

sec news digest

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U.S. SECURITIES AND
EXCHANGE COMMISSION

TRADING SUSPENSIONS

TRADING SUSPENDED IN FALCON/SCIENCES, INC.

The Commission temporarily suspended trading in the securities of Falcon/Sciences, Inc., a Utah corporation located in Colts Neck, New Jersey, for the ten-day period beginning on October 4 and ending at midnight October 13, 1983.

The SEC took this action because it questioned the adequacy and accuracy of information disseminated to interested broker-dealers and to the public about the company's activities and financial condition. Questions also arose about the possible control of the company by a former securities law violator. (Rel. 34-20253)

CIVIL PROCEEDINGS

COMPLAINT NAMES CV AMERICAN CORPORATION

The Commission filed a civil injunctive action on September 30 in the U.S. District Court for the District of Columbia against CV American Corporation of Santa Monica, California. The complaint alleges violations of the reporting provisions of the securities laws and seeks a Judgment of Permanent Injunction and Other Equitable Relief.

The Commission alleges that American failed to file: its Annual Report on Form 10-K for its fiscal years ended December 31, 1982 and 1983; its Quarterly Reports on Form 10-Q for its quarters ended June 30, 1982 through June 30, 1983; various periodic reports in a timely manner; and required Notifications of Late Filing on Form 12b-25. The Commission requests that the Court order American to file its delinquent Annual and Quarterly Reports and enjoin American from further violations of the reporting provisions of the securities laws. (SEC v. CV American Corporation, U.S.D.C. D.C., Civil Action No. 83-2914). (LR-10155)

COMPLAINT NAMES DELTA PETROLEUM AND ENERGY CORPORATION

The Commission filed a civil injunctive action on September 30 in the U.S. District Court for the District of Columbia against Delta Petroleum and Energy Corporation of Fort Worth, Texas. The complaint alleges violations of the reporting provisions of the securities laws and seeks a Judgment of Permanent Injunction and Other Equitable Relief.

The Commission alleges that Delta failed to file: its Annual Report on Form 10-K for its fiscal year ended December 31, 1982; its Quarterly Reports on Form 10-Q for its quarters ended March 31 and June 30, 1983; a periodic report in a timely manner; and required Notifications of Late Filing on Form 12b-25. The Commission requests that the Court order Delta to file its delinquent Annual and Quarterly Reports and enjoin Delta from further violations of the reporting provisions of the securities laws. (SEC v. Delta Petroleum and Energy Corporation, USDC DC, Civil Action No. 83-2915). (LR-10156)

INVESTMENT COMPANY ACT RELEASES

PRUTECH VENTURE PARTNERS I, L.P.

A notice has been issued giving interested persons until October 25 to request a hearing on an application filed by Prutech Venture Partners I, L.P. (Partnership) and Prudential-Bache Venture Capital Inc. (Managing General Partner, collectively Applicants). The application requests an order: (1) declaring that the independent general partners of the Partnership are not "interested persons" thereof as defined in Section 2(a)(19) of the Investment Company Act solely by reason of their being general partners thereof; (2) exempting the proposed acquisition of certain initial venture capital investments from Prudential-Bache Securities Inc. from Section 57(a)

of the Investment Company Act; and (3) exempting Applicants from Section 205(1) of the Advisers Act to permit the Managing General Partner to receive, under certain circumstances, a performance fee on the basis of unrealized capital gains on the Partnership's portfolio securities. (Rel. IC-13552 - Sept. 30)

STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

A notice has been issued giving interested persons until October 25 to request a hearing on an application filed by State Farm Growth Fund, Inc., State Farm Balanced Fund, Inc. (Funds), both registered under the Investment Company Act as open-end, diversified, management investment companies, State Farm Investment Management Corporation, State Farm Mutual Automobile Insurance Company, and Edward B. Rust, Roger Joslin, and Roland F. Marston (trustees of the Trust for the State Farm Insurance Companies' Incentive and Thrift Plan for United States Employees (Trust)) requesting an order exempting a proposed redemption in kind of shares of the Funds held by the Trust from the provisions of Section 17(a)(2) of the Act. (Rel. IC-13553 - Sept. 30)

MBC FINANCIAL SERVICES CORPORATION

A notice has been issued giving interested persons until October 25 to request a hearing on an application of MBC Financial Services Corporation, subsidiary of The Mercantile Bank of Canada, for an order exempting MBC from all provisions of the Investment Company Act so that it can issue its commercial paper in the United States, and offer its letters of credit and guarantees in support of debt securities in the United States by MBC's customers and other unaffiliated issuers. (Rel. IC-13554 - Sept. 30)

COLONIAL PENN SERIES TRUST

An order has been issued exempting Colonial Penn Series Trust, an open-end, diversified, management investment company, from the provisions of Section 17(f) of the Investment Company Act to permit it to hold certain certificates of deposit in book entry form. (Rel. IC-13555 - Sept. 30)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING GRANTED

An order has been issued granting the applications of the Midwest Stock Exchange, Inc. for unlisted trading privileges in three issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-20248)

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange, Inc. to strike the common stock (\$.10 par value) of BDI Investment Corporation from listing and registration thereon. (Rel. 34-20249)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form, Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; File number and date filed; Assigned Branch; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-18) NATIONAL PAY TELEPHONE CORPORATION, Suite C, 3000 South Highland Dr., Las Vegas, NV 89109 (702) 731-3877 - 25,000 shares of common stock. Underwriter: Cannon Securities, Inc., 800 Kearns Bldg., Salt Lake City, UT 84101 (801) 533-8000. The company intends to own, operate and maintain pay telephones. (File 2-86622-LA - Sept. 19) (Br. 8 - New Issue)

- (S-8) ACTIVISION, INC., 3250 Bayshore Frontage Rd., Mountain View, CA 94043 (415) 960-0410 - 2,991,750 shares of common stock. (File 2-86881 - Sept. 30) (Br. 4)
- (F-6) MORGAN GUARANTY TRUST COMPANY, 23 Wall St., New York, NY 10015 (212) 483-2323 - American Depositary Receipts for 163,451,581 American Depositary shares representing four shares of ordinary stock of Imperial Chemical Industries PLC. (File 2-86882 - Sept. 30) (Br. 99)
- (S-1) CAPT. CRAB'S TAKE-AWAY, INC., 1440 79th Street Causeway, North Bay Village, FL 33141 (305) 866-5749 - 1,330,000 shares of common stock and 1,179,000 common stock purchase warrants. The company operates and franchises fast food restaurants specializing in garlic crabs, steamed crabs, Maryland style and other seafood items. (File 2-86885 - Sept. 30) (Br. 3) [S]
- (S-2) FRANKLIN DISCOUNT COMPANY, 213 East Tugalo St., P.O. Box 880, Toccoa, GA 30577 (404) 886-7571 - \$20 million of 9% senior demand notes. The company acquires and services direct cash loans and real estate loans. (File 2-86892 - Sept. 30) (Br. 2)
- (S-1) MIDLAND-PRC OIL AND GAS PROGRAM 1983-84, 800 53rd Avenue N.E., Minneapolis, MN 55421 (612) 571-2110 - 1,000 units of preformation limited partnership interests. The company engages in oil and gas exploration. (File 2-86893 - Sept. 30) (Br. 4 - New Issue) [S]
- (S-1) REID-ASHMAN, INC., 590 Laurelwood Rd., Santa Clara, CA 95050 (408) 727-6706 - 1,000,000 shares of common stock. Underwriter: D.H. Blair & Co., Inc. The company develops, manufactures and markets interfaces and positioning systems. (File 2-86900 - Oct. 3) (Br. 8 - New Issue)
- (S-1) TRANS-PACIFIC BANCORP, 145 Natoma St., Suite 101, San Francisco, CA 94105 (415) 543-3377 - 632,000 to 832,000 shares of common stock. The company is a proposed bank holding company. (File 2-86902 - Oct. 3) (Br. 1 - New Issue) [S]
- (S-8) NATIONAL EDUCATION CORPORATION, 4361 Birch St., Newport Beach, CA 92660 (714) 546-7360 - 120,727 shares of common stock. (File 2-86904 - Oct. 3) (Br. 5)
- (S-6) NUVEEN TAX-EXEMPT BOND FUND - MULTI-STATE, SERIES 110, 209 South La Salle St., Chicago, IL 60604 - an indefinite number of units. Depositor: John Nuveen & Co. Incorporated. (File 2-86905 - Sept. 30) (Br. 18 - New Issue)
- (S-6) KEMPER GOVERNMENT SECURITIES TRUST, GNMA PORTFOLIO, SERIES 1, 120 South LaSalle St., Chicago, IL 60603 - an indefinite number of units of beneficial interest. Depositor: Kemper Financial Services, Inc. (File 2-86907 - Sept. 29) (Br. 16 - New Issue)
- (S-8) MIDLAND BANCORP, INC., 233 South Wacker St., Chicago, IL 60606 (312) 876-4200 - 78,500 shares of common stock. (File 2-86909 - Sept. 22) (Br. 2)
- (S-8) FIRST FLORIDA BANKS, INC., First Florida Tower, 111 Madison St., Tampa, FL 33602 (813) 224-1455 - 300,000 shares of common stock. (File 2-86910 - Sept. 23) (Br. 2)
- (S-14) HANOVER FINANCIAL CORPORATION, 1380 North University Dr., Plantation, FL 33322 (205) 473-6677 - 300,110 common shares. (File 2-86911 - Sept. 28) (Br. 2 - New Issue)
- (S-6) THE FIRST TRUST OF INSURED MUNICIPAL BONDS - PENNSYLVANIA, SERIES 4, 300 West Washington St., Chicago, IL 60606 - an indefinite number of units. Depositor: Clayton Brown & Associates, Inc. (File 2-86913 - Oct. 3) (Br. 18 - New Issue)
- (S-8) AMERICAN CARRIERS, INC., 9393 West 110th St., Overland Park, KS 66210 (913) 648-5545 - 200,000 shares of common stock. (File 2-86915 - Oct. 3) (Br. 4)
- (S-3) INTERNORTH, INC., 2223 Dodge St., Omaha, NB 68102 (402) 633-4000 - 750,000 shares of common stock. (File 2-86917 - Oct. 3) (Br. 7)
- (S-8) NORTH AMERICAN PHILIPS CORPORATION, 100 East 42nd St., New York, NY 10017 (212) 697-3600 - 736,700 shares of common stock. (File 2-86918 - Oct. 3) (Br. 7)
- (S-1) EAGLE 83 FOXTROT LIMITED PARTNERSHIP, 3232 West Britton Rd., P.O. Box 21600, Oklahoma City, OK 73156 (405) 755-2023 - 10,000 units of limited partnership interests \$1,000 per unit. The company explores and produces oil and natural gas. (File 2-86920 - Oct. 3) (Br. 9 - New Issue) [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
A T INDUSTRIES INC WTD INDUSTRIES INC	COM 14D-1	9/30/83	0 N/A	00207810 N/A	NEW
ADDISON WESLEY PUBG INC MACMILLAN INC	CL B 13D	9/20/83	89 3.7	00668020 0.0	NEW
ADBE OIL & GAS CORP HUDSON BAY MNG & SMELTING CO	COM 13D	7/ 6/83	0 0.0	00723910 15.6	UPDATE
ADBE OIL & GAS CORP INSPIRATION RESOURCES CO	COM 13D	7/ 6/83	4,385 27.5	00723910 0.0	NEW
ADBE OIL & GAS CORP MINERAL & RESOURCES CORP LTD	COM 13D	7/ 6/83	0 0.0	00723910 11.9	UPDATE
AMERICAN CAP CORP MARLIN ROBERT	COM 13D	8/31/83	849 44.3	02489810 0.0	NEW
BEKINS CO MINSTAR ACQUIRING CORP ET AL	COM 14D-1	9/30/83	3,844 97.8	07727510 34.7	UPDATE
BOMARKO INC KAHN ALLEN MD	COM 13D	9/30/83	90 10.4	09790610 10.3	UPDATE
C H B FOODS INC DE RANCE INC	COM 13D	9/19/83	280 8.2	12540710 6.7	UPDATE
CARTERET SAVINGS & LOAN ASSC GALAXY ASSOCIATES ET AL	COM 13D	9/19/83	391 5.7	14641510 0.0	NEW
FLORIDA COS BERMONT PETER L ET AL	COM 13D	9/27/83	0 0.0	34060910 13.3	UPDATE
HMW INDS INC GOLDMAN SACHS & CO	COM 13D	9/29/83	152 9.6	40424510 9.6	UPDATE
HMW INDS INC KKR ASSOCIATES ET AL	COM 13D	9/26/83	0 N/A	40424510 N/A	UPDATE
HMW INDS INC SEEMALA CORP ET AL	COM 13D	9/28/83	155 9.8	40424510 9.8	UPDATE
INSPIRATION CONS COPPER CO HUDSON BAY MNG & SMELTING CO	COM 13D	7/ 6/83	0 N/A	45768610 N/A	UPDATE
INSPIRATION CONS COPPER CO INSPIRATION RESOURCES CO	COM 13D	7/ 6/83	3,512 99.9	45768610 0.0	NEW
INSPIRATION CONS COPPER CO MINERAL & RESOURCES CORP LTD	COM 13D	7/ 6/83	0 N/A	45768610 N/A	UPDATE