

# sec news digest

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February 22, 1993

U.S. SECURITIES  
EXCHANGE COMMISSION

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## CIVIL PROCEEDINGS

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PRELIMINARY AND PERMANENT INJUNCTIVE ACTIONS FILED AGAINST JACK D'UVA, MARK TAGGATZ, PRIME ACQUISITION GROUP, NIKKO AND COMPANY, LTD. AND ALLIANCE GLOBAL ASSET MANAGEMENT

On February 18, the Commission announced the filing of a complaint in the U.S. District Court for the Central District of California seeking preliminary and permanent injunctions and other relief against Jack Nicholes D'Uva (D'Uva), Mark T. Taggatz (Taggatz), Prime Acquisition Group (Prime Acquisition), Nikko and Company, Ltd. (Nikko) (unrelated to Nikko Securities Co. International, Inc.), and Alliance Global Asset Management (Alliance) from further violations variously of the securities registration, investment adviser registration and antifraud provisions of the federal securities laws.

The complaint alleges that from 1989 through 1992, D'Uva and Taggatz, through Prime Acquisition, engaged in a cold calling scheme involving the fraudulent offer and sale of limited partnership interests in nine non-existent mutual funds purportedly managed by Prime Acquisition. The complaint alleges that the vast majority of investor proceeds were not used to purchase securities as represented by D'Uva and Taggatz, but misappropriated by them for their personal use, unrelated business expenses, and transferred offshore into bank accounts located in the Bahamas. The complaint further alleges that from about April 1992 through the present, D'Uva and Taggatz, through Nikko and Alliance, began a second cold calling campaign to solicit potential investors to invest in international equities through Nikko and Alliance. [SEC v. Jack Nicholes D'Uva, Mark T. Taggatz, Prime Acquisition Group, Nikko and Company, Ltd. and Alliance Global Asset Management, Civil Action No. 93-0909, HLH, Ex, CD Cal.] (LR-13529)

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## CRIMINAL PROCEEDINGS

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ROBERT DOORN, ET AL. INDICTED

The Commission announced that on February 9 a federal grand jury sitting in Los Angeles, California returned a four-count indictment charging Robert Doorn (Doorn), Carol Rankin (Rankin) and Hugo Mink (Mink) with racketeering, money laundering and interstate travel in aid of racketeering. The indictment stems from the investigation of penny stock fraud which began in Las Vegas, Nevada in the spring of 1988 and has led to the convictions of twenty-five defendants including Meyer Blinder, Arnold Kimmes and Michael Wright. All three defendants are believed to be in Europe; Doorn

in the Netherlands and Rankin and Mink in Switzerland. Warrants were issued for their arrest. [U.S. v. Robert Doorn, et al., CR-93-113, USDC, Central District of California] (LR-13522)

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## INVESTMENT COMPANY ACT RELEASES

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### ICOS CORPORATION

A notice has been issued giving interested persons until March 15, 1993 to request a hearing on an application filed by ICOS Corporation for an order under Section 3(b)(2) declaring that it is engaged primarily in a business other than that of investing, reinvesting, owning, holding or trading in securities. (Rel. IC-19274 - February 18)

### UNITED INTERNATIONAL HOLDINGS, INC.

A notice has been issued giving interested persons until March 15, 1993 to request a hearing on an application filed by United International Holdings, Inc. for an order under Section 3(b)(2) declaring it to be primarily engaged in a business other than that of investing, reinvesting, owning, holding or trading in securities. (Rel. IC-19275 - February 18)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the National Securities Clearing Corporation (SR-NSCC-92-09) relating to the elimination of the Stock Loan Rebate Payment and Collection Service. Publication of the order is expected in the Federal Register during the week of February 22. (Rel. 34-31865)

The Commission approved a proposed rule change filed by the New York Stock Exchange (SR-NYSE-92-29) that amends the Exchange's requirements relating to the printing and engraving of bond certificates. Publication of the order is expected in the Federal Register during the week of February 22. (Rel. 34-31870)

### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Midwest Securities Trust Company filed a proposed rule change (SR-MSTC-93-02) relating to the modification of its fee schedule to provide discounts to primary users. The proposed rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31866)

The MBS Clearing Corporation filed a proposed rule change (SR-MBS-93-01) relating to the modification of fees in connection with recent computer systems modernization. The proposed rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31868)

The American Stock Exchange filed a proposed rule change (SR-Amex-92-43) which waives the imposition of transaction charges for Index Trust SuperUnits and Money Market Trust SuperUnits until December 31, 1992. The proposed rule change became effective upon filing. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31869)

#### PROPOSED RULE CHANGE

The Midwest Securities Trust Company filed a proposed rule change (SR-MSTC-93-03) that would modify its fee schedule to provide discounts to primary users. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31867)

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#### SECURITIES ACT REGISTRATIONS

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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-8 EMC INSURANCE GROUP INC, 717 MULBERRY ST, DES MOINES, IA 50309 (515) 280-2902 - 500,000 (\$4,125,000) COMMON STOCK. (FILE 33-49335 - FEB. 12) (BR. 13)
- S-8 EMC INSURANCE GROUP INC, 717 MULBERRY ST, DES MOINES, IA 50309 (515) 280-2902 - 500,000 (\$4,125,000) COMMON STOCK. (FILE 33-49337 - FEB. 12) (BR. 13)
- S-8 EMC INSURANCE GROUP INC, 717 MULBERRY ST, DES MOINES, IA 50309 (515) 280-2902 - 200,000 (\$1,650,000) COMMON STOCK. (FILE 33-49339 - FEB. 12) (BR. 13)
- SB-2 RECOVERY ENGINEERING INC, 2229 EDGEWOOD AVE S, MINNEAPOLIS, MN 55426 (612) 541-1313 - 661,250 (\$4,628,750) COMMON STOCK. 57,500 (\$57.50) WARRANTS, OPTIONS OR RIGHTS. 57,500 (\$483,000) COMMON STOCK. UNDERWRITER: MILLER JOHNSON & KUEHN INC. (FILE 33-57826-C - FEB. 02) (BR. 9 - NEW ISSUE)
- N-1A 231 FUNDS, 125 W 55TH ST, C/O CONCORD FINANCIAL GROUP INC, NEW YORK, NY 10019 (800) 823-3863 - INDEFINITE SHARES. UNDERWRITER: CONCORD FINANCIAL CORP INC. (FILE 33-58040 - FEB. 10) (BR. 17 - NEW ISSUE)
- S-3 SARA LEE CORPORATION, IL - 1,353,346 (\$39,077,865.75) COMMON STOCK. (FILE 33-58046 - FEB. 10) (NEW ISSUE)
- S-1 INCO HOMES CORP, 1282 W ARROW HWY, UPLAND, CA 91786 (909) 981-8989 - 3,000,000 (\$4,400,000) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES, PAINWEBBER INC. (FILE 33-58050 - FEB. 10) (BR. 10 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-8 MECA SOFTWARE INC, 55 WALLS DR, FAIRFIELD, CT 06430 (203) 256-5000 - 125,000 (\$851,250) COMMON STOCK. (FILE 33-58060 - FEB. 10) (BR. 10)
- S-3 WITCO CORP, 520 MADISON AVE, NEW YORK, NY 10022 (212) 605-3800 - 175,000,000 (\$175,000,000) STRAIGHT BONDS. (FILE 33-58066 - FEB. 10) (BR. 1)
- S-8 JOHNSON CONTROLS INC, 5757 N GREEN BAY AVE, P O BOX 591, MILWAUKEE, WI 53201 (414) 228-1200 - 2,000,000 (\$94,880,000) COMMON STOCK. (FILE 33-58092 - FEB. 10) (BR. 8)
- S-8 JOHNSON CONTROLS INC, 5757 N GREEN BAY AVE, P O BOX 591, MILWAUKEE, WI 53201 (414) 228-1200 - 40,000 (\$1,897,600) COMMON STOCK. (FILE 33-58094 - FEB. 10) (BR. 8)
- S-8 GENERAL NUTRITION COMPANIES INC, 921 PENN AVE, PITTSBURGH, PA 15222 (412) 288-4600 - 1,043,270 (\$7,050,165) COMMON STOCK. (FILE 33-58096 - FEB. 10) (BR. 1)
- S-3 WITCO CORP, 520 MADISON AVE, NEW YORK, NY 10022 (212) 605-3800 - 2,875,000 (\$147,890,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, MORGAN J P SECURITIES INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-58120 - FEB. 10) (BR. 1)
- S-1 TIG HOLDINGS INC, 6300 CANOGA AVE, WOODLAND HILLS, CA 91367 (818) 596-5000 - 39,690,131 (\$833,492,756) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES C, LEHMAN BROTHERS, MORGAN STANLEY & CO INC. (FILE 33-58122 - FEB. 10) (BR. 9 - NEW ISSUE)
- S-11 MONEY STORE INVESTMENT CORP, 2840 MORRIS AVE, UNION, NJ 07083 (908) 686-2000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: PRUDENTIAL SECURITIES INC. (FILE 33-58126 - FEB. 10) (BR. 11 - NEW ISSUE)
- S-1 APTARGROUP INC, 475 W TERRA COTTA AVE, STE E, CRYSTAL LAKE, IL 60014 (815) 477-0424 - 14,000,000 (\$147,411,000) COMMON STOCK. 14,000,000 PREFERRED STOCK. (FILE 33-58132 - FEB. 10) (BR. 5)
- S-1 CHICOS FAS INC, 15550 MCGREGOR BLVD, FT MYERS, FL 33908 (813) 433-5505 - 1,610,000 (\$22,540,000) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO INC, JAMES RAYMOND & ASSOCIATES INC. (FILE 33-58134 - FEB. 10) (BR. 1 - NEW ISSUE)
- S-3 COMVERSE TECHNOLOGY INC/NY/, 170 CROSSWAYS PARK DR, WOODBURY, NY 11797 (516) 921-0470 - 3,795,000 (\$61,061,550) COMMON STOCK. (FILE 33-58136 - FEB. 10) (BR. 7)
- S-1 PERSEPTIVE BIOSYSTEMS INC, 38 SIDNEY ST, CAMBRIDGE, MA 02139 (617) 621-1787 - 2,300,000 (\$53,475,000) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC, COWEN & CO. (FILE 33-58138 - FEB. 10) (BR. 8)
- F-1 ETHICAL HOLDINGS LTD, 32 ST MARYS ST, PEACOCK HOUSE, ELY, CAMBRIDGESHIRE, CB7 4ES, XO - 2,875,000 (\$31,625,000) FOREIGN COMMON STOCK. UNDERWRITER: NEEDHAM & CO INC, VOLPE WELTY & CO. (FILE 33-58160 - FEB. 11) (BR. 4 - NEW ISSUE)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 60, 1001 WARRENVILLE RD, C/O NIKE SECURITIES LP, LISLE, IL 60532 - INDEFINITE SHARES. DEPOSITOR: NIKE SECURITIES LP. (FILE 33-58162 - FEB. 11) (BR. 18 - NEW ISSUE)
- S-4 COMMERCE BANCSHARES INC /MO/, 1000 WALNUT, KANSAS CITY, MO 64106 (816) 234-2000 - 220,000 (\$5,546,200) COMMON STOCK. (FILE 33-58164 - FEB. 11) (BR. 2)

REGISTRATIONS CONTINUED

- S-1 APPLIED SIGNAL TECHNOLOGY INC, 160 SOBRANTE WAY, SUNNYVALE, CA 94086 (408) 749-1888  
- 2,530,000 (\$21,505,000) COMMON STOCK. UNDERWRITER: COWEN & CO. (FILE 33-58168 - FEB. 11) (BR. 8 - NEW ISSUE)
- S-4 UNITED MISSOURI BANCSHARES INC, 1010 GRAND AVE, KANSAS CITY, MO 64106 (816) 860-7000  
- 7,747 (\$10,109,835) COMMON STOCK. (FILE 33-58182 - FEB. 10) (BR. 2)
- N-1A DREYFUS INTERNATIONAL EQUITY FUND INC, 200 PARK AVE, C/O DREYFUS CORPORATION,  
NEW YORK, NY 10166 (212) 922-6130 - INDEFINITE SHARES. (FILE 33-58248 - FEB. 11)  
(BR. 18 - NEW ISSUE)
- S-4 NORTH AMERICAN TECHNOLOGIES GROUP INC, POINTE SOUTH EXECUTIVE BLDG,  
5201 S MISSION RD, MT PLEASANT, MI 48858 (517) 773-7050 - 1,730,000 (\$5,709.02)  
COMMON STOCK. (FILE 33-58280 - FEB. 10) (BR. 11 - NEW ISSUE)

**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	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
AMDAHL CORP	COM		50,312	02390510	
FUJITSU LTD	13D	11/26/92	44.7	0.0	NEW
AMERICAN METALS SVC INC	COM		147	02748710	
STEPHENSON MERCHANT BKG	13D	2/ 8/93	7.3	0.0	NEW
ATEK METALS CTR INC	COM		2,095	04681410	
BUCHER BARRY F ET AL	13D	2/16/93	56.2	0.0	NEW
BERLITZ INTL INC	COM		6,722	08490010	
FUKUTAKE HOLDINGS AMERICA INC	13D	2/ 8/93	67.0	0.0	NEW

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BERLITZ INTL INC	COM		6,722	08490010	
FUKUTAKE HOLDINGS AMERICA INC	13D	2/ 8/93	67.0	0.0	RVISION
CLY EXPLOR INC	COM		4,124	12564910	
HOUGHTON STEPHEN W	13D	2/ 9/93	25.0	0.0	NEW
C P T HLDGS CORP	COM NEW		907	12616040	
TUCKER STEFAN F ET AL	13D	2/ 8/93	50.0	0.0	NEW
CALLAWAY GOLF CO	COM		625	13119310	
FIDELITY INTL LTD	13D	2/ 8/93	8.8	9.9	UPDATE
CALLAWAY GOLF CO	COM		625	13119310	
FMR CORP	13D	2/ 8/93	8.8	9.9	UPDATE
CAPITAL BANKSHARES INC	COM		0	13981010	
ATLANFED BANCORP INC	13D	2/10/93	0.0	N/A	UPDATE
CAPITAL BANKSHARES INC	COM		0	13981010	
ATLANFED BANCORP INC	13D	2/10/93	0.0	N/A	RVISION
CARRIAGE INDUSTRIES INC	COM		228	14444810	
BEAR STEARNS & CO	13D	2/11/93	5.2	0.0	NEW
CLINICAL DATA INC	COM		148	18725910	
ALPHI FUND	13D	2/16/93	3.7	5.6	UPDATE
CYTEL CORP	COM		2,167	23299510	
SANDOZ PHARMA LTD ET AL	13D	2/ 9/93	16.7	11.6	UPDATE
DVI HEALTH SVCS CORP	COM		327	23334310	
COHN GERALD L	13D	2/16/93	5.0	5.0	UPDATE
ENERGY VENTURES INC	COM		550	29274010	
MERCURY ASSET MGMT	13D	2/10/93	4.6	5.6	UPDATE
FUQUA INDS INC	COM		4,339	36102810	
INTERMARK INC	13D	2/15/93	26.2	26.2	UPDATE
HOLLYWOOD PARK INC	DEP SHRS		200	43625530	
JOHNSON J R	13D	2/ 9/93	8.0	0.0	NEW
INVESTORS TITLE CO	COM		144	46180410	
ESSEX INSURANCE CO ET AL	13D	2/10/93	5.0	0.0	NEW
INVESTORS TITLE CO	COM		144	46180410	
ESSEX INSURANCE CO ET AL	13D	2/10/93	5.0	0.0	RVISION
LATEX RESOURCES INC	COM		1,159	51819010	
WADE PHILIP J	13D	2/10/93	7.6	0.0	NEW

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
LIGAND PHARMACEUTICALS INC DOMINION INCOME MGMT CORP	CL A 13D	11/25/92	600 4.5	53299710 0.0	NEW
LIGAND PHARMACEUTICALS INC DOMINION INCOME MGMT CORP	CL A 13D	11/25/92	600 4.5	53299710 0.0	RVSION
LIGAND PHARMACEUTICALS INC GATES WILLIAM H LP	CL A 13D	11/25/92	600 4.5	53299710 0.0	NEW
LIGAND PHARMACEUTICALS INC GATES WILLIAM H LP	CL A 13D	11/25/92	600 4.5	53299710 0.0	RVSION
NORTHEAST FED CORP WERTHEIM SCHRODER & CO	PFD A CV \$2.25 13D	2/12/93	80 5.0	66416120 5.1	UPDATE
NORTHEAST FED CORP WERTHEIM SCHRODER & CO	PFD A CV \$2.25 13D	2/12/93	80 5.0	66416120 5.1	RVSION
PARAGON TRADE BRANDS INC ATALANTA/SOSNOFF CAPITAL ET AL	COM 13D	2/ 1/93	973 8.5	70499710 0.0	NEW
PORTSMOUTH BK SHS INC SIMPSON ROBERT W	COM 13D	1/21/93	227 5.9	73703110 5.9	UPDATE
PORTSMOUTH BK SHS INC SIMPSON ROBERT W	COM 13D	1/21/93	227 5.9	73703110 5.9	RVSION
PROPERTY TR AMER SANDERS WILLIAM D ET AL	SHS BEN INT 13D	2/17/93	8,542 24.9	74344510 20.3	UPDATE
QUANTUM CORP FMR CORP	COM 13D	2/ 8/93	4,849 11.5	74790610 13.1	UPDATE
RAILAMERICA INC GUNSTER YOAKLEY & STEWART	COM 13D	2/ 9/93	375 13.9	75075310 0.0	NEW
ROYAL BUSINESS GROUP INC HUNT GREGORY WM	COM 13D	1/14/93	0 0.0	78012810 N/A	UPDATE
SKYLINK AMER INC MCMURPHY EDWARD R ET AL	COM 13D	2/ 4/93	798 21.4	83085310 0.0	NEW
SOUTHSHORE CORP SILLIMAN JAMES F	COM 13D	1/25/93	141 11.6	84467610 0.0	NEW
STAAR SURGICAL CO POLLET ANDREW F ET AL	COM NEW PAR\$.01 13D	5/31/91	1,139 11.1	85231230 0.0	NEW
TDX CORP NOEL GRP	COM 13D	2/ 9/93	2,750 62.6	87236310 56.9	UPDATE
VALUEVISION INTL WOLFSON EQUITIES ET AL	COM 13D	1/25/93	443 8.5	92099310 0.0	RVSION
VERITEC INC HURNER THOMAS	COM 13D	1/28/93	1,250 6.6	92343710 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		
AMERICAN NUCLEAR CORP	CO			X					X	02/12/93	
IMC FERTILIZER GROUP INC	DE				X					02/19/93	
ITT CORP	DE								X	02/12/93	