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Issue 91-63

U.S. SECURITIES AND EXCHANGE COMMISSION April 2, 1991

ADMINISTRATIVE PROCEEDINGS

CLARK BADER BARRED

The Commission issued an Order Instituting Proceedings Pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934, Making Findings and Imposing Remedial Sanctions against Clark R. Bader, a formerly licensed registered representative. Bader consented to the Order which found, among other things, that he was permanently enjoined from violating certain securities and broker-dealer registration and antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934, in [SEC v. Donald D. Bader, et al., Civil Action No. 90-1135-K, IEG, S.D. Cal.]

In that injunctive action, Bader and others were charged with offering and selling unregistered securities issued by four companies, failing to register as brokerdealers and making false and misleading statements to investors concerning, among other things, the use of investor proceeds and risks associated with the investment. The proceeds from the offerings, totalling about \$9 million, were to be used solely for factoring operations. The Order bars Bader from associating with any broker, dealer, municipal securities dealer, investment company or investment adviser. (Rel. 34-29012)

BOYD BADER BARRED

The Commission issued an Order Instituting Proceedings Pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934, Making Findings and Imposing Remedial Sanctions against Boyd R. Bader, a formerly licensed registered representative. Bader consented to the Order which found, among other things, that he was permanently enjoined from violating certain securities and broker-dealer registration and antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934, in [SEC v. Donald D. Bader, et al., Civil Action No. 90-1135-K, IEG, S.D.Cal].

In that injunctive action, Bader and others were charged with offering and selling unregistered securities issued by four companies, failing to register as brokerdealers and making false and misleading statements to investors concerning, among other things, the use of investor proceeds and risks associated with the investment. The proceeds from the offerings, totalling about \$9 million, were to be used solely for factoring operations. The Order bars Bader from associating with any broker, dealer, municipal securities dealer, investment company or investment adviser. (Rel. 34-29013)

PETER GARDINER BARRED

The Commission instituted public administrative proceedings against Peter R. Gardiner (Gardiner), a former employee of the High Yield and Convertible Bond Department of Drexel Burnham Lambert Incorporated, a broker-dealer registered with the Commission, pursuant to Section 15(b)(6) of the Securities Exchange Act of 1934 (Exchange Act). Gardiner submitted an Offer of Settlement consenting to the entry of an Order which contains findings that, without admitting or denying the allegations of the Commission's complaint, on March 27, 1991 Gardiner was permanently enjoined by final judgment of the U.S. District Court for the Southern District of New York in the action styled SEC v. Peter R. Gardiner, 91 Civ. 2091 (MP), from violating or aiding and abetting violations of the antifraud and other provisions of the federal securities laws, including: Sections 7(c), 7(f), 8(a), 9(a)(2), 10(b), and 17(a)(1) of the Exchange Act and Rules 10b-5, 10b-6, 17a-3, and 17a-4, and Regulations T and X promulgated thereunder, and Section 17(a) of the Securities Act of 1933.

The Order permanently bars Gardiner from association with any broker, dealer, investment adviser, investment company, or municipal securities dealer, with the provision that, after three years from the date of the Order, he may apply to the appropriate self-regulatory organization, or where there is no appropriate self-regulatory organization, to become associated in the above capacities. (Rel. 34-29019)

CRIMINAL PROCEEDINGS

MICHAEL LOLICATA CONVICTED OF SECURITIES FRAUD

The Boston Regional Office of the Commission, and Lincoln C. Almond, the U.S. Attorney for the District of Rhode Island, announced that on March 21 Michael Lolicata, of Lincoln, Rhode Island, pleaded guilty to one count of securities fraud.

Lolicata was a Director and President of Commercial Management Service, Inc. (CMS) and Financial Equity Service, Inc. (FES), two companies which were engaged in the business of leasing equipment. CMS and FES raised capital to purchase the equipment which they leased to their customers by borrowing money from investors. In exchange for their money, investors were given promissory notes. Lolicata, however, misrepresented to the investors that their money would be used to purchase equipment and that the notes given to the investors by CMS and FES were secured by a beneficial interest in the leases. CMS and FES filed for bankruptcy on March 10, 1989. At that time, they owed investors approximately \$13 million on these unsecured notes.

The case was investigated by the Federal Bureau of Investigation, the Boston Regional Office of the Securities and Exchange Commission, and the United States Attorney's Office for the District of Rhode Island. [U.S. v. Michael Lolicata, Cr. No. 91-015, D.R.I.] (LR-12820)

COMPLAINT NAMES RENAISSANCE ADVISORS, INC. AND ERIC EMORY

The New York Regional Office filed a complaint on March 25 in the U.S. District Court for the Southern District of New York against Renaissance Advisors, Inc. (Adviser), the adviser to Renaissance Fund, Inc. (Fund), and Eric Emory, the Adviser's president and sole shareholder. The complaint alleges violations of numerous federal securities laws, including antifraud, proxy and investment company provisions. Without admitting or denying the allegations, the Adviser and Emory consented to the entry of a Final Judgment and Order granting the relief sought.

The complaint alleges that Emory filed a registration statement and disseminated prospectuses which falsely promised that the Fund would invest in an index of securities, and falsely described Fund dividends as tax advantaged, and that Emory and the Adviser distributed misleading advertisements. The complaint further alleges that Emory caused the Adviser to serve as the Fund's adviser without a written advisory contract and that Emory disseminated proxy solicitations for the Fund with material omissions and aided and abetted the Fund's: failure to approve its advisory contract, undisclosed payment of dividends out of shareholder capital, sale of shares below net asset value, failure to approve auditors, lack of fidelity bond coverage, improper custody arrangements and haphazard recordkeeping. [SEC v. Renaissance Advisors, Inc. and Eric S. Emory, Civil Action No. 91 CIV 2053] (LR-12823)

HOLDING COMPANY ACT RELEASES

CENTRAL AND SOUTH WEST CORPORATION

An order has been issued authorizing Central and South West Corporation (CSW), a registered holding company, and its subsidiary companies, Central Power and Light Company, Public Service Company of Oklahoma, Southwestern Electric Power Company, West Texas Utilities Company, Transok, Inc. and Central and South West Services, Inc., to issue and sell, through March 31, 1993, short-term notes and commercial paper, under an exception from competitive bidding, in an aggregate principal amount outstanding at any one time of up to \$600 million, subject to individual corporate limitations on such borrowings, and to acquire notes through the CSW system money pool. (Rel. 35-25288)

EASTERN UTILITIES ASSOCIATES

An order has been issued authorizing Eastern Utilities Associates (EUA), a registered holding company, and its subsidiary company, EUA Cogenex Corporation (Cogenex), to increase the amount of Cogenex's financings, through December 31, 1991, from \$75 million to \$100 million. The \$100 million shall consist of: (1) \$35 million of longterm notes issued by Cogenex in 1990; (2) approximately \$12.8 million in capital contributions from EUA; and (3) \$52.2 million from any combination of the following sources: (a) up to \$50 million of short-term notes issued to lending institutions, and (b) up to \$40 million of additional investments by EUA consisting of: (i) shortterm notes issued to EUA, (ii) capital contributions from EUA, and/or (iii) sales of common stock to EUA. Additionally, EUA has been authorized to borrow up to \$25 million under the EUA system credit lines to finance EUA's investments in Cogenex and, further, to guarantee Cogenex's borrowings under the EUA system credit lines. (Rel. 35-25289)

THE POTOMAC EDISON COMPANY

An order has been issued authorizing The Potomac Edison Company, an electric publicutility subsidiary of Allegheny Power System, Inc., a registered holding company, to issue and sell, through March 31, 1993, short-term notes and commercial paper in an aggregate principal amount not exceeding \$93 million outstanding at any one time. (Rel. 35-25290)

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 SYM TEK SYSTEMS INC, 3912 CALLE FORTUNADA, SAN DIEGO, CA 92123 (619) 569-6800 100,000 (\$1,062,500) COMMON STOCK. (FILE 33-39374 MAR. 25) (BR. 8)
- S-1 EXCEL TECHNOLOGY INC, 140-20 KEYLAND COURT, BOHEMIA, NY 11716 (516) 563-7067 -776,250 (\$4,657,500) COMMON STOCK. 776,250 (\$4,657,500) COMMON STOCK. 67,500 (\$6.75) WARRANTS, OPTIONS OR RIGHTS. 67,500 (\$486,000) COMMON STOCK. 67,500 (\$405,000) COMMON STOCK. (FILE 33-39375 - MAR. 25) (BR. 8 - NEW ISSUE)
- S-1 GE CAPITAL PUBLIC FINANCE INC, 260 LONG RIDGE RD, STAMPFORD, CT 06927 (203) 357-4000
 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER:
 KIDDER PEABODY & CO, MERRILL LYNCH & CO. (FILE 33-39376 MAR. 25) (BR. 11)
- S-3 OGDEN CORP, TWO PENNSYLVANIA PLZ 25TH FLR, NEW YORK, NY 10121 (212) 868-6100 209,210 (\$4,053,444) COMMON STOCK. (FILE 33-39377 MAR. 25) (BR. 5)
- S-4 C&S SOVRAN CORP, C/O SOVRAN FINANCIAL CORP, ONE COMMERCIAL PL, NORFOLK, VA 23510 (804) 441-4000 - 1,750,000 (\$17,482,500) COMMON STOCK. (FILE 33-39378 - MAR. 25) (BR. 1)
- F-2 BASS PUBLIC LIMITED CO, 66 CHILTERN ST, LOUNDON W1M 1PR ENGLAND, XO 32822 (404) 551-3500 - 650,000 (\$9,308,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-39380 - MAR. 26) (BR. 11)
- S-6 CENTRAL EQUITY TRUST UTILITY SERIES 7, 201 PROGRESS PARKWAY, C/O UNION INVESTMENT TRUST LTD, MARYLAND HEIGHTS, MO 63043 - 50,000 (\$1,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: UNISON INVESTMENT TRUSTS LTD. (FILE 33-39381 -MAR. 25) (BR. 17 - NEW ISSUE)
- S-3 BANC ONE CORP/OH/, 100 E BROAD ST, COLUMBUS, OH 43271 (614) 248-5944 4,600,000 (\$230,000,000) PREFERRED STOCK. (FILE 33-39382 MAR. 26) (BR. 2)
- S-3 LONG ISLAND LIGHTING CO, 175 E OLD COUNTRY RD, HICKSVILLE, NY 11801 (516) 933-4590 - 2,600,000 (\$65,000,000) PREFERRED STOCK. (FILE 33-39383 - MAR. 26) (BR. 7)

REGISTRATIONS CONTINUED

- S-3 LONG ISLAND LIGHTING CO, 175 E OLD COUNTRY RD, HICKSVILLE, NY 11801 (516) 933-4590 - 830,000,000 (\$830,000,000) MORTGAGE BONDS. (FILE 33-39384 - MAR. 26) (BR. 7)
- S-8 CINCINNATI BELL INC /OH/, 201 E FOURTH ST, CINCINNATI, OH 45202 (513) 397-9900 115,000 (\$2,781,620) COMMON STOCK. (FILE 33-39385 MAR. 26) (BR. 7)
- S-8 CLARCOR INC, 2323 SIXTH ST, PO BOX 7007, ROCKFORD, IL 61125 (815) 962-8867 COMMON STOCK. (FILE 33-39387 MAR. 25) (BR. 4)
- S-18 EDUCATION ALTERNATIVE INC/MN, 1600 WEST 82ND ST, MINNEAPOLIS, MN 55431
 (612) 885-5572 1,437,500 (\$6,468,750) COMMON STOCK. 125,000 (\$125)
 WARRANTS, OPTIONS OR RIGHTS. 125,000 (\$675,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-39481-C MAR. 18) (BR. 5 NEW ISSUE)
- N-1A MERRILL LYNCH SMALLER CO FUND INC, 800 SCUDDERS MILL RD, PLAINSBORO, NJ 08536 (609) 282-2800 - INDEFINITE SHARES. (FILE 33-39554 - MAR. 25) (BR. 17 - NEW ISSUE)
- N-1A MERRILL LYNCH FLORIDA MUNICIPAL BOND FUND, 800 SCUDDERS MILL RD, PLAINSBORO, NJ 08536 (609) 282-2800 - INDEFINITE SHARES. UNDERWRITER: MERRILL LYNCH FUNDS DISTRIBUTOR INC. (FILE 33-39555 - MAR. 25) (BR. 17 - NEW ISSUE)
- S-8 KAISER STEEL RESOURCES INC, 8300 UTICA AVE STE 301, RANCHO CUCANONGA, CA 91730 (714) 944-4155 - 38,331 (\$114,993) COMMON STOCK. 211,669 (\$1,164,180) COMMON STOCK. (FILE 33-39556 - MAR. 25) (BR. 3)
- S-8 KAISER STEEL RESOURCES INC, 8300 UTICA AVE STE 301, RANCHO CUCAMONGA, CA 91730 (714) 944-4155 - 84,167 (\$462,919) COMMON STOCK. (FILE 33-39557 - MAR. 25) (BR. 3)
- S-8 CHARMING SHOPPES INC, 450 WINKS LN, BENSALEM, PA 19020 (215) 245-9100 915,500 (\$13,045,875) COMMON STOCK. 536,250 (\$6,215,138) COMMON STOCK. 3,453,250 (\$32,322,420) COMMON STOCK. 45,000 (\$408,600) COMMON STOCK. (FILE 33-39558 MAR. 25) (BR. 2)
- S-B IG LABORATORIES INC, 100 MOUNTAIN RD, FRANINGHAM, MA 01701 (508) 872-8400 100,000 (\$850,000) COMMON STOCK. (FILE 33-39559 MAR. 25) (BR. 8)
- S-8 QUARTZ MOUNTAIN GOLD CORP, 789 W PENDER ST STE 950, VANCOUVER BC CANADA V6C 1H2, A1 (604) 662-7557 - 1,000,000 (\$171,875) COMMON STOCK. (FILE 33-39560 - MAR. 25) (BR. 2)
- S-3 BI INC, 6400 LOOKOUT RD, BOULDER, CO 80301 (303) 530-2911 53,478 (\$524,753) COMMON STOCK. (FILE 33-39561 - MAR. 25) (BR. 7)
- S-8 COGNOS INC /CANADA/, 3755 RIVERSIDE DR, PO BOX 9707, OTTAWA ONTARIO CANADA K1G 324, A6 (613) 738-1440 476,100 (\$2,232,909) COMMON STOCK. 773,900 (\$10,741,732) COMMON STOCK. (FILE 33-39562 MAR. 25) (BR. 10)
- S-3 NATIONAL MEDICAL ENTERPRISES INC /NV/, 2700 COLORADO AVE, SANTA MONICA, CA 90404 (213) 315-8000 - 355,747 (\$16,453,299) COMMON STOCK. (FILE 33-39563 - MAR. 26) (BR. 5)
- S-1 ROSS SYSTEMS INC/CA, 555 TWIN DOLPHIN DR, REDWOOD CITY, CA 94065 (415) 593-2500 -3,162,500 (\$30,043,750) COMMON STOCK. (FILE 33-39577 - MAR. 22) (BR. 9 - NEW ISSUE)
- S-1 MEDIMMUNE INC /DE, 19 FIRSTFIELD RD, GAITHERSBURG, MD 20878 (301) 590-2622 -2,875,000 (\$28,750,000) COMMON STOCK. UNDERWRITER: BALLANTINE DEWEY, SMITH BARNEY HARRIS UPHAM & CO, STANLEY MORGAN & CO. (FILE 33-39579 - MAR. 22) (BR. 4 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-8 MCCORMICK & CO INC, 11350 MCCORMICK RD, HUNT VALLEY, MD 21031 (301) 771-7301 -15,000 (\$538,125) COMMON STOCK. 510,000 (\$18,296,250) COMMON STOCK. (FILE 33-39582 -MAR. 25) (BR. 3)
- S-3 RIGGS NATIONAL CORP, 1503 PENNSYLVANIA AVE N W, WASHINGTON, DC 20005 (202) 835-6000 - 2,000,000 (\$21,000,000) COMMON STOCK. (FILE 33-39583 - MAR. 25) (BR. 2)
- S-6 DEFINED ASSET FDS MUN INVT TR FD MULTISTATE SERIES 8P, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-39601 - MAR. 26) (BR. 22 - NEW ISSUE)
- S-6 DEFINED ASSET FDS MUNICIPAL INVT TR FD INSURED SERIES 167, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-39602 - MAR. 26) (BR. 22 - NEW ISSUE)
- S-6 DEFINED ASSET FDS MUN INVT TR FD MONTHLY PAYMENT SERIES 510, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-39603 - MAR. 26) (BR. 22 - NEW ISSUE)
- S-6 DEFINED ASSET FDS MUN INVT TR FD INTERMEDIATE TERM SER 174, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-39604 - MAR. 26) (BR. 22 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 606, 333 WEST WACKER DR, C/O JOHN NUVEEN & CO INC, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-39605 -MAR. 26) (BR. 22 - NEW ISSUE)

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	• • • • • • •	CUSIP/ FILING PRIOR% STATUS
AGNICO EAGLE MINES LTD CO			•	00847410
GOLDCORP INVESTMENTS LTD	130	3/22/9	6.1	5.2 UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER		FORM	EVENT SHR DATE	s(000)/ Xouned	CUSIP/ F	
AL 74 CODD	-			2 262	03261510	
ALZA CORP CIBA GEIGY CORP	CL A	130	3/27/91	2,202	02261510	UPDATE
CIBA GEIGI CORF			3/2//71	7.0	10.1	OFDATE
AUTOMOBILE PROTN CORP-APCO	COM			939	05290510	ļ.
BLANK MARTIN J		13D	2/24/90	17.5	14.7	UPDATE
AUTOMOBILE PROTN CORP-APCO	COM			939	05290510	
DORFMAN LARRY I		130	1/24/90	17.5	14.7	UPDATE
AUTOMOBILE PROTN CORP-APCO	COM			381	05290510	F
MARKS JOEL E	CUM	130	9/ 7/90	7.1		NEW
		1.50				121
BOLAR PHARMACEUTICAL INC	COM			N/A	09751610	r
RIVERS JACK ET AL		13D	3/27/91	N/A	10.5	UPDATE
BOLAR PHARMACEUTICAL INC	COM			1,147		
SHULMAN BARBARA		130	3/27/91	5.3	0.0	NEW
ENVIROFIL INC	COM			854	29394310	1
DEYOUNG JONATHAN	CON .	1 3 D	2/25/91	7.5	0.0	NEV
			u , u , , , , , ,			
ENVIROFIL INC	COM			945	29394310	ł
DRAPKIN RONALD P		130	1/25/91	8.3	0.0	NEW
ENVIROFIL INC	COM	130	1 /25 /01	5,225		
HALLINAN CHARLES M		USU	1/25/91	40.1	0.0	NEW
ENVIROFIL INC	COM			1,139	29394310	1
RYAN PHILIP J		130	1/25/91	10.0		NEW
EXAR CORP	COM			1,637		
ROHM CO LTD		13D	3/26/91	35.6	38.1	UPDATE
EXAR CORP	COM			1,637	30064510	
ROHM U S A INC	COH	13D	3/26/91	35.6		UPDATE
		150	3, 20, , ,	32.0		
HARKEN ENERGY CORP	COM			0	41255210	1
PAVONIS LTD ET AL		130	3/12/91	0.0	21.2	UPDATE
				_		
HARKEN ENERGY CORP	COM			9,037		
QUASHA ALAN GRANT		130	3/12/91	27.0	0.0	NEW
IBP INC	COM			2/ 000	44922310	n
OCCIDENTAL PETROLEUM CORP		130	3/26/91	50.7		UPDATE
			0,20,7	2011		
INSTRON CORP	CON			392	45777610)
CENITH PARTNERS L P ET AL		130	3/28/91	6.2	6.2	UPDATE
INTERNATIONAL BROADCAST SYS	CL A	470	E (4/ 100	113		
LEWIS BARRY M		130	5/14/90	6.5	0.5	UPDATE

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ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	<u> </u>	FORM	EVENT DATE	-	00)/	CUSIP/ PRIOR%	
LIFETIME CORP	COM	NEW			419	5319112	0
SKOPBANK LTD ET AL		13D	3/20/9	91	4.8	6.3	UPDATE
LIPOSOME TECHNOLOGY INC	COM				1,071	5363111	0
MORGAN J P & CO INC		130	3/14/	91	11.5	0.0	NEW
MERIDIAN BANCORP	COM				4.212	5895801	0
STRAWBRIDGE GEORGE JR ET	AL	13D	3/18/9		10.4		NEW
PDA ENGINEERING	COM				259	6932681	D
VOLPE, WELTY & CO ET AL		1 3 D	3/15/9	91	6.3	8.4	UPDATE
PROVIDENT BANCORP INC	COM	PAR \$6			2.287	7438342	D
LINDNER CARL H		13D	3/15/9		•	33.6	
PROVIDENT BANCORP INC	COM	PAR S6			425	74383420	D
LINDNER CARL H III		1 3 D	3/15/9	91	5.5	0.0	NEV
PROVIDENT BANCORP INC	COM	PAR \$6			451	74383420	3
LINDNER S CRAIG		1 3 D	3/15/9	91	5.8	5.8	UPDATE
PROVIDENT BANCORP INC	COM	PAR \$6			510	74383420	2
LINDNER KEITH E		130	3/15/9	91	6.6	5.1	UPDATE
SCOTTISH HERITABLE INC	COM				1.919	81013110	3
SHT HLDGS INC		130	3/27/9			50.0	
STEEGO CORP	COM				9.955	85805010)
INDUSTRIAL EQUITY LTD ET		130	3/27/9		86.6		UPDATE

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