MEDIA SERVICE GROUP INC
Form SC 13D/A
July 21, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 21)

MEDIA SERVICES GROUP, INC.

(Name of Issuer)

COMMON STOCK, $.01 PAR VALUE	570907105
(Title of class of securities)	(CUSIP number)

GENERAL ELECTRIC CAPITAL CORPORATION,
260 LONG RIDGE ROAD, STAMFORD, CONNECTICUT 06927
(203) 357-4000
ATTENTION: JOHN W. CAMPO, JR.

(Name, address and telephone number of person
authorized to receive notices and communications)

JULY 20, 2004

(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(e), 13d-1(f) or 13d-1(g), check the following box [_].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)
(Page 1)

CUSIP No.	570907105	13D

1	NAMES OF REPORTING PERSONS:	GENERAL ELECTRIC
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS:	13-15

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:		
3	SEC USE ONLY		
4	SOURCE OF FUNDS:	NOT APPLICABLE	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):		
6	CITIZENSHIP OR PLACE OF ORGANIZATION:		DELAWARE
NUMBER OF SHARES	7	SOLE VOTING POWER:	
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	
PERSON WITH	10	SHARED DISPOSITIVE POWER:	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):		
14	TYPE OF REPORTING PERSON:		CO

CUSIP No.	570907105	13D

1	NAME OF REPORTING PERSON:		GENERAL ELECTRIC
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:		06-11
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:		
3	SEC USE ONLY		
4	SOURCE OF FUNDS:	NOT APPLICABLE	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED		

	PURSUANT TO ITEM 2(d) OR 2(e):	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	DELAWARE

NUMBER OF SHARES	7	SOLE VOTING POWER:
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:
EACH REPORTING	9	SOLE DISPOSITIVE POWER:
PERSON WITH	10	SHARED DISPOSITIVE POWER:

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	
14	TYPE OF REPORTING PERSON:	

CUSIP No.	570907105	13D

1	NAME OF REPORTING PERSON:	GENERAL ELECTRIC
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	14-0689340
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	NOT APPLICABLE
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	NEW YORK

NUMBER OF SHARES	7	SOLE VOTING POWER: DIS
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER: 0

EACH REPORTING	9	SOLE DISPOSITIVE POWER:	DIS
PERSON WITH	10	SHARED DISPOSITIVE POWER:	0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:		BEN DIS
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):		
14	TYPE OF REPORTING PERSON:	CO	

This Amendment No. 21, amends the Schedule 13D filed on January 5, 1998, as amended, and is filed by General Electric Capital Corporation ("GE Capital"), for and on behalf of itself, General Electric Capital Services, Inc. ("GECS") and General Electric Company ("GE")(collectively, the "Reporting Persons"), with respect to the common stock, par value $0.01 per share ("Common Stock"), of Media Services Group, Inc., formerly known as MKTG Services, Inc. (the "Company").

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) The responses of the Reporting Persons to Rows (11) through (13) of the cover pages of this Amendment No. 21 are incorporated herein by reference.

As of July 20, 2004, GE Capital beneficially owned in the aggregate 61,312 shares of Common Stock representing approximately 4.7% of the outstanding shares of Common Stock (such outstanding shares being determined in accordance with Rule 13d-3(d)(1) under the Exchange Act to equal the number of shares outstanding as of May 14, 2004 (i.e., 1,296,262 shares), as reported in the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2004.

Except as disclosed in this Item 5(a), none of the Reporting Persons, nor, to the best of their knowledge, any of their executive officers and directors, beneficially owns any shares of Common Stock of the Company.

(b) The responses of the Reporting Persons to (i) Rows (7) through (10) of the cover pages of this Amendment No. 21 and (ii) Item 5(a) hereof are incorporated herein by reference.

Except as disclosed in this Item 5(b), none of the Reporting Persons, nor, to the best of their knowledge, any of their executive officers or directors presently has the power to vote or to direct the vote or to dispose of or direct the disposition of any of the shares of Common Stock which they may be deemed to beneficially own.

(c) On July 20, 2004, GE Capital sold an aggregate of 8,400 shares of Common Stock for an average sales price of $8.011 per share pursuant to Rule 144 under the Securities Act of 1934, as amended, on the Nasdaq small cap.

(d) Not applicable.

(e) GE Capital ceased to be the beneficial owner of more than five percent of the Common Stock on July 20, 2004.

Neither the filing of this Amendment No. 21 nor anything contained herein is intended as, or should be construed as, an admission that GECS or GE is the "beneficial owner" of any shares of Common Stock.

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: July 21, 2004

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Ronald Herman
Name: Ronald Herman
Title: Vice President

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Ronald Herman
Title: Attorney-in-fact*

GENERAL ELECTRIC COMPANY

By: /s/ Ronald Herman
Name: Ronald Herman
Title: Attorney-in-fact**

* Power of attorney previously filed with the Securities and Exchange Commission as Exhibit 1 to Amendment 11 to Schedule 13D.

** Power of attorney previously filed with the Securities and Exchange Commission as Exhibit 1 to Amendment 12 to Schedule 13D.