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U.S. SECURITIES AND
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Issue 90-53

March 19, 1990

COMMISSION ANNOUNCEMENTS

FOIA OFFICER'S DETERMINATION, IN PART AFFIRMED, REVERSED IN PART

The General Counsel sent a letter to Judith A. Kaye, Esq., in response to her appeal of the Freedom of Information Act (FOIA) Officer's determination to deny access to information concerning The Westwood Group, Inc. The General Counsel affirmed the FOIA Officer's decision that certain information was exempt from disclosure under FOIA Exemption 7(A). The General Counsel reversed the FOIA Officer's determination to withhold copies of certain Commission rules and releases. The General Counsel released correspondence between Westwood's counsel and the Division of Corporation Finance, but asserted Exemptions 2 and 5 with respect to internal forms, staff notes and drafts and forms describing criteria used in evaluating filings that are in the possession of the Division of Corporation Finance. (Rel. FOIA 145)

CIVIL PROCEEDINGS

HALFORD-SMITH ASSOCIATES, INC., OLDFIELD PLANNING CORP., ROBERT F. SMITH PERMANENTLY ENJOINED

The New York Regional Office announced that on March 6 the U.S. District Court of the Eastern District of New York permanently enjoined Halford-Smith Associates, Inc., Oldfield Planning Corp. and Robert F. Smith from violating specific provisions of the Investment Advisers Act and froze their assets pending disgorgement of all fraudulently obtained proceeds. The defendants consented to the order without admitting or denying the allegations in the Complaint.

The Complaint, filed on February 15, 1990, alleges that the defendants defrauded advisory clients of over \$475,000 by falsely representing that embezzled client funds had been invested in annuities and by forging client signatures to redeem a mutual fund investment. The Complaint also alleges that the defendants failed to take proper custody of client funds, to maintain accurate books and records and to properly update disclosure documents filed with the Commission. The complaint further alleges that Oldfield unlawfully operated as an unregistered investment adviser. [SEC v. Halford-Smith Associates, Inc., USDC, EDNY, 90 Civ. 0560] (LR-12409)

ELLIOTT L. BELLEN, GLENN SIESSER ENJOINED

The Atlanta Regional and Miami Branch Offices announced that on January 31 the Honorable Jose A. Gonzalez, Jr., U.S. District Judge for the Southern District of

Florida, preliminarily enjoined Elliott L. Bellen (Bellen) of Boca Raton, Florida, and Glenn Siesser (Siesser) of Highland Beach, Florida. Bellen and Siesser were formerly employed at the Boca Raton office of F.D. Roberts Securities, Inc. (F.D. Roberts), a registered broker-dealer which ceased operations in February 1989.

The judgments enjoin Bell and Siesser from violating the antifraud, registration and recordkeeping provisions of the federal securities laws. Bellen and Siesser consented to the entry of judgments without admitting or denying the allegations in the complaint.

The Commission's Complaint, filed November 20, 1989, alleges that the defendants caused F.D. Roberts to manipulate the market for the securities of Frankel Capital Management, Inc. and Integrated Financial Group, Inc. by, among other things, placing the securities in nominee accounts during the respective initial public offerings, redistributing the securities in the secondary market at artificial price levels, and making numerous misrepresentations and omissions of material facts to investors and prospective investors in the securities. [SEC v. Leonard M. Tucker, et al., Civil Action No. 89-6974-Civ-Gonzales, SD Fla.] (LR-12412)

CRIMINAL PROCEEDINGS

FREDERICK A. GROSS, OTHER OFFICER CONVICTED

The Philadelphia Regional Office and the U.S. Attorney's Office for the Eastern District of Pennsylvania announced that, on February 16, a jury convicted Frederick A. Gross, former president and chief executive officer of Systems & Computer Technology Corporation (SCTC), of one count of conspiracy to violate the federal securities laws, and two counts of filing false quarterly reports with the Commission. William Michael Searcy, former senior vice president of SCTC, was convicted of two counts of insider trading and two counts of mail fraud. Searcy was acquitted to charges of conspiracy and filing false quarterly reports. No sentencing date has been scheduled.

Gross was convicted of conspiring to defraud investors by causing overstatements of revenue and profits for the second and third quarters of SCTC's 1984 fiscal year. The insider trading counts against Searcy stem from two sales of SCTC stock in August 1984, several months before the fraudulent scheme was discovered by SCTC's auditors. When facts concerning the scheme became public on December 5, 1984, the value of SCTC's stock dropped 40 percent in one day. The criminal action arose out of the same set of facts as those in the Commission's action, filed on May 3, 1989. [U.S. v. Frederick A. Gross, et al., USDC EDPA, Crim. No. 89-00174] (LR-12413)

INVESTMENT COMPANY ACT RELEASES

ACM HIGH INCOME FUND

A notice has been issued giving interested persons until April 10 to request a hearing on an application filed by ACM High Income Fund, Inc. for an order of the Commission under Section 8(f) of the Investment Company Act declaring that it has ceased to be an investment company. (Rel. IC-17382 - Mar. 15)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTINGS GRANTED

Orders have been issued granting the applications of the American Stock Exchange to strike from listing and registration the CLR Corporation 14-1/2% Subordinated Debentures, due 2004 (Rel. 34-27805); and Trust America Service Corp. Common Stock (\$.01 par) (Rel. 34-27806).

SELF-REGULATORY ORGANIZATIONS

PARTIAL ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

A proposed rule change has been filed by the Chicago Board Options Exchange (SR-CBOE-90-04) to extend and permanently approve a CBOE pilot program concerning performance evaluations of CBOE trading crowds. The Commission has approved on an accelerated basis that portion of the CBOE's proposal extending the pilot program. Publication of the proposal is expected to appear in the Federal Register during the week of March 19. (Rel. 34-27797)

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-18 TIMING DEVICE FUND I LTD PARTNERSHIP, 200 W ADAMS STE 1500, CHICAGO, IL 60606 (312) 419-5800 - 50,000 (\$5,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-33593-C - FEB. 23) (BR. 12 - NEW ISSUE)
- S-18 CRAFTMADE INTERNATIONAL INC, 1129 AVENUE R, GRAND PRAIRIE, TX 75050 (214) 647-8099 - 1,000,000 (\$3,250,000) COMMON STOCK. 90,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 90,000 (\$351,000) COMMON STOCK. UNDERWRITER: STUART JAMES COMPANY INC. (FILE 33-33594-FW - FEB. 26) (BR. 3 - NEW ISSUE)
- S-18 WHEATLAND AQUAFARMS, 419 CANYON AVE STE 215, FORT COLLINS, CO 80521 (303) 493-4831 - 2,500,000 (\$2,500,000) COMMON STOCK. (FILE 33-33629-D - MAR. 01) (BR. 3 - NEW ISSUE)
- S-18 CYPRESS POINT INC, 3142, SOUTH HIGHLAND DRIVE, SALT LAKE CITY, UT 84106 (801) 649-2066 - 9,000,000 (\$90,000) COMMON STOCK. 9,000,000 (\$450,000) COMMON STOCK. 9,000,000 (\$900,000) COMMON STOCK. (FILE 33-33635-LA - FEB. 28) (BR. 11 - NEW ISSUE)
- S-1 ALL QUOTES DATA LTD, 40 EXCHANGE PLACE STE 1500, NEW YORK, NY 10005 (212) 425-5030 - 2,095,061 (\$1,319,888) COMMON STOCK. (FILE 33-33672 - MAR. 06) (BR. 10 - NEW ISSUE)
- S-18 WESTERN SLOPE VENTURES INC, 1025 RIDGEVIEW DR STE 400, RENO, NV 89509 (702) 827-6300 - 500,000 (\$50,000) COMMON STOCK. 500,000 (\$125,000) COMMON STOCK. 500,000 (\$250,000) COMMON STOCK. 500,000 (\$500,000) COMMON STOCK. (FILE 33-33732-LA - MAR. 02) (BR. 11 - NEW ISSUE)
- S-4 CENTURA BANKS INC, 131 NORTH CHURCH ST, ROCKY MOUNT, NC 27804 (919) 977-8211 - 16,828,718 (\$242,885,872) COMMON STOCK. (FILE 33-33773 - MAR. 08) (BR. 1 - NEW ISSUE)

REGISTRATIONS CONT.

- S-2 RESOURCE RECYCLING TECHNOLOGIES INC, 300 PLAZA DR, BINGHAMTON, NY 13903 (607) 729-9331 - 100,000 (\$962,500) COMMON STOCK. 1,050,000 (\$10,106,250) COMMON STOCK. (FILE 33-33781 - MAR. 09) (BR. 7)
- S-3 PATRICK PETROLEUM CO /DE/, 301 WEST MICHIGAN AVE, JACKSON, MI 49201 (517) 787-6633 - 280,702 (\$1,368,422) COMMON STOCK. (FILE 33-33782 - MAR. 09) (BR. 3)
- S-1 CHRYSLER FINANCIAL CORP, 27777 FRANKLIN RD, SOUTHFIELD, MI 48034 (313) 948-3060 - 602,159,177 (\$602,159,177.94) EQUIPMENT TRUST CERTIFICATES. (FILE 33-33783 - MAR. 09) (BR. 11)
- S-8 STONE CONTAINER CORP, 150 N MICHIGAN AVE, CHICAGO, IL 60601 (312) 346-6600 - 40,000,000 (\$40,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-33784 - MAR. 09) (BR. 8)
- S-1 MBNA AMERICA BANK N A, 400 CHRISTIANA RD, NEWARK, DE 19713 (302) 453-9930 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-33785 - MAR. 09) (BR. 11)
- S-3 CENTURY COMMUNICATIONS CORP, 50 LOCUST AVE, NEW CANAAN, CT 06840 (203) 966-8746 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-33787 - MAR. 09) (BR. 7)
- S-8 CHAMBERS DEVELOPMENT CO INC, 10700 FRANKSTOWN RD, PITTSBURGH, PA 15235 (412) 242-6237 - 1,000,000 (\$34,375,000) COMMON STOCK. (FILE 33-33788 - MAR. 09) (BR. 8)
- S-3 BANC ONE CORP/OH/, 100 E BROAD ST, COLUMBUS, OH 43271 (614) 248-5944 - 11,500,000 (\$345,000,000) COMMON STOCK. (FILE 33-33789 - MAR. 09) (BR. 2)
- S-3 CATERPILLAR INC, 100 NE ADAMS ST, PEORIA, IL 61629 (309) 675-1000 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-33790 - MAR. 09) (BR. 9)
- S-8 BECTON DICKINSON & CO, ONE BECTON DR, FRANKLIN LAKES, NJ 07417 (201) 848-6800 - 1,015,916 (\$60,000,000) COMMON STOCK. (FILE 33-33791 - MAR. 09) (BR. 8)
- N-2 TAURUS MUNICIPAL CALIFORNIA HOLDINGS INC, 800 SCUDDERS MILL RD, PLAINSBORO, NY 08536 (609) 282-2800 - INDEFINITE SHARES. (FILE 33-33792 - MAR. 09) (BR. 17)
- S-2 PREFERRED HEALTH CARE LTD /DE/, 15 RIVER RD STE 300, WILTON CTR, WILTON, CT 06897 (203) 762-0993 - 950,000 (\$7,068,000) COMMON STOCK. 2,500,000 (\$18,600,000) COMMON STOCK. (FILE 33-33793 - MAR. 09) (BR. 5)
- S-1 GRANITE CONSTRUCTION INC, 585 WEST BEACH ST, WATSONVILLE, CA 95076 (408) 724-1011 - 750,000 (\$12,750,000) COMMON STOCK. 1,837,500 (\$31,237,500) COMMON STOCK. UNDERWRITER: SMITH BARNEY HARRIS UPHAM & CO INC, WERTHEIM SCHRODER & CO INC. (FILE 33-33795 - MAR. 08) (BR. 9 - NEW ISSUE)
- S-11 RANCON DEVELOPMENT FUND VII LP, 27720 JEFFERSON AVE, TEMECULA, CA 92390 (714) 676-6664 - 60,000 (\$60,000,000) LIMITED PARTNERSHIP CERTIFICATE. 30,000 (\$28,500,000) LIMITED PARTNERSHIP CERTIFICATE. 30,000 (\$27,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-33798 - MAR. 09) (BR. 5 - NEW ISSUE)
- N-1A MAIN STREET CALIFORNIA TAX EXEMPT FUND, 3410 SOUTH GALENA ST, DENVER, CO 80231 (303) 671-3200 - INDEFINITE SHARES. (FILE 33-33799 - MAR. 09) (BR. 18 - NEW ISSUE)
- S-8 HUNTINGTON BANCSHARES INC/MD, 41 S HIGH ST, P O BOX 1558, COLUMBUS, OH 43260 (614) 476-8300 - 37,000,000 (\$16,200,000) OTHER SECURITIES INCLUDING VOTING TRUST. 2,000,000 COMMON STOCK. (FILE 33-33800 - MAR. 09) (BR. 1)
- S-1 KFC NATIONAL PURCHASING COOPERATIVE INC, 950 BRECKENRIDGE LN, P O BOX 32033, LOUISVILLE, KY 40207 (502) 896-5900 - 600 (\$242,000) COMMON STOCK. (FILE 33-33801 - MAR. 09) (BR. 3)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 1, 500 WEST MADISON ST, SUITE 3000, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: CLAYTON BROWN & ASSOCIATES INC. (FILE 33-33802 - MAR. 09) (BR. 18 - NEW ISSUE)
- S-8 ARCHIVE CORP /DE/, 1650 SUNFLOWER AVE, COSTA MESA, CA 92626 (714) 641-0279 - 300,000 (\$2,040,000) COMMON STOCK. (FILE 33-33804 - MAR. 09) (BR. 10)
- S-2 HYTK INDUSTRIES INC, 4582 S ULSTER ST PKWY STE 201, DENVER, CO 80237 (303) 721-9691 - 97,744,895 (\$3,909,795.80) COMMON STOCK. 97,744,895 WARRANTS, OPTIONS OR RIGHTS. (FILE 33-33805 - MAR. 09) (BR. 7)

REGISTRATIONS CONT.

- S-8 3COM CORP, 3165 KIFER RD, SANTA CLARA, CA 95052 (408) 562-6400 - 4,400,000 (\$56,925,000) COMMON STOCK. (FILE 33-33807 - MAR. 09) (BR. 9)
- S-4 REPUBLIC BANCORP INC, 1070 EAST MAIN ST, P O BOX 70, OWOSSO, MI 48867 (517) 725-7337 - 500,000 (\$2,150,000) COMMON STOCK. (FILE 33-33811 - MAR. 09) (BR. 2)
- S-3 KELLEY OIL & GAS PARTNERS LTD, 601 JEFFERSON ST STE 1100, HOUSTON, TX 77002 (713) 652-5200 - 34,500,000 (\$34,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-33822 - MAR. 12) (BR. 12)
- S-3 SALOMON INC, ONE NEW YORK PLAZA, NEW YORK, NY 10004 (212) 747-7000 - 4,000,000 (\$100,000,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-33823 - MAR. 12) (BR. 12)
- S-8 BURLINGTON NORTHERN INC/DE/, 3800 CONTINENTAL PLZ, 777 MAIN ST, FT WORTH, TX 76102 (817) 878-2000 - 2,000,000 (\$70,000,000) COMMON STOCK. (FILE 33-33825 - MAR. 12) (BR. 5)

REGISTRATIONS EFFECTIVE

Feb. 21: American Depositary Shares (Bankers Trust Company) for: Hino Motors, Ltd., 33-32906, Hong Kong & China Gas Co., Ltd., 33-32903, Hopewell Holdings Ltd., 33-32900, Malayan United Industries Berhad, 33-32901, Marubeni Corp., 33-32902, Mitsubishi Kasei Corp., 33-32897, New Japan Securities Co., Ltd., 33-32898, Nippon Shokubai Kagaku Kogyo Co., Ltd., 33-32904, Nissan Motor Co., Ltd., 33-32899, and Sanyo Electric Co., Ltd., 33-32905.

Feb. 22: Battle Mountain Gold Co., 33-33065.

Feb. 23: Nichols Institute, 33-33509.

Feb. 26: American Depositary Shares (Morgan Guaranty Trust Co. of NY) for CSR Ltd., 33-33517.

Feb. 27: Costco Wholesale Corp., 33-33360.

Feb. 28: Bankers Corp., 33-32038; Capucino's, Inc., 33-31748; The Indonesia Fund, Inc., 33-33037; Marquest Medical Products, Inc., 33-33297; Salomon Inc., 33-33528; and Softsel Computer Products, Inc., 33-33622.

Mar. 1: American Pacific Corp., 33-33356; The Emblem Fund, 33-33132; Epitope, Inc., 33-32673; F.N.B. Corp., 33-32836; HealthCare Properties II, L.P., 33-28927; Hologic, Inc., 33-33128; McDermott International, Inc., 33-33518; NeoLens, Inc., 33-02473-A; Oppenheimer Global Environment Fund, 33-32270; and Putnam Investment Grade Municipal Trust, 33-32144.

Mar. 2: Boston Financial Qualified Housing Tax Credits L.P. V, 33-29935; Chrysler Financial Corp., 33-33543; Cipsco Inc., 33-32936; Coda Energy, Inc., 33-32624; IDS Market Advantage Series, Inc., 33-30770; International Business Interiors Corp., 33-30888; National Bancshares Corp. of Texas, 33-3046, 33-33047 and 33-33533; Pride Petroleum Services, Inc., 33-33233; Putnam Dividend Growth Fund, 33-6710; Texfi Industries, Inc., 33-32486 and 33-32487; United Gaming, Inc., 33-33330; and Vandalia National Corporation, 33-32265.

Mar. 5: Dean Witter/Sears New York Municipal Money Market Trust, 33-32763; Greenwood Ventures, Inc., 33-31560; Integrated Systems, Inc., 33-33219; Marine Midland Bank, N.A., 33-33548; and Nynex Corp., 33-33592.

Mar. 6: Freeport-McMoran Oil & Gas Co., 33-33030; and National City Bank, BancOhio National Bank, First National Bank of Louisville, National City Credit Card Trust 1990-A, 33-30811.

Mar. 7: Bioplasty, Inc., 33-28442; CII Financial, Inc., 33-32574; Businessland, Inc., 33-32609; Sara Lee Corp., 33-33464; The Williams Cos., Inc., 33-33294; Cetus Corp., 33-33266; Baltimore Gas & Electric Co., 33-33559; Rochester Telephone Corp., 33-33637; Tuboscope Corp., 33-33246; and Westcoast Energy Inc., 33-33614.

REGISTRATIONS EFFECTIVE CONT.

Mar. 9: Aris Corp., 33-32536; Go-Video, Inc., 33-33033; Lincoln Capital Corp., 33-26083-NY; Mutual Benefit Variable Contract Account - II, 33-27928; and Viking Office Products, Inc., 33-33029 and 33-33565.

Mar. 12: Chrysler Financial Corp., 33-33783; Bristol-Myers Squibb Co., 33-33682; Electronic Technology Group, Inc., 33-30546; GCC Home Equity Trust 1990-1, 33-32578; Gateway Tax Credit Fund II, Ltd., 33-31821; Lewis Galoob Toys, Inc., 33-33644; Nevada Power Co., 33-33545; Parkway Co., 33-32581; Telex Communications, Inc., 33-32280; UltiMap International Corp., 33-32557; and Verifone, Inc., 33-33304.

Mar. 13: Allstate Municipal Premium Income Trust (Dean Witter Reynolds), 33-28735; Chandler Insurance Co., Ltd., 33-33540; Community Investment Partners, L.P., 33-31649; Delphi Financial Group, Inc., 33-32827; Di Industries, Inc., 33-33270; Tidewater Inc., 33-33480; and Nuveen Municipal Advantage Fund, Inc., 33-33168.

Mar. 14: New Image Industries, Inc., 33-33501 and 33-33502; and O'Brien Energy Systems, Inc., 33-32338.

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
CIRD INC FIELDS RALPH A	COM	13D	0 / 0.0	17275210 N/A	UPDATE
DATAFLEX CORP MCLENITHAN GORDON J	COM	13D	47 / 2.0	23790510 0.0	RVSION
DATAFLEX CORP ROSE RICHARD C	COM	13D	84 / 3.5	23790510 0.0	RVSION
FALL RIVER GAS CO JARABEK ALLEN L ET AL	COM	13D	96 / 10.7	30627910 8.2	UPDATE
GRANGES INC ANGEL TRYGGVE G	COM	13D	2,313 / 6.8	38799010 0.0	NEW
HON INDS INC HOWE STANLEY M	COM	13D	1,020 / 6.0	43809210 5.9	UPDATE
MAIL BOXES ETC DOOLING MICHAEL ET AL	COM	13D	283 / 7.4	56031010 6.2	UPDATE

ACQUISITION REPORTS CONT.

NATIONAL HEALTH ENHANCEMNT S COM PETRAS GREGORY J	COM	13D	2/ 5/90	334 20.0	63633210 18.7	UPDATE
NORWICH FINL CORP GRIFFIN WILLIAM M ET AL	COM	13D	2/ 1/90	519 9.0	66943110 8.9	UPDATE
NUCORP INC BLUM RICHARD C & ASSOC ET AL	COM	13D	3/13/90	582 7.9	67035110 6.5	UPDATE
O.R.S. CORPORATION MAGUIRE FOUNDATION	COM	13D	3/10/90	5,326 15.2	67101910 15.5	UPDATE
PCS INC MCKESSON CORP ET AL	COM	14D-1	3/13/90	12,500 85.9	69325510 0.0	NEW
POP RADIO CORP HERITAGE MEDIA CORP	COM	13D	3/12/90	2,649 80.7	73281710 82.0	UPDATE
PROFIT TECHNOLOGY INC BEDRIJ OREST	COM	13D	1/25/90	1,857 19.2	74316910 24.6	UPDATE
RSI HOLDINGS BAUPOST LTD PARTNERSHIP	COM	13D	3/ 5/90	619 8.1	74972310 6.7	UPDATE
SCRIPT SYS INC SCHERER SCIENTIFIC ET AL	COM	13D	2/26/90	315 11.3	81106710 9.8	UPDATE
UNITED MOBILE HOME INC LANDY EUGENE W	COM	13D	3/ 6/90	796 18.7	91102410 15.8	UPDATE
VITALMETRICS INC PLUMB PRESTON B	COM	13D	8/19/89	1,195 24.7	92847710 5.4	UPDATE
WEBB DEL E CORP WEBBOTT HLDGS	COM	13D	3/12/90	917 9.8	94742310 9.5	UPDATE
WEST JERSEY BANCSHARES VAN VOORHIS JOHN A	COM	13D	2/27/90	95 5.6	95350410 0.0	NEW
ZIONS COOPERAT MERCANTILE IN COM MADSEN FRANCIS A. FAMILY VTG TR	COM	13D	3/ 8/90	147 6.8	98970510 0.0	NEW
AURORA ENVIRONMENTAL RUBIN GEORGE	COM	13D	3/ 1/90	2,319 43.0	05163410 39.3	UPDATE
BLOCKBUSTER ENTMT CORP HUIZENGA H WAYNE	COM	13D	2/19/90	11,157 15.6	09367610 13.6	UPDATE
BROWN TOM INC FIDELITY INTL LTD	COM NEW	13D	3/ 5/90	380 5.4	11566020 5.4	UPDATE
BROWN TOM INC FMR CORP	COM NEW	13D	3/ 5/90	380 5.4	11566020 5.4	UPDATE
BUILDEPS TRANSPORT INC FMR CORP	COM	13D	2/28/90	247 5.0	12008410 5.3	UPDATE
COLES MYERS LTD VOYAGER DISTRIBUTING CO ET AL	ORD	13D	7/24/89	90,580 21.7	19387099 0.0	NEW
COMDATA HLDGS CORP PRUDENTIAL VENTURE PARTNERS	COM	13D	3/ 9/90	3,333 7.9	20032110 0.0	NEW
COOPER LIFE SCIENCES INC SCHNELL MEL	COM NEW	13D	3/ 8/90	275 12.7	21671220 11.7	UPDATE

ACQUISITION REPORTS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS (000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CROWLEY MILNER & CO FIDELITY INTL LTD ET AL	COM	13D	50 9.8	22809310 20.2	UPDATE
CROWLEY MILNER & CO KELSO MANAGEMENT CO ET AL	COM	13D	69 13.6	22809310 29.2	UPDATE
BALTEX MED SCIENCES INC SZARD ANTHONY W ET AL	COM	13D	444 5.4	23550210 14.5	UPDATE
DILLARD DEPT STORES INC VENDAMERICA B V	CL A	13D	11,964 35.6	25406310 33.6	RVSION
FILMSTAR INC ROPART PARTNERS L P ET AL	COM	13D	1,035 19.5	31729010 18.4	UPDATE
FIRST CONSTITUTION FINL CORP SOUTH LIFE&HLTH INS ET AL	COM	13D	682 6.2	31999410 5.9	UPDATE
FLAGSHIP FINL CORP JAINDL FREDERICK JOHN	COM	13D	345 10.0	33841310 10.0	UPDATE
HEIST C H CORP FOSTER WILLARD F	COM	13D	570 33.8	42307610 35.7	UPDATE
HOLNAM INC HOLDERNAM INC ET AL	COM	13D	98,103 87.2	43642910 0.0	NEW
IDEAL BASIC INDS INC DEL HOLDERNAM INC ET AL	COM	13D	118,689 67.4	45154210 67.4	UPDATE
INSITUFORM GROUP LTD INTERSTATE PROPERTIES	COM	13D	2,448 25.1	45766310 24.0	UPDATE
JOHNSON ELECTRS INC AEI MUSIC NETWORK INC	COM	13D	149 9.2	47908810 8.8	UPDATE
LIQUI BOX CORP DAVIS JEANNETTE A	COM	13D	421 17.8	53631410 0.0	NEW
MGM UA COMMUNICATIONS CO KERKORIAN KIRK ET AL	COM	13D	36,322 71.4	55291610 81.2	UPDATE
MGM UA COMMUNICATIONS CO LINDY FOUNDATION	COM	13D	5,000 9.8	55291610 9.8	UPDATE
MGM UA COMMUNICATIONS CO PATHE COMMUNICATIONS CORP	COM	14D-1	0 0.0	55291610 0.0	NEW
MGM UA COMMUNICATIONS PATHE COMMUNICATIONS CORP	PFD STK	14D-1	0 0.0	55291620 0.0	NEW
MERCOM INC C TEC CORP	COM	13D	323 11.7	58999010 0.0	NEW
MERCOM INC COLD SPRING MGMT	COM	13D	0 0.0	58999010 N/A	UPDATE
MID AMERICA RACING STABLES I HALTER CAPITAL CORP	COM	13D	140 6.0	59522310 5.1	UPDATE
PLACER DOME INC CAISSE DE DEPOT DU QUEBEC	COM	13D	9,965 4.2	72590610 4.9	UPDATE