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LASERSCOPE
Form SC 13G/A
February 18, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)

Laserscope

(Name of Issuer)

Common Stock

(Title of Class of Securities)

518081104

(CUSIP Number)

13G

CUSIP No. 518081104

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

Renaissance Capital Growth & Income Fund III, Inc. 75-2533518

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

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION Texas

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER
1,200,000 shares

6. SHARED VOTING POWER
None

7. SOLE DISPOSITIVE POWER
1,200,000 shares

8. SHARED DISPOSITIVE POWER
None

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,200,000 shares

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.93%

12. TYPE OF REPORTING PERSON
IV

ITEM 1.

- (a) Name of Issuer.
Laserscope ("Company")
- (b) Address of Issuer's principal Executive Offices
3052 Orchard Drive
San Jose, CA 95134-2011

ITEM 2.

- (a) Name of Person Filing
Renaissance Capital Growth & Income Fund III, Inc. ("Filer")
- (b) Address of principal Business Office or, if none, Residence
c/o Renaissance Capital Group, Inc.
8080 North Central Expwy., Suite 210, LB 59
Dallas, TX 75206-1857
- (c) Citizenship
Texas
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
518081104

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

- (a) _____ Broker or Dealer registered under Section 15 of the Act
- (b) _____ Bank as defined in section 3(a)(6) of the Act
- (c) _____ Insurance Company as defined in section 3(a)(19) of the Act
- (d) ☒ _____ Investment Company registered under section 8 of the Investment Company Act
- (e) _____ Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
- (f) _____ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act

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of 1974 or Endowment Fund; see section 240.13d-1(b)(1)(ii)(F)

(g) _____ Parent Holding Company, in accordance with section 240.13d-1(b)(ii)(G) (Note: See Item 7)

(h) _____ Group, in accordance with section 240.13d-1(b)(1)(ii)(H)

ITEM 4. Ownership.

(a) Amount Beneficially Owned:
1,200,000

Between April 1, 2003 and December 31, 2003, the Filer converted to common stock a \$1,500,000 8% Convertible Debenture it held at \$1.25 per share.

(b) Percent of Class
5.93%

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote:
1,200,000 shares
- (ii) shared power to vote or to direct the vote: None
- (iii) sole power to dispose or to direct the disposition of:
1,200,000 shares
- (iv) shared power to dispose or to direct the disposition of: None

ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

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.

SIGNATURE

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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: February 16, 2004

Renaissance Capital Growth & Income Fund III, Inc.

/s/ Russell Cleveland

Russell Cleveland, President