

sec news digest

Issue 94-67

April 11, 1994

COMMISSION ANNOUNCEMENTS

CHAIRMAN LEVITT TO TESTIFY

Chairman Levitt will testify on Wednesday, April 13, before the House Committee on Banking, Finance and Urban Affairs concerning hedge fund activities in the U.S. financial markets. The hearing will be held at 10:00 a.m. in Room 2128 of the Rayburn House Office Building.

On Thursday, April 14, Chairman Levitt will testify before the House Subcommittee on Telecommunications and Finance concerning HR 3447, a bill to amend the federal securities laws to equalize the regulatory treatment of participants in the securities industry. The hearing will be held at 10:30 a.m. in Room 2123 of the Rayburn House Office Building.

CHANGE IN THE MEETING: MEETING POSTPONED

The open meeting scheduled for Tuesday, April 12, at 11:00 a.m. has been postponed. The time and place for the postponed meeting will be announced.

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: Michael Schlein (202) 272-2000.

ENFORCEMENT PROCEEDINGS

FINDINGS ENTERED AFTER TRIAL IN INJUNCTIVE ACTION AGAINST DAVID KAGEL

On March 28, after a bench trial, United States District Judge Edward Rafeedie of the Central District of California entered an Order for Judgment and Findings of Fact and Conclusions of Law against Defendant David L. Kagel (Kagel), a Beverly Hills, California securities lawyer.

The principals of a private company, The Magic Group, retained Kagel to create Wetherly Ventures Associates, Inc. (Wetherly) to take The Magic Group public. Kagel then filed a registration statement with the Commission for a blank check offering which falsely represented that Wetherly had no agreements with potential acquisition candidates. The Court found that Kagel knowingly and willfully violated the securities laws and concealed his acts by making false representations in response to inquiries by the Commission's staff and the auditor of the successor company.

In addition to a prior finding, partially granting the Commission's summary judgment motion that Kagel violated the antifraud provisions of the Securities Act and the Exchange Act, the Court found that Kagel had aided and abetted the issuer reporting violations of Section 13(a) of the Exchange Act and Rules 12b-20 and 13a-11 and ordered that Kagel be permanently enjoined from further violations of the antifraud and reporting provisions of the securities laws. [SEC v. David L. Kagel, et al., Civil Action No. 93-0855 ER, Ex, CD Cal.] (LR-14047)

CENTURION GROWTH FUND, INC. REDEMPTIONS SUSPENDED

On April 7, the Commission issued an Order suspending redemptions and postponing payment for shares submitted for redemption, but not yet paid as of the effective date and time of the Order, of Centurion Growth Fund, Inc., a registered, open-end investment company, for two business days, April 7 and 8, 1994. The Commission issued the Order, pursuant to Section 22(e)(3) of the Investment Company Act, upon request of the Fund's sole officer for the protection of the Fund's security holders. The Order states that based upon information made available to the Commission by its staff, it appears that the Fund's board of directors is unable to take any corporate action and that the Fund may be redeeming its shares at an inaccurate net asset value. (Rel. IC-20204)

INVESTMENT COMPANY ACT RELEASES

FORTIS BENEFITS INSURANCE COMPANY, ET AL.

An order has been issued under Section 6(c) of the Investment Company Act exempting Fortis Benefits Insurance Company (Fortis), Variable Account D of Fortis Benefits Insurance Company (Account D), First Fortis Life Insurance Company (First Fortis), Variable Account A of First Fortis Life Insurance Company (Account A), any other Separate Accounts established by Fortis or First Fortis in the future to support certain variable annuity contracts issued by Fortis or First Fortis (Other Accounts), and Fortis Investors, Inc., from the provisions of Sections 26(a)(2) and 27(c)(2) of the Act to the extent necessary to permit the deduction of mortality and expense risks charges from the assets of Account A, Account D and the Other Accounts in connection with the issuance and sale of certain flexible premium deferred combination fixed and variable annuity contracts. (Rel. IC-20197 - April 6)

THE MANUFACTURERS LIFE INSURANCE COMPANY OF AMERICA, ET AL.

A notice has been issued giving interested persons until May 3 to request a hearing on an application by The Manufacturers Life Insurance Company of America, Separate Account Two of the Manufacturers Life Insurance Company of America (Separate Account) and ManEquity, Inc. for an order pursuant to Section 6(c) of the Investment Company Act granting exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act. The exemptions apply to the extent necessary to permit the deduction from the assets of the Separate Account of a mortality and expense risks charge imposed under certain individual flexible payment variable annuity contracts. (Rel. IC-20202 - April 7)

SUNAMERICA TAX FREE PORTFOLIOS

A notice has been issued giving interested persons until May 2 to request a hearing on an application filed by SunAmerica Tax Free Portfolios for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-20203 - April 7)

SELF-REGULATORY ORGANIZATIONS

UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until April 28 to comment on the applications of four exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Philadelphia Stock Exchange - 8 issues (Rel. 34-33875); Cincinnati Stock Exchange - 26 issues (Rel. 34-33876); Chicago Stock Exchange - 4 issues (Rel. 34-33877); and Boston Stock Exchange - 4 issues (Rel. 34-33878).

UNLISTED TRADING PRIVILEGES GRANTED

Orders have been issued granting the applications of four exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. The exchanges and number of issues are: Philadelphia Stock Exchange - 16 issues (Rel. 34-33879); Pacific Stock Exchange - 8 issues (Rel. 34-33880); Boston Stock Exchange - 7 issues (Rel. 34-33881); and Chicago Stock Exchange - 18 issues (Rel. 34-33884).

WITHDRAWALS GRANTED

An order has been issued granting the application of Norcen Energy Resources Limited to withdraw from listing and registration its Common Shares, No Par Value, on the American Stock Exchange. (Rel. 34-33882)

An order has been issued granting the application of Bergen Brunswig Corporation to withdraw from listing and registration its Class A Common Stock, \$1.50 Par Value, 6-7/8% Exchangeable Subordinated Debentures, due July 15, 2011, on the American Stock Exchange. (Rel. 34-33883)

WITHDRAWAL OF PROPOSED RULE CHANGE

The Depository Trust Company and Midwest Securities Trust Company withdrew proposed rule changes (SR-DTC-77-03, SR-DTC-87-07 and SR-MSTC-77-01) that related to depository interface fees. (Rel. 34-33871)

PROPOSED RULE CHANGE

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-94-05) relating to the listing of options on the CBOE Real Estate Investment Trust Index. Publication of the proposal is expected in the Federal Register during the week of April 11. (Rel. 34-33872)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change (SR-OCC-91-03) filed by The Options Clearing Corporation to revise the formula by which OCC assesses its clearing funds. (Rel. 34-33873)

SIGNIFICANT NO-ACTION, EXEMPTIVE AND INTERPRETIVE LETTERS

INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
GFC Financial Corporation	April 11, 1994	Rule 16b-3(c)(1)

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 LONG ISLAND LIGHTING CO, 175 E OLD COUNTRY RD, NICKSVILLE, NY 11801
(516) 933-4590 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE
33-52963 - APR. 04) (BR. 7)
- S-6 MUNICIPAL INVT TR FD MON PYMT SER 541 DEFINED ASSET FDS,
MERRILL LYNCH PIERCE FENNER & SMITH,
ONE LIBERTY PLZ, 21ST FL, 165 BROADWAY, NEW YORK, NY 10080 (NUL) L -
- INDEFINITE SHARES. (FILE 33-52965 - APR. 04) (BR. 22 - NEW ISSUE)
- S-8 PERINI CORP, 73 MT WAYTE AVE, FRAMINGHAM, MA 01701 (508) 628-2000 -
235,000 (\$3,069,687.50) COMMON STOCK. (FILE 33-52967 - APR. 04) (BR. 10)
- S-8 INVESTORS FINANCIAL CORP, 415 SOUTHWEST 8TH AVE, P O BOX 2039, TOPEKA,
KS 66603 (913) 232-6945 - 217,047 (\$2,170,470) COMMON STOCK. (FILE
33-52969 - APR. 04) (BR. 10)
- S-3 AQUARIUM CO, 835 MAIN ST, BRIDGEPORT, CT 06601 (203) 336-6621 - 750,000
(\$19,453,125) COMMON STOCK. (FILE 33-52973 - APR. 04) (BR. 8)
- S-8 OCTEL COMMUNICATIONS CORP, 890 TASMAN DR, MILPITAS, CA 95035
(408) 321-2000 - 3,240,265 (\$71,738,894) COMMON STOCK. (FILE 33-52975 -
APR. 05) (BR. 8)
- SB-2 PANDA PROJECT INC, 6421 CONGRESS #114, BOCA RATON, FL 33487
(407) 994-2300 - 2,300,000 (\$11,500,000) COMMON STOCK. 1,250,000
(\$126,000) WARRANTS, OPTIONS OR RIGHTS. 2,271,825 (\$12,709,125)
COMMON STOCK. UNDERWRITER: WHALE SECURITIES CO LP. (FILE 33-76694-A -
MAR. 21) (BR. 10 - NEW ISSUE)
- SB-2 CHARLOTTE COMMERCIAL GROUP INC, 5513 MONROE RD, CHARLOTTE, NC 28212
(704) 532-0021 - 2,300,000 (\$13,800,000) COMMON STOCK. 115,000 (\$115)
WARRANTS, OPTIONS OR RIGHTS. 230,000 (\$1,656,000) COMMON STOCK. (FILE
33-76826-A - MAR. 24) (BR. 6 - NEW ISSUE)
- SB-2 EGGLEDS BEST INC, 842 FIRST AVE, KING OF PRUSSIA, PA 19406 - 2,300,000
(\$13,800,000) COMMON STOCK. 2,300,000 (\$230,000)
WARRANTS, OPTIONS OR RIGHTS. 2,700,000 (\$16,320,000) COMMON STOCK.
200,000 (\$22,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-76942-NY -
MAR. 25) (BR. 3 - NEW ISSUE)
- S-4 SEA CONTAINERS LTD, 41 CEDAR AVE, P O BOX HM 1179,
HAMILTON HM EX BERMUDA, DO (809) 295-2244 - 964,361 (\$15,603,360.98)
COMMON STOCK. (FILE 33-77044 - MAR. 30) (BR. 4)
- S-8 WESTERN NATIONAL CORP, 5555 SAN FELIPE ROAD STE 900, HOUSTON, TX 77056
(713) 888-7800 - 500,000 (\$6,843,500) COMMON STOCK. (FILE 33-77050 -
MAR. 30) (BR. 9)

REGISTRATIONS CONT.

- S-8 WESTERN NATIONAL CORP, 5555 SAN FELIPE ROAD STE 900, HOUSTON, TX 77056
(713) 888-7800 - 5,000,000 (\$68,435,000) COMMON STOCK. (FILE 33-77052 -
MAR. 30) (BR. 9)
- SB-2 MANHATTAN BAGEL CO INC, 15 MERIDAN RD, EATONTOWN, NJ 07724
(908) 544-0155 - 1,215,000 (\$5,715,090) COMMON STOCK. (FILE 33-77058-NY -
MAR. 30) (BR. 3 - NEW ISSUE)
- S-8 STARTER CORP, 370 JAMES ST, NEW HAVEN, CT 06513 (203) 781-4000 -
2,000,000 (\$27,380,000) COMMON STOCK. (FILE 33-77076 - MAR. 30) (BR. 7)
- SB-2 GENERAL CRYOGENICS INC, 3328 HAWTHORNE, DALLAS, TX 75219 (214) 524-1815
- 575,000 (\$5,750,000) COMMON STOCK. (FILE 33-77088-D - MAR. 30) (BR. 8
- NEW ISSUE)
- S-8 TENCOR INSTRUMENTS, 2400 CHARLESTON ROAD, MOUNTAIN VIEW, CA 94043
(415) 969-6784 - 337,279 (\$1,032,073.74) COMMON STOCK. (FILE 33-77104 -
MAR. 31) (BR. 8)
- S-1 MARVEL III HOLDINGS INC, 5900 NORTH ANDREWS AVE STE 700A,
CYPRESS FINANCIAL CTR, FORT LAUDERDALE, FL 33309 (305) 772-4306 -
125,000,000 (\$125,000,000) STRAIGHT BONDS. (FILE 33-77108 - MAR. 31)
(BR. 12 - NEW ISSUE)
- S-4 USA WASTE SERVICES INC, 5000 QUORUM DR STE 300, DALLAS, TX 75240
(214) 233-4212 - 9,348,749 (\$120,505,374.61) COMMON STOCK. (FILE 33-77110
- MAR. 31) (BR. 8)
- S-1 OLIVER TRANSPORTATION INC, EAST HIGHWAY 54, MEXICO, MO 65265
(314) 581-0450 - 140,000 (\$691,600) COMMON STOCK. (FILE 33-77112 -
MAR. 31) (BR. 4)
- S-8 MAC RE CORP, ONE GREENWICH PLZ, GREENWICH, CT 06836 (203) 622-5200 -
1,250,000 (\$33,587,500) COMMON STOCK. (FILE 33-77114 - MAR. 30) (BR. 10)
- S-1 CASTECH ALUMINUM GROUP INC, 753 W WATERLOO RD, PO BOX 3740, AKRON, OH
44314 (216) 848-5555 - 7,273,750 (\$109,106,250) COMMON STOCK. (FILE
33-77116 - MAR. 31) (BR. 6 - NEW ISSUE)
- S-4 REGAL CINEMAS INC, 7132 COMMERCIAL PARK DR, KNOXVILLE, TN 37918
(615) 922-1123 - 2,500,000 (\$10,142,500) COMMON STOCK. (FILE 33-77118 -
MAR. 31) (BR. 12)
- SB-2 EMPIRIC ENERGY INC, 10300 N CENTRAL EXPRESSWAY,
MEADOW PARK CENTRAL V STE 426, DALLAS, TX 75231 (214) 265-8392 - 500,000
(\$5,000,000) COMMON STOCK. 50,000 (\$675,000) WARRANTS, OPTIONS OR RIGHTS.
(FILE 33-77120-D - MAR. 31) (BR. 3 - NEW ISSUE)
- S-1 HOME BANKSHARES INC, 1720 HARRISON ST, HOLLYWOOD, FL 33020
(305) 925-3211 - 12,162,347 (\$237,328,739) COMMON STOCK. (FILE 33-77122 -
MAR. 31) (BR. 2 - NEW ISSUE)
- S-1 THERMADYNE HOLDINGS CORP /DE, 101 S HANLEY ROAD, ST LOUIS, MO 63105
(314) 721-5573 - 6,838,142 (\$88,895,846) COMMON STOCK. 111,575,000
(\$111,575,000) STRAIGHT BONDS. (FILE 33-77124 - MAR. 31) (BR. 2)
- S-1 GENEMEDICINE INC, 8080 NORTH STADIUM DRIVE STE 2100, HOUSTON, TX 77054
(713) 796-2221 - 4,140,000 (\$37,260,000) COMMON STOCK. (FILE 33-77126 -
MAR. 31) (BR. 4 - NEW ISSUE)

REGISTRATIONS CONT.

- S-11 EPOCH PROPERTIES INC, 359 CAROLINA AVE, WINTER PARK, FL 32789
(407) 644-9055 - 9,717,500 (\$213,785,000) COMMON STOCK. UNDERWRITER:
MERRILL LYNCH & CO. (FILE 33-77130 - MAR. 31) (BR. 5 - NEW ISSUE)
- S-8 IGEN INC /CA/, 1530 EAST JEFFERSON ST, ROCKVILLE, MD 20852
(301) 984-8000 - 2,042,962 (\$8,550,642.06) COMMON STOCK. (FILE 33-77132 -
APR. 01) (BR. 4)
- S-8 BELL SPORTS CORP, RT 136 E, P O BOX 927, RANTOUL, IL 61866
(217) 893-9300 - 300,000 (\$11,004,000) COMMON STOCK. (FILE 33-77134 -
MAR. 31) (BR. 11)
- S-8 BELL SPORTS CORP, RT 136 E, P O BOX 927, RANTOUL, IL 61866
(217) 893-9300 - 65,000 (\$2,544,750) COMMON STOCK. (FILE 33-77136 -
MAR. 31) (BR. 11)
- S-3 COMDIAL CORP, 1180 SEMINOLE TRAIL, P O BOX 7266, CHARLOTTESVILLE, VA
22901 (804) 978-2200 - 2,520,000 (\$6,851,250) COMMON STOCK. (FILE
33-77140 - MAR. 31) (BR. 8)
- N-2 TRI CONTINENTAL CORP, 100 PARK AVE, NEW YORK, NY 10017 (212) 432-4100 -
1,000,000 (\$23,062,500) COMMON STOCK. (FILE 33-77142 - MAR. 31) (BR. 17)
- S-1 ASCEND COMMUNICATIONS INC, 1275 HARBOR BAY PARKWAY, ALAMEDA, CA 94501
(510) 769-6001 - 2,300,000 (\$29,900,000) COMMON STOCK. (FILE 33-77146 -
MAR. 31) (BR. 10 - NEW ISSUE)
- S-8 TUFCO TECHNOLOGIES INC, 3161 SOUTH RIDGE RD, P O BOX 23500, GREEN BAY,
WI 54305 (414) 336-0054 - 50,000 (\$400,000) COMMON STOCK. (FILE 33-77148 -
MAR. 31) (BR. 8)
- S-8 FIRST SOUTHEAST FINANCIAL CORP, 201 NORTH MAIN ST, ANDERSON, SC 29621
(803) 224-3401 - 416,000 (\$4,470,960) COMMON STOCK. (FILE 33-77150 -
MAR. 31) (BR. 2)
- S-8 ALBION BANC CORP, 48 NORTH MAIN ST, ALBION, NY 14411 (716) 589-5501 -
26,070 (\$302,545) COMMON STOCK. (FILE 33-77152 - MAR. 31) (BR. 1)
- S-11 SAFEGUARD REALTY TRUST, THREE VALLEY SQUARE OFFICE PARK,
512 TOWNSHIP LINE RD, BLUE BELL, PA 19422 (215) 542-5800 - 11,091,750
(\$221,835,000) COMMON STOCK. (FILE 33-77154 - MAR. 31) (BR. 6 - NEW ISSUE)
- S-8 EARTH TECHNOLOGY CORP USA, 100 W BROADWAY STE 5000, LONG BEACH, CA 90802
(310) 495-4449 - 150,000 (\$1,641,000) COMMON STOCK. (FILE 33-77156 -
MAR. 31) (BR. 9)
- S-1 BECKLEY BANCORP INC, 200 MAIN ST, BECKLEY, WV 25801 (304) 252-6201 -
618,930 (\$6,189,300) COMMON STOCK. (FILE 33-77158 - MAR. 31) (BR. 1
- NEW ISSUE)
- S-1 COHERENT COMMUNICATIONS SYSTEMS CORP, 44084 RIVERSIDE PARKWAY, LEESBURG,
VA 22075 (703) 729-6400 - 1,840,000 (\$9,200,000) COMMON STOCK. (FILE
33-77160 - MAR. 31) (BR. 7 - NEW ISSUE)
- S-4 MAGNA GROUP INC, ONE MAGNA PLACE, 1401 S BRENTWOOD BLVD, ST LOUIS, MO
63144 (314) 963-2500 - 473,543 (\$6,148,450) COMMON STOCK. (FILE 33-77164 -
APR. 01) (BR. 1)
- S-1 DOWNKENNY INC, 1411 BROADWAY, NEW YORK, NY 10018 (212) 730-7770 -
2,530,000 (\$57,715,625) COMMON STOCK. (FILE 33-77166 - APR. 01) (BR. 7)

REGISTRATIONS CONT.

- S-8 HILFIGER TOMMY CORP, 6/F PRECIOUS INDUSTRIAL CENTRE, 18 CHEUNG YUE ST, CHEUNG SHA WAN KOWLOON HONG KO, K3 (212) 840-8888 - 500,000 (\$19,406,250) FOREIGN COMMON STOCK. (FILE 33-77168 - APR. 01) (BR. 7)
- S-8 ALLIANCE PHARMACEUTICAL CORP, 3040 SCIENCE PARK RD, SAN DIEGO, CA 92121 (619) 558-4300 - 11,898 (\$95,184) COMMON STOCK. (FILE 33-77172 - MAR. 31) (BR. 4)
- S-3 IN HOME HEALTH INC /MN/, 601 LAKESHORE PKWY STE 500, CARLSON CENTER, MINNETONKA, MN 55305 (612) 449-7500 - 105,230 (\$289,382.50) COMMON STOCK. (FILE 33-77174 - MAR. 31) (BR. 6)
- S-8 APERTUS TECHNOLOGIES INC, 7275 FLYING CLOUD DR, EDEN PRAIRIE, MN 55344 (612) 828-0300 - 15,385 (\$50,001) COMMON STOCK. (FILE 33-77176 - MAR. 31) (BR. 10)
- S-8 REXHALL INDUSTRIES INC, 25655 SPRINGBROOK AVENUE, BLDG 1, SAUGUS, CA 91350 (805) 253-1295 - 225,000 (\$1,800,000) COMMON STOCK. (FILE 33-77178 - MAR. 31) (BR. 4)
- S-8 PANWORLD MINERALS INTERNATIONAL INC /UT, 4516 S 700 E STE 260, SALT LAKE CITY, UT 84107 (801) 261-3888 - 6,200,000 (\$920,312.50) COMMON STOCK. (FILE 33-77180 - MAR. 31) (BR. 1)
- S-3 CINEPLEX ODEON CORP /CAN/, 1303 YONGE ST, TORONTO ONTARIO CANADA M4T 2Y9, A6 (416) 323-6600 - 1,600,000 (\$5,296,000) COMMON STOCK. (FILE 33-77182 - MAR. 31) (BR. 11)
- S-4 LADY LUCK GAMING FINANCE CORP, 206 N THIRD ST, LAS VEGAS, NV 89101 - 185,000,000 (\$185,000,000) MORTGAGE BONDS. (FILE 33-77184 - APR. 01) (BR. 12 - NEW ISSUE)
- S-3 AMBANC CORP, 302 MAIN ST, VINCENNES, IN 47591 (812) 882-3050 - 50,000 (\$1,637,500) COMMON STOCK. (FILE 33-77186 - APR. 01) (BR. 2)
- S-8 IVAX CORP /DE, 8800 NW 36TH ST, MIAMI, FL 33178 (305) 590-2200 - 758,350 (\$21,848,063.50) COMMON STOCK. (FILE 33-77188 - MAR. 31) (BR. 4)
- S-11 WOMACK APARTMENT INVESTORS I LTD PART, 5823 MOSTELLER DR, OKLAHOMA CITY, OK 73112 (405) 843-1561 - 20,000 (\$20,000,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-77192 - APR. 01) (BR. 5 - NEW ISSUE)
- S-4 SYNOVUS FINANCIAL CORP, STE 301, 901 FRONT AVE, COLUMBUS, GA 31901 (706) 649-2387 - 649,057 (\$5,376,468) COMMON STOCK. (FILE 33-77194 - APR. 01) (BR. 1)
- S-8 INTEGRATED SILICON SYSTEMS INC, 2222 CHAPEL HILL NELSON HWY, STE 240, DURHAM, NC 27713 (910) 361-5814 - 500,000 (\$13,187,500) COMMON STOCK. (FILE 33-77196 - MAR. 31) (BR. 10)
- S-8 MILWAUKEE INSURANCE GROUP INC, 803 W MICHIGAN ST, MILWAUKEE, WI 53233 (414) 271-0525 - 5,000 (\$55,625) COMMON STOCK. (FILE 33-77198 - APR. 01) (BR. 10)
- S-1 FIRST NATIONAL BANK OF CHICAGO /USA/, ONE FIRST NATIONAL PLAZA, CHICAGO, IL 60670 (312) 732-4000 - 130,000,000 (\$130,000,000) STRAIGHT BONDS. (FILE 33-77200 - APR. 01) (BR. 12)

REGISTRATIONS CONT.

- S-1 BIO PLEXUS INC, 384 Q MERROW RD, TOLLAND, CT 06084 (203) 871-8601 - 1,532,000 (\$19,916,000) COMMON STOCK. UNDERWRITER: ADVEST INC. (FILE 33-77202 - APR. 01) (BR. 8 - NEW ISSUE)
- S-1 ARCTURUS PHARMACEUTICAL CORP, 260 WEST CUMMINGS PARK, WOBURN, MA 01801 (617) 938-1686 - 2,700,000 (\$20,480,200) COMMON STOCK. (FILE 33-77206 - APR. 01) (BR. 4 - NEW ISSUE)
- S-4 TRUMP TAJ MAHAL FUNDING INC, 1000 BOARDWALK, ATLANTIC CITY, NJ 08401 (609) 449-1000 - 780,432,495 (\$761,304,247.28) MORTGAGE BONDS. (FILE 33-77208 - APR. 01) (BR. 12)
- S-1 IOWA BANCORP INC, 3624 6TH AVE, DES MOINES, IA 50313 (515) 288-4865 - 429,813 (\$4,298,130) COMMON STOCK. (FILE 33-77210 - APR. 01) (BR. 1 - NEW ISSUE)
- S-1 HMN FINANCIAL INC, 101 N BROADWAY, SPRING VALLEY, MN 55975 (507) 346-7345 - 6,348,000 (\$63,480,000) COMMON STOCK. (FILE 33-77212 - APR. 01) (BR. 2 - NEW ISSUE)
- S-8 GOLDEN INTERSTATE MEDICAL MANAGEMENT INC, 7205 GREENFEAF AVE, WITTIER, CA 90602 (310) 907-4000 - 1,000,000 (\$1,500,000) COMMON STOCK. (FILE 33-77214 - APR. 01) (BR. 6)
- S-3 PROXIMA CORP, 6610 NANCY RIDGE DRIVE, SAN DIEGO, CA 92121 (619) 457-5500 - 502,059 (\$4,960,343) COMMON STOCK. (FILE 33-77216 - MAR. 31) (BR. 9)
- S-3 NETRIX CORP, 13595 DULLES TECHNOLOGY DR, HERNDON, VA 22071 (703) 742-6000 - 2,926,632 (\$17,559,792) COMMON STOCK. (FILE 33-77218 - APR. 01) (BR. 10)
- N-2 MORGAN STANLEY REAL YIELD DEBT FUND INC, 1221 AVE OF THE AMERICAS, NEW YORK, NY 10020 (212) 296-7100 - 4,600,000 (\$69,000,000) COMMON STOCK. (FILE 33-77220 - APR. 01) (BR. 17 - NEW ISSUE)
- S-8 ALPHAREL INC /CA/, 9339 CARROLL PARK DRIVE, SAN DIEGO, CA 93012 (619) 625-3000 - 200,000 (\$294,000) COMMON STOCK. (FILE 33-77224 - APR. 01) (BR. 10)
- S-8 BHA GROUP INC, 8800 E 63RD ST, KANSAS CITY, MO 64133 (816) 356-8400 - 220,000 (\$2,227,500) COMMON STOCK. (FILE 33-77228 - APR. 01) (BR. 10)
- S-3 ATMEL CORP, 2125 O'NEIL DR, SAN JOSE, CA 95131 (408) 441-0311 - 271,186 (\$5,661,007.75) COMMON STOCK. (FILE 33-77230 - APR. 01) (BR. 3)
- S-8 REUNION RESOURCES CO, 2801 POST OAK BLVD STE 400, HOUSTON, TX 77056 (713) 627-9277 - 250,000 (\$1,656,250) COMMON STOCK. (FILE 33-77232 - APR. 01) (BR. 3)
- S-3 GARDEN STATE BANCSHARES INC, WEST COUNTY LINE & BENNETTS MILLS RD, JACKSON, NJ 08527 (908) 905-2200 - 472,921 (\$2,601,065.50) COMMON STOCK. (FILE 33-77234 - APR. 01) (BR. 2)
- S-8 PLAZA HOME MORTGAGE CORP /DE/, 1820 E FIRST ST 3RD ST, SANTA ANA, CA 92705 (714) 564-3000 - 25,000 (\$167,250) COMMON STOCK. (FILE 33-77236 - APR. 01) (BR. 11)
- S-8 RADIUS INC, 1710 FORTUNE DR, SAN JOSE, CA 95131 (408) 434-1010 - 1,400,000 (\$10,584,000) COMMON STOCK. (FILE 33-77238 - APR. 01) (BR. 10)
- S-8 INTEGRATED SILICON SYSTEMS INC, 2222 CHAPEL HILL NELSON HWAY, STE 240, DURHAM, NC 27713 (910) 361-5814 - 1,000,000 (\$26,375,000) COMMON STOCK. (FILE 33-77242 - APR. 01) (BR. 10)

REGISTRATIONS CONT.

S-3 MEDICIS PHARMACEUTICAL CORP, 100 E 42ND ST 15TH FL, NEW YORK, NY 10017
(212) 599-2000 - 117,750 (\$55,195.32) COMMON STOCK. (FILE 33-77244 -
APR. 01) (BR. 10)

S-8 HILLSIDE BEDDING CORP, 700 HAVENEYER AVE, BRONX, NY 10473 (718) 597-3300
- 500,000 (\$200,000) COMMON STOCK. (FILE 33-77246 - MAR. 31) (BR. 2)

ACQUISITIONS OF SECURITIES

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

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

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
ADVEST GROUP INC	COM		0	00756610	
AMERICAN RANGER INC	13D	12/29/93	0.0	5.2	UPDATE
ALLIED WASTE INDS INC	COM NEW PAR\$.01		1,382	01958930	
SIMON WILLIAM E	13D	3/30/94	12.6	12.6	UPDATE
ALPINE MEADOWS TAHOE INC	COM		2,288	02083910	
POWDR MERGER CORP ET AL	14D-1	4/ 8/94	59.7	0.0	NEW
AMERICAN INTL PETE CORP	COM PAR \$0.08		1,608	02690940	
MAGELBERG DAVID S ET AL	13D	4/ 8/94	23.7	0.0	NEW
AMERICREDIT CORP	COM		0	03399810	
RAINWATER INC	13D	4/ 4/94	0.0	11.4	UPDATE
APPLEBEES INTL INC	COM		1,695	03789910	
DUPREE THOMAS EARL JR	13D	4/ 6/94	7.7	6.4	UPDATE
ARIZONA STAR RESOURCES	COM		1,526	04199210	
STEPHENS PAUL H ET AL	13D	4/ 8/94	7.6	0.0	NEW
CELLULAR COMMUNICTNS INC NEW RED	COM SER A		2,981	15091710	
AIRTOUCH COMMUNICATIONS	13D	4/ 8/94	39.4	0.0	NEW
CIRCADIAN INC	COM		14,862	17253110	
GRUBER JON D ET AL	13D	1/17/94	100.0	47.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
COMMAND SEC CORP SANDS STEVEN B ET AL	COM	13D 3/30/94	489 14.0	20099110 14.0	UPDATE
COREL CORP CANADA INC	COM	13D 4/ 8/94	1,422 5.1	21899010 5.7	UPDATE
DATA TRANSMISSION NETWORK CP KANIN PETER H ET AL	COM	13D 3/ 8/94	270 8.3	23801710 7.2	UPDATE
ELXSI CORP MORGENS EDWIN H ET AL	COM NEW	13D 3/25/94	312 5.2	26861320 0.0	NEW
EVANS INC CUNDILL PETER & ASSOC LTD	COM	13D 3/30/94	1,281 26.0	29915510 25.0	UPDATE
EXCALIBUR TECHNOLOGIES CORP ALLEN & CO INC ET AL	COM NEW	13D 3/29/94	4,325 47.4	30065120 52.6	UPDATE
GANDER MTN INC GOLDMAN SACHS & CO ET AL	COM	13D 4/ 5/94	1,455 47.4	36471910 23.7	UPDATE
HEIST C H CORP CLARK DIXIE LEA	COM	13D 2/ 8/94	452 15.7	42307610 0.0	NEW
HEIST C H CORP FOSTER WILLARD F	COM	13D 2/ 8/94	928 32.3	42307610 37.2	UPDATE
HEIST C H CORP HALL VICTORIA HEIST	COM	13D 2/ 8/94	488 17.0	42307610 0.0	NEW
HEIST C H CORP HEIST CHARLES H	COM	13D 2/ 8/94	1,367 47.6	42307610 0.0	NEW
HEIST C H CORP HEIST CLYDIS D	COM	13D 2/ 8/94	842 29.3	42307610 0.0	NEW
HEIST C H CORP SNITZER ISADORE	COM	13D 4/ 8/94	844 29.4	42307610 0.0	NEW
HOME NUTRITIONAL SVCS INC GRACE W R & CO	COM	14D-1 4/ 8/94	11,306 98.0	43726410 0.0	UPDATE
HORACE MANN EDUCATORS CP FULCRUM III LTD PRTSHP ET AL	NEW COM	13D 3/30/94	12,883 44.5	44032710 26.5	UPDATE
INACOM CORP INATOME RICK ET AL	COM	13D 3/16/94	624 6.4	45399910 6.1	UPDATE
INTRAMED LABS INC BAXTER INTL ET AL	COM	13D 3/30/94	2,082 58.8	46117210 0.0	NEW
JACLYN INC DEAN CHARLENE G	COM	13D 3/31/94	149 5.6	46977210 0.0	NEW
INTEGRATED CIRCUIT SYS INC GUIDRY MARK R & CAROLYN ET AL	COM	13D 2/16/94	1,114 10.3	47699510 13.4	RVISION
KMS INDS INC LIDDY TERENCE C	COM PAR \$0.08	13D 4/ 7/94	513 20.8	48258020 9.8	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMNED	CUSIP/ PRIORX	FILING STATUS
KMS INDS INC LONG PATRICK B	COM PAR \$0.08 13D	4/ 7/94	520 21.1	48258020 10.1	UPDATE
LANDMARK BANCSHARES INC MALIS JEFFREY S	COM 13D	3/30/94	125 4.4	51492810 0.0	NEW
LEISURE CONCEPTS INC RISSMAN RANDY O ET AL	COM 13D	4/ 4/94	1,400 42.7	52539710 40.4	UPDATE
MAIN STREET & MAIN INC TGIF HLDGS ETAL	COM 13D	3/29/94	1,030 9.1	56034510 0.0	NEW
NATIONAL MEDIA CORP VALUEVISION INTL INC	COM 13D	4/ 8/94	1,152 9.7	63691910 9.7	UPDATE
NEW ENGLAND RLTY ASSOC LTD BROWN KAROLD	DEPOSITARY RCPT 13D	3/29/94	51 28.4	64420610 0.0	NEW
PAUL SON GAMING CORPORATION PAUL S ENDY ET AL	COM 13D	3/29/94	1,756 55.9	70357810 0.0	NEW
PERFECTDATA CORP MANNHEIMER LINDA L	COM 13D	12/14/93	171 4.9	71372710 0.0	NEW
SCOR U S CORP SCOR S A ET AL	COM 13D	3/25/94	14,466 79.8	78402710 78.2	UPDATE
SITHE ENERGIES INC COMPAGNIE GENERALE EAUX ET AL	COM 13D	3/28/94	34,968 63.4	82990410 79.2	UPDATE
SOFTWARE TOOLWORKS INC PEARSON MERGER CORP	COM PAR \$0.01 14D-1	4/ 8/94	5,795 19.7	83404420 19.7	UPDATE
TAKECARE INC FHP INTL CORP	COM 13D	3/24/94	2,719 21.3	87405510 11.4	UPDATE
TRISTAR CORP SHETH MAHENDRA ET AL	COM 13D	8/31/93	4,420 66.7	89799810 66.7	RVISION
VALLEY FORGE SCIENTIFIC CORP KNOWLTON BROTHERS INC ET AL	COM 13D	4/ 5/94	666 8.1	91965610 6.8	UPDATE
VENEZUELAN GOLDFIELDS LTD STEPHENS PAUL H ET AL	COM 13D	4/ 8/94	1,849 8.4	92499310 0.0	NEW
VIDEO LOTTERY TECH INC SPIER WILLIAM	COM 13D	4/ 7/94	1,497 12.2	92799910 32.2	UPDATE
WLR FOODS INC TYSONS FOODS INC	COM 14D-1	4/ 8/94	600 5.5	92928610 5.5	UPDATE