

sec news digest

Issue 94-172

September 9, 1994

ENFORCEMENT PROCEEDINGS

NASD DISCIPLINARY ACTION AGAINST ROBERT PRISCO SUSTAINED IN PART

The Commission has sustained NASD disciplinary action against Robert S. Prisco, who at the time of the events at issue, was a registered representative associated with a former member of the NASD, First Choice Securities, Inc. Prisco was charged with effecting five securities transactions over a four-month period at unfair and fraudulent prices. The NASD censured Applicant, fined him \$5,000, and required him to requalify by examination before associating with any member in any capacity.

The Commission sustained the NASD's findings that Prisco violated the NASD Rules when he charged unfair prices. The Commission concluded that Prisco had sufficient warnings that the Firm's pricing was unfair. These warnings included the very high gross commissions on the trades at issue, and Prisco's lengthy experience. The Commission found, however, that the record did not demonstrate that Prisco possessed the requisite scienter for fraudulent markups and set aside the NASD's findings that he charged fraudulent markups. (Rel. 34-34648)

INVESTMENT COMPANY ACT RELEASES

HARTFORD LIFE INSURANCE COMPANY

An order has been issued on an application filed by Hartford Life Insurance Company, Hartford Life Insurance Company/Separate Account Three (the Separate Account), and Hartford Equity Sales Company, Inc. allowing Applicants to deduct a mortality and expense risk charge from the assets of the Separate Account, which funds certain deferred variable annuity contracts. (Rel. IC-20538 - September 8)

ITT HARTFORD LIFE AND ANNUITY INSURANCE COMPANY

An order has been issued on an application filed by ITT Hartford Life and Annuity Insurance Company, ITT Hartford Life and Annuity Insurance Company/Separate Account Three (the Separate Account), and Hartford

Equity Sales Company, Inc. allowing Applicants to deduct a mortality and expense risk charge from the assets of the Separate Account, which funds certain flexible premium deferred variable annuity contracts. (Rel. IC-20539 - September 8)

TRANSAMERICA OCCIDENTAL LIFE INSURANCE COMPANY

An order has been issued amending a prior order of the Commission under Section 6(c) of the Investment Company Act concerning Transamerica Occidental Life Insurance Company, First Transamerica Life Insurance Company, Separate Account VA-2NL of Transamerica Occidental, Separate Account VA-2NLNY of First Transamerica, Separate Account VA-2LNY of First Transamerica (collectively, Separate Accounts), and Transamerica Insurance Securities Sales Corporation (TISSC). The original order exempted applicants from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Separate Accounts in connection with the issuance and sale of certain variable annuity contracts (Contracts). The amended order will extend to TISSC as the new principal underwriter for the Contracts, and to any National Association of Securities Dealers, Inc. member broker-dealer that may in the future serve as principal underwriter for the Contracts, the same exemptions granted to Dreyfus Service Corporation as principal underwriter of the Contracts. (Rel. IC-20540 - September 8)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The New York Stock Exchange has filed a proposed rule change (SR-NYSE-94-30) under Rule 19b-4 of the Exchange Act for permanent approval of revisions to the Exchange's allocation policy and procedures. Publications of the proposal is expected in the Federal Register during the week of September 12. (Rel. 34-34644)

ORDER APPROVING, NOTICE OF FILING AND ORDER GRANTING ACCELERATED APPROVAL TO A PROPOSED RULE CHANGE

The Commission has approved a proposed rule change (SR-PSE-94-15) and has granted accelerated approval of Amendment No. 3 to the proposed rule change submitted by the Pacific Stock Exchange, Inc., relating to the listing of options and long-term options on the Telegraph Ltd. Israel Index. Publication of the notice and approval order is expected to appear in the Federal Register during the week of September 12. (Rel. 34-34647)

CORRECTIONS

In the Digest for September 7th one item was inadvertently deleted from the agenda for the Commission's closed meeting on September 12, 1994. The item deleted was: Opinions.

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-3 ATMEL CORP, 2125 O'NEIL DR, SAN JOSE, CA 95131 (408) 441-0311 -
2,530,000 (\$71,788,750) COMMON STOCK. (FILE 33-83388 - AUG. 30) (BR. 3)

- S-8 QSOUND LABS INC, 1000 8TH AVE S W, SUITE 500,
CALGARY ALBERTA CANADA T2P 3M7, A0 - 1,829,900 (\$4,757,740) COMMON STOCK.
(FILE 33-83392 - AUG. 29) (BR. 11)

- S-8 AMERICAN SOFTWARE INC, 470 E PACES FERRY RD NE, ATLANTA, GA 30305
(404) 261-4381 - 3,295,389 (\$5,700,000) COMMON STOCK. (FILE 33-83396 -
AUG. 29) (BR. 9)

- S-8 TITAN CORP, 3033 SCIENCE PARK RD, SAN DIEGO, CA 92121 (619) 552-9500 -
1,000,000 (\$4,750,000) COMMON STOCK. (FILE 33-83402 - AUG. 29) (BR. 9)

- S-8 AFC CABLE SYSTEMS INC, 55 SAMUEL BARNET BLVD, NEW BEDFORD, MA 02745
(508) 998-1131 - 500,000 (\$6,280,000) COMMON STOCK. (FILE 33-83420 -
AUG. 30) (BR. 6)

- S-8 BFS BANKORP INC, 110 WILLIAM ST, NEW YORK, NY 10038 (212) 227-4040 -
40,000 (\$720,000) COMMON STOCK. (FILE 33-83426 - AUG. 30) (BR. 2)

- N-1A WESTCORE VARIABLE TRUST, 237 PARK AVE, STE 910, NEW YORK, NY 10017
(212) 808-3900 - INDEFINITE SHARES. (FILE 33-83432 - AUG. 30) (BR. 16
- NEW ISSUE)

- S-3 RFS HOTEL INVESTORS INC, 1213 PARK PLACE CENTER, STE 200, MEMPHIS, TN
38119 (901) 767-5154 - 8,625,000 (\$150,937,500) COMMON STOCK. (FILE
33-83450 - AUG. 31) (BR. 5)

- S-8 METROCALL INC, 6677 RICHMOND HIWAY, ALEXANDRIA, VA 22306 (703) 660-6677
- 1,002,000 (\$16,154,125) COMMON STOCK. (FILE 33-83452 - AUG. 31) (BR. 7)

- S-4 UNITED MERIDIAN CORP, 1201 LOUISIANA, STE 1400, HOUSTON, TX 77002
(713) 654-9110 - 5,996,230 (\$87,694,863.75) COMMON STOCK. (FILE 33-83458 -
AUG. 31) (BR. 4)

REGISTRATIONS CONT.

- S-1 ISOLYSER CO INC /GA/, 4320 INTERNATIONAL BLVD NW, NORCROSS, GA 30093
(404) 381-7566 - 4,485,000 (\$80,730,000) COMMON STOCK. (FILE 33-83474 -
AUG. 31) (BR. 10 - NEW ISSUE)
- S-8 PHARMA PATCH PUBLIC LIMITED CO, 20 UPPER MOUNT ST, C/O PHARMA PATCH PLC,
DUBLIN 2 IRELAND, L2 - 300,000 (\$900,000) COMMON STOCK. (FILE 33-83478 -
AUG. 31) (BR. 4)
- N-2 ROYCE OTC MICRO CAP FUND INC, 1414 AVENUE OF THE AMERICAS, NEW YORK, NY
10019 - 1,957,759 (\$13,949,032.88) COMMON STOCK. (FILE 33-83482 - AUG. 30)
(BR. 18)
- S-8 TOTAL CONTAINMENT INC, 422 BUSINESS CENTER, A130 N DRIVE, OAKS, PA 19456
(610) 666-7777 - 400,000 (\$4,750,000) COMMON STOCK. (FILE 33-83486 -
AUG. 30) (BR. 6)
- F-6 INTERNACIONAL DE CERAMICA S A DE C V, 60 WALL ST, C/O BANK OF NEW YORK,
NEW YORK, NY 10260 (212) 648-3200 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-83488 - AUG. 30)
- S-3 GEODYNAMICS CORP, 21171 WESTERN AVE STE 110, TORRANCE, CA 90501
(310) 320-2300 - 321,837 (\$2,333,318.25) COMMON STOCK. (FILE 33-83490 -
AUG. 30) (BR. 9)
- S-8 RF MONOLITHICS INC /DE/, 4441 SIGMA RD, DALLAS, TX 75244 (214) 233-2903
- 1,412,500 (\$6,612,323.60) COMMON STOCK. (FILE 33-83492 - AUG. 30)
(BR. 3)
- S-3 LAM RESEARCH CORP, 4650 CUSHING PKWY, FREMONT, CA 94538 (510) 659-0200
- 2,875,000 (\$107,812,500) COMMON STOCK. (FILE 33-83512 - AUG. 31)
(BR. 10)
- S-8 SCHULTZ SAV O STORES INC, 2215 UNION AVE, SHEBOYGAN, WI 53081
(414) 457-4433 - 200,000 (\$3,800,000) COMMON STOCK. (FILE 33-83514 -
AUG. 31) (BR. 2)
- S-8 MARTIN MARIETTA MATERIALS INC, 2710 WYECLEIFF RD, RALEIGH, NC 27607
(919) 781-4550 - 2,000,000 (\$38,750,000) COMMON STOCK. (FILE 33-83516 -
AUG. 31) (BR. 1)
- S-3 COASTAL HEALTHCARE GROUP INC, 2828 CROASDAILE DR, DURHAM, NC 27705
(919) 383-0355 - 1,948,721 (\$69,423,185.63) COMMON STOCK. (FILE 33-83518 -
AUG. 31) (BR. 6)
- S-1 SUN HEALTHCARE GROUP INC, 5600 WYOMING BLVD N E, STE 140, ALBUQUERQUE,
NM 87109 (505) 821-3355 - 962,912 (\$21,001,110.72) COMMON STOCK. (FILE
33-83520 - AUG. 31) (BR. 5)
- S-3 AMERICAN BANCORPORATION /OH/, 1025 MAIN ST STE 800, WHEELING, WV 26003
(304) 233-5006 - 215,230 (\$3,918,755) COMMON STOCK. (FILE 33-83522 -
AUG. 31) (BR. 1)
- S-3 MERIT SECURITIES CORP, 2800 PARHAM RD, RICHMOND, VA 23228 (804) 967-5800
- 200,000,000 (\$200,000,000) MORTGAGE BONDS. (FILE 33-83524 - AUG. 31)
(BR. 12 - NEW ISSUE)
- S-1 MATERIAL TECHNOLOGY INC, 11835 WEST OLYMPIC BLVD, EAST TOWER STE 705,
LOS ANGELES, CA 90064 (310) 208-5589 - 1,500,000 (\$5,750,000) COMMON STOCK.
(FILE 33-83526 - AUG. 31) (BR. 8 - NEW ISSUE)
- S-1 OFFICEMAX INC /OH/, 3605 WARRENSVILLE CENTER RD, SHAKER HEIGHTS, OH
44122 (216) 921-6900 - 26,949,100 (\$512,032,900) COMMON STOCK. (FILE
33-83528 - AUG. 31) (BR. 2 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 SUMMIT FINANCIAL CORP, 937 N PLEASANTBURG DR, PO BOX 1087, GREENVILLE, SC 29602 (803) 242-2265 - 100,000 (\$1,150,000) COMMON STOCK. (FILE 33-83538 - AUG. 29) (BR. 2)
- S-3 CONSOLIDATED PRODUCTS INC /IN/, 500 CENTURY BLDG, 36 S PENNSYLVANIA ST, INDIANAPOLIS, IN 46204 (317) 633-4100 - 92,607 (\$972,374) COMMON STOCK. (FILE 33-83540 - AUG. 30) (BR. 12)
- S-8 UNITRONIX CORP, ONE NEWBURY ST, PEABODY, MA 01960 (508) 535-3912 - 1,000,000 (\$44,000) COMMON STOCK. (FILE 33-83542 - AUG. 29) (BR. 9)
- S-8 ROCKY MOUNT UNDERGARMENT CO INC, 1536 BOONE ST, ROCKY MOUNT, NC 27803 (919) 446-6161 - 2,000,000 (\$610,000) COMMON STOCK. (FILE 33-83544 - AUG. 31) (BR. 7)
- S-1 PROTECTION ONE INC, 6011 BRISTOL PARKWAY, CULVER CITY, CA 90230 (310) 338-6930 - 99,841 (\$998,841) COMMON STOCK. 1,400,002 (\$9,241,893.78) WARRANTS, OPTIONS OR RIGHTS. 500,472 (\$5,088,298.82) COMMON STOCK. (FILE 33-83494 - SEP. 01) (BR. 5)
- S-8 BEI ELECTRONICS INC, ONE POST ST, STE 2500, SAN FRANCISCO, CA 94104 (415) 956-4477 - 200,000 (\$1,000,000) COMMON STOCK. (FILE 33-83498 - SEP. 01) (BR. 8)
- S-8 BEAUTICONTROL COSMETICS INC, 2121 MIDWAY, CARROLLTON, TX 75006 (214) 458-0601 - 1,987,500 (\$7,962,500) COMMON STOCK. (FILE 33-83500 - SEP. 01) (BR. 9)
- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043 (415) 961-4400 - 3,045,695 (\$53,621,287.89) COMMON STOCK. (FILE 33-83502 - SEP. 01) (BR. 9)
- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043 (415) 961-4400 - 95,375 (\$4,307,096.85) COMMON STOCK. (FILE 33-83504 - SEP. 01) (BR. 9)
- S-8 ADMAR GROUP INC, 1551 N TUSTIN AVE STE 300, SANTA ANA, CA 92701 (714) 953-9600 - 908,400 (\$1,419,375) COMMON STOCK. (FILE 33-83508 - SEP. 01) (BR. 10)
- S-8 LUXTEC CORP /MA/, 326 CLARK STREET, WORCESTER, MA 01606 (508) 856-9454 - 195,000 (\$933,463) COMMON STOCK. (FILE 33-83510 - AUG. 31) (BR. 8)
- S-1 MICRO LINEAR CORP/CA, 2092 CONCOURSE DRIVE, SAN JOSE, CA 95131 (408) 433-5200 - 3,795,000 (\$36,052,500) COMMON STOCK. (FILE 33-83546 - SEP. 01) (BR. 3)
- SB-2 NETWORK EXPRESS INC, 4251 PLYMOUTH RD, ANN ARBOR, MI 48105 (313) 761-5005 - 3,041,285 (\$3,046,715.52) COMMON STOCK. (FILE 33-83552 - SEP. 01) (BR. 9)
- S-1 CAMCO INTERNATIONAL INC, 7030 ARDMORE, HOUSTON, TX 77054 (713) 747-4000 - 9,350,000 (\$179,987,500) COMMON STOCK. (FILE 33-83562 - SEP. 01) (BR. 10)
- S-3 UNITED WASTE SYSTEMS INC, FOUR GREENWICH OFFICE PARK, GREENWICH, CT 06830 (203) 622-3131 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 33-83564 - AUG. 31) (BR. 8)
- S-3 THORNBURG MORTGAGE ASSET CORP, 119 E MARCY ST STE 201, SANTA FE, NM 87501 (505) 989-1900 - 50,000 (\$650,000) COMMON STOCK. (FILE 33-83566 - AUG. 31) (BR. 6)

REGISTRATIONS CONT.

- S-3 CARETENDERS HEALTH CORP, 9200 SHELBYVILLE RD STE 810, LOUISVILLE, KY 40222 (502) 425-4707 - 3,742,505 (\$5,847,664.06) COMMON STOCK. (FILE 33-83568 - AUG. 31) (BR. 6)
- F-6 QNI LTD/ADR/, 111 WALL STREET, STATE OF QUEENSLAND COMMONWEALTH OF AUST, NEW YORK, NY 10043 - 15,000,000 (\$750,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-83570 - AUG. 31) (BR. 99 - NEW ISSUE)
- S-8 DIAMETRICS MEDICAL INC, 2658 PATTON RD, ROSEVILLE, MN 55113 (612) 639-8035 - 1,957,500 (\$17,372,812.50) COMMON STOCK. (FILE 33-83572 - SEP. 01) (BR. 8)
- S-8 NETWORK PERIPHERALS INC, 1371 MCCARTHY BLVD, MILPITAS, CA 95035 (408) 321-7300 - 1,964,780 (\$13,913,713.02) COMMON STOCK. (FILE 33-83574 - SEP. 01) (BR. 10)
- S-8 CYTEC INDUSTRIES INC/DE/, FIVE GARRET MOUNTAIN PLAZA, WEST PATERSON, NJ 07414 (201) 357-3100 - 4,300,000 (\$130,892,000) COMMON STOCK. (FILE 33-83576 - AUG. 31) (BR. 2)
- S-3 OPTA FOOD INGREDIENTS INC /DE/, 25 WIGGINS AVE, BEDFORD, MA 01730 (617) 276-5100 - 250,000 (\$1,312,500) COMMON STOCK. (FILE 33-83578 - AUG. 31) (BR. 3)
- S-8 SKY SCIENTIFIC INC, 1515 N FEDERAL HWY STE 310, BOCA RATON, FL 33432 (407) 362-9494 - 800,000 (\$664,000) COMMON STOCK. (FILE 33-83580 - SEP. 01) (BR. 8)
- S-8 MINISTOR PERIPHERALS INTERNATIONAL LTD, 2801 ORCHARD PARKWAY, SAN JOSE, CA 95134 (408) 943-0165 - 943,345 (\$6,013,824.38) COMMON STOCK. (FILE 33-83582 - AUG. 31) (BR. 10)
- S-8 COMTECH TELECOMMUNICATIONS CORP /DE/, 105 BAYLIS RD, MELVILLE, NY 11747 (516) 777-8900 - 120,000 (\$547,500) COMMON STOCK. (FILE 33-83584 - AUG. 31) (BR. 8)
- S-8 CYCLO 3 PSS MEDICAL SYSTEMS INC, 3646 W 2100 S, SALT LAKE CITY, UT 84120 (801) 972-9090 - 1,695,000 (\$3,318,750) COMMON STOCK. (FILE 33-83586 - AUG. 31) (BR. 8)
- S-3 STAFF BUILDERS INC /DE/, 1981 MARCUS AVE, STE C115, LAKE SUCCESS, NY 11042 (516) 358-1000 - 2,545,388 (\$7,954,337.50) COMMON STOCK. (FILE 33-83588 - SEP. 01) (BR. 6)
- S-3 MERIDIAN NATIONAL CORP, 805 CHICAGO ST, TOLEDO, OH 43611 (419) 729-3918 - 2,335,300 (\$6,693,325) COMMON STOCK. (FILE 33-83590 - SEP. 01) (BR. 2)
- F-6 CERAMICA CARABOBO C A S A C A /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 25,000,000 (\$1,250,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-83592 - SEP. 01)
- S-8 AMERICAN OILFIELD DIVERS INC, 130 E KALISTE SALOOM RD, LAFAYETTE, LA 70508 (318) 234-4590 - 649,952 (\$4,637,036) COMMON STOCK. (FILE 33-83594 - AUG. 31) (BR. 3)
- F-6 SAPPI LTD/ADR/, 48 WALL STREET, SOUTH AFRICA, NEW YORK, NY 10286 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-83596 - SEP. 01) (BR. 99 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 AVALON PROPERTIES INC, 11 BURTIS AVE, NEW CANAAN, CT 06840
(203) 972-4000 - 1,952,500 (\$40,392,000) COMMON STOCK. (FILE 33-83598 -
SEP. 01) (BR. 5)
- S-6 ALLMERICA SELECT SEPARATE ACCOUNT II OF SMA LIFE ASSURANCE C,
440 LINCOLN STREET, WORCESTER, MA 01653 - INDEFINITE SHARES. (FILE
33-83604 - AUG. 31) (BR. 20 - NEW ISSUE)
- S-3 CALGENE INC /DE/, 1920 FIFTH ST, DAVIS, CA 95616 (916) 753-6313 -
2,300,000 (\$27,168,750) COMMON STOCK. (FILE 33-83616 - SEP. 01) (BR. 4)
- F-3 ELBIT LTD, ADVANCED TECHNOLOGY CTR, POB 5390, HAIFA 31053 ISRAEL, L3 -
2,783,558 (\$67,708,080) COMMON STOCK. (FILE 33-83620 - SEP. 02) (BR. 7)
- S-1 OLDE WINDSOR BANCORP INC, OLD WINDSOR MALL, P O BOX 130, WINDSOR, CT
06095 (203) 688-5251 - 870,000 (\$7,395,000) COMMON STOCK. (FILE 33-83622 -
SEP. 02) (BR. 2)
- S-8 GRYPHON HOLDINGS INC, 30 WALL ST, 6TH FLOOR, NEW YORK, NY 10005
(212) 825-1200 - 500,000 (\$7,312,500) COMMON STOCK. (FILE 33-83630 -
SEP. 02) (BR. 9)
- S-4 F&M BANCORPORATION INC, ONE BANK AVENUE, KAUKAUNA, WI 54130
(414) 766-1717 - 900,000 (\$9,585,000) COMMON STOCK. (FILE 33-83632 -
SEP. 02) (BR. 1)
- S-2 PATRICK PETROLEUM CO /DE/, 301 WEST MICHIGAN AVE, JACKSON, MI 49201
(517) 787-6633 - 10,000 (\$10,000,000) STRAIGHT BONDS. (FILE 33-83634 -
SEP. 02) (BR. 3)
- S-1 NETWORTH INC, 8404 ESTERS BLVD, IRVING, TX 75063 (214) 929-1700 -
2,587,500 (\$29,445,750) COMMON STOCK. (FILE 33-83636 - SEP. 02) (BR. 9)
- S-3 VALASSIS COMMUNICATIONS INC, 36111 SCHOOLCRAFT ROAD, LIVONIA, MI 48150
(313) 591-3000 - 270,000,000 (\$270,000,000) STRAIGHT BONDS. (FILE
33-83640 - SEP. 02) (BR. 5)

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
C TEC CORP GAMCO INVESTORS INC ET AL	CL B 130	9/ 2/94	1,271 13.7	12650420 13.7	UPDATE
CASTLE ENERGY CORP METALLGESELLSCHAFT CORP ET AL	COM 130	8/31/94	5,069 43.2	14849930 38.4	UPDATE
CRAIG CORP LAWDALE CAPITAL MGMT INC ETAL	COM CL A 130	8/29/94	144 8.7	22417420 0.0	NEW
D I INDS INC NOREX AMERICA INC ET AL	COM 130	8/24/94	18,730 48.4	23290910 53.5	UPDATE
DARLING INTL INC MORGENS EDWIN H ET AL	COM 130	9/ 1/94	2,008 40.1	23726610 0.0	NEW
ENEX 88 INCOME RETIREMENT FD LTD PRTN SHP INT ENEX RES CORP	130	8/31/94	0 0.0	29274299 0.0	NEW
FMS FINANCIAL CORP YATES FRANCES E ET AL	COM 130	8/25/94	89 6.6	30250910 6.5	UPDATE
FLORIDA WEST AIRLS INC FIDELITY INTL LTD	COM 130	9/ 8/94	158 2.9	34324710 3.9	UPDATE
FLORIDA WEST AIRLS INC FMR CORP	COM 130	9/ 8/94	158 2.9	34324710 3.9	UPDATE
GROW GROUP INC CORIMON CORP ET AL	COM 130	8/10/94	4,025 25.0	39982010 24.0	UPDATE
INTERA INFORMATION TECH CORP TRIMAC LTD	CL A 130	9/ 6/94	3,221 58.1	46599510 36.2	UPDATE
LTC PPTYS INC FMR CORP	COM 130	9/ 8/94	2,021 13.3	50217510 13.2	UPDATE
MCKESSON CORP LILLY ELI & CO ET AL	COM 140-1	9/ 8/94	0 0.0	58155610 0.0	UPDATE
MINERAL DEVELOPMENT GRANBERRY WILLIAM R	COM 130	8/31/94	800 20.1	60283020 0.0	NEW
NICHOLS INST WYSER PRATTE CO ET AL	CL A 130	9/ 1/94	0 0.0	65380640 5.3	UPDATE
PIONEER GROUP INC MERCURY ASSET MGMT	COM 130	8/30/94	767 6.2	72368410 5.0	UPDATE
QVC INC COMCAST CORP ET AL	COM 140-1	9/ 8/94	23,217 57.7	74726210 56.9	UPDATE
RESORTS INTL INC GRIFFIN MERVYN E ET AL	COM 130	9/ 1/94	12,615 62.6	76118540 51.4	UPDATE
SORICON CORP VALENTINE DONALD ET AL	COM 130	4/26/93	453 20.3	83586410 0.0	NEW
TEXACO CDA PETE INC CANADIAN 88 ENERGY CORP	COM 130	9/ 2/94	12,364 10.3	88199010 10.2	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
TOASTMASTER INC FMR CORP	COM 13D	9/ 8/94	663 8.7	88879110 7.7	UPDATE
VISX INC DEL CAP ADVISERS LTD ET AL	COM 13D	9/ 7/94	1,308 12.8	92899910 7.6	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		
ACME CLEVELAND CORP /OH/	OH					X	X			09/01/94	
AMFED FINANCIAL INC /NV/	NV		X					X		08/31/94	
APPLE SOUTH INC	GA					X				09/02/94	
ATKINSON GUY F CO OF CALIFORNIA	CA		X							08/23/94	
ATKINSON GUY F CO OF CALIFORNIA	CA		X							08/23/94	
BARTON BEERS LTD	MD					X	X			08/05/95AMEND	
BARTON BRANDS LTD /DE/	DE					X	X			08/05/95AMEND	
BARTON BRANDS OF CALIFORNIA INC	CT					X	X			08/05/95AMEND	
BARTON BRANDS OF GEORGIA INC	GA					X	X			08/05/95AMEND	
BARTON DISTILLERS IMPORT CORP	NY					X	X			08/05/95AMEND	
BARTON FINANCIAL CORP	DE					X	X			08/05/95AMEND	
BARTON INC	DE					X	X			08/05/95AMEND	
BARTON MANAGEMENT INC	IL					X	X			08/05/95AMEND	
BATAVIA WINE CELLARS INC	NY					X	X			08/05/95AMEND	
BEAR STEARNS MORT SEC INC MORT PASS THR	DE					X	X			08/25/94	
BEAR STEARNS MORT SEC INC MORT PASS THRO	DE					X	X			08/25/94	
BIG O TIRES INC	NV					X	X			08/26/94	
BIO IMAGING TECHNOLOGIES INC	DE					X	X			08/26/94	
BIOSOURCE INTERNATIONAL INC	DE							X		08/15/94AMEND	
BIRMINGHAM UTILITIES INC	CT					X				09/01/94	
BISCEGLIA BROTHERS WINE CO	DE					X	X			08/05/95AMEND	
BOSTON CAPITAL TAX CREDIT FUND III L P	DE		X					X		08/29/94	

8K FILINGS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
BROCK CANDY CO	DE					X	X			08/31/94	
CALIFORNIA PRODUCTS CO	CA					X	X			08/05/95	AMEND
CAMERON ASHLEY INC	GA		X				X			08/22/94	
CANANDAIGUA WEST INC	NY					X	X			08/05/95	AMEND
CANANDAIGUA WINE CO INC	DE					X	X			08/05/95	AMEND
CARDINAL REALTY SERVICES INC	OH					X	X			08/25/94	
CASTLE ENERGY CORP	DE					X	X			08/31/94	
CHAMPIONS SPORTS INC	DE					X				09/02/94	
CHEMICAL MOR SEC INC MULTI CLASS MOR PAS						X	X			08/25/94	
CHEMICAL MOR SEC INC MULTI CLASS MOR PAS	NY					X	X			08/25/94	
CHICAGO DOCK & CANAL TRUST	IL					X				08/31/94	
CHILDRENS BROADCASTING CORPORATION	MN						X			06/22/94	AMEND
CHROMATICS COLOR SCIENCES INTERNATIONAL	NY					X	X			08/24/94	
CIS TECHNOLOGIES INC	DE					X	X			08/24/94	
CLARK EQUIPMENT CO /DE/	DE					X	X			09/08/94	
COASTAL HEALTHCARE GROUP INC	DE					X				09/01/94	
COHU INC	DE						X			06/22/94	AMEND
COMPUTER INTEGRATION CORP	DE						X			07/27/94	AMEND
CONSOLIDATED STAINLESS INC	DE		X				X			08/29/94	
COPLEY PENSION PROPERTIES VI	MA		X				X			08/17/94	
COPLEY PENSION PROPERTIES VII	MA		X							08/17/94	
CSX TRA REC COR CSXT TRA REC MAS TR TRA	DE					X	X			08/25/94	
CUSA TECHNOLOGIES INC	NV								NO ITEMS	06/22/94	AMEND
CWMBS INC MORT PASS THR CERT SER 1994-2	DE					X	X			07/25/94	
CWMBS INC MORT PASS THRO CERT SER 1994-0	DE					X	X			07/25/94	
CWMBS INC MORT PASS THRO CERT SER 1994-1	DE					X	X			07/25/94	
CWMBS INC MORT PASS THRO CERT SER 1994-7	DE					X	X			07/25/94	
CWMBS INC MORT PASS THRO CERT SERIES 199						X	X			07/25/94	
CWMBS INC MORT PASS THRO CERT SERIES 199						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THRO CERTIFICATE						X	X			06/25/94	
CWMBS INC MORTGAGE PASS THRO CERTIFICATE						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGHT CERTIFIC						X	X			06/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			06/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC MORTGAGE PASS THROUGH CERTIFIC						X	X			07/25/94	
CWMBS INC 1994 I MORTG PASS THRO CER SER						X	X			06/25/94	
CWMBS INC 1994 I MORTG PASS THRO CER SER						X	X			07/25/94	
CWMBS INC 1994 J MORT PASS THRO CERT SER						X	X			06/25/94	
CWMBS INC 1994 J MORT PASS THRO CERT SER						X	X			07/25/94	
CWMBS INC 1994 K MORT PASS THRO CERT SER						X	X			06/25/94	
CWMBS INC 1994 K MORT PASS THRO CERT SER						X	X			07/25/94	
CWMBS INC 1994 14 MORT PASS THRO CERT SE						X	X			07/25/94	
CWMBS INC 1994 16 MORT PASS THRO CERT SE						X	X			07/25/94	
CWMBS INC 1994 17 MORT PASS THRO CERT SE						X	X			07/25/94	
CWMBS INC 1994-D MORTGAGE PASS THROUGH C						X	X			06/25/94	
CWMBS INC 1994-D MORTGAGE PASS THROUGH C						X	X			07/25/94	
CWMBS INC 1994-F MORTGAGE PAS THROUGH CE	DE					X	X			06/25/94	
CWMBS INC 1994-F MORTGAGE PAS THROUGH CE	DE					X	X			07/25/94	
CWMBS INC 1994-G MORTGAGE PASS THRO CERT	DE					X	X			06/25/94	

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NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
CWBS INC 1994-G MORTGAGE PASS THRO CERT	DE				X	X				07/25/94	
CWBS INC 1994-H MORTGAGE PASS THROUGH C					X	X				06/25/94	
CWBS INC 1994-H MORTGAGE PASS THROUGH C					X	X				07/25/94	
CWBS INC 1994-10 MORTGAGE PASS THRO CER	DE				X	X				07/25/94	
CWBS INC 1994-11 MORTGAGE PASS THRO CER	DE				X	X				07/25/94	
CWBS INC 1994-13 MORTGAGE PASS THROUGH					X	X				07/25/94	
CWBS INC 1994-8 MORTGAGE PASS THRO CERT					X	X				07/25/94	
CWBS INC 1994-9 MORTGAGE PAS THROUGH CE	DE				X	X				07/25/94	
DAIRY MART CONVENIENCE STORES INC	DE				X					08/30/94	
DART GROUP CORP	DE				X					09/06/94	
DATAFLEX CORP	NJ	X				X				08/19/94	
DELTA PETROLEUM CORP/CO	CO				X	X				08/31/94	
DLJ MORTGAGE ACCEPTANCE CORP	DE	X				X				08/30/94	
ELLISON RAY MORTGAGE ACCEPTANCE CORP	TX	X								08/25/94	
EMS PRODUCTS INTERNATIONAL CORP	NV	X			X	X				08/19/94	
ENDOSONICS CORP	DE				X	X				08/11/94	
ENERGY VENTURES INC /DE/	DE	X				X				09/01/94	
EQUITEC FINANCIAL GROUP INC	CA					X				07/31/94	
EQUIVISION INC	PA	X				X				08/23/94	
ESQUIRE COMMUNICATIONS LTD	DE					X				06/22/94	AMEND
FIRST DATA CORPORATION	DE				X					09/01/94	
FIRST NATIONAL CORP /CA/	CA				X					09/01/94	
FONIX CORP	DE					X				06/17/94	AMEND
GAMING CORP OF AMERICA	MN					X				09/01/94	
GARB OIL & POWER CORP	UT					X				08/24/94	AMEND
GECPF 3 TAX EXEMPT GRANTOR TRUSTS SERIES	NY				X	X				08/15/94	
GENZYME CORP	MA				X	X				08/25/94	
GOVERNMENT TRUST PH-1	NY				X					09/01/94	
GRACE DEVELOPMENT INC	CO	X								07/06/94	AMEND
GRACE DEVELOPMENT INC	CO	X								08/09/94	AMEND
GUILD WINERIES & DISTILLERIES INC	NY				X	X				08/05/95	AMEND
HAL INC /HI/	HI		X			X				08/30/94	
HARNISCHFEGER INDUSTRIES INC	DE				X					09/08/94	
HEALTH O METER INC	DE	X			X	X				08/17/94	
HEARTLAND FINANCIAL USA INC	DE					X				07/01/94	AMEND
HELIONETICS INC	CA				X					08/31/94	
HERITAGE MEDIA CORP	IA	X				X				08/29/94	AMEND
HOMEFED CORP	DE					X				03/31/94	
HOMEFED CORP	DE					X				04/30/94	
HOMEFED CORP	DE					X				05/31/94	
HOMEFED CORP	DE					X				06/30/94	
HOMEFED CORP	DE					X				07/31/94	
HORIZON RESOURCES CORP	CO				X					09/01/94	
HUNTINGTON RESIDENTIAL MORTGAGE SECURITI	OH				X	X				08/25/94	
IDS CERTIFICATE CO /MN/	DE	X								12/31/93	
IMTEC INC	DE	X				X				08/19/94	
INLAND CAPITAL FUND L P	DE				X					07/28/94	
INTERACTIVE NETWORK INC /CA	CA				X	X				08/15/94	
KOO KOO ROO INC/DE	DE				X	X				08/19/94	
LAKEVIEW FINANCIAL CORP /NJ/	NJ				X	X				08/25/94	
LINCOLN FOODSERVICE PRODUCTS INC	IN	X								08/17/94	
MADISON SPORTS & ENTERTAINMENT GROUP INC	UT				X	X				08/31/94	
MEDAPHIS CORP	DE				X	X				09/02/94	
MEDIVATORS INC	MN				X					08/31/94	
MERCHANDISE ENTERTAINMENT TELEVISION HOL	DE					X				06/23/94	AMEND
MLH INCOME REALTY PARTNERSHIP V	NY	X			X	X				08/18/94	

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		1	2	3	4	5	6	7	8			
MLH INCOME REALTY PARTNERSHIP VI	NY					X					08/29/94	
MONARCH WINE CO LIMITED PARTNERSHIP	NY					X	X				08/05/95	AMEND
MONEY STORE INC TMS EQUITY LOAN ASS BAK	NJ						X				08/15/94	
MONEY STORE INC TMS HOME EQ LO AS BACKED	NJ						X				08/15/94	
MONEY STORE INC TMS HOME EQ LO AS BACKED	NJ						X				08/15/94	
MONEY STORE INC TMS HOME EQ LOAN ASSET B	NJ									NO ITEMS	08/15/94	
MONEY STORE INC TMS HOME EQU LOAN ASSET									X		08/15/94	
MONEY STORE INC TMS HOME EQU LOAN ASSET									X		08/31/94	
MORTGAGE BANKERS FINANCIAL CORP I	DE					X	X				09/01/94	
NANTUCKET INDUSTRIES INC	DE	X			X	X					08/19/94	
NEW ENGLAND PENSION PROPERTIES V	MA		X				X				08/17/94	
NOMURA ASSET SECURITIES CORP	DE					X	X				09/04/94	
NORTHERN STATES POWER CO /MN/	MN					X					09/07/94	
OMNICARE INC	DE					X	X				09/02/94	
OVERHEAD DOOR INC			X				X				08/18/94	
PAC RIM HOLDING CORP	DE	X			X	X					08/15/94	
PAINWEBBER MORT ACCEPT CORP IV MORT PAS						X	X				08/25/94	
PAINWEBBER MORTGAGE ACCEPTANCE CORP IV						X	X				08/25/94	
PAINWEBBER MORTGAGE ACCEPTANCE CORP IV						X	X				08/25/94	
PERSONNEL MANAGEMENT INC									X		06/30/94	AMEND
PNC MORTGAGE SEC CORP MORT PASS THRO CER						X	X				08/29/94	
POLYPHASE CORP	NV									NO ITEMS	06/24/94	AMEND
PRE PAID LEGAL SERVICES INC	OK					X					09/01/94	
PREMIER BANCORP INC	LA									NO ITEMS	06/24/94	AMEND
QUESTEX GROUP LTD	CO						X				08/31/94	
RAILAMERICA INC /DE	DE		X					X			08/31/94	
RAWLINGS SPORTING GOODS CO INC	DE								X		08/23/94	
READING & BATES CORP	DE						X				09/07/94	
REGENCY REALTY CORP	FL							X			06/30/94	AMEND
RENCO METALS INC	DE						X				08/31/94	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			08/30/94	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE					X	X				09/06/94	
ROBERTS PHARMACEUTICAL CORP	NJ					X					08/30/94	
RYLAND MORT SEC CORP SERIES 1994-4 MORT						X	X				08/25/94	
RYLAND MORT SEC CORP SERIES 1994-5 MORT						X	X				08/25/94	
RYLAND MORT SECCORP SERIES 1994-3 MORT P						X	X				08/25/94	
RYLAND MORTGAGE SECURITIES CORP MORT CRE	VA					X	X				08/29/94	
RYLAND MORTGAGE SECURITIES CORP MORT PAR	VA					X	X				08/25/94	
SAN DIEGO GAS & ELECTRIC CO	CA	X									09/07/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19						X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19						X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19						X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SAXON MORTGAGE SECURITIES CORP SERIES 19	VA					X	X				08/25/94	
SCECORP	CA					X					09/07/94	
SCECORP	CA					X					09/07/94	
SEARS CREDIT ACCOUNT MASTER TRUST II	DE					X	X				08/16/94	
SECURITY CHICAGO CORP	DE					X					08/30/94	
SECURITY FIRST CORP	DE					X	X				09/01/94	
SECURITY PACIFIC HOME EQUITY TRUST 1991-	CA							X			09/02/94	
SHRP CAPITAL CORP	NY							X			08/31/94	AMEND