PRIMEX TECHNOLOGIES INC

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 2/13/1998 For Period Ending 1/31/1998

Address 10101 NINTH ST. N. PO BOX 4500

ST. PETERSBURG, Florida 33716-3807

Telephone 813-578-8100 CIK 0001019265

Fiscal Year 12/31



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U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

[] check this bo	A if no longer subject of S	rection 10. Form For Form 5	obligations may continue. See Instruct	1011 1(0).				
1. Name and Ad	dress of Reporting Person	1						
		Halis, J	effrey S.					
(Last) (First) (M	iddle)							
500 Park Avenu	ie, 5th Floor							
	New York	(Street) New York NY 10022						
	(City)	(State)	(Zip)					
2. Issuer Name a	and Ticker or Trading Sym		gies, Inc. (PRM	(X)				
	Prime	x Technolo	gies, Inc. (PRM	(X)				
		x Technolo	gies, Inc. (PRM	(X)				
	Prime Security Number of Repo	x Technolo	gies, Inc. (PRM	(X)				
3. IRS or Social	Prime Security Number of Repo	ex Technolo orting Person (Voluntary)	gies, Inc. (PRM	(X)				
3. IRS or Social4. Statement for	Prime Security Number of Repo	ex Technolo orting Person (Voluntary) Januar		(X)				
3. IRS or Social4. Statement for5. If Amendmen	Prime Security Number of Repo Month/Year t, Date of Original (Month) of Reporting Person to Issue	ex Technolo orting Person (Voluntary) Januar h/Year)		(X)				

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- [X] Form filed by One Reporting Person [] Form filed by More than One Reporting Persion

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2.	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially		7. Nature of Indirect
1. Title of Security (Instr. 3)		(Instr. 8)	- Amount	(A)		of Month (Instr. 3	Indirect	Beneficial Ownership) (Instr. 4)
Common Stock	1/30/98	P	2,000	А	\$ 34.92	545,554*	s	Partner- nips and orporations*
					=======		=======	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

Number

Owner-

	2.										of Deriv-	ship of	
	Conver-	Conver-			5.			7.			ative	Deriv-	11.
	sion			Number	of			Title and	l Amount		Secur-	ative	Nature
	of			Deriva	ative	6.		of Underl	ying.	8.	ities	Secur-	of
	Exer-		4.	Securi	ities Date		Securities		Price	Bene-	ity:	In-	
	cise	3.	Trans-	Acquir	red (A)	Exercisa	ble and	(Instr. 3	and 4)	of	ficially	Direct	direct
	Price	Trans-	action	or Dis	or Disposed Expiration Date				Deriv-	Owned	(D) or	Bene-	
l.	of	action	Code	of(D)		(Month/D	ay/Year)		Amount	ative	at End	In-	ficial
Title of	Deriv-	Date	(Instr.	(Instr. 3,					or	Secur-	of	direct	Owner-
Derivative	ative	(Month/	8)	4 and	5)	Date	Expira-		Number	ity	Month	(I)	ship
Security	Secur-	Day/				Exer-	tion		of	(Instr.	(Instr.	(Instr.	(Instr.
(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares	5)	4)	4)	4)

Explanation of Responses: *377,044 of the shares reported herein are owned by Tyndall Partners, L.P., a Delaware limited partnership. 100,080 of the shares reported herein are owned by Tyndall Institutional Partners, L.P., a Delaware limited partnership. 41,770 of the shares reported herein are owned by Madison Avenue Partners, L.P., a Delaware limited partnership. 26,660 of the shares reported herein are owned by Halo International, Ltd., a company organized under the laws of the Cayman Islands. Jeffrey S. Halis possesses sole voting and investment control over all securities owned by Tyndall Partners, L.P., Tyndall Institutional Partners, L.P., Madison Avenue Partners, L.P. and Halo International, Ltd., respectively.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures.

End of Filing



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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations.