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OAK HILL ASSET MANAGEMENT INC

Form 3

January 09, 2002

			-	OMB APPROVAL			
			E	DMB Number: 3235 Expires: December 31 Estimated average burden nours per response			
	U.S.	SECURITIES AND EXCHA					
		FORM 3					
	INITIAL STATE	MENT OF BENEFICIAL C	WNERS	SHIP OF SECURITIES			
	Section 17(a) of th		ding	ties Exchange Act of 193 Company Act of 1935 or pany Act of 1940	4,		
(Pr	int or Type Responses)						
1.	Name and Address of R	eporting Person*					
	Oak Hill Asset Manage	ment, Inc.					
	(Last)	(First)		(Middle)			
	201 Main Street, Suit	e 2415					
		(Street)					
	Fort Worth	TX		76102			
	(City)	(State)		(Zip)			
2.	Date of Event Requiri	ng Statement (Month/	Day/Y	Year)			
	12/28/01						
3.	IRS Identification Nu	mber of Reporting Pe	rson,	, if an Entity (Voluntar	у)		
4.	l. Issuer Name and Ticker or Trading Symbol						
	Stage Stores, Inc. ("	STGS")					
5.	Relationship of Repor (Check all applicable		r				
	<pre>[_] Director [_] Officer (give ti</pre>	tle below)	[_] [X]	10% Owner Other (specify below)*	*		
6.	If Amendment, Date of	Original (Month/Day	/Year	 r)			

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7. Individual or Joint/Group Filing							
	<pre>[X] Form Filed by One Reporting Person [_] Form Filed by More than One Reporting Person</pre>						
TABLE I NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED							
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	Indirect (I)	4. Nature (Instr				
Common Stock, par value \$0.01 per share	83,736	(I)	(:				
Reminder: Report on a separate line found directly or indirectly		s beneficially					
 * If the Form is filed by more than 5(b)(v). ** May be deemed a member of a Sect the Issuer's outstanding Common 	tion 13(d) group that owns						
POTENTIAL PERSONS WHO ARE TO RESPOND IN THIS FORM ARE NOT REQUIRED TO RESPOND VALID OMB NUMBER.	TO THE COLLECTION OF INFOR						
		(Over) SEC 1473 (3-99)					
FORM 3 (continued)							
TABLE II DERIVATIVE (E.G., PUTS, CALLS, WARRANTS	SECURITIES BENEFICIALLY OW S, OPTIONS, CONVERTIBLE SEC						

3. Title and Amount of Securities Underlying Derivative Security 2. Date Exercisable (Instr. 4) and Expiration Date

4. Conve

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(Month/Day/Year)

	(D	
Title of Derivati	Date ive Exer- 4) cisable	Expira- tion Date	Title	or Number of Shares	Exerc Price Deriv Secur	
 	-========	-=======			=======	

Explanation of Responses:

(1) Represents shares held by two investment advisory clients of the Reporting Person. By virtue of investment advisory agreements, the Reporting Person may be deemed to have beneficial ownership over the securities held by such persons. The Reporting Person disclaims beneficial ownership of such securities in excess of the pecuniary interest in such securities held by it.

The Reporting Person may be deemed a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock. However, the Reporting Person disclaims such group membership, and this report shall not be deemed an admission that the reporting person is a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Common Stock for purposes of Section 16 or for any other purpose.

Oak Hill Asset Management, Inc.

/s/ Glenn R. August January 9, 2002

**Signature of Reporting Person Date

Name: Glenn R. August Title: President

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

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 procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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