SCHNITZER STEEL INDUSTRIES INC Form SC 13G/A February 09, 2007

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

#### **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 13)\*

Schnitzer Steel Industries, Inc. (Name of Issuer)

Class A Common Stock, \$1 par value (Title of Class of Securities)

806882 10 6 (CUSIP Number)

N/A

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)
- \*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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

Carol S. Lewis

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) x

(b) o

- 3 SEC USE ONLY
- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.

5 SOLE VOTING POWER

**NUMBER OF** 13,500

**SHARES** 6 SHARED VOTING POWER

BENEFICIALLY

**OWNED BY** 7,020,971

**EACH** 

**REPORTING** 7 SOLE DISPOSITIVE POWER

**PERSON** 

**WITH:** 498,549

8 SHARED DISPOSITIVE POWER

30,000

- **9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,034,471
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

0

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

22.9%

12 TYPE OF REPORTING PERSON\* IN

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

	CUSIP No. 806882 10 6	13G	Page 3 of 39 Pages	
1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO.	OF ABOVE PERSON		
2	Scott Lewis CHECK THE APPROPRIATE BOX IF	A MEMBER OF A GROUP*	(a) (b)	x o
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGAN	IIZATION		

_	COLE	TIOTING	DOMED
•	V( )  H	VOTING	P(1)W/HR
2		V ( ) I I I V ( )	

NUMBER OF		78,845
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		
OWNED BY		6,990,971
<b>EACH</b>		
REPORTING	7	SOLE DISPOSITIVE POWER
PERSON		
WITH:		117,369
	8	SHARED DISPOSITIVE POWER
		0

- **9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,069,816
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES o CERTAIN SHARES\*
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

23.0%

U.S.

12 TYPE OF REPORTING PERSON\* IN

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 806882 10 6			110 6 Page 4 of 39	ages				
1	1 NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
2	Emanuel Rose CHECK THE		PRIATE BOX IF A MEMBER OF A GROUP*	(a) 2 (b) 6				
3	SEC USE ONLY							
4	CITIZENSHII	OR PL	LACE OF ORGANIZATION					
	U.S.							
		5	SOLE VOTING POWER					
	MBER OF		2,100					
	HARES EFICIALLY	6	SHARED VOTING POWER					
OW	NED BY EACH		6,990,971					
REF	PORTING ERSON	7	SOLE DISPOSITIVE POWER					
1	WITH:		105,900					
		8	SHARED DISPOSITIVE POWER					
			0					
9	AGGREGATI 6,993,071	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10	CHECK IF TH CERTAIN SH		GREGATE AMOUNT IN ROW (9) EXCLUDES	•	0			
11	PERCENT OF	F CLAS	S REPRESENTED BY AMOUNT IN ROW (9)					

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**12** 

22.8%

IN

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	2 10 6 Page 5 of 39 Page 5 of 3	ages			
2	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Kathleen Lewis CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) (b)  SEC USE ONLY						
3	SEC USE ONLY						
4	CITIZENSHIE	OR PI	LACE OF ORGANIZATION				
	U.S.						
		5	SOLE VOTING POWER				
NUMBER OF SHARES BENEFICIALLY OWNED BY		6	0 SHARED VOTING POWER 6,990,971				
REF	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER				
	WITH:	8	121,484 SHARED DISPOSITIVE POWER				
			0				
9	AGGREGATE 6,990,971	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o		
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)				

TYPE OF REPORTING PERSON\* IN

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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**12** 

22.8%

	CUSIP No.	806882	10 6 Page 6 of 39 l	Pages	
1 2 3 4	S.S. OR I.R.S.  Marilyn S. Eas CHECK THE	IDENT dy APPRO LY	TING PERSONS TIFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP*  LACE OF ORGANIZATION	(a) (b)	
	U.S.				
		5	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY OWNED BY		6	0 SHARED VOTING POWER 7,054,436		
REF	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER		
	WITH:	8	528,281 SHARED DISPOSITIVE POWER		
			63,465		
9	AGGREGATE 7,054,436	E AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		

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**12** 

23.0%

IN

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	10 6 Page 7 of 39	Pages		
1 2 3 4	NAMES OF R S.S. OR I.R.S. David S. Easly CHECK THE A	EPORT IDENT APPRO	TING PERSONS TIFICATION NO. OF ABOVE PERSON  PRIATE BOX IF A MEMBER OF A GROUP*  LACE OF ORGANIZATION	(a) (b)		
SENIE OW TO THE PERSON OF THE	MBER OF HARES EFICIALLY VNED BY EACH PORTING ERSON WITH:	5 6 7 8	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  100,799 SHARED DISPOSITIVE POWER  20,651			
9	6,990,971 CHECK IF TH	IE AGC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON GREGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	CERTAIN SHARES*  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  22.8%					

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IN

**12** 

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	10 6 Page 8 of 39 P	ages	
1 2 3 4	S.S. OR I.R.S.  Danielle Easly CHECK THE  SEC USE ONI CITIZENSHIP	IDENT Nye APPRO	CING PERSONS CIFICATION NO. OF ABOVE PERSON OPRIATE BOX IF A MEMBER OF A GROUP*  LACE OF ORGANIZATION	(a) (b)	
	U.S.				
		5	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY		6	7,500 SHARED VOTING POWER		
REF	NED BY EACH PORTING ERSON	7	6,990,971 SOLE DISPOSITIVE POWER		
	WITH:	8	95,127 SHARED DISPOSITIVE POWER		
			20,651		
9	AGGREGATE 6,998,471	E AMOI	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		

IN

TYPE OF REPORTING PERSON\*

#### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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**12** 

22.8%

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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
2	Sean M. Easly CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) (b)							
3	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION							
	U.S.							
		5	SOLE VOTING POWER					
NUMBER OF SHARES		6	0 SHARED VOTING POWER					
OW	EFICIALLY 'NED BY EACH		6,990,971					
REP	PORTING ERSON	7	SOLE DISPOSITIVE POWER					
	WITH:	8	70,918 SHARED DISPOSITIVE POWER					
			0					
9	AGGREGATE 6,990,971	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES o CERTAIN SHARES*							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	22.8%							
12	TYPE OF REP IN	ORTIN	IG PERSON*					

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 806882 10 6

	COSH IVO.	000002		uges	
2	S.S. OR I.R.S. Gilbert Schnitz	IDENT er APPRO	TING PERSONS TIFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	
4	CITIZENSHIP	OR PL	ACE OF ORGANIZATION		
	U.S.				
SI BENE OW I REF	MBER OF HARES EFICIALLY VNED BY EACH PORTING ERSON WITH:	<ul><li>5</li><li>6</li><li>7</li><li>8</li></ul>	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  0 SHARED DISPOSITIVE POWER  882,222		
9	AGGREGATE 6,990,971	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF TH CERTAIN SHA		GREGATE AMOUNT IN ROW (9) EXCLUDES		o
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
	22.8%				
12	TYPE OF REP	ORTIN	NG PERSON*		

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 806882 10 6

S.S. OR I.R.S. Thelma S. Sch CHECK THE	IDENT nitzer APPRO	DPRIATE BOX IF A MEMBER OF A GROUP*	(a) x (b) o	
MBER OF HARES EFICIALLY NED BY EACH PORTING ERSON WITH:	5 6 7 8	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  0 SHARED DISPOSITIVE POWER  882,222		
AGGREGATE 6,990,971	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
22.8%				
TYPE OF REI	PORTIN	NG PERSON*		
	S.S. OR I.R.S. Thelma S. Sch CHECK THE  SEC USE ON! CITIZENSHIE U.S.  MBER OF HARES EFICIALLY /NED BY EACH PORTING ERSON WITH:  AGGREGATE 6,990,971 CHECK IF TE CERTAIN SH PERCENT OF 22.8%  TYPE OF REI	S.S. OR I.R.S. IDENT Thelma S. Schnitzer CHECK THE APPRO  SEC USE ONLY  CITIZENSHIP OR PI  U.S.  5 MBER OF HARES 6 EFICIALLY /NED BY EACH PORTING 7 ERSON WITH:  8  AGGREGATE AMO 6,990,971  CHECK IF THE AGG CERTAIN SHARES* PERCENT OF CLAS 22.8%  TYPE OF REPORTIN	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION  U.S.  5 SOLE VOTING POWER  MBER OF 0 HARES 6 SHARED VOTING POWER  FICIALLY NED BY 6,990,971  EACH OORTING 7 SOLE DISPOSITIVE POWER  ERSON  WITH: 0 8 SHARED DISPOSITIVE POWER  882,222  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,990,971  CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  22.8%  TYPE OF REPORTING PERSON*	

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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	CUSIP No.	806882	10 6 Page 12 of 39 I	Pages		
1			TING PERSONS TIFICATION NO. OF ABOVE PERSON			
2	Gary Schnitzer CHECK THE		PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)		
3	3 SEC USE ONLY					
4	CITIZENSHIP	OR PL	LACE OF ORGANIZATION			
	U.S.					
NUN	MBER OF	5	SOLE VOTING POWER 69,332			
SI BENE OW	HARES EFICIALLY 'NED BY	6	SHARED VOTING POWER 6,990,971			
REF	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER			
	WITH:	8	69,332 SHARED DISPOSITIVE POWER			
			1,000			
9	AGGREGATE 7,060,303	E AMOI	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	RCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				

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**12** 

22.9%

IN

TYPE OF REPORTING PERSON\*

CUSIP No. 806882 10 6			10 6 13G Page 13	of 39 Pages		
1 2 3 4	S.S. OR I.R.S.  Sandra Wilder CHECK THE A	IDENT APPRO LY	ING PERSONS IFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP* ACE OF ORGANIZATION	(a) x (b) c		
SI BENE OW I REP	MBER OF HARES EFICIALLY NED BY EACH FORTING ERSON WITH:	5 6 7 8	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  920 SHARED DISPOSITIVE POWER  0			
9	AGGREGATE 6,990,971	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PEI	RSON		
10	CHECK IF TH CERTAIN SHA		REGATE AMOUNT IN ROW (9) EXCLUDES	C	)	
11	PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					
12	TYPE OF REP	E OF REPORTING PERSON*				

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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	CUSIP No.	806882	10 6 Page 14 of 39 F	Pages	
2	S.S. OR I.R.S. Gregory Schnit	IDENT tzer	TING PERSONS TIFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	
3	SEC USE ONLY				
4	4 CITIZENSHIP OR PLACE OF ORGANIZATION				
	U.S.				
		5	SOLE VOTING POWER		
SI BENI	NUMBER OF SHARES BENEFICIALLY OWNED BY		25,000 SHARED VOTING POWER 6,990,971		
REI P	EACH PORTING ERSON WITH:	7	SOLE DISPOSITIVE POWER  80,233 SHARED DISPOSITIVE POWER		
		ð	0		
9	AGGREGATE 7,015,971	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF TH CERTAIN SH.		REGATE AMOUNT IN ROW (9) EXCLUDES		o
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
	22.8%				

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IN

TYPE OF REPORTING PERSON\*

CUSIP No. 806882 10 6			10 6 13G Pa	ge 15 of 39 Page	S	
1 2 3 4	S.S. OR I.R.S.  Kenneth M. No CHECK THE  SEC USE ONI  CITIZENSHIP	IDENT ovack APPRC	TING PERSONS PIFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP*  LACE OF ORGANIZATION	`	i) :	
	U.S.					
		5	SOLE VOTING POWER			
Sl	MBER OF HARES EFICIALLY	6	23,950 SHARED VOTING POWER			
	NED BY EACH		6,990,971			
	ORTING ERSON	7	SOLE DISPOSITIVE POWER			
V	WITH:	8	23,950 SHARED DISPOSITIVE POWER			
			312,451			
9	AGGREGATE 7,014,921	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING	G PERSON		
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		,	o
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					

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12

22.8%

IN

TYPE OF REPORTING PERSON\*

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1			TING PERSONS TIFICATION NO. OF ABOVE PERSON			
2	Deborah S. No CHECK THE		OPRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)		
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
	MBER OF	_	0			
	HARES EFICIALLY	6	SHARED VOTING POWER			
OW	NED BY		6,990,971			
	EACH PORTING	7	SOLE DISPOSITIVE POWER			
	ERSON VITH:					
•	VIII;	8	0 SHARED DISPOSITIVE POWER			
			312,031			
9	AGGREGATE 6,990,971	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					
12	TYPE OF REF	PORTIN	NG PERSON*			

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 806882 10 6			10 6 Page 17 of 39	39 Pages		
4	NAMES OF D	EDOD				
1		_	TING PERSONS TFICATION NO. OF ABOVE PERSON			
2	Lois T. Schnitzer CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*					
3	SEC USE ONLY					
4	CITIZENSHIP	OR PL	ACE OF ORGANIZATION			
	U.S.					
		5	SOLE VOTING POWER			
	MBER OF HARES	6	0 SHARED VOTING POWER			
BENE OW	EFICIALLY NED BY EACH	Ü	7,080,971			
REF	PORTING ERSON	7	SOLE DISPOSITIVE POWER			
	WITH:	8	277,435 SHARED DISPOSITIVE POWER			
			90,000			
9	AGGREGATE 7,080,971	E AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH		REGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					

TYPE OF REPORTING PERSON\*

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12

23.1%

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CUSIP No. 806882 10 6

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1			TING PERSONS TIFICATION NO. OF ABOVE PERSON			
2	Rita S. Philip CHECK THE A	APPRC	PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)		
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
Sl	MBER OF HARES	6	0 SHARED VOTING POWER			
OW	EFICIALLY VNED BY		7,006,905			
REP	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER			
	WITH:	8	0 SHARED DISPOSITIVE POWER			
			773,690			
9	AGGREGATE 7,006,905	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF THE CERTAIN SHA		GREGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					
12	TYPE OF REPORT	ORTIN	IG PERSON*			

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 806882 10 6			10 6 13G	Page 19 of 39 Pages		
1 2 3 4	NAMES OF RES.S. OR I.R.S. IROBERT W. Philis CHECK THE ASSEC USE ONL	EPORT IDENT P APPRO		J J		
	U.S.					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		5 6 7 8	SOLE VOTING POWER  139,915 SHARED VOTING POWER  6,990,971 SOLE DISPOSITIVE POWER  139,915 SHARED DISPOSITIVE POWER  423,901			
9	AGGREGATE 7,130,886	AMOU	NT BENEFICIALLY OWNED BY EA	CH REPORTING PERSON		
10		HECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES ERTAIN SHARES*				
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN R	OW (9)		
	23.2%					
12	TYPE OF REP	TYPE OF REPORTING PERSON*				

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 806882 10 6			10 6 Page 20 of 39	Pages			
1 2 3 4	S.S. OR I.R.S. Michele P. Rub CHECK THE A	IDENT oin APPRO	ING PERSONS IFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP* ACE OF ORGANIZATION	(a) (b)			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		<ul><li>5</li><li>6</li><li>7</li><li>8</li></ul>	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  8,358 SHARED DISPOSITIVE POWER  0				
9	AGGREGATE 6,990,971	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	CHECK IF TH		REGATE AMOUNT IN ROW (9) EXCLUDES		o		
11	PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW (9)				
	22.8%						
12	TYPE OF REP	REPORTING PERSON*					

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CUSIP No. 806882 10 6

				8	
1		IDENT	TING PERSONS TIFICATION NO. OF ABOVE PERSON		
			PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	
3	SEC USE ONI	LY			
4	CITIZENSHIP	OR PI	LACE OF ORGANIZATION		
	U.S.				
		5	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		6	0 SHARED VOTING POWER		
			6,990,971		
	ORTING ERSON	7	SOLE DISPOSITIVE POWER		
	VITH:	8	919 SHARED DISPOSITIVE POWER		
2 0 3 3 4 0 NUMI SHA BENEF OWN EA REPO PEI W 10 0 11 1			0		
9	AGGREGATE 6,990,971	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)		
	22.8%				
12	TYPE OF REP	ORTIN	NG PERSON*		

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

	CUSIP No.	806882	10 6 Page 22 of 39 F	ages		
2	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Gayle S. Romain					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
SI BENE	NUMBER OF SHARES BENEFICIALLY OWNED BY		0 SHARED VOTING POWER 7,055,051			
REF P	EACH PORTING ERSON WITH:	7 8	SOLE DISPOSITIVE POWER  0 SHARED DISPOSITIVE POWER			
9	AGGREGATE 7,055,051	AMOI	724,557  JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH CERTAIN SH.		REGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	23.0%					

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IN

TYPE OF REPORTING PERSON\*

CUSIP No. 806882 10 6			10 6 Page 23 of 39 F	9 Pages			
1			TING PERSONS TIFICATION NO. OF ABOVE PERSON				
2	Bryan L. Roser CHECK THE		PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)			
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF ORGANIZATION						
	U.S.						
		5	SOLE VOTING POWER				
NUN	MBER OF		2,250				
	HARES EFICIALLY	6	SHARED VOTING POWER				
OW	NED BY		6,990,971				
REF	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER				
	WITH:		23,470				
		8	SHARED DISPOSITIVE POWER				
			0				
9	AGGREGATE 6,993,221	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	CHECK IF TH CERTAIN SHA		REGATE AMOUNT IN ROW (9) EXCLUDES		0		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						

TYPE OF REPORTING PERSON\*

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12

22.8%

CUSIP No. 806882 10 6			10 6 Page 24 of 39 I	Pages		
Laura Schnitzer Rosencra CHECK THE APPROPR  SEC USE ONLY			TIFICATION NO. OF ABOVE PERSON	(a) : (b) ·		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		5 6 7 8	SOLE VOTING POWER  0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  10,389 SHARED DISPOSITIVE POWER  0			
9 10 11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,990,971  CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*					

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IN

TYPE OF REPORTING PERSON\*

Page 25 of 39 Pages

1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
2	Sandra Lee Schnitzer  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*							
3	3 SEC USE ONLY							
4	4 CITIZENSHIP OR PLACE OF ORGANIZATION							
	U.S.							
		5	SOLE VOTING POWER					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING		6	7,800 SHARED VOTING POWER 7,035,971 SOLE DISPOSITIVE POWER					
	ERSON VITH:	8	330,777 SHARED DISPOSITIVE POWER 45,000					

- **9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,043,771
- 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES o CERTAIN SHARES\*
- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

22.9%

12 TYPE OF REPORTING PERSON\* IN

CUSIP No. 806882 10 6

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 806882 10 6			2 10 6 Page 26 of 39 I	<b>26</b> of <b>39</b> Pages			
1 2 3 4	S.S. OR I.R.S.  Mardi S. Schni CHECK THE	THE APPROPRIATE BOX IF A MEMBER OF A GROUP*					
	U.S.						
		5	SOLE VOTING POWER				
SI BENE	MBER OF HARES EFICIALLY	6	13,300 SHARED VOTING POWER				
	NED BY EACH		7,035,971				
	PORTING ERSON	7	SOLE DISPOSITIVE POWER				
	WITH:	8	289,333 SHARED DISPOSITIVE POWER				
			111,695				
9	AGGREGATE 7,049,271	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES		o		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						

12 TYPE OF REPORTING PERSON\* IN

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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22.9%

Page 27 of 39 Pages

1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
2	Jill Schnitzer Edelson CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) (b)							
3	SEC USE ONLY							
4	4 CITIZENSHIP OR PLACE OF ORGANIZATION							
	U.S.							
		5	SOLE VOTING POWER					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		6	300 SHARED VOTING POWER 6,992,100					
		7	SOLE DISPOSITIVE POWER 300					
·		8	SHARED DISPOSITIVE POWER					
			380,176					

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,992,400

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

22.8%

12 TYPE OF REPORTING PERSON\* IN

CUSIP No. 806882 10 6

### \* SEE INSTRUCTIONS BEFORE FILLING OUT!

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o

CUSIP No. 806882 10 6			2 10 6 Page 28 of 3	9 Pages			
2 3	S.S. OR I.R.S. Richard H. Edd	IDENT elson APPRO	TING PERSONS TIFICATION NO. OF ABOVE PERSON OPRIATE BOX IF A MEMBER OF A GROUP*	(a) : (b)			
4	CITIZENSHIP OR PLACE OF ORGANIZATION						
	U.S.						
		5	SOLE VOTING POWER				
SI BENE	MBER OF HARES EFICIALLY NED BY	6	0 SHARED VOTING POWER 6,990,971				
REF	EACH PORTING ERSON	7	SOLE DISPOSITIVE POWER				
1	VITH:	8	0 SHARED DISPOSITIVE POWER				
			225,864				
9	AGGREGATE 6,990,971	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSO	N			
10	10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				o		
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)				
	22.8%						

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IN

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	10 6 Page 29 of 39 F	Pages		
2	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Dina S. Meier CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*					
3	SEC USE ONI	.Y				
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
$\mathbf{S}$	MBER OF HARES EFICIALLY	6	0 SHARED VOTING POWER			
]	NED BY EACH		6,995,246			
P	PORTING ERSON	7	SOLE DISPOSITIVE POWER			
'	WITH:	8	0 SHARED DISPOSITIVE POWER			
			462,614			
9	AGGREGATE 6,995,246	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH CERTAIN SH		REGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					

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IN

TYPE OF REPORTING PERSON\*

Page 30 of 39 Pages

CUSIP No. 806882 10 6

	COSH 110.1	000002	100 100 1uge 50 01 55 1	ages			
1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
2	Eric Meier  2 CHECK THE A		er THE APPROPRIATE BOX IF A MEMBER OF A GROUP*				
3	SEC USE ONL						
4	CITIZENSHIP OR PLACE OF ORGANIZATION						
	U.S.						
		5	SOLE VOTING POWER				
Sl	MBER OF HARES EFICIALLY	6	0 SHARED VOTING POWER				
OW	NED BY EACH		6,995,246				
REF	PORTING ERSON	7	SOLE DISPOSITIVE POWER				
	WITH:	8	0 SHARED DISPOSITIVE POWER				
			356,322				
9	AGGREGATE 6,995,246	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10		HECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES ERTAIN SHARES*					
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)				
	22.8%						
12	TYPE OF REP	ORTIN	IG PERSON*				

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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	CUSIP No. 8	806882	10 6 Page 31 of	39 Pages		
2	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Jean S. Reynolds					
3	SEC USE ONL	Υ				
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
Sl	MBER OF HARES EFICIALLY	6	4,700 SHARED VOTING POWER			
	NED BY EACH		7,076,271			
	PORTING ERSON	7	SOLE DISPOSITIVE POWER			
	WITH:	8	83,207 SHARED DISPOSITIVE POWER			
			400,579			
9	AGGREGATE 7,080,971	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSO	N		
10	CHECK IF TH CERTAIN SHA		REGATE AMOUNT IN ROW (9) EXCLUDES	O		
11	PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW (9)			
	23.1%					

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IN

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	10 6 Page 32	of 39 Pages		
2 3	S.S. OR I.R.S.  Alan Scott Day	IDENT vis APPRO	TING PERSONS TIFICATION NO. OF ABOVE PERSON PRIATE BOX IF A MEMBER OF A GROUP*	(a) x (b) o		
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		6 7 8	0 SHARED VOTING POWER  6,990,971  SOLE DISPOSITIVE POWER  18,261 SHARED DISPOSITIVE POWER  0			
9	AGGREGATE 6,990,971	E AMOI	UNT BENEFICIALLY OWNED BY EACH REPORTING PER	RSON		
10	CHECK IF TH		GREGATE AMOUNT IN ROW (9) EXCLUDES	0		
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					

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IN

TYPE OF REPORTING PERSON\*

CUSIP No. 806882 10 6			10 6 Page 33 of 39	<b>Pages</b>		
1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
2	Samantha Paige CHECK THE A		PRIATE BOX IF A MEMBER OF A GROUP*	(a) x (b) o		
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
NUMBER OF SHARES BENEFICIALLY OWNED BY		6	0 SHARED VOTING POWER 6,990,971			
REP	EACH PORTING EDSON	7	SOLE DISPOSITIVE POWER			
	ERSON VITH:	8	104,652 SHARED DISPOSITIVE POWER			
			0			
9	AGGREGATE 6,990,971	AMOU	JNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1		
10	CHECK IF TH CERTAIN SHA		REGATE AMOUNT IN ROW (9) EXCLUDES	0		
11	PERCENT OF	CLASS	S REPRESENTED BY AMOUNT IN ROW (9)			
	22.8%					

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IN

TYPE OF REPORTING PERSON\*

CUSIP No. 806882 10 6			10 6 Page 34 of 39 I	Pages		
2	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Dori Schnitzer CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a)					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
	U.S.					
		5	SOLE VOTING POWER			
SI BENE	MBER OF HARES EFICIALLY (NED BY	6	0 SHARED VOTING POWER 7,113,771			
REF	EACH PORTING	7	SOLE DISPOSITIVE POWER			
	ERSON WITH:	8	786,798 SHARED DISPOSITIVE POWER			
			438,079			
9	AGGREGATE 7,113,771	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	CHECK IF TH CERTAIN SH.		GREGATE AMOUNT IN ROW (9) EXCLUDES		o	
11	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (9)			
	23.2%					

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IN

TYPE OF REPORTING PERSON\*

	CUSIP No.	806882	2 10 6 Page 35 of 39 I	Pages			
1			TING PERSONS TIFICATION NO. OF ABOVE PERSON				
2	Susan Schnitze CHECK THE		PRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)			
3	SEC USE ONLY						
4	CITIZENSHIP	OR PI	LACE OF ORGANIZATION				
	U.S.						
		5	SOLE VOTING POWER				
	MBER OF		0				
BENE	<b>HARES</b> EFICIALLY	6	SHARED VOTING POWER				
	NED BY EACH		7,103,471				
	ORTING ERSON	7	SOLE DISPOSITIVE POWER				
	VITH:		507,678				
		8	SHARED DISPOSITIVE POWER				
			112,500				
9	AGGREGATE 7,103,471	AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10		ECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES RTAIN SHARES*					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						

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12

23.1%

IN

TYPE OF REPORTING PERSON\*

Item 1(a). <u>Name of Issuer</u>

Schnitzer Steel Industries, Inc. (the "Company")

Item 1(b). <u>Address of Issuer's Principal Executive Offices</u>

3200 NW Yeon Avenue Portland, OR 97210

Item 2(a). Names of Persons Filing

Carol S. Lewis Robert W. Philip
Scott Lewis Michele P. Rubin
Emanuel Rose Joshua H. Philip
Kathleen Lewis Gayle S. Romain
Marilyn S. Easly Bryan L. Rosencrantz

David S. Easly

Laura Schnitzer Rosencrantz

Sandra Lee Schnitzer Danielle Easly Nye Mardi S. Schnitzer Sean M. Easly Gilbert Schnitzer Jill Schnitzer Edleson Thelma S. Schnitzer Richard H. Edelson Gary Schnitzer Dina S. Meier Sandra Wilder Eric Meier Jean S. Reynolds **Gregory Schnitzer** Kenneth M. Novack Alan Scott Davis Deborah S. Novack Samantha Paige Davis

Lois T. Schnitzer Dori Schnitzer Rita S. Philip Susan Schnitzer

Item 2(b). Address of Principal Business Office, or if none, Residence

For all Reporting Persons:

3200 NW Yeon Avenue Portland, OR 97210

Item 2(c). Citizenship or Place of Organization

Each individual listed in Item 2(a) is a citizen of the United States.

Item 2(d). Title of Class of Securities

Class A Common Stock, \$1 par value

Item 2(e). CUSIP NUMBER

806882 10 6

Item 3. Type of Reporting Person

Inapplicable

Item 4. Ownership

Pursuant to the terms of the Schnitzer Steel Industries, Inc. Restated Voting Trust and Buy-Sell Agreement dated March 26, 2001 (the "Schnitzer Trust Agreement"), the beneficial owners of 6,990,971 shares of Class B Common Stock of the Company have contributed those shares to the

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Schnitzer Steel Industries, Inc. Voting Trust (the "Schnitzer Trust"). The Schnitzer Trust is divided into four separate groups, one for each branch of the Schnitzer family. Carol S. Lewis, Dori Schnitzer, Gary Schnitzer, and Rita S. Philip are the four trustees of the Schnitzer Trust, and each is also the separate trustee for his or her separate family group. Pursuant to the Schnitzer Trust Agreement, the trustees as a group have the power to vote the shares held in the Schnitzer Trust and, in determining how the trust shares will be voted, each trustee separately has the number of votes equal to the number of shares held in trust for his or her family group.

The Reporting Persons are all beneficial owners of shares of Class B Common Stock contributed to the Schnitzer Trust. Each share of Class B Common Stock is convertible into one share of Class A Common Stock.

See Items 5 through 9 and 11 of the Cover Pages for the beneficial ownership of Class A Common Stock by each Reporting Person. All of the shares of Class A Common Stock reported in Items 5 through 9 and 11 of the Cover Pages are shares which may be acquired upon conversion of Class B Common Stock, except for the following shares of Class A Common Stock that are actually owned or subject to exercisable options:

		Class A					
		Common					
		Stock	Percent	Sole	Shared	Sole	Shared
	Reporting	Actually	of	Voting	Voting	Dispositive	Dispositive
	<u>Person</u>	Owned	<u>Class</u>	<u>Power</u>	<u>Power</u>	<u>Power</u>	<u>Power</u>
1.	Carol S. Lewis	13,500	0.1	13,500	0	13,500	0
2.	Scott Lewis	78,845 <sup>1</sup>	0.3	78,845 <sup>1</sup>	0	78,845 <sup>1</sup>	0
3.	Danielle Easly Nye	7,500	0.0	7,500	0	7,500	0
4.	Gary Schnitzer	69,332 <sup>2</sup>	0.3	69,332 <sup>2</sup>	0	69,332 2	0
5.	Gregory Schnitzer	25,000	0.1	25,000	0	25,000	0
6.	Kenneth M. Novack	$23,950^{3}$	0.1	$23,950^{3}$	0	23,9503	0
7.	Rita S. Philip	15,934	0.1	0	15,934	0	15,934
8.	Robert W. Philip	139,915	0.6	139,915	0	139,915	0
9.	Gayle S. Romain	19,080	0.1	0	19,080	0	19,080
10.	Bryan L.	2,250	0.0	2,250	0	2,250	0
	Rosencrantz						
11.	Sandra Lee	7,800	0.0	7,800	0	7,800	0
	Schnitzer						
12.	Mardi S. Schnitzer	13,300	0.1	13,300	0	13,300	0
13.	Jill Schnitzer	1,429	0.0	1,429	0	1,429	0
	Edelson						
14.	Dina S. Meier	4,275	0.0	0	4,275	0	4,275
15.	Eric Meier	4,275	0.0	0	4,275	0	4,275
16.	Jean S. Reynolds	15,000 <sup>1</sup>	0.1	4,700 <sup>1</sup>	10,300	4,700 1	10,300
17.	Dori Schnitzer	19,300	0.1	9,000	10,300	9,000	10,300

<sup>&</sup>lt;sup>1</sup> Includes 2,700 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

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<sup>&</sup>lt;sup>2</sup> Includes 65,432 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

<sup>&</sup>lt;sup>3</sup> Includes 23,950 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

Item 5. Ownership of Five Percent or Less of a Class

Inapplicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Inapplicable

Item 7. Identification and Classification of the

Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Inapplicable

Item 8. <u>Identification and Classification of Members of the Group</u>

The Reporting Persons are required to file this Schedule pursuant to Rule 13d-1(d) and are filing a joint Schedule on behalf of all of them. Attached as Exhibit A to this Amendment No. 13 is the Schedule 13G Filing Agreement and Power of Attorney among the Reporting Persons which identifies each member of the group.

Item 9. <u>Notice of Dissolution of Group</u>

Inapplicable

Item 10. <u>Certification</u>

Inapplicable

#### **SIGNATURE**

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 9, 2007.

CAROL S. LEWIS
SCOTT LEWIS
EMANUEL ROSE
KATHLEEN LEWIS
MARILYN S. EASLY
DAVID S. EASLY
DANIELLE EASLY NYE
SEAN M. EASLY
GILBERT SCHNITZER
THELMA S. SCHNITZER
GARY SCHNITZER
SANDRA WILDER
GREGORY SCHNITZER
KENNETH M. NOVACK
DEBORAH S. NOVACK

LOIS T. SCHNITZER RITA S. PHILIP ROBERT W. PHILIP MICHELE P. RUBIN JOSHUA H. PHILIP GAYLE S. ROMAIN

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BRYAN L. ROSENCRANTZ
LAURA SCHNITZER ROSENCRANTZ
SANDRA LEE SCHNITZER
MARDI S. SCHNITZER
JILL SCHNITZER EDELSON
RICHARD H. EDELSON
DINA S. MEIER
ERIC MEIER
JEAN S. REYNOLDS
ALAN SCOTT DAVIS
SAMANTHA PAIGE DAVIS
DORI SCHNITZER
SUSAN SCHNITZER

By: /s/ RICHARD C. JOSEPHSON

Richard C. Josephson, Attorney-in-Fact for all Reporting Persons

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