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U.S. SECURITIES
EXCHANGE COMMISSION

December 4, 1991

COMMISSION ANNOUNCEMENTS

SECTION 16 LETTER INDEX BY SUBJECT MATTER

The Division of Corporation Finance has released an index organizing by subject matter Section 16 letters issued through December 3, 1991. The index is updated on approximately the first day of every month and copies of it may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549.

THE MARKET TRANSACTIONS ADVISORY COMMITTEE; NOTICE OF SECOND MEETING

On December 18, the Securities and Exchange Commission's Market Transactions Advisory Committee will hold its second meeting at 10 a.m. in Room 1C30 at the Commission's main offices. The purpose of the meeting will be to discuss organizational matters of the Advisory Committee and to establish subgroups to facilitate the Advisory Committee's work. The Advisory Committee will also consider the mission and composition of the subgroups. The meeting will be open to the public. Publication of the notice in the Federal Register is expected to be made during the week of December 9. (Rel. 34-30013; File No. 265-18)

CIVIL PROCEEDINGS

COMPLAINT FILED AND JUDGMENTS ENTERED AGAINST MANUFACTURED HOMES AND OTHERS

The Commission announced that on September 27 a complaint was filed seeking permanent injunctive relief in the U.S. District Court for the Middle District of North Carolina against Manufactured Homes, Inc. (MHI), a dealer in low cost manufactured housing, Robert M. Sauls (Sauls), David B. Whelpley (Whelpley) and Wayne F. Sloop (Sloop).

The complaint alleges that the defendants violated the antifraud and reporting provisions of the federal securities laws by filing false quarterly financial statements in 1986, 1987 and 1988. Defendants MHI, Sauls and Whelpley also issued false and misleading press releases during 1989.

Final Judgments of Permanent Injunction were entered on October 7, 1991 against defendants Sauls and Whelpley and on November 4, 1991 against MHI upon their consent. [SEC v. Manufactured Homes, Inc., Robert M. Sauls, David B. Whelpley and Wayne F. Sloop, USDC, M.D.N.C., 6:91-CV-00484] (LR-13107)

CIVIL ACTION AGAINST ARTHUR NUGENT III, ET AL.

The Commission announced that on December 2 the U.S. District Court for the Eastern District of Michigan, Southern Region, in a pending civil action alleging securities fraud, entered an Agreed Order enjoining defendants Arthur F. Nugent III, A.F. Nugent & Company, Specialized Commercial Maintenance, Inc. and SCM, Inc. from violating Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder. The defendants are also enjoined from violating Sections 203(a), 204 and 206 of the Investment Advisers Act pending the determination of the Commission's action on the merits. The Agreed Order also prohibits the transfer or disposal of the defendants' funds and other assets and requires them to file, within ten days from the date of the Agreed Order, a sworn accounting of all of their assets and of all funds or other assets obtained from investors. In addition, the Agreed Order enjoins the defendants from destroying or disposing of any documents relating to the matters involved in the pending civil action. [SEC v. Arthur F. Nugent III, et al., 91 CV 76430 DT, E.D. Mich.] (LR-13108)

CRIMINAL PROCEEDINGS

PATRICK MURRAY SENTENCED

The U.S. Attorney's Office for the District of Colorado and the Securities and Exchange Commission announced that on October 7 Patrick Murray of Denver, Colorado was sentenced to a suspended five-year prison sentence and placed on three years probation. He was also ordered to perform 100 hours of community service. Murray had previously pleaded guilty to one count of conspiracy to structure transactions to evade reporting requirements and one count of causing Lakeside National Bank of Denver, Colorado and Omnibank Southeast of Aurora, Colorado to fail to file a Currency Transaction Report.

Murray admitted that he directed trades in nominee accounts at Otra Clearing, Inc., a broker-dealer registered with the Commission. Murray further admitted that thereafter he caused Otra Clearing, Inc. to disburse the proceeds from those nominee accounts in individual checks in amounts less than \$10,000, when in fact the proceeds totalled more than \$10,000. The checks were disbursed in this manner in order to avoid reporting requirements and the filing of Currency Transaction Reports as required by the Internal Revenue Service. This procedure is known as "structuring."

This case was investigated by the Securities Fraud (Colorado) Task Force which was organized to prosecute abuses in the penny stock market. [U.S. v. Patrick Murray, USDC, Colo., 91-CR-230] (LR-13106)

INVESTMENT COMPANY ACT RELEASES

TEMPLETON DEVELOPING MARKETS TRUST, ET AL.

A conditional order has been issued under Section 6(c) of the Investment Company Act exempting Templeton Developing Markets Trust, et al. from the provisions of Sections 2(a)(32), 2(a)(35), 22(c) and 22(d) of the Act, and Rule 22c-1 thereunder to permit

certain investment companies to impose a contingent deferred sales load and to waive the load in certain instances. (Rel. IC-18426 - December 2)

AXE-HOUGHTON FUNDS, INC., ET AL.

A notice has been issued giving interested persons until December 27 to request a hearing on an application filed by Axe-Houghton Funds, Inc., et al. for a conditional order under Section 6(c) of the Investment Company Act exempting applicants from the provisions of Section 12(d)(3) of the Act and Rule 12d3-1 thereunder. Applicants are exempted to the extent necessary to permit them to invest in equity or convertible debt securities issued by foreign issuers that derived more than 15% of their gross revenues from their activities as a broker, dealer, underwriter or investment adviser, provided such investments meet the conditions as described in proposed amended Rule 12d3-1. (Rel. IC-18427; International Series Rel. 349 - December 2)

ROBERT BAIRD & CO. INCORPORATED

A permanent, conditional order has been issued pursuant to Section 9(c) of the Investment Company Act exempting Robert W. Baird & Co. Incorporated from the provisions of Section 9(a) of the Act to relieve Baird from any ineligibility resulting from Baird's employment of an individual who was convicted of a misdemeanor within the last ten years as a result of the individual's conduct while an employee of a bank. (Rel. IC-18428 - December 3)

HOLDING COMPANY ACT RELEASES

SYSTEM FUELS, INC. ET AL.

A supplemental order has been issued authorizing a proposal by System Fuels, Inc. (SFI) and SFI's parents, Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power & Light Company and New Orleans Public Service Inc., subsidiaries of Entergy Corporation, a registered holding company. SFI proposes to extend its existing credit agreement under the same terms and conditions with Bank of America National Trust and Savings Association through January 31, 1994. (Rel. 35-25417)

GULF POWER COMPANY

A supplemental order has been issued releasing jurisdiction over a proposal by Gulf Power Company (Gulf Power), an electric public-utility subsidiary company of The Southern Company, a registered holding company. Gulf Power proposes to issue and sell up to \$125 million of first mortgage bonds and up to \$40 million of preferred stock pursuant to alternative competitive bidding procedures. Jurisdiction will continue to be reserved over Gulf Power's issuance and sale of up to \$125 million of the bonds and \$50 million of the preferred stock under an exception from the competitive bidding requirements of Rule 50 under subsection (a)(5) thereunder. Jurisdiction will also continue to be reserved over Gulf Power's issuance and sale of up to \$10 million of the preferred stock pursuant to alternative competitive bidding procedures. Finally, jurisdiction will also continue to be reserved over Gulf Power's additional financing or refinancing of up to \$78.8 million of its pollution control facilities in Florida, Georgia and Mississippi, pending completion of the record. (Rel. 35-25418)

GPU SERVICE CORPORATION

An order has been issued authorizing GPU Service Corporation (GPUSC), a nonutility subsidiary of General Public Utilities Corporation (GPU), a registered holding company, to grant through December 31, 2001 a license in a series of computer software programs and related materials (AMMS) to Utility Resources, Inc. (Licensee), a nonassociate company. AMMS is used by GPUSC and the public-utility companies in the GPU system. GPUSC, with the assistance of computer technology professionals, has begun to modify AMMS for use by nonassociate companies (Commercial AMMS). Licensee will market and grant sublicenses in Commercial AMMS to nonassociate companies and may sell Commercial AMMS outright. (Rel. 35-25419)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until December 23 to comment on the application of Foundation Health Corporation to withdraw its Common Stock, \$.01 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-30011)

A notice has been issued giving interested persons until December 23 to comment on the application of Biomagnetic Technologies, Inc. to withdraw its Common Stock, No Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-30012)

UNLISTED TRADING PRIVILEGES GRANTED

Orders have been issued granting the applications of three exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. The exchanges and number of issues are as follows: Cincinnati Stock Exchange - 9 issues (Rel. 34-30014); Philadelphia Stock Exchange - 3 issues (Rel. 34-30016); and Philadelphia Stock Exchange and Pacific Stock Exchange - 1 issue (Rel. 34-30019).

WITHDRAWAL GRANTED

An order has been issued granting the application of Jesup Conquest Exploration Company to withdraw from listing and registration its 9 1/2% Convertible Subordinated Debentures, due 2014, on the American Stock Exchange. (Rel. 34-30015)

UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until December 24 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 exchanges and are reported in the consolidated transaction reporting system. The exchanges and number of issues are as follows: Midwest Stock Exchange - 9 issues (Rel. 34-30020); Boston Stock Exchange - 3 issues (Rel. 34-30021); and Philadelphia Stock Exchange - 6 issues (Rel. 34-30022).

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGE

The New York Stock Exchange, has filed a proposed rule change (SR-NYSE-91-41) under Rule 19b-4 to increase Continuing Listing Fees as of January 1, 1992. Publication of the proposal is expected in the Federal Register during the week of December 9. (Rel. 34-30017)

The New York Stock Exchange filed a proposed rule change (SR-NYSE-91-40) under Rule 19b-4 to amend the Uniform Application for Securities Industry Registration or Transfer (Form U-4) as well as the Uniform Termination Notice for Securities Industry Registration (Form U-5). Publication of the proposal is expected in the Federal Register during the week of December 9. (Rel. 34-30018)

SIGNIFICANT NO-ACTION AND INTERPRETATIVE LETTERS

The Division of Corporation Finance has announced the publication of staff correspondence interpreting Rule 144A. Copies of the correspondence may be obtained by writing to the Public Reference Room or by making a request in person at the Public Reference Room, 450 Fifth Street, N.W., Room 1024, Washington, D.C., stating the name of the letter, the statute or rule to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
Schering-Plough Corporation	November 21, 1991	Application of Rule 144A information requirement to warrants guaranteed by issuer's parent

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.

REGISTRATIONS

- S-6 SEARS MUNICIPAL TRUST INSURED CALIFORNIA SERIES 56, TWO WORLD TRADE CTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 2,000 (\$2,000,000)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-44056 - NOV. 22)
(NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST INSURED CALIFORNIA SERIES 57, TWO WORLD TRADE CTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 2,000 (\$2,000,000)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-44057 - NOV. 22)
(NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST DELAWARE PORTFOLIO SERIES 10, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 2,000 (\$2,000,000)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-44060 - NOV. 22)
(BR. 22 - NEW ISSUE)
- S-3 OFFICE DEPOT INC, 2200 OLD GERMANTON RD, DELRAY, FL 33445 (407) 278-4800 (FILE
33-44061 - NOV. 26) (BR. 7)
- S-8 PENN TRAFFIC CO, 319 WASHINGTON ST, JOHNSTOWN, PA 15901 (814) 536-9900 - 200,000
(\$4,575,000) COMMON STOCK. (FILE 33-44062 - NOV. 26) (BR. 1)
- S-3 HOUSEHOLD INTERNATIONAL INC, 2700 SANDERS RD, PROSPECT HEIGHTS, IL 60070
(708) 564-5000 - 1,000,000 (\$44,062,500) COMMON STOCK. PREFERRED STOCK. (FILE
33-44066 - NOV. 26) (BR. 11)
- S-3 SEARS ROEBUCK & CO, SEARS TOWER, CHICAGO, IL 60684 (312) 875-2500 - 2,000,000,000
(\$2,000,000,000) STRAIGHT BONDS. (FILE 33-44067 - NOV. 26) (BR. 2)
- S-3 CITIZENS UTILITIES CO, HIGH RIDGE PK BLDG 3, P O BOX 3801, STAMFORD, CT 06905
(203) 329-8800 - 1,000,000 (\$32,375,000) COMMON STOCK. (FILE 33-44068 - NOV. 26)
(BR. 7)
- S-3 CITIZENS UTILITIES CO, HIGH RIDGE PK BLDG 3, P O BOX 3801, STAMFORD, CT 06905
(203) 329-8800 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-44069 - NOV. 27)
(BR. 7)
- S-3 UNITED ILLUMINATING CO, 80 TEMPLE ST, NEW HAVEN, CT 06506 (203) 787-7200 -
200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-44071 - NOV. 27) (BR. 7)
- S-3 LIBERTY NATIONAL BANCORP INC /KY/, 416 W JEFFERSON ST, P O BOX 32500, LOUISVILLE, KY
40202 (502) 566-2000 - 24,000,000 (\$24,000,000) STRAIGHT BONDS. (FILE 33-44138 -
NOV. 25) (BR. 2)
- S-8 OLD DOMINION FREIGHT LINE INC/VA, 1730 WESTCHESTER DR, HIGH POINT, NC 27261
(919) 889-5000 - 250,000 (\$3,468,750) COMMON STOCK. (FILE 33-44139 - NOV. 25) (BR. 4)
- S-8 WACHOVIA CORP/ NC, 2 PEACHTREE ST NW, ATLANTA, GA 30383 (404) 332-5000 - 150,000
(\$8,240,625) COMMON STOCK. (FILE 33-44141 - NOV. 25) (BR. 2)
- S-8 GANDER MOUNTAIN INC, P O BOX 128 HGWY W, WILMOT, WI 53192 (414) 862-2331 - 276,650
(\$2,224,266) COMMON STOCK. (FILE 33-44144 - NOV. 25) (BR. 2)
- S-8 RAG SHOPS INC, 111 WAGARAW RD, HAWTHORNE, NJ 07506 (201) 423-1303 - 248,250
(\$2,761,781) COMMON STOCK. 201,750 (\$1,260,938) COMMON STOCK. (FILE 33-44147 -
NOV. 25) (BR. 2)
- S-3 SCECORP, 2244 WALNUT GROVE AVE, P O BOX 999, ROSEMEAD, CA 91770 (818) 302-2222 -
5,000,000 (\$220,000,000) COMMON STOCK. (FILE 33-44148 - NOV. 26) (BR. 8)

REGISTRATIONS CONTINUED

- S-3 STEWART & STEVENSON SERVICES INC, 2707 N LOOP W, HOUSTON, TX 77008 (713) 868-7700 - 100,000 (\$4,950,000) COMMON STOCK. 1,150,000 (\$56,925,000) COMMON STOCK. (FILE 33-44149 - NOV. 26) (BR. 9)
- S-8 SPARTA INC /DE, 23041 AVENIDA DE LA CARLOTA STE 400, LAGUNA HILLS, CA 92653 (714) 768-8161 - 12,350,413 (\$56,477,618) COMMON STOCK. (FILE 33-44150 - NOV. 26) (BR. 8)
- S-1 MOUNTAIN GAS RESOURCES INC, 5613 DTC PKWY STE 200, ENGLEWOOD, CO 80111 (303) 773-1330 - 2,985,000 (\$32,835,000) COMMON STOCK. UNDERWRITER: DILLON READ & CO INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-44165 - NOV. 22) (BR. 3 - NEW ISSUE)
- S-8 WISER OIL CO, 8115 PRESTON RD STE 400, DALLAS, TX 75225 (214) 265-0080 - 5,250 (\$83,343.75) COMMON STOCK. 24,750 (\$403,734.37) COMMON STOCK. (FILE 33-44172 - NOV. 25) (BR. 3)
- S-3 MAGMA COPPER CO, 7400 N ORACLE RD STE 200, TUCSON, AZ 85704 (602) 575-5600 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-44175 - NOV. 25) (BR. 6)
- S-3 CHEMED CORP, 2600 CHEMED CTR 255 E FIFTH ST, CINCINNATI, OH 45202 (513) 762-6900 - 1,300,000 (\$32,825,000) COMMON STOCK. (FILE 33-44177 - NOV. 26) (BR. 1)
- S-1 NOEL GROUP INC, 667 MADISON AVE, NEW YORK, NY 10021 (212) 371-1400 - 6,900,000 (\$103,500,000) COMMON STOCK. (FILE 33-44178 - NOV. 26) (BR. 4 - NEW ISSUE)
- S-1 GENETIC THERAPY INC /DE, 19 FIRSTFIELD RD, GAITHERSBURG, MD 20878 (301) 590-2626 - 1,725,000 (\$21,778,125) COMMON STOCK. (FILE 33-44179 - NOV. 25) (BR. 4)
- S-4 ARMCO INC, 300 INTERPACE PKWY, PARISPPANY, NJ 07054 (201) 316-5200 - 19,728,992 (\$63,724,644.16) COMMON STOCK. 19,728,992 PREFERRED STOCK. (FILE 33-44181 - NOV. 25) (BR. 6)
- S-8 MHI GROUP INC, 2032 D THOMASVILLE RD, TALLAHASSE, FL 32312 (904) 385-8883 - 2,450,000 (\$2,570,102) COMMON STOCK. (FILE 33-44183 - NOV. 26) (BR. 5)
- S-8 MACDERMID INC, 245 FREIGHT ST, WATERBURY, CT 06702 (203) 575-5700 - 300,000 (\$6,600,000) COMMON STOCK. (FILE 33-44185 - NOV. 26) (BR. 9)
- S-6 TAX EXEMPT SECURITIES TRUST SERIES 352, 1345 AVE OF THE AMERICAS, C/O SMITH BARNEY HARRIS UPHAM & CO INC, NEW YORK, NY 10105 - 1,000 (\$1,600,000) UNIT INVESTMENT TRUST. DEPOSITOR: KIDDER PEABODY & CO INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-44187 - NOV. 27) (BR. 16 - NEW ISSUE)
- S-3 NORTHERN INDIANA PUBLIC SERVICE CO, 5265 HOHMAN AVE, HAMMOND, IN 46320 (219) 853-5200 - 125,000,000 (\$125,000,000) STRAIGHT BONDS. (FILE 33-44193 - NOV. 27) (BR. 8)
- S-3 ENERGY VENTURES INC /DE/, 5 POST OAK PARK, HOUSTON, TX 77027 (713) 297-8400 - 69,000,000 (\$69,000,000) STRAIGHT BONDS. (FILE 33-44196 - NOV. 27) (BR. 4)
- S-1 FOODMAKER INC /DE/, 9330 BALBOA AVE, SAN DIEGO, CA 92123 (619) 571-2121 - 10,350,000 (\$227,700,000) COMMON STOCK. (FILE 33-44198 - NOV. 27) (BR. 12)
- S-2 TEXAS NEW MEXICO POWER CO, 4100 INTERNATIONAL PLZ, PO BOX 2943, FORT WORTH, TX 76113 (817) 731-0099 - 149,500,000 (\$149,500,000) STRAIGHT BONDS. (FILE 33-44199 - NOV. 27) (BR. 8)

REGISTRATIONS CONTINUED

- S-1 AMERICAN SKANDIA LIFE ASSURANCE CORP/CT, TOWER ONE CORP DR, SHELTON, CT 06484
(203) 926-1888 - \$32,000 VARIABLE ANNUITY ISSUES. (FILE 33-44202 - NOV. 25) (BR. 10
- NEW ISSUE)
- S-8 SYMANTEC CORP, 10201 TORRE AVE, CUPERTINO, CA 95014 (408) 253-9600 - 972,500
(\$27,716,250) COMMON STOCK. 51,260 (\$1,102,090) COMMON STOCK. (FILE 33-44203 -
NOV. 26) (BR. 10)
- S-8 HERLEY INDUSTRIES INC /NEW, 10 INDUSTRY DR, LANCASTER, PA 17603 (717) 397-2777 -
800,000 (\$6,600,000) COMMON STOCK. (FILE 33-44204 - NOV. 25) (BR. 3)
- S-1 AIR CURE ENVIRONMENTAL INC, 5155 EAST RIVER RD, MINNEAPOLIS, MN 55421 (612) 571-0560
- 920,000 (\$5,750,000) COMMON STOCK. 80,000 (\$604,000) COMMON STOCK. 105,000
(\$115,205) WARRANTS, OPTIONS OR RIGHTS. 105,000 (\$659,375) COMMON STOCK. 54,260
(\$532,426) COMMON STOCK. (FILE 33-44205 - NOV. 26) (BR. 10)
- S-11 WINDSOR REAL ESTATE INVESTMENT TRUST 8, 120 WEST GRAND AVE, ESCONDIDO, CA 92025
(619) 746-2411 - 1,000,000 (\$25,000,000) COMMON SHARES OF BENEFICIAL INTEREST. 40,000
(\$1,000,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-44206 - NOV. 26) (BR. 5
- NEW ISSUE)
- S-8 HUNTINGTON BANCSHARES INC/MD, 41 S HIGH ST, COLUMBUS, OH 43287 (614) 463-4647 -
132,825 (\$2,515,373.44) COMMON STOCK. (FILE 33-44208 - NOV. 26) (BR. 1)
- S-3 NATIONAL CITY CORP, 1900 E NINTH ST, CLEVELAND, OH 44114 (216) 575-2000 (FILE
33-44209 - NOV. 26) (BR. 2)
- S-8 ETOWN CORP, 600 SOUTH AVE, P O BOX 788, WESTFIELD, NJ 07090 (908) 654-1234 - 50,000
(\$1,350,000) COMMON STOCK. (FILE 33-44210 - NOV. 26) (BR. 8)
- S-8 PHOENIX TECHNOLOGIES LTD, 846 UNIVERSITY AVE, NORWOOD, MA 02062 (617) 551-4000 -
500,000 (\$3,187,500) COMMON STOCK. (FILE 33-44211 - NOV. 26) (BR. 9)
- S-8 MA COM INC, 7 NEW ENGLAND EXECUTIVE PARK, BURLINGTON, MA 01803 (617) 272-9600 -
2,000,000 (\$12,376,000) COMMON STOCK. (FILE 33-44212 - NOV. 26) (BR. 3)
- S-1 THERMO ELECTRON TECHNOLOGIES CORP/DE, 9550 DISTRIBUTION AVE, SAN DIEGO, CA 92121
(619) 622-1000 - 1,106,798 (\$14,255,558.24) COMMON STOCK. (FILE 33-44213 - NOV. 26)
(BR. 8)
- S-8 UNITED TELECOMMUNICATIONS INC, 2330 SHAWNEE MISSION PKWY, WESTWOOD, KS 66205
(913) 676-3000 - 750,000 (\$16,593,750) COMMON STOCK. (FILE 33-44255 - NOV. 27)
(BR. 7)

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	SNRS(000)/ OWNED	CUSIP/ PRIOR%	FILING STATUS
ABOVE TECHNOLOGIES INC BOND MYRON	COM 13D	11/20/91	1,599 16.7	00373810 0.0	NEW
ABOVE TECHNOLOGIES INC CLAWSON JERRY	COM 13D	11/20/91	2,474 25.9	00373810 0.0	NEW
ABOVE TECHNOLOGIES INC MCMULLIN THOMAS J	COM 13D	11/20/91	1,601 16.8	00373810 0.0	NEW
AIR EXPRESS INTL CORP MAILMAN JOSHUA L	COM 13D	10/17/91	328 4.4	00910410 9.8	UPDATE
AIR WIS SVCS INC HEINE SECURITIES CORP	COM 13D	11/22/91	860 9.5	00923610 10.6	UPDATE
ALLIANT TECHSYSTEM HLDGS INC TWEEDY BROWNE CO L P ET AL	COM 13D	9/29/91	483 5.1	01880410 0.0	NEW
AMERICAN ECOLOGY CORP ECOL PARTNERS ET AL	COM 13D	11/22/91	3,200 82.6	02553310 82.6	UPDATE
AMERICAN REP BANCORP GREENBLATT LEON H	COM 13D	11/18/91	76 4.8	02924310 9.9	UPDATE
AMPHENOL CORP DEGEORGE LAWRENCE J ET AL	CL A 13D	11/18/91	11,533 35.3	03209420 0.0	NEW
ARIZONA LAND INCOME CORP SMITH CLYDE B	CL A 13D	11/12/91	284 10.3	04051510 9.6	UPDATE
CENTER BKS INC FIRST SAVE ASSOCIATES ET AL	COM 13D	11/21/91	43 4.6	15140910 5.7	UPDATE
CETUS CORP ALPINE ASSOCIATES ET AL	COM 13D	11/21/91	1,749 5.2	15719910 0.0	NEW
CHESAPEAKE LIFE INS CO FIRST UNITED INC	CL A 13D	11/22/91	0 0.0	16523110 0.0	NEW
CHESAPEAKE LIFE INS FIRST UNITED INC	CL B 13D	11/22/91	0 0.0	16523120 0.0	NEW
COOPER DEV CO MONTGOMERY PARKER G	COM NEW 13D	11/21/91	400 16.5	21665520 11.1	UPDATE
DATAPOINT CORP EDELMAN ASHER B. ET AL	PFD 13D	11/27/91	322 16.7	23810030 17.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
DOTRONIX INC ALPHI FUND	COM 130	11/22/91	280 7.1	25856410 0.0	NEW
FIRST FINANCIAL HLDGS INC MERRY LAND & INVESTMENT CO	COM 130	11/18/91	318 9.5	32023910 9.6	UPDATE
FRONTIER INS GROUP INC NEW LIFE AMERICA CORP ET AL	COM 130	11/19/91	475 8.5	35908110 0.0	NEW
GALLERY OF HISTORY INC MEUNAN GERALD	COM 130	11/ 5/91	506 8.8	36381210 0.0	NEW
HOMETRUST BK GA MERRY LAND & INVESTMENT CO	COM 130	11/18/91	154 8.7	43787510 0.0	NEW
INTL MERCANTILE CORP LIFE AMERICA CORP ET AL	COM 130	11/19/91	1,783 60.9	45985810 0.0	NEW
INTERNATIONAL SPEEDWAY CORP FRANCE WILLIAM C ET AL	COM 130	11/19/91	1,407 61.5	46033510 0.0	NEW
KUSTOM ELECTRS INC SIMMONDS COMMUNICATION LTD	COM 130	10/30/91	925 40.1	50134110 54.2	UPDATE
METRO TEL CORP ALLEN & CO INC ET AL	COM 130	11/22/91	94 4.5	59163910 6.2	UPDATE
NEWPARK RES INC SASSOWER PHILIP S	COM 130	9/26/91	3,715 41.3	65171840 41.5	UPDATE
MOONEY REAL PPTY INV-II LIQUIDITY FUNDS ET AL	LTD PRSHP INT 130	10/31/90	1 7.1	65537399 6.5	UPDATE
OLSTEN CORP OLSTEN WILLIAM EST OF ET AL	COM 130	11/18/91	4,408 70.5	68138520 0.0	NEW
ORTWOMET INC STATE OF WISCONSIN INVEST BD	COM 130	10/25/91	370 9.2	68750310 6.2	UPDATE
PHYSICIAN COMPUTER NETWORK SHEARSON LEHMAN BROS HLDGS	COM 130	11/21/91	1,207 13.4	71999610 0.0	NEW
QUAL-MED INC CULP FAMILY TR	COM 130	9/ 6/91	962 6.4	74752410 0.0	NEW
SOUTH CAROLINA FED CORP MERRY LAND & INVESTMENT CO	COM 130	11/18/91	256 9.5	83701410 9.5	UPDATE
STERLING FIN'L CORP LIFE AMERICA CORP ET AL	COM \$5 OTC 130	11/19/91	474 36.5	85931710 0.0	NEW
SUNRISE PRESCHOOL INC CONNELLY MICHAEL J ET AL	COM 130	11/18/91	1,112 32.4	86769310 29.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
TELECONCEPTS CORP KIU YIN INVESTMENT CO ET AL	COM 13D	11/21/91	854 12.9	87928810 0.0	NEW
UNITED STATIONERS INC STATE OF WISCONSIN INVEST BD	COM 13D	10/21/91	946 6.1	91300410 7.3	UPDATE
UNIVERSAL LIFE HLDG CORP LIFE AMERICA CORP ET AL	COM CL A 13D	11/19/91	2,633 54.3	91363210 0.0	NEW
WATERS INSTRS INC SCHIEFELBEIN CHARLES G	COM 13D	11/ 8/91	195 13.4	94185010 11.2	UPDATE
WEATHERFORD INTL INC JOHNSON DAVID M ET AL	COM 13D	11/19/91	3,454 8.8	94707610 0.0	NEW

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		
ABOVE TECHNOLOGIES INC	UT					X				11/15/91	
ACCUGRAPH CORP									X	11/23/91	
ADVANCED TOBACCO PRODUCTS INC	TX				X					11/27/91	
ALTER SALES CO INC	FL				X	X				11/27/91	
ARCUS INC	DE								NO ITEMS	09/16/91	AMEND
ARM FINANCIAL CORP	NV								NO ITEMS	07/12/91	AMEND
ASSOCIATES CORPORATION OF NORTH AMERICA	DE							X		11/25/91	
BALLY MANUFACTURING CORP	DE					X	X			11/25/91	
BANK OF NEW ENGLAND CORP	MA								NO ITEMS	10/31/91	
BANYAN MORTGAGE INVESTORS L P	DE					X				11/13/91	
BANYAN MORTGAGE INVESTORS L P II	DE					X				11/13/91	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
BANYAN MORTGAGE INVESTORS L P III	DE				X					11/13/91	
BAYLY CORP	DE				X	X				11/26/91	
BW HOME EQUITY TRUST 1990 I	CA				X	X				11/15/91	
BW TRUST 1989 1	CA				X	X				11/15/91	
BW TRUST 1990-1	CA				X	X				11/15/91	
CALIFORNIA JAMAR INC	DE				X	X				10/11/91	
CALNETICS CORP	CA				X					11/26/91	
CAPSTEAD SECURITIES CORP III	DE		X				X			11/26/91	
CARLYLE REAL ESTATE LTD PARTNERSHIP XI	IL				X	X				10/31/91	
CHEMICAL BANK GRANTOR TRUST 1990-A	NY				X	X				10/31/91	
CHIQUITA BRANDS INTERNATIONAL INC	NJ				X	X				11/27/91	
CHIRON CORP	DE				X	X				11/25/91	
CHOICES ENTERTAINMENT CORP	DE				X	X				11/20/91	
CIRCUIT SYSTEMS INC	IL				X	X				11/27/91	
COLUMBIA GAS SYSTEM INC	DE				X	X				12/02/91	
COMMERCIAL BANCORPORATION OF COLORADO	CO				X					11/27/91	
COM TECH SYSTEMS INC	DE				X					11/27/91	
CONSUMAT SYSTEMS INC	VA	X				X				11/15/91	
DAUPHIN TECHNOLOGY INC	UT				X	X				11/25/91	
DELMARVA POWER & LIGHT CO /DE/	DE				X					11/27/91	
BYNATEC INTERNATIONAL INC	UT				X	X				09/30/91	AMEND
EASTERN BANCORP INC	DE				X	X				11/20/91	
EDUCATION SYSTEMS & PUBLICATIONS CORP	NV				X					06/24/91	AMEND
ERIE LACKAWANNA INC	DE				X					11/22/91	
FIRST CENTENNIAL CORP	CO	X					X			11/13/91	
FIRST SECURITY CORP OF KENTUCKY	KY				X					11/26/91	
FIRST UNITED INC	DE				X					11/22/91	
FLAGSHIP EXPRESS INC	DE				X					10/05/91	
FLEET CONSUMER DISCOUNT CO /PA/	RI		X				X			11/15/91	
FLEET FINANCE & MORTGAGE INC/FL/	RI		X				X			11/15/91	
FLEET FINANCE & MORTGAGE INC/NC	RI		X				X			11/15/91	
FLEET FINANCE HOME EQUITY TRUST 1991-2	RI		X				X			11/15/91	
FLEET FINANCE INC /RI/	RI		X				X			11/15/91	
FLEET FINANCE INC /SC/	RI		X				X			11/15/91	
FLEET FINANCE INC /TN/	RI		X				X			11/15/91	
FLEET FINANCE INC OF GEORGIA/GA/	RI		X				X			11/15/91	
FLEET FINANCE INC/DE/	RI		X				X			11/15/91	
FLEET FINANCE OF LOUISIANA INC /LA/	RI		X				X			11/15/91	
FLEET INDUSTRIAL LOAN CO /VA/	RI		X				X			11/15/91	
FLEET INDUSTRIAL LOAN CO OF MINNESOTA IN	RI		X				X			11/15/91	
FLIGHT INTERNATIONAL GROUP INC	GA		X				X	X		11/22/91	
FORTUNE FINANCIAL GROUP INC	FL						X			11/29/91	
FOUNTAIN POWERBOAT INDUSTRIES INC	NV				X		X			11/26/91	
FUTURISTIC INNOVATIONS INC	HI	X					X			11/13/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST A	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				11/15/91	