

# sec news digest

Issue 94-115

June 20, 1994

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## ENFORCEMENT PROCEEDINGS

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### KILPATRICK CONVICTED

The Commission announced that on June 8 a federal grand jury in Denver, Colorado found William A. Kilpatrick of the Denver, Colorado area guilty on eleven counts, involving conspiracy, wire fraud, conspiracy to commit bank fraud, mail fraud, false statement to the Commission and obstruction of justice in connection with a scheme to manipulate the penny stock of United Financial Operations, Inc. [U.S. v. William A. Kilpatrick, USDC, Colorado, Criminal Action No. 93-Cr-299] (LR-14129)

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## INVESTMENT COMPANY ACT RELEASES

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### THE GOVETT FUNDS, INC., ET AL.

A notice has been issued giving interested persons until July 11 to request a hearing on an application filed by The Govett Funds, et al. for an order under Section 6(c) of the Investment Company Act exempting applicants from Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order would permit the applicants to assess a contingent deferred sales charge (CDSC) on certain redemptions of shares, and waive the CDSC in certain instances. (Rel. IC-20359 - June 16)

**PRINCIPAL MUTUAL LIFE INSURANCE COMPANY, ET AL.**

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting Principal Mutual Life Insurance Company, Principal Mutual Life Insurance Company Separate Account B (Separate Account B) and Princor Financial Services Corporation from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act. The order provides exemptions to the extent necessary to permit the deduction from the assets of Separate Account B of a mortality and expense risk charge imposed under certain flexible purchase payment individual variable annuity contracts. (Rel. IC-20360 - June 16)

**BANNER LIFE INSURANCE COMPANY, ET AL.**

An order has been issued under Section 6(c) of the Investment Company Act exempting Banner Life Insurance Company, Banner Life Variable Annuity Account B (Account B) and Banner Financial Services Group, Inc. from the provisions of Sections 26(a)(2) and 27(c)(2) of the Act. The order provides exemptions to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of Account B in connection with the issuance and sale of certain flexible premium variable annuity contracts. (Rel. IC-20361 - June 17)

**SECURITY LIFE OF DENVER INSURANCE COMPANY, ET AL.**

A notice has been issued giving interested persons until July 12 to request a hearing on an application filed by Security Life of Denver Insurance Company (Security Life), Security Life Separate Account L1 (Account), any other separate account established by Security Life in the future (together with the Account, Separate Accounts) to support flexible premium variable life insurance policies and/or scheduled premium variable life insurance policies issued by Security Life, and SLD Equities, Inc. Applicants seek an order to permit the deduction from premium payments of a charge that is reasonable in relation to the increased federal tax burden of Security Life under Section 848 of the Internal Revenue Code of 1986, as amended in connection with the offering of flexible premium and scheduled premium variable life insurance policies issued by Security Life through the Separate Accounts and any Separate Account to derive its assets from both flexible premium and scheduled premium variable life insurance policies. (Rel. IC-20362 - June 17)

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**SELF-REGULATORY ORGANIZATIONS**

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**UNLISTED TRADING PRIVILEGES GRANTED**

Orders have been issued granting the applications of three exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number

of issues are: Cincinnati Stock Exchange - 18 issues (Rel. 34-34225); Chicago Stock Exchange - 32 issues (Rel. 34-34226); and Philadelphia Stock Exchange - 10 issues (Rel. 34-34227).

#### DELISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Martech USA, Inc., Common Stock, \$.01 Par Value. (Rel. 34-34228)

#### PROPOSED RULE CHANGES

The Depository Trust Company filed a proposed rule change (SR-DTC-94-5) to allow participants to route securities certificates and related documentation directly to DTC. Publication of the proposal is expected in the Federal Register during the week of June 20. (Rel. 34-34224)

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-35) to modify its rules governing transaction reporting for trades executed by NASD member firms outside normal business hours. The Commission is publishing this notice to solicit comments on the proposed rule change from interested people. Publication of the notice in the Federal Register is expected during the week of June 20. (Rel. 34-34229)

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#### 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 SOUTHERN PACIFIC RAIL CORP, ONE MARKET PLAZA, ROOM 505, SAN FRANCISCO, CA 94105 (415) 541-1000 - 13,800,000 (\$293,250,000) COMMON STOCK. UNDERWRITER: KIDDER PEABODY & CO INC, MORGAN STANLEY & CO INC, SALOMON BROTHERS INC. (FILE 33-79950 - JUN. 09) (BR. 5)

S-8 PHARMACEUTICAL RESOURCES INC, ONE RAM RIDGE RD, SPRING VALLEY, NY 10977 (914) 425-7100 - 1,100,000 (\$8,171,426.43) COMMON STOCK. (FILE 33-79954 - JUN. 09) (BR. 4)

S-8 PHARMACEUTICAL RESOURCES INC, ONE RAM RIDGE RD, SPRING VALLEY, NY 10977 (914) 425-7100 - 300,000 (\$2,078,538.75) COMMON STOCK. (FILE 33-79956 - JUN. 09) (BR. 4)

S-1 HEALTH O METER PRODUCTS INC /DE, 7400 W 100TH PL, BRIDGEVIEW, IL 60455 (708) 598-9100 - 70,000,000 (\$70,000,000) STRAIGHT BONDS. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES C. (FILE 33-80000 - JUN. 09) (BR. 10)

REGISTRATIONS CONT.

- S-3 CLINTON GAS SYSTEMS INC, 4770 INDIANOLA AVE, COLUMBUS, OH 43214  
(614) 888-9588 - 120,749 (\$422,621.50) COMMON STOCK. (FILE 33-80002 - JUN. 09) (BR. 3)
- S-11 SUPERIOR BANK FSB, ONE LINCOLN CENTRE, OAKBROOK TERRACE, IL 60181  
(708) 916-4000 - 500,000,000 (\$500,000,000) EQUIPMENT TRUST CERTIFICATES.  
(FILE 33-80004 - JUN. 09) (BR. 11)
- S-3 BET HOLDINGS INC, 1232 31ST ST NW, WASHINGTON, DC 20007 (202) 337-5260  
- 100,000 (\$1,618,750) COMMON STOCK. (FILE 33-80006 - JUN. 09) (BR. 8)
- S-8 SECURITY FEDERAL CORPORATION, 1705 WHISKEY RD, AIKEN, SC 29801  
(803) 641-3000 - 39,377 (\$545,071) COMMON STOCK. (FILE 33-80008 - JUN. 09)  
(BR. 1)
- S-8 ATLANTIC BEVERAGE CO INC, 1587 SULPHUR SPRING RD, BALTIMORE, MD 21227  
(410) 247-5857 - 250,000 (\$1,432,558) COMMON STOCK. (FILE 33-80010 - JUN. 09) (BR. 3)
- S-8 INNERDYNE INC, 1244 REANWOOD AVE, SUNNYVALE, CA 94089 (407) 745-6010 -  
1,350,000 (\$2,531,250) COMMON STOCK. (FILE 33-80022 - JUN. 09) (BR. 8)
- S-8 PRESIDENT RIVERBOAT CASINOS INC, 802 N FIRST ST, ST LOUIS, MO 63102  
(314) 622-3000 - 2,550,000 (\$21,675,000) COMMON STOCK. (FILE 33-80024 - JUN. 09) (BR. 11)
- S-3 AMERICAN PHARMACEUTICAL CO /DE/, 245 FOURTH ST, PASSAIC, NJ 07055  
(201) 779-5300 - 2,923,006 (\$8,006,494.50) COMMON STOCK. (FILE 33-80026 - JUN. 09) (BR. 4)
- S-8 SPORT SUPPLY GROUP INC, 1901 DIPLOMAT, FARMERS BRANCH, TX 75234  
(214) 484-9484 - 450,000 (\$6,835,500) COMMON STOCK. (FILE 33-80028 - JUN. 09) (BR. 1)
- S-3 VIVRA INC, 400 PRIMROSE ROAD, SUITE 200, BURLINGAME, CA 94010  
(415) 348-8200 - 96,766 (\$2,219,618.51) COMMON STOCK. (FILE 33-80030 - JUN. 09) (BR. 5)
- S-8 INNERDYNE INC, 1244 REANWOOD AVE, SUNNYVALE, CA 94089 (407) 745-6010 -  
1,124,988 (\$157,498.32) COMMON STOCK. (FILE 33-80032 - JUN. 09) (BR. 8)
- S-8 NATIONAL GYPSUM CO /DE/, 2001 REXFORD RD, CHARLOTTE, NC 28211  
(704) 365-7300 - 1,000,000 (\$36,000,000) COMMON STOCK. (FILE 33-80034 - JUN. 09) (BR. 10)
- S-8 T CELL SCIENCES INC, 38 SIDNEY ST, CAMBRIDGE, MA 02139 (617) 621-1400 -  
1,000,000 (\$3,875,000) COMMON STOCK. (FILE 33-80036 - JUN. 09) (BR. 4)
- S-8 COLLAGEN CORP /DE/, 2500 FABER PL, PALO ALTO, CA 94303 (415) 856-0200 -  
750,000 (\$16,125,000) COMMON STOCK. (FILE 33-80038 - JUN. 09) (BR. 8)
- S-8 ADAPTIVE SOLUTIONS INC, 1400 NW COMPTON DR, STE 340, BEAVERTON, OR 97006  
(503) 690-1236 - 1,150,000 (\$3,956,000) COMMON STOCK. (FILE 33-80040 - JUN. 09) (BR. 10)
- S-8 MOLECULAR DYNAMICS INC, 928 EAST ARQUES AVE, SUNNYVALE, CA 94086  
(408) 773-1222 - 800,000 (\$5,650,000) COMMON STOCK. (FILE 33-80042 - JUN. 09) (BR. 8)

REGISTRATIONS CONT.

- S-1 MORRELL CORP, 3535 PIEDMONT RD N.E., ATLANTA, GA 30305 (404) 240-3000 - 4,398,750 (\$65,981,250) COMMON STOCK. (FILE 33-80046 - JUN. 10) (BR. 6)
- SB-2 SEABOARD OIL CO, 731 W WADLEY, BLDG 0 STE 200, MIDLAND, TX 79705 (915) 684-7005 - 749,926 (\$3,457,159) COMMON STOCK. (FILE 33-80048 - JUN. 10) (BR. 3)
- S-8 T CELL SCIENCES INC, 38 SIDNEY ST, CAMBRIDGE, MA 02139 (617) 621-1400 - 150,000 (\$581,250) COMMON STOCK. (FILE 33-80050 - JUN. 09) (BR. 4)
- S-8 KENDALL INTERNATIONAL INC, ONE MANSFIELD CORPORATE CTR, 15 HAMPSHIRE ST, MANSFIELD, MA 02048 (508) 261-8000 - 500,000 (\$24,170,000) COMMON STOCK. (FILE 33-80052 - JUN. 09) (BR. 8)
- S-8 UNI VITE INC, 1945 CAMINO VIDA ROBLE STE A, CARLSBAD, CA 92008 (619) 931-9942 - 250,000 (\$250) COMMON STOCK. (FILE 33-80054 - JUN. 09) (BR. 5)
- S-8 AMERICONNECT INC, 6750 W 93RD ST STE 110, OVERLAND PARK, KS 66210 (913) 341-8888 - 800,000 (\$725,000) COMMON STOCK. (FILE 33-80058 - JUN. 10) (BR. 7)
- S-8 TELEBIT CORP, ONE EXECUTIVE DRIVE, CHELMSFORD, MA 01824 (508) 441-2181 - 100,000 (\$512,500) COMMON STOCK. (FILE 33-80060 - JUN. 10) (BR. 7)
- S-2 MAX & ERMAS RESTAURANTS INC, 4849 EVANSWOOD DR, COLUMBUS, OH 43229 (614) 431-5800 - 1,265,000 (\$12,966,250) COMMON STOCK. (FILE 33-80090 - JUN. 10) (BR. 11)
- S-2 PAGES INC /OH/, 5720 AVERY RD, AMLIN, OH 43002 (614) 793-8749 - 1,725,000 (\$17,250,000) COMMON STOCK. (FILE 33-80094 - JUN. 10) (BR. 1)
- S-2 MAVERICK TUBE CORPORATION, 400 CHESTERFIELD CNTR - 2ND FLR, CHESTERFIELD, MO 63017 (314) 537-1314 - 2,875,000 (\$25,156,250) COMMON STOCK. (FILE 33-80096 - JUN. 10) (BR. 6)
- S-8 SYBROM INTERNATIONAL CORP, 411 E WISCONSIN AVE 24TH FLR, MILWAUKEE, WI 53202 (414) 274-6600 - 100,000 (\$3,034,687.50) COMMON STOCK. (FILE 33-80098 - JUN. 10) (BR. 8)
- S-1 MARKER INTERNATIONAL, 1070 W 2300 SOUTH, SALT LAKE CITY, UT 84119 (801) 972-2100 - 2,893,750 (\$30,992,062.50) COMMON STOCK. UNDERWRITER: ALLEN & CO INC. (FILE 33-80100 - JUN. 10) (BR. 12 - NEW ISSUE)
- S-8 CASTLE BANCGROUP INC, 142 W LINCOLN HWY, DEKALB, IL 60115 (815) 758-2411 - 50,000 (\$1,325,000) COMMON STOCK. (FILE 33-80102 - JUN. 10) (BR. 2)
- S-4 GRANITE DEVELOPMENT PARTNERS LP, 10800 BROOKPARK RD, C/O SUNRISE LAND CO, CLEVELAND, OH 44130 (216) 267-1200 - 36,000,000 (\$36,000,000) STRAIGHT BONDS. (FILE 33-80104 - JUN. 10) (BR. 5)
- S-1 INPHYNET MEDICAL MANAGEMENT INC, 1200 S PINE ISLAND RD, STE 600, FORT LAUDERDALE, FL 33324 (305) 475-1300 - 2,875,000 (\$48,875,000) COMMON STOCK. UNDERWRITER: COMEN & CO, LEHMAN BROTHERS. (FILE 33-80106 - JUN. 10) (BR. 6 - NEW ISSUE)
- S-1 CORVITA CORP /FL/, 8210 NW 27TH ST, MIAMI, FL 33122 (305) 599-3100 - 2,450,000 (\$25,100,000) COMMON STOCK. UNDERWRITER: HAMILTON INVESTMENTS INC. (FILE 33-80114 - JUN. 10) (BR. 8 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 FUSION SYSTEMS CORP, 7600 STANDISH PL, ROCKVILLE, MD 20855  
(301) 251-0300 - 1,674,609 (\$18,787,516.13) COMMON STOCK. (FILE 33-80116 - JUN. 10) (BR. 3)
- S-1 MOVIE GALLERY INC, 711 W MAIN ST, DOTHAN, AL 36301 (205) 677-2108 -  
2,875,000 (\$40,250,000) COMMON STOCK. UNDERWRITER: MORGAN KEEGAN & CO INC,  
SEIDLER COMPANIES INC. (FILE 33-80120 - JUN. 10) (BR. 12 - NEW ISSUE)
- S-11 GRANITE DEVELOPMENT PARTNERS LP, 10800 BROOKPARK RD,  
C/O SUNRISE LAND CO, CLEVELAND, OH 44130 (216) 267-1200 - 36,000  
(\$1,000,080) WARRANTS, OPTIONS OR RIGHTS. 36,000 (\$2,999,920)  
LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-80122 - JUN. 10) (BR. 5  
- NEW ISSUE)
- S-1 HEALTH O METER PRODUCTS INC /DE, 7400 W 100TH PL, BRIDGEVIEW, IL 60455  
(708) 598-9100 - 3,545,433 (\$19,056,702.38) COMMON STOCK. (FILE 33-80124 -  
JUN. 10) (BR. 10)
- F-6 DESC S A DE C V /ADR/, CITIBANK N A, 111 WALL ST, NEW YORK, NY 10043  
(212) 657-7531 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-80128 - JUN. 10)  
(NEW ISSUE)
- S-8 AGTSPORTS INC, 6890 S TUCSON WY, STE 202, ENGLEWOOD, CO 80112  
(303) 792-5000 - 300,000 (\$300,000) COMMON STOCK. (FILE 33-80130 -  
JUN. 10) (BR. 11)
- S-8 SOFTPOINT INC, 850A SOUTH ROCK BLVD, SPARKS, NV 89431 (702) 355-1130 -  
600,000 (\$540,000) COMMON STOCK. (FILE 33-80132 - JUN. 10) (BR. 10)
- S-8 ALLIANCE ENTERTAINMENT CORP, 115 E 57TH ST, NEW YORK, NY 10022  
(212) 750-2303 - 5,500,000 (\$30,522,800) COMMON STOCK. (FILE 33-80134 -  
JUN. 10) (BR. 12)
- F-6 AMDINA BOTTLING CO INC /ADR/, CITIBANK N A, 111 WALL ST, NEW YORK, NY  
10043 (212) 657-7531 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-80140 - JUN. 10)  
(NEW ISSUE)
- S-4 COX CABLE COMMUNICATIONS INC, 53 PERIMETER CENTER EAST, ATLANTA, GA  
30346 (000) 000-0000 - 53,686,636 (\$599,679,724.12) COMMON STOCK. (FILE  
33-80152 - JUN. 13) (BR. 10)
- S-8 INTELLIGENT SURGICAL LASERS INC, 4520 EXECUTIVE DR STE ONE, PLZ LEVEL,  
SAN DIEGO, CA 92121 (619) 552-6700 - 550,000 (\$3,757,500) COMMON STOCK.  
(FILE 33-80162 - JUN. 13) (BR. 8)
- S-3 CARR REALTY CORP, 1700 PENNSYLVANIA AVE N W, WASHINGTON, DC 20006  
(202) 624-7500 - 4,025,000 (\$94,084,375) COMMON STOCK. UNDERWRITER:  
LEGG MASON WOOD WALKER INC, LEHMAN BROTHERS, MERRUCK LYNCH & CO,  
WHEAT FIRST BUTCHER SINGER. (FILE 33-80164 - JUN. 13) (BR. 6)
- F-6 DURANGO INDUSTRIAL GROUP /ADR/, 48 WALL ST, C/O BANK OF NEW YORK,  
NEW YORK, NY 10286 (212) 495-1727 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-80166 - JUN. 10)  
(NEW ISSUE)

REGISTRATIONS CONT.

- S-8 ACTIVE VOICE CORP, 2901 THIRD AVE, STE 500, SEATTLE, WA 98121  
(206) 441-4700 - 570,212 (\$6,068,704) COMMON STOCK. (FILE 33-80168 - JUN. 13) (BR. 7)
- S-8 METATEC CORP, 7001 DISCOVERY BLVD, DUBLIN, OH 43017 (614) 761-2000 - 150,000 (\$1,875,000) COMMON STOCK. (FILE 33-80170 - JUN. 13) (BR. 11)
- S-8 METATEC CORP, 7001 DISCOVERY BLVD, DUBLIN, OH 43017 (614) 761-2000 - 30,000 (\$375,000) COMMON STOCK. (FILE 33-80172 - JUN. 13) (BR. 11)

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 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
AIR & WTR TECHNOLOGIES CORP COMPAGNIE GENERALE DES EAUX	CL A 13D	6/14/94	17,503 70.5	00905810 25.0	UPDATE
BISYS GROUP INC WELSH CARSON ANDERSON ET AL	COM 13D	5/25/94	1,804 11.9	05547210 12.6	UPDATE
BETA WELL SVC INC STANDARD CHARTERED BANK ET AL	COM 13D	5/13/94	0 0.0	08659410 0.0	NEW
BORROR CORP DILLON INVESTORS LP ET AL	COM 13D	6/ 7/94	383 6.5	10004810 0.0	NEW
COLE KENNETH PRODTNS INC COLE KENNETH D	CL A 13D	6/ 9/94	944 32.1	19329410 0.0	NEW

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
COOPER LIFE SCIENCES COOPER COS	COM NEW 13D	6/14/93	0 0.0	21671220 9.2	UPDATE
CUCOS INC SCHOENBAUM RAYMOND D ET AL	COM 13D	4/18/94	211 10.0	22972510 6.9	UPDATE
DYNATECH CORP SIEGLER GARY ET AL	COM 13D	6/15/94	887 9.5	26813810 9.0	UPDATE
GENERAL CABLE CORP DEL AMERICAN FINANCIAL CORP ET AL	COM 13D	6/ 9/94	0 0.0	36929910 45.8	UPDATE
GOLD RIVER HOTEL & CASINO CARGILL FINL SVCS CORP	COM SER B 13D	8/31/92	268 22.7	38070110 0.0	NEW
GOLDEN PHARMACEUTICALS INC DRUMMOND CHARLES R	COM 13D	5/ 9/94	42,000 51.8	38114510 41.9	UPDATE
GREAT SOUTHN BANCORP MAHONEY ROBERT M	COM 13D	10/18/93	115 6.8	39090510 0.0	NEW
LO JACK CORP UNION CARBIDE CORP ET AL	COM 13D	6/ 6/94	4,809 25.0	53945110 26.9	UPDATE
MENTOR GRAPHICS CORP GOVT SINGAPORE INVTS ET AL	COM 13D	5/31/94	2,536 5.3	58720010 0.0	NEW
PS PARTNERS V LTD STORAGE EQUITIES	UNITS 14D-1	6/10/94	54 36.6	69362596 19.4	RVISION
PITTENCRIEFF COMMUNICATIONS PITTENCRIEFF PLC	COM 13D	6/14/94	0 0.0	72451410 54.4	UPDATE
SCORE BRD INC GOLDIN KENNETH	COM NEW 13D	6/ 6/94	2,253 20.5	80917320 5.8	UPDATE
STANDARD REGISTER CO FIFTH THIRD BANK ET AL	COM 13D	6/ 6/94	18,536 64.6	85388710 25.6	UPDATE
THORN APPLE VY INC ROCKER DAVID A	COM 13D	6/10/94	537 9.1	88518410 8.1	UPDATE
ASK GROUP INC SPEEDBIRD MERGE INC	COM 14D-1	6/17/94	6,109 26.2	00190310 26.2	UPDATE
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM 13D	6/ 9/94	0 0.0	01948310 9.4	UPDATE
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM 13D	6/ 9/94	0 0.0	01948310 9.4	RVISION
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM 13D	6/ 9/94	0 0.0	01948310 9.4	RVISION
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM 13D	6/ 9/94	0 0.0	01948310 9.4	RVISION



## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM	6/ 9/94	0 0.0	01948310 9.4	RVSION
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM	6/ 9/94	0 0.0	01948310 9.4	RVSION
ALLIED RESH CORP GLAZER MALCOLM I ET AL	COM	6/ 9/94	0 0.0	01948310 9.4	RVSION
ALTON GROUP INC BECKER STANLEY S	COM NEW	1/21/94	903 100.0	02160020 0.0	NEW
ARRIS PHARMACEUTICAL CORP MORGENS EDWIN H ET AL	COM	6/ 8/94	438 5.2	04599610 0.0	NEW
BALLY ENTMT CORP FMR CORP	COM	6/17/94	5,856 12.5	06499610 11.2	UPDATE
BASIC PETE INTL LTD BASIC HOLDINGS LTD	COM	6/ 3/94	623 32.8	07003610 100.0	UPDATE
CLEARLY COM BEVERAGE CORP BIL LTD	COM	6/14/94	1,834 12.3	18490110 11.3	UPDATE
DREYERS GRAND ICE CREAM INC NESTLE HLDGS INC ET AL	COM	6/14/94	5,000 34.1	26187810 34.1	UPDATE
ELXSI CORP MORGENS EDWIN H ET AL	COM NEW	6/ 9/94	368 6.2	26861320 5.2	UPDATE
ELCO INDS INC OKABE CO ET AL	COM	6/16/94	853 17.1	28442010 18.2	UPDATE
HEXCEL CORP FISHER INVESTMENTS INC	COM	6/ 6/94	413 5.0	42829010 5.0	UPDATE
HONECALL INC MID ATLANTIC MEDICAL SVCS INC	COM PAR	\$0.01 6/ 8/94	621 19.7	43738430 18.1	UPDATE
IMMUNEX CORP NEW AMERICAN CYANAMID CO	COM	6/16/94	21,514 55.6	45252810 55.5	UPDATE
KOO KOO ROO INC WHALE SEC CO LP	COM	6/13/94	342 8.4	50048510 10.0	UPDATE
MARGARETTEN FINL CORP CHEMICAL BANKING ET AL	COM	140-1 6/17/94	0 0.0	56657610 0.0	UPDATE
MARGARETTEN FINL CORP CHEMICAL BANKING ET AL	DEP 1/4 PFD A %	140-1 6/17/94	0 0.0	56657630 0.0	UPDATE
MARGARETTEN FINL CORP CHEMICAL BANKING ET AL	DEP 1/4 PFD A %	140-1 6/17/94	0 0.0	56657630 0.0	RVSION
NATIONAL HEALTH INVS INC BROWN BROTHERS HARRIMAN	COM	130 5/31/94	435 3.5	63699710 0.0	NEW
NATIONAL TRANSACTION NETWORK BCE TELECOM INTERNATIONAL INC	COM NEW	130 6/ 6/94	1,261 38.8	63822130 38.8	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ BOUNDED	CUSIP/ PRIORITY	FILING STATUS
NPS PHARMACEUTICALS INC DOMAIN PARTNERS II LP	COM 13D	5/26/94	766 11.4	64699310 0.0	NEW
PAIRGAIN TECHNOLOGIES INC BCE TELECOM INTERNATIONAL INC	COM 13D	6/ 6/94	1,388 11.3	69593410 11.3	UPDATE
PHILLIPS VAN HEUSEN CORP PHILLIPS LAWRENCE S ET AL	COM 13D	6/14/94	1,841 7.0	71859210 8.1	UPDATE
PLAINS RES INC LEGACY RESOURCES CO L P	COM PAR \$0.10 13D	5/16/94	750 6.5	72654050 0.0	RVISION
PROPERTY TR AMER SANDERS WILLIAM D ET AL	SHS BEN INT 13D	3/31/94	12,226 27.4	74344510 19.1	UPDATE
REGAL INTL INC HARLEQUIN INVT HLDGS LTD ETAL	COM 13D	6/16/94	26,500 27.9	75881910 27.4	UPDATE
PRIME MED SVCS INC NEW SALVATORE ALTERNATIVE	COM 13D	10/18/93	836 5.7	77399910 0.0	NEW
TIGERA GROUP INC FORSCHNER GROUP INC	COM 13D	6/ 9/94	1,451 6.8	88690710 0.0	NEW

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.
- Item 8. Change in Fiscal Year.

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

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
THERMEDICS INC	MA		X						X	03/16/94	
THERMO PROCESS SYSTEMS INC	DE		X						X	05/16/94	
TRANSAMERICA OCCIDENTAL LIFE INSURANCE C	CA				X	X				05/16/94	
TRANSAMERICAN WASTE INDUSTRIES INC	DE				X	X				04/29/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
TRI LITE INC /PA/	PA						X			12/31/93	AMEND
TRIBUNE SWAB FOX COMPANIES INC	DE				X	X				03/17/94	
TRIPPOS INC	UT				NO ITEMS					05/26/94	
UNITED DOMINION REALTY TRUST INC	VA		X							05/17/94	
VALERO ENERGY CORP	DE		X				X			05/31/94	
VALERO NATURAL GAS PARTNERS L P	DE		X				X			05/31/94	
VALHI INC /DE/	DE				X	X				03/10/94	
VALUE MERCHANTS INC	WI				X	X				05/23/94	
VIE DE FRANCE CORP	DE		X							05/24/94	
VISTA BANCORP INC	NJ				X	X				05/16/94	AMEND
WASHINGTON MUTUAL SAVINGS BANK MORT BACK	WA						X			03/31/94	
WATERS INSTRUMENTS INC	MN				X	X				05/23/94	AMEND
WESTPOINT STEVENS INC	DE				X	X				05/10/94	
ZIEGLER MORTGAGE SECURITIES INC II	WI				X	X				05/12/94	
SEARS CREDIT ACCOUNT TRUST 1990 A	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1990 B	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1990 C	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1990 D	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1990 E /NEW/	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1991-A	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1991-B	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1991-C	IL				X	X				06/15/94	
SEARS CREDIT ACCOUNT TRUST 1991-D	IL				X	X				06/15/94	
SEARS MORT SEC CORP INDI RT ADJ RT MOR PA	DE				X	X				05/31/94	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				05/31/94	
SEARS MORT SEC CORP ADJ RT MORT PAS THRO	DE				X	X				05/31/94	
SEARS MORT SEC CORP ADJUST RATE MORT PA	DE				X	X				05/31/94	
SEARS MORT SEC CORP ADJUST RATE MORT PAS	DE				X	X				05/31/94	
SEARS MORT SEC CORP MORT PASS THRO CERT	DE				X	X				05/31/94	
SEARS MORT SEC CORP MORT PASS THRO CERT	DE				X	X				05/31/94	
SEARS MORT SEC CORP MORT PASS THRO CERT	DE				X	X				05/31/94	
SEARS MORT SEC CORP MULT CLA MORT PAS TH	DE				X	X				05/31/94	
SEARS MORT SEC CORP MULTI CLASS MOR PAS	DE				X	X				05/31/94	
SEARS MORT SECURITIES CORP MORT PASS THR	DE				X	X				05/31/94	
SEARS MORTGAGE SEC CORP ADJ RAT MOR PAS	DE				X	X				05/31/94	
SEARS MORTGAGE SEC CORP COFI MOR PAS THR	DE				X	X				05/31/94	
SEARS MORTGAGE SEC CORP MORT PAS THRO CE	DE				X	X				05/31/94	
SEARS MORTGAGE SEC CORP MORT PASS THR CE	DE				X	X				05/31/94	
SEARS MORTGAGE SEC CORP MORT PASS THRO C	DE				X	X				05/31/94	
SEARS SAVINGS BANK SERIES 1992-A					X	X				05/31/94	
SELVAC CORP	DE				X	X				05/31/94	
SOUTHEASTERN PUBLIC SERVICE CO	DE	X								06/09/94	
SOUTHWESTERN LIFE CORP	DE	X								06/15/94	
SOUTHWESTERN LIFE CORP	DE	X								06/15/94	
SPECTRAL DIAGNOSTICS INC					X					06/02/94	
STERLING RESOURCES CORP	UT	X				X				05/25/94	
STRATFORD AMERICAN CORP	AZ	X				X				06/01/94	
STYLES ON VIDEO INC	DE					X				11/04/94	AMEND
SURETY CAPITAL CORP /DE/	DE	X				X				05/31/94	
SYMERCOM TECHNOLOGY INC	DE	X				X				06/01/94	
TEL ELECTRONICS INC	UT					X				03/31/94	AMEND
TETRA TECH INC	DE	X				X				06/03/94	
TNBR SHARP DRILLING INC	TX					X				06/09/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			
TRC COMPANIES INC /DE/	DE		X								05/27/94	
TREATS INTERNATIONAL ENTERPRISES INC	DE				X						06/10/94	
TRIARC COMPANIES INC	OH	X									06/09/94	
UAL CORP /DE/	DE				X	X					06/15/94	
ULTRA CAPITAL CORP	UT				X	X					05/26/94	
UNI HOLDING CORP	DE					X					03/31/94	AMEND
UNIPHASE CORP /CA/	DE					X					04/12/94	AMEND
UNITED DOMINION REALTY TRUST INC	VA					X					06/14/94	AMEND
USA HEALTH TECHNOLOGIES INC	CO	X	X			X					05/31/94	
USA WASTE SERVICES INC	OK		X		X	X					05/27/94	
VIVUS INC	CA			X		X					06/08/94	
WELLSFORD RESIDENTIAL PROPERTY TRUST	MD					X					04/15/94	AMEND
WESTERN FINANCIAL 1994-1 GRANTOR TRUST					X	X					06/01/94	
WETTERAU PROPERTIES INC	MD	X				X					05/26/94	
WINTHROP FINANCIAL ASSOCIATES	MD	X									05/31/94	
ATLANTIC CITY ELECTRIC CO	NJ	X									06/17/94	
BNY MASTER CREDIT CARD TRUST	DE				X	X					06/15/94	
BORG WARNER AUTOMOTIVE INC	DE				X	X					06/15/94	
BOSTON CAPITAL TAX CREDIT FUND III L P	DE				X	X					05/26/94	
BOSTON FINANCIAL TAX CREDIT FUND VIII LP			X								06/14/94	
CAPTEC FRANCHISE CAPITAL PARTNERS LP II	DE	X				X					05/25/94	AMEND
CHECKMATE ELECTRONICS INC	GA					X					06/13/94	
CINETRIX INC	NV			X	X	X					03/04/94	
CITADEL HOLDING CORP	DE				X						06/17/94	
CODA ENERGY INC	DE					X					04/29/94	AMEND
CRAY COMPUTER CORP	DE				X	X					06/10/94	
DOMINION RESOURCES INC /VA/	VA	X									06/17/94	
ELCO INDUSTRIES INC	DE				X	X					06/15/94	
F & C BANCSHARES INC	FL				X	X					06/14/94	
FILTERTEK INC/DE	DE				X						05/31/94	
FINANCECO AUTO RECEIVABLES TRUST 1994-1	DE				X	X					06/15/94	
FOURTH FINANCIAL CORP	KS				X	X					06/15/94	
GENERAL KINETICS INC	VA					X					05/31/94	AMEND
GNB BANCSHARES INC	TX				X	X					06/07/94	
GREAT SOUTHERN BANCORP INC	DE				X	X					06/15/94	
GREEN TREE FINANCIAL CORP	MN				X	X					06/15/94	
GREEN TREE FINANCIAL CORP	MN				X	X					06/15/94	
GREEN TREE FINANCIAL CORP	MN				X	X					06/15/94	
GREEN TREE FINANCIAL CORP	MN				X	X					06/15/94	
HANCOCK JOHN REAL ESTATE LTD PARTNERSHIP	MA	X				X					05/31/94	
HASBRO INC	RI				X						06/16/94	
HOUSING SEC INC MORTGAGE PASS THRO CERTI	DE				X	X					05/25/94	
IBM CREDIT RECEIVABLES INC					X	X					06/15/94	
INTERNATIONAL INVESTMENTS & TRADING CO I	DE	X				X					04/26/94	
INTERNATIONAL TELECOM SERVICES INC	DE	X				X					06/02/94	
JONES INTERCABLE INC	CO				X						06/10/94	
KIDDER PEABODY ACCEP CORP I MOR PASS THR					X	X					05/25/94	
KOGER EQUITY INC	FL	X									06/17/94	
LA GEAR INC	CA				X	X					06/15/94	
LAURENTIAN CAPITAL CORP/DE/	DE				X	X					05/03/94	
LAWYERS TITLE CORP	VA				X	X					06/15/94	
LIFE RE CORP	DE				X	X					06/14/94	
MBNA AMERICA BA NATIONAL ASSOC DOVER CRE			X		X						06/14/94	