

sec news digest

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ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST ROURKE O'BRIEN

The Commission instituted public administrative proceedings against Rourke O'Brien of Bellevue, Washington, a registered representative for a registered broker-dealer. The Order alleges that he wilfully violated the antifraud provisions of the securities laws by engaging in unauthorized trading in customer accounts and effecting transactions which were excessive in size and frequency in view of the character of such accounts. (Rel. 34-20322)

CIVIL PROCEEDINGS

COMPLAINT NAMES BROUGHAM INDUSTRIES, INC.

The Commission filed a civil injunctive action on October 26 in the U.S. District Court for the District of Columbia against Brougham Industries, Inc. of Chino, 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 Brougham, as part of a continuing course of violative conduct extending over several years, failed: to file its Annual Reports on Form 10-K for its fiscal years ended June 28, 1983, 1982, 1981 and 1980; its Quarterly Reports on Form 10-Q for its fiscal quarters ended September 28, 1980 through March 29, 1983; and required Notifications of Late Filing on Form 12b-25 respecting certain of its late periodic reports. The Commission requests that the Court order Brougham to file its delinquent Annual and Quarterly Reports and enjoin him from further violations of the reporting provisions of the securities laws. (SEC v. Brougham Industries, Inc., USDC DC, Civil Action No. 83-3185). (LR-10186)

RUBINSTEIN ORDERED TO DISGORGE AND SENTENCED TO PROBATION

The New York Regional Office announced that on October 18 Judge Morris Lasker, U.S. District Court for the Southern District of New York, ordered Kenneth Rubinstein of Scarsdale, New York to disgorge five percent of the gross receipts of his home improvement carpentry business every year for five years. The decision was issued under a Consent Judgment previously signed by the Court which both enjoined Rubinstein from further violations of Sections 10b and 14e of the Securities Exchange Act of 1934, and ordered him to disgorge so much of approximately \$200,000 as he is financially able to pay, to be determined by the Court after a hearing. The Court will also permit him to apply to the Court each year to reduce the disgorgement if it is too great a hardship.

In the related criminal case, the U.S. Attorney for the Southern District of New York and the New York Regional Office announced that on July 20 Rubinstein pled guilty to a two-count information charging violations of the same provisions as alleged in the civil case. Judge Lasker sentenced Rubinstein on September 23 to 2-1/2 years probation. Both the injunctive action and the criminal case arose out of Rubinstein's purchases of stock based on inside information he had obtained in his capacity as an attorney with a New York City law firm. (SEC v. Kenneth Rubinstein and Aaron Rubinstein, S.D.N.Y., File No. 82 Civ. 4043, MEL). (LR-10183)

CRIMINAL PROCEEDINGS

R. JACK BERNHARDT CONVICTION AFFIRMED

The Chicago Regional Office and Dan K. Webb, U.S. Attorney for the Northern District of Illinois, announced that on October 14 the U.S. Court of Appeals for the Seventh Circuit affirmed the conviction of R. Jack Bernhardt, formerly a registered representative with Swift, Henke and Co., Inc. and Loeb Rhoades and Co., Inc. and its predecessor, Loeb Rhoades & Co. Bernhardt was convicted of nine counts of mail fraud and 12 counts of securities fraud resulting from, among other things, his manipulation, domination and control of the markets in the common stock of Olympia Brewing Company and Stange Co. from June 1975 to March 1977. Bernhardt was also found guilty of: falsely representing to his customers, in order to get them to purchase shares of Olympia and Stange common stock, that definite plans existed which provided that Olympia and Stange would be taken over by acquiring firms; and purchasing shares of Olympia and Stange common stock for the accounts of certain customers without receiving prior approval to make such purchases. Bernhardt was sentenced to ten years in prison. (U.S. v. R. Jack Bernhardt, USCA SC, Criminal File No. 81 CR 303). (LR-10185)

INVESTMENT COMPANY ACT RELEASES

HESSISCHE LANDESBANK-GIROZENTRALE

A notice has been issued giving interested persons until November 25 to request a hearing on an application filed by Hessische Landesbank-Girozentrale, a German commercial bank, for an order exempting it from all provisions of the Investment Company Act to permit it to issue its commercial paper in the United States. (Rel. IC-13605 - Oct. 31)

HOLDING COMPANY ACT RELEASES

NEW ENGLAND ELECTRIC SYSTEM

A notice has been issued giving interested persons until November 28 to request a hearing on a proposal by New England Electric System, a registered holding company, and one of its subsidiaries, New England Power Company (NEP), to sell eight surplus diesel generating units and associated equipment owned by NEP. (Rel. 35-23101 - Oct. 31)

SELF-REGULATORY ORGANIZATIONS

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved, on an accelerated basis, a proposed rule change filed by the American Stock Exchange, Inc. (SR-Amex-83-21) to move Amex's ten-year U.S. Treasury note options from a March/June/September/December expiration cycle to a February/May/August/November expiration cycle. (Rel. 34-20334)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under 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 under Rule 415.

- (S-18) PETROGEN, INC., 2452 East Oakton St., Arlington Heights, IL 60005 (312) 952-1205 - 750,000 units. Underwriter: Muller and Company, Inc. The company is engaged in the development of bacteria through selection, mutation and genetic engineering for enhanced oil recovery and cleanup of toxic wastes. (File 2-87317-C - Oct. 19) (Br. 8 - New Issue)

- (S-8) CCX, INC., One Old Country Rd., Carle Place, New York, NY 11514 (212) 838-4600 - 250,000 shares of common stock. (File 2-87464 - Oct. 28) (Br. 6)
- (S-8) HENDERSON PETROLEUM CORPORATION, 950 South Cherry St., Suite 500, Denver, CO 80222 (303) 757-3381 - 500,000 shares of common stock. (File 2-87466 - Oct. 28) (Br. 4)
- (S-1) CAMBRIAN SYSTEMS, INC., 31364 Via Collins, Westlake Village, CA 91362 (213) 991-7026 - 1,000,000 shares of common stock. Underwriter: Landeburg, Thalmann & Co. Inc. The company is a custom designer and manufacturer of electronic test and development equipment for the rigid disk drive segment of the computer industry. (File 2-87470 - Oct. 28) (Br. 8)
- (S-1) GRUNTAL FINANCIAL CORP., 14 Wall St., New York, NY 10005 (212) 267-8800 - 3,000,000 shares of common stock. Underwriter: Allen & Company Incorporated. The company operates a regional securities brokerage business. (File 2-87474 - Oct. 28) (Br. 1 - New Issue)
- (S-8) CASTLE & COOKE, INC., 130 Merchant St., Honolulu, HI 96813 (415) 986-3000 - 750,000 shares of common stock. (File 2-87475 - Oct. 28) (Br. 4)
- (S-3) INDEPENDENCE BANK GROUP, INC., 235 West Broadway Ave., Waukesha, WI 53186 (414) 542-5117 - 60,000 shares of common stock. The company is a bank holding company. (File 2-87476 - Oct. 28) (Br. 1)
- (S-1) EL TORITO RESTAURANTS, INC., 2450 White Rd., Irvine, CA 92714 (714) 863-6400 - 4,400,000 shares of common stock. Underwriters: Merrill Lynch Capital Markets and Blyth Eastman Paine Webber Incorporated. The company operates Mexican restaurants. (File 2-87478 - Oct. 28) (Br. 4 - New Issue)
- (S-8) SIZZLER RESTAURANTS INTERNATIONAL, INC., 5400 Alla Rd., Los Angeles, CA 90066 (213) 827-2300 - 150,000 shares of common stock. (File 2-87480 - Oct. 28) (Br. 3)
- (S-1) HUTTON ASSET RECOVERY FUND, 2327 San Felipe, Houston, TX 77019 (713) 520-6030 - 50,000 units of limited partnership interest, \$500 per unit. Underwriter: E.F. Hutton & Company Inc. (File 2-87488 - Oct. 28) (Br. 5 - New Issue)
- (S-1) PHOTOGRAPHIC SCIENCES CORPORATION, 770 Basket Rd., Webster, NY 14580 (716) 265-1600 - 1,153,751 shares of common stock. The company manufactures and markets products for the micrographics, symbology, computer graphics, printing, graphic arts and photographic industries. (File 2-87489 - Oct. 28) (Br. 3) [S]
- (N-1A) PDC&J PERFORMANCE FUND, 1416 Miamisburg-Centerville Rd., Dayton, OH 45459 (513) 439-1010 - an indefinite number of shares of beneficial interest. (File 2-87490 - Oct. 28) (Br. 16 - New Issue)
- (S-3) THE SIGNAL COMPANIES, INC., 11255 North Torrey Pines Rd., La Jolla, CA 92037 (619) 457-3555 - 1,700,000 shares of common stock. (File 2-87491 - Oct. 28) (Br. 4) [S]
- (S-8) DELTA DRILLING COMPANY, The Peoples Plaza Tower, 110 North College St., Tyler, TX 75702 - 200,000 shares of common stock. (File 2-87492 - Oct. 28) (Br. 3)
- (S-1) ALLY & GARGANO, INC., 805 Third Ave., New York, NY 10022 (212) 688-5300 - 1,080,460 shares of common stock. Underwriters: Lehman Brothers Kuhn Loeb Incorporated and Wertheim & Co., Inc. The company is a full service advertising agency. (File 2-87493 - Oct. 28) (Br. 7 - New Issue)
- (S-1) INTELLIGENT BUSINESS COMMUNICATIONS CORP., 1500 Ocean Ave., Bohemia, NY 11716 - 1,500,000 shares of common stock. Underwriter: Commonwealth Ventures, Ltd. The company is a data communications company. (File 2-87494 - Oct. 28) (Br. 7 - New Issue)
- (S-8) COMPUTER ASSOCIATES INTERNATIONAL, INC., The Computer Associates Bldg., 125 Jericho Turnpike, Jericho, NY 11753 (516) 333-6700 - 587,290 shares of common stock. (File 2-87495 - Oct. 28) (Br. 9)
- (S-3) PENNSYLVANIA POWER & LIGHT COMPANY, Two North Ninth St., Allentown, PA 18101 (215) 770-5151 - \$125 million of first mortgage bonds. (File 2-87498 - Oct. 28) (Br. 7) [S]
- (S-3) NORWEST MORTGAGE INSURED, INC., 100 West Tenth St., Wilmington, DE 19801 (612) 343-3475 - \$500 million of GNMA-collateralized obligations (issuable in series). Underwriter: Salomon Brothers Inc. (File 2-87499 - Oct. 28) (Br. 2 - New Issue)

- (S-1) UNITED HEALTHCARE CORPORATION, 400 Opus Center, 9900 Bren Road East, Minnetonka, MN 55443 (612) 936-1380 - 1,800,000 shares of common stock. Underwriters: Robinson Humphrey/American Express Inc. and Bear, Stearns & Co. The company manages eight independent practice association model health maintenance organizations. (File 2-87500 - Oct. 28) (Br. 6 - New Issue)
- (S-6's) MUNICIPAL INVESTMENT TRUST FUND, FIRST MULTISTATE SERIES; THE CORPORATE INCOME FUND, GNMA-COLLATERALIZED COMPOUND INTEREST BONDS, SERIES A, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interests. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Prudential-Bache Securities Inc. and Shearson/American Express Inc. (File 2-87501; 2-87503 - Oct. 28) (Br. 17 - New Issues)
- (S-3) CENTRAL AND SOUTH WEST CORPORATION, 2121 San Jacinto St., Suite 2500, P.O. Box 220164, Dallas, TX 75222 (214) 754-1000 - 2,000,000 shares of common stock. Underwriter: Goldman, Sachs & Co. (File 2-87505 - Oct. 31) (Br. 8) [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)X %OWNED	CUSIP/ PRIOR%	FILING STATUS
DETROIT & CDA TUNL CORP WENGER HENRY PENN ET AL	COM 13D	10/19/83	222 30.7	25070310 29.1	UPDATE
GEBS CORP RDEEL INC	COM 13D	10/17/83	91 18.1	37362810 0.0	NEW
INTL BANGSHARES CORP SANCHEZ A R SR	COM 13D	9/ 8/83	182 16.5	45904410 8.9	UPDATE
MATAGORDA DRILLING & EXPL CO ALLIED BANK OF TEXAS	COM NEW 13D	10/12/83	3,933 19.8	57652920 17.2	UPDATE
MATAGORDA DRILLING & EXPL CO ALLIED BANK OF TEXAS	PFD CONV CL A 13D	10/12/83	49 44.8	57652999 44.8	UPDATE
RMS ELECTRS INC LIGHT ASSOCIATES INC	COM 13D	10/10/83	182 11.2	74961010 9.0	UPDATE
UNIFLITE INC MURRAY INDUSTRIES INC	COM 13D	9/30/83	0 N/A	90471610 N/A	UPDATE
UNITED STATES SUGAR CORP IRVING TRST/US SUGAR CORP	COM ESOP 14D-1	10/26/83	1,078 43.5	91267310 100.0	UPDATE
WESTERN SVGS & LN ASSN ARIZ DRIGGS DON C ET AL	GTEE STK 13D	12/28/82	85 4.0	95943210 4.0	RVSDION
WESTERN SVGS & LN ASSN ARIZ RIGGS JUNIUS E	GTEE STK 13D	12/28/82	92 4.4	95943210 4.4	NEW