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EMERSON RADIO CORP
Form SC 13D/A
March 08, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)

EMERSON RADIO CORP.
(Name of Issuer)

Common Stock, \$.01 par value
(Title of Class of Securities)

291087203
(CUSIP Number)

with copy to:

Elizabeth J. Calianese, Esq.
Emerson Radio Corp.
Nine Entin Road
Parsippany, New Jersey 07054
(973) 884-5800

Mason H. Drake, Esq.
Wollmuth Maher & Deutsch LLP
500 Fifth Avenue, 12th Floor
New York, New York 10110
(212) 382-3300

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

July 31, 2000

(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 Statement because of
Rule 13d-1(b) (3) or (4), check the following:

Check the following box if a fee is being paid with this Statement:

SCHEDULE 13D

CUSIP NO. 291087203

1 NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE
PERSONS

Petra Stelling

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

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4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) [x]

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Germany

Number of Shares Beneficially Owned by Reporting Person With	7	SOLE VOTING POWER	0
	8	SHARED VOTING POWER	0
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

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

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

0.0% (as of July 31, 2000).

14 TYPE OF REPORTING PERSON*

IN

Item 1. Security and Issuer.

This statement on amendment number 1 to Schedule 13D (the "Amended Schedule 13D") relates to shares of common stock, par value \$.01 ("Emerson Common Stock") of Emerson Radio Corp. (the "Company"), whose executive offices are located at 9 Entin Road, Parsippany, New Jersey 07054.

Item 2. Identity and Background.

The reporting party filing this Amended Schedule 13D is Petra Stelling (the "Reporting Party"). The Reporting Party's address is Im Berghof 5, 8700 Kusnacht, Switzerland. The Reporting Party invests her own personal wealth and is otherwise unemployed.

The Reporting Party has never been convicted in any criminal proceeding, nor has she been a party to any civil proceeding commenced before a judicial or administrative body of competent jurisdiction as a result of which she was or is now subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws. The Reporting Party is a citizen of Germany.

Item 3. Source and Amount of Funds or Other Consideration.

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On July 31, 2000, the Reporting Party sold 8,177,533 of Emerson Common Stock (the "Shares") to the Company for \$.50 per share, or \$4,088,766.50.

Item 4. Purpose of Transaction.

Except as indicated in this Amended Schedule 13D, the Reporting Party currently has, and on July 31, 2000 had, no plans or proposals that relate to or would result in any of the matters described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

Item 5. Interest in Securities of the Issuer.

As of July 31, 2000 and as of the date hereof, the Reporting Party did not and does not beneficially own any shares of Emerson Common Stock. On May 25, 2000, the Reporting Party acquired 8,177,533 of Emerson Common Stock (the "Shares") pursuant to a court ordered release of the Shares as part of litigation involving the Reporting Party and the Company.

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

As of July 31, 2000 and as of the date hereof, except as described in the litigation matter titled "Stelling" described in the Company's Form 8-K dated June 9, 2000, there was and is no contract, arrangement, understanding or relationship between the Reporting Party and the Company and any other person with respect to any securities of the Company.

Item 7. Material to be Filed as Exhibits:

None.

SIGNATURES

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.

Dated: March 8, 2001
Kusnacht, Switzerland

/s/ Petra Stelling
