SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-QSB

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

For the quarter ended September 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 Incorporation or Organization)	(I.R.S. Employer Identification Number)

8210 Presidents Drive
Orlando, Florida 32809
(Address of Principal Executive Offices)

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

2442 Viscount Row
Orlando, Florida 32809
(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 November 11, 1997:
Class A Common Stock, $.001 par value	1,765,939 shares
Class B Common Stock, $.001 par value	483,264 shares

Traditional Small Business Disclosure Format
Yes X No --------

SUPER VISION INTERNATIONAL, INC.

SUPER VISION INTERNATIONAL, INC.

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SUPER VISION INTERNATIONAL, INC.

CONDENSED BALANCE SHEETS
<TABLE>
<CAPTION>

ASSETS	SEPTEMBER 30, 1997	DECEMBER 31, 1996
<S>	<C>	<C>
Current Assets:		
Cash and cash equivalents	$ 2,526,503	$ 3,327,965
Investments	100,574	107,667
Trade accounts receivable, less allowance for doubtful accounts of $50,778 and $41,866	1,309,438	1,310,057
Inventory, less reserve for excess inventory of $64,186	2,426,292	1,921,103
Advances to employees	21,045	25,524
Deferred tax asset	89,123	185,865
Other assets	98,717	72,781
Total current assets	6,571,692	6,950,962
Property, Plant and Equipment	5,589,674	1,764,706
Accumulated depreciation and amortization	(378,598)	(325,957)
Net equipment and furniture	5,211,076	1,438,749
Other Assets	158,841	229,489
Deposits on Equipment	79,786	-
	$ 12,021,395	$ 8,619,200
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	855,615	1,020,478
Accrued liabilities	78,589	194,247
Accrued compensation and benefits	32,000	139,769
Payments in excess of costs and recognized profit on uncompleted contracts	-	53,702
Deposits	71,832	51,814
Income tax payable	5,770	19,388
Current portion of obligation under capital lease	170,565	-
Total current liabilities	1,214,371	1,479,398
Non-current Liabilities:		
Obligation under capital lease	2,925,560	-
Total non-current liabilities	2,925,560	-
Stockholders' Equity:		
Preferred stock, $.001 par value, 5,000,000 shares authorized, none issued	-	-
Class A common stock, $.001 par value, authorized 16,610,866 shares, 1,736,514 issued and outstanding	1,737	1,681
Class B common stock, $.001 par value, 3,389,134 shares authorized, 483,264 and 3,375,134 issued and outstanding	483	3,375
Additional paid-in capital	7,968,165	7,633,653
Retained earnings (deficit)	(88,921)	(498,907)
Total stockholders' equity	7,881,464	7,139,802
	$ 12,021,395	$ 8,619,200

</TABLE>

See accompanying notes to condensed financial statements.

SUPER VISION INTERNATIONAL, INC.

CONDENSED STATEMENTS OF OPERATIONS

<TABLE>
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<S>	THREE MONTHS ENDED SEPTEMBER 30, 1997 <C>	1996 <C>	NINE MONTHS ENDED SEPTEMBER 30, 1997 <C>	1996 <C>
Revenues	1,881,038	1,695,285	6,626,760	4,198,929
Cost and Expenses:				
Cost of sales	1,121,451	938,480	3,966,066	2,544,274
Selling, general and administrative	443,813	468,236	1,744,251	1,304,831
Research and development	95,034	46,825	227,029	127,061
Total costs and expenses	1,660,298	1,453,541	5,937,346	3,976,166
Operating Income	220,740	241,744	689,414	222,763
Non-Operating Income (Expenses):				
Interest Income	38,830	32,856	114,602	83,787
Interest Expense	(123,991)	(747)	(123,991)	(2,227)
Loss on disposal of assets	(100,879)	-	(100,879)	(7,543)
Total non-operating income (expense)	(186,040)	32,109	(110,268)	74,017
Income Before Income Taxes	34,700	273,853	579,146	296,780
Income Tax Expense	1,322	-	169,160	-
Net Income	$ 33,378	$ 273,853	$ 409,986	$ 296,780
Income Per Common Share: Primary	$ 0.01	$ 0.14	$ 0.18	$ 0.16
Weighted Average Shares of Common Stock Outstanding: Primary	2,436,910	1,902,159	2,227,891	1,852,540

</TABLE>

See accompanying notes to condensed financial statements.

SUPER VISION INTERNATIONAL, INC.

CONDENSED STATEMENT OF STOCKHOLDERS' EQUITY

<TABLE>
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	COMMON STOCK					
	CLASS A		CLASS B		ADDITIONAL PAID-IN	RETAINED EARNINGS
<S>	SHARES <C>	AMOUNT <C>	SHARES <C>	AMOUNT <C>	CAPITAL <C>	(DEFICIT) <C>
Balance, December 31, 1996	1,680,946	$ 1,681	3,375,134	$ 3,375	$ 7,633,653	$ (498,907)
Retirement of Class B Escrow Shares	-	-	(2,891,870)	(2,892)	2,892	-
Issuance Costs for Shares Underlying Class A and B Warrants	-	-	-	-	(15,000)	-
Exercise of Class A Warrants	11,100	11	-	-	79,076	-
Exercise of Employee Stock Options		45				

	44,468		-	-	267,543	-
Net Income for the Nine Months Ended September 30, 1997	-	-	-	-	-	409,986
Balance, September 30, 1997	1,736,514	$ 1,737	483,264	$ 483	$ 7,968,165	$ (88,921)

</TABLE>

See accompanying notes to condensed financial statements.

SUPER VISION INTERNATIONAL, INC.

CONDENSED STATEMENTS OF CASH FLOWS

<TABLE>
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	NINE MONTHS ENDED SEPTEMBER 30, 1997	1996
<S>	<C>	<C>
Cash Flows from Operating Activities:		
Net income	$ 409,986	$ 296,780
Adjustments to reconcile net income to net cash used in operating activities:		
Depreciation and amortization	215,830	105,536
Loss on disposal of fixed assets	100,879	7,543
Accretion of capital lease obligation	35,476	-
(Increase) decrease in:		
Accounts receivable, net	619	(639,506)
Inventory	(505,189)	(1,104,414)
Other assets	153,512	(138,633)
Increase (decrease) in:		
Accounts payable	(164,863)	352,461
Accrued and other liabilities	(290,747)	214,830
Deposits	20,018	474,017
Total adjustments	(434,465)	(728,166)
Net cash used in operating activities	(24,479)	(431,386)
Cash Flows from Investing Activities:		
Proceeds from investments	7,093	-
Acquisition of patents and trademarks	(12,498)	(16,051)
Purchase of property, plant and equipment	(1,003,117)	(316,295)
Proceeds from disposal of equipment and furniture	-	7,049
Deposits on equipment	(79,786)	-
Net cash used in investing activities	(1,088,308)	(325,297)
Cash Flows from Financing Activities:		
Issuance costs	(15,000)	1,966,978
Proceeds from exercise of warrants	79,076	-
Proceeds from exercise of employee stock options	267,600	-
Payments on capital lease obligation	(20,351)	-
Net cash provided by financing activities	311,325	1,966,978
Net Decrease in Cash and Cash Equivalents	(801,462)	1,210,295
Cash and Cash Equivalents, beginning of period	3,327,965	2,327,775
Cash and Cash Equivalents, end of period	$ 2,526,503	$ 3,538,070

</TABLE>

See accompanying notes to condensed financial statements.

SUPER VISION INTERNATIONAL, INC.

NOTES TO CONDENSED FINANCIAL STATEMENTS

For the Nine-Month Periods Ended September 30, 1997 and 1996

1. BASIS OF PRESENTATION:

In the opinion of the Company, the accompanying unaudited financial statements contain all adjustments, consisting only of normal recurring accruals, necessary to present fairly the Company's financial position, results of operations and cash flows for the periods presented. The results of operations for the interim periods presented are not necessarily indicative of the results to be expected for the full year.

The condensed financial statements should be read in conjunction with the financial statements and the related disclosures contained in the Company's Form 10-KSB dated March 26, 1997, filed with the Securities and Exchange Commission.

2. STOCK OPTION PLAN:

The Company has a stock option plan that provides for the grant of incentive stock options and nonqualified stock options for up to 250,000 shares of the Company's Class A common stock under the plan. The option price must be at least 100% of market value at the date of the grant.

The following table summarizes activity of the stock option plan for the period ended September 30, 1997:

<TABLE>
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<S>	Options Available for Future Grant <C>	Number of Shares <C>	Option Price Per Share <C>
Balance, December 31, 1996	69,769	176,131	$5.00-$9.25
Options granted	(53,900)	56,000	
Options exercised	-	(44,568)	
Options cancelled	9,233	(9,233)	
Balance, September 30, 1997	25,102	178,330	

</TABLE>

Options granted vest ratably over a three-year period. As of September 30, 1997, 133,334 options were vested and exercisable.

3. INCOME TAXES

The components of the net deferred tax asset recognized in the accompanying balance sheet at September 30, 1997 are as follows:

<TABLE>

<S>	<C>
Deferred tax liability	$(69,553)
Deferred tax asset	179,583
Valuation allowance	(20,907)
	$ 89,123

</TABLE>

The types of temporary differences between the tax basis of assets and liabilities and their financial statement reporting amounts are attributable principally to depreciation methods, deferred gains, and different accounting methods used.

As of September 30, 1997, the Company had approximately $116,239 in net operating loss carryforwards for federal and state income tax purposes, which expire in 2011.

4. INVENTORY:

Inventory at September 30, 1997 and December 31, 1996 consisted of the following components:

<TABLE>
<CAPTION>

<S>	SEPTEMBER 30, 1997 <C>	DECEMBER 31, 1996 <C>
Raw materials	$ 1,594,492	$ 1,334,429
Work in progress	5,259	50,122
Finished goods	890,727	618,180
		2,002,731

Less: Reserved for excess inventory	(64,186)	(81,628)
	$ 2,426,292	$ 1,921,103

</TABLE>

SUPER VISION INTERNATIONAL, INC.

NOTES TO CONDENSED FINANCIAL STATEMENTS

For the Nine-Month Periods Ended September 30, 1997 and 1996

5. CAPITAL LEASE:

The Company leases its operating facility from a corporation owned by the Company's President. The lease has fifteen-year term, and became effective June 15, 1997, extending through June 15, 2012.

Assets recorded under capital lease and included in Property, Plant and Equipment are as follows:

<TABLE>

<S>	<C>
Office/Warehouse building	$ 3,081,000
Less accumulated amortization	(51,350)
	$ 3,029,650

</TABLE>

At September 30, 1997, the future minimum annual lease payments for the five years subsequent to commencement of the lease and in the aggregate are as follows:

<TABLE>

<S>	<C>
1997	$ 378,552
1998	513,300
1999	581,520
2000	610,596
2001	641,126
2002 and thereafter	8,467,216
Minimum lease payments..	11,192,310
Less amount representing interest...............................	(8,085,185)
Present value of net minimum lease payments under capital lease	$ 3,096,125
Less amount included in current liabilities.....................	(170,565)
Amount included in long-term liabilities	$ 2,925,560

</TABLE>

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis should be read in conjunction with the Financial Statements and Notes thereto appearing elsewhere in this report.

The following discussion contains certain forward-looking statements, within the meaning of the "safe-harbor" provisions of the Private Securities Litigation Reform Act of 1995, the attainment of which involve various risks and uncertainties. Forward-looking statements may be identified by the use of forward-looking terminology such as "may", "will", "expect", "believe", "estimate", "anticipate", "continue", or similar terms, variations of those terms or the negative of those terms. The Company's actual results may differ materially from those described in these forward-looking statements due to, among other factors, competition in each of the Company's product areas, dependence on suppliers, the Company's limited manufacturing experience and the evolving nature of the Company's fiber optic technology.

Results of Operations

Revenues are derived primarily from the sale of fiber optic side glow and end glow cable and light sources, point of purchase fiber optic signs and displays and sales of fiber optic landscape and task lighting systems. Total revenues for the three months ("1997 quarter") and nine months ended September 30, 1997 ("1997 nine months") were approximately $1,881,000 and $6,627,000, respectively, as compared to approximately $1,695,000 and $4,199,000 for the three months ("1996 quarter") and nine months ended September 30, 1996 ("1996 nine months"). This represented increases of 11% and 58%, respectively. The increase in revenues is primarily attributable to continued increases in sales of the

Company's pool and spa lighting products, and growth in the sign market segment. Sales to the Company's exclusive distributor in the pool and spa industry, Hayward Pool Products, remained strong in the 1997 quarter despite the closing of the traditional pool and spa building season. The Company also noted growth in the sign market as the Company continued expansion of marketing efforts targeted to this industry. The Company intends to continue efforts to penetrate the sign company market due to the large potential market for the Company's products in this industry. The increase in revenues during the 1997 nine months is also attributable to approximately $830,000 of revenue recognized under a long-term contract completed in May 1997 for what the Company believes to be the world's largest custom fiber optic display. Management believes the overall market available to fiber optic lighting products continues to increase as the lighting, sign and pool and spa industries become aware of the benefits and applications of fiber optics in these market segments.

Cost of sales were approximately $1,121,000, or 60% of revenues, during the 1997 quarter and $3,966,000, or 60% of revenues, for the 1997 nine months as compared to approximately $938,000, or 55% of revenues, for the 1996 quarter and $2,544,000, or 61% of revenues, for the 1996 nine months. The gross margin was 40% for both the 1997 quarter and 1997 nine months, respectively, and 45% and 39%, respectively, for the 1996 quarter and 1996 nine months. Gross margins for the 1997 nine months were slightly improved due to process improvements in the Company's fiber optic cabling and extrusion production lines, which improved product performance and resulted in increased yields, thereby increasing margin experience. The 1997 gross margin was also favorably impacted by the effects of volume purchase discounts of product components, although the full effects of these quantity discounts will not be fully realized until such time, if ever, as the Company's sales volumes result in consistently improved inventory turns. The Company has increased inventory levels of standard product components in order to take advantage of quantity discounts. These components are common to many of the Company's product lines and are not associated with one particular product or market. The gross margin for the 1997 quarter decreased from the same period last year, however, due to the increase in fixed overhead costs resulting from the Company's relocation to a new headquarters and manufacturing facility. In August, the Company relocated from its previous facilities totaling 27,000 square feet to its new facility of 70,000 square feet. Fixed overhead costs include rent, utilities, insurance and other costs of facility maintenance and operation. Management believes that the increased costs associated with the new facility are necessary for the Company to effectively compete in the market and to service the potential increased sales volumes which Management believes may result from continued marketing and sales efforts.

Selling, general and administrative expenses were approximately $444,000 and $1,744,000 during the 1997 quarter and 1997 nine months, respectively, as compared to approximately $468,000 and $1,305,000 for the 1996 quarter and 1996 nine months, respectively. This represented a decrease of 5% for the 1997 quarter, and an increase of 34% for the 1997 nine months. During the 1997 nine months, the Company attended numerous domestic and international trade shows targeted towards expanding the sign market which resulted in increased promotional and travel costs. The Company also experienced increased costs in the area of investor communications, and other costs associated with the public trading of the Company's securities. Additionally, the Company produced new product catalogs to include newly introduced products, as well as a price guide and marketing video. The Company increased personnel levels in the sales, marketing and customer service areas to support increased requests for information regarding the Company's products, which increased selling and marketing expenses. The decrease in expenses for the 1997 quarter is attributable to the timing of several major trade shows which were held earlier in the year than had been the case in the prior year.

Research and development costs were approximately $95,000 and $227,000 during the 1997 quarter and 1997 nine months, respectively, as compared to approximately $47,000 and $127,000 during the 1996 quarter and 1996 nine months, respectively. This represented increases of 102% and 79%, respectively. The Company increased personnel levels in the area of research and development in order to shorten development time of several new light sources, as well as custom modifications to existing products to meet market requests. The Company believes that its willingness to customize products to meet end user needs may provide a significant benefit in attracting and retaining customers, which may result in long term revenue growth. The Company introduced its new DMX compatible light source during the 1997 quarter, which is targeted toward high end lighting needs and entertainment venues. Expenses were also incurred in the extensive testing and development of several potentially promising lamp and reflector technologies which the Company believes may result in greatly improved performance of its light sources.

Interest income is derived from the short-term investments of liquid cash balances in low risk commercial paper and money market funds. Net interest income for the 1997 quarter and 1997 nine months was approximately $39,000 and $115,000, respectively, as compared to approximately $33,000 and $84,000 for the 1996 quarter and 1996 nine months, respectively. The increase is attributable to increased cash balances available for investment during the 1997 quarter and 1997 six months. Primarily as a result of the sale by the Company of 249,480 shares of Class A Common Stock for an aggregate amount of approximately $1,945,000, net of issuance costs, in September 1996.

Interest expense increased from approximately $1,000 and $2,000 for the 1996 quarter and six months, respectively, to approximately $124,000 for the 1997 quarter and six months. The increase is attributable to the accounting treatment for the lease on the Company's new facility as a capital lease under Statement of Financial Accounting Standards No. 13, Accounting for Leases.

Leasehold improvements related to the Company's previous facility with a net book value of approximately $101,000 were written off as a result of the Company's relocation to its new facility as described above.

Income taxes for the 1997 nine months include a provision for income taxes of approximately $174,000, which was offset by tax benefits of approximately $38,000 as a result of the carryforward of prior year tax losses.

The net income for the 1997 quarter was approximately $33,000, or $.01 per common share, as compared to net income of approximately $274,000, or $.14 per common share, in the 1996 quarter. The decrease in net income is attributable primarily to the relocation of the Company's facility. This resulted in one time charges of approximately $101,000 for the write off of leasehold improvements on the Company's previous facility, and direct moving expenses of approximately $100,000 for the physical relocation of the Company's plant, inventory, and personnel. In addition, the increased costs for the operation of the Company's new facility contributed to the decrease in net income.

Liquidity and Capital Resources

At September 30, 1997, the Company had working capital of approximately $5,357,000.

Cash and investments decreased by approximately $808,000 during the 1997 nine months. Inventory increased by approximately $505,000 during the 1997 nine months. Inventory was expanded in order to take advantage of volume purchase discounts. Net equipment and furniture increased by approximately $3,772,000. The Company has signed a fifteen-year lease for an approximately 70,000 square foot headquarters and production facility in Orlando, Florida. The facility has been recorded as a capital lease, and recorded at a value of $3,081,000. Cash of approximately $778,000 was expended in custom improvements of the Company's new facility. An additional $225,000 of cash was used to acquire furniture and computer equipment for the new facility. Accounts payable decreased by approximately $164,000 as the Company took advantage of discounts for early payment in order to further increase gross margins. Accrued and other liabilities decreased by approximately $223,000 primarily due to the payment of compensation amounts accrued as of December 31, 1996, which were paid in the 1997 nine months.

The Company recorded a capital lease obligation related to the Company's new facility of $3,081,000. The amount to be amortized over the ensuing twelve months is included as a current obligation, with the remaining obligation recorded as a non-current liability.

Escrowed Shares

In January 1994, the Company and certain stockholders of the Company entered into an agreement providing for the escrow of 2,918,000 shares held by such individuals (the "Escrow Shares"). In the event any of the shares were released from escrow to officers, directors and other employees of the Company, compensation expense would be recorded for financial reporting purposes as required by GAAP. As of March 31, 1997, Brett Kingstone, the President and Chairman, voluntarily retired 2,891,870 shares of Class B Common Stock previously held in the escrow account. These shares were returned to the Company treasury. The Company currently has 26,130 shares of Class A Common Stock held in escrow. In the event the Company attains any of the earnings thresholds, or the Company's Class A Common Stock meets certain minimum bid prices required for the release of the remaining 26,130 Escrow Shares, the Company may, in the event of the release of such shares from escrow, recognize during the period in which the earnings threshold are met or are probable of being met or such minimum bid prices attained, charges to earnings as compensation expense which would have the effect of increasing the Company's loss or reducing earnings, if any, at such time.

PART II

Item 1. Legal Proceedings

Not Applicable

Item 2. Changes in Securities

Not Applicable

Item 3. Defaults Upon Senior Securities

Not Applicable

Item 4. Submission of Matters to a Vote of Security Holders

Not Applicable

Item 5. Other Information

Not Applicable

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibit 27 - Financial Data Schedule (for SEC use only)

(b) During the quarter ended September 30, 1997:

(i) a report on Form 8-K, dated September 30, 1997, was filed on October 6, 1997;

(ii) an amendment to Form 8-K, dated September 30, 1997, was filed on October 9, 1997; and

(iii) an amendment to Form 8-K, dated September 30, 1997, was filed on October 17, 1997. Each of the forms filed concerned the Company's dismissal of its prior certifying accountants, Cooper's & Lybrand L.L.P., and its retaining of its new certifying accountants, Ernst & Young LLP.

In accordance with the requirements 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/Brett M. Kingstone Date: November 14, 1997

Brett M. Kingstone, President and
Chief Executive Officer
(Principal Executive Officer)

By: /s/John P. Stanney Date: November 14, 1997

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

<TABLE> <S> <C>

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE FINANCIAL STATEMENTS OF SUPER VISION INTERNATIONAL, INC. FOR THE NINE MONTHS ENDED SEPTEMBER 30, 1997, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.
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