

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions [amend]

Filing Date: **1994-09-22**  
SEC Accession No. **0000319256-94-000047**

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### SUBJECT COMPANY

#### LVI GROUP INC

CIK: **58526** | IRS No.: **131920670** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13G/A** | Act: **34** | File No.: **005-13901** | Film No.: **94549928**  
SIC: **4955** Hazardous waste management

Mailing Address  
810 SEVENTH AVENUE  
NEW YORK NY 10016

Business Address  
810 SEVENTH AVENUE  
NEW YORK NY 10019  
2123332620

### FILED BY

#### SEARS ROEBUCK & CO

CIK: **319256** | IRS No.: **361750680** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
Type: **SC 13G/A**  
SIC: **5311** Department stores

Mailing Address  
SEARS TOWER 51ST FLOOR  
233 SOUTH WACKER DRIVE  
CORP LAW DEPT  
CHICAGO IL 60684

Business Address  
SEARS TOWER 51ST FLOOR  
233 SOUTH WACKER DRIVE  
CORP LAW DEPT  
CHICAGO IL 60684  
3128752500

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2 )\*

The LVI Group Inc.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

502439409

(CUSIP Number)

Check the following box if a fee is being paid with this statement . (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 502439409  
13G

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

5 SOLE VOTING POWER

743,878

6 SHARED VOTING POWER

None

7 SOLE DISPOSITIVE POWER

743,878

8 SHARED DISPOSITIVE POWER

None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

743,878

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.71%

12 TYPE OF REPORTING PERSON\*

HC

Item 1 (a) Name of Issuer:  
The LVI Group Inc.

(b) Address of Issuer's Principal Executive Offices:

470 Park Avenue South  
New York, NY 10016

Item 2

(a) Name of Person Filing:  
Sears, Roebuck and Co.

(b) Address of Principal Business Office:  
8000 Sears Tower  
Chicago, Illinois 60684

(c) Citizenship:  
New York

(d) Title of Class of Securities:  
Shares of Common Stock

(e) CUSIP Number:  
502439409

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

(a)  Broker or Dealer registered under Section 15 of the Act

(b)  Bank as defined in section 3(a)(6) of the Act

(c)  Insurance Company as defined in Section 3(a)(19) of the Act

(d)  Investment Company registered under section 8 of the Investment Company Act

(e)  Investment Adviser registered under section 203 of the Investment Advisers Act of 1940

(f)  Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see subparagraph 240.13d-1(b)(1)(ii)(F)

(g)  Parent Holding Company, in accordance with subparagraph 240.13d-1(b)(ii)(G) (Note: See Item 7)

(h)  Group, in accordance with subparagraph 240.13d-1(b)(1)(ii)(H)

Item 4 Ownership.

If the percent of the class owned, as of December 31 of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b) (2), if applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

(a) Amount Beneficially Owned:  
743,878

(b) Percent of Class:  
9.71%

(c) Number of shares as to which such person (1)  
has:

(i) sole power to vote or to direct the  
vote  
743,878

(ii) shared power to vote or to direct  
the vote  
0

(iii) sole power to dispose or to direct  
the disposition of (1)  
743,878

(iv) shared power to dispose or to direct  
the disposition of  
0

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ( ).

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

N/A

(1) 743,878 shares of common stock are beneficially owned by Allstate Life Insurance Company, a subsidiary of Allstate Insurance Company. Allstate Insurance Company is an indirect subsidiary of Sears, Roebuck and Co.

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Item 7 Identification and Classification of the Subsidiary Which Acquired the Security being Reported on by the Parent Holding Company.

Allstate Life Insurance Company is an insurance company as that term is defined in Section 3(a)(19) of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Item 8 Identification and Classification of Members of the Group.

N/A

Item 9 Notice of Dissolution of Group.

N/A

Item 10 Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

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.

Date: September 22, 1994

SEARS, ROEBUCK AND CO.

By ALLSTATE LIFE INSURANCE  
COMPANY

By \_\_\_\_\_

Its Authorized Signatory

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