INSTEEL INDUSTRIES INC

FORM SC 13G/A
(Amended Statement of Ownership)

Filed 2/22/2000

Address	1373 BOGGS DR
	MOUNT AIRY, North Carolina 27030
Telephone	910-786-2141
CIK	0000764401
Industry	Constr. - Supplies & Fixtures
Sector	Capital Goods
Fiscal Year	09/30

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

SCHEDULE 13G

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

INSTEEL INDUSTRIES

(Name of Issuer)

COMMON

(Title of Class of Securities)

45774W 10 8

(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).

SEC 1745 (20-88)

1. NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

SHUFRO, ROSE & CO., LLC 13-5390713

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [_]
(b) [_]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

A LLC ORGANIZED UNDER THE LAWS OF THE STATE OF NEW YORK

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER 30,700
	6.	SHARED VOTING POWER NONE
	7.	SOLE DISPOSITIVE POWER 364,700
	8.	SHARED DISPOSITIVE POWER NONE

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

364,700

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

[_]

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

4.01

12. TYPE OF REPORTING PERSON*

BD & IA

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G UNDER THE SECURITIES
EXCHANGE ACT OF 1934
(Amendment No. 3)

Check the following box if a fee is being paid with this statement: [_]

Item 1(a). Name of Issuer:

Insteel Industries

Item 1(b). Address of issuer's principal executive offices:

1373 Boggs Drive
Mount Airy, NC 27030

Item 2(a). Name of person filing: SHUFRO, ROSE & CO., LLC

Item 2(b). Address of principal business office:

745 Fifth Avenue, New York, NY 10151

Item 2(c). Citizenship: Limited Liability Corporation formed under the laws of the State of New York.

Item 2(d). Title of class of securities:

Common

Item 2(e). CUSIP NO.: 45774W 10 8

Item 3. If this statement if filed pursuant to Rules 13d-1(b), of 13d2(b), check whether the person filing is a:

(a) [X] Broker or dealer registered under section 15 of the Act.

(e) [X] Investment adviser registered under section 203 of the Investment Advisers Act of 1940.

(b, (c),(d),(f),(g): Not applicable

Item 4. Ownership. If the percent of the class owned, as of December 31
of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b)(2), if applicable, exceeds 5 percent, provide the following information as of that date and identify those shares which there is a right to acquire.

(a) Amount beneficially owned:

364,700

(b) Percent of class:

4.01

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

30,700

(ii) Shared power to vote or to direct to vote

None

(iii) Sole power to dispose or to direct the disposition of

364,700

(iv) Shared power to dispose or to direct the disposition of

None

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

Not applicable.

Item 6. Ownership of More Than 5 Percent on Behalf of Another Person.

Not applicable.

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

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

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 signing 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 purpose or effect.

Disclaimer

The undersigned expressly declares that the filing of this Amendment to Schedule 13G shall not be construed as an admission that such person is, for the purpose of Section 13(d) or 13(g) of the Securities Act of 1934, the beneficial owner of any securities covered by this statement.

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.

SHUFRO, ROSE & CO., LLC

Date: February 15, 2000

/s/ Steven J. Glass

Signature

By: Steven J. Glass

(Managing Director)

End of Filing

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