	OMB APPROVAL	
OMB number3235-0145		
Expires:October 31, 1994		
Estimated average burden		
hours per response	14.90	

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 3)\*

Eckerd Corporation	
(Name of Issuer)	
Common Stock, par value \$.01 per share	
(Title Of Class of Securities)	
278763107	
(CIISTE 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).

CUSIF	NO. 278	7631			13G		PAGE 2 0	OF :	35 PAG	ES		
	NAME OF R S.S OR I.	EPOR	TING PE		N NO. OF		E PERSON					
	Merrill L		& Co.,									
2	CHECK THE	APP						*	Joint	Filin	(a)	(128 (128
	SEC USE O											
4	CITIZENSH				ANIZATIO							
	Delaware											
		<b>5</b>	SOLE V	OTING PO	OWER							
			None									
SHA	BER OF ARES	6	SHAREI	) VOTING	POWER							
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	D BY CH		1,564									
	RSON	NG							•			
			None									
					ITIVE PO							
			1,564,	338								
9	AGGREGATE	AMO	UNT BEN	EFICIAL	LY OWNED	BY EA	ACH REPOI	 RTII	NG PER	SON		
	1,564,338											
10	CHECK BOX											
11	PERCENT O	F CL	ASS REE	PRESENTE	D BY AMO	UNT IN	N ROW 9					
4	1.47%											
12	TYPE OF R	 EPOP										
	IC, CO		.1110 11									

\*SEE INSTRUCTION BEFORE FILLING OUT!

		120	DAGE 2 OF 25 DAGES
CUSIP NO.		13G	PAGE 3 OF 35 PAGES
	OF REPORTING PERSON I.R.S. IDENTIFICATION	I NO. OF ABOVE	PERSON
Merril	l Lynch Group, Inc.		
2 CHECK	THE APPROPRIATE BOX I	F A MEMBER OF	
	SE ONLY		
	ENSHIP OR PLACE OF ORG	GAN1ZATION	
Delawa	re		
	5 SOLE VOTING POWER	 	
	None		
NUMBER OF			
SHARES	6 SHARED VOTING POW	 JER	
BENEFICIAL OWNED BY EACH			
REPORTING	7 SOLE DISPOSITIVE	POWER	
PERSON WITH	None	TOWER	
	8 SHARED DISPOSITIV	TE DOMED	
		E FOWER	
	1,560,088		
	GATE AMOUNT BENEFICIAL	LY OWNED BY E.	ACH REPORTING PERSON
1,560,	088		
10 CHECK SHARES	BOX IF THE AGGREGATE	AMOUNT IN ROW	(9) EXCLUDES CERTAIN
	NT OF CLASS REPRESENTE		N ROW 9
4.46%			
12 TYPE	OF REPORTING PERSON*		<b>_</b>
HC, CO			

	278763107	13G	PAGE 4 OF 35 PAGES
1 NAME S.S OF Merril	OF REPORTING PERSON I.R.S. IDENTIFICATION Lynch Capital Partne	NO. OF ABOVE	PERSON
	THE APPROPRIATE BOX I	IF A MEMBER OF	A GROUP* Joint Filing (a) (128) (b) (128)
3 SEC U	SE ONLY		
	ENSHIP OR PLACE OF ORG		
NUMBER OF	5 SOLE VOTING POWER		
SHARES BENEFICIAL OWNED BY EACH	6 SHARED VOTING POW LY 1,560,028	VER	
REPORTING PERSON WITH	7 SOLE DISPOSITIVE None	POWER	
	8 SHARED DISPOSITIV		
	GATE AMOUNT BENEFICIAL		ACH REPORTING PERSON
10 CHECK	BOX IF THE AGGREGATE		(9) EXCLUDES CERTAIN
11 PERCE	NT OF CLASS REPRESENTE	ED BY AMOUNT II	N ROW 9
12 TYPE	OF REPORTING PERSON*		

\*SEE INSTRUCTION BEFORE FILLING OUT!

	278763107 13G	PAGE 5 OF 35 PAGES
	OF REPORTING PERSON R I.R.S. IDENTIFICATION NO. OF ABOVE	PERSON
Merril	l Lynch LBO Partners No. I, L.P.	
2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF	A GROUP* Joint Filing (a) (128) (b) (128)
	JSE ONLY	
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION	
Delawa	are	
	E COLE VOETNO DOMED	
	5 SOLE VOTING POWER None	
NUMBER OF		
SHARES	6 SHARED VOTING POWER	
BENEFICIAI OWNED BY EACH	1,560,028	
REPORTING	7 SOLE DISPOSITIVE POWER	
PERSON WITH	None	
	8 SHARED DISPOSITIVE POWER	
	1,560,028	
	GATE AMOUNT BENEFICIALLY OWNED BY EA	ACH REPORTING PERSON
1,560,	028	
10 CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW	(9) EXCLUDES CERTAIN
11 PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN	N ROW 9
4.46%		
12 TYPE	OF REPORTING PERSON*	
PN		

CUSIP NO.	278763107	13G	PAGE 6 OF 35 PAGES
1 NAME	OF REPORTING PERSO		VE PERSON
Merril	l Lynch LBO Partne	ers No. B-II, L.	P.
2 CHECK	THE APPROPRIATE I	BOX IF A MEMBER	OF A GROUP* Joint Filing (a) (128) (b) (128)
	SE ONLY		
4 CITIZ	ENSHIP OR PLACE O	 F ORGANIZATION	
Delawa			
	5 SOLE VOTING I		
NUMBER OF	None		
SHARES BENEFICIAL DWNED BY EACH	6 SHARED VOTING	G POWER	
REPORTING PERSON WITH	7 SOLE DISPOSI		
	8 SHARED DISPOS	SITIVE POWER	
	1,560,028	JIIIVE IOWER	
9 AGGRE		 ICIALLY OWNED BY	EACH REPORTING PERSON
1,300,			
	BOX IF THE AGGRE		OW (9) EXCLUDES CERTAIN
11 PERCE	NT OF CLASS REPRES	SENTED BY AMOUNT	IN ROW 9
L2 TYPE	OF REPORTING PERSO	N*	
PN			

CUSIP N	10.	278763107		13G	PAGE 7 OF 35 P	AGES
		OF REPORTING		NO. OF ABOVE	PERSON	
Mer	ril	l Lynch Capi	tal Appred	ciation Partne	rship No. II, L	.P.
2 CH	HECK	THE APPROPE	RIATE BOX 1	IF A MEMBER OF	A GROUP* Joi (a) (128 (b) (128	)
		SE ONLY				
4 CI	TIZI	ENSHIP OR PI	ACE OF ORG	GANIZATION		
Del	lawa	re				
		5 SOLE VO				
NUMBER	OF	None				
NOPIDEIX	OF .					
SHARES		6 SHARED	VOTING POW	 Ver		
BENEFIC						
OWNED E		1,560,02	.8			
DEDODET	· NIC	7 COLE DI				
PERSON	LNG	7 SOLE DI	.5PU5111VE	POWER		
WITH	ł	None				
		8 SHARED	DISPOSITIV	7E POWER		
		1,560,02	ο			
		1,300,02	.0			
					 ACH REPORTING P	
J 110	JOILE	321112 711100111	DDIVEL TOTAL	SET OWNED DI D	HOIT REPORTENCE I	EROON
1,5	60,	028				
			AGGREGATE	AMOUNT IN ROW	(9) EXCLUDES C	ERTAIN
SHA	ARES:	^				
11 PE	ERCEI	NT OF CLASS	REPRESENTE	ED BY AMOUNT I	N ROW 9	
A A	1.00					
4.4	± 0 ₹					
10						
12 TY	PE (	OF REPORTING	PEKSON*			
PN						

CUSII	NO.	278763107 		13G	PAGE 8 OF 3	PAGES
1	NAME (	OF REPORTING I.R.S. IDEN shore LBO Pa	NTIFICATION		PERSON	
2	CHECK	THE APPROPI		F A MEMBER OF	A GROUP* (a) (b) (1	128)
3	SEC U	SE ONLY				
		ENSHIP OR PI	LACE OF ORGA	ANIZATION		
NUMBE	ER OF	5 SOLE VO	OTING POWER			
OWNEI	FICIAL	6 SHARED LY 1,560,02		ER		
PERSO		7 SOLE D	ISPOSITIVE 1	POWER		
		8 SHARED 1,560,02	DISPOSITIVI 28	E POWER		
	AGGRE		BENEFICIAL	LY OWNED BY EA	ACH REPORTING	G PERSON
	CHECK SHARES		AGGREGATE i	AMOUNT IN ROW	(9) EXCLUDE:	S CERTAIN
	PERCEI	NT OF CLASS	REPRESENTE	II TNUOMA YE	N ROW 9	
	TYPE (	OF REPORTING				

CUSIP NO.		PAGE 9 OF 35 PAGES
	OF REPORTING PERSON	E ADOME DEDGON
S.S OR	I.R.S. IDENTIFICATION NO. O	r ABOVE PERSON
ML IBK	Positions, Inc.	
2 CHECK	THE APPROPRIATE BOX IF A ME	MBER OF A GROUP* Joint Filing
		(a) (128) (b) (128)
		(B) (120)
3 SEC U		
4 CITIZ	ENSHIP OR PLACE OF ORGANIZAT	ION
Delawa	re	
Dozana	-0	
	5 SOLE VOTING POWER	
NUMBER OF	None	
NOMBER OF		
SHARES BENEFICIAL	6 SHARED VOTING POWER	
	1,560,028	
EACH		
REPORTING	7 SOLE DISPOSITIVE POWER	
PERSON	Mana	
WITH	None	
•	8 SHARED DISPOSITIVE POWE:	 R
	o Shrindb biblobilive lowe.	
	1,560,028	
9 AGGRE	GATE AMOUNT BENEFICIALLY OWN:	ED BY EACH REPORTING PERSON
1,560,	028	
10 CHECK	BOX IF THE AGGREGATE AMOUNT	IN ROW (9) EXCLUDES CERTAIN
SHARES	<b>+</b>	
11 PERCE	NT OF CLASS REPRESENTED BY A	
4.46%		
12 TYPE	OF REPORTING PERSON*	
СО		

CUSIP NO.	278763107 13G	PAGE 10 OF 35 PAGES
1 NAME	OF REPORTING PERSON	
S.S O	R I.R.S. IDENTIFICATION NO. OF ABOVE	PERSON
KECAL	P Inc.	
0 01100	W MILE ADDODDIAME DOV TO A MEMDED OF	A CDOUD+ T-i-+ Bili
2 CHEC	K THE APPROPRIATE BOX IF A MEMBER OF	<del>-</del>
		(a) (128) (b) (128)
		(D) (120)
3 SEC	USE ONLY	
4 CITI	ZENSHIP OR PLACE OF ORGANIZATION	
Delaw	are	
	5 SOLE VOTING POWER	
	27	
MINISTED OF	None	
NUMBER OF		
SHARES	6 SHARED VOTING POWER	
BENEFICIA		
OWNED BY	1,560,028	
EACH	1,000,020	
REPORTING	7 SOLE DISPOSITIVE POWER	
PERSON		
WITH	None	
	8 SHARED DISPOSITIVE POWER	
	1 560 020	
	1,560,028	
9 AGGR	EGATE AMOUNT BENEFICIALLY OWNED BY EA	ACH REPORTING PERSON
1,560	,028	
	K BOX IF THE AGGREGATE AMOUNT IN ROW	(9) EXCLUDES CERTAIN
SHARE	S*	
11 PERC	ENT OF CLASS REPRESENTED BY AMOUNT II	
II PERC	ENT OF CHASS VELVESHIED DI WMOONT II	N IVOW 3
4.46%		
7.400		
12 TYPE	OF REPORTING PERSON*	
CO		

CUSIP N		278763107 	13G	PAGE 11 OF 35 PAGES
S.S	S OR	OF REPORTING PERSON I.R.S. IDENTIFICATION Lynch KECALP 1989	NO. OF ABOVE	PERSON
2 CF	HECK	THE APPROPRIATE BOX IE	F A MEMBER OF	A GROUP* Joint Filing (a) (128) (b) (128)
3 SE	EC US	SE ONLY		
	ITIZI lawa:	CNSHIP OR PLACE OF ORGA	ANIZATION	
NUMBER	OF	5 SOLE VOTING POWER		
SHARES BENEFIC OWNED E EACH	CIALI BY	6 SHARED VOTING POWE Y 1,560,028	ER	
REPORTI PERSON WITE		7 SOLE DISPOSITIVE F	POWER	
		8 SHARED DISPOSITIVE	E POWER	
	560,	GATE AMOUNT BENEFICIALI	LY OWNED BY EA	CH REPORTING PERSON
	HECK ARES	BOX IF THE AGGREGATE F	AMOUNT IN ROW	(9) EXCLUDES CERTAIN
11 PE		IT OF CLASS REPRESENTED	BY AMOUNT IN	row 9
12 TY	 YPE (	F REPORTING PERSON*		

CUSIP NO.	278763107 13G				
S.S OF	OF REPORTING PERSON  I.R.S. IDENTIFICATION NO.	OF ABOVE PERSON			
2 CHECK	THE APPROPRIATE BOX IF A	MEMBER OF A GROUP* Joint Filing (a)(128) (b)(128)			
	JSE ONLY				
4 CITIZ	ENSHIP OR PLACE OF ORGANIZ	ATION			
Delawa	are				
	5 SOLE VOTING POWER				
	None				
NUMBER OF	None				
SHARES BENEFICIAL	6 SHARED VOTING POWER LY				
OWNED BY EACH	1,560,028				
Drien					
REPORTING	7 SOLE DISPOSITIVE POWE				
PERSON WITH	None				
WIII					
	8 SHARED DISPOSITIVE PC	WER			
	1,560,028				
		WNED BY EACH REPORTING PERSON			
1,560,	028				
	O BOX IF THE AGGREGATE AMOU	NT IN ROW (9) EXCLUDES CERTAIN			
11 PERCI	ENT OF CLASS REPRESENTED BY	AMOUNT IN ROW 9			
4.46%					
	OF REPORTING PERSON*				
PN					
T 14					

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1 NAME S.S OF	OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE l Lynch Capital Corporation	PERSON
2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF	A GROUP* Joint Filing (a) (128) (b) (128)
	SE ONLY	
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION	
Delawa	re	
	5 SOLE VOTING POWER	
NUMBER OF	None	
QUADEQ.		
SHARES BENEFICIAL	6 SHARED VOTING POWER LY	
OWNED BY EACH	1,560,028	
REPORTING	7 SOLE DISPOSITIVE POWER	
PERSON WITH	None	
	8 SHARED DISPOSITIVE POWER	
	1,560,028	
9 AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EA	ACH REPORTING PERSON
1,560,	028	
10 CHECK SHARES	BOX IF THE AGGREGATE AMOUNT IN ROW *	
 11 PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN	
4.46%		
12 TYPE	OF REPORTING PERSON*	·
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CUSIP	NO.	278763107	13G	PAGE 14 OF 35 PAGES
		OF REPORTING PI	ERSON FICATION NO. OF	ABOVE PERSON
Me	erril.			Partnership No. B-IX, L.P.
2 0	LUECK	INE APPROPRIA.	IE BOA IF A MEM	MBER OF A GROUP* Joint Fili: (a)(128) (b)(128)
	SEC U	SE ONLY		
4 0	CITIZ	ENSHIP OR PLAC	E OF ORGANIZATI	CON
De	elawa	re		
		5 SOLE VOTII	NG POWER	
		None		
NUMBER	R OF			
SHARES	5	6 SHARED VO	 TING POWER	
BENEFI OWNED		LY 1,560,028		
EAC	CH .			
REPORT	ING.	7 SOLE DISPO		
PERSON WIT	I LH	None		
		 8 SHARED DI	 SPOSITIVE POWEF	
			JIOJIIIVE IOWER	
		1,560,028		
			NEFICIALLY OWNE	ED BY EACH REPORTING PERSON
1,	560,	028		
	CHECK HARES		GREGATE AMOUNT	IN ROW (9) EXCLUDES CERTAIN
11 -				MOINIM TN DOM O
		NI OF CLASS RE	PRESENTED BY AM	TOON I IN KOW S
4.	.46%			
12 T	TYPE (	OF REPORTING PI	ERSON*	
PN	1			
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CUSIP NO. 278763107

	OF REPORTING PERSON
ML Off	shore LBO Partnership No. B-IX
2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) (128) (b) (128)
3 SEC U	SE ONLY
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION
Cayman	Islands
	5 SOLE VOTING POWER
NUMBER OF	None
SHARES BENEFICIAL OWNED BY EACH	6 SHARED VOTING POWER .LY 1,560,028
REPORTING PERSON WITH	7 SOLE DISPOSITIVE POWER None
	8 SHARED DISPOSITIVE POWER 1,560,028
1,560,	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
	NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	OF REPORTING PERSON*
	*SEE INSTRUCTION BEFORE FILLING OUT!

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CUSIP NO. 278763107

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1 NAME	OF REPORTING PERSON R I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
ML Emp	ployees LBO Managers, Inc.
2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) (128) (b) (128)
	(120)
3 SEC U	
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION
Delawa	are
	5 SOLE VOTING POWER
	None
NUMBER OF	
SHARES	6 SHARED VOTING POWER
BENEFICIAL	
OWNED BY	1,560,028
EACH	
REPORTING	7 SOLE DISPOSITIVE POWER
PERSON	
WITH	None
	8 SHARED DISPOSITIVE POWER
	1,560,028
9 AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,560,	028
10 CHECK SHARES	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
11 PERCE	ENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
4.46%	
4.406	
12 TYPE	OF REPORTING PERSON*
CO	
CO	
	*SEE INSTRUCTION BEFORE FILLING OUT!

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	OF REPORTING PERSON OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
ML Emp	nployees LBO Partnership No. I, L.P.	
		Joint Filing ) (128) ) (128)
2 CEC I		
	USE ONLY	
	ZENSHIP OR PLACE OF ORGANIZATION	
Delawa	ware	
	5 SOLE VOTING POWER	
	None	
NUMBER OF		
CHARRO	CUARD VOTING DOWN	
SHARES BENEFICIAI		
OWNED BY EACH	1,560,028	
REPORTING PERSON	G 7 SOLE DISPOSITIVE POWER	
WITH	None	
	8 SHARED DISPOSITIVE POWER	
	1,560,028	
9 AGGRE	REGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORT	ING PERSON
1,560,	0,028	
	CK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLU	
11 PERCE	CENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
4.46%	ŧ	
	OF REPORTING PERSON*	
PN		
ΓIN		
	*SEE INSTRUCTION BEFORE FILLING OUT!	
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NAME OF REPORTING PERSON
S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) (128) (b) (128)
3 SEC U	SE ONLY
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION
Delawa	
	5 SOLE VOTING POWER
	None
UMBER OF	10.10
HARES ENEFICIAL	6 SHARED VOTING POWER
WNED BY	1,560,028
EACH	
EPORTING	7 SOLE DISPOSITIVE POWER
ERSON	
WITH	None
	8 SHARED DISPOSITIVE POWER
	1,560,028
	1,560,028
	1,560,028
9 AGGRE	1,560,028  GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,560,	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
1,560,  0 CHECK	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
1,560,	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *
1,560,  CHECK SHARES	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
1,560,	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *
1,560,  CHECK SHARES	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *
1,560,  CHECK SHARES  PERCE  4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
1,560,  CHECK SHARES  PERCE  4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  0 CHECK SHARES  1 PERCE 4.46%	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  O CHECK SHARES  1 PERCE 4.46%  TYPE PN	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*
1,560,  0 CHECK SHARES  1 PERCE  4.46%  PN	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  028  BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  *  NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  OF REPORTING PERSON*  *SEE INSTRUCTION BEFORE FILLING OUT!

Merrill Lynch MBP Inc.

2 CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) (128) (b) (128)
	(2) (120)
	SE ONLY
4 CITIZ	ENSHIP OR PLACE OF ORGANIZATION
	5 SOLE VOTING POWER
	None
UMBER OF	None
SHARES BENEFICIAL	
WNED BY EACH	1,560,028
REPORTING PERSON	7 SOLE DISPOSITIVE POWER
WITH	None
	8 SHARED DISPOSITIVE POWER
	1,560,028
9 AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,560,	028
.0 CHECK SHARES	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN *
1 PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
4.46%	
 .2 TYPE	OF REPORTING PERSON*
CO	
	*SEE INSTRUCTION BEFORE FILLING OUT!
	278763107 13G PAGE 20 OF 35 PAGES
	OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Mercha	nt Banking L.P. No. IV

	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) (128) (b) (128)		
3 SEC US			
	NSHIP OR PLACE OF ORGANIZATION		
Delawar	=		
	5 SOLE VOTING POWER		
	None		
NUMBER OF			
SHARES	6 SHARED VOTING POWER		
BENEFICIALL OWNED BY	7 1,560,028		
EACH -			
REPORTING	7 SOLE DISPOSITIVE POWER		
PERSON WITH	None		
	8 SHARED DISPOSITIVE POWER		
	1,560,028		
	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN		
	T OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
4.46%			
	F REPORTING PERSON*		
PN			
	*SEE INSTRUCTION BEFORE FILLING OUT!		
GE 35 OF 3	5 DACES		
IGE 33 OF 3	SCHEDULE 13G		
em 1 (a)	Name of Issuer:		
, ,	Eckerd Corporation		
em 1 (b)	Address of Issuer's Principal Executive Offices:		
	8333 Bryan Dairy Road, Largo, Florida 34647		
em 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.		

```
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,
              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
Item 2 (b) Address of Principal Business Office, or, if none, Residence:
              Merrill Lynch & Co., Inc.
              Merrill Lynch Group, Inc.
              250 Vesey Street
              World Financial Center, North Tower
              New York, New York 10281
              Merrill Lynch Capital Partners, Inc.
              Merrill Lynch LBO Partners No. I, L.P.
              Merrill Lynch Capital Appreciation Partnership No. II,
              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 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
              225 Liberty St.
              New York, NY 10080
Item 2 (c)
                  Citizenship:
              Delaware, except ML Offshore LBO Partnership No. II and ML
              Offshore LBO Partnership No. B-IX, which are Cayman Islands
              partnerships.
Item 2 (d)
                  Title of Class of Securities:
              Common Stock, par value $.01 per share
Item 2 (e)
                 CUSIP Number
              278763107
Item
              3 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
                   [ ] 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
                          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)
```

Merrill Lynch Capital Appreciation Partnership No. II,

#### (a) Amount Beneficially Owned:

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., and Merrill Lynch MBP Inc., (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
  - (ii) shared power to vote or to direct the vote: See Item 6 of Cover Pages
- $\hbox{(iii)} \qquad \hbox{sole power to dispose or to direct the disposition of:} \\$

See Item 7 of Cover Pages

(iv) shared power to dispose or to direct disposition of:

See Item 8 of Cover Pages

Item 5 Ownership 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 beneficial 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.

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.

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.

Signature.

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: May 7, 1996

By: /s/ Marcia L. Tu

Marcia L. Tu Attorney-in-Fact\*

MERRILL LYNCH CAPITAL PARTNERS,

Date: May 7, 1996

By: /s/ Marcia L. Tu \_\_\_\_\_

> Marcia L. Tu Vice President & Secretary

MERRILL LYNCH LBO PARTNERS

NO. I, L.P.

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

Date: May 7, 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: May 7, 1996

By: /s/ Marcia L. Tu \_\_\_\_\_

Marcia L. Tu Vice President & Secretary

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:	May 7, 1996	By:		Marcia L. Tu
			Marcia L.Tu Vice President	
		By: No.		BO Partners estment general partner apital Partners, Inc.,
Date:	May 7, 1996	Ву:	/s/	Marcia L. Tu
			Marcia L.Tu Vice President	& Secretary
			ILL LYNCH KECALF KECALP Inc., it	1989 s general partner
Date:	May 7, 1996	By:		Marcia L. Tu
			Marcia L.Tu Attorney-in-Fac	
			ILL LYNCH KECALF	
		Ву:	KECALP INC. its	general partner
Date:	May 7, 1996	By:		Marcia L. Tu
			Marcia L.Tu Attorney-in-Fac	
		MERR	ILL LYNCH CAPITA	L CORPORATION
Date:	May 7, 1996	By:		James Rossi
			James Rossi Secretary	
		MEDD	ILL LYNCH CAPITA	т.
		APPR	ECIATION PARTNER B-IX, L.P.	
			Merrill Lynch I No. B-II, its q	
		Ву:		apital Partners, Inc.,
Date:	May 7, 1996	By:	/s/	Marcia L. Tu
			Marcia L.Tu Vice President	& Secretary
		By: its	Merrill Lynch I investment gener	apital Partners, Inc.,
Date:	May 7, 1996	By:	/s/	Marcia L. Tu
			Marcia L.Tu Vice President	& Secretary
		ML E	MPLOYEES LBO MAN	AGERS, INC.
Date:	May 7, 1996	By:	/s/	Marcia L. Tu

Marcia L.Tu Secretary No. I L.P.

By: ML Employees LBO Managers, Inc. its general partner

Date: May 7, 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: May 7, 1996

By: /s/ Marcia L. Tu

Marcia L.Tu Vice President & Secretary

MERCHANT BANKING L.P. No. IV
By: Merrill Lynch MBP Inc.
its general partner

Date: May 7, 1996

By: /s/ Marcia L. Tu

Marcia L.Tu

Marcia L.Tu
Attorney-in-Fact\*

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"), KECALP Inc. ("KECALP"), Merrill Lynch MBP Inc. ("MLMBP"), Merrill Lynch Capital Corporation ("MLCC"), ML Employees LBO Managers, Inc. ("LBO"), and ML IBK Positions, Inc. ("MLIBK"). The relevant subsidiaries of ML Group are MLCP, KECALP, MLMBP, MLCC, LBO and MLIBK.

ML Group, a wholly-owned direct subsidiary of ML&Co. may be deemed to be the beneficial owner of 4.46% 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 4.46% 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.

#### 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

## 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  $30\,\mathrm{th}$  day of November 1994.

By: /s/ Barry S. Friedberg
Barry S. Friedberg
Executive Vice President

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 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  $_8$ th $_d$ ay of December 1994.

Merrill Lynch Group, Inc.

By: /s/ Rosemary T. Berkery
Rosemary T. Berkery
Vice President

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

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.

By: /s/ James V. Caruso
James V. Caruso
Vice President

#### 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 Vice President

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

 $<sup>^{\</sup>star}$  See Exhibit C for Power of Attorney.

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

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