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U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

_ Co -	mmon Stock mmon Stock	12/02/98	P	2,500	A	\$4.05	733,719	D	Plan(1)
-	mmon Stock								
-							4, 248	I	401(k)
	tle of Security nstr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) Code V	4. Securities Ac Disposed of ((Instr. 3, 4 Amount	D) and 5)	·	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	(I)	7. Nature of Indirect Beneficial Ownership) (Instr. 4)
==		ivative Securities Acq or Beneficially Owned	, ,	,	==				
==					==				
<i>,</i> .	[X] Form filed by one Re [] Form filed by more t	porting Person	•						
	Individual or Joint/Group			========	==				
	[X] Officer (give title	e below) [X] Other (s	pecify below)					
	(Check all applicable)		(r					
	Relationship of Reporting		========		==				
	If Amendment, Date of Orig		========	========	==				
	November, 1998								
	###-##-### ============================	============	========	========	==				
3.	IRS or Social Security Num	ber of Reporting Perso	n (Voluntary)						
==	Atlantic American Corporat		:========	=========	==				
2.	Issuer Name and Ticker or	-							
	(City)	(State) ========		=========	==				
_	Atlanta	GA	30319-	3000					
-		(Street)							
	4370 Peachtree Road, NE								
-	Robinson (Last)	(First)							
	Name and Address of Report.		Mack						
		·		========	==				
[] Check this box if no lon- obligations may continue			r Form 5					
			any Act of 19						

Common Stock	12/02/98	Р	5,000	Α	\$4.05			
Common Stock	N/A	С	469,760	A	\$4.26	8,043,053	I	By Spouse (2***)
Common Stock	N/A					3,381,202	I	By Gulf Capital Svcs.(3)
Common Stock	N/A					936,702	I	By Delta Life Ins. Co.

^{*} If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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FORM 4 (continued)

II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion of Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	4. Trans-action Code (Instr. 8) Code V	4 and 5	ive ies d (A) osed		ion Date Day/Year) Expira- tion	7. Title and of Underl Securitie (Instr. 3	lying es	(Instr.	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Employee Stock Options(4)	\$3.734	10/27/9	98 A	50,000		10/27/98	3	Common Stock	50,000	ı			
Employee Stock Options(4)	\$3.734	10/27/9	98 A	25,000		10/27/99)	Common Stock	25,000				
Employee Stock Options(4)	\$3.734	10/27/9	98 A	25,000		10/27/00)	Common Stock	25,000		120,000	D	
CV PFD Stock Series A	\$4.26	12/31/9	98 C		20,000	9 5	5	Common Stock	469,760		0		By Spouse (6***)
CV PFD Stock Series A	\$4.26	12/31/9	98	,	10,000	9 5	5	Common Stock	234,880	1	0	I	By Delta Life Ins. Co.
Option to Buy		N/A									7,000		By Spouse (7***)

- Beneficial ownership of securities marked by *** expressly disclaimed.

- Beneficial ownership of securities marked by *** expressly disclaimed. Information herein based on plan statement as of April 6, 1998.

 Includes 204,585 shares held directly by spouse; 6,720 shares held by spouse, jointly with grandson; 3,893,256 shares held directly by Trust for daughter, Robin Robinson with spouse as Trustee; and 3,938,492 shares held directly by Trust for daughter, Jill Robinson with spouse as Trustee. Reporting person individually holds a 24% interest in partnership. The remaining partnerships are held in equal shares by Trust for benefit of the reporting person's daughters, with the reporting person's spouse as Trustee. The reporting person disclaims beneficial ownership for 76% of the securities held by Gulf Capital Services, representing the Trusts' pro-

- portionate partnership interest.
 Options to buy 100,000 shares Common Stock, exempt under Rule 16b-3, of which 50% were exercisable on 10/27/98; an additional 25% are exercisable 10/27/99; and the remaining 25% are exercisable on 10/27/00, granted under the Atlantic American Corporation 1992 Incentive Plan.
- (5) On 12/31/98 Conv. Pfd. Stock was redeemed by the issuer pursuant to their terms: 10,000 shares for \$1.0 million and 20,000 for 469,760 shares of common stock.
- Includes -0- shares held directly by spouse; 10,000 shares held directly by Trust for daughter, Robin Robinson, with spouse as Trustee; and 10,000 shares held directly by Trust for daughter, Jill Robinson, with spouse as Trustee.
- (7) Granted pursuant to the Company's 1996 Director Stock Option Plan at option prices ranging from \$3.00 to \$4.4375.

/s/	1/9/99				
**Signature of Reporting Person	Date				

Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to rule 101(b)(4) of Regulation S-T.

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