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U.S. SECURITIES
EXCHANGE COMMISSION

ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS AGAINST DAVID KING AND KING CAPITAL CORPORATION

The Commission announced the entry of an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions against David A. King (King) and King Capital Corporation (KCC), an investment adviser registered with the Commission. King, the President and sole shareholder of KCC, was formerly a registered representative of a broker-dealer registered with the Commission.

King and KCC consented to the issuance of the Order without admitting or denying the Commission's findings, except that they admitted that the U.S. District Court for the District of Massachusetts had entered a Final Judgment of Permanent Injunction against them. The September 16 Final Judgment permanently enjoined King and KCC from further violations of the registration and antifraud provisions of the securities laws. The complaint alleged that the defendants engaged in the fraudulent offer and sale of unregistered securities (SEC v. David A. King and King Capital Corporation, No. 93-12025H).

The Commission's Order bars King from association with any broker, dealer, municipal securities dealer, investment adviser or investment company and revokes KCC's registration as an investment adviser. (Rels. 34-33167; IA-1391)

COMMISSION SETS ASIDE IN PART AND SUSTAINS IN PART NYSE ACTION AGAINST NEW YORK & FOREIGN SECURITIES CORPORATION AND PETER TOCZEK

The Commission has set aside in part and sustained in part a disciplinary proceeding brought by the New York Stock Exchange against New York & Foreign Securities Corporation, of New York City, and Peter Toczek, its president. The Exchange had found that New York & Foreign, through Toczek, had committed fraud, in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder and inconsistent with just and equitable principles of trade, by inflating damages sought in an arbitration it had brought against another Exchange member.

The Commission found that the conduct did not implicate Section 10(b) or Rule 10b-5, nor did it constitute conduct inconsistent with just and equitable principles of trade. Consequently, the Commission set aside the findings of fraud or unethical conduct and reversed the sanctions imposed. However, the Commission sustained a finding of fictitious trading and a finding of the failure to properly designate an order ticket prior to its transmission to the trading floor, but imposed no sanction, in view of the Commission's action against Toczek in another action decided at the same time. (Rel. 34-33175)

COMMISSION MODIFIES NYSE SANCTIONS IMPOSED AGAINST PETER MARTIN TOCZEK

The Commission has modified the NYSE's findings of violation against Peter Martin Toczek of New York City. The NYSE censured Toczek, fined him \$50,000, suspended him for a period of six months, and required him to be supervised and to requalify within that period as floor member and general securities principal. During four periods in 1983, Toczek placed purchase orders at the close of NYSE trading on consecutive days, which had the effect of raising the closing prices on those days. The NYSE found that Toczek not only engaged in conduct that was inconsistent with just and equitable principles of trade, but violated Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder. The Commission agreed that Toczek engaged in conduct inconsistent with just and equitable principles of trade, but concluded that the evidence did not support a finding of scienter necessary to sustain a charge of manipulation under Rule 10b-5. It consequently eliminated the suspension which the NYSE Board of Governors had imposed on Toczek distinctly for the manipulation finding. The Commission sustained the remaining sanctions.

The NYSE had also found that Toczek, in violation of Exchange Rule 390, twice sold listed securities on the over-the-counter market at a time when trading on the Exchange was being conducted. The Commission concluded that it was inappropriate to impose any additional sanction on Toczek for this violation, "because the NYSE's inordinate delay in bringing its charges disabled Toczek from documenting whatever defenses he may have had." (Rel. 34-33176)

NASD PROCEEDINGS AGAINST U.S. ASSOCIATES, ET. AL., REMANDED

The Commission has remanded to the NASD disciplinary proceedings against U.S. Associates, Inc. (USA) of Little Rock Arkansas, a former NASD member firm; Rondell E. Loftin, USA's president; Douglas Shivers, a USA trader; Ronald Davis, a USA salesman; and Bobby Johnston, a USA vice-president. The Commission found that the NASD's proceedings against the Applicants were not fair. It vacated the NASD's findings and sanctions and remanded the matter for a new hearing before a newly-constituted hearing panel.

The Commission did not reach the NASD's substantive findings that Applicants had fraudulently priced zero-coupon bonds and government securities. Instead, the Commission found that the NASD's District Committee hearing violated the NASD's own rules entitling Applicants to a reasonable pre-hearing opportunity to review evidence against them and a reasonable opportunity to present their case in person to the hearing panel. Here, Applicants were surprised when the NASD staff presented over 600 pages of additional evidence to them on the morning of their hearing. In addition, the five Applicants were given only four hours to present their cases while

the NASD staff was accorded one-and-a-half days. Applicants were unable to fully present their cases, including their credibility and demeanor.

While every procedural defect does not harm respondents in disciplinary proceedings, the Commission stated that this principle could not cure the multiple and cumulative procedural problems in this case. (Rel. 34-33189)

ACTION FILED AGAINST RONALD COHEN d/b/a W & A TRUST ACCOUNT

The Commission today announced the filing of a Complaint For Civil Injunction and Other Equitable Relief on November 10 in the U.S. District Court for the Northern District of Texas against Ronald A. Cohen (Cohen) d/b/a W & A Trust Account.

The complaint alleged that Cohen violated the registrations and antifraud provisions of the securities laws in connection with the offer, purchase and sale of securities. According to the complaint, since June 1991, Cohen raised at least \$7.5 million from investors. The Commission further alleged that Cohen, who was not registered as a broker and dealer in securities, engaged in securities transactions for the accounts of these investors. In addition, the complaint alleged that Cohen failed to disclose, or misrepresented the true nature of, his numerous felony convictions. Finally, the Commission alleged that, in contravention of his representations to investors that he would only engage in cash transactions, Cohen engaged in option and margin transactions and incurred substantial losses of investors' monies.

Also on November 10, the United States District Court for the Northern District of Texas entered Orders permanently enjoining Cohen from continuing to violate the aforementioned provisions of the securities laws, ordering disgorgement and civil penalties in amounts to be determined, appointing a receiver, freezing the assets of, and directing an accounting from, Cohen. [SEC v. Ronald A. Cohen d/b/a W & A TRUST ACCOUNT/USDC/ND TX/Dallas Div/No. CA-3-93CV2257P] (LR-13870)

TEMPORARY RESTRAINING ORDER ISSUED AGAINST EUROPEAN KINGS CLUB, EUROPEAN KING'S CLUB - CORP., EKC RE-INSURANCE (EUROPE) LTD., GERMAN KINGS CLUB, E.V., WOLFGANG STURIES, DAMARA A. BERTGES, HARALD K. BERTGES AND ROBERT W. PALMER, JR.

On November 15, the Honorable Morton A. Brody of the United States District Court for the District of Maine granted the Commission's request for a Temporary Restraining Order against European Kings Club, European Kings Club - Corp., EKC-Re-Insurance (Europe) Ltd., German Kings Club, E.V., Wolfgang Sturies of Offenbach, Germany, Damara A. Bertges of Limeshain, Germany, Harald K. Bertges of Limeshain, Germany and Robert W. Palmer, Jr. of Waterville, Maine. The Court also issued an order for the freezing of assets, an order prohibiting the acceptance of additional investor funds, an accounting of assets and an order requiring the repatriation to the United States of assets transferred abroad.

The Commission's complaint alleges that the defendants are engaged in a "Ponzi" scheme in violation of the federal securities laws. According to the Commission's complaint, this scheme involved the offer and sale of unregistered securities in the form of letters of investment. The complaint alleges that the defendants fraudulently induced

individuals to join EKC at a membership fee of \$100 per year and then to purchase one or more of the "letters" at a cost of \$1,400 per letter. The letter guarantees the holder a total return of \$2,400 in twelve monthly installments of \$200, which amounts to a per letter return of \$1,000 or 71% per year. [SEC v. European Kings Club, et al., C.A. No. 93-0258-B, D. ME] (LR-13871)

COMPLAINT FILED AGAINST KENNETH PUCKETT

The Commission announced the filing of a complaint on October 27, 1993 in the U.S. District Court for the Northern District of Illinois against Kenneth Puckett (Puckett) for violations of the anti fraud provisions of the federal securities laws. The complaint alleges that from May 1986 to November 1992, Puckett raised \$2 million from 34 investors for the purchase of securities, and then converted the funds to his own use. In connection with the purchase of these securities, the complaint alleges that Puckett misstated and omitted to state material facts to investors concerning, among other things, his failure to invest client funds as represented and his use of such funds to make payments to existing clients and to pay business and personal expenses. The complaint further alleges that from April 1991 to November 1992 in connection with his registration as an investment adviser, Puckett failed to disclose his custody of approximately \$1 million in client funds. Puckett also violated several of the investment adviser custody and possession rules under the federal securities laws. [SEC v. Kenneth Puckett, N.D.Ill., 93 CIV 6566, GWL] (LR-13872)

SECOND MOTION FOR CIVIL CONTEMPT FILED AGAINST LYNN OYLER

On November 10, the Commission filed a Second Motion for Civil Contempt Against Lynn R. Oyler (Oyler) based on Oyler's violation of the Order of Preliminary Injunction entered on March 12. The Motion states that Oyler violated the provisions of the Preliminary Injunction which prohibit him from transferring his assets by entering into a letter of intent for the sale of his interests in a wireless cable lease agreement on October 1.

The Motion requests that the Court find Oyler in contempt of the Preliminary Injunction, and order that he may purge his contempt by proceeding with the sale of his wireless cable lease agreement, provided that the proceeds be deposited into the Registry of the Court. The Motion requests that, if Oyler does not comply, he be incarcerated.

The Commission's first motion for civil contempt, filed July 20, 1993, was based on Oyler's entry into a contract for the sale of his residence, and was resolved when Oyler stipulated that the sale proceeds would be deposited into the Registry of the Court. [SEC v. Lynn R. Oyler, Delta Star Corporation, Bowen Bo Wagner, Interfirst Equities Corporation and Fortune Plus Management Company, Civil Action No. 93-NC 033S, D. Utah] (LR-13874)

MORRIS AND GARDNER CONVICTED

The Commission and Clifford J. Proud, acting United States Attorney for the Southern District of Illinois, announced the convictions of Edward Morris, formerly the Chief

Executive Officer of Germania Bank, and Steven Gardner of Chesterfield, Missouri, formerly the President of Germania. Morris and Gardner were convicted of mail and wire fraud in connection with the offer and sale of \$10 million worth of subordinated capital notes (Notes) to customers of Germania.

Morris and Gardner were convicted of failing to disclose Germania's true financial condition to investors by failing to disclose an internal analysis which was performed prior to the sale of the Notes, which indicated that the Bank's existing reserves for losses on loans and other assets needed to be increased by approximately \$9 million. In addition, Morris and Gardner were convicted of selling the Notes using a sales campaign entitled "Top Gun" which directed the sale toward older, less sophisticated investors, with limited financial resources.

The convictions are for essentially the same conduct as is alleged in the Commission's complaint against Morris, Gardner, Joseph Mason and others which was filed on December 10, 1991. [U.S. v. Edward L. Morris and Steven M. Gardner, Criminal No. 92-30144-WLB, S.D. Ill.] (LR-13873)

INVESTMENT COMPANY ACT RELEASES

PASADENA INVESTMENT TRUST, ET AL.

A notice has been issued giving interested persons until December 8, 1993 to request a hearing on an application filed by Pasadena Investment Trust, et al. for an order under Section 6(c) of the Investment Company Act exempting applicants from sections 2(a)(32), 2(a)(35), 18(f), 18(g), 18(i), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order would permit applicants to issue multiple classes of shares representing interests in the same portfolio of securities, assess a contingent deferred sales charge (CDSC) on certain redemptions of shares, and waive the CDSC in certain instances. (Rel. IC-19862 - November 12)

GREAT HALL VALUE TRUST-SERIES 1

A notice has been issued giving interested persons until December 7, 1993 to request a hearing on an application filed by Great Hall Value Trust-Series 1 on behalf of itself and certain subsequent series (each a Series) for an order under Section 6(c) of the Investment Company Act to permit each Series to invest up to ten percent of its total assets in securities of issuers that derived more than fifteen percent of their gross revenues in their most recent fiscal year from securities related activities. (Rel. IC-19863 - November 12)

THE FIRST TRUST SPECIAL SITUATIONS TRUST, SERIES 69

A notice has been issued giving interested persons until December 7, 1993 to request a hearing on an application filed by The First Trust Special Situations Trust, Series 69 on behalf of itself and certain subsequent series (each a Series) for an order under Section 6(c) of the Investment Company Act to permit each Series to invest up to ten percent of its total assets in securities of issuers that derived more than fifteen percent of their gross revenues in their most recent fiscal year from securities related activities. (Rel. IC-19864 - November 12)

SECURITY FIRST LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 26(b) of the Investment Company Act. The order approves a proposed substitution of shares of the Money Market Portfolio of the Variable Insurance Products Fund for shares of the Money Market Series of Security First Trust held by Security First Life Separate Account A (Account A) and by Fidelity Standard Life Separate Account (Fidelity Account, together with Account A, the Accounts). Along with the Accounts, the applicants were Security First Life Insurance Company and Fidelity Standard Life Insurance Company. (Rel. IC-19865 - November 12)

FARM BUREAU LIFE INSURANCE COMPANY ET AL.

An order has been issued on an application filed by Farm Bureau Life Insurance Company, Farm Bureau Life Annuity Account (Account) and FBL Marketing Services, Inc. that grants exemptions from Sections 26(a)(2) and 27(c)(2) of the Investment Company Act so that Applicants may assess a mortality and expense risk charge against the assets of the Account, which funds individual flexible premium deferred variable annuity contracts. (Rel. IC-19866 - November 12)

GRUNTAL & CO., INCORPORATED

A conditional order has been issued on an application filed by Gruntal & Co., Incorporated (Gruntal) under Section 9(c) of the Investment Company Act of exempting Gruntal from Section 9(a) of the Act to the extent necessary to permit Gruntal to employ Robert J. DeCanio, an individual who is subject to a securities related injunction. (Rel. IC-19867 - November 15)

AMSOUTH MUTUAL FUNDS, ET AL.

A notice has been issued giving interested persons until December 10, 1993 to request a hearing on an application filed by AmSouth Mutual Funds, et al. Applicants seek to amend a prior order that permits the applicant investment companies to offer up to four classes of shares. As amended, the order would permit the applicant investment companies to issue up to five classes of shares, assess a contingent deferred sales charge (CDSC) on certain redemptions of shares of one class and waive the CDSC in certain cases. (Rel. IC-19868 - November 15)

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.

REGISTRATIONS

- SB-2 AIRPORT SYSTEMS INTERNATIONAL INC, 11300 WEST 89TH ST, OVERLAND PARK, KS 66214 (913) 492-0861 - 1,685,000 (\$20,400,000) COMMON STOCK. UNDERWRITER: FAHNESTOCK & CO INC. (FILE 33-70970-FW - OCT. 28) (BR. 3)
- SB-2 BOGO ENERGY CORP, 1601 NORTHWEST EXPRESSWAY, STE 1400, OKLAHOMA CITY, OK 73118 (405) 840-1067 - 287,500 (\$17,250,000) PREFERRED STOCK. 1,662,500 (\$15,862,500) COMMON STOCK. UNDERWRITER: PAULSON INVESTMENT CO INC. (FILE 33-70980-FW - OCT. 28) (BR. 4 - NEW ISSUE)
- M-1A LINCOLN NATIONAL EQUITY INCOME FUND INC, 1300 SOUTH CLINTON STREET, FORT WAYNE, IN 46801 - INDEFINITE SHARES. (FILE 33-71158 - NOV. 02) (BR. 18 - NEW ISSUE)
- S-1 MHI GROUP INC, 3100 CAPITAL CR NE, TALLAHASSEE, FL 32308 (904) 385-8883 - 2,530,000 (\$27,830,000) COMMON STOCK. UNDERWRITER: ABD SECURITIES CORP, LAIDLAW EQUITIES INC. (FILE 33-71268 - NOV. 08) (BR. 5)
- S-3 WESTERN INVESTMENT REAL ESTATE TRUST, 3450 CALIFORNIA ST, SAN FRANCISCO, CA 94118 (415) 929-0211 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES. (FILE 33-71270 - NOV. 08) (BR. 6)
- S-8 COMMAND SECURITY CORP, LEXINGTON PARK, LAGRANGEVILLE, NY 12540 (914) 454-3703 - 30,000 (\$90,000) COMMON STOCK. (FILE 33-71274 - NOV. 08) (BR. 5)
- S-8 LIDAK PHARMACEUTICALS, 11077 NORTH TORREY PINES RD, LA JOLLA, CA 92037 (619) 558-0364 - 1,296,000 (\$7,614,000) COMMON STOCK. (FILE 33-71276 - NOV. 08) (BR. 4)
- S-3 IMRE CORP, 401 QUEEN ANNE AVE N, SEATTLE, WA 98109 (206) 298-9400 - 1,850,000 (\$6,475,000) COMMON STOCK. (FILE 33-71278 - NOV. 08) (BR. 4)
- S-8 MARINE HARVEST INTERNATIONAL INC, 10 WOODBRIDGE CENTER DR, WOODBRIDGE, NJ 07095 (908) 750-1122 - 1,185,000 (\$9,088,950) COMMON STOCK. (FILE 33-71280 - NOV. 08) (BR. 3)
- S-8 CAMPO ELECTRONICS APPLIANCES & COMPUTERS INC, 800 DISTRIBUTORS ROW, HARAHAN, LA 70123 (504) 733-4522 - 215,000 (\$2,099,510) COMMON STOCK. (FILE 33-71282 - NOV. 08) (BR. 1)
- S-3 RIVERWOOD INTERNATIONAL CORP, 3350 CUMBERLAND CIRCLE STE 1600, ATLANTA, GA 30339 (404) 916-7900 - 125,000,000 (\$125,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-71322 - NOV. 05) (BR. 8)
- S-1 INTERIM SERVICES INC, 2050 SPECTRUM BLVD, FT LAUDERDALE, FL 33309 (305) 938-7600 - 11,500,000 (\$224,250,000) COMMON STOCK. (FILE 33-71338 - NOV. 05) (BR. 6 - NEW ISSUE)
- S-1 PREMIERE PAGE INC, 8900 STATE LINE RD, STE 500, LEAWOOD, KS 66206 (913) 649-6060 - 4,979,500 (\$64,733,500) COMMON STOCK. (FILE 33-71360 - NOV. 05) (BR. 8 - NEW ISSUE)
- S-1 COPELCO LEASE FUNDING CORP V, 1700 SUCKLE PLAZA, PENNSAUKEN, NJ 08110 (609) 665-6400 - 1,000,000 (\$1,000,000) STRAIGHT BONDS. UNDERWRITER: PRUDENTIAL SECURITIES CORP. (FILE 33-71362 - NOV. 05) (BR. 11 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-1 3DO CO, 600 GALVESTON DRIVE, REDWOOD CITY, CA 94063 (415) 574-6789 - 1,150,000 (\$46,287,500) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC, STANLEY MORGAN & CO. (FILE 33-71364 - NOV. 08) (BR. 11)
- S-3 SCHULER NOMES INC, 1001 BISHOP ST STE 1060, HONOLULU, HI 96813 (808) 521-5661 - 2,700,000 (\$89,656,875) COMMON STOCK. (FILE 33-71366 - NOV. 08) (BR. 10)
- S-1 TRINITY AMERICAS INC, 950 THIRD AVE, 27TH FL, NEW YORK, NY 10022 (212) 888-5563 - 6,527,779 (\$38,355,562) COMMON STOCK. (FILE 33-71368 - NOV. 08) (BR. 14 - NEW ISSUE)
- N-2 NUVEEM MUNICIPAL VALUE FUND INC, 333 W WACKER DR, CHICAGO, IL 60606 (312) 917-8200 - 100,000 (\$1,144,000) COMMON STOCK. (FILE 33-71370 - NOV. 08) (BR. 18)
- N-2 NUVEEM PREMIUM INCOME MUNICIPAL FUND INC, 333 W WACKER DR, CHICAGO, IL 60606 (312) 917-8200 - 100,000 (\$1,769,000) COMMON STOCK. (FILE 33-71372 - NOV. 08) (BR. 18)
- S-3 PHYSICIANS CLINICAL LABORATORY INC, 3301 C ST STE 100E, SACRAMENTO, CA 95816 (916) 444-3500 - 40,000,000 (\$40,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-71374 - NOV. 08) (BR. 5)
- S-8 RHONE POULENC S A, 25 QUAI PAUL DOLMER, 92408 COURBEVOIE CEDEX, FRANCE, 10 - 2,200,000 (\$56,100,000) COMMON STOCK. (FILE 33-71378 - NOV. 08) (BR. 1)
- S-8 MESCO AUTO PARTS CORP /NV/, 1705 W GARVEY AVE N, WEST COVINA, CA 91790 (818) 814-1541 - 240,000 (\$342,500) COMMON STOCK. (FILE 33-71380 - NOV. 08) (BR. 1)
- S-4 IVERSON TECHNOLOGY CORP, 6623A OLD DOMINION RD, MCLEAN, VA 22101 (703) 749-1200 - 1,000,000 (\$10,000,000) PREFERRED STOCK. 1,000,000 (\$1,000,000) COMMON STOCK. (FILE 33-71382 - NOV. 08) (BR. 9)
- S-8 ANTEC CORP, 2850 WEST GOLF RD, ROLLING MEADOWS, IL 60008 (708) 439-4444 - 1,925,000 (\$26,970,550) COMMON STOCK. (FILE 33-71384 - NOV. 08) (BR. 3)
- S-8 ANTEC CORP, 2850 WEST GOLF RD, ROLLING MEADOWS, IL 60008 (708) 439-4444 - 75,000 (\$1,912,500) COMMON STOCK. (FILE 33-71386 - NOV. 08) (BR. 3)
- S-8 ANTEC CORP, 2850 WEST GOLF RD, ROLLING MEADOWS, IL 60008 (708) 439-4444 - 300,000 (\$7,650,000) COMMON STOCK. (FILE 33-71388 - NOV. 08) (BR. 3)
- S-8 LAUREL BANCORP INC, 8101 SANDY SPRING RD STE 301, LAUREL, MD 20707 (301) 725-2522 - 166,800 (\$670,200) COMMON STOCK. (FILE 33-71396 - NOV. 08) (BR. 2)
- F-1 AMWAY ASIA PACIFIC LTD, 28F CITICORP CENTRE, 18 WHITFIELD RD, CAUSEWAY BAY HONG KONG, K3 (852) 570-0878 - 9,085,000 (\$163,530,000) FOREIGN COMMON STOCK. (FILE 33-71402 - NOV. 08) (BR. 7 - NEW ISSUE)
- S-4 VALUE HEALTH INC / CT, 22 WATERVILLE RD, AVON, CT 06001 (203) 678-3400 - 12,475,000 (\$467,812,500) COMMON STOCK. (FILE 33-71404 - NOV. 08) (BR. 9)

REGISTRATIONS CONTINUED

- N-1A NATIONWIDE VARIABLE ACCOUNT 5, ONE NATIONWIDE PLAZA, COLUMBUS, OH 43218
(614) 249-7111 - INDEFINITE SHARES. (FILE 33-71440 - NOV. 08) (BR. 20
- NEW ISSUE)
- S-8 MINNESOTA BREWING CO, 882 WEST SEVENTH ST, ST PAUL, MN 55102
(612) 228-9173 - 250,000 (\$1,304,670) COMMON STOCK. (FILE 33-71442 -
NOV. 08) (BR. 11)
- S-8 SPACELABS MEDICAL INC, 15220 NE 40TH ST, REDMOND, WA 98052
(206) 882-3700 - 900,000 (\$20,250,000) COMMON STOCK. (FILE 33-71444 -
NOV. 08) (BR. 8)
- S-8 NEWS CORP LTD, 2 HOLT ST, SYDNEY NSW AUSTRALIA 2010, C3 (212) 852-7000
- 5,000,000 (\$29,171,420) FOREIGN COMMON STOCK. (FILE 33-71446 - NOV. 08)
(BR. 12)

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
ALTER SALES INC	COM NEW		0	02199320	
PAYNE FINL GROUP INC	13D	10/27/93	0.0	N/A	UPDATE
AMERICAN FILM TECH INC	COM		12,000	02603830	
METZLER GERALD M	13D	10/22/93	52.7	4.4	UPDATE
CMS ENHANCEMENT INC	COM NEW		333	12589740	
MANUFACTURERS INDMNTY & INS CO	13D	10/25/93	10.0	0.0	NEW
CMS ENHANCEMENT INC	COM NEW		673	12589740	
PEIZER TERREN S ET AL	13D	10/25/93	22.7	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CANAL CAPITAL CORP EDELMAN ASHER B. ET AL	COM 13D	11/ 2/93	997 23.0	13700310 41.7	UPDATE
CHECK TECHNOLOGY CORP OKABENA PARTNERSHIP K	COM 13D	11/ 2/93	50 0.9	16278010 3.6	UPDATE
CHECKMATE ELECTRS INC MOORE DUDLEY L JR	COM NEW 13D	10/ 5/93	495 10.9	16281420 0.0	NEW
CLEVELAND CLIFFS INC TIGER NGMT CORP ET AL	COM 13D	11/ 2/93	775 6.5	18589610 9.7	UPDATE
COOPER DEV CO MONTGOMERY PARKER G	COM NEW 13D	11/ 1/93	1,089 30.0	21665520 11.3	UPDATE
DIRECT CONNECT INTL INC LIEBERMAN CHARLES	COM 13D	11/12/92	603 6.4	25456010 0.0	NEW
ELECTRONIC INFORM SYS INC GERHARD LANG H ET AL	COM 13D	10/20/93	285 4.2	28573810 6.1	UPDATE
FIBREBOARD CORP NEW ROACH JOHN D	COM 13D	9/13/93	265 6.4	31571210 0.0	RVISION
FISCHER & PORTER CO PA TOLSON JAY H	COM 13D	9/30/93	1,820 34.8	33769310 0.0	NEW
GREASE MONKEY HLDG CORP UTSLER REX L ET AL	COM 13D	8/26/93	2,653 59.1	38990030 100.0	UPDATE
IDAM SOFTWARE ILANOT DISCOUNT MUT FDS NGMT	ORD SH 13D	10/21/93	2,106 7.1	45151010 0.0	NEW
INDRESCO INC ORBIS INVMT NGMT LTD ET AL	COM 13D	11/ 2/93	59 0.2	45590510 9.6	UPDATE
LIBERTE INVS ENLOE ROBERT TED III	SH BEN INT 13D	10/22/93	813 6.9	53015210 0.0	NEW
LONE STAR INDS INC HELLMAN F WARREN	COM 13D	10/25/93	1,000 6.0	54229010 0.0	NEW
MATLACK SYS INC CRANDALL J TAYLOR ET AL	COM 13D	10/29/93	504 8.7	57690110 6.9	UPDATE
MERCHANTS GROUP INC TWEEDY BROOME CO L P ET AL	COM 13D	10/22/93	252 8.0	58853910 6.5	UPDATE
NATIONAL TRANSACTION NETWORK BCE VENTURE CAPITAL	COM NEW 13D	9/30/93	19,120 38.8	63822130 36.8	UPDATE
NOBEL INS LTD SMITH JAMES C ET AL	COM 13D	10/25/93	367 5.5	65488510 0.0	NEW
PERSONAL DIAGNOSTICS INC MICHAEL JOHN H	COM 13D	10/21/93	2,102 39.7	71533410 39.6	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OLMED	CUSIP/ PRIOR%	FILING STATUS
SHELBY WILLIAMS INDS INC STEINFELD MAMFRED	COM 13D	10/22/93	2,640 29.0	82213510 30.1	UPDATE
SKYBOX INTERNATIONAL INC ALISSA SAAD A	COM 13D	9/20/93	1,803 22.4	83091410 0.0	NEW
TRANSCO ENERGY CO CORPORATE ADVISORS ET AL	COM 13D	11/ 3/93	0 0.0	89353210 7.5	UPDATE
MELDOTRON CORP LYFORD CORP ET AL	COM 13D	10/22/93	200 9.5	94939110 0.0	RVISION
XSCRIBE CORP ICL INC	COM 13D	10/25/93	2,000 12.2	98391110 0.0	NEW
AMDURA CORP CONTINENTAL BANK N A ET AL	COM NEW 13D	10/21/93	5,150 21.0	02342670 45.4	UPDATE
AMERALIA INC VOGEL JACQUELINE MARS	SER B CONV PFD STK 13D	10/29/93	25 99.9	02355926 0.0	NEW
AMERALIA INC VOGEL JACQUELINE MARS	SER A CONV PFD 13D	10/29/93	667 99.9	02355999 99.9	UPDATE
BEARD CO BEARD W M ET AL	COM 13D	10/26/93	715 12.0	07399110 14.0	UPDATE
BEARD CO NEW YORK LIFE INSURANCE ET AL	COM 13D	10/26/93	566 9.5	07399110 0.0	NEW
BIOTECHNICA INTL INC GROUPE LIMAGRAIN HLDG S A	COM 13D	10/26/93	9,532 73.0	09091510 0.0	NEW
CARNIVAL CRUISE LINE INC ARISON TED ET AL	CL A 13D	10/19/93	67,332 47.7	14365810 49.7	UPDATE
COMMUNITY FINL SYS INC FIRST MIDWEST FINL INC	COM 13D	10/25/93	31 10.0	20399910 0.0	NEW
CONCORDE HLDGS CORP LIEM BRUSTUEN (BRUCE) H	COM 13D	9/30/93	15,243 58.2	20651410 48.2	UPDATE
CORPORATE SOFTWARE INC CS ACQUISITION CORP	COM 14D-1	11/ 5/93	0 0.0	22003710 0.0	UPDATE
CROSSMANN COMMUNITIES INC CROSSER RICHARD H	COM 13D	10/26/93	1,614 27.5	22799910 0.0	NEW
CROSSMANN COMMUNITIES INC SCHEUMANN JOHN B	COM 13D	10/26/93	1,893 32.4	22799910 0.0	NEW
DATAMAP INC KIPHART RICHARD P	COM 13D	8/15/92	548 5.9	23804410 0.0	NEW
DYCOM INDS INC STOVER WILLIAM T ET AL	COM 13D	10/19/93	1,103 12.7	26747510 13.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ENVIROFIL INC GARTMORE INVMT LTD ET AL	COM 13D	8/24/93	3,873 12.0	29394320 8.9	UPDATE
ENVIROFIL INC GARTMORE INVMT LTD ET AL	COM 13D	8/24/93	3,873 12.0	29394320 8.9	RVISION
EVERGREEN MEDIA CORP EQUITABLE COS	CL A 13D	10/25/93	1,177 14.1	30024810 15.2	UPDATE
G F BANCORP INC HALIS JEFFREY S	COM 13D	10/19/93	18 5.9	36160310 0.0	NEW
INDRESCO INC ORBIS INVMT MGMT LTD ET AL	COM 13D	11/ 2/93	59 0.2	45590510 9.6	RVISION
INSITE VISION INC GENERAL MTRS INVMT MGMT ET AL	COM 13D	10/25/93	988 11.1	45766010 0.0	NEW
KATY INDS INC GAMCO INVESTORS INC ET AL	COM 13D	11/ 3/93	573 6.4	48602610 6.4	UPDATE
KOLL REAL ESTATE GROUP INC LIBRA INVEST & TRADE LTD	CL A 13D	11/ 4/93	5,939 14.9	50043410 14.9	UPDATE
LA QUINTA NTR INNS LTD LA QUINTA INNS INC	DEPOSITARY UNIT 14D-1	11/ 5/93	453 11.4	50419610 10.6	UPDATE
LANDAUER INC GAMCO INVESTORS INC ET AL	COM 13D	11/ 3/93	499 5.9	51499010 6.9	UPDATE
MARK CTLS CORP NEW EUCALYPTUS INVMTS ET AL	COM 13D	11/ 5/93	435 8.7	57099310 9.2	UPDATE
MEDALIST INDS INC DODSON JAMES D ET AL	COM 13D	10/25/93	236 6.1	58402010 7.1	UPDATE
MR COFFEE INC PACIFIC EQUITY MGMT ET AL	COM 13D	10/26/93	527 6.4	60646010 7.2	UPDATE
NATIONAL GYPSUM CO GOLDEN EAGLE INDS INC	COM 13D	11/ 4/93	3,996 20.0	63631710 20.0	UPDATE
NATIONAL GYPSUM CO GOLDMAN SACHS & CO ET AL	COM 13D	11/ 4/93	111 N/A	63631710 N/A	UPDATE
NATIONAL INCOME RLTY TR FRIEDMAN WILLIAM S ET AL	SH BEN INT NEW 13D	10/28/93	967 30.1	63699220 32.2	UPDATE
PARAMOUNT COMMUNICATIONS INC VIACOM INC ET AL	COM 14D-1	11/ 3/93	23,699 20.0	69921610 20.0	UPDATE
PROVIDENT BANCORP INC LINDNER CARL H	COM PAR \$6 13D	10/28/93	847 5.5	74383420 26.0	UPDATE