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# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13D Under the Securities Exchange Act of 1934

(AMENDMENT NO. 14)

Hurco Companies, Inc.
(Name of Issuer)

COMMON STOCK, NO PAR VALUE (Title of class of securities)

447324 10 4 (CUSIP number)

STEPHEN H. COOPER, ESQ.
WEIL, GOTSHAL & MANGES LLP
767 FIFTH AVENUE
NEW YORK, NY 10153
(212) 310-8000

(Name, address and telephone number of person authorized to receive notices and communications)

DECEMBER 27, 2000

(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: When filing this statement in paper format, six copies of this statement, including exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

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NY2:\999607\01\LF@V01!.DOC\53459.0004							
CUSIP	No. 447	324 10 4	13D				
	1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	BRYNWOOD	PARTNERS II L.P.			
	2	CHECK THE APPROPRIATE BOX IF A MEMBER OF	F A GROUP:		(A) (B)		
	3	SEC USE ONLY					
	4	SOURCE OF FUNDS: N/A					
	5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEED TO ITEM 2(d) OR 2(e):	OINGS IS RE	QUIRED PURSUANT		[_]	

6 CITIZENSHIP OR PLACE OF DELAWARE ORGANIZATION:

SHARES:  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0%  14 TYPE OF REPORTING PERSON: PN  2  2  1 NAME OF REPORTING PERSON: BRYNWOOD MANAGEMENT II L.P. S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (A) [X (B) [_ 3 SEC USE ONLY]  4 SOURCE OF FUNDS: N/A								
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4 SOURCE OF FUNDS: N/A  5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT [_ TO ITEM 2(d) OR 2(e):  6 CITIZENSHIP OR PLACE OF DELAWARE ORGANIZATION:  NUMBER OF 7 SOLE VOTING POWER: 0 SHARES  BENEFICIALLY 8 SHARED VOTING POWER: 0 OWNED BY  EACH 9 SOLE DISPOSITIVE POWER: 0 REPORTING  PERSON WITH 10 SHARED DISPOSITIVE POWER: 0		2	CHECK THE	APPROE	PRIATE BOX IF A MEMBER (	OF A GROUP:		
4 SOURCE OF FUNDS: N/A  5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT [_ TO ITEM 2(d) OR 2(e):  6 CITIZENSHIP OR PLACE OF DELAWARE ORGANIZATION:  NUMBER OF 7 SOLE VOTING POWER: 0 SHARES  BENEFICIALLY 8 SHARED VOTING POWER: 0 OWNED BY  EACH 9 SOLE DISPOSITIVE POWER: 0 REPORTING  PERSON WITH 10 SHARED DISPOSITIVE POWER: 0		3	SEC USE O					 
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6 CITIZENSHIP OR PLACE OF DELAWARE ORGANIZATION:  NUMBER OF 7 SOLE VOTING POWER: 0 SHARES  BENEFICIALLY 8 SHARED VOTING POWER: 0 OWNED BY  EACH 9 SOLE DISPOSITIVE POWER: 0 REPORTING  PERSON WITH 10 SHARED DISPOSITIVE POWER: 0			CHECK BOX TO ITEM 2	IF DIS	SCLOSURE OF LEGAL PROCEE 2 (e):	EDINGS IS RE	QUIRED PURSUANT	[_]
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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 0		PERSON WIT						 
		11	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY			 

13	PERCENT OF CLASS REPRESENTED BY AN	MODINE IN ROW (11).	0%
14	TYPE OF REPORTING PERSON:	PN	
	3		
	7324 10 4	13D	
1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	HENDRIK J. HARTONG, JR.	
2	CHECK THE APPROPRIATE BOX IF A MEN	MBER OF A GROUP:	(A) [X 
3	SEC USE ONLY		
4	SOURCE OF FUNDS: PF		
5	CHECK BOX IF DISCLOSURE OF LEGAL ITO ITEM 2(d) OR 2(e):		[_
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	UNITED STATES	
NUMBER SHAR BENEFIC OWNED EAC REPORT PERSON	ES IALLY BY H ING		
	8 SHARED VOTING POWE	ER: 0	
	9 SOLE DISPOSITIVE B	POWER: 68,012(*)	
	10 SHARED DISPOSITIVE		
11	AGGREGATE AMOUNT BENEFICIALLY OWNER REPORTING PERSON:	ED BY 68,012(*)	
12	CHECK BOX IF THE AGGREGATE AMOUNT SHARES: Excludes 4,000 shares of Common St J. Hartong, Jr.'s children as to we beneficial ownership.	cock held by Hendrik which Mr. Hartong disclaims	x)
13	PERCENT OF CLASS REPRESENTED BY AN		1.2%
14	TYPE OF REPORTING PERSON:	IN	

 $<sup>^{\</sup>star}$   $\,$  Includes 25,000 shares that may be acquired upon the exercise of currently exercisable options.

P No. 447324 10 4			130	13D		
1		I.R.S. PERSO	ING PERSON: IDENTIFICATION NO.	RICHAR	RD T. NINER	
2			OPRIATE BOX IF A MEM			(A (B
3	SEC USE (	ONLY				
4	SOURCE O	F FUND				
5 5	TO ITEM 2	2(d) 0		ROCEEDINGS IS		
6		HIP OR	PLACE OF		O STATES	
NUMBER (		7	SOLE VOTING POWER:		452,448(*)	
BENEFICIA OWNED E		8	SHARED VOTING POWE		0	
EACH REPORTIN		9	SOLE DISPOSITIVE P	OWER:	452,448(*)	
PERSON WI		10	SHARED DISPOSITIVE		0	
11	AGGREGATI REPORTING		NT BENEFICIALLY OWNE	D BY	452,448(*)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES: Excludes 500 shares of Common Stock held by Richard T. Niner's children as to which Mr. Niner disclaims beneficial ownership.					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):					
13	PERCENT (	OF CLA	SS REPRESENTED BY AM	OUNT IN ROW (1	11):	8.0%

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This Statement constitutes Amendment No. 14 to the Statement on Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission by Brynwood Partners II L.P., a Delaware limited partnership ("Brynwood II"), its general partner, Brynwood Management II L.P., a Delaware limited partnership ("Brynwood Management II"), Hendrik J. Hartong, Jr. and Richard T. Niner (collectively, the "Beneficial Owners"), with respect to the Common Stock, no par value (the "Common Stock"), of Hurco Companies, Inc. (the "Company"). The Statement constitutes the final filing on Schedule 13D by Brynwood II and Brynwood Management II, as such Beneficial Owners no longer own any shares of Common Stock, and by Mr. Hartong, as such Beneficial Owner no

 $<sup>^{\</sup>star}$  Includes 25,000 shares that may be acquired upon the exercise of currently exercisable options.

longer owns more than 5% of the outstanding Common Stock.

Item 3. Source and Amount of Funds or Other Considerations.

The total amount required by Mr. Niner to effect the purchases described on Schedule A hereto was \$123,991.55, all of which was derived from Mr. Niner's personal funds.

Item 4. Purpose of the Transaction.

The purchases of shares of Common Stock by Mr. Niner described on Schedule A hereto were made solely for the purpose of increasing Mr. Niner's equity position in the Company at prices deemed favorable. Mr. Niner may purchase additional shares of Common Stock from time to time in the open market or in privately negotiated transactions as and when appropriate opportunities may arise.

Item 5. Interest in Securities of the Issuer.

(a)-(b) As of January 4, 2001, the Beneficial Owners beneficially owned the following shares of Common Stock:

- (i) Hendrik J. Hartong, Jr. is the direct owner of 68,012 shares of Common Stock (including 25,000 shares of Common Stock issuable upon the exercise of non-qualified stock options that are currently exercisable). The 68,012 shares represent approximately 1.2% of the 5,673,858 outstanding shares of Common Stock. Mr. Hartong has sole voting and dispositive power over the shares of Common Stock that he owns directly. Mr. Hartong disclaims beneficial ownership with respect to an aggregate of an additional 4,000 shares of Common Stock (less than .1%) held by his children, as to which he has no voting or dispositive power.
- (ii) Richard T. Niner is the direct owner of 452,448 shares of Common Stock (including 25,000 shares of Common Stock issuable upon the exercise of non-qualified stock options that are currently exercisable). The 452,448 shares represent approximately 8.0% of the 5,673,858 outstanding shares of Common Stock. Mr. Niner has sole voting and dispositive power over the 452,448 shares that he owns directly. Mr. Niner

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disclaims beneficial ownership with respect to an aggregate of an additional 500 shares of Common Stock (less than .1%) held by his children, as to which he has no voting or dispositive power.

- (c) Except as set forth on Schedule A hereto, none of the Beneficial Owners has effected any transactions in shares of Common Stock during the past sixty days.
  - (d) Not applicable.
- (e) As a result of the sales of Common Stock set forth on Schedule A hereto, Brynwood II and Brynwood Management II no longer own any shares of Common Stock. In addition, Mr. Hartong no longer owns more than 5% of the outstanding Common Stock. Accordingly, Brynwood II, Brynwood Management II and Mr. Hartong are no longer Beneficial Owners.

# 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.

Dated: January 5, 2001

BRYNWOOD PARTNERS II L.P.
By: Brynwood Management II L.P.,
its General Partner

By: /s/ Richard T. Niner
Richard T. Niner,

a Partner

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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.

Dated: January 5, 2001

BRYNWOOD MANAGEMENT II L.P.

By: /s/ Richard T. Niner

Richard T. Niner,

a Partner

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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.

Dated: January 5, 2001

Hendrik J. Hartong, Jr.,

By: /s/ Richard T. Niner

Richard T. Niner,

Attorney-in-Fact

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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.

Dated: January 5, 2001

/s/ Richard T. Niner

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Richard T. Niner

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SCHEDULE A

# TRANSACTIONS IN COMMON STOCK DURING PAST SIXTY DAYS\*

Date	Number of Shares	Purchase or Sale	Reporting Person	Price per Share
12/06/00	500	Purchase	Niner	\$3.48
12/18/00	1,100	Purchase	Niner	\$3.38
12/19/00	2,400	Purchase	Niner	\$3.38
12/20/00	3,500	Purchase	Niner	\$3.46
12/21/00	500	Purchase	Niner	\$3.38
12/26/00	1,000	Purchase	Niner	\$3.54
12/27/00	5,700	Purchase	Niner	\$3.49
12/27/00	278,001	Sale**	Brynwood II	\$4.39
12/28/00	5,300	Purchase	Niner	\$3.50
12/29/00	15,900	Purchase	Niner	\$3.44

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 $<sup>^{\</sup>star}$  Unless otherwise indicated, all transactions were effected through the public markets.

<sup>\*\*</sup> Brynwood II sold these shares to the Company in a private transaction.