

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Amendment No. 1)

Under the Securities Exchange Act of 1934

MAY & SPEH, INC.

(Name of Issuer)

Common Stock, Par Value \$0.01 per Share

(Title of Class and Securities)

577777 10 5

(CUSIP Number of Class of Securities)

Charles D. Morgan
Acxiom Corporation
P.O. Box 2000
301 Industrial Boulevard
Conway, Arkansas 72033-2000
Telephone: (501) 336-1302

With a copy to:

J. Michael Schell, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
919 Third Avenue
New York, New York 10022
Telephone: (212) 735-3000

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

September 17, 1998

(Date of Event which Requires
Filing of this Statement)

If the filing person has previously filed a statement on
Schedule 13G to report the acquisition which is the
subject of this Statement because of Rule 13d-1(b)(3) or
(4), check the following box: ()

(Continued on following pages)
(Page 1 of 4 pages)

SCHEDULE 13D

CUSIP No. 577777 10 5

Page 2 of 4 pages

- (1) NAMES OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS
Acxiom Corporation (71-0581897)
- (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) ()
(b) ()
- (3) SEC USE ONLY
- (4) SOURCE OF FUNDS
BK, WC, 00
- (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e) ()
- (6) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

- | | |
|--|---------------------------------------|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH | (7) SOLE VOTING POWER
1000 |
| | (8) SHARED VOTING POWER
NONE |
| | (9) SOLE DISPOSITIVE POWER
1000 |
| | (10) SHARED DISPOSITIVE POWER
NONE |
- (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1000
- (12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN
SHARES ()
- (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
100%
- (14) TYPE OF REPORTING PERSON
CO

This Amendment No. 1 amends and supplements the Statement on Schedule 13D dated May 26, 1998, filed by Acxiom Corporation, a Delaware corporation ("Acxiom"), relating to the shares (the "Shares"), of common stock, par value \$.01 per share of May & Speh, Inc. ("May & Speh").

Item 4. Purpose of Transaction.

Item 4 is hereby amended and supplemented by adding the following:

This Amendment No. 1 is being filed to report that ACX Acquisition Co., Inc., a Delaware corporation ("Merger Sub") and a wholly owned subsidiary of Acxiom, was merged (the "Merger") with and into May & Speh on September 17, 1998 (the "Effective Time") with May & Speh as the surviving corporation in the Merger (the "Surviving Corporation"). As a result of the Merger, (i) all outstanding Shares were converted into the right to receive 0.8 of a share of Acxiom common stock, (ii) each share of common stock of Merger Sub issued and outstanding immediately prior to the Effective time was converted into one share of common stock of the Surviving Corporation, and (iii) May & Speh became a wholly owned subsidiary of Acxiom.

Acxiom issued a press release on September 17, 1998 with respect to the Merger. A copy of the press release is attached hereto as Exhibit 12 and is incorporated herein by reference.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and supplemented by adding the following:

This Amendment No. 1 is being filed to report that in connection with the Merger, Acxiom beneficially owns 1000 Shares or 100% of the voting power and dispositive power of May & Speh.

Item 7. Material To Be Filed as Exhibits.

Item 7 is hereby amended by adding the following exhibit:

Exhibit 12-- Press Release issued by Acxiom on September 17, 1998.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth is true, complete and correct.

Dated: September 18, 1998

By: /s/ Catherine L. Hughes

Name: Catherine L. Hughes

Title: Secretary and
General Counsel

EXHIBIT INDEX

Exhibit	Description
12	Press Release issued by Acxiom on September 17, 1998

Acxiom Corporation
301 Industrial Blvd.
P.O. Box 2000
Conway, AR 72233-2000

May & Speh, Inc.
1501 Opus Place
Downers Grove, IL 60515-5713

For more information, contact:

For more information, contact:

Robert S. Bloom
Company Finance Leader
(501) 336-1321

Eric Loughmiller
Chief Financial Officer
(630) 719-0432

ACXIOM(R) CORPORATION AND MAY & SPEH, INC.
COMPLETE MERGER

CONWAY, AR AND DOWNERS GROVE, IL, SEPTEMBER 17, 1998

Acxiom(R) Corporation (Nasdaq: ACXM) and May & Speh, Inc.
(Nasdaq

SPEH) today jointly announced completion of their merger. As a result of the merger, which became effective today following approval by the stockholders of each company, May & Speh will become a wholly-owned subsidiary of Acxiom. Stockholders of May & Speh will receive .8 of a share of Acxiom common stock for each share of May & Speh common stock held.

May & Speh stockholders will be sent information explaining the procedures to be followed for exchanging their shares for shares of Acxiom common stock they are entitled to receive as a result of the merger. Also in connection with the merger, Acxiom has announced that it will be a co-obligor of the May & Speh 51/4% Senior Subordinated Notes due 2003.

Charles D. Morgan, Chairman and Company Leader of Acxiom, commented, "The new company's joint resources are a very powerful combination. Our product and services offerings will be significantly enhanced when we marry Acxiom's data with May and Speh's analytical capability and the combined know-how of our two companies. We are very excited about the cost-saving and significant growth opportunities that the merger of the two companies will create."

An organizational alignment plan has been developed and approved and will be phased in over the next several months. The new alignment, which will be effective and fully in place by April 1, 1999, will represent five Acxiom Divisions: International (headquartered in London) and Outsourcing (headquartered in Chicago), as well as Financial, Data Products, and Services (headquartered in Conway). The objective is to create maximum focus and synergy on the vertical industries, outsourcing opportunities and international development of the combined company.

Acxiom provides a wide spectrum of data products, data integration services, and mailing list services, as well as data warehousing and decision support services to major U.S. and international firms. Founded in 1969, Acxiom is headquartered in Conway, Arkansas, with operations throughout the United States and in the United Kingdom and France.

Founded in 1947, May & Speh is a leading provider of technology-based information management services with a focus on direct marketing services and information technology (IT) outsourcing services. The company's database marketing solutions help companies execute more profitable direct marketing and customer management programs. Services include strategic analysis and management; systems consulting; data warehouse design and management; modeling and analysis; and list processing. For companies looking to outsource all or part of their information systems operations, May & Speh provides IT services to support mainframe and mid-range (client/server) processing and network management.