

sec news digest

Issue 94-143

July 29, 1994

ENFORCEMENT PROCEEDINGS

CIVIL ACTION AGAINST CROSS FINANCIAL SERVICES, INC., ET AL.

On July 25, the Honorable Richard A. Paez, United States District Judge for the Central District of California, issued an Order preliminarily restraining and enjoining defendants Owen R. Fox (Fox), Carroll E. Siemens (Siemens) and Douglas S. Cross (Cross) from further violations of the registration and antifraud provisions of the federal securities laws and continuing the asset freeze as to each of their assets. Judge Paez also ordered defendant Fox to release his airplane to the custody and control of the permanent receiver over defendant Cross Financial Services, Inc. (CFS), appointed in this matter on July 5, 1994 by the Honorable Terry J. Hatter, Jr. On July 5, Judge Hatter also issued an Order preliminarily restraining and enjoining Defendants CFS and Bruce Franklin (Franklin) from further violations of the registration and antifraud provisions of the federal securities laws and continuing the asset freeze as to Defendant Franklin.

The Commission's complaint also seeks permanent injunctions against Defendants CFS, Fox, Cross, Siemens, Franklin and Michael J. Colello (Colello) and an order requiring disgorgement of all their ill-gotten gains with prejudgment interest thereon and civil penalties. [SEC v. Cross Financial Services, Inc., Owen R. Fox, Carroll E. Siemens, Bruce Franklin, Michael J. Colello and Douglas S. Cross, Civil Action No. 94-4228, RAP, Ex, C.D. Cal.] (LR-14173)

FORMER VICE PRESIDENT AT PRUDENTIAL SECURITIES ORDERED TO PAY \$700,000 IN PENALTIES FOR DEFRAUDING CLIENTS

The Commission announced that on July 15 Bede F. Howard (Howard), formerly a registered representative and vice president at Prudential Securities Inc., was ordered to pay over \$700,000 in civil penalties in connection with an action brought against him by the Commission for

defrauding a number of his investor clients. In a final judgment by default issued by Judge Alfred M. Wolin of the District Court of New Jersey, Howard was enjoined from further violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934 and ordered to pay civil penalties of \$707,813.88, pursuant to the Securities Enforcement Remedies and Penny Stock Reform Act of 1990. According to the Commission's complaint, between July 1988 and March 1991, Howard induced a number of his clients to invest in various fictitious investments by falsely representing to these clients that the investments existed and would yield unusually high returns. Instead of investing his clients' money, Howard used it for his personal expenditures. In October 1992, Howard pled guilty to criminal charges of fraud by deception in connection with the activities which are the subject of the Commission's complaint and was sentenced to three years imprisonment. For further information, see LR-13940. [SEC v. Bede F. Howard a/k/a Howard F. Bede, 94 Civ. 285 D.N.J. (LR-14174)]

FORMER FIRST ALLIANCE BROKER ENJOINED

The Commission announced that in the U.S. District Court for the Northern District of Georgia, a Final Judgment was entered on July 22 against Julio de Jesus Montero, Jr. (Montero). Montero was formerly associated with First Alliance Securities, Inc. (First Alliance), a now defunct penny stock broker-dealer headquartered in Atlanta, Georgia. Montero was permanently enjoined from future violations of the antifraud provisions of the federal securities laws, and ordered to disgorge \$69,014, plus prejudgment interest thereon, provided, however, that payment of such amount was waived based on his demonstrated financial inability to pay.

The Commission's complaint, filed on July 5, 1994, alleged that First Alliance was a classic penny stock boiler room, selling to unsophisticated investors through high pressure sales tactics, misrepresentations and omissions. The complaint alleged that Montero made material misrepresentations, including misrepresenting to his customers the value of the securities which he sold and the success of the underlying companies.

In addition the complaint alleged that Montero omitted to disclose material facts regarding the prevailing market price of First Alliance stocks, including the fact that the prices his customers were paying in some instances contained excessive markups as high as 500%. The Commission's complaint alleged that Montero further omitted to tell his customers that First Alliance policy prohibited net selling. Montero's customers were therefore unaware when buying stocks from Montero that they would not be able to withdraw those funds from the firm. [SEC v. Julio de Jesus Montero, Jr., 1:94-CV-1745-FMH] (LR-14175)

INVESTMENT COMPANY ACT RELEASES

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY, ET AL.

An order has been issued on an application filed by Massachusetts Mutual Life Insurance Company, et al. under Sections 6(c) and 17(d) of the Investment Company Act and Rule 17d-1 thereunder. The order amends previous orders that allow applicants to co-invest in securities acquired in private placements. The amended order allows applicants to co-invest with an additional entity. The order also modifies the previous orders to let applicants sell, exchange, or otherwise dispose of the securities and exercise warrants, conversion privileges and other rights, and make follow-on investments at different times and in differing amounts, subject to the approval of a committee comprised of all of the trustees of each participating registered investment company who are not "interested persons" (as defined in Section 2(a)(19)) of the investment company or its investment adviser. (Rel. IC-20427 - July 26)

DEAN WITTER EQUITY INCOME TRUST

An order has been issued under Section 8(f) of the Investment Company Act of 1940 declaring that Dean Witter Equity Income Trust has ceased to be an investment company. (Rel. IC-20428 - July 27)

VARIABLE ANNUITY FUND II SEPARATE ACCOUNT

A notice has been issued giving interested persons until August 22 to request a hearing on an application filed by Variable Annuity Fund II Separate Account for an order declaring that Applicant has ceased to be an investment company. (Rel. IC-20429 - July 27)

THE GABELLI EQUITY TRUST INC., ET AL.

A notice has been issued giving interested persons until August 24 to request a hearing on an application filed by the Gabelli Equity Trust Inc. (Trust), the Gabelli Global Multimedia Trust Inc. (Multimedia) and Gabelli Funds, Inc. for an order pursuant to Section 17(b) of the Investment Company Act for an exemption from Section 17(a) of the Act and pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder. The order would permit the Trust to transfer a portion of its assets to Multimedia, a newly formed, wholly-owned subsidiary that is a registered investment company, and to distribute to the Trust's shareholders the stock of the subsidiary received in exchange for the transfer of assets. (Rel. IC-20431 - July 28)

HOLDING COMPANY ACT RELEASES

OLS ACQUISITION CORP., ET AL.

An order has been issued authorizing OLS Acquisition Corporation and OLS Energy-Berkeley (Berkeley), both indirect nonutility subsidiaries of Energy Initiatives, Inc., an indirect subsidiary of General Public Utilities Corporation, a registered holding company, to effect a restructuring of the lease and associated financing and other agreements for an operating qualifying cogeneration facility located at the University of California-Berkeley in Berkeley, California. Berkeley also proposes to borrow up to \$1 million at any one time outstanding under a loan facility with General Electric Capital Corporation and enter into related transactions. (Rel. 35-26091)

SELF-REGULATORY ORGANIZATIONS

UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until August 17 to comment on the applications of three exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Chicago Stock Exchange - 43 issues (Rel. 34-34450); Boston Stock Exchange - 6 issues (Rel. 34-34451); and Philadelphia Stock Exchange - 16 issues (Rel. 34-34452).

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change (SR-CSE-94-04) filed by the Cincinnati Stock Exchange to adopt Chinese Wall Procedures for Designated Dealers. Publication of the proposal in the Federal Register is expected during the week of August 1. (Rel. 34-34449)

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.

REGISTRATIONS

- S-8 DIEBOLD INC, P.O. BOX 8230, CANTON, OH 44711 (216) 489-4000 - 25,000 (\$1,098,437.50) COMMON STOCK. (FILE 33-54675 - JUL. 22) (BR. 10)
- S-8 DIEBOLD INC, P.O. BOX 8230, CANTON, OH 44711 (216) 489-4000 - 600,000 (\$26,362,500) COMMON STOCK. (FILE 33-54677 - JUL. 22) (BR. 10)
- S-8 AUTODEFSK INC, 2320 MARINSHIP WAY, SAUSALITO, CA 94965 (415) 332-2344 - 500,000 (\$26,562,500) COMMON STOCK. (FILE 33-54683 - JUL. 22) (BR. 9)
- S-8 COMSAT CORP, 6560 ROCK SPRING DR, BETHESDA, MD 20817 (301) -21-4-30 - 750,000 (\$18,187,500) COMMON STOCK. (FILE 33-54685 - JUL. 22) (BR. 7)
- S-8 COMSAT CORP, 6560 ROCK SPRING DR, BETHESDA, MD 20817 (301) -21-4-30 - 53,235 (\$911,406.60) COMMON STOCK. (FILE 33-54687 - JUL. 22) (BR. 7)
- S-8 THOMAS INDUSTRIES INC, P O BOX 35120, LOUISVILLE, KY 40232 (502) 893-4600 - 250,000 (\$3,610,000) COMMON STOCK. (FILE 33-54689 - JUL. 22) (BR. 3)
- S-8 KING WORLD PRODUCTIONS INC, 1700 BROADWAY, NEW YORK, NY 10019 (212) 315-4000 - 1,500,000 (\$59,156,250) COMMON STOCK. (FILE 33-54691 - JUL. 22) (BR. 11)
- S-8 NYMEX CORP, 335 MADISON AVE, NEW YORK, NY 10017 (212) 370-7400 - 8,000,000 (\$304,000,000) COMMON STOCK. (FILE 33-54693 - JUL. 22) (BR. 7)
- S-3 CINCINNATI GAS & ELECTRIC CO, 139 E FOURTH ST, ROOM 362-ANNEX, CINCINNATI, OH 45202 (513) 287-3852 - 1,000,000 (\$22,437,500) COMMON STOCK. (FILE 33-54695 - JUL. 22) (BR. 7)
- S-6 NATIONAL MUNICIPAL TRUST MULTISTATE SERIES 66, C/O PRUDENTIAL SECURITIES INC, 32 OLD SLIP-FINANCIAL SQUARE, NEW YORK, NY 10292 - 1,395 (\$1,450,800) UNIT INVESTMENT TRUST. (FILE 33-54697 - JUL. 22) (BR. 22 - NEW ISSUE)
- S-8 SCHWAB CHARLES CORP, 101 MONTGOMERY ST, SAN FRANCISCO, CA 94104 (415) 627-7000 - 2,800,000 (\$72,450,000) COMMON STOCK. (FILE 33-54701 - JUL. 22) (BR. 12)
- S-8 MUELLER INDUSTRIES INC, 2959 NORTH ROCK ROAD, WICHITA, KS 67226 (316) 636-6300 - 225,000 (\$6,975,000) COMMON STOCK. (FILE 33-54705 - JUL. 22) (BR. 6)
- S-3 GRUBB & ELLIS CO, ONE MONTGOMERY ST-STE3100, TELESIS TWR 9TH FLR, SAN FRANCISCO, CA 94104 (415) 956-1990 - 4,418,500 (\$10,494,033) COMMON STOCK. (FILE 33-54707 - JUL. 22) (BR. 5)
- N-2 TEMPLETON VIETNAM OPPORTUNITIES FUND INC, 700 CENTRAL AVENUE, ST PETERSBURG, FL 33701 (813) 823-8712 - 4,600,000 (\$69,000,000) COMMON STOCK. UNDERWRITER: KIDDER PEABODY & CO INC. (FILE 33-81640 - JUL. 19) (BR. 17 - NEW ISSUE)
- N-1A OFFITBANK VARIABLE INSURANCE FUND INC, 237 PARK AVE, STE 910, NEW YORK, NY 10017 (800) 618-9510 - INDEFINITE SHARES. (FILE 33-81748 - JUL. 20) (BR. 16 - NEW ISSUE)
- S-4 READ RITE CORP /DE/, 345 LOS COCHES ST, MILPITAS, CA 95035 (408) 262-6700 - 8,883,402 (\$119,370,714.38) COMMON STOCK. (FILE 33-81752 - JUL. 21) (BR. 3)

REGISTRATIONS CONT.

- S-3 ENCOM SYSTEMS INC, 86 S STREET, HOPKINTON, MA 01748 (508) 435-7700 - 470,000 (\$2,260,700) COMMON STOCK. (FILE 33-81756 - JUL. 21) (BR. 3)
- S-8 ETS INTERNATIONAL INC, 1401 MUNICIPAL ROAD, ROANOKE, VA 24012 (703) 265-0004 - 500,000 (\$750,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-81760 - JUL. 20) (BR. 10)
- S-3 DIMARK INC, 2050 CABOT BOULEVARD WEST, LANGHORNE, PA 19047 (215) 750-6600 - 400,000 (\$6,800,000) COMMON STOCK. (FILE 33-81762 - JUL. 21) (BR. 5)
- S-8 PAGE AMERICA GROUP INC, 125 STATE ST STE 100, HACKENSACK, NJ 07601 (201) 342-6676 - 406,220 (\$1,472,547.50) COMMON STOCK. (FILE 33-81764 - JUL. 21) (BR. 7)
- S-8 DISCOVERY ZONE INC, 205 N MICHIGAN AVE STE 3400, CHICAGO, IL 60601 (312) 616-3800 - 4,012,665 (\$48,311,585) COMMON STOCK. (FILE 33-81828 - JUL. 21) (BR. 12)
- F-3 ISG INTERNATIONAL SOFTWARE GROUP LTD, TECHNION CITY, HAIFA, L3 32000 (508) 651-3888 - 647,702 (\$3,846,320) FOREIGN COMMON STOCK. (FILE 33-81832 - JUL. 21) (BR. 9)
- S-8 REPUBLIC OF PORTUGAL, 2125 KALORAMA RD NW, EMBASSY OF REPUBLIC OF PORTUGAL, WASHINGTON, DC 20008 - \$1,100,000,000 FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-81838 - JUL. 21) (BR. 9)
- S-8 EAGLE FINANCE CORP, 1509 N MILWAUKEE AVE, LIBERTYVILLE, IL 60048 (708) 680-4555 - OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-81840 - JUL. 21) (BR. 11)
- S-8 INTERCEL INC/DE, 421 GILMER AVE., LANETT, AL 36863 (205) 644-2355 - 200,000 (\$1,850,000) COMMON STOCK. (FILE 33-81842 - JUL. 22) (BR. 7)
- S-8 HOLLYWOOD ENTERTAINMENT CORP, 10300 SW ALLEN BLVD, BEAVERTON, OR 97005 (503) 677-1600 - 22,500 (\$683,550) COMMON STOCK. (FILE 33-81844 - JUL. 21) (BR. 12)
- S-8 PICTURETEL CORP, 222 ROSEWOOD DR, DANVERS, MA 01923 (508) 762-5000 - 500,000 (\$6,375,000) COMMON STOCK. (FILE 33-81848 - JUL. 22) (BR. 7)
- S-8 EVANS ENVIRONMENTAL CORP, 2600 S W THIRD AVE - 2ND FLR, MIAMI, FL 33129 (305) 856-7458 - 200,000 (\$270,000) COMMON STOCK. (FILE 33-81850 - JUL. 22) (BR. 6)
- S-8 1ST SOURCE CORP, 100 NORTH MICHIGAN ST, SOUTH BEND, IN 46601 (219) 235-2702 - 500,000 (\$12,625,000) COMMON STOCK. (FILE 33-81852 - JUL. 22) (BR. 1)

REGISTRATIONS EFFECTIVE:

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
ALFACELL CORP	33-81308	07/07/94
AMPEX CORP /DE/	33-79520	07/08/94
AMPEX CORP /DE/	33-79520	07/08/94
ANADARKO PETROLEUM CORP	33-54485	07/08/94
ASHA CORP	33-81224	07/06/94
AT&T CAPITAL CORP /DE/	33-54359	07/07/94
BAROID CORPORATION /DE	33-53077	07/05/94
BAROID CORPORATION /DE	33-53077	07/05/94
BAROID CORPORATION /DE	33-53077	07/05/94
BAROID CORPORATION /DE	33-53077	07/05/94
BAYLAKE CORP	33-81184	07/06/94
BLAIR CORP	33-54459	07/06/94
BMJ FINANCIAL CORP	33-81250	07/06/94
BMJ FINANCIAL CORP	33-81252	07/06/94
BMJ FINANCIAL CORP	33-81254	07/06/94
BOUNTY GROUP INC	33-81256	07/07/94
BUTTREY FOOD & DRUG STORES CO	33-80688	07/07/94
CAIRM ENERGY USA INC	33-80526	07/05/94
CAIRM ENERGY USA INC	33-80526	07/05/94
CENTRAL INDIANA BANCORP	33-81158	07/05/94
CIBER INC	33-81320	07/07/94
COGNEX CORP	33-81150	07/05/94
COGNEX CORP	33-81152	07/05/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COLLINS & AIKMAN HOLDINGS CORP/DE	33-53179	07/06/94
COMMERCE BANCSHARES INC /MO/	33-80452	07/08/94
COMMUNITY CAPITAL CORP /SC/	33-81304	07/07/94
COMSAT CORP	33-54369	07/08/94
COMSAT CORP	33-54369	07/08/94
CONTROL DATA SYSTEMS INC	33-54461	07/06/94
COPART INC	33-81238	07/07/94
CORNERSTONE IMAGING INC	33-81202	07/05/94
CYBERNETICS PRODUCTS INC	33-81244	07/07/94
CYTEL CORP/DE	33-81236	07/07/94
DATA SYSTEMS & SOFTWARE INC	33-81298	07/08/94
DRESSER INDUSTRIES INC /DE/	33-54099	07/06/94
EQUICREDIT CORP	33-81194	07/06/94
F&M BANCORPORATION INC	33-81178	07/06/94
F&M BANCORPORATION INC	33-81180	07/06/94
F&M BANCORPORATION INC	33-81182	07/06/94
FIRST ALLIANCE MORTGAGE CO /CA/	33-79948	07/05/94
FIRST ALLIANCE MORTGAGE CO /CA/	33-79948	07/05/94
FIRST CITY BANCORP INC /TN/	33-81230	07/06/94
FIRST ESSEX BANCORP INC	33-81198	07/05/94
FOOD LION INC	33-50037	07/07/94
FOOD LION INC	33-50037	07/07/94
FOOD LION INC	33-50037	07/07/94
FOOD LION INC	33-50037	07/07/94
FRIEDMANS INC	33-81270	07/07/94
GENISCO TECHNOLOGY CORP /DE/	33-81136	07/05/94
GOULDS PUMPS INC	33-54437	07/05/94
GRUPO ELEKTRA SA DE CV	33-79990	07/06/94
GRUPO ELEKTRA SA DE CV	33-79990	07/06/94
GTE CORP	33-53495	07/06/94
GTE CORP	33-53495	07/06/94
GTE CORP	33-53495	07/06/94

REGISTRATIONS EFFECTIVE:

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
GTE DELAWARE LP	33-53495-01	07/06/94
GTE DELAWARE LP	33-53495-01	07/06/94
GTE DELAWARE LP	33-53495-01	07/06/94
HARVEY ENTERTAINMENT CO	33-81208	07/05/94
HEALTHMATCH INC	33-81306	07/07/94
HIBERNIA CORP	33-52249	07/08/94
HIBERNIA CORP	33-52249	07/08/94
HIBERNIA CORP	33-52249	07/08/94
HIBERNIA CORP	33-52249	07/08/94
HUMANA INC	33-54455	07/06/94
INACOM CORP	33-81240	07/07/94
JAMES RIVER CORP OF VIRGINIA	33-54491	07/08/94
K N ENERGY INC	33-54443	07/05/94
KEYSTONE MEDICAL CORPORATION	33-81310	07/07/94
KLH ENGINEERING GROUP INC	33-81160	07/05/94
LEATHER FACTORY INC	33-81214	07/06/94
LOWES COMPANIES INC	33-54497	07/08/94
LOWES COMPANIES INC	33-54499	07/08/94
MAIL WELL HOLDINGS INC	33-77438	07/08/94
MAIL WELL HOLDINGS INC	33-77438	07/08/94
MARION NATIONAL CORP	33-75344	07/06/94
MARION NATIONAL CORP	33-75344	07/06/94
MAXXAM INC	33-54479	07/08/94
MEGAFOODS STORES INC	33-81302	07/07/94
MNI COMPANIES INC	33-81228	07/06/94
MONTEREY PASTA CO	33-78266	07/05/94
MONTEREY PASTA CO	33-78266	07/05/94
MASH FINCH CO	33-54487	07/08/94
NEUROGEN CORP	33-81268	07/07/94
NOVELL INC	33-54483	07/08/94
PHYSICIANS HEALTH SERVICES INC	33-81142	07/05/94
PHYSICIANS HEALTH SERVICES INC	33-81196	07/05/94
PROMET INC /DE/	33-81220	07/06/94
RECONVERSION TECHNOLOGIES INC	33-81206	07/05/94
RELIANCE BANCORP INC	33-81278	07/08/94
ROYAL BANCSHARES OF PENNSYLVANIA INC	33-80616	07/04/94
RUSSELL CORP	33-54361	07/07/94
SATCON TECHNOLOGY CORP	33-80608	07/05/94
SJNB FINANCIAL CORP	33-81312	07/07/94
SNB BANCSHARES INC	33-80076	07/02/94
SOFAMOR DANEK GROUP INC	33-81300	07/07/94
SOFAMOR DANEK GROUP INC	33-81318	07/07/94
SOUTHWEST BANCORP INC	33-81276	07/07/94
STAPLES INC	33-81282	07/07/94
STAPLES INC	33-81284	07/07/94
STERLING ELECTRONICS CORP	33-81138	07/05/94
STERLING ELECTRONICS CORP	33-81140	07/05/94
STRIDE RITE CORP	33-54439	07/05/94
THERMO ELECTRON CORP	33-54453	07/06/94
UF BANCORP INC	33-81156	07/05/94
UNICO INC /DE/	33-81204	07/05/94
US DELIVERY SYSTEMS INC	33-81134	07/05/94
VDS ENTERPRISES INC	33-81200	07/05/94
VMARK SOFTWARE INC	33-80372	07/08/94
VSI ENTERPRISES INC	33-81314	07/07/94
WAVETECH INC	33-81242	07/07/94
WELLS FARGO & CO	33-54441	07/05/94
XENOVA GROUP PLC	33-75290	07/07/94

REGISTRATIONS EFFECTIVE:

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
XENOVA GROUP PLC	33-75290	07/07/94
YORK WATER CO	33-81246	07/07/94

ACQUISITIONS 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.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SHRS(000)/ %OWNED</u>	<u>CUSIP/ PRIOR%</u>	<u>FILING STATUS</u>
HADCO CORP	COM		829	40468110	
HAMILTON JAMES C ET AL	13D	6/ 1/94	8.3	0.0	NEW
LTX CORP	COM		2,000	50239210	
AMDO ELECTRIC CO LTD ET AL	13D	7/20/94	7.7	0.0	NEW
LAC MINERALS LTD NEW	COM		0	50545810	
ROYAL OAK MINES	14D-1	7/11/94	0.0	0.0	RVISION
LAMONTS APPAREL INC	COM NEW		3,765	51362820	
FMR CORP	13D	7/27/94	42.1	0.0	NEW
LIFEQUEST MED INC	COM		220	53192810	
SALOMON BROTHERS HLDGS ET AL	13D	7/21/94	6.5	7.4	UPDATE
MARQUEST MED PRODS INC	COM		12,382	57143110	
TUCKER ROBERT D ET AL	13D	7/22/94	100.0	0.0	NEW
MAXSERV INC	COM		593	57791710	
RENAISSANCE CAP PRTRNS ET AL	13D	7/15/94	7.9	0.0	NEW
MOTOR CLUB AMER	COM		893	61982310	
LOBECK WM E JR ET AL	13D	7/27/94	43.7	5.5	UPDATE
MOTOR CLUB AMER	COM		0	61982310	
THRIFTY RENT A CAR SY®	13D	7/21/94	0.0	39.2	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
NATIONAL GYPSUM CO NEW GOLDEN EAGLE INDS INC	CON 13D	7/22/94	4,960 24.7	63631710 19.9	UPDATE
PEOPLES CHOICE TV CORP ORISTAMO VICTOR	CON 13D	6/23/94	685 8.5	71084710 0.0	NEW
QUADRAX CORP FISHER RICHARD A	CON 13D	7/ 5/94	342 0.9	74690510 5.2	UPDATE
RALSTON-CONTL BAKING GROUP ARCHER DANIELS MIDLAND	CON 13D	7/15/94	1,145 5.6	75126210 0.0	NEW
RESORTS INTL INC GRIFFIN MERVYN E	CON 13D	7/21/94	10,369 51.4	76118540 48.5	UPDATE
SANTA FE FINL CORP LANGLEY RONALD	CON 13D	7/18/94	41 9.1	80201410 7.9	UPDATE
SAVIN CORP KING PETER J ET AL	CON 13D	5/ 9/94	1,017 27.1	80517670 0.0	NEW
SCIENTIFIC SOFTWARE INTERCOM RENAISSANCE CAP PRTRMS II	CON 13D	6/27/94	654 12.2	80879610 24.4	UPDATE
SEATTLE FILMWORKS INC RUBINSTEIN SAM ET AL	CON 13D	7/20/94	905 17.6	81257210 27.2	UPDATE
TCS ENTERPRISES INC LOMELI HECTOR	CON 13D	1/ 7/94	3,884 74.7	87233910 5.7	UPDATE
202 DATA SYS INC GALBRAITH KEVIN W ET AL	CON 14D-1	7/27/94	1,085 32.2	90206410 31.7	UPDATE
VENEZUELAN GOLDFIELDS LTD STEPHENS PAUL H ET AL	CON 13D	7/11/94	3,327 15.2	93499410 14.6	UPDATE
WEYCO GROUP INC FEITLER ROBERT	CON 13D	7/21/94	673 31.6	96214910 7.1	UPDATE
B & H BULK CARRIERS LTD HUDNER MICHAEL S ET AL	CON 13D	7/12/94	3,017 76.2	05508910 75.9	UPDATE
CAPX CORP SIMON STEVEN	CON 13D	7/18/94	1,092 23.6	12476710 0.0	NEW
CHILDRENS COMPREHENSIVE SVC PRICE T ROME ASSOC INC ET AL	CON 13D	7/19/94	3,669 49.6	16899210 42.0	UPDATE
GALLERY RPDEO INTL INC GARY DAVID KUCHER	CON 13D	1/23/93	1,150 7.6	36390510 0.0	NEW
GENERAL CELLULAR CORP CHURCHILL RICHARD H JR	CON 13D	7/20/94	852 10.1	36932020 8.6	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMED	CLSIPI/ PRIOR%	FILING STATUS
GENERAL CELLULAR CORP CROLL DAVID	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP GORNLEY STEPHEN F	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C INVESTORS G P - D INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C INVESTORS GENERAL PTM J	COM 13D	7/20/94	852 10.1	36932020 0.0	NEW
GENERAL CELLULAR CORP M/C INVESTORS G P - R INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C INVESTORS G P - S INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C II G P - D INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C II G P - J INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C II G P - R INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/C II G P - S INC	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP M/CP II L P	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS INV L P	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP MEDIA/COMMUNICATIONS PRMRS II	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
GENERAL CELLULAR CORP WADE JAMES F	COM 13D	7/20/94	852 10.1	36932020 8.6	UPDATE
INTERSYSTEMS INC DEL FARLEY JOSEPH J	COM 13D	2/14/94	244 6.9	46092010 0.0	NEW
INTERSYSTEMS INC DEL LAWI DAVID S	COM 13D	6/24/94	353 10.0	46092010 0.0	NEW
INTERSYSTEMS INC DEL PEARLMAN HERBERT M	COM 13D	6/24/94	439 12.4	46092010 0.0	NEW
INTERSYSTEMS INC DEL ZIEDMAN FRED S	COM 13D	6/24/94	430 12.2	46092010 5.7	UPDATE
JOS A BANK CLOTHIERS INC AXA ET AL	COM 13D	7/20/94	674 9.9	48083810 10.9	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
NATURE FOOD CTRES INC G H ACQUISITION CORP ET AL	CON 140-1	7/25/94	2,347 46.1	63901610 0.0	NEW
NON INVASIVE MONITORING SYS SACKNER MARVIN A ET AL	CON NEW 130	7/20/94	4,498 42.1	65536650 29.0	UPDATE
PROCON GROUP INC RUGGIERI DAVID S	CON 130	6/29/94	5,200 65.0	74700099 65.0	RVSION
R2 MEDICAL SYS INC CARDIOTRONICS SYSTEMS INCORP	CON 130	7/26/94	326 12.1	74991610 10.4	UPDATE
TUCKER DRILLING INC STAVISKY THERESA	CON 130	7/28/94	115 5.5	89865210 0.0	NEW
UDC HOMES INC SER B SCOGGIN CAPITAL MGMT L P ET AL	PFD SER B 130	7/22/94	29 7.8	90264620 5.7	UPDATE
VERMITRON CORP BERSNAD STEPHEN W ET AL	CON NEW 130	6/20/94	5,727 100.0	92435930 45.3	UPDATE
ZALE CORP NEW COOPERMAN LEON G	CON 130	7/19/94	3,832 9.6	98885810 8.6	UPDATE