

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1999-03-26**
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SUBJECT COMPANY

LEAK X ENVIRONMENTAL CORPORATION

CIK: **842697** | IRS No.: **232823596** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-40332** | Film No.: **99573811**
SIC: **8711** Engineering services

Mailing Address
*790 E MARKET STREET
SUITE 270
WEST CHESTER PA 19382*

Business Address
*790 E MARKET ST STE 270
WEST CHESTER PA 19382
6103443380*

FILED BY

SCHMIDT RICHARD L

CIK: **1071826**
Type: **SC 13D/A**

Mailing Address
*509 CENTER STREET
MIDDLEBURG PA 17842*

Business Address
*509 CENTER STREET
MIDDLEBURG PA 17842
7178373292*

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

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

LEAK-X ENVIRONMENTAL CORPORATION

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

521784-30-6
(CUSIP Number)

Richard L. Schmidt
509 Center Street
Middleburg, PA 17842
(717) 444-3395

(Name, Address and Telephone Number of
Person Authorized to Receive Notices and Communications)

December 7, 1998

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13D-1(b) (3) or (4), check the following box [].

SCHEDULE 13D

CUSIP No. 151154309

1 NAME OF REPORTING PERSON
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Richard L. Schmidt, SS# ###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
 (b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS
 PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEM 2(d) OR 2(e) []

6 CITIZENSHIP OR PLACE OR ORGANIZATION
 USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 145,000
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 145,000
	10	SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[]
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	14.6%
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14	TYPE OF REPORTING PERSON	
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Item 1. Security and Issuer.

This Statement relates to shares of common stock, \$.001 par value (the "Common Stock"), of Leak-X Corporation, a Delaware corporation (the "Issuer"). The principal executive offices of the Issuer are located at 790 East Market Street, Suite 270, West Chester, PA 19382.

Item 2. Identity and Background.

(a) This Statement is filed on behalf of Richard L. Schmidt (the "Reporting Person").

(b) The residence address of the Reporting Person is 509 Center Street, Middleburg, PA 17842

(c) The principal occupation of the Reporting Person is manufacturer of prefabricated houses.

(d) During the last five years, the Reporting Person has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, the Reporting Person has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction resulting in a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or state securities laws or finding any violation with respect to such laws.

(f) The Reporting Person is a citizen of the United States.

Item 3. Source and Amount of Funds or Other Consideration.

In a transaction consummated on December 7, 1998, the Reporting Person

acquired 12,500 shares of Common Stock by purchase for cash in an open market transaction. In a transaction consummated on December 9, 1998, the Reporting Person acquired 16,000 shares of Common Stock by purchase for cash in an open market transaction. In a transaction consummated on December 10, 1998, the Reporting Person acquired 6,000 shares of Common Stock by purchase for cash in an open market transaction. In a transaction consummated on December 23, 1998, the Reporting Person acquired 5,000 shares of Common Stock by purchase for cash in an open market transaction. In a transaction consummated on January 21, 1999, the Reporting Person acquired 5,500 shares of Common Stock by purchase for cash in an open market transaction.

Item 4. Purpose of Transaction.

The Reporting Person acquired the shares of Common Stock for investment purposes and with a view to their resale.

Item 5. Interest in Securities of the Issuer.

(a) The Reporting Person beneficially owns 145,000 shares of Common Stock, representing approximately 14.6% of the outstanding shares of Common Stock of the Issuer.

(b) The Reporting Person has sole voting and dispositive power with respect to 145,000 shares of Common Stock.

(c) The Reporting Person has not, in the past sixty days, engaged in any other transactions involving shares of Common Stock of the Issuer.

(d) and (e) N/A.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

N/A

Item 7. Material to be Filed as Exhibits.

N/A

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.

Dated: March 24, 1999

/s/ Richard L. Schmidt

Richard L. Schmidt