

Edgar Filing: FEDERATED INVESTORS INC /PA/ - Form 3

FEDERATED INVESTORS INC /PA/

Form 3

April 26, 2001

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f)
of the Investment Company Act of 1940 FORM 3

(Print or Type Responses)

1. Name and Address of Reporting Person*

O'Connor Edward G.
(Last) (First) (Middle)

4288 Green Glade Court

(Street)

Allison Park PA 15101-1202
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
4/25/01

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Issuer Name and Ticker or Trading Symbol
Federated Investors Inc. FII

5. Relationship of Reporting Person(s) to Issuer: (Check all if applicable)

Director 10% Owner

Officer (give title below) Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable Limit)

Form filed by One Reporting Persons

Form filed by More than One Reporting Persons

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Class B Common Stock	600	D	
Class B Common Stock	75	I	By Daughter

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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** 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 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.

/s/ Edward G. O'Connor	April 26, 2001
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**Signature of Reporting Person	Date