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

FORM 10-Q

(x) Quarterly Report Under Section 13 or 15 (d) of the Securities Exchange Act of 1934 for the Quarterly Period Ended November 1, 1997.

( ) Transition Report Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934 for the Transition Period from _____ to _____.

Commission File No. 0-20036

THE MEN'S WEARHOUSE, INC.
(Exact name of registrant as specified in its charter)

Texas (State or other jurisdiction of incorporation or organization)	74-1790172 (I.R.S. Employer Identification No.)
5803 Glenmont Drive Houston, Texas (Address of principal executive offices)	77081 (Zip code)

(713) 295-7200
(Registrant's telephone number including area code)

Indicate by check mark whether registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes ________x____________ No___________________

As of December 10, 1997 there were 22,115,681 common shares, $.01 par value, of the registrant outstanding.

PART 1 - FINANCIAL INFORMATION

Item 1. Financial Statements

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

<TABLE>
<CAPTION>

	November 2, 1996	November 1, 1997	February 1, 1997
ASSETS	(UNAUDITED)	(UNAUDITED)	
<S>	<C>	<C>	<C>
CURRENT ASSETS:			
Cash	$ 14,481,000	$ 22,718,000	$ 34,113,000
Inventories	182,383,000	235,140,000	164,140,000
Other current assets	8,070,000	10,793,000	10,051,000
Total Current Assets	204,934,000	268,651,000	208,304,000
PROPERTY AND EQUIPMENT, NET	66,870,000	79,120,000	71,022,000

OTHER ASSETS	10,746,000	18,905,000	16,152,000
TOTAL	$ 282,550,000	$ 366,676,000	$ 295,478,000
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES:			
Accounts payable	$ 52,680,000	$ 70,304,000	$ 38,089,000
Accrued expenses	14,025,000	22,230,000	24,742,000
Income taxes payable	2,471,000	3,430,000	8,194,000
Other current liabilities	513,000	95,000	442,000
Total Current Liabilities	69,689,000	96,059,000	71,467,000
LONG-TERM DEBT	57,500,000	57,500,000	57,500,000
OTHER LIABILITIES	6,638,000	7,272,000	7,382,000
Total Liabilities	133,827,000	160,831,000	136,349,000
SHAREHOLDERS' EQUITY:			
Common stock	210,000	221,000	210,000
Capital in excess of par	78,057,000	109,710,000	78,182,000
Retained earnings	71,035,000	96,255,000	81,316,000
Total	149,302,000	206,186,000	159,708,000
Treasury common stock, at cost	(579,000)	(341,000)	(579,000)
Total Shareholders' Equity	148,723,000	205,845,000	159,129,000
TOTAL	$ 282,550,000	$ 366,676,000	$ 295,478,000

</TABLE>

See notes to consolidated financial statements.

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS
(UNAUDITED)

FOR THE INTERIM PERIODS ENDED
NOVEMBER 2, 1996 AND NOVEMBER 1, 1997

<TABLE>
<CAPTION>

	Three Months Ended	
	1996	1997
<S>	<C>	<C>
Net Sales	$ 110,276,000	$ 146,311,000
Cost of goods sold, including buying and occupancy costs	67,771,000	91,172,000
Gross margin	42,505,000	55,139,000
Selling, general and administrative expenses	35,376,000	45,063,000
Operating income	7,129,000	10,076,000
Interest expense (net of interest income of $164,000 and $310,000 in 1996 and 1997, respectively)	755,000	598,000
Earnings before income taxes	6,374,000	9,478,000
Provision for income taxes	2,630,000	3,909,000
Net earnings	$ 3,744,000	$ 5,569,000
Net earnings per share of common stock	$ 0.18	$ 0.25

Weighted average number of common and common equivalent shares outstanding	21,163,000	22,448,000

</TABLE>

See notes to the consolidated financial statements.

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS
(UNAUDITED)

FOR THE INTERIM PERIODS ENDED
NOVEMBER 2, 1996 AND NOVEMBER 1, 1997

<TABLE>
<CAPTION>

	Nine Months Ended	
	1996	1997
<S>	<C>	<C>
Net Sales	$ 312,858,000	$ 410,867,000
Cost of goods sold, including buying and occupancy costs	192,429,000	256,104,000
Gross margin	120,429,000	154,763,000
Selling, general and administrative expenses	100,347,000	127,508,000
Operating income	20,082,000	27,255,000
Interest expense (net of interest income of $926,000 and $877,000 in 1996 and 1997, respectively)	1,594,000	1,824,000
Earnings before income taxes	18,488,000	25,431,000
Provision for income taxes	7,626,000	10,490,000
Net earnings	$ 10,862,000	$ 14,941,000
Net earnings per share of common stock	$ 0.51	$ 0.69
Weighted average number of common and common equivalent shares outstanding	21,196,000	21,730,000

</TABLE>

See notes to the consolidated financial statements.

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

FOR THE INTERIM PERIODS ENDED
NOVEMBER 2, 1996 AND NOVEMBER 1, 1997

<TABLE>
<CAPTION>

	Nine Months Ended	
	1996	1997
<S>	<C>	<C>

CASH FLOWS FROM OPERATING ACTIVITIES:		
Net earnings	$ 10,862,000	$ 14,941,000
Adjustments to reconcile net earnings to net cash used in operating activities:		
Depreciation and amortization	8,693,000	12,342,000
Increase in inventories	(45,586,000)	(71,000,000)
Increase in other assets	(3,332,000)	(1,067,000)
Increase in accounts payable and accrued expenses	17,012,000	30,703,000
Decrease in income taxes payable	(1,759,000)	(3,335,000)
Increase (decrease) in other liabilities	314,000	(110,000)
Net cash used in operating activities	(13,796,000)	(17,526,000)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Capital expenditures	(18,286,000)	(19,288,000)
Investment in trademark, tradenames and other intangibles	(6,000,000)	(3,348,000)
Net cash used in investing activities	(24,286,000)	(22,636,000)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net proceeds from sale of Notes	55,500,000	-
Net proceeds from issuance of common stock	-	29,961,000
Bank borrowings	18,750,000	-
Principal payments on bank debt	(23,000,000)	-
Principal payments under capital lease obligations	(464,000)	(347,000)
Payments of deferred loan costs	-	(230,000)
Exercise of stock options	585,000	1,140,000
Option shares relinquished for tax obligations	(1,355,000)	(1,757,000)
Net cash provided by financing activities	50,016,000	28,767,000
INCREASE (DECREASE) IN CASH	11,934,000	(11,395,000)
CASH:		
Beginning of period	2,547,000	34,113,000
End of period	$ 14,481,000	$ 22,718,000

</TABLE>

See notes to consolidated financial statements.

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

1. Basis of Presentation

The consolidated balance sheets as of November 2, 1996 and November 1, 1997 and the consolidated statements of earnings and cash flows for the interim periods ended November 2, 1996 and November 1, 1997 have been prepared by the Company, without audit. In the opinion of management, all adjustments (which include only normal recurring accruals) considered necessary to present fairly the financial position, results of operations and cash flows of the Company at November 2, 1996 and November 1, 1997 and for all periods presented, have been made. Certain reclassifications have been made to the consolidated statements of cash flows for the nine months ended November 2, 1996 to conform to the 1997 classifications.

Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with generally accepted accounting principles have been omitted from these interim financial statements. It is suggested that these consolidated financial statements be read in conjunction with the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K.

The results of operations for the nine months ended November 1, 1997 are not necessarily indicative of the operating results that may be expected for the year ending January 31, 1998.

2. Supplemental Disclosures of Cash Flow Information

	Nine months Ended	
	1996	1997
Cash paid during the period for:		
Interest	$ 1,946,000	$ 3,151,000

Income taxes	$ 9,385,000	$ 13,825,000

Non-cash investing and financing activities:

Additional paid in capital resulting from tax benefit recognized upon exercise of stock options	$ 1,046,000	$ 1,429,000
Treasury stock issued to employee stock ownership plan	$ 625,000	$ 1,000,000

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

General

In large part, changes in net sales and operating results are impacted by the number of stores operating during the fiscal period. The following information is provided with respect to stores in operation during each of the respective fiscal periods. References herein to years are to the Company's 52 - or 53 - week fiscal year which ends on the Saturday nearest January 31 in the following calendar year. For example, references to "1997" mean the fiscal year ending January 31, 1998.

<TABLE>
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	Three Months Ended		Nine Months Ended		Fiscal Year Ended
	Nov. 2, 1996	Nov. 1, 1997	Nov. 2, 1996	Nov. 1, 1997	Feb. 1, 1997
<S>	<C>	<C>	<C>	<C>	<C>
Stores open at beginning of period	297	374	278	345	278
Opened during period	18	10	37	36	50
C&R acquired during period	-	-	-	-	17
NAL acquired during period	-	-	-	6	-
Closed during period	-	(1)	-	(4)	-
Stores open at end of period	315	383	315	383	345

</TABLE>

In May 1997, the Company, through an indirect wholly-owned subsidiary, acquired the assets of Walter Pye's Men's Shops, Inc., which operated four weekend-only stores in the Greater Houston area and one store in each of San Antonio and New Orleans. Walter Pye's Men's Shops, Inc. operated these six stores under the name "NAL". The Company operates these stores, along with Value Price Clothing Inc.'s ("VPC") C&R stores and two clearance centers, as the VPC division, selling men's tailored apparel to the more price sensitive clothing customer.

Results of Operations - Three Months

Net sales in the third quarter of 1997 increased $36.0 million, or 32.7%, over the prior year due to sales from stores opened after November 2, 1996, sales from the 17 C&R stores and 6 NAL stores acquired by VPC in January 1997 and May 1997, respectively, and a comparable store sales increase. Comparable store sales (which are calculated by excluding the net sales of a store for any month of one period if the store was not open throughout the same month of the prior year) for the third quarter of 1997 increased 10.8% over the third quarter of 1996. Comparable store sales increased .3% in the third quarter of 1996 over the third quarter of 1995.

In the third quarter of 1997, gross margin increased by $12.6 million as compared to the third quarter of 1996 and as a percentage of net sales decreased from 38.5% to 37.7%. The decline in gross margin percentage resulted principally from the impact of the lower gross margin realized by the VPC division. The gross margin in the Company's traditional stores improved as occupancy costs decreased as a percentage of net sales.

Selling, general and administrative costs for the third quarter of 1997 increased $9.7 million as compared to the third quarter of 1996, yet as a percentage of net sales decreased from 32.1% to 30.8%. The principal components of selling, general and administrative costs increased as a result of the Company's growth. As a percentage of net sales, advertising expense decreased from 7.0% to 5.6% , store salaries remained flat at 12.6% and other store and non-store general and administrative costs increased from 12.5% to 12.6%. The relationship of these components of selling, general and administrative costs to net sales was favorably impacted by the operations of the VPC division.

Interest expense, net of interest income, decreased from $755,000 in the third quarter of 1996 to $598,000 in the third quarter of 1997. Weighted average borrowings outstanding, including obligations under capital leases, decreased from $58.1 million in the third quarter of 1996 to $57.6 million in the third quarter of 1997, while the weighted average interest rate on outstanding indebtedness equaled 6.3% for both periods. The effective interest rate includes commitment fees paid pursuant to the credit agreement (see Liquidity and Capital Resources) under which there was no indebtedness outstanding in either the third quarter of 1996 or 1997. Interest expense associated with the 5 1/4% Convertible Subordinated Notes (see Liquidity and Capital Resources) was offset by interest income of $164,000 and $310,000 resulting from the investment of excess cash in short-term securities during the third quarter of 1996 and 1997, respectively.

The effective tax rate remained unchanged between the quarters at approximately 41.3%.

The factors discussed above resulted in net earnings of $5,569,000, or 3.8% of net sales, for the third quarter of 1997 as compared to $3,744,000, or 3.4% of net sales, for the third quarter of 1996.

Results of Operations - Nine months

Net sales in the first nine months of 1997 increased $98.0 million, or 31.3%, over the prior year due to sales from stores opened after November 2, 1996, sales from the 17 C&R stores and 6 NAL stores acquired by VPC in January 1997 and May 1997, respectively, and a comparable store sales increase. Comparable store sales for the first nine months of 1997 increased 7.1% over the first nine months of 1996. Comparable store sales increased 2.8% in the first nine months of 1996 over the first nine months of 1995.

In the first nine months of 1997, gross margin increased by $34.3 million as compared to the first nine months of 1996 and as a percentage of net sales decreased from 38.5% to 37.7%. The decline in gross margin percentage resulted principally from the impact of the lower gross margin realized by the VPC division. The gross margin in the Company's traditional stores improved slightly as product costs and occupancy costs decreased as a percentage of net sales.

Selling, general and administrative costs for the first nine months of 1997 increased $27.2 million as compared to the first nine months of 1996, yet as a percentage of net sales decreased from 32.1% to 31.0%. The principal components of selling, general and administrative costs increased as a result of the Company's growth. As a percentage of net sales, advertising expense decreased from 6.9% to 6.2% , store salaries decreased from 12.8% to 12.5% and other store and non-store general and administrative costs decreased from 12.4% to 12.3%. The relationship of these components of selling, general and administrative costs to net sales was favorably impacted by the operations of the VPC division.

Interest expense, net of interest income, increased from $1,594,000 in the first nine months of 1996 to $1,824,000 in the first nine months of 1997. Weighted average borrowings outstanding, including obligations under capital leases, increased from $53.5 million in the first nine months of 1996 to $57.7 million in the first nine months of 1997, while the weighted average interest rate on outstanding indebtedness decreased from 6.3% to 6.2%. The effective interest rate includes commitment fees paid pursuant to the credit agreement (see Liquidity and Capital Resources) under which indebtedness was outstanding for only a portion of the first nine months of 1996 and no indebtedness was outstanding during the first nine months of 1997. Interest expense associated with the 5 1/4% Convertible Subordinated Notes (see Liquidity and Capital Resources) was offset by interest income of $926,000 and $877,000 resulting from the investment of excess cash in short-term securities during the first nine months of 1996 and 1997, respectively.

The effective tax rate remained unchanged for the nine-month periods at approximately 41.3%.

The factors discussed above resulted in net earnings of $14,941,000, or 3.6% of net sales, for the first nine months of 1997 as compared to $10,862,000, or 3.5% of net sales, for the first nine months of 1996.

Liquidity and Capital Resources

In July 1997, the Company completed a public offering of 2,041,250 shares of common stock, $.01 par value, at $31.75 per share, of which 1,000,000 shares were sold by the Company for proceeds, net of offering costs, of $30.0 million.

In March 1996, the Company sold $57.5 million of 5 1/4% Convertible Subordinated Notes (the "Notes") due 2003. The Notes are convertible into Common Stock at a conversion price of $34.125 per share. A portion of the net proceeds from the Notes was used to repay outstanding indebtedness under the second amended and restated Credit Agreement and the balance has been invested in new stores, the acquisition of C&R and NAL, licenses, trademarks, short-term interest bearing securities or otherwise used to minimize borrowings under the second amended and restated Credit Agreement. Interest on the Notes is payable semi-annually on March 1 and September 1 of each year.

The change in the Company's cash position during the nine months ended November 1, 1997, resulted from the following combination of factors:

Net proceeds from issuance of 1,000,000 shares of common stock on July 23, 1997 of approximately $30 million.

Net cash used in operations, principally related to an inventory increase due to seasonal inventory buildup and the addition of 36 stores opened during the nine months ended November 1, 1997, as well as the purchase of inventory for stores to be opened in the fourth quarter of 1997.

Use of cash in connection with capital expenditures related to new stores opened during the nine months ended, or under construction at, November 1, 1997, land and building purchased for use by the Company in connection with various training and meeting functions, employee retreats and vendor relations and purchases of telecommunication and computer equipment.

The acquisition of six NAL stores, including inventory and related intangibles.

On June 2, 1997, the Company entered into a revolving credit agreement ("Revised Credit Agreement") to replace the second amended and restated Credit Agreement with its bank group that became effective on June 30, 1995. The Revised Credit Agreement provides for borrowings of up to $125 million through April 30, 2002. As of December 15, 1997, there was no indebtedness outstanding under the Revised Credit Agreement.

Advances under the Revised Credit Agreement bear interest at a rate per annum equal to, at the Company's option, (i) the bank's prime rate or (ii) the reserve adjusted LIBOR rate plus an interest rate margin varying between .875% to 1.375%. The Revised Credit Agreement provides for fees applicable to unused commitments of .125% to .275% .

The Revised Credit Agreement contains certain restrictive and financial covenants, including a requirement to maintain a minimum amount of Consolidated Net Worth (as defined). The Company is also required to maintain certain debt to cash flow, cash flow coverage and current ratios and must keep its average store inventories below certain specified amounts. In addition, the Revised Credit Agreement limits additional indebtedness, creation of liens, Restricted Payments (as defined) and Investments (as defined). The Revised Credit Agreement prohibits payment of cash dividends on the Common Stock of the Company. The Revised Credit Agreement also permits, with certain limitations, the Company to merge or consolidate with another company, sell or dispose of its property, make acquisitions, issue options or enter into transactions with affiliates.

The Company anticipates opening a total of approximately 50 new stores in the current fiscal year, including the 36 stores opened in the first nine months of 1997. The continuing consolidation of the men's tailored clothing industry and

recent financial difficulties of significant menswear retailers may present the Company with opportunities to acquire retail chains significantly larger than the Company's past acquisitions. Any such acquisitions may be undertaken as an alternative to opening new stores. The Company has received, and from time to time in the past has received, inquiries concerning its interest in possible acquisitions and has requested information with respect thereto. The Company may use cash on hand, together with its cash flow from operations and borrowings under the Revised Credit Agreement, to take advantage of acquisition opportunities.

The Company is currently conducting an evaluation of the computer hardware and software needs necessary to productively manage its expected future business activities. Based on the current plan, it is expected that the related capital expenditures will approximate $12 million to $17 million over the next 18 to 24 months.

In June 1997, the Company commenced construction of approximately 150,000 square feet on a six acre tract adjacent to its current distribution facility in Houston. Including the cost of the land (which was purchased for $700,000 in 1996), fixtures and equipment, these new distribution facilities are estimated to cost approximately $7.5 million and are expected to be completed after the end of the current fiscal year.

The Company anticipates that its existing cash and cash flow from operations, supplemented by borrowings under the Revised Credit Agreement, will be sufficient to fund its planned store openings, other capital expenditures and other operating cash requirements for at least the next twelve months.

In connection with the Company's direct sourcing program, the Company may enter into purchase commitments that are denominated in a foreign currency. The Company generally enters into forward exchange contracts to reduce the risk of currency fluctuations related to firmly committed and certain other probable, but not firmly committed, inventory transactions denominated in a foreign currency. The majority of the forward exchange contracts are with one financial institution. Therefore, the Company is exposed to credit risk in the event of nonperformance by this party. However, due to the creditworthiness of this major financial institution, full performance is anticipated. The Company may also be exposed to market risk as a result of changes in foreign exchange rates. This market risk should be substantially offset by changes in the valuation of the underlying transactions being hedged.

Impact of New Accounting Pronouncements

The Financial Accounting Standards Board issued Statement No. 128, "Earnings Per Share," (SFAS 128), in February 1997. SFAS 128, which is effective for periods ending after December 15, 1997, establishes standards for computing and presenting earnings per share (EPS) and applies to entities with publicly held common stock or potential common stock. SFAS 128 simplifies the standards for computing earnings per share previously found in APB Opinion No. 15 and makes them comparable to international EPS standards. It replaces the presentation of primary EPS with a presentation of basic EPS. It also requires dual presentation of basic and diluted EPS on the face of the income statement for all entities with complex capital structures and requires a reconciliation of the numerator and denominator of the diluted EPS computation.

Basic EPS excludes dilution and is computed by dividing income available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted EPS reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the earnings of the entity. Diluted EPS is computed similarly to fully diluted EPS pursuant to Opinion 15. The Company does not believe that the adoption of SFAS 128 will have a material effect on the Company's method of calculation or display of earnings per share amount.

Also in February 1997, the FASB issued SFAS No. 129, Disclosure of Information about Capital Structure, which establishes standards for disclosing information about an entity's capital structure. Such SFAS is effective for periods ending after December 15, 1997. In June 1997, the FASB issued SFAS No. 130, Reporting Comprehensive Income, and SFAS 131, Disclosures About Segments of an Enterprise and Related information. SFAS No. 130 establishes standards for reporting and

displaying of comprehensive income and its components. SFAS No. 131 establishes standards for the way that public business enterprises report information about operating segments and related information in interim and annual financial statements. SFAS No. 130 and 131 are effective for periods beginning after December 15, 1997. These three statements will not have any effect on the Company's 1997 financial statements, however, management is evaluating what, if any, additional disclosures may be required when these three statements are implemented.

Forward -Looking Statements

Certain statements made herein and in other public offerings and releases by the Company contain "forward-looking" information (as defined in the Private Securities Litigation Reform Act of 1995) that involve risk and uncertainty. These forward-looking statements may include, but are not limited to, future sales, earnings, margins, costs, number and costs of store openings, demand for men's clothing, market trends in the retail men's clothing business, currency fluctuations, inflation and various economic and business trends. Forward-looking statements may be made by management orally or in writing, including but not limited to, this Management's Discussion and Analysis of Financial Condition and Results of Operations section and other sections of the Company's filings with the Securities and Exchange Commission under the Securities Exchange Act of 1934 and the Securities Act of 1933.

Actual results and trends in the future may differ materially depending on a variety of factors including, but not limited to, domestic economic activity and inflation, the Company's successful execution of internal operating plans and new store and new market expansion plans, performance issues with key suppliers, foreign currency fluctuations, government export and import policies and legal proceedings. Future results will also be dependent upon the ability of the Company to continue to identify and complete successful expansions and penetrations into existing and new markets and its ability to integrate such expansions with the Company's existing operations.

PART II - OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

11.1 Statement of Computation of Net Earnings Per Share.

27.1 Financial Data Schedule.

(b) The Company did not file any reports on Form 8-K during the 13 weeks ended November 1, 1997.

Signatures

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 thereinto duly authorized.

The Men's Wearhouse, Inc.
(REGISTRANT)

_/s/____________________
David H. Edwab
President
December 15, 1997

_/s/____________________
Gary G. Ckodre
Vice President - Finance and Principal Financial
 and Accounting Officer
December 15, 1997

INDEX TO EXHIBITS

11.1 Statement of Computation of Net Earnings Per Share.

27.1 Financial Data Schedule.

EXHIBIT 11.1

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
STATEMENT OF COMPUTATION OF NET EARNINGS PER SHARE
FOR THE INTERIM PERIODS ENDED NOVEMBER 2, 1996 AND NOVEMBER 1, 1997

<TABLE>
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	Three Months Ended	
	1996	1997
<S>	<C>	<C>
Shares outstanding - beginning of period	20,909,000	22,034,000
Shares issued during period - weighted average:		
Options exercised	-	17,000
Common stock equivalents - weighted average:		
Shares issuable upon exercise of stock options granted (treasury stock method)	254,000	397,000
Weighted average number of common and common equivalent shares	21,163,000	22,448,000
Net earnings applicable to common stock	$3,744,000	$5,569,000
Primary and fully diluted earnings per share	$ .18	$ .25

</TABLE>

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<TABLE>
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	Nine Months Ended	
	1996	1997
<S>	<C>	<C>
Shares outstanding - beginning of period	20,820,000	20,921,000
Shares issued during period - weighted average:		
Public offerings	-	374,000
Options exercised	61,000	67,000
Contribution to Employee Stock Plan	17,000	30,000
Common stock equivalents - weighted average:		
Shares issuable upon exercise of stock options granted (treasury stock method)	298,000	338,000
Weighted average number of common and common equivalent shares	21,196,000	21,730,000
Net earnings applicable to common stock	$10,862,000	$14,941,000
Primary and fully diluted earnings per share	$ .51	$ .69

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE COMPANY'S CONSOLIDATED FINANCIAL STATEMENTS ON FORM 10-Q AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.
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