# sec news digest

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Issue 92-224

NOV 23 1992

November 19, 1992

US SECURITIES EXCHANGE COMMISSION

# INVESTMENT COMPANY ACT RELEASES

## LIBERTY MUTUAL CAPITAL CORPORATION (BOSTON)

A conditional order has been issued under Section 6(c) of the Investment Company Act on an application filed by Liberty Mutual Capital Corporation (Boston). The order grants an exemption from the provisions of Subparagraphs (b)(2)(i) and (b)(3)(i) of Rule 3a-5 under the Act to permit applicant to sell certain debt instruments and use the proceeds to finance the business activities of its parent company, Liberty Mutual Insurance Company (Liberty Mutual) and certain subsidiaries of Liberty Mutual. (Rel. IC-19101 - November 17)

THE FINLAND FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that The Finland Fund, Inc. has ceased to be an investment company. (Rel. IC-19102 - November 17)

PRUDENTIAL-BACHE STRATEGIC INCOME FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Prudential-Bache Strategic Income Fund, Inc. has ceased to be an investment company. (Rel. IC-19103 - November 17)

# LISTING, DELISTING AND UNLISTED TRADING ACTIONS

#### DELISTINGS GRANTED

An order has been issued granting the application of the <u>New York Stock Exchange</u> to strike from listing and registration Nicolet Instrument Corporation, Common Stock, \$.25 Par Value. (Rel. 34-31422)

An order has been issued granting the application of the <u>American Stock Exchange</u> to strike from listing and registration Centennial Group, Inc. Common Stock, Par Value \$.01 (Rel. 34-31440)

An order has been issued granting the application of the <u>New York Stock Exchange</u> to strike from listing and registration Sterling Optical Corp., Common Stock, \$1.00 Par Value. (Rel. 34-31441)

#### UNLISTED TRADING PRIVILEGES GRANTED

Orders have been issued granting the applications of four exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. The exchanges and number of issues are as follows: <u>Philadelphia Stock Exchange</u> - 15 issues (Rel. 34-31431) and 5 issues (Rel. 34-31437); <u>Midwest Stock Exchange</u> - 14 issues (Rel. 34-31432); <u>Cincinnati Stock Exchange</u> - 21 issues (Rel. 34-31433) and 23 issues (Rel. 34-31434); and <u>Pacific Stock Exchange</u> - 1 issue (Rel. 34-31435) and 14 issues (Rel. 34-31436).

## UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until December 7, 1992 to comment on the applications of five exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. The exchanges and number of issues are as follows: Midwest Stock Exchange - 13 issues (Rel. 34-31455); Cincinnati Stock Exchange - 48 issues (Rel. 31456); Pacific Stock Exchange - 6 issues (Rel. 34-31457); Philadelphia Stock Exchange - 15 issues (Rel. 34-31458); and Boston Stock Exchange - 2 issues (Rel. 34-31459).

#### WITHDRAWALS GRANTED

An order has been issued granting the application of the <u>Midwest Stock Exchange</u> to withdraw unlisted trading privileges in an over-the-counter issue: Surgical Care Affiliates, Inc. (Rel. 34-31471)

An order has been issued granting the application of the <u>Midwest Stock Exchange</u> to withdraw unlisted trading privileges in an over-the-counter issue: Magna International, Inc. (Rel. 34-31472)

# SIGNIFICANT NO-ACTION AND INTERPRETATIVE LETTERS

## INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

Letter	Availability	Subject
	Date	

Monk-Austin, Inc.

November 19, 1992

Rule 16b-7

## MISCELLANEOUS

# CORRECTION TO 8K REPORTS LISTING

Under the heading "Recent 8K Filings" in the November 6 issue of the Digest, CTS Corp was inadvertently reported as having filed an 8K report concerning Items 1, 2 and 3. In fact, the 8K concerned only Item 5.

## SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-6 NATIONAL MUNICIPAL TRUST MULTISTATE SERIES 56, ONE SEAPORT PLAZA, 199 WATER ST, NEW YORK, NY 10292 1,600 (\$1,600,000) UNIT INVESTMENT TRUST. (FILE 33-54284 NOV. 06) (BR. 16 NEW ISSUE)
- S-3 ASHLAND OIL INC, 1000 ASHLAND DRIVE, RUSSELL, KY 41169 (606) 329-3333 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-54286 NOV. 09) (BR. 3)
- S-1 REVCO D S INC, 1925 ENTERPRISE PKWY, TWINSBURG, OH 44087 (216) 425-9811 125,000,000 (\$125,000,000) STRAIGHT BONDS. UNDERWRITER: JEFFERIES & CO INC, MERRILL LYNCH & CO, MORGAN STANLEY & CO INC. (FILE 33-54350 NOV. 09) (BR. 4)
- N-1A CLEMENTE GLOBAL INVESTMENT SERIES INC, 767 THIRD AVE, NEW YORK, NY 10017 (212) 759-3339 INDEFINITE SHARES. UNDERWRITER: CLEMENTE FUND MANAGEMENT INC. (FILE 33-54366 NOV. 09) (BR. 17)
- S-8 1ST NATIONAL FILM CORP, 500 CAPITAL OF TEXAS HWY NORTH, BLDG 6 STE 200, AUSTIN, TX 78746 (512) 327-3456 36,765 (\$125,000) COMMON STOCK. (FILE 33-54368 NOV. 06) (BR. 11)

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- S-8 CITIZENS UTILITIES CO, HIGH RIDGE PK BLDG 3, P 0 BOX 3801, STAMFORD, CT 06905 (203) 329-8800 759,000 (\$17,822,079) COMMON STOCK. (FILE 33-54376 NOV. 09) (BR. 7)
- S-8 TEMPLE INLAND INC, 303 S TEMPLE DR, PO DRAWER N, DIBOLL, TX 75941 (409) 829-2211 100,000 (\$5,100,000) COMMON STOCK. (FILE 33-54388 NOV. 09) (BR. 8)
- S-8 UST CORP, 40 COURT ST, BOSTON, MA 02108 (617) 726-7000 1,100,000 (\$11,137,500) COMMON STOCK. (FILE 33-54390 NOV. 10) (BR. 2)
- S-1 GOVERNMENT EXPORT TRUST SERIES 1992-3, NORWEST CENTER, SIXTH & MARQUETTE, MINNEAPOLIS, MN 55479 (612) 667-8058 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: CHEMICAL SECURITIES INC. (FILE 33-54428 NOV. 10) (BR. 11 NEW ISSUE)
- S-4 ENDOGEN INC, 68 FARGO ST, BOSTON, MA 02210 (617) 439-3250 2,427,089 (\$7,960,851.90) COMMON STOCK. (FILE 33-54430 NOV. 10) (BR. 4 NEW ISSUE)
- S-8 SYBRON CORP /DE/, 411 E WISCONSIN AVE 24TH FLR, MILWAUKEE, WI 53202 (414) 274-6600 1,046,511 (\$8,999,995) COMMON STOCK. (FILE 33-54432 NOV. 10) (BR. 8)
- S-8 SYBRON CORP /DE/, 411 E WISCONSIN AVE 24TH FLR, MILWAUKEE, WI 53202 (414) 274-6600 1,104,972 (\$4,321,356) COMMON STOCK. (FILE 33-54434 NOV. 10) (BR. 8)
- S-8 SYBRON CORP /DE/, 411 E WISCONSIN AVE 24TH FLR, MILWAUKEE, WI 53202 (414) 274-6600 100,000 (\$1,446,500) COMMON STOCK. (FILE 33-54436 NOV. 10) (BR. 8)
- S-8 10MEGA CORP, 1821 W 4000 SOUTH, ROY, UT 84067 (801) 778-1000 85,000 (\$600,312.50) COMMON STOCK. (FILE 33-54438 NOV. 10) (BR. 10)
- S-8 WILLCOX & GIBBS INC, 530 FIFTH AVE 22ND FLR, NEW YORK, NY 10036 (212) 869-1800 497,196 (\$5,126,090) COMMON STOCK. (FILE 33-54440 NOV. 10) (BR. 3)
- S-3 MANPOWER INC /WI/, 5301 N IRONWOOD RD, MILWAUKEE, WI 53217 (414) 961-1000 158,918 (\$2,383,770) COMMON STOCK. (FILE 33-54442 NOV. 10) (BR. 6)
- N-1A CAPITAL WORLD GROWTH & INCOME FUND INC, 333 SOUTH HOPE ST, LOS ANGELES, CA 90071 INDEFINITE SHARES. UNDERWRITER: AMERICAN FUNDS DISTRIBUTORS INC. (FILE 33-54444 NOV. 09) (BR. 16 NEW ISSUE)
- S-2 PIKEVILLE NATIONAL CORP, 208 NORTH MAYO TRAIL, P O BOX 2947, PIKEVILLE, KY 41501 (606) 432-1414 17,250,000 (\$17,250,000) STRAIGHT BONDS. (FILE 33-54446 NOV. 10) (BR. 1)
- S-1 U S LONG DISTANCE CORP, 9311 SAN PEDRO STE 300, SAN ANTONIO, TX 78216 (210) 525-9009 2,300,000 (\$34,362,000) COMMON STOCK. UNDERWRITER: CHICACO CORP, PRUDENTIAL SECURITIES INC. (FILE 33-54448 NOV. 10) (BR. 7)
- S-8 TIMKEN CO, 1835 DUEBER AVE SW, CANTON, OH 44706 (216) 438-3000 50,000 (\$1,275,000) COMMON STOCK. (FILE 33-54452 NOV. 10) (BR. 9)
- S-3 INTEGRATED HEALTH SERVICES INC, 11011 MCCORMICK RD, HUNT VALLEY, MD 21031 (410) 584-7050 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-54458 NOV. 10) (BR. 6)

- S-1 MBNA AMERICA BANK NATIONAL ASSOCIATION, 400 CHRISTIANA RD, NEWARK, DE 19713
  (302) 453-9930 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-54462 NOV. 10) (BR. 11)
- S-4 CHARTER ONE FINANCIAL INC, 1215 SUPERIOR AVE, CLEVELAND, OH 44114 (216) 566-5300 2,207,963 (\$49,215,495) COMMON STOCK. (FILE 33-54464 NOV. 10) (BR. 1)
- S-3 DELL COMPUTER CORP, 9505 ARBORETUM BLVD, AUSTIN, TX 78759 (512) 338-4400 4,600,000 (\$169,050,000) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC, GOLDMAN SACHS & CO, MERRILL LYNCH & CO. (FILE 33-54468 NOV. 12) (BR. 10)
- S-3 MCDONALDS CORP, ONE MCDONALD'S PLZ, OAK BROOK, IL 60521 (708) 575-3000 20,000,000 (\$500,000,000) PREFERRED STOCK. (FILE 33-54474 NOV. 12) (BR. 12)
- S-4 SJW CORP, 374 W SANTA CLARA ST, SAN JOSE, CA 95196 (408) 279-7810 1,400,000 (\$33,768,000) COMMON STOCK. (FILE 33-54478 NOV. 12) (BR. 8)
- S-3 INDIANA MICHIGAN POWER CO, ONE SUMMIT SQ, P O BOX 60, FORT WAYNE, IN 46801 (219) 425-2111 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE 33-54480 NOV. 12) (BR. 8)
- F-9 BELL CANADA, 1050 COTE DU BEAVER HALL, MONTREAL QUEBEC CANADA H2Z1S4, A8 (514) 870-1511 200,000,000 (\$200,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-54482 NOV. 12) (BR. 7)
- S-1 CHAMPIONS SPORTS INC, 200 N GLEBE RD STE 808, ARLINGTON, VA 22203 (703) 524-6000 95,000 (\$950,000) PREFERRED STOCK. (FILE 33-54540 NOV. 10) (BR. 11)

# ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column - 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER		FORM	EVENT Date	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ACXIOM CORP TRANS UNION CORP	СОМ	13D		740 15.3		-
BSN CORP PEQUOT GEN PARTNERS ET AL		1 <b>3</b> D	11/ 4/92		05571630	
CENTEL CORP EAGLE ASSET MGMT	СОМ	13D	11/17/92	4,544 5.3		
CINEPLEX ODEON CORP BRONFMAN CHARLES ROSNER E	COM			25,934	17245510	)
COLORADO NATL BANKSHARES INC FIRST BANK SYSTEM INC	COM			2.879	19653810	3
FIND SVP INC AMERICAN BUSINESS INFORMAT						
HOGAN SYS INC FIEDLER GARY W ET AL						
KANEB SVCS INC	СОМ			2.131	48417010	)
STATE OF WISCONSIN INVEST				6.7	5.7	UPDATE
CAISSE DE DEPOT DU QUEBEC		13D	11/ 9/92		7.2	UPDATE
MARK CORRECTIONAL SYSTEMS IN COPPOLA CARL		13D	11/ 9/92	2,000 35.0		
MEDICAL RESOURCE CO AMER GILLEY JAMES R	SHR BEN	INT 13D	11/ 9/92	10,200 88.0	58599310 96.9	UPDATE