

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT
Pursuant to Section 15(d) of the
Securities Exchange Act of 1934

(Mark One):

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE
- - - - SECURITIES EXCHANGE ACT OF 1934
For the plan year ended December 31, 1993

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE
- - - - SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission file number 1-9576

A. Full title of the plan and the address of the plan, if
different from that of the issuer named below:

SECOND AMENDED AND RESTATED OWENS-ILLINOIS, INC.
NON-UNION RETIREMENT AND SAVINGS PLAN

B. Name of issuer of the securities held pursuant to the
plan and the address of its principal executive office:

OWENS-ILLINOIS, INC.
One Seagate
Toledo, Ohio 43666

REQUIRED INFORMATION

Financial Statements and Exhibits as follows:

1. Financial statements

- * Report of Independent Auditors
- * Statements of Net Assets Available for Benefits with Fund Information as of December 31, 1993 and December 31, 1992
- * Statements of Changes in Net Assets Available for Benefits with Fund Information for the years ended December 31, 1993 and December 31, 1992
- * Notes to Financial Statements

Schedules have been omitted because they are not applicable, not material or because the information is included in the financial statements or the notes thereto.

2. Exhibits

(23) Consent of Independent Auditors

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Administrator of the Plan has duly caused this annual report to be signed on its behalf by the undersigned, hereunto duly authorized.

SECOND AMENDED AND RESTATED
OWENS-ILLINOIS, INC.
NON-UNION RETIREMENT AND SAVINGS PLAN

Dated: June 28, 1994

By: Owens-Illinois
Employee Benefits Committee
Plan Administrator

By: /s/D.W. Pennywitt

D.W. Pennywitt
Chairman

/s/R.D. Lewis

R.D. Lewis
Secretary

Consent of Independent Auditors

We consent to the incorporation by reference in the Registration Statement (Form S-8 No. 33-43559) pertaining to the Fourth Amended and Restated Owens-Illinois, Inc. Stock Purchase and Savings Program, the Second Amended and Restated Owens-Illinois, Inc. Non-Union Retirement and Savings Plan, the Second Amended and Restated Owens-Illinois, Inc. Supplemental Retirement Plan and the First Amended and Restated Owens-Illinois, Inc. Long-Term Savings Plan of our report dated June 17, 1994, with respect to the financial statements of the Second Amended and Restated Owens-Illinois, Inc. Non-Union Retirement and Savings Plan included in this Annual Report (Form 11-K) for the year ended December 31, 1993.

/s/Ernst & Young

Toledo, Ohio
June 28, 1994