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Issue 91-16

January 24, 1991

JAN 25 1991

NOTICE OF COMMISSION MEETINGS U.S. SECURITIES AND
EXCHANGE COMMISSION

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

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

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

CLOSED MEETING - TUESDAY, JANUARY 29, 1991 - 2:30 P.M.

The subject matter of the January 29 closed meeting will be: Institution of administrative proceedings of an enforcement nature; Administrative proceeding of an enforcement nature; Institution of injunctive actions; Settlement of injunctive action; Settlement of administrative proceeding of an enforcement nature; and Opinion.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: Edward Pittman at (202) 272-2400.

COMMISSION ANNOUNCEMENTS

REMARKS BY CHAIRMAN BREEDEN RELEASED

The Commission released remarks by Chairman Breeden at the Securities Regulation Institute in San Diego, California on January 23, today.

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved two proposed rule changes filed under Rule 19b-4 of the Securities Exchange Act by the Cincinnati Stock Exchange (SR-CSE-90-01 and 90-08) to amend its Article II, Section 5.1, and Interpretation and Policy .01 thereunder, to reflect the CSE's development and administration of its own proficiency examination for prospective members. (Rel. 34-28795)

The Commission has approved a proposed rule change filed under Rule 19b-4 of the Securities Exchange Act by the MBS Clearing Corporation (SR-MBSCC-90-02) to revise its form letter of credit and its money settlement procedures relating to settlement balance order market differential payments (Rel. 34-28806). Publication of the order is expected in the Federal Register during the week of January 28.

PARTIAL APPROVAL OF PROPOSED RULE CHANGE

The Commission has partially approved a proposed rule change filed under Rule 19b-4 of the Securities Exchange Act by the Chicago Board Options Exchange (SR-CBOE-90-06) which institutes a fee for the submission of trade information to the CBOE later than two hours after the time of execution of a trade (Rel. 34-28807). Publication of the order is expected in the Federal Register during the week of January 28.

APPROVAL OF PROPOSED AMENDMENTS

The Commission approved proposed amendments (File No. 4-281) to the Consolidated Tape Association Plan and the Consolidated Quotation Plan, pursuant to Rules 11Aa3-2 and 11Aa3-1 under the Securities Exchange Act. The amendments are in connection with the Chicago Board Options Exchange becoming a Participant in the Restated CTA Plan and in the CQ Plan (34-28808). Publication of the order is expected in the Federal Register during the week of January 28.

TEMPORARY APPROVAL OF PROPOSED RULE CHANGES

The Commission approved, on a temporary basis, proposed rule changes submitted by the following under Rule 19b-4 of the Securities Exchange Act: Participants Trust Company (SR-PTC-90-07) relating to the elimination of prorated charges to participants for principal and interest advances until April 15, 1991 (Rel. 34-28789); and American Stock Exchange (SR-AMEX-90-11) to amend AMEX Rules 131 and 154, on a one year pilot basis until January 17, 1992, to broaden a specialist's ability to represent percentage orders and generally to expand the types of percentage orders allowed to be effected on the AMEX (Rel. 34-28792). Publication of the orders is expected in the Federal Register during the week of January 28.

MISCELLANEOUS

NOTICE OF APPLICATION PURSUANT TO SECTION 12(h)

The Commission has issued a notice giving interested persons until February 12, 1991 to request a hearing on an application by Carlisle, Inc. and Poly-Tech, Inc. pursuant to Section 12(h) of the Securities Exchange Act for an order exempting Poly-Tech, Inc. from certain reporting requirements under Section 15(d) of the Securities Exchange Act. (Rel. 34-28800)

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 CBA INTERBATIONAL INC, 600 PERIMETER DR, LEXINGTON, KY 40517 (606) 266-5757 - 360,000 (\$3,600,000) COMMON STOCK. 144,000 (\$1,800,000) COMMON STOCK. 72,000 (\$1,080,000) COMMON STOCK. (FILE 33-38278-C - JAN. 10) (BR. 6 - NEW ISSUE)
- S-18 SAN JOSE GROUP INC, 1607 GOLDENTREE DR, SAN JOSE, CA 95131 (408) 258-4960 - 9,000,000 (\$90,000) COMMON STOCK. 9,000,000 (\$270,000) COMMON STOCK. 9,000,000 (\$900,000) COMMON STOCK. (FILE 33-38515-LA - JAN. 11) (BR. 14 - NEW ISSUE)
- N-2 VAN KAMPEN MERRITT PRIME RATE INCOME TRUST, 1001 WARRENVILLE RD, LISLE, IL 60532 (708) 719-6000 - 75,000,000 (\$749,250,000) COMMON SHARES OF BENEFICIAL INTEREST. UNDERWRITER: VAN KAMPEN MERRITT. (FILE 33-38562 - JAN. 16) (BR. 18)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUS SER A-74 MU ST SER 33, 120 S RIVERSIDE, C/O KEMPER SECURITIES GROUP INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: KEMPER SECURITIES GROUP INC. (FILE 33-38564 - JAN. 17) (BR. 16 - NEW ISSUE)
- S-1 MUNSINGWEAR INC, 724 N 1ST ST, MINNEAPOLIS, MN 55401 (612) 340-4700 - 7,500,000 (\$2,925,000) COMMON STOCK. (FILE 33-38565 - JAN. 17) (BR. 7)
- S-2 ETOWN CORP, 600 SOUTH AVE, P O BOX 788, WESTFIELD, NJ 07091 (201) 654-1234 - 366,667 (\$13,154,178) COMMON STOCK. UNDERWRITER: KIDDER PEABODY & CO. (FILE 33-38566 - JAN. 17) (BR. 8)
- S-8 MANUFACTURERS HANOVER CORP, 270 PARK AVE, NEW YORK, NY 10017 (212) 270-6000 - 4,000,000 (\$72,240,000) COMMON STOCK. (FILE 33-38567 - JAN. 17) (BR. 1)

REGISTRATIONS CONTINUED

- S-3 INDIANA GAS CO INC, 1630 N MERIDIAN ST, INDIANAPOLIS, IN 46202 (317) 926-3351 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. UNDERWRITER: GOLDMAN SACHS & CO. (FILE 33-38568 - JAN. 17) (BR. 7)
- S-3 UNIVERSAL CORP /VA/, 1501 N HAMILTON ST, HAMILTON ST AT BROAD, RICHMOND, VA 23230 (804) 359-9311 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE 33-38586 - JAN. 16) (BR. 7)
- S-8 BRISTOL MYERS SQUIBB CO, 345 PARK AVE, NEW YORK, NY 10154 (212) 546-4000 - 250,000 (\$15,718,750) COMMON STOCK. (FILE 33-38587 - JAN. 16) (BR. 4)
- S-3 CIT GROUP HOLDINGS INC /DE/, 270 PARK AVE, NEW YORK, NY 10017 (212) 270-6000 - 400,000 (\$400,000) STRAIGHT BONDS. UNDERWRITER: LEHMAN BROTHERS, MERRILL LYNCH & CO, SALOMON BROTHERS INC. (FILE 33-38588 - JAN. 16) (BR. 12)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 597, 333 WEST WACKER DR, C/O JOHN NUVEEN & CO INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: NUVEEN JOHN & CO INC. (FILE 33-38628 - JAN. 17) (BR. 22 - NEW ISSUE)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 6, 500 WEST MADISON ST SUITE 3000, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: CLAYTON BROWN & ASSOCIATES INC. (FILE 33-38654 - JAN. 16) (BR. 18 - NEW ISSUE)
- S-8 DEPOSIT GUARANTY CORP, 210 E CAPITOL ST, JACKSON, MS 39201 (601) 354-8564 - 150,000 (\$3,048,000) COMMON STOCK. (FILE 33-38655 - JAN. 17) (BR. 1)
- S-8 GRAHAM FIELD HEALTH PRODUCTS INC, 400 RABRO DR E, HAUPPAUGE, NY 11788 (516) 582-5900 - 400,000 (\$1,100,000) COMMON STOCK. (FILE 33-38656 - JAN. 17) (BR. 9)
- S-8 GENUS INC, 555 ELLIS ST, MOUNTAIN VIEW, CA 94043 (415) 960-1120 - 550,000 (\$687,500) COMMON STOCK. (FILE 33-38657 - JAN. 17) (BR. 10)

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 |
|---|-------------|------------|----------------------|-------------------|---------------|
| ADVO SYSTEM INC TIGER ET AL | COM 13D | 1/10/91 | 1,212 9.5 | 00758510 7.7 | UPDATE |
| ALTERA CORP TIGER ET AL | COM 13D | 1/10/91 | 862 4.5 | 02144110 5.6 | UPDATE |
| BULL & BEAR GROUP INC RESOURCE MGMT INC ET AL | CL A 13D | 1/14/91 | 137 11.5 | 12099110 0.0 | NEW |
| CANANDAIGUA WINE INC ROCKER DAVID A | CL A 13D | 1/10/91 | 435 16.6 | 13721920 12.2 | UPDATE |
| CHIQUITA BRANDS INTL INC AMERICAN FINANCIAL CORP ET AL | COM 13D | 12/30/90 | 24,356 55.5 | 17003210 56.7 | UPDATE |
| FRANKLIN HLDG CORP BROWN STEPHEN L ET AL | COM 13D | 12/ 7/90 | 394 39.2 | 35353910 41.8 | UPDATE |
| HALL FRANK B & CO INC RELIANCE FINANCIAL SVCS CORP | COM 13D | 1/17/91 | 67,634 100.0 | 40589110 100.0 | UPDATE |
| IBP INC OCCIDENTAL PETROLEUM CORP | COM 13D | 1/14/91 | 24,000 50.7 | 44922310 50.7 | UPDATE |
| LW INDS INC SOKOL LEON J | COM 13D | 12/17/90 | 736 46.0 | 50245810 0.0 | NEW |
| LEECO DIAGNOSTICS INC WARLICK WILBUR W | COM 13D | 1/17/91 | 300 5.2 | 52416410 5.0 | UPDATE |

ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER | FORM | EVENT DATE | SHRS(000)/ %OWNED | CUSIP/ PRIOR% | FILING STATUS |
|--|-------------|------------|----------------------|------------------|---------------|
| MAGIC CIRCLE ENERGY CORP NUMERICOM INC | COM 13D | 1/ 4/91 | 975 6.8 | 55911610 0.0 | NEW |
| MAIL BOXES ETC UNITED PARCEL SVC AMERICA | COM 13D | 1/17/91 | 800 17.2 | 56031010 17.2 | UPDATE |
| MAJOR RLTY CORP SAMELSON REAL ESTATE PTN ET AL | COM 13D | 12/28/90 | 2,280 33.1 | 56084010 33.0 | UPDATE |
| MOORE BENJAMIN & CO BELCHER BENJAMIN M JR | COM 13D | 12/31/90 | 1,397 13.9 | 61564910 0.0 | NEW |
| MOORE BENJAMIN & CO O'CONNOR SARA B | COM 13D | 12/30/90 | 512 5.1 | 61564910 2.6 | UPDATE |
| MOORE BENJAMIN & CO RAFF RAYMOND J | COM 13D | 12/21/90 | 932 9.3 | 61564910 3.5 | UPDATE |
| MOORE BENJAMIN & CO ROOB RICHARD | COM 13D | 12/31/90 | 1,010 10.1 | 61564910 8.1 | UPDATE |
| ORANGE CO INC NEW STONERIDGE RESOURCES INC | COM 13D | 12/28/90 | 5,355 52.4 | 68417710 52.4 | UPDATE |
| ORION CAP CORP KORSANT PHILIP B ET AL | COM 13D | 1/ 2/91 | 356 5.6 | 68626810 0.0 | NEW |
| PORTSMOUTH BK SHS INC SIMPSON ROBERT W | COM 13D | 1/10/91 | 220 5.6 | 73703110 4.9 | UPDATE |
| REXON INC KORSANT PHILIP B ET AL | COM 13D | 1/ 7/91 | 0 0.0 | 76190110 6.1 | UPDATE |
| SBT CORP CONN O'SULLIVAN WALTER R III | COM 13D | 1/ 9/91 | 75 7.8 | 78387710 0.0 | NEW |
| TAMBRANDS INC FIDELITY INTL LTD | COM 13D | 1/ 7/91 | 2,795 6.5 | 87508010 7.8 | UPDATE |
| TAMBRANDS INC FMR CORP | COM 13D | 1/ 8/91 | 2,795 6.5 | 87508010 7.8 | UPDATE |
| TIERCO GROUP INC LAMBERT BRUSSELS REAL EST | COM 13D | 1/11/91 | 0 0.0 | 88650610 N/A | UPDATE |
| TURNER BROADCASTING SYS INC TIME WARNER INC ET AL | CL B 13D | 1/ 9/91 | 42,792 53.0 | 90026250 49.9 | UPDATE |
| UNITED MOBILE HOME INC UPHAM JAMES P | COM 13D | 1/11/91 | 230 5.2 | 91102410 5.1 | UPDATE |

ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER | FORM | EVENT DATE | SHRS(000)/ %OWNED | CUSIP/ PRIOR% | FILING STATUS |
|---|----------------|--------------|----------------------|------------------|---------------|
| VENTURA ENTMT GROUP LTD OSMOND JAMES A ET AL | COM | 13D 1/11/91 | 950 15.7 | 92321810 0.0 | NEW |
| WAVERLY INC SPAHR JOHN F ET AL | COM | 13D 1/10/91 | 310 7.7 | 94361410 0.0 | NEW |
| WESTERN CO NORTH AMER FIDELITY INTL LTD | COM PAR \$0.10 | 13D 12/ 3/90 | 2,025 15.9 | 95804340 14.1 | UPDATE |
| WESTERN CO NORTH AMER FMR CORP | COM PAR \$0.10 | 13D 1/ 7/91 | 2,025 15.9 | 95804340 14.1 | UPDATE |
| WHEELING PITTSBURGH CORP RM CAPITAL PARTNERS ET AL | COM | 13D 1/12/91 | 7,083 35.4 | 96314210 35.4 | UPDATE |
| XSCRIBE CORP STENOGRAPH LEGAL SVCS ET AL | COM | 13D 1/12/91 | 500 7.5 | 98391110 0.0 | NEW |
| ZAPATA CORP CARGILL FINL SVCS ET AL | COM | 13D 1/10/91 | 7,615 5.8 | 98907010 0.0 | NEW |

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.