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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 2)\*

ECKERD CORPORATION
----(Name of Issuer)

Common Stock, par value \$.01 per share
(Title Of Class of Securities)
278763107
(CUSIP Number)
Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).
*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).
PAGE 1 of 42 PAGES
CUSIP NO. 278763107 13G PAGE 2 OF 42 PAGES
NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Merrill Lynch & Co., Inc.
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]
3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

<b>_</b>	5 SOLE VOTING POWER
	None
NUMBER OF	
SHARES	6 SHARED VOTING POWER
BENEFICIALLY OWNED BY	2,022,694
EACH REPORTING	
	7 SOLE DISPOSITIVE POWER
	None
	8 SHARED DISPOSITIVE POWER
	2,022,694
9 AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,022,694	
2,022,034	
10 CHECK BO	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
 11 PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.79%	
3.75%	
12 TYPE OF	REPORTING PERSON*
HC, CO	
110, 00	
	*SEE INSTRUCTION BEFORE FILLING OUT!
CUSIP NO. 278	763107 13G PAGE 3 OF 42 PAGES
	REPORTING PERSON .R.S. IDENTIFICATION NO. OF ABOVE PERSON
weilii r	ynch Group, Inc.
2 CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY
	HIP OR PLACE OF ORGANIZATION
Delaware	
	5 SOLE VOTING POWER
	None
NUMBER OF	
SHARES BENEFICIALLY	6 SHARED VOTING POWER
OWNED BY	2,020,694
EACH REPORTING	
	7 SOLE DISPOSITIVE POWER

None

	8 SHARED DISPO	SITIVE POWER	
	2,020,694		
		LLY OWNED BY EACH REPOR	TING PERSON
2,020,69	4		
10 CHECK B	OX IF THE AGGREGATE	AMOUNT IN ROW (9) EXCL	UDES CERTAIN SHARES*
11 PERCENT	OF CLASS REPRESENT	ED BY AMOUNT IN ROW 9	
5.78% 			
12 TYPE OF	REPORTING PERSON*		
HC, CO			
	*SEE INSTRUC	TION BEFORE FILLING OUT	!
CUSIP NO. 27	8763107 		PAGE 4 OF 42 PAGES
S.S. OR Merrill	Lynch Capital Partno	ON NO. OF ABOVE PERSON	Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZEN  Delaware	SHIP OR PLACE OF OR	GANIZATION	
	5 SOLE VOTING		
	None		
NUMBER OF			
	6 SHARED VOTING	G POWER	
BENEFICIALLY OWNED BY EACH	2,020,634		
REPORTING PERSON WITH	7 SOLE DISPOSI	TIVE POWER	
	None		
	8 SHARED DISPO		
	2,020,634		
		LLY OWNED BY EACH REPOR	
2,020,63	4		

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

[ ]

1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Merrill Lynch LBO Partners No. I, L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 2,020,634 REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER 2,020,634	11 PERCENT 5.78%	OF CLASS REPRESENTED 1	BY AMOUNT IN ROW 9	
*SEE INSTRUCTION BEFORE FILLING OUT!  USIT NO. 278763107 13G PAGE 5 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Merrill Lynch LBO Partners No. I, L.F.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER ERFORTING FERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER 2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  ( )  11 FERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%		REPORTING PERSON*		
USIP NO. 278763107 13G PAGE 5 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Merrill Lynch LBO Partners No. I, L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER ENERGICALLY OWNED BY 2,020,634 EACH REPORTING 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER 2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING FERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5,76%  12 TYPE OF REPORTING PERSON*	CO			
USIP NO. 278763107 13G PAGE 5 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Merrill Lynch LBO Farthers No. I, L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None NUMBER OF SHARES 6 SHARED VOTING FOWER ERPENETICIALLY OWNED BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER None  8 SHARED DISPOSITIVE POWER 2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* ( )  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%		*SEE INSTRUCTION	N BEFORE FILLING OUT!	
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1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  Merrill Lynch LBO Partners No. I, L.P. 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) [] 3 SEC USE ONLY 4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER None NUMBER OF SHARED VOTING POWER ENERFICIALLY OWNDD BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER None  8 SHARED DISPOSITIVE POWER 2,020,634 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [] 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NONE  NONE  NONE  NONE  10 SHARES 6 SHARED VOTING POWER ENEMPTICIALLY OWNED BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  NONE  8 SHARED DISPOSITIVE POWER 2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%	1 NAME OF	REPORTING PERSON		
(a) [] (b) []  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING POWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  []  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  5.78%	Merrill I	Lynch LBO Partners No.	I, L.P.	
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING POWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%	2 CHECK TH	HE APPROPRIATE BOX IF A	A MEMBER OF A GROUP*	(a) [ ]
Delaware  5 SOLE VOTING POWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634 EACH REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%	3 SEC USE			
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REPORTING PERSON WITH 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE POWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  5.78%	SHARES BENEFICIALLY		OWER	
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%  12 TYPE OF REPORTING PERSON*			IVE POWER	
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%  12 TYPE OF REPORTING PERSON*		OX IF THE AGGREGATE AMO		
12 TYPE OF REPORTING PERSON*	11 PERCENT	OF CLASS REPRESENTED I	BY AMOUNT IN ROW 9	

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CUSIP NO. 278		136	PAGE 6 OF 42 PAGES
1 NAME OF	REPORTING PERSON  R.S. IDENTIFICATION NO.	OF ABOVE PERSON	
Merrill I	ynch LBO Partners No. B-1	II, L.P.	
2 CHECK TH	HE APPROPRIATE BOX IF A ME	EMBER OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	SHIP OR PLACE OF ORGANIZAT		
	5 SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	6 SHARED VOTING POWER 2,020,634		
PERSON WITH	7 SOLE DISPOSITIVE PO		
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10 CHECK BC	OX IF THE AGGREGATE AMOUNT	I IN ROW (9) EXCLU	DES CERTAIN SHARES*
11 PERCENT 5.78%	OF CLASS REPRESENTED BY A		
12 TYPE OF PN	REPORTING PERSON*		
	*SEE INSTRUCTION BE		
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CUSIP NO. 278			

2 CHECK TH	E APPROPRIATE BOX IF A	A MEMBER OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	HIP OR PLACE OF ORGAN	ZATION	
Delaware			
	5 SOLE VOTING POWE	ER	
	None		
	6 SHARED VOTING PO	DWER	
BENEFICIALLY OWNED BY EACH	2,020,634		
REPORTING	7 SOLE DISPOSITIVE	E POWER	
	None		
	8 SHARED DISPOSIT	 IVE POWER	
	2,020,634		
11 PERCENT 5.78%	OF CLASS REPRESENTED I	BY AMOUNT IN ROW 9	
	REPORTING PERSON*		
PN			
	*SEE INSTRUCTION	N BEFORE FILLING OUT	·!
CUSIP NO. 278		13G	PAGE 8 OF 42 PAGES
S.S. OR I	REPORTING PERSON .R.S. IDENTIFICATION No.		
2 CHECK TH	E APPROPRIATE BOX IF I	A MEMBER OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	HIP OR PLACE OF ORGAN	 IZATION	

Cayman Islands

None  NUMBER OF SHARES 6 SHARED VOTING FOWER  BENNETICIALLY OWNED BY EACH RECORTING 7 SOLE DISPOSITIVE POWER  None  8 SHARED DISPOSITIVE FOWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%  12 TYPE OF REPORTING FERSON*  PN  *SEE INSTRUCTION BEFORE FILLING OUT!  *SEE INSTRUCTION BEFORE FILLING OUT!  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON M. HEK POSITIONS, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING FOWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  BENNETICIALLY OWNED BY 2,020,634		5 SOLE VOTING POWER	
SHARES 6 SHARED VOTING FOWER  ENDERICALLY OWNED BY EACH REFORMING  FERSON WITH  7 SOLE DISPOSITIVE FOWER  8 SHARED DISPOSITIVE FOWER  2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REFORTING FERSON  2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (3) EXCLUDES CERTAIN SHARES*  ( )  11 FERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  5.78%  12 TYPE OF REPORTING PERSON*  PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USID NO. 278763107  13G DAGE 9 OF 42 DAGES  1 NAME OF REPORTING PERSON  ML IBK Positions, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing  (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING FOWER  None  NUMBER OF  SHARES  6 SHARED VOTING FOWER  NONE  NUMBER OF  SHARES  6 SHARED VOTING FOWER  NONE  NONE  NUMBER OF  SHARES  6 SHARED VOTING FOWER  NONE  NONE  2,020,634		None	
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8 SHARED DISPOSITIVE FOWER 2,020,634  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.78%  12 TYPE OF REPORTING PERSON* PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USIP NO. 278763107 13G FAGE 9 OF 42 FAGES  1 NAME OF REPORTING FERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  2 CHECK THE AFFROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None NUMBER OF SHARES 6 SHARED VOTING POWER ENERGICIALLY OWNED BY 2,020,634	PERSON WITH	7 SOLE DISPOSITIVE POWER	
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2,020,634  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  ( )  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  5.78%  12 TYPE OF REPORTING PERSON* PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USIP NO. 278763107 13G PAGE 9 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER NONE NUMBER OF SHARES 6 SHARED VOTING POWER NONED BY 2,020,634		2,020,634	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  [ ]  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  5.78%  12 TYPE OF REPORTING PERSON* PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USIP NO. 278763107 13G PAGE 9 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER ENERGICALLY OWNED BY 2,020,634	9 AGGREGAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
The percent of class represented by amount in row 9  5.78%  12 TYPE OF REPORTING PERSON* PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USIF NO. 278763107 13G PAGE 9 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING FOWER ENERGICALLY OWNED BY 2,020,634	2,020,634	4	
5.78%  12 TYPE OF REPORTING PERSON* PN  *SEE INSTRUCTION BEFORE FILLING OUT!  USIP NO. 278763107 13G PAGE 9 OF 42 PAGES  1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 2,020,634	10 CHECK BO		: :S*
*SEE INSTRUCTION BEFORE FILLING OUT!  *SEE INSTRUCTION BEFORE FILLING OUT!  SIP NO. 278763107 13G PAGE 9 OF 42 PAGES  NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER BROWFICIALLY OWNED BY 2,020,634		OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
USIP NO. 278763107 13G PAGE 9 OF 42 PAGES  NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON ML IBK Positions, Inc.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER None  NUMBER OF SHARES 6 SHARED VOTING POWER SENEFICIALLY OWNED BY 2,020,634			
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  ML IBK Positions, Inc.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING POWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  SENEFICIALLY OWNED BY 2,020,634	JSIP NO. 278		
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing  (a) [] (b) []  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING POWER  None  NUMBER OF SHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634	S.S. OR I	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware  5 SOLE VOTING POWER  None  NUMBER OF	2 CHECK TH	HE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a)	
Delaware  5 SOLE VOTING POWER  None  NUMBER OFSHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634			
5 SOLE VOTING POWER  None  NUMBER OFSHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 2,020,634		SHIP OR PLACE OF ORGANIZATION	
SOLE VOTING POWER  None  NUMBER OFSHARES 6 SHARED VOTING POWER  BENEFICIALLY OWNED BY 2,020,634			
NUMBER OFSHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 2,020,634			
SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 2,020,634		None	
OWNED BY 2,020,634			
	BENEFICIALLY OWNED BY		
EACH REPORTINGPERSON WITH 7 SOLE DISPOSITIVE POWER			

None

	8 SHARED DISPOSI	TIVE POWER	
	2,020,634		
	2,020,034		
9 AGGREGAT	 TE AMOUNT BENEFICIALL		ORTING PERSON
2,020,634	1		
10 CUECK DO	OV TE MUE ACCRECAME A	MOLINE IN DOM (0) EV	CIUDEC CEDEATN CHADEC+
10 CHECK BO	JA IF INE AGGREGATE A	PHOONI IN ROW (9) EX	CLUDES CERTAIN SHARES*
11 PERCENT	OF CLASS REPRESENTED	BY AMOUNT IN ROW 9	
5.78%			
12 TYPE OF	REPORTING PERSON*		
CO			
	*SEE INSTRUCTI	ON BEFORE FILLING O	 UT!
THE NO. 270	 0762107	13G	PAGE 10 OF 42 PAGES
CUSIP NO. 278		13G	PAGE 10 OF 42 PAGES
		•	
	REPORTING PERSON I.R.S. IDENTIFICATION	I NO. OF ABOVE PERSO	N
		01 115015 151100	
KECALP In	nc.		
Z CHECK TI	HE APPROPRIATE BOX IF	A MEMBER OF A GROU	(a) [ ]
			(b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	SHIP OR PLACE OF ORGA		
Delaware			
DOTAarc			
	5 SOLE VOTING PO		
	None		
NUMBER OF			
SHARES BENEFICIALLY	6 SHARED VOTING	POWER	
OWNED BY	2,020,634		
EACH REPORTING			
PERSON WITH	7 SOLE DISPOSITI	VE POWER	
	None		
	8 SHARED DISPOSI		
	2 020 634		
	2,020,634		
 9 AGGREGAT	 TE AMOUNT BENEFICIALL	Y OWNED BY FACH DED	ORTING PERSON
		OWNED DI BAON NEF	OLITHO LENOUN
2,020,634	1		

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

11 PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.78%	
3.700	
12 TYPE OF	REPORTING PERSON*
СО	
	*SEE INSTRUCTION BEFORE FILLING OUT!
CUSIP NO. 278	3763107 13G PAGE 11 OF 42 PAGES
	DEDODMING DEDOM
	REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Merrill 1	Lynch KECALP 1989
2 CHECK TI	HE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing
	(a) [ ]
	(b) [ ]
3 SEC USE	ONLY
4 07777777	
4 CITIZENS	SHIP OR PLACE OF ORGANIZATION
Delaware	
	5 SOLE VOTING POWER
	5 OOL VOIING TONEK
	None
NUMBER OF	
SHARES	6 SHARED VOTING POWER
BENEFICIALLY	
OWNED BY EACH	2,020,634
REPORTING	
PERSON WITH	7 SOLE DISPOSITIVE POWER
	Maria
	None
	8 SHARED DISPOSITIVE POWER
	2,020,634
	2,020,001
9 AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,020,63	1
10 CHECK BO	DX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
10 CHECK BO	[ ]
11 PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.78%	
12 TYPE OF	REPORTING PERSON*
PN	

\*SEE INSTRUCTION BEFORE FILLING OUT!

USIP NO. 278 	3763107  	13G	PAGE 12 OF 42 PAGES
	REPORTING PERSON	O OF ABOVE PERSON	
	Lynch KECALP L.P. 1986	o. or above reason	
	HE APPROPRIATE BOX IF A		* Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	SHIP OR PLACE OF ORGANI	ZATION	
	5 SOLE VOTING POWE	R	
NUMBER OF	140116		
SHARES BENEFICIALLY OWNED BY EACH	6 SHARED VOTING POR 2,020,634	WER	
REPORTING PERSON WITH	7 SOLE DISPOSITIVE		
	None		
	8 SHARED DISPOSITI	VE POWER	
	2,020,634		
9 AGGREGAT	TE AMOUNT BENEFICIALLY	OWNED BY EACH REPOR	RTING PERSON
2,020,634	4		
10 CHECK BC	DX IF THE AGGREGATE AMON	UNT IN ROW (9) EXC	LUDES CERTAIN SHARES*
11 PERCENT	OF CLASS REPRESENTED B		
5.78%			
12 TYPE OF PN	REPORTING PERSON*		
		BEFORE FILLING OUT	г!
USIP NO. 278	3763107 	13G	PAGE 13 OF 42 PAGES
	REPORTING PERSON I.R.S. IDENTIFICATION NO	0 00 30000	

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

				(a) [ ] (b) [ ]
3 SEC US				
4 CITIZE	 NSHIP	OR PLACE OF ORGA	ANIZATION	
Delawar	е			
	 5	SOLE VOTING PC	 DWER	
		None		
NUMBER OF SHARES		SHARED VOTING	POWER	
BENEFICIALL OWNED BY		2,020,634		
EACH REPORTING PERSON WITH		SOLE DISPOSITI	 IVE POWER	
		None		
	 g	SHARED DISPOSI	TTIVE POWER	
	O	2,020,634	TIVE LOWER	
		MOUNT DEVELOPE	V OLDED DV 13 CV DT	ming Dedgov
9 AGGREG 2,020,6		MOUNT BENEFICIALL	LY OWNED BY EACH REPOR!	TING PERSON
10 CHECK	BOX I	F THE AGGREGATE A	AMOUNT IN ROW (9) EXCL	UDES CERTAIN SHARES*
			D BY AMOUNT IN ROW 9	
5.78%				
		ORTING PERSON*		
СО				
			ON BEFORE FILLING OUT	!
CUSIP NO. 2	78763 		13G	PAGE 14 OF 42 PAGES
1 NAME O	F REP	PORTING PERSON	N NO. OF ABOVE PERSON	
Merrill	Lync	ch Capital Appreci	lation Partnership No.	B-IX, L.P.
			7 A MEMBER OF A GROUP*	
3 SEC US				
4 CITIZE	 NSHIP	OR PLACE OF ORGA		
Dolawan	0			

5 SOLE VOTING POWER

None

BENEFICIALLY OWNED BY EACH REPORTING	6 SHARED VOTING PO 2,020,634  7 SOLE DISPOSITIVE None		
	8 SHARED DISPOSITI 2,020,634	VE POWER	
9 AGGREGAT 2,020,634	E AMOUNT BENEFICIALLY	OWNED BY EACH REPO	ORTING PERSON
10 CHECK BO	X IF THE AGGREGATE AMO	OUNT IN ROW (9) EXC	CLUDES CERTAIN SHARES*
11 PERCENT 5.78%	OF CLASS REPRESENTED E	BY AMOUNT IN ROW 9	
12 TYPE OF	REPORTING PERSON*		
	*SEE INSTRUCTION	N BEFORE FILLING OU	TT!
CUSIP NO. 278	763107 	13G	PAGE 15 OF 42 PAGES
1 NAME OF S.S. OR I	REPORTING PERSON R.S. IDENTIFICATION N re LBO Partnership No.		1
2 CHECK TH	E APPROPRIATE BOX IF F	A MEMBER OF A GROUE	o* Joint Filing (a) [ ] (b) [ ]
3 SEC USE			
4 CITIZENS Cayman Is	HIP OR PLACE OF ORGANI		
	5 SOLE VOTING POWE		
SHARES BENEFICIALLY OWNED BY EACH REPORTING	6 SHARED VOTING PC	OWER	
PERSON WITH	7 SOLE DISPOSITIVE None	E POWER	

8 SHARED DISPOSITIVE POWER

9 AGGREGAT	
9 AGGREGAI	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,020,634	4
10 CHECK BO	OX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [ ]
	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.78%	OF CHASS REFRESHED BY PROONE IN NOW 3
	REPORTING PERSON*
PN	ABIONTING IBAOON
	*SEE INSTRUCTION BEFORE FILLING OUT!
USIP NO. 278	
1 NAME OF	REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
ML Employ	yees LBO Managers, Inc.
2 CHECK TH	HE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY
4 CITIZENS	SHIP OR PLACE OF ORGANIZATION
Delaware	
	5 SOLE VOTING POWER
	None
NUMBER OF SHARES	6 SHARED VOTING POWER
BENEFICIALLY OWNED BY	2,020,634
EACH REPORTING	
	7 SOLE DISPOSITIVE POWER
	7 SOLE DISPOSITIVE POWER  None
	None
PERSON WITH	None  8 SHARED DISPOSITIVE POWER
PERSON WITH	None  8 SHARED DISPOSITIVE POWER  2,020,634  TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 TYPE OF	REPORTING PERSON*		
CO			
	*SEE INSTRUCTION	BEFORE FILLING OU	 T!
CUSIP NO. 278	763107	13G	PAGE 17 OF 42 PAGES
1 NAME OF	REPORTING PERSON		 [
ML Employ	rees LBO Partnership No.	. I, L.P.	
2 CHECK TH	E APPROPRIATE BOX IF A	MEMBER OF A GROUP	* Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
	HIP OR PLACE OF ORGANIZ		
	E COLE VOETNO DOME		
	5 SOLE VOTING POWER None	X	
NUMBER OF SHARES BENEFICIALLY OWNED BY	6 SHARED VOTING POW 2,020,634		
EACH REPORTING PERSON WITH	7 SOLE DISPOSITIVE	POWER	
	8 SHARED DISPOSITIV 2,020,634	VE FOWER	
	E AMOUNT BENEFICIALLY (	DWNED BY EACH REPO	PRTING PERSON
2,020,634			
	X IF THE AGGREGATE AMOU		
11 PERCENT 5.78%	OF CLASS REPRESENTED BY	Y AMOUNT IN ROW 9	
	REPORTING PERSON*		
PN 			
· <b></b>	*SEE INSTRUCTION	BEFORE FILLING OU	

CUSIP NO. 278763107

	REPORTING PERSON I.R.S. IDENTIFICATION	NO. OF ABOVE PERSON	
	ociates L.P. No. II		
CHECK T	HE APPROPRIATE BOX IF	A MEMBER OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
SEC USE	ONLY		
CITIZEN	SHIP OR PLACE OF ORGA	NIZATION	
Delaware			
	5 SOLE VOTING PO	 DWER	
	None		
	6 SHARED VOTING	POWER	
ENEFICIALLY OWNED BY EACH	2,020,634		
REPORTING ERSON WITH	7 SOLE DISPOSITI		
	None		
	8 SHARED DISPOSI	TIVE POWER	
	2,020,634		
AGGREGA	TE AMOUNT BENEFICIALI	Y OWNED BY EACH REPORT	TING PERSON
2,020,63	4		
0 CHECK B	OX IF THE AGGREGATE A	MOUNT IN ROW (9) EXCLU	JDES CERTAIN SHARES*
1 PERCENT	OF CLASS REPRESENTED	BY AMOUNT IN ROW 9	
5.78%			
2 TYPE OF	REPORTING PERSON*		
PN			
	*SEE INSTRUCTI	ON BEFORE FILLING OUT!	 !
SIP NO. 27	8763107 	13G	PAGE 19 OF 42 PAGES
	REPORTING PERSON I.R.S. IDENTIFICATION		
Merrill	Lynch MBP Inc.		
CHECK T	HE APPROPRIATE BOX IF	A MEMBER OF A GROUP*	Joint Filing (a) [ ]

4 CITIZENS	HIP OR PLACE OF ORGANIZAT	ION	
Delaware			
	5 SOLE VOTING POWER		
	None		
NUMBER OF SHARES	6 SHARED VOTING POWER		
BENEFICIALLY OWNED BY	2,020,634		
EACH REPORTING			
	7 SOLE DISPOSITIVE PO	WER	
	None		
	8 SHARED DISPOSITIVE		
		FOWER	
	2,020,634		
9 AGGREGAT	E AMOUNT BENEFICIALLY OWN	ED BY EACH REPORTIN	G PERSON
2,020,634			
10 CHECK BO	X IF THE AGGREGATE AMOUNT	IN ROW (9) EXCLUDE	S CERTAIN SHARES*
11 PERCENT 5.78%	OF CLASS REPRESENTED BY A	MOUNT IN ROW 9	
12 TYPE OF	REPORTING PERSON*		
CO			
	*SEE INSTRUCTION BE	FORE FILLING OUT!	
CUSIP NO. 278		13G	PAGE 20 OF 42 PAGES
1 NAME OF	REPORTING PERSON .R.S. IDENTIFICATION NO.		
Merchant	Banking L.P. No. IV		
2 CHECK TH	E APPROPRIATE BOX IF A ME	MBER OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	HIP OR PLACE OF ORGANIZAT		
Delaware			
	5 SOLE VOTING POWER		
	None		
NUMBER OF SHARES	6 SHARED VOTING POWER		

OWNED BY EACH REPORTING	2,020,634
	7 SOLE DISPOSITIVE POWER
	None
	8 SHARED DISPOSITIVE POWER
	2,020,634
9 AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,020,634	
10 CHECK BC	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11 PERCENT 5.78%	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
12 TYPE OF	REPORTING PERSON*
PN	
	*SEE INSTRUCTION BEFORE FILLING OUT!
CUSIP NO. 278	763107 13G PAGE 21 OF 42 PAGES
	REPORTING PERSON .R.S. IDENTIFICATION NO. OF ABOVE PERSON
ML Ventur	e Partners II, L.P.
2 CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY
	HIP OR PLACE OF ORGANIZATION
Delaware	
	5 SOLE VOTING POWER
	None
NUMBER OF SHARES	6 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH	None
REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER
	None
	8 SHARED DISPOSITIVE POWER
	None

10 CHECK BO	X IF THE AGGREGATE AMOUNT IN R	COW (9) EXCLU	DES CERTAIN SHARES*
1 PERCENT	OF CLASS REPRESENTED BY AMOUNT	'IN ROW 9	
0%			
2 TYPE OF	REPORTING PERSON*		
PN			
	*SEE INSTRUCTION BEFORE	FILLING OUT!	
SIP NO. 278	763107	13G	PAGE 22 OF 42 PAGES
	REPORTING PERSON  R.S. IDENTIFICATION NO. OF AB	OVE PERSON	
ML Oklaho	ma Venture Partners L.P.		
CHECK TH	E APPROPRIATE BOX IF A MEMBER	OF A GROUP*	Joint Filing (a) [ ] (b) [ ]
SEC USE	ONLY		
CITIZENS. Delaware	HIP OR PLACE OF ORGANIZATION		
	5 SOLE VOTING POWER		
	None		
NUMBER OF			
SHARES ENEFICIALLY	6 SHARED VOTING POWER		
OWNED BY EACH	None		
REPORTING ERSON WITH	7 SOLE DISPOSITIVE POWER		
	None		
	8 SHARED DISPOSITIVE POWER		
	None	X.	
	'E AMOUNT BENEFICIALLY OWNED BY	EACH REPORT	ING PERSON
None			
0 CHECK BO	X IF THE AGGREGATE AMOUNT IN R	ROW (9) EXCLU	DES CERTAIN SHARES*
1 PERCENT	OF CLASS REPRESENTED BY AMOUNT		
0%			

12 TYPE OF REPORTING PERSON\*

	*SEE INSTRUCTION	BEFORE FILLING OUT	 !!
CUSIP NO. 278	763107	13G	PAGE 23 OF 42 PAGES
S.S. OR I	REPORTING PERSON .R.S. IDENTIFICATION N .ynch Venture Capital,		
2 CHECK TH	E APPROPRIATE BOX IF A		Joint Filing (a) [ ] (b) [ ]
3 SEC USE	ONLY		
4 CITIZENS	HIP OR PLACE OF ORGANI	ZATION	
Delaware			
	5 SOLE VOTING POWE	R	
	None		
NUMBER OF			
SHARES BENEFICIALLY OWNED BY EACH	6 SHARED VOTING PO	WEK	
REPORTING	7 SOLE DISPOSITIVE	POWER	
	None		
	8 SHARED DISPOSITI		
	None	VE TOWER	
9 AGGREGAT	'E AMOUNT BENEFICIALLY	OWNED BY EACH REPOR	RTING PERSON
None			
	X IF THE AGGREGATE AMO		
	OF CLASS REPRESENTED B		
12 TYPE OF	REPORTING PERSON*		
		BEFORE FILLING OUT	 ?!
 CUSIP NO. 278	763107	13G	PAGE 24 OF 42 PAGES
1 NAME OF	REPORTING PERSON .R.S. IDENTIFICATION N		

2 CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) [] (b) []
3 SEC USE	
4 CITIZENS Delaware	HIP OR PLACE OF ORGANIZATION
	5 SOLE VOTING POWER None
SHARES BENEFICIALLY	6 SHARED VOTING POWER None
REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER  None
	8 SHARED DISPOSITIVE POWER  None
None	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11 PERCENT 0%	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	REPORTING PERSON*
	*SEE INSTRUCTION BEFORE FILLING OUT!
CUSIP NO. 278	763107 13G PAGE 25 OF 42 PAGES
1 NAME OF S.S. OR I	REPORTING PERSON  .R.S. IDENTIFICATION NO. OF ABOVE PERSON
MLOK Co.,	E APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing  (a) []  (b) []
3 SEC USE	ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

	5 SOLE VOTING POWER	
	None	
	Notice	
NUMBER OF SHARES	6 SHARED VOTING POWER	
BENEFICIALLY		
OWNED BY EACH	None	
REPORTING	7 OALD DISPOSITATION DOWN	
PERSON WITH	7 SOLE DISPOSITIVE POWER	
	None	
	8 SHARED DISPOSITIVE POWER	
	None	
9 AGGREGAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
None		
10 CHECK BC	OX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	[ ]	
11 PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
0%		
12 TYPE OF	REPORTING PERSON*	
PN		
	*SEE INSTRUCTION BEFORE FILLING OUT!	
	0.7(2)10.7	
CUSIP NO. 278	8763107 13G PAGE 26 OF 42 P	AGES
	REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	ng Equipment Corp.	
ML Leasin	ng Equipment Corp.	
2 CHECK TH	HE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing	
	(a) [	-
	] (d)	]
3 SEC USE	ONLY	
5 DEC ODE		
	CUID OD DIACE OF ODCANIZATION	
	SHIP OR PLACE OF ORGANIZATION	
Delaware		
	5 SOLE VOTING POWER	
	None	
NUMBER OF		
SHARES BENEFICIALLY	6 SHARED VOTING POWER	
OWNED BY		
EACH REPORTING		

```
None
                SHARED DISPOSITIVE POWER
                 None
   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
     None
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
                 [ ]
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
     0 %
12 TYPE OF REPORTING PERSON*
    CO
*SEE INSTRUCTION BEFORE FILLING OUT!
                               SCHEDULE 13G
                Name of Issuer:
Item 1 (a)
                Eckerd Corporation
Item 1 (b)
                Address of Issuer's Principal Executive Offices:
                8333 Bryan Dairy Road, Largo, Florida 34647
Item 2 (a)
                Names of Persons Filing:
                Merrill Lynch & Co., Inc.
                Merrill Lynch Group, Inc.
                Merrill Lynch Capital Partners, Inc.
                Merrill Lynch LBO Partners No. I, L.P.
                Merrill Lynch LBO Partners No. B-II, L.P.
                Merrill Lynch Capital Appreciation Partnership No. II, L.P.
                ML Offshore LBO Partnership No. II
                ML IBK Positions, Inc.
                KECALP Inc.
                Merrill Lynch KECALP 1989
                Merrill Lynch KECALP 1986
                Merrill Lynch Capital Corporation
                Merrill Lynch Capital Appreciation Partnership No. B-IX, L.P.
                ML Offshore LBO Partnership No. B-IX
                ML Employees LBO Managers, Inc.
                ML Employees LBO Partnership No. I, L.P.
                MLCP Associates L.P. No. II
                Merrill Lynch MBP Inc.
                Merchant Banking L.P. No. IV
                ML Venture Partners II, L.P.
                ML Oklahoma Venture Partners L.P.
                Merrill Lynch Venture Capital Inc.
                MLVP II Co., L.P.
                MLOK Co., L.P.
                ML Leasing Equipment Corp.
Item 2 (b)
                Address of Principal Business Office, or, if none, Residence:
                Merrill Lynch & Co., Inc.
```

Merrill Lynch Group, Inc.

New York, New York 10281

World Financial Center, North Tower

Merrill Lynch Capital Partners, Inc.

250 Vesey Street

Merrill Lynch LBO Partners No. I, L.P. Merrill Lynch Capital Appreciation Partnership No. II, L.P. ML Offshore LBO Partnership No. II

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ML IBK Positions, Inc. KECALP Inc. Merrill Lynch KECALP 1989 Merrill Lynch KECALP 1986 Merrill Lynch Capital Corporation Merrill Lynch LBO Partners No. B-II, L.P. Merrill Lynch Capital Appreciation Partnership No. B-IX, L.P. ML Offshore LBO Partnership No. B-IX ML Employees LBO Managers, Inc. ML Employees LBO Partnership No. I, L.P. MLCP Associates L.P. No. II Merrill Lynch MBP Inc. Merchant Banking L.P. No. IV ML Venture Partners II, L.P. ML Oklahoma Venture Partners L.P. Merrill Lynch Venture Capital Inc. MLVP II Co., L.P. MLOK Co., L.P. ML Leasing Equipment Corp. 225 Liberty St. New York, NY 10080 Citizenship: \_\_\_\_\_ Delaware, except ML Offshore LBO Partnership No. II and ML Offshore LBO Partnership No. B-IX, which are Cayman Islands partnerships. Title of Class of Securities: Common Stock, par value \$.01 per share CUSIP Number \_\_\_\_\_ 278763107 If this statement is filed pursuant to Rules 13d-1 (b), or 13d-2(b), check whether the person filing is a \_\_\_\_\_\_ (a) [ ] Broker or Dealer registered under Section 16 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) [ ] 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 PAGE 28 OF 42 PAGES Sec. 240.13d-1(b)(l)(ii)(F) (g) [ ] Parent Holding Company, in accordance with Sec. 240.13d-1(b)(ii)(G) (Note: See Item 7) (h) [ ] Group, in accordance with Sec. 240.13d-1(b)(1)(ii)(H) Ownership -----

(a) Amount Beneficially Owned:

Item 2 (c)

Item 2 (d)

Item 2 (e)

Ttem 3

Item 4

See Item 9 of Cover Pages. Pursuant to Section 240.13d-4, Merrill Lynch & Co., Inc., Merrill Lynch Group, Inc., Merrill Lynch Capital Partners, Inc., Merrill Lynch LBO Partners No. I, L.P., Merrill Lynch LBO Partners No. B-II, L.P., KECALP Inc., ML Employees LBO Managers, Inc., Merrill Lynch MBP Inc., Merrill

Lynch Venture Capital Inc., MLVP II Co., L.P., MLOK Co., L.P. and ML Leasing Equipment Corp. (the "Reporting Persons") disclaim beneficial ownership of the securities of Eckerd Corporation referred to herein, and the filing of this Schedule 13G shall not be construed as an admission that the Reporting Companies are, for the purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934 (the "Act"), the beneficial owner of any securities of Eckerd Corporation covered by this statement.

(b) Percent of Class:

See Item 11 of Cover Pages

- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: See Item 5 of Cover Pages
- Item 5 Ownership Five Percent or Less of a Class.

Not applicable

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

Certain wholly-owned subsidiaries of Merrill Lynch & Co., Inc., and Merrill Lynch Group, Inc., either directly or as general partner of various limited partnerships have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the class of securities reported herein. See Exhibit A.

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Item 7 Identification and Classification of the Subsidiary Which

Acquired the Security Being Reported on by the Parent Holding

Company.

See Exhibit A

Item 8 Identification and Classification of Members of the Group.

See Exhibit B

Item 9 Notice of Dissolution of Group.

Not Applicable

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.

> MERRILL LYNCH & CO., INC. MERRILL LYNCH GROUP, INC. ML IBK POSITIONS, INC. KECALP INC. MERRILL LYNCH MBP INC.

Date: February 13, 1996 /s/ Marcia L. Tu By:

> Marcia L. Tu Attorney-in-Fact\*

MERRILL LYNCH CAPITAL PARTNERS, INC.

Date: February 13, 1996 /s/ Marcia L. Tu By:

\_\_\_\_\_ Marcia L. Tu Vice President & Secretary

MERRILL LYNCH LBO PARTNERS

NO. I, L.P. By: Merrill Lynch Capital Partners, Inc., its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L. Tu

Vice President & Secretary

MERRILL LYNCH LBO PARTNERS

NO. B-II, L.P.

By: Merrill Lynch Capital Partners, Inc., its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L. Tu

Vice President & Secretary

\_ \_\_\_\_\_

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MERRILL LYNCH CAPITAL APPRECIATION PARTNERSHIP

NO. II, L.P.

By: Merrill Lynch LBO Partners

No. I, L.P., its general partner By: Merrill Lynch Capital Partners, Inc.,

its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L.Tu

Vice President & Secretary

ML OFFSHORE LBO PARTNERSHIP NO. II

By: Merrill Lynch LBO Partners No. I, L.P., its investment general partner

By: Merrill Lynch Capital Partners, Inc.,

its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L.Tu

Vice President & Secretary

<sup>\*</sup> See Exhibit C for Power of Attorney

# MERRILL LYNCH KECALP 1989 By: KECALP Inc., its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

\_\_\_\_\_

Marcia L.Tu Attorney-in-Fact\*

MERRILL LYNCH KECALP 1986

By: KECALP INC. its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L.Tu Attorney-in-Fact\*

- -----

\* See Exhibit C for Power of Attorney

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MERRILL LYNCH

CAPITAL CORPORATION

Date: February 13, 1996 By: /s/ James Rossi

-----

James Rossi Secretary

MERRILL LYNCH CAPITAL

APPRECIATION PARTNERSHIP

NO. B-IX, L.P.

By: Merrill Lynch LBO Partners
No. B-II, its general partner

By: Merrill Lynch Capital Partners, Inc.,

its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

-----

Marcia L.Tu

Vice President & Secretary

ML OFFSHORE LBO PARTNERSHIP NO. B-IX, L.P.

By: Merrill Lynch LBO Partners No. B-II,

L.P., its investment general partner By: Merrill Lynch Capital Partners, Inc.,

its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

-----

Marcia L.Tu

Vice President & Secretary

ML EMPLOYEES LBO MANAGERS, INC.

Date: February 13, 1996 By: /s/ Marcia L. Tu

\_\_\_\_\_

Marcia L.Tu Secretary

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ML EMPLOYEES LBO PARTNERSHIP

NO. I L.P.

By: ML Employees LBO Managers, Inc.

its general partner Date: February 13, 1996 By: /s/ Marcia L. Tu \_\_\_\_\_ Marcia L.Tu Secretary MLCP ASSOCIATES L.P. NO. II By: Merrill Lynch Capital Partners, Inc., its general partner Date: February 13, 1996 /s/ Marcia L. Tu By: Marcia L.Tu Vice President &Secretary MERCHANT BANKING L.P. NO. IV By: Merrill Lynch MBP Inc. its general partner Date: February 13, 1996 By: /s/ Marcia L. Tu Marcia L.Tu Attorney-in-Fact\* ML VENTURE PARTNERS II, L.P. By: MLVP II CO. L.P. Venture its general partner By: Merrill Lynch Venture Capital, Inc., its general partner Date: February 13, 1996 By: /s/ Marcia L. Tu Marcia L.Tu Secretary \* See Exhibit C for Power of Attorney PAGE 34 OF 42 PAGES ML OKLAHOMA VENTURE PARTNERSHIP L.P. By: MLOK CO., L.P. its general partner By: Merrill Lynch Venture Capital, Inc., its general partner Date: February 13, 1996 By: /s/ Marcia L. Tu Marcia L.Tu Secretary MLVP II CO., L.P. By: Merrill Lynch Venture Capital, Inc., its general partner

Date: February 13, 1996

By: /s/ Marcia L. Tu

Marcia L.Tu Secretary

MLOK CO., L.P.

By: Merrill Lynch Venture Capital, Inc., its general partner

Date: February 13, 1996 By: /s/ Marcia L. Tu

Marcia L.Tu Secretary Date: February 13, 1996

By: /s/ James Rossi

James Rossi Secretary

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EXHIBIT A TO SCHEDULE 13G

ITEM 7 DISCLOSURE RESPECTING SUBSIDIARIES

Two of the persons filing this report, Merrill Lynch & Co., Inc., a Delaware corporation ("ML&Co."), and Merrill Lynch Group, Inc., a Delaware corporation ("ML Group"), are parent holding companies pursuant to Rule 13d-1(b)(1)(ii)(G). Pursuant to the instructions in Item 7 of Schedule 13G, the relevant subsidiaries of ML&Co. are ML Group, Merrill Lynch Capital Partners, Inc. ("MLCP"), Merrill Lynch Venture Capital Inc. ("MLVC"), KECALP Inc. ("KECALP"), Merrill Lynch MBP Inc. ("MLMBP"), Merrill Lynch Capital Corporation ("MLCC"), ML Employees LBO Managers, Inc. ("LBO"), ML Leasing Equipment Corp. ("Leasing") and ML IBK Positions, Inc. ("MLIBK"). The relevant subsidiaries of ML Group are MLCP, MLVC, KECALP, MLMBP, MLCC, LBO, Leasing and MLIBK.

ML Group, a wholly-owned direct subsidiary of ML&Co. may be deemed to be the beneficial owner of 5.78% of the securities of Eckerd Corporation (the "Securities") by virtue of its control of its wholly-owned subsidiaries MLCP, KECALP, MLMBP, MLCC, LBO and MLIBK.

MLCP, a Delaware corporation, may be deemed to be the beneficial owner of Securities by virtue of (i) its status as general partner of a limited partnership, Merrill Lynch LBO Partners No. I, L.P., ("LBO I"), that acts as general partner of two limited partnerships that own the Securities, (ii) its status as general partner of a limited partnership, Merrill Lynch LBO Partners No. B-II, L.P. ("LBO B-II") that acts as general partner of two limited partnerships that own the securities, (iii) its control of its wholly-owned subsidiary LBO, which is the general partner of a limited partnership and (iv) its status as general partner of MLCP Associates L.P. No. II. Each of such partnerships own of such record less than 5% of the Securities.

KECALP and MLMBP are all wholly-owned subsidiaries of ML Group and each act as general partners of limited partnerships or have subsidiaries that act as general partner for limited partnerships that are record owners of the Securities. No one limited partnership owns more than 5% of the Securities.

MLCC is a wholly-owned subsidiary of MLIBK, which is a wholly-owned subsidiary of ML Group. Each of MLCC and MLIBK are record owners of less than 5% of the Securities.

Those partnerships that are the record owners of the Securities and MLCC and MLIBK may be deemed to be a group and therefore may be deemed to beneficially own all of the Securities held by the group, which constitute 5.78% of the outstanding Securities. Consequently, each of the general partners of the partnerships and their parent corporations may also be deemed to beneficially own all of the Securities held by the group. Each of the entities disclaims beneficial ownership of the Securities not held of record by it.

Certain entities that are filing and reporting their holdings as zero were deemed to be holders of 5% or more of the Securities in the last Schedule 13G filed by them. However, they have since sold their entire position in the Securities and are no longer part of the filing group.

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EXHIBIT B TO SCHEDULE 13G

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF A GROUP

The following entities may be deemed to be members of a group. All of such entities disclaim membership in such group, except Merrill Lynch Capital Appreciation Partnership No. II, L.P., ML Offshore LBO Partners No. II, Merrill Lynch Capital Appreciation Partnership No. B-IX, L.P. and ML Offshore LBO Partners No. B-IX. See Exhibit A.

Merrill Lynch Capital Appreciation Partnership No. II, L.P.

ML Offshore LBO Partners No. II Merrill Lynch Capital Appreciation Partnership No. B-IX, L.P. ML Offshore LBO Partners No. B-IX ML IBK Positions, Inc. ML Employees LBO Partnership No. I, L.P. KECALP 1986 L.P. KECALP 1989 L.P. Merrill Lynch Capital Corporation ML Employees LBO Partnership No. I, L.P. MLCP Associates L.P. No. II Merchant Banking L.P. No. IV

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EXHIBIT C

POWER OF ATTORNEY

TO PREPARE AND EXECUTE DOCUMENTS PURSUANT TO SECTIONS 13 AND 16 OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED, AND RULES THEREUNDER, BY AND ON BEHALF OF

MERRILL LYNCH & CO., INC.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints MARCIA L. TU its true and lawfully attorney-in-fact to:

- (1) to prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to Merrill Lynch & Co., Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30th day of November 1994.

MERRILL LYNCH & CO., INC.

By /s/Barry S. Friedberg \_\_\_\_\_ Barry S. Friedberg Executive Vice President

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POWER OF ATTORNEY

### MERRILL LYNCH GROUP, INC.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints MARCIA L. TU its true and lawful attorney-in-fact to:

- (1) to prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to Merrill Lynch Group, Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $8 \, \text{th}$  day of December 1994.

MERRILL LYNCH GROUP, INC.

By: /s/Rosemary T. Berkery

Rosemary T. Berkery

Vice President

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POWER OF ATTORNEY

TO PREPARE AND EXECUTE DOCUMENTS PURSUANT TO SECTIONS 13 AND 16

OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED,

AND RULES THEREUNDER, BY AND ON BEHALF OF

ML IBK POSITIONS, INC.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints MARCIA L. TU its true and lawfully attorney-in-fact to:

- (1) to prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to ML IBK Positions, Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being

understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $30\,\mathrm{th}$  day of November 1994.

ML IBK POSITIONS, INC.

By: /s/James V. Caruso

James V. Caruso
Vice President

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POWER OF ATTORNEY

TO PREPARE AND EXECUTE DOCUMENTS PURSUANT TO SECTIONS 13 AND 16

OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED,

AND RULES THEREUNDER, BY AND ON BEHALF OF

KECALP INC.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints MARCIA L. TU its true and lawfully attorney-in-fact to:

- (1) to prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to KECALP Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $30\,\mathrm{th}$  day of November 1994.

KECALP INC.

-----

James V. Caruso Vice President

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POWER OF ATTORNEY
TO PREPARE AND EXECUTE DOCUMENTS PURSUANT TO SECTIONS 13 AND 16
OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED,

AND RULES THEREUNDER, BY AND ON BEHALF OF

MERRILL LYNCH MBP INC.

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints MARCIA L. TU its true and lawfully attorney-in-fact to:

- (1) to prepare and execute, for and on behalf of the undersigned, any and all forms, schedules, reports and other documents relating to Merrill Lynch MBP Inc.'s direct or indirect ownership of securities that are required to be filed with the United States Securities and Exchange Commission pursuant to Section 13 and 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to comply with the requirements of Sections 13 and 16 of the Exchange Act including, but not limited to, executing documents required by said sections of the Exchange Act and effecting the timely filing thereof with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Exchange Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $30\,\mathrm{th}$  day of November 1994.

MERRILL LYNCH MBP INC.

By: /s/ James V. Caruso

James V. Caruso

James V. Caruso Vice President

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