

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_\_\_)

Franklin Quest Co.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

354596108  
(CUSIP Number)

- 1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons. 47-0776925
  - 2) Check the Appropriate Box if a Member of a Group.
    - (a) \_\_\_\_\_
    - (b) XX
    -
  - 3) SEC Use Only.
  - 4) Citizenship or Place of Organization. State of Nebraska  
Number of Shares Beneficially Owned by Each Reporting Person With:
  - 5) Sole Voting Power 1,179,400
  - 6) Shared Voting Power 0
  - 7) Sole Dispositive Power 1,179,400
  - 8) Shared Dispositive Power 0
  - 9) Aggregate Amount Beneficially Owned by Each Reporting Person. 1,179,400
  - 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares. ( )
  - 11) Percent of Class Represented by Amount in Row 9. 5.98%
  - 12) Type of Reporting Person. Investment Advisor (IA)
- Check the following box if a fee is being paid with this statement ( )

SCHEDULE 13G

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Item 1 (a). Name of Issuer: Franklin Quest Co.

Item 2 (a). Name of Person Filing: KPM Investment Management Inc.

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 23d-2(b), check whether the person filing is a:

(e) [xx] Investment Adviser registered under section 203 of the Investment Advisers Act of 1940

Item 4. Ownership Investment Advisor, representing numerous discretionary accounts, beneficially owns 1,179,400 shares of common stock representing 5.98% of the total outstanding (19732672). Filer has sole voting and dispositive power.

Item 5. Ownership of Five Percent (5%) or Less of a Class. [ ]

Item 6. Ownership of more than Five Percent(5%) on behalf of another person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired

the Security Being Reported on by the Parent Holding Company.

N/A

Item 8. Identification and Classification of Member of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date 2-3-97

/S/ Rodney D. Cerny

KPM Investment Management, Inc.  
SECURITY CROSS REFERENCE  
December 31, 1996

Security: FNQ (FRANKLIN QUEST CO.)  
PRICE: 21.000

PORTFOLIO CODE	NAME	QUANTITY	TOTAL COST	MARKET VALUE	UNREALIZED GAIN/LOSS
16715360	Omaha Construction Industry P/P	93,000	2,059,403.92	1,953,000.00	-106,403.92
17285	KPTC FBO: Quality Living Inc. Lied Endowment	900	17,640.00	18,900.00	1,260.00
2085	KP Trust FBO: Ecklund, Glenn Trust	1,100	24,905.00	23,100.00	-1,805.00
30030656	Abbott, Candace J. - IRA	800	17,724.45	16,800.00	-924.45
30213156	Ancona, Carl IRA	750	14,227.21	15,750.00	1,522.79
30213535	Antolak, Stanley IRA	1,200	26,056.28	25,200.00	-856.28
30416229	Bailey, Pamela G. IRA	1,000	21,656.34	21,000.00	-656.34
30918947	Brushwyler, Robert W. -IRA	400	7,692.66	8,400.00	707.34
31321602	Clark, John V Jr. -IRA	800	15,509.61	16,800.00	1,290.39
31680435	Davis, John B. -IRA	2,300	45,670.59	48,300.00	2,629.41
33633526	Frank, Albert R. - IRA	1,700	39,516.23	35,700.00	-3,816.23
33936095	Griffis, Gary L. -IRA	800	18,163.28	16,800.00	-1,363.28
34440414	Hughes, Virginia - IRA	1,200	23,189.67	25,200.00	2,010.33
35698327	Mapes, Jane SEP IRA	1,400	26,688.66	29,400.00	2,711.34
35753559	Mahoney, Robert W. - IRA	200	3,856.34	4,200.00	343.66
36357879	Naughton, Elizabeth - IRA	550	10,944.36	11,550.00	605.64
37670939	Ruge, Daniel MD-IRA	600	14,106.56	12,600.00	-1,506.56
38374565	Sorensen, Mark B. MD SEP/IRA	1,600	34,759.85	33,600.00	-1,159.85
40000084	Midwest Laboratories, Inc., P/S	4,700	105,860.48	98,700.00	-7,160.48
40000098	Midwest Laboratories, Inc. P/P	4,300	96,374.13	90,300.00	-6,074.13
40187005	Andersen Berkshire Lauritsen & Brower P/S	850	19,102.90	17,850.00	-1,252.90
40481380	Barlow, Johnson, Flodman, Sutter, Guenzel & Eske P/S	2,100	46,072.81	44,100.00	-1,972.81
40616954	Behlen Mfg. Co. 401K Thrift Plan & Trust	8,050	179,968.31	169,050.00	-10,918.31
40617270	Berens & Tate PC 401K	1,000	22,422.21	21,000.00	-1,422.21
41315281	City of Holdrege P/P	550	12,127.15	11,550.00	-577.15
41321456	City of Gering Police Officers P/P (Conservative Growth)	400	9,059.74	8,400.00	-659.74
41321475	City of Gering Police Officers P/P (Aggressive Growth)	250	5,470.46	5,250.00	-220.46
41321526	Clark Bros. Transfer Inc. ESOP	800	18,088.31	16,800.00	-1,288.31
41321630	Cliffs Notes Inc. MP P/P	1,000	21,817.43	21,000.00	-817.43
41422262	Columbus Medical P/P Equity Account	1,800	39,109.87	37,800.00	-1,309.87
41714114	Fitzgerald, Schorr, Barmettler & Brennan P/S	2,200	48,483.52	46,200.00	-2,283.52
43129791	Erickson & Sederstrom 401K - Balanced	1,200	22,877.06	25,200.00	2,322.94
43174689	Erickson & Sederstrom P/S	650	12,415.03	13,650.00	1,234.97
43174726	Erickson & Sederstrom 401K - Equity	1,450	29,969.90	30,450.00	480.10
44022765	Hawkins Construction Special Account P/S	1,400	32,871.67	29,400.00	-3,471.67
44206123	Holdrege Medical P/P	1,100	23,496.75	23,100.00	-396.75

KPM Investment Management, Inc.  
SECURITY CROSS REFERENCE  
December 31, 1996

SECURITY: FNQ (FRANKLIN QUEST CO.)  
PRICE: 21.000

PORTFOLIO CODE	NAME	QUANTITY	TOTAL COST	MARKET VALUE	UNREALIZED GAIN/LOSS
44423862	Indiana Seed Co. P/S	200	4,637.50	4,200.00	-437.50
44440003	Vishay Intertech Master Trust - KPM - Hourly P/P of Sprague Elec.	13,800	292,017.55	289,800.00	-2,217.55
44490781	Jaeger, Thomas, MD Profit Sharing Plan	700	15,351.47	14,700.00	-651.47
44541281	IBEW Local No. 22-NECA Pension Plan	7,100	158,302.30	149,100.00	-9,202.30
44543954	Painters Local #109 Pension Fund	3,600	80,915.88	75,600.00	-5,315.88
45004086	Sioux City Foundry P/P	1,200	23,814.65	25,200.00	1,385.35
45971340	Medical Lab Inc. P/P IBO: Dr. Skoog	2,000	45,926.81	42,000.00	-3,926.81
45990904	Fremont Area Medical Center Equity	18,700	421,448.74	392,700.00	-28,748.74
46357949	Nebraska Public Employees Balanced Acct. - Equity	31,600	676,823.05	663,600.00	-13,223.05
46357954	Nebraska County Employees Balanced Acct. - Equity	8,450	180,594.73	177,450.00	-3,144.73
46434071	Nebraska County Employees Quality Growth Account	27,900	606,508.74	585,900.00	-20,608.74
46434523	Nebraska Public Employees Quality Growth Account	99,650	2,168,103.94	2,092,650.00	-75,453.94
46601512	North Platte Firefighters Pension Plan (Equity)	2,850	62,420.11	59,850.00	-2,570.11
46762977	Omaha Public Power District Retirement Plan	79,000	1,744,860.39	1,659,000.00	-85,860.39
46865560	Paulsen Development Construction Inc. 401K Equity)	400	7,701.00	8,400.00	699.00
46866079	Reilly, Petersen & Hannan, P.L.C. P/S-Equity Account	900	17,458.70	18,900.00	1,441.30
47066831	Plaindealer Publishing Co., Inc. 401K R/P	600	11,677.44	12,600.00	922.56
47066869	Popham, Haik, Schonbrich et al 401K FBO: Hugh V Plunkett Ill	550	13,276.69	11,550.00	-1,726.69
47369022	Reinke Mfg. Co., Inc. Employee P/S	2,700	57,794.00	56,700.00	-1,094.00
47369055	Reinke Mfg. Co. Inc. Employer P/S	1,100	24,095.99	23,100.00	-995.99
47789004	Schluter, Judith H.	950	19,130.50	19,950.00	819.50
48096144	Danko Emergency Equipment P/S Equity Account	1,500	33,769.11	31,500.00	-2,269.11
48096200	Smeal Fire Apparatus P/S Equity Account	3,000	67,494.73	63,000.00	-4,494.73
48096262	Smeal Manufacturing Company P/S Equity Account	750	16,736.73	15,750.00	-986.73
48677034	Milbourn, Fehring, Kessler & Peetz P.C. 401K P/S & Trust	1,200	27,094.75	25,200.00	-1,894.75
49385510	Wintz Funeral Home Inc. P/S Plan	400	7,650.62	8,400.00	749.38
50617236	Berry, Rose Mary	600	11,212.04	12,600.00	1,387.96
50619607	Bellevue University Ada & James Redding Endowed Business Chair	700	14,682.50	14,700.00	17.50

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50717721	Bishop Clarkson Memorial Foundation / Equity	29,900	677,064.70	627,900.00	-49,164.70
50717735	Bishop Clarkson Memorial Foundation Scholarship Fund / Equity	1,300	29,293.60	27,300.00	-1,993.60
50818273	Borchert, Marshall & Jennie	600	14,182.13	12,600.00	-1,582.13
51220744	Central States Health & Life of Omaha	13,900	314,096.90	291,900.00	-22,196.90
51262381	Catrucco, John	150	3,526.89	3,150.00	-376.89
51315285	Grand Island Police Offlcers P/P	1,600	36,133.05	33,600.00	-2,533.05
51315290	Grand Island FireFighters P/P Equity	7,100	159,521.52	149,100.00	-10,421.52
51320096	KPM FUNDS, Inc. Equity Portfolio	48,000	1,052,914.25	1,008,000.00	-44,914.25
51320994	Children's Hospital Foundation	12,900	291,894.00	270,900.00	-20,994.00
51442495	Omaha Archdiocesan Foundation Inc. (Equity)	2,200	48,102.50	46,200.00	-1,902.50
51447059	Conception Benedictine Trust	3,800	73,537.37	79,800.00	6,262.63
51519697	Creighton University Endowment Fund	83,300	1,766,697.54	1,749,300.00	-17,397.54
51519701	Creighton Prep Endowment Fund / Equity	3,600	81,710.87	75,600.00	-6,110.87
51523232	Custer Public Power District Money Purchase P/P	3,000	69,365.31	63,000.00	-6,365.31
51724546	Devita Family Trust	1,000	22,233.62	21,000.00	-1,233.62
51925173	Dolce, Mary Revocable Trust	500	9,544.12	10,500.00	955.88
51925187	Dolce, John Revocable Trust	500	9,544.12	10,500.00	955.88
52127033	Edwards, Robert & Charlene	1,100	23,110.20	23,100.00	-10.20
53834623	Geneva Tube Inc.	2,300	45,709.02	48,300.00	2,590.98
54338694	Hetzler, Marilynn Tr	1,400	27,411.87	29,400.00	1,988.13
54339009	Hill, William R.	125	2,895.48	2,625.00	-270.48
54489579	Jacobsen, Thomas	600	11,484.19	12,600.00	1,115.81
54543901	Insurance Consultants Inc.	800	15,582.50	16,800.00	1,217.50
54646353	Jacobsen, Peter L. & Ellen G. Trust	300	5,728.83	6,300.00	571.17
54721700	KPM Equity Partners LP	14,100	268,242.46	296,100.00	27,857.54
54948690	Katelman, Lorrie Farris Trust	400	7,444.72	8,400.00	955.28
55018120	Klein, John Trust	300	5,985.00	6,300.00	315.00
55552649	Loseke, Lavonne	1,900	40,931.96	39,900.00	-1,031.96
55652998	Lutheran Family Services Foundation Equity	575	13,338.37	12,075.00	-1,263.37
55753327	Maasdam, Chris F. & Cathy A.	350	6,697.03	7,350.00	652.97
55754567	McKinney, Daniel MD	1,600	36,799.86	33,600.00	-3,199.86
56019915	Mueller-Schluter LP	8,600	164,880.40	180,600.00	15,719.60
56146391	Miskowski, James	200	4,757.50	4,200.00	-557.50
56257138	Muilenburg, Conrad D.	950	19,951.09	19,950.00	-1.09
56331992	Farmers Mutual United Insurance Company	1,200	26,824.27	25,200.00	-1,624.27
56357944	NE Farmers Mutual Reinsurance Association	850	18,938.47	17,850.00	-1,088.47

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56357977	Nebraska Investment Council - Fund B Small Cap	60,200	1,341,387.00	1,264,200.00	-77,187.00
56459018	Notre Dame Sisters Endowment Equity	2,500	55,434.45	52,500.00	-2,934.45
56662147	Olsen, Cheryl K. Revocable Trust	800	15,854.45	16,800.00	945.55
56662468	O'Neal, T. Keith	2,200	42,416.07	46,200.00	3,783.93
56865734	Peck, John M.	1,800	35,293.02	37,800.00	2,506.98
56872876	Peller, Thelma L.	200	4,282.92	4,200.00	-82.92
57167410	Prebula, Alvin & Stephanie	1,300	25,217.65	27,300.00	2,082.35
57368606	Ragan, Daniel	500	10,990.00	10,500.00	-490.00
57368611	Ragan, John T., Jr.	1,200	22,737.50	25,200.00	2,462.50
57371927	Schneider, Ronald & Janice Funnel Trust	1,700	32,284.12	35,700.00	3,415.88
57871946	Schluter, Fredric E., Jr.	650	13,139.02	13,650.00	460.98
57871951	Schelkopf, Stanley & Donna	900	16,864.98	18,900.00	2,035.02
57871965	Schluter, F. E., Jr. Partners Acct. 2	700	14,199.00	14,700.00	501.00
57952513	Shenandoah Memorial Hospital	2,600	58,800.71	54,600.00	-4,200.71
53072449	Seno A Partnership FBO: James C Ransom	1,350	26,417.97	28,350.00	1,932.03
58072454	Seno A Partnership FBO: Ransom Generation Skipping Trust	500	9,646.50	10,500.00	853.50
58777207	Theilen, Robert W.	1,200	23,418.74	25,200.00	1,781.26
58880493	United of Omaha Common Stock Portfolio	125,850	2,842,793.65	2,642,850.00	-199,943.65
58880501	United Value Equity Fund	243,400	5,354,743.45	5,111,400.00	-243,343.45
58980497	University of Nebraska Foundation	1,000	22,311.90	21,000.00	-1,311.90
58980505	United World	5,200	117,525.40	109,200.00	-8,325.40
59183521	Wai, Lambert K. Trust	1,100	24,704.69	23,100.00	-1,604.69
59268105	Hestmark, Virginia W. Trust	1,800	34,996.18	37,800.00	2,803.82
59638106	YSB FBO: Inness, Helen Revocable Trust	1,000	21,803.13	21,000.00	-803.13
59688168	Youngstrom, Warren & Jacqueline	1,600	30,074.77	33,600.00	3,525.23
59688210	YSB FBO: Kennedy, L.C. Marital Trust	700	14,392.72	14,700.00	307.28
7441	KP Trust Co. FBO: Richardson, Leitha K.	600	12,285.00	12,600.00	315.00
7442	KP Trust Co. FBO: Richardson, W.A. Tr.	600	12,285.00	12,600.00	315.00
7764	KPTC: Scottsbluff Police Officers Pension Plan	2,800	62,419.47	58,800.00	-3,619.47
7769	KPTC: Scottsbluff FireFighters Pension Plan	2,400	55,540.32	50,400.00	-5,140.32
822	Kittredge, William R. - IRA	700	15,844.75	14,700.00	-1,144.75
9524	KP Trust FBO: Wood, Jane R.	350	7,166.25	7,350.00	183.75
rock	Rocky Mountain Equity Fund	2,800	65,580.00	58,800.00	-6,780.00
		----- 1,179,400	----- 25,827,775.92	----- 24,767,400.00	----- -1,060,375.92