

sec news digest

Issue 94-76

April 22, 1994

COMMISSION ANNOUNCEMENTS

CLOSED MEETING - TUESDAY, APRIL 26, 1994 - 3:00 P.M.

The subject matter of the April 26 closed meeting will be: Institution of injunctive actions; Institution of administrative proceedings of an enforcement nature; Settlement of administrative proceedings of an enforcement nature; Settlement of injunctive actions; and Regulatory matter regarding financial institution.

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: Brian Lane (202) 272-2400.

RULES AND RELATED MATTERS

FINAL RULES

The Commission adopted amendments to Rules 7, 26, 27, 29, 40(a)(5), 41(c), 42(b), 43(b), 44(b), 49, 52, 62, 63, 65(b)(2), and 71(b) and Forms U58, U-12(I)-A and U-12(I)-B under the Public Utility Holding Company Act of 1935 (Act) [15 U.S.C. 79 et seq.]. The Commission is deferring action on the proposed amendments to Rule 83(d) and to the annual report on Form U-13-60 for service company subsidiaries of registered holding companies, pending further consideration. The amendments will expand certain exemptions, and generally update and clarify the requirements of the rules. The Commission is also rescinding Rule 50, which required competitive bidding in connection with the purchase or underwriting of securities of companies in a registered system. For further information regarding these measures please contact Brian P. Spires at (202) 942-0557. (Rel. 35-26031; File No. 87-35-92)

ENFORCEMENT PROCEEDINGS

TEMPORARY RESTRAINING ORDER, ASSET FREEZE AND OTHER RELIEF ENTERED AGAINST NEW HAMPSHIRE BOILER-ROOM DEFENDANTS

The Commission announced today that the Honorable John A. DiClerico, Jr., Chief Judge of the United States District Court for the District of New Hampshire, entered an order temporarily restraining Norman L. Brooks, Financial Advisors, Inc. (d.b.a. American Financial Advisors), American Capital Funding, Inc., FW Advisors, Inc., William F. Kane, James Papatola, Victor G. Campana, James Brooks, Ken Bogannam, Adams Financial Group, Inc., Michael W. Adams, Ronnie Lee Awtrey, Karl Don Milstead, Donald H. Stringer, David M. Stover and Saint Clair Ainsley Knight, Jr. (Defendants) from violating Sections 5(a) and (c) and 17(a) of the Securities Act of 1933 and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. The order also continues a previously entered freeze of the assets of Norman L. Brooks, James Brooks, William F. Kane and all of the corporate Defendants (except Adams Financial Group, Inc.); requires the Defendants to submit various accountings; appoints a Temporary Special Master to take custody of and preserve certain assets of American Capital Funding, Inc.; and sets a schedule for expedited discovery.

The Court found that the Defendants engaged in a fraudulent boiler-room offering of unregistered securities which raised in excess of \$3.5 million from more than 100 investors in 25 states. The Court further found that the Defendants fraudulently misrepresented that the proceeds of their securities sales would be used to make automobile loans when, in fact, only \$850,000 was used for that purpose and the remaining \$2.65 million was used personally by the Defendants, paid to the Defendants' Counsel or cannot be found. [SEC v. Norman L. Brooks, et al., United States District Court for the District of New Hampshire, C.A. No. C-94-167-JD] (LR-14055)

JAMES DRUMMING, JAMES RUSSELL AND ULTRA INTERNATIONAL CORPORATION SETTLE COMMISSION'S ACTION

On April 20, the Commission announced that James J. Drumming (Drumming), James Milton Russell (Russell) and Ultra International Corporation (Ultra), the three remaining defendants in the Commission's action, consented to the entry of injunctive orders without admitting or denying the allegations of the Commission's complaint filed on December 7, 1993. Drumming consented to the entry of an order enjoining him from violating Section 17(a) of the Securities Act of 1933 (Securities Act) and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 (Exchange Act) and Exchange Act Rule 10b-5. Russell and Ultra consented

to the entry of an order enjoining them from violating Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Exchange Act Rule 10b-5 thereunder. Russell and Ultra also agreed to disgorge \$7,000.00 of the \$14,612.00 in proceeds that they received from the illicit activities, as alleged in the complaint. The remainder of the disgorgement was waived, and civil penalties were not assessed, due to Russell's and Ultra's demonstrated inability to pay. Drumming consented to the entry of an order requiring him to disgorge \$16,257.00. The payment of disgorgement was waived, and civil penalties were not imposed, based on Drumming's demonstrated inability to pay.

The complaint against Ultra, Network Associates International, Inc., Russell, Keith Everett Brooks, Drumming and John K. Larson alleged that between July 1992 and April 1993, the defendants raised over \$172,000 from more than 800 individuals in the United States and abroad by selling unregistered securities in the form of investment contracts packaged as memberships in a so-called Worldwide Business Club operated by Ultra. [SEC v. Ultra International Corporation, et al., D.D.C., Civil Action No. 93-2495, CR] (LR-14058)

SELF-REGULATORY ORGANIZATIONS

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until May 10 to comment on the application of International Colin Energy Corporation to withdraw its common shares without nominal or par value from listing and registration on the American Stock Exchange. (Rel. 34-33925)

DELISTING GRANTED

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration MRV Communications, Inc., Common Stock, \$.01 Par Value, Redeemable Purchase Warrants. (Rel. 34-33926)

PROPOSED RULE CHANGES

The New York Stock Exchange filed a proposed rule change (SR-NYSE-94-14) relating to health care portfolio market index target-term securities. Publication of the notice is expected in the Federal Register during the week of April 25. (Rel. 34-33933)

The New York Stock Exchange filed a proposed rule change (SR-NYSE-94-15) relating to the restructuring companies portfolio market index target-term securities. Publication of the notice is expected in the Federal Register during the week of April 25. (Rel. 34-33934)

The Philadelphia Stock Exchange filed a proposed rule change (SR-PHLX-94-12) relating to enhanced parity participation for specialists. Publication of the notice is expected in the Federal Register during the week of April 25. (Rel. 34-33935)

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-9) proposing two modifications to the operation of SelectNet. The first modification would provide real-time access to non-members to view all "broadcast" orders in SelectNet immediately as they are entered. The second modification would allow for the transmission of such orders solely on an anonymous basis through the service. Publication of the notice is expected in the Federal Register during the week of April 25. (Rel. 34-33938)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission approved on an accelerated basis a proposed rule change (SR-AMEX-94-07) filed by the American Stock Exchange relating to the modification of trading hours for the EUROTOP 100 Index. Publication of the notice is expected in the Federal Register during the week of April 25. (Rel. 34-33936)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-CBOE-93-58) filed by the Chicago Board Options Exchange which amends CBOE Rule 4.18, "Prevention of Misuse of Material, Nonpublic Information," to provide that a CBOE member who is a lessor of a membership and is not registered, nor required to register, as a broker-dealer under the Act, is not subject to the requirements of CBOE Rule 4.18 concerning the establishment, maintenance, and enforcement of written policies and procedures respecting the misuse of material non-public information. Publication of the approval order is expected in the Federal Register during the week of April 25. (Rel. 34-33937)

The Commission approved a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-93-65) to amend Section 12(d)(3) of the Code of Arbitration Procedure to bar NASD members or their associated persons from seeking to enforce an agreement to arbitrate against another member or associated person if that member or associated person has initiated in court a putative class action or is a member of a putative or certified class. The prohibition would extend to all claims encompassed by the class action. Publication of the approval order is expected in the Federal Register during the week of April 25. (Rel. 34-33939)

The Commission approved a proposed rule change filed by the Chicago Stock Exchange (SR-CHX-93-65) to adopt Interpretation and Policy .03 to Rule 3, Article VI of the CHX Rules relating to the filing of a Uniform Termination Notice for Securities Industry Registration (Form U-5) with the Exchange following the termination of a person associated with a member. (Rel. 34-33950)

ACCELERATED APPROVAL OF A PROPOSED RULE CHANGE ON A TEMPORARY BASIS

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-23) which the Commission approved on an accelerated temporary basis through October 31, 1994. The purpose of the rule is to extend on a temporary basis operation of a pilot market information linkage program between the NASD and the London Stock Exchange. Publication of the proposal is expected in the Federal Register during the week of April 25. (Rel. 34-33946; International Series Rel. 659)

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.

N-1A PRUDENTIAL EUROPE GROWTH FUND INC, ONE SEAPORT PLAZA, NEW YORK, NY 10292
(212) 214-1250 - INDEFINITE SHARES. (FILE 33-53151 - APR. 15) (BR. 22)

S-8 MARSHALL & ILSLEY CORP/NI/, 770 N WATER ST, MILWAUKEE, WI 53202
(414) 765-7801 - 3,000,000 (\$62,250,000) COMMON STOCK. (FILE 33-53155 - APR. 15) (BR. 1)

S-4 TELE COMMUNICATIONS INC, TERRACE TOWER 11, 5619 DTC PKWY, ENGLEWOOD, CO 80111 (303) 267-5500 - 119,500,000 (\$119,500,000) STRAIGHT BONDS. (FILE 33-53157 - APR. 15) (BR. 7)

S-3 GANNETT CO INC /DE/, 1100 WILSON BLVD, ARLINGTON, VA 22234
(703) 284-6000 - 134,653 (\$7,144,688.18) COMMON STOCK. (FILE 33-53159 - APR. 15) (BR. 11)

SB-2 HARBOR BANKSHARES CORP, 25 WEST FAYETTE ST, BALTIMORE, MD 21201
(410) 528-1885 - 5,000,000 (\$5,000,000) PREFERRED STOCK. (FILE 33-77534 - APR. 08) (BR. 2)

S-2 CCAIR INC, 100 TERMINAL RD 2ND FL, CHARLOTTE, NC 28208 (704) 359-8990
- 500,000 (\$1,937,500) COMMON STOCK. (FILE 33-77574 - APR. 13) (BR. 3)

SB-2 BUCKEYE COMMUNICATIONS INC, 425 PARK AVE 27TH FL,
C/O BUCKEYE ENTERTAINMENT, NEW YORK, NY 10022 (212) 888-9115 - 6,464,238
(\$25,856,952) COMMON STOCK. (FILE 33-77624 - APR. 12) (BR. 12)

REGISTRATIONS CONT.

- S-3 DIAL PAGE INC /DE/, 301 COLLEGE ST STE 700, GREENVILLE, SC 29603
(803) 242-0234 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE
33-77630 - APR. 12) (BR. 7)
- S-1 COASTCAST CORP, 3025 EAST VICTORIA ST, RANCHO DOMINGUEZ, CA 90221
(310) 638-0595 - 1,375,000 (\$79,781,250) COMMON STOCK. (FILE 33-77632 -
APR. 13) (BR. 11)
- F-2 LASMO PLC /NEW/, 100 LIVERPOOL ST, LONDON EC2M 2BB ENGLAND, X0 -
80,420,427 (\$124,651,661.85) FOREIGN COMMON STOCK. (FILE 33-77634 -
APR. 13) (BR. 4)
- S-1 COLE KENNETH PRODUCTIONS INC, 152 WEST 57TH ST, NEW YORK, NY 10019
(212) 265-1500 - 2,139,000 (\$29,946,000) COMMON STOCK. (FILE 33-77636 -
APR. 13) (BR. 4 - NEW ISSUE)
- S-1 AMERICAN LASER GAMES INC, 4801 LINCOLN RD NE, ALBUQUERQUE, NM 87109
(505) 880-1718 - 2,415,000 (\$28,980,000) COMMON STOCK. (FILE 33-77638 -
APR. 13) (BR. 10)
- S-3 BARRY R G CORP /OH/, 13405 YARMOUTH RD NW, PICKERINGTON, OH 43147
(614) 864-6400 - 150,000 (\$2,615,625) COMMON STOCK. (FILE 33-77640 -
APR. 13) (BR. 7)
- S-11 MLCC MORTGAGE INVESTORS INC, 4802 DEER LAKE DR EAST, JACKSONVILLE, FL
32246 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE
33-77642 - APR. 13) (BR. 11 - NEW ISSUE)
- S-1 GOLDEN NEST HOMES, 1801 EAST EDINGER SUITE 240, SANTA ANA, CA 92705
(714) 835-4200 - 2,110,250 (\$18,992,250) COMMON STOCK. (FILE 33-77644 -
APR. 13) (BR. 9)
- S-8 CYGNE DESIGNS INC, 1372 BROADWAY, NEW YORK, NY 10018 (212) 354-6474 -
700,000 (\$9,440,900) COMMON STOCK. (FILE 33-77648 - APR. 13) (BR. 7)
- S-8 CYGNE DESIGNS INC, 1372 BROADWAY, NEW YORK, NY 10018 (212) 354-6474 -
100,000 (\$1,943,700) COMMON STOCK. (FILE 33-77650 - APR. 13) (BR. 7)
- S-1 ABC RAIL PRODUCTS CORP, 200 SOUTH MICHIGAN AVE, STE 1300, CHICAGO, IL
60604 (312) 322-0360 - 2,300,000 (\$43,268,750) COMMON STOCK. (FILE
33-77652 - APR. 13) (BR. 5)
- S-11 WESTERN NATIONAL GROUP INC, 630 THE CITY DRIVE SOUTH, STE 200, ORANGE,
CA 92668 (714) 971-4747 - 8,337,500 (\$166,750,000) COMMON STOCK. (FILE
33-77656 - APR. 13) (BR. 5 - NEW ISSUE)
- S-1 QUORUM HEALTH GROUP INC, 155 FRANKLIN RD STE 401, BRENTWOOD, TN 37027
(615) 320-7979 - 7,187,500 (\$115,000,000) COMMON STOCK. (FILE 33-77674 -
APR. 13) (BR. 5)
- F-6 ENERGY CO OF PARANA, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY 10043
(212) 657-7561 - 20,000,000 (\$1,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-77676 - APR. 13) (BR. 99
- NEW ISSUE)

REGISTRATIONS CONT.

- F-6 INSTRUMENTARIUM CORP, ELIMAENKATU 22, SF-00510 HELSINKI, FINLAND, H9 -
6,000,000 (\$300,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-77678 -
APR. 13) (BR. 8)
- S-8 PROXIM INC /DE/, 295 NORTH BERNARDO AVE, MOUNTAIN VIEW, CA 94043
(415) 960-1630 - 1,574,319 (\$6,026,464.55) COMMON STOCK. (FILE 33-77680 -
APR. 13) (BR. 7)
- S-8 CARAUSTAR INDUSTRIES INC, 3100 WASHINGTON ST, AUSTELL, GA 30001
(404) 948-3101 - 250,000 (\$4,345,000) COMMON STOCK. (FILE 33-77682 -
APR. 13) (BR. 8)
- S-8 ABBEY HEALTHCARE GROUP INC/DE, 3560 HYLAND AVE, COSTA MESA, CA 92626
(714) 957-2000 - 250,000 (\$5,875,000) COMMON STOCK. (FILE 33-77684 -
APR. 13) (BR. 5)
- S-8 BIORELEASE CORP, 8A INDUSTRIAL WAY, BLDG A, SALEM, NH 03079
(603) 893-7300 - 69,500 (\$71,758.75) COMMON STOCK. (FILE 33-77686 -
APR. 13) (BR. 4)
- S-8 UNI VITE INC, 1945 CAMINO VIDA ROBLE STE A, CARLSBAD, CA 92008
(619) 931-9942 - 1,000,000 (\$2,500) COMMON STOCK. (FILE 33-77688 -
APR. 13) (BR. 5)
- S-8 UNITED INSURANCE COMPANIES INC, 4001 MCEMEN DR STE 200, DALLAS, TX 75244
(214) 960-8497 - 400,000 (\$10,700,000) COMMON STOCK. (FILE 33-77690 -
APR. 13) (BR. 9)
- S-1 ULTRATECH STEPPER INC, 3050 ZANKER ROAD, SAN JOSE, CA 95134
(408) 321-8835 - 2,990,000 (\$67,275,000) COMMON STOCK. (FILE 33-77692 -
APR. 14) (BR. 12)
- SB-2 NETWORK EXPRESS INC, 4251 PLYMOUTH RD, ANN ARBOR, MI 48105
(313) 761-5005 - 2,164,200 (\$2,164,200) COMMON STOCK. (FILE 33-77694 -
APR. 14) (BR. 9)
- S-3 CITIZENS INC, 400 E ANDERSON LN, AUSTIN, TX 78752 (512) 837-7100 -
7,850,473 (\$62,803,784) COMMON STOCK. (FILE 33-77698 - APR. 14) (BR. 10)
- S-8 MEDPLUS CORP, 111 S TEJON ST STE 400, COLORADO SPRINGS, CO 80903
(719) 575-0044 - 3,000,000 (\$1,312,500) COMMON STOCK. (FILE 33-77700 -
APR. 14) (BR. 12)
- F-6 GRUPO INDUSTRIAL MASECA SA DE CV /FI, 05 -
30,000,000 (\$1,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-77702 - APR. 14) (NEW ISSUE)
- F-6 IOCHPE MAXION S A/ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY
10286 (212) 495-1727 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-77704 - APR. 14)
(NEW ISSUE)
- SB-2 PLAYROBICS INC, 369 AVENUE U, BROOKLYN, NY 11234 (718) 449-3194 -
4,100,000 (\$17,545,000) COMMON STOCK. (FILE 33-77710 - APR. 13) (BR. 12
- NEW ISSUE)
- S-3 INFONOW CORP /DE, 4001 DISCOVERY DR, STE 230, BOULDER, CO 80303
(303) 442-6666 - 5,430,914 (\$18,467,551) COMMON STOCK. 1,198,000
(\$263,560) WARRANTS, OPTIONS OR RIGHTS. 226,861 (\$1,212,942) COMMON STOCK.
(FILE 33-77712 - APR. 13) (BR. 9)

REGISTRATIONS CONT.

- S-8 MELBILT CORP, 225 HIGH RIDGE RD, STAMFORD, CT 06905 (203) 325-8300 - 769,650 (\$12,987,843.75) COMMON STOCK. (FILE 33-77714 - APR. 13) (BR. 10)
- S-11 RFS HOTEL INVESTORS INC, 1213 PARK PLACE CENTER, STE 200, MEMPHIS, TN 38119 (901) 767-5154 - 8,050,000 (\$135,843,750) COMMON STOCK. (FILE 33-77716 - APR. 13) (BR. 5)
- S-1 GENTRY HOMES INC, 560 NORTH NIMITZ HIGHWAY, STE 300, HONOLULU, HI 96817 (808) 599-8300 - 5,290,000 (\$84,640,000) COMMON STOCK. (FILE 33-77718 - APR. 13) (BR. 9 - NEW ISSUE)
- S-11 DLJ MORTGAGE ACCEPTANCE CORP, 140 BROADWAY 25TH FL, C/O DONALDSON LUFKIN & JENRETTE(LAROCCA), NEW YORK, NY 10005 (212) 504-4883 - 3,000,000,000 (\$3,000,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-77722 - APR. 14) (BR. 11)
- S-3 SCAN OPTICS INC, 22 PRESTIGE PARK CIR, EAST HARTFORD, CT 06108 (203) 289-6001 - 25,000 (\$200,000) COMMON STOCK. (FILE 33-77724 - APR. 13) (BR. 9)
- S-1 WESTPOINT STEVENS INC, 400 WEST TENTH STREET, WEST POINT, GA 31833 (706) 645-4000 - 5,700,879 (\$99,052,772.63) COMMON STOCK. (FILE 33-77726 - APR. 14) (BR. 8)
- S-8 REGENCY HEALTH SERVICES INC, 2742 DOW AVENUE, TUSTIN, CA 92680 (714) 544-4443 - 1,859,190 (\$29,747,040) COMMON STOCK. (FILE 33-77732 - APR. 14) (BR. 6)
- S-3 ENERGY VENTURES INC /DE/, 5 POST OAK PARK, STE 1760, HOUSTON, TX 77027 (713) 297-8400 - 206,849 (\$2,637,324.75) COMMON STOCK. (FILE 33-77734 - APR. 14) (BR. 4)
- S-3 ECHO BAY MINES LTD, 370 17TH ST SUITE 4050, DENVER, CO 80202 (303) 592-8000 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-77738 - APR. 14) (BR. 1)
- S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747 (516) 547-2000 - 232,875 (\$2,678,062.50) COMMON STOCK. (FILE 33-77740 - APR. 14) (BR. 2)
- S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747 (516) 547-2000 - 776,250 (\$8,926,875) COMMON STOCK. (FILE 33-77742 - APR. 14) (BR. 2)
- S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747 (516) 547-2000 - 1,811,250 (\$20,829,375) COMMON STOCK. (FILE 33-77744 - APR. 14) (BR. 2)
- S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747 (516) 547-2000 - 517,500 (\$5,951,250) COMMON STOCK. (FILE 33-77746 - APR. 14) (BR. 2)

REGISTRATIONS CONT.

S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747
(516) 547-2000 - 543,375 (\$6,248,812.50) COMMON STOCK. (FILE 33-77748 -
APR. 14) (BR. 2)

S-8 LONG ISLAND BANCORP INC, 201 OLD COUNTRY RD, MELVILLE, NY 11747
(516) 547-2000 - 2,070,000 (\$23,805,000) COMMON STOCK. (FILE 33-77750 -
APR. 14) (BR. 2)

S-3 INTEGRATED HEALTH SERVICES INC, 10065 RED RUN BOULEVARD, OWINGS MILLS,
MD 21117 (410) 998-8400 - 3,450,000 (\$124,631,250) COMMON STOCK.
UNDERWRITER: COMEN & CO, SALOMON BROTHERS INC, SMITH BARNEY SHEARSON INC.
(FILE 33-77754 - APR. 14) (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
ALPHA MICROSYSTEMS	COM		0	02090310	
ALPHABET TECHNOLOGIES INC	13D	1/26/94	0.0	11.3	UPDATE
AMERICAN HEALTHCARE MGMT INC	COM NEW		0	02649620	
NETWORK CO II LTD	13D	4/19/94	0.0	10.3	UPDATE
AMERIHEALTH INC DEL	COM		3,667	03091210	
LENOX MELATH CARE INC ET AL	13D	4/11/94	27.7	0.0	NEW
ATARI CORP	COM		15,770	04651510	
WARNER COMMUNICATIONS ET AL	13D	4/19/94	27.6	24.8	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %CHANGED	CUSIP/ PRIOR%	FILING STATUS
FIRST MICH CAP CORP BAKER LOUIS C ET AL	COM 13D	4/15/94	78 2.7	32086210 25.3	RVISION
FIRST MICH CAP CORP MARTIN JOHN G	COM 13D	4/ 6/94	61 2.1	32086210 5.4	UPDATE
FIRST MICH CAP CORP MENDELSSOHN PAXTON II	COM 13D	4/15/94	228 8.0	32086210 8.0	UPDATE
FIRST INTER-BANCORP INC FIRST FIDELITY BANCORP	COM 13D	1/27/94	551 23.2	32299410 0.0	RVISION
GFC FINL CORP BLEICHROEDER ARNHOLD & S ET AL	COM 13D	4/ 8/94	1,250 6.2	36160910 5.1	UPDATE
GATEWAY COMMUNICATIONS INC INVESTMENT PERSPECTIVES ADVSRY	COM NEW 13D	4/20/94	249 4.9	36759520 6.8	UPDATE
MORACE MANN EDUCATORS CP NEW COM ATLANTA/SOSNOFF CAPITAL ET AL	COM 13D	4/11/94	1,535 5.3	44032710 0.0	NEW
MWB BANCSHARES INC GOLDSTEIN JACK	COM 13D	2/28/94	28 6.1	55310310 4.8	UPDATE
MARK CTLS CORP NEW TYCO INTL LTD ETAL	COM 14D-1	4/21/94	0 0.0	57099310 0.0	UPDATE
MATHSOFT INC MESHBERG SAMUEL	COM 13D	4/18/94	691 9.9	57679810 8.8	UPDATE
MVF CO MEYMAN GEORGE H JR	COM 13D	4/12/94	21,520 4.9	62944910 0.0	NEW
NATIONAL R V HLDGS INC KINGDOM CAPITAL MGMT CORP	COM 13D	4/11/94	215 6.1	63727710 8.0	UPDATE
MUNEX CORP LOVELL WILLIAM D	COM 13D	4/11/94	1,000 20.6	67053320 0.0	NEW
PROMARK SOFTWARE INC HENRY JOHN J	COM 13D	10/15/93	1,110 8.4	77799210 0.0	NEW
SOFTWARE TOOLWORKS INC PEARSON MERGER CORP	COM PAR \$0.01 14D-1	4/21/94	5,795 19.7	83404420 19.7	UPDATE
SUNAMERICA INC BROAD ELI	COM 13D	4/14/94	6,498 19.6	86693010 19.3	UPDATE
SUNBEAM-OSTER INC SUNBEAM OSTER EQUITIES ET AL	COM 13D	4/ 5/94	45,794 60.9	86707110 74.1	UPDATE
TRITON GROUP LTD NEW MORGENS EDWIN H ET AL	COM 13D	4/12/94	2,649 12.7	89675710 10.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
WILEY JOHN & SONS INC BASS PERRY R ET AL	CL A 13D	4/21/94	266 8.8	96822320 10.1	UPDATE
YOUNKERS INC FIDELITY INTL LTD	COM 13D	4/ 7/94	426 4.8	98776710 6.7	UPDATE
YOUNKERS INC FNR CORP	COM 13D	4/ 7/94	426 4.8	98776710 6.7	UPDATE

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		
ABBEY HEALTHCARE GROUP INC/DE	DE					X	X			03/31/94	
ACME METALS INC /DE/	DE					X				03/28/94	
ADVANCED TISSUE SCIENCES INC	DE					X				04/13/94	
AGES HEALTH SERVICES INC	MA					X	X			03/21/94	
AIR PRODUCTS & CHEMICALS INC /DE/	DE					X				04/21/94	
ALEXANDER & ALEXANDER SERVICES INC	MD	X								04/21/94	
ANCOR CAPITAL CORP	DE							X		03/30/94	
AMERICAN BANCORP OF NEVADA	NV			X						03/30/94	
AMERICAN EXP REC FIN COR AME EXP MAS TR	DE				X	X				04/14/94	
AMERICAN EXP REC FIN COR AME EXP MAS TR	DE				X	X				04/14/94	
AMERICAN EXP REC FIN COR AME EXP MAS TR	DE				X	X				04/14/94	
AMERICAN MEDCARE CORP	DE	NO ITEMS								01/31/94	AMEND
ANFED FINANCIAL INC /NV/	DE				X	X				03/29/94	
ARGOSY GAMING CO	DE				X	X				04/05/94	
ARISTOTLE CORP	DE				X	X				04/14/94	
ARNCO INC	OH	X				X				04/21/94	
ATLAFED BANCORP INC	MD				X	X				04/08/94	
AUDIOTRONICS CORP	DE		X			X				04/15/94	
AUTO BOND RECEIVABLES TRUST 1993-G	DE				X	X				03/15/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
AUTO BOND RECEIVABLES TRUST 1993-H	DE				X	X				03/15/94	
AUTO BOND RECEIVABLES TRUST 1993-I	DE				X	X				03/15/94	
AUTO BOND RECEIVABLES TRUST 1993-J	DE				X	X				03/15/94	
AUTO BOND RECEIVABLES TRUST 1994-A	DE				X	X				03/15/94	
AZTEC ENERGY CORP /UT/	UT				X	X				04/06/94	
BANK OF AMERICA NAT ASSO SEC PAC CREDIT					X	X				04/15/94	
BANK OF NEW ENGLAND CORP	MA				NO ITEMS					03/31/94	
BANKAMERICA CORP	DE				X	X				03/31/94	
BANKERS TRUST NEW YORK CORP	NY				X	X				04/19/94	
BIDOL 1979 PROGRAM LTD	OK				X	X				09/09/93	
BENSON EYECARE CORP	DE					X				02/28/94	AMEND
BIOCONTROL TECHNOLOGY INC	PA				X	X	X			04/13/94	
BNY MASTER CREDIT CARD TRUST	DE				X	X				04/18/94	
BONNEVILLE PACIFIC CORP	DE				X	X				04/15/94	
BORA CAPITAL INC	CA				NO ITEMS					02/07/93	
BOSTON CAPITAL TAX CREDIT FUND III L P	DE				X		X			12/29/93	
BRADFORD BANKSHARES INC	FL				X		X			03/31/94	
BRADLEY PHARMACEUTICALS INC	NJ						X			10/31/93	AMEND
BSD BANCORP INC	DE					X				04/15/94	
BUCKHEAD AMERICA CORP	DE					X	X			04/05/94	
BUSINESS BANCORP	CA					X	X			04/13/94	
CALIFORNIA BANKSHARES INC	DE				NO ITEMS					03/31/94	
CALIFORNIA FEDERAL BANK	CA				NO ITEMS					03/25/94	
CANDYS TORTILLA FACTORY INC	CO				X	X				04/13/94	
CAPITOL TELEVISION NETWORK INC	UT				NO ITEMS					01/13/94	
CARNIVAL CRUISE LINES INC	DE					X				04/21/94	
CELOX CORPORATION	MI					X				04/13/94	
CENTRAL HUDSON GAS & ELECTRIC CORP	NY					X				04/21/94	
CHASE MORTGAGE FINANCE CORP	DE					X				03/25/94	
CHATWINS GROUP INC	DE				X	X	X			03/31/94	
CHECKMATE ELECTRONICS INC	GA				NO ITEMS					04/07/94	
CHEMFIX TECHNOLOGIES INC	DE					X	X			04/11/94	
CHEMICAL BANKING CORP	DE					X				03/31/94	
CHEMICAL MORT SEC INC MUL CL MORT PA THR						X	X			03/25/94	
CHEMICAL MORTGAGE SEC INC MUL CL MORT PA						X	X			03/25/94	
CINCINNATI MICROMAVE INC	OH					X	X			04/11/94	
CLARK EQUIPMENT CO /DE/	DE				X					04/20/94	
CNL INCOME FUND XIII LTD						X				08/19/93	
CNL INCOME FUND XIV LTD						X				11/10/93	
COMMUNICATIONS CENTRAL INC	GA				X	X	X			03/01/94	
CONTISECURITIES ASSET FUND CORP CTS ADJU					X		X			03/30/94	
CORESTATES HOME EQUITY TRUST 1993-1	NY						X			04/11/94	
CORESTATES HOME EQUITY TRUST 1993-2							X			04/11/94	
CRAMER INC	KS				X	X				04/06/94	
CRESCENT CAPITAL INC / DE	DE				X		X			04/07/94	
CRITICAL INDUSTRIES INC	DE				X		X			03/10/94	
CSS INDUSTRIES INC	DE				X		X			03/30/94	
CLMBS INC 1994-F MORTGAGE PAS THROUGH CE						X	X			03/01/94	
CLMBS INC 1994-G MORTGAGE PASS THRO CERT						X	X			03/01/94	
CLMBS INC 1994-10 MORTGAGE PASS THRO CER						X	X			03/01/94	
CLMBS INC 1994-11 MORTGAGE PASS THRO CER						X	X			03/01/94	
CLMBS INC 1994-9 MORTGAGE PAS THROUGH CE						X	X			03/01/94	