

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)

JAKKS Pacific, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

47012E106

(CUSIP Number)

CUSIP No. 47012E106  
13G

1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO.  
Renaissance Capital Growth & Income Fund III, Inc. 75-2533518

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)  
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Texas

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
596,065 shares

6. SHARED VOTING POWER  
None

7. SOLE DISPOSITIVE POWER  
596,065 shares

8. SHARED DISPOSITIVE POWER  
None

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
596,065 shares

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  
8.45%

12. TYPE OF REPORTING PERSON  
IV

ITEM 1.  
(a), (b) JAKKS Pacific, Inc. ("Company")  
22761 Pacific Coast Hwy.  
Malibu, CA 90265

ITEM 2.  
(a) Name of Person Filing  
Renaissance Capital Growth & Income Fund III, Inc. ("Filer")  
(b) Address of principal Business Office or, if none, Residence

- (c) Citizenship  
Texas
- (d) Title of Class of Securities  
Common Stock
- (e) CUSIP Number  
75966V105

ITEM 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) \_\_\_\_\_ Broker or Dealer registered under Section 15 of the Act
- (b) \_\_\_\_\_ Bank as defined in section 3(a)(6) of the Act
- (c) \_\_\_\_\_ Insurance Company as defined in section 3(a)(19) of the Act
- (d)  \_\_\_\_\_ Investment Company registered under section 8 of the  
Investment Company Act
- (e) \_\_\_\_\_ Investment Adviser registered under section 203 of the  
Investment Advisers Act of 1940
- (f) \_\_\_\_\_ Employee Benefit Plan, Pension Fund which is subject to the  
provisions of the Employee Retirement Income Security Act of  
1974 or Endowment Fund; see section 240.13d-1(b)(1)(ii)(F)
- (g) \_\_\_\_\_ Parent Holding Company, in accordance with section  
240.13d-1(b)(ii)(G)(Note: See Item 7)
- (h) \_\_\_\_\_ Group, in accordance with section 240.13d-1(b)(1)(ii)(H)

ITEM 4. Ownership.

- (a) Amount Beneficially Owned:

On April 8, 1999, Renaissance Capital Growth and Income Fund III, Inc. converted a portion of its \$3,000,000 9% Convertible Debenture, due December 1, 2003 into 260,870 shares of common stock, all of which were sold between April 9-14, 1999. \$1,500,000 of its 9% Convertible Debenture due December 1, 2003, convertible into common stock at \$5.75 per share remains outstanding. Additionally, the Fund has \$3,000,000 invested in Series A 7% Cumulative Convertible Preferred Stock, convertible into common stock at \$8.95 per share. Thus the Filer owns 596,065 shares of the Company's common stock on a fully converted basis.

- (b) Percent of Class  
8.45%

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

- (i) sole power to vote or to direct the vote: 596,065 shares
- (ii) shared power to vote or to direct the vote: None
- (iii) sole power to dispose or to direct the disposition of:  
596,065 shares
- (iv) shared power to dispose or to direct the disposition of: None

ITEM 5. Ownership of Five Percent or Less of a Class.

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:

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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 purposes 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.

Date: April 20, 1999

/S/

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Signature  
Russell Cleveland, President & CEO  
Renaissance Capital Growth & Income Fund III, Inc.

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Name and Title