

# sec news digest

Issue 94-72

April 18, 1994

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## ENFORCEMENT PROCEEDINGS

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### PROCEEDINGS INSTITUTED AGAINST JOHN MORGAN AND GREGORY SCOTT

The Commission announced that on April 11 it entered an order (Order) instituting public administrative proceedings against John L. Morgan (Morgan) and Gregory L. Scott (Scott). The Order alleges that from April 1989 until 1991, Morgan and Scott operated an unregistered broker-dealer and aided and abetted the broker-dealer in violation of various broker-dealer provisions, including the registration provisions, customer protection rule, and books and records provisions. In addition, the Order alleges that Morgan and Scott made material misrepresentations about the use of customer funds and omitted to inform investors that their funds would be used to pay FOE's expenses and the personal expenses of Morgan and Scott. In that way, the Order alleges, Morgan and Scott violated the antifraud provisions of the federal securities laws.

Finally, the Order alleges that an order of permanent injunction was entered against Morgan and Scott on December 15, 1993 by the U.S. District Court for the Southern District of Ohio.

A hearing will be scheduled to take evidence on the staff's allegations and to afford the respondents an opportunity to present any defenses thereto. (Rel. 34-33891)

### DECISIVE COURT VICTORY AGAINST EDDIE ANTAR IN GENEVA, SWITZERLAND

The Commission announced that on April 12 the Tribunal of First Instance in Geneva, Switzerland issued a ruling whereby the Tribunal formally recognized and enforced the \$73,000,000 Final Judgment of disgorgement and interest entered against Eddie Antar (Antar) by the United States District Court for the District of New Jersey in a civil action that the Commission had brought against Antar in 1989. The Tribunal of First Instance held that Mr. Charles C. Carella, the Trustee/Receiver appointed by the United States Court, had adequate authority and capacity to seek enforcement of the Final Judgment in Swiss courts; the Final Judgment was of a civil nature and did not impose either a criminal sentence or an administrative measure on Antar; and the proceedings before the United States Court which led to the entry of the

Final Judgment did not violate Swiss public order in any way. The Swiss court ordered the withdrawal of Antar's opposition to the payment to Mr. Carella of approximately \$40,000,000 formerly controlled by Antar, and directed Antar to pay costs of 25,000 Swiss francs to Mr. Carella.

Assistance in securing the \$40,000,000 in Geneva was provided by the Swiss Federal Office for Police Matters pursuant to the U.S. Treaty with Switzerland for Mutual Assistance in Criminal Matters. Prior to the release of the Swiss court's ruling, Antar had voluntarily consented to the repatriation of the funds that the SEC and the Trustee/Receiver had frozen in Geneva. [SEC v. Eddie Antar, et al., USDC for the District of New Jersey, Civ. Action No. 89-3773; Charles C. Carella v. Eddie Antar, Tribunal of First Instance, Ref. No. C/29235/1993, Geneva Switzerland] (LR-14053)

#### CIVIL ACTION AGAINST VISION COMMUNICATIONS, INC., ET AL.

The Commission announced that on April 13 the Honorable Charles R. Richey, United States District Judge for the District of Columbia, issued an Order requiring defendants, pending trial on the merits, immediately to cease offering or selling membership units or interests in Wilkes-Barre-Scranton, L.C. (WBS), a limited liability company purportedly formed to develop a wireless cable television system in the Wilkes-Barre/Scranton, Pennsylvania area. The Order also permits defendants to pay up to \$50,000 in attorney fees from their personal assets. Finally, the Order consolidates the hearing on the Commission's motion for a preliminary injunction with the trial on the merits and sets a trial date of May 3 and 4, 1994.

The interim relief ordered supplements the emergency relief granted by the Court on March 24 freezing all investor funds under the defendants' control, providing that any new funds raised from investors in WBS be placed in an interest-bearing escrow account, requiring a sworn accounting to the Court and to the Commission, and providing for expedited discovery.

The Commission's complaint alleges that defendants violated the antifraud, securities registration and broker-dealer registration provisions of the federal securities laws in their offers and sales of interests in WBS. For further information, see LR-14026. [SEC v. Vision Communications, Inc., et al., Civil Action No. 94-0615, USDC/DC] (LR-14054)

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#### INVESTMENT COMPANY ACT RELEASES

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#### ITT HARTFORD LIFE AND ANNUITY INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until May 9 to request a hearing on an application filed by ITT Hartford Life and Annuity Insurance Company, ITT Hartford Life and Annuity Insurance

Company/Separate Account One (Account) and Hartford Equity Sales Company, Inc. The application is for an order pursuant to Section 6(c) of the Investment Company Act granting exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Account under certain flexible premium deferred variable annuity contracts. (Rel. IC-20219 - April 14)

#### **THE IRISH INVESTMENT FUND, INC.**

A notice has been issued giving interested persons until May 9 to request a hearing on an application filed by the Irish Investment Fund, Inc. for an order under Section 10(f) of the Investment Company Act permitting applicant to purchase Irish securities during the existence of an underwriting syndicate in which an affiliated person of applicant's adviser is a principal underwriter. (Rel. IC-20220; International Series Rel. 650 - April 14)

#### **HARBOR FUND**

A notice has been issued giving interested persons until May 10 to request a hearing on an application filed by Harbor Fund for an order under Sections 6(c) and 17(b) of the Investment Company Act that would grant an exemption from Section 17(a) of the Act. The order would permit Owens-Illinois Master Retirement Trust, a shareholder of an investment portfolio of the Fund who is an "affiliated person" of the portfolio, to redeem portfolio shares for payment in-kind. (Rel. IC-20221 - April 15)

#### **WNC CALIFORNIA HOUSING TAX CREDITS IV, L.P., SERIES 4 THROUGH 9, AND WNC CALIFORNIA TAX CREDIT PARTNERS IV, L.P**

A notice has been issued giving interested persons until May 10 to request a hearing on an application filed by WNC Housing Tax Credit Fund IV, L.P., Series 4 through 9 (Partnership), and its general partner, WNC California Tax Credit Partners IV, L.P., for an order under Section 6(c) of the Investment Company Act. The order would exempt the Partnership from all provisions of the Act and permit the Partnership to invest in limited partnerships that engage in the ownership and operation of apartment complexes for low and moderate income persons. (Rel. IC-20222 - April 15)

#### **HARTFORD LIFE INSURANCE COMPANY, ET AL.**

A notice has been issued giving interested persons until May 10 to request a hearing on an application by Hartford Life Insurance Company (Hartford Life), Hartford Life Insurance Company/Putnam Capital Manager Trust Separate Account (Separate Account), and Hartford Equity Sales Company, Inc. for an order pursuant to Section 6(c) of the Investment Company Act. The order would grant exemptions from Sections 26(a)(2)(C)

and 27(c)(2) of the Act to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Separate Account under certain flexible premium deferred variable annuity contracts issued by Hartford Life. (Rel. IC-20223 - April 15)

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#### HOLDING COMPANY ACT RELEASES

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#### CONSOLIDATED NATURAL GAS COMPANY

An order has been issued authorizing Consolidated Natural Gas Company (CNG), a registered holding company, to issue and sell on or before June 30, 1996 up to \$400 million principal amount of debentures (Debentures). The Debentures will mature in not more than thirty years. The proceeds from the sale of the Debentures will be added to CNG's treasury fund and subsequently used to finance, in part, capital expenditures of CNG and CNG's subsidiary companies; displace roll-over of commercial paper previously issued for working capital purposes; finance the purchase of CNG's common stock in the open market; and/or acquire, retire or redeem securities of which CNG is an issuer. (Rel. 35-26026)

#### NARRAGANSETT ENERGY RESOURCES COMPANY

A notice has been issued giving interested persons until May 9 to request a hearing on a proposal by Narragansett Energy Resources Company (Resources), a subsidiary company of New England Electric System, a registered holding company, to engage in financing. Resources proposes to refinance a portion of its outstanding common equity by issuing, through December 31, 1995, long-term notes up to an aggregate principal amount of \$30 million. (Rel. 35-26027)

#### EUA ENERGY INVESTMENT CORP.

An order has been issued authorizing a proposal by EUA Energy Investment Corp. (EEIC), a wholly-owned, non-utility subsidiary company of Eastern Utilities Associates, a registered holding company, for EEIC to invest up to \$5 million in energy and energy conservation research. (Rel. 35-26028)

#### OHIO VALLEY ELECTRIC CORPORATION, ET AL.

An order has been issued authorizing a proposal by Ohio Valley Electric Corporation (OVEC) and Indiana-Kentucky Electric Corporation (Indiana-Kentucky), both electric public-utility subsidiary companies of American Electric Power Company, Inc., a registered holding company. Indiana-Kentucky is authorized to enter into a reimbursement agreement in connection with the issuance of a letter of credit not exceed \$10 million. OVEC is authorized to indemnify the bank issuing such letter

of credit for any payments or to guarantee the obligation of Indiana-Kentucky to reimburse the bank for such payments. (Rel. 35-26029)

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## SECURITIES ACT REGISTRATIONS

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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-6 MUVEEN TAX EXEMPT UNIT TRUST SERIES 725, C/O JOHN MUVEEN & CO INC,  
333 WEST WACKER DRIVE, CHICAGO, IL 60606 (312) 917-7947 -  
INDEFINITE SHARES. (FILE 33-53073 - APR. 11) (BR. 22 - NEW ISSUE)
- S-8 TPI ENTERPRISES INC, 777 S FLAGLER DR, PHILLIPS POINT E TOWER STE 909,  
W PALM BEACH, FL 33401 (407) 835-8888 - 1,500,000 (\$10,410,000)  
COMMON STOCK. (FILE 33-53075 - APR. 11) (BR. 11)
- S-6 MUVEEN TAX EXEMPT UNIT TRUST SERIES 726, C/O JOHN MUVEEN & CO INC,  
333 WEST WACKER DRIVE, CHICAGO, IL 60606 (312) 917-7947 -  
INDEFINITE SHARES. (FILE 33-53079 - APR. 11) (BR. 22 - NEW ISSUE)
- S-3 DANAMER CORP /DE/, 1250 24TH ST NW, SUITE 800, WASHINGTON, DC 20037  
(202) 828-0850 - 95,853 (\$3,792,184.31) COMMON STOCK. (FILE 33-53081 -  
APR. 11) (BR. 10)
- S-6 MUNICIPAL INVT TR FD INSURED SERIES 204 DEFINED ASSET FUNDS,  
450 LEXINGTON AVENUE, C/O DAVIS POLK & WARDWELL, NEW YORK, NY 10017  
(MUL) L - - INDEFINITE SHARES. (FILE 33-53083 - APR. 11) (NEW ISSUE)
- S-6 MERRILL LYNCH FUND OF STRIPPED ZERO U S TREA SEC SER K,  
640 LEXINGTON AVE, C/O DAVIS POLK & WARDWELL, NEW YORK, NY 10017  
(MUL) L - - INDEFINITE SHARES. (FILE 33-53085 - APR. 11) (NEW ISSUE)
- S-3 ARVIN INDUSTRIES INC, ONE NOBLITT PLZ, P O BOX 3000, COLUMBUS, IN 47202  
(812) 379-3000 (FILE 33-53087 - APR. 11) (BR. 4)
- S-8 KARCHER CARL ENTERPRISES INC, 1200 N HARBOR BLVD, ANAHEIM, CA 92801  
(714) 774-5796 - 1,762,121 (\$21,035,320) COMMON STOCK. (FILE 33-53089 -  
APR. 11) (BR. 11)
- S-3 NEWELL CO, 29 E STEPHENSON ST, NEWELL CTR, FREEPORT, IL 61032  
(815) 235-4171 - 44,338 (\$1,729,182) COMMON STOCK. (FILE 33-53091 -  
APR. 11) (BR. 9)
- S-8 HANNA M A CO/DE, 1301 E 9TH ST STE 3600, CLEVELAND, OH 44114  
(216) 589-4000 - 100,000 (\$3,575,000) COMMON STOCK. (FILE 33-53093 -  
APR. 11) (BR. 5)
- S-3 CONSECO INC, 11825 N PENNSYLVANIA ST, CARMEL, IN 46032 (317) 573-6100  
(FILE 33-53095 - APR. 11) (BR. 9)
- S-8 STIFEL FINANCIAL CORP, 500 N BROADWAY, ST LOUIS, MO 63102 (314) 342-2000  
- 564,000 (\$4,794,000) COMMON STOCK. (FILE 33-53097 - APR. 11) (BR. 11)

REGISTRATIONS CONT.

- S-8 CARNIVAL CRUISE LINES INC, 3655 N W 87TH AVENUE, P O BOX 1347, MIAMI, FL 33178 (305) 599-2600 - 200,000 (\$8,975,000) COMMON STOCK. (FILE 33-53099 - APR. 11) (BR. 4)
- S-4 REPUBLIC BANCORP INC /KT/, REPUBLIC CORPORATE CENTER, 601 WEST MARKET ST, LOUISVILLE, KY 40202 (502) 584-3600 - 1,190,870 (\$40,823,728.50) COMMON STOCK. (FILE 33-77324 - APR. 05) (BR. 2 - NEW ISSUE)
- S-8 RATIONAL SOFTWARE CORP, 205 VAN BUREN ST, HERNDON, VA 22070 (703) 318-5800 - 6,789,648 (\$16,702,534.08) COMMON STOCK. (FILE 33-77382 - APR. 06) (BR. 10)
- S-8 QUAD CITY HOLDINGS INC, 2118 MIDDLE ROAD, BETTENDORF, IA 52722 (319) 322-4410 - 29,367 (\$289,999.13) COMMON STOCK. (FILE 33-77420 - APR. 07) (BR. 1)
- S-8 AMERICAN RESIDENTIAL HOLDING CORP, 11119 N TORREY PINES RD, LA JOLLA, CA 92037 (619) 535-4900 - 50,000 (\$843,750) COMMON STOCK. (FILE 33-77422 - APR. 07) (BR. 11)
- S-8 AMERICAN RESIDENTIAL HOLDING CORP, 11119 N TORREY PINES RD, LA JOLLA, CA 92037 (619) 535-4900 - 10,000 (\$168,750) COMMON STOCK. (FILE 33-77424 - APR. 07) (BR. 11)
- S-8 INTERPORE INTERNATIONAL /CA/, 181 TECHNOLOGY DR, IRVINE, CA 92718 (714) 261-3100 - 610,981 (\$1,331,938.58) COMMON STOCK. (FILE 33-77426 - APR. 07) (BR. 8)
- S-8 ALLIED DEVICES CORP, 2365 MILBURN AVENUE, BALDWIN, NY 11510 (516) 223-9100 - 1,000,000 (\$770,000) COMMON STOCK. (FILE 33-77428 - APR. 07) (BR. 10)
- S-3 JEAN PHILIPPE FRAGRANCES INC, 551 FIFTH AVE STE 1500, NEW YORK, NY 10176 (212) 983-2640 - 200,000 (\$2,200,000) COMMON STOCK. (FILE 33-77430 - APR. 07) (BR. 9)
- S-8 SYSTEMED INC /DE, 140 COLUMBIA, LAGUNA HILLS, CA 92656 (714) 362-1330 - 2,300,000 (\$12,362,500) COMMON STOCK. (FILE 33-77432 - APR. 07) (BR. 10)
- S-B STATE OF ISRAEL, 350 FIFTH AVE, C/O ELIAHV ZIV ZITOUK, NEW YORK, NY 10118 (212) 560-0600 - 75,000,000 (\$75,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-77434 - APR. 07) (BR. 9)
- S-8 MUSICSOURCE U S A INC, 2431 WEST COAST HWY STE 201, NEWPORT BEACH, CA 92663 (714) 548-3700 - 1,800,000 (\$693,000) COMMON STOCK. (FILE 33-77436 - APR. 07) (BR. 11)
- S-1 MAIL WELL HOLDINGS INC, 23 INVERNESS WAY EAST, ENGLEWOOD, CO 80112 - 131,775 (\$1,409,992.50) COMMON STOCK. (FILE 33-77438 - APR. 08) (BR. 8)
- S-8 VISUAL CYBERNETICS CORP, 145 WEST 28TH ST STE 1200, NEW YORK, NY 10001 (212) 564-7791 - 1,000,000 (\$1,500,000) COMMON STOCK. (FILE 33-77442 - APR. 08) (BR. 9)

REGISTRATIONS CONT.

- S-1 CINEMARK MEXICO USA INC, 7502 GREENVILLE STE 800, DALLAS, TX 75231  
(214) 696-1644 - 2,000,000 (\$1,890,000) STRAIGHT BONDS. (FILE 33-77444 -  
APR. 08) (BR. 11)
- S-8 VISUAL CYBERNETICS CORP, 145 WEST 28TH ST STE 1200, NEW YORK, NY 10001  
(212) 564-7791 - 1,000,000 (\$1,500,000) COMMON STOCK. (FILE 33-77446 -  
APR. 08) (BR. 9)
- S-1 BLYTH INDUSTRIES INC, TWO GREENWICH POLAZA, GREENWICH, CT 06830  
(203) 661-1926 - 3,726,000 (\$67,068,000) COMMON STOCK. (FILE 33-77458 -  
APR. 07) (BR. 6 - NEW ISSUE)
- S-1 FTP SOFTWARE INC, TWO HIGH ST, NORTH ANDOVER, MA 01845 (508) 685-4000 -  
4,600,000 (\$125,925,000) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC,  
COWEN & CO, MONTGOMERY SECURITIES. (FILE 33-77460 - APR. 07) (BR. 10)
- S-8 CELEX GROUP INC, 919 SPRINGER DR, LOMBARD, IL 60148 (708) 953-8440 -  
500,000 (\$12,375,000) COMMON STOCK. (FILE 33-77464 - APR. 07) (BR. 2)
- S-3 STATESMAN GROUP INC, 1400 DES MOINES BLDG, DES MOINES, IA 50309  
(515) 284-7500 - 181,924 (\$2,001,164) COMMON STOCK. (FILE 33-77466 -  
APR. 07) (BR. 9)
- S-1 CONSOLIDATED GRAPHICS INC /TX/, 2210 W DALLAS ST, HOUSTON, TX 77019  
(713) 529-4201 - 2,300,000 (\$36,800,000) COMMON STOCK. (FILE 33-77468 -  
APR. 07) (BR. 11 - NEW ISSUE)
- S-6 SEPARATE ACCOUNT VUL-2 OF THE AMERICAN FRANKLIN LIFE INS CO,  
FRANKLIN SQ, C/O AMERICAN FRANKLIN LIFE INS CO, SPRINGFIELD, IL 62713  
(217) 528-2011 - INDEFINITE SHARES. (FILE 33-77470 - APR. 07) (BR. 20)
- S-1 AT COMM INC, 30 DOAKS LANE, MARBLEHEAD, MA 01945 - 2,587,500  
(\$23,287,500) COMMON STOCK. (FILE 33-77474 - APR. 07) (BR. 7 - NEW ISSUE)
- S-8 VOLUNTEER CAPITAL CORP / TN /, 3401 WEST END AVE STE 260,  
P O BOX 24300, NASHVILLE, TN 37202 (615) 269-1900 - 350,000 (\$4,309,375)  
COMMON STOCK. (FILE 33-77476 - APR. 07) (BR. 11)
- S-8 VOLUNTEER CAPITAL CORP / TN /, 3401 WEST END AVE STE 260,  
P O BOX 24300, NASHVILLE, TN 37202 (615) 269-1900 - 100,000 (\$1,231,250)  
COMMON STOCK. (FILE 33-77478 - APR. 07) (BR. 11)
- S-3 REPLIGEN CORP, ONE KENDALL SQ STE 700, CAMBRIDGE, MA 02139  
(617) 225-6000 - 2,704,150 (\$15,576,957) COMMON STOCK. (FILE 33-77480 -  
APR. 07) (BR. 4)
- S-4 NORTHWEST AIRLINES CORP, 2700 LONE OAK PARKWAY, EAGAN, MN 55121  
(612) 726-2111 - 243,000,000 (\$243,000,000) STRAIGHT BONDS. (FILE  
33-77482 - APR. 07) (BR. 3)
- S-1 BARNES & NOBLE INC, 1400 OLD COUNTRY ROAD, WESTBURY, NY 11590  
(212) 633-3300 - 2,300,000 (\$54,510,000) COMMON STOCK. (FILE 33-77484 -  
APR. 07) (BR. 2)
- S-8 KENTUCKY ENTERPRISE BANCORP INC, 800 MONMOUTH ST, NEWPORT, KY 41071 -  
264,500 (\$2,645,000) COMMON STOCK. (FILE 33-77486 - APR. 07) (BR. 2)
- S-1 FAMILY BARGAIN CORP, 315 EAST 62ND ST, NEW YORK, NY 10021 (212) 980-9670  
- 4,025,000 (\$40,250,000) PREFERRED STOCK. 350,000  
WARRANTS, OPTIONS OR RIGHTS. 350,000 (\$4,200,000) PREFERRED STOCK. (FILE  
33-77488 - APR. 07) (BR. 5)

REGISTRATIONS CONT.

- S-8 TAKECARE INC, 2300 CLAYTON RD STE 1000, CONCORD, CA 94520 (510) 246-1300 - OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-77490 - APR. 07) (BR. 9)
- S-8 MAC RE CORP, ONE GREENWICH PLZ, GREENWICH, CT 06836 (203) 622-5200 - 150,000 (\$3,637,500) COMMON STOCK. (FILE 33-77492 - APR. 08) (BR. 10)
- S-8 MAC RE CORP, ONE GREENWICH PLZ, GREENWICH, CT 06836 (203) 622-5200 - 125,000 (\$3,031,250) COMMON STOCK. (FILE 33-77494 - APR. 08) (BR. 10)
- S-8 BAYLAKE CORP, 217 N FOURTH AVE, STURGEON BAY, WI 54235 (414) 743-5551 - 200,000 (\$5,142,000) COMMON STOCK. (FILE 33-77498 - APR. 08) (BR. 2)
- S-1 HOLLYWOOD CASINO CORP, TWO GALLERIA TOWER, STE 2200 13455 NOEL RD, DALLAS, TX 75240 (214) 386-9777 - 225,000 (\$225,000,000) MORTGAGE BONDS. 507,142 (\$6,275,882) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, DONALDSON LUFKIN & JENRETTE SECURITIES C, SALOMON BROTHERS INC. (FILE 33-77502 - APR. 08) (BR. 11)
- S-8 FTP SOFTWARE INC, TWO HIGH ST, NORTH ANDOVER, MA 01845 (508) 685-4000 - 13,964,436 (\$193,267,794.24) COMMON STOCK. (FILE 33-77506 - APR. 08) (BR. 10)
- S-8 ANCORE FINANCIAL INC, 501 SEVENTH ST, P O BOX 1537, ROCKFORD, IL 61110 (815) 968-2241 - 495,000 (\$8,043,750) COMMON STOCK. (FILE 33-77508 - APR. 08) (BR. 1)
- S-3 UGI UTILITIES INC, 100 KACHEL BLVD; STE. 400, GREEN HILLS CORPORATE CENTER, READING, PA 19607 (610) 796-3400 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-77514 - APR. 08) (BR. 7)
- S-8 LACROSSE FOOTWEAR INC, 1319 ST ANDREW ST, LACROSSE, WI 54602 (608) 782-3020 - 150,000 (\$2,100,000) COMMON STOCK. (FILE 33-77516 - APR. 08) (BR. 5)
- S-8 LACROSSE FOOTWEAR INC, 1319 ST ANDREW ST, LACROSSE, WI 54602 (608) 782-3020 - 50,000 (\$700,000) COMMON STOCK. (FILE 33-77518 - APR. 08) (BR. 5)
- S-1 K III COMMUNICATIONS CORP, 745 FIFTH AVENUE, NEW YORK, NY 10151 (212) 745-0100 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. UNDERWRITER: MERRILL LYNCH & CO, MORGAN STANLEY & CO INC. (FILE 33-77520 - APR. 08) (BR. 12)
- S-1 SUN HEALTHCARE GROUP INC, 5600 WYONING BLVD N E, STE 140, ALBUQUERQUE, NM 87109 (505) 821-3355 - 4,887,500 (\$108,135,937.50) COMMON STOCK. (FILE 33-77522 - APR. 08) (BR. 5)
- S-3 NINE WEST GROUP INC /DE, 9 W BROAD ST, STAMFORD, CT 06902 (203) 324-7567 - 6,037,500 (\$175,842,187.50) COMMON STOCK. (FILE 33-77524 - APR. 08) (BR. 7)
- S-8 FOSSIL INC, 14850 QUORUM DR, 11052 GRADER ST, DALLAS, TX 75238 (214) 348-7400 - 1,250,000 (\$20,307,807) COMMON STOCK. (FILE 33-77526 - APR. 08) (BR. 10)



REGISTRATIONS CONT.

- S-8 FRANKLIN OPHTHALMIC INSTRUMENTS CO INC, 20936 CABOT BLVD, HAYWARD, CA 94545 (407) 426-6992 - 200,000 (\$1,032,000) COMMON STOCK. (FILE 33-77528 - APR. 08) (BR. 11)
- S-8 ELSINORE CORP, 202 E FREMONT ST, LAS VEGAS, NV 89101 (702) 385-4011 - 600,000 (\$2,325,000) COMMON STOCK. (FILE 33-77530 - APR. 08) (BR. 11)
- S-1 PURE TECH INTERNATIONAL INC, 100 FRANKLIN SQUARE DR, SOMERSET, NJ 08873 (908) 302-1000 - 461,227 (\$4,170,430) COMMON STOCK. (FILE 33-77532 - APR. 08) (BR. 7)
- S-8 COASTCAST CORP, 3025 EAST VICTORIA ST, RANCHO DOMINGUEZ, CA 90221 (310) 638-0595 - 1,032,617 (\$24,720,850.98) COMMON STOCK. (FILE 33-77540 - APR. 11) (BR. 11)
- S-8 KCS ENERGY INC, 379 THORNALL ST, EDISON, NJ 08837 (908) 632-1770 - 85,000 (\$2,071,875) COMMON STOCK. (FILE 33-77542 - APR. 07) (BR. 3)
- S-8 MATEC CORP/DE/, 75 SOUTH ST, HOPKINTON, MA 01748 (508) 435-9039 - 300,000 (\$1,162,500) COMMON STOCK. (FILE 33-77554 - APR. 08) (BR. 6)
- S-8 U S ENVIRONMENTAL SOLUTIONS INC, 751 PARK OF COMMERCE DR STE 104, BOCA RATON, FL 33487 (407) 998-1771 - 100,000 (\$150,000) COMMON STOCK. (FILE 33-77556 - APR. 08) (BR. 4)
- S-8 CROWN CRAFTS INC, P O BOX 12371, CALHOUN, GA 30703 (404) -64-4-64 - 1,300,000 (\$20,579,000) COMMON STOCK. (FILE 33-77558 - APR. 08) (BR. 8)
- F-1 ETHICAL HOLDINGS PLC, CORPUS CHRISTIE HOUSE - 9 WEST ST, GODMANCHESTER PE 18 8HG, HUNTINGDON CAMBS ENGLAND, X0 - 359,460 (\$3,145,275) FOREIGN COMMON STOCK. (FILE 33-77560 - APR. 08) (BR. 4)
- S-4 UNITED HEALTHCARE CORP, 300 OPLUS CENTER, 9900 BREN ROAD EAST, MINNETONKA, MN 55343 (612) 936-1300 - 11,738,468 (\$477,970,282.69) COMMON STOCK. (FILE 33-77562 - APR. 08) (BR. 9)

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ACQUISITIONS OF SECURITIES

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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
ACTV INC WASHINGTON POST CO	CON 13D	3/11/94	2,341 48.5	00099710 46.0	UPDATE
ABIGAIL ADAMS NATL BANCORP CITIBANK N A ET AL	CON 13D	4/11/94	203 71.3	00339010 71.3	UPDATE
AMERICAN INDL PPTYS REIT AMERICAN HLDGS INC	SH BEN INT 13D	4/12/94	660 7.3	02679110 7.1	UPDATE
AMERICAN REAL ESTATE PRTRRS ICAHN CARL C ET AL	CON LP DEP UNIT 13D	3/24/94	1,290 9.2	02916910 9.2	RVISION
AUTOTOTE CORP WEIL A LORNE	CL A 13D	4/13/94	1,942 7.1	05332310 8.3	UPDATE
BANK OF GONZALES HOLDING CO NEESE CLIFFORD J	CON 13D	4/11/94	71 13.2	06234710 8.2	UPDATE
BOOLE & BABBAGE INC CHATTERJEE PURNENDU	CON 13D	3/31/94	267 5.6	09858610 4.7	UPDATE
BOSTON SCIENTIFIC CORP NICHOLAS PETER M	CON 13D	4/ 5/94	17,427 17.9	10113710 14.6	UPDATE
CECO ENVIRONMENTAL CORP DEZVIREK JASON LOUIS ET AL	CON 13D	2/15/94	3,001 100.0	12514110 100.0	UPDATE
CANDYS TORTILLA FACTORY INC ESTRADA ANTHONY J	CON 13D	4/ 8/94	690 22.6	13749310 22.3	UPDATE
CANDYS TORTILLA FACTORY INC ESTRADA CANDELARIO J	CON 13D	4/ 8/94	682 22.3	13749310 22.3	UPDATE
CANDYS TORTILLA FACTORY INC FRESQUEZ CAROLINA A	CON 13D	4/ 8/94	682 22.3	13749310 22.3	UPDATE
CECO FILTERS INC CECO ENVIRONMENTAL CORP ET AL	CON 13D	2/15/94	3,780 55.0	15003410 54.7	UPDATE
CENTER BKS INC O'CONNOR FRANCIS R	CON 13D	4/11/94	92 10.0	15140910 7.1	UPDATE
CERPLEX GROUP INC DLJ CAPITAL ET AL	CON 13D	4/ 8/94	1,007 7.9	15691320 0.0	NEW
CYGNIE DESIGNS INC LIMITED INC ET AL	CON 13D	4/ 6/94	965 12.0	23255610 9.6	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
FIRST WESTN FINL CORP AMFED FINL INC	COM 13D	3/29/94	1,240 19.9	33753110 0.0	NEW
FISCHER & PORTER CO PA MENTOR PARTNERS LP	COM 13D	4/13/94	220 4.2	33769310 4.2	RVISION
FISCHER & PORTER CO PA MENTOR PARTNERS LP	COM 13D	4/13/94	220 4.2	33769310 4.2	RVISION
FISCHER & PORTER CO PA MENTOR PARTNERS LP	COM 13D	4/13/94	220 4.2	33769310 4.2	UPDATE
FISCHER & PORTER CO PA MENTOR PARTNERS LP	COM 13D	4/13/94	220 4.2	33769310 4.2	RVISION
GRANT GEOPHYSICAL INC ELLIOTT ASSOCIATES	COM 13D	4/15/94	877 7.2	38808510 0.0	NEW
GRUPO EMBOTELLADOR DE MEXICO SOBRINO FERNANDO MOLINA	GLB ORD PRT CTF 13D	3/28/94	4,306 2.4	40099930 0.0	NEW
MONDO OIL & GAS CO MONDO CO ET AL	COM 13D	7/22/93	10,150 78.0	43813810 79.5	UPDATE
INNOVO GROUP INC RUBENSTEIN BARRY ET AL	COM 13D	4/ 5/94	1,244 13.8	45795410 10.7	UPDATE
INTERNATIONAL VITAMIN CORP EDELL ARTHUR S	COM 13D	2/16/94	1,863 35.7	46055410 0.0	NEW
KS BANCORP INC DAVIS JEROME H ET AL	COM 13D	3/ 8/94	45 5.6	49899910 0.0	RVISION
LIFEQUEST MED INC SALOMON BROTHERS BLDGS ET AL	COM 13D	4/ 8/94	300 9.3	53192810 10.3	UPDATE
LYONDELL PETROCHEMICAL CO ATLANTIC RICHFIELD CO	COM 13D	4/14/94	39,921 49.9	55207810 50.0	UPDATE
MARK CTLS CORP NEW MRCC ACQUISITION CORP ET AL	COM 14D-1	4/15/94	0 0.0	57099310 0.0	UPDATE
PARAGON MTG CORP FARRAGUT MTG CO INC	COM 13D	4/ 4/94	500 6.6	69911710 0.0	NEW
RYAN-MURPHY INC MURPHY DENNIS C	COM 13D	4/ 8/94	3,607 32.1	78350810 0.0	NEW
SERVICO INC DEL ENERGY MGMT	COM 13D	4/13/94	1,620 24.8	81764810 9.5	UPDATE
VENEZUELAN GOLDFIELDS LTD STEPHENS PAUL H ET AL	COM 13D	4/ 8/94	1,849 8.4	92499310 9.9	RVISION

ACQUISITIONS CONT.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SHRS(000)/ ANNOUNCED</u>	<u>CUSIP/ PRICE%</u>	<u>FILING STATUS</u>
WALL STREET FINL CORP WALCH GERNART W ET AL	CON 13D	3/21/94	979 8.0	95206110 43.3	UPDATE
WINSTAR COMMUNICATIONS INC MAGELBERG DAVID S ET AL	CON 13D	4/15/94	844 10.3	97551510 8.9	UPDATE