

sec news digest

Issue 93-94

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U.S. SECURITIES
EXCHANGE COMMISSION

May 18, 1993

COMMISSION ANNOUNCEMENTS

SEC NAMES ACTING DIRECTOR, ASSOCIATE DIRECTORS, SENIOR ADVISER IN MARKET REGULATION

Mary Schapiro, Acting Chairman of the Securities and Exchange Commission, announced the appointment of Brandon Becker as Acting Director of the Division of Market Regulation. The Division is responsible for administering the Commission's programs for the oversight of securities markets and professionals. These programs include, among other matters, oversight of broker-dealers, transfer agents, the stock and options exchanges, the National Association of Securities Dealers, Inc., the Municipal Securities Rulemaking Board and clearing agencies, as well as trading practices in connection with the issuance of securities.

In addition, Acting Chairman Schapiro noted the previous appointments of Michael A. Macchiaroli and Robert L.D. Colby as Associate Directors of the Division of Market Regulation; Mary Ann Gadziala to the position of Senior Adviser to the Director of the Division of Market Regulation; and Harry Melamed to the position of Deputy Associate Director. Acting Chairman Schapiro also noted the previous creation of the Office of Trading, Automation and International Markets in the Division of Market Regulation. (Press Rel. 93-16)

EDGAR PHASE-IN LIST UPDATES AVAILABLE TO PUBLIC

Pursuant to Rule 901 of Regulation S-T, registrants whose filings are processed by the Division of Corporation Finance may request a change in the date they become subject to mandated electronic filing on the Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system. The Division intends to publish from time to time changes and corrections to the phase-in list published in the Federal Register on March 18, 1993 (Rel. No. 33-6977, February 23, 1993, 58 FR 14628). A change to a company's phase-in date is of particular importance to persons or entities filing documents with respect to that company, since generally such persons must file electronically when the company becomes subject to electronic filing.

The updates will be published in the SEC News Digest and copies of the phase-in list updates will be available through the Commission's public reference room. They also will be posted on the EDGAR electronic bulletin board.

In addition, the Division has placed in the public reference room a copy of the phase-in list as of February 23, 1993, with companies sorted by group number. This information was published in the Federal Register on March 18, 1993, with all companies being listed in alphabetical order rather than sorted by group number. FOR FURTHER INFORMATION CONTACT: Sylvia Reis, CF EDGAR Policy, Division of Corporation Finance at (202) 272-7569.

CHANGES FROM CORPORATION FINANCE LIST AS PUBLISHED IN SECURITIES ACT REL. NO. 33-6977 (February 23, 1993)

Changes in the Edgar Phase-in List

Company Name	CIK Number	Former Group	New Group
AMBASE CORP	020639	CF-02	CF-09
ARKANSAS POWER & LIGHT CO	007323	CF-02	CF-01
AT&T CAPITAL CORP	861940	CF-01	CF-01
change to AT&T CAPITAL CORP	897708	CF-01	CF-01
CELL TECHNOLOGY INC /DE/	816159	CF-06	CF-06
change to AIR METHODS CORP	816159	CF-06	CF-06
CIPSCO INC	860520	CF-01	CF-02
ENTERGY CORP	065984	CF-02	CF-01
GRACE ENERGY CORP	852551	CF-03	REMOVE
GREYHOUND DIAL CORP /AZ/	734716	CF-02	CF-02
change to DIAL CORP /AZ/	734716	CF-02	CF-02
IMRS INC	878594	CF-02	CF-03
JORGENSEN EARLE M CO /DE/	054003	CF-04	CF-09
LOUISIANA POWER & LIGHT CO /LA/	060527	CF-02	CF-01
MCDERMOTT INC	225615	CF-07	CF-02
MISSISSIPPI POWER & LIGHT CO	066901	CF-02	CF-01
MNC FINANCIAL INC /MD/	062973	CF-02	CF-04
NATIONAL GYPSUM CO	070174	CF-02	CF-09
NEW ORLEANS PUBLIC SERVICE INC	071508	CF-03	CF-01
NORDSTROM CREDIT INC	757439	CF-08	CF-02
NORTH SHORE GAS CO /IL/	110101	CF-08	CF-02
PLAYTEX BEAUTY CARE INC	817217	CF-03	CF-09
PLAYTEX FP GROUP INC	842699	CF-10	CF-09
PLAYTEX INTERNATIONAL CORP	880821	CF-10	CF-09
PLAYTEX INVESTMENT CORP	880820	CF-10	CF-09
PROSPECT GROUP INC	739169	CF-02	CF-09
SHEARSON LEHMAN BROTHERS HOLDINGS INC	806085	CF-02	CF-03
SHEARSON LEHMAN BROTHERS INC	728586	CF-02	CF-03
SYSTEM ENERGY RESOURCES INC	202584	CF-02	CF-01
TRANSCO ENERGY CO	099231	NONE	CF-02

Total Number of Companies: 27

ADMINISTRATIVE PROCEEDINGS

PHILLIP ZARCONE BARRED FOR FIVE YEARS AND DENIED THE PRIVILEGE OF PRACTICING BEFORE THE COMMISSION AS AN ACCOUNTANT FOR FIVE YEARS

The Commission announced the entry of an Order Instituting Public Proceedings, and Opinion and Order Pursuant to Rule 2(e) of the Commission's Rules of Practice against Phillip C. Zarcone (Zarcone), a certified public accountant and former chief financial officer of Stotler and Company (Company) and Stotler Group, Inc. (SGI).

Zarcone consented to the issuance of the Order, without admitting or denying the Commission's findings, which find that from August 1988 to August 1990 Zarcone violated and/or aided and abetted violations of the antifraud, broker-dealer registration, books and records, net capital, customer protection, proxy and reporting provisions of the federal securities laws and that Zarcone was permanently enjoined from future violations of the above federal securities provisions (SEC v. Thomas Egan, Civil Action No. 92 C 3480, ND Ill.). Specifically, the Order finds that Zarcone participated in a scheme to defraud public investors and to deceive the Commission and other regulatory agencies concerning the financial condition of SGI and its subsidiaries. This scheme involved a series of transactions which were structured to conceal self-dealing, create the false appearance of regulatory capital compliance and profitability and misrepresent SGI's true financial condition.

The Commission's Order bars Zarcone for five years from association with any broker, dealer, investment company, investment adviser or municipal or government securities dealer and denies Zarcone the privilege of appearing or practicing before the Commission as an accountant for five years. (Rel. 34-32290; AAE Rel. 450)

NASD DISCIPLINARY ACTION AGAINST GENERAL BOND & SHARE CO. MODIFIED; NASD ACTION DISCIPLINARY ACTION AGAINST SAMUEL PANDOLFO DISMISSED

The Commission has sustained the NASD's findings of violation against and affirmed in part the NASD's sanctions imposed on General Bond & Share, Inc., a Denver, Colorado securities firm. The Commission has dismissed the NASD disciplinary action against Samuel C. Pandolfo, owner and principal of General Bond, who died while this matter was on appeal to the Commission.

The Commission found that the firm violated just and equitable principles of trade in accepting compensation for listing itself in the National Quotation Bureau, Inc.'s Pink Sheets as a market maker for approximately forty-five issuers. The Commission also found that, in two instances, the firm failed to maintain proper financial information necessary to comply with Exchange Act Rule 15c2-11. Finally, the Commission determined that the firm failed to respond fully to information requests made by the NASD in the course of the NASD's investigation of the firm and Pandolfo.

The NASD had censured General Bond, expelled it from membership, assessed costs, and fined the firm \$60,000. The Commission affirmed these sanctions, with the exception of \$14,250 of the fine, labeled by the NASD as "an additional remedial fine." (Rel. 34-32291)

ORDER INSTITUTING PROCEEDINGS, MAKING FINDINGS AND IMPOSING REMEDIAL SANCTIONS ENTERED AGAINST DAVID JONES

The Commission instituted public administrative proceedings under the Securities Act of 1934 against David Jones (Jones) of Boca Raton, Florida, a former manager of the Ft. Lauderdale, Florida branch office of a broker-dealer formerly registered with the Commission.

Simultaneously, the Commission accepted Jones' Offer of Settlement (Offer). The Offer provides that certain registered representatives formerly under Jones' supervision manipulated the price of the securities of Continental Capital Resources, Inc. (Continental), during its initial public offering (IPO) and in the aftermarket. The manipulation involved, among other things, failing to disclose to customers that prices for Continental were preset for several trading levels in the secondary market and that purchases at such levels in the secondary market and that purchases at such levels were allocated to various customers, thereby creating the appearance of a gradually escalating market. It also involved soliciting customers to make secondary market purchases before the Continental; IPO was completed.

The Order Instituting Proceedings makes findings that Jones failed reasonably to discharge his supervisory duties by, among other things, failing to review order tickets and trading runs, and otherwise failing to monitor trading activity during and after the Continental IPO. The Order suspends Jones from acting in a supervisory capacity for any broker or dealer for a period of two years. (Rel. 34-32293)

HOLDING COMPANY ACT RELEASES

THE BROKEN HILL PROPRIETARY COMPANY LTD.

A notice has been issued giving interested persons until June 7, 1993 to request a hearing on an application by the Broken Hill Proprietary Company Ltd., an Australian company, for an order granting an exemption under Section 3(a)(5) from all provisions of the Act, except Section 9(a)(2), in connection with its acquisition of BHP Petroleum Americas (Hawaii) Inc., an Hawaiian public-utility holding company exempt from registration under Section 3(a)(1) pursuant to Rule 2. Alternatively, Broken Hill requests an order of exemption under Section 3(a)(3). (Rel. 35-25811; International Series Rel. 546)

PETROLANE GAS SERVICE LIMITED PARTNERSHIP

A notice has been issued giving interested persons until June 7, 1993 to request a hearing on an application by Petrolane Gas Service Limited Partnership for an order under Section 2(a)(4) of the Act declaring it not to be a gas utility company. The sole general partner of the applicant is Petrolane Incorporated, a wholly owned subsidiary of QFB Partners. (Rel. 35-25811; International Series Rel. 546)

THE COLUMBIA GAS SYSTEM, INC.

A notice has been issued giving interested persons until June 7, 1993 to request a hearing on a proposal by The Columbia Gas System, Inc. to amend the terms of a previously authorized secured revolving credit agreement by reducing the maximum amount outstanding to \$100 million and extending its term to December 31, 1994. (Rel. 35-25811; International Series Rel. 546)

SYSTEM ENERGY RESOURCES, INC., ET AL.

A notice has been issued giving interested persons until June 7, 1993, to request a hearing on an application by System Energy Resources, Inc. (SERI), Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power & Light Company and New Orleans Public Service Inc., electric public-utility subsidiary companies of Entergy Corporation (Entergy), a registered holding company, and Entergy (collectively, Applicants). SERI now proposes, with respect to any or all series of \$220 million principal amount of first mortgage bonds (Bonds) over which jurisdiction is currently reserved, to deviate from the Commission's Statement of Policy Regarding First Mortgage Bonds (HCAR No. 13105, February 16, 1956, as modified by HCAR No. 16369, May 8, 1969) to the extent that any or all series of the Bonds may be non-callable, rather than non-refundable, at the option of SERI for the life of such series. (Rel. 35-25811; International Series Rel. 546)

NORTHEAST UTILITIES, ET AL.

A notice has been issued giving interested persons until June 7, 1993 to request a hearing on a proposal by Northeast Utilities (NU), a registered holding company, and its wholly owned nonutility subsidiary company, HEC Inc. (HEC). HEC requests authorization to expand the types of energy management services and demand side management services it currently provides, and to provide consulting services. NU proposes to extend for the period through June 30, 1996, its authorization to make capital contributions in an aggregate amount of up to \$6 million to HEC. HEC also proposes to renew its revolving credit/term loan agreement with a borrowing limit of not more than \$11 million or to enter into a comparable new loan agreement to borrow up to \$11 million through June 30, 1996. Should additional capital contributions or guarantees be required by the credit/term loan agreement, NU proposes to make such capital contributions or guarantees in an amount up to \$4 million. (Rel. 35-25811; International Series Rel. 546)

NATIONAL FUEL GAS SUPPLY CORP., ET AL.

A notice has been issued giving interested persons until June 7, 1993 to request a hearing on a proposal by National Fuel Gas Supply Corporation (National) and Penn-York Energy Corporation (Penn-York), (both, Applicants), wholly-owned, non-utility subsidiaries of National Fuel Gas Company, a registered holding company. National proposes to acquire all of the assets of Penn-York and merge Penn-York into National, with National emerging as the surviving corporation. The Applicants propose that the transaction is reasonably incidental or economically necessary or appropriate to the operation of National as a gas utility company pursuant to Section 2(a) of the Gas Related Activities Act of 1990. (Rel. 35-25811; International Series Rel. 546)

NATIONAL FUEL GAS COMPANY

An order has been issued regarding a proposal by National Fuel Gas Company (National), a registered holding company. National proposes to issue and sell, in one or more transactions through March 31, 1995, up to 2.5 million shares of its common stock (Additional Common Stock). National requests authority to issue and sell the Additional Common Stock under an exception from the competitive bidding requirements of Rule 50 under Subsection (a)(5) thereunder. National also proposes to use the proceeds from the sale of the Additional Common Stock to make capital contributions from time to time through March 31, 1995 to its wholly-owned subsidiaries, Seneca Resources Corporation, National Fuel Gas Distribution Corporation, National Fuel Gas Supply Corporation, Penn-York Energy Corporation and Utility Constructors, Inc. (Constructors). The Commission shall reserve jurisdiction over the contribution of proceeds from the sale of the Additional Common Stock to Constructors. (Rel. 35-25811; International Series Rel. 546)

CONSOLIDATED NATURAL GAS CO., ET AL.

A notice has been issued giving interested persons until June 7, 1993, to request a hearing on a proposal by Consolidated Natural Gas Company (CNG) and its wholly owned subsidiaries, CNG Research Company; CNG Energy Company; CNG Storage Service Company; CNG Gas Services Corporation; Consolidated Natural Gas Service Company, Inc.; Consolidated System LNG Company (LNG); CNG Coal Company; CNG Producing Company (Producing), and its subsidiary company, CNG Pipeline Company (Pipeline); CNG Transmission Corporation; and Consolidated's public-utility subsidiary companies, The Peoples Natural Gas Company; The East Ohio Gas Company; The River Gas Company; Virginia Natural Gas, Inc.; Hope Gas, Inc.; and West Ohio Gas Company (collectively, Subsidiaries). CNG seeks authorization through June 30, 1994 to issue \$800 million in short-term commercial paper; enter into back-up lines of credit up to \$600 million; and make up to \$1.26 billion in open account advances and/or long-term loans to, and/or capital stock purchases from, its Subsidiaries. The Subsidiaries also seek to increase their authorized common stock. Producing seeks to make up to \$1 million in open account advances and/or long-term loans to, and/or purchases of common stock from, Pipeline. Finally, LNG seeks to engage in a one for one hundred reverse stock split. (Rel. 35-25811; International Series Rel. 546)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The Boston Stock Exchange filed a proposed rule change (SR-BSE-93-6) to amend Chapter II, Section 15 of the BSE Rules (G.T.C. Order Confirmation) to provide that orders entrusted to a specialist will be eligible for execution as long as they remain open until cancelled by the entering firm or broker. The rule also would provide that any entering firm or introducing floor broker may confirm the status of any open order at any time. Publication of the proposal is expected in the Federal Register during the week of May 17. (Rel. 34-32307)

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-93-29) to amend Section 5(e) of Appendix F to Article III, Section 34 of the Rules of Fair Practice to Increase from \$50 to \$100 per year the aggregate value of non-cash sales incentive items allowed to be paid by a sponsor or affiliate of a sponsor of direct participation programs (DPPs) or Rollups of DPPs to any person associated with an NASD member. (Rel. 34-32308)

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 AMERICAN TELEPHONE & TELEGRAPH CO, 550 MADISON AVE, NEW YORK, NY 10022
(212) 605-5500 - 2,600,000,000 (\$2,600,000,000) STRAIGHT BONDS. (FILE 33-49589 - MAY. 11) (BR. 13)
- S-3 BELLSOUTH TELECOMMUNICATIONS INC, 675 W PEACHTREE ST NE, ATLANTA, GA 30375
(404) 529-8611 - 800,000,000 (\$800,000,000) STRAIGHT BONDS. (FILE 33-49591 - MAY. 11) (BR. 13)
- S-3 SOUTHWESTERN BELL CORP, 175 E. HOUSTON ROOM 9-N-4, P.O. BOX 2933, SAN ANTONIO, TX 78299 (210) -35-1-30 - \$80,000,000 COMMON STOCK. (FILE 33-49593 - MAY. 11) (BR. 13)
- F-3 NEWS AMERICA HOLDINGS INC, 1300 NORTH MARKET STREET STE 404, WILMINGTON, DE 19801
(302) 674-1221 - 1,500,000,000 (\$511,575,000) FOREIGN GOVERNMENT AND AGENCY DEBT.
(FILE 33-62008 - MAY. 03) (BR. 12)
- S-8 MOBILE TELECOMMUNICATION TECHNOLOGIES CORP, 200 S LAMAR ST,
SECURITY CENTRE S BUILDING, JACKSON, MS 39201 (601) 944-1300 - 500,000 (\$7,995,000)
COMMON STOCK. (FILE 33-62032 - MAY. 04) (BR. 8)
- S-1 MACROCHEM CORP, 110 HARTWELL AVENUE, LEXINGTON, MA 02173 (617) 862-4003 -
13,300,000 (\$47,253,750) COMMON STOCK. (FILE 33-62042 - MAY. 05) (BR. 4)
- S-3 CINCINNATI BELL TELEPHONE CO /OH, 201 E FOURTH ST, CINCINNATI, OH 45202
(513) 397-9900 - 120,000,000 (\$120,000,000) STRAIGHT BONDS. (FILE 33-62044 - MAY. 05)
(BR. 7)
- S-1 ENVIROSOURCE INC, 5 HIGH RIDGE PARK, PO BOX 10309, STAMFORD, CT 06904 (203) 322-8333
- 200,000,000 (\$200,000,000) STRAIGHT BONDS. UNDERWRITER: GOLDMAN SACHS & CO,
MERRILL LYNCH & CO. (FILE 33-62050 - MAY. 05) (BR. 7)
- S-3 STANDARD PRODUCTS CO, 2130 W 110TH ST, CLEVELAND, OH 44102 (216) 281-8300 -
100,000,000 (\$100,000,000) STRAIGHT BONDS. \$50,000,000 COMMON STOCK. (FILE 33-62054 -
MAY. 05) (BR. 4)
- S-8 KAUFMAN H W FINANCIAL GROUP INC, 29355 NORTHWESTERN HWY STE 200, SOUTHFIELD, MI
48034 (313) 354-0400 - 375,000 (\$1,715,125) COMMON STOCK. (FILE 33-62076 - MAY. 03)
(BR. 9)

REGISTRATIONS CONTINUED

- S-8 AMERICAN EXPRESS CO, AMERICAN EXPRESS TWR, WORLD FINANCIAL CTR, NEW YORK, NY 10285 (212) 640-2000 - 23,500,000 (\$662,406,250) COMMON STOCK. (FILE 33-62124 - MAY. 04) (BR. 12)
- S-3 CASE RECEIVABLES INC, 1010 MILAM ST STE 2609A, HOUSTON, TX 77002 (713) 757-1546 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-62130 - MAY. 05) (BR. 12)
- S-8 TRICO PRODUCTS CORP, 817 WASHINGTON ST, BUFFALO, NY 14203 (716) 852-5700 - 175,000 (\$4,462,500) COMMON STOCK. (FILE 33-62144 - MAY. 04) (BR. 4)
- S-8 MORGAN PRODUCTS LTD, 25 TRI-STATE INTERNATIONAL, STE 325, LINCOLNSHIRE, IL 60069 (708) 317-2400 - 50,000 (\$337,500) COMMON STOCK. (FILE 33-62148 - MAY. 05) (BR. 10)
- S-8 JBS RESTAURANTS INC, 1010 W 2610 SOUTH, SALT LAKE CITY, UT 84119 (801) 974-4300 - 460,000 (\$2,990,000) COMMON STOCK. (FILE 33-62152 - MAY. 05) (BR. 11)
- S-3 SONAT INC, 1900 FIFTH AVENUE NORTH, BIRMINGHAM, AL 35203 (205) 325-3800 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-62166 - MAY. 05) (BR. 8)
- S-2 INTERNATIONAL SHIPHOLDING CORP, 650 POYDRAS ST STE 1700, NEW ORLEANS, LA 70130 (504) 529-5461 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. UNDERWRITER: BROWN ALEX & SONS INC. (FILE 33-62168 - MAY. 05) (BR. 4)
- S-1 ELECTRONIC CLEARING HOUSE INC, 28001 DOROTHY DR, AGOURA HILLS, CA 91301 (818) 706-8999 - 4,515,786 (\$3,344,425) COMMON STOCK. 3,072,399 (\$2,592,454) PREFERRED STOCK. (FILE 33-62176 - MAY. 05) (BR. 6)
- S-3 OLYMPIC RECEIVABLES FINANCE CORP, 7825 WASHINGTON AVE SOUTH, MINNEAPOLIS, MN 55439 (612) 942-9880 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-62178 - MAY. 05) (BR. 12)
- S-3 CITIBANK SOUTH DAKOTA N A, 701 E 60TH ST N, SIOUX FALLS, SD 57117 (605) 331-2626 - 4,000,000,000 (\$4,000,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-62180 - MAY. 05) (BR. 11)
- SB-2 EROX CORP, 730 5TH AVE 9TH FLR, NEW YORK, NY 10019 (212) 333-8618 - 1,103,972 (\$6,467,085.50) COMMON STOCK. (FILE 33-62216 - MAY. 06) (BR. 10)
- S-3 TURNER BROADCASTING SYSTEM INC, ONE CNN CENTER, 100 INTERNATIONAL BLVD, ATLANTA, GA 30303 (404) 827-1700 - 1,100,000,000 (\$1,100,000,000) STRAIGHT BONDS. (FILE 33-62218 - MAY. 06) (BR. 7)
- S-8 LANDAUER INC, TWO SCIENCE RD, GLENWOOD, IL 60425 (708) 755-7000 - 600,000 (\$6,626,875) COMMON STOCK. (FILE 33-62220 - MAY. 05) (BR. 6)
- S-8 PANTHEON INDUSTRIES INC, 6900 E 2ND ST, SCOTTSDALE, AZ 85251 (602) 945-1214 - 27,500,010 (\$962,500) COMMON STOCK. (FILE 33-62222 - MAY. 05) (BR. 12)
- S-3 EMISPHERE TECHNOLOGIES INC, 15 SKYLINE DR, HAWTHORNE, NY 10532 (914) 347-2220 - 532,857 (\$5,994,641) COMMON STOCK. (FILE 33-62224 - MAY. 05) (BR. 4)
- S-8 EMISPHERE TECHNOLOGIES INC, 15 SKYLINE DR, HAWTHORNE, NY 10532 (914) 347-2220 - 1,898,471 (\$22,838,606) COMMON STOCK. (FILE 33-62226 - MAY. 05) (BR. 4)
- S-8 CELLULAR INC, 5990 GREENWOOD PLZ BLVD STE 300, ENGLEWOOD, CO 80111 (303) 694-3234 - 500,000 (\$6,468,750) COMMON STOCK. (FILE 33-62236 - MAY. 06) (BR. 7)

REGISTRATIONS CONTINUED

- S-8 ALL FOR A DOLLAR INC, 3664 MAIN ST, SPRINGFIELD, MA 01107 (413) 733-1203 - 550,000 (\$3,800,500) COMMON STOCK. (FILE 33-62238 - MAY. 06) (BR. 1)
- S-4 FIRST SECURITY CORP /DE/, 79 S MAIN ST, 2ND FL, PO BOX 30006, SALT LAKE CITY, UT 84130 (801) 350-5706 - 425,000 (\$6,336,750) COMMON STOCK. (FILE 33-62244 - MAY. 06) (BR. 2)
- S-3 TUCSON ELECTRIC POWER CO, 220 W 6TH ST, P O BOX 711, TUCSON, AZ 85701 (602) 622-6661 - 294,048 (\$826,274) COMMON STOCK. (FILE 33-62264 - MAY. 06) (BR. 8)
- S-1 GLEN BURNIE BANCORP, 101 CRAIN HIGHWAY SE, GLEN BURNIE, MD 21061 (410) 766-0090 - 100,000 (\$2,763,000) COMMON STOCK. (FILE 33-62278 - MAY. 06) (BR. 2)
- S-8 CURTICE BURNS FOODS INC, 90 LINDEN PL, P O BOX 681, ROCHESTER, NY 14603 (716) 383-1850 - 3,077 (\$40,001) COMMON STOCK. (FILE 33-62286 - MAY. 06) (BR. 4)
- S-8 CURTICE BURNS FOODS INC, 90 LINDEN PL, P O BOX 681, ROCHESTER, NY 14603 (716) 383-1850 - 3,107 (\$40,002.62) COMMON STOCK. (FILE 33-62288 - MAY. 06) (BR. 4)
- S-1 OUTLET BROADCASTING INC, 23 KENNEY DR, CRANSTON, RI 02920 (401) 455-9200 - 60,000,000 (\$60,000,000) STRAIGHT BONDS. UNDERWRITER: KIDDER PEABODY & CO INC, SALOMON BROTHERS INC. (FILE 33-62292 - MAY. 06) (BR. 7)
- S-2 DIGITAL PRODUCTS CORP, 800 NW 33RD ST, POMPANO BEACH, FL 33064 (305) 783-9600 - 3,450,000 (\$18,975,000) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 300,000 (\$1,780,000) COMMON STOCK. UNDERWRITER: WOLF F N & CO INC. (FILE 33-62296 - MAY. 06) (BR. 3)
- S-6 KANSAS TAX EXEMPT TRUST SERIES 63, 120 SOUTH MARKET STE 450, WICHITA, KS 67202 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 33-62298 - MAY. 06) (BR. 17 - NEW ISSUE)
- S-1 UNDERWRITERS RE HOLDINGS CORP, 22801 VENTURA BLVD, WOODLAND HILLS, CA 91364 (818) 225-1000 - 4,025,000 (\$76,475,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE, GOLDMAN SACHS & CO, SALOMON BROTHERS INC. (FILE 33-62308 - MAY. 06) (BR. 10 - NEW ISSUE)
- S-3 APPLE COMPUTER INC, 20525 MARIANI AVE, CUPERTINO, CA 95014 (408) 996-1010 (FILE 33-62310 - MAY. 06) (BR. 9)
- S-4 VYSTAR GROUP INC, 2370 SOUTH 2700 WEST, SALT LAKE CITY, UT 84119 (801) 975-1726 - 7,943,268 (\$7,307,806) COMMON STOCK. (FILE 33-62354 - MAY. 07) (BR. 11)
- S-1 INSITUFORM TECHNOLOGIES INC, 3315 DEMOCRAT RD, P O BOX 181071, MEMPHIS, TN 38118 (901) 363-2105 - 3,737,625 (\$62,603,125) COMMON STOCK. UNDERWRITER: RAYMOND JAMES & ASSOCIATES INC, SALOMON BROTHERS INC, WITTER DEAN REYNOLDS INC. (FILE 33-62432 - MAY. 07) (BR. 10)
- S-8 FIRST CITIZENS FINANCIAL CORP, 8485 FENTON ST, SILVER SPRING, MD 20910 (301) 565-8900 - 120,000 (\$1,245,000) COMMON STOCK. (FILE 33-62446 - MAY. 07) (BR. 2)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
COMARCO INC	COM		382	20008010	
OKABENA PARTNERSHIP K	13D	5/ 7/93	7.2	6.3	UPDATE
COMARCO INC	COM		382	20008010	
OKABENA PARTNERSHIP K	13D	5/ 7/93	7.2	6.3	RVISION
DEPRENYL ANIMAL HEALTH INC	COM		2,120	24967810	
DEPRENYL ANIMAL HEALTH(CANADA)	13D	4/16/93	32.7	37.9	UPDATE
DEPRENYL ANIMAL HEALTH INC	COM		2,120	24967810	
DEPRENYL ANIMAL HEALTH(CANADA)	13D	4/16/93	32.7	37.9	RVISION
DEPRENYL ANIMAL HEALTH INC	COM		2,138	24967810	
DEPRENYL RESEARCH LTD	13D	4/16/93	33.0	38.2	UPDATE
DEPRENYL ANIMAL HEALTH INC	COM		2,138	24967810	
DEPRENYL RESEARCH LTD	13D	4/16/93	33.0	38.2	RVISION
ENERCORP INC	COM		9,345	29290610	
ITIN THOMAS W ET AL	13D	5/ 5/93	21.2	17.7	UPDATE
ENVIROSOURCE INC	COM		13,123	29599510	
FREEMAN SPOGLI & CO ET AL	13D	5/13/93	55.6	64.2	UPDATE
FMS FINANCIAL CORP	COM		220	30250910	
YATES CRAIG W	13D	5/11/93	17.1	15.1	UPDATE
FMS FINANCIAL CORP	COM		220	30250910	
YATES CRAIG W	13D	5/11/93	17.1	15.1	RVISION
FIRST AMERN HEALTH CONCEPTS	COM		990	31899010	
PINNACLE CAP MGMT L P ET AL	13D	5/12/93	40.7	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SMRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
FIRST AMERN HEALTH CONCEPTS PINNACLE CAP MGMT L P ET AL	COM 13D	5/12/93	990 40.7	31899010 0.0	RVISION
FRUEHAUF TRAILOR CORP JEFFERSON CAP GROUP LTD	COM 13D	4/26/93	0 0.0	35939710 5.5	UPDATE
FRUEHAUF TRAILOR CORP JEFFERSON CAP GROUP LTD	COM 13D	4/26/93	0 0.0	35939710 5.5	RVISION
HARISTON CORP ANTHAMATTEN PIERRE ET AL	COM 13D	5/14/93	1,901 25.7	41299210 0.0	NEW
IL INTL INC LEEMANS MICHEL F ET AL	COM 13D	5/ 7/93	39,654 51.6	44965810 49.6	UPDATE
KLEER VU INDS INC ELK INTL CORP	COM NEW 13D	4/28/93	473 32.6	49849420 17.7	UPDATE
KLEER VU INDS INC ELK INTL CORP	COM NEW 13D	4/28/93	473 32.6	49849420 17.7	RVISION
KLEER VU INDS INC PARK HEE POONG	COM NEW 13D	5/ 4/93	1,103 76.2	49849420 0.0	NEW
KLEER VU INDS INC PARK HEE POONG	COM NEW 13D	5/ 4/93	1,103 76.2	49849420 0.0	RVISION
NSC CORP OHM CORP	COM 13D	5/ 4/93	4,010 41.1	63099610 0.0	NEW
NSC CORP OHM CORP	COM 13D	5/ 4/93	4,010 41.1	63099610 0.0	RVISION
NAYLOR INDS INC INSITUFORM TECH INC ET AL	COM 13D	5/ 7/93	0 0.0	63934910 0.0	NEW
NAYLOR INDS INC INSITUFORM TECH INC ET AL	COM 13D	5/ 7/93	0 0.0	63934910 0.0	RVISION
OAK INDS INC INVESCO MIM PLC ET AL	COM 13D	5/ 5/93	14,739 17.8	67140010 19.3	RVISION
OAK INDS INC INVESCO MIM PLC ET AL	COM 13D	5/ 5/93	14,739 17.8	67140010 19.3	RVISION
PAGE AMERICA GROUP INC WILSON CHARLES L III	COM PAR \$0.10 13D	4/28/93	196 5.1	69546530 61.2	UPDATE
PAGE AMERICA GROUP INC WILSON CHARLES L III	COM PAR \$0.10 13D	4/28/93	196 5.1	69546530 61.2	RVISION
PRU-BACHE ENERGY INC FDS PARKER & PARSLEY PETE ET AL	LP INTS 14D-1	5/14/93	0 0.0	74410399 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
PRU-BACHE ENERGY INC FDS PARKER & PARSLEY PETE ET AL	LP INTS 14D-1	5/14/93	0 0.0	74410399 0.0	RVSION
PRU-BACHE ENERGY INC LPS PARKER & PARSLEY PETE ET AL	LP INTS 14D-1	5/14/93	0 0.0	74410599 0.0	NEW
PRU-BACHE ENERGY INC LPS PARKER & PARSLEY PETE ET AL	LP INTS 14D-1	5/14/93	0 0.0	74410599 0.0	RVSION
PRU-BACHE PENS RET LPS PARKER & PARSLEY PETE ET AL	DEP UTS 14D-1	5/14/93	0 0.0	74412099 0.0	NEW
PRU-BACHE PENS RET LPS PARKER & PARSLEY PETE ET AL	DEP UTS 14D-1	5/14/93	0 0.0	74412099 0.0	RVSION
RAPITECH SYS INC HUTMAN CARL S	COM 13D	3/26/93	1,857 21.3	75381010 0.0	NEW
RAPITECH SYS INC HUTMAN CARL S	COM 13D	3/26/93	1,857 21.3	75381010 0.0	RVSION
RESPONSE TECHNOLOGIES INC SEAFIELD CAPITAL CORP ET AL	COM 13D	5/ 3/93	20,739 64.0	76123210 58.2	UPDATE
PRU-BACHE PENS & INTL INV LP DEPOSITARY UNITS PARKER & PARSLEY PETE ET AL	14D-1	5/14/93	0 0.0	76799650 0.0	NEW
PRU-BACHE PENS & INTL INV LP DEPOSITARY UNITS PARKER & PARSLEY PETE ET AL	14D-1	5/14/93	0 0.0	76799650 0.0	RVSION
SEI CORP SMITH THOMAS W ET AL	COM 13D	4/16/93	894 9.3	78411710 8.3	UPDATE
SEI CORP SMITH THOMAS W ET AL	COM 13D	4/16/93	894 9.3	78411710 8.3	RVSION
USG CORP GOLDMAN SACHS & CO ET AL	COM PAR 13D	5/ 6/93	15,990 28.7	90329330 0.0	NEW
UNITED FED BANCORP INC PNC BANK CORP	COM 13D	5/ 4/93	15 0.3	91025010 0.0	NEW
UNITED FED BANCORP INC PNC BANK CORP	COM 13D	5/ 4/93	15 0.3	91025010 0.0	RVSION
U S ALCOHOL TESTING AMER INC COM WALSH GREENWOOD & CO ET AL	13D	4/21/93	1,496 9.9	91199510 12.3	UPDATE
U S ALCOHOL TESTING AMER INC COM WALSH GREENWOOD & CO ET AL	13D	4/21/93	1,496 9.9	91199510 12.3	RVSION
VORNADO REALTY TRUST ROTH STEVEN ET AL	COM 13D	5/ 6/93	7,959 37.8	92904210 0.0	NEW