CTI INDUSTRIES CORP Form SC 13G/A February 17, 2004

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 6)*

CTI Industries Corporation (Name of Issuer)

Common Stock, No Par Value (Title of Class of Securities)

125961 30 0 (CUSIP Number)

Check the follow 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).

CUSIE	NO.	125961 30 0	13G	Page 2 of 7 Page
1.		OF REPORTING PERSON. OR I.R.S. IDENTIFICATION NO	. OF ABOVE PERSON	
	Step	hen M. Merrick		
2.	CHEC	K THE APPROPRIATE BOX IF A MI	EMBER OF A GROUP*	(a) (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZ	ZATION	
United States		
NUMBER OF	5.	SOLE VOTING POWER 438,544
SHARES	-	130,311
BENEFICIALLY	6.	SHARED VOTING POWER
OWNED BY	-	87,214
EACH	7.	SOLE DISPOSITIVE POWER
REPORTING		438 , 544
PERSON	8.	SHARED DISPOSITIVE POWER
WITH		87,214
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9. AGGREGATE AMOUNT BENEFICIALLY (OWNED BY	EACH REPORTING PERSON
525 , 758		
10. CHECK BOX IF THE AGGREGATE AMOU	JNT IN R	OW (9) EXCLUDES CERTAIN SHARES*
11. PERCENT OF CLASS REPRESENTED BY	Y AMOUNT	IN ROW (9)
25.55%		
12. TYPE OF REPORTING PERSON*		
IN		
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	130	rage 1 of 7 rages
ITEM 1.		
(a) Name of Issuer CTI Industries Co	rporatio	n
(b) Address of Issuer's Pr 22160 North Pepper		Executive Offices

Barrington, Illinois 60010

TTEM 2

- (a) Name of Person Filing
 Stephen M. Merrick
- (b) Address of principal Business Office or, if none, Residence 22160 North Pepper Road Barrington, Illinois 60010
- (c) Citizenship
 United States
- (d) Title of Class of Securities
 Common Stock, No Par Value
- (e) CUSIP Number 125961 30 0

ITEM 3

N/A

ITEM 4 OWNERSHIP

- (a) Amount Beneficially Owned 525,758
- (b) Percent of Class 25.55%

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- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote 438,544
 - (ii) shared power to vote or to direct the vote $$87,214\ \mbox{}$
 - (iii) sole power to dispose or to direct the disposition of $438,544\,$
 - (iv) shared power to dispose or to direct the disposition of $$87,214\ \mbox{\footnotemark}$

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

N/A

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

N/A

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

N/A

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

N/A

ITEM 9 NOTICE OF DISSOLUTION OF GROUP.

N/A

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ITEM 10 CERTIFICATION.

N/A

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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. The filing of this statement shall not be construed as an admission that the undersigned is for the purpose of Section 13(d) or 13(q) of the Act, the beneficial owner of any securities covered by this statement.

> February 17, 2004 _____

Date

/s/Stephen M. Merrick _____ Stephen M. Merrick