

sec news digest

Issue 84-43

U.S. SECURITIES AND
EXCHANGE COMMISSION

March 2, 1984

CIVIL PROCEEDINGS

COMPLAINT NAMES UNIVERSAL ENERGY CORPORATION, OTHERS

The Commission filed a civil action on March 1 against Universal Energy Corporation of Tulsa, Oklahoma (UEC), Robert A. Alexander, Jr., Michael F. Rogers, Leo C. Stith, Mingo Valley Industries, Inc., Armstrong Royalty Corporation, Robert J. Herald, Ronald D. Kelsey, Jerry L. Gentry and James L. Diamond. The complaint alleges violations of the registration, antifraud, reporting, accounting, proxy and officer/beneficial ownership filing provisions of the securities laws. Without admitting or denying the allegations in the complaint, the defendants, with the exception of Diamond, consented to Final Judgments of Permanent Injunction and Other Equitable Relief. Among other things the relief provides for the appointment of a Special Master for UEC and the payment of UEC stock by two individual defendants to UEC.

The complaint alleges that from about April 1, 1981 to the present, Alexander, Stith, Mingo Valley, Herald, Armstrong, Kelsey and Gentry, in concert with others, manipulated the price of UEC stock. It was further alleged that Alexander funded this course of action, in part, by: an unregistered distribution of approximately one million shares of UEC stock to the public (about 20% of the total authorized shares of UEC common stock during that period) by Alexander and Diamond, aided and abetted by Herald, Gentry and others; and the misapplication of UEC's assets by Alexander directly and through Mingo Valley. (SEC v. Universal Energy Corporation, et al., USDC DC, Civil Action No. 84-0643). (LR-10299)

RICHARD L. BURNS AND DAVID W. WATT CHARGED WITH FRAUD

The Commission filed a complaint on February 23 in the U.S. District Court for the Southern District of California seeking injunctive relief against Richard L. Burns, former Chairman of the Board and Chief Executive Officer of Nucorp Energy, Inc., and David W. Watt, formerly Nucorp's President and Chief Financial Officer. The complaint alleges that the defendants violated the antifraud and reporting provisions of the securities laws.

The complaint alleges that: from at least December 1980 to October 1981, Burns and Watt caused Nucorp Supply, Inc., a Nucorp subsidiary, to improperly recognize revenue upon receipt of an order for goods and prior to either shipment of the goods or receipt of payment; this practice caused Nucorp's financial statements to materially overstate income and/or revenue during that period; the materially false financial statements were used in the purchase and sale of Nucorp securities and were filed with the Commission in certain annual and quarterly reports; and, in an unrelated matter, Burns induced Nucorp subsidiary executives to purchase Nucorp common stock at a time when Nucorp was making a public distribution of common stock, in violation of Rule 10b-6 under the Securities Exchange Act of 1934.

Simultaneously with the filing of the complaint, Watt consented to a Final Judgment of Permanent Injunction against him without admitting or denying the allegations in the Commission's complaint. (SEC v. Richard L. Burns and David W. Watt, USDC SDCA, Civil Action No. 84-0454-K). (LR-10298)

CORRECTION RE SWINK & COMPANY, INC.

In the News Digest of February 29, under "Civil Proceedings," the caption for Swink & Company, Inc. incorrectly stated that the Broker-dealer and its President were barred. In fact, the defendants were not barred, but enjoined. The Commission has determined not to seek administrative sanctions based solely on the injunction or the underlying conduct.

INVESTMENT COMPANY ACT RELEASES

WRIGHT INVESTMENT SHARES, INC.

A notice has been issued giving interested persons until March 23 to request a hearing on an application by Wright Investment Shares, Inc. for an order declaring that it has ceased to be an investment company. (Rel. IC-13795 - Feb. 27)

EXEMPT ASSETS PORTFOLIOS

A notice has been issued giving interested persons until March 23 to request a hearing on an application by Exempt Assets Portfolios, a registered open-end, diversified, management investment company, for an order exempting it from the provisions of Sections 2(a)(41) and 12(d)(3) of the Investment Company Act and Rules 2a-4 and 22c-1. The exemption will enable Applicant to value standby commitment rights, in the manner described in the application, and permit the acquisition of such rights from brokers or dealers. (Rel. IC-13796 - Feb. 27)

FRANKLIN BUILDING ASSOCIATES, LIMITED PARTNERSHIP

A notice has been issued giving interested persons until March 23 to request a hearing on an application of Franklin Building Associates, Limited Partnership, and Milk Street Residential Associates, Limited Partnership, for an order exempting Franklin from all provisions of the Investment Company Act. (Rel. IC-13798 - Feb. 28)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGES

The National Association of Securities Dealers, Inc. filed proposed rule changes under Rule 19b-4 (SR-NASD-84-2) to amend the NASD's Rules of Fair Practice to require that any sales incentives provided by a sponsor, affiliate of a sponsor or program to a broker-dealer in the public distribution of a Direct Participation Program be in the form of cash. The NASD states that this restriction will simplify recordkeeping requirements for broker-dealers and enhance their ability to control the participation of their salespersons in such programs. (Rel. 34-20698); and (SR-NASD-84-1) that would modify several sections of the NASD's Uniform Practice Code. The proposal amends Sections 9(c) of the Code, relating to "Don't Know" (DK) notices, and Section 12 of the Code that sets forth the requirements for time and place of delivery of securities. In addition, the proposal deletes Section 5(b)(3) of the Code relating to the designation of ex-dividend dates of investment company shares and Section 30 that requires that a third party witness an assignment of certificates or a power of substitution. (Rel. 34-20699)

Publication of the proposals are expected to be made in the Federal Register during the week of February 27.

EFFECTIVENESS OF PROPOSED RULE CHANGES

Proposed rule changes filed by the following have become effective in accordance with Section 19(b)(3)(A) of the Securities Exchange Act of 1934: National Securities Clearing Corporation (SR-NSOC-84-1) preventing NSCC's members on the initiating side of trades submitted directly from market regulators' automated trading systems, such as the New York Stock Exchange's Designated Order Turnaround System from using the Add-by-Seller procedure. (Rel. 34-20703); The Pacific Clearing Corporation (SR-PCC-84-3) enabling PCC to add an additional step to its trade comparison process for OTC transactions. (Rel. 34-20705); and The Options Clearing Corporation (SR-OCC-84-1) making certain technical changes in OCC's By-Laws and Rules relating to the settlement of OCC's foreign currency options. (Rel. 34-20706)

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-18) ZORBA'S PALACE, INC., 9 Middleton Lane, Penfield, NY 14526 (716) 671-0506 - 17,500,000 shares of common stock. Underwriter: Kobrin Securities, Inc., 415 Route 18 East, P.O. Box 829, East Brunswick, NJ 08816 (201) 238-4800. The company plans to engage in the specialty restaurant business. (File 2-89603-NY - Feb. 23) (Br. 3 - New Issue)
- (S-18) DIET BOOK PACKAGERS, INC., 321 Broadway, 5th Floor, New York, NY 10007 (212) 964-5398 - 3,000,000 units. Underwriter: T.G. Harrington & Co., Inc., 6699 North Federal Highway, Boca Raton, FL 33431 (305) 997-2000. The company plans to become a packager, producer or developer of diet, health, exercise and fitness books. (File 2-89612-NY - Feb. 23) (Br. 1 - New Issue)
- (S-18) GOLDEN MAPLE MINING AND LEACHING COMPANY, INC., P.O. Box 642, Kellogg, ID 83837 (208) 784-7902 - 1,000,000 shares of common stock. Underwriter: Sutton Place Securities, Inc., 98 Cutter Mill Rd., Great Neck, NY 11021 (516) 482-5370 - (212) 357-8276. (File 2-89616-S - Feb. 23) (Br. 5 - New Issue)
- (S-18) TOTAL ASSETS PROTECTION, INC., 2900 West Park Row, Arlington, TX 76013 (817) 261-2556 - 800,000 shares of common stock. The company offers integrated computer assets protection programs and services. (File 2-89623-FW - Feb. 23) (Br. 9 - New Issue)
- (S-1) SLATTERY GROUP INC., 1044 Northern Blvd., P.O. Box C, Roslyn, NY 11576 (212) 392-2400 - 25,000 units. Underwriter: Drexel Burnham Lambert Incorporated. The company engages in all phases of the heavy construction business. (File 2-89707 - Feb. 29) (Br. 10 - New Issue)
- (S-14) FIRST COMMUNITY BANCORP, 131 South Main St., Nazareth, PA 18064 (215) 759-5700 - 140,000 common shares. (File 2-89709 - Feb. 29) (Br. 2 - New Issue)
- (S-3) MONUMENTAL CORPORATION, 1111 North Charles St., Baltimore, MD 21201 (301) 685-2900 - 4,185 shares of common stock. (File 2-89710 - Feb. 29) (Br. 10) [S]
- (F-6) IRVING TRUST COMPANY, One Wall St., New York, NY 10015 (212) 487-5745 - 10,000,000 American Depositary shares of Brunswick Oil N.L. (File 2-89714 - Feb. 29) (Br. 99)
- (S-1) AQUA GLASS CORPORATION, P.O. Box 412, Industrial Park, Adamsville, TN 38310 (901) 632-0911 - 1,500,000 shares of common stock. Underwriter: E.F. Hutton & Company Inc., Dean Witter Reynolds Inc., and Morgan Keegan & Company, Inc. The company is an independent manufacturer of gelcoat and acrylic plastic bath and shower units. (File 2-89715 - Mar. 1) (Br. 5 - New Issue)
- (S-1) NATIONAL FSI, INC., 4501 West Mockingbird Lane, Dallas, TX 75209 (214) 350-0913 - 750,000 shares of common stock. Underwriters: Bear, Stearns & Co. and Eppler, Guerin & Turner, Inc. The company develops, markets and supports a line of proprietary software systems. (File 2-89716 - Mar. 1) (Br. 9 - New Issue)
- (S-8) SIS CORP., 30400 Detroit Rd., Suite 407, Westlake, OH 44145 (216) 835-2775 - 150,000 common shares. (File 2-89717 - Mar. 1) (Br. 3)
- (S-3) DUQUESNE LIGHT COMPANY, One Odford Centre, 301 Grant St., Pittsburgh, PA 15279 (412) 393-6000 - \$175 million of first mortgage bonds. The company produces, transmits, distributes and sells electric energy. (File 2-89719 - Mar. 1) (Br. 7) [S]
- (S-14) FIRST NATIONAL BANCORP, INC., 1625 Tenth St., Monroe, WI 53566 (608) 328-5100 - 240,000 shares of common stock. (File 2-89720 - Mar. 1) (Br. 2 - New Issue)
- (S-2) CHRYSLER FINANCIAL CORPORATION, 900 Tower Dr., Troy, MI 48098 (313) 879-3000 - \$200 million of notes, due 1991. Underwriter: Salomon Brothers Inc. The company is engaged in wholesale, retail and lease financing. (File 2-89721 - Mar. 1) (Br. 2 - New Issue)

- (S-3) WASHINGTON ENERGY COMPANY, 815 Mercer St., Seattle, WA 98111 (206) 622-6767 - 500,000 shares of common stock. (File 2-89723 - Feb. 29) (Br. 8)
- (S-3) TELECREDIT, INC., 1901 Avenue of the Stars, Los Angeles, CA 90067 (213) 277-4061 - 123,750 shares of common stock. (File 2-89724 - Mar. 1) (Br. 6) [S]
- (N-1A) PRUDENTIAL-BACHE GLOBAL FUND, INC., 100 Gold St., New York, NY 10292 (212) 791-2139 - an indefinite number of shares of common stock. (File 2-89725 - Mar. 1) (Br. 20 - New Issue)
- (S-3) TRANSCON INCORPORATED, 101 Continental Blvd., El Segundo, CA 90245 (213) 640-1800 - 547,400 shares of common stock. The company operates as a common carrier by motor vehicle - a trucking company. (File 2-89726 - Feb. 29) (Br. 3) [S]
- (S-14) MCKEESPORT NATIONAL CORPORATION, 500 Fifth Ave., McKeesport, PA 15132 (412) 664-8700 - 356,032 shares of common stock. (File 2-89727 - Feb. 29) (Br. 1 - New Issue)

REGISTRATIONS EFFECTIVE

Feb. 13: Angeles Partners XII, 2-84161; Arizona Public Service Company, 2-89090; Browning-Ferris Industries, Inc., 2-89250; Fidelity Medical Inc., 2-88712; General Signal Corporation, 2-89268; Intelligent Systems Corp., 2-89183; Lifetech Industries Corporation, 2-88366-LA; Sears Mortgage Securities Corp., 2-88773; Paul Harris Stores, Inc., 2-89232; Tokyo Bowl Restaurants, Inc., 2-87096; Wright Airlines, Inc., 2-87598.
 Feb. 14: Mitel Corporation, 2-88432; Nu-Med, Inc., 2-88821; Republic Health Corporation, 2-88787; Sanchez-O'Brien Energy Company, 2-84738.

REGISTRATIONS WITHDRAWN

Nov. 18, 1983: Chipwich, Inc., 2-78418.
 Nov. 29, 1983: Family Life Separate Account M, 2-80471 (abandoned); Filtration Sciences, 2-85655.
 Dec. 5, 1983: MLH Properties Limited Partnership IV, 2-81157 (abandoned).
 Dec. 6, 1983: Victoria Bankshares, Inc., 2-81392.
 Dec. 8, 1983: The Rouse Company, 2-80821.
 Dec. 9, 1983: EAC Industries, Inc., 2-86873.
 Dec. 16, 1983: Hillier Corporation, 2-86492.
 Dec. 19, 1983: SAFECO Variable Account A, 2-74490.
 Dec. 20, 1983: Fir Tree Money Market Fund, Inc., 2-80864 (abandoned); Petroleum Investments Ltd., 2-87419.
 Dec. 21, 1983: Mikro Systems Corporation, 2-87294.
 Dec. 27, 1983: Cortez Capital Corporation, 2-85552.
 Jan. 4, 1984: Pennsylvania Investors' Quality Tax Trust 10, 2-81346 (abandoned).
 Jan. 9, 1984: Omicron Industries, Inc., 2-85768-D.
 Jan. 24, 1984: Holistic Services Corporation, 2-74642 (abandoned); Manufacturers Hanover Financial Corporation, 2-74287 (abandoned).
 Jan. 25, 1984: Nevada National Leasing Company, Inc., 2-77013 (abandoned).

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	
AMERICAN PLAN LIFE INS CO LIFE OF MONTANA INS CO	COM ESOP	13D	7/18/83	48 4.2	02904599 4.2	UPDATE
AMERICAN PUBLIC LF INS CO JOSEY F HARRELL ET AL	COM	13D	10/31/83	147 12.7	02913710 0.0	NEW
AMERICAN PUBLIC LF INS CO JUNKIN FRANK K	COM	13D	10/31/83	76 6.6	02913710 0.0	NEW
AMERICAN PUBLIC LF INS CO NEW DAVID A SR	COM	13D	10/31/83	413 35.6	02913710 30.3	UPDATE
AMERICAN PUBLIC LF INS CO WATSON PAUL H JR	COM	13D	10/31/83	65 5.6	02913710 0.0	NEW
BANGOR PUNTA CORP LEAR SIEGLER INC	COM	14D-1	2/28/84	8,774 94.8	06022110 94.7	UPDATE
BELKNAP INC TELVEST INC ET AL	COM	13D	2/21/84	0 0.0	07783310 21.2	UPDATE
BINNEY & SMITH INC NEWELL COMPANIES INC	COM	13D	2/17/84	204 5.6	09054510 0.0	NEW
BRISTOL CORP W-H CORPORATION	COM	13D	2/23/84	265 9.9	10988010 0.0	NEW
BURRIS INDUSTRIES INC GREGORY J. RANDOLPH	COM	13D	1/12/84	1,061 46.9	12275010 50.3	UPDATE
BURRIS INDUSTRIES INC WILKINSON WALTER H. JR	COM	13D	1/12/84	1,021 45.2	12275010 48.6	UPDATE
COMMONWEALTH SVGS & LN ASS F HARVISON JOHN H. JR	COM	13D	2/27/84	169 9.4	20327010 7.6	UPDATE
ESQUIRE INC GULF & WESTERN INDS INC ET AL	COM	13D	2/27/84	0 100.0	29665910 100.0	UPDATE
FANSTEEL INC EVANS THOMAS M	COM	13D	2/15/84	4,242 47.8	30726110 56.8	UPDATE
FLORIDA COAST BKS INC BARNETT BANKS OF FLORIDA	COM	13D	2/15/84	338 12.4	34060510 10.2	UPDATE
HEALTH INDS INC H I HOLDING CORP	COM	13D	2/15/84	0 N/A	42217910 N/A	UPDATE
HOUSE FABRICS INC KAPLAN MYRON M	COM	13D	2/ 7/84	698 10.9	44175810 7.6	UPDATE
INFORMATION DISPLAYS INC LEVY LEONARD ET AL	COM PAR \$0.50	13D	2/22/84	421 13.8	45670420 12.3	UPDATE
INTEGRATED ENERGY INC GOULD BENJAMIN Z	COM	13D	2/ 9/84	3,088 7.9	45891210 0.0	NEW
LAWDON JOHN F FURNITURE CO GODDMAN LINDA L	COM	13D	1/19/84	375 5.5	51950310 5.5	NEW
LAWDON JOHN F FURNITURE CO GODDMAN LINDA L	COM	13D	1/19/84	375 5.5	51950310 5.5	UPDATE
LAWDON JOHN F FURNITURE CO LEVITZ GARY R	COM	13D	1/19/84	1,375 20.1	51950310 5.5	NEW
LAWDON JOHN F FURNITURE CO LEVITZ GARY R	COM	13D	1/19/84	1,375 20.1	51950310 5.5	UPDATE

ACQUISITION REPORTS CONT.

LAWHON JOHN F FURNITURE CO LEVITZ JOHN R	COM	13D	1/19/84	563 8.2	51950310 5.5	NEW
LAWHON JOHN F FURNITURE CO LEVITZ JOHN R	COM	13D	1/19/84	563 8.2	51950310 5.5	UPDATE
LAWHON JOHN F FURNITURE CO LEVITZ LEON J	COM	13D	1/19/84	3,063 44.8	51950310 47.6	UPDATE
LAWHON JOHN F FURNITURE CO PEARSON BEN C	COM	13D	1/19/84	0 0.0	51950310 54.9	NEW
LAWHON JOHN F FURNITURE CO PEARSON BEN C	COM	13D	1/19/84	0 0.0	51950310 54.9	UPDATE
LAWHON JOHN F FURNITURE CO SMITH ARNOLD A	COM	13D	1/19/84	1,375 20.1	51950310 20.1	NEW
LAWHON JOHN F FURNITURE CO SMITH ARNOLD A	COM	13D	1/19/84	1,375 20.1	51950310 20.1	UPDATE
LOEWS CORP TISCH LAURENCE A	COM	13D	1/13/84	2,394 21.9	54042410 23.1	UPDATE
LOEWS CORP TISCH PRESTON R	COM	13D	1/13/84	2,394 21.9	54042410 23.1	UPDATE
LYON METAL PRODS INC MINSTAR INC	COM	13D	2/28/84	401 28.5	55203610 28.5	UPDATE
MEDICAL DYNAMICS INC CHAPMAN DAVID F ET AL	COM	13D	7/15/83	553 2.0	58490010 0.0	NEW
NATIONAL HEALTH CORP HILLHAVEN CORP ET AL	COM	13D	2/ 7/84	522 19.6	63633110 16.4	UPDATE
OLLA INDS INC COFINVEST S A	COM	13D	2/ 9/84	200 24.2	68111310 24.2	UPDATE
OLLA INDS INC SOCIETE FERMIERE D-PARTICIPTN	COM	13D	2/ 9/84	164 19.9	68111310 19.9	UPDATE
PARK CHEM CO MANN JOHN JAY CO	COM	13D	2/13/84	17 4.8	70017810 5.4	RYSION
PEOPLES DRUG STORES INC IMASCO LTD	COM	14D-1	2/29/84	2,737 35.8	71102110 0.0	NEW
RIVERSIDE PROPERTIES INC BROWN NORMAN K TRUSTEE ET AL	COM	13D	2/17/84	24 12.2	76926010 8.9	UPDATE
SULLIVAN CNTY HARNESS RACING BERENSON PARI MUTUAL INC	COM CL A	13D	2/13/84	611 62.3	86515110 62.3	UPDATE
TELECONCEPTS CORP L & M ASSOCIATES	COM	13D	2/17/84	180 5.7	87928810 0.0	NEW
TEXACO INC BASS BROTHERS ENTERP, INC ET AL	COM	13D	2/14/84	25,418 9.9	88169410 7.3	UPDATE
TIDEWATER INC JACOBS IRWIN L ET AL	COM	13D	2/23/84	977 5.9	88642310 5.3	UPDATE
TOPPS CHEWING GUM INC SHORIN ARTHUR T	COM	13D	2/22/84	0 0.0	89078410 6.6	UPDATE
TOPPS CHEWING GUM INC SHORIN EDWARD E	COM	13D	2/22/84	0 0.0	89078410 4.9	UPDATE
TOPPS CHEWING GUM INC SHORIN JOEL J	COM	13D	2/22/84	0 0.0	89078410 4.5	UPDATE

ACQUISITION REPORTS CONT.

TOPPS CHEWING GUM INC STARR ALITA	COM	13D	2/22/84	0	89078410	0.0	5.8	UPDATE
TUCKER DRILLING INC FLY BRUCE L	COM	13D	2/14/84	233	89865210	9.7	7.0	UPDATE
TUCKER DRILLING INC GRIFFIN SANDRA G	COM	13D	2/14/84	189	89865210	7.9	8.6	UPDATE
TUCKER DRILLING INC TUCKER BESSIE MAE	COM	13D	12/ 8/83	0	89865210	0.0	9.8	UPDATE
TUCKER DRILLING INC TUCKER JAMES L	COM	13D	2/14/84	418	89865210	17.4	14.8	UPDATE
TUCKER DRILLING INC TUCKER L J	COM	13D	2/14/84	381	89865210	15.9	14.0	UPDATE
TUCKER DRILLING INC TUCKER TERRY MARK	COM	13D	2/14/84	125	89865210	5.2	4.7	UPDATE
WINCORP RLTY INVTS INC CHARTWOOD DEV LTD ET AL	PAIRED CTF	13D	2/24/84	215	97314320	17.9	16.1	UPDATE

EXEMPT FILINGS PURSUANT TO REGULATIONS A AND F

The following Offering Statements (Form 1-A) and Notifications (Form 1-F) have been filed with the SEC pursuant to Regulation A and Regulation F, respectively, under the Securities Act of 1933. The information noted below has been taken from the offering statement or notification 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); jurisdictions in which the offering is proposed to be made indicated by the two letter abbreviation for each state; and file number and the date filed.

- 1-A Mercury Gens, Inc., 565 5th Ave., Suite 708, New York, NY 10017 - 30,000,000 shares of common stock - Jurisdictions: CT, CO, NY, NJ, NY, UT, WA and FL - (24NY-8591 - Dec. 30)
- 1-A DEP Systems, Inc. 4350 Barber Rd., Metamora, MI 48455 - 480,000 shares of common stock - Jurisdictions: AZ, IL, IA, OK, MI, TX and WY - (24C-4228 - Dec. 1)
- 1-A Brenco Inc., Petersburg Industrial Park, Petersburg, Virginia 23804 - Jurisdictions: VA, IL, KY, KS, SC, AR, TN & CA - (24W-3351 - Dec. 1)
- 1-A Magnetic Imaging of Belleville Ltd., c/o Neuroscanning Associates, Inc. 6401 West Main Street, Villa di Notre Dame, Suite #15, Belleville, IL 62223 - 22 common shares - Jurisdictions: IL & MO - (24C-4229 - Dec. 5)
- 1-A Milestone Industries, Inc., 3333 Teays Valley Rd., Hurricane, WV - 500,000 shares common stock - Jurisdictions: WV, VA, MD and PA - (24W-3353 - Dec. 5)
- 1-A Racetronix International, Inc., c/o Farber & Cohen, 488 Madison Ave., New York, NY 10022 - Underwriter: Crossman/Thaddeus Corp., 160 Broadway, New York, NY 10038 - Jurisdictions: NY, NJ, CT and FL - (24NY-8589 - Dec. 6)
- 1-A American Nursery Products, Inc., P.O. Box 768, Tahlequah, OK 74464 - 1,000,000 shares common stock and 44,583 warrants - Jurisdictions: OK, TX, IA, NB, IL, MD, AR & NJ - (24FW-1756 - Dec. 7)
- 1-A Northwest Timber Export Co., 9750 Third Ave., N.E., Suite 307, Seattle, WA 98115 - 2,000,000 shares common stock - Underwriter: Securities Corp. of Washington, 615 Fourth & Pike Bldg., Seattle, WA 98101 - Jurisdictions: WA - (24S-2922 - Dec. 9)

EXEMPT FILINGS PURSUANT TO REGULATIONS A AND F CONT.

- 1-A Penn-Tide Corp., 2530 Billingsley Road, Worthington, Ohio 43085 - 300,000 common shares - Underwriter: Corna & Co., Inc., Investment Securities, 490 City Park Ave., Columbus, Ohio 43215 - Jurisdictions: CO, GA, NJ, NY, OH, PA, UT and VA - (24C-4230 - Dec. 9)
- 1-A Hambrecht & Quist Group, 235 Montgomery Street, San Francisco, CA 94104 - 750,000 shares pursuant to Employee Stock Purchase Plan - Jurisdictions: CA, NY, NJ & MA - (24LA-0242 - Dec. 15)
- 1-A Capitol Features I, Suite 204, 3600 M Street, N.W., Washington, D. C. 20007 - \$850,000 in Limited Partnership Interests - Jurisdictions: DC, NY, PA, MD, VA, SC and NC - (24W-3353 - Dec. 19)
- 1-A Sioux Sound Co., 707 North Weber, Sioux Falls, SD 57104 - 66,666 2/3 common shares and 33,333 1/3 Preferred Non-voting shares - Jurisdictions: SD, IA & MN - (24D-3695 - Dec. 19)
- 1-A The Stoned Ltd. Partnership, 150 East 58th Street, Suite 2510, New York NY 10155 - \$300,000 in Limited Partnership - Jurisdictions: NY - (24NY-8590 - Dec. 23)
- 1-A Interface Flooring Systems, Inc. Orchard Hill Road, P.O. Box 1503, LaGrange, Georgia 30241 - 36,364 shares of Class A common stock and \$13,500 in cash for all the outstanding common stock of Chemmer Associates Inc. - Jurisdictions: NC - (24A-2541 - Dec. 21)
- 1-A VSC, Inc., Clara City, MN 56222 - 2,000 shares common stock - Jurisdictions: AR, CA, CO, MI, MN, MT, NB, ND, OR, SD, UT, WI & WY - (24C-4231 - Dec. 22)
- 1-A Meidinger, Inc., 2600 Meidinger Tower, Louisville Galleria, Louisville, Kentucky 40202 - 54,015 shares common stock pursuant to stock purchase plan for employees - Jurisdictions - AL, CT, GA, IL, IN, KS, KY, MD, MA, SC, TN, TX, VA, WI and DC - (24C-4232 - Dec. 22)
- 1-A Tactical Futures Fund II, 75 Slater Dr. #8, Fairbanks, Alaska 99701 - \$1,500,000 Limited Partnership Units - Jurisdictions: AK, IL, MI, PA, WI, TX, CT, FL, AZ, CA, OH and SD - (24S-2923 - Dec. 30)
- 1-A General Exploration Company, 5720 LBJ Freeway, Suite 410, Dallas, TX 75240 - 55,000 shares common stock - Jurisdictions: KY, GA & CO - (24FW-1758 - Dec. 30)
- 1-A Peoples Bartow Corp., Rockmart Road (P.O. Box 137), Taylorsville, GA 30178 - 39,000 shares common stock in exchange for shares of Peoples Bank of Bartow County - Jurisdictions: AL, FL, GA, NC, PA, TX, VA and WA - (24A-2543 - Dec. 29)
- 1-A Diversified Financial Services Corp., 67 Madison Ave., Memphis, TN 38103 - Promissory notes and 8,000 shares Class B non-voting common stock to be exchanged for common stock of Consolidated Federal Mortgage Securities Corp. - Jurisdictions: AL, FL, IL, IN, IA, ME, MI, MS, MD, NJ, NW, NC, ND, PA, TN, UT & VA - (24A-2544 - Dec. 30)
- 1-A Rock-Tenn Co., 504 Thrasher Street, Norcross, GA 30071 - 13,000 shares non-voting common stock and 7,000 shares voting common stock - Jurisdictions: AR, FL, IL, MA, MS, NJ, NC, PA, Puerto Rico, TX, and WI - (24A-2542 - Dec. 29)
- 1-A Eton Hall Ltd. Partnership, 7315 Wisconsin Ave., Suite 410N, Bethesda, MD 20814 - 100 Ltd. Partnership units @3,150/unit - Underwriter: Diversified Asset Investments, Inc., 7315 Wisconsin Ave., Suite 410N, Bethesda, MD - Jurisdictions: MD, DC & VA - (24W-3354 - Dec. 28)