

sec news digest

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October 29, 1984

U.S. SECURITIES AND
EXCHANGE COMMISSION

NOTICE OF COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted pursuant to provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration. The Commission will not normally meet on Mondays or Fridays.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, DC. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

CLOSED MEETING - TUESDAY, OCTOBER 30, 1984 - 10:00 a.m.

The subject matter of the October 30 closed meeting will be: Formal orders of investigation; Institution of injunctive action; Institution of administrative proceeding of an enforcement nature.

OPEN MEETING - WEDNESDAY, OCTOBER 31, 1984 - 10:00 a.m.

The subject matter of the October 31, 10:00 a.m., open meeting will be:

Consideration of whether to approve proposed rule changes by the Chicago Board Options Exchange, Inc. (CBOE) to: (a) elect the Chairman of the Executive Committee by a plurality of CBOE members; and (b) increase from six to nine the number of floor directors on the Board of Directors. FOR FURTHER INFORMATION, PLEASE CONTACT Holly Hasley Smith at (202) 272-2371.

OPEN MEETING - WEDNESDAY, OCTOBER 31, 1984 - 3:00 p.m.

The subject matter of the October 31, 3:00 p.m., open meeting will be:

The Commission will meet with representatives of the Business Roundtable to discuss registration and reporting requirements under the Securities Act and the Securities Exchange Act, insider trading, corporate board of directors, the Corporate Governance Project of the American Law Institute and corporate takeovers. FOR FURTHER INFORMATION, PLEASE CONTACT Frederick Wade at (202) 272-2214.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: Bruce Kohn at (202) 272-3195

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST PIETRO GATTINI

The Commission ordered public administrative proceedings under the Securities Exchange Act of 1934 against Pietro Gattini, the sole general partner of Gattini & Co., a registered New York City broker-dealer.

The Order for Proceedings alleges that Gattini wilfully aided and abetted Registrant's violations of the net capital, customer protection, escrow, bookkeeping, preservation of records, financial reporting, supplemental reporting and amendment of Form BD provisions of the Exchange Act and Regulation T of the Board of Governors of the Federal Reserve System under the Exchange Act. The Order also alleges that on February 1, 1984, a trustee was appointed for Registrant, with its consent, under the Securities

Investor Protection Act of 1970 and that during the period relevant to the Order, Gattini possessed, directly or indirectly, the power to direct, and cause the direction of, the management and policies of Registrant.

A hearing will be scheduled to determine whether the allegations against respondent are true, and if so, to decide what, if any, remedial sanctions would be appropriate. (Rel. 34-21402)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A rule change filed by the Boston Stock Exchange Clearing Corporation has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. The proposed rule change (SR-BSECC-84-4) increases fees to BSECC members for use of the National Institutional Delivery system. (Rel. 34-21429)

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-1 SOFTWARE PUBLISHING CORP - 310,000 (\$2,790,000) COMMON STOCK. 1,530,000 (\$13,770,000) COMMON STOCK. (FILE 2-93836 - OCT. 18) (BR. 9 - NEW ISSUE)
- S-1 INSPIRATION RESOURCES CORP, 250 PK AVE 17TH FL, NEW YORK, NY 10177 (212) 503-3100 - 13,500,000 (\$45,000,000) COMMON STOCK. (FILE 2-93842 - OCT. 18) (BR. 1)
- S-15 FIRST INTERSTATE BANCORP /DE/, 707 WILSHIRE BLVD, P O BOX 54068, LOS ANGELES, CA 90017 (213) 614-2143 - 9,665,925 (\$9,214,849) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-93854 - OCT. 19) (BR. 1)
- S-1 TEXAS AIR CORP, CAPITAL BK PLZ 333 CLAY ST, STE 4040, HOUSTON, TX 77002 (713) 658-9588 - 50,000,000 (\$50,000,000) FLOATING RATE NOTES. 50,000,000 STRAIGHT BONDS. (FILE 2-93858 - OCT. 19) (BR. 3)
- S-8 OVERNITE TRANSPORTATION CO, 1000 SEMMES AVE, RICHMOND, VA 23224 (804) 231-8000 - 150,000 (\$3,618,750) COMMON STOCK. (FILE 2-93860 - OCT. 19) (BR. 4)
- S-8 XIDEX MAGNETICS CORP, 2141 LANDINGS DR, MOUNTAIN VIEW, CA 94043 (415) 965-7350 - 240,000 (\$3,060,000) COMMON STOCK. (FILE 2-93861 - OCT. 19) (BR. 9)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST MULTIPLE MATURE PROG SERS 9, DEAN WITTER REYNOLDS INC, 130 LIBERTY ST, NEW YORK, NY 10006 - 5,511,000 (\$16,995,000) UNIT INVESTMENT TRUST. (FILE 2-93875 - OCT. 19) (BR. 16 - NEW ISSUE)
- S-8 ASTROCOM CORP, 120 W PLATO BLVD, ST PAUL, MN 55107 (612) 227-8651 - 300,000 (\$1,539,000) COMMON STOCK. (FILE 2-93895 - OCT. 19) (BR. 8)
- S-3 JAMAICA WATER PROPERTIES INC, 410 LAKEVILLE RD, LAKE SUCCESS, NY 11042 (516) 488-4600 - 29,034 (\$743,996.25) COMMON STOCK. (FILE 2-93904 - OCT. 19) (BR. 8)

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 prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

		FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
ADDISON WESLEY PUBG INC MACMILLAN INC	CL B	13D	10/19/84	175 / 7.0	00668020 / 6.6	UPDATE
CINCINNATI EQUITABLE INS CO CEIC HOLDING	COM	14D-1	10/24/84	87 / 17.3	17205810 / 0.0	NEW
DIVERSIFOODS INC ALLEN & COMPANY	COM	13D	10/14/84	2,422 / 7.2	25536510 / 0.0	NEW
DIXICO INC KIMPLE LOUIS T	COM	13D	7/25/84	398 / 14.0	25544310 / 10.3	UPDATE
DIXICO INC KIMPLE WILLIAM C	COM	13D	7/25/84	101 / 3.6	25544310 / 7.1	UPDATE
DIXICO INC VERRILL GLADYS K	COM	13D	7/25/84	77 / 2.7	25544310 / 5.3	UPDATE
DIXICO INC WILLIAMS THOMAS S III	COM	13D	7/25/84	536 / 18.9	25544310 / 18.4	UPDATE
FAMILIAN CORP SHAPIO DAVID	COMMON STOCK	13D	8/31/79	91 / 9.2	30686410 / 0.0	NEW
FIRST INTERMOUNTAIN HLDG CORP NELSON FRANK A JR	COM	13D	9/12/84	5,000 / 12.3	32091510 / 0.0	NEW
FISCHER & PORTER CO HOFFMAN ALVIN	COM	13D	10/19/84	302 / 8.7	33769310 / 0.0	NEW
FRONTIER ENERGY CORP PRICE HARVEY S	COM	13D	8/29/84	553 / 8.7	35890210 / 0.0	NEW
HEALTH EXTENSION SVCS INC DE RANCE INC	COM	13D	10/ 4/84	232 / 8.9	42290210 / 7.8	UPDATE
LEXINGTON AVE & 42ND ST CORP GOLDMAN SOL ET AL	COM CL D	13D	10/24/84	27 / 7.4	52901210 / 7.6	UPDATE
LYON METAL PRODS INC KS HOLDINGS	COM	14D-1	10/25/84	0 / 0.0	55203610 / 0.0	NEW
NORTHWESTN STS PORTLAND CEM PACIFIC CEMENT INVST ET AL	COM	13D	10/19/84	72 / 7.3	66835010 / 7.2	UPDATE
PARK OHIO INDS INC DEL CARDINAL CAP ENERGY INC ET AL	COM	13D	10/23/84	376 / 6.8	70067610 / 7.1	UPDATE
STATEWIDE BANCORP N J MIDLANTIC BANKS INC	COM	13D	10/16/84	523 / 21.8	85765810 / 13.2	UPDATE
TACOMA BOATBUILDING INC MIDLAND CAPITAL ET AL	COM	13D	10/15/84	4,500 / 100.0	87345210 / 0.0	NEW
VICTORIA STA INC AMERICAN VALUES NV ET AL	COM	13D	10/24/84	229 / 6.5	92628610 / 7.7	UPDATE
VICTORIA STA INC AMERICAN VALUES NV ET AL	COM	13D	10/24/84	229 / 6.5	92628610 / 7.7	RVISION

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.

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 Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NO.	DATE	
AMERICAN CONSOLIDATED CORP	5	10/08/84	AMEND
AMERICAN HOME FINANCE CORP III	5	10/24/84	
ASSOCIATED WHOLESALERS INC	2,7	07/28/84	
BENEFICIAL CORP	7	10/24/84	
BOETTCHER PENSION INVESTORS LTD	2,7	10/05/84	
BOETTCHER WESTERN PROPERTIES IV LTD	7	10/16/84	
BURNUP & SIMS INC	2,7	10/05/84	
CABLE TV FUND 11-E	2,7	10/24/84	
CAM OR INC	4,7	10/12/84	
CAROLINA POWER & LIGHT CO	5	10/24/84	
COMPUCARE INC/VA	5,7	10/15/84	
CONSOLIDATED PACKAGING CORP	2	10/24/84	
FREMONT ENERGY CORP	5	09/18/84	
HALIFAX ENGINEERING INC/VA	1	10/10/84	
HUTTON ASSET RECOVERY FUND	2,7	10/10/84	
ICH CORP	5	10/08/84	
INDEPENDENCE NATIONAL CORP	5	10/08/84	
INSTRUMENT SYSTEMS CORP /DE/	2,7	10/10/84	
JAEGER ENERGY CORP	1	09/28/84	
JOJOBA HORIZONS INC	1,3,5,6,7	10/22/84	
KEYSTONE MEDICAL CCRP	2,7	06/01/84	
KEYSTONE MEDICAL CCRP	4	09/01/84	
KINARK CORP	4	10/10/84	
MCORP	2,4,5,7	10/10/84	
MCORP FINANCIAL INC	1,5,7	10/10/84	
MORSE ELECTRO PRODUCTS CORP	1	10/24/84	
NATIONAL REAL ESTATE LTD PARTNERSHIP V	2,7	10/10/84	
NORWEST CORP	5,7	10/23/84	
PAGE AMERICA GROUP INC	2,7	10/11/84	
PILGRIM INTERGROUP INVESTMENT CORP	5	10/12/84	
ROCKWOOD NATIONAL CORP	2	09/06/84	AMEND
SECURITY INTERNATIONAL CORP /ND/	1,7	10/10/84	
SOLV EX CORP	5	10/04/84	
TRAVELERS INCOME PROPERTIES II LTD PARTN	5,7	10/19/84	
WELLS FARGO & CO	5	10/24/84	
WRATHER CORP/DE/	5,7	10/16/84	