

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

PROTOSOURCE CORP

CIK: **932772** | IRS No.: **770190772** | State of Incorpor.: **CA** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-47289** | Film No.: **99573822**
SIC: **7373** Computer integrated systems design

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2300 TULARE ST
#210
FRESNO CA 93721

Business Address
2300 TULARE STREET
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FILED BY

SCHMIDT RICHARD L

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

Mailing Address
509 CENTER STREET
MIDDLEBURG PA 17842

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MIDDLEBURG PA 17842
7178373292

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 3)

PROTOSOURCE CORPORATION

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

743958-40-7
(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)

March 18, 1999

(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 [].

CUSIP No. 151154309

13D

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 PROCEEDING IS REQUIRED
 PURSUANT TO ITEM 2(d) OR 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 50,000
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 50,000
	10	SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 50,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
2.8%

14 TYPE OF REPORTING PERSON
IN

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Item 1. Security and Issuer.

This Statement relates to shares of common stock, no par value (the "Common Stock"), of Protosource Corporation, a California corporation (the "Issuer"). The principal executive offices of the Issuer are located at 23000 Tulare Street, Fresno, CA 93721

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.

The Reporting Person disposed of 50,000 shares of Common Stock by sale for cash in an open market transaction. The transaction was consummated on March

18, 1999.

Item 4. Purpose of Transaction.

The Reporting Person Disposed of the shares of Common Stock for investment purposes.

Item 5. Interest in Securities of the Issuer.

(a) The Reporting Person beneficially owns 50,000 shares of Common Stock, representing approximately 2.8% of the outstanding shares of Common Stock of the Issuer.

(b) The Reporting Person has sole voting and dispositive power with respect to 50,000 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.

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(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