

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-QSB/A

☒ QUARTERLY REPORT PURSUANT SECTION 13 or 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the quarter ended June 30, 1997

☐ TRANSITION REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the transition period from to

Commission File No. 0-23590

SUPER VISION INTERNATIONAL, INC.  
(Exact Name of Small Business Issuer as Specified in Its Charter)

Delaware 59-3046866  
(State or Other Jurisdiction of (I.R.S. Employer Identification Number)  
Incorporation or Organization)

2442 Viscount Road  
Orlando, Florida 32809  
(Address of Principal Executive Offices)

(407) 857-9900  
(Issuer's Telephone Number, Including Area Code)

Not Applicable  
(Former Name, Former Address and Former Fiscal Year,  
if Changed Since Last Report)

Check whether the issuer (1) filed all reports required to be  
filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the  
past 12 months (or for such shorter period that the registrant was required to  
file such reports), and (2) has been subject to such filing requirements for the  
past 90 days.

Yes X No

State the number of shares outstanding of each of the issuer's  
classes of common equity, as of the latest practicable date.

Class	Outstanding at August 12, 1997:
Class A Common Stock, \$.001 par value	1,721,714 shares
Class B Common Stock, \$.001 par value	483,264 shares

Traditional Small Business Disclosure Format

Yes X No

SUPER VISION INTERNATIONAL, INC.

PART II. OTHER INFORMATION

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

On May 19, 1997 the Company held an Annual Meeting of Stockholders (the  
"1997 Annual Meeting"). At the 1997 Annual Meeting: (i) all five director  
nominees were elected; (ii) the amendment to the Company's 1994 Stock Option

Plan increasing from 150,000 to 250,000 the number of shares of Class A Common Stock reserved for issuance was approved and ratified; (iii) the amendment to the certificate of incorporation of the Company amending Article Fourth thereof to allow for certain limited transfers of the Class B Common Stock was approved and ratified; and (iv) the appointment of Coopers & Lybrand, L.L.P., as the independent auditors of the Company was approved and ratified.

1. The following directors were elected for a one year term at the 1997 Annual Meeting by the votes indicated:

	For	Withheld
Brett M. Kingstone	4,096,766	500
Edgar Protiva	4,096,766	500
Eric Protiva	4,096,766	500
Brian McCann	4,096,766	500
Anthony Castor	4,096,766	500

2. The amendment to the Company's 1994 Stock Option Plan increasing the number of shares of Class A Common Stock authorized to be issued under such Plan from 150,000 to 250,000, was approved and ratified by a vote of 4,096,466 for; 800 against and 0 abstaining.

3. The amendment to the certificate of incorporation of the Company, which amended Article Fourth thereof to allow for certain limited transfers of the Class B Common Stock, was approved and ratified by a vote of 4,096,166 for; 1,100 against and 0 abstaining.

4. The appointment of Coopers & Lybrand, LLP as independent auditors of the Company for the ensuing fiscal year was approved and ratified by a vote of 4,097,266 for; 0 against and 0 abstaining.

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In accordance with the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunder duly authorized.

SUPER VISION INTERNATIONAL, INC.

By: /s/ John P. Stanney

Date: August 19, 1997

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John P. Stanney, Chief Financial Officer  
(Principal Financial and Accounting Officer)

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