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SECURITIES AND
EXCHANGE COMMISSION

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Issue 89-200

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COMMISSION ANNOUNCEMENTS

TEMPORARY ARRANGEMENTS FOR TRADING OF OPTIONS

Yesterday, the Commission announced temporary arrangements for trading of options listed on the Pacific Stock Exchange (PSE) required because of disruptions caused by yesterday's earthquake in San Francisco. Starting tomorrow morning and continuing through Friday, under arrangements worked out by the Commission and the options exchanges, options listed on the PSE will trade temporarily on different options exchanges around the country. The American New York, and Philadelphia Stock Exchanges, and the Chicago Board Options Exchange have agreed to list options on their exchange temporarily and to permit PSE market makers to trade those options on their exchanges. (Press Release 89-71)

FOIA APPEAL OF REBECCA E. SWENSON

The General Counsel sent a letter to Rebecca E. Swenson affirming in part and reversing in part the Freedom of Information Act Officer's determination that certain responsive records relating to Rule 19c-4, 17 CFR 240.19c-4, should be withheld under Exemptions 4, 5, and 8 of the FOIA, 5 USC 552(b)(4), (5), and (8). (Rel. FOIA-132)

CIVIL PROCEEDINGS

COMPLAINT NAMES GENESIS CAPITAL CORPORATION, OTHERS

The Commission filed a Complaint on October 18 in the U.S. District Court for the Western District of North Carolina against three registered investment companies, Genesis Capital Corporation, Venture Capitalists, Inc., and New Ventures Fund, Ltd.; Venture Finance Corporation and its president and director, John Holmes; and Frederick Byrum and Kimberly Ann Smith, respectively current and former officers and directors of Venture Capitalists. The Complaint alleges that the corporate defendants violated, and the individuals violated, and aided and abetted violations of, various provisions of the Investment Company Act of 1940 (ICA) and rules thereunder, including the registration, registration statement filing, recordkeeping, custodial, fidelity bond, written code of ethics, election of directors, and reporting provisions. It further alleges that Holmes violated various provisions of the ICA in connection with his acting or serving as an officer or director of New Ventures, and that Smith engaged in acts or practices constituting breaches of fiduciary duty involving personal misconduct within the meaning of the ICA.

All defendants except Genesis, without admitting or denying the allegations, consented to the Final Judgments of Permanent Injunction. Additionally, Venture Capitalists, New Ventures, and Venture Finance consented to the appointment of a receiver. (SEC v. John V. Holmes, et al., USDC WDNC, Civil Action No. C-C-89-0408-P). (LR-12276)

INVESTMENT COMPANY ACT RELEASES

PRUDENTIAL-BACHE SPECIAL SITUATIONS FUND, L.P.

A notice has been issued giving interested persons until November 9 to request a hearing on an application filed by Prudential-Bache Special Situations Fund, L.P. (Fund), Special Situations Fund, L.P., and MGP Limited Partnership for an order exempting the proposed transaction from Section 17(a) of the Investment Company Act. (Rel. IC-17167 - Oct. 16)

Another notice has been issued giving interested persons until November 9 to request a hearing on an application filed by the Fund and MGP for an order from the provisions of Sections 2(a)(19) and 2(a)(3) of the Act. (Rel. IC-17168 - Oct. 16)

SEI LIQUID ASSET TRUST

An order has been issued exempting SEI Liquid Asset Trust, SEI Tax Exempt Trust, SEI Cash+Plus Trust, SEI Index Funds, SEI Institutional Managed Trust, SEI Financial Management Corporation (SPM), SEI Financial Services Company (SFS), and all other similar investment companies managed and distributed in the future by SPM and SFS (collectively Applicants) from the provisions of Sections 18(f), 18(g), and 18(i) to permit the issuance and sale of two classes of shares representing interests in each of several investment portfolios. The classes of shares would be identical in all respects except for differences related to the distribution expenses and/or support services expenses, and the related class designation, voting rights, and dividend payment differences. (Rel. IC-17169 - Oct. 17)

SELF-REGULATORY ORGANIZATIONS

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to proposed rule changea filed by the American, Pacific, and Philadelphia Stock Exchanges, and the Chicago Board Options Exchange (SR-Amex-89-26, SR-PSE-89-28, SR-Phlx-89-52, SR-CBOE-89-21) to provide emergency arrangements to trade PSE options on other option exchanges. (Rel. 34-27365)

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-5 BAKER J INC, 65 SPRAGUE ST, READVILLE, MA 02137 (617) 364-3000 (FILE 33-31044 - SEP. 19) (BR. 2)
- S-1 DISCOVER RECEIVABLES FINANCING CORP, 12 READS WAY, NEW CASTLE, DE 19720 (302) 323-7167 - 500,000,000 (\$500,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. UNDERWRITER: DEAN WITTER REYNOLDS INC, SALOMON BROTHERS INC. (FILE 33-31368 - OCT. 10) (BR. 12 - NEW ISSUE)
- S-6 INSURED MUNICIPAL SECURITIES TR 50 TH DISC SERIES & SER 23, 245 PARK AVE, NEW YORK, NY 10167 (212) 856-6858 - INDEFINITE SHARES. (FILE 33-31426 - OCT. 05) (BR. 16 - NEW ISSUE)
- S-1 DATA TWO CORP, 501 S CHERRY ST STE 500, DENVER, CO 80222 (303) 320-8361 - 1,000,000 (\$2,000,000) COMMON STOCK. 1,000,000 (\$5,000,000) COMMON STOCK. (FILE 33-31450 - OCT. 10) (BR. 6 - NEW ISSUE)
- S-1 NSC SERVICE GROUP INC, 5301 N FEDERAL HGWY, BOCA RATON, FL 33487 (407) 994-4441 - 1,000,000 (\$150,000) COMMON STOCK. 3,000,000 (\$750,000) COMMON STOCK. 2,000,000 (\$1,000,000) COMMON STOCK. (FILE 33-31460 - OCT. 06) (BR. 12)
- S-8 PEGASUS GOLD INC/, NORTH 9 POST STE 400, SPOKANE, WA 99201 (509) 624-4653 - 600,000 (\$6,412,500) COMMON STOCK. (FILE 33-31461 - OCT. 10) (BR. 2)
- S-3 UNION VALLEY CORP, 2209 ROUTE 9, P O BOX 594, HOWELL, NJ 07731 (201) 905-9000 - 535,194 (\$5,351,940) COMMON STOCK. (FILE 33-31462 - OCT. 11) (BR. 5)
- S-6 FIRST TRUST COMBINED SERIES 88, 500 W MADISON ST STE 3000, C/O CLAYTON BROWN & ASSOCIATES, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: BROWN CLAYTON & ASSOCIATES INC. (FILE 33-31463 - OCT. 11) (BR. 18 - NEW ISSUE)
- S-6 EQUITY INCOME FUND CONCEPT SERIES 6, ONE LIBERTY PLZ - 13TH FLR, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10006 DEPOSITOR: DEAN WITTER REYNOLDS INC, MERRILL LYNCH PIERCE FENNER & SMITH INC, PAINWEBBER INC, PRUDENTIAL BACHE SECURITIES INC, SHEARSON LEHMAN HUTTON INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-31497 - OCT. 12) (BR. 22 - NEW ISSUE)
- S-8 GANDALF TECHNOLOGIES INC, 130 COLONNADE RD S, NEPEAN ONTARIO CANADA K2E 7J5, A6 (613) 723-6500 (FILE 33-31498 - OCT. 12) (BR. 13)

S-8 GANDALF TECHNOLOGIES INC, 130 COLONNADE RD S, NEPEAN ONTARIO CANADA K2E 7J5, A6 (613) 723-6500 (FILE 33-31499 - OCT. 12) (BR. 13)

S-8 HEWLETT PACKARD CO, 3000 HANOVER ST, PALO ALTO, CA 94304 (415) 857-1501 (FILE 33-31500 - OCT. 12) (BR. 13)

S-1 HELIAN HEALTH GROUP INC, 1000 8TH ST, MONTEREY, CA 93940 (408) 646-9000 - 1,150,000 (\$5,750,000) COMMON STOCK. 75,000 (\$75) WARRANTS, OPTIONS OR RIGHTS. 1,150,000 (\$5,750,000) COMMON STOCK. 75,000 (\$450,000) WARRANTS, OPTIONS OR RIGHTS. 75,000 (\$375,000) COMMON STOCK. (FILE 33-31520 - OCT. 11) (BR. 6 - NEW ISSUE)

S-4 FIFTH THIRD BANCORP, 38 FOUNTAIN SQ PLZ, CINCINNATI, OH 45263 (513) 579-5300 - 3,782,656 (\$139,958,272) COMMON STOCK. (FILE 33-31521 - OCT. 11) (BR. 1)

S-6 SHEARSON LEHMAN HUTTON UNIT TRUSTS DIRECTIONS UIT SERIES 80, TWO WORLD TRADE CNTR 104TH FLR, C/O SHEARSON LEHMAN HUTTON INC, NEW YORK, NY 10048 DEPOSITOR: SHEARSON LEHMAN HUTTON INC. (FILE 33-31522 - OCT. 11) (BR. 18 - NEW ISSUE)

S-8 WHEELABRATOR TECHNOLOGIES INC /DE/, 55 FERNCROFT RD, DANVERS, MA 01923 (508) 777-2207 - 1,418,840 (\$45,268,241) COMMON STOCK. (FILE 33-31523 - OCT. 11) (BR. 8)

N-1A LIGHTHOUSE FUNDS, 6 ST JAMES AVENUE, BOSTON, MA 02116 (617) 423-0800 - INDEFINITE SHARES. (FILE 33-31524 - OCT. 11) (BR. 17)

N-1A LIGHTHOUSE FUNDS, 6 ST JAMES AVENUE, BOSTON, MA 02116 (617) 423-0800 - INDEFINITE SHARES. (FILE 33-31525 - OCT. 11) (BR. 17)

N-1A LIGHTHOUSE FUNDS, 6 ST JAMES AVENUE, BOSTON, MA 02116 (617) 423-0800 - INDEFINITE SHARES. (FILE 33-31526 - OCT. 11) (BR. 17)

S-1 PRICOR INC, 745 S CHURCH ST, P O BOX 0008, MURFREESBORO, TN 37130 (615) 896-3100 - 1,195,000 (\$14,340,000) COMMON STOCK. 300,000 (\$3,600,000) COMMON STOCK. (FILE 33-31527 - OCT. 11) (BR. 5)

S-1 GOLDCREST CORP, 1701 ALTIVO WAY, LOS ANGELES, CA 90026 (213) 664-0903 - 4,000,000 (\$4,000,000) COMMON STOCK. 4,000,000 COMMON STOCK. 2,000,000 COMMON STOCK. (FILE 33-31528 - OCT. 11) (BR. 11 - NEW ISSUE)

S-2 ELECTRO KINETIC SYSTEMS INC, 701 CHESTNUT ST, TRAINER, PA 19013 (215) 497-4660 - 5,600,000 (\$840,000) COMMON STOCK. 560,000 (\$100,800) COMMON STOCK. 5,600,000 WARRANTS, OPTIONS OR RIGHTS. 560,000 WARRANTS, OPTIONS OR RIGHTS. (FILE 33-31529 - OCT. 12) (BR. 3)

S-8 GOODYEAR TIRE & RUBBER CO, 1144 E MARKET ST, AKRON, OH 44316 (216) 796-2121 - 10,000,000 (\$531,875,000) COMMON STOCK. (FILE 33-31530 - OCT. 12) (BR. 5)

S-3 SPECTRUM CONTROL INC, 2185 W EIGHTH ST, ERIE, PA 16505 (814) 455-0966 - 5,429,785 (\$6,787,231) COMMON STOCK. 2,714,892 (\$8,144,676) COMMON STOCK. (FILE 33-31531 - OCT. 12) (BR. 3)

S-8 MGM UA COMMUNICATIONS CO, 450 N ROXBURY DR 9TH FLOOR, BEVERLY HILLS, CA 90210 (213) 281-4000 - 1,900,000 (\$39,900,000) COMMON STOCK. (FILE 33-31535 - OCT. 12) (BR. 12)

S-3 GLOBAL NATURAL RESOURCES INC/NJ, 5300 MEMORIAL DR STE 800, HOUSTON, TX 77007 (713) 880-5464 - 3,095,000 (\$17,989,687.50) COMMON STOCK. (FILE 33-31536 - OCT. 12) (BR. 12)

S-8 GLOBAL NATURAL RESOURCES INC/NJ, 5300 MEMORIAL DR STE 800, HOUSTON, TX 77007 (713) 880-5464 - 1,500,000 (\$8,718,750) COMMON STOCK. (FILE 33-31537 - OCT. 12) (BR. 12 - NEW ISSUE)

S-8 NEW YORK TIMES CO, 229 W 43RD ST, NEW YORK, NY 10036 (212) 556-1234 - 3,500,000 (\$109,812,500) COMMON STOCK. (FILE 33-31538 - OCT. 12) (BR. 11)

S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST MULTI STATE SERIES 21, 230 W MONROE ST, CHICAGO, IL 60606 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. UNDERWRITER: KEMPER CAPITAL MARKETS INC. (FILE 33-31543 - OCT. 11) (BR. 16 - NEW ISSUE)

S-3 NATIONAL PATENT DEVELOPMENT CORP, 9 WEST 57TH ST, NEW YORK, NY 10019 (212) 826-8500 - 75,000 (\$618,750) COMMON STOCK. (FILE 33-31544 - OCT. 11) (BR. 5)

S-8 VALLEY CAPITAL CORP, 300 S FOURTH ST, PO BOX 98600, LAS VEGAS, NV 89114
 (702) 386-1000 - 666,666 (\$22,833,310) COMMON STOCK. (FILE 33-31545 - OCT. 11)
 (BR. 1)

S-6 FIRST TRUST COMBINED SERIES 89, 500 W MADISON ST STE 3000,
 C/O CLAYTON BROWN & ASSOCIATES INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR:
 BROWN CLAYTON & ASSOCIATES INC. (FILE 33-31546 - OCT. 11) (BR. 18 - NEW ISSUE)

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.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
SPERTI DRUG PRODS INC JOEL LARRY ET AL	COM	13D 10/ 3/89	405 17.9	84837410 0.0	NEW
TELLABS INC STATE OF WISCONSIN INVEST BD	COM	13D 9/22/89	651 5.2	87966410 0.0	NEW
THORTEC INTL INC BLUM RICHARD C & ASSOC	COM	13D 10/10/89	636 7.3	88545510 7.8	UPDATE
UNITED MERCHANTS & MFERS INC SAFER ALBERT ET AL	COM	13D 10/10/89	588 6.5	91085810 5.5	UPDATE
WESTERN PUBG GROUP INC GAMCO INVESTORS INC ET AL	COM	13D 10/11/89	3,205 16.0	95926310 15.0	UPDATE