

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 10)

J & J SNACK FOODS CORP.

Common Stock, no par value

22528J 10 5

Check the following box if a fee is being paid with this statement (). (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

*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 ("Act") 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).

(Continued on following page(s))

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CUSIP NO. 22528J 10 5

13G

Page 2 of 4 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Gerald B. Shreiber
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

Not Applicable

(a) () (b) ()

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

5 SOLE VOTING POWER

NUMBER OF SHARES 2,804,620

BENEFICIALLY OWNED BY EACH REPORTING PERSON 6 SHARED VOTING POWER

No Shares

7 SOLE DISPOSITIVE POWER

2,804,620

8 SHARED DISPOSITIVE POWER

No Shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,008,346

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (8) EXCLUDES CERTAIN
SHARES*
Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
34 percent

12 TYPE OF REPORTING PERSON*
IN

Amendment No. 10 to Schedule 13G

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Item 1(a)
Name of Issuer: J & J Snack Foods Corp.

Item 1(b)
Address of Issuer's Principal Executive Offices: 6000 Central
Highway, Pennsauken, New Jersey 08109

Item 2(a)
Name of Person Filing: Gerald B. Shreiber

Item 2(b)
Address of Principal Business Office: 6000 Central Highway,
Pennsauken, New Jersey, 08109

Item 2(c)
Citizenship: United States of America

Item 2(d)
Title of Class of Securities: Common Stock, no par value

Item 2(e)
CUSIP Number: 22528J 10 5

Item 3
Not Applicable

Item 4
(a) Amount Benefically Owned: 3,008,346 shares, including
1,100 shares owned by a spouse in which beneficial ownership
is disclaimed, options to acquire 182,062 shares and
exercisable within 60 days and 22,564 shares held for the
benefit of Mr. Shreiber in J & J's 401(k) Plan.

(b) Percent of Class: 34 percent.

(c) Items 5, 6, 7, and 8 from Page 2 of this statement are
incorporated by reference.

Item 5
Not Applicable

Item 6
Not Applicable

Item 7
Not Applicable

Item 8
Not Applicable

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Item 9
Not Applicable

Item 10
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.

Dated as of: December 31, 1996

Signature:

Gerald B. Shreiber

The filing of this Schedule shall not be construed as an admission (a) that the person filing this Schedule is, for the purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, the beneficial owner of any equity securities covered by this Schedule, or (b) that this Schedule is legally required to be filed by such person.