

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Pacific Assets Management, LLC

(Last) (First) (Middle)

1999 Avenue of the Stars, Ste 2530

(Street)

Los Angeles, CA 90067

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

Aug. 18, 2000

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

Citadel Holding Corp. Class B Voting Common Stock ("CDLB")

5. Relationship of Reporting Person to Issuer
(Check all applicable)

- Director 10% Owner
- Officer (give title below) Other (specify below)
- investment manager of direct

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

- Form Filed by One Reporting Person
- Form Filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 4)
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Class B Voting Common Stock	204,843 sh.	Indirect	Investment power
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* If the Form is filed by more than one Reporting Person, see Instruction 5(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print of Type Responses)

(Over)

