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December 7, 1993

U.S. SECURITIES
EXCHANGE COMMISSION

ENFORCEMENT PROCEEDINGS

ACTION FILED AGAINST ULTRA INTERNATIONAL CORPORATION, NETWORK ASSOCIATES INTERNATIONAL, INC., JAMES RUSSELL, KEITH BROOKS, JAMES DRUMMING AND JOHN LARSON

On December 7, the Commission announced the filing of a complaint against Ultra International Corporation (Ultra), Network Associates International, Inc., James M. Russell, Keith E. Brooks (Brooks), James J. Drumming (Drumming) and John K. Larson (Larson) in the U.S. District Court for the District of Columbia seeking injunctive relief, an accounting, disgorgement and civil penalties.

The complaint alleges 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 through the use of a pyramid scheme. The complaint alleges that the defendants sold these securities by making repeated material misrepresentations and omissions regarding Ultra's operations.

The complaint seeks to enjoin all of the defendants from violating Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder. In addition, the complaint seeks to enjoin Brooks, Drumming and Larson from violating Section 15(a) of the Exchange Act. The complaint also seeks an accounting of all funds received by the defendants in connection with the alleged activities, disgorgement of those funds, plus prejudgment interest, and payment of civil penalties. Simultaneously with the filing of the Commission's complaint, Brooks consented to the entry of an order enjoining him from violating the aforementioned provisions of the securities laws and ordering him to disgorge \$7,333.00. [SEC v. Ultra International Corporation, et al., D.D.C., Civil Action No. 93-2495, SS] (LR-13894)

INVESTMENT COMPANY ACT RELEASES

WHITE RIVER CORPORATION

A conditional order has been issued under Section 6(c) and 6(e) of the Investment Company Act on an application filed by White River Corporation. Applicant was created

as part of a reorganization of Fund American Enterprises Holdings, Inc. (FAEH) as a wholly-owned subsidiary of FAEH. As part of the reorganization, FAEH plans to distribute to its shareholders a majority of its holdings in applicant. Because of applicant's asset composition, applicant falls within the definition of an investment company under the Act, however, it plans to engage in a non-investment company business. The order grants applicant a temporary exemption from all provisions of the Act except Sections 9, 17(a) (as modified in the application), 17(d) (as modified), 17(e) (as modified), 17(f), and 36 through 53, and the rules thereunder. (Rel. IC-19923 - December 6)

HOLDING COMPANY ACT RELEASES

JERSEY CENTRAL POWER & LIGHT, ET AL.

A notice has been issued giving interested persons until December 27 to request a hearing on a proposal by Jersey Central Power & Light Company (JCP&L), Metropolitan Edison Company (MEC), Pennsylvania Electric Company (PEC), GPU Service Corporation (Service) and GPU Nuclear Corporation (Nuclear) (together with JCP&L, PEC, MEC, and Service, Applicants), each a subsidiary company of General Public Utilities Corporation, a registered holding company. Each of the Applicants propose to enter into credit card agreements with one or more financial institutions to borrow amounts through December 31, 1996 that will not exceed \$3 million in the aggregate for all Applicants. Pursuant to such agreements, each Applicant would provide credit cards to designated employees to purchase certain goods and services for the company presently obtained through petty cash and company purchase orders. (Rel. 35-25937)

THE SOUTHERN COMPANY

A notice has been issued giving interested persons until December 27 to request a hearing on a proposal by The Southern Company (Southern), a registered holding company to engage in financing. Southern proposes to issue and sell, in one or more transactions from time to time, up to ten million shares of its authorized but unissued common stock, par value \$5 per shares (Common Stock), through December 31, 1996. In addition, Southern proposes to guarantee the securities of one or more "exempt wholesale generators" or "foreign utility companies" through December 31, 1996. Southern has requested an exception from the competitive bidding requirements of Rule 50 with regard to the issuance and sale of potentially all of the Common Stock. (Rel. 35-25937)

ENTERGY CORPORATION

A supplemental notice has been issued giving interested persons until December 27 to request a hearing on a proposal by Entergy Corporation, a registered holding company, to issue and sell from time to time, through March 31, 1997, up to 2 million shares of its common stock to the participants in a Stock Investment Plan. (Rel. 35-25937)

CENTRAL AND SOUTH WEST CORPORATION, ET AL.

A supplemental order has been issued authorizing a proposal by Central and South West Corporation (CSW), a registered holding company, and its nonutility subsidiary company, Transok, Inc. (Transok), whereby CSW will make equity investments in Transok through capital contributions, the acquisition of common stock or both in aggregate principal amounts of up to \$65 million at any time prior to December 31, 1994, using internal funds or the proceeds from the sale of commercial paper. (Rel. 35-25938)

AMERICAN ELECTRIC POWER COMPANY, INC.

A supplemental order has been issued authorizing a proposal by American Electric Power Company, Inc. (AEP), a registered holding company, to issue and sell up to 3.8 million shares of its common stock to the AEP System Employees Savings Plan, through December 31, 1996. (Rel. 35-25939)

SELF-REGULATORY ORGANIZATIONS

DELISTING GRANTED

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration Lo-Jack Corporation, Common Stock, \$.01 Par Value. (Rel. 34-33279)

UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until December 27 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: Philadelphia Stock Exchange - 10 issues (Rel. 34-33287); Cincinnati Stock Exchange - 8 issues (Rel. 34-33281); and Chicago Stock Exchange - 33 issues (Rel. 34-33286).

UNLISTED TRADING PRIVILEGES GRANTED

An order has been issued granting the application of the Philadelphia Stock Exchange for unlisted trading privileges in one issue which is listed and registered on one or more other national securities exchange and is reported in the consolidated transaction reporting system. (Rel. 34-33280)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved proposed rule changes (SR-OCC-93-12 and SR-ICC-93-05) filed by The Options Clearing Corporation and The Intermarket Clearing Corporation relating to a cross-margining program among OCC, ICC and the Commodity Clearing Corporation. (Rel. 34-33272)

The Commission approved a proposed rule change (SR-MSRB-93-06) filed by the Municipal Securities Rulemaking Board relating to automated comparison of inter-dealer transactions. Publication of the approval order is expected in the Federal Register during the week of December 6. (Rel. 34-33275)

PROPOSED RULE CHANGE

The MBS Clearing Corporation filed a proposed rule change (SR-MBS-93-02) that would amend the minimum capital requirements of broker applicants for membership. Publication of the proposal is expected in the Federal Register during the week of December 6. (Rel. 34-33273)

APPLICATION FOR EXTENSION OF TEMPORARY REGISTRATION AS A CLEARING AGENCY

The MBS Clearing Corporation filed a request for extension of its registration as a clearing agency under Section 17A of Act until December 31, 1994. Publication of the notice is expected in the Federal Register during the week of December 6. (Rel. 34-33274)

AMENDMENT OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed Amendment No. 4 to the NASD's proposed short sale rule (SR-NASD-92-12). The NASD is amending the proposed short sale rule or "bid test" for Nasdaq National Market securities by modifying the limited exemption from the rule for certain short sales effected by options market makers. The amendment contains a similar exemption for warrant market makers. Publication of the proposal is expected in the Federal Register during the week of December 13. (Rel. 34-33289)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-93-67) to extend, on an interim basis, the OTC Bulletin Board Service through February 1, 1994. (Rel. 34-33290)

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-8 PRECISION OPTICS CORPORATION INC, 22 EAST BROADWAY, GARDNER, MA 01440
(508) 630-1800 - 939,100 (\$2,323,028) COMMON STOCK. (FILE 33-72108 -
NOV. 24) (BR. 8)

REGISTRATIONS CONT.

- S-8 BE AEROSPACE INC, 1300 CORPORATE CENTER WAY, WELLINGTON, FL 33414
(407) 791-1266 - 860,000 (\$9,332,500) COMMON STOCK. (FILE 33-72194 -
NOV. 26) (BR. 12)
- S-3 IMMUCELL CORP /DE/, 56 EVERGREEN DR, PORTLAND, ME 04103 (207) 878-2770
- 450,000 (\$937,500) COMMON STOCK. (FILE 33-72196 - NOV. 24) (BR. 4)
- S-3 ABBEY HEALTHCARE GROUP INC/DE, 3560 HYLAND AVE, COSTA MESA, CA 92626
(714) 957-2000 - 118,591 (\$2,935,127.25) COMMON STOCK. (FILE 33-72202 -
NOV. 26) (BR. 5)
- S-1 SIMTEK CORP, 1465 KELLY JOHNSON BLVD, STE 301, COLORADO SPRINGS, CO
80920 (719) 531-9444 - 4,600,000 (\$6,900,000) COMMON STOCK. UNDERWRITER:
THOMAS JAMES ASSOCIATES INC. (FILE 33-72204 - NOV. 26) (BR. 3)
- M-1A AMERICAS UTILITY TAX FREE INCOME FUND INC, 901 EAST BYRD ST, RICHMOND,
VA 23219 (804) 775-5719 - INDEFINITE SHARES. (FILE 33-72208 - NOV. 29)
(BR. 17 - NEW ISSUE)
- S-8 SHL SYSTEMHOUSE INC, 50 OCONNOR ST STE 501,
OTTAWA ONTARIO CANADA K1P 6L2, A6 (613) 236-1428 - 500,000 (\$3,625,000)
COMMON STOCK. (FILE 33-72214 - NOV. 29) (BR. 9)
- S-3 VARLEN CORP, 55 SHUMAN BLVD, P O BOX 3089, MAPERVILLE, IL 60566
(708) 420-0400 - 30,000 (\$746,250) COMMON STOCK. (FILE 33-72218 - NOV. 29)
(BR. 6)
- S-1 SCM LTD, 3107 TRUEND RD, HENDERSON, NV 89014 - 80,000,000 COMMON STOCK.
(FILE 33-72230 - NOV. 26) (BR. 12 - NEW ISSUE)
- F-6 N V KONINKLIJKE KNP BT/ADR/, 48 WALL ST, NEW YORK, NY 10286
(212) 495-1727 - 50,000,000 (\$2,500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-72242 - NOV. 26)
(NEW ISSUE)
- S-4 EDITEK INC, 1238 ANTHONY RD, BURLINGTON, NC 27215 (919) 226-6311 -
900,000 (\$3,375,000) COMMON STOCK. (FILE 33-72246 - NOV. 26) (BR. 4)
- SB-2 DATAMAP INC /MN/, 7525 MITCHELL RD STE 300, EDEN PRAIRIE, MN 55344
(612) 934-0900 - 1,669,835 (\$9,497,186.56) COMMON STOCK. (FILE 33-72248 -
NOV. 26) (BR. 6)
- S-3 BUFFTON CORP, 226 BAILEY AVE STE 101, FORT WORTH, TX 76107
(817) 332-4761 - 89,970 (\$129,331.88) COMMON STOCK. (FILE 33-72250 -
NOV. 26) (BR. 5)
- S-8 EMBRACE SYSTEMS CORP, 100 E EIGHTH ST, HOLLAND, MI 49423 (616) 396-8700
- 900,000 (\$8,268,750) COMMON STOCK. (FILE 33-72252 - NOV. 26) (BR. 5)
- S-8 EMBRACE SYSTEMS CORP, 100 E EIGHTH ST, HOLLAND, MI 49423 (616) 396-8700
- 750,000 (\$5,250,000) COMMON STOCK. (FILE 33-72254 - NOV. 26) (BR. 5)
- S-8 MERIDIAN NATIONAL CORP, 805 CHICAGO ST, TOLEDO, OH 43611 (419) 729-3918
- 150,000 (\$361,500) COMMON STOCK. (FILE 33-72256 - NOV. 26) (BR. 2)
- S-8 UNITED MERIDIAN CORP, 1201 LOUISIANA, STE 1400, HOUSTON, TX 77002
(713) 654-9110 - 1,700,000 (\$29,643,750) COMMON STOCK. (FILE 33-72258 -
NOV. 26) (BR. 4)

REGISTRATIONS CONT.

- S-8 SKY SCIENTIFIC INC, 1515 N FEDERAL HWY STE 310, BOCA RATON, FL 33432
(407) 362-9494 - 20,000 (\$14,400) COMMON STOCK. (FILE 33-72260 - NOV. 26)
(BR. 8)
- S-8 PERFUMANIA INC, 11701 N W 101 RD, MIAMI, FL 33178 (305) 889-1600 -
600,000 (\$3,991,206.25) COMMON STOCK. (FILE 33-72262 - NOV. 26) (BR. 4)
- S-8 BIO DYNE CORP /GA, 5400 BUCKNELL DR S W, ATLANTA, GA 30336
(404) 346-3100 - 300,000 (\$337,500) COMMON STOCK. (FILE 33-72264 -
NOV. 26) (BR. 12)
- S-8 INDIVIDUAL INVESTOR GROUP INC, 38 EAST 29TH ST, NEW YORK, NY 10016
(212) 689-2777 - 700,000 (\$3,101,297.50) COMMON STOCK. (FILE 33-72266 -
NOV. 26) (BR. 11)
- S-8 ABRAXAS PETROLEUM CORP, 909 N E LOOP 410 STE 900, SAN ANTONIO, TX 78209
(210) 828-5354 - 100,000 (\$956,250) COMMON STOCK. (FILE 33-72268 -
NOV. 26) (BR. 3)
- S-8 SEK FAMOUS BRANDS INC, 11100 W BROAD ST, PO BOX 31800, RICHMOND, VA
23294 (804) 346-2500 - 500,000 (\$10,375,000) COMMON STOCK. (FILE 33-72270
- NOV. 26) (BR. 2)
- S-8 UNITED VIDEO SATELLITE GROUP INC, 3801 SOUTH SHERIDAN RD, TULSA, OK
74145 (918) 665-6690 - 2,432,112 (\$31,998,277) COMMON STOCK. (FILE
33-72272 - NOV. 29) (BR. 7)
- S-8 METALCLAD CORP, 3737 BIRCH ST STE 300, NEWPORT BEACH, CA 92660
(714) 476-2772 - 2,968,500 (\$11,874,000) COMMON STOCK. (FILE 33-72274 -
NOV. 29) (BR. 9)
- S-2 ROYCE LABORATORIES INC /FL/, 16600 NW 54TH AVE, MIAMI, FL 33014
(305) 624-1500 - 2,957,646 (\$12,085,953.50) COMMON STOCK. (FILE 33-72276 -
NOV. 29) (BR. 4)
- S-4 US ENERGY CORP, 877 NORTH 8TH WEST, GLEN L LARSEN BLDG, RIVERTON, WY
82501 (307) 856-9271 - 276,460 (\$2,219,656) COMMON STOCK. (FILE 33-72280 -
NOV. 29) (BR. 9)
- S-8 APPLEBEES INTERNATIONAL INC, 4551 W 107TH ST STE 100, 2300 MAIN STE 900,
OVERLOOK PARK, KS 66207 (913) 967-4000 - 1,000,000 (\$25,500,000)
COMMON STOCK. (FILE 33-72282 - NOV. 29) (BR. 11)

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		
ADVANTA CORP	DE	X								12/03/93	
AIRGAS INC	DE				X					12/02/93	
AMERICAN NURSERY PRODUCTS INC	DE		X			X				11/16/93	
AOI COAL CO	DE				X	X				12/01/93	
BANCFLOIDA FINANCIAL CORP	DE	X								09/30/93	
BELMAC CORP /FL/	FL				X	X				11/24/93	
BIOPOOL INTERNATIONAL INC	DE				X					11/23/93	
CALIFORNIA ENERGY CO INC	DE				X	X				12/01/93	
CANADA SOUTHERN PETROLEUM LTD	CT				X	X				11/17/93	
CELEBRITY INC	TX	X				X				11/17/93	
CENTRAL MAINE POWER CO	ME				X	X				11/30/93	
CHECKERS DRIVE IN RESTAURANTS INC /DE	DE	X		X	X					09/07/93AMEND	
CHURCHILL DOWNS INC	KY					X	X			11/18/93	
CORTEX PHARMACEUTICALS INC/DE/	DE				X	X				12/01/93	
CT COMMUNICATIONS INC /NC	NC				X	X				10/25/93	
DATAMAP INC /MN/	MN				X					12/01/93	
DELTA AIR LINES INC /DE/	DE					X				11/30/93AMEND	
DESTROM IDI INC		NO ITEMS								11/17/93	
DIAMOND STATE TELEPHONE CO	DE					X				12/01/93	
DLJ MORTGAGE ACC CORP MUL FAM MOR PASS T	DE				X	X				11/15/93	
EARTH CARE PRODUCTS INC	CO	X	X		X	X				10/26/93	
FEDERAL MOGUL CORP	MI		X							11/10/93AMEND	
FERRARA FOOD COMPANY INC	DE				X	X				11/17/93	
FIRST CASH INC	DE				X	X				11/24/93	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/93	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/93	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/93	
GIANT GROUP LTD	DE				X	X				11/23/93	
GOLDEN ISLES FINANCIAL HOLDINGS INC	GA				X					12/01/93	
IMPERIAL FEDERAL SAVINGS ASSO MOR PA TH	CA					X				10/31/93	
IMPERIAL FEDERAL SAVINGS ASSO MOR PAS TH	CA					X				10/31/93	
IMPERIAL FEDERAL SAVINGS ASSO MOR PAS TH	CA					X				10/31/93	
IMPERIAL FEDERAL SAVINGS ASSO MOR PAS TH	CA					X				10/31/93	
IMPERIAL FEDERAL SAVINGS ASSO MOR PAS TH	CA					X				10/31/93	
IMPERIAL FEDERAL SAVINGS ASSOCIATION	DE					X				10/31/93	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
JAMES RIVER CORP OF VIRGINIA	VA				X	X				11/23/93	
KENDALL SQUARE RESEARCH CORP/DE	DE				X	X				11/29/93	
LEHMAN PASS THRO SEC INC LB NO TR NOR PA	DE				X	X				11/15/93	
LEHMAN PASS THRO SEC INC LB MORT TR NJ P	DE				X	X				08/25/93	
LONG ISLAND LIGHTING CO	NY	X								12/03/93	
LSB INDUSTRIES INC	DE				X					11/30/93	
NANNING GREG AUCTIONS INC	DE						X			09/17/93	
MASSACHUSETTS ELECTRIC CO	MA				X					11/30/93	
NCCAW CELLULAR COMMUNICATIONS INC	DE				X	X				12/01/93	
NELSON BANK CORP	PA				X	X				12/01/93	
MERCK & CO INC	NJ	X					X			11/18/93	
MICRO BIO MEDICS INC	NY	X			X	X	X			11/19/93	
ML EQ REAL ESTATE PORTFOLIO L P	DE				X					11/22/93	
MORGAN STANLEY FINANCE PLC	DE				X	X				11/19/93	
NATIONAL ADVERTISING GROUP INC	FL	X								08/15/93	
NEW ENGLAND ELECTRIC SYSTEM	MA				X					11/30/93	
NEW VALLEY CORP	NY				X	X				11/19/93	
NEW VALLEY CORP	NY				X	X				11/24/93	
NISSAN AUTO RECEIVABLES 1991-A GRANTOR T	DE				X	X				11/15/93	
NISSAN AUTO RECEIVABLES 1991-B GRANTOR T	DE				X	X				11/15/93	
NISSAN AUTO RECEIVABLES 1992-A GRANTOR T	DE				NO ITEMS					11/15/93	
NORD RESOURCES CORP	DE	X					X			11/17/93	
PACIFIC PHYSICIAN SERVICES INC /DE	DE	X					X			11/24/93	
PRUDENTIAL HOME NOR SEC CO INC NOR PA TN						X	X			09/17/93	
SANSON FINANCIAL GROUP INC					X		X			07/19/93	
SCRIPPS HOWARD BROADCASTING CO	OH	X								12/01/93	
SEAGATE TECHNOLOGY INC	DE	X			X	X				11/29/93	
SPX CORP	DE	X					X			11/05/93	
TANDY MASTER TRUST	DE				X	X				10/15/93	
TANDYCRAFTS INC	DE	X					X			12/01/93	
TENNEY ENGINEERING INC	NJ				X	X				11/19/93	
THRIFTY TEL INC	DE				X					11/30/93	
UNILAB CORP /DE/	DE				X	X				11/10/93	
USAA AUTO LOAN GRANTOR TRUST 1993-1					X	X				11/15/93	
VANDEN CAPITAL GROUP INC	CO				X					11/10/93	
WESTMINSTER CAPITAL INC	DE				X	X				11/30/93	