

# sec news digest

Issue 91-14

January 22, 1991

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## COMMISSION ANNOUNCEMENTS

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### CHAIRMAN BREEDEN TO MEET WITH REPORTERS FOLLOWING REMARKS TO SECURITIES REGULATION INSTITUTE

Chairman Breeden will meet with reporters following his remarks on Wednesday, January 23rd to the Securities Regulation Institute in San Diego, California. The meeting with reporters is scheduled to begin shortly after 2:00 p.m. (Pacific Coast time) in the Hotel Del Coronado, Orange Avenue, San Diego (Coronado section), California.

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## ADMINISTRATIVE PROCEEDINGS

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### JOHN PETIT BARRED

The New York Regional Office announced on January 14 that the Commission issued an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions (Order) against John L. Petit (Petit), of Boca Raton, Florida. The Order permanently bars Petit from association in any capacity with any broker, dealer, municipal securities dealer, investment adviser, or investment company.

Petit, formerly a registered representative associated with Smith Barney, Harris Upham & Co., consented to the entry of the Order finding that: (1) Petit purchased securities of 42 companies while in possession of misappropriated material non-public information that those companies were favorably discussed in soon to be released editions of BusinessWeek; (2) at the time of these transactions Petit knew that the information was non-public and was improperly obtained from the printer of BusinessWeek before the information became available to the general public; and (3) on November 5, 1990, he was permanently enjoined from further violations of the anti-fraud provisions of the federal securities laws. For further information see Litigation Release No. 12693. (Rel. 34-28773)

### MARSHALL DAVIS REVOKED

The Commission entered an Order Making Findings and Imposing Remedial Sanctions against Marshall Davis, Inc. (Marshall Davis), a Denver area based broker-dealer. In entering the order the Commission accepted an offer submitted by Marshall Davis in settlement of a proceeding instituted March 23, 1990. By its offer Marshall Davis,

without admitting or denying the allegations in the order for proceeding, consented to entry of the order finding that it willfully violated the registration provisions of the Securities Act of 1933, as amended, in connection with market making activities in the securities of American Pain and Stress, Inc. (APS) by publicly distributing up to 525,000 unregistered shares of APS that Marshall Davis acquired from the president of APS through a nominee. Marshall Davis also consented to revocation of its registration as a broker-dealer. (34-28772)

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## CIVIL PROCEEDINGS

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### COMPLAINT AGAINST JACK TRACHTMAN

The New York Regional Office of the Commission announced on January 17 the filing of a complaint against Jack Trachtman, formerly of Oliver's Stores, Inc., alleging that Trachtman sold Oliver's stock in December 1986 and January 1987 while in possession of material, non-public information about Oliver's deteriorating financial condition. After Trachtman completed his sales, Oliver's announced a loss for the quarter ended December 31, 1986, and the price of Oliver's stock fell. The complaint alleges that Trachtman, by selling his stock when he did, avoided losses of \$62,775 and seeks a permanent injunction against future violations and disgorgement of losses that Trachtman avoided plus prejudgment interest. Simultaneous with the filing of the complaint, Trachtman consented, without admitting or denying the allegations, to a final judgment of permanent injunction and to payment of disgorgement and interest totalling \$85,789.72, which will be paid into the registry of the Court to be utilized for payment to any persons who submit claims within one year from the date of judgment and who the Court finds to have valid claims against Trachtman arising under the securities laws as a result of the transactions alleged in the Commission's complaint. [SEC v. Trachtman, 91 Civ. 0389, WK, SDNY] (LR-12757)

### COMPLAINT AGAINST JOSEPH WOLFER AND OTHERS

The New York Regional Office of the Commission announced on January 17 the filing of a complaint seeking permanent injunctions against future violations of the federal securities laws against Joseph Wolfer, of Creskill, New Jersey, Thomas Nadler of Franklin Lakes, New Jersey, Raymond Bacek of Boonton, New Jersey and Robert Horowitz of East Northport, New York.

The complaint alleges that Wolfer, Nadler, Bacek and Horowitz violated the anti fraud, reporting, books and records and other provisions of the federal securities laws by participating in a scheme to falsify the financial statements of Oliver's Stores, Inc., in connection with an initial public offering of Oliver's securities during 1986 and in connection with subsequent filings by Oliver's with the Commission. The complaint also charges Wolfer and Nadler with insider trading in Oliver's stock and seeks disgorgement of losses they allegedly avoided, plus prejudgment interest and civil penalties under the Insider Trading Sanctions Act of 1984. Simultaneous with the filing of the complaint, Bacek and Horowitz consented, without admitting or denying the allegations, to final judgments of permanent injunction against future violations. [SEC v. Wolfer, Nadler, Bacek and Horowitz, 91 Civ. 0399, WK, SDNY] (LR-12758)

## MARC A. FORMAN ENJOINED

The Denver Regional Office announced that on January 9 a Final Judgment of Permanent Injunction was entered by the U.S. District Court for the District of Colorado against Marc A. Forman. Permanent injunctions were previously entered against Daniel R. Blankenship and Michael A. Patten on October 22, 1990 and November 15, 1990, respectively, pursuant to their consents without admitting or denying the allegations in the Commission's complaint.

Forman consented, without admitting or denying the allegations in the complaint, to a permanent injunction from future violations of the registration and antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 (Exchange Act), as well as the broker registration requirements of the Exchange Act. Forman further consented to an order of disgorgement of profits, which was waived based on proof of inability to pay. The complaint alleged that the defendants offered and sold contracts for investments in gold and that Forman, among others, acted fraudulently. (See Litigation Release 12636). The Colorado Division of Securities provided substantial assistance in the investigation. [SEC v. Wacker Marketing Inc. et al., Civil Action No. 90-F-1712] (LR-12759)

## CIVIL CONTEMPT MOTION FILED AGAINST MICHAEL KAUFMAN

The Los Angeles Regional Office of the Commission announced that on January 11 the Commission filed a Motion for Judgment of Civil Contempt against Michael Kaufman (Kaufman) based upon his failure to pay disgorgement pursuant to a Final Judgment entered March 30, 1990.

The Final Judgment permanently enjoined Kaufman from violating antifraud, margin and credit and beneficial ownership reporting provisions of the federal securities laws. The Final Judgment required Kaufman, a founder and former chairman of the board of directors and secretary of ATI Medical, Inc. (ATI), to disgorge trading profits of \$180,331.05 resulting from his alleged manipulative trading of ATI stock together with prejudgment and postjudgment interest. [SEC v. Michael Kaufman, Civil Action No. 90-1496-RMT, Tx, C.D. Cal.] (LR-12760)

## COMPLAINT AGAINST LATIN INVESTMENT CORPORATION AND OTHERS

The Commission announced that on January 17 the Honorable Gerhard A. Gesell of the U.S. District Court for the District of Columbia entered, with the consent of Defendants Fernando Leonzo (Leonzo), Leonel Salinas (Salinas) and Jose A. Cortes (Cortes), the three principals of Latin Investment Corporation, a preliminary injunction freezing the defendants' assets pending a final disposition of the action. Among other things, the injunction prohibits the transfer of any of the individual defendants' personal assets out of the United States. [SEC v. Latin Investment Corporation, Fernando Leonzo, Leonel Salinas and Jose A. Cortes, USDC for the District of Columbia, Civil Action No. 90-3101, GAG] (LR-12761)

## FINAL JUDGMENT OF PERMANENT INJUNCTION AGAINST ASK CORPORATION AND BRIAN PARDO

The Commission announced the settlement of its civil action in the U.S. District Court for the District of Columbia against ASK Corporation (ASK) and Brian D. Pardo. Pursuant to the settlement agreement, ASK and Pardo consented, without admitting or denying the Commission's allegations against them, to the entry of Final Judgments of Permanent Injunction. The Final Judgments of Permanent Injunction, which the Commission filed with the District Court on January 18, 1991, enjoins ASK Corporation from future violations of Securities Exchange Act of 1934 (Exchange Act) Sections 10(b) and 13(a) and Rules 10b-5, 12b-20, 13a-1 and 13a-13 thereunder, and enjoins Pardo from future violations of Exchange Act Section 10(b) and Rule 10b-5 thereunder and from future aiding and abetting of violations of Exchange Act 13(a) and Rules 12b-20, 13a-1 and 13a-13 thereunder. [SEC v. ASK Corporation and Brian D. Pardo, Civil Action No. 89 Civ 2038, MB, USDC, DC] (LR-12762)

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### SECURITIES ACT REGISTRATIONS

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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 DASTAR TECHNOLOGIES INC, 15950 BAY VISTA DR STE 150, CLEARWATER, FL 34620  
(813) 535-9999 - 431,250 (\$4,959,375) COMMON STOCK. 43,125 (\$595,125) COMMON STOCK.  
300,000 (\$450,000) COMMON STOCK. 7,143 (\$357) COMMON STOCK. UNDERWRITER:  
CORPORATE SECURITIES GROUP INC. (FILE 33-38503-A - DEC. 31) (BR. 9 - NEW ISSUE)
  
- S-1 SOUTHWEST DEVELOPMENTAL DRILLING PROGRAM 1991-92, 407 N BIG SPRING STE 300, MIDLAND,  
TX 79701 (915) 686-9927 - 20,000 (\$20,000,000) LIMITED PARTNERSHIP CERTIFICATE.  
UNDERWRITER: SOUTHWEST ROYALTIES SECURITIES INC. (FILE 33-38511 - JAN. 10) (BR. 3  
- NEW ISSUE)
  
- S-4 RHINELANDER TELECOMMUNICATIONS INC, 53 N STEVENS ST, RHINELANDER, WI 54501  
(715) 369-4641 - 1,746,240 (\$14,109,619.20) COMMON STOCK. (FILE 33-38516 - JAN. 14)  
(BR. 7 - NEW ISSUE)
  
- S-11 SEARS MORTGAGE SECURITIES CORP, 2500 LAKE COOK RD, RIVERWOODS, IL 60015  
(708) 405-4900 - 1,000,000,000 (\$1,000,000,000)  
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-38517 - JAN. 14) (BR. 12)
  
- S-4 HANA BIOLOGICS INC, 850 MARINA VILLAGE PKWY, ALAMEDA, CA 94501 (415) 748-3000 -  
6,184,804 (\$16,563,760) COMMON STOCK. (FILE 33-38518 - JAN. 14) (BR. 4)
  
- S-3 ALCO STANDARD CORP, P O BOX 834, VALLEY FORGE, PA 19482 (215) 296-8000 -  
150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE 33-38519 - JAN. 14) (BR. 7)
  
- S-1 FORSTMANN & CO INC, 1185 AVE OF AMERICAS, NEW YORK, NY 10036 (212) 642-6900 -  
98,607,050 (\$98,607,050) STRAIGHT BONDS. 4,855,874 (\$7,041,018.03) COMMON STOCK.  
112,138 (\$162,600.10) COMMON STOCK. 54,111 (\$5,411,080) PREFERRED STOCK. (FILE  
33-38520 - JAN. 14) (BR. 7)
  
- S-11 SALOMON BROTHERS MORTGAGE SECURITIES VII INC, TWO NEW YORK PLZ, NEW YORK, NY 10004  
(212) 747-7000 - 466,135,147 (\$466,135,147.31)  
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-38553 - JAN. 14) (BR. 12)

REGISTRATIONS CONTINUED

- S-1 FIRST KENTUCKY BANCORP INC, 214 NORTH FIRST ST, CENTRAL CITY, KY 42330  
(502) 754-1331 - 345,000 (\$3,450,000) COMMON STOCK. (FILE 33-38554 - JAN. 11) (BR. 1  
- NEW ISSUE)
- S-1 PARKER & PARSLEY 91-92 DEVELOPMENT DRILLING PROGRAMS, 600 WEST ILLINOIS STE 103,  
MIDLAND, TX 79701 (915) 683-4768 - 165,000,000 (\$165,000,000)  
LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-38582 - JAN. 14) (BR. 11 - NEW ISSUE)
- S-1 CANTERBURY EDUCATIONAL SERVICES INC /PA/, 1600 MEDFORD PLZ, ROUTE 70 & HARTFORD RD,  
MEDFORD, NJ 08055 (609) 953-0044 - 1,250,000 (\$1,250,000) STRAIGHT BONDS. 200,000  
(\$200) WARRANTS, OPTIONS OR RIGHTS. 200,000 (\$125,000) COMMON STOCK. 165,000  
(\$103,125) COMMON STOCK. UNDERWRITER: GV CAPITAL CORP. (FILE 33-38611 - JAN. 11)  
(BR. 5)
- S-8 UAL CORP /DE/, 1200 E ALGONQUIN RD, ELK GROVE TOWNSHIP, IL 60007 (708) 952-4000 -  
450,000 (\$49,725,000) COMMON STOCK. (FILE 33-38613 - JAN. 11) (BR. 3)
- S-8 RAVEN INDUSTRIES INC, 205 E 6TH ST, P O BOX 1007, SIOUX FALLS, SD 57117  
(605) 336-2750 - 399,014 (\$4,064,955) COMMON STOCK. (FILE 33-38614 - JAN. 11) (BR. 7)
- S-8 MGM GRAND INC, 9333 WILSHIRE BLVD, BEVERLY HILLS, CA 90210 (213) 280-6550 -  
1,000,000 (\$10,687,500) COMMON STOCK. (FILE 33-38616 - JAN. 14) (BR. 12)
- S-2 UNITED GROCERS INC /OR/, 6433 SE LAKE RD, MILWAUKIE, OR 97222 (503) 653-6330 -  
270,000 (\$12,484,800) COMMON STOCK. 30,000,000 (\$30,000,000) STRAIGHT BONDS. (FILE  
33-38617 - JAN. 14) (BR. 3)
- S-3 COMSTOCK RESOURCES INC, 5005 LBJ FWY STE 1150, DALLAS, TX 75244 (214) 701-2100 -  
300,000 (\$937,500) COMMON STOCK. (FILE 33-38618 - JAN. 14) (BR. 12)
- S-8 LODS COMMUNICATIONS INC /TN/, 4780 I-55 NORTH STE 500, JACKSON, MS 39211  
(601) 987-4900 - 20,000 (\$370,000) COMMON STOCK. (FILE 33-38619 - JAN. 14) (BR. 7)
- S-8 PRESIDIO OIL CO, 5613 DTC PKWY STE 750, C/O GRANT E THAYFR, ENGLEWOOD, CO 80111  
(303) 773-0100 - 300,000 (\$1,481,250) COMMON STOCK. 5,000,000 (\$30,000,000)  
COMMON STOCK. (FILE 33-38620 - JAN. 14) (BR. 3)

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ACQUISITION OF SECURITIES

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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
AGNICO EAGLE MINES LTD PENNA PAUL	COM 13D	12/ 6/90	2,029 6.6	00847410 6.4	UPDATE
ALLIED RESH CORP AL AZZAWI KUSAI H M	COM 13D	1/11/91	519 12.8	01948310 11.6	UPDATE
CONGRESS STR PPTYS INC WALKER WILLIAM E JR	COM 13D	12/28/90	93 8.6	20726010 6.3	UPDATE
FLAGSHIP FINL CORP JAINDL FREDERICK JOHN	COM 13D	11/21/90	345 10.0	33841310 10.0	UPDATE
GEMCO NATL INC CHESTER COUNTY FUND ET AL	COM 13D	12/31/90	524 18.8	36863610 14.3	UPDATE
KINARK CORP ALTAIR CORP	COM 13D	1/15/91	240 6.7	49447410 6.6	UPDATE
NORTH AMERN VENTURES INC CORPORATE INVESTMENT CO ET AL	COM 13D	1/15/91	2,495 9.8	65720610 8.7	UPDATE
NUCLEAR SUPPORT SVCS INC CHARBONNEAU ARTHUR GERARD	COM 13D	1/ 8/91	262 11.1	67030910 8.2	UPDATE
PINELANDS INC GEFFEN DAVID	COM 13D	12/29/90	1,792 10.6	72308910 0.0	NEW
PINNACLE ENVIRONMENTAL INC CROSLAND REX	COM 13D	12/27/90	753 28.9	72345710 26.4	UPDATE
QUADREX CORP REGAN BASIL R ET AL	COM 13D	12/31/90	637 8.1	74730910 6.2	UPDATE
READING & BATES CORP SOUTH PAC BKG CORP ET AL	COM PAR \$0.05 13D	1/11/91	8,058 22.3	75528170 20.1	UPDATE
SUNBEAM-OSTER CO INC SUNBEAM OSTER EQUITIES ET AL	COM 13D	1/ 7/91	81,057 99.6	86707110 12.6	UPDATE
TVX GOLD INC INCO LTD	COM 13D	1/ 7/91	83,103 62.0	87399110 0.0	NEW
VALUE MERCHANTS INC ROCKER DAVID A	COM 13D	1/ 7/91	428 7.0	92046910 5.0	UPDATE
WARREN BANCORP INC CAMELLIA INVESTMENTS PLC ET AL	COM 13D	11/ 5/90	340 9.7	93471010 9.0	UPDATE
ACTION AUTO RENT INC STATE OF WISCONSIN INVEST BD	COM 13D	1/11/91	925 9.0	00491010 8.0	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BRNF LIQUIDATING TRUST FARALLON CAP MGMT ET AL	LIQ CERTIFICATES 13D	1/14/91	1,648 34.2	05591699 26.2	UPDATE
CHEYENNE SOFTWARE INC SCHEUER WALTER ET AL	COM 13D	1/10/91	1,275 13.0	16688810 11.3	UPDATE
CISCO SYS INC TRIOANO RICHARD ET AL	COM 13D	12/19/90	1,196 8.7	17299310 0.0	NEW
COOPER DEV CO MARK MOSES ET AL	COM NEW R 13D	12/28/90	603 18.5	21665520 18.5	UPDATE
COOPER INDS INC ABERCROMBIE JAMES & LILLIE TST	CONV EX PREF 13D	1/ 4/91	7,789 24.8	21666950 24.9	UPDATE
CORTEX PHARMACEUTICALS INC DAVIS J MORTON	COM 13D	12/31/90	4,454 30.6	22052410 26.3	UPDATE
FORTUNE PETE CORP FAIRBANKS & HAAS INC ET AL	COM 13D	1/ 7/91	248 13.6	34968710 0.0	NEW
GENERAL MICROMAVE CORP FALKENSTEIN JOSEPH	COM 13D	1/ 9/91	178 12.7	37030710 11.6	UPDATE
GOLDEN CYCLE GOLD CORP ANAGNOSTON TAKI N	COM 13D	12/ 1/90	123 7.9	38089410 7.6	UPDATE
INTERPAK HLDGS HELM RESOURCES INC	COM 13D	12/31/90	2,441 80.2	46058410 79.9	UPDATE
LAFARGE CORP LAFARGE COPPEE SA	COM 13D	1/19/91	33,658 65.7	50586210 57.4	UPDATE
LYNCH CORP RITZENTHALER BRUCE	COM 13D	12/31/90	82 6.4	55113710 5.3	UPDATE
NATIONAL EDUCATION CORP BLUM RICHARD C & ASSOC ET AL	COM 13D	1/14/91	2,054 7.0	63577110 6.8	UPDATE
NORTH CANADIAN OILS LTD NORANDA INC	COM 13D	12/31/90	18,460 50.4	65813620 42.2	UPDATE
OLDE WINDSOR BANCORP COCCOMO JOHN A SR	COM 13D	12/31/90	136 10.8	68040099 10.0	UPDATE
ROBERTSON CECO CORP MULLIGAN PRTSHP	COM 13D	1/10/91	4,825 32.1	77053910 30.2	UPDATE
STOR FURNISHINGS INTL INC MASUR MARK C ET AL	COM 13D	1/ 8/91	760 13.0	78477910 0.0	NEW
SUNWARD TECHNOLOGIES MENLO VENTURES III	COM 13D	8/31/90	3,536 13.7	86792710 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
SYSTEMS ASSURN CORP	COM		4,482	87188510	
INSURANCE DATA PROCESSNG ET AL	13D	1/ 9/91	19.4	59.7	UPDATE
TVX GOLD INC	COM		17,680	87399110	
BATISTA EIKE FURHKEN	13D	1/ 7/91	13.2	11.6	UPDATE
UNITED TOTE INC	COM		573	91307710	
LAWRENCE LARRY J ET AL	13D	1/10/91	10.1	8.2	UPDATE
WORLDWIDE COMPUTER SVC	COM		91	98155610	
GRANT ROBERT L	13D	1/ 8/91	5.0	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. Changes 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		
AERO SERVICES INTERNATIONAL INC	LA					X				01/02/91	
AGRIPOST INC	FL					X				01/15/91	
AMERICA WEST AIRLINES INC	DE					X	X			01/16/91	
AMERICAN CABLE TV INVESTORS 5 LTD	CO					X				11/15/90	
AMERITRUST CORP	DE					X				01/17/91	
ARMCO INC	OH					X				01/16/91	
BANKAMERICA CORP	DE					NO ITEMS				01/17/91	
BEAR STEARNS COMPANIES INC	DE					X	X			01/17/91	
BRIGHTON INFORMATION SYSTEMS CORP	DE					X				01/15/91	
CENTEL CORP	KS					X	X			01/10/91	
CENTERIOR ENERGY CORP	OH					X				01/16/91	
CENTRAL TELEPHONE CO	DE					X	X			01/10/91	
CENTURI INC	FL					X				01/09/91	
CHEMICAL BANKING CORP	DE					X	X			01/16/91	
CIMETRIX INC	NV					X				04/20/90	
CITICORP	DE					X				01/15/91	
CLEVELAND ELECTRIC ILLUMINATING CO	OH					X				01/16/91	
COLONIAL CREDIT CARD TRUST 1990 B						X	X			12/17/90	