SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D
(Amendment No. 1)

Under the Securities Exchange Act of 1934

inTEST CORPORATION

(Name of Issuer)

Common Stock, Par Value $.01
(Title of Class of Securities)

461147100
(CUSIP Number)

Peter A. Nussbaum, Esq.
Schulte Roth & Zabel LLP
900 Third Avenue
New York, New York 10022
(212) 756-2000
(Name, address and telephone number of person
authorized to receive notices and communications)

November 26, 1997
(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [ ].

Check the following box if a fee is being paid with the statement [ ]. (A fee is not required only if the reporting 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.)

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

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 purposes 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).

Powered By EDGAR Online 2002. EDGAR Online, Inc.

SCHEDULE 13D/A

Powered By EDGAR Online 2002. EDGAR Online, Inc.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
VGH Partners, L.L.C.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC OO

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER 0
BENEFICIALLY OWNED BY EACH	8	SHARED VOTING POWER 121,400
REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 121,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
121,400

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
2.1%

14 TYPE OF REPORTING PERSON*
OO

<PAGE

SCHEDULE 13D/A

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Vinik Partners, L.P.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC OO

Powered By EDGAR Online 2002. EDGAR Online, Inc.

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Powered By EDGAR Online 2002. EDGAR Online, Inc.

(iii) Messrs. Vinik, Gordon and Hostetter each directly owns no shares of Common Stock. By reason of the provisions of Rule 13d-3 of the Act, each may be deemed to beneficially own the 121,400 shares beneficially owned by Vinik Partners, the 161,100 shares beneficially owned by Vinik Overseas, and the 9,400 shares beneficially owned by the Discretionary Account. Such shares total 291,900 shares of Common Stock, constituting approximately
4.9% of the shares outstanding.
(iv) VGH owns directly no shares of Common Stock. By reason of the provisions of Rule 13d-3 of the Act, VGH may be deemed to own beneficially the 121,400 shares beneficially owned by Vinik Partners, constituting approximately 2.1% of the shares outstanding.
(v) VAM LLC owns directly no shares of Common Stock. By reasons of the provisions of Rule 13d-3 of the Act, VAM LLC may be deemed to own the 161,100 shares beneficially owned by Vinik Overseas and the 9,400 shares beneficially owned by the Discretionary Account. When the shares beneficially owned by Vinik Overseas and the Discretionary Account are aggregated they total 170,500 shares of Common Stock, constituting approximately 2.9% of the shares outstanding.
(vi) In the aggregate, the Reporting Persons beneficially own a total of 291,900 shares of Common Stock, constituting approximately
4.9% of the shares outstanding.

* * *

The following paragraph of Item 5 is hereby supplemented as follows:

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(c) The trading dates, number of shares of Common Stock purchased or sold and price per share for all transactions in the Common Stock since those reported in Schedule 13D filed on August 29, 1997 to November 28, 1997 by Vinik Partners and by VAM LP, on behalf of Vinik Overseas and the Discretionary Account, are set forth in Schedules A, B and C.

* * *

The following paragraph is hereby added to Item 5:

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(e) As of November 26, 1997 the Reporting Persons ceased to be the beneficial owners of more than five percent of the Company's Common Stock.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: December 1, 1997
.

/s/ Jeffrey N. Vinik,
JEFFREY N. VINIK, individually
and as senior managing member of
VGH Partners, L.L.C., on behalf
of VINIK PARTNERS, L.P.

/s/ Jeffrey N. Vinik
Jeffrey N. Vinik, as senior managing
member of Vinik Asset Management,
L.L.C.,
on behalf of VINIK ASSET MANAGEMENT,
L.P.

/s/ Jeffrey N. Vinik
Jeffrey N. Vinik, as senior managing
member of VGH PARTNERS, L.L.C. and
VINIK ASSET MANAGEMENT, L.L.C.

/s/ Michael S. Gordon, individually
MICHAEL S. GORDON

/s/ Mark D. Hostetter, individually
MARK D. HOSTETTER

<Page

Schedule A

Vinik Partners, L.P.

Transactions in the Common Stock

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Date of Transaction	Number of Shares Purchased/(Sold)	Price Per Share (including Commissions, if any)
08/29/97	2,100	$16.5000
09/12/97	2,000	17.5000
09/15/97	4,200	17.1250
10/15/97	(25,000)	17.2494
10/17/97	(400)	14.9995
10/20/97	(4,600)	14.8829
11/05/97	(2,100)	14.7545
11/06/97	(500)	14.1045
11/13/97	(200)	10.1047
11/26/97	(6,200)	7.7497

<Page

Schedule B

Vinik Asset Management, L.P.
on behalf of
Vinik Overseas Fund, Ltd.

Transactions in the Common Stock

Date of Transaction	Number of Shares Purchased/(Sold)	Price Per Share (including Commissions, if any)
08/29/97	2,800	$16.5000
09/12/97	2,800	17.5000
09/15/97	5,500	17.1250
10/15/97	(33,100)	17.2494
10/17/97	(600)	14.9995
10/20/97	(6,000)	14.8829
11/05/97	(2,700)	14.7545
11/06/97	(500)	14.1045
11/13/97	(300)	10.1047
11/26/97	(8,200)	7.7497

<Page

Schedule C

Vinik Asset Management, L.P.
on behalf of the

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Transactions in the Common Stock

Date of Transaction	Number of Shares Purchased/(Sold)	Price Per Share (including Commissions, if any)
08/29/97	100	$16.5000
09/12/97	200	17.5000
09/15/97	300	17.1250
10/15/97	(1,900)	17.2494
10/20/97	(400)	14.8829
11/05/97	(200)	14.7545
11/26/97	(600)	7.7497

Powered By EDGAR Online 2002. EDGAR Online, Inc.

End of Filing

Powered By EDGAR Online 2002. EDGAR Online, Inc.