

# sec news digest

Issue 84-92

May 10, 1984

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## RULES AND RELATED MATTERS

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U.S. SECURITIES AND  
EXCHANGE COMMISSION

### PROPOSED TO ADOPT RULE 3a4-1

The Commission is repropounding for public comment Securities Exchange Act Rule 3a4-1 to provide that, under certain circumstances, persons associated with an issuer of securities who participate in a sale of those securities shall not be deemed "brokers", as defined in Section 3(a)(4) of the Exchange Act. The repropounded rule sets forth those circumstances under which issuer's employees could participate in the sale of the issuer's securities without being required to register as broker-dealers. The rule, the so-called "issuer's exemption" rule, was originally proposed in 1977.

Comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549. Comments should be received 45 days after publication in the Federal Register and should refer to File No. S7-19-84. All submissions will be available for public inspection. (Rel. 34-20943)

FOR FURTHER INFORMATION CONTACT: Susan J. Walters at (202) 272-2848

### PROPOSED NEW REGISTRATION FORMS S-4 AND F-4 -- BUSINESS COMBINATION TRANSACTIONS

The Commission is proposing for public comment new registration forms, Forms S-4 (for all registrants) and F-4 (for certain foreign private issuers), which would be available for registration of securities in business combination transactions, including exchange offers. The proposed Forms would replace current Forms S-14 and S-15 and would extend the principles underlying the integrated disclosure system (particularly the concept of incorporation by reference) to the business combinations context. The availability of proposed Forms S-4 and F-4 for exchange offers would implement one of the two recommendations of the Advisory Committee on Tender Offers intended to place exchange offers on the same expedited timetable as cash tender offers.

All comments should be sent in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549. Comments must be received by August 17 and should refer to File No. S7-20-84 (re Form S-4) or File No. S7-21-84 (re Form F-4). All submissions will be made available for public inspection. (Rel. 33-6534, Form S-4; Rel. 33-6535, Form F-4)

FOR FURTHER INFORMATION CONTACT: Patricia B. Magee at (202) 272-2589 (re Form S-4) or Martin L. Meyrowitz at (202) 272-3250 (re Form F-4)

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## ADMINISTRATIVE PROCEEDINGS

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### HERMAN FRIEDMAN SANCTIONED

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against Herman Friedman. Simultaneously, the Commission accepted Friedman's Offer of Settlement. The Commission found that in 1984, Friedman was convicted by a New York County jury on 15 separate securities-related criminal counts. The Commission's Order bars Friedman from association with any broker, dealer, investment adviser or municipal securities dealer but provides that after two years he may apply to become so associated.

In his Offer of Settlement, Friedman consented to the Commission's Order without admitting or denying the allegations, except that he admitted his convictions. (Rel. 34-20899)

## HARLAN, ROBERTS, INC. AND LANE HARLAN JACOBS CITED

The Commission announced that in public administrative proceedings ordered under Section 15(b) of the Securities Exchange Act of 1934, Harlan, Roberts, Inc. (Registrant), a registered broker-dealer located in New York City, and Lane Harlan Jacobs, Registrant's president, director, and chief financial officer, submitted an Offer of Settlement which the Commission accepted. Registrant and Jacobs consented to the Findings and Order Imposing Remedial Sanctions without admitting or denying the allegations contained therein.

The Commission's Order finds that Registrant, aided and abetted by Jacobs, wilfully violated the registration provisions, net capital rule, bookkeeping rules, financial reporting requirements, and supplemental reporting requirements of the Exchange Act.

The Commission censured Registrant and ordered it to comply with an undertaking requiring that it file, for one year, quarterly financial reports with the Commission's New York Regional Office after their review by an independent public accountant. The Commission barred Jacobs from association with any broker or dealer in a supervisory capacity in financial, bookkeeping and back office functions, provided that after three years, he can apply for association in any capacity and include with any such application an affidavit stating that he has taken and passed the National Association of Securities Dealers, Inc.'s Financial and Operations Principals Examination (Series 27). (Rel. 34-20903)

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## CIVIL PROCEEDINGS

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### ASSOCIATED MEDICAL DEVICES CORPORATION ENJOINED

The Commission announced that on May 7 the U.S. District Court for the District of Columbia entered a Final Judgment of Permanent Injunction against Associated Medical Devices Corporation (AMD) of Carlsbad, California restraining and enjoining it from failing to file and filing late periodic reports with the Commission. AMD, consenting to the Court's Judgment, admitted that it failed to file or filed late reports on 13 separate occasions and failed to file required Notifications of Late Filing on 12 separate occasions. The complaint was filed on February 14.

The Court ordered AMD to file its delinquent annual and quarterly reports and enjoined it from further violations of the reporting provisions of the securities laws. (SEC v. Associated Medical Devices, Inc., USDC DC, Civil Action No. 84-0465). (LR-10370)

### COMPLAINT NAMES TVC IMAGE TECHNOLOGY, INC.

The Commission filed a civil injunctive action on May 8 in the U.S. District Court for the District of Columbia against TVC Image Technology, Inc. of New York, New York. The complaint alleges violations of the reporting provisions of the securities laws and seeks a judgment of permanent injunction and other equitable relief.

The Commission alleges that TVC, as part of a continuing course of violative conduct extending over several years, failed to file: its Annual Report on Form 10-K for its fiscal year ended December 31, 1983; various periodic reports on time; and Notifications of Late Filing on Form 12b-25. The Commission requests that the Court order TVC to file its delinquent Annual Report and enjoin it from further violations of the reporting provisions of the securities laws. (SEC v. TVC Image Technology, Inc., USDC DC, Civil Action No. 84-1426). (LR-10371)

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## INVESTMENT COMPANY ACT RELEASES

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### EQUITABLE VARIABLE LIFE INSURANCE COMPANY

An order has been issued on an application filed by Equitable Variable Life Insurance Company (EVLICO), Separate Accounts I and II of EVLICO, and The Equitable Life Assurance Society of the United States granting exemptions from the provisions of Sections 2(a)(32), 2(a)(35), 18(i), 22(c), 22(d), 27(a)(1), 27(a)(2), 27(a)(3), 27(c)(1), 27(d), and 27(f) of the Investment Company Act and Rules 6e-2(b)(1), 6e-2(b)(10), 6e-2(b)(12), 6e-2(b)(13), 6e-2(c), 22c-1, and 27f-1 to permit the transactions described in the application. (Rel. IC-13931 - May 8)

## THE CHASE MANHATTAN BANK OF CANADA

A notice has been issued giving interested persons until June 1 to request a hearing on an application of The Chase Manhattan Bank of Canada for an order exempting it from all provisions of the Investment Company Act. (Rel. IC-13932 - May 8)

## T. ROWE PRICE NEW INCOME FUND, INC.

An order has been issued declaring that Anthony W. Deering shall not be deemed an interested person of T. Rowe Price New Income Fund, Inc., and other T. Rowe Price mutual funds, and any other mutual funds to be formed in the future by T. Rowe Price Associates, Inc., within the meaning of Section 2(a)(19) of the Investment Company Act solely by reason of his being a director of a registered broker-dealer. (Rel. IC-13933 - May 8)

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## HOLDING COMPANY ACT RELEASES

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### ALLEGHENY POWER SYSTEM, INC.

A notice has been issued giving interested persons until June 1 to request a hearing on a proposal by Allegheny Power System, Inc., a registered holding company, to make equity investments of up to \$10 million prior to December 31, 1984 in Monongahela Power Company, a wholly-owned subsidiary. (Rel. 35-23300 - May 8)

### CENTRAL POWER AND LIGHT COMPANY

A supplemental order has been issued extending the authorization of Central Power and Light Company (CPL), Public Service Company of Oklahoma (PSO), Southwestern Electric Power Company (SWEPCO), and West Texas Utilities (WTU), subsidiary of Central and South West Corporation, and of Central and South West Fuels (CSWF), subsidiary of CPL, PSO, SWEPCO, and WTU, to engage in fuel exploration and development through June 30, 1984. (Rel. 35-23301 - May 9)

### WEST TEXAS UTILITIES COMPANY

A supplemental order has been issued authorizing West Texas Utilities Company, subsidiary of Central and South West Corporation, to issue and sell at competitive bidding up to \$40 million of first mortgage bonds through December 31, 1985. (Rel. 35-23302 - May 9)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until May 29 to comment on the application of the Cincinnati Stock Exchange for unlisted trading privileges in the common stock (\$.33-1/3 par value) of Prentice-Hall, Inc. which is registered on one or more other national securities exchange and is reported in the consolidated transaction reporting system. (Rel. 34-20938)

### UNLISTED TRADING GRANTED

An order has been issued granting the applications of the Midwest Stock Exchange, Inc. for unlisted trading privileges in two issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-20942)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGES

The Philadelphia Depository Trust Company and the Stock Clearing Corporation of Philadelphia filed proposed rule changes (SR-Philadep-84-3; SR-SCCP-84-3) amending and reformatting Philadep's and SCCP's rules to establish character, personnel, financial condition and operational capability standards for current members and new applicants. Philadep and SCCP also propose to establish separate standards for bank and broker-dealer members. (Rel. 34-20932; 34-20933)

## 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-18 AMERICAN MOBILE EARTH SATELLITES INC, 3575 CAHUENGA BLVD WEST, STE 350, LOS ANGELES, CA 90068 (213) 874-2021 - 20,000,000 (\$2,000,000) COMMON STOCK. 2,000,000 (\$100) COMMON STOCK. 2,000,000 (\$240,000) COMMON STOCK. UNDERWRITER: VANTAGE SECURITIES OF COLORADO INC. (FILE 2-90650-LA - APR. 20) (BR. 7 - NEW ISSUE)
- S-18 WORLDWATER INC, RTE 518, HOPEWELL, NJ 08525 (609) 466-2106 - 80,000,000 (\$800,000) COMMON STOCK. (FILE 2-90717-NY - APR. 26) (BR. 7 - NEW ISSUE)
- S-18 VISTAR CORP, 13740 MCCORMICK DR, TAMPA, FL 33625 (813) 855-6611 - 6,000,000 (\$1,500,000) COMMON STOCK. 6,000,000 (\$3,000,000) COMMON STOCK. 6,000,000 WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: VANDERBILT SECURITIES INC. (FILE 2-90729-A - APR. 27) (BR. 8 - NEW ISSUE)
- S-18 CORE MEDICAL CENTERS INC, 235 PAVILION AVE, RIVERSIDE, NJ 08075 (609) 461-8500 - 7,000,000 (\$1,750,000) COMMON STOCK. 3,500,000 WARRANTS, OPTIONS OR RIGHTS. 3,500,000 (\$1,750,000) COMMON STOCK. 700,000 (\$700) WARRANTS, OPTIONS OR RIGHTS. 700,000 (\$210,000) COMMON STOCK. UNDERWRITER: HELPER BROUGHTON INC. (FILE 2-90743-NY - APR. 27) (BR. 6 - NEW ISSUE)
- S-18 ENVIRONMENTAL DIAGNOSTICS INC, 17935 SKYPARK CIRCLE, STE D, IRVINE, CA 92714 (714) 261-7267 - 2,750,000 (\$2,750,000) COMMON STOCK. 1,375,000 (\$1,375,000) COMMON STOCK. 550,000 WARRANTS, OPTIONS OR RIGHTS. 550,000 (\$330,000) COMMON STOCK. UNDERWRITER: STUART JAMES CO INC. (FILE 2-90813 - MAY. 01) (BR. 4 - NEW ISSUE)
- S-1 CIDCO GROUP INC, 3025 S PARKER RD, STE 801, AURORA, CO 80014 (303) 697-8785 - 1,881,632 (\$2,634,285) COMMON STOCK. (FILE 2-90817 - MAY. 01) (BR. 5 - NEW ISSUE)
- S-1 CERADYNE INC, 3030 A SOUTH RED HILL AVE, SANTA ANA, CA 92705 (714) 549-0421 - 1,060,000 (\$15,900,000) COMMON STOCK. 320,000 (\$4,800,000) COMMON STOCK. UNDERWRITER: BECKER A G PARIBAS INC. (FILE 2-90821 - MAY. 01) (BR. 9 - NEW ISSUE)
- S-3 MACMILLAN INC, 866 THIRD AVE, NEW YORK, NY 10022 (212) 702-2000 - 40,000 (\$1,120,000) COMMON STOCK. (FILE 2-90822 - MAY. 01) (BR. 2)
- S-6 SEARS TAX EXEMPT INVESTMENT INTERM TERM MUNIC PORT PUT SER 1, 130 LIBERTY ST, NEW YORK, NY 10006 - 500 (\$520,000) UNIT INVESTMENT TRUST. (FILE 2-90823 - MAY. 01) (BR. 16 - NEW ISSUE)
- S-8 COLUMBIA DATA PRODUCTS INC, 9150 RUMSEY ROAD, COLUMBIA, MD 21045 (301) 992-3400 - 818,354 (\$6,293,142.26) COMMON STOCK. (FILE 2-90824 - MAY. 01) (BR. 9)
- S-8 CHUBB CORP, 15 MOUNTAIN VIEW RD, P O BOX 1615, WARREN, NJ 07061 (201) 580-3561 - 400,000 (\$28,400,000) COMMON STOCK. (FILE 2-90826 - MAY. 01) (BR. 9)
- S-8 NICOR INC, 1700 W FERRY RD, P O BOX 200, NAPERVILLE, IL 60566 (312) 242-4470 - 12,000,000 (\$12,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-90839 - MAY. 01) (BR. 7)
- S-8 ILC TECHNOLOGY INC, 399 JAVA DRIVE, SUNNYVALE, CA 94089 (408) 745-7900 - 150,000 (\$1,312,500) COMMON STOCK. (FILE 2-90841 - MAY. 01) (BR. 8)
- S-3 WEST TEXAS UTILITIES CO, 301 CYPRESS, ABILENE, TX 79601 (915) 672-3251 - 40,000,000 (\$40,700,000) MORTGAGE BONDS. (FILE 2-90844 - MAY. 02) (BR. 8)
- S-3 HUTTON E F GROUP INC, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 (212) 742-5000 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 2-90845 - MAY. 02) (BR. 2)
- S-8 WESTMORELAND COAL CO, 2500 FIDELITY BUILDING, PHILADELPHIA, PA 19109 (215) 545-2500 - 500,000 (\$6,916,666) COMMON STOCK. (FILE 2-90847 - MAY. 02) (BR. 4)
- S-1 ARRAY DEVICES INC, 8808 BALBOA AVE, SAN DIEGO, CA 92123 (619) 278-8780 - 2,760,000 (\$16,560,000) COMMON STOCK. UNDERWRITER: ROONEY PACE INC. (FILE 2-90848 - MAY. 02) (BR. 8 - NEW ISSUE)

- S-1 UNITED STATES MEDICAL ENTERPRISES INC, 815 NORTH DEPULVEDA BLVD, EL SEGUNDO, CA 90245 (213) 322-5393 - 1,150,000 (\$12,650,000) COMMON STOCK. (FILE 2-90849 - MAY. 02) (BR. 6 - NEW ISSUE)
- S-8 TII INDUSTRIES INC, 1375 AKRON ST, COPIAGUE, NY 11726 (516) 789-5000 - 220,000 (\$3,108,600) COMMON STOCK. (FILE 2-90852 - MAY. 02) (BR. 7)
- S-3 HOUSEHOLD FINANCE CORP, 2700 SANDERS RD, PROSPECT HEIGHTS, IL 60070 (312) 564-5000 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 2-90853 - MAY. 02) (BR. 1)
- S-8 PNEUMO CORP, 4800 PRUDENTIAL TOWER, BOSTON, MA 02199 (617) 262-9300 - 2,500,000 (\$60,312,500) COMMON STOCK. (FILE 2-90854 - MAY. 01) (BR. 2)
- S-30 UST CORP, 40 COURT STREET, BOSTON, MA 02108 (617) 726-7000 - 400,000 (\$8,000,000) COMMON STOCK. (FILE 2-90855 - MAY. 01) (BR. 1)
- S-15 UNITED BANCORP OF ARIZONA, 330 N CENTRAL AVE, PHOENIX, AZ 85012 (602) 248-2399 - 79,951 (\$1,903,633) COMMON STOCK. (FILE 2-90856 - MAY. 02) (BR. 2)
- S-8 TELESPHERE INTERNATIONAL INC, 2211 YORK RD, STE 115, OAK BROOK, IL 60521 (312) 655-2169 - 60,000 (\$229,500) COMMON STOCK. (FILE 2-90857 - MAY. 01) (BR. 10)
- S-8 FIDELCOR INC, 1200 E LANCASTER AVE, ROSEMONT, PA 19010 (215) 527-1416 - 250,000 (\$9,500,000) COMMON STOCK. (FILE 2-90858 - MAY. 02) (BR. 1)
- S-14 METRO BANCORP INC, 846 MAIN STREET, MELROSE, MA 02176 - 549,810 (\$2,309,202) COMMON STOCK. (FILE 2-90859 - MAY. 01) (BR. 2 - NEW ISSUE)
- S-8 OGILVY & MATHER INTERNATIONAL INC, 2 EAST 48TH STREET, NEW YORK, NY 10017 (212) 907-3400 - 300,000 (\$13,875,000) COMMON STOCK. (FILE 2-90862 - MAY. 02) (BR. 5)
- S-14 AVON PRODUCTS INC, 9 WEST 57TH STREET, NEW YORK, NY 10019 (212) 546-6015 - 11,332,869 (\$209,163,708) COMMON STOCK. 66,962 (\$6,696,200) PREFERRED STOCK. 22,497 (\$2,249,700) PREFERRED STOCK. (FILE 2-90865 - MAY. 02) (BR. 9)
- S-15 CNL FINANCIAL CORP, 1122 GRAY HIGHWAY, MACON, GA 31211 (912) 743-5895 - 47,093 (\$170,712) COMMON STOCK. (FILE 2-90866 - MAY. 02) (BR. 9 - NEW ISSUE)
- S-3 KANSAS GAS & ELECTRIC CO /KS/, 201 N MARKET ST, WICHITA, KS 67201 (316) 261-6611 - 50,000,000 (\$50,000,000) PREFERRED STOCK. (FILE 2-90867 - MAY. 02) (BR. 8)
- S-8 SANTA FE SOUTHERN PACIFIC CORP, 224 S MICHIGAN AVE, CHICAGO, IL 60604 (312) 427-4900 - 50,000,000 (\$50,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 2,185,792 COMMON STOCK. (FILE 2-90868 - MAY. 02) (BR. 5)
- S-8 SPENCER COMPANIES INC, 450 SUMMER ST, BOSTON, MA 02110 (617) 542-8120 - 150,000 (\$1,668,750) COMMON STOCK. (FILE 2-90869 - MAY. 02) (BR. 2)
- S-3 PHELPS DODGE CORP, 300 PARK AVE, NEW YORK, NY 10022 (212) 940-6400 - 1,500,000 (\$75,000,000) PREFERRED STOCK. (FILE 2-90871 - MAY. 02) (BR. 5)
- S-1 TAGO INC, 887 MITTEN RD, BURLINGAME, CA 94010 (415) 692-4015 - 453,750 (\$1,588,125) COMMON STOCK. 453,750 (\$2,041,875) COMMON STOCK. 453,750 WARRANTS, OPTIONS OR RIGHTS. (FILE 2-90872 - MAY. 02) (BR. 8)
- S-8 MORTON THICKOL INC, 110 N WACKER DR, CHICAGO, IL 60606 (312) 621-5688 - 1,000,000 (\$79,625,000) COMMON STOCK. (FILE 2-90885 - MAY. 03) (BR. 1)
- S-8 FIRST PENNSYLVANIA CORP, CENTRE SQUARE WEST, 1500 MARKET ST, PHILADELPHIA, PA 19101 (215) 786-5000 - 750,000 (\$4,218,750) COMMON STOCK. (FILE 2-90889 - MAY. 03) (BR. 1)

#### REGISTRATIONS EFFECTIVE

Apr. 10: Alfacell Corporation, 2-89593; Ampco-Pittsburgh Corporation, 2-90031; Commercial National Bancorp, 2-89313; Computer Synergy, Inc., 2-88533; Computerized Buying Network, Inc., 2-88169-NY; Cryodynamics, Inc., 2-89342-NY; Directions Unit Investment Trust, Sixteenth Series, 2-89983; Echo Bay Mines Ltd., 2-89822; Euro-pacific Growth Fund, 2-83847; First City Bancorporation of Texas, Inc., 2-90299; First Union Corporation, 2-90241; Gateway Bancshares, Inc., 2-89820; HME Records, Inc., 2-87296-NY; Harper & Row Publishers, Inc., 2-89608; Micro-Bio-Medics, Inc., 2-89795-NY; Ozark Holdings, Inc., 2-90020; Southmark Corporation, 2-89411; Standard Pacific Corp., 2-89825; The Toledo Edison Co., 2-90058, 2-90059; Union Home Loans of America, 2-90010.

## 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
BLUE BELL INC	COM			857	09529310	
FIRST CITY TRUST CO ET AL		13D	5/ 3/84	7.8	7.2	UPDATE
BRENCO INC	COM			2,664	10706110	
WHITFIELD MILDRED F ET AL		13D	4/20/84	27.0	27.7	UPDATE
CSP INC	COM			514	12638910	
DATARAM CORP		13D	4/25/84	18.6	19.6	UPDATE
CALVERT TELECOMMUNICATIONS	COMMON STOCK			0	13162110	
BERGER LEONARD P		13D	2/15/84	N/A	N/A	UPDATE
CALVERT TELECOMMUNICATIONS	COMMON STOCK			0	13162110	
CARDIN SHOSHANA S & JEROME		13D	2/15/84	N/A	N/A	UPDATE
CALVERT TELECOMMUNICATIONS	COMMON STOCK			0	13162110	
GUDELSKY HOMER		13D	2/15/84	N/A	N/A	UPDATE
CENTRAL MRTG + RLTY TR	COM			40	15420210	
KLEIN HUGH E		13D	4/ 7/84	5.2	0.0	NEW
CENTRAL MRTG + RLTY TR	COM			0	15420210	
PEREGRINE INV CO		13D	4/26/84	N/A	N/A	UPDATE
CENTRAL MRTG + RLTY TR	COM			40	15420210	
PRATT WALTER E		13D	4/26/84	5.1	0.0	NEW
CENTRAL MRTG + RLTY TR	COM			44	15420210	
SMITH DEAN E		13D	4/26/84	6.0	0.0	NEW
CENVILL PPTYS INC	PAIRED CTF			189	15670720	
LEVY H IRWIN ET AL		13D	5/ 2/84	5.4	0.0	NEW
CENVILL PPTYS INC	PAIRED CTF			99	15670720	
MORSE CLAUDIA S		13D	5/ 2/84	2.8	12.0	UPDATE
CITIZENS TR CO PORTSMOUTH VA	COM			200	17725310	
JEFFERSON BANKSHRS INC		13D	4/26/84	27.9	0.0	NEW
COOPERVISION INC	COM			0	21689510	
ALCON SCIENTIFIC INC		14D-1	4/27/84	0.0	18.4	RVSION
FNB BANCORPORATION	COM			6	30295099	
ABOD CHARLES P		13D	4/12/84	5.4	0.0	NEW
FIRST COINVESTORS INC	COM			110	31970310	
DEEPWATER INVESTORS ET AL		13D	4/23/84	12.0	0.0	NEW
INTERMAGNETICS GEN CORP	COM			0	45877110	
TDC TECHNOLOGY DEV ET AL		13D	4/18/84	0.0	11.3	UPDATE

## ACQUISITION REPORTS CONT.

INTERMAGNETICS GEN CORP TECK CORP	COM	13D	4/18/84	548 11.3	45877110 0.0	NEW
INTERMOUNTAIN BANKSHARES HILL ARTHUR M II ET AL	COM	13D	4/24/84	18 6.6	45892210 0.0	NEW
LAZARE KAPLAN INTL INC JATEL PLC	COM	13D	4/20/84	313 10.2	52107810 10.0	UPDATE
MANHATTAN INDS INC FIDELITY INTL LTD	COM	13D	2/28/84	294 7.9	56287610 9.1	UPDATE
MANHATTAN INDS INC FMR CORP	COM	13D	3/21/84	294 7.9	56287610 9.1	UPDATE
MURPHY IND INC MURPHY GEORGE W ET AL	COM	13D	4/23/84	6,325 93.4	62669710 73.9	UPDATE
NORLIN CORP NORLIN CORP ET AL	COM	13D	4/16/84	440 25.7	65604110 24.6	UPDATE
OMNI EXPL INC GROUP INVESTORS CORP	COM	13D	3/ 6/84	3,128 14.6	68190510 0.0	NEW
OMNI EXPL INC SCHOTTENSTEIN JEFFREY M	COM	13D	3/16/84	3,128 14.6	68190510 0.0	NEW
PERINI CORP HARRIS ASSOCIATES INC	COM	13D	4/19/84	273 8.5	71383910 5.5	UPDATE
R B INDS INC KAPLAN MYRON M	COM	13D	4/25/84	340 7.8	74925810 0.0	NEW
R B INDS INC NATHAN JAMES A	COM	13D	4/25/84	371 8.5	74925810 0.0	NEW
TRANSCO REALTY TR GRAY LEE	SH BEN INT	13D	5/ 4/84	169 N/A	89353510 N/A	UPDATE
TRANSOHIO FINL CORP VICTORIA & GREY TRUST CO ET AL	COM	13D	4/19/84	0 0.0	89384710 24.6	UPDATE
USP REAL ESTATE INVT TR KAPLAN SAMUEL L ET AL	SH BEN INT	13D	4/26/84	348 13.9	90337010 12.9	UPDATE
WOLVERINE ALUM CORP RHDADS D DEAN ET AL	COM	13D	5/ 3/84	251 17.6	97787810 18.1	UPDATE
UNION WARREN SAV BK CONISTON PARTNERS	COM	13D	4/23/84	0 N/A	90904310 N/A	UPDATE
U S INDS INC HMAC INDUSTRIES INC ET AL	COM	14D-1	5/ 2/84	1,000 4.9	91207810 4.9	UPDATE
XCOR INTL INC LEVIN ALAN J	CL A	13D	4/20/84	196 5.3	98388510 6.8	UPDATE
AMERICAN FUEL TECHNOLOGIES PERCIVAL FLOYD V	COM	13D	5/ 1/84	1,560 11.5	02590910 0.0	NEW
ANTA CORP MANDOR HEALTHCARE CORP	COM	13D	4/26/84	0 0.0	03662810 24.4	UPDATE
ARROW AUTOMOTIVE INDS INC HOLZWASSER HELEN	COM	13D	4/26/84	174 6.2	04272710 0.0	NEW
BARBER GREENE CO CUNDILL PETER & ASSOC LTD	COM	13D	4/26/84	150 6.6	06713110 5.3	UPDATE
BRADFORD NATL CORP PICOWER JEFFREY ET AL	COM	13D	4/25/84	346 8.1	10430310 7.3	UPDATE

ACQUISITION REPORTS CONT.

CARLSBERG CORP CARLSBERG RICHARD P	COM	13D	3/12/84	831 18.3	14279810 14.6	UPDATE
COAL TECHNOLOGY CORP W K MANUFACTURING CORP	COM	13D	3/12/84	5,000 7.4	19010110 0.0	NEW
CROWLEY MILNER & CO FMR CORP	COM	13D	5/ 3/84	51 10.1	22809310 11.2	UPDATE
DALLAS FED SVGS & LN ASSN GOLDMAN SACHS & CO	COM	13D	4/27/84	171 5.7	23503310 0.0	NEW
GANDT CORP BERGMAN STANLEY	COM	13D	4/ 9/84	214 26.5	36473310 37.6	UPDATE
HAMILTON OIL CORP CODY COMPANY	COM	13D	3/30/84	1,828 6.9	40784810 0.0	NEW
HAMILTON OIL CORP CODY COMPANY	PFD STK	13D	3/30/84	96 8.6	40784820 0.0	NEW
HOLLY SUGAR CORP TWIN FAIR HOLDINGS ET AL	COM	13D	4/27/84	63 4.9	43609210 0.0	NEW
KOLFF MED INC HUMANA INC	COM	13D	4/27/84	353 5.2	50043010 0.0	NEW
LAWHON JOHN F FURNITURE CO LEVITZ GARY R	COM	13D	4/28/84	1,175 16.5	51950310 19.3	UPDATE
LAWHON JOHN F FURNITURE CO LEVITZ JOHN R	COM	13D	4/28/84	763 93.5	51950310 69.0	UPDATE
MANAGEMENT ASSISTANCE INC ANGLO AMERICAN FINANCIAL	COM PAR \$0.40	13D	4/25/84	0 0.0	56167150 0.0	NEW
MANAGEMENT ASSISTANCE INC EDELMAN ASHER B. ET AL	COM PAR \$0.40	13D	4/25/84	906 12.7	56167150 12.7	UPDATE
MONFORT COLD INC MONFORT CHARLES KENNETH	COM	13D	2/14/84	516 11.3	60934810 10.5	UPDATE
MONFORT COLD INC MONTERA KAYE MONFORT	COM	13D	2/14/84	511 11.2	60934810 10.5	UPDATE
MONFORT COLD INC WALSH KYLE MONFORT	COM	13D	2/14/84	548 12.0	60934810 12.6	UPDATE
NEW CENY PRODTNS LTD MASCOT (DORDRECHT) B V ET AL	COM	13D	4/12/84	4,752 65.6	64352310 0.0	NEW
RANCHERS EXPL & DEV CORP ANDERSON DEVELOPMT CORP ET AL	COM	13D	4/19/84	3 0.1	75200610 16.6	UPDATE
REALAMERICA CO CARNOT GAETAN	SH BEN INT	13D	3/26/84	477 12.4	75603110 8.5	UPDATE
ST REGIS CORP GEORGIA PACIFIC CORP	COM	13D	4/27/84	2,767 8.5	79345310 0.0	NEW
SAVIN CORP CANADA DEVELOPMENT CORP	COM	13D	5/ 3/84	15,833 100.0	80517610 57.0	UPDATE
UNION PLANTERS CORP PAN AMERICAN BANKS INC ET AL	COM	13D	4/12/84	271 8.1	90806810 6.6	UPDATE
UNION WARREN SAV BK MUTUAL SHARES CORP ET AL	COM	13D	4/10/84	179 9.9	90904310 0.0	NEW
U S INDS INC SEEMALA CORP ET AL	COM	13D	4/27/84	1,281 6.3	91207810 0.0	NEW