

sec news digest

Issue 94-163

August 26, 1994

ENFORCEMENT PROCEEDINGS

JOSEPH MASTROIANNI BARRED

The Securities and Exchange Commission announced that Joseph Mastroianni consented to the issuance of an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions that bars him from association with any broker, dealer, investment adviser, investment company or municipal securities dealer.

The order was based on a Final Judgment of Permanent Injunction and Other Equitable Relief entered in the United States District Court for the Southern District of New York against Mastroianni. Mastroianni consented, without admitting or denying the allegations in the complaint therein, to the entry of the Final Judgment. The complaint alleges that Mastroianni violated the antifraud provisions of the federal securities laws by making material misrepresentations and omissions to his customers purchasing the common stock of Special Delivery Systems (SDS). Among other things, Mastroianni failed to inform his customers that he was receiving undisclosed compensation from SDS, in excess of the compensation stated in the SDS offering material. (Rel. 34-34551)

IN THE MATTER OF HENRY FONG

The Securities and Exchange Commission announced that it has accepted an offer of settlement submitted by Henry Fong (Fong), the chief executive officer of Equitex, Inc., a Denver business development company. Pursuant to the offer, Mr. Fong will consent to the entry of an administrative order by the Commission and the Commission will dismiss claims made against Mr. Fong and related parties in SEC v. Power Securities Corp.

The administrative order, instituted pursuant to Section 9(f) of the Investment Company Act, requires that Mr. Fong cease and desist from committing or causing any violations of Sections 57(a)(1) and (4) of the Investment Company Act and Rule 17d-1 promulgated thereunder; obtain written advice concerning the legality of certain future purchases or sales of securities by himself and Equitex; and disgorge \$73,775 plus interest in regard to sales of Star Publications, Inc. securities during 1988. Mr. Fong neither admitted nor denied the Commission's findings that certain purchases and sales of Star Publications securities violated Sections 57(a)(1) and (4) of the Investment Company Act and Rule 17d-1 promulgated thereunder. [SEC v. Power Securities Corp., et al., Civ. No. 90-1579, D.Colo.] (LR-14199)

CIVIL ACTION FILED AGAINST MICHAEL BECK

The Commission announced the filing of a civil action in the United States District Court for the District of Maryland seeking a permanent injunction against Michael D. Beck, a formerly registered representative for the brokerage firm Dominick & Dominick, Inc. The complaint alleges that Beck violated Section 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder, while working in Dominick's Bethesda, Maryland branch office. The complaint alleges that from 1987 through 1990, Beck defrauded Dominick brokerage customers through the unauthorized sale of real estate limited partnership units and the misappropriation of customer funds. The complaint further alleges that Beck was unjustly enriched by \$75,000 as a result of this conduct. Beck was criminally convicted in the United States District Court for the District of Maryland for the same violations and is currently incarcerated.

Beck, without admitting or denying the allegations of the complaint, consented to the entry of an order permanently enjoining him from future violations of the charged provisions and ordering disgorgement together with prejudgment interest, but waiving the same based upon demonstrated inability to pay. [SEC v. Michael Beck, United States District Court for the District of Maryland, Civ. No. PJM 94-2353] (LR-14203)

PERMANENT INJUNCTION ENTERED AGAINST LOUIS WILLIAMS

The Commission announced that on July 27 a Final Judgment of Permanent Injunction and Other Relief was entered against Louis J. Williams (Williams) by the United States District Court for the District of Massachusetts. Williams was a vice president and director of tax affairs at EG&G, Inc. (EG&G). The Final Judgment enjoins Williams from violating Section 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder and requires Williams to disgorge \$10,543.50. Williams consented to the entry of the permanent injunction without admitting or denying the allegations in the Commission's complaint.

The Commission's complaint, filed on July 21, alleged that Williams violated the federal securities laws by engaging in unlawful insider trading in the securities of EG&G. The complaint alleged that Williams learned material, nonpublic information from his employer regarding a decline in EG&G's projected earnings for its third quarter and fiscal year ended January 2, 1994. The complaint alleged further that, on September 13 and 17, 1993, while in possession of this information, Williams sold 3,124 shares of EG&G common stock. When EG&G disclosed the new, lower earnings projections, its stock priced declined. Williams thus avoided a loss of \$10,543.30. [SEC v. Louis Williams, United States District Court for the District of Massachusetts, Civ. No. 94-11471 JLT] (LR-14205)

ORDER OF DISGORGEMENT ENTERED AGAINST ROBERT JOHNSTON AND FIDUCIARY PLANNING, INC.

The Commission announced that on August 2 Judge Duggan of the United States District Court for the Eastern District of Michigan entered an Order of Disgorgement (Order) against Robert Johnston (Johnston), a resident of Birmingham, Michigan, and Fiduciary Planning, Inc. (FPI), an unregistered broker-dealer owned and operated by Johnston. The order required Johnston and FPI to disgorge all ill-gotten gains received in their fraudulent offer and sale of unregistered Eurobond Exchange Ltd. (Eurobond) securities, in the amount of \$96,310. Previously, on February 17, Judge Duggan permanently enjoined Johnston and FPI from future violations and/or aiding and abetting violations of the securities registration, broker-dealer registration and antifraud provisions of the federal securities laws. Johnston and FPI simultaneously consented to the orders without admitting or denying the facts alleged in the complaint. The complaint in this matter alleged that from at least June 1989 through December 1989, Johnston and FPI misrepresented and omitted material facts in connection with their offer and sale of unregistered securities, in the form of U.S. and foreign government bonds or investment contracts, in Eurobond. [SEC v. Robert Johnston and Fiduciary Planning, Inc. E.D.Mich., Civ. No. 93-93541 DT] (LR-14206)

FINAL JUDGMENT ENTERED AGAINST LEE SHAW AND LOIS SHAW JR.

The Securities and Exchange Commission announced that on August 16 the Honorable John H. McBryde, United States District Judge for the Northern District of Texas, entered Final Judgments of Permanent Injunction and Other Equitable Relief against Lee Shaw (Shaw) and Lois R. Shaw Jr. (Shaw Jr.) permanently enjoining each of them from further violations of the antifraud, securities registrations and broker-dealer registration provisions of the federal securities laws. The Final Judgments order Shaw and Shaw Jr. to disgorge the sums of \$1,731,573 and \$236,330, respectively, but waive payment of such disgorgement amounts based upon each defendant's demonstrated financial inability to pay. The Commission did not pursue its request to impose civil penalties also based upon each defendant's demonstrated financial inability to pay. Shaw and Shaw Jr. each consented to the entry of the Final Judgments without admitting or denying the allegations contained in the Commission's complaint.

The Commission's complaint, filed on March 7, alleged that the defendants raised \$26.9 million from over 1,300 investors through the offer and sale of unregistered securities in an affinity-based "Ponzi" scheme in which investors lost at least \$12.5 million. The complaint further alleged that the defendants made material misrepresentations and omissions regarding, among other things, the use of investor funds, the risks associated with the investment and the source of funds for payments to investors. [SEC v. Campbell and Associates, William Jones Campbell, William Russell Burns, George Charles Schneider, Lee Shaw, and Lois R. Shaw Jr., USDC, TX, Fort Worth Div., Civ. No. 4-94CV-155 A] (LR-14207)

CIVIL ACTION AGAINST GEORGE TULLY

The Commission announced the filing of a civil injunctive action in the United States District Court for the District of Maryland seeking a permanent injunction and disgorgement against George F. Tully (Tully), a former registered representative for the brokerage firm Dominick & Dominick, Inc.. The complaint alleges that Tully, in violation of Section 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder, committed fraudulent acts against customers while working in Dominick's Bethesda branch office. The fraudulent acts included effecting unauthorized securities transactions in customer accounts, forging customer signatures on brokerage agreements and checks, altering monthly statements and confirmations, and submitting fictitious address changes for customers. The complaint alleges that Tully was unjustly enriched by \$300,000 as a result of this conduct. Tully was criminally convicted in the District of Maryland for the same violations.

Tully, without admitting or denying the allegations of the complaint, consented to the entry of an order permanently enjoining him from future violations of the charged provisions and ordering disgorgement together with prejudgment interest, but waiving the same based upon demonstrated inability to pay. [SEC v. George F. Tully, United States District Court for the District of Maryland, Civ. No. MJG 94-2354] (LR-14208)

COMPLAINT AGAINST LIFE PARTNERS, INC., AND BRIAN PARDO

On August 25 the Commission filed a complaint in the United States District Court for the District of Columbia against Life Partners, Inc. (LPI) and Brian D. Pardo, chairman and president of LPI, seeking to enjoin them from offering and selling unregistered securities that consist of interests in future death benefits to be paid under life insurance policies of victims of AIDS and other terminal illnesses. The complaint also alleges violations of the broker-dealer registration and antifraud provisions of the federal securities laws. In addition to preliminary and permanent injunctive relief, the Commission seeks disgorgement, an accounting, and an asset freeze. [SEC v. Life Partners, Inc. and Brian Pardo, Civ. No. 1:94-CV01861, D.D.C.] (LR-14209)

INVESTMENT COMPANY ACT RELEASES

INVESCO TREASURER'S SERIES TRUST

A notice has been issued giving interested persons until September 19 to request a hearing on an application filed by Invesco Treasurer's Series Trust for an order under Section 6(c) of the Investment Company Act that would exempt Invesco from Rule 24f-2 under the Act. The request order would permit Invesco to pay a share registration fee due under Rule 24f-2 for its 1993 fiscal year based on net sales rather than on gross sales. (Rel. IC-20503 - August 25)

THE GABELLI EQUITY TRUST INC., ET AL.

An order has been issued on an application filed by the Gabelli Equity Trust Inc. (the "Trust"), the Gabelli Global Multimedia Trust Inc. (Multimedia), and Gabelli Funds, Inc. pursuant to Section 17(b) of the Investment Company Act for an exemption from Section 17(a) of the Act and pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder. The order permits the Trust to transfer a portion of its assets to Multimedia, a newly formed, wholly-owned subsidiary that is a registered investment company, and to distribute to the Trust's shareholders the stock of the subsidiary received in exchange for the transfer of assets. (Rel. IC-20502 - August 25)

HOLDING COMPANY ACT RELEASES

NEW ENGLAND ENERGY INCORPORATED

A supplemental order has been issued authorizing a proposal by New England Energy Incorporated (NEEI), an electric public-utility subsidiary company of New England Electric System (NEES), a registered holding company. NEEI proposes to invest up to \$5 million, through December 31, in its partnership (Partnership) with Samedan Oil Corporation, an unaffiliated company, for developing existing oil and gas prospects belonging to the Partnership. (Rel. 35-26110)

CONNECTICUT LIGHT AND POWER COMPANY

A supplemental order has been issued authorizing Connecticut Light and Power Company (CL&P) to replace the letter of credit provided by The Long-Term Credit Bank of Japan, Limited in connection with the issuance of certain pollution control bonds (Bonds) with a new credit facility provided by a substitute bank (Bank). CL&P also proposes to obtain from time to time new letters of credit from the Bank or other banks and further extensions and modifications of and replacements for new letter of credit agreements during the term of the Bonds. (Rel. 35-26111)

AEP GENERATING COMPANY

A supplemental order has been issued authorizing a proposal by AEP Generating Company (Generating), an electric public-utility subsidiary of American Electric Power Company, Inc. (AEP), a registered public-utility holding company. By order dated December 10, 1993 (HCAR No. 25943), Generating was authorized, through December 31, 1997, to declare and pay to AEP up to \$16 million in dividends out of paid-in capital. The December 1993 Order reserved jurisdiction over \$8 million of the \$16 million. Generating now requests that jurisdiction be released with respect to the \$8 million in dividends to be paid to AEP. (Rel. 35-26112)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change submitted under Rule 19b-4 by the American Stock Exchange (SR-Amex-94-15) to amend Amex Rule 205 (Manner of Executing Odd-Lot Orders). (Rel. 34-34591)

DELISTING GRANTED

An order has been issued granting the application of Facelifters Home Systems, Inc., to strike from listing and registration its Common Stock, \$.01 Par Value, on the American Stock Exchange. (Rel. 34-34598)

An order has been issued granting the application of TII Industries, Inc., to strike from listing and registration its Common Stock, \$.01 Par Value, on the American Stock Exchange. (Rel. 34-34599)

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-8 COLD METAL PRODUCTS INC, 8526 S AVE, YOUNGSTOWN, OH 44514 (216) 758-1194 - 356,250 (\$3,562,500) COMMON STOCK. (FILE 33-82818 - AUG. 18) (BR. 6)

F-6 PACIFIC CONCORD HOLDING LTD/ADR, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 - 25,000,000 (\$1,250,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-82938 - AUG. 16) (NEW ISSUE)

F-6 ISCOR LTD/ADR, 48 WALL ST, NEW YORK, NY 10286 (212) 495-1727 - 20,000,000 (\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-82966 - AUG. 17) (NEW ISSUE)

S-8 MOVIE GALLERY INC, 711 W MAIN ST, DOTHAN, AL 36301 (205) 677-2108 - 750,000 (\$11,250,000) COMMON STOCK. (FILE 33-82968 - AUG. 18) (BR. 12)

S-8 ROYALE ENERGY FUNDS INC, 7676 HAZARD CENTER DR, SUITE 1500, SAN DIEGO, CA 92108 (619) 297-8505 - 1,000,000 (\$2,562,000) COMMON STOCK. (FILE 33-82970 - AUG. 18) (BR. 3)

REGISTRATION CONT.

- S-8 AUTOIMMUNE INC, 128 SPRING STREET, LEXINGTON, MA 02173 (617) 860-0710 - 325,000 (\$2,081,250) COMMON STOCK. (FILE 33-82972 - AUG. 17) (BR. 4)
- S-8 GRAFF PAY PER VIEW INC /DE/, 536 BROADWAY, NEW YORK, NY 10012 (212) 941-1434 - 800,000 (\$5,800,000) COMMON STOCK. (FILE 33-82974 - AUG. 18) (BR. 7)
- S-8 ANCOR COMMUNICATIONS INC /MN/, 6130 BLUE CIRCLE DR, MINNETONKA, MN 55343 (612) 932-4000 - 745,100 (\$2,674,909) COMMON STOCK. (FILE 33-82976 - AUG. 18) (BR. 8)
- S-3 CROWN AMERICAN REALTY TRUST, PASQUERILLA PLAZA, JOHNSTOWN, PA 15907 (814) 536-4441 - 500,000 (\$7,031,250) COMMON STOCK. (FILE 33-82988 - AUG. 18) (BR. 5)
- S-4 NEW INDEPENDENT BANCSHARES INC, 402 EAST MAIN ST, PO BOX 10, NEW WASHINGTON, IN 47162 (812) 293-3321 - 59,673 (\$4,194,870.19) COMMON STOCK. (FILE 33-82990 - AUG. 18) (BR. 2 - NEW ISSUE)
- S-8 COLD METAL PRODUCTS INC, 8526 S AVE, YOUNGSTOWN, OH 44514 (216) 758-1194 - 160,000 (\$1,600,000) COMMON STOCK. (FILE 33-82992 - AUG. 18) (BR. 6)
- S-11 KAHLER REALTY CORP, 20 SECOND AVE SOUTHWEST, ROCHESTER, MN 55902 (507) 285-2700 - 8,065,525 (\$87,712,584.38) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES, SUTRO & CO INC. (FILE 33-82994 - AUG. 19) (BR. 11)
- S-1 KAHLER REALTY CORP, 20 SECOND AVE SOUTHWEST, ROCHESTER, MN 55902 (507) 285-2700 - 4,233,281 (\$46,036,930.88) COMMON STOCK. (FILE 33-82996 - AUG. 19) (BR. 11 - NEW ISSUE)
- N-1A ANCHOR RESOURCE & COMMODITY TRUST, 418 HILLTOP CIRCLE, GLENMOORE, PA 19343 (610) 458-9599 - INDEFINITE SHARES. UNDERWRITER: MEESCHAERT & CO. (FILE 33-82998 - AUG. 18) (BR. 17 - NEW ISSUE)
- S-8 BRADLEY PHARMACEUTICALS INC, 383 RTE 46 WEST, FAIRFIELD, NJ 07004 (201) 822-1505 - 1,500,000 (\$4,312,500) COMMON STOCK. (FILE 33-83000 - AUG. 18) (BR. 4)
- S-8 NFO RESEARCH INC, 2 PICKWICK PLAZA, STE 400, GREENWICH, CT 06830 (203) 629-8888 - 250,000 (\$3,937,500) COMMON STOCK. (FILE 33-83002 - AUG. 19) (BR. 9)
- S-8 COASTAL BANCORP INC/TX/, 8 GREENWAY PLAZA, COASTAL BANC TOWER STE 1500, HOUSTON, TX 77046 (713) 623-2600 - 241,001 (\$4,006,641.63) COMMON STOCK. (FILE 33-83004 - AUG. 19) (BR. 2)
- S-8 ALLMAX INC, 5655 PEACHTREE PKWY, NORCROSS, GA 30092 (404) 246-6600 - 200,000 (\$5,912,500) COMMON STOCK. (FILE 33-83006 - AUG. 19) (BR. 6)
- S-8 ALUMAX INC, 5655 PEACHTREE PKWY, NORCROSS, GA 30092 (404) 246-6600 - 3,000,000 (\$88,687,500) COMMON STOCK. (FILE 33-83008 - AUG. 19) (BR. 6)
- S-8 ALUMAX INC, 5655 PEACHTREE PKWY, NORCROSS, GA 30092 (404) 246-6600 - 750,000 (\$22,171,875) COMMON STOCK. (FILE 33-83010 - AUG. 19) (BR. 6)
- S-3 BADGER METER INC, P O BOX 23099, C/O CORPORATE SECRETARY, MILWAUKEE, WI 53223 (414) 355-0400 - 30,733 (\$693,413.31) COMMON STOCK. (FILE 33-83012 - AUG. 19) (BR. 8)

REGISTRATION CONT.

- S-3 TENCOR INSTRUMENTS, 2400 CHARLESTON ROAD, MOUNTAIN VIEW, CA 94043
(415) 969-6784 - 1,782,500 (\$48,127,500) COMMON STOCK. (FILE 33-83014 -
AUG. 19) (BR. 8)
- S-8 TOTAL RENAL CARE INC, 908 BROADWAY STE 300, TACOMA, WA 98402
(206) 272-1916 - 3,130,000 (\$3,130,000) COMMON STOCK. (FILE 33-83018 -
AUG. 19) (BR. 5)
- S-8 GENERAL PHYSICS CORP, 6700 ALEXANDER BELL DR, COLUMBIA, MD 21046
(410) 290-2300 - 250,000 (\$781,250) COMMON STOCK. (FILE 33-83022 -
AUG. 19) (BR. 5)
- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043
(415) 961-4400 - 4,516,179 (\$149,033,907) COMMON STOCK. (FILE 33-83030 -
AUG. 18) (BR. 9)
- S-8 SCIMED LIFE SYSTEMS INC /MN, 8200 SCIMED PLACE, MAPLE GROVE, MN 55311
(612) 494-1700 - 100,000 (\$3,500,000) COMMON STOCK. (FILE 33-83032 -
AUG. 18) (BR. 8)
- S-8 DISCUS ACQUISITION CORP, 5001 W 80TH ST STE 901, BLOOMINGTON, MN 55437
(612) 831-2326 - 690,000 (\$590,100) COMMON STOCK. (FILE 33-83034 -
AUG. 18) (BR. 12)
- S-8 XILINX INC, 2100 LOGIC DR, SAN JOSE, CA 95124 (408) 559-7778 -
1,600,000 (\$60,600,000) COMMON STOCK. (FILE 33-83036 - AUG. 18) (BR. 3)
- S-8 OAKHURST CAPITAL INC, 630 ALPHA DR, PITTSBURGH, PA 15238 (412) 963-7271
- 179,393 (\$493,330.75) COMMON STOCK. (FILE 33-83038 - AUG. 18) (BR. 1)
- S-8 OAKHURST CAPITAL INC, 630 ALPHA DR, PITTSBURGH, PA 15238 (412) 963-7271
- 450,000 (\$1,800,000) COMMON STOCK. (FILE 33-83040 - AUG. 18) (BR. 1)
- SB-2 FIRST AMERICAN BANCORP /AL/, 251 JOHNSTON ST SE, DECATUR, AL 35601
(205) 350-6111 - 330,000 (\$5,940,000) COMMON STOCK. (FILE 33-83044 -
AUG. 18) (BR. 2)
- F-6 PHARMA PATCH PLC/ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY
10286 (212) 495-1727 - 10,000,000 (\$1,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-83046 - AUG. 18)

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
ALPHA 1 BIOMEDICALS INC SCICLONE PHARMACEUTICALS INC	COM 13D	8/19/94	1,420 15.8	02091010 15.8	UPDATE
AMERICA SVC GROUP INC HAMBRO J O & PARTNERS ET AL	COM 13D	2/28/94	0 0.0	02499810 4.8	UPDATE
AMES DEPT STORES INC DICKSTEIN & CO LP ET AL	COM 13D	8/16/94	1,436 7.1	03078920 3.8	UPDATE
BANYAN STRATEGIC LAND FD II DICKSTEIN & CO LP ET AL	COM 13D	8/22/94	1,379 7.7	06699810 6.4	UPDATE
BRIO INDS INC SERIOUS INVESTMENTS LTD	COM 13D	11/30/93	801 20.7	10999310 0.0	NEW
CII FINL INC JETHIRA LTD	COM 13D	8/17/94	1,256 17.5	12599910 15.5	UPDATE
CARDINAL BANCSHARES INC GATTON CAROL M	COM 13D	8/15/94	116 8.2	14147710 5.8	UPDATE
COMPUTER LANGUAGE RESH INC DUNAWAY CAROL WINN	COM 13D	8/16/94	4,362 31.4	20519510 0.0	NEW
COMPUTER LANGUAGE RESH INC DUNAWAY JAMES R JR	COM 13D	8/16/94	4,362 31.4	20519510 0.0	NEW
COMPUTER LANGUAGE RESH INC WINN DAVID L	COM 13D	8/16/94	4,245 30.6	20519510 0.0	NEW
COMPUTER LANGUAGE RESH INC WINN FAMILY LTD	COM 13D	8/16/94	1,538 11.1	20519510 0.0	NEW
COMPUTER LANGUAGE RESH INC WINN STEPHEN T	COM 13D	8/16/94	4,235 30.5	20519510 0.0	NEW
ENVIRODYNE INDS INC GLAZER MALCOLM I ET AL	COM 13D	8/16/94	3,320 24.6	29403720 12.9	UPDATE
FORUM RETIREMENT PRTRNS L P FORUM GROUP INC	PFD DEPOSITARY 13D	8/23/94	8,637 56.5	34985110 42.2	UPDATE
HARVARD INTL TECHNOLOGIES KAISER EDGAR F JR	COM 13D	6/28/94	2,659 62.4	41799410 24.5	UPDATE
KIRSCHNER MED CORP BIOMEY INC	COM 13D	8/12/94	685 19.8	49766010 0.0	NEW
MEGAFOODS STORES INC SMITH GARY M ET AL	COM 13D	8/16/94	839 9.8	58495110 0.0	NEW
NAM TAI ELECTRONICS INC TELE-ART INC	COM PAR \$0.02 13D	8/ 5/94	581 8.9	62986520 9.6	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
QUADREX CORP BEA ASSOCIATES INC	COM 13D	2/18/94	6,847 55.1	74730910 14.2	UPDATE
REPUBLIC SEC FINL CORP SC FUNDAMENTAL INC ET AL	COM 13D	8/19/94	224 5.8	76075810 7.3	UPDATE
SCANDINAVIA INC VIK ERIK MARTIN ET AL	COM 13D	7/25/94	3,766 64.9	80590010 0.0	NEW
STERLING SUGARS INC PATOUT M A & SON LTD	COM 13D	8/15/94	664 27.1	85960410 25.9	UPDATE
TRANSWORLD HOME HEALTHCARE PARIBAS PRINCIPAL ETAL	COM 13D	8/ 5/94	425 10.1	89408110 0.0	NEW
WAVEMAT INC SCHUSTER MONIS	COM 13D	8/ 9/94	4,900 69.9	94356110 14.5	UPDATE
WAVEMAT INC VENTURE FUNDING LTD	COM 13D	8/ 9/94	4,866 69.8	94356110 14.2	UPDATE

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			
ACME HOLDINGS INC	DE					X					08/16/94	
ACTAYA GROUP INC	DE	X	X	X							08/12/94	
ALAMCO INC	DE	X					X				08/01/94	
ALEXANDER ENERGY CORP	OK	X									07/19/94	AMEND
ALPHA 1 BIOMEDICALS INC /DE/	DE			X	X						08/19/94	
ALPINE INTERNATIONAL CORP	CA	X									06/15/94	AMEND
AMDURA CORP	DE			X	X						08/23/94	
AMERICAN CONSOLIDATED GROWTH CORP	DE	X									08/09/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
AMERICAN EXPLORATION CO	DE	X					X			08/10/94	
AMERICAN OILFIELD DIVERS INC	LA			X	X					08/18/94	
AMERHEALTH INC	DE			X	X					08/17/94	
AMES DEPARTMENT STORES INC	DE			X						08/25/94	
ANSERV HEALTHCARE INC	DE						X			06/10/94AMEND	
ARMSTRONG WORLD INDUSTRIES INC	PA			X						08/16/94	
AUDIOTRONICS CORP	DE		X				X			08/19/94	
AVONDALE FINANCIAL CORP	DE			X	X					08/16/94	
BANK OF AMERICA N A SEC PA CREDIT CARD T				X						08/15/94	
BEDFORD BANCSHARES INC	VA			X	X					08/19/94	
BEDFORD PROPERTY INVESTORS INC/MD	MD	X								08/10/94	
BERG ELECTRONICS HOLDINGS CORP	DE						X			05/23/94AMEND	
BIOSOURCE INTERNATIONAL INC	DE			X			X			08/15/94	
BLOCKBUSTER ENTERTAINMENT CORP	DE				X		X			08/23/94	
BONNEVILLE PACIFIC CORP	DE		X							08/15/94	
BSD BANCORP INC	DE				X					08/23/94	
CAESARS WORLD INC	FL				X					08/25/94	
CAPITOL BANCORP LTD	MI			X						08/19/94	
CARDINAL BANCSHARES INC	KY				X					08/12/94	
CATERPILLAR FINANCIAL ASSET TRUST 1994 A	DE						X			07/25/94	
CCB FINANCIAL CORP	NC				X		X			08/17/94	
CEL COMMUNICATIONS INC	NY								NO ITEMS	08/18/94	
CENTURION MINES CORP	UT				X	X				08/10/94	
CFI PROSERVICES INC	OR				X	X				08/15/94	
CHESTER HOLDINGS LTD	CO				X	X				12/13/93	
CHROMATICS COLOR SCIENCES INTERNATIONAL	NY				X	X				08/12/94	
CISCO SYSTEMS INC	CA		X				X			08/08/94	
CITIBANK SOUTH DAKOTA N A STAN CRED CARD	DE				X					08/15/94	
CITIBANK SOUTH DAKOTA N A STAN CRED CARD					X					08/15/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE				X					08/15/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE				X					08/15/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE				X					08/15/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE				X					08/15/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE				X					08/15/94	
CLARK R&M HOLDINGS INC	DE				X	X				08/18/94	
CLAYTON HOMES INC	TN				X	X				08/15/94	
COASTAL HEALTHCARE GROUP INC	DE						X			06/10/94AMEND	
COASTAL HEALTHCARE GROUP INC	DE				X	X				08/08/94	
COMMAND SECURITY CORP	NY				X					08/22/94	
COMMERCIAL MORTGAGE RESOURCES CORP	DE				X					08/18/94	
COMMONWEALTH EQUITY TRUST	CA			X			X			08/08/94	
CONCORD HEALTH GROUP INC	DE		X	X		X	X			08/16/94	
CRAY COMPUTER CORP	DE				X	X				08/17/94	
CREE RESEARCH INC /NC/	NC		X			X				08/05/94	
CUMBS INC 1994-18 MORTGAGE PASS THROUGH					X	X				07/01/94	
DATRON SYSTEMS INC/DE	DE		X			X				08/11/94	
DDL ELECTRONICS INC	DE				X					08/18/94	
DIALOGIC CORP	NJ						X			06/06/94AMEND	
DICKINSON HOLDING CORP	DE				X		X			08/15/94	
DISCOVER CARD MASTER TRUST I SERIES 1993	DE								NO ITEMS	08/15/94	
DISCOVER CARD MASTER TRUST I SERIES 1993	DE				X	X				08/15/94	
DISCOVER CARD MASTER TRUST I SERIES 1993	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1991 A	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1991 B	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1991 C	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1991 D	DE				X	X				08/15/94	

BK REPORTS CONT.

NAME OF ISSUER	STATE CODE	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
DISCOVER CARD TRUST 1991 E	DE				X	X				07/15/94	
DISCOVER CARD TRUST 1991 F	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1992 A	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1992-B	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1993-A	DE				X	X				08/15/94	
DISCOVER CARD TRUST 1993-B	DE				X	X				08/15/94	
DLJ MORT ACCEP CORP MULTIFAMILY MOR PA T			X			X				06/29/94	
DR STRUCT FIN COR DR SECURIT LEA TR PA T	DE					X				08/19/94	
DR STRUCT FIN COR DR SECURIT LEA TR PA T	DE					X				08/19/94	
DUQUESNE LIGHT CO	PA					X				08/16/94	
EFTK CORP	NV	X	X			X	X			07/25/94	
ELLISON RAY MORT ACCEPT CORP GNMA COLLAT			X							07/28/94	
ELLISON RAY MORT ACCEPT CORP GNMA COLLAT			X							07/28/94	
EMMIS BROADCASTING CORPORATION	IN						X			06/09/94	AMEND
ENVIRO GREEN TECH INC	NY	X		X	X					08/10/94	
ENVIRONMENTAL RECOVERY SYSTEMS INC	FL	X		X	X					05/12/94	AMEND
EXCEL CREDIT CORP COMMERCIAL PASS THRO C	DE				X	X				06/01/94	
EXCEL CREDIT CORP COMMERCIAL PASS THRO C	DE				X	X				07/01/94	
EXCEL CREDIT CORP COMMERCIAL PASS THRO C	DE				X	X				08/01/94	
FINET HOLDINGS CORP	DE	X				X				08/19/94	
FIRST DATA CORPORATION	DE					X				08/16/94	
GEODYNAMICS CORP	CA	X				X				06/09/94	
GLACIER BANCORP INC	DE				X	X				08/17/94	
GOLDEN PHARMACEUTICALS INC	CO				X	X				08/01/94	
HART INDUSTRIES INC	UT			X		X				08/12/94	
HCM PENSION REAL ESTATE FUND LTD PARTNER	MA	X				X				08/08/94	
HILLS STORES CO /NEV/	DE				X	X				08/16/94	
HILLSIDE BEDDING INC	DE	X	X			X				06/23/94	AMEND
HOLIDAY RV SUPERSTORES INC	FL				X					08/22/94	
HOUSEHOLD CREDIT CARD TRUST 1992-1	DE						X			08/17/94	
INFORMATION MANAGEMENT TECHNOLOGIES CORP	DE				X					08/02/94	
INSCI CORP	DE				X					08/02/94	AMEND
INSIGNIA FINANCIAL GROUP INC	DE				X	X				08/19/94	
INTEGON CORP /DE/	DE	X				X				08/12/94	
INVESTORS BANK CORP	DE				X					08/21/94	
KEENE CORP /DE/	DE				X	X				08/15/94	
KEY ENERGY GROUP INC	MD			X		X				08/22/94	
KRISCH AMERICAN INNS INC	VA		X	X						08/18/94	
LEHMAN HOME EQUITY LOAN TRUST 1994-1					X	X				07/21/94	
MARCORP INC	DE				X	X				07/27/94	
MBNA CORP	MD				X					08/18/94	
MEDICALCONTROL INC	DE	X				X				08/15/94	
MEGAFOODS STORES INC	NV		X			X				08/17/94	
MERRIMAC INDUSTRIES INC	NY			X		X				02/02/94	
MILLER BUILDING SYSTEMS INC	DE				X	X				07/05/94	
MILLIPORE CORP	MA	X								08/18/94	
NOBLEY ENVIRONMENTAL SERVICES INC	DE				X					08/19/94	
NONMOUTH CAPITAL CORP							X			03/31/94	AMEND
NATIONAL RV HOLDINGS INC	DE				X	X				08/18/94	
NOMURA ASSET SECURITIES CORP							X			08/22/94	
NOVUS HOME EQUITY LINE OF CREDIT TRUST 1	IL				X	X				08/15/94	
OLD AMERICA STORES INC	DE				X					08/17/94	
OLYMPIC FINANCIAL LTD OLYMPIC AUTO RECEI	DE				X	X				08/15/94	
ORANGE & ROCKLAND UTILITIES INC	NY					X				08/22/94	