

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

VECTOR GROUP LTD.

(NAME OF ISSUER)

COMMON STOCK, \$.10 PAR VALUE

(TITLE OF CLASS OF SECURITIES)

92240M-10-8

(CUSIP NUMBER)

MARC E. KASOWITZ
KASOWITZ, BENSON, TORRES & FRIEDMAN LLP

1633 BROADWAY
NEW YORK, NY 10019

(212) 506-1700

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

SEPTEMBER 29, 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 which is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d.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 Section 240.13d-7(b) 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).

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1	Name of Reporting Person	
	S.S. or I.R.S. Identification No. of Above Person	
	KASOWITZ, BENSON, TORRES & FRIEDMAN LLP	

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2	Check the Appropriate Box if a Member of a Group (See Instructions)	
		(a) <input checked="" type="checkbox"/>
		(b) <input type="checkbox"/>

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3	SEC Use Only
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4	Source of Funds (See Instructions)	00
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5	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	[]
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6	Citizenship or Place of Organization	
		New York

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7	Sole Voting Power	1,112,549
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8	Shared Voting Power	- 0 -
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9	Sole Dispositive Power	1,112,549
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10	Shared Dispositive Power	- 0 -
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11	Aggregate Amount Beneficially Owned by Each Reporting Person	1,112,549
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12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	[]
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13	Percent of Class Represented by Amount in Row (11)	4.16%
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14	Type of Reporting Person (See Instructions)	PN
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 CUSIP NO. 92240M-10-8

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1	Name of Reporting Person S.S. or I.R.S. Identification No. of Above Person MARC E. KASOWITZ	
=====	=====	=====
2	Check the Appropriate Box if a Member of a Group (See Instructions)	
		(a) <input checked="" type="checkbox"/>
		(b) <input type="checkbox"/>
=====	=====	=====
3	SEC Use Only	
=====	=====	=====
4	Source of Funds (See Instructions)	N/A
=====	=====	=====
5	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	<input type="checkbox"/>
=====	=====	=====
6	Citizenship or Place of Organization United States	
=====	-----	=====
	7 Sole Voting Power	- 0 -
	-----	=====
	8 Shared Voting Power	1,112,549
	-----	=====
Number of Shares Beneficially Owned by Each Reporting Person With	9 Sole Dispositive Power	- 0 -
	-----	=====
	10 Shared Dispositive Power	1,112,549
=====	=====	=====
11	Aggregate Amount Beneficially Owned by Each Reporting Person	1,112,549
=====	=====	=====
12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	<input type="checkbox"/>
=====	=====	=====
13	Percent of Class Represented by Amount in Row (11)	4.16%
=====	=====	=====
14	Type of Reporting Person (See Instructions)	IN
=====	=====	=====

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1	Name of Reporting Person	
	S.S. or I.R.S. Identification No. of Above Person	
	DANIEL R. BENSON	

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2	Check the Appropriate Box if a Member of a Group (See Instructions)	
		(a) <input checked="" type="checkbox"/>
		(b) <input type="checkbox"/>

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3	SEC Use Only	
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4	Source of Funds (See Instructions)	N/A
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5	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)	[]
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6	Citizenship or Place of Organization	
	United States	

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7	Sole Voting Power	- 0 -
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8	Shared Voting Power	1,112,549
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9	Sole Dispositive Power	- 0 -
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Number of Shares
Beneficially Owned by
Each Reporting Person
With

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10	Shared Dispositive Power	1,112,549
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11	Aggregate Amount Beneficially Owned by Each Reporting Person	1,112,549
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12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	[]
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13	Percent of Class Represented by Amount in Row (11)	4.16%
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14	Type of Reporting Person (See Instructions)	IN
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This Schedule 13D filed with the Securities and Exchange Commission on December 18, 1998 (the "Schedule 13D") on behalf of Kasowitz, Benson, Torres & Friedman LLP ("KBTF"), Marc E. Kasowitz and Daniel R. Benson (collectively, the "Reporting Persons"), in connection with the common stock, \$.10 par value (the "Common Stock"), of Vector Group Ltd. (formerly known as Brooke Group Ltd.), a Delaware corporation (the "Company"), is hereby amended as follows (unless otherwise defined, all capitalized terms used herein shall have the meanings set forth in the Schedule 13D). All information in this Amendment to the Schedule 13D concerning the Common Stock has been adjusted to give effect to the 5% stock dividends paid to stockholders of the Company on September 30, 1999 and on September 28, 2000.

ITEM 4. PURPOSE OF THE TRANSACTION.

The following is hereby added after the third paragraph in Item 4 of the Schedule 13D:

"On August 29, 2000, KBTF exercised options for 215,019 shares of the Company's Common Stock with an exercise price of \$5.44 per share. KBTF surrendered options for 99,981 shares in payment of the exercise price. "

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(1) Clauses (a) and (b) of Item 5 of the Schedule 13D are hereby deleted and replaced in their entirety by the following:

"The response to Item 4 is incorporated herein. The Reporting Persons currently beneficially own, within the meaning of Rule 13d-3, 1,112,549 shares of Common Stock (including 1,063,125 shares by virtue of their ownership of the option), representing approximately 4.16% of the issued and outstanding shares of Common Stock (assuming exercise in full of the option), based on the 25,667,082 shares of Common Stock issued and outstanding as of September 30, 2000 as advised by the Company. KBTF will have sole voting and dispositive power with respect to the shares of Common Stock acquired upon exercise of the option. Messrs. Kasowitz and Benson, by virtue of their relationship to KBTF (as disclosed in Item 2), may be deemed to beneficially own within the meaning of Rule 13d-3 the shares of Common Stock acquired by KBTF upon exercise of the option. Each of Messrs. Kasowitz and Benson disclaims beneficial ownership of such shares for all other purposes. "

(2) Clause (c) of Item 5 of the Schedule 13D is hereby deleted and replaced in its entirety by the following:

"On August 29, 2000, KBTF exercised options to purchase 215,019 shares of Common Stock and surrendered options for 99,981 shares in payment of the exercise price. See Item 4. From September 6, 2000 to October 2, 2000, KBTF sold in the open market on the NYSE 165,595 shares of Common Stock as described in Exhibit 2, which is attached hereto and incorporated herein by reference. None of the Reporting Persons has effected any other transactions in the Common Stock in the past 60 days."

(3) Clause (e) of Item 5 of the Schedule 13D is hereby deleted and replaced in its entirety by the following:

"As of September 7, 2000, based on the number of shares of Common Stock advised by the Company as then outstanding, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Common Stock."

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit 2: Transactions in the Common Stock in the past 60 days.

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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: October 6, 2000

KASOWITZ, BENSON, TORRES & FRIEDMAN LLP

By: /s/ MARC E. KASOWITZ

Name: Marc E. Kasowitz
Title: Managing Partner

/s/ MARC E. KASOWITZ

Marc E. Kasowitz

/s/ DANIEL R. BENSON

Daniel R. Benson

Transactions in the Common Stock in the past 60 days:

NAME	DATE	NO. OF SHARES SOLD	RICE PER SHARE(1)
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KBTF	9/6/00	1,785	19.3452
		8,190	19.4048
		525	19.5238

		10,500	
KBTF	9/7/00	3,150	19.4048
KBTF	9/11/00	10,395	19.0476
		105	19.1667

		10,500	
KBTF	9/12/00	4,095	19.0476
		5,250	19.1071
		1,575	19.1667

		10,920	
KBTF	9/13/00	2,625	18.9881
		1,890	19.0476

		4,515	
KBTF	9/14/00	4,725	18.9286
		22,575	18.9881
		8,610	19.0476

		35,910	
KBTF	9/15/00	1,155	18.9286
		32,445	18.9881

		33,600	
KBTF	9/20/00	900	18.0000
KBTF	9/28/00	400	17.1875
		4,400	17.2500
		11,900	17.3125

		16,700	
KBTF	9/29/00	1,500	17.1875
		600	17.3125
		2,400	17.3750
		16,500	17.4375
		15,100	17.5000

		36,100	
KBTF	10/2/00	1,600	17.0000
		1,200	17.0625

		2,800	

(1) Excludes brokerage commissions.

On August 29, 2000, KBTF exercised options to purchase 215,019 shares of Common Stock at \$5.44 per share. See Item 4.