

sec news digest

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Issue 90-224

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CIVIL PROCEEDINGS

**U.S. SECURITIES AND
EXCHANGE COMMISSION**

PERMANENT INJUNCTIONS ENTERED AGAINST DONALD BADER

The Los Angeles Regional Office announced that on November 6, 1990 the U.S. District Court for the Southern District of California entered Final Judgments permanently restraining and enjoining defendants Donald D. Bader, Minnie M. Bader, Dodd R. Bader, Clark R. Bader, Boyd R. Bader and American Financial Dimensions, Inc., a Colorado corporation (AFDI-Colorado), from violations of securities registration, antifraud and broker-dealer registration provisions of the federal securities laws. A Final Judgment enjoining defendant Harry Shank from similar violations was entered on August 31, 1990. The defendants consented to the entry of the judgments without admitting or denying the allegations.

The individual defendants offered and sold unregistered securities issued by Centre City Funding, Inc. (CCF), Financial Dimensions, Inc., American Financial Dimensions, Inc., an Iowa corporation, and defendant AFDI-Colorado. The proceeds from these offerings which totalled about \$9 million were to be used solely for CCF's factoring operations (the purchase of factored accounts receivable from companies, medical clinics and physicians). The defendants were variously charged with making false and misleading statements to investors and misusing and misappropriating investor funds by engaging in a Ponzi-like scheme. The action remains pending with regard to the amount to be disgorged. [SEC v. Donald Bader et al., Civ. Action No. 90-1135-K, IEG, S.D. Cal.] (LR-12704)

KELSEY PERMANENTLY ENJOINED

The Chicago Regional Office announced that on October 23 the U.S. District Court for the Northern District of Illinois entered an Order of Permanent Injunction against William T. Kelsey, the former vice chairman and secretary of Circle Express, Inc., a publicly-held trucking company with securities registered with the Commission. The Order was entered pursuant to a consent and stipulation in which Kelsey neither admitted nor denied the allegations contained in the Commission's complaint.

The Order enjoins Kelsey from directly violating the antifraud provisions and aiding and abetting the filing and books and record-keeping provisions of the federal securities laws.

The Commission's complaint filed on July 1, 1990 alleged that from approximately January of 1987 to March of 1988, Kelsey, among other things, overstated and caused Circle to overstate its earnings, income and assets, understated and caused Circle to understate its liabilities and expenses and failed and caused Circle to fail to disclose numerous related-party transactions. [SEC v. William T. Kelsey, Civil Action No. 90 C 3853, filed July 9, 1990] (LR-12705)

CRIMINAL PROCEEDINGS

CARL VITUS MAY, JR., INDICTED

The U.S. Attorney for the Middle District of North Carolina and the Atlanta Regional Office of the Commission announced that on October 29, 1990 a ten-count indictment was returned against Carl Vitus May, Jr. (May), of Greensboro, North Carolina, charging him with securities and mail fraud.

The indictment charges, among other things, that May conducted a fraudulent scheme whereby he obtained monies from investors purportedly for investment by PaineWebber, Inc., where May was a registered representative, in certificates of deposit issued by various financial institutions. The indictment further charges that as part of the scheme to defraud investors May concealed from them that the investments as represented were never made and that instead the monies were converted to May's own personal use and benefit. If convicted, May faces up to 10 years in prison and fines in excess of \$4 million. [U.S. v. Carl Vitus May, Jr., Indictment No. CR-90-249-01-G, MDNC] (LR-12706)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER COMPANY

A notice has been issued giving interested persons until December 10, 1990 to request a hearing on a proposal by American Electric Power Company, Inc., a registered holding company, to extend until December 31, 1993 the time in which it may issue and sell up to 3,800,000 shares of its common stock, \$6.50 par value, under its American Electric Power System Employees Savings Plan. (Rel. 35-25190)

ALLEGHENY POWER SYSTEM

A notice has been issued giving interested persons until December 10, 1990 to request a hearing on a proposal by Allegheny Power System, Inc. (APS), a registered holding company, and its subsidiary, Allegheny Power Service Corporation (APSC), to extend until December 31, 1992 the time in which APSC may issue short-term notes to APS in an aggregate principal amount outstanding at any one time of \$7.5 million. (Rel. 35-25190)

ENERGY INITIATIVES, INCORPORATED

A notice has been issued giving interested persons until December 10, 1990 to request a hearing on a proposal by Energy Initiatives, Incorporated (EII), a wholly owned indirect subsidiary company of General Public Utilities Corporation, a registered holding company, to extend the time period during which EII is authorized to issue, sell and renew up to \$5 million of its unsecured promissory notes to commercial banks pursuant to informal lines of credit from December 31, 1990 to December 31, 1992. (Rel. 35-25190)

EASTERN UTILITIES ASSOCIATES

A notice has been issued giving interested persons until December 10, 1990 to request a hearing on a proposal by Eastern Utilities Associates, a registered holding company, and its subsidiary companies EUA Ocean State Corporation (EUA-OS), Newport Electric Corporation and Newport Electric Power Corporation (Newport Power) to merge Newport Power with and into EUA-OS in accordance with the terms of a merger agreement between EUA-OS and Newport Power (Merger). Upon consummation of the Merger, EUA-OS will be the surviving corporation and the common stock of EUA-OS outstanding immediately prior to the consummation of the Merger will constitute all of the issued and outstanding common stock of the surviving corporation. (Rel. 35-25190)

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 GOOD MERGERS INC, 220 EAST 5TH STREET SUITE 6M, NEW YORK, NY 10021 (212) 888-6730
- 28,750 (\$172,500) COMMON STOCK. 862,500 (\$1,725,000) COMMON STOCK. 937,500 (\$2,343,750) COMMON STOCK. 2,500 (\$2.50) WARRANTS, OPTIONS OR RIGHTS. 5,000 (\$16,050) COMMON STOCK. UNDERWRITER: GRADY & HATCH & CO INC. (FILE 33-37545 - NOV. 06) (BR. 14 - NEW ISSUE)

S-18 HAPPY MERGERS INC, 220 EAST 65TH STREET SUITE 6M, NEW YORK, NY 10021 (212) 888-6730
- 28,750 (\$172,500) COMMON STOCK. 862,500 (\$1,725,000) COMMON STOCK. 937,500 (\$2,343,750) COMMON STOCK. 2,500 (\$2.50) WARRANTS, OPTIONS OR RIGHTS. 5,000 (\$16,050) COMMON STOCK. (FILE 33-37546-NY - NOV. 06) (BR. 14 - NEW ISSUE)

S-3 IBM CREDIT CORP, 290 HARBOR DR, P O BOX 10399, STAMFORD, CT 06904 (203) 352-5100 -
2,000,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE 33-37632 - NOV. 09) (BR. 13)

S-8 FOREST LABORATORIES INC, 150 E 58TH ST, NEW YORK, NY 10155 (212) 421-7850 -
1,000,000 (\$44,000,000) COMMON STOCK. (FILE 33-37633 - NOV. 13) (BR. 4)

REGISTRATIONS CONTINUED

- S-4 PUBLIC STORAGE PROPERTIES XIV INC, 1015 GRANDVIEW AVENUE, GLENDALE, CA 91201 (818) 244-8080 - 2,676,768 (\$43,765,156) COMMON STOCK. 232,762 (\$72,156) COMMON STOCK. 659,494 (\$204,443) COMMON STOCK. (FILE 33-37681 - NOV. 08) (BR. 5 - NEW ISSUE)
- S-8 XIOX CORP, 577 AIRPORT BLVD STE 700, BURLINGAME, CA 94010 (415) 375-8188 - 100,000 (\$125,000) COMMON STOCK. (FILE 33-37686 - NOV. 08) (BR. 10)
- S-4 COLONY BANKCORP INC, 302 S MAIN ST, FITZGERALD, GA 31750 (912) 423-5446 - 95,790 (\$718,425) COMMON STOCK. (FILE 33-37688 - NOV. 08) (BR. 2)
- S-8 CUMMINS ENGINE CO INC, 500 JACKSON ST, BOX 3005, COLUMBUS, IN 47202 (812) 377-5000 - 100,000 (\$3,337,500) COMMON STOCK. (FILE 33-37690 - NOV. 09) (BR. 10)
- S-8 OLD REPUBLIC INTERNATIONAL CORP, 307 N MICHIGAN AVE, CHICAGO, IL 60601 (312) 346-8100 - 71,808 (\$661,775.71) COMMON STOCK. (FILE 33-37692 - NOV. 09) (BR. 9)
- S-8 ELECTRO RENT CORP, 6060 SEPULVEDA BLVD, VAN NUYS, CA 91411 (818) 786-2525 - 210,000 (\$3,018,750) COMMON STOCK. (FILE 33-37693 - NOV. 09) (BR. 5)
- S-8 VERNON LILLIAN CORPORATION, 510 S FULTON AVE, MT VERNON, NY 10550 (914) 699-4131 - 750,000 (\$5,156,250) COMMON STOCK. (FILE 33-37694 - NOV. 09) (BR. 2)
- S-8 CANDELA LASER CORP, 530 BOSTON POST RD, WAYLAND, MA 01778 (508) 358-7637 - 200,000 (\$3,650,000) COMMON STOCK. (FILE 33-37696 - NOV. 09) (BR. 8)
- S-8 CANDELA LASER CORP, 530 BOSTON POST RD, WAYLAND, MA 01778 (508) 358-7637 - 60,000 (\$1,095,000) COMMON STOCK. (FILE 33-37697 - NOV. 09) (BR. 8)
- S-8 REPUBLIC HEALTH CORP, 15303 DALLAS PKWY STE 1400, DALLAS, TX 75248 (214) 851-3100 - 851,563 (\$4,044,924) COMMON STOCK. (FILE 33-37699 - NOV. 13) (BR. 6)
- S-1 CBL MEDICAL INC, 3600 WILSHIRE BLVD STE 1908, LOS ANGELES, CA 90010 (213) 384-8200 - 285,166 (\$570,332) WARRANTS, OPTIONS OR RIGHTS. 467,754 (\$1,094,522) COMMON STOCK. 871,766 (\$2,397,357) COMMON STOCK. 166,665 (\$599,994) COMMON STOCK. 2,200,000 (\$5,170,000) COMMON STOCK. (FILE 33-37700 - NOV. 13) (BR. 6)
- S-3 FIRST CHICAGO CORP, ONE FIRST NATL PLZ, CHICAGO, IL 60670 (312) 732-4000 - 10,000,000 (\$140,000,000) COMMON STOCK. (FILE 33-37717 - NOV. 09) (BR. 1)
- S-6 MONY VARIABLE ACCOUNT L, 1740 BROADWAY, NEW YORK, NY 10019 - INDEFINITE SHARES. UNDERWRITER: MONY SERIES FUND INCDEPOSITOR: MUTUAL LIFE INSURANCE CO OF NEW YORK. (FILE 33-37719 - NOV. 09) (BR. 20 - NEW ISSUE)
- S-4 ANCHOR BANCORP INC, 1420 BROADWAY, HEWLETT, NY 11557 (516) 596-3900 - 18,600,000 (\$24,412,500) COMMON STOCK. (FILE 33-37720 - NOV. 09) (BR. 2 - NEW ISSUE)
- S-6 MONY VARIABLE ACCOUNT S, 1740 BROADWAY, C/O MUTUAL LIFE INSURANCE CO OF NEW YORK, NEW YORK, NY 10019 - INDEFINITE SHARES. UNDERWRITER: MONY SECURITIES CORPDEPOSITOR: MUTUAL LIFE INSURANCE CO OF NEW YORK. (FILE 33-37721 - NOV. 09) (BR. 20 - NEW ISSUE)
- S-1 ENRON OIL & GAS CO, 1400 SMITH ST, HOUSTON, TX 77002 (713) 853-6161 - 4,100,000 (\$110,454,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE, FIRST BOSTON CORP, GOLDMAN SACHS & CO, MORGAN STANLEY & CO, PRUDENTIAL BACHE CAPITAL FUNDING. (FILE 33-37723 - NOV. 13) (BR. 4)
- S-8 ENGELHARD CORP, MENLO PARK, CN 40, EDISON, NJ 08818 (201) 632-6000 - 750,000 (\$14,109,375) COMMON STOCK. (FILE 33-37724 - NOV. 13) (BR. 6)

REGISTRATIONS CONTINUED

- S-3 ALBANY INTERNATIONAL CORP /DE/, 1373 BROADWAY, ALBANY, NY 12204 (518) 445-2200 - 682,760 (\$6,699,582.50) COMMON STOCK. (FILE 33-37727 - NOV. 13) (BR. 8)
- S-2 FIRST FRANKLIN FINANCIAL CORP, 213 E TUGALO ST, P O BOX 880, TOCCOA, GA 30577 (404) 886-7571 - 20,000,000 (\$20,000,000) STRAIGHT BONDS. (FILE 33-37729 - NOV. 13) (BR. 13)
- S-6 MUNICIPAL INVT TR FD FIVE HUNDRED SIXTH MONTHLY PAYMENT SER, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-37730 - NOV. 13) (BR. 22 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND ONE HUNDRED SIXTY SECOND INS, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. (FILE 33-37731 - NOV. 13) (BR. 22 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND MULTISTATE SERIES 7Y, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08545 - INDEFINITE SHARES. (FILE 33-37732 - NOV. 13) (BR. 22 - NEW ISSUE)

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
AEROVOX INC	COM		504	01099210	
TEXAS ART SPLY CO ET AL	13D	11/13/90	9.9	7.9	UPDATE
BEEBA'S CREATIONS INC	COM		157	07659010	
ROCKER DAVID A	13D	11/ 6/90	3.5	5.4	UPDATE
BUILDERS TRANSPORT INC	COM		247	12008410	
GAY LEE A	13D	11/14/90	5.0	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CAROLYN BEAN PUBG LTD JESSELSON LUDWIG ET AL	COM 13D	11/14/90	301 31.3	14425320 21.7	UPDATE
DELPHI FINL GROUP INC TIGER ET AL	CL A 13D	11/ 8/90	776 35.7	24713110 34.5	UPDATE
DESOTO INC GAMCO INVESTORS INC ET AL	COM 13D	11/ 9/90	208 5.1	25059510 0.0	NEW
DIVI HOTELS N V WMS INDS INC	COM 13D	11/ 9/90	454 7.9	25537410 9.6	UPDATE
FA COMPUTER TECHNOLOGIES INC GATES DENNIS	COM 13D	10/19/90	11,557 31.3	30238710 22.9	UPDATE
FIRST LIBERTY FINL CORP PHELPS STANFORD N ET AL	COM 13D	11/ 9/90	134 6.8	32069110 6.6	UPDATE
FRUIT OF THE LOOM INC FL MGMT INC	CL A 13D	11/15/90	3,750 6.1	35941610 6.1	UPDATE
HEXCEL CORP HEXAGON PARTNERS ET AL	COM 13D	11/14/90	430 6.1	42829010 5.8	UPDATE
INTERNATIONAL BROADCAST SYS SANTA ROSA FD ET AL	CL A 13D	11/13/90	115 6.9	45916910 5.1	UPDATE
INTERNEURON PHARMACEUTICALS DAVIS J MORTON	COM 13D	11/ 9/90	3,963 21.9	46057310 20.6	UPDATE
JONES INTERCABLE INC SANDLER ASSOC ET AL	CL A 13D	11/15/90	246 3.3	48020620 0.0	NEW
LEHMAN T H CO INC GALANO VINCENT ET AL	COM NEW 13D	10/31/90	309 12.2	52516920 0.0	NEW
PHOENIX AMERN INC PHOENIX AFFILIATES INTL	COM 14D-1	11/15/90	4,472 98.4	71880310 N/A	UPDATE
READING & BATES CORP SOUTH PAC BKG CORP ET AL	COM PAR \$0.05 13D	11/12/90	7,268 20.1	75528170 19.1	UPDATE
RESEARCH INDS CORP KARISSIM CORP ET AL	COM 13D	11/13/90	582 10.6	76100410 12.1	UPDATE
ROBERTSON CECO CORP FIRST CITY FINL CORP ET AL	COM 13D	11/ 8/90	1,576 10.9	77053910 0.0	NEW
SAMNA CORP ALPINE ASSOCIATES ET AL	COM 13D	11/ 5/90	189 6.0	79590310 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
STEWART INFORMATION SVCS COR COM TWEEDY BROMNE CO L P ET AL	13D	11/ 6/90	252 6.2	86037210 5.7	UPDATE
SURVIVAL TECHNOLOGY INC HERZSTEIN ROBERT E	COM 13D	9/14/90	2,070 72.6	86902810 73.3	UPDATE
TRIAD SYS CORP HARRIS ASSOCIATES INC	COM PAR \$0.001 13D	11/ 7/90	878 8.5	89581820 9.1	UPDATE
UAL CORP CONDOR PARTNERS LP ET AL	COM 13D	11/15/90	0 0.0	90254910 11.8	UPDATE
ZENITH ELECTRS CORP NYCOR INC	COM 13D	11/15/90	2,200 8.2	98934910 8.2	UPDATE
ZENTEC CORP BAKER FENTRESS & CO	COM 13D	11/ 7/90	1,442 28.9	98942810 4.5	UPDATE

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.
