

# sec news digest

Issue 88-188

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September 29, 1988

U.S. SECURITIES AND  
EXCHANGE COMMISSION

## CIVIL PROCEEDINGS

### PERMANENT INJUNCTION ENTERED AGAINST WILLIAM A. MACKAY AND MUNCIE A. RUSSELL

The Commission today filed a Complaint in the U.S. District Court for the District of Columbia seeking to enjoin William A. MacKay and Muncie A. Russell, the former Chief Executive Officer and Chief Financial Officer, respectively, of American Biomaterials Corp. (ABC), from violating the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934, the proxy provisions of the Exchange Act, and rules prohibiting lying to auditors and falsifying records, and from aiding and abetting violations of the reporting, books and records, and internal controls provisions of the Exchange Act. Defendants, without admitting or denying the Complaint's allegations, consented to Final Judgments.

The Complaint alleges, among other things, that, beginning in late 1984, defendants caused ABC to enter into an agreement with a purported recruiting firm secretly owned by them and to pay the firm approximately \$410,000 for alleged employment services. It also alleges that MacKay received as undisclosed executive compensation more than \$65,000 of ABC's funds. It further alleges that ABC failed to disclose the related party transaction and the additional compensation in filings with the Commission. Finally, the Complaint alleges that MacKay caused the dissemination of false and misleading information concerning ABC's nerve conduit product. (SEC v. William A. MacKay and Muncie A. Russell, USDC DC, Civil Action No. 88-2807). (LR-11878; AAER-202)

## INVESTMENT COMPANY ACT RELEASES

### CAPITAL T TAX FREE FUND; CAPITAL T MONEY FUND

A notice has been issued giving interested persons until October 24 to request a hearing on an application filed by Capital T Tax Free Fund; and Capital T Money Fund, open-end diversified management investment companies, for an order declaring that they have ceased to be an investment company. (Rel. IC-16571; IC-16573 - Sept. 27)

### CRITERION EQUITY TRUST

An order has been issued declaring that Criterion Equity Trust has ceased to be an investment company. (Rel. IC-16572 - Sept. 27)

### THOMSON MCKINNON INVESTMENT TRUST

A notice has been issued giving interested persons until October 24 to request a hearing on an application filed by Thomson McKinnon Investment Trust (TMIT) and Thomson McKinnon Securities Inc. (TMSI), on behalf of themselves and other registered investment companies to be organized with TMSI or a corporate affiliate of TMSI as principal underwriter and/or investment adviser (Subsequent Companies), for an order amending an existing order exempting TMIT, TMSI, and any Subsequent Companies from the provisions of Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) and Rules 22c-1 and 22d-1. (Rel. IC-16574 - Sept. 27)

## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

### DELISTING GRANTED

An order has been issued granting the application of the Philadelphia Stock Exchange to strike all put and call option contracts respecting the common stock, \$.04 par value, of CHURCH'S FRIED CHICKEN, INC. from listing and registration thereon. (Rel. 34-26116)

## SELF-REGULATORY ORGANIZATIONS

### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-88-15) that would prohibit market makers from bidding and/or offering so as to create a bid-ask differential of more than 3/8 of \$1 in options contracts priced between \$1 and \$5. (Rel. 34-26117)

### NOTICE OF PROPOSED RULE CHANGES

A proposed rule change has been filed under Rule 19b-4 by: The National Association of Securities Dealers (SR-NASD-88-41) that would amend Schedule A of its By-Laws. The proposed change would increase certain fees and assessments concerning transactions in U.S. Government Securities, increase the examination fee for registered representatives and establish a special credit during fiscal year 1989 of 50% toward certain annual assessments for each member. (Rel. 34-26118); and (SR-NASD-88-35) to establish a permanent subscriber fee for the National Quotation Data Service (NQDS), and to request that the Commission approve the retroactive application of this charge to all subscribers currently receiving the NQDS from vendors. (Rel. 34-26119)

Publication of the proposals are expected to be made in the Federal Register during the week of September 26 and October 3, respectively.

## 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.

- N-1A WEITZ SERIES FUND INC, 9110 W DODGE RD STE 210, OMAHA, NE 68114 (402) 351-1980 - INDEFINITE SHARES. UNDERWRITER: WEITZ SECURITIES INC. (FILE 33-24263 - SEP. 21) (BR. 17 - NEW ISSUE)
- S-8 FINEVEST FOODS INC, 191 MASON ST, GREENWICH, CT 06830 (203) 629-8750 - 500,000 (\$6,843,750) COMMON STOCK. (FILE 33-24264 - SEP. 21) (BR. 3)
- S-8 PETROLITE CORP, 100 N BROADWAY, ST LOUIS, MO 63102 (314) 241-8370 - 6,300,000 (\$6,300,000) OTHER SECURITIES INCLUDING VCTING TRUST. (FILE 33-24267 - SEP. 21) (BR. 1)
- S-1 MAINSTAY FINANCIAL GROUP INC, 36 MONMOUTH ST, RED BANK, NJ 07701 (201) 741-0663 - 1,439,191 (\$12,233,125) COMMON STOCK. (FILE 33-24268 - SEP. 21) (BR. 2 - NEW ISSUE)
- S-1 SECURED EQUITY LEASING PLUS LP, 7677 CAKPORT ST, P O BOX 2470, CAKLAND, CA 94614 (415) 430-9900 - 100,000 (\$50,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: EQUITEC SECURITIES CO. (FILE 33-24269 - SEP. 21) (BR. 5 - NEW ISSUE)
- S-3 ENRCN CORP, 1400 SMITH ST, HOUSTON, TX 77002 (713) 853-6161 - 8,500,000 (\$8,500,000) STRAIGHT BONDS. 126,500,000 (\$126,500,000) STRAIGHT BONDS. 45,000,000 (\$45,000,000) FLOATING RATE NOTES. 10,000,000 (\$10,000,000) FLOATING RATE NOTES. (FILE 33-24270 - SEP. 22) (BR. 7)
- S-3 BOSTON ELISON CO, 800 BOYLSTON ST, BOSTON, MA 02199 (617) 424-2000 - 500,000 (\$50,000,000) PREFERRED STOCK. (FILE 33-24271 - SEP. 22) (BR. 7)
- S-1 CHEMICAL BANK /NY/, 277 PARK AVE, NEW YORK, NY 10172 (212) 310-6161 - 500,000,000 (\$500,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-24272 - SEP. 22) (BR. 11)
- S-8 KERR MCGEE CORP, KERR-MCGEE CTR, OKLAHOMA CITY, OK 73125 (405) 270-1313 - 102,200 (\$3,308,725) COMMON STOCK. 3,000 (\$106,312.50) COMMON STOCK. 234,867 (\$8,968,396.30) COMMON STOCK. (FILE 33-24274 - SEP. 22) (BR. 3)
- S-1 UST FASTBACS 1987-B GRANTOR TRUST, 1 BATTERYMARCH PK, LSTRUST/MGRFOLK, QUINCY, MA 02169 (617) 847-0900 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-24278 - SEP. 22) (BR. 12)

- S-8 ZENTEC CORP, 2400 WALSH AVE, SANTA CLARA, CA 95051 (408) 727-7662 - 100,000 (\$65,000) COMMON STOCK. (FILE 33-24523 - SEP. 21) (BR. 9)
- S-8 GUIKSILVER INC, 1740 MONROVIA, COSTA MESA, CA 92627 (714) 645-1395 - 600,000 (\$3,637,500) COMMON STOCK. (FILE 33-24527 - SEP. 21) (BR. 7)
- S-3 SOUTHERN CALIFORNIA GAS CO, 210 S FLOWER ST, LOS ANGELES, CA 90017 (213) 689-2345 - 325,000,000 (\$325,000,000) MORTGAGE BONDS. (FILE 33-24528 - SEP. 22) (BR. 8)
- S-3 SECURITY PACIFIC CORP, 333 S HOPE ST, LOS ANGELES, CA 90071 (213) 345-4540 - 4,000,000 (\$156,500,000) COMMON STOCK. (FILE 33-24529 - SEP. 22) (BR. 2)
- S-8 APPLIED MATERIALS INC /DE, 3050 BOWERS AVE, SANTA CLARA, CA 95054 (408) 727-5555 - 450,000 (\$12,514,500) COMMON STOCK. (FILE 33-24530 - SEP. 22) (BR. 9)
- S-8 APPLIED MATERIALS INC /DE, 3050 BOWERS AVE, SANTA CLARA, CA 95054 (408) 727-5555 - 650,000 (\$18,076,500) COMMON STOCK. (FILE 33-24531 - SEP. 22) (BR. 9)
- S-6 INSURED MUNICIPALS INCOME TRUST SERIES 215, 1001 WARRENVILLE RD, C/G VAN KAMPEN MERRITT INC, LISLE, IL 60532 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. DEPOSITOR: VAN KAMPEN MERRITT INC. (FILE 33-24532 - SEP. 22) (BR. 18 - NEW ISSUE)
- S-6 INSURED MUNICIPALS INCOME TRUST SERIES 216, 1001 WARRENVILLE RD, LISLE, IL 60532 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. DEPOSITOR: VAN KAMPEN MERRITT INC. (FILE 33-24533 - SEP. 22) (BR. 18 - NEW ISSUE)
- S-6 INSURED MUNICIPALS INCOME TRUST SERIES 217, 1001 WARRENVILLE RD, C/G VAN KAMPEN MERRITT INC, LISLE, IL 60532 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. DEPOSITOR: VAN KAMPEN MERRITT INC. (FILE 33-24534 - SEP. 22) (BR. 18 - NEW ISSUE)
- S-6 INSURED MUNICIPALS INCOME TRUST 56TH INSURED MULTI SERIES, 1001 WARRENVILLE RD, C/G VAN KAMPEN MERRITT INC, LISLE, IL 60532 - 1,000 (\$1,020,000) UNIT INVESTMENT TRUST. DEPOSITOR: VAN KAMPEN MERRITT INC. (FILE 33-24535 - SEP. 22) (BR. 18 - NEW ISSUE)
- N-1A WHITESTONE FUND INC, 575 FIFTH AVE 17TH FLR, NEW YORK, NY 10017 (212) 808-9090 - INDEFINITE SHARES. UNDERWRITER: BV CAPITAL MARKETS. (FILE 33-24559 - SEP. 21) (BR. 16 - NEW ISSUE)
- S-6 PRUDENTIAL BACHE UNIT TRUSTS CORPORATE HIGH YIELD SERIES 4, ONE SEAPORT PLZ, 199 WATER ST, NEW YORK, NY 10292 - 2,475 (\$2,500,000) UNIT INVESTMENT TRUST. (FILE 33-24562 - SEP. 21) (BR. 16 - NEW ISSUE)
- S-8 QUAKER CHEMICAL CORP, ELM AND LEE ST, CCNSHOCKEN, PA 19428 (215) 828-4250 - 360,000 (\$6,480,000) COMMON STOCK. (FILE 33-24563 - SEP. 21) (BR. 10)
- S-18 GWINNETT BANCORP INC, P O BOX 642, DULUTH, GA 30136 (404) 457-9797 - 750,000 (\$7,500,000) COMMON STOCK. (FILE 33-24609-A - SEP. 16) (BR. 1 - NEW ISSUE)
- S-18 HERITAGE HEALTH CARE CENTER OF BAKER COUNTY INC, 1200 N STONE ST, DELAND, FL 32720 (904) 734-6200 - 1,800,000 (\$1,800,000) MORTGAGE BONDS. UNDERWRITER: DICKINSON R G & CO, DICKINSON R G & CO. (FILE 33-24610-A - SEP. 16) (BR. 6 - NEW ISSUE)
- S-2 GOLD KIST INC, 244 PERIMETER CTR PKWY NE, ATLANTA, GA 30346 (404) 393-5000 - 500,000 (\$500,000) STRAIGHT BONDS. 400,000 (\$400,000) STRAIGHT BONDS. 10,100,000 (\$10,100,000) STRAIGHT BONDS. 10,000,000 (\$10,000,000) STRAIGHT BONDS. 25,000,000 (\$25,000,000) STRAIGHT BONDS. (FILE 33-24623 - SEP. 21) (BR. 4)
- S-3 COOPER COMPANIES INC, 3145 PORTER DR, PALO ALTO, CA 94304 (415) 856-5000 - 143,878 (\$1,267,925) COMMON STOCK. (FILE 33-24624 - SEP. 21) (BR. 8)
- S-1 HUNTER ENVIRONMENTAL SERVICES INC, 2960 PCSJ RD, SOUTHPORT, CT 06490 (203) 255-8777 - 3,697,059 (\$21,258,089) COMMON STOCK. (FILE 33-24625 - SEP. 21) (BR. 6)
- S-4 RICHWOOD BANCSHARES INC, 28 N FRANKLIN ST, RICHWOOD, OH 43344 (614) 943-2317 - 290,000 (\$4,248,000) COMMON STOCK. (FILE 33-24626 - SEP. 21) (BR. 1 - NEW ISSUE)
- S-18 FIRST COMMUNITY BANK CORP, 3356 E GULF TO LAKE HWY, UNIT 5 BOX 6, INVERNESS, FL 32650 (904) 637-1900 - 750,000 (\$6,600,000) COMMON STOCK. (FILE 33-24661-A - SEP. 15) (BR. 2 - NEW ISSUE)

S-18 ROSEWOOD ENTERPRISES INC, 2344 EMERSON AVE, SALT LAKE CITY, UT 84108 (801) 583-9307  
- 30,000,000 (\$300,000) COMMON STOCK. 30,000,000 (\$600,000) COMMON STOCK. 30,000,000  
(\$1,500,000) COMMON STOCK. 3,000,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 3,000,000  
(\$36,000) COMMON STOCK. UNDERWRITER: DUNHILL INVESTMENT LTC. (FILE 33-24677-D -  
SEP. 15) (ER. 11 - NEW ISSUE)

S-18 PARAMOUNT CAPITAL CORP /CO/, 5715 WALLIS LN, WOODLAND HILLS, CA 91367 (818) 992-7446  
- 40,000,000 (\$400,000) COMMON STOCK. 102,000,000 (\$10,200) COMMON STOCK.  
106,000,000 (\$2,120,000) COMMON STOCK. 4,000,000 (\$100) WARRANTS, OPTIONS OR RIGHTS.  
4,000,000 (\$48,000) COMMON STOCK. UNDERWRITER: MARSHALL DAVIS INC. (FILE 33-24730-LA  
- SEP. 13) (BR. 11 - NEW ISSUE)