

# sec news digest

Issue 87-92

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MAY 19 1987  
May 18, 1987  
U.S. SECURITIES AND  
EXCHANGE COMMISSION

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## COMMISSION ANNOUNCEMENTS

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### STUDY ON EFFECTS OF LEGISLATION ON SHAREHOLDER WEALTH RELEASED

An Ohio law that increased companies' ability to resist takeovers caused declines in stock prices that averaged 2% for 36 concerns headquartered in the state, according to a study released today by the Office of the Chief Economist of the Commission. The economists estimate that the loss in the value of shares of the 36 companies could range from \$754 million to \$1.45 billion. (Press Release 87-27)

FOR FURTHER INFORMATION CONTACT: Jeffry Netter or Michael Ryngaert at (202) 272-7102

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## ADMINISTRATIVE PROCEEDINGS

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### PROCEEDINGS INSTITUTED AGAINST WESPERCORP

The Commission today issued an order instituting public administrative proceedings against Wespercorp, a Santa Ana, California company. Simultaneously, Wespercorp submitted an Offer of Settlement, wherein it consented to the issuance by the Commission of its Order, without admitting or denying the matters set forth in the Opinion and Findings contained therein.

The Commission found that Wespercorp, during its 1983 and 1984 fiscal years, violated the reporting, books and records, and internal controls provisions of the securities laws. Specifically, the Commission found that Wespercorp prematurely recognized revenues and income on several transactions with one of its distributors during fiscal 1983 and with respect to three research and development projects during fiscal 1984. The improper accounting practices caused the company to file materially false and misleading reports with the Commission. (Rel. 34-24467; AAER-132)

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## CIVIL PROCEEDINGS

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### COMPLAINT NAMES THREE EX-OFFICERS OF WESPERCORP

The Commission today filed a complaint in the U.S. District Court for the District of Columbia for injunctive relief against Robert D. Mowry, Lynton R. Knapp, and Robert K. Mitchell, former officers of Wespercorp, a Santa Ana, California company. Simultaneously, Mowry, Knapp and Mitchell, without admitting or denying the allegations, consented to Final Judgments of Permanent Injunction.

The complaint alleges violations of the antifraud, reporting, books and records, and internal control provisions of the securities laws during Wespercorp's 1983 and 1984 fiscal years in connection with the premature recognition of revenue and income on several transactions. The complaint charges that the defendants, as a result of these practices, caused Wespercorp to file with the Commission and disseminate to shareholders and others, materially false and misleading reports and filings, including an S-2 registration statement. The complaint also alleges that Knapp, former president and chairman of the board of Wespercorp, made materially false and misleading statements in an annual report disseminated to shareholders concerning the operations of one of the company's major lines of business. (SEC v. Robert D. Mowry, et al., Civil Action No. 87-1324, May 18, 1987, USDC DC). (LR-11436; AAER-133)

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## INVESTMENT COMPANY ACT RELEASES

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### HARTFORD LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until June 8 to request a hearing on an application filed by Hartford Life Insurance Company, Hartford Life Insurance Company-Advest Variable Annuity Separate Account (Account), a registered unit investment trust, and Hartford Equity Sales Company, Inc., for an order granting exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Investment Company Act to permit the deduction of a mortality and expense risk charge from the Account in connection with the issuance of certain individual and group flexible premium tax deferred variable annuity contracts. (Rel. IC-15734 - May 12)

### BANKERS SECURITY LIFE INSURANCE SOCIETY

A notice has been issued giving interested persons until June 8 to request a hearing on an application filed by Bankers Security Life Insurance Society, Bankers Security Variable Life Separate Accounts III and IV, United Services Life Insurance Company, United Services Variable Life Separate Accounts I, II, III, and IV, USLICO Securities Corporation, and Bankers Centennial Management Corp. (together, Applicants). Applicants seek an order exempting them from Sections 2(a)(32), 2(a)(35), 18(i), 22(c), 22(d), 22(e), 26(a)(1) and (2), 27(c)(1) and (2), 27(f), 27(h), and 27(h)(1) of the Investment Company Act and Rules 6e-2(b)(1), (b)(10), (b)(12), (b)(13) and (c), 22c-1, and 27f-1 in connection with the issuance and funding of certain single premium variable life insurance contracts. (Rel. IC-15735 - May 13)

### BANK STOCK FUND, INC.

An order has been issued declaring that Bank Stock Fund, Inc. has ceased to be an investment company. (Rel. IC-15736 - May 13)

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## HOLDING COMPANY ACT RELEASES

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### THE COLUMBIA GAS SYSTEM, INC.

An order has been issued authorizing a proposal by The Columbia Gas System, Inc., a registered holding company. By order dated August 13, 1986 (Rel. 35-24167), Columbia was authorized to issue up to \$450 million principal amount of debentures and three million shares of its common stock or some combination thereof aggregating no more than \$450 million in gross offering proceeds. Columbia has now been authorized to increase the gross offering proceeds to allow for the issuance of the debentures and the three million shares of common stock over the two-year period ending December 31, 1987, at a gross offering proceeds of approximately \$600 million. (Rel. 35-24391 - May 14)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until June 4 and June 3, respectively, to comment on the applications of the Philadelphia Stock Exchange for unlisted trading privileges in seven and six issues (two separate applications) which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-24448; 34-24449)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change under Rule 19b-4 (SR-Phlx-87-4) to establish a set of standards for the operation of a system of alternate specialists. Publication of the proposal is expected to be made in the Federal Register during the week of May 11. (Rel. 34-24446)

## ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change filed by The National Association of Securities Dealers. The proposal (SR-NASD-87-19) would implement a Resolution of the NASD Board of Governors that existing forms and procedures be used in processing membership applications of government securities brokers and dealers that are required by the Government Securities Act of 1986 to become members of a self-regulatory organization. (Rel. 34-24447)

## 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-18 CONTINENTAL EMBASSY ACQUISITION INC, 751 MARSH AVE, RENO, NV 89509 (702) 323-6644 - 10,000,000 (\$100,000) COMMON STOCK. 100,000,000 (\$1,500,000) COMMON STOCK. 100,000,000 (\$2,000,000) COMMON STOCK. 50,000,000 (\$1,250,000) COMMON STOCK. (FILE 33-13789-LA - APR. 28) (BR. 12 - NEW ISSUE)
- S-18 HARVARD RESOURCES I LTD, 248 E 90TH ST, NEW YORK, NY 10028 (212) 348-8751 - 150,000 (\$112,500) COMMON STOCK. 1,800,000 COMMON STOCK. 600,000 (\$600,000) COMMON STOCK. 600,000 (\$900,000) COMMON STOCK. 600,000 (\$1,200,000) COMMON STOCK. (FILE 33-13815-NY - MAY. 04) (BR. 3 - NEW ISSUE)
- S-18 MARZO CORP, 200 HYPOLUXO RD STE 201, HYPOLUXO, FL 33462 (305) 588-9977 - 20,000,000 WARRANTS, OPTIONS OR RIGHTS. 20,000,000 (\$2,400,000) COMMON STOCK. (FILE 33-13871-A - APR. 29) (BR. 12 - NEW ISSUE)
- S-18 AMANA COLONIES GOLF COURSE INC /147, 203 FIRST AVE SE, CEDAR RAPIDS, IA 52401 (319) 364-3180 - 600,000 (\$6,000,000) COMMON STOCK. UNDERWRITER: BERTHEL FISHER FLEISCHMAN FINANCIAL SERV. (FILE 33-13913-C - MAY. 01) (BR. 12 - NEW ISSUE)
- S-18 PINNACLE CAPITAL INC, 111 WESTPORT PLZ STE 711, ST LOUIS, MO 63146 (314) 434-9710 - 5,000,000 (\$500,000) COMMON STOCK. 5,000,000 (\$1,500,000) COMMON STOCK. 500,000 (\$60,000) COMMON STOCK. UNDERWRITER: FIRST EAGLE INC. (FILE 33-13919-C - MAY. 01) (BR. 11 - NEW ISSUE)
- S-18 PACE MEDICAL INC, 391 TUTTEN POND RD, WALTHAM, MA 02154 (617) 890-5656 - 800,000 (\$2,000,000) COMMON STOCK. 512,000 (\$1,336,000) COMMON STOCK. 40,000 WARRANTS, OPTIONS OR RIGHTS. 80,000 (\$240,000) COMMON STOCK. 40,000 (\$120,000) COMMON STOCK. UNDERWRITER: CULVERWELL & CO INC. (FILE 33-13927-B - MAY. 01) (BR. 8 - NEW ISSUE)
- F-1 ELBIT COMPUTERS LTD, ADVANCED TECHNOLOGY CTR, PO BOX 5390, HAIFA 31053 ISRAEL, LS - 25,000,000 (\$25,000,000) FOREIGN CONVERTIBLE BONDS. 1,100,000 (\$12,375,000) FOREIGN COMMON STOCK. (FILE 33-13963 - MAY. 05) (BR. 9)
- S-6 INSURED MUNICIPALS INCOME TRUST 33RD INSURED MULTI SERIES, 1001 WARRENVILLE RD, C/O VAN KAMPEN MERRITT INC, Lisle, IL 60532 - 27,747 (\$28,301,940) UNIT INVESTMENT TRUST. (FILE 33-13974 - MAY. 05) (BR. 18 - NEW ISSUE)
- S-3 AAR CORP, 1111 NICHOLAS BLVD, ELK GROVE VILLAGE, IL 60007 (312) 439-3939 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 33-13992 - MAY. 11) (BR. 9)
- S-1 MURGAN PRODUCTS LTD, 601 GREGON ST, P O BOX 2446, OSHKOSH, WI 54903 (414) 235-7170 - 1,090,000 (\$29,702,500) COMMON STOCK. 750,000 (\$20,437,500) COMMON STOCK. (FILE 33-13996 - MAY. 11) (BR. 10)
- S-8 UNITED STATES SURGICAL CORP, 150 GLOVER AVE, NORWALK, CT 06856 (203) 866-5050 - 900,000 (\$26,737,500) COMMON STOCK. (FILE 33-13997 - MAY. 11) (BR. 7)
- S-3 NORSTAR BANCORP INC, ONE NORSTAR PLZ, ALBANY, NY 12207 (518) 447-4043 - 2,300,000 (\$76,331,250) COMMON STOCK. (FILE 33-13998 - MAY. 11) (BR. 1)
- S-8 USLIFE CORP, 125 MAIDEN LN, NEW YORK, NY 10038 (212) 709-6000 - 776,000 COMMON STOCK. (FILE 33-13959 - MAY. 11) (BR. 9)

- S-18 TECHNICAL SERVICES GROUP INC, 134 EAST 23RD ST, NEW YORK, NY 10010 (212) 475-8977 - 1,500,000 (\$750,000) COMMON STOCK. 750,000 (\$750,000) COMMON STOCK. 750,000 (\$1,125,000) COMMON STOCK. 150,000 (\$90,000) COMMON STOCK. 150,000 (\$225,000) COMMON STOCK. UNDERWRITER: MARSHALL DAVIS INC. (FILE 33-14004-NY - MAY. 04) (BR. 9 - NEW ISSUE)
- S-3 SIERRA PACIFIC POWER CO, 100 E MOANA LN, RENO, NV 89520 (702) 789-4011 - 680,000 (\$34,000,000) PREFERRED STOCK. (FILE 33-14005 - MAY. 05) (BR. 8)
- N-1A PNC FINANCIAL COMMON TRUST FUND FOR RETIREMENT ASSETS, 17TH & CHESTNUT STS, PHILADELPHIA, PA 19103 - INDEFINITE SHARES. (FILE 33-14029 - MAY. 05) (BR. 16 - NEW ISSUE)
- S-18 TAMARAC VENTURES LTD, 54 W CANADIAN WOODS RD, MANALAPAN, NJ 07726 (201) 972-0409 - 4,000,000 (\$200,000) COMMON STOCK. 4,000,000 (\$800,000) COMMON STOCK. (FILE 33-14042-NY - MAY. 05) (BR. 11 - NEW ISSUE)
- S-1 RELIANCE ELECTRIC CO /DE/, 29325 CHARGIN BOULEVARD, PO BOX 22280, CLEVELAND, OH 44122 (216) 266-7000 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. 150,000,000 (\$147,635,000) STRAIGHT BONDS. 393,000,000 (\$200,304,240) STRAIGHT BONDS. 9,000,000 (\$90,000,000) PREFERRED STOCK. 3,017,236 (\$30,172,360) PREFERRED STOCK. (FILE 33-14048 - MAY. 06) (BR. 8)
- S-1 ESSEF CORP, 7010 LINDSAY DR, MENTOR, OH 44060 (216) 942-1200 - 500,000 (\$6,750,000) COMMON STOCK. 1,225,000 (\$16,537,500) COMMON STOCK. UNDERWRITER: JOHNSON LANE SPACE SMITH & CO INC, MCDONALD & CO. (FILE 33-14060 - MAY. 06) (BR. 2 - NEW ISSUE)
- S-11 FLEET MORTGAGE SECURITIES INC, 50 KENNEDY PLZ, PROVIDENCE, RI 02903 (401) 276-5800 - 750,000,000 (\$750,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER: FIRST BOSTON CORP, SALOMON BROTHERS INC. (FILE 33-14061 - MAY. 06) (BR. 12 - NEW ISSUE)
- S-1 MULTI LOCAL MEDIA CORP, 440 MERRICK RD, OCEANSIDE, NY 11572 (516) 766-1900 - 2,300,000 (\$32,200,000) COMMON STOCK. (FILE 33-14070 - MAY. 06) (BR. 11 - NEW ISSUE)
- S-3 ALLIED SIGNAL INC, COLUMBIA RD & PK AVE, BOX 4000R, MORRISTOWN, NJ 07960 (201) 455-2000 - 125,000,000 (\$110,000,000) STRAIGHT BONDS. 5,000,000 (\$15,000,000) COMMON STOCK. (FILE 33-14071 - MAY. 06) (BR. 8)
- S-3 DIXIE YARNS INC, 1100 S WATKINS ST, CHATTANOOGA, TN 37404 (615) 698-2501 - 35,000,000 (\$35,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14077 - MAY. 05) (BR. 8)
- S-3 DIXIE YARNS INC, 1100 S WATKINS ST, CHATTANOOGA, TN 37404 (615) 698-2501 - 1,450,000 (\$39,875,000) COMMON STOCK. 1,150,000 (\$31,625,000) COMMON STOCK. (FILE 33-14078 - MAY. 07) (BR. 8)
- S-8 POSTAL INSTANT PRESS, 8201 BEVERLY BLVD, LOS ANGELES, CA 90048 (213) 653-8750 - 300,000 (\$4,350,000) COMMON STOCK. (FILE 33-14079 - MAY. 07) (BR. 12)
- S-3 HOUSTON LIGHTING & POWER CO, 611 WALKER AVE, HOUSTON, TX 77002 (713) 228-9211 - 500,000 (\$50,000,000) PREFERRED STOCK. (FILE 33-14080 - MAY. 07) (BR. 8)
- S-3 PHOTOGRAPHIC SCIENCES CORP, 770 BASKET RD, WEBSTER, NY 14580 (716) 265-1600 - 120,000 (\$550,000) COMMON STOCK. 966,664 (\$6,041,650) COMMON STOCK. (FILE 33-14081 - MAY. 07) (BR. 12)
- S-2 PHOTOGRAPHIC SCIENCES CORP, 770 BASKET RD, WEBSTER, NY 14580 (716) 265-1600 - 966,664 (\$2,900,000) COMMON STOCK. 70,187 (\$210,561) COMMON STOCK. (FILE 33-14082 - MAY. 07) (BR. 12)
- S-18 ARANDELL CORP, N82 W13118 LEON RD, P O BOX 405, MENOMONEE FALLS, WI 53051 (414) 255-4400 - 77,320 (\$850,520) COMMON STOCK. 599,180 (\$6,590,980) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO INC. (FILE 33-14083 - MAY. 07) (BR. 11 - NEW ISSUE)
- S-3 TRITON ENERGY CORP, 1400 ONE ENERGY SQ, 4925 GREENVILLE AVE, DALLAS, TX 75206 (214) 691-5200 - 20,694 (\$346,625) COMMON STOCK. (FILE 33-14084 - MAY. 07) (BR. 11)
- S-8 BEI HOLDINGS LTD /DE/, 3420 NORMAN BERRY DR STE 623, ATLANTA, GA 30354 (404) 768-5689 - 500,000 (\$4,375,000) COMMON STOCK. (FILE 33-14085 - MAY. 06) (BR. 5)
- S-1 GATEWAY COMMUNICATIONS INC, 2941 ALTUN AVE, IRVINE, CA 92714 (714) 553-1555 - 75,000 (\$881,250) COMMON STOCK. 224,997 (\$2,643,715) COMMON STOCK. 351,435

- (\$4,129,361) COMMON STOCK. 16,117 (\$189,375) COMMON STOCK. (FILE 33-14086 - MAY. 07) (BR. 9)
- S-1 LATAREX SYSTEMS INC, 30 FRENCH RD, BUFFALO, NY 14227 (716) 668-0200 - 9,200,000 (\$9,200,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14088 - MAY. 07) (BR. 7)
- S-0 NERLL INC, 111 SW COLUMBIA, PORTLAND, OR 97201 (503) 796-6600 - 163,500 (\$1,962,000) COMMON STOCK. (FILE 33-14090 - MAY. 07) (BR. 4)
- S-1 JMB ARVIDA PARTNERS L P, 875 N MICHIGAN ST, CHICAGO, IL 60611 (312) 440-4800 - 350,000 (\$350,000,000) LIMITED PARTNERSHIP CERTIFICATE. 3,500 (\$3,500) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: MERRILL LYNCH PIERCE FENNER & SMITH INC. (FILE 33-14091 - MAY. 07) (BR. 6 - NEW ISSUE)
- S-2 QUIXOTE CORP, ONE E WACKER DR, CHICAGO, IL 60601 (312) 467-6755 - 25,000,000 (\$25,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14092 - MAY. 07) (BR. 9)
- S-11 HOME SAVINGS OF AMERICA, 3731 WILSHIRE BOULEVARD, LOS ANGELES, CA 90010 (213) 385-1900 - 2,000,000,000 (\$2,000,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-14093 - MAY. 07) (BR. 2)
- S-1 FALCON CABLE SYSTEMS CO, 199 S LOS ROBLES AVE STE 640, PASADENA, CA 91101 (818) 792-7132 - 600,000 (\$11,887,500) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-14094 - MAY. 07) (BR. 7)
- S-11 TRAVELERS MORTGAGE SERVICES INC, RIVERVIEW CORPORATE PLZ, 2339 ROUTE 70 WEST, CHERKY HILL, NJ 08034 (609) 488-4000 - 100,000,000 (\$100,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-14095 - MAY. 07) (BR. 12)
- S-1 INTERSPEC INC, LEE PARK 1100 E HECTOR ST, CONSHOHOCKEN, PA 19428 (215) 834-1511 - 430,000 (\$5,590,000) COMMON STOCK. 1,500,000 (\$19,500,000) COMMON STOCK. UNDERWRITER: MERRILL LYNCH CAPITAL MARKETS, SWERGOLO CHEFITZ & SINSABAUGH INC. (FILE 33-14097 - MAY. 07) (BR. 8 - NEW ISSUE)
- S-0 CHIO TAX EXEMPT BOND TRUST TWENTIETH SERIES INSURED, 1331 EUCLID AVE, C/O PRESCOTT BALL & TURBEN INC, CLEVELAND, OH 44115 - 15,000 (\$15,750,000) UNIT INVESTMENT TRUST. DEPOSITOR: COWEN & CO, McDONALD & CO SECURITIES INC, PRESCOTT BALL & TURBEN INC, SEASONGOOD & MAYER. (FILE 33-14099 - MAY. 07) (BR. 16 - NEW ISSUE)
- S-4 WAMPLER LONGACRE INC, BOX 228, HINTON, VA 22831 (703) 867-9221 - 1,452,081 (\$78,412,374) COMMON STOCK. (FILE 33-14100 - MAY. 07) (BR. 3)
- S-3 MACMILLAN BLUECEL LTD, 1075 W GEORGIA ST, VANCOUVER BC CANADA V6E 3R9, A1 (604) 661-8000 - 524,017 (\$10,218,331.50) FOREIGN COMMON STOCK. (FILE 33-14101 - MAY. 07) (BR. 9)
- F-0 MAYNE NICKLESS LTD /ADR/, 11 WALL ST, C/O CITIBANK NA, NEW YORK, NY 10043 (212) 559-2107 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-14102 - MAY. 07) (BR. 95)
- S-5 SYSTEM INDUSTRIES INC, 560 COTTONWOOD DR, MILPITAS, CA 95035 (408) 432-1212 - 200,000 (\$1,975,000) COMMON STOCK. (FILE 33-14103 - MAY. 07) (BR. 10)
- S-8 MERIDIAN BANCORP INC, 35 N SIXTH ST, READING, PA 19601 (215) 320-2000 - 750,000 (\$17,250,000) COMMON STOCK. (FILE 33-14104 - MAY. 07) (BR. 1)
- S-8 PULITZER PUBLISHING CO, 900 NORTH TUCKER BLVD, ST LOUIS, MO 63101 (314) 622-7000 - 800,000 (\$31,000,000) COMMON STOCK. (FILE 33-14107 - MAY. 08) (BR. 12)
- S-8 PULITZER PUBLISHING CO, 900 NORTH TUCKER BLVD, ST LOUIS, MO 63101 (314) 622-7000 - 100,000 (\$3,875,000) COMMON STOCK. (FILE 33-14108 - MAY. 08) (BR. 12)
- S-4 FITZGERALD DEARMAN & ROBERTS INC, 6400 S LEWIS AVE, TULSA, OK 74136 (918) 743-1381 - 1,581,667 (\$4,745,001) COMMON STOCK. 1,581,667 (\$10,280,835) COMMON STOCK. (FILE 33-14109 - MAY. 08) (BR. 12)
- S-3 NOBLE AFFILIATES INC, 110 W BROADWAY, ARDMORE, OK 73401 (405) 223-4110 - 115,000,000 (\$115,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14110 - MAY. 08) (BR. 3)
- S-3 NOBLE AFFILIATES INC, 110 W BROADWAY, ARDMORE, OK 73401 (405) 223-4110 - 110,000,000 (\$110,000,000) STRAIGHT BONDS. (FILE 33-14111 - MAY. 08) (BR. 3)

- S-3 SEARS ROEBUCK & CO, SEARS TOWER, CHICAGO, IL 60684 (312) 875-2500 - 50,000  
OTHER SECURITIES INCLUDING VOTING TRUST. 10,000,000 (\$900,000,000) COMMON STOCK.  
(FILE 33-14112 - MAY. 08) (BR. 2)
- S-3 MOUNTAIN FUEL SUPPLY CO, 180 E FIRST SOUTH ST, P O BOX 11368, SALT LAKE CITY, UT  
84139 (801) 534-5550-1000000000 (\$500,000,000) STRAIGHT BONUS. (FILE 33-14113 -  
MAY. 08) (BR. 7)
- S-8 CATERPILLAR INC, 100 NE ADAMS ST, PEORIA, IL 61629 (309) 675-1000 - 3,000,000  
(\$146,062,500) COMMON STOCK. (FILE 33-14116 - MAY. 08) (BR. 9)
- S-3 MOORE MCCORMACK RESOURCES INC/NEW/, ONE LANDMARK SQ, STAMFORD, CT 06901  
(203) 358-2200 - 805,000 (\$40,250,000) PREFERRED STOCK. (FILE 33-14117 - MAY. 08)  
(BR. 10)
- S-1 ECOGEN INC, 2005 CABOT BLVD W, LANGHORNE, PA 19047 (215) 757-1500 - 2,070,000  
(\$26,910,000) COMMON STOCK. (FILE 33-14119 - MAY. 08) (BR. 2 - NEW ISSUE)
- S-3 VISUAL GRAPHICS CORP, 5701 NW 94TH AVE, TAMARAC, FL 33321 (305) 722-3000 - 137,498  
(\$1,134,358.50) COMMON STOCK. 54,718 (\$485,622.25) COMMON STOCK. (FILE 33-14121 -  
MAY. 06) (BR. 11)
- S-1 AMERICAN BARRICK RESOURCES CORP, 24 HAZELTON AVE, TORONTO ONTARIO CANADA M5R 2E2, A6  
(416) 923-9400 - 1,725,000 (\$54,441,000) FOREIGN COMMON STOCK. (FILE 33-14122 -  
MAY. 08) (BR. 1 - NEW ISSUE)
- S-1 NORTH AMERICAN VENTURES INC, 800 CONNECTICUT BLVD, EAST HARTFORD, CT 06108  
(203) 528-9021 - 3,363,066 (\$21,859,929) COMMON STOCK. (FILE 33-14123 - MAY. 08)  
(BR. 10)
- S-1 JEFFERSON FUTURES FUND, ONE FINANCIAL PL, 20TH FLR, CHICAGO, IL 60600 (312) 663-7500  
- 10,000 (\$10,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER:  
GELDERMANN SECURITIES INC. (FILE 33-14124 - MAY. 08) (BR. 11 - NEW ISSUE)
- S-3 EASTERN AIR LINES INC, MIAMI INTERNATIONAL AIRPORT, MIAMI, FL 33148 (305) 873-2211  
- 3,819,750 (\$84,750,703.12) PREFERRED STOCK. 195,100 (\$3,938,581.25) PREFERRED STOCK.  
135,400 (\$2,716,462.50) PREFERRED STOCK. (FILE 33-14126 - MAY. 08) (BR. 3)
- S-11 CARTERET SAVINGS BANK FA, 200 SOUTH ST, MORRISTOWN, NJ 07960 (201) 326-1000 -  
500,000,000 (\$500,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER:  
FIRST BOSTON CORP, GOLDMAN SACHS & CO. (FILE 33-14127 - MAY. 08) (BR. 11 - NEW ISSUE)
- S-1 AST RESEARCH INC, 2121 ALTON AVE, IRVINE, CA 92714 (714) 863-1333 - 57,500,000  
(\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14131 - MAY. 08) (BR. 9)
- S-1 ALTERNATIVE HEALTH CARE SYSTEMS INC, 1183 NEW HAVEN RD, NAUGATUCK, CT 06770  
(203) 723-4401 - 805,000 (\$4,830,000) COMMON STOCK. 2,625,000 (\$7,875,000)  
COMMON STOCK. 2,625,000 (\$11,812,500) COMMON STOCK. 70,000 (\$70)  
WARRANTS, OPTIONS OR RIGHTS. 70,000 (\$504,000) COMMON STOCK. (FILE 33-14134 -  
MAY. 08) (BR. 6 - NEW ISSUE)
- S-8 BANKAMERICA CORP, BANK AMERICA CTR, 555 CALIFORNIA ST, SAN FRANCISCO, CA 94104  
(415) 622-2091 - 5,000,000 (\$59,375,000) COMMON STOCK. (FILE 33-14135 - MAY. 08)  
(BR. 1)
- S-3 HARCOURT BRACE JUVANOVICH INC, ORLANDO, FL 32887 (305) 345-2000 - 510,074  
(\$17,566,948.56) COMMON STOCK. 9,379,926 (\$323,044,051.44) COMMON STOCK. (FILE  
33-14136 - MAY. 08) (BR. 11)
- F-1 NATIONAL TELEPHONE COMPANY OF SPAIN, GRAN VIA 28, MADRID SPAIN 28013, U3 -  
45,000,000 (\$265,612,409.30) FOREIGN COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO,  
MERRILL LYNCH CAPITAL MARKETS, SALOMON BROTHERS INC. (FILE 33-14137 - MAY. 08)  
(BR. 7 - NEW ISSUE)
- F-0 NATIONAL TELEPHONE COMPANY OF SPAIN /ADR/, 23 WALL ST, NEW YORK, NY 10015  
(212) 587-0022 - 50,000,000 (\$2,500,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE  
33-14138 - MAY. 08) (BR. 99 - NEW ISSUE)
- S-0 INSURED AMERICAN TAX EXEMPT BOND TRUST SERIES 26, 215 N MAIN ST,  
C/O B C ZIEGLER & CO, WEST BEND, WI 53095 - INDEFINITE SHARES. DEPOSITOR:  
ZIEGLER B C & CO. (FILE 33-14139 - MAY. 07) (BR. 16 - NEW ISSUE)

- S-11 FIRST FEDERAL SAVINGS & LOAN ASSOCIATION OF ROCHESTER, ONE FIRST FEDERAL PLZ, ROCHESTER, NY 14614 - 400,000,000 (\$400,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-14141 - MAY. 08) (BR. 11 - NEW ISSUE)
- S-8 UNITED CABLE TELEVISION CORP, 4700 S SYRACUSE PKWY, DENVER, CO 80237 (303) 779-5999 - 120,000 (\$3,815,000) COMMON STOCK. (FILE 33-14142 - MAY. 08) (BR. 7)
- S-4 UNITED BANKSHARES INC/WV, 501 VIRGINIA ST, UNITED CENTER, CHARLESTON, WV 25301 (304) 424-8800 - 150,000 (\$4,950,000) COMMON STOCK. (FILE 33-14145 - MAY. 08) (BR. 2)
- S-1 SIMMONS COMMUNICATIONS COMPANY L P, 1600 SUMMER ST, STAMFORD, CT 06905 (203) 359-1455 - 12,000,000 (\$12,000,000) STRAIGHT BONDS. 6,495,000 (\$6,493,000) STRAIGHT BONDS. (FILE 33-14146 - MAY. 08) (BR. 7 - NEW ISSUE)
- S-1 HAKLEY DAVIDSON INC, 3700 W JUNEAU AVE, MILWAUKEE, WI 53208 (414) 342-4680 - 860,000 (\$12,685,000) COMMON STOCK. 1,440,000 (\$21,240,000) COMMON STOCK. (FILE 33-14147 - MAY. 08) (BR. 12)
- S-8 WILLCOX & GIBBS INC, 1440 BROADWAY, NEW YORK, NY 10018 (212) 869-1800 - 6,000,000 OTHER SECURITIES INCLUDING VOTING TRUST. 330,000 (\$7,507,500) COMMON STOCK. (FILE 33-14148 - MAY. 08) (BR. 9)
- S-1 CARMIKE CINEMAS INC, 1920 FIRST AVE, COLUMBUS, GA 31901 (404) 576-3400 - 25,000,000 (\$28,750,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-14151 - MAY. 08) (BR. 12)
- S-1 CAIN CHEMICAL INC, 11 GREENWAY PLZ STE 2700, HOUSTON, TX 77046 (713) 623-6550 - 350,000,000 (\$350,000,000) STRAIGHT BONDS. 42,500 (\$85,000,000) PREFERRED STOCK. 42,500 (\$4,250,000) COMMON STOCK. UNDERWRITER: MORGAN STANLEY & CO INC. (FILE 33-14152 - MAY. 08) (BR. 1 - NEW ISSUE)
- S-4 MARSH & MCLENNAN COMPANIES INC, 1221 AVE OF THE AMERICAS, NEW YORK, NY 10020 (212) 997-2000 - 833,657 (\$52,311,976) COMMON STOCK. (FILE 33-14153 - MAY. 08) (BR. 10)
- S-3 GUEST SUPPLY INC, 720 U S HWY ONE, NORTH BRUNSWICK, NJ 08902 (201) 246-3011 - 4,235 (\$38,115) COMMON STOCK. (FILE 33-14187 - MAY. 05) (BR. 9)
- S-8 CATAKEY INC, 12281 NICHOLLET AVE SOUTH, BURNSVILLE, MN 55337 - 147,509 (\$1,290,704) COMMON STOCK. (FILE 33-14188 - MAY. 08) (BR. 9)

#### REGISTRATIONS EFFECTIVE

April 13: Consolidated Financial Group, Inc., 33-6602-LA; Farmstead Telephone Group, Inc., 33-9556-B.

April 14: International Patents, Inc., 33-12219-A; J & J Snack Foods Corp., 33-12730.

April 15: Corestates Financial Corp., 33-12895; Lasergate Systems, Inc., 33-7054-A; United Shoppers of America, Inc., 33-10983-LA; Van Kampen Merritt Tax-Free Money Fund, 33-12221.

April 16: Alameda Bancorporation, Inc., 33-12379; Challis Enterprises, Inc., 33-3361-D; Chili's Inc., 33-13189; Dominion Resources, Inc., 33-12997; Federated Short-Term U.S. Government Trust, 33-12322; Intermark, Inc., 33-12168; Itel Corporation, 33-12389, 33-12390; Massachusetts Mutual Variable Annuity Separate Account 1 and 2, 33-7724, 33-7723; Merchants National Corporation, 33-13168; New York Telephone Company, 33-12989; Precision Instrument Corporation, 33-2684-NY; Sears Mortgage Securities Corporation, 33-12451; Servico, Inc., 33-12695; Snyder Oil Partners L.P., 33-13284; Southmark Plan, Inc., 33-10400; Wedgestone Realty Investors Trust, 33-12754.

April 17: AFX Corporation, 33-11811-S; CRI Hotel Income Partners, L.P., 33-11096; Conagra, Inc., 33-13182; Crystal Capital Corporation, 33-3382-D; Independent Banks of Virginia, Inc., 33-12971; Louisville Gas and Electric Company, 33-13427; ML Trust, 33-13412; One Valley Bancorp of West Virginia, 33-13324; Pacven, Inc., 33-11128-LA; Transamerica Corporation, 33-13389.

## 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 prior percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

	FORM	EVENT DATE	SHRS. (000'S) % OWNED	CUSIP PRIOR%	FILING STATUS
AMERICAN MTRS CORP RENAULT HOLDING S A ET AL	COM	13D	58,663 45.1	02762710 41.3	UPDATE
ASAMERA INC ROYAL BK OF CANADA	COM	13D	4,605 13.9	04341110 0.0	NEW
BURLINGTON INDS INC SAMIENS PARTNERS I ET AL	COM	14D-1	3,667 13.4	12169110 11.6	UPDATE
CITADEL HLDG CP HECCO VENTURES ET AL	COM	13D	427 12.8	17286210 11.3	UPDATE
CONRAC CORP MARK IV INDUSTRIES	COM	14D-1	6,178 91.7	20329110 91.8	UPDATE
FIRST BOSTON INC FINANCIERE CRED SUISSE/FST BOS	COM	13D	12,017 33.1	31933610 36.6	UPDATE
HI TECH ROBOTICS LTD TRI CAN DEV LTD	COM	13D	10,800 13.3	42840310 13.3	UPDATE
MEDICAL PRYS INC NU MED INC	COM	13D	218 9.2	53499210 0.0	NEW
NEWPORT ELECTRS INC JACKSON MICHAEL T	COM	13D	70 5.9	65184710 0.0	NEW
ROCKY MT UNDERGARMENT INC DUNTON KIMBALL H ET AL	COM	13D	1,461 50.1	77465410 42.3	UPDATE
ROCKY MT UNDERGARMENT INC GREENBERG DAVID ET AL	COM	13D	1,461 50.1	77465410 48.3	UPDATE
STANDARD OIL CO BP NORTH AMER INC	COM	14D-1	224,160 95.5	85373410 55.5	RVSION
UNITED CANAD OIL & GAS LTD ROYAL BK OF CANADA	COM	13D	41,880 24.4	90975510 0.0	NEW