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Issue 87-74

U.S. SECURITIES AND
EXCHANGE COMMISSION

April 22, 1987

ADMINISTRATIVE PROCEEDINGS

TWELVE UTAH ISSUERS CONSENT TO STOP ORDER

The Commission entered Findings and Stop Orders suspending the effectiveness of S-18 registration statements filed by 12 issuers, all in the Salt Lake City, Utah area: D. Swanson Barrell Enterprises, Inc.; L. H. Beaslin Enterprises, Inc.; Pompeii, Inc.; New Order Technology, Inc.; Peter Gun, Inc.; 101, Inc.; 102, Inc.; 103, Inc.; 104, Inc.; 105, Inc.; 106 Technology, Inc.; and 107, Inc. The registration statements involved a blank check offering seeking to raise approximately \$76,000. No sales of securities have been made under any of the offerings.

In entering the stop orders, the Commission accepted the issuers' offers in settlement of proceedings instituted on September 15, 1986. Each, without admitting or denying the allegations in the Statements of Matters, Orders Fixing Time and Place, or the findings contained in the Stop Orders, consented to findings that the registration statements contained false and misleading statements or omissions or material statements necessary to make the statements made not misleading regarding, among other things, the identify of Utah promoter, affiliate, and control person of each issuer; and the audited financials. Each issuer, except Barrell and Beaslin Enterprises, also consented to findings that it failed to cooperate in the examination authorized by the Commission under Section 8(e) of the Securities Act of 1933. (Rel. 33-6696 through 33-6707)

NASD ACTION AGAINST ROBERT J. JAUTZ SET ASIDE

The Commission set aside disciplinary action taken by the NASD against Robert J. Jautz, of Sausalito, California, a registered representative with an NASD member firm.

The NASD found that Jautz had unfairly exploited his position as a salesman by obtaining a \$2,000 loan from a customer, and that he had further violated NASD ethical standards by failing to make timely repayment of the loan. The Commission, finding no indication that Jautz exerted any pressure, made any misrepresentation, or took advantage of his customer in any way, stated that it could not agree that he had unfairly exploited his position merely by asking for and obtaining a loan from a customer. As for Jautz's failure to make timely repayment of the loan, the Commission pointed out that it was well established that a breach of contract violates NASD standards only if it is committed in bad faith or is accompanied by unethical conduct. There was no such showing here. Jautz intended to make timely repayment of the loan but was simply unable to do so. (Rel. 34-24346)

LARRY B. GROOVER BARRED

The Commission issued an order instituting administrative proceedings, making findings, and barring Larry B. Groover, of Dallas, Texas, from association with a broker, dealer or investment adviser. The order provided that Groover may apply to become associated with such an entity after five years. Groover was permanently enjoined in a Commission enforcement action from violating the registration provisions of the Securities Act of 1933, antifraud provisions of the Securities Act, the Securities Exchange Act of 1934, and Investment Advisers Act of 1940, as well as other provisions of the securities laws [See LR-11410, April 21, 1987]. He consented to the Commission's order without admitting or denying certain findings therein. (Rel. 34-24373)

CIVIL PROCEEDINGS

STIPULATION AND FINAL ORDER ENTERED AGAINST MORLEY P. THOMPSON

The Commission announced that on April 16 Chief Judge Carl B. Rubin, U.S. District Court for the Southern District of Ohio, entered a Stipulation and Final Order restraining Morley P. Thompson, former Chief Executive Officer and President of Baldwin-United Corp., from violations of antifraud and reporting provisions of the Securities Exchange Act of 1934. Thompson consented to the Order without admitting or denying any of the allegations of the Commission's September 26, 1985 Complaint.

The Complaint alleges that, in the fall of 1982, Thompson violated the reporting and antifraud provisions in connection with certain press releases made by Baldwin and that in 1980, 1981, and 1982 Baldwin filed with the Commission false and materially misleading financial statements. (SEC v. Baldwin-United Corporation). (LR-11404)

REPUBLIC RESOURCES, INC. NAMED IN COMPLAINT

The Commission filed a civil injunctive action on April 17 in the U.S. District Court for the District of Columbia against Republic Resources, Inc. of Newport Beach, California. The complaint alleges violations of the reporting provisions of the securities laws and seeks a Judgment of Permanent Injunction and Other Equitable Relief.

The Commission alleges that Republic, as part of a continuing course of violative conduct extending over several years, failed to file its Annual Report on Form 10-K for its fiscal year ended October 31, 1986 and its Quarterly Report on Form 10-Q for its fiscal quarter ended January 31, 1987. The Commission requests that the Court order Republic to file its delinquent Annual and Quarterly Reports and enjoin it from further violations of the reporting provisions of the securities laws. (SEC v. Republic Resources, Inc., USDC DC, Civil Action No. 87-1065). (LR-11406)

LARRY B. GROOVER, OTHERS ENJOINED; OTHER RELIEF ORDERED

The U.S. District Court for the District of Columbia entered Final Judgments against the six remaining defendants in SEC v. Balanced Financial Management, Inc., et al. The six defendants are Larry B. Groover, Balanced Financial Management, Inc., ProTech Accounting Corporation, Quantum Financial Services, Inc., QFS Productions Inc., and G.C. Technologies, Inc. The Court permanently enjoined the defendants from violating provisions of the securities laws and ordered Balanced and Groover to comply with undertakings to make contributions to a fund for the benefit of investors. In its complaint, filed on October 15, 1986, the Commission alleged that Groover and other of the defendants offered and sold unregistered securities through misrepresentations and omissions. The defendants consented to the Final Judgments without admitting or denying the allegations. (SEC v. Balanced Financial Management, Inc., et al., USDC DC, Civil Action No. 86-2818). (LR-11410)

INVESTMENT COMPANY ACT RELEASES

IDS LIFE INSURANCE COMPANY OF NEW YORK

An order has been issued exempting IDS Life Insurance Company of New York, IDS Life of New York Account 7 (Account), and Shearson Lehman Brothers, Inc. (collectively, Applicants), from the provisions of Sections 2(a)(32), 2(a)(35), 12(d)(1), 22(c), 26(a), 27(c)(1), 27(c)(2), 27(d) and 27(f) of the Investment Company Act and Rules 6e-2(b)(1), 6e-2(b)(12), 6e-2(b)(13), 6e-2(c)(1), 6e-2(c)(4), 22c-1, and 27f-1 to permit the Account to offer single premium variable life insurance contracts funded, in part, by a unit investment trust comprised of stripped U.S. Treasury securities, and to permit the deduction of certain charges levied against the assets of the Account. The order also exempts Applicants from the provisions of Section 17(a) of the Act to permit certain transactions between the individual Applicants. (Rel. IC-15690 - April 16)

FAMILY LIFE INSURANCE COMPANY

An order has been issued to Family Life Insurance Company, et al., approving substitutions of certain securities issued by an open-end management investment company and held by a separate account of Family Life as a result of the diminished size of the management investment company following a prior substitution made as a result of temporary regulations issued recently by the Internal Revenue Service. (Rel. IC-15691 - April 17)

HOLDING COMPANY ACT RELEASES

MISSISSIPPI POWER COMPANY

A supplemental order has been issued authorizing Mississippi Power Company, subsidiary of The Southern Company, to issue and sell an additional \$10 million of preferred stock, which increases its authority to a total of up to \$20 million. Jurisdiction has been released with regard to the issuance and sale of the initial \$10 million of preferred stock authorized by order dated May 21, 1986 (Rel. 35-24100). Jurisdiction continues to be reserved with regard to the issuance and sale of \$40 million of first mortgage bonds, also authorized by order dated May 21, 1986, pending completion of the record. (Rel. 35-24370 - April 10)

THE SOUTHERN COMPANY

An order has been issued authorizing The Southern Company, a registered holding company, to amend its certificate of incorporation to: (1) increase the number of authorized shares of common stock from 375,000,000 to 500,000,000; (2) permit Southern to issue without prior shareholder approval shares of common stock in exchange for securities or property (other than cash) if the total number of shares so issued would exceed 10% of the total issued and outstanding shares; (3) limit the personal liability of its directors as permitted by Delaware law; and (4) require that certain minimum price and procedural requirements be met by any party which acquires 5% or more of Southern's common stock. The order also authorizes Southern to amend its by laws to permit the board of directors to fix from time to time, without prior shareholder approval, the number of directors which shall constitute the board. Southern is authorized to solicit proxies in connection with the transactions which are the subject of this declaration from its shareholders for approval of these amendments at the annual meeting to be held May 27, 1987. (Rel. 35-24371 - April 10)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The National Association of Securities Dealers, Inc. filed a proposed rule change under Rule 19b-4 (SR-NASD-87-9) which would amend Article III, Section 19 of its Rules of Fair Practice to provide an exemption from that Section's prohibition of sharing in the proceeds of customer accounts. The proposed rule change will also allow members to charge performance related fees if certain criteria are met. Publication of the proposal was made in the Federal Register during the week of April 13. (Rel. 34-24355)

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 GORMAN RUPP CO. 305 BOWMAN ST. MANSFIELD, OH 44903 (419) 755-1011 - 500,000 (\$410,000) OTHER SECURITIES INCLUDING VOTING TRUST. 23,255 COMMON STOCK. (FILE 33-12371 - APR. 15) (RR. 9)

S-18 MAINLAND CAPITAL ASSOCIATES INC. 30 GREENWICH AVF. NEW YORK, NY 10011 (212) 929-5814 - 25,000 (\$125,000) COMMON STOCK. 1,000,000 (\$750,000) COMMON STOCK. 1,000,000 (\$1,000,000) COMMON STOCK. 1,000,000 (\$1,250,000) COMMON STOCK. (FILE 33-13299-NY - APR. 02) (RR. 12 - NEW ISSUE)

- S-1R PORT SAINT LUCIE WEST MEDICAL CENTER INC. 1801 SE HILLMOOR DR STE A-108,
C/O WARREN FERGUSON MD, PORT ST LUCIE, FL 33452 (305) 335-2200 - 300 (\$30,000)
COMMON STOCK. 147,000 (\$1,470,000) COMMON STOCK. (FILE 33-13339-A - APR. 10) (BR. 6
- NEW ISSUE)
- S-1R COMPOT A PUZZLE INC. 273 SEA CLIFF AVE. SEA CLIFF, NY 11579 (516) 759-1101 -
5,000,000 (\$500,000) COMMON STOCK. 2,500,000 (\$275,000) COMMON STOCK. (FILE
33-13343-NY - APR. 10) (BR. 12)
- F-1 LAWSON MARDON GROUP LIMITED. 6711 MISSISSAUGA RD STE 401, MISSISSAUGA ONTARIO,
CANADA L5N 2W3. 46 (416) 871-9711 - 16,500,000 (\$231,000,000) FOREIGN COMMON STOCK.
UNDERWRITER: FIRST BOSTON CORP. MERRILL LYNCH CAPITAL MARKETS.
PRUDENTIAL BACHE CAPITAL FUNDING. (FILE 33-13350 - APR. 10) (BR. 10 - NEW ISSUE)
- S-1 AMERICAN CELLULAR NETWORK CORP. 1 S NEW YORK AVE. STE 802, ATLANTIC CITY, NJ 08401
(609) 691-2255 - 429,072 (\$5,234,678) COMMON STOCK. 400,000 (\$4,880,000) COMMON STOCK.
400,000 (\$1,000,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-13357 - APR. 10) (BR. 7)
- S-11 MORGAN STANLEY MORTGAGE TRUSTS, FIDELITY SQUARE NORTH, C/O WILMINGTON TRUST CO,
WILMINGTON, DE 19890 (302) 451-1000 - 1,500,000,000 (\$1,500,000,000) MORTGAGE BONDS.
(FILE 33-13359 - APR. 10) (BR. 11)
- S-R INSPECH INC. 2570 BLVD OF THE GENERALS, PO BOX 928, VALLEY FORGE, PA 19482
(215) 631-9300 - 300,000 (\$10,950,000) COMMON STOCK. (FILE 33-13378 - APR. 13)
(BR. 6)
- S-3 REYNOLDS METALS CO. 6601 BROAD ST RD, PO BOX 27003, RICHMOND, VA 23261
(804) 281-2000 - 4,123,772 (\$260,828,575) COMMON STOCK. (FILE 33-13410 - APR. 13)
(BR. 6)
- S-1 GENEX CORP. 16020 INDUSTRIAL DR. GAITHERSBURG, MD 20877 (301) 258-0552 - 14,076,741
(\$8,446,044) PREFERRED STOCK. 12,792,038 PREFERRED STOCK. (FILE 33-13411 - APR. 13)
(BR. 8)
- S-11 MI TRUST. 2121 SAN JACINTO STE 1100, C/O MERRILL LYNCH MORTGAGE INVESTORS INC.,
DALLAS, TX 75201 (302) 651-1000 - 2,000,000,000 (\$2,000,000,000) MORTGAGE BONDS.
(FILE 33-13412 - APR. 13) (BR. 12)
- S-11 WITTER DEAN MORTGAGE CAPITAL CORP. 130 LIBERTY ST, NEW YORK, NY 10006 - 500,000,000
(\$500,000,000) MORTGAGE BONDS. (FILE 33-13413 - APR. 14) (BR. 11)
- S-3 PHILADELPHIA ELECTRIC CO. 2301 MARKET ST, P O BOX 8699, PHILADELPHIA, PA 19101
(215) 841-4000 - 500,000 (\$50,000,000) PREFERRED STOCK. (FILE 33-13414 - APR. 14)
(BR. 7)
- S-3 LEGGETT & PLATT INC. NO 1 LEGGETT RD, CARTHAGE, MO 64836 (417) 358-8131 - 13,892
(\$413,287) COMMON STOCK. (FILE 33-13415 - APR. 13) (BR. 6)
- S-R EPITOP INC/DR/. 15425 E SW KOLL PKWY, BEAVERTON, OR 97006 (503) 641-6115 - 918,555
(\$2,849,128,600) COMMON STOCK. (FILE 33-13416 - APR. 14) (BR. 8)
- S-1 AIRCOA HOTEL PARTNERS L P. 4600 S ULSTER ST STE 1200, DENVER, CO 80237
(303) 220-2000 - 2,875,000 (\$60,375,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER:
DONALDSON LUFKIN & JENNETTE SECURITIES CO. ROTHSCHILD I F UNTERBERG TOWAIN INC. (FILE
33-13418 - APR. 14) (BR. 12 - NEW ISSUE)
- S-R TIMES MIRROR CO. TIMES MIRROR SQ, LOS ANGELES, CA 90053 (213) 237-3700 - 800,000
(\$64,952,070) COMMON STOCK. (FILE 33-13423 - APR. 14) (BR. 12)
- S-1 INTERNATIONAL CONTAINER SYSTEMS INC. 5401 W KENNEDY BLVD, TAMPA, FL 33609
(813) 872-2940 - 90,000 WARRANTS, OPTIONS OR RIGHTS. 172,500 (\$1,229,062,500)
COMMON STOCK. (FILE 33-13424 - APR. 14) (BR. 9)
- S-R BROUGHER INSURANCE GROUP INC. 2528 US 31 SOUTH, P O BOX 8A1, GREENWOOD, IN 46142
(317) 535-8212 - 238,871 (\$300,582) COMMON STOCK. 20,029 (\$145,210) COMMON STOCK.
(FILE 33-13426 - APR. 14) (BR. 5)
- S-3 LOUISVILLE GAS & ELECTRIC CO /KY/. 311 W CHESTNUT ST, P O BOX 32010, LOUISVILLE, KY
40232 (502) 566-4011 - 75,000,000 (\$75,000,000) PREFERRED STOCK. (FILE 33-13427 -
APR. 14) (BR. 7)

- S-1 COM OR TIF INC. 515 HOUSTON ST. FORT WORTH, TX 76102 (817) 870-9634 - 134,978,770 (\$134,978,770) STRAIGHT BONDS. 75,000,000 (\$75,000,000) STRAIGHT BONDS. 50,000,000 (\$50,000,000) STRAIGHT BONDS. 200,000 (\$20,000,000) PREFERRED STOCK. (FILE 33-13428 - APR. 14) (RR. 1)
- S-1 HOUSTON BIOTECH PARTNERS L P. 1225 FRANKLIN AVE. GARDEN CITY, NY 11530 (516) 747-9000 - 33,000 (\$33,000,000) LIMITED PARTNERSHIP CERTIFICATE. 3,700,000 (\$3,700,000) COMMON STOCK. 3,700,000 (\$14,800,000) COMMON STOCK. (FILE 33-13429 - APR. 14) (RR. 4 - NEW ISSUE)
- S-3 SEAGATE TECHNOLOGY INC. 520 DISC DR. SCOTTS VALLEY, CA 95066 (408) 438-6550 - 287,500,000 (\$287,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-13430 - APR. 14) (RR. 9)
- S-3 SUNSHINE MINING CO /DEF/. 500 PL7 OF THE AMERICAS SOUTH, DALLAS, TX 75201 (214) 979-0405 - 909,793 (\$6,368,551) COMMON STOCK. (FILE 33-13432 - APR. 14) (RR. 2)
- S-4 CITY HOLDING CO. 3601 MACCORKLE AVE NE. CHARLESTON, WV 25304 (304) 925-6611 - 187,818 (\$6,339,000) COMMON STOCK. (FILE 33-13433 - APR. 14) (RR. 2)
- S-3 BAUSCH & LOMB INC. ONE LINCOLN FIRST SQ. ROCHESTER, NY 14601 (716) 338-6000 - 25,000 (\$1,168,750) COMMON STOCK. (FILE 33-13434 - APR. 14) (RR. 8)
- N-1A LEXINGTON GLOBAL FUND INC. PARK RD W - PLZ TWO, SADDLE BROOK, NJ 07662 (201) 845-7300 - INDEFINITE SHARES. (FILE 33-13436 - APR. 14) (RR. 16 - NEW ISSUE)
- S-11 DEL TACO INCOME PROPERTIES IV. 345 BAKER ST. COSTA MESA, CA 92626 - 1,400,000 (\$25,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-13437 - APR. 14) (RR. 5 - NEW ISSUE)
- S-3 CENTRONICS CORP. 10 TARA BLVD. NASHUA, NH 03062 (603) 891-1191 - 1,177,326 (\$5,592,299) COMMON STOCK. (FILE 33-13438 - APR. 14) (RR. 10)
- S-18 OUTDOORS DESIGN INC /DEF/. 1975 STIRLING RD. DANIA, FL 33004 (305) 925-1496 - 1,150,000 (\$6,900,000) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$720,000) COMMON STOCK. 100,000 (\$275,000) COMMON STOCK. UNDERWRITER: BIATR D H & CO INC. (FILE 33-13439 - APR. 14) (RR. 6 - NEW ISSUE)
- S-11 SMITH BIRNEY MORTGAGE CAPITAL CORP. 200 CRESCENT CT. DALLAS, TX 75201 (214) 760-5025 - 100,000,000 (\$100,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-13440 - APR. 14) (RR. 12)
- S-1 GARDEN STATE RANCHSHAPES INC. W COUNTY LINE & BENNETTS MILLS RD. JACKSON, NJ 08527 (201) 928-1000 - 68,011 (\$1,520,247) COMMON STOCK. (FILE 33-13441 - APR. 14) (RR. 2)
- S-8 TEKNOLOGIE INC. 1850 EMERALDALE RD. PALO ALTO, CA 94303 (415) 424-0500 - 225,000 (\$3,375,000) COMMON STOCK. (FILE 33-13442 - APR. 14) (RR. 10)
- S-3 CONNECTICUT LIGHT & POWER CO. SELDEN ST. BERLIN, CT 06037 (203) 665-5000 - 8,000,000 (\$205,500,000) PREFERRED STOCK. (FILE 33-13444 - APR. 14) (RR. 7)
- S-2 TSO FINANCIAL CORP. FOULKSTONE PLZ, 1403 FOULK RD. WILMINGTON, DE 19803 (302) 478-4846 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 33-13446 - APR. 14) (RR. 1)
- S-2 CONSECO INC. 11550 N MERIDIAN ST STE 500, CARMEL, IN 46032 (317) 573-6100 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-13447 - APR. 14) (RR. 9)
- S-2 CONSECO INC. 11550 N MERIDIAN ST STE 500, CARMEL, IN 46032 (317) 573-6100 - 2,000,000 (\$50,000,000) PREFERRED STOCK. (FILE 33-13448 - APR. 14) (RR. 9)
- S-1 NESTA INTERNATIONAL INC. 150 EAST 58TH ST. NEW YORK, NY 10155 (212) 980-9670 - 1,390,000 (\$9,660,000) COMMON STOCK. UNDERWRITER: ADVEST INC. (FILE 33-13450 - APR. 14) (RR. 11 - NEW ISSUE)
- S-9 CHEMICAL NEW YORK CORP. 277 PARK AVE. NEW YORK, NY 10172 (212) 310-6161 - 621,008 (\$27,867,734) COMMON STOCK. 1,150,015 (\$11,500,150) COMMON STOCK. (FILE 33-13457 - APR. 14) (RR. 2)
- S-3 SUNRISE MEDICAL INC. 970 WEST 190TH ST STE 280, TORRANCE, CA 90502 (213) 516-8568 - 550,000 (\$5,775,000) COMMON STOCK. (FILE 33-13460 - APR. 15) (RR. 7)
- S-3 VIST TECHNOLOGY INC. 1109 MCKAY DRIVE, SAN JOSE, CA 95131 (408) 434-3000 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-13463 - APR. 15) (RR. 3)

- S-9 NICHOLS RESEARCH CORP /A1/. 4040 MEMORIAL PKWY SOUTH, MOUNTSVILLE, AL 35802 (205) 883-1140 - 833,884 (\$8,547,311) COMMON STOCK. (FILE 33-13464 - APR. 15) (BR. 8)
- S-3 PACIFICORP. 1600 PACIFIC FIRST FEDERAL CTR. 951 SW SIXTH AVE. PORTLAND, OR 97204 (503) 243-5190 - 4,000,000 (\$100,000,000) PREFERRED STOCK. (FILE 33-13467 - APR. 15) (BR. 8)
- S-8 ROY MILTON CO. 111 SECOND AVE NE, ST PETERSBURG, FL 33701 (813) 823-4444 - 200,000 (\$2,488,000) COMMON STOCK. (FILE 33-13468 - APR. 15) (BR. 9)
- S-1 VESTAR INC. 939 F WALNUT ST. PASADENA, CA 91106 (818) 792-6101 - 1,437,500 (\$20,484,375) COMMON STOCK. (FILE 33-13469 - APR. 15) (BR. 8)
- S-3 PECTION DICKINSON & CO. ONE PECTION DR. FRANKLIN LAKES, NJ 07417 (201) 848-6800 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-13471 - APR. 15) (BR. 8)
- S-1 BARR LABORATORIES INC. 265 LIVINGSTON ST. NORTHVALE, NJ 07647 (201) 767-1900 - 225,000 (\$4,500,000) COMMON STOCK. 2,391,250 (\$47,825,000) COMMON STOCK. (FILE 33-13472 - APR. 15) (BR. 6)
- S-8 NETWORK EQUIPMENT TECHNOLOGIES INC. 400 PENROSCOT DR. REDWOOD CITY, CA 94063 (415) 366-4400 - 239,776 (\$5,366,186.88) COMMON STOCK. (FILE 33-13475 - APR. 15) (BR. 9)
- S-8 NETWORK EQUIPMENT TECHNOLOGIES INC. 400 PENROSCOT DR. REDWOOD CITY, CA 94063 (415) 366-4400 - 1,368,226 (\$20,620,897.88) COMMON STOCK. (FILE 33-13476 - APR. 15) (BR. 9)

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 |
|--|--------------------|-------------------|------------------|-------------------|---------------|
| ACI HLDG INC AMR CORP ET AL | COM 13D | 4/15/87 | 17,755 100.0 | 00086510 100.0 | UPDATE |
| ACI HLDG INC AMR CORP ET AL | PFD CV EXCH 13D | \$1.20 4/15/87 | 1,085 34.0 | 00086520 32.7 | UPDATE |
| ACADEMY INS GROUP INC WOODLAND VENTURE FUND ET AL | COM 13D | 4/10/87 | 15,664 22.9 | 00400910 22.7 | UPDATE |
| CCX INC CLOVER PARTNERS ET AL | COM 13D | 4/15/87 | 312 8.1 | 12500510 7.1 | UPDATE |
| CENERGY CORP BRYSON OIL & GAS PLC | COM 13D | 4/16/87 | 1,282 13.2 | 15131710 8.6 | UPDATE |
| COASTAL BANCORP ME MUTUAL SHARES CORP ET AL | COM 13D | 4/ 2/87 | 0 0.0 | 19041610 9.1 | NEW |
| COASTAL BANCORP ME MUTUAL SHARES CORP ET AL | COM 13D | 4/ 2/87 | 0 0.0 | 19041610 9.1 | RVSION |

ACQUISITIONS REPORTS CONT.

| | | | | | | | | |
|---|-----|-----|--------|-------|---------|----------------|-------------------|--------|
| DAMSON OIL CORP MECHANICK BONNIE LYNN | PF | CV | \$3.00 | 13D | 4/ 3/87 | 40 12.8 | 23576640 0.0 | NEW |
| DATA ACCESS SYS INC PHOENIX FINANCIAL CORP | COM | | | 13D | 4/ 7/87 | 1,847 28.0 | 23757010 0.0 | NEW |
| ELECTRONIC RESEARCH ASSOC REFAC TECHNOLOGY DEVELOPMENT | COM | | | 13D | 3/27/87 | 9,935 99.9 | 28582130 0.0 | NEW |
| FIRST FINANCIAL CORP/TX MANN ROBERT A ET AL | COM | | | 13D | 1/13/87 | 94 54.4 | 32022299 54.4 | NEW |
| FIRST FINANCIAL CORP/TX MANN ROBERT A ET AL | COM | | | 13D | 1/13/87 | 94 54.4 | 32022299 54.4 | RYSION |
| GELCO CORP MUTUAL SHARES CORP ET AL | COM | | | 13D | 4/10/87 | 647 9.2 | 36850110 8.2 | UPDATE |
| GUARANTEE FINL CORP CALIF EATON LEWIS S ET AL | COM | | | 13D | 4/13/87 | 2,434 39.4 | 40073910 39.4 | UPDATE |
| INTERDYNE CO TULAGO CO | COM | | | 13D | 4/ 6/87 | 930 15.0 | 45866110 0.0 | NEW |
| IPCO CORP MP CO ET AL | COM | | | 13D | 4/16/87 | 400 7.6 | 46261410 6.6 | UPDATE |
| KNOWLEDGE DATA SYS INC STEPHENS MARY ANNE | COM | | | 13D | 4/ 2/87 | 527 5.6 | 49924410 10.7 | RYSION |
| KRATOS INC AZON CORP | COM | NEW | | 13D | 4/ 9/87 | 1 99.9 | 50075930 100.0 | UPDATE |
| LANNETT COMPANY INC SANTA MONICA PARTNERS ET AL | COM | | | 14D-1 | 4/17/87 | 36 10.4 | 51601210 10.2 | UPDATE |
| LASER PHOTONICS INC SCHOENHEIMER PIERRE L ET AL | COM | | | 13D | 4/ 8/87 | 936 27.6 | 51790310 0.0 | NEW |
| MARATHON GOLD CORP HAMPTON U S HOLDINGS | COM | | | 13D | 3/30/87 | 7,953 45.5 | 56580610 36.0 | UPDATE |
| MASCO INDS INC MASCO CORP | COM | | | 13D | 2/ 5/87 | 22,755 61.8 | 57460110 52.0 | UPDATE |
| MASCO INDS INC MASCO CORP | DEP | CV | EXCH | PF | | 3,000 34.3 | 57460130 0.0 | NEW |
| MEDICAL GRAPHICS CORP STUBBLEFIELD WILLIAM D | COM | | | 13D | 4/13/87 | 24 1.3 | 58490710 9.7 | UPDATE |
| MOLDKAI RANCH LTD INDUSTRIAL EQUITY LTD ET AL | COM | | | 13D | 4/ 3/87 | 236 27.5 | 60855510 25.2 | UPDATE |
| SAZTEC INTL INC ROBERTSON CORP ET AL | COM | | | 13D | 3/30/86 | 182 12.5 | 80584210 0.0 | NEW |
| STANFORD TELECOMMUNICATIONS BERBERIAN MICHAEL | COM | | | 13D | 4/ 9/87 | 349 8.1 | 85440210 7.2 | UPDATE |
| SYNCDR INTL CORP DEL ICN PHARMACEUTICALS INC | COM | | | 13D | 4/ 8/87 | 556 5.0 | 87199110 4.7 | UPDATE |
| TIERCO GROUP INC DREXEL BURNHAM LAMBERT GROUP | COM | | | 13D | 3/31/87 | 679 31.9 | 88650610 32.0 | UPDATE |
| TINTIC MOUNTAIN MINING CORP DOYLE ROBERT C | COM | | | 13D | 4/ 9/87 | 1,550 5.2 | 88765710 0.0 | NEW |

ACQUISITIONS REPORTS CONT.

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|--|-----|-----|---------|------------|-----------------|--------|
| TUNEX INTL INC ROBINSON DAVID L | COM | 13D | 2/13/87 | 194 7.9 | 89973130 0.0 | NEW |
| UNION SPL CORP INDUSTRIAL EQUITY LTD ET AL | COM | 13D | 4/10/87 | 281 9.9 | 90832910 6.3 | UPDATE |
| VERNON FINANCIAL CORP AMER SECURITIES CORP, CLIENTS | COM | 13D | 4/6/87 | 50 5.0 | 92448710 0.0 | NEW |
| WURLITZER CO WURLITZER FARNY R FDTN | COM | 13D | 3/30/87 | 89 5.0 | 98259410 7.0 | UPDATE |