

sec news digest

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Issue 91-129

July 5, 1991

JUL 10 1991

U.S. SECURITIES
ADMINISTRATIVE PROCEEDINGS EXCHANGE COMMISSION

PROCEEDINGS INSTITUTED AGAINST RONALD WHEELER, SR. AND RONALD WHEELER, JR.

The Commission announced the institution of administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Ronald D. Wheeler, Sr. and Ronald D. Wheeler, Jr., former President and former trader, respectively, at Stoneridge Securities, Inc. (Stoneridge), from 1983 until it ceased operations in February 1988. Stoneridge was headquartered in Las Vegas, Nevada. The Wheelers are charged with defrauding the public through the offer and sale of two blind pool offerings. They are charged with willful violations of the antifraud provisions of the securities laws and rules thereunder. On September 18, 1989, the U.S. District Court for Nevada entered orders of permanent injunction by consent against Wheeler, Sr. and Wheeler, Jr. for the same conduct [SEC v. Stoneridge Securities, et al., Civ. No. CV-S-89-096-PMP].

A hearing will be scheduled to determine whether the allegations are true and, if so, what sanctions are appropriate. (Rel. 34-29373)

PROCEEDINGS INSTITUTED AGAINST NORMAN VANCE

The Commission announced the institution of administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Norman L. Vance (Vance), who was a registered representative with Stoneridge Securities, Inc. (Stoneridge), headquartered in Las Vegas, Nevada, from July 1985 to October 1986. Vance is charged with willfully aiding and abetting violations of Section 17(a) of the Exchange Act and Rule 17a-3 thereunder. On July 31, 1989, the U.S. District Court for the District of Nevada entered an order of permanent injunction by consent against Vance for the same conduct [SEC v. Stoneridge Securities, Inc., et al., Civ. No. CV-S-89-096-PMP]. Vance pled guilty in the same District Court to two different two-count informations charging him with violating Section 10(b) of the Exchange Act and Rule 10b-5 thereunder and conspiracy to launder money [Criminal Action No. CR-S-89-275-LDG].

A hearing will be scheduled to determine whether the allegations are true and if so, what sanctions are appropriate. (Rel. 34-29374)

BRENDA KROSS SANCTIONED

The Commission announced the institution of administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Brenda Kross (Kross), a former financial principal of Stoneridge Securities, Inc. (Stoneridge), a Las Vegas broker-dealer.

The Commission accepted Kross' offer of settlement in which she consented, without admitting or denying the findings, to the entry of an Order by the Commission and the imposition of a bar from the securities industry with the right to reapply in a non-supervisory, non-proprietary capacity after 4 years. The Commission's Order made findings that Kross falsified financial statements and FOCUS reports of Stoneridge to give the appearance of compliance with the Commission's net capital rule. The Commission found that Kross aided and abetted violations of the net capital rules. On March 1, 1990, the U.S. District Court for Nevada entered an order of permanent injunction by consent against Kross for the same conduct [SEC v. Stoneridge Securities, et al., Civ. No. CV-S-89-096-PMP]. (Rel. 34-29375)

RANDY GLEICH PERMANENTLY BARRED

The Commission announced the institution of administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against Randy Gleich (Gleich), a former sales manager of Stoneridge Securities, Inc. (Stoneridge), a Las Vegas broker-dealer. The Commission accepted Gleich's offer of settlement in which he consented, without admitting or denying the findings, to the entry of an Order by the Commission and the imposition of a permanent bar from any association with the securities industry. The Commission's Order made findings that, from May 1987 until Stoneridge ceased operations in February 1988, Gleich was involved in a scheme to defraud the public through the offer and sale of two blind pool offerings. The Commission found that this activity violated Sections 5(b) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. Gleich also willfully aided and abetted violations of Section 15(c) of the Exchange Act and Rule 15c1-2 thereunder. On February 17, 1989, the U.S. District Court for Nevada entered an order of permanent injunction by consent against Gleich for the same violations [SEC v. Stoneridge Securities, et al., Civ. No. CV-S-89-096-PMP]. (Rel. 34-29376)

PROCEEDINGS AGAINST KENNETH MICK

The Commission announced today that it instituted public administrative proceedings pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 (Exchange Act) against Kenneth L. Mick, formerly a registered representative with a Wichita, Kansas broker-dealer registered with the Commission. The proceedings were instituted to determine what action, if any, is necessary in light of the entry of a Final Judgment of Permanent Injunction against Mick by default by the U.S. District Court for Kansas enjoining Mick from future violations of Sections 10(b) and 14(e) of the Exchange Act and Rules 10b-5 and 14e-3 thereunder [SEC v. Peters, et al., Civ. No. 88-1720-K, October 31, 1989]. The Commission's complaint alleged that in 1984 Mick participated in an insider trading scheme with respect to the securities of Energy Reserves Group, Inc. (Rel. 34-29377)

CIVIL PROCEEDINGS

COMPLAINT AGAINST DENNIS EASTER AND OTHERS

The Atlanta Regional Office and the Miami Branch Office announced the filing of a complaint in the U.S. District Court for the Southern District of Florida against Dennis J. Easter (Easter) of Atlanta, Georgia, and Gary Kramer (Kramer) and James Weber (Weber) of Boca Raton, Florida. The defendants were principals of Easter Kramer Group Securities, Inc. (EKG), a broker-dealer which ceased operations in June 1990.

The complaint seeks to enjoin Easter, Kramer and Weber from violating and/or aiding and abetting violations of the anti-fraud, broker-dealer net capital, books and records, periodic reporting and credit provisions of the federal securities laws.

The complaint alleges that in July 1987, Easter and Kramer effected unauthorized transactions and misappropriated approximately \$200,000 from a customer's account. The complaint also alleges that between October 1988 and June 1989 the defendants caused EKG to operate while failing to maintain the required net capital. The complaint further alleges that the defendants concealed these violations by "parking" EKG's penny stock inventory in controlled accounts, by falsifying EKG's books and records and by filing false FOCUS reports. In addition, the complaint alleges that the defendants improperly caused credit to be extended to EKG's customers. [SEC v. Dennis J. Easter, Gary Kramer and James Weber, Case No. 91-8335-CIV-RYSKAMP] (LR-12897)

INVESTMENT COMPANY ACT RELEASES

FAMILY LIFE INSURANCE COMPANY

An order has been issued concerning Family Life Insurance Company, Merrill Lynch Variable Annuity Account, Merrill Lynch Life Insurance Company, Merrill Lynch Life Variable Annuity Separate Account, Tandem Insurance Group, Inc., Tandem Variable Annuity Separate Account, Royal Tandem Life Insurance Company, Royal Tandem Variable Annuity Separate Account and Merrill Lynch, Pierce, Fenner & Smith Incorporated. The order grants an exemption from the provisions of Section 17(a) of the Investment Company Act (Act) pursuant to Section 17(b) of the Act to permit certain affiliated transactions in connection with certain assumption reinsurance transactions. Also, pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder, the order grants the necessary approvals for any joint arrangement associated with such reinsurance transactions. Finally, pursuant to Section 11(a) of the Act, the order approves the terms of any offers of exchange involved in such reinsurance transactions. (Rel. IC-18217 - July 2)

NATIONAL CASH RESERVES

An order has been issued on an application filed by National Cash Reserves, Inc. under Section 8(f) of the Investment Company Act declaring that it has ceased to be an investment company. (Rel. IC-18218 - July 2)

FIRST SUNAMERICA LIFE INSURANCE COMPANY

An order has been issued pursuant to Section 6(c) of the Investment Company Act concerning First SunAmerica Life Insurance Company, Variable Annuity Account One (Separate Account) and Royal Alliance Associates, Inc. The order exempts these entities from the provisions of Sections 26(a) and 27(c)(2) of the Act to the extent necessary to permit the deduction of mortality and expense risk charges from the assets of the Separate Account under certain flexible payment deferred variable annuity contracts. (Rel. IC-18219 - July 2)

IDS LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until July 29 to request a hearing on an application filed by IDS Life Insurance Company and IDS Life Account SLB (Variable Account) for an order pursuant to Section 6(c) of the Investment Company Act. The order would grant exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of mortality and expense risk charges from the assets of the Variable Account under certain combination fixed and variable annuity contracts. (Rel. IC-18221 - July 3)

CARNEGIE-CAPPIELLO TRUST

A conditional order has been issued on an application filed by Carnegie-Cappiello Trust, et al. (Applicants) under Section 6(c) of the Investment Company Act. The conditional order exempts the Applicants from the provisions of Sections 2(a)(32), 2(a)(35), 22(c) and 22(d) of the Act and Rule 22c-1 thereunder to the extent necessary to permit the Applicants to impose and, under certain circumstances, waive a contingent deferred sales charge on certain redemptions of their shares. (Rel. IC-18222 - July 3)

THE TOKIO MARINE AND FIRE INSURANCE COMPANY

An order has been issued under Section 6(c) of the Investment Company Act on an application filed by The Tokio Marine and Fire Insurance Company, Limited, conditionally exempting it from all provisions of the Act in connection with the future offer and sale of its securities in the United States. (Rel. IC-18223; International Series Rel. No. 296 - July 3)

HOLDING COMPANY ACT RELEASES

GEORGIA POWER COMPANY

A supplemental order has been issued regarding a proposal by Georgia Power Company, an electric public-utility subsidiary company of The Southern Company, a registered holding company. Georgia Power Company proposes to sell its Plant Robert W. Scherer (Plant Scherer) Unit No. 4, a coal-fired generating unit in Monroe County, Georgia and corresponding ownership interests in certain common facilities related to Plant Scherer. The supplemental order corrects the prior order of the Commission, dated July 1, 1991 (HCAR No. 25340) by amending a chart contained therein to reflect more accurately the actual components of the sale. (Rel. 35-25340)

GEORGIA POWER COMPANY

An order has been issued authorizing Georgia Power Company (Georgia), a subsidiary of The Southern Company, a registered holding company, to finance facilities at the Plant Bowen Project and the Plant Branch Project. Georgia has been granted authority to enter transactions in connection with the issuance and sale of approximately \$51.3 million aggregate principal amount of pollution control revenue bonds. The Commission has reserved jurisdiction over the issuance of up to \$698.655 million of additional principal amounts of revenue bonds. (Rel. 35-25342)

ENERGY INITIATIVES

A supplemental notice has been issued giving interested persons until July 29 to request a hearing on a proposal by Energy Initiatives, Inc., Camchino Energy Corporation (Camchino), OLS Power Limited Partnership (OLS), OLS Energy-Chino (Chino) and OLS Energy-Camarillo (Camarillo) (collectively, Applicants). Each of the Applicants is an indirect subsidiary of General Public Utilities Corporation, a registered holding company. The Commission first issued a notice on November 30, 1990 (HCAR No. 25198) of Applicants' proposal to provide capital contributions and loans and to restructure certain financing agreements. The Applicants have now further amended their proposal to request authorization for Camchino to make a loan to OLS in the principal amount of \$300,000 to fund the subordinated loans by OLS of up to \$150,000 to Chino and Camarillo, or an aggregate principal amount of \$300,000. (Rel. 35-25343)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration Corcap, Inc., Common Stock, Par Value \$.01. (Rel. 34-29398)

SELF-REGULATORY ORGANIZATIONS

TEMPORARY ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The National Securities Clearing Corporation (NSCC), the Midwest Clearing Corporation (MCC), and the Stock Clearing Corporation of Philadelphia (SCCP) each filed proposed rule changes (SR-NSCC-91-06, SR-MCC-91-03, and SR-SCCP-91-03) under Section 19(b) of the Securities Exchange Act. The proposed rule changes would permit NSCC, MCC and SCCP to guarantee at an earlier time settlement of member trades in their respective Continuous Net Settlement (CNS) systems. The rule changes would also permit NSCC, MCC and SCCP to revise the CNS portion of their respective clearing fund formulas to protect against increased risk associated with such earlier guarantees. The proposals have been approved temporarily on an accelerated basis through June 30, 1992. Publication of the proposals was expected in the Federal Register during the week of July 1. (Rel. 34-29388)

The National Securities Clearing Corporation (NSCC) filed a proposed rule change (SR-NSCC-91-04) under Section 19(b) to modify the amount of an NSCC member's clearing fund deposit that may be collateralized by letters of credit. The proposal is approved on a temporary basis through June 30, 1992. Publication of the proposal was expected in the Federal Register during the week of July 1. (Rel. 34-29389)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission approved on an accelerated basis a proposed rule change filed by the New York Stock Exchange (SR-NYSE-91-22) to extend for an additional three months, until September 30, 1991, the one year pilot program relating to procedures for handling and executing market-on-close orders. (Rel. 34-29393)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by the Philadelphia Stock Exchange (SR-PHLX-91-22) to amend Phlx Rules 227 and 229 in order to provide odd-lot limit orders with the guarantee of an execution when a sale occurs in the primary market at the limit price. (Rel. 34-29394)

The Commission approved a proposed rule change filed by the Options Clearing Corporation (SR-OCC-91-02) to amend a clearinghouse agreement and a corresponding letter agreement, both dated August 20, 1987, between OCC and ACHA Associate Clearing House Amsterdam B.V. (ACHA). The amendment will increase ACHA's capital requirements and provide OCC with additional early-warning mechanisms concerning ACHA's capital. (Rel. 34-29396)

The Commission has approved a proposed rule change filed by the Options Clearing Corporation (SR-OCC-90-03) under Rule 19b-4 to amend OCC's rules concerning the acceptance of late option exercise notices. Publication of the proposal was expected in the Federal Register during the week of July 1. (Rel. 34-29390)

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-1 OXFORD HEALTH PLANS INC, 320 POST RD, DARIEN, CT 06820 (203) 656-1442 - 500,000 (\$7,500,000) COMMON STOCK. 2,375,000 (\$35,625,000) COMMON STOCK. (FILE 33-40539 - JUN. 25) (BR. 9 - NEW ISSUE)

S-1 SHELBY COUNTY BANCORP, 29 EAST WASHINGTON ST, SHELBYVILLE, IN 46176 (317) 398-9721 - 143,750 (\$1,437,500) COMMON STOCK. UNDERWRITER: RAFFENSPERGER HUGHES & CO INC. (FILE 33-40540 - JUN. 25) (BR. 2 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-1 COMMUNITY FIRST BANKSHARES INC, 16 NORTH BROADWAY STE 304, FARGO, ND 58102 (701) 235-1600 - 150,000 (\$1,800,000) COMMON STOCK. 1,805,000 (\$21,660,000) COMMON STOCK. UNDERWRITER: KEEFE BRUYETTE & WOODS INC, PIPER JAFFRAY & HOPWOOD. (FILE 33-41246 - JUN. 25) (BR. 1 - NEW ISSUE)

- S-1 MEDICUS SYSTEMS CORP /DE/, ONE ROTARY CENTER, EVANSTON, IL 60201 (708) 570-7500 - 335,000 (\$3,015,000) COMMON STOCK. 700,000 (\$6,300,000) COMMON STOCK. (FILE 33-41253 - JUN. 26) (BR. 10 - NEW ISSUE)

- S-3 THERMO ELECTRON CORP, 101 FIRST AVE, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 - 2,812,754 (\$108,122,263.76) COMMON STOCK. (FILE 33-41256 - JUN. 27) (BR. 7)

- S-11 CHASE MORTGAGE FINANCE CORP, ONE CHASE MANHATTAN PLZ, C/O A HARDY EUBANKS III, NEW YORK, NY 10081 (212) 552-1358 - 750,000,000 (\$750,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-41257 - JUN. 27) (BR. 11)

- S-3 MESA AIRLINES INC, 2325 EAST 30TH STREET, FARMINGTON, NM 87401 (505) 327-0271 - 86,500 (\$778,500) COMMON STOCK. (FILE 33-41258 - JUN. 26) (BR. 3)

- S-8 XTRA CORP /DE/, 60 STATE ST, C/O X L CO INC, BOSTON, MA 02109 (617) 367-5000 - 25,000 (\$544,500) COMMON STOCK. 15,000 (\$345,000) COMMON STOCK. (FILE 33-41360 - JUN. 26) (BR. 4)

- S-1 TRICARE INC, 17101 ARMSTRONG AVE STE 200, IRVINE, CA 92714 (714) 250-4092 - 1,150,000 (\$13,512,500) COMMON STOCK. (FILE 33-41361 - JUN. 26) (BR. 6)

- S-11 RANCON DEVELOPMENT FUND VI L P, 27720 JEFFERSON AVE, RANCHO, CA 92390 (714) 676-3660 - 30,559 (\$30,559,500) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-41362 - JUN. 26) (BR. 6)

- S-3 PFIZER INC, 235 E 42ND ST, NEW YORK, NY 10017 (212) 573-2323 - 750,000,000 (\$750,000,000) STRAIGHT BONDS. (FILE 33-41367 - JUN. 26) (BR. 13)

- S-3 WISCONSIN NATURAL GAS CO, 231 W MICHIGAN ST, PO BOX 2046, MILWAUKEE, WI 53201 (414) 277-2345 - 30,000,000 (\$30,000,000) MORTGAGE BONDS. (FILE 33-41368 - JUN. 27) (BR. 13)

- S-3 WISCONSIN ELECTRIC POWER CO, 231 W MICHIGAN ST, PO BOX 2046, MILWAUKEE, WI 53201 (414) 221-2345 - 180,000,000 (\$180,000,000) MORTGAGE BONDS. (FILE 33-41369 - JUN. 27) (BR. 13)

- S-1 GREAT LAKES ACQUISITIONS INC, 2148 EVANS RD, FLOSSMOOR, IL 60422 (708) 798-9405 - 1,165,000 (\$11,650) COMMON STOCK. (FILE 33-41394 - JUN. 25) (BR. 14 - NEW ISSUE)

- S-1 SEAHAWK DEEP OCEAN TECHNOLOGY INC, 5102 S WESTSHORE BLVD, TAMPA, FL 33611 (813) 832-4040 - 30,000,000 (\$5,156,250) COMMON STOCK. (FILE 33-41411 - JUN. 26) (BR. 4)

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
AG-BAG INTL LTD	COM		790	00107710	
GRO VEST ET AL	13D	6/16/91	9.9	9.8	UPDATE
AES CORP	COM		2,708	00699610	
SHEA J F CO INC	13D	6/26/91	6.5	0.0	NEW
AMPAL AMERN ISRAEL CORP	CL A		10,490	03201510	
BANK HAPOALIM BM	13D	6/28/91	71.3	48.3	UPDATE
B & H BULK CARRIERS LTD	COM		2,217	05508910	
HUDNER MICHAEL S ET AL	13D	6/27/91	56.0	7.5	UPDATE
BALTEK CORP	COM		337	05882210	
KOHN BERNARD TR 5/25/91	13D	7/ 1/91	12.1	12.1	UPDATE
CHOCK FULL O NUTS CORP	COM		127	17026810	
DUKE DENNIS R	13D	6/21/91	1.5	0.0	NEW
CHOCK FULL O NUTS CORP	COM		1,659	17026810	
PORDY LEON	13D	6/21/91	19.6	4.9	UPDATE
CHOCK FULL O NUTS CORP	COM		631	17026810	
SCHULMAN STEVEN	13D	6/21/91	7.5	0.0	NEW
COGNEX CORP	COM		358	19242210	
FIDELITY INTL LTD	13D	6/27/91	8.8	10.0	UPDATE
COGNEX CORP	COM		358	19242210	
FIDELITY INTL LTD	13D	6/27/91	8.8	10.0	UPDATE
COGNEX CORP	COM		358	19242210	
FMR CORP	13D	6/26/91	8.8	10.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
COGNEX CORP	COM		358	19242210	
FMR CORP	130	6/26/91	8.8	10.0	UPDATE
DIAMOND SHAMROCK OFFSHORE PA DEP RCPT			64,164	25274410	
MAXUS EXPLORATION CO ET AL	130	7/ 1/91	94.0	85.8	UPDATE
ENDOTRONICS INC	COM NEW		789	29264420	
SCHUSTER SARAH J	130	6/ 6/91	4.3	5.8	RVISION
ENTOURAGE INTL INC	COM		669	29382210	
SHRIVER DONALD L ET AL	130	6/19/91	21.2	8.1	UPDATE
EXPLORATION OF LOUISIANA	COM		4,507	30213410	
SCOTTISH AMICABLE INVMT MGRS	130	4/24/91	5.1	0.0	NEW
FIRST CHICAGO CORP	COM		5,827	31945510	
FIDELITY INTL LTD	130	6/ 3/91	8.7	9.8	UPDATE
FIRST CHICAGO CORP	COM		5,827	31945510	
FMR CORP	130	6/20/91	8.7	9.8	UPDATE
FIRST KNOX BANC CORP	COM		77	32065610	
RAMSER RUSSELL E JR	130	6/19/91	5.2	5.2	UPDATE
GREAT AMER COMMUNICATIONS	COM		25,847	38990610	
AMERICAN FINANCIAL CORP ET AL	130	6/28/91	51.2	49.3	UPDATE
KV PHARMACEUTICAL B	COM		2,105	48274010	
HERMELIN MARC S ET AL	130	7/ 1/91	43.5	0.0	NEW
KNOWLEDGEWARE INC	COM		1,174	49924510	
FIDELITY INTL LTD	130	6/25/91	10.5	9.1	UPDATE
KNOWLEDGEWARE INC	COM		1,174	49924510	
FMR CORP	130	6/26/91	10.5	9.1	UPDATE
KUSTOM ELECTRS INC	COM		159	50134110	
TRANS CANADA GLASS ET AL	130	6/27/91	8.4	74.4	UPDATE
LTX CORP	COM		1,270	50239210	
STATE OF WISCONSIN INVEST BD	130	6/14/91	8.0	6.8	UPDATE
LAFARGE CORP	COM		34,067	50586210	
LAFARGE COPPEE SA	130	6/27/91	66.4	66.0	UPDATE
MARCOR RESORTS INC	COM		5,536	56632020	
MARNELL ANTHONY A II ET AL	130	5/22/91	47.9	48.6	UPDATE
MEMBERS SVC CORP	COM NEW		1,200	58589840	
A Z PROFESSIONAL CONSULTANTS	130	6/22/91	18.0	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
MEMBERS SVC CORP	COM NEW		2,000	58589840	
ASSOCIATED TRADES INC	13D	6/18/91	22.7	0.0	NEW
METCALF & EDDY COS INC	COM		907	59142110	
STATE OF WISCONSIN INVEST BD	13D	6/20/91	6.2	5.0	UPDATE
MICRODYNE CORP	COM		9,250	59506710	
CUNNINGHAM PHILIP T	13D	6/21/91	68.6	0.0	NEW
NEW PLAN RLTY TR	COM		5,193	64805910	
BELEGGINGSMAATSCHAPPIJ MIDAS	13D	6/20/91	12.0	11.3	UPDATE
NEWPORT CARPET MILLS INC	COM		3,194	65181310	
ARIOLA WAYNE P	13D	6/24/91	34.4	0.0	NEW
NEWPORT CARPET MILLS INC	COM		1,938	65181310	
HOLLISTER ROBERT H	13D	6/24/91	20.8	0.0	NEW
NEWPORT CARPET MILLS INC	COM		2,128	65181310	
TENEN MEL	13D	6/24/91	22.9	0.0	NEW
NOVELLUS SYSTEMS INC	COM		1,072	67000810	
TIGER ET AL	13D	6/21/91	8.0	6.4	UPDATE
OAKWOOD HOMES CORP	COM		823	67409810	
FIDELITY INTL LTD	13D	6/17/91	9.9	10.9	UPDATE
OAKWOOD HOMES CORP	COM		823	67409810	
FMR CORP	13D	6/25/91	9.9	10.9	UPDATE
ORIGINAL SIXTEEN TO ONE NINE	COM		588	68620310	
HULL M BLAIR	13D	6/12/91	20.9	0.0	NEW
PDA ENGINEERING	COM		474	69326810	
FIDELITY INTL LTD	13D	6/20/91	11.6	0.0	NEW
PDA ENGINEERING R	COM		474	69326810	
FMR CORP	13D	5/28/91	11.6	10.2	UPDATE
SENIOR SVC CORP	COM		890	81690410	
FRANKLIN CAPITAL ASSOC	13D	2/ 5/91	7.6	0.0	NEW
SOUTHMARK CORP	COM		0	84454480	
NACO FINANCE CORP ET AL	13D	6/20/91	0.0	N/A	UPDATE
SOUTHMARK CORP	PFD		0	84454488	
NACO FINANCE CORP ET AL	13D	6/20/91	0.0	N/A	UPDATE
STOKELY USA INC	COM		494	86150210	
STATE OF WISCONSIN INVEST BD	13D	6/14/91	6.0	5.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
TECH DATA CORP	COM		N/A	87823710	
STATE OF WISCONSIN INVEST	BD	13D	6/20/91	N/A	5.9 UPDATE
TESORO PETE CORP	COM		443	88160910	
STONE JAMES H		13D	6/28/91	3.1	7.2 UPDATE
THOUSAND TRAILS INC	COM		16,528	88550010	
NACO FINANCE CORP ET AL		13D	6/20/91	68.8	0.0 NEW
TURNER BROADCASTING SYS INC	CL B		30,677	90026250	
TELE-COMMUNICATIONS INC		13D	6/28/91	36.8	36.7 UPDATE
TURNER BROADCASTING SYS INC	CL B		22,713	90026250	
UNITED ARTISTS ENTERTAINMENT		13D	6/28/91	27.2	27.2 UPDATE
UNITED CAP CORP	COM		0	90991210	
BMG EQUITIES CORP		13D	6/28/91	0.0	94.7 UPDATE
UNITED CAP CORP	COM		3,558	90991210	
PETROCELLI A F		13D	6/28/91	49.7	0.0 NEW
VITRO DIAGNOSTICS INC	COM		600	92850110	
FIELDS LLOYD L		13D	6/21/91	20.6	100.0 UPDATE
WSMP INC	COM		146	92933010	
KELSO MANAGEMENT CO ET AL		13D	5/24/91	7.0	6.7 UPDATE
WESTERN STAR BUS SYS	COM		650	95959910	
ALLEN & CO INC ET AL		13D	6/25/91	27.3	30.7 UPDATE

SEC PUBLIC INFORMATION NUMBERS

Members of the public seeking information and/or material from the Commission continue to complain of being incorrectly referred to the wrong telephone number by Commission staff. The following information is furnished to assist you in directly calling the appropriate office:

Consumer Affairs (202-272-7440): Investor inquiries and complaint processing information.

Freedom of Information Branch (202-272-7420): Requests concerning FOIA, Privacy Act, Sunshine Act, confidential treatment matters, etc.

Personnel Locator (202-272-2550): Requests for names and phone numbers of Commission personnel.

Public Affairs (202-272-2650): Information about matters in the SEC News Digest, the Commission's operations, and calls from the press not directed to particular individuals, and other related matters.

Public Reference (202-272-7450): Requests for information on whether or not a document has been filed, etc.

Publications Unit (202-272-7460/7461): Requests for forms, studies, directories, etc.

Office of the Secretary (202-272-2600): Requests for information on the Commission calendar.

SEC Information Line (202-272-3100/5624): General information about SEC operations and activities through a series of recorded messages.
