

# sec news digest

Issue 84-221

NOV 15 1984

November 14, 1984

U.S. SECURITIES AND  
EXCHANGE COMMISSION

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## RULES AND RELATED MATTERS

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### TEMPORARY ADOPTION OF, AND COMMENTS REQUESTED ON, RULE 6e-3(T)

The Commission is adopting on a temporary basis and proposing for public comment Rule 6e-3(T) under the Investment Company Act of 1940. The rule permits insurance company separate accounts to sell a new type of insurance product known as flexible premium variable life insurance.

Comments should be submitted in triplicate to Shirley E. Hollis, Acting Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549. Comments must be received by January 31, 1985 and should refer to File No. S7-35-84. All submissions will be available for public inspection at the Commission's Public Reference Room. (Rel. IC-14234)

FOR FURTHER INFORMATION CONTACT: Robert E. Plaze at (202) 272-2722

### DELEGATION OF AUTHORITY TO ADJUST THE FILING DATE FOR EDGAR FILINGS

The Commission has amended its regulations governing delegation of authority to delegate to the Director of the Division of Corporation Finance the authority under Rule 499(b)(5) of the Securities Act of 1933, Rule 12(b)-37(b) of the Securities Exchange Act of 1934, and Rule 0-12(b) of the Trust Indenture Act of 1939, to adjust the filing date of a filing submitted in an electronic format where the acceptance of the filing is delayed because of equipment malfunction or technical problem. (Rel. 33-6557)

FOR FURTHER INFORMATION CONTACT: Patricia M. Jayne at (202) 272-2589

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## COMMISSION ANNOUNCEMENTS

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### INTERNATIONAL WASTE WATER MANAGEMENT RECLAMATION TECHNOLOGIES, INC.

The Commission filed, on November 9 in this Chapter 11 reorganization case, objections to a proposed transaction involving the sale of substantially all of the assets of International Waste Water Management Reclamation Technologies, Inc. on the ground that the proposed transaction contemplated the sale of securities in violation of Section 5 of the Securities Act of 1933 since there is no exemption from registration available under the Securities Act or the Bankruptcy Code. The issuer of the securities had earlier requested and was denied the issuance of a "no action letter" from the staff.

In pursuing its objection, the Commission filed a notice of appearance in its special advisory role under Section 1109(a) of the Bankruptcy Code without appellate rights, and moved to intervene, as a party in interest with appellate rights, under Section 1109(b).

The Commission concurrently filed a motion in the district court, under 28 USC 157(d), to withdraw the reference of the securities law issue from the bankruptcy court and requested a stay pending determination of the Commission's withdrawal motion. Section 157(d) requires a district judge to withdraw the reference if the matter involves consideration of both Title 11 (the Bankruptcy Code) and another federal statute regulating interstate commerce, such as the Securities Act. (International Waste Water Management Reclamation Technologies, Inc., No. 5-85-914, Bankr., M.D. Pa.). (Rel. CR-337)

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## ADMINISTRATIVE PROCEEDINGS

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### ADMINISTRATIVE SANCTIONS IMPOSED UPON SCHULTZ FINANCIAL PLANNING SYSTEMS, INC. AND FREDERICK A. SCHULTZ

The Commission instituted public administrative proceedings against Schultz Financial Planning Systems, Inc. (SFPS), a registered investment adviser, and Frederick A. Schultz, an associated principal of SFPS. The Commission simultaneously accepted the respondents' Offers of Settlement in which they consented to an Order Making Findings and Imposing Remedial Sanctions, without admitting or denying the allegations contained therein. The Order finds that: SFPS and Schultz violated the antifraud provision of the securities laws in the sale of "tax shelter" partnerships and equity stock to SFPS clients; SFPS, aided and abetted by Schultz, violated antifraud provisions concerning the handling of SFPS client funds; and an Order of Permanent Injunction was entered in the U.S. District Court for the Southern District of Texas enjoining the respondents from future violations of the antifraud provisions.

The Commission's Order revokes SFPS's registration as an investment adviser and bars Schultz from future association with any investment adviser, investment company, broker or dealer, or municipal securities dealer. (Rel. IA-940)

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## CIVIL PROCEEDINGS

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### INJUNCTIVE ORDER ENTERED AGAINST FREDERICK A. SCHULTZ, OTHERS

The Houston Branch Office announced that on October 18 an Order of Permanent Injunction was entered by Judge Gabrielle McDonald, U.S. District Court for the Southern District of Texas, against Frederick A. Schultz (Schultz), of Houston, Texas, Schultz Financial Planning Systems, Inc. (SFPS), a registered investment adviser owned and operated by Schultz, and Schultz Asset Management Group, Inc. (Group), a Texas corporation serving as a parent for SFPS and other Schultz financial services companies. The Order enjoins the defendants from future violations of the antifraud provisions of the securities laws. Further, SFPS is enjoined from future violations, and Schultz from aiding and abetting future violations of, the antifraud provisions applicable to investment advisers. All defendants consented to the Order without admitting or denying the complaint's allegations.

The complaint alleged that from 1982 to 1984, the defendants violated the antifraud provisions through numerous misrepresentations in the sale of "tax shelter" partnerships and equity stock in Group to clients of SFPS. Allegedly, utilizing several multi-party bank accounts, Schultz converted investor funds to pay for his personal and company expenses. By these means, allegedly \$6 million was misappropriated by the defendants. (SEC v. Frederick A. Schultz, et al., Civil Action No. H-84-3819, USDC SDTX). (LR-10585)

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## CRIMINAL PROCEEDINGS

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### CHARLES ALLEN JENSEN PLEADS GUILTY

The U.S. Attorney's Office for the District of Utah, the Denver Regional and the Salt Lake Branch Offices announced that on October 12 Charles Allen Jensen of Altadena, California, entered a guilty plea to one count of securities fraud in the offer and sale of promissory notes and investment contracts of CAJ Corporation of Century City, California. Jensen pled guilty to an information alleging that he obtained \$5,000 from two investors in Orem, Utah and in so doing omitted to state material facts. The information alleged that he failed to inform these investors that on many previous occasions other investors had been sold similar promissory notes by CAJ in future oil contracts and had been told that the closing of the contracts was imminent. Jensen failed to disclose that no such previous contracts for oil had ever been successfully concluded by CAJ nor had the previous investors received any return on their investments. Jensen was indicted on November 30, 1983 by a federal grand jury in Salt Lake City, Utah, on 18 counts of securities, mail and wire fraud. Sentencing is scheduled for November 16, 1984. (U.S. v. Charles Allen Jensen, USDC UT, Criminal Action No. CR-83-00127J). (LR-10597)

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## INVESTMENT COMPANY ACT RELEASES

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### VAN KAMPEN MERRITT, INC.

A notice has been issued giving interested persons until December 3 to request a hearing on an application filed by Van Kampen Merritt, Inc., Insured Municipals Income Trusts, and American Portfolio Advisory Service Inc. for an order exempting them from the provisions of Sections 26(a)(2)(C) and 17(a) of the Investment Company Act, and permitting them to engage in certain joint transactions. (Rel. IC-14231 - Nov. 9)

### KANSALLIS NORTH AMERICA, INC.

A notice has been issued giving interested persons until December 4 to request a hearing on an application of Kansallis North America Inc., an entity formed by Kansallis-OsakePankki, a Finnish bank, for an order exempting it from all provisions of the Investment Company Act to permit it to issue commercial paper in the United States. (Rel. IC-14232 - Nov. 9)

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## HOLDING COMPANY ACT RELEASES

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### GEORGIA POWER COMPANY

A supplemental order has been issued authorizing Georgia Power Company, subsidiary of The Southern Company, to enter into the financing of pollution control facilities in an amount not to exceed \$100 million. Jurisdiction has been reserved over additional financing of up to \$25 million for pollution control facilities. (Rel. 35-23473 - Nov. 9)

### MIDDLE SOUTH UTILITIES INC.

A notice has been issued giving interested persons until December 4 to request a hearing on a proposal by Middle South Utilities, Inc., a registered holding company, to enter into a revolving credit agreement providing for the issuance and sale by Middle South of up to \$130 million of its unsecured promissory notes to a group of commercial banks. (Rel. 35-23476 - Nov. 9)

### THE COLUMBIA GAS SYSTEM, INC.

An order has been issued authorizing The Columbia Gas System, Inc., a registered holding company, and its subsidiary, Columbia Gas Transmission Corporation, to recapitalize the subsidiary by exchanging common stock of the subsidiary for its demand notes held by Columbia in the amount of \$40,581,864. Jurisdiction has been reserved over the recapitalization by another subsidiary, Columbia Gas of New York, Inc., pending authorization by the state commission. (Rel. 35-23477 - Nov. 9)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTINGS GRANTED

Orders have been issued granting the application of the following stock exchanges to strike the common stock of the following companies from listing and registration thereon: New York Stock Exchange, Inc. - SCA Services, Inc. (Rel. 34-21473); and Cole National Corporation. (Rel. 34-21475); and the American Stock Exchange, Inc. - Towner Petroleum Company (\$1.00 par value). (Rel. 34-21474)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Chicago Board Options Exchange, Inc. (SR-CBOE-84-26) to amend the Exchange's rules and schedule of fees relating to arbitration of disputes between public customers and an associated person or a member of the Exchange. (Rel. 34-21476)

## 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 TWO RIVERS CATTLE PARTNERSHIP I - 5,000,000 (\$5,000,000)  
LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94040-C - OCT. 26) (BR. 3 - NEW ISSUE)
- S-1 KETTLE RESTAURANTS INC, 3131 ARGONNE, HOUSTON, TX 77098 (713) 524-3464 - 20,000,000  
(\$20,000,000) STRAIGHT BONDS. (FILE 2-94098 - NOV. 01) (BR. 12)
- S-6 TRUST SOUTHWEST TAX EXEMPT INCOME TRUST INSURED SERIES 3, C/C ROTAN MOSLE INC,  
4100 REPUBLICBANK CENTER, HOUSTON, TX 77253 - INDEFINITE SHARES. DEPOSITOR:  
ROTTAN MOSLE INC. (FILE 2-94101 - OCT. 31) (BR. 16 - NEW ISSUE)
- S-3 CENTRAL MAINE POWER CO, EDISON DR, AUGUSTA, ME 04336 (207) 623-3521 - 60,000,000  
(\$60,000,000) COMMON STOCK. (FILE 2-94105 - NOV. 01) (BR. 7)
- S-1 GATEWAY HEALTH GROUP INC, 3131 SOUTH VAUGHN WAY, STE 222, AURORA, CO 80014  
(303) 695-6685 - 750,000 (\$750,000) COMMON STOCK. 400,000 (\$400,000) COMMON STOCK.  
5,000,000 (\$500,000) COMMON STOCK. (FILE 2-94119 - NOV. 02) (BR. 6 - NEW ISSUE)
- S-11 VISTA PROPERTIES SERIES ES, 666 THIRD AVE, NEW YORK, NY 10017 - 200,000  
(\$100,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94122 - NOV. 02) (BR. 6  
- NEW ISSUE)
- S-14 MARINE CORP, 111 E WISCONSIN AVE, PO BOX 481, MILWAUKEE, WI 53201 (414) 765-3000 -  
1,250,000 (\$30,500,000) PREFERRED STOCK. (FILE 2-94126 - NOV. 02) (BR. 1)
- S-3 COLECO INDUSTRIES INC, 555 OLAKER LN SOUTH, WEST HARTFORD, CT 06110 (203) 725-6000  
- 292,000 (\$5,000,000) COMMON STOCK. (FILE 2-94131 - NOV. 02) (BR. 11)
- S-1 WESTERN HEALTH PLANS INC, 3702 RIFFIN RD, SAN DIEGO, CA 92123 (619) 571-3102 -  
1,150,000 (\$16,100,000) COMMON STOCK. UNDERWRITER: PRUDENTIAL EACHE SECURITIES.  
(FILE 2-94133 - NOV. 02) (BR. 6 - NEW ISSUE)
- S-14 FIRST KNOX BANC CORP, ONE SOUTH MAIN ST, MOUNT VERNON, OH 43050 (614) 397-6344 -  
626,544 (\$13,200,000) COMMON STOCK. (FILE 2-94134 - NOV. 02) (BR. 1 - NEW ISSUE)
- S-1 AMERICAN MEDCENTERS INC - 200,000 (\$2,800,000) COMMON STOCK. 1,180,000  
(\$16,520,000) COMMON STOCK. (FILE 2-94136 - NOV. 02) (BR. 6 - NEW ISSUE)
- N-14 INTEGRATED CORP INVESTORS FUND INC, 666 THIRD AVE, NEW YORK, NY 10017 (212) 551-6700  
- INDEFINITE SHARES. (FILE 2-94137 - NOV. 02) (BR. 17 - NEW ISSUE)
- S-11 INSURED PENSION INVESTORS 1985, STE 500 FINANCIAL CTR, 3443 A CENTRAL AVE, PHOENIX,  
AZ 85012 - 200,000 (\$100,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94144 -  
NOV. 05) (BR. 5 - NEW ISSUE)
- S-1 REPUBLIC HEALTH CORP, 14551 DALLAS PKY, STE 1100, DALLAS, TX 75240 (214) 851-3100 -  
50,000,000 (\$45,000,000) STRAIGHT BONDS. (FILE 2-94145 - NOV. 05) (BR. 6)
- S-15 HIBERNIA CORP, 313 CARONDELET ST, NEW ORLEANS, LA 70130 (504) 586-5552 - 874,280  
(\$8,695,000) COMMON STOCK. (FILE 2-94152 - NOV. 05) (BR. 2)
- S-18 THOUSAND LIFETIMES CO LTD PARTNERSHIP, 919 THIRD AVE,  
C/O ARROW EDELSTEIN GROSS & ASPER, NEW YORK, NY 10022 (212) 371-7111 - 3,000,000  
(\$3,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94155 - NOV. 05) (BR. 12  
- NEW ISSUE)
- S-1 ERIE FAMILY LIFE INSURANCE CO, 100 ERIE INSURANCE PL, P O BOX 1699, ERIE, PA 16530  
(814) 452-6831 - 125,000 (\$2,710,217) COMMON STOCK. (FILE 2-94160 - NOV. 01) (BR. 10)
- S-8 EXXON CORP, 1251 AVENUE OF THE AMERICAS, NEW YORK, NY 10020 (212) 333-1000 -  
1,120,000,000 (\$1,120,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 26,987,551  
COMMON STOCK. (FILE 2-94165 - NOV. 06) (BR. 13)

- S-3 GENERAL MOTORS ACCEPTANCE CORP, 3044 GRAND BLVD ROOM C 269, DETROIT, MI 48202 (213) 556-4592 - 2,405,000 (\$2,405,000) STRAIGHT BONDS. (FILE 2-94182 - NOV. 06) (BR. 13)
- S-18 PHYSICIANS HEALTH PLAN OF FLORIDA INC, 709 WEST BAY ST, TAMPA, FL 33606 (813) 254-6418 - 2,000 (\$2,000,000) COMMON STOCK. (FILE 2-94065-A - OCT. 30) (BR. 6 - NEW ISSUE)
- N-1A COLORADO DOUBLE TAX EXEMPT BOND FUND INC, 621 17TH STREET, STE 935, DENVER, CO 80293 (303) 592-1805 - INDEFINITE SHARES. (FILE 2-94095 - NOV. 01) (BR. 18 - NEW ISSUE)
- S-18 HOMTEK INC, 303 E 57TH ST, NEW YORK, NY 10022 (212) 371-4380 - 1,375,000 (\$6,875,000) COMMON STOCK. 125,000 (\$125) WARRANTS, OPTIONS OR RIGHTS. 125,000 (\$687,500) COMMON STOCK. (FILE 2-94097-NY - OCT. 31) (BR. 9 - NEW ISSUE)
- S-18 THIS CANT BE YOGURT INC, 11300 RODNEY PARHAM RD, LITTLE ROCK, AR 72212 (501) 225-0349 - 125,000 (\$1,390,625) COMMON STOCK. 287,500 (\$3,198,437) COMMON STOCK. (FILE 2-94099 - NOV. 01) (BR. 11)
- S-18 FLORIDA LIFE EQUITIES INC, 1319 N E 17TH RD, OCALA, FL 32670 (904) 732-3054 - 856,000 (\$4,280,000) COMMON STOCK. 85,600 (\$428,000) WARRANTS, OPTIONS OR RIGHTS. 85,600 (\$85) WARRANTS, OPTIONS OR RIGHTS. 85,600 (\$513,600) COMMON STOCK. (FILE 2-94115-A - NOV. 01) (BR. 9 - NEW ISSUE)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48640 (517) 636-1000 (FILE 2-94123 - NOV. 02) (BR. 2)
- S-1 CABLE TV FUND 12 - 500,000 (\$250,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94127 - NOV. 02) (BR. 7 - NEW ISSUE)
- S-15 PACIFIC LIGHTING CORP, 810 S FLOWER ST, LOS ANGELES, CA 90017 (213) 689-3481 - 2,999,528 (\$100,484,188) COMMON STOCK. (FILE 2-94132 - NOV. 02) (BR. 8)
- S-6 SEARS TAX EXEMPT INVT TR FIN GAUR INSURA CO INSUR CALI SER 9 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 2-94138 - NOV. 02) (BR. 16 - NEW ISSUE)
- S-6 HUTTON INVESTMENT TRUST CAPITAL PROTECTED HIGH YIELD SERS 1 DEPOSITOR: HUTTON E F & CO INC. (FILE 2-94140 - NOV. 02) (BR. 18 - NEW ISSUE)
- S-2 LANDMARK BANCSHARES CORP, 10 S BRENTWOOD BLVD, ST LOUIS, MO 63105 (314) 889-9500 - 30,000,000 (\$30,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-94141 - NOV. 05) (BR. 1)
- S-6 MULTISTATE TRUST SERIES 10, MOSELEY HALLGARTEN ESTABROOK & WEEDEN, ONE NEW YORK PLZ, NEW YORK, NY 10004 - 10,000 (\$10,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: ADVEST INC, MOSELEY HALL GARTEN ESTABROOK WEEDEN. (FILE 2-94142 - NOV. 05) (BR. 16 - NEW ISSUE)
- S-14 SYLVANIA BANCORP INC, 5604 MAIN ST, SYLVANIA, OH 43560 (419) 882-0061 - 1,000,000 (\$22,936,660) COMMON STOCK. (FILE 2-94150 - NOV. 05) (BR. 2 - NEW ISSUE)
- S-3 CHAMPION INTERNATIONAL CORP, ONE CHAMPION PLZ, STAMFORD, CT 06921 (203) 358-7000 - 194,234 (\$4,006,076.20) COMMON STOCK. (FILE 2-94153 - NOV. 05) (BR. 8)
- S-8 GOTT CORP, 1616 WHEAT RD, P O BOX 652, WINFIELD, KS 67156 (316) 221-2230 (FILE 2-94154 - NOV. 05) (BR. 5)
- S-1 ICEE USA, 1330 NO KNOLLWOOD CIRCLE, ANAHEIM, CA 92801 (714) 761-5441 (FILE 2-94156 - NOV. 05) (BR. 3 - NEW ISSUE)
- N-1A NASL SERIES FUND INC, C/O NORTH AMERICAN SECURITY LIFE INSURAN, 57 RIVER ST STE 104, WELLESLEY HILLS, MA 02181 - INDEFINITE SHARES. (FILE 2-94157 - NOV. 05) (BR. 18 - NEW ISSUE)
- S-1 DUNES CASINO HOTEL, ALBANY AVE & THE BOARDWALK, ATLANTIC CITY, NJ 08401 (609) 345-6000 - 664 (\$115,286,201) CONDOMINIUMS. 664 (\$664) CONDOMINIUMS. 2,656 (\$2,656) CONDOMINIUMS. (FILE 2-94158 - NOV. 05) (BR. 12 - NEW ISSUE)
- S-6 INSURED MUNICIPAL SECURITIES TRUST SERIES 4, 55 WATER ST, NEW YORK, NY 11041 - 14,000 (\$11,206,000) UNIT INVESTMENT TRUST. (FILE 2-94159 - NOV. 05) (BR. 16 - NEW ISSUE)

- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED LONG TERM SERIES 6,  
C/O DEAN WITTER REYNOLDS INC, 130 LIBERTY ST, NEW YORK, NY 10006 - 22,000  
(\$22,440,000) UNIT INVESTMENT TRUST. (FILE 2-94161 - NOV. 05) (BR. 16 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED LONG TERM SERIES 5,  
C/O DEAN WITTER REYNOLDS INC, 130 LIBERTY ST, NEW YORK, NY 10006 - 22,000 (\$22,440,000)  
UNIT INVESTMENT TRUST. (FILE 2-94162 - NOV. 05) (BR. 16 - NEW ISSUE)
- S-14 COMMERCE BANCORP INC/DE, 1430 K ST N W, WASHINGTON, DC 20005 (202) 624-0400 (FILE  
2-94163 - NOV. 05) (BR. 1 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVT TR INSURED MULTI MATUR PROG SERS 5, DEAN WITTER REYNOLDS INC,  
130 LIBERTY ST, NEW YORK, NY 10006 - 5,511,000 (\$16,995,000) UNIT INVESTMENT TRUST.  
(FILE 2-94164 - NOV. 05) (BR. 16 - NEW ISSUE)
- S-3 ATLANTA GAS LIGHT CO, 235 PEACHTREE ST NE, ATLANTA, GA 30302 (404) 572-0123 -  
1,000,000 (\$27,250,000) COMMON STOCK. (FILE 2-94165 - NOV. 06) (BR. 7)
- S-1 NUVISION INC, 2284 S BALLENGER HWY, FLINT, MI 48503 (313) 767-0900 - 181,660  
(\$2,724,900) COMMON STOCK. 410,590 (\$6,158,850) COMMON STOCK. (FILE 2-94166 -  
NOV. 06) (BR. 1 - NEW ISSUE)
- S-11 FJS PROPERTIES FUND II L P, C/O FJS PROPERTIES INC, 50 BROADWAY, NEW YORK, NY 10004  
(212) 269-5500 - 160,000 (\$80,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-94167  
- NOV. 06) (BR. 5 - NEW ISSUE)
- S-1 HCW INC/DE, CHURCH GREEN, 101 SUMMER ST, BOSTON, MA 02110 (617) 542-2880 - 25,000  
(\$25,000,000) STRAIGHT BONDS. 750,000 COMMON STOCK. (FILE 2-94168 - NOV. 06) (BR. 4)
- S-8 QUANTUM CORP, 1804 MCCARTHY BLVD, MILPITAS, CA 95035 (408) 262-1100 - 300,000  
(\$5,775,000) COMMON STOCK. (FILE 2-94170 - NOV. 05) (BR. 10)
- S-6 MUNICIPAL INVESTMENT TRUST FUND THIRD NEW YORK PUT SERIES,  
C/O MERRILL LYNCH PIERCE FENNER & SMITH, ONE LIBERTY PLZ 165 BROADWAY, NEW YORK, NY  
10080 - INDEFINITE SHARES. (FILE 2-94171 - NOV. 06) (BR. 17 - NEW ISSUE)
- N-1A MIMLIC MONEY MARKET FUND INC, 400 NO ROBERT ST, ST PAUL, MN 55101 (FILE 2-94172 -  
NOV. 05) (BR. 16 - NEW ISSUE)
- N-1A MIMLIC MORTGAGE SECURITIES INCOME FUND INC, 400 NO ROBERT ST, ST PAUL, MN 55101  
(FILE 2-94173 - NOV. 05) (BR. 16 - NEW ISSUE)
- N-1A MIMLIC INVESTORS FUND I INC, 400 N ROBERT ST, ST PAUL, MN 55101 (612) 228-4921  
(FILE 2-94174 - NOV. 05) (BR. 16 - NEW ISSUE)
- N-1A MIMLIC INVESTORS FUND II INC, 400 N ROBERT ST, ST PAUL, MN 55101 (FILE 2-94175 -  
NOV. 05) (BR. 16 - NEW ISSUE)
- S-8 SAGE LABORATORIES INC, 3 HURON DR, EAST NATICK INDUSTRIAL PARK, NATICK, MA 01760  
(000) 000-0000 - 27,400 (\$349,350) COMMON STOCK. (FILE 2-94178 - NOV. 05) (BR. 3)
- S-8 NBI INC, 3450 MITCHELL LANE, P O BOX 9001, BOULDER, CO 80301 (303) 444-5710 -  
INDEFINITE SHARES. (FILE 2-94179 - NOV. 02) (BR. 10)
- S-8 LANDMARK LAND CO INC/DE, 100 CLOCK TOWER PL, STE 200, CARMEL, CA 93923  
(408) 625-4060 - 800,000 (\$11,400,000) COMMON STOCK. (FILE 2-94180 - NOV. 05) (BR. 2  
- NEW ISSUE)
- S-2 CHURCH LOANS & INVESTMENTS TRUST, 3131 BELL, AMARILLO, TX 79106 (806) 358-3666 -  
\$30,000,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-94181 - NOV. 05) (BR. 5)
- S-8 GODFREY CO, 1200 W SUNSET DR, WAUKESHA, WI 53187 (414) 542-9311 - 225,000  
(\$2,591,351) COMMON STOCK. (FILE 2-94183 - NOV. 06) (BR. 2 - NEW ISSUE)
- N-1A REICH & TANG EQUITY FUND INC, 100 PARK AVE, C/O REICH & TANG INC, NEW YORK, NY 10017  
(212) 370-1240 - INDEFINITE SHARES. (FILE 2-94184 - NOV. 06) (BR. 17 - NEW ISSUE)
- S-14 DAVIS JEFF BANKSHARES INC, 110-112 HINSON ST, HAZELHURST, GA 31539 (912) 375-5586  
(FILE 2-94192 - NOV. 07) (BR. 1 - NEW ISSUE)
- S-8 ZEHNTEL INC (FILE 2-94195 - NOV. 07) (BR. 7 - NEW ISSUE)
- N-1A HVA GNMA FUND INC, HARTFORD PLAZA, HARTFORD, CT 06115 (203) 547-2308 -  
INDEFINITE SHARES. (FILE 2-94211 - NOV. 07) (BR. 20 - NEW ISSUE)

S-18 COMPAAS HEALTH SYSTEMS INC, 165 OLD MARLTON PIKE, ROUTE 70, MEDFORD, NJ 08055  
 (609) 654-6600 - 1,500,000 (\$1,500,000) COMMON STOCK. (FILE 2-94212 - NOV. 07)  
 (BR. 5 - NEW ISSUE)

S-8 SUNDSTRAND CORP /DE/, 4751 HARRISON AVE, P O BOX 7003, ROCKFORD, IL 61125  
 (815) 226-6000 - 13,143 (\$604,578) COMMON STOCK. (FILE 2-94215 - NOV. 02) (BR. 12)

## 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 prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
ADAMS DRUG INC ADAMCORP/PANTRY PRIDE	COM	14D-1 11/ 8/84	4,038 98.5	00620310 82.8	UPDATE
BARRY R G CORP OHIO ZACKS GORDON	COM	13D 7/30/84	1,011 26.2	06879810 21.2	RVISION
BASTIAN INDS INC PAGE MILL SVCS LTD ET AL	PFD CONV \$0.815	13D 7/20/84	400 63.8	07028420 50.3	UPDATE
BASTIAN INDS INC SELZER BENSON A ET AL	PFD CONV \$0.815	13D 7/20/84	432 68.8	07028420 58.3	UPDATE
CADE INDS INC CADE JOHN F	COM	13D 10/30/84	5,305 34.2	12738210 0.0	NEW
DILLARD DEPT STORES INC AMERICAN NATL INS CO	CL A	13D 11/ 6/84	1,539 11.7	25406310 12.1	UPDATE
GOLDOME NATIONAL CORP ORION CAP CORP ET AL	PFD STK	13D 11/ 1/84	278 8.2	38142020 5.3	UPDATE
GREENMAN BROS INC GREENMAN BERNARD ET AL	COM	13D 10/18/84	763 27.0	39537010 27.9	UPDATE
ITEL CORP NEW RIVERSIDE PARTNERS ET AL	COM	13D 10/31/84	1,435 9.7	46564210 0.0	NEW
KING INTERNAT CORP KASSNER FRED	COM	13D 9/ 6/84	81 9.3	49548110 0.0	NEW
MAXXUS INC FEDERATED DEVL P CO ET AL	COM	13D 10/17/84	816 45.7	57777510 44.0	UPDATE
MAXXUS INC KOZMETSKY GEORGE & RONYA	COM	13D 10/17/84	239 13.4	57777510 13.4	UPDATE
MAXXUS INC KOZMETSKY GREGORY A ET AL	COM	13D 10/17/84	118 6.6	57777510 6.5	UPDATE
MCQUAY INC BOESKY IVAN F. ET AL	COM	13D 11/ 2/84	0 0.0	58269910 0.0	NEW

ACQUISITION REPORTS CONT.

COMPANY	TYPE	DATE	AMOUNT	AMOUNT	STATUS
PARSONS CORP PARSONS CORP ESDP&T ET AL	U CTF 1 RMP INTL 14D-1	10/31/84	23,901 99.3	70202110 97.5	RVSION
PETROTECH INC UNITED KINGDOM TEMP & GEN	COM PROV	13D 10/19/84	2,350 32.0	71690110 45.0	UPDATE
RIO GRANDE INDS INC DESKY IVAN F.ET AL	COM	13D 10/31/84	20 0.2	76710010 5.9	UPDATE
SEISCOM DELTA INC SMITH L.S.ET AL	COM	13D 11/ 2/84	666 16.7	81606810 18.0	UPDATE
WETAMERICA BANCORPORATION ALPHA CAPITAL COMPANY	COM	13D 11/ 2/84	197 8.5	95709010 7.3	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.

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 Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NC.	DATE	
AMERICAN PLAN CORP	5,7	08/03/84	
AMERIFIN CORP	5,7	10/31/84	
BORG WARNER CORP /DE/	5,7	10/23/84	
BURTON ENERGY & SOLAR TECHNCLCGY INC	2,7	10/18/84	
CMT INVESTMENT CO	2,5	07/26/84	
CELMARVA POWER & LIGHT CC /DE/	5	11/05/84	
ELECTROSTATIC TECHNCLCGY INC	5	10/25/84	
EXPLORATION CO	1,2,7	07/27/84	AMENC
IOWA NATIONAL BANKSHARES CORP	2,7	10/31/84	
MCNEIL REAL ESTATE FLND BV LTD /CA	5	10/16/84	
NEW ENGLAND LIFE PENSICA PRCPERTIES	2,7	07/25/84	
PRIME MOTOR INNS INC	2,7	08/01/84	
RAND INFORMATION SYSTEMS INC	7	06/01/84	AMEND
SEARCH NATURAL RESOURCES INC	5,7	11/22/84	
SNELLING & SNELLING INC	2	08/10/84	
SNYDER OIL PARTNERS	7	07/06/84	AMEND
STAUFFER CHEMICAL CO	5,7	08/13/84	
SUDBURY HOLDINGS INC	7	05/03/84	AMEND
THOMAS INDUSTRIES INC	7	07/02/84	AMEND
VALLEY FORGE CORP	2,7	10/15/84	
WELBILT CORP	5,7	08/01/84	