

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: **1998-07-22**
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SUBJECT COMPANY

US HOMECARE CORP

CIK: **874507** | IRS No.: **132853680** | State of Incorporation: **NY** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-42166** | Film No.: **98669855**
SIC: **8082** Home health care services

Mailing Address
*TWO HARTFORD SQUARE
WEST
750 MAIN STREET
HARTFORD CT 06106*

Business Address
*TWO HARTFORD SQUARE
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HARTFORD CT 06106
8602787242*

FILED BY

SANDERS DON A

CIK: **904778**
Type: **SC 13D/A**

Mailing Address
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TOWER
HOUSTON TX 77002*

Business Address
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7132243100*

SCHEDULE 13D

AMENDMENT NO. 4

Under the Securities Exchange Act of 1934

U.S. HOMECARE CORPORATION
(Name of issuer)

COMMON STOCK
(Title of class of securities)

911819100
(CUSIP number)

Don A. Sanders, 3100 Chase Tower
Houston, Texas 77002 (713) 224-3100
(Name, address and telephone number of person
authorized to receive notices and communications)

July 20, 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.

Check the following box if a fee is being paid with the statement. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership or 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)

SCHEDULE 13D

CUSIP No. 911819100

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

DON A. SANDERS

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

(a) (

(b) (

3 SEC USE ONLY

4 SOURCE OF FUNDS*

PF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF	7	SOLE VOTING POWER
SHARES	1,477,385	
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY	9	SOLE DISPOSITIVE POWER
EACH REPORTING	1,477,385	
PERSON WITH	10	SHARED DISPOSITIVE POWER
	398,971	

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,876,356

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

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

14.2%

14 TYPE OF REPORTING PERSON*

IN

Item 1. Security and Issuer

No material changes.

Item 2. Identity and Background

No material changes.

Item 3. Source and Amount of Funds or Other Consideration

No material changes.

Item 4. Purpose of Transaction

No material changes.

Item 5. Interest in Securities of the Issuer

The Reporting Person directly owns 871,630 shares of Issuer's Common Stock; 27,729 shares of the Issuer's \$35.00 6% Convertible Preferred Stock that are convertible into 603,254 shares of Issuer's Common Stock and 2501 Warrants to purchase 2501 shares of the Issuer's Common Stock. The Reporting Person has the shared power to dispose of or direct the disposition of 53,764 shares of Issuer's Common Stock and 13,750 shares of the Issuer's \$35.00 6% Convertible Preferred Stock that is convertible into 299,136 shares of the Issuer's Common Stock (the "Client Shares") of certain of the Reporting Person's clients (the "Clients") from whom the Reporting Person has been granted the right to dispose of or direct the disposition of the Client's shares. The Reporting Person's Spouse directly owns 24,316 shares of the Issuer's Common Stock, and 1000 shares of the Issuer's \$35.00 6% Convertible Preferred Stock that is convertible into 21,755 shares of the Issuer's Common Stock ("Spousal Shares"). The Client Shares together with the Reporting Person's shares and the Spousal Shares represent an aggregate total of 1,876,356 shares or 14.2% of the Common Stock.

The Reporting Person has the sole power to vote or to direct the vote, and to dispose of or to direct the disposition of the Reporting Person Shares and the shared power to dispose of or to direct the disposition of the Client Shares.

The Reporting Person claims no beneficial ownership of dispositive powers with regard to the Spousal Shares.

The following table lists all of the Reporting Person's transactions involving Common Stock during the last 30 days. There have been no Spousal or Client transactions in the last 30 days.

DATE	NUMBER OF SHRES	PRICE PER SHARE
7/7/98	75,000	.505
7/20/98	80,000	.505

The Reporting Person has the right to receive or the power to direct receipt of dividends from, or the proceeds from the sale of all the Reporting Person's shares, while the applicable Client has the right to receive or the power to direct receipt of dividends from, or the proceeds from the sale of the applicable Client shares.

The Spouse has the right to receive or the power to direct receipt of dividends from, or the proceeds from the sale of all the Spousal shares of Common Stock.

(e) n/a

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

No material changes.

Item 7. Material to be Filed as Exhibits

No material changes.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this filing is true, correct and complete.

Dated July 22, 1998

