

sec news digest

Issue 94-49

March 16, 1994

COMMISSION ANNOUNCEMENTS

CHAIRMAN LEVITT TO TESTIFY

Today, at 2:00 p.m., Chairman Levitt will testify concerning the Commission's appropriation. The hearing will take place **before the Subcommittee on Commerce, Justice, State and the Judiciary of the House Appropriations Committee** in Room 310 of the Capitol Building.

TIMELY DISTRIBUTION OF PROXY AND OTHER SOLICITING MATERIAL

The Commission issued a notice today reminding registrants of their obligation to distribute proxy and other soliciting material to **banks and brokers on a timely basis for forwarding to beneficial owners.** FOR FURTHER INFORMATION CONTACT: Barbara Jacobs or Elizabeth Murphy at (202) 272-2589. (Rel. 34-33768)

ENFORCEMENT PROCEEDINGS

PROCEEDINGS AGAINST DANIEL DUNPHY

The Commission announced the entry of an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against Daniel Dunphy (Dunphy) and accepting the Offer of Settlement submitted by him pursuant to which he consented to be barred from association with any broker, dealer, investment company, investment adviser or municipal securities dealer.

The administrative proceedings were based on Dunphy's consent to a permanent injunction entered in the U.S. District Court for the Southern District of New York in which he was enjoined from violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. [SEC v. Special Delivery Systems, Inc., et al., 93 Civ. 5766, PKL] (LR-13997; Rel. 34-33744)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Midwest Securities Trust Company filed a proposed rule change (SR-MSTC-94-02) which became effective upon filing with the Commission relating to its Legal Expert Service. (Rel. 34-33756)

PROPOSED RULE CHANGES

The American Stock Exchange filed a proposed rule change (SR-AMEX-94-07) relating to the modification of trading hours for the EUROTOP 100 Index. Publication of the proposal is expected in the Federal Register during the week of March 14. (Rel. 34-33757)

The Pacific Stock Exchange filed a proposed rule change (SR-PSE-93-12) to amend its listing and maintenance requirements. Publication of the proposal is expected in the Federal Register during the week of March 21. (Rel. 34-33759)

SIGNIFICANT NO-ACTION, EXEMPTIVE AND INTERPRETIVE LETTERS

INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
Merrill Lynch, Pierce, Fenner & Smith, Inc.	March 16, 1994	Rule 16b-2

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 USG CORP, 125 S FRANKLIN ST, DEPT. 188, CHICAGO, IL 60606 (312) 606-5439 - 2,875,000 (\$85,890,625) COMMON STOCK. (FILE 33-52573 - MAR. 09) (BR. 10)
- S-8 AMOCO CORP, 200 E RANDOLPH DR, MAIL CODE 3107A, CHICAGO, IL 60601 (312) 856-6111 - 10,000,000 (\$525,625,000) COMMON STOCK. (FILE 33-52575 - MAR. 09) (BR. 11)
- S-8 AMOCO CORP, 200 E RANDOLPH DR, MAIL CODE 3107A, CHICAGO, IL 60601 (312) 856-6111 - 10,000,000 (\$525,625,000) COMMON STOCK. (FILE 33-52579 - MAR. 09) (BR. 11)
- S-3 HERITAGE MEDIA CORP, 13355 MOEL RD STE 1500, ONE GALLERIA TWR, DALLAS, TX 75240 (214) 702-7380 - 4,071,922 (\$72,785,606) COMMON STOCK. (FILE 33-52581 - MAR. 09) (BR. 5)
- S-6 GOVERNMENT SEC INC FD MON PYMT U S TREAS SER 18 D A F, 450 LEXINGTON AVENUE, C/O DAVIS POLK & WARDWELL, NEW YORK, NY 10017 (212) 450-4540 - INDEFINITE SHARES. (FILE 33-52583 - MAR. 09) (BR. 22 - NEW ISSUE)
- S-3 CONSOLIDATED NATURAL GAS CO, 625 LIBERTY AVE CNG TOWER, PITTSBURGH, PA 15222 (412) 227-1000 - 400,000,000 (\$400,000,000) STRAIGHT BONDS. (FILE 33-52585 - MAR. 09) (BR. 7)
- S-3 ARA SERVICES INC, 1101 MARKET STREET, PHILADELPHIA, PA 19107 (215) -23-8-30 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-52587-01 - MAR. 09) (BR. 1)
- S-6 CENTRAL EQUITY TRUST WORLDWIDE SERIES 1, C/O UNISON INVESTMENT TRUSTS LTD, 201 PROGRESS PARKWAY, MARYLAND HEIGHTS, MO 63043 (314) 851-7271 - INDEFINITE SHARES. (FILE 33-52591 - MAR. 09) (BR. 17 - NEW ISSUE)
- S-8 HUMANA INC, 500 W MAIN ST, LOUISVILLE, KY 40202 (502) 580-3708 - 1,000,000 (\$19,312,500) COMMON STOCK. (FILE 33-52593 - MAR. 09) (BR. 10)
- S-3 CAPITAL AUTO RECEIVABLES INC, 3044 W GRAND BLVD, MULL, DETROIT, MI 48202 (313) 556-1240 - 6,193,150,815 (\$6,193,150,815.02) EQUIPMENT TRUST CERTIFICATES. (FILE 33-52597 - MAR. 10) (BR. 11)
- S-8 CONSOLIDATED FREIGHTWAYS INC, 3240 HILLVIEW AVE, PALO A LTO, CA 94304 (415) 494-2900 - 350,000 (\$9,143,750) COMMON STOCK. (FILE 33-52599 - MAR. 10) (BR. 4)
- SB-2 RIDE SNOWBOARD CO, 8635 154TH AVE NE, REDMOND, WA 98052 (206) 867-9860 - 1,250,000 (\$11,062,500) COMMON STOCK. 50,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: BARRON CHASE SECURITIES. (FILE 33-75770-LA - FEB. 28) (BR. 11 - NEW ISSUE)

REGISTRATIONS CONT.

- S-3 ALUMAX INC, 5655 PEACHTREE PKWY, NORCROSS, GA 30092 (404) 246-6600 - 9,200,000 (\$246,675,000) COMMON STOCK. UNDERWRITER: LEHMAN BROTHERS, WARBURG S G & CO INC. (FILE 33-76056 - MAR. 04) (BR. 6)
- N-2 FIRST AUSTRALIA FUND INC, ONE SEAPORT PLAZA, NEW YORK, NY 10292 (212) 214-1548 - 6,113,250 (\$73,603,530) COMMON STOCK. (FILE 33-76060 - MAR. 04) (BR. 17)
- S-8 TANGRAM ENTERPRISE SOLUTIONS INC, 5511 CAPITAL CNTR DR STE 400, GREAT VALLEY CORPORATE CTR, RALEIGH, NC 27606 (919) 851-6000 - 1,242,469 (\$273,343.18) COMMON STOCK. (FILE 33-76066 - MAR. 04) (BR. 10)
- S-3 CRYOMEDICAL SCIENCES INC, 1300 PICCARD DR STE 102, ROCKVILLE, MD 20850 (301) 417-7070 - 976,000 (\$2,875,735) COMMON STOCK. (FILE 33-76078 - MAR. 04) (BR. 8)
- SB-2 RESPONSE USA INC, 1300 ADMIRAL WILSON BLVD, CAMDEN, NJ 08101 (609) 963-5433 - 7,159,286 (\$18,331,966) COMMON STOCK. (FILE 33-76102 - MAR. 04) (BR. 7)
- S-1 CALENDAR CAPITAL INC, 2860 NORWEST CTR, 90 S SEVENTH ST, MINNEAPOLIS, MN 55402 (612) 332-3736 - 5,612,336 (\$12,092,008) COMMON STOCK. (FILE 33-76104 - MAR. 04) (BR. 12)
- S-3 EXCEL REALTY TRUST INC, 16955 VIA DEL CAMPO STE 110, SAN DIEGO, CA 92127 (619) 485-9400 - 2,800,786 (\$56,540,867.38) COMMON STOCK. (FILE 33-76106 - MAR. 04) (BR. 5)
- S-8 ALLIED HOLDINGS INC, 160 CLAIRMONT AVE, STE 510, DECATUR, GA 30030 (404) 370-1100 - 200,000 (\$4,176,000) COMMON STOCK. (FILE 33-76108 - MAR. 04) (BR. 4)
- SB-2 MONARCH BANCORP, 30000 TOWN CENTER DR, LAGUNA HIGUEL, CA 92677 (714) 495-3300 - \$6,600,000 COMMON STOCK. UNDERWRITER: SPECTRUM SECURITIES INC. (FILE 33-76114 - MAR. 07) (BR. 2)
- F-6 JAMAICA BROILERS GROUP LTD/ADR/, 111 WALL ST, C/O CITIBANK N A, NEW YORK, NY 10043 (212) 657-7321 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-76116 - MAR. 07) (NEW ISSUE)
- S-8 INTERIM SERVICES INC, 2050 SPECTRUM BLVD, FT LAUDERDALE, FL 33309 (305) 938-7600 - 410,800 (\$8,226,937.50) COMMON STOCK. (FILE 33-76120 - MAR. 07) (BR. 6)
- S-8 INTERIM SERVICES INC, 2050 SPECTRUM BLVD, FT LAUDERDALE, FL 33309 (305) 938-7600 - 8,000 (\$160,000) COMMON STOCK. (FILE 33-76122 - MAR. 04) (BR. 6)
- F-6 STARLIGHT INTERNATIONAL HOLDINGS LTD/ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 20,000,000 (\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-76124 - MAR. 07) (NEW ISSUE)
- S-8 PLYMOUTH RUBBER CO INC, 104 REVERE ST, CANTON, MA 02021 (617) 828-0220 - 225,000 (\$1,715,625) COMMON STOCK. (FILE 33-76126 - MAR. 07) (BR. 5)

REGISTRATIONS CONT.

- S-8 CELLULAR TECHNICAL SERVICES CO INC, 2401 FOURTH AVE, SEATTLE, WA 98121
(206) 443-6400 - 1,000,000 (\$17,290,000) COMMON STOCK. (FILE 33-76128 -
MAR. 07) (BR. 9)
- S-8 INMAC CORP, 2465 AUGUSTINE DR, SANTA CLARA, CA 95052 (408) 727-1970 -
500,000 (\$4,312,500) COMMON STOCK. (FILE 33-76130 - MAR. 07) (BR. 10)
- S-3 SIZELER PROPERTY INVESTORS INC, 2542 WILLIAMS BLVD, KENNER, LA 70062
(504) 466-5363 - 150,000,000 (\$150,000,000)
CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-76134 - MAR. 07) (BR. 5)
- F-1 BUENOS AIRES BOTTLING CO INC, DIOGENES TABORDA 1533, 1437 BUENOS AIRES,
ARGENTINA, C1 (212) 495-1727 - 13,144,500 (\$247,642,380)
FOREIGN COMMON STOCK. UNDERWRITER: OPPENHEIMER & CO INC, PAINEWEBBER INC.
(FILE 33-76140 - MAR. 04) (BR. 11)
- S-8 TSI CORP /DE/, 25 BIRCH ST, MILFORD, MA 01757 (508) 478-0877 - 164,731
(\$190,470.22) COMMON STOCK. (FILE 33-76144 - MAR. 07) (BR. 8)
- S-1 ADVOCAT INC, 7108 CROSSROADS BLVD, STE 313, BRENTWOOD, TN 37027
(615) 370-9255 - 5,250,000 (\$68,250,000) COMMON STOCK. UNDERWRITER:
BRADFORD J C & CO, NATWEST SECURITIES LTD, RAYMOND JAMES & ASSOCIATES INC.
(FILE 33-76150 - MAR. 07) (BR. 5 - NEW ISSUE)
- S-8 I STAT CORPORATION /DE/, 303 COLLEGE ROAD EAST, PRINCETON, NJ 08540
(609) 243-9300 - 60,000 (\$862,500) COMMON STOCK. (FILE 33-76152 - MAR. 07)
(BR. 8)
- S-1 PETRO PSC PROPERTIES LP, 6080 SURETY DR, EL PASO, TX 79905
(915) 779-4711 - 140,000,000 (\$140,000,000) STRAIGHT BONDS. UNDERWRITER:
ALEX BROWN & SONS INC, MERRILL LYNCH & CO. (FILE 33-76154 - MAR. 07)
(BR. 2 - NEW ISSUE)
- S-1 STATION CASINOS INC, 2411 WEST SAHARA AVE, LAS VEGAS, NV 89102
(702) 367-2411 - 80,000,000 (\$81,160,000) STRAIGHT BONDS. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SECURITIES C, SALOMON BROTHERS INC. (FILE
33-76156 - MAR. 07) (BR. 12)
- F-3 ROYAL BANK OF SCOTLAND GROUP PLC /DE/, 42 ST ANDREW SQ,
EDINBURGH EH2 2YE UNITED KINGD, X0 - 12,000,000 (\$300,000,000)
FOREIGN COMMON STOCK. (FILE 33-76158 - MAR. 07) (BR. 2)
- S-1 COMCAST UK CABLE PARTNERS LTD, 2 CHURCH ST WEST, CLARENDON HOUSE,
HAMILTON HM 11 BERMUDA, D0 (809) 295-5950 - 13,512,500 (\$243,225,000)
FOREIGN COMMON STOCK. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SECURITIES C, GOLDMAN SACHS & CO. (FILE
33-76160 - MAR. 07) (BR. 7 - NEW ISSUE)
- S-1 GREAT AMERICAN RECREATION INC, P O BOX 848, MCAFEE, NJ 07428
(201) 827-2000 - 1,011,500 (\$12,700,000) COMMON STOCK. 1,000,000 (\$1,000)
WARRANTS, OPTIONS OR RIGHTS. (FILE 33-76164 - MAR. 07) (BR. 12)
- F-1 BANKING CORP OF SPAIN INC, PASEO DE RECOLEOS 10, MADRID SPAIN 28001, US
(341) 537-0000 - 4,000,000 (\$100,000,000) FOREIGN PREFERRED STOCK. (FILE
33-76166 - MAR. 07) (BR. 1)
- S-3 ROTTECH MEDICAL CORP, 4506 LB MCLEOD RD STE F, ORLANDO, FL 32811
(407) 841-2115 - 2,300,000 (\$45,425,000) COMMON STOCK. UNDERWRITER:
NEEDHAM & CO INC, WHEAT FIRST BUTCHER & SINGER CAPITAL MAR. (FILE
33-76168 - MAR. 08) (BR. 6)

REGISTRATIONS CONT.

- S-3 EXEL LTD / CAYMAN ISLANDS, CUMBERLAND HOUSE, 1 VICTORIA ST,
HAMILTON HMJX BERMUDA, D2 (809) 292-8515 - 6,324,618 (\$258,914,049.38)
FOREIGN COMMON STOCK. (FILE 33-76170 - MAR. 08) (BR. 10)
- S-8 ADVANCED MONITORING SYSTEMS INC, 25700 IH-45 NORTH #122, WOODLANDS, TX
77386 (713) 364-7701 - 205,000 (\$43,050) COMMON STOCK. (FILE 33-76172 -
MAR. 07) (BR. 4)
- S-8 APS HOLDING CORPORATION, 3000 PALMEE ST, HOUSTON, TX 77054
(713) 741-2470 - 250,000 (\$4,718,750) COMMON STOCK. (FILE 33-76178 -
MAR. 08) (BR. 4)
- S-8 CHIPCOM CORP, SOUTHBOROUGH OFFICE PK, 118 TURNPIKE RD, SOUTHBOROUGH, MA
01772 (508) 460-8900 - 56,580 (\$2,885,580) COMMON STOCK. (FILE 33-76182 -
MAR. 08) (BR. 10)
- S-1 CAMPO ELECTRONICS APPLIANCES & COMPUTERS INC, 800 DISTRIBUTORS ROW,
HARAHAN, LA 70123 (504) 733-4522 - 1,725,000 (\$26,737,500) COMMON STOCK.
UNDERWRITER: KEMPER SECURITIES INC, RAYMOND JAMES & ASSOCIATES INC. (FILE
33-76184 - MAR. 08) (BR. 1)
- S-3 TRANSAMERICAN WASTE INDUSTRIES INC, 314 N POST OAK LANE, HOUSTON, TX
77024 (713) 956-1212 - 247,768 (\$820,112.08) COMMON STOCK. (FILE 33-76194
- MAR. 08) (BR. 8)
- S-8 GC COMPANIES INC, 27 BOYLSTON ST, CHESTNUT HILL, MA 02167 (617) 278-5600
- 742,523 (\$25,849,081.94) COMMON STOCK. (FILE 33-76196 - MAR. 08)
(BR. 2)
- S-8 UNI VITE INC, 1945 CAMINO VIDA ROBLE STE A, CARLSBAD, CA 92008
(619) 931-9942 - 3,500,000 (\$8,750) COMMON STOCK. (FILE 33-76198 -
MAR. 08) (BR. 5)
- S-8 EXTEM INDUSTRIES INC, 1660 HOTEL CIR W, STE 718, SAN DIEGO, CA 92108
(619) 294-8001 - 242,640 (\$181,980) COMMON STOCK. (FILE 33-76202 -
MAR. 08) (BR. 11)
- S-3 GENELABS TECHNOLOGIES INC /CA, 505 PENOBSCOT DR, REDWOOD CITY, CA 94063
(415) 369-9500 - 4,600,000 (\$16,100,000) COMMON STOCK. UNDERWRITER:
KEMPER SECURITIES INC. (FILE 33-76242 - MAR. 08) (BR. 4)
- S-11 CAMDEN PROPERTY TRUST, 3200 SOUTHWEST FRWY, STE 1500, HOUSTON, TX 77027
(713) 964-3575 - 86,250,000 (\$86,250,000) CONVERTIBLE DEBENTURES AND NOTES.
UNDERWRITER: KIDDER PEABODY & CO, LEGG MASON WOOD WALKER INC,
MATWEST SECURITIES LTD, PAINWEBBER INC, ROBINSON HUMPHREY CO INC. (FILE
33-76244 - MAR. 08) (BR. 6)
- S-11 CAMDEN PROPERTY TRUST, 3200 SOUTHWEST FRWY, STE 1500, HOUSTON, TX 77027
(713) 964-3575 - 3,450,000 (\$90,562,500)
COMMON SHARES OF BENEFICIAL INTEREST. UNDERWRITER: KIDDER PEABODY & CO,
LEGG MASON WOOD WALKER INC, MATWEST SECURITIES LTD, PAINWEBBER INC,
ROBINSON HUMPHREY CO INC. (FILE 33-76246 - MAR. 08) (BR. 6)
- S-8 SHURGARD STORAGE CENTERS INC, 1201 THIRD AVE, STE 2200, SEATTLE, WA
98101 (206) 624-8100 - 5,020,000 (\$94,878,000) COMMON STOCK. (FILE
33-76248 - MAR. 08) (BR. 6)

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
ABLE TELCOM HOLDING BRAHMAN PARTNERS ET AL	COM 13D	2/24/94	662 10.7	00371230 0.0	NEW
AFFYMAX N V AHP SUBSIDIARY HLDGS	COM 13D	2/25/94	1,900 12.3	00826710 0.0	NEW
AMERICAN EDUCATION CORP SCHOOLFIELD ROBERT M ET AL	COM 13D	3/ 7/94	1,250 23.6	02599810 0.0	NEW
AMERICAN EDUCATION CORP SCHOOLFIELD ROBERT M ET AL	COM 13D	3/ 7/94	1,250 23.6	02599810 0.0	RVSION
AMRE INC LEVIN ROBERT	COM 13D	2/27/94	719 5.6	03215310 7.1	UPDATE
AMREP CORP KARABOTS NICK G	COM 13D	3/ 1/94	1,785 24.5	03215910 8.1	UPDATE
AMREP CORP KARABOTS NICK G	COM 13D	3/ 1/94	1,785 24.5	03215910 8.1	RVSION
AURORA ELECTRS INC BENCHMARK CO INC ET AL	COM 13D	1/ 4/94	549 7.9	05162910 6.0	UPDATE
CAROLCO PICTURES INC CUMBERLAND ASSOCIATES	COM 13D	10/20/93	7,377 5.3	14376310 0.0	NEW
CLARCOR INC GAMCO INVESTORS INC ET AL	COM 13D	3/ 2/94	1,644 11.1	17989510 9.5	UPDATE
CONTINUUM INC GENERAL ACCIDENT PLC ET AL	COM 13D	3/ 3/94	704 4.0	21218010 6.5	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
DEKALB ENERGY CO ROBERTS DOUGLAS C	CL A 13D	3/ 4/94	278 11.9	24487420 11.4	UPDATE
ENERCORP INC HEBARD ROBERT R	COM 13D	2/23/94	1,515 3.4	29290610 0.0	NEW
ENERCORP INC ITIN THOMAS W ET AL	COM 13D	2/23/94	6,337 7.1	29290610 8.4	UPDATE
FIRST FED FINL CORP KY HUDDLESTON HAROLD K	COM 13D	9/ 2/93	112 5.1	31996110 0.0	NEW
FIRST FED FINL CORP KY HUDDLESTON HAROLD K	COM 13D	9/ 2/93	112 5.1	31996110 0.0	RVISION
FIRST FINL FD INC TIGER MGMT CORP ET AL	COM 13D	1/31/94	1,756 18.8	32022810 27.2	RVISION
FIRST FINL FD INC TIGER MGMT CORP ET AL	COM 13D	1/31/94	1,756 18.8	32022810 27.2	RVISION
HYAL PHARMACEUTICAL CORP HELIX PEI INC	COM 13D	2/17/94	4,070 22.1	44899410 0.0	NEW
HYMEDIX INC FIRST TAIWAN INVESTMENT HLDG	COM 13D	2/23/94	2,928 49.1	44910510 0.0	NEW
HYMEDIX INC KINGSTON TECHNOLOGIES LP	COM 13D	2/23/94	1,540 27.2	44910510 0.0	NEW
LOEWENSTEIN FURNITURE GP INC HAWORTH MICHAEL W	COM 13D	2/14/94	409 8.8	54042210 0.0	NEW
MB COMMUNICATIONS INC GREEN HOLCOMBE T ET AL	COM 13D	3/ 3/94	506 3.2	55799310 6.3	UPDATE
MAGMA COPPER CO NEW WARBURG PINCUS & CO ET AL	COM 13D	3/10/94	19,220 42.1	55917720 44.0	UPDATE
MAGMA COPPER CO NEW WARBURG PINCUS & CO ET AL	COM 13D	3/10/94	19,220 42.1	55917720 44.0	RVISION
MATLACK SYS INC CRANDALL J TAYLOR ET AL	COM 13D	3/ 2/94	639 11.1	57690110 9.8	UPDATE
MAVERICK TUBE CORP WEIL JOHN D	COM 13D	2/23/94	319 5.2	57791410 0.0	NEW
MOHAWK INDS INC LORBERBAUM ALAN ET AL	COM 13D	2/25/94	13,562 72.3	60819010 0.0	NEW
MOOG INC MOOG JANE B	CL B 13D	2/ 8/94	120 7.1	61539430 7.1	RVISION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
MOOG INC	CL B		120	61539430	
MOOG JANE B	13D	2/ 8/94	7.1	7.1	RYSION
MFO RESH INC	COM		455	62910310	
COMMONWEALTH CAP PRTRNS ET AL	13D	3/ 2/94	11.4	12.4	UPDATE
NUCLEAR METALS INC	COM		1,059	67090110	
CHREIN MELVIN B ET AL	13D	2/28/94	46.1	2.3	UPDATE
NUCLEAR METALS INC	COM		1,059	67090110	
CHREIN MELVIN B ET AL	13D	2/28/94	46.1	2.3	RYSION
PEACHTREE FIBEROPTICS INC	COM		287	70499310	
SOKOLOW LEONARD J	13D	2/28/94	10.0	0.0	NEW
PERSONAL DIAGNOSTICS INC	COM		2,172	71533410	
MICHAEL JOHN H	13D	2/15/94	44.7	43.2	UPDATE
PHARMOS CORP	COM NEW		1,221	71713920	
BLECH ESTHER	13D	1/31/94	14.2	12.9	UPDATE
PETROLANE INC NEW	CL B		500	71799310	
UCI CORP UGI	13D	2/23/94	6.8	0.0	NEW
PHYSICIANS CLINICAL LAB INC	COM		440	72099210	
CUMBERLAND ASSOCIATES	13D	1/11/94	7.3	0.0	NEW
POINT BANCORP	COM		43	73052710	
SMITH MAYE R	13D	3/ 7/94	6.6	0.0	NEW
PULITZER PUBG CO	COM		169	74577110	
WEIL JOHN D	13D	2/24/94	1.3	0.0	NEW
RIBI IMMUNOCHEM RES INC	COM		46	76255310	
BLECH DAVID ET AL	13D	2/16/94	0.3	7.6	UPDATE
SFM CORP	COM		31	78414310	
SCHICKLI KENT DILLON	13D	3/ 2/94	4.6	5.3	UPDATE
SALOMON INC	COM		6,015	79599110	
BUFFETT WARREN E ET AL	13D	3/ 1/94	5.4	0.0	NEW
SOUTHWESTERN ENVIRONMENTAL	COM		13,500	84546810	
GRUPE SCORPION BV	13D	11/ 6/93	75.0	0.0	NEW
SOUTHWESTERN ENVIRONMENTAL	COM		13,500	84546810	
GRUPE SCORPION BV	13D	11/ 6/93	75.0	0.0	RYSION
SPORTSMANS GUIDE INC	COM		1,770	84890710	
KROGER FREDERICK J	13D	2/22/94	7.3	0.0	NEW
SPORTSMANS GUIDE INC	COM		12,248	84890710	
SHIEL VINCENT W ET AL	13D	2/22/94	50.9	37.4	UPDATE
TENCOR INSTRS	COM		715	88032310	
ELKUS RICHARD J JR	13D	2/25/94	9.1	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
TOCOR II INC/CENTOCOR INC CENTOCOR INC	UT 1C&1MC 96 97 140-1	3/ 9/94	0 0.0	88890920 0.0	NEW
URANIUM RES INC CUMBERLAND ASSOCIATES	COM NEW 130	2/26/94	310 4.7	91690130 7.4	UPDATE
WLR FOODS INC TYSONS FOODS INC	COM 140-1	3/11/94	600 5.5	92928610 5.5	NEW
AKZO N V SECURUM AB	SPONSORED ADR 130	2/25/94	12,949 14.1	01019930 0.0	NEW
ALLSTATE FINL CORP VA FARLEY STEPHEN L ET AL	COM 130	2/28/94	237 7.6	02001110 9.5	UPDATE
AMERICA WEST AIRLS INC TRANSPACIFIC ENTR ET AL	COM 130	2/15/94	3,729 14.7	02365010 21.6	UPDATE
AMERICAN INDL PPTYS REIT AMERICAN HLDGS INC	SH BEN INT 130	3/ 7/94	609 6.7	02679110 5.8	UPDATE
AMERICAN MED TECHNOLOGIES ALLIANCE DEVELOPMENTS	COM 130	2/25/94	1,437 14.4	02799010 14.3	UPDATE
AMERICAN RES DEL INC SOUTHERN GAS CO INC	COM 130	2/24/94	7,907 46.8	02999710 0.0	NEW
AMERICAN SUPERCONDUCTOR CORP SOROS GEORGE ET AL	COM 130	2/24/94	276 5.3	03011110 0.0	NEW
AMERICAN SUPERCONDUCTOR CORP SOROS GEORGE ET AL	COM 130	2/24/94	276 5.3	03011110 0.0	RVSION
ARTRA GROUP INC RESEARCH CENTER KABBALAH	COM 130	10/25/93	472 9.8	04314710 0.0	NEW
ARTRA GROUP INC RESEARCH CENTER KABBALAH	COM 130	10/25/93	472 9.8	04314710 0.0	RVSION
AUTOCAM CORP BRAHMAN PARTNERS ET AL	COM 130	3/ 1/94	172 3.6	05290710 6.1	UPDATE
BUSINESS RECORDS CRP HLDG CO GHS MGNT INC ET AL	COM 130	2/25/94	256 5.1	12329610 0.0	NEW
BUSINESS RECORDS CRP HLDG CO GHS MGNT INC ET AL	COM 130	2/25/94	256 5.1	12329610 0.0	RVSION
COMMANDER AIRCRAFT CO KJAMM CORP ET AL	COM 130	2/15/94	4,631 77.1	20199110 70.4	UPDATE
COMMANDER AIRCRAFT CO KJAMM CORP ET AL	COM 130	2/15/94	4,631 77.1	20199110 70.4	RVSION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ENGINEERING MEASUREMENTS CO MILLER DAVID S ET AL	COM 13D	2/28/94	263 9.0	29288010 5.2	UPDATE
ENGINEERING MEASUREMENTS CO MILLER DAVID S ET AL	COM 13D	2/28/94	263 9.0	29288010 5.2	RVISION
FIRST CAROLINA INVS INC BAIRD BRENT D ET AL	COM 13D	3/ 3/94	288 46.8	31942010 47.4	UPDATE
FREDERICKS HOLLYWOOD INC HUNTER HUGH V ET AL	CL B 13D	2/18/94	3,286 55.7	35582430 56.7	UPDATE
GRANT TENSOR GEOPHYS CORP ELLIOTT ASSOCIATES	PFD CV EXCH 13D	2/24/94	795 6.6	38808520 5.6	UPDATE
INTEK DIVERSIFIED CORP SIMMONDS COMMUNICATION LTD	COM 13D	2/16/94	211 7.5	45813410 0.0	NEW
INTERNATIONAL POULTRY CO INC MEDOW RONNEE	COM 13D	2/25/94	605 4.7	46018310 6.8	UPDATE
INTERNATIONAL POULTRY CO INC MEDOW RONNEE	COM 13D	2/25/94	605 4.7	46018310 6.8	RVISION
KARCHER CARL ENTERPRISES INC DITO-DEV CAR INC	COM 13D	3/ 4/94	550 3.0	48563610 6.5	UPDATE
KEY PRODTM INC ELLIOTT ASSOCIATES	COM 13D	2/18/94	795 7.4	49313810 6.4	UPDATE
LIFE PARTNERS GROUP INC GOVT SINGAPORE INVTS ET AL	COM 13D	2/ 7/94	1,327 5.2	53215710 0.0	NEW
LINDBERG CORP BYRD RONALD	COM 13D	11/ 3/93	258 5.5	53517110 6.7	RVISION
LYNX THERAPEUTICS U S VENTURE PARTNERS IV LP	COM 13D	2/10/94	5,000 41.5	55181210 0.0	NEW
MMI COS INC LUTHERAN GENERAL HEALTHSYSTEM	COM 13D	6/24/93	595 7.1	55308710 0.0	NEW
MMI COS INC LUTHERAN GENERAL HEALTHSYSTEM	COM 13D	6/24/93	595 7.1	55308710 0.0	RVISION
NATIONAL MEDIA CORP VALUEVISION INTL INC	COM 14D-1	3/11/94	1,152 9.8	63691910 9.8	UPDATE
NATIONAL MEDIA CORP VALUEVISION INTL INC	COM 13D	3/11/94	1,152 9.8	63691910 9.8	UPDATE
OLD AMER STORES INC GREEN ROBERT ET AL	COM 13D	3/ 3/94	219 4.9	67950310 0.0	NEW
PLAZA HOME MTG CORP DITO DEV CAR INC ET AL	COM 13D	3/ 3/94	861 7.7	72818710 5.4	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
PLAZA HOME MTG CORP DITO DEVCAR INC ET AL	COM	13D 3/ 3/94	861 7.7	72818710 5.4	RVISION
RS FINL CORP HOLDING FRANK B	COM	13D 12/23/93	187 6.0	74972110 0.0	NEW
RECONDITIONED SYS INC FOSTER JONATHAN ET AL	COM	13D 12/31/92	212 12.6	75624010 0.0	NEW
UNITED SYS TECHNOLOGY INC PAPPAJOHN JOHN	COM	13D 2/ 8/94	4,748 23.4	91291310 11.0	UPDATE
WILEY JOHN & SONS INC BASS PERRY R ET AL	CL A	13D 3/ 7/94	226 7.5	96822320 6.3	UPDATE
WILEY JOHN & SONS INC CROSS THEODORE L ET AL	CL A	13D 3/ 3/94	151 5.0	96822320 5.0	UPDATE
WILEY JOHN & SONS INC CROSS THEODORE L ET AL	CL B	13D 3/ 3/94	78 9.3	96822330 9.3	UPDATE
BGS SYS INC GOLDBERG JUDITH M ET AL	COM	13D 2/24/94	524 16.3	05544210 18.4	UPDATE
C 3 INC COWBOY CAPITALIST LP ET AL	12% CUM EXCH PFD	13D 3/ 1/94	350 9.7	12652020 0.0	NEW
C 3 INC GOTHAM PARTNERS LP	12% CUM EXCH PFD	13D 2/28/94	319 8.9	12652020 0.0	NEW
CITY NATL BANCSHARES WHIGHAM CHARLES L ET AL	COM	13D 2/16/94	8 7.3	17800210 7.8	UPDATE
COMPUFLIGHT INC SNYDER KENNETH M	COM PAR \$0.01	13D 2/ 3/94	83 17.4	20480550 0.0	NEW
COMPUTER TASK GROUP INC INTL BUSINESS MACHINES	COM	13D 2/25/94	948 10.2	20547710 17.2	UPDATE
CONCEPT TECH GRP WALNUT CAPITAL CORP	COM	13D 2/16/94	637 45.8	20600910 0.0	NEW
DATASCRIPT COMPUTER CORP BULL RUN CORP	COM	13D 3/ 7/94	2,480 43.6	23812010 43.6	UPDATE
DEKALB ENERGY CO HOLT VIRGINIA R ET AL	CL A	13D 3/ 8/94	278 11.9	24487420 11.4	UPDATE
2 I INC CAMAVESIO MASSIMO	COM	13D 2/17/94	3,500 38.7	30199410 0.0	NEW
EXPLORATION OF LOUISIANA KINGDOM CAPITAL MGMT CORP	COM	13D 1/31/94	7,000 5.4	30213410 0.0	NEW