sec news digest

Issue 92-46

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March 9, 1992

U.S. SECURITIES EXCHANGE COMMISSION

INVESTMENT COMPANY ACT RELEASES

BESSEMER SECURITIES CORPORATION, ET AL.

A conditional order has been issued under Section 6(c) of the Investment Company Act exempting applicants -- investment vehicles owned and controlled by one family and certain persons and entities employed by, controlled by, affiliated with, or otherwise related to members of that family -- from all provisions of the Act. (Rel. IC-18594 - March 3)

SHEARSON FMA MUNICIPAL FUND SHEARSON FMA GOVERNMENT FUND HUTTON NEW YORK MUNICIPAL FUND INC. HUTTON CALIFORNIA MUNICIPAL FUND INC. SHEARSON FMA CASH FUND

Orders have been issued under Section 8(f) of the Investment Company Act declaring that the above-named companies have ceased to be investment companies. (Rels. IC-18595; IC-18596; IC-18597; IC-18598; and IC-18599 - March 3)

OLYMPUS FUNDS TRUST

An order has been issued under Section 8(f) of the Investment Company Act declaring that Olympus Funds Trust has ceased to be an investment company. (Rel. IC-18600 - March 4)

PAINEWEBBER CLASSIC FLEXIBLE INCOME FUND INC. DAIWA MONEY FUND INC. SIGMA U.S. GOVERNMENT FUND, INC.

Orders have been issued under Section 8(f) of the Investment Company Act declaring that the above-named companies have ceased to be investment companies. (Rels. IC-18602; IC-18603; and IC-18604 - March 5)

HOLDING COMPANY ACT RELEASES

THE SOUTHERN COMPANY, ET AL.

A notice has been issued giving interested persons until March 23 to request a hearing on a proposal by The Southern Company (Southern) and its nonutility subsidiary, Southern Electric International, Inc. (SEI). Southern proposes to acquire, through

a to-be-formed subsidiary company (Australian Subsidiary) and its three subsidiary companies (Ownership Subsidiaries), a 40% interest in Loy Yang B, an electric utility in the state of Victoria, Australia (Project). Southern seeks a reservation of jurisdiction over the possible acquisition of a 100% interest in the Project. Up to \$962.2 million of notes for the 40% interest are proposed under an exception from the competitive bidding requirements of Rule 50. Southern proposes to invest up to \$250 million in common stock and subordinated debt of Australian Subsidiary and Ownership Subsidiaries. SEI proposes to form a new subsidiary company (New Sub) to operate the Project and to lend or advance New Sub up to \$5 million. SEI or New Sub proposes to provide personnel and services to the Project under an exemption from Section 13(b) of the Act and Rule 83. Southern requests an exemption under Section 3(b) of the Act with respect to the Australian Subsidiary, Ownership Subsidiaries and the New Sub and an exemption under Section 3(a)(5) with respect to the Australian Subsidiary. (Rel. 35-25484)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission granted approval to a proposed rule change and granted accelerated approval to Amendment Numbers 1 and 2 filed by the <u>American Stock Exchange</u> (SR-Amex-91-25) to create a new Emerging Company Marketplace (ECM). (Rel. 34-30445)

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-3 PACIFICORP /OR/, 700 NE MULTNOMAH STE 1600, PORTLAND, OR 97232 (503) 731-2000 205,000,000 (\$205,000,000) MORTGAGE BONDS. (FILE 33-45964 FEB. 28) (BR. 13)
- S-3 MAY DEPARTMENT STORES CO, 611 OLIVE ST, ST LOUIS, MO 63101 (314) 342-6300 402,100,000 (\$402,100,000) STRAIGHT BONDS. (FILE 33-46021 FEB. 27) (BR. 1)
- S-1 RENO AIR INC/NV/, 690 E PLUMB LN, RENO, NV 89502 (702) 829-5750 1,006,250 (\$6,037,500) COMMON STOCK. 1,006,250 (\$8,553,125) COMMON STOCK. 87,500 (\$630,000) COMMON STOCK. 87,500 (\$743,750) COMMON STOCK. 4,010,112 (\$12,030,336) COMMON STOCK. UNDERWRITER: PARADISE VALLEY SECURITIES INC. (FILE 33-46031 FEB. 28) (BR. 3 NEW ISSUE)
- S-6 INSURED MUNICIPALS INCOME TRUST 113TH INSURED MULTI SERIES, ONE PARKVIEW PLZAZ, OAKBROOK TERRACE, IL 60181 1,000 (\$1,020,000) UNIT INVESTMENT TRUST. (FILE 33-46036 FEB. 27) (BR. 18 NEW ISSUE)

REGISTRATIONS CONTINUED

- S-8 SOFTPOINT INC, 850A SOUTH ROCK BLVD, SPARKS, NV 89431 (702) 355-1130 300,000 (\$1,914,000) COMMON STOCK. (FILE 33-46053 FEB. 28) (BR. 10)
- S-3 KHE FINANCE INC, 1105 NORTH MARKET ST, WILMINGTON, DE 19899 (908) 747-7800 100,000,000 (\$100,000,000) STRAIGHT BONDS. UNDERWRITER: BEAR STEARNS & CO INC, DILLON READ & CO INC, KIDDER PEABODY & CO INC. (FILE 33-46064 FEB. 28) (BR. 9 NEW ISSUE)
- S-3 OTTER TAIL POWER CO, 215 \$ CASCADE ST, PO BOX 496, FERGUS FALLS, MN 56538 (218) 739-8200 50,000,000 (\$50,000,000) MORTGAGE BONDS. (FILE 33-46070 FEB. 28) (BR. 8)
- S-3 EMC CORP, 171 SOUTH ST, HOPKINTON, MA 01748 (508) 435-1000 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-46075 FEB. 28) (BR. 9)
- F-1 TELEDATA COMMUNICATION LTD, P 0 BOX 2003 BEIT MERCAZIN46120, HERZKUA ISRALE, L3 3,025,000 (\$30,250,000) FOREIGN COMMON STOCK. 1,000,000 (\$10,000,000) FOREIGN COMMON STOCK. (FILE 33-46084 FEB. 28) (BR. 7 NEW ISSUE)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column - 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER		ORM	EVENT DATE	SHRS(000)/ XOWNED	CUSIP/ PRIOR%	FILING STATUS
AIRSHIP INTL LTD	CON			1,007	00949810	
BENSCHER JULIAN		130	2/25/92	5.5	1.5	UPDATE
ALLIED WASTE INDS INC	COM PAR	\$0.001		2,445	01958920	
VAN HATTEM RICHARD JR ET A	AL	130	1/28/92	18.1	0.0	NEW
AMERICAN MAIZE PRODS CO	CL A			1,268	02733920	
STEINKRAUS HELEN Z		130	2/28/92	19.8	21.7	UPDATE
AMERICAN MAIZE PRODS CO	CL B			882	02733930	
STEINKRAUS HELEN Z		130	2/28/92	50.6	53.6	UPDATE

NAME AND CLASS OF STOCK/OWNER		FORM	EVENT DATE	SHRS(000)/		
ARAKIS ENERGY CORP	COM			•	03899910	
ALEXANDER J TERRY		130	2/18/92	3.6	0.0	NEW
	COM				09792410	
DESAI CAPITAL HGMT INC ET	AL	130	2/ 5/92	7.9	9.5	KAZION
BUILDERS DESIGN INC	COM			1 230	11990610)
DAVIS J MORTON ET AL	CON	13D	1/31/92			UPDATE
DATES S HORTON ET AL			,,,,,,			
BUSINESS RECORDS CRP HLDG CO	COM			301	12329610)
SHESHUNOFF ALEX		13D	2/27/92	6.3	5.2	UPDATE
CTS CORP	COM				12650110	
GAMCO INVESTORS INC ET AL		130	3/ 2/92	21.5	29.4	UPDATE
					4//05700	
CAROLYN BEAN PUBG LTD	COM NE		4 .07 .00		14425320	
VEGH MARTIN ET AL		13D	1/27/92	11.8	13.6	UPDATE
CELLIFIAD COMMENT THE	CON 6E	D 4		700	15091710	1
	COM SE	К А 13D	3/ 3/02	32.5	27.7	
PACTEL CORP		טכו	3/ 3/92	34.7	£1.1	OFDAIL
DIAGNOSTIC SCIENCES INC NEW	COM			1.556	25246110)
FIRST CAPITAL PRINTS ET AL		13D	2/27/92	•		UPDATE
	-		2,21,12			
DRUG SCREENING SYSTEMS INC	COM			20	26223810)
GREENFIELD JESSE		130	1/17/92	0.2	7.9	UPDATE
ENVIROSAFE SVCS INC	COM			1		
IU INTL CORP		13D	2/28/92	100.0	100.0	UPDATE
#1==## aug 1				4 340	70007046	
EVEREX SYS INC WONG MICHAEL C Y ET AL	COM	13D	3/ 2/92		30007210	UPDATE
HONG MILIAEL C I EI AL		130	3/ 2/72	17.3	17.0	UPDATE
EXTECH CORP	COM			1.122	30223410)
CERTILMAN MORTON L ET AL	001.	13D	10/17/91	-		UPDATE
			,,.	-		•••••
FLEER CORP	COM			815	33889210)
STATE OF WISCONSIN INVEST	BD	130	2/21/92	8.6	7.6	UPDATE
LINPRO SPECIFIED PPTYS	SH BEN	INT		116		
O'LEARY DENNIS J		13D	2/19/92	6.3	5.2	UPDATE
MACHETER 145	00**			4 400	EE0/0::-	
MAGNETEK INC	COM	470	2/2//02	•	55942410	
STATE OF WISCONSIN INVEST	RU	130	2/24/92	7.3	0.2	UPDATE
REPUBLIC HEALTH CORP DEL	COM			1 10/	76048110	1
MARSAL BRYAN P ET AL	CON	13D	1/15/92	•		NEW
			.,, , ,		0.0	1750 17
TURNER BROADCASTING SYS INC	CL B			5,653	90026250)
CONTINENTAL CABLEVISION IN	IC	13D	7/26/91	5.2	0.0	NEW
ULTIMAP INTL CORP	COM				90384720	
OKABENA PARTNERSHIP K		130	2/ 7/92	7.6	10.0	UPDATE
WESTPORT BANCORP INC	COM			1 777	0445/744	
ROSOW DAVID A ET AL	COM	13D	2/25/92	•	96124310	UPDATE
entre A bi Ab		, 50	L, LJ, JE	71.6	U.7	OFPAIL