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U.S. SECURITIES AND
EXCHANGE COMMISSION

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Issue 85-123

NOTICE OF COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, NW, Washington, DC. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

OPEN MEETING - MONDAY, JULY 1, 1985 - 10:00 a.m.

The subject matter of the July 1 open meeting will be:

(1) Consideration of a release adopting Securities Exchange Act Rule 3b-9 which excludes from the definition of "bank", as found in Section 3(a)(6) of the Securities Exchange Act of 1934, banks which engage in certain securities activities. FOR FURTHER INFORMATION, PLEASE CONTACT Amy Natterson Kroll at (202) 272-2848.

(2) Consideration of whether to issue a release proposing amendments to: (1) Rule 13e-4 under the Securities Exchange Act of 1934 governing tender offers by issuers, to codify that an issuer tender offer must be extended to all holders of the subject security and that all security holders must be paid the highest consideration offered; to conform the minimum offering, withdrawal and proration periods required of issuer tender offers to those required of third party offers; and to keep the offer open for ten business days from an increase in the number of shares sought; and (2) Rule 14e-1 under the Exchange Act concerning unlawful tender offer practices, to apply the rule's minimum time periods to all issuer tender offers. The proposed "all-holders" and "best price" amendments will be considered in conjunction with proposed Rule 14d-10 under the Exchange Act that would codify such requirements for third party offers. FOR FURTHER INFORMATION, PLEASE CONTACT Deren Manasevit at (202) 272-7494.

(3) Consideration of whether to publish a release regarding tender offers which would set forth its interpretations and propose to codify (in proposed Rule 14d-10 under the Securities Exchange Act of 1934) its position with respect to equal treatment of security holders in a tender offer, specifying that a tender offer must be extended to all holders of the class of security subject to the offer and all security holders must be paid the highest consideration offered during the offer. The Commission will also consider revising existing Rule 14e-1(b) by adding an increase in the amount of securities sought as a trigger for the additional ten business day period under that Rule. FOR FURTHER INFORMATION, PLEASE CONTACT Thomas Sweeney at (202) 272-2589.

(4) Consideration of whether to incorporate the contents of Form N-1Q into Form N-SAR and withdraw Forms N-1Q and N-27d-2 under the Investment Company Act of 1940 and other rule amendments and rescissions made necessary by this action. Consideration will also be given to amending the instructions to Forms N-1A and N-2 under the Investment Company Act which would conform the calculation and reporting of an investment company's portfolio turnover rate in those forms to the manner in which it is calculated in Form N-SAR. FOR FURTHER INFORMATION, PLEASE CONTACT William C. Gibbs at (202) 272-2048.

(5) Consideration of whether to propose for public comment amendments to Rules 2a-7 and 12d3-1 and to propose Rule 2a41-1 under the Investment Company Act of 1940, which would address questions regarding the acquisition and valuation of put options by registered investment companies. FOR FURTHER INFORMATION, PLEASE CONTACT Jack Murphy at (202) 272-2048.

(6) Consideration of whether to publish for comment proposed comprehensive revisions to the Securities Exchange Act proxy rules. In addition to generally updating and clarifying those rules, the proposed revisions would apply the principles of integration to plans involving mergers, consolidations, acquisitions and similar transactions requiring financial statements and would require additional disclosure related to independent public accountants. FOR FURTHER INFORMATION, PLEASE CONTACT Leslie Murphy at (202) 272-2589.

(7) Consideration of whether to publish for comment proposed rules to codify the fees for Securities Exchange Act filings relating to cash tender offers, cash mergers and similar transactions. FOR FURTHER INFORMATION, PLEASE CONTACT Leslie Murphy at (202) 272-2589.

(8) Consideration of whether to publish a release soliciting comments on various concepts and proposals surrounding the practice of registrants who seek an auditor who is willing to support a proposed accounting treatment which is intended to accomplish the registrant's reporting objectives, but which is not necessarily in accordance with generally accepted accounting principles. This practice is commonly referred to as "opinion shopping." FOR FURTHER INFORMATION, PLEASE CONTACT Robert Burns at (202) 272-2130.

(9) Consideration of whether to authorize the release of a Pre-solicitation Document for the operational EDGAR system. This document would give potential bidders, persons who make filings with the Commission, and potential users the opportunity to view and comment on the operational system, including its functional requirements and financing approach prior to issuance of the request for proposals this fall. FOR FURTHER INFORMATION, PLEASE CONTACT David T. Copenhafer at (202) 272-3529 or Patricia M. Jayne at (202) 272-7054.

CLOSED MEETING - TUESDAY, JULY 2, 1985 - 10:00 a.m.

The subject matter of the July 2 closed meeting will be: Subpoena enforcement action; Formal orders of investigation; Settlement of administrative proceeding; Institution of injunctive action; Settlement of injunctive action; Opinion.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: David Powers at (202) 272-2091

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST MARSHALL AND MEYER, INCORPORATED

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against Marshall and Meyer, Incorporated, a registered broker-dealer. The Order for Public Proceedings alleges that Evans Llewellyn Securities, Inc., a registered broker-dealer that has been found by the Commission to have violated the registration provisions of the Securities Act, is a person associated with and is controlled by Marshall and Meyer. The Order also alleges that Evans Llewellyn and Marshall and Meyer wilfully violated Rule 15b3-1 under the Exchange Act, which requires the prompt filing of amendments to Form BD, and that Marshall and Meyer wilfully violated Section 17(e)(1)(A) and Rule 17a-5(d) under the Exchange Act, which requires filing of audited financial reports by broker-dealers. (Rel. 34-22155)

JAMES STIVALETTI BARRED

The Commission ordered public administrative proceedings under the Securities Exchange Act of 1934 and the Investment Company Act of 1940 against James Stivaletti, arising from the entry of a permanent injunction against him and his conviction on seven felony counts involving the purchase or sale of a security, including conspiracy, antifraud, tender offer violations, tax evasion and perjury. The Commission accepted an Offer of Settlement in which Stivaletti consented to being barred from association with any broker, dealer, municipal securities dealer or investment company. (Rel. 34-22156)

TRADING SUSPENSIONS

TRADING SUSPENDED IN MUSIKAHN CORP.

The Commission announced the temporary suspension of over-the-counter trading in the securities of Musikahn Corp., a New York corporation with executive offices in Valley Stream, New York, for the ten-day period beginning on June 26 and terminating at midnight (EDT) on July 5, 1985.

The Commission suspended trading in Musikahn securities in view of questions concerning the lack of adequate current information concerning the affairs of Musikahn with respect to, among other things, the company's financial condition, the closing of retail stores and a recent loan obtained by the company.

If any broker-dealer or other person has any information which may relate to this matter, the Division of Enforcement of the Commission should be telephoned at (212) 264-1630. (Rel. 34-22170)

CIVIL PROCEEDINGS

ALAN IHNE AND JAMES STIVALETTI PERMANENTLY ENJOINED

The Commission announced on June 14 the entry of Orders of Permanent Injunction enjoining Alan Ihne, former manager of office services at Sullivan & Cromwell, and James Stivaletti, a registered representative, from violations of the antifraud and tender offer provisions of the securities laws. The Order was entered by Judge Charles S. Haight, Jr., Southern District of New York, in the Commission's action arising out of the misappropriation of material nonpublic information concerning impending takeovers and tender offers from Sullivan & Cromwell. (SEC v. Dominick Musella, et al., USDC SDNY, 83 Civ. 342 [CSH]). (LR-10791)

OAK INDUSTRIES, INC. ENJOINED, OTHER RELIEF GRANTED

The Commission filed a complaint for injunctive and other equitable relief on June 25 in the U.S. District Court for the Southern District of California against Oak Industries, Inc. Oak consented to the Final Judgment without admitting or denying the complaint's allegations.

The Commission alleged in its complaint that Oak violated the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 and the periodic reporting, proxy soliciting and recordkeeping-internal controls provisions of the Exchange Act. According to the complaint, Oak disseminated materially false and misleading financial statements for the year ended December 31, 1982 and the first three quarters of 1982. The Commission alleged that Oak's reported net earnings, assets and shareholders' equity were materially overstated. Additionally, the Commission alleged that Oak withheld documentation from its independent auditors and failed to disclose, and made misleading disclosures with respect to, remuneration received by certain officers and directors. (SEC v. Oak Industries, Inc., USDC SDCA, Civil Action No. 85-1507 [KI]). (LR-10801; AAE-63)

CRIMINAL PROCEEDINGS

ALAN IHNE, OTHERS SENTENCED

The Commission announced that on June 14 Alan Ihne, Eugene Chiamonte, a securities broker, and David Rapaport, a partner at a New York securities brokerage firm, were all sentenced to prison terms on convictions arising out of the misappropriation of material nonpublic information from Sullivan & Cromwell. Ihne, who was convicted on seven counts of conspiracy, insider trading, tender offer violations, and tax evasion, was sentenced 3-1/2 years. Chiamonte, convicted of tax evasion, was sentenced to 1-1/2 years. Rapaport, also convicted of tax evasion, was sentenced to six months. (SEC v. Dominick Musella, et al., USDC SDNY, 83 Civ. 342 [CSH]). (LR-10791)

INVESTMENT COMPANY ACT RELEASES

JOHNSTOWN AMERICAN COMPANIES

A notice has been issued giving interested persons until July 19 to request a hearing on an application filed by Johnstown American Companies requesting an order declaring that it is not an investment company, or in the alternative, exempting it until March 31, 1986 from all provisions of the Investment Company Act. (Rel. IC-14596 - June 24)

MERRILL LYNCH NATURAL RESOURCES TRUST

A notice has been issued giving interested persons until July 15 to request a hearing on an application of Merrill Lynch Natural Resources Trust for an order exempting it from the provisions of Sections 2(a)(32), 2(a)(35), 22(c) and 22(d) of the Investment Company Act and Rule 22c-1. This will permit Applicant to assess a contingent deferred sales load on certain redemptions of its shares and to permit a waiver of the contingent deferred sales load respecting certain redemptions. (Rel. IC-14597 - June 24)

DREYFUS TAX EXEMPT CASH MANAGEMENT, INC.

An order has been issued exempting Dreyfus Tax Exempt Cash Management, Inc. from the provisions of Section 12(d)(3) of the Investment Company Act to permit it to acquire rights to sell its portfolio securities to broker-dealers. (Rel. IC-14598 - June 24)

HOLDING COMPANY ACT RELEASES

CONSOLIDATED NATURAL GAS COMPANY

An order has been issued authorizing a proposal by Consolidated Natural Gas Company, a registered holding company, and its subsidiaries, for Consolidated to incur short-term debt and for Consolidated and the subsidiaries to engage in intrasystem financing. Consolidated proposes to make short-term borrowings of up to \$175 million from banks, to sell commercial paper in an amount not to exceed \$300 million, or to issue and sell notes under a revolving credit agreement of up to \$125 million at any one time outstanding if the sale of commercial paper proves impractical, to make open account advances to subsidiaries not to exceed \$464.1 million, to make long-term loans to subsidiaries of up to \$182.5 million, to make revolving credit advances to subsidiaries not to exceed \$100 million at any one time, and to purchase up to \$72.7 million par value of capital stock of subsidiaries. (Rel. 35-23742 - June 24)

NEW ENGLAND ELECTRIC SYSTEM

A supplemental order has been issued regarding New England Electric System (NEES), a registered holding company, authorizing an extension, to December 31, 1988, of the period for NEES to issue and sell up to 1,000,000 of its common stock under the system Incentive Thrift Plan. (Rel. 35-23743 - June 25)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed under Rule 19b-4 by the Pacific Stock Exchange, Inc. (SR-PSE-85-10) to provide that the prior written and continuing approval of a registered employee's member or member organization must be obtained should a registered employee desire to be engaged in any other business or be employed by another employee in any other capacity or receive compensation. (Rel. 34-22167)

TRUST INDENTURE ACT RELEASES

CITICORP

A notice has been issued giving interested persons until July 23 to request a hearing on an application by Citicorp under Section 310(b)(1)(ii) of the Trust Indenture Act of 1939. The application declares that the trusteeship of the United States Trust

Company of New York under four existing indentures and two Pooling and Servicing Agreements, each dated April 1, 1985 under which certificates evidencing interests in a pool of mortgage loans have been issued, is not so likely to involve a material conflict of interest as to make it necessary to disqualify the Trust Company from acting as trustee. (Rel. TI-997)

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-6 PRUDENTIAL BACHE UNIT TRUSTS INS MULTISTATE TAX EXEMPT SER 4,
ONE SEAPORT PLZ 199 WATER ST, C/O PRUDENTIAL BACHE SECURITIES INC, NEW YORK, NY 10292
- 2,475 (\$2,500,000) UNIT INVESTMENT TRUST. (FILE 2-97788 - MAY. 16) (BR. 16
- NEW ISSUE)
- S-18 FI TEK CORP, 12543A E PACIFIC CIR, AURORA, CO 80014 (303) 337-1033 - 12,500,000
(\$250,000) COMMON STOCK. 12,500,000 (\$1,250,000) COMMON STOCK. 12,500,000
(\$1,875,000) COMMON STOCK. (FILE 2-98303-D - JUN. 10) (BR. 5 - NEW ISSUE)
- S-18 FREEDOM HEALTH CARE INC, 702 MAIN ST, PHOENIXVILLE, PA 19460 (215) 933-8000 -
320,000 (\$3,200,000) COMMON STOCK. (FILE 2-98364-W - JUN. 13) (BR. 6 - NEW ISSUE)
- S-18 TIDBIT ALLEY INC /NY/, 26 FENNIMORE TERRACE, HIGHLANDS, NJ 07732 (201) 291-8035 -
1,700,000 (\$5,100,000) COMMON STOCK. 170,000 (\$170) WARRANTS, OPTIONS OR RIGHTS.
170,000 (\$663,000) COMMON STOCK. UNDERWRITER: MONMOUTH INVESTMENTS INC. (FILE
2-98366-NY - JUN. 13) (BR. 2 - NEW ISSUE)
- S-18 ZEBBIES INC, 1415 N 20TH ST, MEMPHIS, TX 79245 (806) 259-3554 - 1,250,000
(\$2,500,000) COMMON STOCK. 1,250,000 (\$2,812,500) COMMON STOCK. 125,000 (\$281,250)
COMMON STOCK. UNDERWRITER: MERIDIAN SECURITIES INC. (FILE 2-98377-FW - JUN. 13)
(BR. 4 - NEW ISSUE)
- S-1 BATTLE MOUNTAIN GOLD CO, PENNZOIL PL, P O BOX 1383, HOUSTON, TX 77251 (713) 546-4715
(FILE 2-98389 - JUN. 14) (BR. 2 - NEW ISSUE)
- S-18 LEXINGTON MANAGEMENT GROUP INC, 181 S FRANKLIN AVE, VALLEY STREAM, NY 11581
(516) 791-1444 - 5,000,000 (\$500,000) COMMON STOCK. 12,500,000 (\$2,500,000)
COMMON STOCK. 6,250,000 (\$4,000,000) COMMON STOCK. 500,000 (\$500)
WARRANTS, OPTIONS OR RIGHTS. 500,000 (\$75,000) COMMON STOCK. (FILE 2-98421-NY -
JUN. 14) (BR. 5 - NEW ISSUE)
- S-1 EXAR CORP, 750 PALDMAR AVE, SUNNYVALE, CA 94086 (408) 732-7970 - 1,380,000
(\$16,560,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACH & CO,
NOMURA SECURITIES INTERNATIONAL INC. (FILE 2-98429 - JUN. 17) (BR. 3 - NEW ISSUE)
- S-18 TUTWILER HOTEL LTD, 15 NORTH 21ST ST, PO BOX 11633, BIRMINGHAM, AL 35202
(205) 252-3681 - 1,160 (\$5,800,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-98440 -
JUN. 17) (BR. 11 - NEW ISSUE)
- S-6 SENTRY VARIABLE LIFE ACCOUNT I, 1800 N POINT DR, STEVENS POINT, WI 54481
(715) 346-6618 - INDEFINITE SHARES. (FILE 2-98441 - JUN. 17) (BR. 20 - NEW ISSUE)
- S-8 COOPER INDUSTRIES INC, FIRST CITY TWR, STE 4000, HOUSTON, TX 77210 (713) 739-5400 -
800,000 (\$27,200,000) COMMON STOCK. (FILE 2-98447 - JUN. 17) (BR. 9)
- S-8 NCH CORP, PO BOX 2170, 2727 CHEMSEARCH BLVD, IRVING, TX 75061 (214) 438-0211 -
750,000 (\$15,750,000) COMMON STOCK. (FILE 2-98448 - JUN. 17) (BR. 2)
- S-8 HANDYMAN CORP, 6666 CONVOY CT, SAN DIEGO, CA 92111 (619) 560-6666 - 150,000
(\$4,059,000) COMMON STOCK. (FILE 2-98449 - JUN. 17) (BR. 9)
- S-8 ENVIRONMENTAL DIAGNOSTICS INC, 17935 SKYPARK CIR, STE D, IRVINE, CA 92714
(714) 261-7267 - 1,000,000 (\$880,000) COMMON STOCK. (FILE 2-98450 - JUN. 17) (BR. 4)
- S-8 MACGREGOR SPORTING GOODS INC, 25 E UNION AVE, EAST RUTHERFORD, NJ 07073
(201) 935-6300 - 400,000 (\$4,900,000) COMMON STOCK. (FILE 2-98451 - JUN. 17) (BR. 11)

- S-3 NWA INC/DE, MINNEAPOLIS ST PAUL INTERNATIONAL AIRPOR, ST PAUL, MN 55111
(612) 726-2344 - 172,500,000 (\$172,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-98452 - JUN. 17) (BR. 3)
- S-3 PAINE WEBBER MORTGAGE ACCEPTANCE CORP 1, 4060 INTERFIRST TWO, DALLAS, TX 75270
(214) 655-6080 - 100,000,000 (\$100,000,000) MORTGAGE BONDS. (FILE 2-98455 - JUN. 17)
(BR. 12 - NEW ISSUE)
- S-3 HOME MAC MORTGAGE SECURITIES CORP, 1110 VERMONT AVE NW STE 510, WASHINGTON, DC 20005 (202) 955-8100 - 100,000,000 (\$100,000,000) MORTGAGE BONDS. (FILE 2-98456 - JUN. 17) (BR. 11 - NEW ISSUE)
- S-2 TRI CITY BANCORP INC, MAIN ST, P O BOX 277, BLOUNTVILLE, TN 37617 (615) 323-3161 - 87,500 (\$3,500,000) COMMON STOCK. (FILE 2-98457 - JUN. 18) (BR. 1)
- S-8 FOOTE CONE & BELDING COMMUNICATIONS INC, 401 N MICHIGAN AVE, CHICAGO, IL 60611 (312) 467-9200 - 175,000 (\$6,221,439) COMMON STOCK. (FILE 2-98458 - JUN. 18) (BR. 5)
- S-8 FOOTE CONE & BELDING COMMUNICATIONS INC, 401 N MICHIGAN AVE, CHICAGO, IL 60611 (312) 467-9200 - 45,330 (\$2,419,715) COMMON STOCK. (FILE 2-98459 - JUN. 18) (BR. 5)
- S-1 CALLON PETROLEUM PARTNERS LP, 200 N CANAL ST, NATCHEZ, MS 39120 (601) 442-1601 - 8,350,000 (\$125,250,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-98460 - JUN. 18) (BR. 12 - NEW ISSUE)
- S-8 CANNON GROUP INC/CA/, 6464 SUNSET BLVD STE 1150, LOS ANGELES, CA 90028 (213) 469-8124 - 1,000,000 (\$1,809,600) COMMON STOCK. (FILE 2-98461 - JUN. 18) (BR. 12)
- S-8 IMPERIAL BANCORP, IMPERIAL BANK BLDG, 9920 S LACIENEGA BLVD, INGLEWOOD, CA 90301 (213) 417-5600 - 1,000,000 (\$1,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-98462 - JUN. 18) (BR. 1)
- S-6 KEMPER GOVERNMENT SECURITIES TRUST GNMA PORTFOLIO SERIES 5, 120 S LASALLE ST, C/O KEMPER SALES CO, CHICAGO, IL 60603 - INDEFINITE SHARES. (FILE 2-98464 - JUN. 18) (BR. 16 - NEW ISSUE)
- S-8 GOULD INC, 10 GOULD CTR, ROLLING MEADOWS, IL 60008 (312) 640-4000 - 4,000,000 (\$87,000,000) COMMON STOCK. (FILE 2-98465 - JUN. 18) (BR. 9)
- S-3 CHEVRON CORP, 225 BUSH ST, SAN FRANCISCO, CA 94104 (415) 894-7700 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE 2-98466 - JUN. 18) (BR. 4)
- N-2 PRUDENTIAL EMPLOYEES LTD PARTNERSHIP 1985, 5231 S QUEBEC ST STE 200, ENGLEWOOD, CO 80111 (303) 694-2190 - 10,000 (\$10,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-98467 - JUN. 18) (BR. 16 - NEW ISSUE)
- S-3 GREYHOUND LEASING & FINANCIAL CORP, GREYHOUND TWR, PHOENIX, AZ 85077 (602) 248-4900 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 2-98468 - JUN. 18) (BR. 11)
- S-8 ROGERS CORP, ONE TECHNOLOGY DR, ROGERS, CT 06263 (203) 774-9605 - 25,000 (\$650,000) COMMON STOCK. (FILE 2-98471 - JUN. 18) (BR. 4)
- S-1 MALRITE COMMUNICATIONS GROUP INC, 1200 STATLER OFFICE TWR, CLEVELAND, OH 44115 (216) 781-3010 - 100,000 (\$1,100,000) COMMON STOCK. 50,000 (\$550,000) COMMON STOCK. (FILE 2-98472 - JUN. 18) (BR. 8)
- S-14 AMERICAN NATIONAL BANKSHARES INC, 628 MAIN ST, DANVILLE, VA 24541 (804) 788-8269 - 86,940 (\$11,999,705) COMMON STOCK. (FILE 2-98473 - JUN. 18) (BR. 1)
- S-3 FIRST BOSTON INC /DE/, PARK AVENUE PLZ, NEW YORK, NY 10055 (212) 909-2000 - 1,032,453 (\$58,293,600) COMMON STOCK. (FILE 2-98474 - JUN. 18) (BR. 11)
- S-8 FEDDERS CORP /DE/, P O BOX 265, 158 HWY 206, PEAPACK, NJ 07977 (201) 234-2100 - 600,000 (\$3,600,000) COMMON STOCK. (FILE 2-98475 - JUN. 18) (BR. 9)
- S-1 EQUIMARK CORP, TWO OLIVER PLZ, PITTSBURGH, PA 15222 (412) 288-5000 - 9,328,358 (\$25,000,000) COMMON STOCK. 1,483,665 WARRANTS, OPTIONS OR RIGHTS. 1,483,665 (\$4,821,911) COMMON STOCK. (FILE 2-98476 - JUN. 18) (BR. 2)
- S-8 COMPUTER ENTRY SYSTEMS CORP, 2141 INDUSTRIAL PKY, SILVER SPRING, MD 20904 (301) 622-3500 - 645,500 (\$4,195,750) COMMON STOCK. (FILE 2-98477 - JUN. 18) (BR. 10)

- S-1 ROCKY MOUNT UNDERGARMENT CO INC, 1536 BOONE ST, ROCKY MOUNT, NC 27801 (919) 446-5188 - 300,000 (\$2,700,000) COMMON STOCK. 505,000 (\$4,545,000) COMMON STOCK. 50,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 50,000 (\$540,000) COMMON STOCK. (FILE 2-98478 - JUN. 18) (BR. 7)
- S-3 LIMITED INC, ONE LIMITED PKY, P O BOX 16528, COLUMBUS, OH 43216 (614) 475-4000 - 100,000,000 (\$100,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-98479 - JUN. 19) (BR. 2)
- S-3 NEW YORK STATE ELECTRIC & GAS CORP, P O BOX 287, ITHACA, NY 14851 (607) 347-4131 - 100,000,000 (\$100,000,000) MORTGAGE BONDS. (FILE 2-98481 - JUN. 19) (BR. 7)
- S-6 MUNICIPAL INVESTMENT TRUST FUND MULTISTATE SERIES 1K, ONE LIBERTY PLZ 165 BROADWAY, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES. (FILE 2-98482 - JUN. 19) (BR. 17)
- S-6 MUNICIPAL INVESTMENT TRUST FUND MULTISTATE SERIES 1K, ONE LIBERTY PLZ 165 BROADWAY, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES. (FILE 2-98483 - JUN. 19) (BR. 17 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND THREE HUNDRED SIXTY SEC MON, ONE LIBERTY PLZ 165 BROADWAY, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES. (FILE 2-98484 - JUN. 19) (BR. 17 - NEW ISSUE)

REGISTRATIONS EFFECTIVE

May 31: Basix Corporation, 2-97743.

June 3: Atlantic Richfield Company, 2-98040; Beverly Enterprises, 2-97912; Centronics Data Computer Corp, 2-96974; Colorado Resources, Inc., 2-96755-S; Commercial Bancshares, Inc., 2-97277; Delaware National Bankshares Corp., 2-95971; James River Corporation, 2-98034; Luskin's, Inc., 2-97119; Phibro-Salomon Inc., 2-97914; Value Line Convertible Fund, Inc., 2-96484; Warburg International Fund, Inc., 2-96063.

June 4: Angeles Corporation, 2-97951; Cigna Corporation, 2-97899; First Camben Bancorporation, 2-97555; First Lake Forest Corporation, 2-97078; First Virginia Banks, Inc., 2-97901; General Cinema Corporation, 2-97409; Horizon Air Industries, Inc., 2-97239; Inmar Corporation, 2-97310; Kay Corporation, 2-97156; Minstar Inc., 2-97025; Pharmacontrol Corp., 2-97520.

June 5: ABC Holding Company, 2-96831; Associated Banc-Corp, 2-97616; Banc One Corporation, 2-97801; Bancorp Hawaii, Inc., 2-97583; Check Technology Corporation, 2-97193; E.F. Hutton Tax-Exempt Trust, National Series 115, 2-97517; Health Facilities Credit Corporation, 2-96803-FW; International Hydron Corporation, 2-97387; Municipal Bond Trust, Series 185, 2-93706; New York Marine and General Insurance Company, 2-97739; Old National Bancorp, 2-96658; Pomindex 1985 Limited Partnership, 2-97108-C; Salomon Brothers Unit Investment Trust, Insured Tax-Exempt Series One, 2-95240; Trust Southwest Tax-Exempt Income Trust, Series 23, 2-98053; United States Surgical Corporation, 2-96790.

June 6: Baddour, Inc., 2-85551; Chapman Energy, Inc., 2-97454; Circadian, Inc., 2-97307; First Indiana Bancorp, 2-97954; HMO America, Inc., 2-96263; Hibernia Corporation, 2-97470; Insilco Corporation, 2-97858; Intercell Corporation, 2-96710-D; La-Man Corporation, 2-89341; Mobile Communications Corp. of America, 2-97286; Mortgage Securities II Corporation, 2-97964; Nortek, Inc., 2-97984; Tax Exempt Securities Trust, Insured Series Trust, 2-96045; Wyse Technology, 2-97604.

June 7: Amax Inc., 2-96694; Ameribanc, Inc., 2-95210; Castle & Cooke, Inc., 2-98235; Citicorp, 2-97886; Cortland Trust, 2-94935; Data Card Corporation, 2-98088; Dunes Management, Inc., 2-89806; Explorer II, 2-96156; Forest Laboratories, Inc., 2-97792; Kinder-Care Learning Centers, Inc., 2-98067; Mentor Corporation, 2-97653; Mortgage Growth Investors, 2-97795; Nomura Pacific Basin Fund, Inc., 2-96612; Nortek, Inc., 2-97983; Province de Quebec, 2-98107; SFN Companies, Inc., 2-95324.

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)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BRADLEY REAL ESTATE TR FLATLEY THOMAS J	COM	13D	161 7.2	10458310 0.0	NEW
CBS INC TURNER BROADCASTING	COM	14D-1	128 0.4	12484510 0.0	NEW
CITADEL HLDG CORP AMERICAN UNDERWRITERS ET AL	COM	13D	313 9.8	17286210 9.1	UPDATE
CRANE CO MUTUAL SHARES CORP ET AL	COM	13D	556 6.0	22439910 6.9	UPDATE
DIVERSIFOODS INC HESART PARTNERS	COM	13D	2,815 8.4	25536510 8.1	UPDATE
DREW NATL CORP BASS EDWARD P	COM	13D	0 0.0	26172310 11.8	UPDATE
DREW NATL CORP BASS LEE M	COM	13D	0 0.0	26172310 11.8	UPDATE
DREW NATL CORP BASS ROBERT M. ET AL	COM	13D	0 0.0	26172310 9.5	UPDATE
DREW NATL CORP BASS SID R. ET AL	COM	13D	0 0.0	26172310 13.3	UPDATE
DREW INDS BASS EDWARD P	COM	13D	2,488 8.1	26199010 0.0	NEW
DREW INDS BASS LEE M	COM	13D	2,488 8.1	26199010 0.0	NEW
DREW INDS BASS ROBERT M. ET AL	COM	13D	2,615 8.4	26199010 0.0	NEW
DREW INDS BASS SID R. ET AL	COM	13D	2,698 8.7	26199010 0.0	NEW
FEDERAL CO CENTRAL NATL-GOTTESMAN ET AL	COM	13D	531 6.5	31322510 5.4	UPDATE
FIRSTCORP INC HARVEY C FELIX	COM	13D	40 2.6	33799510 0.0	NEW
GEORGIA-PACIFIC MAZER WILLIAM	SER A ADJ RATE CONV	13D	138 5.5	37329840 7.4	UPDATE
GULF RES & CHEM CORP BARCLAY DAVID	COM	13D	941 10.1	40249610 0.0	NEW
GULF RES & CHEM CORP BARCLAY FREDERICK	COM	13D	941 10.1	40249610 0.0	NEW
HINES EDWARD LMBR CO MUTUAL SHARES CORP ET AL	COM	13D	131 7.5	43323610 7.7	UPDATE
INTERTHERM INC NORTEK INC	COM	13D	1 0.0	46113510 49.0	UPDATE
MARINE TRANSPORT LINES INC SOUTHLAND ENERGY CORP ET AL	COM	13D	600 20.1	56844610 20.1	UPDATE
OPTO MECHANIK CORP TIGER ET AL	COM	13D	0 N/A	68389110 N/A	UPDATE