

TOWNE SERVICES INC
Filed by
CAPITAL APPRECIATION PARTNERS LP

FORM SC 13G/A
(Amended Statement of Ownership)

Filed 02/14/00

Address	3950 JOHNS CREEK COURT SUITE 100 SUWANEE, GA, 30024
Telephone	6784755200
CIK	0001061762
SIC Code	7374 - Services-Computer Processing and Data Preparation
Industry	IT Services & Consulting
Sector	Technology
Fiscal Year	12/31

TOWNE SERVICES INC

FORM SC 13G/A (Amended Statement of Ownership)

Filed 2/14/2000

Address	3950 JOHNS CREEK COURT SUITE 100 SUWANEE, Georgia 30024
Telephone	678-475-5200
CIK	0001061762
Fiscal Year	12/31

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13G
(RULE 13D-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO RULES 13D-1(B), (C) AND (D) AND AMENDMENTS THERETO FILED

PURSUANT TO 13D-2(B)
(AMENDMENT NO. 1)(1)

TOWNE SERVICES, INC.

(Name of Issuer)

Common Stock, no par value per share
(Title of Class of Securities)

892148107
(CUSIP Number)

December 31, 1999
(Date of Event Which Requires Filing of this Statement)

(1) 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 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).

1. NAMES OF REPORTING PERSONS Capital Appreciation Partners, L.P.
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION Georgia

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER	24,047
6. SHARED VOTING POWER	0
7. SOLE DISPOSITIVE POWER	24,047
8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
25,047

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.1%

12. TYPE OF REPORTING PERSON*
IN

ITEM 1(A). NAME OF ISSUER:

Towne Services, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

3950 Johns Creek Court, Suite 100
Suwanee, GA 30024

ITEM 2(A). NAME OF PERSON FILING:

Capital Appreciation Partners, L.P.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

c/o Capital Appreciation Management Company, L.L.C.

One Buckhead Plaza
3060 Peachtree Road, NW, Suite 1585
Atlanta, Georgia 30305

ITEM 2(C). CITIZENSHIP:

Georgia

ITEM 2(D). TITLE OF CLASS OF SECURITIES:

Common Stock

ITEM 2(E). CUSIP NUMBER:

892148107

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

ITEM 4. OWNERSHIP.

(a) Amount Beneficially Owned:

25,047

(b) Percent of Class:

0.1%

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

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

25,047

(ii) shared power to vote or to direct the vote

0

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

25,047

(iv) shared power to dispose or to direct the disposition of

0

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

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. CERTIFICATIONS.

Not applicable.

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.

February 11, 2000

(Date)

Capital Appreciation Partners, L.P.

By: Capital Appreciation Management
Company, L.L.C., its managing
general partner

By: /s/ Frank W. Brown

Frank W. Brown, managing member

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End of Filing

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