

sec news digest

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October 6, 1987

ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND
EXCHANGE COMMISSION

PROCEEDINGS INSTITUTED AND SANCTIONS IMPOSED AGAINST MYRON K. BERRYMAN

The Commission simultaneously instituted administrative proceedings and imposed sanctions under Rule 2(e) of its Rules of Practice against Myron K. Berryman, a certified public accountant, of Salt Lake City, Utah. The action was taken pursuant to an Offer of Settlement from Berryman. The Commission found in its Order that Berryman engaged in improper professional conduct by failing to follow generally accepted auditing standards in connection with audited financial statements prepared for 18 Utah blank check/blind pool offerings whose S-18 Registration Statements or Regulation A Offering Statements were filed with the Commission. He failed to: disclose a material related party in the financial statements; secure a bank confirmation directly from the bank; secure a management representation letter on a timely basis directly from management; secure an attorney representation letter; and perform a subsequent events review.

The Commission's Order denies Berryman the privilege of appearing and practicing before it; however, it provides that after two years, he may apply to resume practice upon a showing that he has complied with certain specified requirements, including professional peer review and training. (Rel. 33-6738)

CIVIL PROCEEDINGS

COMPLAINT NAMES KENNETH S. SHASHOUA

The New York Regional Office filed a Complaint on September 30 in the U.S. District Court for the Southern District of New York against Kenneth S. Shashoua, a registered representative formerly associated with Rooney, Pace Inc., a registered broker-dealer.

The Complaint alleges that from September through December 1986, Shashoua abused his discretionary authority over customers' brokerage accounts by forging their signatures to letters which enabled him to make transfers of funds and securities from customers' accounts to his own accounts. According to the Complaint, Shashoua concealed his activities by intercepting his customers' confirmations and account statements and creating false account statements which he sent to his customers. The Complaint alleges that Shashoua converted over \$1.6 million worth of funds and securities to his own use by this scheme, thereby violating the antifraud provisions of the Securities Exchange Act of 1934.

Simultaneous with the filing of the Complaint, Shashoua, without admitting or denying the allegations, consented to a permanent injunction prohibiting further violations of the securities laws described above. (SEC v. Kenneth S. Shashoua, USDC SDNY, 87 Civ. 7012). (LR-11570)

INVESTMENT COMPANY ACT RELEASES

PACIFIC SELECT FUND

An order has been issued granting Pacific Select Fund exemptions from Sections 13(a)(2), 18(f)(1), 22(f), and 22(g) of the Investment Company Act and approving certain transactions to permit the Fund to implement a deferred compensation plan for its trustees. (Rel. IC-16019 - Sept. 30)

SHEARSON LEHMAN SPECIAL INCOME PORTFOLIOS

A notice has been issued giving interested persons until October 26 to request a hearing on an application filed by Shearson Lehman Special Income Portfolios for an order amending an existing order (Rel. IC-14706, September 5, 1985) to permit the waiver of a contingent deferred sales charge in certain circumstances. (Rel. IC-16020 - Sept. 30)

COMPAGNIE FINANCIERE DE SUEZ

An order has been issued exempting Compagnie Financiere De Suez from all provisions of the Investment Company Act in connection with its issuance of debt and equity securities in the United States. (Rel. IC-16023 - Oct. 1)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING GRANTED

An order has been issued granting the application of the Midwest Stock Exchange for unlisted trading privileges in the common stock of 14 issues which is listed and registered on one or more other national securities exchanges and is reported in the consolidated transaction reporting system. (Rel. 34-24982)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until October 21 to comment on the application of COLLINS FOODS INTERNATIONAL, INC. to withdraw its common stock, par value \$.10, from listing and registration on the Pacific Stock Exchange. (Rel. 34-24983)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by: The National Association of Securities Dealers (SR-NASD-87-20) to permit it to operate its pilot program for the exchange of quotation information between the NASD and the International Stock Exchange, London, England. The pilot program will operate for a two-year period. (Rel. 34-24979); and The Philadelphia Stock Exchange (SR-Phlx-86-36) to adopt on a permanent basis its program allowing the use of letters of credit to satisfy foreign currency option customer margin requirements. (Rel. 34-24981)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-18 FIDELITY SOUTHERN CORP, 160 CLAIRMONT AVE, DECATUR, GA 30030 (404) 371-5500 - 25,000 (\$1,500,000) COMMON STOCK. (FILE 33-17305-A - SEP. 17) (BR. 1 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND FOUR HUNDRED FORTY SECOND MO, ONE LIBERTY PLZ - 21ST FLR, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES. (FILE 33-17352 - SEP. 28) (BR. 17 - NEW ISSUE)
- S-6 PRUDENTIAL UNIT TRUSTS INSURED TAX EXEMPT SERIES 31, 199 WATER ST ONE SEAPORT PLZ, C/O PRUDENTIAL BACHE SECURITIES, NEW YORK, NY 10292 - 2,475 (\$2,500,000) UNIT INVESTMENT TRUST. DEPOSITOR: PRUDENTIAL BACHE SECURITIES INC. (FILE 33-17354 - SEP. 28) (BR. 16 - NEW ISSUE)
- S-3 DRAVO CORP, ONE OLIVER PLZ, PITTSBURGH, PA 15222 (412) 566-3000 - 389,067 (\$7,368,151) COMMON STOCK. (FILE 33-17356 - SEP. 28) (BR. 9)

- S-8 FIRST VIRGINIA BANKS INC, ONE FIRST VIRGINIA PL2, 6400 ARLINGTON BLVD, FALLS CHURCH, VA 22046 (703) 241-3655 - 200,000 (\$6,526,000) COMMON STOCK. (FILE 33-17358 - SEP. 28) (BR. 1)
- S-8 SYNERCOM TECHNOLOGY INC, 10405 CORPORATE DR, PO BOX 27, SUGAR LAND, TX 77478 (713) 240-5000 - 270,197 (\$1,269,925.90) COMMON STOCK. (FILE 33-17359 - SEP. 28) (BR. 10)
- S-18 COMMUNITY BANCORP INC/NY, 20 MILL ST, RHINEBECK, NY 12572 (914) 876-7041 - 336,498 (\$5,047,470) COMMON STOCK. (FILE 33-17360 - SEP. 28) (BR. 2)
- S-8 JBS RESTAURANTS INC, 1010 W 2610 SOUTH, SALT LAKE CITY, UT 84119 (801) 974-4300 - 500,000 (\$2,970,000) COMMON STOCK. (FILE 33-17363 - SEP. 28) (BR. 11)
- S-8 ALPHAREL INC /CA/, 765 FLYNN ROAD, CAMARILLO, CA 93010 (805) 482-9815 (FILE 33-17364 - SEP. 28) (BR. 10)
- S-8 DST SYSTEMS INC, 1004 BALTIMORE AVE, KANSAS CITY, MO 64105 (816) 221-5545 (FILE 33-17365 - SEP. 28) (BR. 10)
- S-8 UNITED COMPANIES FINANCIAL CORP, 4041 ESSEN LN, P O BOX 1591, BATON ROUGE, LA 70821 (504) 924-6007 - 800,000 (\$800,000) OTHER SECURITIES INCLUDING VOTING TRUST. 25,000 (\$475,000) COMMON STOCK. (FILE 33-17366 - SEP. 28) (BR. 10)
- S-18 DIVERSIFIED CAPITAL INVESTMENTS INC, 7860 E BERRY PL, STE 202, ENGLEWOOD, CO 80111 (303) 779-1512 - 12,500,000 (\$125,000) COMMON STOCK. 12,500,000 (\$1,250,000) COMMON STOCK. 12,500,000 (\$3,125,000) COMMON STOCK. 1,250,000 (\$50,000) COMMON STOCK. 1,250,000 (\$125) WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: TRI BRADLEY INVESTMENTS INC. (FILE 33-17396-D - SEP. 22) (BR. 11 - NEW ISSUE)
- S-18 WHITNEY AMERICAN CORP, 3212 S FLORENCE CT, DENVER, CO 80231 (303) 337-5773 - 1,250,000 (\$12,500) COMMON STOCK. 7,500,000 (\$375,000) COMMON STOCK. 7,500,000 (\$750,000) COMMON STOCK. UNDERWRITER: TRI BRADLEY INVESTMENTS INC. (FILE 33-17397-D - SEP. 23) (BR. 11 - NEW ISSUE)
- S-1 US WEST NEWVECTOR GROUP INC, 3350 161ST AVE SE, BELLEVUE, WA 98008 (206) 747-4900 - 9,660,000 (\$222,180,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, MERRILL LYNCH CAPITAL MARKETS, SALOMON BROTHERS INC, SHEARSON LEHMAN BROTHERS INC. (FILE 33-17443 - SEP. 25) (BR. 7 - NEW ISSUE)
- S-11 PRUDENTIAL HOME MORTGAGE CO, 8000 MARYLAND AVE STE 1400, CLAYTON, MO 63105 (612) 341-1538 - 500,000,000 (\$500,000,000) MORTGAGE BONDS. (FILE 33-17444 - SEP. 25) (BR. 12 - NEW ISSUE)
- S-4 SHORELINE FINANCIAL CORP, 823 RIVERVIEW DR, BENTON HARBOR, MI 49022 (616) 927-2251 - 1,400,888 (\$35,099,476) COMMON STOCK. (FILE 33-17458 - SEP. 25) (BR. 2 - NEW ISSUE)
- S-1 CONNECTICUT NATIONAL 1987-A GRANTOR TRUST, 777 MAIN ST, HARTFORD, CT 06115 (203) 728-2000 - 100,000,000 (\$100,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: GOLDMAN SACHS & CO. (FILE 33-17468 - SEP. 25) (BR. 12 - NEW ISSUE)
- S-8 PACIFIC WESTERN BANCSHARES, 333 W SANTA CLARA ST, SAN JOSE, CA 95113 (408) 244-1700 - 5,000,000 (\$5,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-17481 - SEP. 28) (BR. 1)
- S-8 FIRST MISSISSIPPI CORP, 700 N ST, PO BOX 1249, JACKSON, MS 39215 (601) 948-7550 - 438,500 (\$4,003,950.50) PREFERRED STOCK. (FILE 33-17483 - SEP. 29) (BR. 1)
- S-8 SSMC INC, 8 STAMFORD FORUM, STAMFORD, CT 06904 (203) 356-4200 - 450,000 (\$11,137,500) COMMON STOCK. (FILE 33-17488 - SEP. 28) (BR. 10)
- S-1 TOPPS CO INC, 254 36TH ST, BROOKLYN, NY 11232 (718) 768-8900 - 2,875,000 (\$58,937,500) COMMON STOCK. (FILE 33-17489 - SEP. 29) (BR. 3)
- S-1 PHOENIX LEASING CASH DISTRIBUTION FUND III, 1891 FRANCISCO BLVD, SAN RAFAEL, CA 94901 (415) 485-4500 - 400,000 (\$100,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-17490 - SEP. 29) (BR. 9 - NEW ISSUE)
- S-6 KEMPER BOND ENHANCED SECURITIES TRUST SERIES 12, 120 S LASALLE ST, C/O KEMPER FINANCIAL SERVICES INC, CHICAGO, IL 60603 - INDEFINITE SHARES. DEPOSITOR: KEMPER FINANCIAL SERVICES INC. (FILE 33-17491 - SEP. 28) (BR. 16 - NEW ISSUE)

- S-6 KEMPER BOND ENHANCED SECURITIES TRUST SERIES 11, 120 S LASALLE ST,
C/O KEMPER FINANCIAL SERVICES INC, CHICAGO, IL 60603 - INDEFINITE SHARES. DEPOSITOR:
KEMPER FINANCIAL SERVICES INC. (FILE 33-17492 - SEP. 28) (BR. 16 - NEW ISSUE)
- S-8 NBD BANCORP INC /DE/, 611 WOODWARD AVE, DETROIT, MI 48226 (313) 225-1000 -
50,000,000 (\$50,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 1,000,000
COMMON STOCK. (FILE 33-17494 - SEP. 29) (BR. 1)
- S-6 CORPORATE INCOME FUND TWO HUNDRED SIXTY THIRD MON PYMT SER,
ONE LIBERTY PLZ - 21ST FLR, C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080
- INDEFINITE SHARES. (FILE 33-17497 - SEP. 28) (BR. 17 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND MULTISTATE SERIES 3Q, ONE LIBERTY PLZ - 21ST FLR,
C/O MERRILL LYNCH PIERCE FENNER & SMITH, NEW YORK, NY 10080 - INDEFINITE SHARES.
(FILE 33-17498 - SEP. 28) (BR. 17 - NEW ISSUE)
- S-8 AMERICAN PRESIDENT COMPANIES LTD, 1800 HARRISON ST, OAKLAND, CA 94612 (415) 271-8000
- 30,000,000 (\$30,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-17499 -
SEP. 28) (BR. 13)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 443, 333 W WACKER DR, C/O JOHN NUVEEN & CO INC,
CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-17500 - SEP. 28) (BR. 22 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST INSURED SERIES 131, 333 W WACKER DR,
C/O JOHN NUVEEN & CO INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR:
NUVEEN JOHN & CO INC. (FILE 33-17501 - SEP. 29) (BR. 22 - NEW ISSUE)
- S-8 T W SERVICES INC, 605 THIRD AVE, NEW YORK, NY 10158 (212) 972-4700 - 18,000,000
(\$18,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-17502 - SEP. 29)
(BR. 12)
- S-8 GENERAL HOST CORP, 22 GATE HOUSE RD, PO BOX 10045, STAMFORD, CT 06904 (203) 357-9900
- 1,350,000 (\$19,879,063) COMMON STOCK. (FILE 33-17523 - SEP. 28) (BR. 1)
- S-1 HOSPLEX SYSTEMS INC, 145 FRANKLIN TURNPIKE, RAMSEY, NJ 07446 (201) 934-1990 -
1,000,000 (\$250,000) COMMON STOCK. (FILE 33-17524 - SEP. 29) (BR. 9)
- S-1 REGENCY ELECTRONICS INC, 7707 RECORDS ST, INDIANAPOLIS, IN 46226 (317) 545-4281 -
266,666 (\$1,666,663) COMMON STOCK. (FILE 33-17527 - SEP. 29) (BR. 7 - NEW ISSUE)
- S-4 VALLEY CAPITAL CORP, 300 S FOURTH ST, PO BOX 15427, LAS VEGAS, NV 89114
(702) 386-1000 - 1,450,000 (\$30,700,425) COMMON STOCK. (FILE 33-17528 - SEP. 29)
(BR. 1)
- S-8 PHOTRONIC LABS INC, 15 SECOR RD, PO BOX 226, BROOKFIELD CENTER, CT 06805
(203) 775-9000 - 120,000 (\$788,400) COMMON STOCK. (FILE 33-17530 - SEP. 29) (BR. 3)
- S-3 HEALTH CARE REIT INC /DE/, ONE SEAGATE STE 1950, PO BOX 1475, TOLEDO, OH 43604
(419) 247-2800 - 500,000 (\$8,156,250) COMMON STOCK. (FILE 33-17531 - SEP. 29) (BR. 6)
- S-1 WARNER COMPUTER SYSTEMS INC, 259 CEDAR LN, TEANECK, NJ 07666 (201) 692-9400 -
225,000 (\$1,715,625) COMMON STOCK. 925,000 (\$7,053,125) COMMON STOCK. 75,000
WARRANTS, OPTIONS OR RIGHTS. 75,000 (\$686,250) COMMON STOCK. (FILE 33-17533 -
SEP. 29) (BR. 9)