
 OMB APPROVAL

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act of 1940

[] Check this box if no longer subject of Section 16. Form 4 or Form 5
 obligations may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person*

| | | |
|----------------------|----------|------------|
| Robinson | Harriett | J. |
| ----- | ----- | ----- |
| (Last) | (First) | (Middle) |
| 3500 Tuxedo Road, NW | | |
| ----- | | |
| (Street) | | |
| Atlanta | GA | 30305-1068 |
| ----- | ----- | ----- |
| (City) | (State) | (Zip) |

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2. Issuer Name and Ticker or Trading Symbol

Atlantic American Corporation - AAME

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3. IRS or Social Security Number of Reporting Person (Voluntary)

###-##-####

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4. Statement for Month/Year

October, 1998

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer
 (Check all applicable)

| | |
|---|---|
| <input checked="" type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| <input type="checkbox"/> Officer (give title below) | <input checked="" type="checkbox"/> Other (specify below) |
| Trustee under Rule 16a-8 | |

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7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned

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| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4) | 7. Nature of Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--|-------|--|---|--|
| | | | Amount (A) or (D) | Price | | | |
| Common Stock | | | | | 4,248 | I | 401(k) Plan by Spouse (1***) |
| Common Stock | N/A | | | | 204,585 | D | |

| | | | | | | | | |
|--------------|----------|---|-------|---|----------|-----------|---|------------------------------------|
| Common Stock | N/A | | | | | 6,720 | D | Joint w/ Grandson |
| Common Stock | 10/15/98 | P | 4,000 | A | \$3.9375 | 1,961,921 | I | 2*** |
| Common Stock | N/A | | | | | 3,381,202 | I | By Gulf Capital Svcs. (3***) |
| Common Stock | N/A | | | | | 3,658,376 | I | 4*** |
| Common Stock | 10/22/98 | P | 4,000 | A | \$3.75 | 3,696,612 | I | 5*** |

* 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.

FORM 4 (continued)

Table 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. Conver- sion of Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (Month/ Day/ Year) | 4. Trans- action Code (Instr. 8) Code V | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares | 8. Price of Deriv- ative Secur- ity (Instr. 5) | 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) |
|--|---|--|---|---|--|---|--|--|---|--|
| CV PFD Stock Series A | \$25.0750419 | N/A | | (6) | (6) | Common Stock 250,750 | | 10,000 | I | (4***) |
| CV PFD Stock Series A | \$25.0750419 | N/A | | (6) | (6) | Common Stock 250,750 | | 10,000 | I | (5***) |
| CV PFD Stock Series A | \$25.0750419 | N/A | | (6) | (6) | Common Stock 250,750 | | 10,000 | I | (7***) |
| Employee Stock Options(8) | \$2.50 | N/A | | | | Common Stock 20,000 | | 20,000 | I | By Spouse |
| Option to Buy(9) | | N/A | | | | | | 7,000 | D | |

Explanation of Responses:

- *** Beneficial ownership of securities marked by *** expressly disclaimed.
- (1) Information herein based on plan statement as of April 6, 1998.
- (2) Includes 731,219 shares held directly by spouse; 936,702 shares held by Delta Life Ins. Co.; and 294,000 shares held by Delta Fire & Casualty Ins. Co.
- (3) Spouse 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 as Trustee.
- (4) By self as Trustee for Robin Robinson, securities directly held by Trust.
- (5) By self as Trustee for Jill Robinson, securities directly held by Trust.
- (6) Convertible Preferred Stock may be converted into Common Stock at any time, subject to redemption by the issuer.
- (7) Reporting person is a Director and stockholder of Delta Life Ins. Co.

- (8) Option to buy Common Stock, granted at an option price of \$2.50 per share under the Atlantic American Corporation 1992 Incentive Plan.
- (9) Granted pursuant to the Company's 1996 Director Stock Option Plan at option prices ranging from \$3.00 to \$4.4375.

/s/

11/3/98

**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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