

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

Cytoclonal Pharmaceuticals Inc.

-----  
(Name of Issuer)

Common Stock, \$.01 par value

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

23282G105

-----  
(CUSIP Number)

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).

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CUSIP No. 23282G105

13G/A

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

Kinder Investments, L.P.

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

-----  
3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

-----  
NUMBER OF 5 SOLE VOTING POWER  
SHARES 0

BENEFICIALLY -----  
OWNED BY 6 SHARED VOTING POWER  
EACH 104,000

REPORTING -----  
PERSON 7 SOLE DISPOSITIVE POWER  
WITH 0

-----  
8 SHARED DISPOSITIVE POWER  
104,000

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

104,000

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

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

1%

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

PN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT

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

Peyser Associates, LLC

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

(a) [ ]  
(b) [ ]

-----  
3 SEC USE ONLY  
-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF 5 SOLE VOTING POWER  
SHARES 0

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER  
EACH 104,000

REPORTING PERSON 7 SOLE DISPOSITIVE POWER  
WITH 0

8 SHARED DISPOSITIVE POWER

104,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

104,000

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

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

1%

12 TYPE OF REPORTING PERSON\*

CO.

\*SEE INSTRUCTIONS BEFORE FILLING OUT

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

Brian A. Wasserman

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

(a) ☐

(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF 5 SOLE VOTING POWER  
SHARES 104,000

BENEFICIALLY -----  
OWNED BY 6 SHARED VOTING POWER  
EACH 0  
REPORTING -----  
PERSON 7 SOLE DISPOSITIVE POWER  
WITH 104,000  
-----  
8 SHARED DISPOSITIVE POWER  
  
0

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

104,000

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

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

1%

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

IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT

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Kinder Investments, L.P., Peyser Associates, LLC and Brian A. Wasserman (the "Reporting Parties") hereby amend its statement on Schedule 13G relating to the Common Stock of Cytoclonal Pharmaceuticals, Inc. (the "Issuer") as follows:

Item 4. Ownership:

(a)(b) As of August 2, 1999, the Reporting Parties may be deemed to beneficially own 104,000 shares or 1% of the Issuer's shares as follows: (i) 64,000 shares owned directly by Kinder Investments, and (ii) warrants to purchase 40,000 shares at an exercise price of \$3.75 per share, expiring November 2, 2000 owned directly by Kinder Investments.

(c) Wasserman, as the managing member of Peyser, has sole voting and dispositive control of shares owned by Kinder Investments.

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

The Reporting Parties have ceased to be beneficial owners of more than five percent of the Issuer's shares.

Item 10. Certification:

By signing below we certify that to the best of our 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 participant in any transaction having such purpose or effect.

SIGNATURES

After reasonable inquiry and to the best knowledge and belief of the Reporting Persons, each such person or entity certifies that the information set forth in this statement is true, complete and correct.

Kinder Investments, L.P.

/s/ Brian A. Wasserman  
Dated: August 3, 1999 By: \_\_\_\_\_  
East Meadow, New York Brian A. Wasserman  
Managing Member  
Peyser Associates, LLC

Peyser Associates, LLC

/s/ Brian A. Wasserman  
Dated: August 3, 1999 By: \_\_\_\_\_  
East Meadow, New York Brian A. Wasserman  
Managing Member

/s/ Brian A. Wasserman

Dated: August 3, 1999  
East Meadow, New York

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Brian A. Wasserman