

sec news digest

Issue 94-89

May 12, 1994

ENFORCEMENT PROCEEDINGS

IN THE MATTER OF BARBARA KNAPP

The Commission instituted a cease and desist proceeding against Barbara Knapp, the controller of Fidelity Medical, Inc. Knapp, without admitting or denying any of the matters therein, consented to the entry of an Order Instituting Proceedings Pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934, Making Findings and Cease and Desist Order, which finds that Knapp was a cause of Fidelity Medical's violations of Section 17(a) of the Securities Act of 1933 and Sections 10(b), 13(a), 13(b)(2)(A), and 13(b)(2)(B) of the Securities Exchange Act of 1934, and Rules 10b-5, 13a-1, and 13a-13 thereunder, and violated Rules 13b2-1, and 13b2-2 thereunder, and orders her to cease and desist from committing or causing any violation, or any future violation, of those provisions. The Order finds that Fidelity Medical materially misstated its results of operation in various filings with the Commission for fiscal periods between 1989 and 1992, and misstated revenues in a press release announcing its preliminary results of operations for the second quarter of the fiscal year ended September 30, 1992. (Rel. 33-7059; 34-34009; AAE Rel. 558)

ADMINISTRATIVE PROCEEDINGS AGAINST SALANT CORPORATION AND MARTIN TYNAN

The Commission announced that on May 12 administrative proceedings under the Securities Exchange Act of 1934 (Exchange Act) were instituted against Salant Corporation and its former chief financial officer Martin F. Tynan, for violations of Section 13(a) of the Exchange Act and Rule 12b-20, Rules 13a-1 and 13a-13 promulgated thereunder. Simultaneously with the filing of the Order, and without admitting or denying the findings contained in the Order, Salant and Tynan consented to the issuance of an Order Instituting Proceedings and Opinion and Order of the Commission.

The Commission determined that Salant failed to adequately disclose in Management's Discussion and Analysis of Financial Condition and Results of Operations of its Form 10-K for the fiscal year ended December 30, 1989, and its Form 10-Q for the first quarter ended March 31, 1990, known uncertainties relating to its liquidity, and that Tynan was a cause of such failure.

The Commission's Order requires Salant and Tynan to cease and desist from violating Section 13(a) of the Exchange Act and Rules 12b-20, 13a-1 and 13a-13 promulgated thereunder. (Rel. 34-34046; AAE Rel. 561)

ADMINISTRATIVE PROCEEDINGS AGAINST AMERICA WEST AIRLINES, INC.

The Commission announced that on May 12 administrative proceedings under the Securities Exchange Act of 1934 (Exchange Act) were instituted against America West Airlines, Inc. for violations of Section 13(a) of the Exchange Act and Rules 13a-1 and 13a-13 promulgated thereunder. Simultaneously with the filing of the Order, and without admitting or denying the findings contained in the Order, America West consented to the issuance of an Order Instituting Proceedings and Opinion and Order of the Commission.

The Commission determined that America West failed to adequately disclose in Management's Discussion and Analysis of Financial Condition and Results of Operations of its Form 10-K for the fiscal year ended December 31, 1990, and its Form 10-Q for the first quarter ended March 31, 1991, known uncertainties relating to its liquidity.

The Commission's Order requires America West to cease and desist from violating Section 13(a) of the Exchange Act and Rules 13a-1 and 13a-13 promulgated thereunder. (Rel. 34-34047; AAE Rel. 562)

COMPLAINT FILED AND TEMPORARY RESTRAINING ORDER ISSUED AGAINST COMCOA LTD. AND THOMAS BERGER

The Commission announced that on May 6 the Honorable William M. Hoeveler, U. S. District Senior Judge for the Southern District of Florida, issued a temporary restraining order, an order freezing assets and appointing a receiver and ordering other emergency relief against Comcoa Ltd. (Comcoa) and Thomas W. Berger (Berger). The Commission's complaint, filed on May 5, 1994, seeks preliminary and permanent injunctions and other relief against the defendants.

The complaint alleges that since at least September 1993, Comcoa and Berger have been offering and selling unregistered investment contracts,

namely an investment scheme consisting of Specialized Mobile Radio (SMR) license applications with the Federal Communications Commission and post-filing services, to the general public through about 50 "boiler room" locations nationwide which retain at least 275 sales representatives. The defendants have raised over \$13 million from about 1,200 investors in 49 states, Puerto Rico and Canada.

The complaint further alleges that Comcoa and Berger have been engaged in a scheme to defraud investors by misrepresenting and omitting material facts concerning, among other things, the true nature of their investments. Although the investors are promised SMR licenses, those in the 800-900 Megahertz (MHz) frequency band, they get Private Carrier licenses, those in the 450-470 MHz frequency band. [SEC v. Comcoa Ltd. a/k/a Comcoa Ltd., Inc., and Thomas W. Berger, Civil Action No. 94-8256-CIV-HIGHSMITH] (LR-14080)

CIVIL ACTION AGAINST VISION COMMUNICATIONS, INC., ET AL.

The Commission announced that The Honorable Charles R. Richey, United States District Judge for the District of Columbia, on May 11 entered Final Judgment of Permanent Injunction and Other Equitable Relief against defendants Vision Communications, Inc. (VCI), William L. Clemens, Jr., Michael Imbesi, and Wilkes-Barre-Scranton, L.C. (WBS). The Final Judgment permanently enjoins defendants from future violations of the registration and antifraud provisions of the federal securities laws -- Sections 5(a) & (c) and 17(a) of the Securities Act, and Sections 10(b) and 15(a) of the Exchange Act and Commission Rule 10b-5 -- and places VCI and WBS under receivership to marshal their assets for distribution to investors. The Final Judgment further orders an accounting, subordinates the interests of VCI, Clemens and Imbesi in WBS to that of public investors, and requires Clemens and Imbesi to disgorge a total of \$550,000. Any assets Clemens and Imbesi fail to disclose, or materially undervalue in disclosure to the Commission, will be forfeited. Defendants, without admitting or denying the allegations of the complaint, consented to entry of the Final Judgment. [SEC v. Vision Communications, Inc., William L. Clemens, Jr., Michael Imbesi and Wilkes-Barre-Scranton, L.C., Civil Action No. 94-0615, USDC/DC] (LR-14081)

INVESTMENT COMPANY ACT RELEASES

FIRST TRUST SPECIAL SITUATIONS TRUST, FIRST INVESTORS BLUE CHIP AND TREASURY SECURITIES TRUST, SERIES 1 AND SUBSEQUENT SERIES, ET AL.

A notice has been issued giving interested persons until June 6 to request a hearing on an application filed by First Trust Special Situations Trust, First Investors Blue Chip and Treasury Securities Trust, Series 1 and Subsequent Series, et al. for an order permitting

series of the Trust to invest in shares of one of certain mutual funds and zero coupon obligations; exempting the sponsor from having to take for its own account or place with others \$100,000 worth of units in the Trust; permitting the Trust to distribute capital gains resulting from redemptions of fund shares within a reasonable time after receipt; permitting the waiver of any contingent deferred sales charge otherwise applicable on fund shares that the Trust has purchased; permitting certain offers of exchange involving the Trust; and permitting certain affiliated transactions involving the Trust. (Rel. IC-20285 - May 10)

THE IRISH INVESTMENT FUND, INC.

A conditional order has been issued under Section 10(f) of the Investment Company Act on an application filed by the Irish Investment Fund, Inc. The order permits applicant to purchase Irish securities during the existence of an underwriting syndicate in which affiliated persons of applicant's investment adviser participate as principal underwriters. (Rel. IC-20286; International Series Rel. No. 666 - May 10)

REMBRANDT FUNDS, ET AL.

A notice has been issued giving interested persons until June 6 to request a hearing on an application filed by Rembrandt Funds, et al. for an order under Section 6(c) of the Investment Company Act for an exemption from Section 12(d)(1)(A)(ii), under Sections 6(c) and 17(b) for an exemption from Section 17(a), and under Rule 17d-1 to permit certain transactions in accordance with Section 17(d) and Rule 17d-1. The order would permit certain money market funds to sell their shares to affiliated investment companies. (Rel. IC-20287 - May 10)

SELF-REGULATORY ORGANIZATIONS

DELISTING GRANTED

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration the Amalgamated Automotive Industries, Inc., Common Stock, \$.0025 Par Value. (Rel. 34-34035)

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until June 1 to comment on the application of Sunstates Corporation to withdraw its Common Stock, \$.33 1/3 Par Value; \$3.75 Cumulative Preferred Stock, \$25 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-34036)

A notice has been issued giving interested persons until June 1 to comment on the application of Unimed, Inc. to withdraw its Common Stock, \$.25 Par Value, from listing and registration on the Chicago Stock Exchange. (Rel. 34-34037)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-PHLX-93-51) filed by the Philadelphia Stock Exchange which deletes from PHLX Rule 1015, "Excessive Dealing in Options," the phrase "in view of his financial resources," and renumbers PHLX Rule 1015 as PHLX Rule 1021. Publication of the approval order is expected to appear in the Federal Register during the week of May 16. (Rel. 34-34024)

The Commission approved a proposal (SR-CBOE-93-60) filed by the Chicago Board Options Exchange that grants permanent approval to a pilot program allowing approved customers with qualified portfolios to effect and maintain in cash accounts debit put spread transactions in broad-based index options with European-style exercise. Publication of the approval order is expected to appear in the Federal Register during the week of May 16. (Rel. 34-34025)

The Commission approved a proposed rule change (SR-NASD-92-46) submitted by the National Association of Securities Dealers that would extend the provisions of Schedule E to the NASD's By-Laws to potential conflicts of interest that arise when a member participating in an offering owns debt, preferred equity or non-voting equity of the issuer. (Rel. 34-34031)

The Commission has approved a proposed rule change (SR-Phlx-90-35) submitted by the Philadelphia Stock Exchange relating to the listing of warrants based on the Financial Times-Stock Exchange 100 Index. Publication of the order is expected to appear in the Federal Register during the week of May 16. (Rel. 34-34032)

PROPOSED RULE CHANGE

The New York Stock Exchange filed a proposed rule change (SR-NYSE-94-13) relating to an Interpretation to Rule 345 to establish a new category of limited registration for floor clerks who have successfully completed the Series 7B examination module to conduct a public business solely with professional customers and to adopt the corresponding Content Outline for the Examination Module for Floor Clerks of Members Engaged in Public Business With Professional Customers. Publication of the proposal is expected in the Federal Register during the week of May 16. (Rel. 34-34033)

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 VIACOM INC, 200 ELM ST, DEDHAM, MA 02026 (617) 461-1600 - 3,000,000,000 (\$3,000,000,000) PREFERRED STOCK. (FILE 33-53485 - MAY. 05) (BR. 7)
- S-8 ALLEN GROUP INC, 25101 CHAGRIN BLVD # 350, BEACHWOOD, OH 44122 (216) 765-5818 - 500,000 (\$8,125,000) COMMON STOCK. (FILE 33-53487 - MAY. 05) (BR. 8)
- S-8 PAINE WEBBER GROUP INC, 1285 AVE OF THE AMERICAS, NEW YORK, NY 10019 (212) 713-2000 - 200,000 (\$3,275,000) COMMON STOCK. (FILE 33-53489 - MAY. 05) (BR. 12)
- S-3 FORD CREDIT AUTO RECEIVABLES CORP, THE AMERICAN ROAD, PO BOX 6044, DEARBORN, MI 48121 (313) 322-3000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-53491 - MAY. 05) (BR. 12)
- S-8 BANK SOUTH CORP, 55 MARIETTA ST, ATLANTA, GA 30303 (404) 529-4435 - 300,000 (\$5,943,000) COMMON STOCK. (FILE 33-53493 - MAY. 05) (BR. 1)
- S-3 GTE CORP, ONE STAMFORD FORUM, STAMFORD, CT 06904 (203) 965-2000 - 1,000,000,000 (\$1,000,000,000) PREFERRED STOCK. (FILE 33-53495 - MAY. 05) (BR. 7)
- S-8 BANK SOUTH CORP, 55 MARIETTA ST, ATLANTA, GA 30303 (404) 529-4435 - 100,000 (\$1,981,000) COMMON STOCK. (FILE 33-53497 - MAY. 05) (BR. 1)
- S-8 ALLEN GROUP INC, 25101 CHAGRIN BLVD # 350, BEACHWOOD, OH 44122 (216) 765-5818 - 250,000 (\$4,062,500) COMMON STOCK. (FILE 33-53499 - MAY. 05) (BR. 8)
- S-3 PENNSYLVANIA ENTERPRISES INC, 39 PUBLIC SQ, WILKES BARRE CENTER, WILKES BARRE, PA 18711 (717) 829-8843 - 200,000 (\$5,975,000) COMMON STOCK. (FILE 33-53501 - MAY. 05) (BR. 7)
- S-8 TRV INC, 1900 RICHMOND RD, CLEVELAND, OH 44124 (216) 291-7000 - 3,145,000 (\$205,604,375) COMMON STOCK. (FILE 33-53503 - MAY. 05) (BR. 4)
- S-8 DUPLEX PRODUCTS INC, 1947 BETHANY RD, SYCAMORE, IL 60178 (815) 895-2101 - 500,000 (\$6,500,000) COMMON STOCK. (FILE 33-53507 - MAY. 05) (BR. 12)
- S-3 BURNHAM PACIFIC PROPERTIES INC, 610 WEST ASH ST STE 2001, SAN DIEGO, CA 92101 (619) 232-2001 - 10,058 (\$185,872) COMMON STOCK. (FILE 33-53509 - MAY. 06) (BR. 6)

REGISTRATIONS CONT.

- SB-2 MEDPLUS INC /OH/, 8600 GOVERNORS HILL DR, CINCINNATI, OH 45249
(513) 583-0500 - 1,375,000 (\$6,326,100) COMMON STOCK. (FILE 33-77896-C -
APR. 18) (BR. 9 - NEW ISSUE)
- SB-2 UNIMARK GROUP INC, UNIMARK HOUSE, BARTONVILLE, ARGYLE, TX 76226
(817) 491-2992 - 5,440,950 (\$26,213,963) COMMON STOCK. (FILE 33-78352-D -
APR. 28) (BR. 3 - NEW ISSUE)
- M-1A MAGNA FUNDS /MA/, FOUR COPLEY PL, STE 110 BOX 94, BOSTON, MA 02116
(617) 267-2525 - INDEFINITE SHARES. (FILE 33-78408 - MAY. 02) (BR. 16
- NEW ISSUE)
- M-1A RESOURCE IV TRUST, 237 PARK AVE, STE 910, NEW YORK, NY 10017 -
INDEFINITE SHARES. (FILE 33-78420 - MAY. 02) (BR. 16 - NEW ISSUE)
- S-1 FRESenius USA INC, 2637 SHADELANDS DR, WALNUT CREEK, CA 94598
(510) 295-0200 - 3,884,000 (\$26,217,000) COMMON STOCK. UNDERWRITER:
BEAR STEARNS & CO INC, HAMBRECHT & QUIST INC. (FILE 33-78422 - MAY. 03)
(BR. 8)
- S-3 CROMM RESOURCES CORP, 1225 17TH ST STE 1500, DENVER, CO 80202
(303) 295-2171 - 14,000 (\$80,500) COMMON STOCK. (FILE 33-78424 - APR. 29)
(BR. 1)
- S-4 HEALTHCARE REALTY TRUST INC, 3310 WEST END AVE, FOURTH FL, NASHVILLE, TN
37203 (615) 269-8175 - 450,000 (\$9,309,375) COMMON STOCK. (FILE 33-78428 -
MAY. 03) (BR. 6)
- S-8 MASLAND CORP, 50 SPRING RD, CARLISLE, PA 17013 (717) 249-1866 - 600,000
(\$10,914,000) COMMON STOCK. (FILE 33-78430 - MAY. 03) (BR. 4)
- S-1 LUCHT INC, 11201 HAMPSHIRE AVE SOUTH, BLOOMINGTON, MI 55438
(612) 829-5444 - 2,185,000 (\$28,405,000) COMMON STOCK. (FILE 33-78432 -
MAY. 03) (BR. 11 - NEW ISSUE)
- F-3 NATIONAL ELECTRICITY CO, PRINCIPE DE VERGERA 187 28002,
MADRID SPAIN 34-1-563-3849, U3 - 18,525,399 (\$887,551,866.09)
FOREIGN COMMON STOCK. UNDERWRITER: AGRENTARIA BOLSA SVB,
GOLDMAN SACHS & CO, INFOINVEST SA, MORGAN STANLEY & CO. (FILE 33-78434 -
MAY. 03) (BR. 8)
- S-8 BSB BANCORP INC, 58-68 EXCHANGE ST, BINGHAMTON, NY 13902 (607) 779-2525
- 175,000 (\$4,147,500) COMMON STOCK. (FILE 33-78442 - MAY. 03) (BR. 1)
- S-4 ALEXANDER ENERGY CORP, 701 CEDAR LAKE BLVD, OKLAHOMA CITY, OK 73114
(405) 478-8686 - 6,196,254 (\$25,819,790.42) COMMON STOCK. (FILE 33-78450 -
MAY. 04) (BR. 4)
- S-3 VTX ELECTRONICS CORP, 61 EXECUTIVE BLVD, FARMINGDALE, NY 11735
(516) 293-9880 - 3,950,000 (\$4,937,500) COMMON STOCK. (FILE 33-78464 -
MAY. 03) (BR. 3)
- S-1 BALLYS GRAND INC /OH/, 3645 LAS VEGAS BLVD S, LAS VEGAS, NV 89109
(702) 739-4848 - 3,886,267 (\$46,149,420.63) COMMON STOCK. (FILE 33-78468 -
MAY. 03) (BR. 12)

REGISTRATIONS CONT.

- S-8 FRITZ COMPANIES INC, 706 MISSION ST STE 900, SAN FRANCISCO, CA 94103
(415) 904-8360 - 760,000 (\$23,370,000) COMMON STOCK. (FILE 33-78472 -
MAY. 03) (BR. 4)
- SB-2 ECHO SPRINGS WATER CO INC, HACKENSACK AVENUE BUILDING 100A,
THE DROSS BUILDING, KERNY, NJ 07032 (201) 465-5151 - 4,866,665
(\$26,249,991) COMMON STOCK. 133,333 (\$5) WARRANTS, OPTIONS OR RIGHTS.
133,333 (\$999,998) COMMON STOCK. (FILE 33-78492 - MAY. 03) (BR. 11)
- S-8 BFD INDUSTRIES INC, 60 CENTURIAN DR, SUITE 112,
MARKHAM ONTARIO CANADA L3R 9R2, A1 (905) 479-0654 - 1,040,000 (\$1,040,000)
COMMON STOCK. (FILE 33-78496 - MAY. 03) (BR. 8)
- S-3 DUSA PHARMACEUTICALS INC, 337 RONCESVALLES AVE,
TORONTO ONTARIO M6R 2N7 CANADA, A6 (416) 537-1070 - 250,000 (\$967,500)
COMMON STOCK. (FILE 33-78498 - MAY. 03) (BR. 4)
- S-8 HOLSON BURNES GROUP INC, 582 GREAT ROAD, NORTH SMITHFIELD, RI 02896
(401) 769-8000 - 700,000 (\$5,162,500) COMMON STOCK. (FILE 33-78500 -
MAY. 03) (BR. 9)
- S-8 TRIMBLE NAVIGATION LTD /CA/, 585 NORTH MARY AVENUE, SUNNYVALE, CA 94088
(408) 481-8000 - 1,200,000 (\$10,125,000) COMMON STOCK. (FILE 33-78502 -
MAY. 03) (BR. 7)
- S-8 HOLSON BURNES GROUP INC, 582 GREAT ROAD, NORTH SMITHFIELD, RI 02896
(401) 769-8000 - 50,000 (\$368,750) COMMON STOCK. (FILE 33-78504 - MAY. 03)
(BR. 9)
- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043
(415) 961-4400 - 50,000 (\$1,309,375) COMMON STOCK. (FILE 33-78506 -
MAY. 03) (BR. 9)
- S-2 NEOLENS INC, 18963 N E 4TH COURT, MIAMI, FL 33179 (305) 651-0003 -
14,096,691 (\$13,681,950.66) COMMON STOCK. (FILE 33-78508 - MAY. 03)
(BR. 8)
- S-3 GB FOODS CORP, 2831 E MIRALOMA, ANAHEIM, CA 92806 (714) 632-1672 -
618,873 (\$4,950,984) COMMON STOCK. (FILE 33-78510 - MAY. 03) (BR. 11)
- S-8 MELX INC, 10614 E LOCKNOOR, WICHITA, KS 67207 (316) 687-6069 - 125,000
(\$375,000) COMMON STOCK. (FILE 33-78514 - MAY. 03) (BR. 3)
- S-8 TOASTMASTER INC, 1801 N STADIUM BLVD, COLUMBIA, MO 65202 (314) 445-8666
- 515,000 (\$3,372,875) COMMON STOCK. (FILE 33-78516 - MAY. 02) (BR. 10)
- S-1 DIAMETRICS MEDICAL INC, 2658 PATTON RD, ROSEVILLE, MN 55113
(612) 639-8035 - 2,875,000 (\$28,750,000) COMMON STOCK. (FILE 33-78518 -
MAY. 04) (BR. 8)
- S-8 AAOI INC, 2425 S YUKON, TULSA, OK 74107 (918) 583-2266 - 550,000
(\$8,800,000) COMMON STOCK. (FILE 33-78520 - MAY. 04) (BR. 10)

REGISTRATIONS CONT.

- S-8 CHATTEM INC, 1715 W 38TH ST, CHATTANOOGA, TN 37409 (615) 821-4571 - 80,000 (\$520,000) COMMON STOCK. (FILE 33-78522 - MAY. 04) (BR. 4)
- S-8 CHATTEM INC, 1715 W 38TH ST, CHATTANOOGA, TN 37409 (615) 821-4571 - 350,000 (\$2,275,000) COMMON STOCK. (FILE 33-78524 - MAY. 04) (BR. 4)
- S-8 MCT COMMUNICATIONS INC, 135 E ORTEGA STREET, SANTA BARBARA, CA 93101 (805) 963-2423 - 1,217,300 (\$7,912,450) COMMON STOCK. (FILE 33-78526 - MAY. 04) (BR. 7)
- S-8 FLEXTRONICS INTERNATIONAL LTD, 514 CHEE LN #50-12, BODEK INDUSTRIAL ESTATE, SINGAPORE 1646, F5 (065) 449-5255 - 1,432,500 (\$15,402,600) COMMON STOCK. (FILE 33-78528 - MAY. 04) (BR. 3)
- S-3 TIMBERLINE SOFTWARE CORPORATION, 9600 SW WIMBUS AVE, BEAVERTON, OR 97005 (503) 626-6775 - 100,000 (\$700,000) COMMON STOCK. (FILE 33-78530 - MAY. 04) (BR. 10)
- S-8 ALBEMARLE CORP, 330 S FOURTH ST, RICHMOND, VA 23219 (804) 788-5000 - 3,200,000 (\$46,000,000) COMMON STOCK. (FILE 33-78532 - MAY. 04) (BR. 2)
- S-8 SORICON CORP/DE/, 5621 ARAPHOE AVE, BOULDER, CO 80303 (303) 440-2800 - 800,000 (\$3,960,000) COMMON STOCK. (FILE 33-78534 - MAY. 04) (BR. 10)
- S-3 SANDS REGENT/NV, 345 N ARLINGTON AVE, REMO, NV 89501 (702) 348-2200 - 141,000 (\$1,427,625) COMMON STOCK. (FILE 33-78536 - MAY. 04) (BR. 11)
- S-3 HANOVER BANCORP INC, 33 CARLISLE ST, HANOVER, PA 17331 (717) 637-2201 - 100,000 (\$2,738,000) COMMON STOCK. (FILE 33-78538 - MAY. 04) (BR. 1)
- S-3 GEOTEK COMMUNICATIONS INC, 20 CRAIG ROAD, MONTVALE, NJ 07645 (201) 930-9305 - 222,223 (\$2,431,119.62) COMMON STOCK. (FILE 33-78540 - MAY. 04) (BR. 7)
- S-8 PARCLPLACE SYSTEMS INC, 999 EAST ARGUES AVE, SUNNYVALE, CA 94086 (408) 481-9090 - 2,396,995 (\$21,876,893.97) COMMON STOCK. (FILE 33-78542 - MAY. 04) (BR. 10)
- S-8 DYNAGEN INC, 99 ERIE STREET, CAMBRIDGE, MA 02139 (617) 491-2527 - 250,000 (\$218,750) COMMON STOCK. (FILE 33-78546 - MAY. 04) (BR. 4)
- S-3 FARMSTEAD TELEPHONE GROUP INC, 81 CHURCH ST, EAST HARTFORD, CT 06108 (203) 282-0010 - 2,000,000 (\$1,620,000) COMMON STOCK. (FILE 33-78548 - MAY. 04) (BR. 3)
- S-8 PICO PRODUCTS INC, 12500 FOOTHILL BLVD, LAKEVIEW TERR, CA 91342 (818) 897-0028 - 685,000 (\$898,750) COMMON STOCK. (FILE 33-78550 - MAY. 04) (BR. 7)
- S-8 FRANKLIN BANCORPORATION INC, 1722 I (EYE) STREET N.W, WASHINGTON, DC 20006 (202) 429-9888 - 800,000 (\$2,848,000) COMMON STOCK. (FILE 33-78608 - MAY. 04) (BR. 2)
- S-8 FRANKLIN BANCORPORATION INC, 1722 I (EYE) STREET N.W, WASHINGTON, DC 20006 (202) 429-9888 - 97,000 (\$345,320) COMMON STOCK. (FILE 33-78610 - MAY. 04) (BR. 2)

REGISTRATIONS CONT.

S-8 SHOREWOOD PACKAGING CORP, 55 ENGINEERS LN, FARMINGDALE, NY 11735
 (516) 694-2900 - 1,000,000 (\$14,590,000) COMMON STOCK. (FILE 33-78614 -
 MAY. 04) (BR. 8)

S-3 AGCO CORP /DE, 4830 RIVER GREEN PKWAY, DULUTH, GA 30136 (404) 813-9200
 - 3,737,500 (\$136,418,750) COMMON STOCK. UNDERWRITER: CS FIRST BOSTON,
 DILLON READ & CO INC, SMITH BARNEY SHEARSON INC. (FILE 33-78616 - MAY. 04)
 (BR. 3)

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten day 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 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
AMERICA ONLINE INC	COM		450	02799310	
SPRINT COMMUNICATIONS LP ETAL	13D	5/14/93	6.4	0.0	NEW
AMERICAN NETWORK GROUP INC	COM NEW		4,439	02861630	
PAXSON COMMUNICATIONS	13D	4/14/94	100.0	0.0	NEW
AMERICAN RLTY TR INC	COM \$0.01 NEW		1,385	02917740	
PHILLIPS RYAN T ET AL	13D	3/31/94	45.0	19.3	UPDATE
AMERICREDIT CORP	COM		1,543	03399810	
REGAN BASIL P ETAL	13D	4/20/94	5.3	0.0	NEW
ASPEN MARINE GROUP INC	COM NEW		0	04599230	
BERTRIX CORP	13D	4/24/94	0.0	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CHANNEL AMER LPTV HLDGS INC LAIFER LANCE ET AL	COM 13D	3/17/94	707 17.5	15913910 0.0	NEW
CHAPARRAL RES INC PRINZ GARY CHARLES	COM PAR \$0.10 13D	1/14/94	1,049 8.6	15942020 0.0	NEW
COMTEL CELLULAR INC SANDLER ASSOC ET AL	CL A 13D	5/10/94	538 0.5	21090410 0.0	NEW
EDISON CTL CORP EDCO PARTNERS LTD ET AL	COM 13D	3/29/94	195 9.5	28088310 10.1	UPDATE
FULL HOUSE RESORTS INC PAULSON ALLEN E	COM 13D	3/30/94	1,200 18.6	35967810 23.2	UPDATE
LINCOLN TELECOMMUNICATIONS C SAHARA ENTERPRISES INC	COM 13D	4/12/94	3,177 9.7	53478010 10.2	UPDATE
LITTLEFIELD ADAMS & CO CHESTNUT HILL CAP L P	COM 13D	5/ 9/94	141 6.5	53758110 9.7	UPDATE
LOTTERY ENTERPRISES INC BURDEN W COTTON	COM 13D	3/ 4/94	2,038 27.1	54569410 0.0	NEW
LYNX THERAPEUTICS SINGAPORE BIO INNOVATIONS PTE	COM 13D	4/ 8/94	4,200 37.4	55181210 17.8	UPDATE
MATRIX PHARMACEUTICAL INC MEDEVA PLC ET AL	COM 13D	5/11/94	667 6.5	57684410 0.0	NEW
MODINE MFG CO GANCO INVESTORS INC ET AL	COM 13D	5/10/94	1,915 6.5	60782810 7.5	UPDATE
NORTH AMERN VACCINE INC BIOCHEM PHARMA INC	COM 13D	5/ 6/94	11,237 40.6	65720110 45.2	UPDATE
PRINCETON DENTAL MGMT CORP GINGLE TERRY ET AL	COM 13D	4/ 1/94	2,443 89.1	74187210 0.0	NEW
RYAN-MURPHY INC MURPHY DENNIS C	COM 13D	5/ 4/94	3,607 32.1	78350810 32.1	UPDATE
RYAN-MURPHY INC RYAN PATRICK V	COM 13D	5/ 4/94	3,524 31.4	78350810 31.4	UPDATE
SPORTS/LEISURE INC SPORTS/LEISURE ACQUIS ET AL	COM 13D	2/24/94	3,131 65.8	84891810 100.0	UPDATE
STEPHAN CO ALLEN C ROBERT III	COM 13D	4/15/94	384 11.9	85860310 0.0	NEW

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			
ACME ELECTRIC CORP	NY					X					04/28/94	
ACTAVA GROUP INC	DE					X	X				04/19/94	
AIRBORNE FREIGHT CORP /DE/	DE			X							04/26/94	
ATKINSON GUY F CO OF CALIFORNIA	CA		X								04/21/94	
BLOCKBUSTER ENTERTAINMENT CORP	DE					X	X				05/05/94	
BURR BROWN CORP	DE	X									03/01/94	
CENTOCOR INC	PA				X	X					04/21/94	
CENTURION MINE CORP	UT				X	X					04/29/94	
CHEYENNE SOFTWARE INC	DE				X	X					04/18/94	
CIVIC BANCORP	CA				X	X					04/28/94	
CODE ALARM INC	NI	X					X				04/19/94	
COLOROCS CORP /GA/	GA				X						02/11/94	
COMPUTER PETROLEUM CORP /MN	MN				X						04/25/94	
CORESTATES FINANCIAL CORP	PA						X				12/31/93AMEND	
CORTLAND BANCORP INC	OH			X							04/26/94	
CYTORAD INC	DE			X		X					04/25/94	
DAIWA MOR ACCE COR CONS OBLI STRU TR ASS	DE				X	X					04/25/94	
DCX INC	CO				X						04/05/94	
ECI TELECOM LTD					X	X					04/28/94AMEND	
ELSINORE CORP	NV				X	X					04/28/94	
F & C INTERNATIONAL INC	OH		X			X					03/31/94	
FALCON CLASSIC CABLE INCOME PROPERTIES L	CA				X	X					04/29/94	
FBS MORTGAGE CORP MOR PA THROUGH CERT SE					NO ITEMS						01/20/94	
FBS MORTGAGE CORP MORT PASS THROUGH CERT					NO ITEMS						01/20/94	
FIRST BOSTON MOR SEC CORP MULT MORT PASS	DE				X	X					04/25/94	
FIRST COMMONWEALTH FINANCIAL CORP /PA/	PA				X						04/21/94	
FIRST FINANCIAL BANCORP INC /FL	FL					X					04/19/94	
FIRST PACIFIC NETWORKS INC	DE				X						03/17/94	
FIRSTBANK OF ILLINOIS CO	DE				X						05/02/94	