

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
AMENDMENT NUMBER 1

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Peerless Manufacturing Company

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

705499-101

(CUSIP Number)

Ceco Environmental Corp.
505 University Avenue, Ste. 1900
Toronto, Ontario CANADA M5G 1X3

(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications)

February 2, 2000

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisitions which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*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 disclosures provided in a prior cover page.

The information required on 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).

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

CECO Environmental Corp.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 149,500 shares
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 149,500 shares
	10	SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
149,500 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.22%

14 TYPE OF REPORTING PERSON
CO

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

Icarus Investment Corp.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Canada

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 149,500 shares
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 149,500 shares

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CERTAIN SHARES*

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10.22%

14 TYPE OF REPORTING PERSON
CO

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

Phillip DeZwirek

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Canadian Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 149,500 shares
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 149,500 shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
149,500 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.22%

14 TYPE OF REPORTING PERSON
IN

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

Jason Louis DeZwirek

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Canadian Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 149,500 shares
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 149,500 shares

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CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.22%

14 TYPE OF REPORTING PERSON
IN

1 NAME OF REPORTING PERSON
S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Can-Med Technology, Inc. d/b/a Green Diamond Oil Corp.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Canada

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CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.22%

14 TYPE OF REPORTING PERSON
CO

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

IntroTech Investments, Inc.

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Canada

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 149,500 shares
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 149,500 shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
149,500 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.22%

14 TYPE OF REPORTING PERSON
CO

SCHEDULE 13-D
PEERLESS MFG. CO.
Amendment Number 1

Filed by CECO Environmental, Inc. ("CEC"),
Phillip DeZwirek, Jason Louis DeZwirek,
Icarus Investment Corp. ("Icarus"),
IntroTech Investments, Inc. ("IntroTech") and
Can-Med Technology, Inc. d/b/a Green Diamond Oil Corp. ("Green Diamond")

Items 2, 4 & 5 Inclusive for CECO Environmental Corp.

Item 2. Identity and Background:

(c) Principal Business: Ownership of all of the stock of Ceco Group, Inc. The address of CEC's principal business and its principal office is the address given in Item 2(b).

Item 4. Purpose of Transaction:

CEC sold the common stock of the Issuer for purposes of decreasing its holdings in Issuer. CEC is currently holding stock of Issuer for investment purposes. CEC does not have an intent to acquire additional securities of the Issuer for purposes of acquiring the majority or all of the stock of Issuer.

Item 5. Interest in Securities of the Issuer.

(a) CEC owns all of the 149,500 shares of Issuer directly, which is 10.22% of the outstanding common stock of Issuer.

(b) CEC has sole voting power and sole dispositive power with respect to such 149,500 shares of common stock of Issuer.

(c) In the past sixty days, CEC has made the following open market transactions in the Issuer's stock, all effectuated in its account at Taurus Capital Markets located in Toronto, Ontario:

Sales -	DATE - 2000	# OF SHARES	SHARE PRICE
	-----	-----	-----
	January 5, 2000	400	\$12.375
	January 10, 2000	1,600	\$12.250
	January 12, 2000	1,000	\$12.250
	January 18, 2000	1,900	\$13.250
	January 19, 2000	1,000	\$13.500
	January 19, 2000	1,000	\$13.500
	January 19, 2000	1,000	\$13.625
	January 20, 2000	1,000	\$14.500
	January 24, 2000	1,000	\$14.125
	January 24, 2000	1,000	\$13.562
	January 28, 2000	1,000	\$14.187
	January 28, 2000	1,500	\$14.500
	January 28, 2000	1,500	\$14.250
	February 2, 2000	1,000	\$14.500
	February 3, 2000	2,000	\$14.500
	February 10, 2000	1,000	\$14.750
	February 10, 2000	1,000	\$14.875
	February 14, 2000	1,500	\$15.250
	February 14, 2000	1,500	\$15.500
	February 14, 2000	1,500	\$15.000
	February 14, 2000	2,000	\$15.625
	February 14, 2000	2,000	\$15.625

Items 3 and 5 inclusive for Icarus Investment Corp.

Item 3. Source and Amount of Funds or Other Considerations.

Icarus indirectly owns the 149,500 shares of Issuer owned by CEC by virtue of directly owning 15.9% of the shares of CEC and indirectly owning 10.65% of the shares of CEC through its beneficial ownership of Green Diamond, which entity owns warrants to purchase 1,000,000 shares of CEC. See CEC's response to Item 3 herein. Icarus owns 50.1% of the shares of Green Diamond.

Item 5. Interest in Securities of the Issuer.

- (a) By virtue of owning 15.9% of the outstanding stock of CEC directly and 10.65% indirectly through its 50.1% ownership of Green Diamond, Icarus beneficially owns the 149,500 shares of common stock of Issuer owned by CEC, which is 10.22% of the outstanding shares of Issuer.
- (b) By virtue of owning 15.9% of the outstanding stock of CEC directly and 10.65% of the outstanding stock of CEC indirectly through its ownership of Green Diamond, Icarus has shared voting power and shared dispositive power with respect to the 149,500 shares of common stock of Issuer owned by CEC. Such powers are shared with the other shareholders of CEC.

Items 3 and 5 Inclusive for Phillip DeZwirek.

Item 3. Source and Amount of Other Considerations.

Mr. DeZwirek owns 50% of the outstanding stock of Icarus, 5,497 shares of common stock of CEC directly, and Warrants to purchase 2,250,000 shares of common stock of CEC. See CEC's and Icarus' responses to Item 3 herein.

Item 5. Interest in Securities of the Issuer.

- (a) By virtue of owning 41.36% of the outstanding stock of CEC (including the warrants to purchase 2,250,000 shares of common stock), Mr. DeZwirek beneficially owns the 149,500 shares of common stock of Issuer owned by CEC. Mr. DeZwirek owns 18.55% of the outstanding stock of CEC indirectly through his direct ownership of 50% of the stock of Icarus and owns 22.8% of the outstanding stock of CEC directly (including as outstanding the securities underlying the warrants to purchase 2,250,000 shares of common stock).
- (b) Mr. DeZwirek has shared voting power and shared dispositive power with respect to the 149,500 shares of common stock of Issuer owned by CEC as a result of his position as a director of CEC and by virtue of owning 41.36% of the outstanding stock of CEC (including as outstanding the securities underlying the warrants to purchase 2,250,000 shares of common stock). Mr. DeZwirek owns shares of Issuer indirectly through his 50% ownership of Icarus (which entity owns 15.9% of the outstanding common stock of CEC directly (including as outstanding the shares of common stock underlying Mr. DeZwirek's warrants) and 10.65% of the outstanding stock of CEC indirectly through its 50.1% ownership in Green Diamond (including as outstanding the shares of common stock underlying Green Diamond's warrants to purchase 1,000,000 shares of CEC)). Mr. DeZwirek also owns shares of Issuer common stock indirectly through his direct ownership of 22.8% of the outstanding common stock of CEC (including as outstanding the securities underlying the warrants to purchase 2,250,000 of common stock). Mr. DeZwirek is the Chief Executive Officer, Chief Financial Officer and a director of

CEC.

Item 5 Inclusive for Jason Louis DeZwirek.

Item 5. Interest in Securities of the Issuer.

- (a) By virtue of owning 41.89% of the stock of CEC, Mr. DeZwirek beneficially owns the 149,500 shares of common stock of Issuer owned by CEC. Mr. DeZwirek owns such outstanding stock of CEC indirectly through his direct ownership of 50% of the stock of Icarus and through his ownership of all the stock of IntroTech.
- (b) By virtue of owning 41.89% of the stock of CEC, Mr. DeZwirek has shared voting power and shared dispositive power with respect to the 149,500 shares of common stock of Issuer owned by CEC. This power applies to all of the share of Issuer owned indirectly by Mr. DeZwirek. Mr. DeZwirek owns those shares indirectly through his 50% ownership of Icarus (which entity owns 15.9% of the outstanding common stock of CEC directly (including as outstanding the shares of common stock underlying Mr. DeZwirek's warrants) and 10.65% of the outstanding stock of CEC indirectly through its 50.1% ownership in Green Diamond (including as outstanding the 1,000,000 shares of common stock underlying Green Diamond's warrants)). Such powers are shared with the other shareholders of CEC.

Items 3 and 5 Inclusive for IntroTech Investments, Inc.

Item 3. Source and Amount of Funds or Other Considerations.

By virtue of IntroTech owning 19.0% of CEC, IntroTech beneficially owns the 149,500 shares of Issuer owned by CEC. See CEC's response to Item 3.

Item 5. Interest in Securities of the Issuer.

- (a) By virtue of IntroTech owning 19.0% of CEC, IntroTech beneficially owns the 149,500 shares of common stock of Issuer owned by CEC. IntroTech owns all of such shares indirectly through its direct ownership of common stock of CEC.
- (b) By virtue of IntroTech owning 19.0% of CEC IntroTech has shared voting power and shared dispositive power with respect to the 149,500 shares of common stock of Issuer owned by CEC. Such powers are shared with the other shareholders of CEC.

Items 2-6 Inclusive for Green Diamond

Item 2. Identity and Background:

- (a) Can-Med Technology d/b/a Green Diamond Oil Corp., an Ontario corporation
- (b) Address of Principal Business:
505 University Ave., Ste. 1400
Toronto, Ontario M5G 1X3
- (c) Principal Business: private investor. The address of CEC's principal business and its principal office is the address given in Item 2(b) above.
- (d) Green Diamond has not been involved in any criminal proceedings.
- (e) Green Diamond has never been a party to any civil judicial or administrative proceeding in which there has been any finding of any violation of any federal or state securities laws.

Item 3. Source and Amount of Funds or Other Considerations:

Green Diamond indirectly owns the 149,500 shares of Issuer by virtue of owning 10.65% of the shares of CEC (including as outstanding the shares of common stock underlying Green Diamond's warrants to purchase 1,000,000 shares of CEC). See CEC's response to Item 3.

Item 4. Purpose of Transaction:

Green Diamond acquired the common stock of the Issuer for the same purpose as CEC. See CEC's response to Item 4 herein.

Item 5. Interest in Securities of the Issuer.

- (a) By virtue of owning 10.65% of the outstanding stock of CEC (including its warrants to purchase 1,000,000 shares of common stock), Green Diamond beneficially owns the 149,500 shares of common stock of Issuer owned by CEC. Green Diamond owns all of such shares indirectly through its direct ownership of warrants to purchase 1,000,000 shares of the common stock of CEC.
- (b) By virtue of owning 10.65% of the outstanding stock of CEC, Green Diamond has shared voting power and shared dispositive power with respect to the 149,500 shares of common stock of Issuer. Such powers are shared with the other shareholders of CEC.

- (c) See CEC's response in Item 5(c) herein.
- (d) Icarus owns 50.1% of the outstanding stock of Green Diamond. Jason DeZwirek and Phillip DeZwirek control Icarus, each owning 50% of the outstanding stock of Icarus. Green Diamond, Mr. Phillip DeZwirek and Mr. Jason Louis DeZwirek are the only persons who are known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds of the sale of, the shares of common stock of CEC underlying the warrants to purchase 1,000,000 shares of CEC owned by Green Diamond.
- (e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

None.

Item 7. Material to be Filed as Exhibits.

A joint filing statement is filed as an exhibit to this Schedule 13D.

Signatures.

After reasonable inquiry and to the best of our knowledge and belief, and undersigned certify that the information set forth in this statement is true.

February 24, 2000

CECO ENVIRONMENTAL CORP.

By: /s/ Phillip DeZwirek

Phillip DeZwirek
Chief Executive Officer

ICARUS INVESTMENT CORP.

By: /s/ Phillip DeZwirek

Phillip DeZwirek
Chief Executive Officer

/s/ Phillip DeZwirek

Phillip DeZwirek

By: /s/ Jason Louis DeZwirek

Jason Louis DeZwirek
Chief Executive Officer

INTROTECH INVESTMENTS, INC.

By:/s/ Jason Louis DeZwirek

Jason Louis DeZwirek
Chief Executive Officer

CAN-MED TECHNOLOGY, INC. D/B/A GREEN
DIAMOND OIL CORP.

By:/s/ Phillip DeZwirek

Phillip DeZwirek
Chief Executive Officer

EXHIBIT TO AMENDMENT NO. 1 TO SCHEDULE 13D
 OF
 CECO ENVIRONMENTAL, INC.
 ICARUS INVESTMENT CORP.
 PHILLIP DEZWIREK
 INTROTECH INVESTMENTS, INC.
 JASON LOUIS DEZWIREK
 AND
 CAN-MED TECHNOLOGY, INC. D/B/A GREEN DIAMOND OIL CORP.
 JOINT FILING AGREEMENT

CECO Environmental, Inc. ("CEC"), Icarus Investment Corp. ("Icarus"), Phillip DeZwirek ("DeZwirek"), IntroTech Investments, Inc. ("IntroTech"), Jason Louis DeZwirek ("JLD") and Can-Med Technology, Inc. d/b/a Green Diamond Oil Corp. ("Green Diamond") hereby agree that the Schedule 13D to which this statement is attached is filed on behalf of CECO, Icarus, DeZwirek, IntroTech, JLD and Green Diamond and that any amendments to this Schedule 13D may be filed on behalf of CEC, Icarus, IntroTech, DeZwirek, JLD and Green Diamond.

CECO ENVIRONMENTAL, CORP.

By: /s/ Phillip DeZwirek

 Phillip DeZwirek
 Chief Executive Officer

ICARUS INVESTMENT CORP.

By: /s/ Phillip DeZwirek

 Phillip DeZwirek
 Chief Executive Officer

/s/ Phillip DeZwirek

 Phillip DeZwirek

/s/ Jason Louis DeZwirek

 Jason Louis DeZwirek

INTROTECH INVESTMENTS, INC.

By: /s/ Jason Louis DeZwirek

 Jason Louis DeZwirek
 Chief Executive Officer

CAN-MED TECHNOLOGY, INC. D/B/A GREEN DIAMOND OIL CORP.

By: /s/ Phillip DeZwirek

 Phillip DeZwirek
 Chief Executive Officer