

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Famous Dave's of America, Inc.

-----  
(Name of Issuer)

Common Stock and Redeemable Class A Warrants (Units)

-----  
(Title of Class of Securities)

307068205

-----  
(CUSIP Number)

Gary S. Kohler, Vice President  
Okabena Investment Services, Inc.  
5140 Norwest Center  
90 South Seventh Street, Minneapolis, MN 55402-4139  
(612) 339-7151

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

October 21, 1996

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition 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 / /.

Check the following box if a fee is being paid with this statement /x/. (A fee is not required only if the reporting 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 less than five percent of such class. See Rule 13d-7.)

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 should 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) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons

Okabena Partnership K, a Minnesota general partnership 41-1642281

(2) Check the Appropriate Box if a Member of a Group

(a) / /  
(b) /x/

(3) SEC Use Only

(4) Source of Funds

WC

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) / /

N/A

(6) Citizenship or Place of Organization

Minnesota

Number of Shares Beneficially Owned by Each Reporting Person	(7) Sole Voting Power	602,750	shares
	(8) Shared Voting Power	-0-	shares
	(9) Sole Dispositive Power	602,750	shares
	(10) Shared Dispositive Power	-0-	shares

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

602,750 shares See Item 5

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares / /  
N/A

(13) Percent of Class Represented by Amount in Row (11)  
10.4%

(14) Type of Reporting Person (See Instructions)

PN

(1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons

Okabena Partnership L, a Minnesota general partnership 41-1852231

(2) Check the Appropriate Box if a Member of a Group

(a) / /  
(b) /x/

(3) SEC Use Only

(4) Source of Funds

WC

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items / /  
2(d) or 2(e)

N/A

(6) Citizenship or Place of Organization

Minnesota

Number of	(7)	Sole Voting Power	20,000	shares
Shares Bene-	(8)	Shared Voting Power	-0-	shares
fici ally	(9)	Sole Dispositive Power	20,000	shares
Owned by	(10)	Shared Dispositive Power	-0-	shares
Each Report-				
ing Person				
With				

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

20,000 shares (See Item 5)

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares / /  
N/A

(13) Percent of Class Represented by Amount in Row (11)  
0.3%

(14) Type of Reporting Person (See Instructions)

PN

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(1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above  
Persons

Gary S. Kohler, 474-684-137

(2) Check the Appropriate Box if a Member of a Group

(a) / /  
(b) /x/

(3) SEC Use Only

(4) Source of Funds

PF

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to / /  
Items 2(d) or 2(e)

N/A

(6) Citizenship or Place of Organization

U.S.

Number of	(7)	Sole Voting Power	10,000	shares
Shares Bene-	(8)	Shared Voting Power	-0-	shares
fici ally				
Owned by				
Each Report-	(9)	Sole Dispositive Power	10,000	shares
ing Person				
With	(10)	Shared Dispositive Power	-0-	shares

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

10,000 shares (See Item 5)

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares / /  
N/A

(13) Percent of Class Represented by Amount in Row (11)  
0%

(14) Type of Reporting Person (See Instructions)

IN

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ITEM 1. SECURITY AND ISSUER

The class of equity securities to which this Schedule 13D Statement relates to is the common stock, \$.01 par value per share ("Common Stock") and Redeemable Class A Warrants ("Warrants") of Famous Dave's of America, Inc. (the "Issuer"). The principal executive offices of the Issuer are located at 12700 Industrial Park Boulevard, Plymouth, Minnesota 55441.

ITEM 2. IDENTITY AND BACKGROUND

(a) The undersigned hereby file this Schedule 13D Statement on behalf of Okabena Partnership K ("Partnership K"), a Minnesota general partnership, Okabena Partnership L ("Partnership L"), a Minnesota general partnership and Gary S. Kohler ("Kohler"), an individual. Partnership K, Partnership L and Kohler are hereinafter sometimes referred to collectively as the "Reporting Persons." The Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)(3) under the Securities Exchange Act of 1934, although neither the fact of this filing nor anything contained herein shall be deemed to be a claim or an admission by the Reporting Persons that a group exists.

PARTNERSHIP K

(b)-(c). Okabena Partnership K is a Minnesota general partnership. Its principal business is investment and its principal business and office address is 5140 Norwest Center, 90 South Seventh Street, Minneapolis, MN 55402-4139. The managing partner of Okabena Partnership K is Okabena Investment Services, Inc., a Minnesota corporation ("OIS").

PARTNERSHIP L

(b)-(c). Okabena Partnership L is a Minnesota general partnership. Its principal business is investment and its principal business and principal office address is 5140 Norwest Center, 90 South Seventh Street,

Minneapolis, MN 55402-4139. The managing partner of Okabena Partnership L is OIS.

KOHLER

(b)-(c). Kohler is Vice-President of OIS and the portfolio manager for Partnership K. His principal business and office address is 5140 Norwest Center, 90 South Seventh Street, Minneapolis, MN 55402-4139.

OIS

(b)-(c). OIS is a Minnesota corporation. The principal business of OIS is to provide investment supervisory and portfolio management to the clients of Okabena Company, a private holding company, including acting as managing partner of Partnership K and Partnership L. OIS's principal business and principal office address is 5140 Norwest Center, 90 South Seventh Street, Minneapolis, MN 55402-4139.

(d) None of the entities or persons identified in this Item 2 or in Exhibit A or B to this Schedule 13D Statement has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

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(e) None of the entities or persons identified in this Item 2 or Exhibit A or B to this Schedule 13D Statement has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or any violation with respect to such laws.

(f) The natural persons who are partners in Partnership K and Partnership L and Kohler are citizens of the United States.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

The purchases were made by Partnership K and Partnership L from working capital. Kohler's purchase was made with personal funds.

ITEM 4. PURPOSE OF TRANSACTION

The acquisition of the securities of the Issuer by the Reporting Persons was made for investment.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

See Schedule 13D Statement cover page, rows (7) through (11) inclusive and row (13). Based on information filed by the Issuer with the Securities and Exchange Commission on October 21, 1996, it is believed the Issuer has 5,656,250 shares of Common Stock issued and outstanding as of this date.

(a) PARTNERSHIP K

Partnership K is the beneficial owner of 602,750 shares of the Common Stock, or approximately 10.4% of the Common Stock outstanding. The securities were purchased in the following transactions:

(i) 282,750 restricted shares of Common Stock were purchased on July 11, 1996, at a cost of \$3.50 per share, in a private placement effected by the Issuer through R.J. Steichen & Company, selling agent;

(ii) Units consisting of 130,000 shares of Common Stock and 130,000 Warrants (presently exercisable) in an open market transaction on October 21, 1996 at a cost of \$6.50 per Unit;

(iii) Units consisting of 5,000 shares of Common Stock and

5,000 Warrants (presently exercisable) in an open market transaction on October 21, 1996 at a cost of \$10.825 per Unit; and

(iv) Units consisting of 25,000 shares of Common Stock and 25,000 Warrants in an open market transaction on October 21, 1996 at a cost of \$11.125 per Unit.

PARTNERSHIP L

Okabena Partnership L is the beneficial owner of 20,000 shares of the Common Stock, or approximately 0.3% of the Common Stock outstanding. The securities were purchased in the following transaction:

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(i) Units consisting of 10,000 shares of Common Stock and 10,000 Warrants (presently exercisable) in an open market transaction on October 21, 1995 at a cost of \$6.50 per Unit.

KOHLER

Kohler is the beneficial owner of 10,000 restricted shares of the Common Stock, or approximately 0% of the Common Stock outstanding. The securities were purchased on July 11, 1996, at a cost of \$3.50 per share, in a private placement effected by the Issuer through R.J. Steichen & Company, selling agent. As an officer of OIS, Kohler may be deemed to be the beneficial owner of the securities owned by Partnership K and Partnership L, as described in Item 5.

OIS

As the managing partner of Partnership K and Partnership L, OIS may be deemed to be the beneficial owner of the securities beneficially owned by Partnership K and Partnership L described in Item 5. OIS disclaims beneficial ownership of such securities.

(b) The officers of OIS, the managing partner of Partnership K and Partnership L may be deemed to share the power to vote or direct the voting of and to dispose or to direct the disposition of the shares of Common Stock and Warrants owned beneficially by Partnership K and Partnership L, respectively. Each of the officers of OIS, including Kohler, disclaim beneficial ownership of all shares of Common Stock and Warrants other than those owned directly or by virtue of any officer's pro rata interest, if any, as a partner in Partnership K or Partnership L.

(c) Except as described in this Schedule 13D Statement, none of the persons listed in Item 2 has effected any transaction in the Common Stock or Warrants in the past 60 days.

(d) Except as described in this Schedule 13D Statement, no person has the power to direct the receipt of dividends on or the proceeds of sales of the shares of Common Stock or Warrants owned by the Reporting Persons.

ITEM 6. CONTRACT, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIP WITH RESPECT TO THE SECURITIES OF THE ISSUER

The Issuer has agreed to file a registration statement relating to the Common Stock purchased on July 11, 1996 by Partnership K and Kohler one (1) year following the effective date of the Issuer's initial public offering provided the Issuer is then eligible to use Form S-3. The Issuer completed an initial public offering on October 21, 1996.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit A: Additional Item 2 Information concerning the partners of Partnership K.

Exhibit B: Additional Item 2 Information concerning the partners of

Partnership L.

Exhibit C: A copy of the written agreement relating to the filing of a joint statement as required by Rule 13d-1(f) under the Securities Exchange Act of 1934.

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SIGNATURE

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: October 30, 1996

OKABENA PARTNERSHIP K  
By: Okabena Investment Services, Inc.  
Its Managing Partner

By: /s/ Gary S. Kohler  
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Gary S. Kohler, Vice President

OKABENA PARTNERSHIP L  
By: Okabena Investment Services, Inc.  
Its Managing Partner

By: /s/ Gary S. Kohler  
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Gary S. Kohler, Vice President

GARY S. KOHLER

/s/ Gary S. Kohler  
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EXHIBIT A

Set forth below is the name and business occupation of each general partner of Okabena Partnership K. The business address for each person or entity listed is c/o Okabena Investment Services, Inc., 5140 Norwest Center, Minneapolis, MN 55402-4139. See Item 2(d), (e), and (f) of this Schedule 13D Statement for additional information concerning these general partners.

NAME OF PARTNER	OCCUPATION
Lucy J. Dayton	Private Investor
Chadwick Foundation	N/A
Christopher B. Dayton	Private Investor
Martha B. Dayton	Private Investor

Michael K. Dayton	Private Investor
James G. Dayton	Architect
Tobin J. Dayton	Student
Mae F. Dayton	Private Investor
Scott N. Dayton	Retailer
Chadwick L. Dayton	Student
Whitney L. Dayton	Minor
Edward N. Dayton	Private Investor
Robert J. Dayton	Chief Executive Officer (Okabena Co. - Family Office)
John W. Dayton	Business Owner
Sherry Ann Dayton	Private Investor
Joan L. Dayton	Private Investor
Rebecca H. Dayton	Private Investor
Arlene J. Dayton	Private Investor
Virginia Y. Dayton	Private Investor
Bruce B. Dayton	Private Investor
Mark B. Dayton	Private Investor
Brandt N. Dayton	Private Investor
Christian B. Dayton	Therapist
Lucy B. Dayton	Veterinarian
Anne D. Buxton	Private Investor
Wallace C. Dayton	Private Investor
Mary Lee Dayton	Private Investor
Sally D. Clement	Therapist
Stephen M. Clement III.	Educator
Ellen D. Sturgis	Private Investor
Sheldon S. Sturgis	Business Owner
Katherine D. Nielsen	Private Investor
Stuart A. Nielsen	Artist
Elizabeth D. Dovydenas	Private Investor
K. N. Dayton	Private Investor
Oakleaf Foundation	N/A



Julia W. Dayton	Private Investor
Judson N. Dayton	Private Investor
Elisabeth J. Dayton	Private Investor
Duncan N. Dayton	Real Estate Developer
Katharine L. Kelly	Private Investor
Douglas J. Dayton	Private Investor
Meadowood Foundation	N/A
David D. Dayton	Business Owner
Vanessa D. Dayton	Pathologist
Steven J. Melander-Dayton	Private Investor
Bruce C. Dayton	Student
Lynn B. Dayton	Student
Marina B. Dayton	Minor
Alexander B. Dayton	Minor
Charles Benning Dayton	Minor
Jackson Gardiner Dayton	Minor
Margaret Bliss O'Keefe	Minor
Angus Dayton O'Keefe	Minor
Catherine Greer O'Keefe	Minor
Nicholas Sherman Buxton	Minor
Henry M. Buxton	Minor
Theodore D. Clement	Minor
Winston W. Clement	Minor
Matthew D. Sturgis	Minor
Katherine L. Sturgis	Minor
Rosamond G. Sturgis	Minor
Samuel D. Richardson	Minor
Olivia Maren Nielsen	Minor
Joyce D. Dovydenas	Minor
Elena L. Dovydenas	Minor
Caroline Avery Dayton	Minor
Davis Winton Dayton	Minor

Isaac N. Dayton	Minor
Caleb F. Dayton	Minor
Dorothy J. Melander-Dayton	Minor
Adele Marie Melander-Dayton	Minor

Bruce C. Lueck	President Okabena Investment Services, Inc. (Registered Investment Advisor)
Gary S. Kohler	Vice President Okabena Investment Services, Inc. (Registered Investment Advisor)

EXHIBIT B

Set forth below is the name and business occupation of each general partner of Okabena Partnership L. The business address for each person or entity listed is c/o Okabena Investment Services, Inc. 5140 Norwest Center, Minneapolis, MN 55402-4139. See item 2(d), (e), and (f) of this Schedule 13D Statement for additional information concerning these general partners.

NAME OF PARTNER	OCCUPATION
Chadwick Foundation	N/A
Lucy J. Dayton	Private Investor
Oakleaf Foundation	N/A
Yale University	N/A
Tamarack Foundation	N/A
Meadowood Foundation	N/A

EXHIBIT C

Joint Filing Agreement

The undersigned agree that this Schedule 13D Statement dated October 30, 1996 relating to Famous Dave's of America, Inc. shall be filed on behalf of the undersigned.

October 30, 1996

OKABENA PARTNERSHIP K  
By: Okabena Investment Services, Inc.  
Its Managing Partner

By: /s/ Gary S. Kohler

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Gary S. Kohler, Vice President

October 30, 1996

OKABENA PARTNERSHIP L  
By: Okabena Investment Services, Inc.

Its Managing Partner

By: /s/ Gary S. Kohler

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Gary S. Kohler, Vice President

GARY S. KOHLER

/s/ Gary S. Kohler

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