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U.S. SECURITIES AND
EXCHANGE COMMISSION

April 19, 1984

ADMINISTRATIVE PROCEEDINGS

E. JACQUES COURTOIS, JR. BARRED

The Commission simultaneously instituted and settled public administrative proceedings against E. Jacques Courtois, Jr., who has been, in accordance with his Offer of Settlement, barred from association with a broker, dealer, investment adviser or municipal securities dealer.

Courtois, a Canadian citizen formerly employed by Morgan Stanley and Company in New York City, was sanctioned based upon his prior conviction for conspiracy and securities fraud and the entry of a Consent Permanent Injunction against him, both in the Southern District of New York. Courtois was convicted of misappropriating from his former employer confidential non-public information about pending corporate mergers or acquisitions and then causing the information to be used in securities transactions for his personal benefit. In the prior civil and criminal proceedings, Courtois disgorged over \$163,000 to a court administered fund. (Rel. 34-20830)

DON P. MATHESON & CO., OTHERS SANCTIONED

The Commission instituted public administrative proceedings under Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Don P. Matheson & Co., Inc. (Registrant), a broker-dealer registered with the Commission, Joseph M. Ellis and William R. Hedlund, its president and vice president, respectively. In anticipation of the institution of these proceedings, the respondents submitted Offers of Settlement which the Commission accepted.

Without admitting or denying the allegations, Registrant consented to findings that it wilfully violated various provisions of the broker-dealer, recordkeeping, financial reporting, net capital and customer protection rules. Similarly, Ellis and Hedlund, without admitting or denying the allegations, consented to findings that they wilfully aided and abetted Registrant's violations. The respondents also consented to and the Commission ordered the following sanctions: Registrant, Ellis and Hedlund were censured; Ellis was prohibited from acting as a principal, officer, director, owner, or employee of a broker-dealer other than as a supervised employee in a non-supervisory capacity without prior approval of the Commission; and Registrant was ordered to comply with undertakings which require it, within 15 days of the Commission's Order, to file a Form BDW and to provide the Chicago Regional Office with an affidavit that such filing has been made. (Rel. 34-20837)

CIVIL PROCEEDINGS

FINAL JUDGMENT OF PERMANENT INJUNCTION ENTERED AGAINST STANLEY M. GOLDMAN

The New York Regional Office announced that on March 23 a Final Judgment of Permanent Injunction by Consent was entered against Stanley M. Goldman of Plainview, New York. The Order, signed by Judge John F. Keenan, U.S. District Court for the Southern District of New York, enjoined Goldman from further violations of the antifraud and broker-dealer provisions of the securities laws in the offer and sale of securities in the form of interests in an oil and gas limited partnership. (SEC v. Stanley M. Goldman, et al., S.D.N.Y. 83 Civil 2675 [Keenan]). (LR-10345)

INVESTMENT COMPANY ACT RELEASES

MUTUAL INVESTMENT FUND OF CONNECTICUT, INC.

An order has been issued exempting Mutual Investment Fund of Connecticut from the provisions of Section 30(a) of the Investment Company Act and Rule 8b-16. (Rel. IC-13892 - Apr. 17)

TRAVELERS EQUITIES FUND, INC.

An order has been issued exempting the reorganization of Travelers Equities Fund, Inc., et al. and Keystone Custodian Fund, Series K-2 from the provisions of Sections 17(a), 19(b) and 22(c) of the Investment Company Act and Rules 19b-1 and 22c-1, and permitting the proposed reorganization. (Rel. IC-13893 - Apr. 17)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

TERMINATION OF UNLISTED TRADING PRIVILEGES GRANTED

An order has been issued granting the application of Indianapolis Power and Light Company to terminate unlisted trading privileges in the 4% cumulative preferred stock (\$100 par value) on the American Stock Exchange, Inc. (Rel. 34-20870)

UNLISTED TRADING GRANTED

An order has been issued granting the applications of the Midwest Stock Exchange, Inc. for unlisted trading privileges in two issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-20871)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until May 7 to comment on the application of Thunander Corporation to withdraw its common stock (\$.01 par value) and warrants from listing and registration on the Boston Stock Exchange, Inc. (Rel. 34-20872)

SELF-REGULATORY ORGANIZATIONS

ORDER EXTENDING PARTIAL APPROVAL

The Commission extended until May 7 its summary and temporary approval of portions of a rule change proposed by the Chicago Board Options Exchange, Incorporated under Rule 19b-4 (SR-CBOE-80-16). The provisions of the rule being approved relate to appointment and oversight of market makers while the remainder requires that a minimum portion of a market maker's options transactions be executed in person. (Rel. 34-20858)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission approved, on an accelerated basis, proposed rule changes filed by: The Chicago Board Options Exchange, Incorporated (SR-CBOE-84-14) to modify the Pit Boss Program currently operated by CBOE on a pilot basis. (Rel. 34-20857); The Philadelphia Stock Exchange, Inc. (SR-Phlx-84-6) to enable the order of a registered options trader to retain priority over or have parity with an off-floor broker-dealer order represented in the trading crowd, where both orders are to establish or increase a position. (Rel. 34-20862); and (SR-Phlx-84-7) to amend Phlx Rule 229 by changing the definition of the PACE quote through inclusion of the ITS/CAES quote. (Rel. 34-20863)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed under Rule 19b-4 by the National Association of Securities Dealers, Inc. (SR-NASD-84-4) to establish minimum margin requirements for stock index options that are traded on registered national securities exchanges or displayed on the NASDAQ System. (Rel. 34-20860)

TRUST INDENTURE ACT RELEASES

TRANS WORLD AIRLINES, INC.

A notice has been issued giving interested persons until May 14 to request a hearing on an amended application by Trans World Airlines, Inc. under Section 310(b)(1)(ii) of the Trust Indenture Act of 1939. The amended application declares that the trusteeships of The Bank of New York under four indentures of Trans World are not so likely to involve a material conflict of interest as to make it necessary to disqualify The Bank from acting as trustee. (Rel. TI-902)

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-18 UNITED SOFTWARE INDUSTRIES INC, 1880 CENTURY PARK EAST, STE 311, LOS ANGELES, CA 90067 (213) 556-2211 - 6,000,000 (\$3,000,000) COMMON STOCK. 6,000,000 (\$1,800,000) COMMON STOCK. UNDERWRITER: NIELSON & CLARK INC. (FILE 2-90311-LA - APR. 02) (BR. 9 - NEW ISSUE)
- S-18 NORTH AMERICAN HOLDING CORP, 914 MAIN STREET, EAST HARTFORD, CT 06108 (800) 243-4322 - 1,150,000 (\$3,737,500) COMMON STOCK. (FILE 2-90331-B - APR. 02) (BR. 2)
- S-18 SATURDAYS WARRIOR THE MOVIE LTD, 50 SOUTH MAIN ST, STE 450, SASLT LAKE CITY, UT 84101 (801) 328-3333 - 2,200,000 (\$2,200,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: AMERICAN ASSET MANAGEMENT CORP. (FILE 2-90333-D - APR. 04) (BR. 3 - NEW ISSUE)
- S-18 AUTOMOBILE & CASUALTY UNDERWRITERS OF FLORIDA INC - 700,000 (\$2,275,000) COMMON STOCK. 700,000 WARRANTS, OPTIONS OR RIGHTS. 350,000 (\$2,187,500) COMMON STOCK. (FILE 2-90402-A - APR. 06) (BR. 10 - NEW ISSUE)
- S-18 MAGIC YEARS CHILD CARE & LEARNING CENTERS INC, SUSCON RD, PO BOX 4110, PITTSBURGH, PA 15240 (717) 654-6765 - 690,000 (\$2,415,000) COMMON STOCK. UNDERWRITER: GILFORD SECURITIES INC. (FILE 2-90415-W - APR. 09) (BR. 6 - NEW ISSUE)
- S-18 COMPUSAVE CORP, 567 SAN NICOLAS DR, STE 109, NEWPORT BEACH, CA 92660 (714) 644-8008 - 1,150,000 (\$5,750,000) COMMON STOCK. UNDERWRITER: GILFORD SECURITIES INC. (FILE 2-90447 - APR. 11) (BR. 10 - NEW ISSUE)
- S-8 SUN BANKS INC, SUN BANK NA BLDG, 200 S ORANGE AVE, ORLANDO, FL 32801 (305) 237-4585 - 857,743 (\$20,049,750) COMMON STOCK. (FILE 2-90451 - APR. 11) (BR. 1)
- S-6 DIRECTIONS UNIT INVESTMENT TRUST SEVENTEENTH SERIES, E F HUTTON & CO INC, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 - 1,000,000 (\$10,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: HUTTON E F & CO INC. (FILE 2-90452 - APR. 11) (BR. 18 - NEW ISSUE)
- S-1 SIERRA SPRING WATER CO, 1801 R ST, SACRAMENTO, CA 95814 (916) 446-5341 - 1,150,000 (\$10,925,000) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES. (FILE 2-90454 - APR. 11) (BR. 1 - NEW ISSUE)
- S-14 EAGLE BANCORPORATION INC, 1223 BROADWAY, HIGHLAND, IL 62249 (618) 654-4511 - 223,370 (\$2,396,112.80) COMMON STOCK. (FILE 2-90456 - APR. 11) (BR. ?)
- S-2 PACKAGING SYSTEMS CORP, 275 N MIDDLETOWN RD, PEARL RIVER, NY 10965 (914) 735-9200 - 431,250 (\$3,665,625) COMMON STOCK. 40,000 (\$340,000) COMMON STOCK. 18,750 (\$18) WARRANTS, OPTIONS OR RIGHTS. 18,750 (\$191,250) COMMON STOCK. (FILE 2-90457 - APR. 11) (BR. 8)
- S-8 REVLON INC, 767 FIFTH AVE, NEW YORK, NY 10153 (212) 572-5000 - 1,500,000 (\$51,000,000) COMMON STOCK. (FILE 2-90460 - APR. 11) (BR. 9)
- S-8 LEXICON CORP, 1541 NW 65TH AVENUE, FT LAUDERDALE, FL 33313 (305) 792-4400 - 2,150,000 (\$5,701,600) COMMON STOCK. (FILE 2-90461 - APR. 11) (BR. 10)

- S-30 MAYFLOWER CORP. 9998 N MICHIGAN ROAD, CARMEL, IN 46032 (317) 877-1000 - 100,000 (\$1,825,000) COMMON STOCK. (FILE 2-90462 - APR. 11) (BR. 4)
- S-8 CAESARS NEW JERSEY INC. CAESARS BOARDWALK REGENCY HOTEL/CASINO, ON THE BOARDWALK, ATLANTIC CITY, NJ 08401 (609) 340-5300 - 500,000 (\$8,312,500) COMMON STOCK. (FILE 2-90463 - APR. 11) (BR. 4)
- S-8 CAESARS WORLD INC. 1801 CENTURY PARK EAST, LOS ANGELES, CA 90067 (213) 552-2711 - 1,250,000 (\$15,625,000) COMMON STOCK. (FILE 2-90464 - APR. 11) (BR. 4)
- S-8 THOMAS & BETTS CORP. JAMES D HAY, VICE PRESIDENT, 920 ROUTE 202, KARITAN, NJ 08869 (201) 685-1600 - 60,000 (\$3,600,000) COMMON STOCK. (FILE 2-90465 - APR. 11) (BR. 7)
- S-8 BDM INTERNATIONAL INC. 7915 JONES BRANCH DR. MCLEAN, VA 22102 (703) 821-5000 - 800,000 (\$20,000,000) COMMON STOCK. 223,167 (\$4,260,773) COMMON STOCK. (FILE 2-90466 - APR. 11) (BR. 10)
- S-8 AMERICAN BRANDS INC. 245 PARK AVE. NEW YORK, NY 10167 (212) 880-4200 - 40,000,000 (\$40,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 737,327 COMMON STOCK. (FILE 2-90467 - APR. 11) (BR. 3)
- S-1 APACHE PETROLEUM CO. FOSHAY TOWER, MINNEAPOLIS, MN 55402 (612) 332-7222 - 20,000,000 (\$380,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-90468 - APR. 11) (BR. 4)
- S-1 BLOCKER ENERGY CORP. 800 BERING DR, HOLSTON, TX 77057 (713) 974-9100 - 2,398,332 (\$5,011,440) COMMON STOCK. (FILE 2-90469 - APR. 12) (BR. 3)
- S-14 MCO RESOURCES INC. MCO PLAZA, 5718 WESTHEIMER, HOUSTON, TX 77057 (713) 953-7777 - 4,900,000 (\$15,312,500) COMMON STOCK. (FILE 2-90470 - APR. 12) (BR. 4)
- S-3 NATIONAL MEDICAL ENTERPRISES INC /NV/. 11620 WILSHIRE BLVD, LOS ANGELES, CA 90025 (213) 479-5526 - 1,664,670 (\$32,461,065) COMMON STOCK. (FILE 2-90471 - APR. 12) (BR. 6)
- S-11 HAMMOND MORTGAGE SECURITIES CORP. HAMMOND MORTGAGE SECURITIES CORP, NEWPORT BEACH, CA 92660 (714) 752-6671 - 100,000,000 (\$100,000,000) MORTGAGE BONDS. UNDERWRITER: KIDDER PEABODY & CO. (FILE 2-90472 - APR. 12) (BR. 1 - NEW ISSUE)
- S-8 APPLIED DATA COMMUNICATIONS INC. 14272 CHAMBERS RD. TUSTIN, CA 92680 (714) 731-9000 - 595,200 (\$4,687,200) COMMON STOCK. (FILE 2-90474 - APR. 12) (BR. 7)
- S-15 AHMANSON H F & CO. 3731 WILSHIRE BLVD. LOS ANGELES, CA 90010 (213) 487-4277 - 3,102,641 (\$54,823,666.47) COMMON STOCK. (FILE 2-90475 - APR. 12) (BR. 2)
- S-1 KIDDER OIL & GAS 1984 LTD. 2910 CITICORP CENTER, HOUSTON, TX 77002 (713) 658-8592 - 800 (\$5,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-90476 - APR. 12) (BR. 4 - NEW ISSUE)
- S-8 DONALDSON CO INC. 1400 W 54TH ST, MINNEAPOLIS, MN 55431 (612) 887-3010 - 200,000 (\$4,025,000) COMMON STOCK. 4,025,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-90488 - APR. 12) (BR. 4)
- S-3 OVERHEAD DOOR CORP. 675C LBJ FREEWAY, DALLAS, TX 75240 (214) 233-6611 - 110,000 (\$1,567,500) COMMON STOCK. (FILE 2-90489 - APR. 12) (BR. 10)
- N-2 PB SB 1983 INVESTMENT PARTNEKSHIP III, C/O PB SB VENTURES INC, ONE NEW YORK PLAZA, NEW YORK, NY 10004 (212) 747-7000 (FILE 811-3921 - APR. 06) (BR. 17)