

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

ESCO Electronics Corp.

(Name of Issuer)

Common Stock Trust Receipts

(Title of Class of Securities)

269030201

(CUSIP Number)

*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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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Avenir Corporation
IRS ID No.: 54-1146619

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) /___/
(b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
State of Virginia, United States

5 SOLE VOTING POWER
NUMBER OF Not Applicable

SHARES 6 SHARED VOTING POWER
N/A

BENEFICIALLY

OWNED BY 7 SOLE DISPOSITIVE POWER
EACH N/A

REPORTING

PERSON 8 SHARED DISPOSITIVE POWER
WITH N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
N/A

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
N/A

12 TYPE OF REPORTING PERSON*
IA

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Item 1.

- (a) Name of Issuer
ESCO Electronics Corp.
- (b) Address of Issuer's Principal Executive Offices
888 Ladue Road, Suite 200
St. Louis, MO 63124

Item 2.

- (a) Name of Person Filing
Avenir Corporation
- (b) Address of Principal Business Office or, if none, Residence
1725 K Street, NW Ste 410
Washington, D.C. 20006
- (c) Citizenship
State of Virginia, USA
- (d) Title of Class of Securities
Common Stock Trust Receipts
- (e) CUSIP Number
269030201

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) / / Broker or Dealer registered under Section 15 of the Act

- (b) /___/ Bank as defined in section 3(a)(6) of the Act
- (c) / / Insurance Company as defined in section 3(a)(19) of the act
- (d) /___/ Investment Company registered under section 8 of the Investment Company Act
- (e) /X / Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
- (f) /___/ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)
- (g) /___/ Parent Holding Company, in accordance with Section 240.13d-1(b)(ii)(G) (Note: See Item 7)

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- (h) /___/ Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)

Item 4. Ownership

If the percent of the class owned, as of December 31 of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b)(2), if applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

- (a) Amount Beneficially Owned
N/A
- (b) Percent of Class
N/A
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
N/A
 - (ii) shared power to vote or to direct the vote
N/A
 - (iii) sole power to dispose or to direct the disposition of
N/A
 - (iv) shared power to dispose or to direct the disposition of
N/A

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficiary owner of more than five percent of the class of securities, check the following /X/

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

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not Applicable

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

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Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

February 17, 1998

Date

/s/ Peter C. Keefe

Signature

Peter C. Keefe, Vice President

Name/Title