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February 14, 1990

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U.S. SECURITIES AND

NOTICE OF COMMISSION MEETINGS COMMISSION

CHANGES IN THE MEETING: Wednesday, February 14, Meetings Cancelled

The following item will not be considered at an open meeting scheduled for Wednesday, February 14, 1990 at 2:00 p.m.:

The Commission will hear oral argument on an appeal by Thomas J. Fittin, Jr., formerly president and principal shareholder of Fittin, Cunningham & Lauzon, a registered broker-dealer, from an administrative law judge's initial decision.

The following item will not be considered at a closed meeting scheduled for Wednesday, February 14, 1990, following the 2:00 p.m. open meeting:

Post oral argument discussion.

Commissioner Fleischman, as duty officer, determined that Commission business required the above changes.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: David Underhill at (202) 272-2014.

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST PIETRO GATTINI

The Commission instituted public administrative proceedings under Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Pietro Gattini, a registered representative, and accepted Gattini's offer of settlement.

The administrative proceedings were based on the permanent injunction entered by consent against Gattini. The Commission's Order finds that Gattini was enjoined from further violations of the registration, antifraud and anti-manipulation provisions of the federal securities laws. The Order stated that the Commission's complaint alleged, among other things, that Gattini traded unregistered securities, sold DataForce stock between and among various accounts, and employed other manipulative devices, including nominee accounts, wash sales, and matched orders to create, develop and maintain the appearance of an active market for DataForce securities and to maintain an artificially high market price for the securities.

The Commission's Order provides that Gattini be barred from association with any broker, dealer, investment company, investment adviser, or municipal securities dealer, with the right to reapply in two years. (Rel. 34-27668 - Feb. 1)

CIVIL PROCEEDINGS

PERMANENT INJUNCTION ENTERED AGAINST PIETRO GATTINI

The San Francisco Branch Office announced that, on January 29, 1990, the United States District Court for the Northern District of California entered an Order of Permanent Injunction against Pietro Gattini of Astoria, New York. The Order permanently enjoins Gattini from violating the registration, antifraud, and antimanipulation provisions of the federal securities laws.

Gattini consented to the Order, without admitting or denying the Complaint's allegations. The Complaint alleges that Gattini participated in the unregistered distribution and the market manipulation of the stock of DataForce International, Inc. by (1) trading numerous shares of unregistered DataForce stock; (2) opening several nominee accounts for the purpose of trading DataForce stock and trading DataForce stock between those accounts; and (3) trading DataForce stock with and among nominee accounts opened by other participants in the scheme. Gattini consented to the entry of the Order without admitting or denying the allegations set forth in the Complaint. (SEC v. DataForce International, Inc., et al., Civ. Action No. C-86-5564, N.D. Ca.). (LR-12367)

WILLIAM B. CLARK PERMANENTLY ENJOINED

The Fort Worth Regional Office announced that on February 5 a Final Judgment of Permanent Injunction and Other Equitable Relief was entered against William B. Clark, who was charged in a Commission injunctive action filed August 7, 1989 in the U.S. District Court for the Northern District of Texas. Clark consented to the entry of the judgment without admitting or denying the Commission's allegations. The judgment enjoins Clark from further violations of the antifraud, proxy, reporting and books and records provisions of the federal securities laws. Clark is also ordered to return 41 gas wells, which the Commission alleged were obtained in fraudulent exchange offers, to their former owners. Finally, Clark has been ordered to disgorge funds obtained from well revenues, as well as funds he received from his sale of AMX International, Inc. (AMX) stock. The complaint charges AMX, a Dallas-based company, Clark and two other principals, a certified public accountant, and a broker-dealer with engaging in a "penny stock" scheme involving the stock of AMX.

Default judgments have been entered against AMX, and another principal, while the accountant and broker-dealer have consented to permanent injunctions without admitting or denying the Commission's allegations. The case is pending against the one remaining AMX principal. (SEC v. AMX International, Inc., et al., Civil Action No. CA 3-89-2006-H, N.D. TX) (LR-12376)

DISGORGEMENT ORDER ENTERED AGAINST R.G. REYNOLDS ENTERPRISES, INC., RICHARD REYNOLDS

The Los Angeles Regional Office announced that, on February 2, Judge A. Andrew Hauk ordered defendants R.G. Reynolds Enterprises, Inc. and Richard Reynolds to disgorge a total of \$5,708,252. The Order, entered pursuant to stipulation, provides that Enterprises and Reynolds shall disgorge \$3,132,093, representing the funds raised from their offer and sale of the Loan Program/Managed Account, and \$823,075 from their offer and sale of the Moreland Gold Program, both unregistered securities offerings, together with prejudgment interest in the amount of \$1,753,084. Interest at the post-judgement rate is to be added to the amount outstanding until full payment is made. The Disbursing Agent previously appointed in this case shall, upon receipt of the disgorged funds from Enterprises and Reynolds, invest those funds in an interest-bearing account pending the resolution of the appeal filed by Enterprises and Reynolds.

On November 27, 1989, the Court granted partial summary judgment in favor of the Commission against Enterprises and Reynolds for violations of the registration and antifraud provisions of the securities laws in connection with their offer and sale of the Loan Program/Managed Account and the Moreland Gold Program. (See LR-12310). [SEC v. R.G. Reynolds Enterprises, Inc., et al., CDCA Civil Action No. 88-01978 AAH(KX)] (LR-12378)

ALAN E. CLORE, WARREGO FINANCIAL CO., SIRAP INVESTMENTS, N.V. ENJOINED

The Commission today announced the filing of a Complaint for Injunctive and Other Equitable Relief in the U.S. District Court for the District of Columbia against Alan E. Clore, Warrego Financial Co., and Sirap Investments, N.V. KaiserTech is a Delaware corporation headquartered in Oakland, California. Clore, a British citizen residing in Geneva, Switzerland, is the former chairman of the board of KaiserTech. Warrego and Sirap, Panamanian and Netherland Antilles corporations respectively, are 100% beneficially owned by Clore.

The Complaint alleges, among other things, that the defendants failed to amend statements made in Item 4 of Schedule 13D to disclose that Clore's purchases of 1.4 million shares of KaiserTech stock in October, 1987 were for the purpose of furthering Clore's objective to "take KaiserTech private." The Complaint also alleges that, during the period from December, 1986, through October, 1987, the defendants failed to file Forms 4 to disclose purchases in excess of 500,000 shares and sales in excess of 800,000 shares of KaiserTech stock.

Without admitting or denying the allegations of the complaint, all defendants consented to entry of a final order of permanent injunction against future violations. (SEC v. Alan E. Clore, Warrego Financial Co. and Sirap Investments, N.V., USDC for the District of Columbia, Civil Action No. 90-0297 TAF) (LR-12377)

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 APACHE CORP, ONE UNITED BANK CTR STE 1900, 1700 LINCOLN ST, DENVER, CO 80203 (303) 837-5000 249,300 (\$3,988,800) COMMON STOCK. (FILE 33-33264 FEB. 06) (BR. 11)
- S-3 CETUS CORP, 1400 FIFTY THIRD ST, EMERYVILLE, CA 94608 (415) 420-3300 2,990,000 (\$47,466,250) COMMON STOCK. (FILE 33-33266 FEB. 06) (BR. 8)
- S-6 SHEARSON LEHMAN KUTTON UNIT TRUSTS FOURTH CMO TRUST,
 TWO WORLD TRADE CNTR 104TH FLR, C/O SHEARSON LEHMAN HUTTON INC, NEW YORK, NY 10048 INDEFINITE SHARES. DEPOSITOR: SHEARSON LEHMAN HUTTON INC. (FILE 33-33267 FEB. 06)
 (BR. 18 NEW ISSUE)
- S-3 OCEANEERING INTERNATIONAL INC, 16001 PARK TEN PLACE STE 600, MOUSTON, TX 77094 (713) 578-8868 4,625,325 (\$42,495,174) COMMON STOCK. (FILE 33-33268 FEB. 06) (BR. 12)
- S-1 ABM GOLD CORP, 1 FIRST CANADIAN PLACE STE 2701, P O BOX 143, TORONTO CANADA M5X 1C7, A1 (416) 362-6683 6,000,000 (\$19,140,000) CDMMON STOCK. (FILE 33-33269 FEB. 06) (BR. 2)
- S-1 DI INDUSTRIES INC, 450 GEARS RD, STE 625, HOUSTON, TX 77067 (713) 874-0202 50,000 (\$450,000) COMMON STOCK. 2,307,500 (\$20,767,500) COMMON STOCK. (FILE 33-33270 FEB. 06) (BR. 3)
- S-1 GENEVA STEEL, 1600 WEST CENTER STREET, VINEYARD, UT 84058 (801) 227-9000 5,000,000 (\$80,000,000) COMMON STOCK. 4,775,000 (\$76,400,000) COMMON STOCK.
 UNDERWRITER: DREXEL BURNHAM LAMBERT SECURITIES LTD,
 MERRILL LYNCH INTERNATIONAL LIMITED, SALOMON BROTHERS INTERNATIONAL LTD. (FILE
 33-33319 FEB. 02) (BR. 6 NEW ISSUE)
- S-1 RIVAL CD, 36TH STREET & BENNINGTON AVENUE, KANSAS CITY, MI 64129 (816) 861-1000 913,500 (\$13,702,500) COMMON STOCK. 3,587,025 (\$53,805,375) COMMON STOCK. UNDERWRITER: DREXEL BURNHAM LAMBERT, MORGAN STANLEY & CO. (FILE 33-33326 FEB. 02) (BR. 10 NEW ISSUE)
- S-1 ORYX ENERGY CD, 5656 BLACKWELL, FOUR NORTHPARK EAST, DALLAS, TX 75231 (214) 890-6000 - 150.000.000 (\$150.000.000) STRAIGHT BONDS. (FILE 33-33361 - FEB. 06) (BR. 3)
- S-1 PDLAR MOLECULAR CORP /UT/, 4901 TOWNE CENTRE RD STE 203, SAGINAW, MI 48604 (517) 790-4764 2,958,487 (\$3,790,561.47) COMMON STOCK. (FILE 33-33363 FEB. 06) (BR. 1)
- S-18 INTERNATIONAL FRANCHISE CORP /CO/, 875 S COLORADO BLVD STE 696, DENVER, CD 80222 (303) 777-1935 50,000,000 (\$500,000) COMMON STOCK. 50,000,000 (\$1,500,000) COMMON STOCK. 50,000,000 (\$1,500,000) COMMON STOCK. 1,250,000 (\$100) COMMON STOCK. UNDERWRITER: WILLS & SAWYER. (FILE 33-33364 FEB. 06) (BR. 5 NEW ISSUE)
- S-8 WESTERN DIGITAL CORP, 2445 MCCABE WAY, IRVINE, CA 92714 (714) 863-0102 300,000 (\$2,625,000) CDMMON STOCK. (FILE 33-33365 FEB. 06) (BR. 9)
- S-11 TMI INCOME PLUS II L P, 6 UPPER NEWPORT PLZ, NEWPORT BEACH, CA 92660 (714) 959-9100 40,000 (\$10,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: TMI EQUITIES INC. (FILE 33-33366 FEB. 06) (BR. 5 NEW ISSUE)
- S-8 RALLYS INC, 10002 SHELBYVILLE RD, STE 150, LOUISVILLE, KY 40223 (502) 245-8900 250,000 (\$3.156,250) COMMON STOCK. (FILE 33-33367 FEB. 06) (BR. 12)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A 67, 230 WEST MONROE ST, C/O KEMPER CAPITAL MARKETS IMC, CHICAGO, IL 60606 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. DEPOSITOR: KEMPER CAPITAL MARKETS INC. (FILE 33-33368 FEB. 06) (BR. 16 NEW ISSUE)
- S-8 ROYAL GOLD INC /DE/, 1660 WYNKOOP ST STE 1000, DENVER, CO 80202 (303) 573-1660 1,000,000 (\$1,962,000) COMMON STOCK. (FILE 33-33369 FEB. 06) (BR. 2)

REGISTRATIONS EFFECTIVE

Feb. 2: Irish Dynamics, Inc., 33-32564-D; and Oakbrook Capital, Inc., 33-31092-C.

Feb. 5: Zitan Capital Corp.

<u>Feb. 6:</u> Aerial Acquisitions, Inc., 33-31566; A.G. Spanos Realty Plus L.P. I, and Realty Plus Depository Corp., 33-28740; and Universal Medical Buildings, L.P., 33-32388; Riedel Environmental Technologies, Inc., 33-32926; and Viatech, Inc., 33-33112. <u>Feb. 7:</u> Eastern Utilities Associates, 33-33021; Presidio Oil Company, 33-32202 and 33-32821.

<u>Feb. 8:</u> AP Industries, Inc., 33-29285; Baltimore Gas and Electric Co., 33-33141; Micro Age, Inc., 33-33094; Premier Acceptance Corp., 33-33261; Sullivan Graphics, Inc., 33-31706; Spinner Corp., 33-31561; U.S. Bioscience, Inc., 33-32720; and Village Bankshares, Inc.

Feb. 9: Cooper Industries, Inc., 33-33011; Foreland Corporation, 33-19014; Forest Oil Corp., 33-32589; Haynes International, Inc., 33-32617; Rally's Inc., 33-32674; Scudder New Europe Fund, Inc., 33-32430; Standard Oil & Exploration of Delaware, Inc., 33-27659; and Kemejenex, Inc., 33-32635-B.

Feb. 12: Growth Holding Co., 33-30081.

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	/13/90	FORM	EVENT DATE	SHRS (006) / %DWMED	CUSIF/ PRIOP%	FILING STATUS
A & W BRANDS INC (AMERICAN FINANCIAL CORP ET	CBM AL	13D	2/ 5/90	433 4.8	00020910 5.9	UPDATE
ALLEN GROUP INC (GREAT AMERN REALTY ET AL	COM	13D	2/ 9/90	850 10.2	01763410 10.9	UPDATE
AMERICAN EAGLE PESOURCES (ROBERTSON DAVID	COM	13D	1/ 4/90	486 9.0	02599210 0.0	NEW
ANDREA RADIO CORP LEE DONALDSON BRAMHAM	COM	13D	1/23/90	31 6.1	03439310 8.0	UPDATE
ANTHEM ELECTRS INC STATE OF WISCONSIN INVEST	COM BD	13D	1/25/90	613 5.4	03673210 6.4	UPDATE

ACQUISITIONS CONT.

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NAME AND CLASS OF STOCK/OWNER	2/13/90 ?	FORM	EVENT DATE	SHRS(000)/ %DWNED	CUSIP/ PRIOR%	FILINE STATUS
BAPRISTER INFORMATION SYS CO MORGAN JAMES D	COM	13D	10/11/89	164 5.4	06865910 0.0	NEW
BAPRISTER INFOPMATION SYS CO SEMMELHACK HENRY P	COM	13D	10/11/89	309 10.1	06865910 0.0	NEW
BETA PHASE INC MOLEX INC	CDM	13D	2/ 1/ 9 0	3,583 19.8	08659210 0.0	NEW
BRAE COPP LEUCADIA NATIONAL CORP ET	COM AL	14D-1	2/ 9/90	6,071 72.7		UPDATE
BYTEX CORP FIDELITY INTL LTD	COM	13D	1/24/90	564 9.3	12464710 8.2	UPDATE
BYTEX CORP FMR COPP	COM	13D	1/23/90	564 9.3		UPDATE
CALPROP CORP DEL ZACCAGLIN VICTOR ET AL	COM	13D	1/31/90	1,720 37.2	13135210 37.0	UPDATE
CASPEN DIL INC BRADLEY RES CC ET AL	PFD CD	NV \$1.8 13D	0 1/30/90	38 9.7	14762120 0.0	
CITIZENS BKG CORP MICH CENTRA INC	COM	13D	1/22/90	589 8.8	17442010 5.5	RVSION
COMPUCHEM CORP STATE OF WISCONSIN INVEST	COM BI)	13D	1/30/90	515 7.1	20477610 5.4	UPDATE
COMTEX SCIENTIFIC CORP INFOTECHNOLOGY	COM	13D	1/31/90	4,873 62.3		UPDATE
COSTAR COPP STAR ASSOC LTD PRINSHP	COM	13D	9/29/89	450 13.4	22160610 13.4	
DEFAULT PROOF OR CARD SYS IN PUA CAPLOS R	COM	13D	1/ 1/90		24462610 0.0	NEW
DEL TACO RESTAURANTS INC GRACE W P % CD	COM	13D	2/ 8/90		24549310 0.0	
DREYERS GRAND ICE CREAM INC STATE OF WISCONSIN INVEST		13D	1/25/90		26187810 N/A	UFDATE
© DYCOM INDS INC STOVER WILLIAM T	COM	13D	1/30/90	991 15.9	2674751 0.0	NEW 0
ELECTROMEDICS INC FORVALTHINGS AB A ALTHIN		₽ \$0.05 13D	: 12/28/89		28541040 10.9	
FMS FINANCIAL CORP BAUPOST LTD PARTNERSHIP	CDM	13D	2/ 6/90		30250910 5.6	UPDATE
FAMOUS RESTAURANTS INC MULLEN DENNIS B	COM	13D	2/ 4/ 9 0		30709110 0.0	NEW NEW
FARR CO FARR CAROL	COM	13D	12/26/89	·	31164810 5.1	UPDATE

NEWS DIGEST, February 14, 1990

NAME AND CLASS OF STOCK/OWNE	2/13/90 R	FORM	EVENT DATE	SHRS (000) / %OWNED		FILING STATUS
FIRST FINL CARIBBEAN CORP CULLMAN EDGAR M JR ET AL	COM	13D	1/31/90	1,125 48.9	32021410 48.9	UPDATE
FISCHBACH CORP CUMDILL PETER & ASSOC LTD	COM	13D	2/ 2/90	335 8.6	33765910 6. 6	UFDATE
FRESNO BANCORP BROCKS JOHN W JR	COM	13D	11/30/89	0 0.0	35807510 N/A	UPDATE
FRESHO BANCORP MON PERE PATRICK J	CDM	13D	11/30/89	0 0.0	35807510 N/A	UPDATE
FRESHO BANCORP RYAN MICHAEL J JR	CDM	13D	11/30/89	0 0.0	35807510 N/A	UPDATE
FRESHD BANCORP SHEHADEY LARRY A	COM	13D	11/30/89	0 0.0	35807510 N∕A	UPDATE
FRESNO BANCORP WATHEN SPALDING G	COM	13D	11/30/89	0 0.0	35807510 N/A	UPDATE
HAL INC HOTCHKIS JOHN F	COM	13D	12/29/89	1,630 75.0	40407310 0.0	NEW
HUDSON GEN CORP GAMCO INVESTORS INC ET AL	COM	13D	2/ 7/90	672 54.5		UPDATE
JORGENSEN EARLE M CO DEL AUSTRALIAN NATL INDS ET AL	CDM -	13D	2/ 1/90	0 0.0	48082710 5.2	UFDATE
LEISURE CONCEPTS INC GRACE EDWARD P III ET AL	COM	13D	1/29/90	247 7.9	52539710 7.6	UPDATE
LEXINGTON PRECISION CP FOREMAN ASSOC	COMMON	STOCK 13D	12/ 2/88	508 12.1		
LIDNEL CORP STATE OF WISCONSIN INVEST	COM BD	13D	1/29/90		53625710 8.6	UPDATE
MASS MICROSYSTEMS INC POMPEI CARL F	COM	13D	1/30/90		57541910 0.0	
MEM INC MAYER ELIZABETH C	COM	13D	1/ 2/90		58587110 22.6	UPDATE
MEM INC MAYER GAY A	COM	13D	1/ 2/90		58587110 5.4	UPDATE
MICHAEL'S STORES INC MSI HLDGS INC ET AL	COM	13D	1/ 3/90	0 0.0	59408710 41.0	UPDATE
MICHIGAN GEN CORP KANDFSKY ROYCE ET AL	C.DM	13D	12/20/89		5 9451710	
MICRO DISPLAY SYS INC LORENTZSEN FAMILY TR	COM PA	R \$0.08 13D	: 12/31/8 9		59483320 0.0	NEW

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vedorations	CONT.						
NAME AND CLA	ASS OF STOCK/OWNE	2/13/90 ER	FORM	EVENT DATE	SHRS (000)/ %DWNED	CUSIP/ PRIOR%	FILING STATUS
	AN INC WISCONSIN INVEST	COM BD	13D	1/ 8/90		60054410 5.0	UPDATE
KANDESKY		COM NE	W 13D	1/ 2/90		64120520 0.0	NEW
	ORATION FOUNDATION	CDM	13D	2/ 1/90		67101910 23.5	UPDATE
PHP HEALTHCA DONNELLY	ARE CORP MICHAEL ET AL	CDM	13D	1/30/90		69334410 0.0	NEW
PETROLEUM HE INDUSTRIA	ELICOPTERS INC PL EQUITY LTD ET	COM YT AL	6 13D	2/ 8/90		71660410 5.0	
	S CORP DBERT B ET AL	COM PA	R \$0.10 13D	12/28/89	357 18.9		UPDATE
PESOURCE PEO EMPIRE IN	CYCLING TECH DEL NDS	CDM	13D	1/31/90		76093010 32.7	UPDATE
	MECEUTICALS INTL LTD	CDM	13D	1/23/90		77049110 0.0	
ROBERTS PHAR FMR CORP	PMECEUTICALS	CBM	13D	1/30/90		77049110 0.0	
	MISCONSIN INVEST	COM PD	13D	1/30/90		87150810 0.0	
	HNDLOGIES INC HCE FRANCIS A JR∙		13D	1/10/90		87669610 0.0	
UNITED STATE	WISCONSIN INVEST S SHOE CORP	COM RD COM		1/29/90	5.1 5.841	87908010 0.0 91260510	NEW
FIDELITY	INTL LTD		13D	1/ 8/90	13.1	14.0	OLDHIE
UNITED STATE FMR CORP	S SHOE CORP		13D	1/29/90		91260510 14.0	UPDATE
VTX ELECTRS (ARX INC	CORP	COM	13D	2/ 9/90		91838810 70.5	UPDATE
VALLICORP HL BROCKS JO		COM	13D	11/30/89		92099110 0.0	NEW
VALLICORP HL: MON PERE (COM	13D	11/30/89		92099110 0.0	NEW .
VALLICORP HLI QUALITY II	DGS INC NVESTMENTS	COM	13D	11/30/89	934 23.0	92099110 0.0	NEW
VALLICORP HLI RYAN MICH		COM	13D	11/30/89	158 3.9	92099110 0.0	NEW
VALLICORP HLI SHEHADEY L		COM	13D	11/30/89		92099110 0.0	NEW
VALLICORP HLI WATHEN SPA 3		COM	130	11/30/89	6.0	92099110 0.0 DIGEST, F	ทEฟ ebruary 14, 1990