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U.S. SECURITIES AND
EXCHANGE COMMISSION

sec news digest

Issue 84-63 March 30, 1984

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST CORPORATE REGISTRAR AND TRANSFER COMPANY

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against Corporate Registrar and Transfer Company, a registered transfer agent located in Newport Beach, California.

The Order for Proceedings alleges that from about October 1980 to about June 1983, Corporate Registrar wilfully violated certain fingerprinting and books and records provisions of the Exchange Act by failing to: turn around items received for transfer within the required time period; make required books and records; and notify the Commission and its client issuers of its substandard performance.

A hearing will be scheduled to determine whether the allegations against Corporate Registrar are true, and if so, to decide what, if any, remedial action would be appropriate. (Rel. 34-20765)

INVESTMENT COMPANY ACT RELEASES

SOUTHEASTERN CAPITAL SMALL BUSINESS INVESTMENT CORPORATION

A notice has been issued giving interested persons until April 23 to request a hearing on an application by Southeastern Capital Small Business Investment Corporation for an order declaring that it has ceased to be an investment company. (Rel. IC-13849 - Mar. 27)

STONE STREET FUND 1984

A notice has been issued giving interested persons until April 20 to request a hearing on an application by Stone Street Fund 1984, a limited partnership organized for employees of Goldman, Sachs & Co. and Stone Street Corp., its general partner. The application requests an order of exemption from all provisions of the Investment Company Act or from all provisions of the Act with certain exceptions, and for confidential treatment. (Rel. IC-13850 - Mar. 27)

EXEMPT ASSETS PORTFOLIOS

An order has been issued exempting Exempt Assets Portfolios, a registered open-end, diversified, management investment company, from the provisions of Sections 2(a)(41) and 12(d)(3) of the Investment Company Act and Rules 2a-4 and 22c-1 to value, in the manner described in the application, standby commitment rights and to permit the acquisition of such rights from brokers and dealers. (Rel. IC-13851 - Mar. 28)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Municipal Securities Rulemaking Board. The rule change (SR-MSRB-83-15) amends MSRB Rule G-12(e)(ii)(B) to permit persons who receive the delivery of new issue municipal securities imprinted with incorrect CUSIP numbers to reject the delivery. In addition, the rule change permits rejection of delivery of new issue municipal securities which no CUSIP number has been affixed when such securities are eligible for CUSIP number assignment. (Rel. 34-20796)

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-18 LDI DISASTER RECOVERY CORP, 1717 EAST NINTH ST, CLEVELAND, OH 44114 (216) 687-0100 - 690,000 (\$3,450,000) COMMON STOCK. 60,000 (\$60) WARRANTS, OPTIONS OR RIGHTS. 60,000 (\$360,000) COMMON STOCK. (FILE 2-89997-C - MAR. 16) (BR. 10 - NEW ISSUE)
- S-1 COMPUTER DOCTOR INC, 485 WASHINGTON AVE, PLEASANTVILLE, NY 10570 (914) 747-2777 - 575,000 (\$3,450,000) COMMON STOCK. 1,150,000 WARRANTS, OPTIONS OR RIGHTS. 1,150,000 (\$1,725,000) COMMON STOCK. (FILE 2-90064 - MAR. 21) (BR. 9 - NEW ISSUE)
- S-6 MUNICIPAL BOND TRUST INSURED SERIES 4, C/O PAINE WEBBER JACKSON & CURTIS INC, 140 BROADWAY, NEW YORK, NY 10005 - 11,000 (\$11,550,000) UNIT INVESTMENT TRUST. DEPOSITOR: PAINE WEBBER JACKSON & CURTIS INC. (FILE 2-90075 - MAR. 21) (BR. 16 - NEW ISSUE)
- S-6 MUNICIPAL BOND TRUST INSURED SERIES 5, C/O PAINE WEBBER JACKSON & CURTIS INC, 140 BROADWAY, NEW YORK, NY 10005 - 11,000 (\$11,550,000) UNIT INVESTMENT TRUST. DEPOSITOR: PAINE WEBBER JACKSON & CURTIS INC. (FILE 2-90076 - MAR. 21) (BR. 16 - NEW ISSUE)
- S-6 MUNICIPAL BOND TRUST INSURED SERIES 6, C/O PAINE WEBBER JACKSON & CURTIS INC, 140 BROADWAY, NEW YORK, NY 10005 - 11,000 (\$11,550,000) UNIT INVESTMENT TRUST. DEPOSITOR: PAINE WEBBER JACKSON & CURTIS INC. (FILE 2-90077 - MAR. 21) (BR. 16 - NEW ISSUE)
- S-8 AMPCO PITTSBURGH CORP, 700 PORTER BLDG, PITTSBURGH, PA 15219 (412) 456-4400 - 100,000 (\$1,950,000) COMMON STOCK. (FILE 2-90080 - MAR. 21) (BR. 6)
- S-3 AMERICAN CAN CO, AMERICAN LANE, P O BOX 3610, GREENWICH, CT 06836 (203) 552-2000 - 200,000 (\$9,200,000) COMMON STOCK. (FILE 2-90083 - MAR. 22) (BR. 9)
- S-14 HERITAGE BANCORP INC/WV, 101 EAST MAIN ST, GLENVILLE, WV 26351 (304) 462-7341 - 217,313 (\$9,481,366.19) COMMON STOCK. (FILE 2-90087 - MAR. 22) (BR. 2 - NEW ISSUE)
- S-1 DALTEX MEDICAL SCIENCES INC, 20 EXCHANGE PLACE, NEW YORK, NY 10005 (212) 514-6255 - 1,100,000 (\$6,600,000) COMMON STOCK. 3,600,000 (\$11,700,000) WARRANTS, OPTIONS OR RIGHTS. 3,600,000 (\$18,000,000) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$768,000) COMMON STOCK. COMMON STOCK. (FILE 2-90089 - MAR. 22) (BR. 8 - NEW ISSUE)
- S-8 FINANCIAL CORP OF AMERICA, 6420 WILSHIRE BLVD, LOS ANGELES, CA 90048 (213) 653-9550 - 37,091 (\$443,754.37) COMMON STOCK. 5,712 PREFERRED STOCK. (FILE 2-90090 - MAR. 22) (BR. 1)
- S-3 HOLIDAY INNS INC, 3742 LAMAR AVE, MEMPHIS, TN 38195 (901) 362-4001 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 2-90091 - MAR. 22) (BR. 4)
- S-18 CHALONE INC, 655 SUTTER ST, SAN FRANCISCO, CA 94102 (415) 441-8975 - 625,000 (\$7,500,000) COMMON STOCK. (FILE 2-90092 - MAR. 22) (BR. 1 - NEW ISSUE)
- S-14 ROCKFORD CITY BANCORP INC, 1100 BROADWAY, ROCKFORD, IL 61110 (815) 968-3761 - 29,431 (\$3,099,084.30) COMMON STOCK. (FILE 2-90093 - MAR. 22) (BR. 1)
- S-8 VIPONT LABORATORIES INC/NEW, 220 E OLIVE ST, FORT COLLINS, CO 80524 (303) 482-3126 - 150,000 (\$585,934) COMMON STOCK. (FILE 2-90094 - MAR. 21) (BR. 4)
- S-14 FNB FINANCIAL SERVICES CORP, 202 SOUTH MAIN STREET, REIDSVILLE, NC 27320 (919) 342-3346 - 742,500 (\$5,754,375) COMMON STOCK. (FILE 2-90095 - MAR. 21) (BR. 1 - NEW ISSUE)
- S-14 GULF NATIONAL BANCORP INC, 825 RYAN MALL, LAKE CHARLES, LA 70601 (318) 436-0531 - 300,000 (\$14,986,724) COMMON STOCK. (FILE 2-90098 - MAR. 22) (BR. 2 - NEW ISSUE)

- S-18 PENNY STOCK NEWS INC, 8930 OAKLAND CENTER, ROUTE 108, COLUMBIA, MD 21045
(301) 596-0126 - 5,500,000 (\$2,750,000) COMMON STOCK. 5,500,000 (\$1,650,000)
COMMON STOCK. 1,000,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 1,000,000 (\$300,000)
COMMON STOCK. (FILE 2-90100 - MAR. 22) (BR. 1 - NEW ISSUE)
- S-8 ALTOS COMPUTER SYSTEMS, 2641 ORCHARD PARKWAY, SAN JOSE, CA 95131 (408) 946-6700 -
1,000,000 (\$9,750,000) COMMON STOCK. (FILE 2-90101 - MAR. 22) (BR. 9)
- S-14 BANK OF BOSTON CORP, 100 FEDERAL ST, BOSTON, MA 02110 (617) 434-2200 - 1,200,000
(\$61,800,000) PREFERRED STOCK. (FILE 2-90102 - MAR. 22) (BR. 1)
- F-1 RODIME PLC /ADR/ IRVING TRUST CO, C/O IRVING TRUST CO, ONE WALL ST, NEW YORK, NY
10015 - 1,725,000 (\$35,362,500) FOREIGN COMMON STOCK. (FILE 2-90104 - MAR. 22)
(BR. 9)
- S-1 AMALGAMATED SUGAR CO, FIRST SECURITY BANK BLDG., OGDEN, UT 84401 (801) 399-3431 -
50,000 (\$50,000,000) STRAIGHT BONDS. 72,500 WARRANTS, OPTIONS OR RIGHTS. (FILE
2-90108 - MAR. 23) (BR. 4 - NEW ISSUE)

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 VIDEONETICS CORP OMRON BUSINESS SYS INC	COM	13D	3/26/84	2,233 75.8	03038010 0.0	NEW
AMREP CORP UNICORP AMERICAN CORP ET AL	COM	13D	3/23/84	755 20.1	03215910 19.1	UPDATE
BELKNAP INC CONCORD CORP	COM	14D-1	3/23/84	860 50.0	07783310 33.2	UPDATE
CELLU CRAFT INC DEL BURROWS GLADYS	COM	13D	2/27/84	379 9.7	15115910 8.7	UPDATE
CELLU CRAFT INC DEL BURROWS SELIS S	COM	13D	2/27/84	623 15.9	15115910 15.0	UPDATE
CELLU CRAFT INC DEL LUCKMAN SID	COM	13D	2/27/84	417 10.7	15115910 10.8	UPDATE
CELLU CRAFT INC DEL SIRDM DORIS	COM	13D	2/27/84	352 9.0	15115910 8.5	UPDATE
CELLU CRAFT INC DEL SIRDM MELVIN	COM	13D	2/27/84	625 15.0	15115910 15.5	UPDATE
CELLU CRAFT INC DEL WESTERMAN WILLIAM L	COM	13D	2/27/84	406 10.4	15115910 10.7	UPDATE
CODDING ENTERPRISES CODDING HUGH B	COM	13D	1/31/84	781 67.0	19189020 0.0	REVISION
CODDING ENTERPRISES CODDING NELLIE M	COM	13D	1/31/84	781 67.0	19189020 0.0	REVISION

ACQUISITION REPORTS CONT.

COMPUTER INDENTICS CORP FEDERAL RESEARCH CORP	COM	13D	3/15/84	225 6.5	20591810 5.9	UPDATE
CONDEC CORP CONDEC ACQUISITION CORP	COM	14D-1	3/29/84	0 0.0	20674110 0.0	NEW
DUAL LITE INC U S INDUSTRIES INC	COM	13D	3/20/84	897 39.0	26356610 38.9	UPDATE
ENERGY ASSETS INTL CORP FARGO ET AL	COM	13D	3/14/84	9,711 53.0	29291410 42.1	UPDATE
ENERGY ASSETS INTL CORP SAFFERTY MICHAEL G JR ET AL	COM	13D	3/14/84	10,465 57.0	29291410 1.9	UPDATE
FLOWER TIME INC GAYMARK ASSOCIATES ET AL	COM	13D	3/ 2/84	0 0.0	34349010 6.1	UPDATE
INTERLAKE INC BOESKY IVAN F. ET AL	COM	13D	2/ 7/84	0 0.0	45970210 1.7	UPDATE
INTL THOROUGHbred BREEDERS QUISLEY ROBERT J	COM	13D	3/16/84	10,277 30.2	46049110 0.0	NEW
JAMAICA WTR PTYS INC AMERICAN DIV ENTERPRISE ET AL	COM	13D	3/13/84	667 16.6	47021910 19.0	UPDATE
LAND RES CORP SECURITY SVGS & LN ASSN	COM	13D	12/21/83	1,841 73.2	51466910 69.6	UPDATE
MIDLANDS ENERGY CO SHEARSON AMERICAN EXPRESS INC	COM	13D	3/15/84	613 7.1	59780310 0.0	NEW
MINNESOTA FABRICS INC HOUSE OF FABRICS INC	COM	13D	3/22/84	139 4.1	60403110 5.5	UPDATE
SIERRA RES INC EURO-AMERICAN EXPLORATION	COM	13D	1/ 3/84	5,098 40.0	92648010 35.5	UPDATE
SIERRA RES INC HAYS JAMES T	COM	13D	1/ 3/84	975 7.5	82648010 9.8	UPDATE
TELE COMMUNICATIONS INC KEARNS-TRIBUNE CORP	CL A	13D	3/ 1/84	1,501 4.4	87924010 5.6	UPDATE
TELE COMMUNICATIONS INC KEARNS-TRIBUNE CORP	CL B	13D	3/ 1/84	1,125 11.4	87924020 14.0	UPDATE
U S LEASING INTL INC ORIENT LEASING CO LTD	COM	13D	2/27/84	1,017 14.2	91212910 13.2	UPDATE
VECTOR GRAPHIC INC VALTA II MGMT PARTNERS ET AL	COM	13D	1/ 9/84	437 7.5	92239410 0.0	NEW
WARNER COMMUNICATIONS INC CHRIS CRAFT INDS INC ET AL	COM	13D	3/17/84	19,660 29.5	93443610 27.4	UPDATE
WOLVERINE ALUM CORP COHEN BARRY F	COM	13D	3/23/84	473 33.3	97797810 33.1	UPDATE
AMERICAN PHONEMETER CORP ALLEN & CO INC ET AL	CL A	13D	3/14/84	737 12.5	02887010 4.9	UPDATE
AMERICAN SEC CORP CLARK A JAMES	COM PAR \$4.00	13D	2/17/84	614 9.2	02954420 6.4	UPDATE
BTK INC WALLS INDS INC ET AL	COM	13D	3/20/84	2,206 93.8	05593010 85.3	UPDATE
CUE INDUSTRIES INC ZALUSKY LAWRENCE	COM	13D	3/15/84	380 14.4	12656010 15.3	UPDATE

ACQUISITION REPORTS CONT.

CAPITOL TRANSAMERICA CORP FAIT GEORGE A	COM	13D	3/15/84	109 14.1	14064010 0.0	NEW
CHANNEL INDS INC DE RANCE INC	COM	13D	2/23/84	204 12.0	15915710 11.1	UPDATE
DETROIT & CDA TUNL CORP WENSER HENRY PENN ET AL	COM	13D	3/14/84	329 45.5	25070310 32.3	UPDATE
DIAGNOSTEK INC THOMPSON MEDICAL CO INC	COM	13D	3/13/84	770 11.4	25290010 0.0	NEW
ENSTAR CORP DEL CURTIN JOHN D JR	COM	13D	3/21/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL HARVIN WILLIAM C	COM	13D	3/19/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL HUFFINGTON ROY M INC ET AL	COM	13D	3/27/84	2,202 14.4	29358210 8.4	UPDATE
ENSTAR CORP DEL KRAUSSE DAN M	COM	13D	3/16/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL LEISK C WARDSELL	COM	13D	3/19/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL OSBORNE DEE S	COM	13D	3/19/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL SYMONDS J TAFT	COM	13D	3/20/84	1 0.0	29358210 0.0	NEW
ENSTAR CORP DEL WEHNER ERNEST L	COM	13D	3/19/84	0 0.0	29358210 0.0	NEW
ENSTAR CORP DEL WOODEN W J	COM	13D	3/19/84	1 0.0	29358210 0.0	NEW
FLIGHT DYNAMICS INC PACIFIC TELECOM, INC	COM	13D	3/ 6/84	2,691 47.1	33941410 40.1	UPDATE
FLORAFAX INTL INC DE RANCE INC	COM	13D	2/23/84	473 12.7	33982510 11.4	UPDATE
FLORIDA COAST BKS INC FIRST UNION CORP	COM	13D	3/26/84	900 33.0	34060510 33.3	UPDATE
FOSSIL OIL & GAS INC BERGEN FLOYD R	COM	13D	2/27/84	8,486 33.3	34988310 33.3	UPDATE
FOSSIL OIL & GAS INC EARLEE EXPLORATION	COM	13D	2/27/84	1,725 6.8	34988310 8.0	UPDATE
G & K SVCS INC WOLF PEGGY	COM	13D	2/15/84	107 5.7	35126810 5.7	RVSIGN
GRAHAM CORP SPRAGUE BEN C & EVELYN	COM	13D	2/25/84	23 2.7	38455610 0.0	NEW
GULF UNION INDUSTRIES INC WEITZ ALAN J	COM	13D	1/26/84	50 39.5	40257510 0.0	NEW
INFORMATION DISPLAYS INC LEVY LEONARD ET AL	COM PAR \$0.50	13D	3/14/84	1,035 34.0	45670420 28.1	UPDATE
LION COUNTRY SAFARI INC DE RANCE INC	COMMON STOCK	13D	2/29/84	122 6.3	53519810 7.3	UPDATE
MASONITE CORP UNITED STATES GYPSUM	COM NEW	14D-1	3/25/84	1,843 18.5	57537920 0.0	NEW

ACQUISITION REPORTS CONT.

MILLER BROS INDS INC WEISMAN LAWRENCE ESQ ET AL	COM 13D	3/19/84	25 4.9	60040010 4.8	UPDATE
MOVIELAB INC SPRAGUE BEN C & EVELYN	COM 13D	3/1/84	146 9.0	62460710 7.5	UPDATE
RAND INFORMATION SYS INC MOLSEN FREDERICK S	COM PAR \$0.30 13D	3/5/84	149 5.7	75219620 5.7	UPDATE
SOUTHLAND CAP INVS INC LOYAL AMERICAN LIFE INS ET AL	COM 13D	2/28/84	1,818 30.0	84443410 29.3	UPDATE
SOUTHWEST GAS CORP WESTINGHOUSE CREDIT CORP	COM 13D	1/13/84	0 0.0	84489510 8.0	UPDATE
TELECONCERTS CORP L & M ASSOCIATES	COM 13D	3/20/84	213 6.7	87928810 5.7	UPDATE
TRIANGLE INDS INC GUTERMAN GERALD & CO INC ET AL	COM 13D	2/7/84	221 9.6	89586110 8.6	UPDATE
TRIANGLE INDS INC NAM GROUP INC	COM 13D	2/7/84	400 17.3	89586110 23.3	UPDATE
TRIANGLE INDS INC TRAFALGAR INDS INC	COM 13D	2/7/84	120 5.2	89586110 5.2	UPDATE
UNIVERSAL TEL INC DE RANCE INC	CL A 13D	3/8/84	82 13.7	91396120 12.6	UPDATE
WALKER HIRAM RES LTD OLYMPIA & YORK HLDG CORP ET AL	COM 13D	3/21/84	8,427 11.9	93164710 12.0	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.

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 Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NO.	DATE	
ADMIRALTY GENERAL REAL ESTATE FUND	7	01/04/84	
AMERICAN HOME PATIENT CENTERS INC	2,7	03/08/84	
AMERICAN PHONEMETER CORP	5	03/16/84	
BALCOR REALTY INVESTORS 83 SERIES II	2,7	03/08/84	
BARBER GREENE CO /DE/	2,7	03/09/84	
BIONOMIC SCIENCES INTERNATIONAL INC	5,7	03/15/84	
CARDIOSEARCH INC	7	02/21/84	AMEND
CENTRAL JERSEY INDUSTRIES INC	7	01/13/84	AMEND
CHURCHILL TECHNOLOGY INC	1,7	03/13/84	
CITIZENS BANCORPORATION	5	03/13/84	
CITY GAS CO OF FLORIDA	6	03/19/84	
CONDIAL CORP	5	12/19/83	
EQUITEC REAL ESTATE INVESTORS FUND XII	2,7	03/08/84	

RECENT 8K FILINGS CONT.

FLEET FINANCIAL GROUP INC	5,7	03/21/84	
FOOTHILL GROUP INC	5	03/22/84	
GENERAL DATACOMM INDUSTRIES INC	2	03/08/84	
HECLA MINING CO/DE/	5,7	03/23/84	
INTERNATIONAL LEISURE HOSTS LTD /NEW/	4,7	03/05/84	
JACQUES MILLER REALTY PARTNERS LP II	2,5,7	03/16/84	
MORAGA CORP	5	01/27/84	
MSM SYSTEMS INC	1,5	03/01/84	
NATIONWIDE POWER CORP	5	02/27/84	
NAUGLES INC	2	03/08/84	
NELSON L B CORP	5	12/15/84	
NEW JERSEY NATIONAL CORP	5	03/15/84	
PAINÉ WEBBER GROWTH PROPERTIES TWO LP	2,7	03/09/84	
PIEZO ELECTRIC PRODUCTS INC	7	01/23/84	AMEND
PRETORIA TECHNOLOGY INC	4	02/01/84	
PROPERTY RESOURCES FUND VI	5	08/29/83	AMEND
SECURITY CAPITAL CORP/DE/	5,7	03/07/84	
SOUTH CAROLINA NATIONAL CORP	5,7	02/29/84	
STERLING BANCORPORATION/CA	5	03/13/84	
SUMMIT HEALTH LTD	2,7	03/07/84	
TOXIC WASTE CONTAINMENT INC	1,5	02/18/84	
VOLUME MERCHANDISE INC	1,5,7	02/20/84	
WARWICK INSURANCE MANAGERS INC	5	02/21/84	
WILSON FOODS CORP	2,7	03/12/84	

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 Republic Communications Industries Inc., 1101 W. Mineral Avenue, Littleton, CO 80120 - 15,000,000 shares common stock - Underwriter: William C. M. Kivlan, Stabb & Montagu Ltd., 41 Mott St., New York, NY 10013 - Jurisdictions: NY, NJ, CT, CO, NV and UT (24D-3696 - Feb. 2)
- 1-A Robotec Inc., 201 West Burnsville Parkway, Burnsville, MN 55337 - 2,000,000 units each consisting of one share common stock and 1/4 common stock purchase warrant - Underwriter: Midwest Discount, Inc., 13 South Ninth St., Minneapolis, MN 55402 - Jurisdictions: MN, NY, NV and CO - (24C-4235 - Feb. 6)
- 1-A New England Financial Services Corp., 37 East Pike Street, Indiana, PA 15701 - \$500,000 principal amount Variable Interest Promissory Notes - Jurisdiction: PA - (24W-3355 - Feb. 7)
- 1-A Science Accessories Corp., 970 Kings Highway West, Southport, CT 06490 - 1,500,000 shares common stock - Underwriter: S.B. Cantor & Co., Inc., 116 John Street, Suite 2201, New York, NY 10038 - Jurisdictions: NY, NJ, CT, CO, NV and UT - (24B-2057 - Feb. 8)
- 1-A SPS Enterprises, Inc. 1306 Washington Mutual Building, Spokane, WA 99201 - 2,500,000 shares common stock - Underwriter: Crable Securities, Inc., 1306 Washington Mutual Building, Spokane, WA 99201 - Jurisdictions: WA, NY, UT, NV, NJ and CO - (24S-2927 - Feb. 13)
- 1-A Brazos Park Ltd. Partnership, Suite 251, 16301 N.E. 8th Bellevue, WA 98008 - 240 units of limited partnership interests, Jurisdictions: WA, OR, CA and TX - (24S-2928 - Feb. 13)

EXEMPT FILINGS UNDER REGULATIONS A AND F CONT.

- 1-A The Master Class Co. Ltd. Partnership, c/o Joseph P. Harris Associates, 1500 Broadway, New York, NY 10036 - \$600,000 of limited partnership interests - Jurisdictions: CA, CT, IL, NJ, NY, PA, TX and WI - (24NY-8596 - Feb. 14)
- 1-A Bishopic Inc., 4955 Spring Grove, Ave., Cincinnati, Ohio 45232 - \$280,000 interest bearing bonds maturing in ten years - Jurisdictions: KY, OH, NJ, IL, CA and GA - (24C-4237 - Feb. 15)
- 1-A Development Corp. of Montana, 555 Fuller Ave., P.O. Box 916, Helena, MT 59624 - 15,000 shares common stock - Jurisdictions: MT, ID, WA, UT, CO, OR, IL, KS, NY, CA, MN, PA, NB, AR, TX, IA, ND, MD, NJ and WY - (24S-2929 - Feb. 16)
- 1-A Alaskans' Futures Fund, 19 South LaSalle St., Suite 501, Chicago, IL 60603 - 1,415 units of limited partnership interest - Underwriter: First Affiliated Securities, Inc., 6970 Miramar Rd., San Diego, CA 92121 - Jurisdictions: AK - (24S-2926 - Feb. 8)
- 1-A Bluegrass Trust Corp., 3543 Tates Creek Road, Lexington, KY 40505 - 120,000 shares common stock - Jurisdiction: KY - (24C-4236 - Feb. 14)
- 1-A SBNJ, Inc., Barclay Center, Route 70, Cherry Hill, NJ 08034 - 400,000 shares common stock - Jurisdictions: NJ, NY, MA, PA, MD, TN, VA, NH, ME, CA, IL, FL, CT and DE - (24 NY-8598 - Feb. 17)
- 1-A Profit Merchandising Corp., 181 Bridge Rd., Hauppauge, NY 11788 - 5,000,000 units each consisting of 2 shares common stock and one common stock purchase warrant - Underwriter: Sherman, Fitzpatrick & Co., Inc., 131 Mineola Blvd., Mineola, NY 11501 - Jurisdictions: CO, FL, NY, KY, NV, NJ, and UT - (24NY-8597 - Feb. 17)
- 1-A Totem Industries Ltd., Route 1, Box 176 Thomas Hill Lake, Callao, MD 63534 - 350,000 shares common stock - Jurisdictions: MD and British Columbia - (24C-4238 - Feb. 17)
- 1-A Holotronics Corp., 424 North Main St., Findlay, Ohio 45840 - 22,200 shares common stock - Jurisdictions: All states - (24C-4239 - Feb. 17)
- 1-A Vantage Companies Employees Investment Fund Ltd., 2777 Stemmons Freeway, Suite 2000, Dallas, TX 75207 - 3,875.96 Limited Partnership Units - Underwriter: Hanover Securities Corp., 2777 Stemmons Freeway, Suite 1900, Dallas, TX - Jurisdictions: AL, AZ, AR, CA, CO, CT, FL, GA, IL, IN, IA, KS, KY, LA, MI, MN, MS, MO, NB, NJ, OH, OK, PA, SC, TN and TX - (24FW-1762 - Feb. 22)
- 1-A A.S. Hansen Inc., 1080 Green Bay Road, Lake Bluff, IL 60044 - 52,000 shares common stock - Jurisdictions: CO, CT, DC, FL, GA, IL, IA, NJ, NY, OK, TN, TX, VA and WI - (24C-4240 - Feb. 24)
- 1-A Yankee International Medical Research & Manufacturing Ltd., 69 Bay Street, Manchester, NH 03104 - 88,250 shares of common stock - Jurisdictions: VT, NH - (24B-2058 - Feb. 27)
- 1-A Robertson Ultralight Corp., Snohomish County Airport, North Complex C-72, Everett, WA 98204 - 1,500,000 shares common stock - Jurisdiction: WA - (24S- 2930 Feb. 29)