UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-QSB/A

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended JUNE 30, 2000

Commission file number 0-7099

CECO ENVIRONMENTAL CORP.
(Exact name of registrant as specified in its charter)

NEW YORK	13-2566064
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

505 UNIVERSITY AVENUE, SUITE 1400, TORONTO, ONTARIO, CANADA	M5G 1X3
(Address of principal executive offices)	(Zip Code)

416-593-6543
(Registrant's telephone number, including area code)

NOT APPLICABLE
Former name, former address and former fiscal year, if changed since last report.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days.

X Yes   No

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the close of the period covered by this report.

Class: COMMON, PAR VALUE $.01 PER SHARE
OUTSTANDING at June 30, 2000 8,489,933

This amendment of Form 10-QSB is being filed to give effect to the restatement of the Company's condensed consolidated financial statements included in Item 1 as discussed in Note 7.

CECO ENVIRONMENTAL CORP.

QUARTERLY REPORT UNDER SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
JUNE 30, 2000

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CECO ENVIRONMENTAL CORP.

CONDENSED CONSOLIDATED BALANCE SHEET
(unaudited)

	JUNE 30, 2000 as restated see note 7	DECEMBER 31, 1999
ASSETS		
Current assets:		
Cash and cash equivalents	$ 251,686	$ 1,134,792
Marketable securities - trading	2,937,662	2,690,919
Accounts receivable, net	14,458,673	17,204,539
Costs and estimated earnings in excess of billings on uncompleted contracts	6,743,161	2,951,773
Inventories	2,405,270	2,173,010
Prepaid expenses and other current assets	829,566	635,423
Deferred income taxes	647,600	647,600
Total current assets	28,273,618	27,438,056
Property and equipment, net	13,705,574	14,244,457
Goodwill, net	8,490,556	8,917,290
Other intangible assets, net	4,164,295	4,375,070
Deferred charges and other assets	1,337,004	1,473,054
Deferred income taxes	-	-
Total assets	$ 55,971,047	$ 56,447,927
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Debt	$ 2,268,845	$ 2,788,054
Accounts payable and accrued expenses	8,832,765	9,569,882
Billings in excess of costs and estimated earnings on uncompleted contracts	967,683	460,092
Other current liabilities	110,366	116,056
Total current liabilities	12,179,659	12,934,084
Debt, less current portion	28,644,759	28,289,680
Deferred income taxes	5,353,001	5,374,501
Other liabilities	777,839	713,003
Total liabilities	46,955,258	47,311,268
Minority interest	75,808	98,541
Shareholders' equity:		
Preferred stock, $.01 par value; 10,000,000 shares authorized and none issued	-	-
Common stock, $.01 par value; 100,000,000 shares authorized, 8,627,853 and 8,623,391 shares issued and outstanding in 2000 and 1999	86,279	86,234
Capital in excess of par value	12,570,126	12,560,667
Accumulated deficit	(3,367,755)	(3,260,114)
	9,288,650	9,386,787
Less treasury stock, at cost	(348,669)	(348,669)
Net shareholders' equity	8,939,981	9,038,118
Total liabilities and shareholders' equity	$ 55,971,047	$ 56,447,927

See accompanying notes to condensed consolidated financial statements.

CECO ENVIRONMENTAL CORP.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
(unaudited)

	THREE MONTHS ENDED JUNE 30, 2000 as restated see note 7	THREE MONTHS ENDED JUNE 30, 1999	SIX MONTHS ENDED JUNE 30, 2000 as restated see note 7	SIX MONTHS ENDED JUNE 30, 1999
Revenues:				
Contract revenues	$18,029,637	$1,900,468	$37,879,413	$4,143,279
Net sales - products	3,998,682	2,064,389	7,702,726	4,594,235
Total revenues	22,028,319	3,964,857	45,582,139	8,737,514
Costs and expenses:				
Cost of revenues - contracts	15,142,133	1,038,578	31,795,431	2,535,293
Cost of sales - products	2,303,808	1,065,081	4,429,120	2,349,727
Selling and administrative	3,839,894	1,651,638	7,361,555	3,145,418
Depreciation and amortization	558,668	155,664	1,054,501	298,688
	21,844,503	3,910,961	44,640,607	8,329,126
Income from continuing operations before investment income and interest expense	183,816	53,896	941,532	408,388
Investment income	448,558	120,289	742,744	158,468
Interest expense	(970,086)	(64,013)	(1,846,240)	(139,511)
Income (loss) from continuing operations before provision (credit) for income taxes and minority interest	(337,712)	110,172	(161,964)	427,345
Provision (credit) for income taxes	(137,898)	35,840	(31,590)	179,400
Income (loss) from continuing operations before minority interest	(199,814)	74,332	(130,374)	247,945
Minority interest	17,191	2,709	22,733	(5,621)
Income (loss) from continuing operations	(182,623)	77,041	(107,641)	242,324
Discontinued operations:				
Profit (loss) from operations of discontinued division, net of income tax benefit and minority interest	-	3,200	-	(121,245)
Loss from disposal of discontinued division	-	-	-	(12,482)
	-	3,200	-	(133,727)
Net income (loss)	($ 182,623)	$ 80,241	$ (107,641)	$ 108,597
Net income (loss) per share, basic:				
Income from continuing operations	($ .02)	$ .01	($ .01)	$ .03
(Loss) from discontinued operations	-	-	-	(.02)
Net income (loss) per share	($ .02)	$ .01	($ .01)	$ .01
Net income (loss) per share, diluted:				
Income (loss) from continuing operations	($ .02)	$ .01	($ .01)	$ .02
(Loss) from discontinued operations	-	-	-	(.01)
Net income (loss) per share	($ .02)	$ .01	($ .01)	$ .01
Weighted average number of common shares outstanding:				
Basic	8,485,520	8,250,896	8,485,496	8,250,896
Diluted	8,485,520	9,414,640	8,485,496	9,445,495

See accompanying notes to condensed consolidated financial statements.

CECO ENVIRONMENTAL CORP.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(unaudited)

	SIX MONTHS ENDED JUNE 30, 2000 as restated see note 7	SIX MONTHS ENDED JUNE 30, 1999
INCREASE (DECREASE) IN CASH		
Cash flows from operating activities:		
Net income (loss)	($ 107,641)	$ 108,597
Adjustments to reconcile net income to net cash (used in) operating activities:		
Loss from discontinued operations	-	133,727
Depreciation and amortization	1,054,501	298,688
Deferred income taxes	(21,500)	-
Minority interest	(22,733)	5,621
Gain on sales of marketable securities, trading	(622,199)	-
Changes in operating assets and liabilities, net of acquired businesses:		
Marketable securities	375,456	(366,170)
Accounts receivable	2,745,866	575,058
Inventories	(232,260)	(297,671)
Costs and estimated earnings in excess of billings on uncompleted contracts	(3,791,388)	(144,471)
Prepaid expenses and other current assets	(194,143)	(151,049)
Deferred charges and other assets	86,348	(235,378)
Accounts payable and accrued expenses	(687,117)	(143,708)
Billings in excess of costs and estimated earnings on uncompleted contracts	507,591	(301,052)
Other	152,524	(8,700)
Net cash (used in) continuing operations	(756,695)	(526,508)
Net cash provided by discontinued operations	-	35,896
Net cash (used in) operating activities	(756,695)	(490,612)
Cash flows from investing activities:		
Acquisitions of property and equipment	(81,957)	(113,071)
Purchase price adjustment - The Kirk & Blum Manufacturing Company and kbd/Technic, Inc.	253,550	-
Acquisition of additional shares of CECO Filters, Inc.	-	(55,459)
Net cash provided by (used in) continuing operations	171,593	(168,530)
Net cash (used in) discontinued operations	-	(1,856)
Net cash provided by (used in) investing activities	171,593	(170,386)
Cash flows from financing activities:		
Net change in short-term debt	(519,208)	900,000
Proceeds from issuance of stock	9,504	-
Net increase (decrease) in long-term debt	211,700	(400,068)
Net cash provided by (used in) financing activities	(298,004)	499,932

CONTINUED ON NEXT PAGE

See accompanying notes to condensed consolidated financial statements.

CECO ENVIRONMENTAL CORP.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS - CONTINUED
(unaudited)

	SIX MONTHS ENDED JUNE 30, 2000 as restated see note 7	SIX MONTHS ENDED JUNE 30, 1999
Net (decrease) in cash	($ 883,106)	($ 161,066)
Cash and cash equivalents at beginning of the period	1,134,792	364,648
Cash and cash equivalents at end of the period	$ 251,686	$ 203,582

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION

	2000	1999
Cash paid during the period for:		
Interest	$ 1,564,446	$ 139,511
Income taxes	$ 261,100	$ 485,960

See accompanying notes to condensed consolidated financial statements.

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(unaudited)

1. In the opinion of management, the accompanying unaudited condensed consolidated financial statements of CECO Environmental Corp. contain all adjustments (consisting only of normal recurring accruals) necessary to present fairly the financial position as of June 30, 2000 and the results of operations for the three-month and six-month periods ended June 30, 2000 and 1999 and cash flows for the six-month periods ended June 30, 2000 and 1999. The results of operations for the six-month period ended June 30, 2000 are not necessarily indicative of the results to be expected for the full year.

2. Discontinued Operations

On March 31, 1999 the Company's subsidiary, CECO Filters, Inc., sold the contracts and customer list of U.S. Facilities Management Arizona division for $250,000. The sales price was paid through a non-interest bearing promissory note from the purchaser.

The following is a summary of operating activity for this discontinued operation for the six months ended June 30, 1999:

Revenues	$ 387,656
Cost of revenues	(493,439)
Selling and administrative	(128,651)
Depreciation and amortization	(7,998)
Operating loss	(242,432)
Income tax benefit	112,200
Minority interest	8,987
Loss from operations of discontinued operation	($121,245)

The following is a summary of the loss recorded from the disposal of this operation for the six months ended June 30, 1999:

Net present value of note receivable from sale	$ 174,493
Impairment of goodwill	(166,932)
Disposition costs	(20,043)
Loss from disposal of discontinued operation	($ 12,482)

Net liabilities of discontinued operations as of June 30, 2000 and December 31, 1999 were $306,513.

3. Inventories consisted of the following:

	JUNE 30, 2000	DECEMBER 31, 1999
Raw materials	$1,319,939	$1,328,175
Finished goods	905,450	626,033
Parts for resale	179,881	218,802
	$2,405,270	$2,173,010

4. Acquisition of Business

On December 7, 1999, the Company purchased all of the issued stock of The Kirk & Blum Manufacturing Company ("K & B") and kbd/Technic, Inc., two companies with related ownership. The purchase price was approximately $25 million plus the assumption of $5 million of existing indebtedness of the companies, in addition to acquisition costs the Company incurred. The transaction was accounted for as a purchase. K & B, headquartered in Cincinnati, Ohio, is a provider of turnkey engineering, design, manufacturing and installation services in the air pollution control industry. K & B's business is focused on designing, building and installing systems which remove airborne contaminants from industrial facilities, as well as equipment that control emissions from such facilities. K & B serves its customers from offices and plants in Cincinnati, Ohio; Indianapolis, Indiana; Louisville and Lexington, Kentucky; Columbia, Tennessee; and Greensboro, North Carolina. kbd/Technic, Inc. is a specialty engineering firm concentrating in industrial ventilation. Services offered include air system testing and balancing, source emission testing, industrial ventilation, engineering, turnkey project engineering (civil, structural and electrical), sound and vibration system engineering and other special projects. The excess of the aggregate purchase price over the fair value of the net assets acquired, based upon estimates of fair value resulted in goodwill of $4,019,450. On a pro forma basis, unaudited results of operations for the six-month period ended June 30, 1999 would have been as follows, if the acquisition had been made as of January 1, 1999:

	SIX MONTHS ENDED JUNE 30, 1999
Total revenues	$ 40,130,549
Net income (loss)	(359,364)
Net income (loss) per share:	
Basic	($ .04)
Diluted	($ .04)

5. Segments and Related Information

The Company has two reportable segments: Systems and Media. The Systems segment assembles and manufactures ventilation, environmental and process-related products. The Company provides standard and engineered systems and filter media for air quality improvement through its Media segment.

Included in the "Corporate and Other" category are the corporate functional departments plus the discontinued operations disposed of in 1999.

	SYSTEMS	MEDIA	CORPORATE AND OTHER	ELIMINATION OF INTER-SEGMENT ACTIVITY	CONSOLIDATED
Six months ended June 30, 2000:					
Revenues	$43,199,942	$2,840,051	$ -	($457,854)	$45,582,139
Operating income (loss)	2,310,974	(470,174)	(899,268)	-	941,532
Six months ended June 30, 1999:					
Revenues	$ 5,126,189	$3,816,594	$ 23,537	($228,806)	$8,737,514
Operating income	284,188	69,832	54,368	-	408,388

6. Subsequent Event

During July 2000, the Company repurchased 566,000 shares of common stock at a total cost of $1,203,000 from the former president of CECO Filters, Inc. and his family in connection with his resignation that was effective June 30, 2000. The Company funded this purchase with the proceeds from the sale of marketable securities. The Company will hold shares acquired as treasury shares.

7. RESTATEMENT

Subsequent to the issuance of the Company's condensed consolidated financial statements as of and for the three and six months ended June 30, 2000, the Company's management determined that in connection with the December 7, 1999 acquisition of K & B and kbd/Technic, Inc. deferred tax liabilities had not been established for the fair value adjustments to property, equipment, and inventory or for accrued workers compensation and accrued post-retirement benefits. The Company's management also determined that a portion of the purchase price of K & B was not allocated to the identifiable intangible assets acquired in the purchase based on the estimated fair values. In addition, the Company's management determined that warrants issued to a related party in August 1999 in conjunction with a demand loan should have been valued based on a proper valuation of their relative fair values and that the resulting debt discount should have been immediately amortized to interest expense. Additionally, the Company's management identified an error in the percentage of contract completion calculation that resulted in overstatements of contract revenue and cost of contract revenue of $1,993,786 and $668,340 for the three and six month periods ended June 30, 2000, respectively. As a result, the condensed consolidated financial statements as of and for the three and six month periods ended June 30, 2000 have been restated from amounts previously reported to correct the accounting for the above described items. A summary of the significant effects of the restatements is as follows:

	As Previously Reported	As Restated
At June 30, 2000:		
Current deferred income tax asset	485,800	647,600
Goodwill, net	6,179,453	8,490,556
Other intangible assets, net	1,090,545	4,164,295
Deferred income tax asset	309,200	-0-
Deferred income tax liability	-0-	5,353,001
Common Stock	83,933	86,279
Capital in excess of par	11,995,472	12,570,126
Accumulated deficit	(2,675,207)	(3,367,755)
For the three months ended June 30, 2000:		
Contract revenues	20,033,423	18,029,637
Cost of contract revenues	17,145,919	15,142,133
Depreciation and amortization	490,144	558,668
Credit for income taxes	(127,148)	(137,898)
Net loss	(124,849)	(182,623)
Net loss per share - diluted	(.01)	(.02)
For the six months ended June 30, 2000:		
Contract revenues	38,547,753	37,879,413
Cost of contract revenues	32,463,771	31,795,431
Depreciation and amortization	917,453	1,054,501
Credit for income taxes	(10,090)	(31,590)
Net income (loss)	7,907	(107,641)
Net loss per share - basic	.00	(.01)
Net loss per share - diluted	.00	(.01)

MANAGEMENT'S DISCUSSION AND ANALYSIS OF THE FINANCIAL CONDITION AND RESULTS OF OPERATIONS
(unaudited)

Overview

The principal operating units of CECO Environmental Corp. (The "Company") are The Kirk & Blum Manufacturing Company, kbd/Technic, Inc., CECO Filters, Inc., Air Purator Corporation and New Busch Co., Inc. which provide innovative solutions to industrial ventilation and air quality problems through dust, mist, and fume control systems, and particle and chemical control technologies.

The Company's Systems segment consists of The Kirk & Blum Manufacturing Company, kbd/Technic, Inc. and New Busch Co., Inc. Kirk & Blum is a leading provider of turnkey engineering, design, manufacturing and installation services in the air pollution control industry. Kirk & Blum's business is focused on designing, building and installing systems, which remove airborne contaminants from industrial facilities as well as equipment that control emissions from such facilities. Busch is engaged in providing system-based solutions for industrial ventilation and air pollution control problems through its design, fabrication, supplying and installation of equipment used to control the environment in and around industrial plants with a variety of standard, proprietary and patented technologies including its JET*STAR(TM) cooling system. kbd/Technic, Inc. is a specialty-engineering firm concentrating in industrial ventilation. kbd/Technic provides air systems testing and balancing, source emissions testing, industrial ventilation engineering, turnkey project engineering (civil, structural and electrical), and sound and vibration systems engineering. These companies have extensive knowledge and experience in providing complete turnkey systems in new installations and renovating existing systems.

The Company's Media segment consists of CECO Filters, Inc. ("Filters") and Air Purator Corporation. Filters manufactures and markets filters known as fiber bed mist eliminators, designed to trap, collect and remove solid soluble and liquid particulate matter suspended in an air or other gas stream whether generated from a point source emission or otherwise. Filters offers innovative patented technologies, Catenary Grid(R) and Narrow Gap Venturi Scrubbers, designed for use with heat and mass transfer operations and particulate control. Air Purator Corporation designs and manufactures high performance filter media for use in high temperature pulse jet baghouses, a highly effective type of baghouse for capturing submicron particulate from gas streams.

Results of Operations

The Company's consolidated statement of operations for the three-month and six month periods ended June 30, 2000 and 1999 reflects the operations of the Company consolidated with the operations of its subsidiaries. At June 30, 2000, the Company owned approximately 94% of CECO Filters, Inc. Minority interest in the consolidated statement of operations has been separately presented in the statement of operations.

The Company's condensed consolidated balance sheet as of June 30, 2000 and the condensed consolidated statements of operation for the three and six month periods ended June 30, 2000, have been restated. Refer to Note 7 in the accompanying condensed consolidated financial statements for further discussion. The information included in the following discussion reflects the effects of these restatements.

Revenues

Consolidated net revenues increased 456% for the second quarter of 2000 to $22.0 million, up $18.1 million over the second quarter of 1999. For the first six months, consolidated net revenues of $45.6 million were $36.8 million or 422% higher than the same period in 1999. The increases in both the second quarter and first half of 2000 were due to the combination of increased revenues from the Systems segment (principally due to the positive impact from the acquisition of Kirk & Blum and kbd/Technic in December 1999) offset by decreases in the Media segment.

Systems segment revenues increased by $18.5 million and $38.1 million in the second quarter and first half of 2000 compared to the same periods in 1999. The primary factors contributing to this increase was the inclusion of Kirk & Blum and kbd/Technic offset by lower revenue generated from Busch. The Company's newly acquired Kirk & Blum operating unit is generating increased revenues over 1999 levels. Demand at rolling mills for fume exhaust systems and demand for Busch's proprietary JET*STAR(TM) cooling technology continued to decline into the second quarter of 2000.

Media segment sales reflect declines of $29,000 and $977,000 in the second quarter and first half of 2000 compared with the same periods in 1999. Decreased sales from the Company's high performance filter media unit, Air Purator Corporation, and a decline in sales from Filters were the principal reasons. Market conditions tightened for environmental service companies like the Company's during the first half of 2000, as sales declined to technology-based industries such as semi-conductor and printed circuit board companies.

Gross Profit

Gross profit increased by $2,721,000 and $5,505,000 to $4,582,000 and $9,358,000 for the second quarter and first half of 2000, respectively, compared with the same periods in 1999. Gross profit as a percentage of revenues was 20.8% and 20.5% in the second quarter and first half of 2000 compared with 46.9% and 44.1% in same periods for the prior year. The declines are attributable to increased sales by the lower margin Systems segment sales and decreased sales by the higher margin Media segment. Overall, margins as a percentage of revenues will be impacted by the addition of Kirk & Blum to the Systems segment as this operating unit will continue to represent a larger factor in the Company's total revenues during calendar year 2000.

Expenses

Selling and administrative expenses increased from the second quarter and first half of 1999 by $2,188,000 and $4,216,000 to $3,840,000 and $7,362,000 during the second quarter and first half of 2000 primarily due to the acquisition of Kirk & Blum and kbd/Technic. Selling and administrative expenses as a percentage of revenues for the second quarter and first half of 2000 were 17.4% and 16.2%, respectively. A substantial portion of these expenses, which are considered fixed, have been under review by the Company for cost savings opportunities resulting from administrative efficiencies that may be realized from consolidating the Company's operating headquarters in Cincinnati, Ohio. Additionally, selling expenses are continuing to be reviewed to better align performance with compensation. Savings that may be realized from this realignment and cost reduction efforts should favorably impact results in the third and fourth quarters of 2000.

Depreciation and amortization increased $403,004 and $755,813 to $558,668 and $1,054,501 in the second quarter and first half of 2000 primarily due to additional costs associated with the acquisition of Kirk & Blum and kbd/Technic.

Investment Income

Investment income increased by $328,000 and $584,000 to $449,000 and $743,000 during the second quarter and first half of 2000. The increase in investment income resulted from interest income, dividend income, and realized gains and unrealized appreciation in investments. At June 30, 2000, the Company's most significant investment is 103,500 shares of Peerless Manufacturing Company common stock which is listed on the Nasdaq Stock Market(R) traded under the symbol PMFG. At June 30, 2000, the fair market value of the Company's Peerless common stock was $16.875 per share.

Interest Expense

Interest expense increased by $906,000 and $1,707,000 to $970,000 and $1,846,000 during the second quarter and first half of 2000 compared with the same periods in 1999, principally due to higher borrowing levels and increased rates under the newly established bank credit facilities, and subordinated and related party debt.

Income Taxes

Federal and state income tax credits were $137,898 and $31,590 in the second quarter and first half of 2000. The effective income tax rates were 40.8% and 19.5% during the second quarter and first half of 2000. The Company' effective tax rate during 2000 will be impacted by increased amounts of non-deductible goodwill amortization relating to investments in CECO Filters, Inc., Kirk & Blum and kbd/Technic.

Discontinued Operations

Discontinued operations reflect the closure of the Company's operations in Arizona during the first quarter of 1999. Operating losses and disposal costs, net of income tax benefit and minority interest from this discontinued division, amounted to $3,200 (income) and $134,000 (loss) in the second quarter and first half of 1999.

Net Income

Net income (loss) for the three and six months ended June 30, 2000 was ($182,623) and ($107,641) compared with net income of $80,241 and $108,597 in the same periods in 1999.

Backlog

The Company's backlog consists of purchase orders it has received for products and services it expects to deliver within the next 12 months. The Company's backlog, as of June 30, 2000, was approximately $22.7 million, an increase of $7.1 million over December 31, 1999. The Systems segment generated approximately 90% of the backlog. There can be no assurance that backlog will be replicated or increased or translated into higher revenues in the future. The success of the Company's business depends on a multitude of factors that are out of the Company's control.

Financial Condition, Liquidity and Capital Resources

At June 30, 2000, the Company had total cash and cash equivalents and marketable securities of $3,189,000 compared to $3,826,000 at December 31, 1999. Cash used by operating activities for the six months ended June 30, 2000 was $757,000 compared with cash used of $491,000 for the comparable period in 1999. In December 1999, the Company consummated new credit facilities totaling $38 million under a senior secured syndicated banking facility of $33 million expiring in 2004 - 2006, and $5 million of subordinated debt expiring in 2006.

The Company's investment in marketable securities, which generated investment income of $743,000 in the six months ended June 30, 2000, consisted principally of its investment in Peerless Manufacturing Company and other investments with a fair market value of $2,938,000 on June 30, 2000.

Total bank and related debt as of June 30, 2000 was $30,914,000, a decrease of $308,000, due to principal payments against bank credit facilities and Green Diamond Oil Corp. The unused credit availability at June 30, 2000 was $6,100,000 under the Company's bank line of credit.

Investing activities provided cash of $172,000 during the first half of 2000 compared with cash used of $170,000 used during the same period in 1999. During the second quarter of 2000, the Company received $254,000 as a post-closing price adjustment related to its acquisition of Kirk & Blum and kbd/Technic in December 1999. Capital expenditures were $82,000 and $113,000 for the six months ended June 30, 2000 and 1999, respectively. Capital expenditures are expected to increase and are anticipated to be in the range of $500,000 to $900,000 for fiscal year 2000.

Financing activities used $298,000 during the first half of 2000 compared with cash provided of $500,000 during the same period of 1999. Current year financing activities were principal payments from borrowings under senior credit facilities and Green Diamond Oil Corp offset by short-term borrowings and common stock issued under the Company's Employee Stock Purchase Plan.

During July 2000, the Company repurchased 566,000 shares of common stock at a total cost of $1,203,000 from the former president of CECO Filters, Inc. and his family in connection with his resignation that was effective June 30, 2000. The Company funded this purchase with the proceeds from the sale of marketable securities. The Company will hold shares acquired as treasury shares.

The Company believes that its cash, cash equivalents and marketable securities, cash flows from operating activities, and existing credit facilities are adequate to meet the Company's cash requirements over the next twelve months.

Forward-Looking Statements

The Company desires to take advantage of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 and is making this cautionary statement in connection with such safe harbor legislation. This Form 10-QSB/A, the Annual Report to Shareholders, Form 10-KSB or Form 8-K of the Company or any other written or oral statements made by or on behalf of the Company may include forward-looking statements which reflect the Company's current views with respect to future events and financial performance. The words "believe," "expect," "anticipate," "intends," "estimate," "forecast," "project," "should" and similar expressions are intended to identify "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All forecasts and projections in this Form 10-QSB/A are "forward-looking statements," and are based on management's current expectations of the Company's near-term results, based on current information available pertaining to the Company, including the risk factors noted below.

The Company wishes to caution investors that any forward-looking statements made by or on behalf of the Company are subject to uncertainties and other factors that could cause actual results to differ materially from such statements. These uncertainties and other risk factors include, but are not limited to: changing economic and political conditions in the United States and in other countries, changes in governmental spending and budgetary policies, governmental laws and regulations surrounding various matters such as environmental remediation, contract pricing, and international trading restrictions, customer product acceptance, and continued access to capital markets, and foreign currency risks. The Company wishes to caution investors that other factors may, in the future, prove to be important in affecting the Company's results of operations. New factors emerge from time to time and it is not possible for management to predict all such factors, nor can it assess the impact of each such factor on the business or the extent to which any factor, or a combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Investors are further cautioned not to place undue reliance on such forward-looking statements as they speak only to the Company's views as of the date the statement is made. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CECO ENVIRONMENTAL CORP.

/s/ M. J. Morris

M. J. Morris
V.P., Finance and Administration
Chief Financial Officer

Date: April 2, 2001

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE FINANCIAL STATEMENTS OF CECO ENVIRONMENTAL CORP. AND SUBSIDIARIES AS OF AND FOR THE SIX MONTHS ENDED JUNE 30, 2000 AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

6-MOS
DEC-31-2000
JAN-01-2000
JUN-30-2000
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2,937,662
14,458,673
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2,405,270
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8,853,702
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4,429,120
44,640,607
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1,846,240
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(31,590)
(107,641)
0
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(107,641)
(.01)
(.01)