

RECEIVED
DEPARTMENT OF JUSTICE
DEPARTMENT OF JUSTICE
WASHINGTON, D.C. 20530

Form OBD-68
(Rev 10-14-76)
Formerly DJ-307
for

JAN 8 1 08 PM '80
REGISTRATION UNIT
INTERNAL SECURITY
SECTION
DIVISION

AMENDMENT TO REGISTRATION STATEMENT

Pursuant to the Foreign Agents
Registration Act of 1938, as amended.

1. Name of Registrant GRAYDON ASSOCIATES, INC.	2. Registration No. 2639
---	---------------------------------

3. This amendment is filed to accomplish the following indicated purpose or purposes:

- To correct a deficiency in
 - Initial Statement 1977
 - Supplemental Statement for _____
- To give notice of change in an exhibit previously filed.
- To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
- Other purpose (specify) To submit missing March 1977 contract

4. If this amendment requires the filing of a document or documents, please list -


March 1977 contract between Graydon Associates, Inc. and Warrington New Town Development Corp.

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

As per request of Ms. K. Olhaver, contract statement missing from files.

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this amendment and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief.

(Both copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)



R. J. Graydon
President

Subscribed and sworn to before me at Red Bank, NJ

this 31 day of December, 1979 Eileen M. McCoach
(Notary or other officer)

My commission expires _____
EILEEN M. McCOACH
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires July 26, 1984