date Exer-			lying es and 4) Amount or Number of	Secur- ity	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner-ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
(111361 . 3)	тсу							11016			·		
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Explanation of Responses:

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Robert J. Capetola	June 23, 1999
* Signature of Reporting Person	Date

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.