

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1 )  
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L. B. Foster Company  
-----

(Name of Issuer)

Common Stock  
-----

(Title of Class of Securities)

350060109  
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(CUSIP Number)

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).

Schedule is filed pursuant to Rule 13d-1(b)

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CUSIP No. 350060109                      13G  
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1    NAME OF REPORTING PERSON  
     S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
     Artisan Partners Limited Partnership 39-1807188  
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2    CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Not Applicable

(a) [ ]  
(b) [ ]

-----  
3    SEC USE ONLY  
-----

-----  
4    CITIZENSHIP OR PLACE OF ORGANIZATION  
     Delaware  
-----

5    SOLE VOTING POWER  
     None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6    SHARED VOTING POWER  
     1,145,700

7    SOLE DISPOSITIVE POWER  
     None

8    SHARED DISPOSITIVE POWER  
     1,145,700

-----  
9    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
     1,145,700  
-----

10   CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
     SHARES  
     Not Applicable

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
12.0%

-----  
12 TYPE OF REPORTING PERSON  
IA  
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SEE INSTRUCTION BEFORE FILLING OUT!

-----  
CUSIP No. 350060109  
-----

13G

-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Artisan Investment Corporation  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Not Applicable

(a) [ ]  
(b) [ ]

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

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Wisconsin  
-----

5 SOLE VOTING POWER  
None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER  
1,145,700

7 SOLE DISPOSITIVE POWER  
None

8 SHARED DISPOSITIVE POWER  
1,145,700

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,145,700  
-----

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

Not Applicable

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
12.0%  
-----

-----  
12 TYPE OF REPORTING PERSON  
CO  
-----

SEE INSTRUCTION BEFORE FILLING OUT!

-----  
CUSIP No. 350060109  
-----

13G

-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Andrew A. Ziegler  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Not Applicable

(a) [ ]  
(b) [ ]

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

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.A.  
-----

5 SOLE VOTING POWER  
None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER  
1,145,700

7 SOLE DISPOSITIVE POWER  
None

8 SHARED DISPOSITIVE POWER  
1,145,700

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,145,700  
-----

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

Not Applicable

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
12.0%  
-----

-----  
12 TYPE OF REPORTING PERSON  
IN  
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SEE INSTRUCTION BEFORE FILLING OUT!

-----  
CUSIP No. 350060109

13G  
-----

-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Carlene Murphy Ziegler  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Not Applicable

(a) [ ]  
(b) [ ]  
-----

3 SEC USE ONLY  
-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.A.  
-----

5 SOLE VOTING POWER  
None

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER  
1,145,700  
-----

7 SOLE DISPOSITIVE POWER  
None

8 SHARED DISPOSITIVE POWER  
1,145,700  
-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,145,700  
-----

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

Not Applicable  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
12.0%  
-----

12 TYPE OF REPORTING PERSON  
IN  
-----

SEE INSTRUCTION BEFORE FILLING OUT!

Item 1(a) Name of Issuer:  
L. B. Foster Company

Item 1(b) Address of Issuer's Principal Executive Offices:  
415 Holiday Drive  
Pittsburgh, PA 15220

Item 2(a) Name of Person Filing:  
Artisan Partners Limited Partnership ("Artisan Partners")  
Artisan Investment Corporation, the general partner of  
Artisan Partners ("Artisan Corp.")  
Andrew A. Ziegler  
Carlene Murphy Ziegler

Item 2(b) Address of Principal Business Office:  
Artisan Partners, Artisan Corp., Mr. Ziegler and Ms. Ziegler  
are all located at:  
1000 North Water Street, #1770  
Milwaukee, WI 53202

Item 2(c) Citizenship:  
Artisan Partners is a Delaware limited partnership  
Artisan Corp. is a Wisconsin corporation  
Mr. Ziegler and Ms. Ziegler are U.S. citizens

Item 2(d) Title of Class of Securities:  
Common Stock

Item 2(e) CUSIP Number:  
350060109

Item 3 Type of Person:  
(e) Artisan Partners is an Investment Adviser registered  
under section 203 of the Investment Advisers Act of 1940;  
Artisan Corp. is the General Partner of Artisan Partners;  
Mr. Ziegler and Ms. Ziegler are the principal stockholders  
of Artisan Corp.

Item 4            Ownership (at December 31, 1999)

(a) Amount owned "beneficially" within the meaning of rule 13d-3:

1,145,700

(b) Percent of class:

12.0% (based on 9,580,640 shares outstanding on November 1, 1999)

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: None

(ii) shared power to vote or to direct the vote:  
1,145,700

(iii) sole power to dispose or to direct the disposition of: None

(iv) shared power to dispose or to direct disposition of: 1,145,700

Artisan Partners serves as investment adviser to Artisan Funds, Inc., comprised of four series designated Artisan Small Cap Fund, Artisan International Fund, Artisan Mid Cap Fund and Artisan Small Cap Value Fund (the "Funds"). Various of Artisan Partners' limited partners and employees are also officers and directors of the Funds, but Artisan Partners does not consider the Funds to be controlled by such persons. Although the Funds are not controlled by Artisan Partners, pursuant to rule 13d-3(a) the shares beneficially owned by a Fund, with respect to which that Fund has delegated to Artisan Partners shared voting power and shared dispositive power, are considered to be shares beneficially owned by Artisan Partners by reason of such delegated powers. Other clients of Artisan Partners may own shares which are not included in the aggregate number of shares reported herein because Artisan Partners does not have or share voting or investment power over those shares.

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

Not Applicable

Item 6            Ownership of More than Five Percent on Behalf of Another Person:

The shares reported herein have been acquired on behalf of discretionary clients of Artisan Partners. Persons other than Artisan Partners are entitled to receive all dividends from, and proceeds from the sale of, those shares.

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:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my 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

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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.

Date: February 14, 2000

The undersigned corporation, on the date above written, agrees and consents to the joint filing on its behalf of this Schedule 13G in connection with its beneficial ownership of the security reported herein.

ARTISAN INVESTMENT CORPORATION  
for itself and as general partner of  
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: /s/ Andrew A. Ziegler

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Andrew A. Ziegler  
President

The undersigned individuals, on the date above written, agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of the security reported herein.

ANDREW A. ZIEGLER

/s/ Andrew A. Ziegler

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CARLENE MURPHY ZIEGLER

/s/ Carlene Murphy Ziegler

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