

# sec news digest

Issue 92-198

LIBRARY

October 13, 1992

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## RULES AND RELATED MATTERS

U.S. SECURITIES  
EXCHANGE COMMISSION

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### REMOVAL OF RULE 504a

The Commission announced the repeal of Rule 504a under the Securities Act of 1933. This action eliminates the availability of Rule 504-type offerings for blank check companies. FOR FURTHER INFORMATION CONTACT: Richard K. Wulff at (202) 272-2644. (Rel. 33-6961; 34-31306; 39-2293)

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## CIVIL PROCEEDINGS

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### INJUNCTIVE ACTION FILED IN CONNECTION WITH TRADING IN U.S. MINT SECURITIES

The Commission announced the filing of a civil injunctive action in the U.S. District Court for the District of Colorado on September 28, 1992 against Dana L. Anderson, Barry A. Bates, Gary C. Cranford, Jay M. Fertman, Robin A. Heiney, Rodney W. Helm, Richard R. Hooton, Earl R. Johnson, Michael D. Pittman, Ralph S. Pittman, Robert D. Sichta and Randal Y. Stevens. In its complaint, the Commission alleges violations of the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934, violations of the registration provisions of the Securities Act, violations of the books and records provisions, violations of the reporting provisions and violations of the cold call rule in connection with trading in the securities of U.S. Mint, Inc. The complaint seeks permanent injunctions against future violations of those provisions and disgorgement of all profits and monies and items of value received as a result of the illegal conduct of at least \$1,230,000. [SEC v. Dana L. Anderson, Barry A. Bates, Gary C. Cranford, Jay M. Fertman, Robin A. Heiney, Rodney W. Helm, Richard R. Hooton, Earl R. Johnson, Michael D. Pittman, Ralph S. Pittman, Robert D. Sichta and Randal Y. Stevens, USDC for the District of Colorado, Civil Action No. 92-F-1905] (LR-13406)

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## INVESTMENT COMPANY ACT RELEASES

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### THE VANGUARD GROUP, INC., ET AL.

A notice has been issued giving interested persons until November 3, 1992 to request a hearing on an application filed by The Vanguard Group, Inc. (TVGI), Vanguard Marketing Corporation (VMC) and the Vanguard group of registered investment companies

(Funds) for an order pursuant to Rule 17d-1 under the Investment Company Act. The order would permit certain transactions in accordance with Section 17(d) and Rule 17d-1 and pursuant to Sections 6(c) and 17(b) permitting certain transactions that would be otherwise prohibited by Section 17(a). The order would also permit the Funds to solicit shareholder approval to amend the service agreement between the Funds, TVGI, and VMC to increase the authorized maximum amount of the Funds' assets that may be invested as working capital in TVGI, the Funds' "service company" subsidiary, from 0.25% of each of the Funds' net assets, with an aggregate limit of \$25 million, to 0.40% of each of the Funds' net assets, with no aggregate dollar limit, in order to finance the Funds' operations and permit the Funds to construct new office facilities. Applicants also request that the order permit the boards of the directors of the Funds to amend the service agreement in certain other respects that are technical in nature. (Rel. IC-19011 - October 9)

#### PRUDENTIAL-BACHE OPTION GROWTH FUND, INC.

A notice has been issued giving interested persons until November 3, 1992 to request a hearing on an application filed by Prudential-Bache Option Growth Fund, Inc. (doing business as Prudential Total Return Fund) for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-19012 - October 9)

#### DEAN WITTER AMERICAN VALUE FUND, ET AL.

An order has been issued an order under Section 6(c) of the Investment Company Act exempting Dean Witter American Value Fund, et al. from Section 12(d)(3) of the Act and Rule 12d3-1 thereunder. The order permits applicants to invest in equity or convertible securities issued by foreign issuers that in their most recent fiscal years derived more than 15% of their gross revenues from their activities as a broker, dealer, underwriter or investment adviser, provided such investments meet the conditions described in proposed amended Rule 12d3-1. (Rel. IC-19007; International Series Rel. 471 - October 7)

#### THE FLEX-FUNDS

A notice has been issued giving interested persons until November 2, 1992 to request a hearing on an application filed by the Flex-funds for an order under Section 6(c) of the Investment Company Act exempting applicant from the provisions of Rule 24f-2 under the Act to permit the Flex-funds to recover excess filing fees paid in connection with a notice filed under the rule for its fiscal year 1987. (Rel. IC-19008 - October 8)

#### ANCHOR FUND, ET AL.

A notice has been issued giving interested persons until November 2, 1992 to request a hearing on an application filed by Pioneer Fund, et al. for a conditional order under Section 6(c) of the Investment Company Act exempting applicants from the provisions of Section 12(d)(3) of the Act and Rule 12d3-1 thereunder. The exemptions apply to the extent necessary to permit them to invest in equity and convertible debt securities of foreign issuers engaged in securities-related activities, provided such investments comply with proposed amended Rule 12d3-1 under the Act. (Rel. IC-19009; International Series Rel. 471 - October 8)

## NEW YORK LIFE MFA SERIES FUND, INC., ET AL.

A notice has been issued giving interested persons until October 30 to request a hearing on an application filed by New York Life MFA Series Fund, Inc. (MFA Fund) and New York Life VLI Series Fund, Inc. (VLI Fund), (collectively, Applicants), for an order pursuant to Section 17(b) of the Investment Company Act. The order would grant an exemption from the provisions of Section 17(a) of the Act to permit the MFA Fund to acquire all of the assets of the VLI Fund in exchange for shares of stock of the MFA Fund (the Reorganization). In addition, the MFA Fund requests an order pursuant to Section 6(c) of the Act for exemptions from Sections 9(a), 13(a), 15(a), 15(b) of the Act and Rule 6e-2(b)(15) thereunder. The exemptions apply to the extent necessary to permit the New York Life Insurance and Annuity Corporation VLI Separate Account and certain other registered separate accounts to purchase and hold shares of the MFA Fund after the proposed Reorganization and in the event that the MFA Fund in the future offers and sells its shares to any flexible premium variable life insurance separate account that New York Life Insurance and Annuity Corporation or an affiliated insurer may establish. (Rel. IC-19010 - October 8)

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## HOLDING COMPANY ACT RELEASES

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### WEST TEXAS UTILITIES COMPANY

An order has been issued authorizing West Texas Utilities Company (West Texas), an electric public-utility subsidiary company of Central and South West Corporation, a registered holding company, to issue and sell up to an aggregate principal amount of \$150 million of First Mortgage Bonds (Bonds), in one or more series, from time to time through December 31, 1994. The proceeds from the sale of the Bonds will be used to redeem previously issued and outstanding First Mortgage Bonds. (Rel. 35-25649)

### APPALACHIAN POWER COMPANY

A supplemental order has been issued authorizing Appalachian Power Company, an electric public-utility subsidiary company of American Electric Power Company, Inc., a registered holding company, to effect the refunding of up to \$50 million of pollution control revenue bonds issued in connection with the financing of pollution control facilities. (Rel. 35-25650)

### CONSOLIDATED NATURAL GAS CO.

A supplemental order has been issued authorizing proposals by Consolidated Natural Gas Co. (CNG), a registered holding company, CNG Energy, its wholly owned nonutility subsidiary, and the Lakewood Cogeneration, L.P. (Partnership), an affiliated limited partnership (collectively, Applicants). The Applicants request the authority to fund up to \$50 million, through December 31, 1996, of a qualifying cogeneration facility (QF), under the Public Utility Regulatory Policies Act of 1978, located in Lakewood, New Jersey (Lakewood Project). The Applicants propose to channel such funding from CNG to CNG Energy, from CNG Energy to the CNG Lakewood, Inc., a to-be-formed subsidiary of CNG Energy, from CNG Lakewood, Inc. to the Partnership, and from the Partnership to the Project. The funds will be passed from entity to entity through any one or a combination of (i) common stock acquisitions (ii) open account advances,

or (iii) long-term loans. The Applicants also request that CNG, CNG Energy and CNG Lakewood, Inc. be authorized to make guarantees, obtain letters of credit and deliver keep well letters in the aggregate amount up to \$50 million. The Applicants also request that certain third party financing for the Lakewood Project be exempt from Section 6(a) of the Act pursuant to Section 6(b). (Rel. 35-25651)

TRANSOK, INC.

A notice has been issued giving interested persons until November 2, 1992 to request a hearing on a proposal by Transok, Inc., a subsidiary company of Central and South West Corporation, a registered holding company, to amend certain terms of its medium-term notes, which it was previously authorized to issue and sell in aggregate principal amounts of up to \$200 million from time to time through December 31, 1993. (Rel. 35-25652)

CENTRAL AND SOUTH WEST CORPORATION, ET AL.

A notice has been issued giving interested persons until November 2, 1992 to request a hearing on a proposal by Central and South West Corporation (CSW), a registered holding company, Central Power and Light Company (CPL), a wholly-owned electric utility subsidiary company of CSW and CSW Credit, Inc. (Credit), a wholly-owned nonutility subsidiary company of CSW. CSW and CPL propose to form a non-profit and non-stock corporation with no members under the Texas Non-Profit Corporation Act which will replace Houston Lighting and Power Company (HLP) as the project manager of the South Texas Project Electric Generating Station. In addition, Credit proposes to acquire accounts receivable of HLP for its factoring business and to borrow up to \$650 million during a 12½ year period for such acquisition. (Rel. 35-25652)

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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-11 THORNBURG MORTGAGE ASSET CORP, 119 E MARCY ST STE 201, SANTA FE, NM 87501  
(505) 989-1900 - 6,666,667 (\$100,000,005) COMMON STOCK. (FILE 33-52608 - OCT. 01)  
(BR. 6 - NEW ISSUE)
- S-1 EXCEL TECHNOLOGY INC, 101-2 COLIN DR, HOLBROOK, NY 11741 (516) 563-7067 - 1,466,250  
(\$10,263,750) PREFERRED STOCK. 1,593,750 (\$9,562,500) COMMON STOCK. 1 (\$5)  
WARRANTS, OPTIONS OR RIGHTS. 127,500 (\$1,071,000) PREFERRED STOCK. UNDERWRITER:  
THOMAS JAMES ASSOCIATES INC. (FILE 33-52612 - OCT. 01) (BR. 8)
- S-8 URANIUM RESOURCES INC /DE/, 12377 MERIT DR STE 750, DALLAS, TX 75251 (214) 934-7777  
- 46,000 (\$163,875) COMMON STOCK. (FILE 33-52620 - OCT. 01) (BR. 1)

REGISTRATIONS CONTINUED

- S-8 HEMACARE CORP /CA/, 4954 VAN NUYS BLVD, SHERMAN OAKS, CA 91403 (818) 986-3883 - 350,000 (\$2,012,500) COMMON STOCK. (FILE 33-52622 - OCT. 02) (BR. 6)
- S-1 LIFE USA HOLDING INC /MN/, STE 600 INTERCHANGE N BLDG, 300 S HWY 169, MINNEAPOLIS, MN 55426 (612) 546-7386 - 2,000,000 (\$20,000,000) COMMON STOCK. (FILE 33-52624 - OCT. 02) (BR. 9)
- S-8 HOME INTENSIVE CARE INC, 150 NW 168TH ST-2ND FLR, NORTH MIAMI BEACH, FL 33169 (305) 653-0000 - 400,000 (\$1,600,000) COMMON STOCK. (FILE 33-52626 - OCT. 02) (BR. 6)
- F-1 LANOPTICS LTD, RAMAT GABRIEL INDUSTRIAL PARK, MIGDAL HA EMEK, L4 10551 (212) 936-5100 - 2,012,500 (\$25,156,250) FOREIGN COMMON STOCK. (FILE 33-52676 - OCT. 01) (BR. 9 - NEW ISSUE)
- S-6 TAX EXEMPT SECURITIES TRUST SERIES 366, 1345 AVE OF THE AMERICAS, C/O SMITH BARNEY HARRIS UPHAM & CO INC, NEW YORK, NY 10105 - 1,600 (\$1,600,000) UNIT INVESTMENT TRUST. DEPOSITOR: KIDDER PEABODY & CO INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-52692 - OCT. 01) (BR. 16 - NEW ISSUE)
- S-1 HAGGAR CORP, 6113 LEMMON AVE, DALLAS, TX 75209 (214) 352-8481 - 4,025,000 (\$64,400,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, MERRILL LYNCH & CO. (FILE 33-52704 - OCT. 01) (BR. 4 - NEW ISSUE)
- S-3 FIRST ALABAMA BANCSHARES INC, 417 N 20TH ST, BIRMINGHAM, AL 35103 (205) 326-7060 - 800,000 (\$23,370,000) COMMON STOCK. UNDERWRITER: TRIDENT SECURITIES INC. (FILE 33-52710 - OCT. 01) (BR. 1)
- S-11 GREENWICH CAPITAL ACCEPTANCE INC, 600 STEAMBOAST RD, GREENWICH, CT 06830 (203) 625-2700 - 1,000,000,000 (\$1,000,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER: GREENWICH CAPITAL MARKETS INC. (FILE 33-52720 - OCT. 01) (BR. 12)
- S-8 FEDFIRST BANCSHARES INC, 230 NORTH CHERRY ST, WINSTON SALEM, NC 27101 (919) 723-3604 - 52,800 (\$528,000) COMMON STOCK. (FILE 33-52728 - OCT. 01) (BR. 2)
- N-1A SUNAMERICA SERIES TRUST, 11601 WILSHIRE BLVD, LOS ANGELES, CA 90025 (310) 312-5000 - INDEFINITE SHARES. (FILE 33-52742 - OCT. 01) (BR. 17 - NEW ISSUE)
- S-8 BELL BANCORP INC /DE, 79 WEST MONROE ST, CHICAGO, IL 60603 (312) 346-1000 - 592,703 (\$14,817,575) COMMON STOCK. (FILE 33-52744 - OCT. 01) (BR. 2)
- S-8 BELL BANCORP INC /DE, 79 WEST MONROE ST, CHICAGO, IL 60603 (312) 346-1000 - 31,195 (\$779,875) COMMON STOCK. (FILE 33-52746 - OCT. 01) (BR. 2)
- S-3 YANKEE ENERGY SYSTEM INC, 599 RESEARCH PKWY, MERIDEN, CT 06450 (203) 639-4000 - 850,000 (\$25,606,250) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, EDWARDS A G & SONS INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-52750 - OCT. 02) (BR. 7)
- S-1 CHART INDUSTRIES INC, 35555 CURTIS BLVD, EASTLAKE, OH 44095 (216) 946-2525 - 10,525,000 (\$136,825,000) COMMON STOCK. UNDERWRITER: COUNTY NATWEST SECURITIES LTD, KEMPER SECURITIES INC, MCDONALD & COSECURITIES INC. (FILE 33-52754 - OCT. 02) (BR. 10 - NEW ISSUE)
- S-8 KEANE INC, TEN CITY SQ, BOSTON, MA 02129 (617) 241-9200 - 15,000 (\$266,250) COMMON STOCK. (FILE 33-52762 - OCT. 02) (BR. 9)

REGISTRATIONS CONTINUED

- S-1 NATIONAL VISION ASSOCIATES LTD, 296 S CLAYTON ST, LAWRENCEVILLE, GA 30245  
(404) 822-3600 - 2,415,000 (\$45,088,050) COMMON STOCK. (FILE 33-52766 - OCT. 02)  
(BR. 2)
- S-4 SUNTRUST BANKS INC, 25 PARK PL NE, ATLANTA, GA 30303 (404) 588-7711 - 1,937,457  
(\$27,487,671.19) COMMON STOCK. (FILE 33-52770 - OCT. 02) (BR. 1)
- S-8 PAYCHEX INC, 911 PANORAMA TRAIL S, ROCHESTER, NY 14625 (716) 385-6666 - 750,000  
(\$22,500,000) COMMON STOCK. (FILE 33-52772 - OCT. 02) (BR. 9)
- S-1 HS RESOURCES INC, 731 SANSOME STREET 5TH FLR, SAN FRANCISCO, CA 94111 (415) 433-5795  
- 4,140,000 (\$62,100,000) COMMON STOCK. UNDERWRITER: LEHMAN BROTHERS,  
PETRIE PARKMAN & CO, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-52774 - OCT. 02)  
(BR. 12)
- S-8 BOLT BERANEK & NEWMAN INC, 150 CAMBIDGE PARK DR, CAMBRIDGE, MA 02140 (617) 873-2000  
- 50,000 (\$215,625) COMMON STOCK. (FILE 33-52776 - SEP. 30) (BR. 10)
- S-8 EDWARDS A G INC, ONE N JEFFERSON AVE, ST LOUIS, MO 63103 (314) 289-3000 - 6,250,000  
(\$119,562,500) COMMON STOCK. (FILE 33-52786 - OCT. 02) (BR. 12)
- S-8 MEDRAD INC, 271 KAPPA DRIVE, PITTSBURGH PENNSYLVANIA, PA 15238 (412) 967-9700 -  
150,000 (\$2,943,750) COMMON STOCK. (FILE 33-52794 - OCT. 02) (BR. 8)
- S-8 ZIONS BANCORPORATION /UT/, 1380 KENNECOTT BLDG, SALT LAKE CITY, UT 84133  
(801) 524-4787 - 100,000 (\$5,812,500) COMMON STOCK. (FILE 33-52796 - OCT. 02) (BR. 1)
- S-8 GEORGIA GULF CORP /DE/, 400 PERIMETER CTR TERRACE, STE 595, ATLANTA, GA 30346  
(404) 395-4500 - 300,000 (\$5,193,750) COMMON STOCK. (FILE 33-52798 - OCT. 02) (BR. 5)
- S-8 THERMO ELECTRON CORP, 81 WYMAN ST, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 -  
25,000 (\$1,009,375) COMMON STOCK. (FILE 33-52800 - OCT. 02) (BR. 8)
- S-8 UNIVERSAL VOLTRONICS CORP, 27 RADIO CIRCLE DR, MT KISCO, NY 10549 (914) 241-1300 -  
50,000 (\$106,250) COMMON STOCK. (FILE 33-52802 - OCT. 02) (BR. 3)
- S-8 THERMO ELECTRON CORP, 81 WYMAN ST, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 -  
25,000 (\$1,009,375) COMMON STOCK. (FILE 33-52804 - OCT. 02) (BR. 8)
- S-8 THERMO ELECTRON CORP, 81 WYMAN ST, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 -  
25,000 (\$1,009,375) COMMON STOCK. (FILE 33-52806 - OCT. 02) (BR. 8)
- S-8 HORIZON FINANCIAL SERVICES INC, 23175 COMMERCE PARK RD, BEACHWOOD, OH 44122  
(216) 765-1100 - 10,000 (\$101,500) COMMON STOCK. (FILE 33-52808 - OCT. 02) (BR. 1)
- S-8 HILFIGER TOMMY CORP, 6/F PRECIOUS INDUSTRIAL CENTRE, 18 CHEUNG YUE ST,  
CHEUNG SHA WAN KOWLOON HONG KO, K3 (212) 840-8888 - 1,485,000 (\$26,637,188)  
FOREIGN COMMON STOCK. (FILE 33-52810 - OCT. 02) (BR. 7)
- S-8 CYPRUS MINERALS CO, 9100 E MINERAL CIRCLE, ENGLEWOOD, CO 80112 (303) 643-5000 -  
35,000 (\$1,071,875) COMMON STOCK. (FILE 33-52812 - OCT. 02) (BR. 1)
- S-8 TECOGEN INC, 45 FIRST AVE, PO BOX 9046, WALTHAM, MA 02254 (617) 622-1000 - 150,000  
(\$1,134,375) COMMON STOCK. (FILE 33-52814 - OCT. 02) (BR. 10)

## REGISTRATIONS CONTINUED

- S-8 ASTROSYSTEMS INC, 6 NEVADA DR, LAKE SUCCESS, NY 11042 (516) 328-1600 - 1,000,000 (\$4,000,000) COMMON STOCK. (FILE 33-52816 - OCT. 02) (BR. 8)
- S-8 THERMOTREX CORP, 9550 DISTRIBUTION AVE, SAN DIEGO, CA 92121 (619) 622-1000 - 50,000 (\$715,625) COMMON STOCK. (FILE 33-52818 - OCT. 02) (BR. 8)
- S-8 SCICLONE PHARMACEUTICALS INC, 901 MARINERS ISLAND BLVD, SUITE 315, SAN MATEO, CA 94404 (415) 358-3456 - 1,333,528 (\$6,080,888) COMMON STOCK. (FILE 33-52820 - OCT. 02) (BR. 4)
- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 932-8668 - 50,000 (\$812,500) COMMON STOCK. (FILE 33-52822 - OCT. 02) (BR. 8)
- S-8 THERMO PROCESS SYSTEMS INC, 12068 MARKET ST, LIVONIA, MI 48150 (313) 591-1000 - 50,000 (\$384,375) COMMON STOCK. (FILE 33-52824 - OCT. 02) (BR. 8)
- S-8 THERMO ELECTRON CORP, 81 WYMAN ST, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 - 25,000 (\$1,009,375) COMMON STOCK. (FILE 33-52826 - OCT. 02) (BR. 8)
- S-8 CIRCADIAN INC, 3942 N FIRST ST, SAN JOSE, CA 95134 (408) 943-9222 - 4,362,000 (\$800,120) COMMON STOCK. (FILE 33-52828 - OCT. 02) (BR. 8)
- S-8 SEARS ROEBUCK & CO, SEARS TOWER, CHICAGO, IL 60684 (312) 875-2500 - 4,000,000 (\$165,250,000) COMMON STOCK. (FILE 33-52836 - OCT. 02) (BR. 2)
- S-8 PAYCHEX INC, 911 PANORAMA TRAIL S, ROCHESTER, NY 14625 (716) 385-6666 - 15,000,000 (\$7,000,000) COMMON STOCK. (FILE 33-52838 - OCT. 02) (BR. 9)
- S-3 PNC FINANCIAL CORP, FIFTH AVE & WOOD ST, PITTSBURGH, PA 15222 (412) 762-2666 - 1,000,000 (\$49,820,000) COMMON STOCK. (FILE 33-52844 - OCT. 02) (BR. 2)
- S-3 IRT PROPERTY CO, 200 GALLERIA PKWY STE 1400, ATLANTA, GA 30339 (404) 955-4406 - 5,750,000 (\$60,375,000) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC, KIDDER PEABODY & CO INC. (FILE 33-52846 - OCT. 02) (BR. 5)
- S-4 GILLETT HOLDINGS INC, ANACONDA TOWER, STE 3300, DENVER, CO 80202 (303) 292-0045 - 142,000,000 (\$136,139,000) STRAIGHT BONDS. (FILE 33-52854 - OCT. 02) (BR. 3)
- S-3 GLOBAL MARINE INC, 777 N ELDRIDGE RD, HOUSTON, TX 77079 (713) 596-5100 - 23,000,000 (\$58,937,500) COMMON STOCK. UNDERWRITER: HOWARD WEIL LABOUISSSE FRIEDRICHS INC, SALOMON BROTHERS INC. (FILE 33-52856 - OCT. 02) (BR. 3)
- S-3 GENESCO INC, GENESCO PK 1415 MURFREESBORO RD, NASHVILLE, TN 37217 (615) 367-7000 - 70,000,000 (\$70,000,000) STRAIGHT BONDS. UNDERWRITER: DONALDSON LUFKIN & JENRETTESEC CORP. (FILE 33-52858 - OCT. 02) (BR. 1)
- S-4 TUCSON ELECTRIC POWER CO, 220 W 6TH ST, P O BOX 711, TUCSON, AZ 85701 (602) 622-6661 - 137,443,000 (\$27,597,666) COMMON STOCK. (FILE 33-52860 - OCT. 02) (BR. 8)
- S-3 SEA CONTAINERS LTD, 41 CEDAR AVE, P O BOX HM 1179, HAMILTON HM EX BERMUDA, DO 00000 (809) 295-2244 - 125,000,000 (\$125,000,000) STRAIGHT BONDS. UNDERWRITER: LAZARD FRERES & CO. (FILE 33-52864 - OCT. 02) (BR. 4)
- S-1 BALLYS HEALTH & TENNIS CORP, 2029 CENTURY PK EAST, LOS ANGELES, CA 90067 (213) 552-6941 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. UNDERWRITER: BEAR STEARNS & CO, MERRILL LYNCH & CO. (FILE 33-52868 - OCT. 02) (BR. 11)
- S-8 ZIONS BANCORPORATION /UT/, 1380 KENNECOTT BLDG, SALT LAKE CITY, UT 84133 (801) 524-4787 - 200,000 (\$11,625,000) COMMON STOCK. (FILE 33-52878 - OCT. 02) (BR. 1)

## 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
ASSOCIATED COMMUNICATIONS CO CL A BERKMAN LOUIS CO	13D	9/10/92	1,141 3.1	04554110 0.0	NEW
ASSOCIATED COMMUNICATIONS CO CL B BERKMAN LOUIS CO	13D	10/ 7/92	1,829 9.6	04554120 0.0	NEW
CARRIAGE INDUSTRIES INC DIXIE YARNS INC ET AL	COM 13D	10/ 1/92	2,016 46.8	14444810 42.7	UPDATE
CHIQUITA BRANDS INTL INC AMERICAN FINANCIAL CORP ET AL	COM 13D	9/14/92	23,841 46.6	17003210 46.7	UPDATE
ENEX INC & RET SER 2 ENEX RES CORP ET AL	LTD PART INT 13D	7/31/92	N/A N/A	29274298 0.0	NEW
ENEX 90-91 INC & RET SER 2 ENEX RES CORP ET AL	LTD PART INTS 13D	9/30/92	N/A N/A	29274381 0.0	NEW
ENVIRONMENTAL DIAGNOSTICS IN LINDLEY W CLARKE	COM PAR \$0.15 13D	9/30/92	307 8.9	29390740 9.4	UPDATE
ESKIMO PIE CORP GAMCO INVESTORS INC ET AL	COM 13D	9/28/92	205 5.7	29644310 0.0	NEW
ICO INC BAKER HUGHES INC	COM 13D	9/30/92	4,000 20.1	44929410 0.0	NEW
INTL MUREX TECHNOLOGIES CORP DEBARTOLO EDWARD J JR ET AL	COM 13D	10/ 7/92	4,762 31.8	46799910 38.5	UPDATE



ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
LASER-PAC MEDIA CORP EHRMAN WILLIAM ET AL	COM 13D	8/ 7/92	322 5.0	51792310 0.0	NEW
LIFEQUEST MEDICAL INC MILLER LARRY J ET AL	COM 13D	9/19/92	400 11.4	53192810 11.4	UPDATE
MANITOWOC INC GAMCO INVESTORS INC ET AL	COM 13D	10/ 6/92	659 6.4	56357110 7.7	UPDATE
MCNEIL REAL ESTATE FUND IX MCNEIL PARTNERS L P	UNITS LTD PART INT 13D	8/ 1/92	573 5.2	58227094 0.0	NEW
NBI INC LUSTIG JAY H	COM 13D	10/ 6/92	515 5.1	62873510 0.0	NEW
NABORS INDS INC ISENBERG EUGENE M ET AL	COM 13D	9/23/92	6,038 10.3	62956810 11.0	UPDATE
NOXSO CORP GRACE W R & CO	COM 13D	9/28/92	2,005 26.8	67015510 28.0	UPDATE
SOVEREIGN BANCORP INC JAINDL FREDERICK JOHN	COM 13D	9/24/92	1,893 15.9	84590510 14.2	UPDATE
TANDY BRANDS ACCESSORIES INC DESAI CAPITAL MGMT INC ET AL	COM 13D	8/19/92	250 8.3	87537810 9.0	UPDATE
TECHNOLOGY DEV CORP REAMER R E ET AL	COM 13D	9/17/92	0 0.0	87899210 N/A	UPDATE
TEREX CORP NEW CAMERON DORT A III ET AL	COM 13D	10/ 5/92	1,256 12.6	88077910 11.6	UPDATE
TELIOS PHARMACEUTICALS INC ONO PHARMACEUTICAL CO LTD	COM 13D	9/29/92	2,167 11.0	88399410 0.0	NEW
UNITED STATES CELLULAR CORP TELEPHONE & DATA SYSTEMS	COM 13D	9/30/92	50,806 100.0	91168410 83.3	UPDATE
WELLS FARGO & CO BUFFETT WARREN E ET AL	COM 13D	10/ 1/92	6,161 11.7	94974010 10.7	UPDATE

## RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE	NO ITEMS								09/29/92	
RESOLUTION TRUST CORP COMM MOR PAS THR C					X	X				09/25/92	
RESOLUTION TRUST CORP COMM MOR PAS THR C					X	X				09/25/92	
RESOLUTION TRUST CORP COMM MOR PASS THRO		NO ITEMS								12/26/91	
RESOLUTION TRUST CORP COMM MORT PAS THR					X	X				09/25/92	
RESOLUTION TRUST CORP COMM MORT PASS THR					X	X				09/25/92	
RESOLUTION TRUST CORP MORT PASS THR CERT					X	X				09/29/92	
RIC 79 LTD	CA				X					08/25/92	AMEND
RIC 81 LTD	CA				X					08/25/92	AMEND
RIO HOTEL & CASINO INC	NV				X	X				09/21/92	
RIVERBEND INTERNATIONAL CORP	DE				X	X				08/31/92	
RYLAND MORTGAGE SECURITIES CORP /VA/	VA				X	X				09/29/92	
RYLAND MORTGAGE SECURITIES CORP LIBOR AR	VA				X	X				06/25/92	
SARATOGA BRANDS INC	NY				X					09/30/92	
SCANDINAVIA COMPANY INC					X	X				10/05/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				09/24/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				09/28/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				09/29/92	
SEARS MORT SEC CORP MULTI CLASS MOR PAS	DE				X	X				09/30/92	
SEARS ROEBUCK & CO	NY				X					10/06/92	
SELVAC CORP	DE				X	X				09/30/92	
SKOLNIKS INC	DE	X			X					09/22/92	
SUN COAST PLASTICS INC /DE/	DE				X					09/30/92	
SUNGROUP INC	TN		X			X				09/25/92	
TEXAS EASTERN TRANSMISSION CORP	DE				X	X				08/31/92	
TOLEDO EDISON CO	OH				X					08/24/92	
TRINITY INDUSTRIES INC	DE		X			X				09/22/92	
U S ENVIRONMENTAL INC	DE	X								09/22/92	
U S PHYSICAL THERAPY INC /NV	NV		X			X				09/25/92	
UDC UNIVERSAL DEVELOPMENT LP	DE		X		X	X	X			09/22/92	
UNIQUE MOBILITY INC	CO		X			X				09/22/92	
UNITED TELEPHONE CO OF OHIO	OH					X				10/05/92	
WESTCOTT COMMUNICATIONS INC	TX		X							10/05/92	AMEND
WESTERN CAPITAL INVESTMENT CORP	DE				X	X				09/28/92	
WTD INDUSTRIES INC	OR				X					10/05/92	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ACQUISITION CAPABILITY INC	DE				X	X				10/06/92	
ARMSTRONG WORLD INDUSTRIES INC	PA				X	X				10/06/92	
BAYFIELD LOW INCOME HOUSING LIMITED PART	DE	X					X	X		09/30/92	
E Z SERVE CORPORATION	DE					X				03/25/92	AMEND
ELJER INDUSTRIES INC	DE				X					09/30/92	
FIRST BANK SYSTEM INC	DE					X				01/05/92	AMEND
FIRST LINCOLN HOLDINGS INC	DE				X	X				10/07/92	
FLEET MORTGAGE SECURITIES TRUST 1992-3	RI	X				X				09/24/92	
FOOTHILL GROUP INC	DE					X				10/07/92	
GAMING DEVICES FUNDING INC	NJ	X				X				09/23/92	
GATX CORP	NY								NO ITEMS	10/09/92	
GE CAPITAL MORTGAGE SERVICES INC	NJ				X	X				09/25/92	
GE CAPITAL MORTGAGE SERVICES INC	NJ								NO ITEMS	09/29/92	
KINARK CORP	DE				X	X				09/22/92	
LEVY BANCORP /CA/	CA				X					10/01/92	
MONSANTO CO	DE									10/09/92	
NORTH SHORE GAS CO /IL/	IL				X					09/30/92	
NYCOR INC /DE/	DE	X				X				09/25/92	
PENNRock FINANCIAL SERVICES CORP	PA				X	X				10/07/92	
PEOPLES ENERGY CORP	IL				X					09/30/92	
PEOPLES GAS LIGHT & COKE CO	IL				X					09/30/92	
PRINTRON INC	DE				X	X				08/13/92	
REDWOOD EMPIRE BANCORP	CA				X					10/06/92	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE								NO ITEMS	09/30/92	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE								NO ITEMS	09/30/92	
SPECTRAL DIAGNOSTICS INC						X				09/30/92	
SPROUSE REITZ STORES INC	OR								NO ITEMS	09/15/92	AMEND
TEXAS EASTERN TRANSMISSION CORP	DE				X	X				10/07/92	
UNITED MAGAZINE CO	OH					X				07/25/92	AMEND
UNITED RETAIL GROUP INC/DE	DE				X	X				10/08/92	
XOMA CORP /DE/	DE					X				07/29/92	
ZALE CORP	DE				X	X				09/25/92	

SEC PUBLIC INFORMATION NUMBERS

Members of the public seeking information and/or material from the Commission continue to complain of being incorrectly referred to the wrong telephone number by Commission staff. The following information is furnished to assist you in directly calling the appropriate office:

Consumer Affairs (202-272-7440): Investor inquiries and complaint processing information.

Freedom of Information Branch (202-272-7420): Requests concerning FOIA, Privacy Act, Sunshine Act, confidential treatment matters, etc.

Personnel Locator (202-272-2550): Requests for names and phone numbers of Commission personnel.

Public Affairs (202-272-2650): Information about matters in the SEC News Digest, the Commission's operations, and calls from the press not directed to particular individuals, and other related matters.

Public Reference (202-272-7450): Requests for information on whether or not a document has been filed, etc.

Publications Unit (202-272-7460/7461): Requests for forms, studies, directories, etc.

Office of the Secretary (202-272-2600): Requests for information on the Commission calendar.

SEC Information Line (202-272-3100/5624): General information about SEC operations and activities through a series of recorded messages.