

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: **1999-07-27**
SEC Accession No. **0000909012-99-000417**

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SUBJECT COMPANY

SOFTWARE SPECTRUM INC

CIK: **875173** | IRS No.: **751878002** | State of Incorporation: **TX** | Fiscal Year End: **0430**
Type: **SC 13G/A** | Act: **34** | File No.: **005-42018** | Film No.: **99671017**
SIC: **5045** Computers & peripheral equipment & software

Mailing Address
2140 MERRITT DR
GARLAND TX 75401

Business Address
2140 MERRITT DR
GARLAND TX 75041
2148406600

FILED BY

SACHS MORTON H & CO /KY/ /ADV

CIK: **756246** | IRS No.: **610881884** | State of Incorporation: **KY** | Fiscal Year End: **1231**
Type: **SC 13G/A**

Business Address
1346 S THIRD ST
LOUISVILLE KY 40208
5026365282

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)*

Software Spectrum Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

833960107000
(CUSIP Number)

5/20/99
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover 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).

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Morton H. Sachs & Co. DBA The Sachs Company ("SC")
Morton H. Sachs ("MHS")

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

Joint filing pursuant to Rule 13d-1 (f) (1) See Item 2 (a)
(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Louisville, Kentucky USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER	334,400
	6. SHARED VOTING POWER	0
	7. SOLE DISPOSITIVE POWER	334,400
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

334,400

Cusip No.833960107000

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

N/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.97%

12. TYPE OF REPORTING PERSON* SC-IA MHS-IN

SCHEDULE 13G ADDITIONAL INFORMATION

Item #

1. (a) Name of Issuer:

Software Spectrum Inc.

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

2140 Merritt Dr.
Garland, TX 75041

2. (a) Name of Person Filing:

Morton H. Sachs & Co. DBA The Sachs Company ("SC") and Morton H. Sachs ("MHS"), the controlling shareholder of SC. This schedule relates to the same securities. Each person is individually eligible to use this schedule and has executed the Agreement attached as to that effect. SEE EXHIBIT A.

(b) Address of Principal Business Office for Each of the Above:

1346 South Third Street

(c) Citizenship:
SC- A Kentucky Corporation
MHS- USA

(d) Title of Class of Securities:
Common Stock

(e) CUSIP Number:
833960107000

3. This statement is filed pursuant to Rule 13d-1(b), or 13d-2(b). 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 of 1940
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E)
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F)
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(ii)(G)
(Note: See Item 7) The Sachs Company is an investment adviser registered under Section 203 of the Investment Advisers Act of 1940 and Morton H. Sachs is an individual controlling shareholder thereof reporting under Rule 13d-1(b)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940
- (j) Group, in accordance with 240.13d-1(b)(1)(ii)(J)

CUSIP NO.833960107000

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4. Ownership:

(a) Amount Beneficially Owned:	334,400
(b) Percent of Class:	7.97%
(c) Number of shares as to which the person has:	
(i) Sole power to vote or to direct the vote	334,400
(ii) Shared power to vote or to direct the vote	None
(iii) Sole power to dispose or to direct the disposition of	334,400
(iv) Shared power to dispose or to direct the disposition of	None

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 []

SCHEDULE 13G ADDITIONAL INFORMATION (continued)

Item #

6. Ownership of More than Five Percent on Behalf of Another Person:
N/A

7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:
See Items 2 and 3.

8. Identification and Classification of Members of the Group:
N/A

9. Notice of Dissolution of Group:
N/A

10. Certification:

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

SEE NOTE NO. 1 BELOW

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: JULY 27, 1999

Date: JULY 27, 1999

Morton H. Sachs & Co. DBA The Sachs Company

Signature: By

Morton H. Sachs, President

Signature: _____
Morton H. Sachs

NOTE NO. 1: Each of the reporting persons hereby disclaim beneficial ownership of the above shares, and the filing of this statement shall not be construed as an admission that any of the reporting persons is the beneficial owner of the shares covered by this statement.

EXHIBIT A

AGREEMENT

The undersigned hereby agree that the statement on Schedule G to which this is attached as Exhibit A is filed on behalf of each of the undersigned.

Date: JULY 27, 1999

Morton H. Sachs & Co. DBA The Sachs Company

by: _____
Morton H. Sachs, President

Date: JULY 27, 1999

Morton H. Sachs
