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Issue 87-206

# **COMMISSION ANNOUNCEMENTS**

MULTIPLE TRADING, MARKET STRUCTURE AND OPTION SPREADS STUDY

The Commission released a study entitled "Multiple Trading, Market Structure and Option Spreads" prepared by the Directorate of Economic and Policy Analysis. The study is being released at this time so that it may be reviewed by those who plan to testify at the scheduled hearings on proposed Rule 19c-5.

FOR FURTHER INFORMATION CONTACT: Directorate of Economic and Policy Analysis at (202) 272-2850

## ADMINISTRATIVE PROCEEDINGS

E. F. HUTTON & COMPANY, INC. AND JOHN A. PLIAKAS SANCTIONED

The Commission ordered public administrative proceedings under the Securities Exchange Act of 1934 against E. F. Hutton & Company, Inc. and John A. Pliakas. The Order alleges that Hutton, in its Providence branch office, violated certain recordkeeping and currency transaction reporting requirements of the Exchange Act wherein certain employees of the Providence branch office and their customers structured cash deposits to evade the currency transaction reporting requirements. It also alleges that Pliakas, former branch manager of Hutton's Providence office, failed reasonably to supervise the activities of other Hutton employees in connection with this course of conduct.

Hutton consented, without admitting or denying the allegations, to an Order providing for a censure and ordering Hutton to comply with undertakings as set forth in the Order. Pliakas consented to an Order providing for a 30-day suspension from association with any broker-dealer, municipal securities dealer, investment company or investment adviser, a 90-day suspension from acting in a managerial, supervisory or proprietary capacity with any broker-dealer, municipal securities dealer, investment company or investment adviser, and a requirement that, prior to acting in such a capacity, Pliakas re-take and obtain a passing grade on the NASD series 24 examination. (Rel. 34-25054)

# CIVIL PROCEEDINGS

PERMANENT INJUNCTION ENTERED AGAINST RICHARD W. SCHMADER

The Boston Regional Office announced that on October 7 Judge William G. Young, U.S. District Court for the District of Massachusetts, signed an Order of Permanent Injunction against Richard W. Schmader. The Order, among other things, enjoins Schmader from violating the antifraud provisions and from aiding and abetting violations of the books and records, internal control, and periodic reporting provisions of the securities laws. Schmader consented to the permanent injunction without admitting or denying the allegations in the Commission's Complaint.

The Complaint alleged, among other things, that Schmader, former president, treasurer, and chairman of the board of The Computer Store, Inc. (TCSI), aided and abetted TCSI's filing of a materially misleading Annual Report on Form 10-K for the year ended December 31, 1984 and of materially misleading quarterly reports on Forms 10-Q for 1985. Schmader is also alleged to have falsified company records. TCSI, formerly based in Sudbury, Massachusetts, filed for Chapter 7 liquidation in March 1986. (SEC v. Richard W. Schmader, DCMA, Civil Action No. 87-2426-Y). (LR-11586)

The Chicago Regional Office filed a Complaint on October 13 in the U.S. District Court for the District of Minnesota seeking a Temporary Restraining Order and Orders of Preliminary and Permanent Injunction against Kenneth H. Kube, a registered representaive, and the Mayor of West St. Paul, Minnesota, enjoining Kube from further violations of the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934.

On that same day, U.S. District Court Judge Donald Alsop, District of Minnesota, issued a Temporary Restraining Order enjoining Kube from further violations of the antifraud provisions and freezing his assets. A hearing on the Commission's Motion for a Preliminary Injunction is currently set for November 9, 1987.

The Complaint, Motion for a Temporary Restraining Order, and Supporting Affidavits allege that from 1982 to the present Kube raised approximately \$1.3 million from the sale of notes and evidences of indebtedness issued by him and that in the offer and sale of these securities Kube made misrepresentations and omissions regarding the use of proceeds, the identity of the issuer, the benefits to be derived in making an investment, and the risks involved in making an investment. (SEC v. Kenneth H. Kube, USDC DMN, Civil Action No. 3-87-707). (LR-11589)

#### PRIMO, INCORPORATED, ANTONIO M. BRUNETTI AND JOHN L. VISE ENJOINED

The Commission announced that on October 28 a complaint for permanent injunction was filed in the U.S. District Court for the District of Arizona against Primo, Incorporated, Antonio M. Brunetti and John L. Vise, all of Phoenix, Arizona. Primo franchises and operates restaurants. Brunetti is its board chairman, president and chief executive officer. Vise was its chief financial officer. All defendants are charged with alleged violations of the antifraud, false filings, false books and records and proxy provisions.

The complaint alleges, among other things, that in 1986 the defendants caused Primo to report earnings for periods in which it had in fact incurred losses by improperly recording as revenue, in May 1986, \$320,000 from a purported sale of a franchise. This revenue was included in Primo's 10-Q reports filed with the Commission in May and August 1986. The complaint alleges that the purported sale was made to a non-existent person.

Without admitting or denying the allegations of the complaint, all defendants consented to permanent injunctions against future violations. Entry of the orders is pending. The Commission acknowledges the substantial assistance provided by the Arizona Corporation Commission, Securities Division, in this matter. (SEC v. Primo, et al. (USDC for the District of Arizona; Civil Action No. 87-1729 PHX RGS) (LR-11593)

### **INVESTMENT COMPANY ACT RELEASES**

PRUDENTIAL-BACHE CAPITAL PARTNERS I, L.P.

A notice has been issued giving interested persons until November 17 to request a hearing on an application filed by Prudential-Bache Capital Partners I, L.P. and Prudential-Bache Partners Inc. requesting an order granting exemption from most provisions of the Investment Company Act permitting certain affiliated transactions, and granting confidential treatment for certain documents in connection with its operation as an employees' securities company. (Rel. IC-16077 - Oct. 23)

#### LUTHERAN BROTHERHOOD VARIABLE INSURANCE PRODUCTS COMPANY

A notice has been issued giving interested persons until November 17 to request a hearing on an application filed by Lutheran Brotherhood Variable Insurance Products Company, LBVIP Variable Annuity Account I, and Lutheran Brotherhood Securities Corp. for an order granting exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Investment Company Act to permit the deduction of mortality and expense risk charges in connection with the issuance of flexible premium deferred variable annuity insurance contracts. (Rel. IC-16078 - Oct. 23)

#### THE TOKAL BANK, LIMITED

A notice has been issued giving interested persons until November 17 to request a hearing on an application filed by The Tokai Bank, Limited for an order exempting it

from all provisions of the Investment Company Act to permit it to issue and sell its debt securities in the United States either directly or through one of its overseas branches. (Rel.  $IC^{-1}6079 - Oct. 23$ )

#### MORGAN GUARANTY TRUST COMPANY OF NEW YORK

An order has been issued to permit Morgan Guaranty Trust Company of New York, as custodian or subcustodian, to deposit securities and other assets of U.S. registered investment companies with Morgan Bank Nederland, Morgan Guaranty Australia Limited, J.P. Morgan Nominees Pty. Limited and Frankfurter Kassenverein. (Rel. IC-16080 - Oct. 26)

## **HOLDING COMPANY ACT RELEASES**

MIDDLE SOUTH UTILITIES, INC.

A supplemental order has been issued authorizing System Energy Resources, Inc., subsidiary of Middle South Utilities, Inc., to amend its Domestic Bank Loan Agreement and its Foreign Bank Loan Agreement in connection with the deferral of payment of installments. (Rel. 35-24482 - Oct. 23)

#### ALABAMA POWER COMPANY

A supplemental order has been issued granting Alabama Power Company, subsidiary of The Southern Company, an exception from the competitive bidding requirements of Rule 50 under Rule 50(a)(5) for the issuance and sale of up to \$200 million of first mortgage bonds and \$100 million of preferred stock. (Rel. 35-24483 - Oct. 23)

# **SELF-REGULATORY ORGANIZATIONS**

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change of the National Association of Securities Dealers, Inc. The proposal (SR-NASD-87-44) amends the definition of "limited size" contained in the Rules of Practice and Procedure for the NASD's Small Order Execution System (SOES) to permit the NASD's President, between October 23 and December 31, 1987, to establish the maximum size of individual orders that may be entered into or executed through the SOES system at any level between 300 and 1,000 shares. (Rel. 34-25064)

# **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-4 FIRST MICHIGAN BANK CORP, 101 E MAIN ST, P D BOX 300, ZEELAND, MI 49464 (616) 396-9000 546,000 (\$6,588,000) COMMON STOCK. (FILE 33-17984 OCT. 19) (BR. 2)
- S-6 PILGRIM JOINT LIFE SEP ACCUUNT OF FIRST CAPITAL LIFE INS CO, 11011 N TORREY PINES RD, P O BOX 2700, LA JOLLA, CA 92038 (619) 452-9060 -INDEFINITE SHARES. DEPOSITOR: FIRST CAPITAL LIFE INSURANCE CO. (FILE 33-17993 -OCT. 20) (BR. 20 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVI TR CA MUN PORT INTERM LONG TERM SER 17, 130 LIBERTY ST, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10006 16,500 (\$16,995,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-18000 OCT. 22) (BR. 22 NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVT TR CA MUN PORT INTERM LONG TERM SER 16, 130 LIBERTY ST,

  C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10006 16,500 (\$16,995,000)

  UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-18001 OCT. 22)

  (BR. 22 NEW ISSUE)

- S-6 SEARS EQUITY INVESTMENT TRUST SHORT TERM SERIES 1, 130 LIBERTY ST,

  C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10006 (212) 326-8838 INDEFINITE SHARES.

  DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-18002 OCT. 22) (BR. 22 NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 446, 333 W WACKER DR, C/O JOHN NUVEEN & CO INC. CHICAGO, IL 60606 INDEFINITE SHARES. DEPOSITOR: NUVEEN JOHN & CO INC. (FILE 33-18003 OCT. 22) (BR. 22 NEW ISSUE)
- S-8 QUAKER DATS CO, 345 MERCHANDISE MART PLZ, PO BOX 9001, CHICAGO, IL 60604 (312) 222-7111 73,500,000 (\$73,500,000) OTHER SECURITIES INCLUDING VOTING TRUST. 1,500,000 COMMON STOCK. (FILE 33-18004 OCT. 22) (BR. 13)
- N-1A COLLECTIVE INVESTMENT TRUST FOR SEAFIRST RETIREMENT ACCOUNTS, 701 FIFTH AVE,
  C/O SEATTLE FIRST NATIONAL BANK, SEATTLE, WA 98104 (206) 358-6119 (FILE 33-18026 DCT. 20) (BR. 18 NEW ISSUE)
- N-1A RUSSELL INSURANCE FUNDS INC, 1500 FIRST INTERSTATE PLZ, TACOMA, WA 98402
  (206) 627-7001 INDEFINITE SHARES. (FILE 33-18030 OCT. 20) (BR. 20 NEW ISSUE)
- S-1 MBNA CREDIT CARD TRUST 1987-A, 400 CHRISTIANA RD, NEWARK, DE 19713 (302) 453-9930 500,000,000 (\$500,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-18031 OCT. 20) (BR. 1 NEW ISSUE)
- S-1 UNITED CELLULAR MASTER LIMITED PARTNERSHIP, 3575 CAHUENGA BLVD STE 495, LOS ANGELES, CA 90068 (213) 850-3318 3,000,000 (\$60,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-18034 OCT. 20) (BR. 7 NEW ISSUE)
- N-1A FBL INSTITUTIONAL SERIES FUND, 5400 UNIVERSITY AVE, WEST DES MOINES, IA 50265 (515) 225-5586 (FILE 33-18047 - OCT. 21) (BR. 16 - NEW ISSUE)
- S-2 NOBLE ROMANS INC, 2620 N HWY 37, P O BOX 1089, BLOOMINGTON, IN 47402 (812) 339-3533 2,300,000 (\$2,300,000) STRAIGHT BONDS. 115,000 (\$805,000) COMMON STOCK. (FILE 33-18049 OCT. 21) (BR. 11)
- S-8 CORPORATE SOFTWARE INCORPORATED, 410 UNIVERSITY AVE, WESTWOOD, MA 02090 (617) 329-3500 316,520 (\$3,244,330) COMMON STOCK. (FILE 33-18058 OCT. 21) (BR. 9)
- S-8 MDT CORP /DE/, 2300 205TH ST, TORRANCE TECHNOLOGY CTR, TORRANCE, CA 90503 (213) 618-9269 64,000 (\$180,000) COMMON STOCK. (FILE 33-18062 OCT. 21) (BR. 8)
- S-4 PNC FINANCIAL CORP, 681 ANDERSEN DR, FOSTER PLZ, PITTSBURGH, PA 15220 (412) 928-5750 15,914,305 (\$638,641,060) COMMON STOCK. (FILE 33-18064 OCT. 21) (BR. 2)
- S-1 TODAY HOME ENTERTAINMENT INC, 9200 SUNSET BLVD PENTHOUSE 9, LOS ANGELES, CA 90069 (213) 278-6490 3,300,000 (\$10,725,000) COMMON STOCK. 3,300,000 (\$2,475,000) COMMON STOCK. (FILE 33-18065 OCT. 22) (BR. 12)
- S-8 MSI DATA CORP/DE, 340 FISCHER AVE, COSTA MESA, CA 92626 (714) 549-6000 150,000 (\$2,531,250) COMMON STOCK. (FILE 33-18068 OCT. 22) (BR. 10)