

# sec news digest

Issue 94-162

August 25, 1994

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## COMMISSION ANNOUNCEMENTS

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### EDGAR PHASE-IN TO CONTINUE LATER THIS YEAR

The Office of Information Technology (OIT) today announced that the phase-in date for mandated filing on the Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system for registrants in phase-in Groups CF-05 and IM-03 will be after November 1, 1994. This will afford OIT staff adequate time to complete its analysis of the data respecting EDGAR's performance that was collected during the Congressionally-mandated six-month test period and to report to the Commission. It is anticipated that prior to November 1, 1994, the Commission will announce, approximately 30 days before effectiveness, a schedule setting out the precise phase-in dates for Groups CF-05 and IM-03 and all subsequent phase-in groups. Filers in Groups CF-05 and IM-03 who are prepared to file electronically prior to mandated phase-in may volunteer to do so by requesting that their phase-in group be changed to CF-04 or IM-02, as appropriate. At the time a phase-in group change is granted, filers will become subject to mandated electronic filing rules and all subsequent filings will be required to be filed in electronic format. Once a registrant is phased in, third parties filing documents such as Schedules 13D or proxy materials with respect to that registrant also are required to submit such filings electronically. Corporation Finance registrants requesting phase-in changes should contact Sylvia Reis or Serena Swegle at (202) 942-2940, Mail Stop 3-8, Division of Corporation Finance, 450 Fifth Street, N.W., Washington D.C. 20549. Investment Management registrants should contact Anthony A. Vertuno at (202) 942-0591 or Ruth Armfield Sanders at (202) 942-0633, Mail Stop 10-6, Division of Investment Management, 450 Fifth Street, N.W., Washington D.C. 20549. FOR FURTHER INFORMATION CONTACT: David T. Copenhafer, Office of Information Technology, at (202) 942-8800.

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## ENFORCEMENT PROCEEDINGS

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### COMMISSION SUSTAINS NASD DISCIPLINARY ACTION AGAINST PROTECTIVE GROUP SECURITIES CORPORATION AND OTHERS

The Commission has sustained the disciplinary action taken by the National Association of Securities Dealers, Inc. (NASD) against member firm Protective Group Securities Corporation of Eden Prairie, Minnesota, Richard J. Cochrane, the firm's chief executive officer, Martin M. Fiterman, a firm principal, and Deborah R. Davidson, the firm's financial and operations principal and compliance officer. The NASD had censured each respondent and fined the firm, Cochrane, and Fiterman \$17,500, jointly and severally. The NASD fined Fiterman an additional \$5,000 for his failure to obtain his customers' written authorizations. The NASD also fined Davidson \$5,000 and required her to requalify as a general securities principal.

The Commission found that the firm, through Cochrane and Fiterman, sold restricted stock to two accounts over which the firm exercised discretion and to the firm's principal account, in violation of Section 5 of the Securities Act of 1933 (Securities Act). The firm then resold the stock to the firm's retail customers at unfair and unreasonable prices. While the firm and these principals, in their initial sales of the stock, assertedly relied on the "safe harbor" from registration afforded by Rule 144 under the Securities Act, they failed to comply with the "manner of sale" provisions of that rule. The firm, through its principals, then allocated the benefit of a favorable sales price for the restricted stock to the firm and two preferred customers, rather than to the firm's retail customers.

The Commission also concluded that Fiterman failed to obtain written authorization from these discretionary account customers before effecting trades in their accounts, and that Davidson failed to supervise adequately the sales of restricted stock and the resale pricing of the stock. Finally, the Commission determined that Davidson and the firm violated the requirement that the amount of firm remuneration be disclosed on customer confirmations of certain trades. (Rel. 34-34547)

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## INVESTMENT COMPANY ACT RELEASES

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### PIMCO FUNDS, ET AL.

An order has been issued on an application filed by PIMCO Funds, et al. under Section 6(c) of the Investment Company Act for an exemption from Sections 18(f), 18(g), and 18(i) of the Act. The order permits applicants to offer two classes of shares representing interests in the same investment portfolio. (Rel. IC-20492 - August 23)

## ONTARIO FINANCING AUTHORITY

A conditional order has been issued under Section 6(c) of the Investment Company Act on an application filed by Ontario Financing Authority. The order exempts applicant from all provisions of the Act to permit it to offer and sell debt securities in the United States that will be unconditionally guaranteed by the Province of Ontario, Canada. (Rel. IC-20493; International Series Rel. 704 - August 23)

## CIMCO MONEY MARKET TRUST

An order has been issued under Section 8(f) of the Investment Company Act declaring that CIMCO Money Market Trust has ceased to be an investment company. (Rel. IC-20494 - August 23)

## TCW INVESTMENT FUNDS, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that TCW Investment Funds, Inc. has ceased to be an investment company. (Rel. IC-20495 - August 23)

## CRESTFUNDS, INC., ET AL.

A notice has been issued giving interested persons until September 19 to request a hearing on an application filed by Crestfunds, Inc., et al. Applicants request an amendment to a prior order which permits the Crestfunds to offer multiple classes of shares. As amended, the order would permit the Crestfunds to assess a contingent deferred sales charge on certain redemptions of shares. The order also would let applicants add a conversion feature to their existing multiple class distribution arrangement. (Rel. IC-20497 - August 24)

## MFS VARIABLE INSURANCE TRUST, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting MFS Variable Insurance Trust (Trust) and Massachusetts Financial Services Company from the provisions of Sections 9(a), 13(a), 15(a) and 15(b) of the Act and Rules 6e-2(b)(15) and 6e-3(T)(b)(15) thereunder. The order provides exemptions to the extent necessary to permit shares of the Trust to be sold to and held by separate accounts funding variable annuity and variable life insurance contracts issued by both affiliated and unaffiliated life insurance companies; and qualified pension and retirement plans outside of the separate account context. (Rel. IC-20498 - August 24)

## VARIABLE ANNUITY FUND II SEPARATE ACCOUNT

An order has been issued on an application filed by Variable Annuity Fund II Separate Account declaring that Applicant has ceased to be an investment company. (Rel. IC-20499 - August 24)

#### FGIC CAPITAL MARKET SERVICES, INC.

An order has been issued on an application filed by FGIC Capital Market Services, Inc. under Section 6(c) of the Investment Company Act exempting applicant from Paragraphs (a)(5), (a)(6), and (b) of Rule 3a-5. The order would let applicant rely on Rule 3a-5. (Rel. IC-20500 - August 24)

#### TCW EARNINGS MOMENTUM LIMITED PARTNERSHIP, ET AL.

A notice has been issued giving interested persons until September 19 to request a hearing on an application filed by TCW Earnings Momentum Limited Partnership, TCW Funds, Inc., TCW Asset Management Company and TCW Funds Management, Inc. for an order under Section 17(b) of the Investment Company Act that would exempt applicants from Section 17(a) of the Act. The requested order would permit TCW Earnings Momentum to transfer substantially all of its assets and liabilities to an affiliated registered investment company in exchange for that investment company's shares. The investment company's shares then would be distributed pro rata to the partners of TCW Earnings Momentum. (Rel. IC-20501 - August 24)

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#### INVESTMENT ADVISERS ACT RELEASES

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#### VALMORA PARTNERS, L.P.

An order has been issued on an application filed by Valmora Partners, L.P. under Section 206A of the Investment Advisers Act for an exemption from Section 205(a)(1) of the Act. Applicant is a limited partnership that a family formed to facilitate investments of family trusts and custodianships. The order permits registered investment advisers to charge applicant performance-based advisory fees. (Rel. IA-1437 - August 24)

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#### HOLDING COMPANY ACT RELEASES

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#### GEORGIA POWER COMPANY

An order has been issued regarding a proposal by Georgia Power Company (Georgia Power), a wholly owned electric public-utility subsidiary company of The Southern Company, a registered holding company. Georgia Power proposes to refinance certain pollution control equipment on or before December 31, 1997, in connection with the issuance and sale by the Development Authority of Burke County, Georgia of \$60 million aggregate principal amount of its Pollution Control Revenue Bonds (Georgia Power Company Plant Vogtle Project), Sixth Series 1994. In order to secure the obligations incurred by the refinancing of the equipment, Georgia Power proposes to issue a series of its first mortgage bonds. (Rel. 35-26109)

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## SELF-REGULATORY ORGANIZATIONS

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### UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until September 13 to comment on the applications of four exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Cincinnati Stock Exchange - 2 issues (Rel. 34-34574); Chicago Stock Exchange - 5 issues (Rel. 34-34575); Pacific Stock Exchange - 1 issue (Rel. 34-34576); and Philadelphia Stock Exchange - 12 issues (Rel. 34-34577).

Notices have been issued giving interested persons until September 9 to comment on the applications of three exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Cincinnati Stock Exchange - 1 issue (Rel. 34-34579); Philadelphia Stock Exchange - 1 issue (Rel. 34-34580); and Chicago Stock Exchange - 1 issue (Rel. 34-34583).

Notices have been issued giving interested persons until September 14 to comment on the applications of three exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Boston Stock Exchange - 5 issues (Rel. 34-34584); Philadelphia Stock Exchange - 3 issues (Rel. 34-34585); and Chicago Stock Exchange - 6 issues (Rel. 34-34586).

### WITHDRAWALS GRANTED

An order has been issued granting the application of Maxxim Medical, Inc. to withdraw from listing and registration its Common Stock, \$.001 Par Value, on the American Stock Exchange. (Rel. 34-34581)

An order has been issued granting the application of Computer Data Systems, Inc. to withdraw from listing and registration its Common Stock, \$0.01 Par Value, on the Boston Stock Exchange. (Rel. 34-34582)

### DELISTING GRANTED

An order has been issued granting the application of IRT Corporation to strike from listing and registration its Common Stock, \$0.10 Par Value, on the American Stock Exchange. (Rel. 34-34592)

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## SECURITIES ACT REGISTRATIONS

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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 DIASENSE INC /PA/, 2275 SWALLOW HILL RD, BLDG 2500 2ND FL, PITTSBURGH, PA 15220 (412) 349-1811 - 3,000,000 (\$10,500,000) COMMON STOCK. (FILE 33-82796 - AUG. 17) (BR. 8)
- SB-2 PCF ACQUISITION CO, 230 PARK AVE, C/O OHRENSTEIN & BROWN, NEW YORK, NY 10169 (212) 682-4500 - 720,000 (\$3,600,000) COMMON STOCK. 750,000 (\$69,006) WARRANTS, OPTIONS OR RIGHTS. 120,000 (\$734,400) COMMON STOCK. UNDERWRITER: RAS SECURITIES CORP. (FILE 33-82838-NY - AUG. 12) (BR. 11 - NEW ISSUE)
- S-8 BE AEROSPACE INC, 1300 CORPORATE CENTER WAY, WELLINGTON, FL 33414 (407) 791-1266 - 500,000 (\$4,000,000) COMMON STOCK. (FILE 33-82894 - AUG. 16) (BR. 12)
- S-8 PXRE CORP, 80 MAIDEN LANE, NEW YORK, NY 10038 (212) 837-9520 - 500,000 (\$12,260,296.72) COMMON STOCK. (FILE 33-82908 - AUG. 17) (BR. 10)
- SB-2 TELETOUCH COMMUNICATIONS INC, 2121 OLD HENDERSON HIGHWAY, TYLER, TX 75702 (903) 595-8800 - 1,532,950 (\$9,197,700) COMMON STOCK. 133,300 (\$133.30) WARRANTS, OPTIONS OR RIGHTS. 133,300 (\$959,760) COMMON STOCK. 50,000 (\$50,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-82912 - AUG. 17) (BR. 7 - NEW ISSUE)
- S-3 FORTUNE PETROLEUM CORP, 30101 AGOURA COURT, STE 110, AGOURA HILLS, CA 91301 (818) 991-0526 - 32,569 (\$73,245.25) COMMON STOCK. (FILE 33-82916 - AUG. 17) (BR. 3)
- S-2 FORTUNE PETROLEUM CORP, 30101 AGOURA COURT, STE 110, AGOURA HILLS, CA 91301 (818) 991-0526 - 129,765 (\$291,971.25) COMMON STOCK. (FILE 33-82918 - AUG. 17) (BR. 3)
- S-3 ESSEX CORPORATION, 9150 GILFORD ROAD, COLUMBIA, MD 21046 (301) 953-7797 - 25,000 (\$2,500,000) COMMON STOCK. 25,000 (\$1,875,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-82920 - AUG. 17) (BR. 10)
- S-3 LAKEHEAD PIPE LINE PARTNERS L P, 21 WEST SUPERIOR STREET SUITE 400, LAKE SUPERIOR PLACE, DULUTH, MN 55802 (218) 725-0100 - 2,420,000 (\$76,375,200) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-82922 - AUG. 17) (BR. 8)
- F-1 WIESE BANK LTD, JIRON CUZCO 245, LIMA 1 PERU, R5 5 (511) 428-3400 - 11,104,718 (\$41,753,739) FOREIGN COMMON STOCK. (FILE 33-82924 - AUG. 17) (BR. 1 - NEW ISSUE)
- S-3 KUSHNER LOCKE CO, 11601 WILSHIRE BLVD 21ST FLR, LOS ANGELES, CA 95202 (310) 445-1111 - 21,388,064 (\$37,429,112) COMMON STOCK. (FILE 33-82942 - AUG. 17) (BR. 12)

REGISTRATIONS CONT.

- S-8 VIVRA INC, 400 PRIMROSE ROAD, SUITE 200, BURLINGAME, CA 94010  
(415) 348-8200 - 250,000 (\$5,875,000) COMMON STOCK. (FILE 33-82946 -  
AUG. 17) (BR. 5)
- S-8 MOORE PRODUCTS CO, SUNMEYTOUN PIKE, SPRING HOUSE, PA 19477  
(215) 646-7400 - 300,000 (\$4,575,000) COMMON STOCK. (FILE 33-82948 -  
AUG. 17) (BR. 8)
- S-8 HOLLYWOOD TREMZ INC, 3471 N FEDERAL HWY, STE 501, FT LAUDERDALE, FL  
33306 (305) 568-0433 - 1,000,000 (\$1,000,000) COMMON STOCK. (FILE  
33-82950 - AUG. 17) (BR. 11)
- S-8 INVESTORS HERITAGE LIFE INSURANCE CO /KY/, 200 CAPITAL AVE, P O BOX 717,  
FRANKFORT, KY 40602 (502) 223-2361 - 70,000 (\$1,190,000) COMMON STOCK.  
(FILE 33-82952 - AUG. 17) (BR. 10)
- S-3 TJ SYSTEMS CORP, 140 ADAMS AVE STE A-5, HAUPPAUGE, NY 11788  
(516) 273-9130 - 333,576 (\$1,447,719.84) COMMON STOCK. (FILE 33-82954 -  
AUG. 17) (BR. 10)
- S-8 FIRST ENTERTAINMENT INC, 1380 LAWRENCE ST STE 1400, DENVER, CO 80204  
(303) 592-1235 - 1,100,000 (\$425,000) COMMON STOCK. (FILE 33-82956 -  
AUG. 17) (BR. 7)
- S-8 SECOM GENERAL CORP, 37650 PROFESSIONAL CENTER DR, STE 100-A, LIVONIA, MI  
48154 (313) 953-3990 - 200,000 (\$550,000) COMMON STOCK. (FILE 33-82958 -  
AUG. 17) (BR. 2)
- S-8 HBO & CO, 301 PERIMETER CTR N, ATLANTA, GA 30346 (404) 393-6000 -  
500,000 (\$14,875,000) COMMON STOCK. (FILE 33-82960 - AUG. 17) (BR. 10)
- S-8 HBO & CO, 301 PERIMETER CTR N, ATLANTA, GA 30346 (404) 393-6000 -  
1,000,000 (\$28,138,116) COMMON STOCK. (FILE 33-82962 - AUG. 17) (BR. 10)
- F-6 TELE 2000 SA, 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 33-82964 - AUG. 17) (BR. 99  
- NEW ISSUE)
- S-1 COVENANT TRANSPORT INC, 1320 EAST 23RD ST, CHATTANOOGA, TN 37404  
(615) 629-0393 - 4,370,000 (\$69,920,000) COMMON STOCK. UNDERWRITER:  
MORGAN KEEGAN & CO, SMITH BARNEY INC, WERTHEIM SCHRODER & CO. (FILE  
33-82978 - AUG. 17) (BR. 4 - NEW ISSUE)
- S-1 STRUCTURED SECURITIES CORP, NORTH TOWER, WORLD FINANCIAL CENTER,  
NEW YORK, NY 10281 (809) 949-0100 - 1,000,000 (\$1,000,000)  
EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: CITICORP SECURITIES INC.  
(FILE 33-82980 - AUG. 18) (BR. 12)
- S-3 GENZYME TRANSGENICS CORP, ONE MOUNTAIN RD, FRAMINGHAM, MA 01701  
(617) 252-7500 - 128,000 (\$5,120,000) COMMON STOCK. (FILE 33-82982 -  
AUG. 18) (BR. 4)
- SB-2 NATIONAL TIRE SERVICES INC, 3215 BUTLER AVENUE, SOUTH CHICAGO HEIGHTS,  
IL 60411 (708) 709-2240 - 1,200,000 (\$2,100,000) COMMON STOCK. (FILE  
33-82986 - AUG. 18) (BR. 7)

## 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
ACUHEALTH INC CAPSTONE MGMT CO	COM 13D	8/ 8/94	738 47.6	00438010 40.2	UPDATE
AIR L A INC COFFIN WILLIAM F ET AL	COM 13D	8/ 3/94	1,425 23.2	00912520 0.0	NEW
ALPNET INC BENITEX A G	COM 13D	1/15/94	0 0.0	02108910 0.0	NEW
AMERICAN CYANAMID CO AMERICAN HOME PRODS CORP ET AL	COM 14D-1	8/18/94	0 0.0	02532110 0.0	UPDATE
ASPEN IMAGING INTL INC HILLSON PARTNERS LP	COM 13D	8/ 9/94	230 5.5	04530110 0.0	NEW
BETA WELL SVC INC ANGLO RES LTD	COM 13D	8/ 9/94	900 8.5	08659410 9.5	UPDATE
BROOKE GROUP LTD ALISSA SAAD A	COM 13D	7/29/94	1,398 8.0	11252510 9.7	UPDATE
CASSCO CAPITAL CORP MACE MACK L	COM 13D	8/ 7/94	148 8.0	14817110 0.0	NEW
CASSCO CAPITAL CORP MAXFIELD HOLLIS	COM 13D	8/ 7/94	148 8.0	14817110 0.0	NEW
CASSCO CAPITAL CORP WALTER J MITTY CO INC	COM 13D	8/ 7/94	274 14.9	14817110 0.0	NEW
DELTA OMEGA TECHNOLOGIES INC BROWN RICHARD A	COM 13D	8/17/94	1,155 8.9	24778230 0.0	NEW



ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
DELTA OMEGA TECHNOLOGIES INC COM CARLIN DONALD P	13D	8/17/94	1,014 8.4	24778230 0.0	NEW
DELTA OMEGA TECHNOLOGIES INC COM PEIPERS DAVID ET AL	13D	8/17/94	1,436 11.9	24778230 0.0	NEW
DELTA OMEGA TECHNOLOGIES INC COM VERNON TAYLOR JR ET AL	13D	8/17/94	780 6.5	24778230 0.0	NEW
ELECTROCOM AUTOMATION INC COM ECA ACQUISITION CORP ET AL	140-1	8/17/94	13,275 50.1	28529410 50.1	UPDATE
FLORAFAX INTL INC PUTTICK KENNETH G	COM 13D	8/ 8/94	895 17.4	33982510 8.5	UPDATE
GLEASON CORP GILBERT G S BECKWITH ET AL	COM 13D	8/15/94	634 12.3	37733910 12.1	UPDATE
GRUPO IUSACELL S A DE C V BELL ATLANTIC LATIN AMERICA	SER D COM 13D	8/ 3/94	166,770 100.0	40048855 100.0	UPDATE
GRUPO IUSACELL S A DE C V PERALTA ALEJO	SER D COM 13D	8/ 3/94	0 0.0	40048855 N/A	UPDATE
GRUPO IUSACELL S A DE C V PERALTA CARLOS	SER D COM 13D	8/10/94	9,969 4.9	40048855 4.9	UPDATE
GRUPO IUSACELL S A DE C V BELL ATLANTIC LATIN AMERICA	SER L CAP STK 13D	8/10/94	38,793 27.2	40048866 53.9	UPDATE
GRUPO IUSACELL S A DE C V PERALTA ALEJO	SER L CAP STK 13D	8/ 3/94	0 0.0	40048866 N/A	UPDATE
GRUPO IUSACELL S A DE C V PERALTA CARLOS	SER L CAP STK 13D	8/10/94	38,017 26.7	40048866 0.0	NEW
HMG WORLDWIDE CORP SAATCHI SAATCHI MKTG SVCS	COM NEW ETAL 13D	8/16/94	245 13.5	40423510 27.0	UPDATE
HILLS STORES CO NEW DICKSTEIN MARK ET AL	COM 13D	8/16/94	1,280 13.8	43169210 13.2	UPDATE
KIDDIE PRODS INC SANTA MONICA PARTNERS ET AL	COM 13D	8/10/94	173 7.6	49380410 0.0	NEW
LIFECORE BIOMEDICAL INC JOHNSON & JOHNSON ET AL	COM 13D	8/ 8/94	757 10.5	53218710 0.0	NEW
M-WAVE INC WEIR C K	COM 13D	8/17/94	200 6.9	55403410 6.9	UPDATE
NAXOS RESOURCES LTD JOHN JIMMY	COM 13D	6/ 5/94	5,096 23.0	64699510 14.3	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SNRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
PERFECTDATA CORP POLAK LELAND P ET AL	COM 13D	8/11/94	227 6.5	71372710 0.0	NEW
PROVIDENTIAL CORP CUNDILL PETER & ASSOC LTD	COM 13D	8/15/94	746 12.7	74394210 11.4	UPDATE
QVC INC COX ENTERPRISES INC	COM 13D	8/15/94	0 0.0	74726210 5.8	UPDATE
SLOAN SUPERMARKETS INC MERCHANTS T F INC	COM 13D	8/12/94	188 7.8	83154810 0.0	NEW
WILTEK INC CAMPBELL ROBERT J	COM 13D	8/ 8/94	0 0.0	97248210 0.0	NEW
ADVANCED MED INC PICOMER JEFFRY ET AL	COM 13D	8/12/94	20,611 100.0	00999310 98.1	UPDATE
AMERICAN CYANAMID CO AMERICAN HOME PRODS CORP ET AL	COM 14D-1	8/18/94	0 0.0	02532110 0.0	UPDATE
AMERICA ONLINE INC GERHARD LANG H ET AL	COM 13D	12/28/93	400 5.5	02799310 0.0	NEW
BALDWIN TECHNOLOGY INC GAMCO INVESTORS INC ET AL	CL A 13D	8/17/94	1,194 6.7	05826410 5.6	UPDATE
BASIN EXPL INC GARTMORE INVMT LTD ET AL	COM 13D	7/29/94	491 4.6	07010710 5.0	UPDATE
BROADCAST INTL INC COHEN STEVEN A ET AL	COM PAR\$0.10NEW 13D	8/12/94	1,270 21.3	11131830 19.9	UPDATE
CAGY INDS INC POLLY HARVEY J	COM 13D	8/18/94	407 34.5	12476699 0.0	NEW
COMPUWARE CORP GENERAL ATLANTIC PRTNRS ET AL	COM 13D	8/ 9/94	2,594 7.7	20563810 13.0	UPDATE
ENTERRA CORP FIRST RESERVE CORP	COM 13D	8/12/94	11,212 68.2	29380510 0.0	NEW
ENVIROGEN INC BLECH DAVID ET AL	COM 13D	7/29/94	464 6.2	29404010 17.8	UPDATE
INTERSYSTEMS INC DEL NEWMARK RESEARCH INC	COM 13D	7/28/94	254 7.2	46092010 0.0	NEW
INTELLICALL INC NOMURA HLDG AMERICA ET AL	COM 13D	8/11/94	550 7.3	46199610 0.0	NEW
OCTUS INC SOROS GEORGE ET AL	COM 13D	8/19/94	312 8.5	67574210 8.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
OUTLET COMMUNICATIONS INC SANDLER ASSOC ET AL	CL A 13D	8/17/94	746 11.4	69011110 9.8	UPDATE
PARLUX FRAGRANCES INC HAYMAN FRED J ET AL	COM 13D	6/15/94	600 21.0	70164510 0.0	NEW
PETROL INDS INC RODANO JOSEPH M	COM 13D	8/18/94	250 14.8	71650210 13.9	UPDATE
PITTMAY CORP DEL GANCO INVESTORS INC ET AL	CL A 13D	8/16/94	3,692 32.6	72579020 34.7	UPDATE
PLANTS FOR TOMORROW INC CALANDRELLA STEPHEN G	COM 13D	8/ 5/94	4,070 100.0	72799310 26.1	UPDATE
PLANTS FOR TOMORROW INC ROCKIES FUND INC	COM 13D	8/ 5/94	3,970 100.0	72799310 0.0	NEW
PRICE COMMUNICATIONS CORP OVITZ BRUCE D	COM NEW 13D	8/10/94	687 6.9	74143730 8.5	UPDATE
QVC INC COMCAST CORP	COM 14D-1	8/18/94	23,217 47.7	74726210 47.1	UPDATE
R2 MEDICAL SYS INC CARDIOTRONICS SYSTEMS INCORP	COM 14D-1	8/19/94	326 12.1	74991610 10.4	UPDATE
SECURED EQUITY LEASING PLUS UNITS PACIFICORP FINANCIAL SVCS INC	UNITS 14D-1	8/19/94	0 0.0	81368899 0.0	NEW
SNYDER OIL CORP UNTERMAN GERALD B ET AL	COM 13D	8/15/94	1,541 6.6	83348210 0.0	NEW
SOMATOGEN INC LILLY ELI & CO	COM 13D	8/ 5/94	2,430 15.7	83444910 11.8	UPDATE
TIDE WEST OIL CO ROBERTSON STEPHENS CONTR ET AL	COM PAR \$0.01 13D	8/19/94	615 6.2	88635540 5.2	UPDATE
UNAPIX ENTMT INC NEWMARK RESEARCH INC	COM 13D	7/28/94	137 5.5	90427010 0.0	NEW
U S INTEC INC ISH CAPITAL ET AL	COM 13D	8/11/94	398 13.3	91208410 0.0	NEW
ACTAVA GROUP INC WESTINGHOUSE PENSION INVMT	COM 13D	8/17/94	1,091 6.2	00493510 6.2	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSTP/ PRIOR%	FILING STATUS
AMPLICON INC MORIARTY DONALD P	COM 13D	8/11/94	458 7.8	03210110 0.0	NEW
ATRIX LABS INC COLGATE PALMOLIVE HLDG	COM 13D	8/18/94	365 4.7	04999210 5.6	UPDATE
ASTRUM INTL CORP ICAHN CARL C ET AL	COM 13D	8/10/94	3,527 22.8	06599010 0.0	NEW
APPLETREE COMPANIES INC FOUNDATION AMIR	COM 13D	4/19/94	1,340 11.4	06999010 0.0	NEW
BOW VALLEY ENERGY INC BRITISH GAS PLC	COM 13D	8/12/94	0 0.0	10216910 33.2	UPDATE
CBS INC LOEWS CORP	COM 13D	8/19/94	3,029 19.5	12484510 37.7	UPDATE
CARDIOVASCULAR IMAGING SYS MORIARTY DONALD P	COM 13D	8/11/94	441 5.3	14299510 0.0	NEW
CERADYNE INC CALIF HAAVE RB ASSOCIATES INC	COM 13D	8/11/94	705 11.3	15671010 10.1	UPDATE
CONCORD CAMERA CORP DOMINION CAPITAL INC ET AL	COM 13D	6/24/94	762 7.3	20615610 0.0	NEW
CONTINENTAL MED SYS INC TWEEDY BROWNE CO L P ET AL	COM 13D	8/12/94	2,182 5.8	21164210 0.0	NEW
COPART INC HPB ASSOC L P ET AL	COM 13D	3/16/94	721 8.3	21720410 0.0	NEW
EVANS ENVIRONMENTAL CORP LEVIN GEORGE ET AL	COM 13D	8/12/94	900 9.1	29914910 0.0	NEW
FIRST DYNAST MINES LTD BOEHM DAVID	COM 13D	8/11/94	2,000 8.4	31997410 0.0	NEW
FIRST DYNAST MINES LTD HADDON TIMOTHY J ETAL	COM 13D	8/11/94	16,345 65.8	31997410 0.0	NEW
FIRST DYNAST MINES LTD SINGH SURRENDER	COM 13D	8/11/94	2,000 8.4	31997410 0.0	NEW
FIRST INTER-BANCORP INC FIRST FIDELITY BANCORP	COM 13D	8/19/94	0 0.0	32299410 22.6	UPDATE
FRANKLIN AMERICAN CORP HACKNEY JOHN A, TRUSTEE	COM 13D	8/10/94	10,422 80.6	35299010 55.6	UPDATE
GENERAL HOUSEWARES CORP GANCO INVESTORS INC ET AL	COM 13D	8/17/94	639 19.2	37007310 18.1	UPDATE