

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C.

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1 )\*

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OMNICARE, INC.

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(Name of Issuer)

COMMON STOCK

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(Title of Class of Securities)

681904 10 8

Check the following 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).

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Chemed Corporation 31-0791746

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) \_\_\_

(b) \_\_\_

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES	5	SOLE VOTING POWER 730,394 Shares
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER -0-
	7	SOLE DISPOSITIVE POWER 730,394
	8	SHARED DISPOSITIVE POWER -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

730,394

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
2.8%

12 TYPE OF REPORTING PERSON\*  
CO

\*SEE INSTRUCTION BEFORE FILLING OUT!

Schedule 13G  
 Omnicare, Inc.  
 (Issuer)

Chemed Corporation  
 (Person Filing)

Item 1.	Issuer:	
Item 1(a)	Name of Issuer:	Omnicare, Inc.
Item 1(b)	Address of Issuer's Principal Executive Offices:	2800 Chemed Center 255 E. 5th Street Cincinnati, OH 45202
Item 2.	Person filing:	
Item 2(a)	Name:	Chemed Corporation
Item 2(b)	Address of Principal Business Office:	2600 Chemed Center 255 E. 5th Street Cincinnati, OH 45202
Item 2(c)	State of Incorporation:	Delaware
Item 2(d)	Title of Class of Securities:	Common Stock
Item 2(e)	CUSIP Number:	681904 10 8
Item 3	Not Applicable	
Item 4	Ownership:	
	The following sets forth information concerning ownership of the issuer's securities as of February 13, 1996.	
Item 4(a)	Amount Beneficially Owned:	730,394 Shares
Item 4(b)	Percent of Class:	2.8%

Item 4(c)	Number of Shares As to Which Person Has:	(i) sole power to vote: 730,394 shares (ii) shared power to vote: -0- (iii) sole power to dispose: 730,394 shares (iv) shared power to dispose: -0-
Item 5	Not Applicable	
Item 6	Not Applicable	
Item 7	Not Applicable	
Item 8	Not Applicable	
Item 9	Not Applicable	
Item 10	Certification:	Not Applicable

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.

February 15, 1996

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Date

/s/ Naomi C. Dallob

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Signature

Naomi C. Dallob, Vice President  
and Secretary

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Name/Title