

MAY 22 1990

U.S. SECURITIES AND  
EXCHANGE COMMISSION

# sec news digest

Issue 90-97

May 18, 1990

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## NOTICE OF COMMISSION MEETINGS

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Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, NW, Washington, DC. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

### CLOSED MEETING - MAY 22, 1990 - 2:30 p.m.

The subject matter of the May 22nd closed meeting will be: Institution of administrative proceedings of an enforcement nature; Reject settlement of administrative proceeding of an enforcement nature; Settlement of injunctive actions; and Institution of injunctive actions.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: Dan Gray at (202) 272-2300.

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## COMMISSION ANNOUNCEMENTS

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### WEEKLY CALENDAR

Chairman Breeden will testify before the Subcommittee on Telecommunications and Finance of the Energy and Commerce Committee of the House of Representatives on Thursday, May 24. The subject of the hearing, which is scheduled to begin at 9:30 a.m., is SEC/CFTC jurisdiction. The room number will be announced.

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## CRIMINAL PROCEEDINGS

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### MARK S. BENSKIN SENTENCED

The Atlanta Regional Office and the U.S. Attorney's Office of the Western District of Tennessee announced that, on April 27, Judge Julia Gibbons of the Western District of Tennessee, Western Division, sentenced Mark S. Benskin (Benskin) of Memphis, Tennessee, to ten years in prison. The indictment contained forty counts of mail fraud and ten counts of securities fraud involving failure to purchase securities and misappropriation of funds. Benskin was sentenced to five years for securities fraud to run consecutively with his five-year sentence for mail fraud. The indictment charged that Benskin, through his company, operated as an unregistered broker-dealer and defrauded over 600 investors from twenty-two states of over \$3.8 million.

On May 3, 1990, Benskin pleaded guilty in state court to fraudulent securities practices, failure to register as a broker-dealer and grand larceny charges, and was sentenced to ten years (See State of Tennessee v. Mark S. Benskin, et al., Criminal Action No. 89-0377, Division 3, Tenn. Criminal Court, Shelby County). [United States v. Mark Stephen Benskin and Mark Benskin & Company, Inc., Crim. Action 89-20166-G, USDC WD Tenn., Western Division] (LR-12476)

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## INVESTMENT COMPANY ACT RELEASES

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### KEMPER INVESTORS LIFE INSURANCE COMPANY

An order has been issued under Section 6(c) of the Investment Company Act, exempting Kemper Investors Life Insurance Company, KILICO Variable Annuity Separate Account (Variable Account) and Kemper Financial Services Inc. from Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of mortality and expense risk charges from the assets of the Variable Account pursuant to certain group variable annuity contracts. (Rel. IC-17494 - May 16)

### COLONIAL VALUE INVESTING PORTFOLIOS - EQUITY PORTFOLIO

A conditional order has been issued on an application filed by Colonial Value Investing Portfolios - Equity Portfolio (Trust), Colonial Management Associates, Inc. and Colonial Investment Services, Inc. (collectively, Applicants) under Section 6(c) of the Investment Company Act exempting the Trust from the provisions of Sections 18(f)(1), 18(g), and 18(i) to the extent necessary to permit the Trust to issue two classes of shares of each of its existing and future series. (Rel. IC-17495 - May 16)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a rule change filed by the Pacific Stock Exchange (SR-PSE-89-16) that requires PSE trading crowds to provide a depth of ten contracts for

all non-broker-dealer customer orders at the disseminated market quote at the time such orders are announced or displayed at the applicable PSE trading post. The Commission has approved the rule on a one-year pilot basis. (Rel. 34-28021)

## 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-8 AMRE INC, 4949 W ROYAL LN, IRVING, TX 75063 (214) 929-4088 - 1,400,000 (\$7,700,000) COMMON STOCK. (FILE 33-34729 - MAY. 10) (BR. 1)
- S-4 PHOENIX ADVANCED TECHNOLOGY INC, 4020 NEWBERRY RD, GAINESVILLE, FL 32607 (904) 372-9585 - 11,827,636 (\$1,478,454) COMMON STOCK. (FILE 33-34731 - MAY. 08) (BR. 12)
- S-3 BANCORP HAWAII INC, 130 MERCHANT STREET, HONOLULU, HI 96813 (808) 537-8111 - 1,725,000 (\$80,212,500) COMMON STOCK. (FILE 33-34739 - MAY. 08) (BR. 1)
- S-8 INFORMATION INTERNATIONAL INC, 5933 SLAUSON AVE, CULVER CITY, CA 90230 (302) 658-7581 - 250,000 (\$2,875,000) COMMON STOCK. (FILE 33-34742 - MAY. 08) (BR. 10)
- S-8 INFORMATION INTERNATIONAL INC, 5933 SLAUSON AVE, CULVER CITY, CA 90230 (302) 658-7581 - 40,000 (\$460,000) COMMON STOCK. (FILE 33-34743 - MAY. 08) (BR. 10)
- S-4 STORAGE EQUITIES INC, 1015 GRANDVIEW AVE, GLENDALE, CA 91201 (818) 244-8080 - 1,000,000 (\$8,190,000) PREFERRED STOCK. 5,000,000 (\$40,950,000) COMMON STOCK. WARRANTS, OPTIONS OR RIGHTS. (FILE 33-34749 - MAY. 10) (BR. 6)
- S-3 WESTERN INVESTMENT REAL ESTATE TRUST, 3450 CALIFORNIA ST, SAN FRANCISCO, CA 94118 (415) 929-0211 - 500,000 (\$8,375,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-34750 - MAY. 10) (BR. 6)
- S-3 THERMO ELECTRON CORP, 101 FIRST AVE, P O BOX 9046, WALTHAM, MA 02254 (617) 622-1000 - 1,325,000 (\$43,857,500) COMMON STOCK. (FILE 33-34752 - MAY. 10) (BR. 9)
- S-8 TELEFLEX INC, 155 S LIMERICK RD, LIMERICK, PA 19468 (215) 948-5100 - 700,000 (\$21,306,250) COMMON STOCK. (FILE 33-34753 - MAY. 10) (BR. 4)
- S-8 EASTMAN KODAK CO, 343 STATE ST, ROCHESTER, NY 14650 (716) 724-4000 (FILE 33-34757 - MAY. 10) (BR. 13)
- S-8 LOCKHEED CORP, 4500 PARK GRANADA BLVD, CALABASAS, CA 91399 (818) 712-2000 (FILE 33-34758 - MAY. 10) (BR. 13)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 557, 333 WEST WACKER DR, C/O JOHN NUVEEN & CO INC, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-34759 - MAY. 11) (BR. 22 - NEW ISSUE)
- S-1 HORSEHEAD RESOURCE DEVELOPMENT CO INC, 613 THIRD ST, PALMERTON, PA 18071 (215) 826-8716 - 3,737,500 (\$44,850,000) COMMON STOCK. UNDERWRITER: ALEX BROWN AND SONS, KIDDER PEABODY AND CO. (FILE 33-34808 - MAY. 09) (BR. 6 - NEW ISSUE)
- S-8 LIBERTY CORP, 2000 WADE HAMPTON BLVD, GREENVILLE, SC 29615 (803) 268-8111 - 200,000 (\$9,787,500) COMMON STOCK. (FILE 33-34814 - MAY. 10) (BR. 9)

REGISTRATIONS CONT.

- S-8 LIBERTY CORP, 2000 WADE HAMPTON BLVD, GREENVILLE, SC 29615 (803) 268-8111 - 150,000 (\$7,303,125) COMMON STOCK. (FILE 33-34815 - MAY. 10) (BR. 9)
- S-8 LIBERTY CORP, 2000 WADE HAMPTON BLVD, GREENVILLE, SC 29615 (803) 268-8111 - 300,000 (\$14,606,250) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-34816 - MAY. 10) (BR. 9)
- S-8 LIBERTY CORP, 2000 WADE HAMPTON BLVD, GREENVILLE, SC 29615 (803) 268-8111 - 650,000 (\$31,646,875) COMMON STOCK. (FILE 33-34817 - MAY. 10) (BR. 9)
- S-3 ARVIN INDUSTRIES INC, ONE NOBLITT PLZ, P O BOX 3000, COLUMBUS, IN 47202 (812) 379-3000 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 33-34818 - MAY. 10) (BR. 4)
- S-6 FIRST TRUST COMBINED SERIES 106, SUITE 3000, 500 W MADISON ST, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-34821 - MAY. 10) (BR. 18 - NEW ISSUE)
- S-6 FIRST TRUST COMBINED SERIES 107, SUITE 3000, 500 W MADISON ST, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-34822 - MAY. 10) (BR. 18 - NEW ISSUE)
- S-1 GITANO GROUP INC, 1411 BROADWAY, NEW YORK, NY 10018 (212) 819-0707 - 200,000 (\$6,500,000) COMMON STOCK. 1,582,500 (\$51,431,250) COMMON STOCK. (FILE 33-34823 - MAY. 10) (BR. 7)
- S-1 OWENS ILLINOIS INC /DE/, ONE SEAGATE, TOLEDO, OH 43666 (419) 247-5000 - 19,500,000 (\$19,500,000) STRAIGHT BONDS. 20,000,000 (\$20,000,000) STRAIGHT BONDS. 5,000,000 (\$5,000,000) STRAIGHT BONDS. 3,000,000 (\$3,000,000) STRAIGHT BONDS. (FILE 33-34825 - MAY. 10) (BR. 10)
- S-4 ANDREWS GROUP INC /DE/, 21 E 63RD ST, NEW YORK, NY 10021 (212) 593-4300 - 33,000,000 (\$11,948,275.86) STRAIGHT BONDS. (FILE 33-34829 - MAY. 11) (BR. 12)
- S-1 MBIA INC, 113 KING ST, ARMDNK, NY 10504 (914) 273-4545 - 5,175,000 (\$172,068,750) COMMON STOCK. (FILE 33-34830 - MAY. 11) (BR. 9)
- S-4 NEWFIELD BANCORP INC, 18-24 W BLVD, NEWFIELD, NJ 08344 (609) 692-3440 - 70,119 (\$7,368,805.70) COMMON STOCK. (FILE 33-34832 - MAY. 08) (BR. 2 - NEW ISSUE)
- S-1 PHOENIX LASER SYSTEMS INC, 2087 UNION ST, SAN FRANCISCO, CA 94123 (415) 922-4061 - 345,000 (\$3,450,000) PREFERRED STOCK. 30,000 (\$360,000) PREFERRED STOCK. 750,000 (\$3,000,000) COMMON STOCK. (FILE 33-34833 - MAY. 10) (BR. 8)
- S-8 MAGNETEK INC, 11150 SANTA MONICA BLVD, 15TH FL, LOS ANGELES, CA 90025 (213) 473-6681 - 50,000 (\$547,000) COMMON STOCK. 547,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-34834 - MAY. 11) (BR. 7)
- S-1 HORIZON GOLD SHARES INC, 1536 COLE BLVD STE 140, GOLDEN, CO 80401 (303) 239-8701 - 6,820,763 (\$7,230,008.78) COMMON STOCK. 2,432,454 (\$7,346,011.08) COMMON STOCK. 125,000 (\$181,250) COMMON STOCK. 3,298,000 (\$3,495,880) COMMON STOCK. (FILE 33-34838 - MAY. 11) (BR. 1)
- S-8 PROVINCE OF NEWFOUNDLAND, 1251 AVE OF THE AMERICAS, C/O CANADIAN CONSULATE GENERAL, NEW YORK, NY 10020 (000) 000-0000 - 350,000,000 (\$350,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-34858 - MAY. 11) (BR. 9)
- S-4 ROCHESTER TELEPHONE CORP, ROCHESTER TEL CENTER, 180 S CLINTON AVE, ROCHESTER, NY 14646 (716) 777-7330 - 665,290 (\$4,521,984) COMMON STOCK. (FILE 33-34859 - MAY. 11) (BR. 7)
- S-2 KELLEY OIL CORP, 601 JEFFERSON STE 1100, HOUSTON, TX 77002 (713) 652-5200 - 1,500,000 (\$14,250,000) COMMON STOCK. 1,375,000 (\$13,062,500) COMMON STOCK. (FILE 33-34860 - MAY. 11) (BR. 7)
- S-4 NBI INC, 3450 MITCHELL LN, P O BOX 9001, BOULDER, CO 80301 (303) 444-5710 - 470,000 (\$1,565,100) PREFERRED STOCK. 3,406,700 (\$4,769,980) PREFERRED STOCK. 26,380,133 (\$2,638,013) COMMON STOCK. 14,085,080 (\$14,085) COMMON STOCK. (FILE 33-34861 - MAY. 11) (BR. 13)
- S-3 POTOMAC ELECTRIC POWER CO, 1900 PENNSYLVANIA AVE NW, C/O M T HOWARD RM 841, WASHINGTON, DC 20068 (202) 872-2000 - 1,000,000 (\$50,000,000) PREFERRED STOCK. (FILE 33-34866 - MAY. 11) (BR. 7)

## 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
CVB FINL CORP KRUSE RONALD O	COM 13D	10/ 6/89	619 10.4	12660010 4.9	UPDATE
CANONIE ENVIRONMENTAL SVGS C GRACE W R & CO	COM 13D	5/ 9/90	1,946 34.2	13801210 32.9	UPDATE
CARVER CORP WASH KELSO MANAGEMENT CO ET AL	COM 13D	5/ 4/90	235 6.6	14688110 5.6	UPDATE
COMDIAL CORP ALLTEL CORP	COM 13D	5/14/90	1,667 9.3	20033210 9.3	UPDATE
COMPUDYNE CORP HARRIS ASSOCIATES INC	COM PAR \$0.75 13D	5/ 7/90	0 0.0	20479530 9.7	UPDATE
D O C OPTICS CORP FMR CORP	COM 13D	4/19/90	298 13.1	23324010 18.9	UPDATE
DATAPRODUCTS CORP CRESCOTT INV ASSOC ET AL	COM 13D	4/18/90	740 4.7	23810710 7.1	UPDATE
DETREX CORP HARRIS ASSOCIATES INC	COM 13D	5/ 4/90	107 6.8	25068510 7.8	UPDATE
DETREX CORP WARWICK PARTNERS LP ET AL	COM 13D	5/ 4/90	95 6.0	25068510 0.0	NEW
ENERCON DATA CORP OSWALD CHARLES W	COM 13D	4/23/90	2,362 51.5	29299810 45.0	UPDATE
EXCELSIOR INCOME SHS INC KARPUS GEORGE W	COM 13G	5/14/90	115 5.2	30072310 5.2	NEW
FALL RIVER GAS CO JARABEK ALLEN L ET AL	COM 13D	4/12/90	101 11.3	30627910 10.7	UPDATE
FIRST FINANCIAL MGMT CORP STATE OF WISCONSIN INVEST BD	COM 13D	4/25/90	2,313 8.8	30024510 7.4	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
FREEPORT MCMORAN OIL & GAS C FREEPORT MCMORAN INC	COM 13D	3/30/90	101,372 81.5	35699410 0.0	NEW
FREMONT GEN CORP STEINHARDT MICHAEL H ET AL	COM 13D	5/10/90	310 3.8	35728810 8.0	UPDATE
G R I CORP FMR CORP	COM 13D	4/17/90	555 24.7	36223210 35.2	UPDATE
GARAN INC HARRIS ASSOCIATES INC	COM 13D	5/ 4/90	228 9.1	36480210 10.1	UPDATE
GRACO INC STATE OF WISCONSIN INVEST	COM BD 13D	4/26/90	358 5.0	38410910 0.0	NEW
GREATER WASHINGTON INVS DEL RESEARCH INDS INC ET AL	COM 13D	5/ 1/90	422 10.3	39238810 9.1	UPDATE
HEALTHVEST PRIVATE CAP MGMT ET AL	SH BEN INT 13D	5/ 3/90	546 5.1	42192110 0.0	NEW
HORIZON INDS INC BEAULIEU OF AMERICA ET AL	COM 13D	5/ 2/90	550 10.1	44042310 0.0	NEW
HORN & HARDART BAKING CO SANDFORD JAY ET AL	COM 13D	5/ 9/90	0 0.0	44048810 N/A	UPDATE
HOSPOSABLE PRODS INC WYANT & CO LTD	COM 13D	4/ 9/90	157 13.7	44106910 0.0	NEW
HUBBELL INC FLINT ROBERT N	CL A 13D	5/ 7/90	2,298 38.3	44351010 0.0	NEW
HUBBELL INC MCNALLY ANDREW IV	CL A 13D	5/ 7/90	2,295 38.2	44351010 0.0	NEW
HYDE ATHLETIC INDS INC FMR CORP	COM 13D	4/20/90	72 2.6	44863210 12.7	UPDATE
ICO INC MERCURY ASSET MGMT	COM 13D	3/22/90	1,160 8.3	44929410 0.0	NEW
INFORMATION INTL INC KELSO MANAGEMENT CO ET AL	COM 13D	5/ 1/90	446 19.3	45674010 18.1	UPDATE
INTEGRATED DEVICE TECHNOLOGY STATE OF WISCONSIN INVEST	COM BD 13D	4/27/90	1,895 7.5	45811810 6.5	UPDATE
JACOR COMMUNICATIONS KOSOFSKY MARVIN B	COM 13D	5/ 3/90	500 5.0	46985810 0.0	NEW
LIQUI BOX CORP FERGER JANE D	COM 13D	1/ 1/90	157 6.8	53631410 0.0	NEW
MAGNETIC TECH CORP HALL RICHARD S	COM PAR \$0.15 13D	5/ 4/90	52 6.7	55949220 0.0	NEW
MEDIA GEN INC GAMCO INVESTORS INC ET AL	CL A 13D	5/10/90	4,247 16.8	58440410 15.8	UPDATE

MEDITRUST FMR CORP	SH BEN INT 13D	4/27/90	1,508 8.1	58599010 7.7	UPDATE
PIC N SAVE CORP GIRARD PARTNERS L P ET AL	COM 13D	5/12/90	2,365 6.6	71952210 6.6	UPDATE
STAR STATES CORP GRIFFIN WILLIAM M ET AL	COM 13D	5/ 1/90	364 7.7	85518010 8.9	UPDATE
TIME MANAGEMENT CORP MCGEE WILLIAM MAX	COM 13D	3/30/90	2,403 62.4	88724810 0.0	NEW
TRACE PRODS MCDONNELL DENNIS	COM 13D	5/ 3/90	926 10.8	89190910 10.2	UPDATE
TRACE PRODS MCDONNELL KEVIN	COM 13D	5/ 3/90	779 9.3	89190910 9.2	UPDATE
TRACE PRODS PRESSMAN GERALD L	COM 13D	5/ 3/90	420 5.0	89190910 5.2	UPDATE
TRACE PRODS R & W VENTURES I	COM 13D	5/ 3/90	462 5.2	89190910 5.2	UPDATE
TRACE PRODS SARLO GEORGE S ET AL	COM 13D	5/ 3/90	1,411 17.0	89190910 0.0	NEW
TRACE PRODS THOMPSON LESTER E	COM 13D	5/ 3/90	1,279 15.4	89190910 15.9	UPDATE
TRUSTMARK CORP HEARIN ROBERT M	COM 13D	5/ 1/90	1,328 13.5	89840210 12.5	UPDATE
UNION CORP DEL MERCURY ASSET MGMT	COM 13D	5/ 1/90	430 6.2	90607210 0.0	NEW
WESTERN CO NORTH AMER FIDELITY INTL LTD	COM PAR \$0.10 13D	5/ 5/90	1,194 9.6	95804340 8.4	UPDATE
WESTERN CO NORTH AMER FMR CORP	COM PAR \$0.10 13D	5/ 3/90	1,194 9.6	95804340 8.4	UPDATE
WESTERN CO NORTH AMER VIKING SUPPLY SHIPS A S	COM PAR \$0.10 13D	5/14/90	1,331 10.7	95804340 10.7	UPDATE
WOLVERINE WORLD WIDE INC FMR CORP	COM 13D	4/27/90	490 7.3	97809710 8.7	UPDATE
ADVANCED COMPUTER TECHNIQUES INTERGROUP ET AL	COM 13D	5/ 4/90	135 7.2	00751810 0.0	NEW
AMERICAN BODY ARMOR & EQUIP STANCHART BUSINESS CREDIT	COM 13D	3/12/90	0 0.0	02463510 N/A	UPDATE
BAKER HUGHES INC NORTON CO	COM 13D	5/10/90	0 0.0	05722410 6.1	UPDATE
BIO MEDICUS INC MEDTRONIC	COM 13D	5/14/90	427 5.6	09056910 7.6	UPDATE
BIO TECHNOLOGY GEN CORP BLECH DAVID	COM 13D	5/ 8/90	3,989 34.2	09057810 32.0	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR	FILING STATUS
BIO REFERENCE LABS INC EHRMAN WILLIAM ET AL	COM	13D	7,164 16.0	09199210 0.0	NEW
BRESLER & REINER INC REINER BURTON J ET AL	COM	13D	1,013 35.7	10733610 33.9	UPDATE
CIP CORP NIEHOFF PATRICIA W	COM	13D	883 59.5	12553510 35.9	UPDATE
DIANA CORP PAGEL ROBERT L	COM	13D	200 5.4	25279010 0.0	NEW
FAIRVIEW MOUNTAIN GOLD INC GOTTESMAN GARY	COM	13D	447 7.1	30583099 0.0	NEW
FAIRVIEW MOUNTAIN GOLD INC MCNEICE RANDY	COM	13D	447 7.1	30583099 0.0	NEW
FLIGHT INTL GROUP INC SMITH TECHNOLOGIES	COM	13D	833 19.9	33941610 8.0	UPDATE
HOUSE FABRICS INC FMR CORP	COM	13D	976 14.7	44175810 21.1	UPDATE
INTEK DIVERSIFIED CORP ANGLO YORK INDS INC	COM	13D	1,220 39.9	45813410 32.7	UPDATE
MATTHEWS STUDIO EQUIP GROUP FARAR YALE	COM	13D	445 5.6	57723099 0.0	NEW
PIC N SAVE CORP GIRARD PARTNERS L P ET AL	COM	13D	3,774 10.5	71952210 6.6	UPDATE
PORTS OF CALL INC FMR CORP	COM	13D	1,292 52.3	73702810 61.7	UPDATE
PRIME RES CORP ROBERTSON DON L TRUSTEE	COM PAR \$0.05	13D	273 5.8	74156830 0.0	NEW
STAR STATES CORP GELBACH MYRON S JR	COM	13D	302 6.4	85518010 5.6	UPDATE
STAR STATES CORP SPECTOR ARTHUR R ET AL	COM	13D	302 6.4	85518010 5.6	UPDATE
UNILAB CORP METPATH INC	COM	13D	7,356 27.6	90476210 16.9	UPDATE
VESTAR INC WARBURG PINCUS CAP PRTN ET AL	COM	13D	5,549 86.5	92545410 44.8	UPDATE