

# sec news digest

Issue 93-98

May 24, 1993

U.S. SECURITIES  
EXCHANGE COMMISSION

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## COMMISSION ANNOUNCEMENTS

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### SEC NAMES CHIEF LITIGATION COUNSEL, ENFORCEMENT

Acting Chairman Schapiro announced the appointment of Barry R. Goldsmith to the position of Chief Litigation Counsel, Division of Enforcement.

Mr. Goldsmith, who replaces Thomas C. Newkirk, will be responsible for the conduct, supervision, coordination and evaluation of all enforcement litigation conducted by the Commission. Mr. Goldsmith joined the Commission's staff in 1986 as an Assistant Chief Litigation Counsel in the Division of Enforcement where, in 1988, he assumed a supervisory position. In 1990, he was appointed the Commission's Senior Deputy Chief Litigation Counsel. Mr. Goldsmith has had substantial responsibilities in the Commission's successful litigations against Drexel Burnham Lambert and Michael Milken, Ivan Boesky, Dennis Levine and Paul Bilzerian. In addition, he successfully tried the Commission's stock parking case against Mark Belzberg and First City Financial Corp. (Press Rel. 93-17)

### CHIEF ACCOUNTANT SELECTS TWO PROFESSIONAL ACCOUNTING FELLOWS

The Commission's Office of the Chief Accountant has recently selected Mr. John P. Glynn, Jr., of Coopers & Lybrand and Mr. Stephen M. Swad of KPMG Peat Marwick to serve as Professional Accounting Fellows for two-year terms beginning in June 1993. Currently, Mr. Glynn is a Business Assurance manager in the New York office of Coopers & Lybrand. Mr. Swad is a senior manager in KPMG Peat Marwick's Department of Professional Practice in White Plains, New York. Mr. Glynn and Mr. Swad will be joining the current Professional Accounting Fellows--Mr. Christopher M. Holmes, formerly of Ernst & Young; Mr. Jeffrey A. Swormstedt, formerly of Deloitte & Touche; and Mr. Randall J. Larson, formerly of KPMG Peat Marwick. (Press Rel. 93-18)

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## ADMINISTRATIVE PROCEEDINGS

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### NYSE ACTION AGAINST STUART PATRICK SUSTAINED

The Commission has sustained sanctions imposed by the New York Stock Exchange, Inc. on Stuart K. Patrick of New York, New York, chief executive officer and president of Baird Patrick & Co., Inc., an NYSE member firm. The NYSE censured Patrick and suspended him for one week from employment or association in any supervisory capacity with any member or member organization.

The Commission affirmed NYSE findings that Patrick failed reasonably to supervise the firm's NYSE floor trader with respect to trading in the firm's proprietary account. During the first six months of 1988, the floor trader initiated on the Exchange floor over 1500 trades that violated various restrictions on proprietary trading. In affirming the NYSE's sanctions, the Commission stated that, although Patrick was the floor trader's direct supervisor, he conducted no supervision. As a result, the floor trader received no supervision whatsoever. (Rel. 34-32314)

#### COMMISSION SUSTAINS NASD ACTION AGAINST MARK FOGLIA

The Commission sustained an NASD disciplinary action against Mark Foglia of Boston, Massachusetts. The Commission sustained the NASD's finding that Foglia engaged in conduct inconsistent with the just and equitable principles of trade. The NASD censured Foglia, fined him \$5,000 and required him to requalify as a general securities principal. Foglia was a branch manager of J.W. Gant & Associates, Inc.'s New York office. The NASD found that Foglia permitted a salesman under his supervision to solicit customers in North Carolina when that salesman was not properly registered in that state. When the salesman successfully induced a North Carolina resident to transfer his account to Gant, Foglia authorized the salesman to use the identification number of a second salesman who was registered in North Carolina to effect trades on behalf of the customer.

Foglia attempted to challenge the credibility of the second salesman, who testified against him. However, the District Business Conduct Committee, which heard both Foglia and the salesman's testimony, found the salesman's testimony to be credible, and the Commission found that conclusion to be supported on the record. (Rel. 34-32315)

#### CEASE-AND-DESIST PROCEEDINGS INSTITUTED AGAINST MAYFAIR SECURITIES LTD., INC. AND MARCUS FIGUEIRADO

The Commission instituted public cease-and-desist administrative proceedings pursuant to Sections 15(b), 21B and 21C of the Securities Exchange Act of 1934 (Exchange Act) against Mayfair Securities Ltd., Inc. (Mayfair), a registered broker-dealer with offices located in Boca Raton, Florida and Marcus N. Figueirado (Figueirado), Mayfair's president.

The Orders Instituting Proceedings against Mayfair and Figueirado allege that since May 1992 through the present, Mayfair and Figueirado have failed to provide the staff with access to certain books and records and have failed to promptly furnish to the Commission copies of records that are required to be preserved, in violation of Sections 17(a) and 17(b) of the Exchange Act and Rule 17a-4(j).

A hearing will be scheduled to determine whether the allegations set forth in the Order are true and, if so, what remedial sanctions should be imposed against Figueirado and Mayfair. (Rels. 34-32317 - Mayfair Securities Ltd., Inc.; 34-32318 - Marcus N. Figueirado)

## PROCEEDINGS AGAINST BERNARD DEUTSCH

Bernard Deutsch consented to the institution of public administrative proceedings, based on the entry a Final Judgment of Permanent Injunction in SEC v. Bernard Deutsch et al., Civil Action No. 91 Civ. 6462, SDNY. Simultaneous with the institution of these proceedings, the Commission accepted Deutsch's Offer of Settlement in which he consented to the entry of an Order by the Commission permanently barring him from association with any broker, dealer, municipal securities dealer, investment adviser or investment company. (Rel. 34-32319)

## INITIAL DECISION CENSURES KEVIN UPTON

Administrative Law Judge Max O. Regensteiner has issued an initial decision censuring Kevin Upton, who was Chief Financial Officer of Financial Clearing and Services Corporation, a clearing broker-dealer.

According to the decision, Upton failed reasonably to supervise the manager of the firm's Money Management Department. The manager engaged in a practice of substituting proprietary or unsecured bank loans for customer bank loans prior to making the weekly reserve formula computation and reinstating the customer loans shortly thereafter. This practice, which resulted in deposit deficiencies in the special reserve bank account, was found to have violated the Commission's customer protection rule (Rule 15c3-3 under the Securities Exchange Act).

The initial decision is subject to Commission review on petition of a party or on the Commission's own initiative. (Initial Decision No. 34)

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## TRADING SUSPENSIONS

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### TRADING SUSPENDED IN THE SECURITIES OF DIGITRAN SYSTEMS, INC.

The Commission announced pursuant to Section 12(k) of the Securities Exchange Act of 1934 (Exchange Act) the temporary suspension of trading of the securities of Digitran Systems, Inc. on the American Stock Exchange or otherwise, for a ten day period commencing at 10:30 a.m., EDT, May 21, 1993 and terminating at 11:59 p.m., EDT, on June 4, 1993.

The Commission temporarily suspended trading in the securities of Digitran Systems, Inc., in view of questions that have been raised about the adequacy and accuracy of the publicly disseminated information concerning, among other things, revenue the company recognized for the fiscal year ended April 30, 1992, and the company's interim financial statements during fiscal year 1993. (Rel. 34-32344)

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## CIVIL PROCEEDINGS

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### BERNARD DEUTSCH PERMANENTLY ENJOINED

On April 29, 1993, the Honorable Robert W. Sweet of the U.S. District Court for the Southern District of New York entered a Final Judgment of Permanent Injunction against

Bernard Deutsch (Deutsch). The Final Judgment enjoins Deutsch from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder and aiding and abetting violations of Section 15(c)(1) of the Exchange Act. Deutsch consented to the entry of the Final Judgment, without admitting or denying the allegations in the Commission's complaint previously filed in September 1991, that Deutsch and others engaged in a fraudulent scheme to manipulate the market for the common stock of Balchem Corporation in the fall of 1986. [SEC v. Bernard Deutsch et al., Civil Action No. 91 Civ. 6462, SDNY] (LR-13637)

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## HOLDING COMPANY ACT RELEASES

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### MONONGAHELA POWER COMPANY, ET AL.

A supplemental order has been issued authorizing Monongahela Power Company, The Potomac Edison Company and West Penn Power Company (APS Companies), public-utility subsidiary companies of Allegheny Power System, Inc., a registered holding company, to issue secured solid waste disposal notes (Notes), at any time or from time to time on or before December 31, 1994, in an aggregate amount not to exceed \$42,708,000 to support the issuance of solid waste disposal revenue bonds by the County Commission of Harrison County, West Virginia. In order to secure its obligations under the Notes, each of the APS Companies proposes to issue a second lien on its interest in the pollution control facilities. The Commission has reserved jurisdiction over \$117,292,000 of the remaining notes. (Rel. 35-25813)

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## SELF-REGULATORY ORGANIZATIONS

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### ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change (SR-NYSE-93-03) filed by the New York Stock Exchange which amends the NYSE's rules to allow the NYSE to open series of European-style index options with exercise prices that are "reasonably close" to the numerical value of the index stock group underlying the option. The proposal also allows the NYSE to list additional series of European-style index options in response to demonstrated customer interest provided that the new strike prices are no more than the lesser of approximately 100 points away from the current index value or 30% away from the current index value. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-32330)

### ACCELERATED APPROVAL OF AMENDED PROPOSED RULE CHANGE

The Commission approved an amended American Stock Exchange rule proposal (SR-Amex-92-42) on an accelerated basis permitting the Exchange to list and trade Equity Linked Term Notes (ELNs), which are hybrid instruments whose values are linked to the performance of highly capitalized, actively-traded common stock. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-32343)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-93-33) that became effective immediately upon filing. The proposed rule change is to amend Schedule A, Section 2(b) to the NASD By-Laws to provide for a discount for mass transfers of associated persons' registrations in the event of a merger or acquisition. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-32342)

## 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-3 PACIFICORP /OR/, 700 NE MULTNOMAH STE 1600, PORTLAND, OR 97232 (503) 731-2000 (FILE 33-49607 - MAY. 17) (BR. 13)
- S-11 PAINWEBBER MORTGAGE ACCEPTANCE CORPORATION IV, 1285 AVENUE OF THE AMERICAS, NEW YORK, NY 10019 (212) 713-2000 - 1,000,000,000 (\$1,000,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-62346 - MAY. 13) (BR. 12)
- S-4 MARRIOTT CORP, 10400 FERNWOOD RD, BETHESDA, MD 20817 (301) 380-9000 - 970,704,500 (\$1,418,100,000) STRAIGHT BONDS. (FILE 33-62444 - MAY. 07) (BR. 12)
- S-8 AARON RENTS INC, 3001 N FULTON DR NE, 1100 AARON BLDG, ATLANTA, GA 30363 (404) 231-0011 - 1,000,000 (\$10,125,000) COMMON STOCK. (FILE 33-62536 - MAY. 12) (BR. 5)
- S-8 AARON RENTS INC, 3001 N FULTON DR NE, 1100 AARON BLDG, ATLANTA, GA 30363 (404) 231-0011 - 56,413 (\$550,026.75) COMMON STOCK. (FILE 33-62538 - MAY. 12) (BR. 5)
- S-8 BUILDERS WAREHOUSE ASSOCIATION INC, 700 EXCHANGE AVE, CONWAY, AR 72032 (501) 336-8136 - 200,000 (\$960,000) COMMON STOCK. (FILE 33-62540 - MAY. 12) (BR. 10)
- S-8 MESA AIRLINES INC, 2325 EAST 30TH STREET, FARMINGTON, NM 87401 (505) 327-0271 - 1,000,000 (\$20,375,000) COMMON STOCK. (FILE 33-62554 - MAY. 13) (BR. 3)
- S-8 COMMUNITY TRUST FINANCIAL SERVICES CORPORATION, 1784 ATLANTA HIGHWAY, PO BOX 496, HIRAM, GA 30141 (404) 445-1014 - 150,000 (\$796,500) COMMON STOCK. (FILE 33-62556 - MAY. 13) (BR. 2)
- S-8 OMEGA ENVIRONMENTAL INC, 19805 NORTHCREEK PKWY, P O BOX 3005, BOTHELL, WA 98041 (206) 486-4800 - 750,000 (\$4,500,000) COMMON STOCK. (FILE 33-62558 - MAY. 12) (BR. 10)
- S-3 PENNSYLVANIA POWER & LIGHT CO /PA, TWO N NINTH ST, ALLENTOWN, PA 18101 (215) 774-5151 - 4,500,000 (\$450,000,000) PREFERRED STOCK. (FILE 33-62560 - MAY. 13) (BR. 7)
- S-8 COMMUNITY TRUST FINANCIAL SERVICES CORPORATION, 1784 ATLANTA HIGHWAY, PO BOX 496, HIRAM, GA 30141 (404) 445-1014 - 150,000 (\$796,500) COMMON STOCK. (FILE 33-62562 - MAY. 13) (BR. 2)
- S-8 PSICOR INC, 16818 VIA DEL CAMPO COURT, SAN DIEGO, CA 92127 (619) 485-5599 - 15,000 (\$161,250) COMMON STOCK. (FILE 33-62564 - MAY. 13) (BR. 5)

REGISTRATIONS CONTINUED

- S-8 SIERRA SEMICONDUCTOR CORP, 2075 N CAPITOL AVE, SAN JOSE, CA 95132 (408) 263-9300 - 400,000 (\$3,150,000) COMMON STOCK. (FILE 33-62566 - MAY. 12) (BR. 3)
- S-8 PRICE COMMUNICATIONS CORP, 45 ROCKEFELLER PLZ, STE 3201, NEW YORK, NY 10020 (212) 757-5600 - 1,000,000 (\$2,125,000) COMMON STOCK. (FILE 33-62568 - MAY. 13) (BR. 7)
- S-8 ABSOLUTE ENTERTAINMENT INC, 10 MOUNTAINVIEW RD, SUITE 300 SOUTH, UPPER SADDLE RIVER, NJ 07458 (201) 652-1227 - 50,000 (\$618,750) COMMON STOCK. (FILE 33-62570 - MAY. 13) (BR. 9)
- S-8 OUTBACK STEAKHOUSE INC, 550 N RED ST STE 204, TAMPA, FL 33609 (813) 282-1225 - 2,213,006 (\$69,997,379) COMMON STOCK. (FILE 33-62572 - MAY. 13) (BR. 12)
- S-2 F&M BANCORPORATION INC, ONE BANK AVENUE, KAUKAUNA, WI 54130 (414) 766-1717 - 690,000 (\$12,075,000) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO INC, PIPER JAFFRAY INC. (FILE 33-62578 - MAY. 12) (BR. 1)
- N-2 CIM HIGH YIELD SECURITIES, ONE BOSTON PL, BOSTON, MA 02108 (617) 573-1332 - 1,326,212 (\$11,272,802) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-62580 - MAY. 12) (BR. 17)
- S-1 FLIR SYSTEMS INC, 16505 SW 72ND AVE, PORTLAND, OR 97224 - 2,645,000 (\$31,740,000) COMMON STOCK. UNDERWRITER: HAMBRECHT & QUIST INC, OPPENHEIMER & CO INC. (FILE 33-62582 - MAY. 12) (BR. 8)
- S-8 CALIFORNIA FINANCIAL HOLDING CO, 212 N SAN JOAQUIN ST, STOCKTON, CA 95202 (209) 948-6870 - 200,000 (\$3,000,000) COMMON STOCK. (FILE 33-62584 - MAY. 12) (BR. 1)
- S-3 ARROW ELECTRONICS INC, 25 HUB DR, MELVILLE, NY 11747 (516) 391-1300 - 5,885,076 (\$198,989,132) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECS CORP, GOLDMAN SACHS & CO, MORGAN STANLEY & CO INC. (FILE 33-62600 - MAY. 12) (BR. 3)
- S-3 DIMARK INC, 2050 CABOT BOULEVARD WEST, LANGHORNE, PA 19047 (215) 750-6600 - 345,200 (\$6,472,500) COMMON STOCK. UNDERWRITER: CHICAGO CORP. (FILE 33-62610 - MAY. 12) (BR. 5)
- F-3 ERICSSON LM TELEPHONE CO/ADR/, TELEFONPLAN S 126 25, STOCKHOLM SWEDEN, V7 - 293,475,643 (\$293,475,643) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-62612 - MAY. 13) (BR. 7)
- S-1 JUST TOYS INC, 50 W 23RD ST, NEW YORK, NY 10010 (212) 645-6335 - 1,610,000 (\$28,376,250) COMMON STOCK. UNDERWRITER: KIDDER PEABODY & CO INC. (FILE 33-62616 - MAY. 13) (BR. 12)
- F-1 ENTERPRISE OIL PLC, GRAND BLDGS, TRAFALGAR SQUARE, LONDON WC2N 5EJ ENGLAND, X0 - 6,530,700 (\$48,849,636) FOREIGN COMMON STOCK. UNDERWRITER: LEHMAN BROTHERS, MERRILL LYNCH & CO, WARBURG SW SECURITIES. (FILE 33-62624 - MAY. 13) (BR. 3)
- S-1 AER ENERGY RESOURCES INC /GA, 1500 WILSON WAY, SMYRNA, GA 30082 (404) 433-2127 - 2,875,000 (\$34,500,000) COMMON STOCK. UNDERWRITER: PRUDENTIAL SECURITIES INC. (FILE 33-62668 - MAY. 14) (BR. 3 - NEW ISSUE)
- S-1 SUN HEALTHCARE GROUP INC, 5600 WYOMING BLVD, STE 140, ALBUQUERQUE, NM 87109 (505) 891-3355 - 5,825,000 (\$69,900,000) COMMON STOCK. UNDERWRITER: NATWEST SECURITIES LIMITED. (FILE 33-62670 - MAY. 14) (BR. 5 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-1 GREAT NORTHERN INSURED ANNUITY CORP, TWO UNION SQ, STE 5600, SEATTLE, WA 98111  
(206) 625-1755 - 50,000,000 (\$50,000,000) VARIABLE ANNUITY ISSUES. (FILE 33-62674 -  
MAY. 14) (BR. 20 - NEW ISSUE)
- SB-2 HEALTH & COMMUNITY LIVING INC, 9833 WHETSTONE DR, GAITHERSBURG, MD 20879  
(301) 990-8810 - 690,000 (\$4,140,000) COMMON STOCK. 69,000 (\$69)  
WARRANTS, OPTIONS OR RIGHTS. 69,000 (\$496,800) COMMON STOCK. (FILE 33-62678 -  
MAY. 14) (BR. 8 - NEW ISSUE)
- S-2 GREAT FALLS GAS CO, #1 FIRST AVE SOUTH, GREAT FALLS, MT 59401 (406) 791-7500 -  
7,800,000 (\$7,800,000) STRAIGHT BONDS. UNDERWRITER: DAVIDSON DA & CO,  
JONES EDWARD D & CO. (FILE 33-62680 - MAY. 13) (BR. 7)
- S-8 CORNING INC /NY / CORNING LAB SERVICES INC, HOUGHTON PK, CORNING, NY 14831  
(607) 974-9000 - 3,000,000 (\$105,375,000) COMMON STOCK. (FILE 33-62682 - MAY. 13)  
(BR. 9)
- S-2 COMMERCE BANCORP INC /NJ/, COMMERCE ATRIUM, 1701 RTE 70 E, CHERRY HILL, NJ 08034  
(609) 751-9000 - 23,000,000 (\$23,000,000) STRAIGHT BONDS. UNDERWRITER:  
FOLEY MUFSON HOWE & CO, WHEAT FIRST BUTCHER & SINGER. (FILE 33-62702 - MAY. 13)  
(BR. 2)
- S-3 LEGG MASON INC, 111 S CALVERT ST, BALTIMORE, MD 21203 (410) 539-0000 - 260,000  
(\$6,533,800) COMMON STOCK. (FILE 33-62704 - MAY. 13) (BR. 11)
- S-1 KINDER CARE LEARNING CENTERS INC /DE, 2400 PRESIDENTS DR, MONTGOMERY, AL 36116  
(205) 277-5090 - 125,000,000 (\$125,000,000) STRAIGHT BONDS. (FILE 33-62706 - MAY. 13)  
(BR. 5)
- SB-2 PRISM GROUP INC /FL/, 15530 WOODINVILLE-REDMOND RD, WOODINVILLE, WA 98072  
(206) 813-1609 - 2,953,185 (\$13,658,481) COMMON STOCK. (FILE 33-62716 - MAY. 14)  
(BR. 10)
- S-8 HICKORY TECH CORP, 221 E HICKORY ST, P O BOX 3248, MANKATO, MN 56002 (800) 326-5789  
- 250,000 (\$7,687,500) COMMON STOCK. (FILE 33-62718 - MAY. 13) (BR. 7)
- S-1 SHILOH INDUSTRIES INC, 402 NINTH AVE, PO BOX 2037, MANSFIELD, OH 44905  
(419) 525-2315 - 3,852,500 (\$50,082,500) COMMON STOCK. UNDERWRITER:  
CARLETON MCCREARY HOLMES & CO, KEMPER SECURITIES INC, KIDDER PEABODY & CO. (FILE  
33-62730 - MAY. 14) (BR. 6 - NEW ISSUE)
- S-1 TITAN HOLDINGS INC, 1020 NE LOOP 410, STE 700, SAN ANTONIO, TX 78209 (210) 824-4546  
- 3,865,000 (\$42,515,000) COMMON STOCK. 310,000 (\$310) WARRANTS, OPTIONS OR RIGHTS.  
310,000 (\$4,092,000) COMMON STOCK. UNDERWRITER: ABD SECURITIES CORP,  
RAS SECURITIES CORP, SANDS BROTHERS & CO LTD. (FILE 33-62732 - MAY. 14) (BR. 9  
- NEW ISSUE)
- S-1 TRANSTEXAS GAS CORP, 363 N SAN HOUSTON PARKWAY EAST, STE 1900, HOUSTON, TX 77060  
(713) 445-7215 - 460,000,000 (\$460,000,000) STRAIGHT BONDS. UNDERWRITER:  
JEFFRIES & CO INC. (FILE 33-62740 - MAY. 14) (NEW ISSUE)
- S-11 MEDICAL REAL ESTATE INVESTMENT TRUST, ONE BALA PLAZA, STE 600, EAST LOBBY,  
BALA CYNWYD, PA 19004 - 5,750,000 (\$120,750,000) COMMON SHARES OF BENEFICIAL INTEREST.  
UNDERWRITER: DILLON READ & CO INC. (FILE 33-62742 - MAY. 14) (BR. 5 - NEW ISSUE)
- SB-2 CLASSICS INTERNATIONAL ENTERTAINMENT INC, 919 N MICHIGAN AVE, CHICAGO, IL 60611  
(312) 664-7852 - 2,390,000 (\$14,028,000) COMMON STOCK. UNDERWRITER:  
BERKELY SECURITIES CORP. (FILE 33-62762 - MAY. 14) (BR. 1 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-1 GENZYME TRANSGENICS CORP, ONE MOUNTAIN RD, FRAMINGHAM, MA 01701 (508) 872-8400 - 2,300,000 (\$25,300,000) COMMON STOCK. (FILE 33-62782 - MAY. 14) (BR. 4 - NEW ISSUE)
- S-3 GOLD RESERVE CORP, 1940 SEAFIRST FINANCIAL CENTER, SPOKANE, WA 99201 (509) 623-1500 - 4,335,783 (\$24,367,100) COMMON STOCK. (FILE 33-62804 - MAY. 12) (BR. 1)
- S-8 AJAY SPORTS INC, 1501 E WISCONSIN ST, DELAVAN, WI 53115 (414) 728-5521 - 150,000 (\$75,000) COMMON STOCK. (FILE 33-62808 - MAY. 14) (BR. 11)
- S-4 TWAIN MARK BANCSHARES INC, 8820 LADUE RD, ST LOUIS, MO 63124 (314) 727-1000 - 236,444 (\$2,678,484) COMMON STOCK. (FILE 33-62836 - MAY. 14) (BR. 1)
- N-2 NUVEEN PENNSYLVANIA PREMIUM INCOME MUNICIPAL FUND 3, 333 WEST WACKER DR, CHICAGO, IL 60606 (312) 917-7810 - 100,000 (\$1,500,000) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, JANNEY MONTGOMERY SCOTT INC, LEGG MASON WOOD WALKER INC, NUVEEN JOHN & CO INC, PAINEWEBBER INC, PRUDENTIAL SECURITIES INC, SMITH BARNEY HARRIS UPHAM & CO. (FILE 33-62846 - MAY. 13) (BR. 18 - NEW ISSUE)
- N-2 NUVEEN INSURED FLORIDA PREMIUM INCOME MUNICIPAL FUND, 333 WEST WACKER DRIVE, CHICAGO, IL 60606 (312) 917-7810 - 100,000 (\$1,500,000) COMMON STOCK. (FILE 33-62848 - MAY. 13) (BR. 18)
- N-2 NUVEEN INSURED NEW YORK PREMIUM INCOME MUNICIPAL FUND INC, 333 W WACKER DR, CHICAGO, IL 60606 (312) 917-7810 - 100,000 (\$1,500,000) COMMON STOCK. UNDERWRITER: EDWARDS AG & SONS INC, FIRST ALBANY CORP, GRUNTAL & CO INC, LEHMAN BROTHERS, NUVEEN JOHN & CO INC, PAINEWEBER INCOS INC, PRUDENTIAL SECURITIES INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-62850 - MAY. 13) (BR. 18)
- N-2 NUVEEN NEW JERSEY PREMIUM INCOME MUNICIPAL FUND 3, 333 WEST WACKER DR, CHICAGO, IL 60606 (312) 917-7810 - 100,000 (\$1,500,000) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, EDWARDS AG & SONS INC, LEGG MASON WOOD WALKER INC, LEHMAN BROTHERS, NUVEEN JOHN & CO INC, PRUDENTIAL SECURITIES INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-62852 - MAY. 13) (BR. 18 - NEW ISSUE)
- N-2 NUVEEN CALIFORNIA PREMIUM INCOME MUNICIPAL FUND, 333 WEST WACKER DR, CHICAGO, IL 60606 (312) 917-7810 - 100,000 (\$1,500,000) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, CROWELL WEEDON & CO, EDWARDS AG & SONS INC, KEMPER SECURITIES INC, NUVEEN JOHN & CO INC, PRUDENTIAL SECURITIES INC, SMITH BARNEY HARRIS UPHAM & CO INC, SUTRO & CO INC. (FILE 33-62854 - MAY. 13) (BR. 18 - NEW ISSUE)
- S-3 AES CORPORATION, 1001 N 19TH ST, ARLINGTON, VA 22209 (703) 522-1315 - 2,770,000 (\$83,100,000) COMMON STOCK. (FILE 33-62858 - MAY. 13) (BR. 8)
- S-1 REGAL CINEMAS INC, 7132 COMMERCIAL PARK DR, KNOXVILLE, TN 37918 (615) 922-1123 - 1,725,000 (\$25,875,000) COMMON STOCK. UNDERWRITER: BRADFORD J C & CO, WHEAT FIRST BUTCHER & SINGER. (FILE 33-62868 - MAY. 13) (BR. 12 - NEW ISSUE)
- S-1 ML GLOBAL HORIZONS LP, MERRILL LYNCH WORLD HDQ 6TH FL SOUTH TR, C/O ML FUTURES INV PARTNERS INC, NEW YORK, NY 10080 (212) 236-4167 - 600,000 (\$60,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-62998 - MAY. 14) (BR. 11 - NEW ISSUE)



## ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column - 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ALLEGHANY CORP DEL KIRBY F M	COM 13D	5/ 3/93	855 13.1	01717510 0.0	NEW
AMERICAN HEALTHCARE MGMT INC NETWORK CO II LTD	COM NEW 13D	5/17/93	3,288 12.1	02649620 11.4	UPDATE
B&H MARITIME CARRIERS LTD CROSS JEFFERY B	COM 13D	5/12/93	216 7.0	05490410 6.7	UPDATE
B&H MARITIME CARRIERS LTD CROSS JEFFERY B	COM 13D	5/12/93	216 7.0	05490410 6.7	RVISION
CANAL RANDOLPH LTD PRTRNSHIP EDELMAN ASHER B. ET AL	ASSIGNEE UNIT LTD 13D	5/19/93	0 0.0	13705210 N/A	UPDATE
CELLULAR TECHNICAL SVCS INC PEIZER TERREN S	COM 13D	3/26/93	300 6.9	15116710 5.7	UPDATE
CHEYENNE SOFTWARE INC SCHEUER WALTER ET AL	COM 13D	5/10/93	2,360 9.7	16688810 11.3	UPDATE
CHEYENNE SOFTWARE INC SCHEUER WALTER ET AL	COM 13D	5/10/93	2,360 9.7	16688810 11.3	RVISION
CONVEST ENERGY CORP TEX SANDERLING OIL CORP	COM 13D	2/10/93	1,101 26.2	21257710 26.2	UPDATE
CONVEST ENERGY CORP TEX SANDERLING OIL CORP	COM 13D	2/10/93	1,101 26.2	21257710 26.2	RVISION
CREATIVE BIOMOLECULES INC PATRICOF & CO VENTURES ET AL	COM 13D	5/13/93	3,513 23.1	22527010 0.0	NEW

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CROSS TIMBERS OIL CO FUND AMERICAN ENTR HLDGS	COM 13D	5/18/93	2,682 16.8	22757310 0.0	NEW
D S BANCOR INC DADDONA MICHAEL F JR	COM 13D	5/13/93	296 10.6	23290710 8.9	UPDATE
D S BANCOR INC DADDONA MICHAEL F JR	COM 13D	5/13/93	296 10.6	23290710 8.9	RVISION
E-Z SERVE CORP QUASHA ALAN GRANT ET AL	COM 13D	5/11/93	61,218 100.0	26932910 85.3	UPDATE
EDITEK INC LINDLEY J THOMAS SR	COM 13D	5/10/93	366 7.3	28106810 7.3	UPDATE
EDITEK INC LINDLEY J THOMAS SR	COM 13D	5/10/93	366 7.3	28106810 7.3	RVISION
EMISPHERE TECHNOLOGIES INC UPJOHN CO	COM 13D	5/16/93	0 0.0	29134510 0.0	NEW
EMISPHERE TECHNOLOGIES INC UPJOHN CO	COM 13D	5/16/93	0 0.0	29134510 0.0	RVISION
ENDOTRONICS INC MLC MGMT CO ET AL	COM NEW 13D	5/12/93	2,040 5.8	29264420 4.9	UPDATE
ENDOTRONICS INC MLC MGMT CO ET AL	COM NEW 13D	5/12/93	2,040 5.8	29264420 4.9	RVISION
ENERGY SVC INC FUND AMERICAN ENTR HLDGS	COM 13D	5/13/93	8,339 6.9	29271910 8.1	UPDATE
ENVIROSOURCE INC DYSON-KISSNER-MORAN CORP	COM 13D	5/13/93	1 0.0	29599510 18.7	UPDATE
ENVIROSOURCE INC WM FINANCIAL CORP	COM 13D	5/13/93	0 0.0	29599510 12.4	UPDATE
ESQUIRE RADIO & ELECTRS INC LIEBERMAN A ROBERT ESTATE OF	COM 13D	5/11/93	77 15.9	29667710 24.9	UPDATE
ESQUIRE RADIO & ELECTRS INC LIEBERMAN GERTRUDE	COM 13D	5/11/93	83 17.2	29667710 0.0	NEW
FALCON CABLE SYS CO CUMBERLAND ASSOCIATES	UT LTD PARTNRSHP 13D	4/15/93	369 5.8	30590210 0.0	NEW
FERRARA FOOD CO INC FIRST CAPITAL TRADERS INC	COM 13D	5/ 7/93	660 15.0	31528210 0.0	NEW

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ 200MED	CUSIP/ PRIOR%	FILING STATUS
FERRARA FOOD CO INC	COM		660	31528210	
FIRST CAPITAL TRADERS INC	13D	5/ 7/93	15.0	0.0	RVISION
FIND SVP INC	COM NEW		1,227	31771830	
SVP INTL S A ET AL	13D	11/ 6/92	20.0	18.0	UPDATE
GATEWAY FED CORP	COM		198	36760110	
PNC BANK CORP ET AL	13D	5/17/93	10.2	10.2	UPDATE
GATEWAY FED CORP	COM		198	36760110	
PNC BANK CORP ET AL	13D	5/17/93	10.2	10.2	RVISION
GRANT TENSOR GEOPHYS CORP	PFD CV EXCH		252	38821820	
TWEEDY BROWNE CO L P ET AL	13D	5/14/93	11.7	8.6	UPDATE
GRANT TENSOR GEOPHYS CORP	PFD CV EXCH		252	38821820	
TWEEDY BROWNE CO L P ET AL	13D	5/14/93	11.7	8.6	RVISION
INTEGON CORP DEL	COM		1,208	47999710	
SMITH THOMAS W ET AL	13D	5/14/93	7.0	5.6	UPDATE
KINARK CORP	COM		0	49447410	
ALTAIR CORP	13D	5/14/93	0.0	12.2	UPDATE
KINARK CORP	COM		0	49447410	
BRAININ GARRY	13D	5/14/93	0.0	17.7	UPDATE
LAWSON MARDON GROUP LTD	CL A SUB VTG		2,925	52099010	
CAISSE DE DEPOT DU QUEBEC	13D	5/ 5/93	8.2	7.4	UPDATE
LYNCH CORP	COM		489	55113710	
GAMCO INVESTORS INC ET AL	13D	5/19/93	38.9	40.4	UPDATE
OIS OPTICAL IMAGING SYS INC	COM		65,788	67085210	
DAVIDSON WILLIAM ET AL	13D	5/14/93	82.9	80.8	UPDATE
OMEGA ENVIRONMENTAL INC	COM		1,055	68207710	
STAHLER ALAN	13D	5/11/93	9.2	6.5	UPDATE
SEA GALLEY STORES INC	COM		300	81137710	
NORTHRIDGE CENTER	13D	10/30/92	8.3	0.0	NEW
SEA GALLEY STORES INC	COM		300	81137710	
NORTHRIDGE CENTER	13D	10/30/92	8.3	0.0	RVISION
SEQUA CORP	CL A		676	81732010	
GAMCO INVESTORS INC ET AL	13D	5/19/93	7.0	7.7	UPDATE
SMITH INTL INC	COM		2,402	83211010	
TORRAY ROBERT E ET AL	13D	5/12/93	6.6	7.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
SMITH INTL INC TORRAY ROBERT E ET AL	COM 13D	5/12/93	2,402 6.6	83211010 7.7	RVISION
UNITED KINGDOM FD INC MERCURY ASSET MGMT	COM 13D	5/12/93	219 5.5	91076610 6.7	UPDATE
WESTPAC BKG CORP LEND LEASE CORP LTD ET AL	ORD 13D	5/11/93	20,246 11.4	96121410 0.0	NEW
WESTPAC BKG CORP LEND LEASE CORP LTD ET AL	ORD 13D	5/11/93	20,246 11.4	96121410 0.0	RVISION
ZURICH REINSURANCE CTR HLDG FUND AMERICAN ENTR HLGS	COM 13D	5/18/93	2,303 8.8	98982210 0.0	NEW