FORM 8-K/A

Current report filing [amend]

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FILER

JORDAN INDUSTRIES INC CIK:**839484**| IRS No.: **363598114** | State of Incorp.:**IL** | Fiscal Year End: **1231** Type: **8-K/A** | Act: **34** | File No.: **033-24317** | Film No.: **94541320** SIC: **2750** Commercial printing	Mailing Address *1751 LAKE COOK ROAD* *SUITE 550* *DEERFIELD IL 60015*	Business Address *ARBORLAKE CENTRE STE 550* *1751 LAKE COOK RD* *DEERFIELD IL 60015* *7089455591*

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

Current Report Pursuant to Section 13 or 15(d) of
The Securities Act of 1934

Date of Report (Date of earliest event reported) January 4, 1994

Jordan Industries, Inc.
(Exact name of registrant as specified in its charter)

Illinois	33-24317	36-3598114
(State or other Jurisdiction)	(Commission File Number)	(I.R.S. Employer Identification No.)

ArborLake Centre, Suite 550
1751 Lake Cook Road, Deerfield, IL 60015
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (708) 945-5591
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Item 2. Acquisition or Disposition of Assets ($ in thousands)

The following section amends, in its entirety, Item 2 of Form 8-K previously filed on June 3, 1994.

On January 4, 1994, Jordan Industries, Inc. ("The Company"), through its newly-formed wholly-owned subsidiary, J2, Inc., bought substantially all of the net assets of Valmark Industries, Inc. ("Valmark"), a manufacturer of membrane switches, graphic panel overlays, labels, and bar codes.

The purchase price of $18,016, including costs incurred directly related to the transaction, was allocated to working capital of $2,105, property, plant and equipment of $1,358, non-compete agreements of $1,500, other assets of $58, and the assumption of a long-term capital lease obligation of $4 and resulted in an excess purchase price over net identifiable assets of $12,999. The acquisition was financed with the issuance of a $4,000 Subordinated Note to a former shareholder, and cash.

On May 20, 1994, the Company, through its wholly-owned subsidiary, J2, Inc., bought all of the common stock of Pamco Printed Tape and Label Co., Inc. ("Pamco"), a manufacturer of printed labels.

The purchase price of $25,500, including costs incurred directly related to the transaction, was allocated to working capital of $2,237, property, plant and equipment of $2,690, non-compete agreements of $1,000, and the assumption of a mortgage note of $731 and resulted in an excess purchase price over net identifiable assets of $20,304. The acquisition was financed with the issuance of a $4,000 Subordinated Note to a former shareholder, and cash.

Item 7. Financial Statements and Exhibits

The following sections (a) and (b) amend, in their entirety, sections (a) and (b) of Item 7 of Form 8-K previously filed on June 3, 1994.

(a) Financial Statements

See Exhibits 28(a) - 28(b) of Item 7(c).

(b) Pro Forma Financial Information

The following unaudited pro forma condensed consolidated statements of operations are based on the historical statements of operations of the Company, adjusted to give effect to the following transactions: (a) the acquisitions in 1994 of Valmark Industries, Inc. ("Valmark"), and Pamco Printed Tape and Label Company, Inc. ("Pamco"), and (b) certain recurring administrative costs and taxes of the Company, and the depreciation of the preliminary purchase price allocated to the fair value of net assets acquired. The Valmark acquisition is described in the Company's Annual Report on Form 10-K for the year ended December 31, 1993, filed March 30, 1994, and on Form 10-Q for the three months ended March 31, 1994, filed May 13, 1994. The pro forma condensed consolidated statements of operations for the year ended December 31, 1993 and for the three months ended March 31, 1994 were derived from the audited historical statements of operations for the year ended December 31, 1993 and the unaudited historical statement of operations for the three months ended March 31, 1994, adjusted to give effect to such transactions as if they occurred as of the beginning of each period.
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The pro forma adjustments included in the pro forma condensed consolidated statements of operations are based upon available information and certain assumptions that management believes are reasonable. With respect to the pro forma acquisition adjustments described in the notes accompanying the pro forma condensed consolidated statement of operations, the allocation of the purchase price of Valmark and Pamco is preliminary and subject to final determination by the Company's management. The unaudited pro forma condensed consolidated statement of operations do not purport to represent what the Company's results of operations would actually have been had the transactions in fact occurred as of the beginning of each period presented. In addition, the unaudited pro forma condensed consolidated statements of operations do not purport to project the Company's results of operations for any future date or period.

The pro forma condensed consolidated statements of operations should be read in connection with the Company's audited consolidated financial statements which are included in the Company's Annual Report filed on Form 10-K for the year ended December 31, 1993 and the Company's unaudited interim condensed consolidated financial statements included in the Company's Form 10-Q for the quarter ended March 31, 1994.
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JORDAN INDUSTRIES, INC.
UNAUDITED PRO FORMA CONDENSED
CONSOLIDATED BALANCE SHEET
AT MARCH 31, 1994
($ in millions)

	Historical	Pro Forma Adjustments	Pro Forma
ASSETS			
Current assets:			
Cash and cash equivalents	$ 31.2	$(20.9)	$10.3
Accounts receivable, net	44.9	1.6	46.5
Inventories	69.2	.7	69.9
Prepaid expenses and other current assets	7.0	.1	7.1
Total Current Assets	152.3	(18.5)	133.8
Property, plant and equipment, net	59.6	2.7	62.3
Note receivable from affiliate	8.3	-	8.3
Goodwill, net	69.6	20.8	90.4
Other assets	36.0	1.0	37.0
Total Assets	$325.8	$ 6.0	$331.8

LIABILITIES AND NET CAPITAL DEFICIENCY

Current liabilities:

Accounts payable	$ 27.3	$ .4	$ 27.7
Accrued liabilities	16.7	.3	17.0
Advance deposits	4.8	.6	5.4
Current portion of long-term debt	1.8	-	1.8
Total Current Liabilities	50.6	1.3	51.9
Long-term debt	363.8	4.7	368.5
Other non-current liabilities	2.6	-	2.6
Deferred income taxes	3.4	-	3.4
Minority interest	.9	-	.9
Net capital deficiency	(95.5)	-	(95.5)
Total Liabilities and Net Capital Deficiency	$325.8	$ 6.0	$331.8

</PAGE>

JORDAN INDUSTRIES, INC.
UNAUDITED PRO FORMA CONDENSED
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 1993
($ in millions)

	Historical	Pro Forma Adjustments	Pro Forma
Net sales	$358.6	$29.1	$387.7
Cost of sales (excluding depreciation)	221.5	15.9	237.4
Selling, general & administrative expenses	80.5	5.3	85.8
Operating income before depreciation and amortization of goodwill and other intangibles	56.6	7.9	64.5
Depreciation	9.1	.8	9.9
Amortization of goodwill and other intangibles	8.7	1.4	10.1
Operating income	38.8	5.7	44.5
Interest expense	41.0	2.5	43.5
Other (income) and expense	.6	.5	1.1
Income (loss) before income			

taxes, minority interest and extraordinary items	(2.8)	2.7	(.1)
Provision (benefit) for income taxes	.7	.3	1.0
Income (loss) before minority interest and extraordinary items	(3.5)	2.4	(1.1)
Minority interest	-	.6	.6
Income (loss) before extra-ordinary items	($3.5)	$1.8	($1.7)

See notes to Unaudited Pro Forma Condensed Consolidated Statement of Operations.
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JORDAN INDUSTRIES, INC.
UNAUDITED PRO FORMA CONDENSED
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED MARCH 31, 1994
($ in millions)

	Histor-ical	Pro Forma Adjust-ments	Pro Forma
Net sales	$80.9	$6.4	$87.3
Cost of sales (excluding depreciation)	50.9	3.7	54.6
Selling, general and administra-tive expenses	21.2	1.3	22.5
Operating income before depreciation and amortization of goodwill and other intangibles	8.8	1.4	10.2
Depreciation	2.3	.2	2.5
Amortization of goodwill and other intangibles	2.0	.4	2.4
Operating income	4.5	.8	5.3
Interest expense	10.0	.1	10.1

Other (income) and expense	-	.1	.1
Income (loss) before income taxes and minority interest	(5.5)	.6	(4.9)
Provision (benefit) for income taxes	(1.6)	-	(1.6)
Income (loss) before minority interest	(3.9)	.6	(3.3)
Minority interest	(.9)	.2	(.7)
Net income (loss)	$(3.0)	$ .4	($2.6)

See notes to Unaudited Pro Forma Condensed Consolidated Statement of Operations.
</PAGE>

JORDAN INDUSTRIES, INC.
NOTES TO PRO FORMA CONDENSED
CONSOLIDATED STATEMENTS OF OPERATIONS
($ in millions)

1. The pro forma condensed consolidated statements of operations include an adjustment for the amortization of the preliminary purchase price allocated to the fair value of net assets acquired as follows:

	For the Year Ended December 31, 1993	For the Three Months Ended March 31, 1994
Amortization-goodwill	.8	.2
Amortization-intangibles	.5	.1

2. The pro forma condensed consolidated statements of operations also include the following adjustments:

	For the Year Ended December 31, 1993	For the Three Months Ended March 31, 1994
Incremental interest		

expense	2.5	.1
Salary adjustments	(5.0)	(.2)
Elimination of interest income	.4	.2
Additional management fees to The Jordan Company	.2	-

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EXHIBITS

28(a) Valmark Industries, Inc., Financial Statements for the years ended December 31, 1993 and 1992.

28(b) Pamco Printed Tape and Label Co., Inc., Financial Statements for the six months ended December 31, 1993 and the years ended June 30, 1993 and 1992.

</PAGE>

Financial Statements

Valmark Industries, Inc.

Years ended December 31, 1993 and 1992
with Report of Independent Auditors

</PAGE>

Valmark Industries, Inc.

Financial Statements

Years ended December 31, 1993 and 1992

Contents

Report of Independent Auditors....................................1

Financial Statements

Balance Sheets..2
Statements of Operations and Retained Earnings....................3
Statements of Cash Flows..4
Notes to Financial Statements.....................................5
</PAGE>

Report of Independent Auditors

The Board of Directors and Shareholders
Valmark Industries, Inc.

We have audited the accompanying balance sheets of Valmark Industries, Inc. as of December 31, 1993 and 1992 and the related statements of operations and retained earnings, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Valmark Industries, Inc. at December 31, 1993 and 1992, and the results of its operations and its cash flows for the years then ended in conformity with generally accepted accounting principles.

ERNST & YOUNG

June 24, 1994
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Valmark Industries, Inc.

Balance Sheets

	December 31 1993	1992
Assets		
Current assets:		
Cash and cash equivalents	$ 40,962	$ 67,954
Accounts receivable, net or allowance for doubtful accounts of $107,000 in 1993 and $68,000 in 1992	1,798,455	2,188,767
Inventories, at cost:		
Finished goods	467,034	273,102
Work in process	103,318	13,355
Raw materials	405,761	374,203
	976,113	660,660
Other current assets	9,904	23,176
Total current assets	2,825,434	2,940,557
Property and equipment, at cost:		
Furniture and fixtures	366,439	308,438
Equipment and tooling	2,560,076	2,434,025
Leasehold improvements	175,620	169,914
	3,102,135	2,912,377
Less accumulated depreciation and amortization	(1,743,403)	(1,537,547)
Net property and equipment	1,358,732	1,374,830
Other assets	44,000	44,000
	$ 4,228,166	$ 4,359,387
Liabilities and shareholders' equity		
Current liabilities:		
Borrowings under bank line of credit	$ 653,205	$ 818,843
Accounts payable and accrued liabilities	415,457	709,838
Accrued compensation and related expenses	283,354	358,707

Capital lease obligations due within one year	8,850	10,058
Current portion of note payable	221,876	236,095
Total current liabilities	1,582,742	2,133,541
Capital lease obligations due after one year	2,676	14,167
Notes payable	360,880	388,624
Shareholders' equity:		
Common stock, no par value; 200,000 shares authorized, 117,501 shares issued and outstanding	141,421	141,421
Retained earnings	2,140,447	1,681,634
Total shareholders' equity	2,281,868	1,823,055
	$ 4,228,166	$ 4,359,387

See accompanying notes.
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Valmark Industries, Inc.

Statements of Operations and Retained Earnings

	Year ended December 31 1993	1992
Product sales, net	$15,979,306	$13,890,880
Cost of sales	(10,340,973)	(8,446,967)
Gross margin	5,638,333	5,443,913
Operating expenses:		
Sales and marketing	2,608,484	2,348,498
General and administrative	2,485,973	2,276,431
Total operating expenses	5,094,457	4,624,929
Income from operations	543,876	818,984
Interest expense	95,318	92,779
Other (income) expense	(10,255)	27,673
Net income	458,813	698,532
Retained earnings, beginning		

of period	1,681,634	983,102
Retained earnings, end of period	$ 2,140,447	$ 1,681,634

See accompanying notes.

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Valmark Industries, Inc.

Statements of Cash Flows

	Year ended December 31 1993	1992
Operating activities		
Net income	$ 458,813	$ 698,532
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	520,426	442,157
Provision for bad debts	39,000	24,000
Chance in operating assets and liabilities:		
Accounts receivable	351,312	(783,421)
Inventories	(315,453)	(148,358)
Other current assets	13,272	(11,501)
Accounts payable and accrued liabilities	(294,381)	325,129
Accrued compensation and related expenses	(75,353)	116,845
Net cash provided by operating activities	697,636	663,383
Investing activities		
Purchase of property and equipment	(504,328)	(885,104)
Financing activities		
Net repayments under line of credit agreement	(165,638)	(92,000)
Principal payments on capital lease obligations	(12,699)	(8,006)
Proceeds from notes payable	159,537	517,503
Payments on note payable	(201,500)	(164,323)
Net cash (used in) provided by financing activities	(220,300)	253,174

Net (decrease) increase in cash and cash equivalents	(26,992)	31,453
Cash and cash equivalents at beginning of period	67,954	36,501
Cash and cash equivalents at end of period	$ 40,962	$ 67,954
Supplemental disclosure of cash flow information:		
Cash paid during the year for:		
Interest	$ 98,518	$ 91,379

See accompanying notes.
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Valmark Industries, Inc.

Notes to Financial Statements

December 31, 1993

1. The Company and its Significant Accounting Policies

Valmark Industries, Inc. (the "Company") was incorporated in California in April 1980. The Company manufactures and markets labels, panel overlays, membrane switches and shielding devices and markets these products primarily to electronics manufacturers in the United States. The Company performs periodic credit evaluations of its customers, maintains an allowance for doubtful accounts for potential credit losses and generally does not require collateral. One customer accounted for 21% and 24% of net sales for the years ended December 31, 1993 and 1992, and 13% and 10% of accounts receivable at December 31, 1993 and 1992, respectively.

On January 4, 1994, Jordan Industries, Inc., through a newly-formed wholly owned subsidiary, J2, Inc. purchased substantially all of the assets of the Company, and assumed certain liabilities of the Company for a purchase price of $18.0 million.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and highly liquid short-term cash investments with original maturities of three months or less.

Inventories

Raw material inventory is valued at the lower of cost, determined on the first-in, first-out basis, or market. Finished goods inventory is valued at the lower of cost, determined under the retail method, or market.

Property and Equipment

Property and equipment are recorded at cost. Depreciation is provided over the estimated useful lives of the respective assets, generally three to ten years, on a straight-line basis. Leasehold improvements are amortized on a straight-line basis over the shorter of the lease term or the life of the respective asset.

Income Taxes

The Company has elected to be treated as an S Corporation for federal income tax purposes. As a result of this election, income tax attributes of the Company are passed through to the shareholders.

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Valmark Industries, Inc.

Notes to Financial Statements
(continued)

1. The Company and its Significant Accounting Policies (continued)

Income Taxes (continued)

In February 1992, the Financial Accounting Standards Board issued Statement ("SFAS") No. 109, "Accounting for Income Taxes" (Standard). The Company adopted the provisions of the Standard effective January 1, 1993. Under SFAS No. 109, the liability method is used in accounting for income taxes. Under this method, deferred tax assets and liabilities are determined based on differences between financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Because the Company has elected S Corporation status, the adoption of SFAS No. 109 had no impact on the Company's financial position or results of operations.

2. Bank Borrowings

Long-term debt at December 31, 1993 consists of two notes payable to a bank with principal and interest due in monthly installments. Interest is payable at the bank's reference rate plus 1% (effective rate of 7% at December 31, 1993). Notes payable at December 31, 1993 mature as follows:

1994	$221,876
1995	221,876
1996	115,738
1997	23,266
	$582,756

The Company also has a revolving loan agreement with a bank that allows for borrowings of 80% of eligible accounts receivable (as defined) up to $1,500,000. Outstanding borrowings at December 31, 1993 and 1992 totalled $653,205 and $818,843, respectively. All borrowings under the revolving loan agreement, including any interest thereon, become due and payable June 15, 1995. Advances under this agreement accrue interest at the bank's reference rate plus 1% (effective rate of 7% at December 31, 1993) and are secured by the accounts receivable of the Company. Additionally, the Company has an available $247,110 line of credit for equipment purchases through June 15, 1994. Under the terms of this equipment line, the Company must convert any outstanding balances to 48-month term loans at June 15, 1994 and 1995. All advances under the equipment line are secured by the equipment purchased and bear interest at the bank's reference rate plus 1%.
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2. Bank Borrowings (continued)

All bank borrowings are secured by substantially all of the Company's assets and are guaranteed by the shareholders.

3. Commitments and Contingencies

The Company leases its office, manufacturing facility and certain equipment under operating leases that require the Company to pay operating costs, including property taxes, insurance and maintenance. Rent expense for operating leases was $431,800 and $304,837 for the years ended December 31, 1993 and 1992, respectively.

The Company also has leased certain furniture and equipment under capital lease agreements. Future minimum rental payments under noncancellable operating leases of real property with initial terms in excess of one year and capital leases are due as follows:

	Operating Leases	Capital Leases
1994	$ 405,032	$10,058
1995	409,500	4,519
1996	432,000	-
1997	432,000	-
1998 and thereafter	1,980,000	-
	$3,658,532	14,577

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Less amount representing interest	(3,051)
	11,526
Amounts due within one year	(8,850)
	$ 2,676

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Valmark Industries, Inc.

Notes to Financial Statements
(continued)

4. Employee Benefit Plan

The Company has a defined contribution savings plan that qualifies under the provisions of Section 401(k) of the Internal Revenue Code. Employees are eligible to participate upon completion of one full year of service and reaching 21 years of age. The Company contributes to the plan based on a percentage of the participating employee's earnings as determined by the Board of Directors, but not in excess of such amounts as may be deductible under the provisions of the Internal Revenue Code. Company contributions of $65,000 and $22,000 were charged to operations for the years ended December 31, 1993 and 1992, respectively.

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Financial Statements

Pamco Printed Tape & Label Co., Inc.

Six months ended December 31, 1993 and
years ended June 30, 1993 and 1992
with Report of Independent Auditors

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Pamco Printed Tape & Label Co., Inc.

Financial Statements

Six months ended December 31, 1993 and
years ended June 30, 1993 and 1992

Contents

Report of Independent Auditors.......................................1

Financial Statements

Balance Sheets...2
Statements of Income and Retained Earnings..........................4
Statements of Cash Flows...5
Notes to Financial Statements..7

</PAGE>

Report of Independent Auditors

The Board of Directors
Pamco Printed Tape & Label Co., Inc.

We have audited the accompanying balance sheets of Pamco Printed Tape & Label Co., Inc. as of December 31, 1993 and June 30, 1993 and 1992, and the related statements of income and retained earnings and cash flows for the six months ended December 31, 1993 and the years ended June 30, 1993 and 1992. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Pamco Printed Tape & Label Co., Inc. at December 31, 1993 and June 30, 1993 and 1992, and the results of its operations and its cash flows for the six months ended December 31, 1993 and the years ended June 30, 1993 and 1992, in conformity with generally accepted accounting principles.

ERNST & YOUNG

March 11, 1994

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Pamco Printed Tape & Label Co., Inc.

Balance Sheets

	December 31	June 30	
	1993	1993	1992
Assets			
Current assets			
Cash and cash equivalents	$ 124,616	$ 142,880	$ 10,992
Investments	3,146,757	5,032,155	3,763,257
Accounts receivable, less allowance of $30,000 at December 31, 1993, $20,000 at June 30, 1993, and $15,000 at June 30, 1992	1,427,455	1,858,314	1,204,528
Inventories	690,788	622,929	671,706
Prepaid expenses	34,558	28,122	4,527
Note receivable	-	-	175,333
Deferred income taxes	-	-	75,000
Recoverable income taxes	37,289	-	-
Total current assets	5,461,463	7,684,400	5,905,343
Property and equipment, net	2,785,190	2,914,944	2,678,075
Note receivable from affiliate	-	-	175,000
Other assets	107,969	83,594	129,844

Total assets	$8,354,622	$10,682,938	$ 8,888,262

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	December 31	June 30	
	1993	1993	1992
Liabilities and stockholders' equity			
Current liabilities			
Accounts payable	$ 385,989	$ 273,169	$ 202,247
Accrued expenses	169,638	205,769	157,027
Accrued profit sharing contribution	90,800	107,699	109,151
Income taxes payable	-	2,019,043	165,284
Current maturities of notes payable	106,614	706,246	6,304
Total current liabilities	753,041	3, 311,926	640,013
Notes payable, less current maturities	733,839	737,776	829,623
Deferred income taxes	-	-	1,558,000
	733,839	737,776	2,387,623
Stockholders' equity			
Preferred stock, no par value Authorized shares - 1,000 issued and outstanding shares - 1,000	-	-	49,400
Common stock, no par value Authorized shares - 1,000 issued and outstanding shares - 756.173	250,000	250,000	-
Common stock - Class A, no par value Authorized shares - 1,000 issued and outstanding shares - 500	-	-	200,600
Common stock - Class B, no par value Authorized shares - 1,000 issued and outstanding shares - none	-	-	-
Retained earnings	6,617,742	6,383,236	5,610,626
Total stockholders' equity	6,867,742	6,633,236	5,860,626

Total liabilities and stockholders' equity	$8,354,622	$10,682,938	$8,888,262

See accompanying notes.

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Pamco Printed Tape & Label Co., Inc.

Statements of Income and Retained Earnings

	Six months ended December 31	Year ended June 30	
	1993	1993	1992
Net sales	$6,575,541	$12,529,077	$9,325,052
Cost of sales	3,139,169	5,870,546	4,397,019
Gross profit	3,436,372	6,658,531	4,928,033
Selling, general, and administrative expenses	2,898,720	4,480,101	3,427,137
	537,652	2,178,430	1,500,896
Other income (expense):			
Investment income	107,171	267,076	273,557
Interest expense	(36,649)	(76,603)	(55,177)
Miscellaneous income	-	1,466	7,373
Write-off of note receivable from affiliate	-	(225,000)	-
Income before income taxes	608,174	2,145,369	1,726,649
Provision for income taxes	123,668	857,759	637,310
Net income	484,506	1,287,610	1,089,339
Retained earnings - beginning of period	6,383,236	5,610,626	5,036,287
Dividends paid	(250,000)	(515,000)	(515,000)
Retained earnings - end of period	$6,617,742	$ 6,383,236	$5,610,626

See accompanying notes.

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Pamco Printed Tape & Label Co., Inc.

Statements of Cash Flows

	Six months ended December 31	Year ended June 30	
	1993	1993	1992
Cash flows from operating activities			
Net income	$ 484,506	$1,287,610	$1,089,339
Adjustments to reconcile net income to net cash (used for) provided by operating activities:			
Depreciation and amortization	166,288	329,437	260,012
Provision for bad debts	25,304	16,963	4,680
Write-off of note receivable from affiliate	-	225,000	-
Deferred income taxes	-	(1,483,000)	317,000
Changes in operating assets and liabilities:			
Accounts receivable	405,555	(670,749)	(237,325)
Inventories	(67,859)	48,777	(175,243)
Prepaid expenses	(6,436)	(23,595)	51,529
Other assets	(25,000)	(100,000)	-
Accounts payable	112,820	70,922	52,221
Accrued expenses	(36,131)	48,742	43,718
Accrued profit sharing contribution	(16,899)	(1,452)	(9,892)
Income taxes	(2,056,332)	1,853,759	165,284
Net cash (used for) provided by operating activities	(1,014,184)	1,602,414	1,561,323
Cash flows from investing activities			
Decrease (increase) in investments - net	1,885,398	(1,268,898)	(599,695)
Purchases of property and equipment	(35,909)	(514,056)	(1,098,657)
Deposit on equipment	-	-	(51,000)
Payment of note receivable	-	175,333	175, 333
Advances to affiliates	-	-	(125,000)

Net cash provided by (used for)

investing activities	1,849,489	(1,607,621)	(1,699,019)

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Pamco Printed Tape & Label Co., Inc.

Statements of Cash Flows (continued)

	Six months ended December 31	Year ended June 30	
	1993	1993	1992
Cash flows from financing activities			
Proceeds from note payable	$ -	$ 700,000	$ -
Payments of notes payable	(603,569)	(91,905)	-
Proceeds from stock subscriptions	-	44,000	48,000
Dividends paid on common stock	(250,000)	(515,000)	(515,000)
Net cash (used for) provided by financing activities	(853,569)	137,095	(467,000)
(Decrease) increase in cash and cash equivalents	(18,264)	131,888	(604,696)
Cash and cash equivalents at beginning of period	142,880	10,992	615,688
Cash and cash equivalents at end of period	$ 124,616	$ 142,880	$ 10,992

Supplemental disclosures of cash flow information			
Cash paid during the period for:			
Interest	$ 37,000	$ 70,000	$ 55,000
Income taxes	$2,180,000	$ 487,000	$ 104,000

Supplemental schedule of noncash investing and financing activities
Year ended June 30, 1992
The Company assumed an $839,799 mortgage note as partial payment for the purchase of land and a building.

See accompanying notes.

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Pamco Printed Tape & Label Co., Inc.

Notes to Financial Statements

December 31, 1993

1. Summary of Significant Accounting Policies

Nature of Business

The Company is engaged in the business of manufacturing, distributing, and selling printed tape and label products and other similar products, primarily in the greater Chicago, Illinois area.

Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Investments

Investments are stated at cost which approximates market value. Investments consist of certificates of deposit, stocks, and municipal instruments.

Inventories

Inventory has been valued at the lower of cost or market under the first in, first out (FIFO) method.

Property and Equipment

Property and equipment are stated at cost. An accelerated depreciation method, which approximates double declining balance, was used for calculating depreciation.

Fiscal Year-End

Effective July 1, 1993, the Company's fiscal year-end was changed to December 31 from June 30.

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Pamco Printed Tape & Label Co., Inc.

2. Related Party Transactions

A note receivable from Queen Valley Associates Limited Partnership, an affiliated partnership, was payable on March 31, 1994, and bore interest at 7% on the outstanding balance due. Interest was payable annually on March 31. During the year ended June 30, 1993, the $225,000 balance of this note and related interest receivable was forgiven.

During the year ended June 30, 1993, a new note receivable was executed with an individual of an affiliated partnership. The note bears interest at 6% and is payable beginning October 15, 1993, and monthly thereafter. The $75,000 principal amount of the note at December 31, 1993 is due on January 1, 1995. The note is unsecured.

3. Inventories

Inventories consist of the following:

	December 31	June 30	
	1993	1993	1992
Raw materials	$276,403	$288,408	$256,276
Work in process	111,594	73,968	282,932
Finished goods	302,791	260,553	132,498
	$690,788	$622,929	$671,706

4. Property and Equipment

Property and equipment consist of the following:

	December 31	June 30	
	1993	1993	1992
Land	$ 660,000	$ 660,000	$ 660,000
Building	990,000	990,000	990,000
Machinery and equipment	1,446,183	1,429,849	1,149,930
Machinery and equipment - platemaking	158,729	158,729	-
Furniture and fixtures	327,950	327,950	327,950
Automobiles	280,676	283,084	212,323
Building improvements	461,042	461,042	422,842
Office equipment	41,434	41,434	37,439

	4,366,014	4,352,088	3,800,484
Less: Accumulated depreciation	(1,580,824)	(1,437,144)	(1,122,409)
Net property and equipment	$2,785,190	$2,914,944	$2,678,075

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Pamco Printed Tape & Label Co., Inc.

Notes to Financial Statements (continued)

5. Notes Payable

Notes payable consist of the following:

	December 31	June 30	
	1993	1993	1992
9.875% mortgage payable in monthly installments of $6,620, including interest, through November 1999, secured by land and building	$740,453	$ 744,022	$835,927
6% unsecured note payable to bank		700,000	-
6% unsecured note payable to bank, principal due March 1994, interest due monthly	100,000	-	-
Total notes payable	840,453	1,444,022	835,927
Less: Current maturities	(106,614)	(706,246)	(6,304)
	$733,839	$ 737,776	$829,623

The interest rate on the mortgage note is adjustable monthly beginning on November 1, 1994, to a rate equal to Moody's A Corporate Bond Index Daily Rate plus one quarter of 1% (.25%).

Aggregate maturities of notes payable at December 31, 1993 are as follows:

Year ending December 31

1994	$106,614
1995	7,298
1996	8,052
1997	8,884
1998	9,802
1999	699,803
	$840,453

6. Profit-Sharing Plan

Substantially all of the employees of the Company are covered by a qualified profit-sharing plan. The plan provides for contributions in such amounts as the Company may annually determine. The contributions for the six months ended December 31, 1993, and years ended June 30, 1993 and 1992 were $90,800, $133,699, and $120,518, respectively.

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Pamco Printed Tape & Label Co., Inc.

Notes to Financial Statements (continued)

7. Income Taxes

The provisions for income taxes consist of the following:

	Six months ended December 31	Year ended June 30	
	1993	1993	1992
Currently payable:			
Federal	$115, 051	$1,896,385	$251,521
State	8,617	444,374	68,789
	123,668	2,340,759	320,310
Deferred	-	(1,483,000)	317,000
	$123,668	$ 857,759	$ 637,310

Effective July 1, 1993, the stockholders of the Company elected under Subchapter S of the Internal Revenue Code to include the Company's income in their own income for federal tax purposes. Accordingly, except for federal income taxes related to built-in gains tax of $115,051, the Company is not subject to federal income taxes. Therefore, the deferred tax asset of $85,000 at June 30, 1993 was reversed into income tax expense for the year ended June

30, 1993.

For the year ended June 30, 1993 and 1992, differences between income for financial reporting and income tax purposes, which give rise to deferred tax accounts, relate principally to an investment in a Limited Partnership, uniform capitalization rules for inventory, allowance for doubtful accounts, and depreciation.

8. Capital Stock

During the year ended June 30, 1993, the Board of Directors of the Company reorganized the capital structure of the Company to eliminate the preferred stock, eliminate its two classes of old common stock and authorize the Company to issue 1,000 new shares of no par value common stock. The Company entered into a plan of reorganization whereby the old preferred stock was exchanged for the new common stock, and each share of old Class A common stock which was issued and outstanding prior to the effective date of the reorganization was converted into one share of new common stock.
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Jordan Industries, Inc.

August 2, 1994 by Thomas C. Spielberger
Vice President, Controller

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