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ATTORNEYS AND COUNSELORS AT LAW
144 FOURTH STREET
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COMMISSION

OCT 5 12 24 PM '98

CHARLES H. BELL, JR.
COLLEEN G. McANDREWS
THOMAS W. HILTACHIK
JAMES F. SWEENEY
OF COUNSEL

September 30, 1998

155 CAPITOL MALL, SUITE 501
SACRAMENTO, CA 95814
(916) 412-7287
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Federal Election Commission
999 E Street, N. W.
Washington D.C. 20463

Dear Filing Officer:

Enclosed are the original and one copy of the following for:

The Walt Disney Company Employees' PAC, ID # C00197749

for the periods 01/01/97 through 08/31/98.

X FORM 3X

X 20 MONTHLY AMENDMENTS TO ABOVE FOR
JANUARY 1997 TO AUGUST 1998

X REPORT SENT BY FIRST CLASS MAIL, CERTIFIED
RETURN RECEIPT

____ REPORT SENT BY OVERNIGHT DELIVERY

____ OTHER:

Please endorse this transmittal letter as acknowledgment of receipt and return it in the self-addressed, stamped envelope provided.

Sincerely,

Bell, McAndrews & Hiltachik

Enclosures
015519052898

BELL, McANDREWS & HILTACHK

ATTORNEYS AND COUNSELORS AT LAW

1441 FOURTH STREET

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455 CAPITOL MALL, SUITE 801
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September 28, 1998

The Federal Election Commission
Attention Mr. Ed Ryan
999 E Street, N.W.
Washington, DC 20463

Re: The Walt Disney Company Employees' PAC, ID#: C00197749
Report for the period January 1, 1997 to January 31, 1997

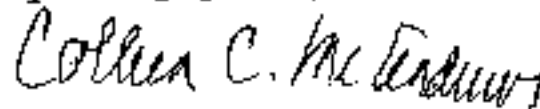
Dear Mr. Ryan:

This letter refers to the monthly report of The Walt Disney Company Federal PAC for the period January 1, 1997 through January 31, 1997.

Unitized payroll deduction amounts deducted in 1996 and reported in 1996 were deposited in 1997 and misreported as received in 1997. Therefore, when reported correctly at year-end 1996, the cash on hand for January 1, 1997 increases by \$1,005.00 to \$15,096.31.

Please contact the undersigned if you have any questions concerning the above.

Very truly yours,



Colleen C. McAndrews

CCM:sa
033519091896

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CHARLES H. BELL, JR.
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OF COUNSEL

September 29, 1998

440 CAPITAL Mall, SUITE 301
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(916) 442-7757
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The Federal Election Commission
Attention Mr. Ed Ryan
999 E Street, N.W.
Washington, DC 20463

Re: The Walt Disney Company Employees' PAC - ID#: C00197749

Dear Mr. Ryan:

We have reviewed the FEC monthly reports for the above referenced PAC for 1997 and 1998. Amendments are enclosed for every month from January 1, 1997 through August 31, 1998.

By and large, the amendments reflect corrections to the payroll deductions reported and the cash on hand carried forward on the summary pages. The amendments also reflect correct attributions of the contributions made to federal candidates to reflect the six year cycle for candidates for the U.S. Senate. In three instances, refunds have been requested and that is noted on the reports.

After reviewing these amendments, please contact me if you have any further questions.

Very truly yours,

Colleen C. McAndrews

Colleen C. McAndrews

CCM:sa
055519091898

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other Than an Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION

USE FEC MAILING LABEL
OR
TYPE OR PRINT

1. NAME OF COMMITTEE (In full) The Walt Disney Company Employees' Political Action Committee		2. FEC IDENTIFICATION NUMBER 000197749	
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 500 S. Buena Vista Street		3. <input checked="" type="checkbox"/> This committee has qualified as a multicandidate committee (see FEC FORM 1M)	
CITY, STATE and ZIP CODE Burbank, CA 91521-0188			

4. TYPE OF REPORT

- (a) April 15 Quarterly Report
 July 15 Quarterly Report
 October 15 Quarterly Report
 January 31 Year End Report
 July 31 Mid-Year Report (Non-election Year Only)
 Termination Report
- Monthly Report Due on:
 February 20 June 20 October 20
 March 20 July 20 November 20
 April 20 August 20 December 20
 May 20 September 20 January 31
- Twelfth day report preceding _____
(Type of Election)
election on _____ in the State of _____
- Thirtieth day report following the General Election on _____
in the State of _____
- (b) Is this Report an Amendment? YES NO

SUMMARY	COLUMN A This Period	COLUMN B Calendar Year-to-Date
5. Covering Period <u>01/01/97</u> through <u>01/31/97</u>		
6. (a) Cash on Hand January 1, 1997		15,096.31
(b) Cash on Hand at Beginning of Reporting Period	15,096.31	
(c) Total Receipts (from Line 19)	3,167.13	3,167.13
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	18,263.44	18,263.44
7. Total Disbursements (from Line 30)	11,033.50	11,033.50
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	7,229.94	7,229.94
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	

For further information
contact:
Federal Election Commission
999 E Street, NW
Washington, DC 20483
Toll Free 800-424-9630
Local 202-378-3120

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer Jeffrey A. Schwartz	Date 9/20/90
Signature of Treasurer <i>Jeffrey A. Schwartz</i>	

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U. S. C. p437g.

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FEC FORM 3X
(revised 9/93)

DETAILED SUMMARY PAGE
OF RECEIPTS AND DISBURSEMENTS
PAGE 2, FEQ FORM 3X

NAME OF COMMITTEE		REPORT COVERING PERIOD	
The Walt Disney Company Employees' Political Action Committee		FROM: 01/01/97	TO: 01/31/97
I. Receipts		COLUMN A Total This Period	COLUMN B Calendar Year
11. Contributions (other than loans) From:			
a. Individuals/Persons Other Than Political Committees			
i. Itemized (use Schedule A)	1,250.00	1,250.00	11(a)(i)
ii. Unitemized	1,912.00	1,912.00	11(a)(ii)
iii. Total	3,162.00	3,162.00	11(a)(iii)
b. Political Party Committees	0.00	0.00	11(b)
c. Other Political Committees (such as PACs)	0.00	0.00	11(c)
d. Total Contributions	3,162.00	3,162.00	11(d)
12. Transfers From Affiliated/Other Party Committees	0.00	0.00	12
13. All Loans Received	0.00	0.00	13
14. Loan Repayments Received	0.00	0.00	14
15. Offsets to Operating Expenditures (Refunds, Rebates, etc.)	0.00	0.00	15
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees	0.00	0.00	16
17. Other Federal Receipts (Dividends, Interest, etc.)	5.13	5.13	17
18. Transfers from Nonfederal Account for Joint Activity	0.00	0.00	18
19. Total Receipts (add 11d, 12, 13, 14, 15, 16, 17, and 18)	3,167.13	3,167.13	19
20. Total Federal Receipts (subtract line 18 from line 19)	3,167.13	3,167.13	20
II. Disbursements			
21. Operating Expenditures			
a. Shared Federal/Non-Federal Activity (from Schedule H4)			
i. Federal Share	0.00	0.00	21(a)(i)
ii. Non-Federal Share	0.00	0.00	21(a)(ii)
b. Other Federal Operating Expenditures	33.50	33.50	21(b)
c. Total Operating Expenditures (add a i, a ii, and b)	33.50	33.50	21(c)
22. Transfers to Affiliated/Other Party Committees	0.00	0.00	22
23. Contributions to Federal Candidates/Committees and Other Party Committees	11,000.00	11,000.00	23
24. Independent Expenditures (use Schedule E)	0.00	0.00	24
25. Coordinated Expenditures Made by Party Committees (2 U.S.C. 441a(d)) (use Schedule F)	0.00	0.00	25
26. Loan Repayments Made	0.00	0.00	26
27. Loans Made	0.00	0.00	27
28. Refunds of Contributions To:			
a. Individuals/Persons Other Than Political Committees	0.00	0.00	28(a)
b. Political Party Committees	0.00	0.00	28(b)
c. Other Political Committees (such as PACs)	0.00	0.00	28(c)
d. Total Contribution Refunds (add a, b and c)	0.00	0.00	28(d)
29. Other Disbursements	0.00	0.00	29
30. Total Disbursements (add 21c, 22, 23, 24, 25, 26, 27, 28d, and 29)	11,033.50	11,033.50	30
31. Total Federal Disbursements (subtract line 21 a, ii from line 30)	11,033.50	11,033.50	31
III. Net Contributions/Operating Expenditures			
32. Total Contributions (other than loans) (from line 11d)	3,162.00	3,162.00	32
33. Total Contribution Refunds (from line 28d)	0.00	0.00	33
34. Net Contributions (other than loans) (subtract line 33 from 32)	3,162.00	3,162.00	34
35. Total Federal Operating Expenditures (add 21 a i and 21 b)	33.50	33.50	35
36. Offsets to Operating Expenditures (from line 15)	0.00	0.00	36
37. Net Operating Expenditures (subtract line 36 from 35)	33.50	33.50	37

SCHEDULE A **ITEMIZED RECEIPTS**

Contributions from Individuals/Persons

Use separate schedule(s)
for each category of the
Detailed Summary Page
(01/01/87 - 01/31/87)

PAGE OF
 1
FOR LINE NUMBER
11(a)(1)

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (in Full)

The Walt Disney Company Employees' Political Action Committee 000197749

A. Full Name, Mailing Address and ZIP Code Cheryl Davis 1935 Alpha Road, Unit 920 Glendale, CA 91208	Name of Employer The Walt Disney Company	Date (month, day, year) 01/16/97	Amount of Each Receipt this Period 1,000.00
	Occupation	Aggregate Year-to-Date > \$ 1,000.00	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
B. Full Name, Mailing Address and ZIP Code Laurie Miller 8612 Crestgate Circle Orlando, FL 32819	Name of Employer The Walt Disney Company	Date (month, day, year) 01/15/97	Amount of Each Receipt this Period 250.00
	Occupation	Aggregate Year-to-Date > \$ 250.00	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
C. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
	Occupation	Aggregate Year-to-Date > \$	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
D. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
	Occupation	Aggregate Year-to-Date > \$	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
E. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
	Occupation	Aggregate Year-to-Date > \$	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
F. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
	Occupation	Aggregate Year-to-Date > \$	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			
G. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
	Occupation	Aggregate Year-to-Date > \$	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):			

SUBTOTAL of Receipts This Page (optional)	1,250.00
TOTAL This Period (last page this line number only)	1,250.00

SCHEDULE B ITEMIZED DISBURSEMENTS

Other Federal Operating Expenses

Use separate schedule(s) for each category of the Detailed Summary Page (01/01/97 - 01/31/97)

PAGE 1 OF 1
FOR LINE NUMBER 21 (b)

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (in Full)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Unitized other federal operating expenses (less than \$200) This Period: 01/01/97 - 01/31/97	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		33.50
B. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
C. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
D. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
E. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
F. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
G. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
H. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period
I. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	Date (month, day, year)	Amount of Each Disbursement this Period

SUBTOTAL of Disbursements This Page (optional)

33.50

TOTAL This Period (last page this line number only)

33.50

SCHEDULE B ITEMIZED DISBURSEMENTS
Contribution to Federal Candidates/Committees and Other Party Committees

Use separate schedule(s) for each category of the Detailed Summary Page (01/01/87 - 01/31/87)

PAGE OF
 1 1
 FOR LINE NUMBER
 23

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NAME OF COMMITTEE (in Full)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Committee to Re-Elect Loretta Sanchez 12553 South Harbor Blvd. Garden Grove, CA 92840	Loretta Sanchez CA CD/46 Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	01/13/97	2,000.00
B. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Friends of John McCain 241 Russell Building Washington, DC 20515	John McCain US Senate, AZ Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	01/02/97	5,000.00
C. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Howard Coble for Congress 2239 Rayburn House Office Bldg. Washington, DC 20515	Howard Coble NC CD/06 Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	01/08/97	2,000.00
D. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Toricelli for Senate 41 Baynard Street, 2nd Floor New Brunswick, NJ 08903	Robert Toricelli US Senate, NJ Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	01/13/97	2,000.00
E. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		
F. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		
G. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		
H. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		
I. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
	Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		

SUBTOTAL of Disbursements This Page (optional)

11,000.00

TOTAL This Period (last page this line number only)

11,000.00

Federal Election Commission

**ENVELOPE REPLACEMENT PAGE
FOR INCOMING DOCUMENTS**

The Commission has added this page to the end of this filing to indicate how it was received.

<input type="checkbox"/> Hand Delivered	Date of Receipt
<input type="checkbox"/> First Class Mail	POSTMARKED
<input checked="" type="checkbox"/> Registered/Certified Mail	POSTMARKED 9-30-98
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other (Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
<i>SL</i> PREPARER	10-5-98 DATE PREPARED