UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.) *

Central Louisiana Electric Company, Inc. (Name of Issuer)

Common Stock (Title Of Class of Securities)

153897608 (CUSIP Number)

Check the following box if a fee is being paid with this statement /x/. (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).

_ _____ _____ CUSIP NO. 153897608 13G Page 2 of 8 Pages -----NAME OF REPORTING PERSON S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Merrill Lynch & Co., Inc. _ -----CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) / / (b) / / SEC USE ONLY 4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware _ -----5 SOLE VOTING POWER None NUMBER OF 6 SHARED VOTING POWER SHARES 1,240,000 BENEFICIALLY 7 SOLE DISPOSITIVE POWER OWNED BY EACH None REPORTING 8 SHARED DISPOSITIVE POWER PERSON WITH 1,240,000 ______ AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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

1,240,000

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.5% 12 TYPE OF REPORTING PERSON* HC, CO *SEE INSTRUCTION BEFORE FILLING OUT! 13G CUSIP NO. 153897608 Page 3 of 8 Pages ______ NAME OF REPORTING PERSON S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Merrill Lynch, Pierce, Fenner & Smith Incorporated CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Joint Filing (a) / / (b) / / _ -----3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 5 SOLE VOTING POWER None _____ NUMBER OF 6 SHARED VOTING POWER SHARES 1,240,000 BENEFICIALLY OWNED 7 SOLE DISPOSITIVE POWER BY EACH None REPORTING PERSON WITH 8 SHARED DISPOSITIVE POWER 1,240,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,240,000 _ _________ 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.5% 12 TYPE OF REPORTING PERSON* BD, CO *SEE INSTRUCTION BEFORE FILLING OUT! SCHEDULE 13G Item 1 (a) Name of Issuer: Central Louisiana Electric Company, Inc. Item 1 (b) Address of Issuer's Principal Executive Offices: P.O. Box 5000 Pineville, Louisiana 71361 Item 2 (a) Names of Persons Filing: Merrill Lynch & Co., Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated Item 2 (b) Address of Principal Business Office, or, if None, Residence:

> Merrill Lynch, Pierce, Fenner & Smith Incorporated World Financial Center, North Tower 250 Vesey Street

Merrill Lynch & Co., Inc.

New York, New York 10281

250 Vesey Street

World Financial Center, North Tower

New York, New York 10281

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Item 2 (c) Citizenship:

See Item 4 of Cover Pages

Common Stock

Item 2 (e) CUSIP Number:

153897608

Item 3

Merrill Lynch & Co., Inc. ("ML&Co.") is a parent holding company, in accordance with (S) 240.13d-1 (b) (ii) (G). Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPF&S") is a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934 (the "Act").

Item 4 Ownership

(a) Amount Beneficially Owned:

See Item 9 of Cover Pages. Pursuant to (S) 240.13d-4, ML&Co. and MLPF&S (the "Reporting Persons") disclaim beneficial ownership of the securities of Central Louisiana Electric Company, Inc. (the "Issuer") referred to herein, and the filing of this Schedule 13G shall not be construed as an admission that the Reporting Persons 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 the Issuer covered by this statement, other than certain securities of the Issuer held in MLPF&S proprietary accounts.

(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 $\,$

(iii) sole power to dispose or to direct the disposition of:

See Item 7 of Cover Pages

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

See Item 8 of Cover Pages

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

Not Applicable

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

MLPF&S is a sponsor of various unit investment trusts ("UITs") which invest in "equity securities" as defined in (S) 240.13d-1(d). While the UITs have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities reported herein, no single UIT's interest relates to more than 5% of the class of securities reported herein.

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

See Exhibit A

Not Applicable

Item 9 Notice of Dissolution of Group.

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Item 10 Certification.

By signing below each of the undersigned certifies that, to the best of their 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, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 14, 1994 Merrill Lynch & Co., Inc.

/s/ David L. Dick

Name: David L. Dick

Title: Assistant Secretary

Merrill Lynch, Pierce, Fenner &

Smith Incorporated

/s/ David L. Dick

Name: David L. Dick
Title: Attorney-in-Fact*

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EXHIBIT A TO SCHEDULE 13G

TTEM 7 DISCLOSURE RESPECTING SUBSIDIARIES

One of the persons filing this report, Merrill Lynch & Co., Inc., a Delaware corporation with its principal place of business at World Financial Center, North Tower, 250 Vesey Street, New York, New York ("ML&Co."), is a parent holding company pursuant to (S) 240-13d-1(b)(1)(G). The relevant subsidiary of ML&Co. is Merrill Lynch, Pierce, Fenner & Smith, Incorporated, a Delaware corporation with is principal place of business at 250 Vesey Street, New York, New York ("MLPF&S"). MLPF&S is a wholly-owned subsidiary of ML&Co. and a broker-dealer registered pursuant to the Securities Exchange Act of 1934. MLPF&S may be deemed the beneficial owner of 5.5% of the securities of Central Louisiana Electric Company, Inc. as a result of acting as a sponsor of two unit investment trusts none of which individually owns more than 5% of the class of securities reported herein.

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^{*} Signed pursuant to a power of attorney, dated February 10, 1994, included as an exhibit to Schedule 13G filed with the Securities and Exchange Commission by Merrill Lynch & Co., Inc., et. al. on February 14, 1994 with respect to Koll Real Estate Group.