

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1 )\*

DATARAM CORP (dtm)

-----  
(Name of Issuer)

Common Stock

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

238108203

-----  
(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 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).

(Continued on following page(s))

Page 1 of 6 Pages

CUSIP NO. 238108203 13G PAGE 2 OF 6 PAGES

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

Kennedy Capital Management, Inc. Tax ID #43-1225960

2 CHECK THE APPROPRIATE BOX IF A MEMBER

OF A GROUP\*

(a) [ ]  
(b) [ X ]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Missouri Corporation

5 SOLE VOTING POWER

0 0.00%

NUMBER OF 6 SHARED VOTING POWER  
SHARES  
BENEFICIALLY OWNED BY  
EACH

None

REPORTING 7 SOLE DISPOSITIVE POWER  
PERSON  
WITH

0 0.00%

8 SHARED DISPOSITIVE POWER

None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

0 shares

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT  
IN ROW 9

0.00%

12 TYPE OF REPORTING PERSON\*

IA

\*SEE INSTRUCTION BEFORE FILLING OUT!

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 10549

-----

SCHEDULE 13G UNDER THE SECURITIES

EXCHANGE ACT OF 1934

-----

Item 1. (a). Name of Issuer:

DATARAM CORP

(b). Address of Issuer's Principal Executive Offices:

P.O. Box 7528  
Princeton, NJ 08543

Item 2. (a). Name of Person Filing:

Kennedy Capital Management, Inc.

(b). Address of Principal Business Office:

10829 Olive Blvd.  
St. Louis, MO 63141

Page 3 of 6 Pages

Item 2. (c). Citizenship:

Missouri Corporation

(d). Title of Class of Securities:

Common Stock

(e). CUSIP Number:

238108203

Item 3. This statement is filed pursuant to Rule 13D-1(B)(ii)(G). The entity filing is an Investment Adviser registered under section 203 of the Investment Advisers Act of 1940.

Item 4. Ownership.

(a). Amount Beneficially Owned

0 shares

(b). Percent of Class:

0.00%

(c). Number of Shares as to which such entity has:

(i) sole power to vote or to direct the vote 0 shares

(ii) shared power to vote or to direct  
the vote None

(iii) sole power to dispose or to direct  
the disposition of 0 shares

(iv) shared power to dispose or to direct  
the disposition of None

Page 4 of 6 Pages

Item 5. 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:

Item 7. Identification and Classification of  
Subsidiaries which Acquired the Security  
Being Reported on by the Parent Holding  
Company:

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

Page 5 of 6 Pages

Item 9. Notice of Dissolution of Group:

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: 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.

By: Gerald Kennedy

-----  
Title: President

Dated: 2/10/97

Page 6 of 6 Pages