

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

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

SPX Corporation

-----  
(Name of Issuer)

common stock

-----  
(Title of Class of Securities)

784635-10-4

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement [  ].

- - - - -

\*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.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON(S)

Iridian Asset Management LLC  
06-1439577

- 
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<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 5. SOLE VOTING POWER<br>Not applicable        |
|  | 6. SHARED VOTING POWER<br>Not applicable      |
|  | 7. SOLE DISPOSITIVE POWER<br>Not applicable   |
|  | 8. SHARED DISPOSITIVE POWER<br>Not applicable |
- 

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Not applicable

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

- 
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

- 
12. TYPE OF REPORTING PERSON\*

IA

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

LC Capital Management LLC  
06-1439578

- 
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<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 5. SOLE VOTING POWER<br>Not applicable        |
|  | 6. SHARED VOTING POWER<br>Not applicable      |
|  | 7. SOLE DISPOSITIVE POWER<br>Not applicable   |
|  | 8. SHARED DISPOSITIVE POWER<br>Not applicable |
- 

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Not applicable

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

- 
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

- 
12. TYPE OF REPORTING PERSON\*

HC

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

CL Investors, Inc.  
52-2070252

- 
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<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 5. SOLE VOTING POWER        |
|  | Not applicable              |
|  | 6. SHARED VOTING POWER      |
|  | Not applicable              |
|  | 7. SOLE DISPOSITIVE POWER   |
|  | Not applicable              |
|  | 8. SHARED DISPOSITIVE POWER |
|  | Not applicable              |
- 

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Not applicable

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

- 
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

- 
12. TYPE OF REPORTING PERSON\*

HC

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

David L. Cohen  
###-##-####

- 
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]  
(b) [ ]

- 
3. SEC USE ONLY

- 
4. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

- 
- |  |                             |
|--|-----------------------------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 5. SOLE VOTING POWER        |
|  | Not applicable              |
|  | 6. SHARED VOTING POWER      |
|  | Not applicable              |
|  | 7. SOLE DISPOSITIVE POWER   |
|  | Not applicable              |
|  | 8. SHARED DISPOSITIVE POWER |
|  | Not applicable              |
- 

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Not applicable

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

- 
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

- 
12. TYPE OF REPORTING PERSON\*

IN

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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

Harold J. Levy  
 ###-##-####

-----  
 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  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON  
 WITH

5. SOLE VOTING POWER  
 Not applicable
- 
6. SHARED VOTING POWER  
 Not applicable
- 
7. SOLE DISPOSITIVE POWER  
 Not applicable
- 
8. SHARED DISPOSITIVE POWER  
 Not applicable

-----  
 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Not applicable

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

-----  
 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

-----  
 12. TYPE OF REPORTING PERSON\*

IN

-----  
 \*SEE INSTRUCTIONS BEFORE FILLING OUT!

- Item 1. (a) Name of Issuer:  
SPX Corporation
- 
- (b) Address of Issuer's Principal Executive Offices:  
PO Box 3301  
700 Terrace Point Drive  
Muskegon, Michigan 49443-3301
- 

Item 2.

This statement is being filed on behalf of Iridian Asset Management LLC, LC Capital Management, LLC, CL Investors, Inc., David L. Cohen and Harold J. Levy. A previous filing was made on Schedule 13G for the calendar year 1997 relating to the common stock of General Signal Corporation, CUSIP number 370838104, CIK 0000040834, which was merged into SPX Corporation in 1998.

- (a) Name of Person Filing: Iridian Asset Management LLC  
(b) Address of Principal Business Office: 276 Post Road West  
Westport, CT 06880-4704  
(c) Citizenship: Delaware  
(d) Title of Class of Securities: Common Stock  
(e) CUSIP Number: 784635-10-4
- (a) Name of Person Filing: LC Capital Management, LLC  
(b) Address of Principal Business Office: c/o Iridian Asset Management LLC  
276 Post Road West  
Westport, CT 06880-4704  
(c) Citizenship: Delaware  
(d) Title of Class of Securities: Common Stock  
(e) CUSIP Number: 784635-10-4
- (a) Name of Person Filing: CL Investors, Inc.  
(b) Address of Principal Business Office: c/o Iridian Asset Management LLC  
276 Post Road West  
Westport, CT 06680-4704  
(c) Citizenship: Delaware  
(d) Title of Class of Securities: Common Stock  
(e) CUSIP Number: 784635-10-4
- (a) Name of Person Filing: David L. Cohen  
(b) Address of Principal Business Office: c/o Iridian Asset Management LLC  
276 Post Road West  
Westport, CT 06880-4704  
(c) Citizenship: USA  
(d) Title of Class of Securities: Common Stock  
(e) CUSIP Number: 784635-10-4
- (a) Name of Person Filing: Harold J. Levy  
(b) Address of Principal Business Office: c/o Iridian Asset Management LLC  
276 Post Road West  
Westport, CT 06880-4704  
(c) Citizenship: USA  
(d) Title of Class of Securities: Common Stock  
(e) CUSIP Number: 784635-10-4

- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:
- (a)  Broker or Dealer registered under Section 15 of the Act,
  - (b)  Bank as defined in Section 3(a)(6) of the Act,
  - (c)  Insurance Company as defined in Section 3(a)(19) of the Act,
  - (d)  Investment Company registered under Section 8 of the Investment Company Act,
  - (e)  Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940,
  - (f)  Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(ii)(F); see Item 7,
  - (g)  Parent Holding Company, in accordance with Section 240.13d-1(b)(1)(ii)(G); see Item 7,
  - (h)  Group, in accordance with Section 240.13d-1(b)(1)(ii)(H).



## Item 4. Ownership.

Not applicable

## Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: X

## Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable.

## Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

## Item 8. Identification and Classification of Members of the Group.

This filing is being made jointly by Iridian Asset Management LLC, LC Capital Management, LLC, CL Investors, Inc., David L. Cohen and Harold J. Levy.

## Item 9. Notice of Dissolution of Group.

Not Applicable.

## Item 10. Certification.

By signing below the undersigned certifies that, to the best of its or his knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE.

After reasonable inquiry and to the best of its or his knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Date: February 8, 1999

IRIDIAN ASSET MANAGEMENT LLC

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, Executive Vice President

LC CAPITAL MANAGEMENT, LLC

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, Executive Vice President

CL INVESTORS, INC.

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, President

By: /s/ David L. Cohen  
-----  
David L. Cohen, individually

By: /s/ Harold J. Levy  
-----  
Harold J. Levy, individually

EXHIBIT A

JOINT FILING AGREEMENT AMONG IRIDIAN ASSET MANAGEMENT LLC, LC CAPITAL MANAGEMENT, LLC, CL INVESTORS, INC., DAVID L. COHEN AND HAROLD J. LEVY

AGREEMENT between Iridian Asset Management LLC ("Iridian"), LC Capital Management, LLC ("LC"), CL Investors, Inc. ("CLI"), David L. Cohen ("Cohen") and Harold J. Levy ("Levy").

WHEREAS, in accordance with Rule 13d-1(f) under the Securities Exchange Act of 1934 (the "Act"), only one statement containing the information required by Schedule 13G and any amendments thereto need be filed whenever two or more persons are required to file such a statement or any amendments thereto with respect to the same securities, provided that said persons agree in writing that such statement or any amendment thereto is filed on behalf of them.

NOW, THEREFORE, in consideration of the premises and mutual agreements contained herein, the parties hereto agree as follows:

Iridian, LC, CLI, Cohen and Levy, do hereby agree, in accordance with Rule 13d-1(f) under the Act, to file a Schedule 13G relating to their ownership of the common stock of SPX Corporation, and do hereby further agree that said Schedule 13G shall be filed on behalf of each of them.

Date: February 8, 1999

IRIDIAN ASSET MANAGEMENT LLC

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, Executive Vice President

LC CAPITAL MANAGEMENT, LLC

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, Executive Vice President

CL INVESTORS, INC.

By: /s/ Jeffrey M. Elliott  
-----  
Jeffrey M. Elliott, President

By: /s/ David L. Cohen  
-----  
David L. Cohen, individually

By: /s/ Harold J. Levy  
-----  
Harold J. Levy, individually