

sec news digest

Issue 90-188

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September 27, 1990

SEP 2 1990

CIVIL PROCEEDINGS

U.S. SECURITIES AND
EXCHANGE COMMISSION

COMPLAINT FOR PERMANENT INJUNCTION AGAINST WACKER MARKETING AND OTHERS

The Denver Regional Office announced that, on September 26, a Complaint for Permanent Injunction was filed in the U.S. District Court for the District of Colorado against Wacker Marketing, Inc. (Wacker), Marc A. Forman (Forman), Thomas J. Wacker, Daniel M. Wright (Wright), Lancer Development, Inc. (Lancer), Michael A. Patten (Patten) and Daniel R. Blankenship (Blankenship) to enjoin them from future violations of the antifraud and registration provisions of the federal securities laws.

Between February 1988 and June 1988, the defendants raised \$694,700 from 115 investors in at least 33 states. The complaint alleged that the defendants planned, organized and implemented a fraudulent investment contract scheme for the sale of gold. The complaint also alleged that the defendants misstated and omitted material facts concerning: the return investors were to expect and the period of time over which that return would occur; the risks associated with the investment; and the use of investor proceeds. The Colorado Division of Securities provided substantial assistance in the investigation. [SEC v. Wacker Marketing, Inc., et al., USDC Co, Civil Action No. 90-1712] (LR-12636)

INJUNCTIVE ACTION AGAINST T. BOONE PICKENS AND MESA LIMITED PARTNERSHIP

On September 27, the Commission filed an injunctive action in the U.S. District Court for the Northern District of Texas against T. Boone Pickens and Mesa Limited Partnership. The complaint alleged that Mesa and Pickens violated Sections 17(a)(2) and 17(a)(3) of the Securities Act of 1933 in connection with sales of common stock and options on the common stock of Homestake Mining Co., Inc.

Simultaneous with the filing of the complaint, and without admitting or denying the allegations contained in the complaint, Mesa and Pickens consented to the entry of final judgments enjoining them from future violations of Sections 17(a)(2) and 17(a)(3) of the Securities Act and requiring Mesa to disgorge \$2.3 million in profits obtained as a result of conduct as alleged in the complaint. [SEC v. Mesa Limited Partnership and T. Boone Pickens, Jr. USDC for the Northern District of Texas, Civil Action No. 3902268-G] (LR-12637)

HOLDING COMPANY ACT RELEASES

NEW ENGLAND ELECTRIC SYSTEM

An order has been issued authorizing New England Electric System, a registered holding company, to issue and sell short-term notes to banks, up to a maximum aggregate principal amount of \$100 million outstanding at any one time, between November 1, 1990 and October 31, 1992. (Rel. 35-25155)

GRANITE STATE ELECTRIC COMPANY

An order has been issued authorizing Granite State Electric Company (Granite), Massachusetts Electric Company (Mass. Electric), The Narragansett Electric Company (Narragansett), NEES Energy, Incorporated (NEES Energy), New England Transmission Corporation (NEET), New England Electric Incorporated (NEEI), New England Hydro-Transmission Electric Company, Inc. (Mass. Hydro), New England Hydro-Transmission Corporation (NE Hydro), New England Power Company (NEP) and New England Power Service Company (NEPSCO), wholly-owned subsidiary companies of New England Electric System (NEES), a registered holding company, authorizing each company, through October 31, 1993, to lend money to the NEES Money Pool, and Granite, Mass. Electric, Narragansett, NEET, NEP and NEPSCO to borrow from the NEES Money Pool and/or banks and, in the cases of Mass. Electric and NEP, to issue commercial paper, up to the following maximum outstanding amounts: Granite, \$10 million; Mass. Electric, \$125 million; Narragansett, \$70 million; NEET, \$10 million; NEP, \$300 million; and NEPSCO, \$10 million. (Rel. 35-25156)

CEDAR COAL COMPANY

An order has been issued authorizing Cedar Coal Company (Cedar Coal), a subsidiary company of Appalachian Power Company, an electric public-utility subsidiary company of American Electric Power Company, Inc., a registered holding company, to acquire for \$6 million all the outstanding common stock of Coal River Coals, Inc. (Coal River), a West Virginia Corporation, pursuant to a Settlement Agreement, dated July 2, 1990, in connection with a pending lawsuit by Coal River against Cedar Coal. (Rel. 35-25157)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

Proposed rule changes have been filed by the following and have become effective immediately under Rule 19b-4 of the Securities Exchange Act: Philadelphia Stock Exchange (SR-PHLX-90-26) to extend the hours for trading of foreign currency options on the Exchange (Rel. 34-28470); and Chicago Board Options Exchange (SR-CBOE-90-25) to implement a regulatory oversight service fee for member organizations for which the CBOE is the Designated Examining Authority (Rel. 34-28471). Publication of the Approval Orders is expected in the Federal Register during the week of October 1.

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.

N-1A KIDDER PEABODY MUNICIPAL MONEY MARKET SERIES, 20 EXCHANGE PLACE, NEW YORK, NY 10005
(212) 510-5351 - INDEFINITE SHARES. UNDERWRITER: KIDDER PEABODY & CO INC. (FILE 33-36766 - SEP. 17) (BR. 18 - NEW ISSUE)

S-18 UNIVERSAL INTERNATIONAL INC /MN/, 5000 WINNETKA AVE NORTH, NEW HOPE, MN 55428
(612) 533-1169 - 50,000 (\$300,000) COMMON STOCK. 1,017,500 (\$6,105,000) COMMON STOCK.
69,375 (\$50) WARRANTS, OPTIONS OR RIGHTS. 69,375 (\$545,288) COMMON STOCK.
UNDERWRITER: HALLUM CRAIG INC. (FILE 33-36823-C - SEP. 14) (BR. 7)

S-11 LEHMAN PASS THROUGH SECURITIES INC, OLYMPIA & YORK TW STE 3550 1999 BRYAN ST,
DALLAS, TX 75201 - 1,000,000,000 (\$1,000,000,000)
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. DEPOSITOR:
SKADDEN ARPS SLATE MEAGHER & FLOM. (FILE 33-36856 - SEP. 18) (BR. 11 - NEW ISSUE)

S-18 FITZGERALD NATIONAL BANCORPORATION INC, P O BOX 277, FITZGERALD, GA 31750
(912) 423-2007 - 450,000 (\$4,500,000) COMMON STOCK. (FILE 33-36858 - SEP. 18) (BR. 1
- NEW ISSUE)

S-6 SEARS TAX EXEMPT INVESTMENT TRUST CALIFORNIA MUN PORT SER 67, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 550 (\$577,500)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-36863 - SEP. 19)
(BR. 22 - NEW ISSUE)

S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED LONG TERM SER 31, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 550 (\$577,500)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-36864 - SEP. 19)
(BR. 22 - NEW ISSUE)

S-6 SEARS TAX EXEMPT INVESTMENT TRUST LONG TERM MUN PORT SER 105, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 550 (\$577,500)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-36865 - SEP. 19)
(BR. 22 - NEW ISSUE)

S-6 SEARS TAX EXEMPT INVESTMENT TRUST NEW YORK MUN PORT SER 35, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 550 (\$577,500)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-36866 - SEP. 19)
(BR. 22 - NEW ISSUE)

S-6 SEARS TAX EXEMPT INVT TRUST NEW YORK MUN PORTFOLIO SER 36, TWO WORLD TRADE CNTR,
C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 550 (\$577,500)
UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-36867 - SEP. 19)
(NEW ISSUE)

S-3 NATIONAL FUEL GAS CO, 30 ROCKEFELLER PLZ, NEW YORK, NY 10112 (212) 541-7533 -
1,000,000 (\$24,000,000) COMMON STOCK. (FILE 33-36868 - SEP. 20) (BR. 13)

REGISTRATIONS CONT.

- S-3 SECURITY PACIFIC CORP, 333 S HOPE ST, LOS ANGELES, CA 90071 (213) 345-4540 - 2,500,000,000 (\$2,500,000,000) STRAIGHT BONDS. (FILE 33-36897 - SEP. 18) (BR. 2)
- S-3 BAXTER INTERNATIONAL INC, ONE BAXTER PKWY, DEERFIELD, IL 60015 (708) 948-2000 - 496,000,000 (\$496,000,000) STRAIGHT BONDS. (FILE 33-36898 - SEP. 19) (BR. 4)
- S-8 NORTHEAST FEDERAL CORP, 50 STATE HOUSE SQ, HARTFORD, CT 06103 (203) 280-1000 - 372,072 (\$3,471,431.76) COMMON STOCK. 104,068 (\$325,732.84) COMMON STOCK. (FILE 33-36907 - SEP. 19) (BR. 2)
- S-8 3COM CORP, 3165 KIFER RD, SANTA CLARA, CA 95052 (408) 764-5000 - 12,000 (\$330,774) COMMON STOCK. (FILE 33-36911 - SEP. 19) (BR. 9)
- S-8 AT&E CORP, ONE MARITIME PLZ, SAN FRANCISCO, CA 94111 (415) 951-1500 - 2,600,000 (\$22,932,000) COMMON STOCK. (FILE 33-36912 - SEP. 19) (BR. 7)
- S-4 SUNGARD DATA SYSTEMS INC, 1285 DRUMMERS LN, WAYNE, PA 19087 (215) 341-8700 - 837,209 (\$3,005,580.31) COMMON STOCK. (FILE 33-36913 - SEP. 19) (BR. 9)
- S-8 SEITEL INC, 16010 BARKERS POINT LN STE 550, HOUSTON, TX 77079 (713) 558-1990 - 708,900 (\$10,190,437) COMMON STOCK. 550,000 (\$9,999,000) COMMON STOCK. (FILE 33-36914 - SEP. 19) (BR. 11)
- S-3 CONAGRA INC /DE/, ONE CENTRAL PK PLZ, CONAGRA CTR, OMAHA, NE 68102 (402) 978-4000 - 525,000 (\$17,521,875) COMMON STOCK. (FILE 33-36915 - SEP. 19) (BR. 4)
- S-2 GOLD KIST INC, 244 PERIMETER CTR PKWY NE, PO BOX 2210, ATLANTA, GA 30301 (404) 393-5000 - 5,000,000 (\$5,000,000) EQUIPMENT TRUST CERTIFICATES. 30,000,000 (\$30,000,000) EQUIPMENT TRUST CERTIFICATES. 35,000,000 (\$35,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-36938 - SEP. 20) (BR. 3)
- S-8 HORSEHEAD RESOURCE DEVELOPMENT CO INC, 613 THIRD ST, PALMERTON, PA 18071 (215) 826-8716 - 1,787,500 (\$26,472,875) COMMON STOCK. (FILE 33-36941 - SEP. 20) (BR. 6)
- S-1 TRISTATE BANCORP INC, 7124 MIAMI AVE, CINCINNATI, OH 45243 (513) 561-4450 - 12,300,000 COMMON STOCK. (FILE 33-36942 - SEP. 20) (BR. 2)
- S-8 CALIFORNIA AMPLIFIER INC, 460 CALLE SAN PABLO, CAMARILLO, CA 93012 (805) 987-9000 - 400,000 (\$688,000) COMMON STOCK. (FILE 33-36944 - SEP. 20) (BR. 8)

ACQUISITION 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
AMERICAN REAL ESTATE PARTNR AMERICAN PROP INV	DEPOSITRY UNIT 13D	9/13/90	1,254 8.7	02916910 8.7	UPDATE
AULT INC ALPHI FUND	COM 13D	9/21/90	250 12.7	05150310 5.6	UPDATE
BRITISH AMER INSURANCE B A HLDGS ET AL	COM 13D	9/12/90	6,500 65.0	11047520 0.0	NEW
BRITISH AMER INSURANCE MCMILLEN TRUST	COM 13D	9/12/90	6,500 65.0	11047520 0.0	NEW
BYTEX CORP FIDELITY INTL LTD	COM 13D	9/ 7/90	711 11.6	12464710 12.6	UPDATE
BYTEX CORP FMR CORP	COM 13D	9/18/90	711 11.6	12464710 12.6	UPDATE
CAVALIER HOMES INC DONNELL BARRY B	COM 13D	9/11/90	225 11.7	14950710 9.7	UPDATE
CERBCO INC ERIKSON ROBERT W	COM CL B 13D	9/19/90	132 41.8	15671320 41.8	UPDATE
CLEAN HARBORS INC STATE OF WISCONSIN INVEST	COM BD 13D	9/17/90	465 5.2	18449610 0.0	NEW
COASTLAND CORP FLORIDA DEPETRILLO THOMAS L	COM PAR \$0.20 W.I. 13D	2/10/90	1,550 62.5	19058020 40.3	UPDATE
COM TEK RES INC CRESCENT OIL GAS ET AL	COM 13D	9/14/90	5,600 13.6	19978010 0.0	NEW
CRESCENT OIL GAS CORP COM-TEK RESOURCES	COM 13D	9/14/90	58,749 51.1	22575110 0.0	NEW
FIRST KNOX BANC RAMSER RUSSELL E JR	COM 13D	9/11/90	41 5.2	32065610 6.0	UPDATE
FORSCHNER GROUP INC FIDELITY INTL LTD ET AL	COM 13D	9/14/90	190 4.8	34659010 3.6	UPDATE
FORSCHNER GROUP INC KELSO MANAGEMENT CO ET AL	COM 13D	9/14/90	306 7.8	34659010 7.1	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/ PRIOR%	FILING STATUS
HANA BIOLOGICS INC R&D FUNDING CORP	COM 13D	9/17/90	1,788 27.0	40963510 20.1	UPDATE
HEALTHVEST PRIVATE CAP MGMT ET AL	SH BEN INT 13D	9/17/90	1,032 9.6	42192110 7.3	UPDATE
HENLEY GROUP INC DEL LIBRA INVEST & TRADE LTD ET AL	COM 13D	9/20/90	4,772 22.9	42599210 0.0	NEW
MACK TRUCKS INC REGIE NAT DES USINES RENAULT	COM 14D-1	9/24/90	13,250 44.6	55451110 87.0	UPDATE
MACLAND INC GLEN JOE R	COM 13D	8/27/90	462 5.3	55472910 0.0	NEW
MOLECULON INC FAULDING HLDGS INC	COM 13D	8/22/90	10,742 99.6	60855110 100.0	UPDATE
PAYLINE SYSTEMS NEWSOM REUBEN J	COM 13D	7/ 6/90	1,500 8.6	70438010 0.0	NEW
SUMMA RX LABS INC TELLUROGENIC ET AL	COM 13D	9/20/90	2,242 52.1	86599110 48.7	UPDATE
SYLVAN FOODS HOLDINGS MEZZANINE LENDING ASSOC ET AL	COM 13D	9/21/90	636 12.4	87137110 10.9	UPDATE
TRANSTECHNOLOGY CORP DEL BERTHELOT MICHAEL J ET AL	COM 13D	9/18/90	263 5.1	89388910 0.0	NEW
TRANSWORLD BANCORP CALIF FENIMORE ASSET MGMT	COM 13D	8/30/90	58 5.2	89406910 0.0	NEW
UNIVERSAL HEALTH RLTY INCM T PRIVATE CAPITAL MGMT	SH BEN INT 13D	9/17/90	521 7.4	91399010 6.2	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.

8K FILINGS CONT.

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		
SCOTT PAPER CO	PA				X	X				09/20/90	
SECURITY PACIFIC CORP	DE				X	X				09/18/90	
SECURITY PACIFIC NATIONAL BANK /DE/	DE				X	X				09/17/90	
SHERWOOD CORP	DE				X					09/17/90	
SHIRT SHED INC	DE				X					08/07/90	AMEND
SKYLINE CORP	IN				X					09/17/90	
SPRINGS INDUSTRIES INC	SC				X					09/05/90	
STANWICK CORP	DE				X	X				09/21/90	
SUPERMAIL INTERNATIONAL INC	UT				X					09/21/90	
SYNOVUS FINANCIAL CORP	GA				X					09/20/90	
TITAN CORP	DE							X		07/11/90	AMEND
TRANSCANADA PIPELINES LTD					X					09/10/90	
UNION PACIFIC CORP	UT						X			09/19/90	
UNION PLANTERS CORP	TN				X	X				09/07/90	
UNITED TRANS WESTERN INC	DE				X	X				08/30/90	
UNIVERSAL CAPITAL INC	DE				X					09/11/90	
VELOBIND INC	DE				X					09/24/90	
WALL STREET FINANCIAL CORP /DE/	DE				X					09/11/90	
WESTWOOD GROUP INC	DE				X	X				09/20/90	
WILLCOX & GIBBS INC	NY						X			09/11/90	AMEND
WORK RECOVERY INC	CO				X					12/18/89	AMEND
WORTHEN BANKING CORP	AR				X	X				09/07/90	
ZYNOS CORP	DE							X		07/30/90	

SEC PUBLIC INFORMATION NUMBERS

Members of the public seeking information and/or material from the Commission continue to complain of being incorrectly referred to the wrong telephone number by Commission staff. The following information is furnished to assist you in directly calling the appropriate office:

Consumer Affairs (202-272-7440): Investor inquiries and complaint processing information.

Freedom of Information Branch (202-272-7420): Requests concerning FOIA, Privacy Act, Sunshine Act, confidential treatment matters, etc.

Personnel Locator (202-272-2550): Requests for names and phone numbers of Commission personnel.

Public Affairs (202-272-2650): Information about matters in the SEC News Digest, the Commission's operations, and calls from the press not directed to particular individuals, and other related matters.

Public Reference (202-272-7450): Requests for information on whether or not a document has been filed, etc.

Publications Unit (202-272-7460/7461): Requests for forms, studies, directories, etc.

Office of the Secretary (202-272-2600): Requests for information on the Commission calendar.

SEC Information Line (202-272-3100/5624): General information about SEC operations and activities through a series of recorded messages.
