

4. SOURCE OF FUNDS *
PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION
United States of America

NUMBER OF	7.	SOLE VOTING POWER	3,147,464
SHARES			
BENEFICIALLY	8.	SHARED VOTING POWER	-0-
OWNED BY			
EACH	9.	SOLE DISPOSITIVE POWER	3,114,535
REPORTING			
PERSON WITH	10.	SHARED DISPOSITIVE POWER	-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,147,464

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
[X]

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
9.5%

14. TYPE OF REPORTING PERSON *
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

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This Amendment No. 1 to Schedule 13D amends and supplements the Schedule 13D (the "Schedule 13D") filed on January 23, 1998 by Harvey R. Blau. Unless set forth below, all previous Items are unchanged. Capitalized terms used herein, which are not defined herein, have the meanings given to them in the Schedule 13D.

ITEM 2. IDENTITY AND BACKGROUND.

The person filing this statement is Harvey R. Blau, a United States citizen. Mr. Blau's business address is 100 Jericho Quadrangle, Suite 224, Jericho, New York 11753. Mr. Blau's principal occupation is Chairman of the Board and Chief Executive Officer of the Issuer, a diversified manufacturing company, with executive offices at 100 Jericho Quadrangle, Suite 224, Jericho, New York 11753, and Chairman of the Board and Chief Executive Officer of Aeroflex Incorporated, a producer of microelectronic and test solutions, with executive offices at 35 South Service Road, Plainview, New York 11803.

During the last five years, Mr. Blau has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

The Shares owned by Mr. Blau were acquired with cash from personal

funds or through the cashless exercise of stock options. Mr. Blau did not acquire any Shares within the last 60 days. Mr. Blau's wife made open market purchases of Shares within the last 60 days using cash from her personal funds in the aggregate amount of \$427,479. Shares purchased by Mr. Blau's wife prior to the last 60 days were acquired with cash from her personal funds. Mr. Blau disclaims beneficial ownership of the 76,110 Shares owned by his wife.

ITEM 4. PURPOSE OF TRANSACTION.

Mr. Blau acquired the Shares for investment purposes. From time to time Mr. Blau may acquire additional Shares or dispose of some or all of the Shares owned by him. Mr. Blau is Chairman of the Board and Chief Executive Officer of the Issuer and intends to exercise his duties as an officer of the Issuer and as a member of the Board of Directors of the Issuer, which may result in the consummation of certain of the transactions or matters described in paragraphs (a) through (j) of Item 4 of Schedule 13D. Other than as set forth herein, Mr. Blau presently has no plans or proposals which relate to or would result in the occurrence of any of the events listed in paragraphs (a) through (j) of Item 4 of Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

- (a) Aggregate number of Shares beneficially owned: 3,147,464 (1)
Percentage: 9.5%
- (b)
 - 1. Sole power to vote or to direct vote: 3,147,464 (1)
 - 2. Shared power to vote or to direct vote: 0
 - 3. Sole power to dispose or to direct the disposition: 3,114,535 (1) (2)
 - 4. Shared power to dispose or to direct the disposition: 0

- (1) Includes options to purchase an aggregate of up to 2,428,000 Shares that are currently exercisable and 275,000 Shares issuable pursuant to the Senior Management Incentive Compensation Plan of the Issuer. Does not include 76,110 Shares owned by Mr. Blau's wife, as to which Mr. Blau disclaims beneficial ownership.
- (2) Does not include 32,929 Shares that Mr. Blau has the right to vote pursuant to the terms of the Employee Stock Ownership Plan of the Issuer but does not have the right to dispose of or to direct the disposition of.
- (c) Mr. Blau did not effect any transactions in the Shares during the past 60 days. Mr. Blau's wife made the following open market purchases of Shares during the past 60 days:

DATE	NUMBER OF SHARES	PRICE PER SHARE
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August 8, 2005	600	\$23.44
August 8, 2005	400	\$23.55
August 8, 2005	1,000	\$23.60
August 8, 2005	3,000	\$23.62
August 9, 2005	3,000	\$23.60
August 16, 2005	1,000	\$23.90
August 16, 2005	1,000	\$23.877
August 16, 2005	1,000	\$23.873
August 16, 2005	3,000	\$23.86
August 16, 2005	1,000	\$23.875
August 16, 2005	2,000	\$23.87
August 16, 2005	1,000	\$23.89

Mr. Blau disclaims beneficial ownership of the Shares owned by

his wife.

(d) Mr. Blau's wife has the right to receive dividends from and the proceeds from the sale of the Shares owned by her.

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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.

Dated: August 29, 2005

/s/ Harvey R. Blau

Harvey R. Blau

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