

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

SCHEDULE 13D
(Rule 13d-101)

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

CELLULAR TECHNICAL SERVICES, CO., INC.

(Name of Issuer)

COMMON STOCK, \$0.001 PAR VALUE

(Title of Class of Securities)

151167103

(CUSIP Number)

Harvey Sandler
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Suite 301
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Morrison Cohen Singer & Weinstein, LLP
750 Lexington Avenue
New York, New York 10022
Telephone (212) 735-8600

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

July 2, 1997

(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 Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box .

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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))

SCHEDULE 13D

CUSIP No. 151167103

1 Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person

Harvey Sandler

2 Check the Appropriate Box If a Member of a Group* a.
b.

3 SEC Use Only

4 Source of Funds*

PF, WC

5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)

6 Citizenship or Place of Organization

United States

		United States	
Number of Shares Beneficially Owned By Each Reporting Person With	7	Sole Voting Power	
		1,228,616 shares	5.4%
	8	Shared Voting Power	
		154,000 shares	.7%
	9	Sole Dispositive Power	
		1,228,616 shares	5.4%
	10	Shared Dispositive Power	
		154,000 shares	.7%

11 Aggregate Amount Beneficially Owned by Each Reporting Person

1,382,616 shares

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares*

13 Percent of Class Represented By Amount in Row (11)

6.1%

14 Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP No. 151167103

1 Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person

Phyllis Sandler

2 Check the Appropriate Box If a Member of a Group* a.
b.

3 SEC Use Only

4 Source of Funds*

PF, WC

5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Item
2(d) or 2(e)

6 Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned By Each Reporting Person With	7	Sole Voting Power	
		154,000 shares	.7%
	8	Shared Voting Power	
		1,228,616 shares	5.4%
	9	Sole Dispositive Power	
		154,000 shares	.7%
	10	Shared Dispositive Power	
		1,228,616 shares	5.4%

11 Aggregate Amount Beneficially Owned by Each Reporting Person

1,382,616 shares

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares*

13 Percent of Class Represented By Amount in Row (11)

6.1%

14 Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

This statement, dated July 2, 1997, constitutes Amendment No. 1 to the Schedule 13D, dated March 27, 1997, regarding the reporting persons ownership of certain securities of Cellular Technical Services, Co., Inc. (the "Issuer").

The Schedule 13D is hereinafter referred to as the "Schedule." All capitalized terms used herein and otherwise undefined shall have the meanings ascribed in the Schedule.

This Amendment No. 1 to the Schedule is filed in accordance with Rule 13d-2 of the Securities Exchange Act of 1934, as amended, by the reporting persons. It shall refer only to information which has materially changed since the filing of the Schedule.

ITEM 3. Source and Amounts of Funds or Other Consideration

The individual reporting person obtained funds for the purchase of the securities from the working capital of the reporting person's personal investment account.

The amount of funds used in acquiring the additional securities are set forth below:

Name	Amount of Consideration
----	-----
Harvey Sandler	\$ 2,117,139
Phyllis Sandler	\$ 226,262

ITEM 5. Interests in Securities of the Issuer.

(a) The following list sets forth the aggregate number and percentage (based on 22,644,068 shares of Common Stock outstanding as reported in the Issuer's Proxy Statement as of April 15, 1997) of outstanding shares of Common Stock owned beneficially by each reporting person named in Item 2, as of July 2, 1997:

Name -----	Shares of Common Stock Beneficially Owned -----	Percentage of Shares of Common Stock Beneficially Owned -----
Harvey Sandler	1,382,616 (1,2,3)	6.1%
Phyllis Sandler	1,382,616 (1,2,3)	6.1%

(b) By virtue of being the husband of Phyllis Sandler, Harvey Sandler may be deemed to have shared power to vote and to dispose of 154,000 shares of Common Stock, representing approximately .7% of the outstanding Common Stock.

By virtue of being the wife of Harvey Sandler, Phyllis Sandler may be deemed to have shared power to vote and to dispose of 1,228,616 shares of Common Stock, (including, 20,000 shares of Common Stock acquirable upon the exercise of exchange traded options) representing approximately 5.4% of the outstanding Common Stock.

(c) The following is a description of all transactions in shares of Common Stock of the Issuer by the persons identified in Item 2 of this Schedule 13D effected from May 2, 1997 through July 2, 1997, inclusive:

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- (1) Includes 1,000 shares of Common Stock held in Mrs. Sandler's IRA Account.
 - (2) The reporting person disclaims beneficial ownership of these securities, except to the extent of his/her equity interest therein.
 - (3) Includes 5,000 shares of Common Stock acquirable at \$10.00 per share upon the exercise of exchange traded options expiring in September 1997, 5,000 shares of Common Stock acquirable at \$12.50 per share upon the exercise of exchange traded options expiring in September 1997, and 10,000 shares of Common Stock acquirable at \$10.00 per share upon the exercise of exchange traded options expiring in July 1997.

Name of Shareholder	Purchase or Sale Date	Number of Shares Purchased or (Sold)	Purchase or Sale Price
Harvey Sandler	5/13/97	3,000	\$13.062
	7/1/97	5,000	\$7.00
	7/1/97	5,000	\$7.125
	7/1/97	5,000	\$6.25
	7/1/97	5,000	\$6.0937
	7/2/97	20,000	\$6.375
	7/2/97	20,000	\$6.3125
Phyllis Sandler	7/2/97	10,000	\$6.1875
	7/2/97	10,000	\$6.375

On May 29, 1997, Mr. Harvey Sandler acquired exchange traded options, at \$4.25 per option, to acquire 10,000 shares of Common Stock of the Issuer for \$10.00 per share. Such options expire in July 1997.

The transactions were effected in the over-the-counter market.

(d) No other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities.

(e) Not applicable.

Signature

After reasonable inquiry and to the best of their knowledge and belief, each of the undersigned hereby certifies that the information set forth in this Schedule is true, complete, and correct.

Date: July 8, 1997

s/Harvey Sandler

Harvey Sandler

s/Phyllis Sandler

Phyllis Sandler

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001).