

sec news digest

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December 23, 1993

U.S. SECURITIES
EXCHANGE COMMISSION

RULES AND RELATED MATTERS

PUBLICATION OF REGULATORY FLEXIBILITY ACT RULE REVIEW SCHEDULE

The Commission has authorized publication in the Federal Register of a list of rules scheduled for review pursuant to the Regulatory Flexibility Act. The list provides the public with notice that these rules are scheduled for review by the agency and the public is invited to comment on them. Public comments are due by January 31, 1994. (Rel. Nos. 33-7039; 34-23361; 35-25955; 39-2317; IC-19969 and IA-1395; File No. S7-35-93)

ELIMINATION OF FILING REQUIREMENTS FOR PRELIMINARY PROXY MATERIALS UNDER CERTAIN CIRCUMSTANCES

Today, the Commission adopted amendments to the proxy and information statement filing requirements under Rules 14a-6 and 14c-5. Under the amendments, the requirement to file a proxy statement in preliminary form is not triggered by shareholder action on new compensation plans or amendments to existing plans. FOR FURTHER INFORMATION CONTACT: Gregg W. Corso, Paula Dubberly, Brian L. Henry or Thomas D. Twedt at (202) 272-3097. (Rel. Nos. 34-33371; IC-19981)

ENFORCEMENT ACTIONS

MERRILL LYNCH, PIERCE, FENNER & SMITH INC., FREDERICK ROEMER AND ROBERT PLUNKETT SANCTIONED

The Commission has issued an Order Instituting Proceedings Pursuant to Sections 15(b) and 21C of the Securities Exchange Act of 1934, Accepting Offers of Settlement, Making Findings, Imposing Remedial Sanctions and Ordering Respondents to Cease and Desist against Merrill Lynch, Pierce, Fenner & Smith Inc., Frederick J. Roemer and Robert J. Plunkett. Simultaneously, the Commission accepted Offers of Settlement, whereby, each Respondent consented to the Order, without admitting or denying the findings contained therein.

On the basis of the Order and the Offers of Settlement, the Commission found that Merrill Lynch willfully violated Section 17(a) of the Securities Exchange Act of 1934 and Rule 17a-3 thereunder based on the firm's failure to record properly on its books and records certain securities transactions in two separate matters. In connection with one of those matters, the Commission also found that Roemer and Plunkett willfully aided and abetted and caused Merrill Lynch's violations.

Pursuant to the Order and the Offers of Settlement, Merrill Lynch was required to adopt and implement certain procedures. In addition, each Respondent was censured and ordered to cease and desist. (Rel. 34-33367)

SUNACO ENERGY, INC., AND PROMOTERS ENJOINED IN LIMITED PARTNERSHIP SCHEME

The Commission announced that on December 1 Final Judgments by consent were ordered against defendants Sunaco Energy, Inc. (Sunaco), Jerry W. Reeves (Reeves), Donald L. Hawes (Hawes) and John C. Worman (Worman) permanently enjoining them from future violations or aiding and abetting violations of the registration, antifraud, and broker-dealer provisions of the federal securities laws. Disgorgement orders were also entered against Reeves, Hawes and Worman, however, payment was waived based on their demonstrated financial inability to pay.

The Commission's complaint, filed August 20, 1992, alleged that the defendants raised approximately \$3 million from 240 investors residing in 28 states during a nationwide "cold call" campaign to sell interests in five unregistered limited partnerships. The complaint further alleged that the defendants either misrepresented or failed to state material facts concerning, among other things, the true financial condition of the corporations serving as general partners, the identity of certain of the defendants as control persons of the general partners, the rate and amount of return on the investments, the likelihood of the success of the ventures, the commingling of investor funds, and the use of investor funds to pay commissions and excessive salaries to the defendants. [SEC v. Sunaco Energy, Inc., et al., 3:92-CV-1696, USDC, ND TX, Dallas] (LR-13912)

"BOILER ROOM" OPERATORS ENJOINED

The Commission announced that Final Judgments were entered by consent on November 12, 1993 against defendants David M. Beckham, James L. Cox, Leon W. Snearly, Alfred E. Bremers, American Royalty Corporation, Tekna Synergy Corporation, and Investamerica Financial Services Corporation (Investamerica). All the defendants are permanently enjoined from future violations of the antifraud provisions of the federal securities laws, and all of the defendants except Investamerica are additionally enjoined from future violations of the securities registration provisions. The Court ordered disgorgement for each defendant, however, payment was waived based on the defendants' demonstrated financial inability to pay.

The Commission's complaint, filed February 5, 1993, alleged that the defendants engaged in "boiler room" sales of oil and gas investments raising more than \$10 million from at least 200 investors in 15 states. The complaint further alleged the defendants used false and misleading offering documents which misrepresented, among other things, the use of investor funds, the financial condition of the companies issuing the securities, the expected returns and risks associated with the offering and the experience and background of the individual defendants. [SEC v. Investamerica Financial Services Corporation, et al., Civil Action No. 4:93-CV-084, USDC, ND TX, Fort Worth Division] (LR-13913)

INVESTMENT COMPANY ACT RELEASES

SUNAMERICA MULTI-ASSET PORTFOLIOS, INC.

A notice has been issued giving interested persons until January 18, 1994 to request a hearing on an application filed by SunAmerica Multi-Asset Portfolios, Inc. for an order under Section 8(f) of Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-19970 - December 21)

PIONEER FUND, ET AL.

An order has been issued on an application filed by Pioneer Fund, et al. under Section 6(c) of the Investment Company Act that would exempt applicants from Sections 2(a)(32), 2(a)(35), 18(f)(1), 18(g), 18(i), and 22(d) of the Act and Rule 22c-1 thereunder. The order permits applicants to issue multiple classes of shares representing interests in the same portfolio of securities, and to assess and, under certain circumstances, waive a contingent deferred sales charge (CDSC) on certain redemptions of the shares. The requested order supersedes a prior order that permits applicants to assess and, under certain circumstances, waive a CDSC on certain redemptions of the shares. (Rel. IC-19971 - December 21)

CO-OPERATIVE BANK INVESTMENT FUND

An order has been issued on an application filed by Co-operative Bank Investment Fund under Section 6(c) of the Investment Company Act for an exemption from Sections 13(a), 15(a), 16(a) and (b), 18(i), 22(d), and 32(a)(2) and (3) of the Act. The order amends applicant's existing order by permitting applicant to offer its securities to the Savings Bank Life Insurance Company of Massachusetts. (Rel. IC-19972 - December 21)

SLH HIGH YIELD FUND INC.
MFS RESEARCH FUND
MFS MUNICIPAL BOND TRUST
MFS LIFETIME INTERMEDIATE FUND

Orders have been issued under Section 8(f) of the Investment Company Act declaring that the above-named companies have ceased to be investment companies. (Rel. IC-19973; IC-19974; IC-19975; IC-19976, respectively - December 21)

AEGON NV, ET AL.

An order has been issued on an application filed by AEGON NV, et al. under Section 6(c) of the Investment Company Act granting relief from Sections 2(a)(13) and 6(b) to permit the AEGON USA Producers' Stock Purchase Plan (Plan) to be treated as an employees' security company, and pursuant to Section 6(b) exempting the Plan from all provisions of the Act and rules and regulations thereunder other than Sections 7, 8(a), 9 (except as provided in the application), 17 (except as provided in the application), 21, 30(a) (to the extent that it requires distribution of audited annual reports), and 33 through 53, and the rules thereunder. (Rel. IC-19977 - December 21)

STONE STREET FUND 1984, ET AL.

A conditional order has been issued on an application filed by Stone Street Fund 1984, et al. under Sections 6(b) and 6(e) granting relief from all of the provisions of the Act except Sections 9, 17 (except for certain provisions of Sections 17(a), (d), (f), and (g) as described in the application), 30 (except for certain provisions of Sections 30(a), (b), and (d) as described in the application), and 36-53, and the rules and regulations thereunder. The requested order supersedes a prior order that exempted applicants from most of the provisions of the Act and the regulations thereunder. (Rel. IC-19978 - December 21)

MFS HIGH YIELD MUNICIPAL BOND FUND

An order has been issued under Section 8(f) of the Investment Company declaring that MFS High Yield Municipal Bond Fund has ceased to be an investment company. (Rel. IC-19979 - December 21)

HOLDING COMPANY ACT RELEASES

EASTERN EDISON COMPANY, ET AL.

An order has been issued authorizing a proposal by Eastern Edison Company, Blackstone Valley Electric Company, Newport Electric Corporation, EUA Service Corporation, EUA Ocean State Corporation, and Montaup Electric Company, all subsidiary companies of Eastern Utilities Associates, a registered holding company, to issue and sell short-term notes to banks through December 31, 1995. (Rel. 35-25956)

AMERICAN ELECTRIC POWER COMPANY, INC., ET AL.

An order has been issued authorizing a proposal by American Electric Power Company, Inc. (AEP), a registered holding company, and its subsidiaries, AEP Generating Company (Generating), Appalachian Power Company (Appalachian), Columbus Southern Power Company (Columbus), Indiana Michigan Power Company (Indiana Michigan), Kanawha Valley Power Company (Kanawha), Kentucky Power Company (Kentucky Power), Kingsport Power Company (Kingsport), Ohio Power Company (Ohio Power) and Wheeling Power Company (Wheeling). During the period beginning January 1, 1994 and ending December 31, 1995: AEP, Appalachian, Columbus, Indiana Michigan, Kentucky Power and Ohio Power propose to issue, sell and renew short-term notes to banks and commercial paper to dealers (under an exception from competitive bidding) in aggregate principal amounts not to exceed \$150 million, \$250 million, \$200 million, \$200 million, \$100 million and \$250 million, respectively, outstanding at any one time; Generating, Kanawha, Kingsport and Wheeling propose to issue, sell and renew short-term notes to banks in aggregate principal amounts not to exceed \$50 million, \$10 million, \$20 million and \$20 million, respectively, outstanding at any one time; and AEP proposes to make certain capital contributions to its subsidiaries. (Rel. 35-25957)

NEW ENGLAND ENERGY INCORPORATED

A supplemental order has been issued authorizing a proposal by New England Energy Incorporated (NEEI), an electric public-utility subsidiary company of New England Electric System (NEES), a registered holding company. NEEI proposes to invest up to \$10 million, through December 31, 1994, in its partnership (Partnership) with Samedan Oil Corporation, an unaffiliated company, for developing existing oil and gas prospects belonging to the Partnership. In addition, NEEI requests a reservation of jurisdiction over an additional \$5 million in Partnership contributions. (Rel. 35-25958)

CSW CREDIT, INC., ET AL.

A supplemental order has been issued authorizing a proposal by CSW Credit, Inc. (CSW Credit), a non-utility subsidiary of Central and South West Corporation, a registered holding company. CSW Credit proposes to extend, through December 31, 1994, its existing authorization to borrow funds and for CSW to make equity investments in CSW Credit to finance the factoring of receivables of associate and non-affiliated electric utility companies. (Rel. 35-25959)

MONONGAHELA POWER COMPANY, ET AL.

An order has been issued authorizing a proposal by Monongahela Power Company (Monongahela), The Potomac Edison Company (Potomac Edison) and West Penn Power Company (West Penn) (collectively, Declarants), each an electric public-utility subsidiary company of Allegheny Power System, Inc., a registered holding company. Declarants propose to enter into a \$300 million Competitive Advance and Revolving Credit Facility Agreement (Agreement) for borrowings thereunder through December 31, 1997. In addition, Declarants propose to secure the Agreement with their respective shares of stock in Allegheny Generating Company, an electric utility subsidiary company jointly owned by Declarants. (Rel. 35-25960)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-93-71), which became effective immediately, to provide notice of the adjustment of the credit against gross income assessments of NASD member firms from 62% to 67%. Publication of the order is expected in the Federal Register during the week of December 27. (Rel. 34-33363)

The Midwest Clearing Corporation filed a proposed rule change (SR-MCC-93-05), which became effective immediately. The rule change provides for the automated transfer of mutual fund assets in the form of eligible book-entry shares. (Rel. 34-33366)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Midwest Stock Exchange (SR-MSE-93-15) relating to Amendments to Exchange rules regarding the authority of the Exchange's Floor Procedure Committee and the composition and authority of its subcommittees. (Rel. 34-33364)

PROPOSED RULE CHANGE

The Depository Trust Company filed a proposed rule change (SR-DTC-93-14) relating to a clarification of DTC Rule 5. Publication of the proposal is expected in the Federal Register during the week of December 27. (Rel. 34-33365)

APPROVAL OF PROPOSED RULE CHANGE AND ACCELERATED APPROVAL OF AMENDMENT TO PROPOSED RULE CHANGE

The Commission granted approval to a proposed rule change (SR-NYSE-93-44) and granted accelerated approval of Amendment No. 1 to the proposed rule change filed by the New York Stock Exchange relating to European Portfolio Market Index Target-Term Securities. Publication of the notice and approval order is expected in the Federal Register during the week of December 27. (Rel. 34-33368; International Series Rel. 624)

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 INTERNATIONAL PAPER CO /NEW/, TWO MANHATTANVILLE RD, PURCHASE, NY 10577
(914) 397-1500 - 117,397 (\$7,865,599) COMMON STOCK. (FILE 33-51447 - DEC. 15) (BR. 8)
- S-3 BELLSOUTH CORP, 1155 PEACHTREE ST NE, ATLANTA, GA 30367 (404) 249-2000
- 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-51449 - DEC. 15)
(BR. 7)
- S-3 HOUSEHOLD FINANCE CORP, 2700 SANDERS RD, PROSPECT HEIGHTS, IL 60070
(708) 564-5000 - 2,000,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE 33-51451 - DEC. 15) (BR. 11)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48674
(517) 636-1000 - 10,000 (\$586,875) COMMON STOCK. (FILE 33-51453 - DEC. 15)
(BR. 2)

REGISTRATIONS CONT.

- S-8 ALLIED SIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962
(201) 455-2000 - 6,000,000 (\$449,411,504.25) COMMON STOCK. (FILE 33-51455
- DEC. 15) (BR. 12)
- S-2 CERTIFIED GROCERS OF CALIFORNIA LTD, 2601 S EASTERN AVENUE,
C/O H E COLLINS VICE PRESIDENT, LOS ANGELES, CA 90040 (213) 726-2601 -
30,000,000 (\$30,000,000) STRAIGHT BONDS. (FILE 33-51457 - DEC. 15)
(BR. 3)
- S-3 MUI CORP, 550 RTE 202-206, BOX 760, BEDMINSTER, NJ 07921 (908) 781-0500
- 100,000 (\$2,587,500) COMMON STOCK. (FILE 33-51459 - DEC. 15) (BR. 7)
- S-3 SOUTHERN UNION CO, 504 LAVACA ST 8TH FL, AUSTIN, TX 78701 (512) 477-5852
- 475,000,000 (\$475,000,000) STRAIGHT BONDS. (FILE 33-51461 - DEC. 15)
(BR. 8)
- S-8 U S TRUST CORP, 114 WEST 47TH ST, NEW YORK, NY 10036 (212) 852-1000 -
679,847 (\$35,606,986.63) COMMON STOCK. (FILE 33-51463 - DEC. 15) (BR. 1)
- S-3 TCF FINANCIAL CORP, 801 MARQUETTE AVE STE 302, MINNEAPOLIS, MN 55402
(612) 370-7000 - 2,042,106 (\$53,483,726) COMMON STOCK. (FILE 33-51465 -
DEC. 15) (BR. 1)
- S-8 PROCTER & GAMBLE CO, ONE PROCTER & GAMBLE PLZ, CINCINNATI, OH 45202
(513) 983-1100 - 150,000 (\$8,521,875) COMMON STOCK. (FILE 33-51469 -
DEC. 15) (BR. 2)
- S-8 TIME WARNER INC, TIME & LIFE BLDG ROCKFELLER CENTER,
75 ROCKEFELLER PLAZA, NEW YORK, NY 10019 (212) 484-8000 - 2,500,000
(\$111,093,750) COMMON STOCK. (FILE 33-51471 - DEC. 15) (BR. 11)
- S-8 PENNZOIL CO /DE/, PENNZOIL PL, P O BOX 2967, HOUSTON, TX 77252
(713) 546-4000 - 100,000 (\$5,525,000) COMMON STOCK. (FILE 33-51473 -
DEC. 15) (BR. 11)
- S-8 AMOCO CORP, 200 E RANDOLPH DR, MAIL CODE 3107A, CHICAGO, IL 60601
(312) 856-6111 - 300,000 (\$15,693,750) COMMON STOCK. (FILE 33-51475 -
DEC. 16) (BR. 11)
- SB-2 AMERICAN CINEMASTORES INC, 8946 ELLIS AVE, LOS ANGELES, CA 90038 -
7,050,000 (\$25,452,500) COMMON STOCK. 100,000 (\$30,000)
WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$600,000) COMMON STOCK. (FILE
33-72490-LA - DEC. 03) (BR. 2 - NEW ISSUE)
- S-8 MEDIPLEX GROUP INC, 15 WALNUT ST, WELLESLEY, MA 02181 (617) 446-6900 -
450,000 (\$11,421,000) COMMON STOCK. (FILE 33-72674 - DEC. 09) (BR. 6)
- S-8 LURIA L & SON INC, 5770 MIAMI LAKES DR, MIAMI LAKES, FL 33014
(305) 557-9000 - 675,000 (\$8,048,875) COMMON STOCK. (FILE 33-72690 -
DEC. 09) (BR. 2)
- S-3 NEOPROBE CORP, 8000 RAVINES EDGE COURT, STE 100, COLUMBUS, OH 43235
(614) 786-7180 - 6,316,965 (\$32,718,117.81) COMMON STOCK. (FILE 33-72700 -
DEC. 10) (BR. 4)

REGISTRATIONS CONT.

- S-3 STRUCTURED SECURITIES CORP, NORTH TOWER, WORLD FINANCIAL CENTER,
NEW YORK, NY 10281 (212) 449-3350 - 1,000,000 (\$1,000,000)
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-72712 - DEC. 09)
(BR. 12)
- S-8 COPYTELE INC, 900 WALT WHITMAN RD, HUNTINGTON STATION, NY 11746
(516) 549-5900 - 3,000,000 (\$38,640,000) COMMON STOCK. (FILE 33-72716 -
DEC. 09) (BR. 10)
- S-8 COMPUSA INC, 14951 NORTH DALLAS PARKWAY, DALLAS, TX 75240 (214) 406-4700
- 1,070,000 (\$25,746,875) COMMON STOCK. (FILE 33-72718 - DEC. 09) (BR. 1)
- S-2 STANFORD TELECOMMUNICATIONS INC, 1221 CROSSMAN AVENUE, SUNNYVALE, CA
94089 (408) 745-0818 - 1,518,000 (\$29,980,500) COMMON STOCK. UNDERWRITER:
OPPENHEIMER & CO INC, VOLPE WELTY & CO. (FILE 33-72720 - DEC. 09) (BR. 7)
- S-3 AMERIHOST PROPERTIES INC, 2400 E DEVON AVE STE 280, DES PLAINES, IL
60018 (708) 298-4500 - 1,359,084 (\$7,518,360) COMMON STOCK. (FILE
33-72742 - DEC. 10) (BR. 10)
- S-8 NINE WEST GROUP INC /DE, 9 W BROAD ST, STAMFORD, CT 06902 (203) 324-7567
- 3,060,000 (\$97,155,000) COMMON STOCK. (FILE 33-72746 - DEC. 10) (BR. 7)
- S-1 TRICON CAPITAL CORP, 95 ROUTE 17 SOUTH, PARAMUS, NJ 07652 (201) 712-3300
- 14,500,000 (\$377,000,000) COMMON STOCK. (FILE 33-72748 - DEC. 10)
(BR. 12 - NEW ISSUE)
- S-11 PNC COMMERCIAL TRUST, 17290 PRESTON RD, DALLAS, TX 75252 (214) 380-0044
- 400,000 (\$6,000,000) COMMON STOCK. (FILE 33-72750 - DEC. 10) (BR. 12)
- S-8 HOSPITALITY FRANCHISE SYSTEMS INC, 339 JEFFERSON RD, PARSIPPANY, NJ
07054 (201) 428-9700 - 30,000 (\$1,417,500) COMMON STOCK. (FILE 33-72752 -
DEC. 10) (BR. 12)
- S-8 ZOLTEK COMPANIES INC, 3101 MCKELVEY RD, ST LOUIS, MO 63044
(314) 291-5110 - 350,000 (\$2,187,500) COMMON STOCK. (FILE 33-72754 -
DEC. 10) (BR. 8)
- S-8 POLYPHASE CORP, 4230 LBJ FREEWAY STE 404, DALLAS, TX 75244
(214) 490-4214 - 293,000 (\$219,750) COMMON STOCK. (FILE 33-72758 -
DEC. 10) (BR. 3)
- S-3 PERSEPTIVE BIOSYSTEMS INC, 38 SIDNEY ST, CAMBRIDGE, MA 02139
(617) 621-1787 - 815,901 (\$22,029,327) COMMON STOCK. (FILE 33-72760 -
DEC. 10) (BR. 8)
- F-6 SUDANTEX DE VENEZUELA 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 33-72762 -
DEC. 10) (NEW ISSUE)
- S-8 ZEBRA TECHNOLOGIES CORP/DE, 333 CORPORATE WOODS PKWY, VERNON HILLS, IL
60061 (708) 634-6700 - 240,000 (\$13,620,000) COMMON STOCK. (FILE 33-72774
- DEC. 13) (BR. 10)

REGISTRATIONS CONT.

- S-1 INDEPENDENT BANCORP OF ARIZONA INC, 3800 NORTH CENTRAL AVE, STE 900,
PHOENIX, AR 85012 (602) 640-9431 - 7,595,227 (\$158,294,703.44)
COMMON STOCK. (FILE 33-72776 - DEC. 10) (BR. 1 - NEW ISSUE)
- S-8 PYXIS CORPORATION /DE/, 9380 CARROLL PARK DR, SAN DIEGO, CA 92121
(619) 625-3300 - 50,000 (\$3,543,750) COMMON STOCK. (FILE 33-72780 -
DEC. 13) (BR. 10)
- S-4 NETWORK GENERAL CORPORATION, 4200 BOHANNON DRIVE, MENLO PARK, CA 94025
(415) 473-2000 - 2,000,000 (\$1,029,558) COMMON STOCK. (FILE 33-72782 -
DEC. 13) (BR. 10)
- S-8 SHERWOOD GROUP INC, ONE EXCHANGE PLZ, NEW YORK, NY 10006 (212) 482-4000
- 1,474,333 (\$1,647,583) COMMON STOCK. (FILE 33-72790 - DEC. 13) (BR. 11)
- S-8 PAIRGAIN TECHNOLOGIES INC /CA/, 12921 EAST 166TH ST, CERRITOS, CA 90701
(310) 404-8811 - 3,700,000 (\$37,462,500) COMMON STOCK. (FILE 33-72792 -
DEC. 13) (BR. 8)
- SB-1 PAB BANKSHARES INC, 3102 N OAK ST EXT, VALDOSTA, GA 31602 (912) 242-7758
- 150,000 (\$3,000,000) COMMON STOCK. (FILE 33-72794 - DEC. 13) (BR. 2)
- S-1 YAMAHA MOTOR RECEIVABLES CORP, 6555 KATELLA AVE, CYPRESS, CA 90630
(714) 761-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.
UNDERWRITER: CHASE SECURITIES INC. (FILE 33-72806 - DEC. 10) (BR. 11
- NEW ISSUE)
- S-8 LOEMEN GROUP INC, 4126 NORLAND AVE, BURNABY BC CANADA V5G 3S8, A1
(604) 299-9321 - 74,767 (\$2,000,017.25) COMMON STOCK. (FILE 33-72808 -
DEC. 10) (BR. 5)
- S-1 UNIVERSAL OUTDOOR INC, 321 N CLARK ST, CHICAGO, IL 60610 (312) 644-8673
- 65,000,000 (\$65,000,000) STRAIGHT BONDS. (FILE 33-72810 - DEC. 10)
(BR. 5 - NEW ISSUE)
- S-8 BOOKS A MILLION INC, 402 INDUSTRIAL L, BIRMINGHAM, AL 35211
(205) 942-3737 - 450,000 (\$9,984,375) COMMON STOCK. (FILE 33-72812 -
DEC. 10) (BR. 2)
- S-1 LXR BIOTECHNOLOGY INC, 1401 MARINA WAY SOUTH, RICHMOND, CA 94804
(510) 412-9100 - 3,450,000 (\$27,600,000) COMMON STOCK. UNDERWRITER:
BLEIGH D & CO INC. (FILE 33-72814 - DEC. 10) (BR. 4 - NEW ISSUE)
- S-1 MUCOM SHIPHOLDING CORP, TWO ALHAMBRA PLAZA, PENTHOUSE 1E, CORAL GABLES,
FL 33134 (305) 445-5660 - 1,380,000 (\$11,557,500) COMMON STOCK. 750,000
(\$95,250) WARRANTS, OPTIONS OR RIGHTS. 1,181,029 (\$10,919,507)
COMMON STOCK. (FILE 33-72818 - DEC. 10) (BR. 4 - NEW ISSUE)
- S-3 GEOTEK INDUSTRIES INC, 20 CRAIG ROAD, MONTVALE, NJ 07645 (201) 930-9305
- 3,657,500 (\$59,434,375) COMMON STOCK. (FILE 33-72820 - DEC. 10) (BR. 7)
- S-1 LFS BANCORP INC, 2020 NICHOLASVILLE RD, LEXINGTON, KY 40503
(606) 278-3461 - 3,888,150 (\$38,881,500) COMMON STOCK. UNDERWRITER:
CAPITAL RESOURCES INC. (FILE 33-72822 - DEC. 10) (BR. 1 - NEW ISSUE)

REGISTRATIONS CONT.

- S-1 VENTURE HOLDINGS TRUST, 33662 JAMES J POMPO, FRASER, MI 48026
(313) 294-1500 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. UNDERWRITER:
BRONMAN ALEX & SONS INC, SPP HAMBRO & CO. (FILE 33-72826 - DEC. 10)
(BR. 4 - NEW ISSUE)
- S-1 KOPPERS INDUSTRIES INC, 436 SEVENTH AVE, PITTSBURG, PA 15219
(412) 227-2001 - 110,000,000 (\$110,000,000) STRAIGHT BONDS. (FILE
33-72828 - DEC. 10) (BR. 9 - NEW ISSUE)
- S-6 CHUBB SEPARATE ACCOUNT C, ONE GRANITE PLACE, CONCORD, NH 03301 -
INDEFINITE SHARES. (FILE 33-72830 - DEC. 10) (BR. 20 - NEW ISSUE)
- N-1A CHUBB SERIES TRUST, ONE GRANITE PLACE, CONCORD, NH 03301 (603) 226-5000
- INDEFINITE SHARES. (FILE 33-72834 - DEC. 10) (BR. 20 - NEW ISSUE)
- N-1A STERLING FUNDS, 120 SOUTH LASALLE ST, CHICAGO, IL 60603 (312) 781-1121
- INDEFINITE SHARES. (FILE 33-72836 - DEC. 10) (BR. 17 - NEW ISSUE)
- S-2 COMMERCEBANCORP, 1201 DOVE ST, C/O KAREN J CATLIN, NEWPORT BEACH, CA
92660 (714) 851-9900 - 16,561,643 (\$16,561,643) COMMON STOCK. (FILE
33-72842 - DEC. 13) (BR. 2)
- S-8 SNAPPLE BEVERAGE CORP, 175 NORTH CENTRAL AVE, VALLEY STREAM, NY 11580
(516) 872-4800 - 1,208,000 (\$26,158,892) COMMON STOCK. (FILE 33-72844 -
DEC. 13) (BR. 11)
- S-4 SOUTHERN CALIFORNIA WATER CO, 630 E FOOTHILL BLVD, SAN DIMAS, CA 91773
(909) 394-3600 - 4,360 (\$97,010) COMMON STOCK. (FILE 33-72846 - DEC. 13)
(BR. 8)
- S-8 NEWFIELD EXPLORATION CO /DE/, 363 N SAM HOUSTON PARKWAY E, STE 2020,
HOUSTON, TX 77060 (713) 847-6000 - 3,487,970 (\$55,807,520) COMMON STOCK.
(FILE 33-72848 - DEC. 13) (BR. 3)
- S-8 VIDEO LOTTERY TECHNOLOGIES INC/DE, 2311 SOUTH 7TH AVE - STE A, BOZEMAN,
MT 59715 (406) 585-6600 - 460,940 (\$6,778,873.75) COMMON STOCK. (FILE
33-72850 - DEC. 13) (BR. 11)
- S-8 AMERICAN MOBILE SATELLITE CORP, 10802 PARKRIDGE BLVD, RESTON, VA 22091
(703) 758-6000 - 1,058,862 (\$24,353,826) COMMON STOCK. (FILE 33-72852 -
DEC. 13) (BR. 7)
- S-11 HEALTHCARE REALTY TRUST INC, 3310 WEST END AVE, FOURTH FL, NASHVILLE, TN
37203 (615) 269-8175 - 5,850,000 (\$123,946,875) COMMON STOCK. (FILE
33-72860 - DEC. 13) (BR. 6)
- S-3 CAROLINA FIRST CORP, 102 S MAIN ST, GREENVILLE, SC 29601 (803) 255-7900
- 100,000 (\$1,275,000) COMMON STOCK. (FILE 33-72868 - DEC. 14) (BR. 2)

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
SHURGARD INCOME PROP II U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567010 0.0	UPDATE
SHURGARD INC PROP III U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567020 0.0	UPDATE
SHURGARD INC PROP FIVE U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567030 0.0	UPDATE
SHURGARD INC PROP SIX U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567040 0.0	UPDATE
SHURGARD INC PROP SEVEN U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567050 0.0	UPDATE
SHURGARD INC PROP EIGHT U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567060 0.0	UPDATE
SHURGARD INC PROP NINE U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567070 0.0	UPDATE
SHURGARD INC PROP 11 U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567080 0.0	UPDATE
SHURGARD INC PROP FUND 18 U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567083 0.0	UPDATE
SHURGARD INC PROP TEN U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567084 0.0	UPDATE
SHURGARD INC PROP IV U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567085 0.0	UPDATE
SHURGARD INC PROP FUND 16 U H AQUISITION CO	UTS LTD PRTSHP INT	14D-1 12/ 7/93	0 0.0	82567086 0.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
SHURGARD INCOME PROP FD 14 U H AQUISITION CO	UTS LTD PRSHP INT	140-1 12/ 7/93	0 0.0	82567087 0.0	UPDATE
SHURGARD INC PROP 12 U H AQUISITION CO	UTS LTD PRSHP INT	140-1 12/ 7/93	0 0.0	82567088 0.0	UPDATE
SHURGARD MINI STORAGE LTD U H AQUISITION CO	UTS LTD PRSHP INT	140-1 12/ 7/93	0 0.0	82567110 0.0	UPDATE
TRICONEX CORP DAHL JAMES H	COM	13D 12/ 3/93	468 9.7	89611610 9.1	UPDATE
UNITED STATES CELLULAR CORP TELEPHONE & DATA SYSTEMS ET AL	COM	13D 12/ 1/93	59,134 100.0	91168410 100.0	UPDATE
ACTAVA GROUP INC WESTINGHOUSE PENSION INVMT	COM	13D 8/31/93	1,091 6.2	00493510 0.0	RVSION
ADVO INC KAMERSCHEN ROBERT	COM	13D 8/19/93	1,556 6.1	00758510 5.8	UPDATE
ADVANTAGE BANCORP GERGEN PAUL P	COM	13D 11/30/93	147 4.5	01399410 0.0	NEW
ARLEN CORP MCLAUGHLIN MARK W	COM	13D 11/29/93	1,781 5.8	04132710 0.0	NEW
HEALTHCARE PROPERTIES CAPITAL REALTY GRP ET AL	^[[C^[[CDEPOSTRY UNIT	140-1 12/ 9/93	377 9.0	04291799 0.0	UPDATE
ATLANTIC BEVERAGE CO INC PRICE T ROME STRATEGIC ET AL	COM	13D 11/29/93	375 14.4	04826310 0.0	NEW
BALLY GAMING INTL INC FMR CORP	COM	13D 12/ 8/93	2,192 20.4	05873110 11.2	UPDATE
CMS ENHANCEMENT INC PEIZER TERREN S ET AL	COM NEW	13D 12/ 3/93	2,480 74.5	12589740 20.2	UPDATE
COMPUTONE CORPORATION JAGUAR INC ET AL	COM	13D 11/30/93	2,612 45.6	20599420 0.0	NEW
CORPORATE SOFTWARE INC ROSENTHAL MORTON H ET AL	COM	13D 12/ 7/93	0 0.0	22003710 6.8	UPDATE
CROMELL CO INC CROMELL OTIS L	COM	13D 10/ 1/89	1,877 73.8	22770099 0.0	NEW
DAVOX CORP ASEM R SCOTT ET AL	COM	13D 9/11/93	354 6.7	23920810 6.5	UPDATE
F & C INTL INC WILD HANS-PETER	COM	13D 12/ 6/93	815 8.7	30236410 8.0	RVSION