

# sec news digest

LIBRARY

Issue 92-195

OCT - 8 1992

October 7, 1992

U.S. SECURITIES  
EXCHANGE COMMISSION

---

## COMMISSION ANNOUNCEMENTS

---

### COMMISSION FILING FEES FOR FISCAL YEAR 1993

For FY 1993, the fee for filings made with the Securities and Exchange Commission pursuant to Section 6(b) of the Securities Act of 1933 will continue to be calculated at the rate of 1/32 of one percent of the aggregate offering amount.

---

## ADMINISTRATIVE PROCEEDINGS

---

### U.S. MINT REVOCATION PROCEEDINGS ORDERED

The Commission ordered public administrative proceedings under Section 12(j) of the Securities Exchange Act of 1934 to determine whether the registration of U.S. Mint, Inc. common stock under Section 12(g) of the Exchange Act should be revoked for U.S. Mint's failure to file reports as required by Section 13(a) of the Exchange Act for over two years. (Rel. 34-31265)

### ADMINISTRATIVE PROCEEDINGS AGAINST MILTON TRUJILLO

The Commission announced that on September 23 an administrative proceeding pursuant to Rule 2(e) of the Commission's Rules of Practice was authorized for institution against Milton M. Trujillo, formerly a certified public accountant, for his conduct in connection with his "audits" of NRG International, Inc.'s financial statements for the years 1987 through 1990. Simultaneously with instituting the administrative proceeding, the Commission accepted Trujillo's Offer of Settlement whereby he agreed to be permanently denied the privilege of appearing or practicing before the Commission as an accountant. The proceeding is based upon the entry of a permanent injunction against Trujillo for violations of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. NRG Int'l, Inc., et al., Civ. Action No. S-92-1307-DFL-JFM, E.D. Cal., August 12, 1992] (Rel. 34-31266; AAE Rel. 423)

### ADMINISTRATIVE PROCEEDINGS AGAINST JAMES ANDRUS

The Commission announced the institution of administrative proceedings pursuant to Rule 2(e) of the Commission's Rules of Practice against James C. Andrus, C.P.A. (Andrus), a certified public accountant, based upon improper professional conduct. The Commission also announced that it had accepted Andrus' offer of settlement to be denied the privilege of appearing or practicing before the Commission for a period of three years. (Rel. 34-31267; AAE Rel. 424)

PUBLIC ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST LESLIE LIVINGSTON, LIVINGSTON & COMPANY AND LIVINGSTON SECURITIES, INC.

The Commission instituted public administrative proceedings against Leslie T. Livingston, Livingston & Company, and Livingston Securities, Inc. of Portland, Oregon pursuant to Sections 15 and 21C of the Securities Exchange Act of 1934 (Exchange Act). The proceeding are based on allegations that respondents violated and/or caused violations of the beneficial ownership reporting requirements of Section 13(d) of the Exchange Act and Rules 13d-1 and 13d-2 thereunder.

The proceedings arise out of the August 1990 change in control of the board of directors of Comprehensive Care Corporation (CompCare) of Chesterfield, Missouri, which markets and manages health care facilities nationwide. A hearing will be held to determine whether the allegations in the Order Instituting Proceedings are true and what sanctions, if any, should be imposed. (Rel. 34-31269)

ADMINISTRATIVE PROCEEDING INSTITUTED AGAINST JEFFREY BONHAM

The Commission announced today that it has instituted a public administrative proceeding pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 (Exchange Act) against Jeffrey E. Bonham of Newton, New Jersey. The Order Instituting Proceedings alleges that Bonham, formerly of Newhard, Cook and Co., Inc., a broker-dealer registered with the Commission, willfully violated Section 17(a) of the Securities Act of 1933, and Section 10(b) of the Exchange Act of 1934 and Rule 10b-5 thereunder (antifraud provisions). The Order Instituting Proceedings alleges that from January 1987 through March 1988, Bonham misappropriated more than \$70,000.00 from customers by drawing checks on clients' accounts, forging endorsements, and stealing the proceeds. The Order Instituting Proceedings states that on September 22, 1992, the Commission filed a civil injunctive action in the U.S. District Court for the District of New Jersey against Jeffrey E. Bonham of Newton, New Jersey, charging Bonham with violations of the antifraud provisions. Simultaneously with the filing of the complaint, Bonham consented to the entry of a Final Judgment of Permanent Injunctive Relief on Consent granting the relief sought in the Commission's complaint [SEC v. Jeffrey E. Bonham, Civil Action No. 92-3993, D.N.J., judgment entered September 30, 1992].

Bonham has consented to entry of an Order barring him from association with any broker, dealer, investment company, investment adviser or municipal securities dealer. (Rel. 34-31270)

FOSTER BRAUNER FINANCIAL SERVICES, INC. AND GARY SLAUGHTER SANCTIONED

The Commission has issued an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions against Foster Brauner Financial Services, Inc. (Foster Brauner) and Gary R. Slaughter (Slaughter). Simultaneously, the Commission accepted Offers of Settlement from the two respondents under which they, without admitting or denying, consented to the findings contained in the Commission's Order. Additionally, Foster Brauner consented to having its investment adviser registration revoked and Gary Slaughter consented to being barred from the securities industry.

On the basis of the Order and Offers of Settlement, the Commission found that from July 1988 through January 1991, Foster Brawner, a registered investment adviser, and Slaughter, its chairman, senior financial adviser/planner, and majority owner, raised \$204,000 by engaging in a scheme to defraud investors. The respondents used misrepresentations and omissions of material fact to induce clients to purchase stock of Foster Brawner, and then used the proceeds to pay for Foster Brawner's operating expenses, including loans and salary to Slaughter. These misrepresentations and omissions concerned the value of Foster Brawner stock, the use of investor proceeds and the degree of risk associated with the investment. (Rel. IA-1349)

**ADMINISTRATIVE PROCEEDINGS AGAINST AMERICAN FORESIGHT, INC., THOMAS HEFFERNAN AND FRANK ROLLINS**

The Commission announced that American Foresight, Inc. (AFI), a registered investment adviser, and its principal, Thomas Heffernan, without admitting or denying the allegations, consented to the entry of a permanent injunction prohibiting them from violating the antifraud and custody provisions of the Investment Advisers Act and ordering disgorgement of \$66,599.25, provided, however, that disgorgement be waived based upon their inability to pay. AFI and Heffernan also consented to the issuance of an administrative order revoking AFI's registration and barring Heffernan from association with any broker, dealer, investment adviser, investment company, or municipal securities dealer, with a right to reapply to be so associated after five years.

The Commission's injunctive action was based upon allegations that Heffernan and AFI misappropriated \$66,599.25 of client funds that should have been invested in securities. Instead, Heffernan allegedly used these funds to pay personal and business expenses. The complaint further alleged that Heffernan attempted to conceal his fraud by falsely representing the misappropriations as "loans" in statements sent to clients. Furthermore, the complaint alleged that AFI took improper custody of client funds and failed to disclose its precarious financial condition. (Rels. IA-1350 - American Foresight; IA-1351 - Thomas F. Heffernan)

---

**CIVIL PROCEEDINGS**

---

**CIVIL ACTION INSTITUTED AGAINST JEFFREY BONHAM**

The Commission announced today that on September 22 it filed a civil injunctive action in the U.S. District Court for the District of New Jersey against Jeffrey E. Bonham of Newton, New Jersey. The complaint charges that Bonham, formerly of Newhard, Cook and Co., Inc., a broker-dealer registered with the Commission, willfully violated Section 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. The complaint contends that from January 1987 through March 1988, Bonham misappropriated more than \$70,000.00 from customers by drawing checks on clients' accounts, forging endorsements and stealing the proceeds.

Simultaneously with the filing of the complaint, Bonham consented to the entry of a Final Judgment of Permanent Injunctive Relief on Consent granting the relief sought in the Commission's complaint.

Based on the conduct alleged in the complaint, the Commission instituted a public administrative proceeding pursuant to Sections 15(b) and 19(h) of the Exchange Act against Bonham who simultaneously consented to entry of an Order barring him from association with any broker, dealer, investment company, investment adviser or municipal securities dealer. [SEC v. Jeffrey E. Bonham, Civil Action No. 92-3993, HLS, D.N.J., September 22, 1992] (LR-13394)

#### CIVIL COMPLAINT FILED AGAINST CARONA & HODGES MANAGEMENT, INC., JAMES CARONA AND WILLIAM HODGES

The Commission announced on October 2 the filing of a civil injunctive action in the Northern District of New York against Carona & Hodges Management, Inc. (C&H Management), a registered investment adviser, James G. Carona (Carona), its President, and William J. Hodges (Hodges), a former principal. The complaint seeks a permanent injunction against C&H Management, Carona, and Hodges from future violations of the antifraud provisions of the Investment Advisers Act of 1940 (Advisers Act) and disgorgement of illegal profits in the amount of \$451,730.68, plus prejudgment interest.

According to the complaint, C&H Management, Carona, and Hodges defrauded approximately twenty advisory clients by fraudulently investing approximately \$1.4 million of their funds in two speculative, developmental stage companies and misrepresenting the risk of investing in those companies and the value of the clients' investments. The complaint also alleges that the defendants did not disclose to those clients that C&H Management received fees from those companies for making those loans. In addition, the complaint alleges that the defendants misappropriated approximately \$93,000 from an advisory client. The complaint alleges that the defendants were unjustly enriched by approximately \$451,000 by their illegal conduct.

Without admitting or denying the allegations of the complaint, Hodges consented to the entry of a Final Judgment of Permanent Injunction, enjoining him from further violations of the antifraud provisions of the Advisers Act and holding him jointly and severally liable for disgorgement in the amount of \$451,730.68, plus prejudgment interest, with payment of disgorgement and prejudgment interest waived based on an inability to pay. Hodges also consented to the institution of administrative proceedings barring him from association with any broker, dealer, investment adviser, investment company or municipal securities dealer. The case will continue against C&H Management and Carona, who have not settled. [SEC v. Carona & Hodges Management, Inc., James G. Carona and William J. Hodges, Civil Action No. 92-1253, CGC, NDNYS] (LR-13395)

#### PRELIMINARY INJUNCTIVE RELIEF ENTERED AGAINST RONALD MARGOLIN

The Commission announced on October 2 that the Honorable Peter K. Leisure of the U.S. District Court for the Southern District of New York entered a preliminary injunction against Ronald Margolin (Margolin).

The complaint filed on August 20, 1992 against Margolin, Roger B. Webb (Webb), Mark Lutz (Lutz), CMB Capital Management Inc. (CMB) and Brown & Mueller Investments Ltd. (BMI) alleges that Margolin, Webb, Lutz and CMB used BMI to engage in a wide-spread

free-riding scheme from September 1991 until at least April 1992 whereby the defendants traded millions of dollars worth of securities without having the intent or ability to pay for the securities. In many instances, the complaint alleges, the Defendants simply walked away from unprofitable trades, leaving the brokers to absorb the Defendants' losses. According to the complaint, the Defendants caused their brokers losses and reaped profits totalling over \$780,000.

Margolin has been preliminarily enjoined from violating Section 17(a) of the Securities Act of 1933, Section 7(f), 10(b) and 15(a) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. In addition, Margolin's assets have been frozen pending the adjudication of the Commission's request for an order of disgorgement and requiring the payment of penalties. Margolin has been ordered to provide the Court with an accounting of his assets and liabilities so that a determination may be made as to his ability to make disgorgement and pay penalties. On September 1, 1992, similar orders were entered by consent against Webb, Lutz and CMB. [SEC v. Brown & Mueller Investments Ltd., Ronald Margolin, Roger B. Webb, Mark Lutz and CMB Capital Management Inc., Civil Action No. 92 Civ. 6307, PKL, SDNY, Oct. 1] (LR-13396)

---

## CRIMINAL PROCEEDINGS

---

### FPI/AGRETECH DEFENDANTS SENTENCED

The Commission and the United States Attorneys Office for the District of Hawaii announced that on October 1 Chief Judge Manual R. Real for the Central District of California sentenced Charles E. Colburn, III to five years imprisonment and six-thousand hours of community service and ordered him to pay \$414,000 in restitution. Bradley H. Koach was committed to the custody of the Attorney General for the maximum sentence of imprisonment, one hundred years, pending a study of, among other things, Koach's mental health. Another hearing will be held on January 11, 1993 to make a final determination on his sentence.

A federal jury convicted Colburn and Koach of fraudulently selling limited partnerships formed to grow and market indoor tropical foliage to investors throughout the country in 1986 in violation of Sections 17(a) and 24 of the Securities Act of 1933. R. Carter Freeman, Jr. who pled guilty prior to trial was sentenced to five years in prison and ordered to pay \$20,000 in restitution. Three others involved in the scheme earlier pled guilty to charges of mail and securities fraud. Pursuant to those guilty pleas, Richard Garcia, who operated a Hawaii nursery operation, Agricultural Research and Technology Group, Inc. (Agretech), received an eight-year sentence. Lawrence C. Penrose and Malcolm G. Bartels, vice presidents of the syndication company, received a two-year sentence and 18 month sentence, respectively.

The defendants operated FP Industries, Inc. (FPI), a Honolulu-based public company that engaged in the limited partnership syndication business. Throughout the early and mid-1980's, the company sold over \$45 million in limited partnership interests to investors throughout the country. [U.S. v. Charles E. Colburn, III and Bradley H. Koach, USDC for the District of Hawaii, Criminal Action No. 91-01214 MLR and U.S. v. R. Carter Freeman, Jr. and Bradley H. Koach, USDC for the District of Hawaii, Criminal Action No. 90-01741, MLR] (LR-13397)

## 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.

- S-8 CURTIS HELENE INDUSTRIES INC /DE/, 325 N WELLS ST, CHICAGO, IL 60610 (312) 661-0222 - 122,700 (\$4,417,200) COMMON STOCK. (FILE 33-49075 - SEP. 30) (BR. 13 - NEW ISSUE)
- S-8 TRANS WORLD MUSIC CORP, 38 CORPORATE CIRCLE, ALBANY, NY 12203 (518) 452-1242 - 500,000 (\$8,250,000) COMMON STOCK. (FILE 33-51516 - AUG. 24) (BR. 2)
- S-4 MERIDIAN BANCORP INC, 35 N SIXTH ST, READING, PA 19601 (215) 655-2000 - 636,452 (\$11,437,042) COMMON STOCK. (FILE 33-52484 - SEP. 28) (BR. 1)
- S-8 BJ SERVICES CO, 5500 NW CENTRAL DR, HOUSTON, TX 77092 (713) 462-4239 - 350,000 (\$5,818,750) COMMON STOCK. (FILE 33-52506 - SEP. 28) (BR. 3)
- S-3 HAWAIIAN ELECTRIC CO INC, 900 RICHARDS ST, HONOLULU, HI 96813 (808) 543-7771 - 2,000,000 (\$82,375,000) COMMON STOCK. (FILE 33-52520 - SEP. 29) (BR. 7)
- S-11 SECURITY PACIFIC ACCEPTANCE CORP, 10089 WILLOW CREEK RD, SAN DIEGO, CA 92131 (619) 578-6150 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: MERRILL LYNCH & CO. (FILE 33-52522 - SEP. 29) (BR. 12)
- F-3 RHONE POULENC S A, 25 QUAI PAUL DOUMER, 92408 COURBEVOIE CEDEX, FRANCE, 10 - 750,000,000 (\$750,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-52532 - SEP. 28) (BR. 1)
- S-1 MEDIA VISION INC, 3185 LAURELVIEW COURT, FREMONT, CA 94538 (510) 770-8600 - 3,450,000 (\$37,950,000) COMMON STOCK. UNDERWRITER: COWEN & CO, MONTGOMERY SECURITIES. (FILE 33-52534 - SEP. 28) (BR. 9 - NEW ISSUE)
- S-8 GRC INTERNATIONAL INC, 1900 GALLOWS RD, VIENNA, VA 22182 (703) 506-5000 - 440,000 (\$1,897,500) COMMON STOCK. (FILE 33-52536 - SEP. 28) (BR. 5)
- S-8 GRC INTERNATIONAL INC, 1900 GALLOWS RD, VIENNA, VA 22182 (703) 506-5000 - 440,000 (\$1,897,500) COMMON STOCK. (FILE 33-52538 - SEP. 28) (BR. 5)
- S-3 YORK FINANCIAL CORP, 101 S GEORGE ST, P O BOX M-68, YORK, PA 17401 (717) 846-8777 - 332,961 (\$6,243,018) COMMON STOCK. (FILE 33-52540 - SEP. 28) (BR. 2)
- S-4 MOHAWK INDUSTRIES INC, 1755 THE EXCHANGE, ATLANTA, GA 30339 (404) 951-6000 - 1,783,400 (\$24,182,904) COMMON STOCK. (FILE 33-52542 - SEP. 28) (BR. 8)
- S-11 RESOLUTION TRUST CORP, 801 17TH ST NW, WASHINGTON, DC 20434 (202) 416-6900 - 1,000,000 (\$1,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER: GOLDMAN SACHS & CO. (FILE 33-52546 - SEP. 28) (BR. 11)
- S-8 INTERCEL INC/DE, 421 GILMER AVE., LANETT, AL 36863 (205) 644-2355 - 800,000 (\$6,600,000) COMMON STOCK. (FILE 33-52550 - SEP. 28) (BR. 7)
- S-8 INTERCEL INC/DE, 421 GILMER AVE., LANETT, AL 36863 (205) 644-2355 - 200,000 (\$1,650,000) COMMON STOCK. (FILE 33-52552 - SEP. 28) (BR. 7)
- F-9 COMINCO LTD, 500 200 BURRARD ST, VANCOUVER BC CANADA V6C 3L7, A1 (000) 000-0000 - 300,000,000 (\$300,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-52554 - SEP. 29) (BR. 1 - NEW ISSUE)

## REGISTRATIONS CONTINUED

- S-4 FIRST COMMUNITY FINANCIAL GROUP, 4405 7TH AVE STE 102, LACEY, WA 98503  
(206) 459-1100 - 201,000 (\$2,984,256) COMMON STOCK. (FILE 33-52556 - SEP. 29) (BR. 1  
- NEW ISSUE)
- F-6 ENTERPRISE OIL PLC /ADR/, 111 WALL ST, CITIBANK N A, NEW YORK, NY 10043  
(212) 657-7691 - 16,000,000 (\$800,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE  
33-52564 - SEP. 29)
- S-4 ADVOCATE CORPORATION OF AMERICA, 2100 WEST END AVE STE 900, NASHVILLE, TN 37203  
(615) 327-2200 - 5,430,034 (\$27,150,170) COMMON STOCK. (FILE 33-52568 - SEP. 29)  
(BR. 5 - NEW ISSUE)
- S-4 SOUTHERN NATIONAL CORP /NC/, 500 N CHESTNUT ST, LUMBERTON, NC 28358 (919) 671-2000  
- 5,221,176 (\$82,912,274) COMMON STOCK. (FILE 33-52570 - SEP. 29) (BR. 1)
- S-3 KELLEY OIL & GAS PARTNERS LTD, 601 JEFFERSON ST STE 1100, HOUSTON, TX 77002  
(713) 652-5200 - 80,500,000 (\$68,547,360) CONVERTIBLE DEBENTURES AND NOTES. (FILE  
33-52572 - SEP. 29) (BR. 12)
- S-8 CYTOGEN CORP, 600 COLLEGE RD EAST CN 5308, PRINCETON, NJ 08540 (609) 987-8270 -  
120,000 (\$1,950,000) COMMON STOCK. (FILE 33-52574 - SEP. 29) (BR. 4)
- S-1 TULTEX CORP, 22 E CHURCH ST, P O BOX 5191, MARTINSVILLE, VA 24112 (703) 632-2961 -  
1,263,393 (\$11,130,492) COMMON STOCK. (FILE 33-52580 - SEP. 29) (BR. 8)
- S-3 IFR SYSTEMS INC, 10200 W YORK ST, WICHITA, KS 67215 (316) 522-4981 - 153,148  
(\$1,225,184) COMMON STOCK. (FILE 33-52584 - SEP. 29) (BR. 8)
- S-3 ZIONS BANCORPORATION /UT/, 1380 KENNECOTT BLDG, SALT LAKE CITY, UT 84133  
(801) 524-4787 - 100,000 (\$5,743,750) COMMON STOCK. (FILE 33-52586 - SEP. 29) (BR. 1)
- S-8 WHITMAN MEDICAL CORP, 990 RARITAN RD, CLARK, NJ 07066 (908) 574-9194 - 612,000  
(\$4,666,500) COMMON STOCK. (FILE 33-52588 - SEP. 29) (BR. 5)
- S-3 FIRST KNOX BANC CORP, ONE SO MAIN ST, P O BOX 871, MOUNT VERNON, OH 43050  
(614) 393-5500 - 300,000 (\$8,475,000) COMMON STOCK. (FILE 33-52590 - SEP. 30) (BR. 1)
- S-1 ADELPHIA COMMUNICATIONS CORP, 5 W THIRD ST, P O BOX 472, COULDERSPORT, PA 16915  
(814) 274-9830 - 2,875,000 (\$48,515,625) COMMON STOCK. UNDERWRITER:  
DONALDSON LUFKIN & JENRETTE SECURITIES C, LEHMAN BROTHERS, SALOMON BROTHERS INC.  
(FILE 33-52630 - SEP. 29) (BR. 8)
- S-2 COMMUNITY BANCORP INC/NY, 20 MILL ST, RHINEBECK, NY 12572 (914) 876-7041 - 155,000  
(\$2,015,000) COMMON STOCK. 575,000 (\$5,750,000) PREFERRED STOCK. UNDERWRITER:  
COMMUNITY CAPITAL GROUP. (FILE 33-52632 - SEP. 29) (BR. 2)
- S-1 ROCHESTER COMMUNITY SAVINGS BANK, 235 E MAIN ST, ROCHESTER, NY 14604 (716) 258-3000  
- 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-52634 - SEP. 29)  
(BR. 11)
- S-3 FIRST FINANCIAL CORP /WI/, 1305 MAIN ST, STEVENS POINT, WI 54481 (715) 341-0400 -  
55,000,000 (\$55,000,000) STRAIGHT BONDS. UNDERWRITER: BAIRD ROBERT W & CO INC,  
CHICAGO CORP, DAIN BOSWORTH INC. (FILE 33-52638 - SEP. 29) (BR. 2)
- S-1 TRANSPORTATION FINANCIAL GROUP INC, 1600 WEST COMMERCIAL BLVD, FORT LAUDERDALE, FL  
33309 (305) 493-6565 - 1,265,000 (\$15,812,500) COMMON STOCK. UNDERWRITER:  
CHICAGO CORP, FOLEY MUFSON HOWE & CO, STIFEL NICOLAUS & CO INC. (FILE 33-52640 -  
SEP. 29) (BR. 10 - NEW ISSUE)
- S-3 CROMPTON & KNOWLES CORP, ONE STATION PL, METRO CTR, STAMFORD, CT 06902  
(203) 353-5400 - 5,750,000 (\$113,562,500) COMMON STOCK. UNDERWRITER:  
GOLDMAN SACHS & CO, MORGAN STANLEY & CO INC, SALOMON BROTHERS INC. (FILE 33-52642 -  
SEP. 20) (BR. 2)

REGISTRATIONS CONTINUED

S-3 UNITED TELEPHONE CO OF PENNSYLVANIA, 1201 WALNUT BOTTOM RD, CARLISLE, PA 17013  
(717) 245-6312 - 55,000,000 (\$55,000,000) MORTGAGE BONDS. (FILE 33-52644 - SEP. 30)  
(BR. 7)

S-1 WASHINGTON HOMES INC, CHANDLER CENTRE, PO BOX 1006, WALDORF, MD 20601 (301) 843-8900  
- 1,840,000 (\$23,000,000) COMMON STOCK. (FILE 33-52648 - SEP. 29) (BR. 10)

**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
ALLIED WASTE INDS INC	COM		306	01958930	
ALHAM INC	13D	9/23/92	3.0	0.0	NEW
ALLIED WASTE INDS INC	COM		1,021	01958930	
SIMON WILLIAM E	13D	9/23/92	9.9	0.0	NEW
AMERIWOOD INDS INTL CORP	COM		322	03299910	
BANK OF AMERICA/NEVADA	13D	10/ 1/92	15.8	15.2	UPDATE
AUTOCAM CORP	COM		191	05290710	
BRAHMAN PARTNERS ET AL	13D	9/23/92	6.6	0.0	NEW
CATALINA MARKETING CORP	COM		838	14886710	
EDELSON TECHNOLOGY PRTRNS	13D	9/25/92	9.0	0.0	NEW
CONTINENTAL MED SYS INC	COM		2,805	21164210	
FMR CORP	13D	9/25/92	8.2	9.3	UPDATE
D & N FINANCIAL CORP	COM		219	23286410	
SELIGMAN IRVING R ET AL	13D	9/18/92	5.9	7.4	UPDATE
ENVIRONMENTAL DIAGNOSTICS IN	COM PAR \$0.15		414	29390740	
LINDLEY J THOMAS SR	13D	9/25/92	12.0	12.5	UPDATE
FIND SVP INC	COM NEW		426	31771830	
AMERICAN BUSINESS INFORMATION	13D	9/24/92	6.9	0.0	NEW



## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
GENERAL CELLULAR CORP HELLMAN & FRIEDMAN CAP ET AL	COM 13D	9/25/92	6,188 86.7	36932020 39.9	UPDATE
GENERAL PARCEL SVC INC GATLIN J RAY	COM 13D	9/17/92	460 10.1	37047710 0.0	NEW
GOLDEN TRIANGLE RLTY & OIL I KAMON KENNETH RUDY	COM 13D	9/21/92	3,040 5.3	38121410 0.0	NEW
GREAT AMERN REC INC TRIPLE THREAT ENTR INC	COM NEW 13D	9/23/92	4,500 31.5	39000520 14.4	RVISION
GREAT AMERN REC INC TRIPLE THREAT ENTR INC	COM NEW 13D	9/23/92	4,500 31.5	39000520 14.4	UPDATE
HANGER ORTHOPEDIC GROUP INC CHEMICAL VENTURE CAP ET AL	COM NEW 13D	9/24/92	3,093 38.5	41099220 39.8	UPDATE
IEH CORP OFFERMAN SALLY	COM 13D	5/15/90	233 10.0	45099510 0.0	NEW
KENT ELECTRONICS CORP HARTZELL CORP	COM 13D	9/30/92	0 0.0	49055310 5.6	UPDATE
LIFETIME CORP REEVES ANTHONY H	COM NEW 13D	9/29/92	993 10.7	53191120 9.4	UPDATE
MANAGMENT ASSIST LIQD GAMCO INVESTORS INC ET AL	UNIT BEN INT 13D	10/ 1/92	2,083 30.8	56167150 34.9	UPDATE
MEDAR INC AURIC PARTNERS LTD	COM 13D	8/28/92	442 7.0	58402910 0.0	NEW
MIDSOUTH CORP KANSAS CITY SO INDS ET AL	COM 13D	9/25/92	775 7.6	59804110 0.0	NEW
NEORX CORP BOEHRINGER INGELHEIM INTL GMBH	COM 13D	9/25/92	1,989 6.9	64052010 0.0	NEW
NUCORP INC POSTEL INVMNT MGMT ET AL	COM 13D	9/ 2/92	722 5.0	67035110 0.0	NEW
PANTEPEC INTL INC LEVINSON ROBERT A	COM 13D	8/25/92	490 7.7	69865230 6.5	UPDATE
SEATTLE FILMWORKS INC CHRISTOPHERSEN GARY R	COM 13D	9/22/92	171 9.9	81257210 8.5	UPDATE
SIERRA ON LINE INC FIDELITY INTL LTD	COM 13D	9/25/92	560 7.8	82640910 8.9	UPDATE
SIERRA ON LINE INC FMR CORP	COM 13D	9/25/92	560 7.8	82640910 8.9	UPDATE
SISKON GOLD CORP BARATZ LARRY	COM CL A 13D	9/24/92	1,525 4.6	82971510 5.5	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
SPORTSMANS GUIDE INC MILLS SUSAN M	COM 13D	9/28/92	1,830 7.8	84890710 0.0	NEW
SPORTSMANS GUIDE INC SHIEL VINCENT W ET AL	COM 13D	9/28/92	16,333 70.0	84890710 70.0	UPDATE
STANFORD TELECOMMUNICATIONS BERBERIAN MICHAEL	COM 13D	9/21/92	609 13.0	85440210 12.3	UPDATE
TELECOM CORP GAUBERT BARBARA TRUST	COM 13D	9/ 3/92	1,021 27.6	87927610 27.6	UPDATE
VAN DORN CO SPEAR LEEDS & KELLOGG ET AL	COM 13D	10/ 2/92	427 5.1	92103310 4.9	UPDATE
VINLAND PPTY TR AMERICAN REALTY TRUST	SH BEN INT 13D	9/23/92	137 2.3	92744920 14.0	UPDATE
VINLAND PPTY TR FRIEDMAN LUCY N	SH BEN INT 13D	9/23/92	695 11.6	92744920 0.0	NEW

**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		
ADELPHIA COMMUNICATIONS CORP	DE				X	X	X			09/30/92	
ADOBE SYSTEMS INC /CA/	CA				X					09/25/92	
ADVANTA HOME EQUITY LOAN TRUST 1992-1	DE				X	X				09/25/92	
AERODYNE PRODUCTS CORP	DE		X				X			09/21/92	
ALL QUOTES INC	DE		X				X			06/17/91	
ALLIANT TECHSYSTEMS INC	DE				X					09/25/92	

REPORTS CONT.

NAME OF ISSUER	STATE CODE	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ALPINE GROUP INC /DE/	DE				X				X	09/24/92	
ALPINE MEADOWS OF TAHOE INC	DE					X				10/02/92	
ALPNET INC	UT									09/25/92	
ALPNET INC	UT									09/29/92	
AMERICAN MOBILE SYSTEMS INC	DE				X					08/13/92	AMEND
AMERICAN VISUAL APPLIANCES INC	NV					X			X	09/23/92	
AMSERV HEALTHCARE INC	DE								X	07/21/92	AMEND
APPLIED LASER SYSTEMS /CA	CA									09/23/92	AMEND
APPLIED POWER INC	WI					X			X	09/30/92	
ARMCO INC	OH						X		X	10/01/92	
ARTAGRAPH REPRODUCTION TECHNOLOGY INC				X		X			X	09/17/92	
BERGEN BRUNSWIG CORP	NJ			X					X	09/18/92	
CAMELOT CORP	CO			X						09/25/92	
CAPSTEAD SECURITIES CORPORATION IV	DE			X					X	09/30/92	
CARDIOVASCULAR IMAGING SYSTEMS INC	CA			X					X	09/18/92	
CARE GROUP INC	DE						X		X	09/01/92	
CARNA INC/DE	DE		X							09/24/92	
CAROLCO PICTURES INC	DE				X				X	09/02/92	
CENTRAL RESERVE LIFE CORP	OH				X					10/01/92	
CENTURION MINES CORP	UT				X				X	09/28/92	
CERAMICS PROCESS SYSTEMS CORP/DE/	DE									05/00/00	
CHESAPEAKE LIFE INSURANCE CO	MD					X				08/21/92	
CHEVRON CORP	DE					X			X	10/02/92	
CIRCLE K CORP	TX								X	09/15/92	
CITICORP	DE						X			10/05/92	
CITICORP MORT SEC INC REMIC PAS THRO CER				X						09/24/92	
CLARK EQUIPMENT CO /DE/	DE					X			X	09/25/91	
CLINICORP INC	DE			X					X	09/18/92	
COMMERCIAL PROGRAMMING UNLIMITED INC	NY					X				09/24/92	
COMMONWEALTH EQUITY TRUST	CA					X				09/30/92	
COMPUTER LANGUAGE RESEARCH INC	TX					X				09/25/92	
COMPUTERVISION CORP /DE/	DE					X			X	09/29/92	
DR HOLDINGS INC OF DELAWARE	DE					X			X	09/29/92	
EASTERN AIR LINES INC	DE				X					08/31/92	
ELECTRONIC TECHNOLOGY GROUP INC	DE				X				X	07/02/92	AMEND
EQUITABLE BAG CO INC	NY					X				10/02/92	
FAMOUS RESTAURANTS INC	DE			X					X	09/16/92	
FASTCOMM COMMUNICATIONS CORP	VA		X						X	09/18/92	
FBS MORTGAGE CORP	NV					X				09/29/92	
FIC ACQUISITION CORPORATION	DE					X			X	08/19/92	
FIC ACQUISITION CORPORATION	DE					X			X	09/30/92	
FIRST BANCORP OF KANSAS	KS					X				10/01/92	
FIRST CAPITAL HOLDINGS CORP	NV					X			X	09/23/92	
FLEET MORTGAGE GROUP INC	RI					X			X	09/21/92	
FLEET MORTGAGE SECURITIES INC	RI					X			X	09/25/92	
FLEET MORTGAGE SECURITIES TRUST 1992-1	RI					X			X	09/25/92	
FLEET MORTGAGE SECURITIES TRUST 1992-2	DE					X			X	09/25/92	
GATEWAY GATHERING SYSTEMS INC	DE				X				X	08/31/92	
GATEWAY GATHERING SYSTEMS INC	DE					X			X	09/18/92	
GE CAPITAL MORTGAGE SERVICES INC	NJ				X					09/29/92	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY					X			X	08/15/92	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY					X			X	08/15/92	

REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
HARTMARX CORP/DE	DE	X		X		X				09/18/92	
HAWAIIAN ELECTRIC CO INC	HI			X						09/25/92	
HAWAIIAN ELECTRIC INDUSTRIES INC	HI			X						09/25/92	
HEICO CORP	FL			X						09/18/92	
HEWLETT PACKARD CO	CA									09/18/92	
HIBERNIA CORP	LA					X				09/28/92	
HNB FINANCIAL GROUP	CA								NO ITEMS	06/11/92	AMEND
HOMESTAKE MINING CO /DE/	DE							X		07/22/92	AMEND
HOUSING SECURITIES INC ADJ RA MOR PASS T	NY				X	X				09/25/92	
HOUSING SECURITIES INC MOR PAS TH CERT S					X	X				09/25/92	
HOUSING SECURITIES INC MOR PAS THR CERT	NY				X	X				09/25/92	
HOUSING SECURITIES INC MOR PASS THRO CER	DE				X	X				09/25/92	
HOUSING SECURITIES INC MOR PASS THRO CER	DE				X	X				09/25/92	
HOUSING SECURITIES INC MOR PASS THRO CER	DE				X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE	DE				X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE					X	X				09/25/92	
HOUSING SECURITIES INC MORT PASS THRO CE	DE				X	X				09/25/92	
HOUSING SECURITIES INC MORTGAGE PASS TH	DE				X	X				09/25/92	
INLAND MORTGAGE INVESTORS FUND LP II	DE	X					X			09/16/92	
INNOVATIVE TECH SYSTEMS INC	IL				X					10/02/92	
INTERDYNE CO	CA				X					08/10/92	
IRT PROPERTY CO	GA	X					X			10/01/92	
IVERSON TECHNOLOGY CORP	DE					X				09/28/92	
LEISURE TECHNOLOGY INC	DE			X			X			09/22/92	
LIFETIME CORP	DE				X		X			09/30/92	
MAGNETECH CORP	DE					X				09/28/92	
MASSACHUSETTS ELECTRIC CO	MA								NO ITEMS	09/30/92	
MEDICAL EQUIPMENT INCOME FUND LIMITED PA	CT								NO ITEMS	09/11/92	AMEND
MERRILL LYNCH MORTGAGE INVESTORS INC	DE							X		08/20/92	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE							X		08/25/92	
MID CITY BANCORP	CA					X				10/02/92	
MIDWEST COMMUNICATIONS CORP /DE/	DE			X						09/21/92	
MORTGAGE BANKERS FINANCIAL CORP I	DE				X	X				09/25/92	
MORTGAGE BANKERS FINANCIAL CORP I	DE					X	X			10/01/92	
NATIONAL CAPITAL MANAGEMENT CORP	DE			X			X			09/18/92	
NATIONSBANK CORP	NC					X	X			09/28/92	
NEW ENGLAND ELECTRIC SYSTEM	MA								NO ITEMS	09/30/92	
NEW WORLD POWER CORPORATION	DE								NO ITEMS	06/05/92	AMEND
NOONEY REAL PROPERTY INVESTORS THREE L P	MO					X				09/23/92	
NORTH FORK BANCORPORATION INC	DE					X				10/01/92	
NU MED INC	DE					X	X			09/29/92	
OTTER TAIL POWER CO	MN					X	X			09/29/92	
OWENS ILLINOIS INC /DE/	DE				X	X				10/01/92	
PIEDMONT FEDERAL CORP	DE				X	X				09/23/92	
PPG INDUSTRIES INC	PA					X	X			09/22/92	
PRUDENTIAL HOME MORTGAGE SECURITIES COMP	DE					X	X			08/25/92	
QUADRAX CORP /DE/	DE			X						09/09/92	AMEND