

# sec news digest

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Issue 93-247

DEC 30 1993

December 27, 1993

U.S. SECURITIES  
EXCHANGE COMMISSION

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## RULES AND RELATED MATTERS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change (SR-NASD-93-16) submitted by the National Association of Securities Dealers that amends the Rules of Practice and Procedure of the NASD's Small Order Execution System (SOES). (Rel. 34-33377)

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### INVESTMENT COMPANY ACT RELEASES

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#### THE OFFITBANK INVESTMENT FUND, INC., ET AL.

A notice has been issued giving interested persons until January 17, 1994 to request a hearing on an application filed by The OFFITBANK Investment Fund, Inc., et al. for an order pursuant to Section 17(b) of the Investment Company Act granting an exemption from Section 17(a) of the Act. The order would permit a transfer of shares of common stock of OFFITBANK High Yield Fund, a portfolio of The OFFITBANK Investment Fund, Inc., for portfolio securities of The Senior Securities Fund, L.P. (Partnership), after dissolution of the Partnership. (Rel. IC-19980 - December 22)

#### THE CALVERT FUND, ET AL.

A notice has been issued giving interested persons until January 17, 1994 to request a hearing on an application filed by The Calvert Fund, et al. for an order under Section 6(c) of the Investment Company Act conditionally exempting applicants from Sections 2(a)(32), 2(a)(35), 18(f), 18(g), 18(i), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order would permit the Funds to issue an unlimited number of classes of securities representing interests in the same portfolio of securities, and to assess a contingent deferred sales charge (CDSC) on certain redemptions of shares, and to waive the CDSC under certain circumstances. (Rel. IC-19982 - December 23)

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## HOLDING COMPANY ACT RELEASES

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### CENTRAL AND SOUTH WEST CORP.

A supplemental order has been issued authorizing Central and South West Corporation, a registered holding company, to repurchase up to 17,426,440 shares (or such equivalent number of shares as may result from any combination of split shares) through December 31, 1995. (Rel. 35-25961)

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## SELF-REGULATORY ORGANIZATIONS

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### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The Participants Trust Company filed a proposed rule change (SR-PTC-93-06) relating to a fee revision. The rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33362)

The Chicago Stock Exchange filed a proposed rule change (SR-CHX-93-32) to give registered Market Makers a credit against their dues for trading the Chicago Stock Basket. The rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33380)

The Chicago Stock Exchange filed a proposed rule change (SR-CHX-93-34) to extend, through March 31, 1994, the current waiver of exchange transaction fees for trades in the Chicago Stock Basket. The rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33381)

### PROPOSED RULE CHANGES

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-93-57) relating to listing and trading options on the Global Telecommunications Index. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33370)

The New York Stock Exchange filed a proposed rule change (SR-NYSE-93-40) to amend its Rule 95 to add new intra-day trading provisions. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33372)

### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the New York Stock Exchange (SR-NYSE-93-30) relating to a measure of specialist capital utilization. (Rel. 34-33369)

## ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change filed by the Boston Stock Exchange (SR-BSE-93-23) to amend its net capital and equity requirements to adopt an Early warning notification procedure and to increase the amount of required net capital for specialists. (Rel. 34-33383)

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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-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 147,839 (\$3,714,455) COMMON STOCK. (FILE 33-51539 - DEC. 17) (BR. 7)

S-3 GTE CALIFORNIA INC, ONE GTE PL, THOUSAND OAKS, CA 91362 (805) 372-6000  
- 900,000,000 (\$909,000,000) STRAIGHT BONDS. (FILE 33-51541 - DEC. 17)  
(BR. 7)

S-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 181,000 (\$4,547,650) COMMON STOCK. (FILE 33-51543 - DEC. 17) (BR. 7)

S-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 152,452 (\$3,830,357) COMMON STOCK. (FILE 33-51545 - DEC. 17) (BR. 7)

S-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 193,620 (\$4,864,703) COMMON STOCK. (FILE 33-51547 - DEC. 17) (BR. 7)

S-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 461,784 (\$11,602,323) COMMON STOCK. (FILE 33-51549 - DEC. 17) (BR. 7)

S-8 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000  
- 2,631,378 (\$66,113,372) COMMON STOCK. (FILE 33-51551 - DEC. 17) (BR. 7)

S-3 SOUTHEASTERN MICHIGAN GAS ENTERPRISES INC, 405 WATER ST, PORT HURON, MI  
48060 (313) 987-2200 - 80,000,000 (\$80,000,000) STRAIGHT BONDS. 750,000  
(\$18,000,000) COMMON STOCK. (FILE 33-51553 - DEC. 17) (BR. 8)

S-8 NANMA M A CO/DE, 1301 E 9TH ST STE 3600, CLEVELAND, OH 44114  
(216) 589-4000 - 100,000 (\$3,231,000) COMMON STOCK. (FILE 33-51555 -  
DEC. 16) (BR. 5)

S-2 FORT HOWARD CORP, 1919 S BROADWAY, GREEN BAY, WI 54304 (414) 435-8821 -  
500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-51557 - DEC. 17)  
(BR. 8)

S-3 PHILLIPS PETROLEUM CO, PHILLIPS BUILDING, 800 PLAZA OFFICE BUILDING,  
BARTLESVILLE, OK 74004 (918) 661-6600 - 500,000,000 (\$500,000,000)  
STRAIGHT BONDS. (FILE 33-51559 - DEC. 17) (BR. 4)

REGISTRATIONS CONT.

- S-8 BROOKLYN UNION GAS CO, ONE METROTEC CENTER, BROOKLYN, NY 11201  
(718) 403-2000 - 1,500,000 (\$39,937,500) COMMON STOCK. (FILE 33-51561 -  
DEC. 17) (BR. 7)
- S-8 TORO CO, 8111 LYNDAL AVE SOUTH, BLOOMINGTON, MN 55420 (612) 888-8801 -  
1,000,000 (\$25,500,000) COMMON STOCK. (FILE 33-51563 - DEC. 17) (BR. 4)
- S-8 IES INDUSTRIES INC, 200 FIRST ST SE, CEDAR RAPIDS, IA 52401  
(319) 398-4411 - 695,000 (\$21,023,750) COMMON STOCK. (FILE 33-51565 -  
DEC. 17) (BR. 8)
- S-3 RIGGS NATIONAL CORP, 1503 PENNSYLVANIA AVE N W, WASHINGTON, DC 20005  
(202) 835-6000 - 125,000,000 (\$125,000,000) STRAIGHT BONDS. (FILE  
33-51567 - DEC. 17) (BR. 2)
- S-3 BOMATER INC, 55 EAST CAMPERDOWN WAY, P O BOX 1028, GREENVILLE, SC 29602  
(803) 271-7733 - 4,500,000 (\$115,000,000) PREFERRED STOCK. (FILE 33-51569  
- DEC. 17) (BR. 8)
- S-3 BOMATER INC, 55 EAST CAMPERDOWN WAY, P O BOX 1028, GREENVILLE, SC 29602  
(803) 271-7733 - 3,400,000 (\$85,000,000) PREFERRED STOCK. (FILE 33-51571 -  
DEC. 17) (BR. 8)
- S-3 FLORIDA PROGRESS CORP, P O BOX 33042, ST PETERSBURG, FL 33733  
(813) 824-6400 - 4,500,000 (\$147,375,000) COMMON STOCK. (FILE 33-51573 -  
DEC. 17) (BR. 8)
- S-4 TRANS FINANCIAL BANCORP INC, 500 EAST MAIN STREET, BOWLING GREEN, KY  
42101 (502) 781-5000 - 1,374,985 (\$20,968,521) COMMON STOCK. (FILE  
33-51575 - DEC. 17) (BR. 1)
- S-3 FIRST FIDELITY BANCORPORATION /NJ/, 2673 MAIN STREET, 15TH FLOOR,  
NEWARK, NJ 08648 (609) 895-6800 - 150,000,000 (\$150,000,000)  
FLOATING RATE NOTES. (FILE 33-51577 - DEC. 17) (BR. 2)
- S-8 WESTINGHOUSE ELECTRIC CORP, WESTINGHOUSE BLDG, 11 STANWIX STREET,  
PITTSBURGH, PA 15222 (412) 244-2000 - 1,200,000 (\$16,425,000) COMMON STOCK.  
(FILE 33-51579 - DEC. 17) (BR. 9)
- SB-2 UNITED VISION GROUP INC, 6500 N W 15TH AVE, FORT LAUDERDALE, FL 33309  
(305) 978-0400 - 1,035,000 (\$5,175,000) COMMON STOCK. 1,125,001  
(\$114,300) WARRANTS, OPTIONS OR RIGHTS. 1,982,712 (\$10,003,560)  
COMMON STOCK. (FILE 33-72714-A - DEC. 09) (BR. 5)
- N-2 RCM STRATEGIC GLOBAL GOVERNMENT FUND INC,  
FOUR EMBARCADERO CENTER SUITE 2800, SAN FRANCISCO, CA 94111 (415) 954-5400  
- 11,040,000 (\$69,000,000) COMMON STOCK. UNDERWRITER:  
SMITH BARNEY SHEARSON INC. (FILE 33-72858 - DEC. 13) (BR. 20 - NEW ISSUE)
- N-2 MORGAN STANLEY AFRICA INVESTMENT FUND INC, 1221 AVE OF THE AMERIAS,  
NEW YORK, NY 10020 (212) 296-7100 - 4,600,000 (\$69,000,000) COMMON STOCK.  
UNDERWRITER: MORGAN STANLEY & CO. (FILE 33-72896 - DEC. 15) (BR. 17  
- NEW ISSUE)

REGISTRATIONS CONT.

- S-1 FALCON CABLE TV INC, 10900 WILSHIRE BLVD, 15TH FLOOR, LOS ANGELES, CA 90024 (310) 824-9990 - 8,545,000 (\$152,720,000) COMMON STOCK. UNDERWRITER: LAZARD FRERES & CO, MERRILL LYNCH & CO, MORGAN STANLEY & CO INC, SMITH BARNEY SHEARSON INC. (FILE 33-72904 - DEC. 15) (BR. 7 - NEW ISSUE)
- SB-2 T J CINNAMONS INC, 450 HARMON MEADOW BLVD, SECAUCUS, NJ 07094 (201) 319-9003 - 1,610,000 (\$9,660,000) COMMON STOCK. 70,000 (\$70) WARRANTS, OPTIONS OR RIGHTS. 1,364,535 (\$8,229,198) COMMON STOCK. UNDERWRITER: NOBLE INVESTMENT CO. (FILE 33-72938 - DEC. 15) (BR. 12 - NEW ISSUE)
- SB-2 WESTERN COUNTRY CLUBS INC, 7058 ANONS ST, ARVADA, CO 80004 (303) 424-5677 - 610,000 (\$3,090,000) COMMON STOCK. UNDERWRITER: VTR CAPITAL INC. (FILE 33-72942 - DEC. 15) (BR. 11 - NEW ISSUE)
- S-1 US ACQUISITIONS CORP, WEST 601 FIRST AVE, STE 503, SPOKANE, WA 99204 (509) 624-1475 - 10,000 (\$50,000) COMMON STOCK. (FILE 33-72944 - DEC. 15) (BR. 14 - NEW ISSUE)
- S-3 PANHANDLE EASTERN PIPE LINE CO, 5400 WESTHEIMER COURT, P O BOX 1642, HOUSTON, TX 77251 (713) 627-5400 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-72958 - DEC. 16) (BR. 8)
- SB-2 CHICKS NATURAL INC, 12520 HIGH BLUFF DR, STE 315, SAN DIEGO, CA 92130 (619) 793-0310 - 5,750 (\$5,175,000) COMMON STOCK. 4,600 (\$4,600,000) CONVERTIBLE DEBENTURES AND NOTES. 567,500 (\$4,331,250) COMMON STOCK. UNDERWRITER: LAM WAGNER INC. (FILE 33-72964 - DEC. 15) (BR. 11 - NEW ISSUE)
- S-1 BRIDGEVILLE FINANCIAL CORP, 431 WASHINGTON AVE, BRIDGEVILLE, PA 15017 (412) 211-4000 - 661,250 (\$6,612,500) COMMON STOCK. UNDERWRITER: CAPITAL RESOURCES INC. (FILE 33-72986 - DEC. 15) (BR. 2 - NEW ISSUE)
- S-4 ALLISON ENGINE CO INC, 2001 SOUTH TIBBS AVENUE, INDIANAPOLIS, IN 46241 (317) 230-2000 - 110,000,000 (\$110,000,000) STRAIGHT BONDS. (FILE 33-72988 - DEC. 16) (BR. 12 - NEW ISSUE)
- S-1 IGEN INC /CA/, 1530 EAST JEFFERSON ST, ROCKVILLE, MD 20852 (301) 984-8000 - 2,990,000 (\$38,870,000) COMMON STOCK. (FILE 33-72992 - DEC. 16) (BR. 4 - NEW ISSUE)
- S-1 WECO INDUSTRIES INC, 201 WOODLAND DR, SAND SPRINGS, OK 74063 (918) 241-1000 - 2,875,000 (\$40,250,000) COMMON STOCK. UNDERWRITER: DEAN WITTER REYNOLDS INC, KIDDER PEABODY & CO. (FILE 33-72994 - DEC. 16) (BR. 6 - NEW ISSUE)
- S-4 PROTECTION ONE ALARM MONITORING INC, 6011 BRISTOL PARKWAY, CULVER CITY, CA 90230 (310) 338-9886 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 33-73002 - DEC. 15) (BR. 5 - NEW ISSUE)
- S-4 UNION FINANCIAL CORP (000) 000-0000 - 207,193 (\$2,382,719.50) COMMON STOCK. (FILE 33-73006 - DEC. 16) (BR. 1)
- S-3 BREED TECHNOLOGIES INC, 5300 OLD TAMPA HWY, LAKELAND, FL 33811 (813) 683-2412 - 4,312,500 (\$74,390,625) COMMON STOCK. UNDERWRITER: FURMAN SELZ INC, LAZARD FRERES & CO. (FILE 33-73012 - DEC. 16) (BR. 4)

REGISTRATIONS CONT.

- S-8 SYMIX SYSTEMS INC, 2800 CORPORATE EXCHANGE DR, COLUMBUS, OH 43231  
(614) 523-7000 - 200,000 (\$1,600,000) COMMON STOCK. (FILE 33-73014 -  
DEC. 16) (BR. 10)
- S-8 SYMIX SYSTEMS INC, 2800 CORPORATE EXCHANGE DR, COLUMBUS, OH 43231  
(614) 523-7000 - 100,000 (\$800,000) COMMON STOCK. (FILE 33-73016 -  
DEC. 16) (BR. 10)
- S-8 TOSHUNTER INTERNATIONAL INC, 222 LAKEVIEW AVE STE 1500, WEST PALM BEACH,  
FL 33401 (407) 655-8977 - 400,000 (\$5,300,000) COMMON STOCK. (FILE  
33-73018 - DEC. 16) (BR. 11)
- S-8 TIDE WEST OIL CO, 6666 S SHERIDAN RD STE 250, TULSA, OK 74133  
(918) 488-8962 - 1,000,000 (\$8,240,000) COMMON STOCK. (FILE 33-73020 -  
DEC. 16) (BR. 4)
- S-8 ADVANCE CIRCUITS INC, 15102 MINNETONKA IND RD, MINNETONKA, MN 55345  
(612) 935-3311 - 500,000 (\$6,531,250) COMMON STOCK. (FILE 33-73022 -  
DEC. 16) (BR. 3)
- S-8 BIONLINE SYSTEMS INC, 40 E S TEMPLE STE 310, SALT LAKE CITY, UT 84111  
(801) 364-5850 - 52,500 (\$748,125) COMMON STOCK. (FILE 33-73024 - DEC. 16)  
(BR. 4)

## 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 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
KEYSTONE CONS INDS INC SIMMONS HAROLD C. ET AL	COM 13D	12/ 2/93	3,384 61.8	49342210 60.2	UPDATE
KLEER WJ INDS INC HARDEE CAPITAL PARTNERS L P	COM NEW 13D	11/18/93	718 23.4	49849420 15.8	RVISION
LANDMARK GRAPHICS CORP CENTENNIAL ASSOC	COM 13D	11/30/93	768 6.0	51491310 5.0	UPDATE
LATEX RES INC BOREN JAMES G	COM 13D	11/10/93	600 4.0	51819010 8.9	UPDATE
LO JACK CORP UNION CARBIDE CORP ET AL	COM 13D	11/30/93	6,357 33.0	53945110 34.0	UPDATE
NEW YORK BANCORP INC AUSTIN VALER ET AL	COM 13D	11/18/93	658 9.9	64938910 8.9	UPDATE
OSMONICS INC PALMER CHARLES W	COM 13D	10/15/93	753 8.9	68835107 0.0	NEW
PANIDA HLDGS CORP MATASHA PARTNERSHIP ET AL	COM 13D	12/ 1/93	510 12.5	69764210 0.0	NEW
PROVIDENTIAL CORP CUNDILL PETER & ASSOC LTD	COM 13D	12/ 1/93	671 11.0	74394210 6.0	UPDATE
SECURITY LAND DEVELOPMENT FLAMAGIN T GREENLEE	COM 13D	12/ 8/93	497 9.5	81470099 0.0	NEW
SORICON CORP WOLFEN WERNER F ET AL	COM 13D	12/ 2/93	417 23.5	83586410 27.3	UPDATE
SYLVAN FOODS HLDGS INC MARX LOUIS JR ET AL	COM 13	12/ 6/93	129 2.1	87137110 25.1	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
UNITED STATES FILTER CORP	COM NEW		2,034	91184320	
EASTERN ASSOC SEC CORP ET AL	AL 13D	12/ 1/93	24.5	0.0	NEW
VALUEVISION INTL INC	CL A		2,077	92099310	
KAMARICK IRA	13D	11/26/93	10.0	10.0	UPDATE
WEYCO GROUP INC	COM		684	96214910	
FLORSHEIM THOMAS W ET AL	13D	12/ 6/93	41.5	41.5	UPDATE
YUNKERS INC	COM		602	98776710	
FIDELITY INTL LTD	13D	12/ 2/93	6.7	8.1	UPDATE
YUNKERS INC	COM		602	98776710	
FMR CORP	13D	12/ 2/93	6.7	8.1	UPDATE
ACTV INC	COM		2,220	00099710	
WASHINGTON POST CO	13D	6/15/93	46.0	14.9	UPDATE
ALFA LEISURE INC	COM		2,243	01539410	
CREAM JOHNNIE ROBERT	14D-1	12/10/93	70.1	70.1	UPDATE
APOGEE ROBOTICS INC	COM NEW		2,780	03759920	
MERRIMAN D JONATHAN ET AL	13D	11/30/93	38.4	31.2	UPDATE
C TEC CORP	COM		2,799	12650410	
GAMCO INVESTORS INC ET AL	13D	12/ 8/93	17.0	16.1	UPDATE
DONNKENNY INC DEL	COM		1,023	25800610	
RUBIN RICHARD	13D	12/ 8/93	16.4	18.0	UPDATE
IDEX CORP	COM		2,342	45199310	
GAMCO INVESTORS INC ET AL	13D	12/ 8/93	18.6	19.7	UPDATE
INDIVIDUAL INVESTOR GRP INC	COM		1,288	45590710	
STEINBERG SAUL P ET AL	14D-1	12/ 8/93	57.8	27.9	UPDATE
KATY INDS INC	COM		3,851	48602610	
CARROLL BARRY J ET AL	13D	12/ 1/93	42.7	0.0	NEW
MNI COS INC	COM		442	55308710	
MORGAN STANLEY GRP ET AL	13D	11/ 3/93	5.4	0.0	NEW
MUSICLAND STORES CORP	COM		2,377	63099110	
AXA ET AL	13D	12/ 1/93	7.9	11.8	UPDATE
SECURITY LAND DEVELOPMENT	COM		471	81470099	
FLANAGIN ROBERT M	13D	12/ 9/93	9.0	0.0	NEW
SECURITY LAND DEVELOPMENT	COM		364	81470099	
FLANAGIN W STEWART JR	13D	12/ 9/93	7.0	0.0	NEW
SECURITY LAND DEVELOPMENT	COM		359	81470099	
SMITH ANNE FLANAGIN	13D	12/ 9/93	6.9	0.0	NEW



## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
STRATEGIC DISTRIBUTION INC BERKLEY WILLIAM R ET AL	COM 13D	11/ 5/93	8,101 65.5	86270120 75.4	UPDATE
STRATEGIC DISTRIBUTION INC BURSKY ANDREW M	COM 13D	11/ 5/93	1,032 8.3	86270120 5.0	UPDATE
UNIONFED FINL CORP MORGAN STANLEY GRP ET AL	COM NEW 13D	11/ 3/93	4,536 16.7	90906220 15.2	UPDATE
VALLEY FASHIONS CORP GREEN WOLCOMBE T ET AL	COM CL A 13D	12/13/93	11,566 34.2	91961010 11.8	UPDATE
VESTA INS GROUP INC LIBERTY NGMT SVCS ET AL	COM 13D	11/10/93	3,420 27.3	92539110 0.0	NEW
WESTWOOD GROUP INC DIMARE PAUL J	COM 13D	11/30/93	40 10.4	96175410 30.1	UPDATE
WESTWOOD GROUP INC RABIN JEFFREY B	COM 13D	11/30/93	126 36.8	96175410 0.0	NEW
WORLDCORP INC MORGAN STANLEY GRP ET AL	COM 13D	11/30/93	904 6.2	98190410 5.6	UPDATE
ACS ENTERPRISES INC KINGDOM CAPITAL NGMT CORP	COM PAR \$0.05 13D	12/ 6/93	411 7.2	00087230 7.3	UPDATE
ACME UTD CORP MAXUS INVESTMENT GRP ET AL	COM 13D	12/ 2/93	269 8.0	00481610 0.0	NEW
ALBION BANC CORP GRITZKE ROBERT L	COM 13D	12/ 1/93	26 1.0	01328910 0.0	NEW
ALLEGHENY & WESTN ENERGY CORP MCHILLIAN JOHN G	COM 13D	12/23/90	901 11.2	01722710 0.0	NEW
BANISTER INC SKANSKA AB	COM 13D	11/19/93	1,355 17.7	06033910 7.9	UPDATE
BANISTER INC SKANSKA AB	COM 13D	11/19/93	1,355 17.7	06033910 7.9	RVISION
BANISTER INC SKANSKA AB	COM 13D	11/19/93	1,355 17.7	06033910 7.9	RVISION
BANISTER INC SKANSKA AB	COM 13D	11/19/93	1,355 17.7	06033910 7.9	RVISION
BECKMAN INSTRUMENT INC NEW AIRLIE GROUP ET AL	COM 13D	12/ 9/93	1,385 4.8	07581610 5.2	UPDATE
BOLT BERAMEK & NEWMAN INC NARROSH JOSEPH LOUIS	COM 13D	12/ 6/93	737 4.6	09768910 5.4	UPDATE
CMS ENHANCEMENT INC MANUFACTURERS INDMNTY & INS CO	COM NEW 13D	12/ 3/93	1,041 31.3	12589740 10.0	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SMRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CANANDAIGUA WINE INC ROCKER DAVID A	CL A 13D	11/19/93	982 12.6	13721920 14.0	UPDATE
CHECK EXPRESS INC STEPHEN L SELKA	CON PAR \$0.004 13D	12/ 1/93	285 26.8	16277440 0.0	NEW
CLARCOR INC GAMCO INVESTORS INC ET AL	CON 13D	12/ 8/93	1,411 9.5	17989510 8.4	UPDATE
CLARCOR INC GAMCO INVESTORS INC ET AL	CON 13D	12/ 8/93	1,411 9.5	17989510 8.4	RVSION
COMPUFLIGHT INC ENGLISH RAYMOND ET AL	CON PAR \$0.01 13D	12/ 1/93	728 100.0	20480550 0.0	NEW
EASTOVER CORP NAGRUDER C WERBERT ET AL	CON 13D	12/ 3/93	58 5.3	27777810 0.0	NEW
ELECTROMAGNETIC SCIENCES INC ROCKER DAVID A	CON 13D	11/10/93	424 6.3	28539710 10.6	RVSION
EMPIRE OF CAROLINA INC HALCO INDUSTRIES ET AL	CON 13D	12/ 7/93	13,766 84.5	29200710 35.2	UPDATE
FARM & HOME FINL CORP ROOSEVELT FINL GRP INC	CON 13D	12/ 3/93	1,321 19.9	30799110 0.0	NEW
FEDERAL SCREW WKS ZURSCHMIEDE W.T., III	CON 13D	10/12/93	52 4.7	31381910 5.6	UPDATE
FIRST FEDERAL SVGS LOAN ASSO MARTA CORP	CON 13D	11/10/93	34 8.6	32699410 0.0	NEW
FIRST STATE BANCORP STANFORD MICHAEL R	CON 13D	12/ 1/93	109 0.7	33645310 0.0	NEW
FRETTER INC DIXONS AMERICA HLDGS ET AL	CON 13D	12/ 3/93	3,165 22.4	35832110 0.0	NEW
GLOBAL OCEAN CARRIERS LTD DE GRAFFENRIED JOHN S	CON 13D	12/ 8/93	209 5.0	37935710 5.3	UPDATE
HALL FINL GROUP INC HALL CRAIG ET AL	CON 13D	12/ 1/93	31,243 74.7	40606010 74.8	UPDATE
HALL FINL GROUP INC HALL KATHRYN W	CON 13D	12/ 1/93	4,000 9.6	40606010 0.0	NEW
HEALTH MGMT SYS INC KERZ PAUL J	CON 13D	11/19/93	448 7.9	42499210 7.2	UPDATE
HEALTH MGMT SYS INC SIMON LAURENCE B	CON 13D	11/19/93	354 6.2	42499210 5.6	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
HOENIG GROUP INC LEVINE MAX H	COM 13D	11/30/93	1,240 12.1	43439610 0.0	NEW
INFINITY BROADCASTING CORP KARMAZIN MEL	CL A 13D	12/ 7/93	2,661 12.4	45662610 11.8	UPDATE
ISIS PHARMACEUTICALS ACCEL III ET AL	COM 13D	12/ 3/93	1,478 9.4	46433010 6.5	UPDATE
INTL FAMILY ENTMT INC REGENT UNIVERSITY	CL B 13D	11/ 9/93	9,000 30.5	48099510 30.5	UPDATE
KATY INDS INC GAMCO INVESTORS INC ET AL	COM 13D	12/ 9/93	664 7.4	48602610 6.4	UPDATE
KATY INDS INC GAMCO INVESTORS INC ET AL	COM 13D	12/ 9/93	664 7.4	48602610 6.4	RVISION
KOLL REAL ESTATE GROUP INC WHEELABRATOR TECH ET AL	COM 13D	12/15/93	1,699 4.3	50043410 14.6	NEW
LABE FEDERAL SVGS LOAN ASSOC STAHL LOWELL I	COM 13D	11/20/93	125 46.0	50537410 0.0	NEW
MAJOR RLTY CORP TAMANDA CORP ET AL	COM 13D	11/ 5/93	445 6.5	56084010 6.5	UPDATE
MAJOR RLTY CORP TAMANDA II CORP ET AL	COM 13D	11/ 5/93	445 6.5	56084010 0.0	NEW
MEDICAL RES INC MRI PARTNERS ET AL	COM 13D	12/ 2/93	2,522 87.8	58799310 84.9	UPDATE
METRO BANCSHARES INC HEROLD DAVID G ET AL	COM 13D	11/17/93	406 8.0	59199510 6.2	UPDATE
NATIONAL R V HLDGS INC SIEGLER GARY ET AL	COM 13D	12/ 3/93	1,748 47.6	63727710 0.0	NEW
NATIONAL WESTM LIFE INS CO TWEEDY BROWNE CO L P ET AL	CLASS A 13D	12/ 3/93	200 5.7	63852210 4.8	UPDATE
ORMDA HEALTHCORP SUMMIT HEALTH LTD	COM 13D	12/ 2/93	8,097 44.5	68685710 0.0	NEW
PS GROUP INC ESL PARTNERS L P	COM 13D	12/ 2/93	328 5.4	69362410 0.0	NEW
PARALLEL PETE CORP WES-TEX DRILLING CO	COM PAR 0.01 13D	12/ 6/93	952 8.1	69915710 6.6	UPDATE
PARMOUNT COMMUNICATIONS INC VIACOM INC ET AL	COM 14D-1	12/20/93	23,699 20.0	69921610 20.0	UPDATE
PARMOUNT COMMUNICATIONS INC VIACOM INC ET AL	COM 14D-1	12/20/93	23,699 20.0	69921610 20.0	RVISION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR% STATUS	FILING STATUS
PHYSICIANS INS CO OHIO QUAKER HLDGS LTD ET AL	CL A 13D	12/ 1/93	3,112 100.0	71941010 0.0	NEW
PRESSURE PIPING COMPONENTS WINGATE DAVID A	COM 13D	11/22/93	1,100 23.8	74111410 0.0	NEW
PUBLICKER INDS INC WEIL R ASSOC LP ET AL	COM 13D	11/24/93	1,214 8.4	74463510 7.4	UPDATE
QUAKER FABRIC CORP LIEBENOW LARRY A	COM 13D	11/16/93	2,026 26.1	74739910 0.0	NEW
QUAKER FABRIC CORP WHITEHEAD J DUNCAN	COM 13D	11/16/93	2,126 26.1	74739910 0.0	NEW
RF POWER PRODUCTS INC UMINO NITSUYUKI	COM 13D	11/30/93	1,000 10.9	74955310 8.7	UPDATE
REXNORD CORP BTR DUNLOP HLDGS INC	COM 13D	12/ 2/93	9,761 53.0	76399610 0.0	NEW
ROCKING HORSE CHILD CARE CTR JBS INVMT BKG LTD	COM 13D	8/25/93	1,712 10.2	77341510 6.9	UPDATE
ROOSEVELT FINL GROUP INC FARM HOME FINANCIAL CORP	COM 13D	12/ 3/93	1,155 19.5	77649310 0.0	NEW
SCHIEB EARL INC GAMCO INVESTORS INC ET AL	COM 13D	12/ 9/93	824 18.1	80639810 19.1	UPDATE
SECURITY LAND DEVELOPMENT BELL JOHN C JR	COM 13D	12/ 3/93	238 4.5	81470099 0.0	NEW
SECURITY SVGS & LN ASSN MICH FSSB HOLDING CORP ET AL	COM 13D	11/16/93	146 20.5	81488510 0.0	NEW
SIGNET GROUP PLC COURT ALBERT TRUST	SPN ADR PEF CV 13D	11/25/93	600 4.9	82799960 7.3	UPDATE
SKYBOX INTERNATIONAL INC ALISSA SAAD A	COM 13D	9/21/93	1,803 22.4	83091410 22.4	UPDATE
SUTTON RESOURCES LTD SHKLANKA ROMAN	COM 13D	12/ 6/93	1,094 1.1	86947410 0.0	NEW
TRINITY CAP OPPORTUNITY CORP CIGNA CORPORATION	COM 13D	11/30/93	2,132 7.5	89644310 0.0	NEW
INAV TRAVEL CORP HAIRE SCOTT A	COM 13D	11/29/93	9,142 18.5	90184010 0.0	NEW
INAV TRAVEL CORP KEYSTONE MED MGMT GRP	COM 13D	11/29/93	9,142 18.5	90184010 0.0	NEW