

# sec news digest

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March 14, 1985

U.S. SECURITIES AND  
EXCHANGE COMMISSION

## CIVIL PROCEEDINGS

### COMPLAINT NAMES NATIONAL MEDPLEX CORPORATION

The Commission filed a civil injunctive action on March 12 in the U.S. District Court for the District of Columbia against National Medplex Corporation of Great Neck, New York. The complaint alleges violations of the reporting provisions of the securities laws and seeks a Judgment of Permanent Injunction and Other Relief.

The Commission alleges that, as part of a continuing course of violative conduct extending over several years, Medplex, in disregard of its statutory obligations, failed to file or failed to file timely certain Annual and Quarterly Reports on Forms 10-K and 10-Q and certain Notifications of Late Filing on Form 12b-25. The Commission requests that the Court order Medplex to file its delinquent Annual and Quarterly Reports and enjoin it from further violations of the reporting provisions of the securities laws. (SEC v. National Medplex Corporation, USDC DC, Civil Action No. 85-0829). (LR-10693)

### DEFAULT JUDGMENT AND FINDINGS OF FACT ENTERED AGAINST MELINWORTH DEPENDANT

The Los Angeles Regional Office announced that on February 25 Judge William Rea, U.S. District Court for the Central District of California, entered a Default Order, and Findings of Fact and Conclusions of Law in support thereof, permanently enjoining Douglas A. DiLaura from further violations of the registration and antifraud provisions of the securities laws. Melinworth Financial Securities, Inc., Wentworth Oil of California, Inc. and Laban Hock previously consented to an Order permanently enjoining them from further registration and antifraud violations.

Among the Court's Findings were that: since May 1983, Melinworth and Wentworth had offered and sold limited partnership interests and investment contracts in oil and gas programs and had raised over \$7.6 million from at least 500 investors nationwide; Melinworth and Wentworth commingled investors' funds with their own and with funds of other partnerships; investors' funds were used for non-partnership purposes, for DiLaura's and others' personal benefit, and for the repayment of other investors; the partnerships received no income from their oil and gas wells; there was no production insurance on the wells; and the defendants' ability to pay returns to investors was dependent on the influx of new investors' funds. (SEC v. Melinworth Financial Securities, Inc., et al., Civil Action No. 84-8194 WJR). (LR-10694)

### MAURICE RIND PERMANENTLY ENJOINED

The New York and Fort Worth Regional Offices announced that on February 15 Judge John F. Keenan, U.S. District Court for the Southern District of New York, signed a Final Judgment of Permanent Injunction by Consent against Maurice Rind. The Judgment prohibits further violations of the antifraud and margin provisions of the securities laws and requires Rind to present a copy of the Judgment of any brokerage firm with which he intends to do business, to any bank from which he seeks a loan collateralized wholly or partly by securities, and to any delivery versus payment agent.

The complaint alleges that from about January 1983 to date, Rind defrauded broker-dealers across the nation by purchasing over \$10 million worth of First City Properties, Inc. securities and securities of other companies, without intending to make payment. Rind failed to pay fully or partially or failed to pay required margin, resulting in combined losses to brokers of \$500,000. (SEC v. Thomas W. Reid, et al., 85 Civil 1123 [JFK] SDNY). (LR-10695)

The New York and Fort Worth Regional Offices announced that on February 13 Judge John F. Keenan, U.S. District Court for the Southern District of New York, signed Final Judgments of Permanent Injunction by Consent against Michael Joe Rogers and Armond Zaccaria. The Judgments prohibit further violations of the antifraud and margin provisions of the securities laws and require Rogers and Zaccaria to present a copy of the Judgment of any brokerage firm with which they intend to do business, to any bank from which they seek loans collateralized wholly or partly by securities, and to any delivery versus payment agent.

The complaint alleges that from about January 1983 to date, the defendants defrauded broker-dealers across the nation by purchasing over \$10 million worth of First City Properties, Inc. securities and securities of other companies, without intending to make payment. The defendants failed to pay fully or partially or failed to pay required margin, resulting in combined losses to brokers of \$500,000. (SEC v. Thomas W. Reid, et al., 85 Civil 1123 [JFK] SDNY). (LR-10696)

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## INVESTMENT COMPANY ACT RELEASES

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### ELI SECURITIES CO.

A notice has been issued giving interested persons until April 8 to request a hearing on an application of Eli Securities Co. for an order declaring that it has ceased to be an investment company. (Rel. IC-14412 - March 12)

### NATIONAL HOME FINANCE COMPANY

A notice has been issued giving interested persons until April 5 to request a hearing on an application filed by National Home Finance Company, subsidiary of National Home Finance Corporation, exempting it from all provisions of the Investment Company Act. (Rel. IC-14413 - March 12)

### PAINWEBBER TAX-EXEMPT INCOME FUND, INC.

An order has been issued granting PaineWebber Tax-Exempt Income Fund, Inc. (Fund) and PaineWebber Incorporated an exemption from the provisions of Section 22(d) of the Investment Company Act to permit certificate holders of certain unit investment trusts to invest interest income and principal distributions received from such unit investment trusts in shares of the Fund at other than the current public offering price. (Rel. IC-14414 - March 13)

### MERRILL LYNCH CORPORATE DIVIDEND FUND, INC.

A notice has been issued giving interested persons until April 8 to request a hearing on an application filed by the following companies requesting an order exempting them from the provisions of Sections 17(f) and 18(f)(1) of the Investment Company Act: Merrill Lynch Corporate Dividend Fund, Inc., Merrill Lynch Corporate Bond Fund, Inc., Merrill Lynch Municipal Bond Fund, Inc., Merrill Lynch Federal Securities Trust, Merrill Lynch Asset Management, Inc. (MLAM) and Fund Asset Management, Inc. (FAMI) and any other registered investment companies now advised, or which in the future may be advised, by MLAM or FAMI, and which may engage in the trading activities described in the application. The exemption will permit Applicants to trade interest rate futures contracts, stock index futures contracts, municipal bond index futures contracts and related options. (Rel. IC-14415 - March 13)

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## HOLDING COMPANY ACT RELEASES

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### SYSTEM FUELS, INC.

A notice has been issued giving interested persons until April 8 to request a hearing on a proposal by System Fuels, Inc. (SFI), Louisiana Power and Light Company, Arkansas Power & Light Company, and Middle South Energy, Inc., subsidiaries of Middle South Utilities, Inc. SFI will enter into a revolving credit agreement for system nuclear fuel financing with Prudential Interfunding Corp. for up to \$50 million of borrowings for two years, which may be extended for additional one-year periods. (Rel. 35-23628 - March 13)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTING CORRECTION

A release published in the March 5 News Digest incorrectly indicated that an order had been issued granting an application by Dataflex Corp. to delist its common stock (no par value) from the Boston Stock Exchange (BSE). Subsequent to its delisting application, Dataflex requested that it not be delisted and it remains listed on the BSE. (Rel. 34-21808A)

### WITHDRAWALS GRANTED

Orders have been issued granting the applications of the following companies to withdraw their specified securities from listing and registration on the following stock exchanges: American Stock Exchange, Inc. - SUNAIR ELECTRONICS, INC., common stock (\$.10 par value). (Rel. 34-21844); and the New York Stock Exchange, Inc. - CLABIR CORPORATION, 15-7/8% subordinated debentures, due December 1, 1997. (Rel. 34-21845)

### DELISTINGS GRANTED

Orders have been issued granting the applications of the following stock exchanges to strike the specified securities from listing and registration thereon: New York Stock Exchange - CARNATION COMPANY, common stock (\$2.00 par value). (Rel. 34-21846); and the Philadelphia Stock Exchange - AVCO CORPORATION, all put and call options respecting its common stock (\$3.00 par value). (Rel. 34-21848)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGES

Proposed rule changes have been filed by: The New York Stock, Inc. (SR-NYSE-85-4) to permit the NYSE to run a six-month pilot program testing the feasibility of a new set of settlement periods to be set at the option of the parties to a transaction. (Rel. 34-21836); The Municipal Securities Rulemaking Board (SR-MSRB-85-10) to amend Rule G-12 on uniform practice concerning attachment of interest payment checks to deliveries of securities made after the record date of the securities. (Rel. 34-21837); and The National Association of Securities Dealers, Inc. (SR-NASD85-2) that amends certain sections of the NASD's By-Laws by codifying specified association practices relating to the expulsion and suspension of members and associated persons, by prohibiting a member's participation in adjudicatory proceedings in which a conflict of interest exists, and by recognizing the rulemaking authority of the Municipal Securities Rulemaking Board. The proposed rule change also makes certain technical amendments to the NASD's Code of Procedure. (Rel. 34-21839)

Publication of the proposals are expected to be made in the Federal Register during the weeks of March 18, March 18 and March 11, respectively.

### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the National Association of Securities Dealers, Inc. (SR-NASD-82-11) which revises the NASD's Code of Procedure by making it applicable to virtually all disputes between the NASD and its members, such as disciplinary actions, admissions decisions, limitations or denials of access to services, and other appropriate proceedings. (Rel. 34-21838)

### ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission approved, on an accelerated basis, a proposed rule change filed by the National Association of Securities Dealers, Inc. (SR-NASD-85-3) to make technical amendments to the recodified Code of Procedure and delete certain sections of Schedule C and D to the By-Laws which have become obsolete. (Rel. 34-21840)

## 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-3 NETWORK SYSTEMS CORP, 7600 BOONE AVE NORTH, MINNEAPOLIS, MN 55428 (612) 425-2202 - 1,000,000 (\$28,875,000) COMMON STOCK. (FILE 2-96214 - MAR. 05) (BR. 10)
- S-8 SHARED MEDICAL SYSTEMS CORP, 51 VALLEY STREAM PARKWAY, MALVERN, PA 19355 (215) 296-6300 - 100,000 (\$3,275,000) COMMON STOCK. (FILE 2-96225 - MAR. 05) (BR. 6)
- S-6 MUNICIPAL INVESTMENT TRUST FUND FIFTEENTH CALIF INSURED SERS, ONE LIBERTY PLZ 165 BROADWAY, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES. (FILE 2-96227 - MAR. 05) (BR. 17 - NEW ISSUE)
- S-6 SEARS GOVERNMENT INVESTMENT TRUST GNMA PORTFOLIO SERIES 6, 130 LIBERTY ST, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10006 - INDEFINITE SHARES. (FILE 2-96229 - MAR. 05) (BR. 16 - NEW ISSUE)
- S-1 SILVER SCREEN PARTNERS II LP, 595 MADISON AVE, NEW YORK, NY 10022 (212) 310-1500 - 300,000 (\$150,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-96230 - MAR. 04) (BR. 11 - NEW ISSUE)
- S-8 ROCKCOR INC, 11441 WILLOWS RD N E, REDMOND, WA 98052 (206) 885-5000 - 150,000 (\$1,441,500) COMMON STOCK. (FILE 2-96233 - MAR. 05) (BR. 7)
- S-8 FIRST ILLINOIS CORP, 800 DAVIS ST, EVANSTON, IL 60204 (312) 866-5500 - 150,000 (\$3,075,000) COMMON STOCK. (FILE 2-96234 - MAR. 05) (BR. 2)
- S-2 TEACHERS SERVICE ORGANIZATION INC, 3515 SILVERSIDE RD, WILMINGTON, DE 19810 (302) 478-4846 - 25,000,000 (\$25,000,000) STRAIGHT BONDS. (FILE 2-96236 - MAR. 06) (BR. 11)
- S-3 STEPAN CO, EDENS & WINNETKA RDS, NORTHFIELD, IL 60093 (312) 446-7500 - 70,282 (\$1,335,358) COMMON STOCK. (FILE 2-96237 - MAR. 06) (BR. 2)
- S-8 BELL ATLANTIC CORP, 1600 MARKET ST, PHILADELPHIA, PA 19103 (215) 963-6000 - 270,000,000 (\$270,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 2,300,000 COMMON STOCK. (FILE 2-96246 - MAR. 06) (BR. 13)
- S-8 JAMES RIVER CORP OF VIRGINIA, TREDEGAR ST, RICHMOND, VA 23219 (804) 644-5411 - 2,000,000 (\$57,250,000) COMMON STOCK. (FILE 2-96179 - MAR. 01) (BR. 8)
- S-3 UNION ELECTRIC CO, 1901 GRATIOT ST, ST LOUIS, MO 63103 (314) 621-3222 - 8,000,000 (\$132,000,000) COMMON STOCK. (FILE 2-96198 - MAR. 04) (BR. 8)
- S-8 CITADEL HOLDING CORP, 600 N BRAND BLVD, GLENDALE, CA 91203 (818) 956-7100 - 290,325 (\$6,713,766) COMMON STOCK. (FILE 2-96207 - MAR. 05) (BR. 21)
- S-18 INTERVOICE INC, 1701 N GREENVILLE AVE, STE 204, RICHARDSON, TX 75081 (214) 669-3988 - 676,500 (\$4,059,000) COMMON STOCK. 676,500 WARRANTS, OPTIONS OR RIGHTS. 676,500 (\$3,044,250) COMMON STOCK. (FILE 2-96211 - MAR. 05) (BR. 10 - NEW ISSUE)
- N-1A CALDWELL FUND INC, 250 TAMPA AVE WEST, VENICE, FL 33595 (813) 495-0654 - 500,000 (\$5,000,000) COMMON STOCK. (FILE 2-96218 - MAR. 05) (BR. 16 - NEW ISSUE)
- S-6 VARIABLE ANNUITY LIFE INSURANCE CO SEPARATE ACCOUNT A, 2727 ALLEN PKWY, HOUSTON, TX 77019 - INDEFINITE SHARES. (FILE 2-96223 - MAR. 05) (BR. 20)
- S-6 MUNICIPAL SECURITIES TRUST MULTI STATE SERIES 12, 55 WATER ST, C/O BEAR STEARNS & CO, NEW YORK, NY 10041 - 24,000 (\$16,800,000) UNIT INVESTMENT TRUST. (FILE 2-96226 - MAR. 05) (BR. 16 - NEW ISSUE)
- S-8 COMPRESSION LABS INC, 2305 BERING DR, SAN JOSE, CA 95131 (408) 946-3060 - 525,000 (\$3,008,000) COMMON STOCK. (FILE 2-96228 - MAR. 05) (BR. 9)
- S-14 AVALON ENERGY CORP, 645 MADISON AVE, NEW YORK, NY 10022 (212) 355-1641 - 7,767,257 (\$37,026,118) COMMON STOCK. (FILE 2-96231 - MAR. 06) (BR. 6)

- S-1 GENETIC ENGINEERING INC, 136TH AVE & N WASHINGTON ST, DENVER, CO 80233  
(303) 457-1311 - 775,525 (\$2,714,338) COMMON STOCK. 775,525  
WARRANTS, OPTIONS OR RIGHTS. 775,525 (\$5,040,9E3) COMMON STOCK. (FILE 2-96232 -  
MAR. 06) (BR. 3)
- S-8 ROY MILTON CO, ONE P&J BL NE, ST PETERSBURG, FL 33701 (813) 823-4444 - 347,500  
(\$4,821,562.50) COMMON STOCK. (FILE 2-96235 - MAR. 06) (BR. 9)
- S-8 BERRIE RUSS & CO INC, 111 BAUER DR, OAKLAND, NJ 07436 (210) 891-7500 - 80,000  
(\$1,826,651) COMMON STOCK. (FILE 2-96239 - MAR. 06) (BR. 7)
- S-8 BERRIE RUSS & CO INC, 111 BAUER DR, OAKLAND, NJ 07436 (210) 891-7500 - 50,000  
(\$1,061,000) COMMON STOCK. (FILE 2-96240 - MAR. 06) (BR. 7)
- S-1 PRUDENTIAL BACHE FUTURES FUND, 100 GOLD ST 7TH FL, NEW YORK, NY 10292 (212) 791-4830  
- 35,000 (\$37,100,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-96241 - MAR. 06)  
(BR. 12 - NEW ISSUE)
- S-14 NATIONAL CITY BANCSHARES INC, 227 MAIN ST, EVANSVILLE, IN 47708 (312) 425-6261 -  
450,000 (\$20,475,000) COMMON STOCK. (FILE 2-96244 - MAR. 06) (BR. 2 - NEW ISSUE)
- S-8 FINGERMATRIX INC, 30 VIRGINIA RD, NORTH WHITE PLAINS, NY 10603 (914) 428-5441 -  
250,000 (\$1,609,375) COMMON STOCK. (FILE 2-96245 - MAR. 05) (BR. 8)
- S-3 NATIONAL INTERGROUP INC, 20 STANWIX ST, PITTSBURGH, PA 15222 (412) 394-4100 -  
1,000,000 (\$30,875,000) COMMON STOCK. (FILE 2-96247 - MAR. 06) (BR. 6)
- S-8 WESTERN TELE COMMUNICATIONS INC, 5690 DTC BLVD STE 500, ENGLEWOOD, CO 80111  
(303) 796-9100 - 46,000 (\$172,500) COMMON STOCK. 80,000 (\$600,000) COMMON STOCK.  
24,000 (\$477,000) COMMON STOCK. (FILE 2-96248 - MAR. 05) (BR. 7)
- S-14 RALEIGH BANKSHARES INC, ONE PARK AVE, P O DRAWER D, BECKLEY, WV 25801 (304) 255-7000  
- 150,000 (\$5,484,000) COMMON STOCK. (FILE 2-96250 - MAR. 06) (BR. 1)
- S-2 MAXMAN INDUSTRIES INC, 24460 AURORA RD, BEDFORD HEIGHTS, OH 44146 (216) 439-1830 -  
20,000,000 (\$20,000,000) CONVERTIBLE DEBENTURES AND NOTES. 878,000 (\$10,536,000)  
COMMON STOCK. (FILE 2-96251 - MAR. 06) (BR. 10)
- S-8 FABRI CENTERS OF AMERICA INC, 23550 COMMERCE PARK RD, BEACHWOOD, OH 44122  
(216) 464-2500 - 150,000 (\$1,931,250) COMMON STOCK. (FILE 2-96253 - MAR. 06) (BR. 1)
- S-3 MUFFY CORP, 7701 BYERS RD, P O BOX 1204, MIAMISBURG, OH 45342 (513) 866-6251 -  
27,800 (\$385,725) COMMON STOCK. (FILE 2-96255 - MAR. 06) (BR. 11)
- S-3 TOPSYS INTERNATIONAL INC, 6045 MARTWAY, MISSION, KS 66202 (913) 677-4400 - 8,000  
(\$41,000) COMMON STOCK. (FILE 2-96256 - MAR. 06) (BR. 11)
- S-1 GTECH CORP, 101 DYER ST, PROVIDENCE, RI 02903 (401) 273-7700 - 28,750,000  
(\$28,750,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-96258 - MAR. 06) (BR. 10)
- S-8 GREINER ENGINEERING INC, 300 E CARPENTER FWY STE 1210, IRVING, TX 75062  
(214) 258-6208 - 50,000 (\$487,500) COMMON STOCK. (FILE 2-96260 - MAR. 06) (BR. 9)
- S-3 NATIONAL MEDICAL ENTERPRISES INC /NV/, 11620 WILSHIRE BLVD, LOS ANGELES, CA 90025  
(213) 479-5526 - 40,000 (\$396,000) COMMON STOCK. (FILE 2-96267 - MAR. 07) (BR. 6)
- S-8 CYBERTEK COMPUTER PRODUCTS INC, 6133 BRISTOL PKY, CULVER CITY, CA 90230  
(213) 649-2450 - 100,000 (\$800,000) COMMON STOCK. (FILE 2-96268 - MAR. 07) (BR. 9)
- S-8 LORIMAR INC, 3970 OVERLAND AVE, CULVER CITY, CA 90230 (213) 202-2000 - 300,000  
(\$10,912,500) COMMON STOCK. (FILE 2-96269 - MAR. 07) (BR. 12)
- S-8 LORIMAR INC, 3970 OVERLAND AVE, CULVER CITY, CA 90230 (213) 202-2000 - 300,000  
(\$10,912,500) COMMON STOCK. (FILE 2-96270 - MAR. 07) (BR. 12)

REGISTRATIONS EFFECTIVE

Jan. 31: Hartford National Corporation, 2-94694.  
Feb. 5: Amerifirst Financial Corporation, 2-92342-S.  
Feb. 8: AEI Real Estate Fund 85-A Limited Partnership, 2-94794-C; Empire-Orr, Inc.,  
2-94343; Northland Cable Properties, 2-95230-S.

## ACQUISITIONS 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 prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
AQUANAUTICS CORP EDELSON TECH PARTNERS L P	COM 13D	2/28/85	1,500 16.7	03890510 0.0	NEW
BRNF LIQUIDATING TRST ATLANTIC CAPITAL CORP	BEN INT SER A 13D	3/ 6/85	379 10.1	05591610 10.1	UPDATE
BRNF LIQUIDATING TRST ATLANTIC CAPITAL CORP	BEN INT SER B 13D	3/ 6/85	75 14.6	05591620 14.6	UPDATE
BYAD INC BLAIR WILLIAM VENTURE PTNRS	COM 13D	11/ 5/84	325 10.7	12430710 0.0	NEW
CAMBRIAN SYS INC CHARNO HAROLD	COM 13D	3/ 5/85	201 7.2	13213310 0.0	NEW
COMMODORE CORP GREAT AMERICAN MGT&INVESTMENT	COM 13D	2/26/85	25,080 100.0	20265110 86.3	UPDATE
ENERGY EXCHANGE CORP GUERNSEY PETROLEUM CORP	CL A 13D	2/20/85	4,716 9.3	29266610 10.4	UPDATE
FLORIDA PARTNERS CORP LEVAN ALAN B ET AL	COM 13D	2/28/85	200 17.1	34107210 16.1	UPDATE
KENTRON INTL INC PLANNING RESEARCH ET AL	COM 14D-1	3/ 8/85	5,826 95.7	49116010 98.4	UPDATE
KEY IMAGE SYS INC MAHDAVI FARADJOLLAH ET AL	CL A 13D	2/18/85	100 11.5	49308610 0.0	NEW
LUNDY ELECTRS & SYS INC TRANSTECHNOLOGY CORP	COM 13D	2/23/85	176 7.7	55037410 6.2	UPDATE
NICHOLS S E INC BRECKER ANNE ET AL	COM 13D	2/28/85	413 8.9	65380310 0.0	NEW
NICHOLS S E INC BRECKER MANFRED	COM 13D	2/28/85	1,498 32.2	65380310 30.0	UPDATE
NICHOLS S E INC ROSENBAUM HANNI	COM 13D	2/28/85	444 9.6	65380310 9.6	UPDATE
NICHOLS S E INC ROSENBAUM IRVING M ET AL	COM 13D	2/28/85	280 6.0	65380310 9.0	UPDATE
PHILLIPS PETE CO MESA PARTNERS	COM 13D	3/ 6/85	8,899 5.8	71850710 5.8	UPDATE
RESOURCES WEST INC JENSEN GEORGE	COM 13D	12/ 1/84	8,780 18.0	76122310 89.5	UPDATE

## ACQUISITION REPORTS CONT.

RESOURCES WEST INC RGS LTD	COM	13D	12/ 1/84	17,937 46.6	76122310 0.0	NEW
SCOTT & FETZER CO BOESKY IVAN F. ET AL	COM	13D	2/28/85	485 7.3	80936710 5.5	UPDATE
SHIRE NATIONAL CORP LAZROU JONATHAN	COM	13D	2/15/85	200 12.0	82481710 0.0	NEW
SHIRE NATIONAL CORP SHAPIO ROMIE	COM	13D	2/15/85	110 7.0	82481710 0.0	NEW
SULLIVAN CNTY HARNESS RACING BERENSON PARI MUTUAL INC	COM CL A	13D	2/27/85	692 89.5	86515110 88.2	UPDATE
TULL J M INDS INC INSTEEL AQUIS/INLAND STEEL	COM	14D-1	3/11/85	0 0.0	89930410 0.0	NEW
ALLIED CAP CORP ALCAP LTD	COM	13D	2/ 5/85	263 15.1	01909310 16.1	UPDATE
ARLTRU BANCORP MURPHY DANIEL J III ET AL	COM	13D	2/20/85	261 46.3	04206010 31.3	UPDATE
BALDWIN SECS CORP GUILDEN PAUL	COM	13D	1/16/85	1,141 30.2	05825510 0.0	NEW
BIBB CO FIDELITY INTL LTD ET AL	COM	13D	3/ 1/85	129 7.1	08866510 0.0	NEW
CANAL RANDOLPH CORP REA BROTHERS PLC	COM	13D	3/ 1/85	71 4.6	13705110 4.7	UPDATE
CANAL RANDOLPH CORP REA BROS (GUERNSEY) LTD ET AL	COM	13D	3/ 1/85	122 7.9	13705110 8.7	UPDATE
CECO INDS INC DAVIDSON ALICE	COM	13D	2/15/85	511 10.9	15003610 8.5	UPDATE
CHATHAM CORP BRAININ GARRY	COM	13D	2/13/85	384 24.8	16187910 24.3	UPDATE
CITADEL HDLG CORP GOLDMAN SACHS & CO	COM	13D	3/ 4/85	238 7.5	17286210 6.5	UPDATE
COMMERCIAL FEDERAL CORP BAUPOST GRP INC	COM	13D	2/27/85	188 7.0	20164710 0.0	NEW
COMPUCARE INC BAXTER TRAVENOL LABS	COM	13D	3/ 1/85	1,703 30.4	20477410 0.0	NEW
CORPUS CHRISTI BANCSHARES JENKINS CHARLES K	COM	13D	3/ 1/85	32 8.0	22007210 0.0	NEW
CROWN ZELLERBACH CORP DIA INVESTMENT N V ET AL	COM	13D	3/ 1/85	2,357 8.7	22866910 0.0	NEW
DILLARD DEPT STORES INC AMERICAN NATL INS CO	CL A	13D	3/ 8/85	304 2.1	25406310 4.3	UPDATE
EASCO CORP EQUITY GROUP HOLDINGS	COM	13D	3/ 5/85	1,231 18.3	27033010 18.1	UPDATE
ENDO LASE INC GORDON C LEONARD	COM	13D	3/ 1/85	883 14.1	29293510 16.5	UPDATE
FISCHBACH CORP PENNSYLVANIA ENGINEERING ET AL	COM	13D	2/27/85	1,641 42.5	33765910 26.9	UPDATE

## ACQUISITION REPORTS CONT.

GENERAL REFRACTORIES CO HORSEHEAD INDS	COM	13D	2/28/85	987 25.5	37062210 0.0	NEW
GREAT LAKES INTL INC TRIANGLE INDS INC	COM	13D	2/28/85	152 5.4	39066210 0.0	NEW
GROVE PRESS INC GPI ACQUISITION ET AL	COM	13D	3/ 1/85	847 61.6	39960410 0.0	NEW
HMD AMER INC TANNEBAUM THEODORE	COM	13D	2/ 5/85	2,761 42.6	40499010 0.0	NEW
HARVEST INDUSTRIES INC ALTAIR CORP	COM	13D	2/25/85	1,041 80.6	41753310 80.2	UPDATE
LEADER DEV CORP RITZMAN WANDA S	COM	13D	4/13/84	403 15.5	52190110 0.0	NEW
LEVITZ FURNITURE CORP LFC HOLDING	COM PAR \$0.40 14D-1		3/11/85	0 0.0	52748020 0.0	NEW
MAGMA PWR CO DOW CHEMICAL	COM	13D	2/ 7/85	2,766 18.6	55919410 16.8	UPDATE
NEW YORKER MAGAZINE INC ADVANCE PUBLICATIONS INC	COM	13D	3/ 8/85	142 17.1	65014510 3.9	UPDATE
PANTRY PRIDE INC MACANDREWS & FORBES HLDG ET AL	COM	13D	3/ 4/85	7,938 21.0	69865810 18.4	UPDATE
PRIAM CORP TVI MGMT	COM	13D	2/28/85	0 0.0	74140010 0.0	NEW
SALEM CORP BIRDSBORD CORP ET AL	COM	13D	2/27/85	813 49.4	79409910 49.4	UPDATE
SHIRE NATIONAL CORP HERRICK EDWARD	COM	13D	2/15/85	209 13.0	82481710 0.0	NEW
SHIRE NATIONAL CORP MORRIS PHILIP A	COM	13D	2/15/85	100 6.0	82481710 0.0	NEW
STAUFFER CHEM CO CPI ACQUISITION/CHESEBRGM	COM PMD	14D-1	3/11/85	8,254 19.0	85772110 19.0	UPDATE
TIMBERLAND INDS INC FURST ASSOC ET AL	COM	13D	3/ 8/85	137 12.3	88710210 9.8	UPDATE
UNITED ED & SOFTWARE COHEN AARON	COM	13D	1/30/85	190 10.1	91020410 0.0	NEW
UNITED ED & SOFTWARE LIN JACK	COM	13D	1/30/85	129 6.8	91020410 0.0	NEW
WASHINGTON BANCORP HODGES LUTHER H JR ET AL	COM	13D	2/28/85	1,065 77.1	93727010 0.0	NEW
WESTERN UN CORP CURTISS WRIGHT CORP ET AL	COM	13D	2/ 5/85	4,422 18.1	95980510 17.9	UPDATE
WHEELED COACH IND INC COLLINS INDS	COM	13D	3/ 1/85	1,750 70.0	96300310 0.0	NEW
WOODS PETE CORP SUNSHINE MINING CO	COM	13D	3/ 6/85	3,548 30.5	98014010 28.4	UPDATE
WRIGHT WM E CO WRIGHT HARRY FAM VOTING TRS	COM	13D	2/18/85	266 12.6	98226310 9.8	RYSION