

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

SCHEDULE 13G
(Amendment No. 3)*

UNDER THE SECURITIES EXCHANGE ACT OF 1934

INHALE THERAPEUTIC SYSTEMS, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

457191-10-4

(CUSIP Number)

*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 the disclosures provided in a prior cover page.

The information required in 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 9 pages

CUSIP No. 457191-10-4

13G

Page 2 of 9 Pages

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

ONSET Enterprise Associates, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 Citizenship or place of organization

Delaware

5 SOLE VOTING POWER

- 0 -

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH REPORTING
PERSON WITH

6 SHARED VOTING POWER

- 0 -

7 SOLE DISPOSITIVE POWER

- 0 -

8 SHARED DISPOSITIVE POWER

- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

- 0 -

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.00%

12 TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTION BEFORE FILLING OUT!

 1 NAME OF REPORTING PERSONS
 S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

OEA Management, L.P.

 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) | |
 (b) | |

 3 SEC USE ONLY

 4 Citizenship or place of organization

Delaware

 5 SOLE VOTING POWER

NUMBER OF
 SHARES

 - 0 -

BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY

 - 0 -

EACH REPORTING 7 SOLE DISPOSITIVE POWER
 PERSON WITH

 - 0 -

8 SHARED DISPOSITIVE POWER

 - 0 -

 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

- 0 -

 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.00%

 12 TYPE OF REPORTING PERSON*

PN

 *SEE INSTRUCTION BEFORE FILLING OUT!

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Robert F. Kuhling, Jr.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 Citizenship or place of organization

United States

5 SOLE VOTING POWER

NUMBER OF
SHARES 108,992

BENEFICIALLY OWNED BY
EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

- 0 -

7 SOLE DISPOSITIVE POWER

108,992

8 SHARED DISPOSITIVE POWER

- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

108,992

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.79%

12 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTION BEFORE FILLING OUT!

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Terry L. Opdendyk

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 Citizenship or place of organization

United States

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH REPORTING
PERSON WITH

108,992

6 SHARED VOTING POWER

- 0 -

7 SOLE DISPOSITIVE POWER

108,992

8 SHARED DISPOSITIVE POWER

- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

108,992

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.79%

12 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTION BEFORE FILLING OUT!

Item 1.

(a) Name of Issuer: Inhale Therapeutic Systems, Inc. ("Issuer")

(b) Address of Issuer's Principal Executive Offices:

1525 Industrial Way
Belmont, CA 94002

Item 2.

(a) Name of Person Filing:

ONSET Enterprise Associates, L.P. ("OEA")
OEA Management, L.P. ("OEAM")
Robert F. Kuhling, Jr. ("Kuhling")
Terry L. Opdendyk ("Opdendyk")

(b) Address of Principal Business Office:

2490 Sand Hill Road
Menlo Park, CA 94025

(c) Citizenship/Place of Organization:

OEA:	Delaware
OEAM:	Delaware
Kuhling:	United States
Opdendyk:	United States

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 457191-10-4

Item 3. Not applicable.

Item 4. Ownership.

	OEA	OEAM	Kuhling	Opendyk
(a) Beneficial Ownership	-0-	-0-	108,992	108,992
(b) Percentage of Class	0.00%	0.00%	0.79%	0.79%
(c) Sole Voting Power	-0-	-0-	108,992	108,992
Shared Voting Power	-0-	-0-	-0-	-0-
Sole Dispositive Power	-0-	-0-	108,992	108,992
Shared Dispositive Power	-0-	-0-	-0-	-0-

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: [X]

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

No reporting person is a member of a group as defined in Section 240.13d-1(b)(1)(ii)(H) of the Act.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

Not applicable.

EXHIBITS

A: Joint Filing Statement

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.

Date: February 12, 1998

ONSET Enterprise Associates, L.P.

By: OEA Management, L.P., its general partner

By: /s/ Terry L. Opendyk

General Partner

OEA Management, L.P.

By: /s/ Terry L. Opendyk

General Partner

/s/ Robert F. Kuhling, Jr.

Robert F. Kuhling, Jr.

/s/ Terry L. Opendyk

Terry L. Opendyk

EXHIBIT A

We, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of us.

Date: February 12, 1998

ONSET Enterprise Associates, L.P.

By: OEA Management, L.P., its general partner

By: /s/ Terry L. Opdendyk

General Partner

OEA Management, L.P.

By: /s/ Terry L. Opdendyk

General Partner

/s/ Robert F. Kuhling, Jr.

Robert F. Kuhling, Jr.

/s/ Terry L. Opdendyk

Terry L. Opdendyk