

# sec news digest

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December 30, 1993

U.S. SECURITIES  
EXCHANGE COMMISSION

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## ENFORCEMENT PROCEEDINGS

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### INITIAL DECISION BARS PETER CALCUTTA FROM ASSOCIATION WITH ANY BROKER OR DEALER

Administrative Law Judge Edward J. Kuhlmann has issued an initial decision barring Peter C. Calcutta from association with any broker or dealer. On January 8, 1992, the United States District Court for the District of New Jersey ordered Calcutta enjoined, on consent, from future violations of Sections 5(a), 5(c) and 17(c) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rules 10b-5 and 10b-6 thereunder.

Based on the injunction and disgorgement and the underlying facts of the complaint, Judge Kuhlmann found that the public interest warrants barring Calcutta from association with a broker-dealer. Among other actions, it was found that Calcutta, while he was the chief trader and an owner of Monmouth Investments, Inc., fraudulently time and date stamped 600 to 800 order tickets to make it appear as if there was heavy and active trading on the first day of the aftermarket trading of Beres Industries stock. (Initial Decision Press Rel. 43)

### NASD DENIAL OF OLIVER'S APPLICATION TO CONTINUE ASSOCIATION SUSTAINED

The Commission has sustained the NASD's denial of Luther E. Oliver's application to continue association with a member firm as financial and operations principal. The application was necessary because Oliver was convicted in 1993, on the basis of his guilty plea, of the felony of misapplying HUD funds. Oliver's conviction statutorily disqualified him from being associated with a member firm as a FINOP. Under Section 19(f) of the Exchange Act, the Commission affirms the NASD's actions and dismisses the appeal. (Rel. 34-33373)

### AMERICAN STOCK EXCHANGE DENIAL OF MEMBERSHIP TO BEATRICE FEINS SET ASIDE

The Commission has set aside an American Stock Exchange, Inc. (Amex) decision to deny regular membership to Beatrice J. Feins of New London, New Hampshire. Ms. Feins sought Amex membership as part of a transaction in which her grandson would transfer his membership to her. Amex denied her membership application based on: 1) its view that the transaction's apparent purpose was to abuse Amex's Gratuity Fund (which pays a benefit to a deceased Amex member's survivors); 2) Ms. Feins' age (82-years old); 3) the intra-family nature of the transfer; and 4) the business terms of the transaction. The Commission found that the Exchange had acted inconsistently with

its rules. Ms. Feins satisfied all express written, financial, and medical criteria for membership. Amex's citation of her age caused concern because the Exchange recently approved the membership of an 84-year old man. Amex did not show that it consistently considers the business terms of, or family relationships of parties involved in, membership transfers. Amex also did not refute the Feins' stated motives for the transfer. The Commission noted that if Amex believes age, intra-family relationships, and the Gratuity Fund are criteria to be considered in membership decisions, Amex could amend its rules to make these factors clear. (Rel. 34-33374)

#### NASD DISCIPLINARY ACTION AGAINST CLINGER & COMPANY, INC. AND NORMAN CLINGER SUSTAINED

The Commission has sustained disciplinary action against Clinger & Co., Inc. of Houston, Texas and Norman E. Clinger, its president and sole shareholder. The firm and Clinger were censured and fined \$4,500, jointly and severally.

The Commission found, as had the NASD, that the firm failed to file six FOCUS reports and two annual audit reports on time. Clinger had asserted that the reports were mailed on time, but the rules require that the NASD receive them on the date due. In addition, the Commission found that the firm did not carry an adequate \$25,000 blanket fidelity bond, triggered when the firm hired an employee. Clinger was advised after an earlier examination of both problems and took no corrective steps until these proceedings were brought. (Rel. 34-33375)

#### NASD ACTION AGAINST ZIPPER VACATED AND PROCEEDINGS REMANDED

The Commission has sustained a finding of violation by the NASD against Bruce M. Zipper. Zipper failed to honor a validly rendered arbitration award, in violation of Article III, Section 1 of the Rules of Fair Practice. Zipper did not deny that the award has been entered or that he had not paid it. Zipper asserted, however, that he did not have the financial ability to pay the award. The Commission remanded this proceeding to the NASD for a consideration of Zipper's inability to pay the arbitration award. Zipper would bear the burden of demonstrating his financial status. (Rel. 34-33376)

#### PROCEEDINGS INSTITUTED AND SANCTIONS IMPOSED AGAINST ANTONIO SALVATORE YUNEZ

The Commission instituted public administrative proceedings against Antonio Salvatore Yunez (Yunez), a registered representative associated with a broker-dealer registered with the Commission, under Sections 15(b) and 19(h) of the Exchange Act based on his two-count money laundering conviction.

Simultaneously, Yunez submitted an Offer of Settlement which the Commission accepted. Accordingly, the Commission entered an Order Instituting Public Proceedings, Making Findings and Imposing Remedial Sanctions which finds, among other things, that on November 10, 1992 Yunez pled guilty in the United States District Court for the Northern District of Illinois to two counts of money laundering for knowingly concealing or disguising the nature, location, source, ownership or control of proceeds from buying, selling and otherwise dealing in narcotics and dangerous drugs. On May 20, 1993 Yunez was sentenced to 89 months in prison.

The Commission barred Yunez from association with any broker, dealer, municipal securities dealer, investment company or investment adviser. (Rel. 34-33378)

**KINGSLEY, JENNISON, MCNULTY & MORSE CENSURED; ADMINISTRATIVE PROCEEDING AGAINST RICHARD KINGSLEY DISMISSED**

The Commission has censured Kingsley, Jennison, McNulty & Morse, Inc. (KJMM), a San Francisco investment adviser, and has dismissed its proceeding against Richard Kingsley, one of KJMM's former principals. The Commission found that, during 1985, KJMM used "soft dollars" to pay James Blair, a part-time salesman for Goodrich Securities, Inc., a broker-dealer, for his assistance in hiring and training KJMM's client services director.

KJMM arranged to pay Blair by placing clients' brokerage transactions with the brokerage firm that cleared transactions for Goodrich Securities. Part of the commissions earned on those transactions went to Blair, a payment practice known as a "soft dollar arrangement." KJMM paid Blair a total of \$31,960 in soft dollars.

The Commission found that KJMM improperly used the soft dollars earned on its clients' transactions to pay for the hiring and training of its employee, and that it failed to disclose this arrangement with Blair to its clients and on its Form ADV filed with the Commission. The Commission concluded that KJMM thereby violated antifraud provisions of the Investment Advisers Act, as well as reporting and disclosure provisions under that Act. It found, however, that KJMM did not act with an intent to deceive.

In deciding to dismiss the proceedings as to Kingsley, the Commission noted, among other things, that Kingsley had an otherwise unblemished record after thirty years in the securities business, and that he is no longer in the business.

In a dissenting opinion, Commissioner Beese stated that, in 1985, the requirements concerning disclosure of "soft dollar" practices were unclear and that the proceeding should therefore have been dismissed against KJMM as well. (Rel. IA-1396)

**COMPLAINT FILED AGAINST JUNCTION FINANCIAL, ET AL.**

The Commission announced the filing of a complaint on December 22 in the U.S. District Court for the Southern District of Florida against Junction Financial Corporation, U.S. Ostrich Corporation, Ostrich I General Partnership, Stephen E. Tashman, and Marcia Josowitz for violations of the registration, antifraud, and broker-dealer registration and antifraud provisions of the federal securities laws. The complaint alleges that the defendants raised over \$3,000,000 from approximately 1,100 investors in 48 of the United States and Canada and converted the majority of the funds to the use of the principals and others. The complaint alleges that the defendants offered and sold investment contracts which were characterized by the defendants as general partnership interests in ostrich general partnerships, created for the purpose of breeding ostriches and marketing ostrich offspring, while no registration statement was in effect. The complaint also alleges that the defendants made misstatements and omitted to state material facts concerning the use of proceeds, that cease and desist

orders against further sales had been entered by several states and that Tashman failed to disclose a felony conviction. The complaint alleges that these interests were sold by the defendants while the defendants were not registered with the Commission as broker-dealers. [SEC v. Junction Financial Corporation, U.S. Ostrich Corporation, Ostrich I General Partnership, Stephen E. Tashman, and Marcia Josowitz, Civil Action No. 93-7082.] (LR-13916)

#### THOMAS MURPHY

The Commission today announced that on December 27, a Final Judgment of Permanent Injunction and Other Equitable Relief was entered in Securities and Exchange Commission v. Mozer and Murphy, 92 Civ. 8694 (RPP) (S.D.N.Y.), against Thomas F. Murphy, a former managing director and head trader on the Government Trading Desk at Salomon Brothers Inc. In its Complaint against Murphy, the Commission alleged that Murphy had submitted false customer bids in three auctions of U.S. Treasury securities and caused Salomon to create numerous false books and records in connection with these activities. The Final Judgment enjoins Murphy from violations of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and from aiding and abetting violations of Section 17(a)(1) of the Exchange Act and Rules 17a-3 and 17a-4 thereunder. It also orders Murphy to pay \$300,000 in civil penalties pursuant to Section 21(d)(3) of the Exchange Act.

The Commission also announced that it has instituted and settled administrative proceedings against Murphy pursuant to Section 15(b) of the Exchange Act. The Commission's Order permanently bars Murphy from submitting or causing the submission of any bid in any auction of U.S. Treasury securities. The Order also bars Murphy from association and provides that Murphy may reapply for association in any non-proprietary, non-supervisory capacity after two years, upon a showing of adequate supervision. Murphy may reapply for association in a proprietary and/or supervisory capacity after five years from the date of the Order. (Rel. 34-33402)

#### MAXIMUM SENTENCE OF 46 MONTHS LEVIED AGAINST SEATTLE ADVISOR

The Securities and Exchange Commission and Katrina C. Pflaumer, United States Attorney for the Western District of Washington, announced that on December 21, 1993, the Honorable Carolyn R. Dimmick, United States District Judge for the Western District of Washington, sentenced Gary Ingram to prison for 46 months, the maximum sentence available under the Uniform Sentencing Guidelines, and to three years of supervised probation upon release from prison. The court also ordered restitution in the amount of \$1,814,963. The sentencing followed Ingram's guilty plea to charges of securities fraud, wire fraud, embezzlement and false filing in connection with his defrauding three clients of more than \$1.8 million from mid-1989 through 1992.

The investigation was conducted jointly by the Securities and Exchange Commission, the Pension and Welfare Benefits Administration of the Department of Labor, and the Federal Bureau of Investigation. In a related action during May 1993, Ingram consented to the entry of a permanent injunction enjoining him from future violations of the antifraud provisions of the federal securities laws. [U.S. v. Gary Virgil Ingram, CR93-308D (W.D. Wa)] (LR-13917)

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## INVESTMENT COMPANY ACT RELEASES

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### NBD BANK, N.A., ET AL.

On December 17, the Commission issued a conditional temporary order and notice of application for permanent order under Section 9(c) of the Act exempting NBD Bank, N.A. (NBD), NBD Bank, and NBD Bancorp, Inc. from the disqualification provisions of Section 9(a) solely with respect to a securities-related injunction entered against NBD. A notice has been issued correcting a factual misstatement contained in the application and the previous notice. The notice gives interested persons until January 18, 1994 to request a hearing on applicants' request for the permanent exemption. (Rel. IC-19983 - December 27)

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## HOLDING COMPANY ACT RELEASES

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### JERSEY CENTRAL POWER & LIGHT COMPANY

An order has been issued authorizing a proposal by Jersey Central Power & Light Company, a public-utility subsidiary company of General Public Utilities Corporation, a registered holding company, to sublease a portion of its storage capacity in the Merrill Creek Reservoir Project to a nonaffiliate company pursuant to a sublease agreement. (Rel. 35-25962)

### ENTERGY CORPORATION

An order has been issued regarding a proposal by Entergy Corporation, a registered holding company, to issue and sell from time to time, through March 31, 1997, up to 2 million shares of its common stock to the participants in a Stock Investment Plan. (Rel. 35-25963)

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## SELF-REGULATORY ORGANIZATIONS

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### PROPOSED RULE CHANGE

Midwest Securities Trust Company filed a proposed rule change (SR-MSTC-93-10) relating to the limitation or elimination of directors' liability. Publication of the proposal is expected in the Federal Register during the week of January 3. (Rel. 34-33379)

### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Pacific Stock Exchange (SR-PSE-91-11) relating to the method for the execution of cross transactions on the PSE. (Rel. 34-33391)

## DELISTING AND WITHDRAWAL GRANTED

A notice has been issued giving interested persons until January 20, 1994, to comment on the application of Odetics, Inc., to withdraw its Class A Common Stock, \$0.10 Par Value; Class B Common Stock, \$0.10 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-33392)

A notice has been issued giving interested persons until January 20, 1994, to comment on the application of VISX, Inc., to withdraw its Common Stock, \$.01 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-33393)

A notice has been issued giving interested persons until January 20, 1994, to comment on the application of Continental Homes Holding Corp., to withdraw its Common Stock, \$.01 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-33394)

An order has been issued granting the application of the Pacific Stock Exchange to strike from listing and registration the United Realty Group, L.P., Units of Limited Partnership. (Rel. 34-33395)

## UNLISTED TRADING PRIVILEGES GRANTED

An order has been issued granting the application of the Chicago Stock Exchange for unlisted trading privileges in the common stock of 33 issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-33397); Philadelphia Stock Exchange - 10 issues (Rel. 34-33396);

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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 LTX CORP, LTX PARK AT UNIVERSITY AVE, WESTWOOD, MA 02090 (617) 461-1000  
(FILE 33-51683 - DEC. 23) (BR. 8)

S-1 DUAL DRILLING CO /DE/, 5956 SHERRY LANE, STE 1500, DALLAS, TX 75225  
(214) 373-6200 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE  
33-72744 - DEC. 10) (BR. 3)

SB-2 SUNCOAST MEDICAL GROUP INC, 7401 114TH AVE NORTH, STE 502-B, LARGO, FL  
34643 (813) 544-0102 - 835,000 (\$5,010,000) COMMON STOCK. (FILE  
33-72854-A - DEC. 13) (BR. 8 - NEW ISSUE)

REGISTRATIONS CONT.

- F-6 TECHTRONIC INDUSTRIES CO LTD, 48 WALL ST, C/O BANK OF NEW YORK,  
NEW YORK, NY 10286 (212) 495-1727 - 10,000,000 (\$500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-73144 - DEC. 20) (BR. 99  
- NEW ISSUE)
- SB-2 GREAT VALLEY PHARMACEUTICALS INC, 10 GREAT VALLEY PARKWAY, MALVERN, PA  
19355 (215) 640-1884 - 1,500,000 (\$5,250,000) COMMON STOCK. 750,000  
(\$150,000) WARRANTS, OPTIONS OR RIGHTS. 750,000 (\$2,625,000) COMMON STOCK.  
(FILE 33-73168 - DEC. 21) (BR. 4 - NEW ISSUE)
- SB-1 CONCEPT TECHNOLOGIES GROUP INC, 6632 CENTRAL AVE PIKE, KNOXVILLE, TN  
37912 (615) 689-2500 - 1,739,474 (\$13,215,861.80) COMMON STOCK. 55,000  
(\$550) WARRANTS, OPTIONS OR RIGHTS. 55,000 (\$393,250) COMMON STOCK.  
(FILE 33-73178 - DEC. 21) (BR. 11 - NEW ISSUE)
- S-1 GM HOLDINGS INC, 8741 LANDMARK RD, RICHMOND, VA 23228 (804) 264-7500 -  
150,000 (\$1,500,000) COMMON STOCK. (FILE 33-73180 - DEC. 21) (BR. 4  
- NEW ISSUE)
- S-3 THRIFTY TEL INC, 300 PLAZA ALICANTE STE 380, GARDEN GROVE, CA 95670  
(714) 740-2880 - 3,026,118 (\$2,027,499.06) COMMON STOCK. (FILE 33-73228 -  
DEC. 22) (BR. 11)
- S-8 WRIGHT MEDICAL TECHNOLOGY INC, 5677 AIRLINE RD, ARLINGTON, TN 38002  
(901) 867-9971 - 100,000 (\$142,000) COMMON STOCK. 200,000 (\$2,019,000)  
PREFERRED STOCK. (FILE 33-73230 - DEC. 22) (BR. 8)
- S-8 WRIGHT MEDICAL TECHNOLOGY INC, 5677 AIRLINE RD, ARLINGTON, TN 38002  
(901) 867-9971 - 150,000 (\$213,000) COMMON STOCK. (FILE 33-73232 -  
DEC. 22) (BR. 8)
- S-8 PET FOOD WAREHOUSE INC, STE 701 INTERCHANGE TOWERS,  
600 SOUTH HIGHWAY 169, ST LOUIS PARK, MN 55426 (612) 542-0123 - 150,000  
(\$1,275,000) COMMON STOCK. (FILE 33-73234 - DEC. 22) (BR. 1)
- S-1 GREAT FINANCIAL CORP, ONE FINANCIAL SQUARE, LOUISVILLE, KY 40202  
(502) 587-8891 - 17,357,812 (\$173,578,120) COMMON STOCK. (FILE 33-73238 -  
DEC. 21) (BR. 2 - NEW ISSUE)
- S-8 PHILLIPS E N COMPANY, 18404 GAULT ST, RESEDA, CA 91335 (818) 757-7010 -  
2,160,000 (\$2,295,000) COMMON STOCK. (FILE 33-73240 - DEC. 15) (BR. 5)
- S-1 PERPETUAL MIDWEST FINANCIAL INC, 700 FIRST AVE NE, CEDAR RAPIDS, IO  
52407 (319) 366-1851 - 2,082,938 (\$20,829,380) COMMON STOCK. (FILE  
33-73242 - DEC. 21) (BR. 2 - NEW ISSUE)
- N-1A TEMPLETON GLOBAL INVESTMENT TRUST, 700 CENTRAL AVE, PO BOX 33030,  
ST PETERSBURG, FL 33701 (813) 823-8712 - INDEFINITE SHARES. (FILE  
33-73244 - DEC. 21) (BR. 18 - NEW ISSUE)
- S-1 CONESTOGA BANCORP INC, 1075 NORTHERN BLVD, ROSLYN, NY 11576  
(516) 365-8000 - 4,860,187 (\$48,601,870) COMMON STOCK. (FILE 33-73246 -  
DEC. 21) (BR. 1 - NEW ISSUE)
- S-1 SALES DYNAMICS INC, ONE CHERRY HILL 1 MALL DR STE 300, CHERRY HILL, NY  
08002 - 1,840,000 (\$16,560,000) COMMON STOCK. (FILE 33-73250 - DEC. 21)  
(BR. 6 - NEW ISSUE)
- S-1 WEBCRAFT TECHNOLOGIES INC, RTE 1 & ADAMS STATION RD, PO BOX 185,  
NORTH BRUNSWICK, NJ 08902 (201) 297-5100 - 90,000,000 (\$90,000,000)  
STRAIGHT BONDS. (FILE 33-73266 - DEC. 22) (BR. 11)

REGISTRATIONS CONT.

- S-8 JOHNSTON INDUSTRIES INC, 111 W 40TH ST STE 2106, NEW YORK, NY 10018  
(212) 768-3750 - 173,000 (\$3,243,750) COMMON STOCK. (FILE 33-73268 -  
DEC. 22) (BR. 8)
- S-8 CABLE DESIGN TECHNOLOGIES CORP, 661 ANDERSON DR, FOSTER PLZ 7,  
PITTSBURGH, PA 15220 (412) 937-2300 - 2,139,951 (\$6,158,023.61)  
COMMON STOCK. (FILE 33-73272 - DEC. 22) (BR. 6)
- S-1 TLC BEATRICE INTERNATIONAL HOLDINGS INC, 9 W 57TH ST, NEW YORK, NY 10019  
(212) 756-8900 - 1,686,418 (\$15,241,845.88) COMMON STOCK. (FILE 33-73278 -  
DEC. 22) (BR. 3)
- S-3 CAROLINA FIRST CORP, 102 S MAIN ST, GREENVILLE, SC 29601 (803) 255-7900  
- 100,000 (\$1,275,000) COMMON STOCK. (FILE 33-73280 - DEC. 22) (BR. 2)
- S-2 GROUND ROUND RESTAURANTS INC, 35 BRAINTREE HILL OFFICE PARK,  
PO BOX 9078, BRAINTREE, MA 02184 (617) 380-3100 - 40,250,000 (\$40,250,000)  
CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-73282 - DEC. 22) (BR. 11)
- S-2 USTRAILS INC, 2711 LBJ FRWY STE 254, DALLAS, TX 75234 (214) 243-2228 -  
961,947 (\$3,049,371.99) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-73284 -  
DEC. 22) (BR. 12)
- S-8 QUORUM HEALTH GROUP INC, 155 FRANKLIN RD STE 401, BRENTWOOD, TN 37027  
(615) 320-7979 - 2,000,000 (\$10,000,000) COMMON STOCK. (FILE 33-73288 -  
DEC. 22) (BR. 5)
- S-8 MID AM INC, 222 S MAIN ST, BOWLING GREEN, OH 43402 (419) 352-5271 -  
700,000 (\$10,150,000) COMMON STOCK. (FILE 33-73290 - DEC. 22) (BR. 2)
- S-3 DAW TECHNOLOGIES INC /UT, 2700 S 900 W, SALT LAKE CITY, UT 84119  
(801) 977-3100 - 332,000 (\$1,245,000) COMMON STOCK. (FILE 33-73292 -  
DEC. 22) (BR. 10)
- S-8 MID AM INC, 222 S MAIN ST, BOWLING GREEN, OH 43402 (419) 352-5271 -  
500,000 (\$7,250,000) COMMON STOCK. (FILE 33-73294 - DEC. 22) (BR. 2)
- S-8 ACCUGRAPH CORP, 5822 CROMO DRIVE, EL PASO, TX 79912 (915) 581-1171 -  
500,000 (\$525,000) COMMON STOCK. (FILE 33-73298 - DEC. 22) (BR. 9)
- S-8 LASER MEDICAL TECHNOLOGY INC, 981 CALLE AMANECER, SAN CLEMENTE, CA 92673  
(714) 361-1606 - 2,250,000 (\$984,375) COMMON STOCK. (FILE 33-73300 -  
DEC. 22) (BR. 8)
- S-8 HAAGEN ALEXANDER PROPERTIES INC, 3500 SEPULVEDA BLVD, MANHATTAN BEACH,  
CA 90266 (310) 546-4520 - 850,000 (\$15,300,000) COMMON STOCK. (FILE  
33-73306 - DEC. 23) (BR. 5)
- S-3 STEWART ENTERPRISES INC, 110 VETERANS MEMORIAL BLVD, METAIRIE, LA 70005  
(504) 837-5880 - 2,760,000 (\$73,830,000) COMMON STOCK. (FILE 33-73308 -  
DEC. 23) (BR. 5)
- S-1 ZALE CORP, 901 W WALNUT HILL LN, IRVING, TX 75038 (214) 580-4000 -  
2,583,334 (\$6,781,251.75) WARRANTS, OPTIONS OR RIGHTS. 2,583,334  
(\$22,604,172.50) COMMON STOCK. (FILE 33-73310 - DEC. 23) (BR. 9)
- S-4 STATE BANCSHARES INC /PA/, 1609 WALNUT ST, PHILADELPHIA, PA 19103  
(215) 564-5050 - 111,529 (\$1,770,522.88) COMMON STOCK. (FILE 33-73342 -  
DEC. 23) (BR. 1)



REGISTRATIONS CONT.

- S-2 DATAMETRICS CORP, 8966 COMANCHE AVE, CHATSWORTH, CA 91311 (818) 341-2901  
 - 2,300,000 (\$6,394,000) COMMON STOCK. 170,000 (\$170)  
 WARRANTS, OPTIONS OR RIGHTS. 170,000 (\$472,600) COMMON STOCK. (FILE  
 33-73344 - DEC. 23) (BR. 10)
- S-4 NOVACARE INC, 1016 W NINTH AVE, P O BOX 928, KING OF PRUSSIA, PA 19046  
 (215) 992-7200 - 14,932,681 (\$208,240,911.38) COMMON STOCK. (FILE  
 33-73346 - DEC. 23) (BR. 6)
- S-8 AMERICAN COLLOID CO, ONE NORTH ARLINGTON, 1500 W SHURE DR,  
 ARLINGTON HEIGHTS, IL 60004 (708) 392-4600 - 340,000 (\$5,132,964.07)  
 COMMON STOCK. (FILE 33-73348 - DEC. 23) (BR. 2)
- S-8 BREED TECHNOLOGIES INC, 5300 OLD TAMPA HWY, LAKE LAND, FL 33811  
 (813) 683-2412 - 800,000 (\$12,400,000) COMMON STOCK. (FILE 33-73350 -  
 DEC. 23) (BR. 4)
- S-4 INDSPEC CHEMICAL CORP, 411 SEVENTH AVE STE 300, PITTSBURGH, PA 15219  
 (412) 765-1200 - 157,500,000 (\$157,500,000) STRAIGHT BONDS. (FILE  
 33-73352 - DEC. 23) (BR. 1)
- S-3 ALLIANCE PHARMACEUTICAL CORP, 3040 SCIENCE PARK RD, SAN DIEGO, CA 92121  
 (619) 558-4300 - 105,396 (\$922,215) COMMON STOCK. (FILE 33-73360 -  
 DEC. 23) (BR. 4)
- S-3 ONCOR INC, 209 PERRY PKWY, GAITHERSBURG, MD 20877 (301) 963-3500 -  
 3,450,000 (\$34,500,000) COMMON STOCK. (FILE 33-73374 - DEC. 23) (BR. 4)

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 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
VIDEO JUKEBOX NETWORK INC STARNET INC ET AL	COM 13D	12/16/93	11,113 77.0	92699410 72.4	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
VILLAGE SUPER MKT INC TOWLE CO	CL A NEW 13D	12/15/93	71 2.4	92710740 0.0	NEW
AMERICAN HLDGS INC N J NASHER NANCY A	COM 13D	9/22/93	0 0.0	02658710 9.3	UPDATE
CARMEL CONTAINERS SYS LTD KRAFT ROBERT K ET AL	ORD 13D	12/ 7/93	845 33.5	14326910 32.6	UPDATE
LASER RECORDING SYS INC LIFESCIENCES TECH PRTRNS ET AL	COM 13D	12/ 9/93	0 0.0	51791610 43.8	UPDATE
LITTLEFIELD ADAMS & CO WEINER RON	COM 13D	11/30/93	186 10.9	53758110 9.0	UPDATE
NOSTALGIA NETWORK INC CROWN COMMUNICATIONS CRP ET AL	COM NEW 13D	12/17/93	7,921 96.1	66975230 93.6	UPDATE
WHOLE FOODS MKT INC GOOCH SANDRA V	COM 13D	12/14/93	407 4.1	96683710 13.0	UPDATE
WHOLE FOODS MKT INC VOLLAND DANNY O'NEILL TRUST	COM 13D	12/14/93	407 4.1	96683710 13.0	UPDATE
ALLSTATE FINL CORP VA VALUE PARTNERS LTD	COM 13D	12/14/93	242 7.8	02001110 6.6	UPDATE
AMERICAN HLDGS INC N J NASHER NANCY A	COM 13D	9/22/93	0 0.0	02658710 9.3	UPDATE
BELMAC CORP LIGHT ASSOCIATES INC	COM 13D	12/17/93	1,367 7.3	08005510 6.2	UPDATE
BET HLDGS INC GAMCO INVESTORS INC ET AL	CL A 13D	12/15/93	843 4.1	08658510 0.0	NEW
CFI PROSERVICES INC CHAPMAN MATTHEW W	COM 13D	2/14/93	335 9.4	12999610 0.0	NEW
CARMEL CONTAINERS SYS LTD KRAFT ROBERT K ET AL	ORD 13D	12/ 7/93	845 33.5	14326910 32.6	UPDATE
CONTINENTAL MTG & EQUITY TR FRIEDMAN WILLIAM S ET AL	SH BEN INT NEW 13D	12/17/93	992 32.2	21166320 32.4	UPDATE
CRYSTAL OIL BAIRD BRENT D ET AL	.06 SEN CONV VTG PFD 13D	12/13/93	5,656 31.2	22938530 30.1	UPDATE
ETHAN ALLEN INTERIORS INC GENERAL ELEC CAP CORP ET AL	COM 13D	11/18/93	1,147 7.8	29760210 14.4	RVISION
GEOTEK INDS INC S C RIG INVTs III LP ET AL	COM 13D	12/15/93	4,444 11.3	37365410 11.3	UPDATE
LASER RECORDING SYS INC LIFESCIENCES TECH PRTRNS ET AL	COM 13D	12/ 9/93	0 0.0	51791610 43.8	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
LESCO INC	COM		373	52687210	
ROBERTSON STEPHENS ORPHAN	FD	13D 10/28/93	5.3	4.7	UPDATE
LITTLEFIELD ADAMS & CO	COM		186	55758110	
WEINFR RON		13D 11/30/93	10.9	9.0	UPDATE
MB COMMUNICATIONS INC	COM		1,031	55799310	
GREEN HOLCOMBE T ET AL		13D 12/13/93	6.5	0.0	NEW
NEW VALLEY CORP	PFD CL B CV \$3		778	64908030	
SPEAR LEEDS KELLOGG ET AL		13D 12/ 8/93	27.9	0.0	NEW
NOSTALGIA NETWORK INC	COM NEW		7,921	66975230	
CROWN COMMUNICATIONS CRP ET AL		13D 12/17/93	96.1	93.6	UPDATE
PVC CONTAINER CORP	COM		533	69365110	
FRIEDMAN PHILLIP L		13D 12/13/93	7.9	0.0	NEW
SERVICO INC DEL	COM		620	81764810	
ENERGY MGMT		13D 12/ 6/93	9.5	0.0	NEW
TELEGRAPH COMMUNICATIONS LTD	ORD		179	87942999	
PSAGOT LEUMI IGUD LTD		13D 11/30/93	6.0	0.0	NEW
UNIROYAL TECHNOLOGY CORP	COM		0	90916310	
AIF II LP		13D 12/17/93	0.0	N/A	UPDATE
WHOLE FOODS MKT INC	COM		407	96683710	
GOOCH SANDRA V		13D 12/14/93	4.1	13.0	UPDATE
WHOLE FOODS MKT INC	COM		407	96683710	
VOLLAND DANNY O'NEILL TRUST		13D 12/14/93	4.1	13.0	UPDATE
WISMER MARTIN INC	COM		467	97730810	
ETTER JAMES F		13D 12/ 3/93	0.5	0.0	NEW
AIRBORNE FGHT CORP	COM		1,585	00926610	
MITSUI CO LTD ET AL		13D 12/16/93	8.2	0.0	NEW
AMERICAN EXPL CO	COM		3,956	02576210	
SNYDER OIL CORP		13D 12/10/93	5.7	0.0	NEW
ATLANTIC RESTAURANT VENTURES	COM		465	04882010	
NEW AMER RESTAURANTS LTD PART		14D-1 12/22/93	5.8	5.8	UPDATE
AURORA ENVIRONMENTAL INC	COM		340	05163410	
MILLER WILLIAM C		13D 12/ 2/93	6.2	9.1	UPDATE
BETHLEHEM CORP	COM		1,914	08725710	
UNIVERSAL PROCESS EQUIP ET AL		13D 12/22/93	100.0	9.7	UPDATE
BIOTECHNICA INTL INC	COM		755	09091510	
MASTERS JOHN A		13D 10/31/89	0.6	0.0	NEW
CII FINL INC	COM		700	12599910	
JETHIRA LTD		13D 12/21/93	9.8	8.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CLIFFS DRILLING CO WEIL JOHN D	COM 13D	12/14/93	327 7.2	18699010 7.0	UPDATE
CONTINUUM INC GENERAL ACCIDENT PLC ET AL	COM 13D	12/16/93	1,732 15.9	21218010 17.6	UPDATE
CONTINENTAL WASTE INDS INC AGUERO CARLOS E ET AL	COM 13D	12/13/93	1,509 55.6	22499510 0.0	NEW
CONTINENTAL WASTE INDS INC ENVIRONMENTAL VENTURE FD LP	COM 13D	12/13/93	1,178 42.2	22499510 0.0	NEW
DAKOTA MNG CORP CLAY LONDON T ET AL	COM 13D	9/15/93	9,282 100.0	23699210 69.6	UPDATE
DREYFUS CORP HEINE SECURITIES CORP ET AL	COM 13D	12/14/93	1,895 5.2	26188510 0.0	NEW
ELMWOOD BANCORP INC BEAR STEARNS & CO	COM 13D	12/17/93	76 5.1	29001310 0.0	NEW
FOAMEX INTL INC LION ADVISORS L P ET AL	COM 13D	12/14/93	1,549 5.9	34412310 0.0	NEW
GATEWAY FINL CORP ALPINE ASSOC LTD PRSHP	COM 13D	12/15/93	682 8.6	36760910 0.0	NEW
GLACIER WTR SVCS INC ROBERTSON STEPHENS ORPHAN FD	COM 13D	11/17/93	206 6.4	37639510 9.8	UPDATE
OASIS ENVIRONMENTAL INC GOE INC	COM 14D-1	12/23/93	0 0.0	39317710 0.0	UPDATE
OASIS ENVIRONMENTAL INC GOE INC	CUM CONV PFD 14D-1	STK 12/23/93	0 0.0	39317720 0.0	UPDATE
HADSON CORP SFER PIPELINE INC ET AL	COM 13D	12/14/93	10,248 40.0	40599410 0.0	NEW
HALLWOOD ENERGY PARTNERS L P UNIT LP INT GOLDMAN SACHS & CO	13D	12/10/93	409 4.9	40699120 0.0	NEW
HARRIS & HARRIS GROUP INC HARRIS CHARLES E ET AL	COM 13D	11/17/93	1,824 21.8	41383310 19.6	UPDATE
INDIVIDUAL INVESTOR GRP INC STEINBERG JONATHAN LAWRENCE	COM 13D	12/ 8/93	845 37.9	45590710 37.9	UPDATE
KARCHER CARL ENTERPRISES INC FOLCO DEVELOPMENT CORP ET AL	COM 13D	12/10/93	4,344 23.9	48563610 2.8	UPDATE
KARCHER CARL ENTERPRISES INC KARCHER CARL N ET AL	COM 13D	12/10/93	1,664 9.2	48563610 30.2	UPDATE
KELLY MTRS LTD GOE INC	COM 14D-1	12/23/93	0 0.0	48813810 0.0	UPDATE