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U.S. SECURITIES AND
EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

ADOPTION OF RULE 3a12-7

The Commission adopted Securities Exchange Act Rule 3a12-7. The rule designates over-the-counter options on government securities as exempted securities under the Exchange Act where: (1) such options are traded otherwise than on a national securities exchange or an automated quotation system of a registered securities association; and (2) the options relate to securities representing obligations of \$250,000 or more. (Rel. 34-20625)

FOR FURTHER INFORMATION CONTACT: Eneida Rosa at (202) 272-2913

CIVIL PROCEEDINGS

TELEFILE COMPUTER CORPORATION ENJOINED

The Commission filed a civil injunctive action on February 2 in the U.S. District Court for the District of Columbia against Telefile Computer Corporation of Irvine, California. The complaint alleges that Telefile, as part of a continuing course of violative conduct, failed to file: its Annual Report on Form 10-K for its fiscal year ended September 30, 1983; various periodic reports in a timely manner; and required Notifications of Late Filing on Form 12b-25 respecting certain of its late periodic reports. The Commission requests that the Court order Telefile to file its delinquent Annual Report and enjoin it from further violations of the reporting provisions of the securities laws. (SEC v. Telefile Computer Corporation, USDC, DC, Civil Action No. 84-0355). (LR-10278)

THOMAS D. CARTER, OTHERS PRELIMINARILY ENJOINED

The Los Angeles Regional Office announced that on January 23 Judge Robert J. Kelleher, District Court for the Central District of California, entered Orders of Preliminary Injunction and Ancillary Relief against Thomas D. Carter, The Carter Company, Tom Carter Enterprises, Inc., Concept 80, C. Fred Maurer, Fred Basom and Donald L. Karr. Carter, Carter Company, Carter Enterprises and Karr consented to Orders without admitting or denying the allegations contained in the complaint. The Orders against Concept 80, Maurer and Basom were entered after hearing, in which those defendants contested the Commission's Application for a Preliminary Injunction, and are supported by the entry of Findings of Fact and Conclusions of Law. The Orders preliminarily enjoin all defendants from further violations of the registration and antifraud provisions of the securities acts and Concept 80 and Maurer from operating as an investment company without registration with the Commission. Further, the Orders continue a freeze on certain of the defendant's bank accounts and require all defendants to prepare, under oath, reports accounting for investors' funds and the uses to which they were put.

The complaint alleges that: from at least January 1982, the defendants, operating from various locations in Orange County, California, raised approximately \$10 million from public investors through the fraudulent offer and sale of unregistered securities in a non-existent Carter medical factoring business; the securities take the form of investment contracts whereby an investor makes a minimum loan to the purported medical factoring business and in return receives a promissory note guaranteeing an annual rate of return of between 26% and 40%; the defendants public offering materials represent that Carter's medical factoring is a time-tested, ongoing and profitable business; these materials misrepresent or omit material facts concerning the existence and viability of Carter's purported medical factoring business and the value of investment contracts, promissory notes or other securities originating with the Carter Company or Concept 80; Carter Company and Concept 80's offering was required to be registered because it constituted a non-exempt interstate offering of securities; and from at least 1983, Concept 80 and Maurer's sole business was that of an investment company, thus requiring them to be registered as such with the Commission. (SEC v. Thomas D. Carter, et al., Civil Action No. 83-7645 RJK, CD CA). (LR-10279)

ZOE PRODUCTS, INC. AND JAMES P. MACPHERSON SUED ON FRAUD CLAIM

The Los Angeles Regional Office filed a Motion for Preliminary Injunction on January 27 in the U. S. District Court for the Central District of California against Zoe Products, Inc. and James P. MacPherson, Zoe's president and chief executive officer.

The Commission alleges: violations by Zoe and MacPherson of the antifraud provisions of the Securities Exchange Act of 1934; violations by Zoe and the aiding and abetting of violations by MacPherson of certain reporting provisions of the Exchange Act (Section 15(d) and Rules 12b-20 and 15d-1); that Zoe and MacPherson violated the above provisions in the issuance of various press releases and the filing of Form 8-K reports relating to the number and status of the sale of Zoe's vitamin product, Country Naturals, and in a Form 8-K report and amendment thereto relating to the marketing to the public of a product known as Sober-Aid; and violations by Zoe and MacPherson of the antifraud provisions of the securities laws in the dissemination of false and misleading information regarding Zoe in the newsletter entitled "Low Price Stocks Newsletter." (SEC v. Zoe Products, Inc. and James P. MacPherson, C.D. Cal., Civil Action No. CV-84-0112-ER). (LR-10280)

HOLDING COMPANY ACT RELEASES

NORTHEAST UTILITIES

A notice has been issued giving interested persons until March 7 to request a hearing on a proposal by Northeast Utilities, a registered holding company, to issue and sell, in one or more sales through March 31, 1985, up to 4,500,000 shares of common stock, \$5 par value. Northeast will also make capital contributions during the same period to its subsidiaries, Western Massachusetts Electric Company and The Connecticut Light and Power Company, of up to \$30 million and \$70 million, respectively. (Rel. 35-23217 - Feb. 7)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed under Rule 19b-4 by the Pacific Stock Exchange, Inc. (SR-PSE-83-22) to change the date of the PSE's annual meeting from the third to the fourth Thursday in January and to establish record dates for votes of members. (Rel. 34-20626)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Municipal Securities Rulemaking Board filed a proposed rule change which became effective under Section 19(b)(3)(a) of the Securities Exchange Act of 1934. The proposed rule change (SR-MSRB-84-2) consists of an interpretation of MSRB Rules G-12 and G-15 specifying the way that call prices for zero coupon, compound interest, multiplier, and similar municipal securities should be stated on confirmations. Publication of the proposal is expected to be made in the Federal Register during the week of February 6. (Rel. 34-20628)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form, Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a Rights Offering; File number and date filed; Assigned Branch; If the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION under Rule 415.

(S-6) EMPIRE STATE MUNICIPAL EXEMPT TRUST, SERIES 59, 6 East 43rd St., New York, NY 10017 - 13,000 units. Depositors: Glickenhau & Co., 6 East 43rd St., New York, NY 10017, Lebenthal & Co., Inc., Moseley, Hallgarten, Estabrook & Weeden Inc. (File 2-89261 - Feb. 3) (Br. 16 - New Issue)

- (S-6) TAX EXEMPT SECURITIES TRUST, MULTISTATE SERIES 56, 1345 Avenue of the Americas, New York, NY 10105 - 15,000 units. Depositors: Smity Barney, Harris Upham & Co. Incorporated, 1345 Avenue of the Americas, New York, NY 10105, Kidder, Peabody & Co. Incorporated, Drexel Burnham Lambert Incorporated, L.F. Rothschild, Unterberg, Towbin. (File 2-89281 - Feb. 6) (Br. 16 - New Issue)
- (S-8) YANKEE OIL & GAS INCORPORATED, 225 Franklin St., Boston, MA 02110 (617) 542-4545 - 1,066,667 shares of common stock. (File 2-89286 - Feb. 7) (Br. 4)
- (N-1A) IDS STRATEGY FUND, INC., 1000 Roanoke Bldg., Minneapolis, MN 55402 (612) 372-3714 - an indefinite number of shares of common stock. (File 2-89288 - Feb. 7) (Br. 17 - New Issue)
- (S-1) DASA CORPORATION, 15 Stevens St., Andover, MA 01810 (617) 475-4940 - 1,352,000 shares of common stock. (File 2-89289 - Feb. 7) (Br. 8) [S]
- (S-3) WISCONSIN POWER AND LIGHT COMPANY, 222 West Washington Ave., Madison, WI 53703 (608) 252-3311 - 1,200,000 shares of common stock. (File 2-89292 - Feb. 7) (Br. 8)
- (S-8) ESTERLINE CORPORATION, CBT Plaza, 1120 Post Rd., Darien, CT 06820 (203) 655-7651 - 250,000 shares of common stock. (File 2-89293 - Feb. 7) (Br. 6)
- (S-1) WHEELING-PITTSBURGH STEEL CORPORATION, 1900 Four Gateway Center, Pittsburg, PA 15222 (412) 288-3600 - 1,050,000 shares of common stock. The company is a steel producer. (File 2-89295 - Feb. 7) (Br. 6)
- (S-6's) MUNICIPAL INVESTMENT TRUST FUND, PENNSYLVANIA SERIES B; THIRTY-EIGHTH CALIFORNIA SERIES; THE CORPORATE INCOME FUND, SIXTH ADJUSTABLE RATE PREFERRED STOCK SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest (each Series). Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Shearson/American Express Inc., and Paine, Webber, Jackson & Curtis Incorporated (for the Corporate Fund only). (File 2-89296; 2-89297; 2-89298 - Feb. 7) (Br. 17 - New Issues)

REGISTRATIONS EFFECTIVE

- Jan. 4: DMC Tax-Free Income-USA, Inc., 2-86606.
- Jan. 5: IRA Collective Investment Fund, 2-86886; Oppenheimer Challenger Fund, Inc., 2-87689.
- Jan. 6: Arrow Electronics, Inc., 2-88505; Banc One Corporation, 2-88568; Hutton Investment Partnership III, 2-88091; Mallon Minerals Corporation, 2-87328-D.
- Jan. 9: Foote, Cone & Belding Communications, Inc., 2-88544.
- Jan. 10: The Tax Exempt Trust, Short Term Series 1, 2-87809.
- Jan. 11: Callon Drilling Fund 1984, 2-87327; DNA Plant Technology Corporation, 2-87286; General Cinema Corporation, 2-88750; Investors' Quality Tax-Exempt Trust, 9th Multi-Series, 2-87526; Landmark Financial Group, Inc., 2-87166, 2-87167, 2-87168; Mercantile Bancorporation Inc., 2-88668; Preco, Inc., 2-87614-NY; Southmark Corporation, 2-88392; Sporto Corporation, 2-87032; Sytech Corporation, 2-87709.
- Jan. 12: American Integrity Corporation, 2-87618; Calfed, Inc., 2-88207; Cogenco International, Inc., 2-87052-D; Develcon Electronics Ltd., 2-87522; Homac Government Financial Corporation, 2-87719, 2-87720; Inland Steel Company, 2-88786; Institutional Investors Corporation, 2-88863; Integrated Logic Systems, Inc., 2-87429-D; Long Island Lighting Company 2-88577; Midland Bancorp, Inc., 2-88265; Mylex International, Inc., 2-86979-D; NTC Corp., 2-88653; National Business Communications Corp., 2-87363-A; S.A.Y. Industries, Inc., 2-87288; Telecommunication Products, Inc., 2-86781-D.
- Jan. 13: Anchor Hocking Corporation, 2-88819; Burt Sports Technology, Inc., 2-87242-B; Champion Sports Management, Inc., 2-85560; Columbian Oil and Gas Drilling Program 1984A, B, C, D & E, 2-88416; Emery Air Freight Corporation, 2-88745; First Virginia Banks, Inc., 2-88686; Florida Casino Associates, Inc., 2-83416; Gamma Partners, Inc., 2-88285; GeoVest Drilling Fund, Ltd., 1984-A, B, C, & D, 2-88437; Hutton/Con Am Realty Investors 4, 2-84863; Insurance Access, Inc., 2-87836-W; Thunander Corporation, 2-88101; Trion Realty Fund, Ltd., 2-86409.

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
BEACON PHOTO SVC INC BANDLER MICHAEL ET AL	COM 13D	8/22/83	74 8.3	07367510 6.7	UPDATE
CENTRAL WISCONSIN BANKSHARES ALEXANDER JUDD S FOUNDATION	COM 13D	1/30/84	82 7.1	15607810 5.6	UPDATE
CLOPAY CORP DTR/ST TEACHERS RET BD OF OHIO	COM 13D	1/26/84	191 16.0	18900010 15.2	UPDATE
CUTCO INDS INC STANLEY LILLIAN	COM 13D	12/31/83	278 18.4	23210810 6.4	UPDATE
ELECTRO BIOLOGY INC FIDELITY INTL LTD	COM 13D	12/ 5/83	207 3.5	28506010 4.0	UPDATE
ELECTRO BIOLOGY INC FMR CORP	COM 13D	11/14/83	207 3.5	28506010 4.0	UPDATE
ELECTRONIC ASSOC INC BENEDEK HOWARD M ET AL	COM 13D	1/18/84	147 5.2	28555110 5.1	UPDATE
EQUITABLE IOWA COS EQUITABLE IOWA COS-VOTING TRST	CL A 13D	11/18/83	685 57.3	29451020 8.1	UPDATE
ESQUIRE INC GULF & WESTERN INDS INC ET AL	COM 13D	2/ 1/84	2,835 27.1	29665910 27.1	UPDATE
FINANCIAL NEWS NETWORK INC MERRILL LYNCH CO/MLPF&S	COM 13D	1/ 9/84	1,238 16.6	31790210 9.9	UPDATE
FIRST F S L A ROANOKE VA KAPLAN MYRON M ET AL	COM 13D	1/27/84	94 9.4	32018310 8.5	UPDATE
GIBRALTAR SVGS ASSN HOUSTON ALPINE ASSOC & ECKERT VICTORIA	COM 13D	1/23/84	370 5.2	37476110 0.0	NEW
HAMILTON BROS PETE CORP VOLVO AB	COM PAR \$0.25 13D	1/ 5/84	3,348 24.7	40702720 0.0	NEW
HAMILTON BROS PETE CORP VOLVO NORTH AMERICA CORP	COM PAR \$0.25 13D	1/ 5/84	3,344 24.7	40702720 24.7	UPDATE
MANAGEMENT ASSISTANCE INC EDELMAN ASHER B. ET AL	COM PAR \$0.40 13D	2/ 3/84	906 12.8	56167150 7.5	UPDATE
MARK TWAIN BANCSHARES INC MBI BANCSHARES INC ET AL	COM 13D	1/27/84	228 6.1	57043710 0.0	NEW
OLLA INDS INC COFINVEST S A	COM 13D	1/27/84	200 24.2	68111310 0.0	NEW