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U.S. SECURITIES
EXCHANGE COMMISSION

Issue 93-61

April 1, 1993

COMMISSION ANNOUNCEMENTS

COMMISSION AND NASAA ANNOUNCE 1993 CONFERENCE ON FEDERAL-STATE SECURITIES REGULATION AND REQUEST COMMENTS ON THE TENTATIVE AGENDA

The Commission and the North American Securities Administrators Association, Inc. (NASAA) announced that the annual conference on Federal-State Securities Regulation will be held on April 26, 1993. Because participation at the conference is generally limited to Commission and NASAA personnel, the release indicates that interested persons should participate by providing written comments by April 20, 1993.

Comments should be submitted in triplicate to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Mail Stop 6-9, Washington, D.C. 20549, and refer to File No. S7-14-93. FOR FURTHER INFORMATION CONTACT: William E. Toomey or Richard K. Wulff at (202) 272-2644. (Rel. 33-6985)

SECTION 16 LETTER INDEX BY SUBJECT MATTER

The Division of Corporation Finance has released an index organizing by subject matter Section 16 letters issued through March 31, 1993. The index is updated on approximately the first day of every month and copies of it may be obtained by writing to or by making a request in person at the Public Reference Room, Securities and Exchange Commission, 450 Fifth Street, N.W., Room 1024, Washington, D.C. 20549.

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AND SANCTIONS IMPOSED AGAINST HERMAN GARCIA, JR.

The Commission instituted administrative proceedings and imposed sanctions against Herman R. Garcia, Jr. (Garcia), a trader and compliance officer at South Richmond Securities, Inc. (SRS), a registered broker-dealer. Garcia consented to the findings and sanctions without admitting or denying the findings.

The Order alleges that Garcia charged excessive and undisclosed mark-ups on sales of two securities by SRS, and that Garcia failed to disclose SRS' domination and control of the market for these securities. The Order further alleges that Garcia was responsible for these antifraud violations.

The Order bars Garcia from association with any broker, dealer, investment company, investment advisor or municipal securities dealer; provided, that he may apply to become associated in a non-supervisory, non-proprietary capacity after four years, and orders Garcia to cease and desist from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. (Rel. 34-32046)

CIVIL PROCEEDINGS

JOSEPH ZILBER CONSENTS TO BE ENJOINED IN INSIDER TRADING CASE

The Commission filed a civil complaint on April 1 in the United States Court for the District of Columbia charging Joseph J. Zilber (Zilber) with violating Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder.

The complaint alleged that Zilber purchased 26,000 shares of Federated Bank, S.S.B. (Federated) common stock while in possession of material, nonpublic information concerning Firststar Corp.'s (Firststar's) negotiations to acquire Federated.

Without admitting or denying the allegations, Zilber consented to be enjoined from violating Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and to be ordered to disgorge \$184,500 and to pay a \$92,250 civil penalty. [SEC v. Joseph J. Zilber, 93 Civ. 668, LFO, USDC DDC] (LR-13586)

INVESTMENT COMPANY ACT RELEASES

PRIME VALUE FUNDS, INC., ET AL.

A conditional order has been issued on an application filed by Prime Value Funds, Inc., et al. under Section 6(c) of the Investment Company Act exempting applicants from Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order permits applicants to impose and, under certain circumstances, waive a contingent deferred sales load on certain redemptions of shares. (Rel. IC-19371 - March 31)

HARVEST FUNDS, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Harvest Funds, Inc. has ceased to be an investment company. (Rel. IC-19372 - March 31)

GREAT AMERICAN RESERVE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Sections 6(c) and 17(b) of the Investment Company Act exempting Great American Reserve Insurance Company, Great American Reserve Variable Annuity Fund (Annuity Fund), Great American Reserve Variable Annuity Account

C (Account C), Great American Reserve Variable Annuity Account D (Account D), GARCO Equity Sales, Inc. and Conseco Series Trust (Trust) from the provisions of Sections 17(a), 26(a)(2)(C) and 27(c)(2) of the Act. The order permits the combination of the assets of Annuity Fund and Account D with and into Account C (Continuing Account), and the simultaneous restructuring of the Continuing Account from a management investment company into a unit investment trust investing in shares of portfolios of the Trust. The order also permits the simultaneous issuance of shares of the portfolios of the Trust to newly created sub-accounts of the Continuing Account in exchange for all of the assets and related liabilities of Account C and the deduction of a mortality and expense risk charge from the assets of the Continuing Account. (Rel. IC-19373 - March 31)

HOLDING COMPANY ACT RELEASES

PUBLIC SERVICE COMPANY OF OKLAHOMA

An order has been issued authorizing Public Service Company of Oklahoma (PSC-OK), an electric public-utility subsidiary company of Central and South West Corporation, a registered holding company, to acquire retail distribution assets located in Rogers and Nowata Counties, Oklahoma from the Chelsea Municipal Authority for \$350,000 plus an additional amount not to exceed \$200,000 based on kilowatt-hour usage during the twelve months immediately following the purchase of the utility assets. (Rel. 35-25774)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING PRIVILEGES SOUGHT

A notice has been issued giving interested persons until April 19 to comment on the application of the Midwest Stock Exchange for unlisted trading privileges in four over-the-counter issues. (Rel. 34-32057)

DELISTINGS GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration International Telecharge, Inc., Common Stock, Par Value \$.01. (Rel. 34-32070)

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration Wildey, Inc., Common Stock, \$.001 Par Value. (Rel. 34-32071)

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until April 20 to comment on the application of High Plains Corporation to withdraw its Common Stock, \$.10 Par Value, from listing and registration on the Pacific Stock Exchange. (Rel. 34-32072)

A notice has been issued giving interested persons until April 20 to comment on the application of Customedix Corporation to withdraw its Common Stock, \$.01 Par Value, from listing and registration on the Boston Stock Exchange. (Rel. 34-32073)

SELF-REGULATORY ORGANIZATIONS

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change filed by the New York Stock Exchange (SR-NYSE-93-16) to extend the use of the NYSE's auxiliary closing procedures to days on which settlement of Quarterly Index Expirations (QIXs) is based. (Rel. 34-32066)

PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change (SR-Phlx-93-05) to amend Rule 1014(h) and the corollary Options Floor Procedure Advice B-7 to permit foreign currency options specialists who are on parity with other market specialists to participate in 50% of contraside contract volume during the hours of 6:00 p.m. and 3:00 a.m. EST. Publication of the proposal is expected in the Federal Register during the week of April 5. (Rel. 34-32069)

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.

N-1A PRINCIPAL SPECIAL MARKETS FUND INC, PRINCIPAL FINANCIAL GROUP, DES MOINES, IA 50392
(515) 248-3842 - INDEFINITE SHARES. (FILE 33-59474 - MAR. 12) (BR. 18 - NEW ISSUE)

S-4 BARNES & NOBLE INC, 122 FIFTH AVE, NEW YORK, NY 10011 (212) 633-3300 - 190,000,000
(\$190,000,000) STRAIGHT BONDS. (FILE 33-59778 - MAR. 22) (BR. 2)

S-2 HARMON INDUSTRIES INC, 1300 JEFFERSON CT, BLUE SPRINGS, MD 64015 (816) 229-3345 -
1,150,000 (\$16,315,625) COMMON STOCK. UNDERWRITER: BAUM GEORGE K & CO,
PIPER JAFFRAY INC. (FILE 33-59880 - MAR. 22) (BR. 7)

S-3 EAGLE FINANCIAL CORP, 222 MAIN ST, P O BOX 1157, BRISTOL, CT 06010 (203) 589-4600 -
300,000 (\$5,568,000) COMMON STOCK. (FILE 33-59882 - MAR. 22) (BR. 2)

SB-2 CYBERNETICS PRODUCTS INC, 180 BROAD ST, CARLSTADT, NJ 07072 (201) 935-3000 -
1,437,500 (\$10,062,500) PREFERRED STOCK. 2,875,000 (\$14,087,500) COMMON STOCK.
125,000 WARRANTS, OPTIONS OR RIGHTS. 125,000 (\$1,050,000) PREFERRED STOCK.
UNDERWRITER: THOMAS JAMES ASSOCIATES INC. (FILE 33-59886 - MAR. 23) (BR. 3)

REGISTRATIONS CONTINUED

- S-3 PRIMEDEX HEALTH SYSTEMS INC, 26 BROADWAY, NEW YORK, NY 10004 (212) 837-7710 - 13,800 (\$13,800,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-59888 - MAR. 23) (BR. 5)
- S-3 COMMUNITY FIRST BANKSHARES INC, 1112 NODAK DR, FARGO, ND 58103 (701) 235-1600 - 23,000,000 (\$23,000,000) STRAIGHT BONDS. UNDERWRITER: DAIN BOSWORTH INC, PIPER JAFFRAY INC. (FILE 33-59890 - MAR. 23) (BR. 1)
- S-8 FREMONT GENERAL CORP, 2020 SANTA MONICA BLVD, SANTA MONICA, CA 90404 (310) 315-5500 - 150,000 (\$5,962,500) COMMON STOCK. (FILE 33-59896 - MAR. 23) (BR. 10)
- S-8 FREMONT GENERAL CORP, 2020 SANTA MONICA BLVD, SANTA MONICA, CA 90404 (310) 315-5500 - 400,000 (\$15,900,000) COMMON STOCK. (FILE 33-59898 - MAR. 23) (BR. 10)
- S-3 FREMONT GENERAL CORP, 2020 SANTA MONICA BLVD, SANTA MONICA, CA 90404 (310) 315-5500 - 2,760,000 (\$109,710,000) COMMON STOCK. UNDERWRITER: MERRILL LYNCH & CO, WITTER DEAN REYNOLDS INC. (FILE 33-59900 - MAR. 23) (BR. 10)
- S-3 ILC TECHNOLOGY INC, 399 JAVA DR, SUNNYVALE, CA 94089 (408) 745-7900 - 136,988 (\$1,763,721) COMMON STOCK. (FILE 33-59904 - MAR. 23) (BR. 3)
- S-8 1ST NATIONAL FILM CORP, 500 N CAPITAL OF TEXAS HWY, BLDG 6 STE 200, AUSTIN, TX 78746 (512) 327-3456 - 680,381 (\$3,401,905) COMMON STOCK. (FILE 33-59906 - MAR. 23) (BR. 11)
- S-3 NATIONAL EDUCATION CORP, 18400 VON KARMAN AVE, IRVINE, CA 92715 (714) 474-9400 - 20,000,000 (\$20,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-59908 - MAR. 23) (BR. 5)
- S-8 J2 COMMUNICATIONS /CA/, 10850 WILSHIRE BLVD STE 1000, LOS ANGELES, CA 90024 (213) 474-5252 - 20,000 (\$28,800) COMMON STOCK. (FILE 33-59910 - MAR. 22) (BR. 11)
- S-3 ABBEY HEALTHCARE GROUP INC/DE, 3560 HYLAND AVE, COSTA MESA, CA 92626 (714) 957-2000 - 1,674,680 (\$32,970,262) COMMON STOCK. (FILE 33-59912 - MAR. 23) (BR. 5)
- S-8 ADVANCED TECHNOLOGY LABORATORIES INC, 22100 BOTHELL-EVERETT HIGHWAY S.E., P.O. BOX 3003, BOTHELL, WA 98041 (206) 487-7000 - 50,000 (\$881,500) COMMON STOCK. (FILE 33-59914 - MAR. 23) (BR. 8)
- S-8 DAVSTAR INDUSTRIES LTD /CA/, 1301 DOVE ST STE 360, NEWPORT BEACH, CA 92660 (714) 852-8492 - 1,100,000 (\$7,356,250) COMMON STOCK. (FILE 33-59916 - MAR. 23) (BR. 5)
- S-8 DAVSTAR INDUSTRIES LTD /CA/, 1301 DOVE ST STE 360, NEWPORT BEACH, CA 92660 (714) 852-8492 - 514,500 (\$3,440,718) COMMON STOCK. (FILE 33-59918 - MAR. 23) (BR. 5)
- S-8 DAYSTAR INDUSTRIES INC (000) 000-0000 - 200,000 (\$1,337,500) COMMON STOCK. (FILE 33-59920 - MAR. 23) (BR. 0 - NEW ISSUE)
- S-8 HERITAGE FINANCIAL SERVICES INC /IL/, 17500 S OAK PARK AVE, TINLEY PARK, IL 60477 (708) 532-8000 - 959,000 (\$8,910,424) COMMON STOCK. (FILE 33-59924 - MAR. 23) (BR. 1)
- SB-2 WEST COAST BANCORP INC, 2724 DEL PRADO BLVD SOUTH, CAPE CORAL, FL 33904 (813) 772-2220 - 690,000 (\$7,395,000) COMMON STOCK. (FILE 33-59954 - MAR. 23) (BR. 2)
- S-1 AMERIHOST PROPERTIES INC, 2400 E DEVON AVE STE 280, DES PLAINES, IL 60018 (708) 298-4500 - 1,725,000 (\$15,093,750) COMMON STOCK. UNDERWRITER: RODMAN & RENSHAW INC. (FILE 33-59956 - MAR. 23) (BR. 10)
- S-1 OFFSHORE PIPELINES INC, 5718 WESTHEIMER STE 600, HOUSTON, TX 77057 (713) 952-1000 - 4,600,000 (\$68,678,000) COMMON STOCK. (FILE 33-59958 - MAR. 23) (BR. 9)

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
ACME METALS INC PEGASUS HLDG CORP	COM 13D	3/29/93	483 9.0	00472410 9.4	UPDATE
AMBASE CORP BIANCO RICHARD A	COM 13D	1/29/93	5,377 12.1	02316410 5.1	RVSION
AMBASE CORP BIANCO RICHARD A	COM 13D	1/29/93	5,377 12.1	02316410 5.1	RVSTION
AMERICAN MEDCARE CORP NEWPORT CAPITAL INC	COM 13D	3/18/93	28,658 89.0	02741410 0.0	NEW
AMERICAN MEDCARE CORP NEWPORT CAPITAL INC	COM 13D	3/18/93	28,658 89.0	02741410 0.0	RVSION
CIRCLE FINL CORP BERKSHIRE ASSET MGMT ET AL	COM 13D	2/ 3/93	46 6.2	17256410 9.9	UPDATE
CIRCLE FINL CORP BERKSHIRE ASSET MGMT ET AL	COM 13D	2/ 3/93	46 6.2	17256410 9.9	RVSION
CITADEL HLDG CORP HECCO VENTURES ET AL	COM 13D	3/26/93	0 0.0	17286210 9.6	UPDATE
E-Z SERVE CORP QUASHA ALAN GRANT ET AL	COM 13D	2/27/93	23,067 100.0	26932910 12.2	UPDATE
EQUIVEST FINANCE INC MIAMCO INC	PFD 1A CV 12.5% 13D	3/12/93	174 30.2	29799820 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
EQUIVEST FINANCE INC	PFD 1A	CV 12.5%	174	29799820	
MIAMCO INC	13D	3/12/93	30.2	0.0	RVSION
FARAH INC	COM		2,707	30738710	
MARCIANO GEORGES ET AL	13D	3/29/93	37.2	28.7	UPDATE
FARAH INC	COM		2,707	30738710	
MARCIANO GEORGES ET AL	13D	3/29/93	37.2	28.7	RVSION
FOOTHILL GROUP INC	CL A		651	34510920	
NETWORK CO II LTD	13D	3/24/93	4.1	5.1	UPDATE
FOOTHILL GROUP INC	CL A		651	34510920	
NETWORK CO II LTD	13D	3/24/93	4.1	5.1	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
CHURCHILL RICHARD H JR	13D	10/22/92	N/A	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
CHURCHILL RICHARD H JR	13D	10/22/92	N/A	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
CROLL DAVID	13D	10/22/92	10.0	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
CROLL DAVID	13D	10/22/92	10.0	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
GORMLEY STEPHEN F	13D	10/22/92	N/A	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
GORMLEY STEPHEN F	13D	10/22/92	N/A	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
M/C INVESTORS G P - D INC	13D	10/22/92	10.1	0.0	NEW
GENERAL CELLULAR CORP	COM		724	36932020	
M/C INVESTORS G P - D INC	13D	10/22/92	10.1	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
M/C II G P - J INC	13D	10/22/92	10.1	0.0	NEW
GENERAL CELLULAR CORP	COM		724	36932020	
M/C II G P - J INC	13D	10/22/92	10.1	0.0	RVSION
GENERAL CELLULAR CORP	COM		724	36932020	
M/C INVESTORS G P - R INC	13D	10/22/92	10.1	0.0	NEW
GENERAL CELLULAR CORP	COM		724	36932020	
M/C INVESTORS G P - R INC	13D	10/22/92	10.1	0.0	RVSION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
GENERAL CELLULAR CORP M/C INVESTORS G P - S INC	COM 13D	10/22/92	724 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C INVESTORS G P - S INC	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/C II G P - D INC	COM 13D	10/22/92	724 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C II G P - D INC	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/C II G P - J INC	COM 13D	10/22/92	724 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C II G P - J INC	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/C II G P - R INC	COM 13D	10/22/92	724 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C II G P - R INC	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/C II G P - S INC	COM 13D	10/22/92	724 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C II G P - S INC	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/CP II L P	COM 13D	10/22/92	724 N/A	36932020 0.0	RVSION
GENERAL CELLULAR CORP M/CP II L P	COM 13D	10/22/92	724 N/A	36932020 0.0	RVSION
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS INV L P	COM 13D	10/22/92	724 10.0	36932020 0.0	RVSION
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS INV L P	COM 13D	10/22/92	724 10.0	36932020 0.0	RVSION
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS PRTRNS II	COM 13D	10/22/92	724 N/A	36932020 0.0	RVSION
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS PRTRNS II	COM 13D	10/22/92	724 N/A	36932020 0.0	RVSION
GENERAL CELLULAR CORP WADE JAMES F	COM 13D	10/22/92	724 10.1	36932020 0.0	RVSION