

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

--

HOVNANIAN ENTERPRISES, INC.

(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

442487203

(CUSIP Number)

GEATON A. DECESARIS, JR.
CHAIRMAN OF THE BOARD,
PRESIDENT AND CHIEF EXECUTIVE OFFICER
WASHINGTON HOMES, INC.
1802 BRIGHTSEAT ROAD
LANDOVER, MARYLAND 20785-4235

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

Copy to:

JOHN W. GRIFFIN, ESQ.
DUANE, MORRIS & HECKSCHER LLP
1667 K STREET, N. W., SUITE 700
WASHINGTON, D. C. 20006
(202) 776-7854

AUGUST 28, 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 acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), (f) or (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 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).

Page 1 of 4 Pages

CUSIP No. 442487203

SCHEDULE 13D/A

Page 2 of 4 Pages

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Washington Homes, Inc.

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

(a)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

00

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

[_]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Maryland

7 SOLE VOTING POWER

NUMBER OF
SHARES

0

BENEFICIALLY

8 SHARED VOTING POWER

OWNED BY

12,076,493(1) (See Item 5 herein)

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

0

PERSON

10 SHARED DISPOSITIVE POWER

WITH

12,076,493(1) (See Item 5 herein)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

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

[_]

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

70.7%(1)

14 TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

This Amendment No. 1 amends footnote 1 to the preceding table of the Schedule 13D filed by Washington Homes, Inc. on September 11, 2000, pertaining to the Class A Common Stock, par value \$0.01 per share, of Hovnanian Enterprises, Inc., by deleting the bracketed language as set forth below and substituting therefor the underscored language as set forth below:

(1) Washington Homes, Inc. ("Washington Homes") has entered into a Voting Agreement, dated August 28, 2000, with certain stockholders of Hovnanian Enterprises, Inc., ("Hovnanian") which provides that signatory stockholders will vote their shares of Class A Common Stock, par value \$.01 per share of Hovnanian (the "Hovnanian Class A Common Stock"), and Class B Common Stock, par value \$.01 per share (the "Hovnanian Class B Common Stock"), in favor of [a proposal to adopt the Merger Agreement] the Share Issuance (as defined hereinafter). The

stockholders of Hovnanian who are signatories to such Voting Agreement own in the aggregate 6,341,345 shares of the Hovnanian Class A Common Stock and 5,735,148 shares of the Hovnanian Class B Common Stock. The Hovnanian Class B Common Stock is convertible into the Hovnanian Class A Common Stock. Unless the context otherwise requires, the Hovnanian Class A Common Stock and the Hovnanian Class B Common Stock may sometimes be referred to collectively in this Schedule 13D as the "Hovnanian Common Stock." Washington Homes does not have any rights as a stockholder of Hovnanian pursuant to said Voting Agreement. Accordingly, Washington Homes expressly disclaims beneficial ownership of all shares subject to said Voting Agreement.

Other than the change to footnote 1 as set forth above, no other portion of the Schedule 13D filed by Washington Homes, Inc. on September 11, 2000, or document incorporated therein by reference, is changed by this Amendment No. 1.

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, I certify that the information set forth in this Amendment No. 1 to the Schedule 13D is true, complete and correct.

WASHINGTON HOMES, INC.

By /s/ Geaton A. DeCesaris, Jr.

Geaton A. DeCesaris, Jr.
Chairman of the Board,
President and Chief
Executive Officer

Dated: October 25, 2000