

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)

NAME OF ISSUER: Finish Line, Inc.

TITLE OF CLASS OF SECURITIES: Finish Line, Inc.  
Common Stock

CUSIP NUMBER 317923-100

Check the following box if a fee is being paid with this statement: [ ]

CUSIP NO. 317923-100

(1) Names of Reporting Persons MELLON BANK CORPORATION  
SS or IRS Identification Nos. IRS No. 25-1233834  
of Above Persons

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

(3) SEC Use Only

(4) Citizenship or Place of Organization United States

Number of Shares (5) Sole Voting  
Beneficially Owned by Each Reporting Person With Power 212,000

(6) Shared Voting Power 0

(7) Sole Dispositive Power 234,000

(8) Shared Dispositive

Power 0

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person 234,000
- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
- (11) Percent of Class Represented by Amount in Row (9) 5.79
- (12) Type of Reporting Person (See Instructions) HC

- 2 (a) -

CUSIP NO. 317923-100

- (1) Names of Reporting Persons BOSTON GROUP HOLDINGS, INC.  
SS or IRS Identification Nos. of Above Persons IRS No. 13-3100412
- (2) Check the Appropriate Box if a Member of a Group (a)  
(See Instructions) (b)
- (3) SEC Use Only
- (4) Citizenship or Place of Organization United States

Number of Shares Beneficially Owned by Each Reporting Person With

(5) Sole Voting Power 188,000

(6) Shared Voting Power 0

(7) Sole Dispositive Power 210,000

(8) Shared Dispositive Power 0

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person 210,000
- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

(11) Percent of Class Represented by Amount in Row (9) 5.20

(12) Type of Reporting Person (See Instructions) HC

- 2 (b) -

CUSIP NO. 317923-100

(1) Names of Reporting Persons THE BOSTON COMPANY, INC.  
SS or IRS Identification Nos. IRS No. 04-2371833  
of Above Persons

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

(3) SEC Use Only

(4) Citizenship or Place of Organization United States

Number of Shares (5) Sole Voting  
Beneficially Owned by Each Power 188,000  
Reporting Person  
With (6) Shared Voting  
Power 0

(7) Sole  
Dispositive  
Power 210,000

(8) Shared  
Dispositive  
Power 0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person 210,000

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

(11) Percent of Class Represented by Amount in Row (9) 5.20

(12) Type of Reporting Person (See Instructions) HC

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Under the Securities and Exchange Act of 1934)

- Item 1(a) Name of Issuer:  
Finish Line, Inc.
- Item 1(b) Address of Issuer's Principal Executive Offices:  
3308 N. Mitthoeffer Road  
Indianapolis, IN 46236
- Item 2 (a) Name of Person Filing:  
Mellon Bank Corporation and any other  
reporting person(s) identified on the second  
part of the cover page(s).
- Item 2(b) Address of Principal Business Office, or if None,  
Residence:  
c/o Mellon Bank Corporation  
One Mellon Bank Center  
Pittsburgh, Pennsylvania 15258  
(for all reporting persons)
- Item 2(c) Citizenship:  
United States
- Item 2(d) Title of Class of Securities:  
Finish Line, Inc. Common Stock
- Item 2(e) CUSIP Number:  
317923-100
- Item 3 See Item 12 of cover page(s) ("Type of Reporting  
Person") for each reporting person.  
BK = Bank as defined in Section 3(a)(6) of the Act  
IV = Investment Company registered under Section  
8 of the Investment Company Act  
IA = Investment Advisor registered under Section  
203 of the Investment Advisers Act of 1940

SCHEDULE 13G (Continued)

EP = Employee Benefit Plan, Pension Fund which is  
subject to the provisions of the Employee  
Retirement Income Security Act of 1974 or

Endowment Fund; see Section  
240.13-d(1) (b) (1) (ii) (F)

HC = Parent Holding Company, in accordance with  
Section 240.13-d(1) (b) (1) (ii) (G)

Item 4 Ownership:

See Items 5 through 9 and 11 of cover page(s) as  
to each reporting person.

The amount beneficially owned includes, where  
appropriate securities not outstanding which are  
subject to options, warrants, rights or conversion  
privileges that are exercisable within 60 days.  
The filing of this Schedule 13G shall not be  
construed as an admission that Mellon Bank  
Corporation, or its direct or indirect  
subsidiaries, including Mellon Bank, N.A., are for  
the purposes of Section 13(d) or 13(g) of the Act,  
the beneficial owners of any securities covered by  
this Schedule 13G.

Item 5 Ownership of Five Percent or Less of a Class:

N/A

Item 6 Ownership of More than Five Percent on Behalf of  
Another Person:

All of the securities are beneficially owned by  
Mellon Bank Corporation or its direct and indirect  
subsidiaries in their various fiduciary  
capacities. As a result, another entity in every  
instance is entitled to dividends or proceeds of  
sale. The number of individual accounts holding  
an interest of 5% or more is 0.

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SCHEDULE 13G (Continued)

Item 7 Identification and Classification of the Subsidiary  
Which Acquired the Security Being Reported by the  
Parent Holding Company:

See Exhibit I.

Item 8 Identification and Classification of Members 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.

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.

This filing is signed by Mellon Bank Corporation on behalf of all reporting entities pursuant to Rule 13d-1(f)(1) promulgated under the Securities and Exchange Act of 1934, as amended.

Date: January 20, 1995

MELLON BANK CORPORATION

By /s/ Michael E. Bleier  
Michael E. Bleier  
General Counsel

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EXHIBIT I

The shares reported on the attached Form 13G are beneficially owned by the following direct or indirect subsidiaries of Mellon Bank Corporation, as marked (X):

- (A) X Boston Safe Deposit and Trust Company  
Boston Safe Deposit and Trust Company of California  
Boston Safe Deposit and Trust Company of New York
- X Mellon Bank, N.A.  
Mellon Bank (Delaware) National Association  
Mellon Bank (MD)
- (B) Franklin Portfolio Associates Trust  
Laurel Capital Advisors  
Mellon Capital Management Corporation  
Mellon Equity Associates  
The Boston Company Advisors, Inc.  
The Boston Company Financial Strategies, Inc.
- X The Boston Company Asset Management, Inc.  
The Dreyfus Corporation  
Dreyfus Management, Inc.

The Item 3 classification of each of the subsidiaries listed under (A) above is "Item 3(b) Bank as defined in Section 3(a)(6) of the Act."

The Item 3 classification of each of the subsidiaries listed under (B) above is "Item 3 (e) Investment Advisor registered under Section 203 of the Investment Advisers Act of 1940."

EXHIBIT II

Each of the undersigned hereby authorizes Mellon Bank Corporation, in accordance with Rule 13d-1(f)(1) under the Securities Exchange Act of 1934, as amended (the "1934 Act"), to file, on behalf of the undersigned, any statement required to be signed by the undersigned, on Schedule 13G pursuant to Rule 13d-1 under the 1934 Act and any amendment thereto pursuant to Rule 13d-2 under the 1934 Act.

Each of the undersigned represents that it is individually eligible to use Schedule 13G, and acknowledges its responsibility for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein. However, each of the undersigned is not responsible for the completeness or accuracy of the information concerning the other persons making the filing on Schedule 13G unless such undersigned knows or has reason to believe that such information is inaccurate.

Date: January 20, 1995

BOSTON GROUP HOLDINGS, INC.

/s/ Steven G. Elliott  
Steven G. Elliott  
Vice Chairman  
Chief Financial Officer

THE BOSTON COMPANY, INC.

/s/ Marilyn K. Kolb  
Marilyn K. Kolb  
Assistant General Counsel