

# sec news digest

Issue 94-103

June 2, 1994

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## RULES AND RELATED MATTERS

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### PROPOSED AMENDMENTS TO RULE 19b-4, FORM 19b-4, AND RULE 6a-2 UNDER THE EXCHANGE ACT

The Commission has authorized the publication of a release soliciting comment on proposed amendments to Rule 19b-4 and Form 19b-4, the rule and form that set forth the procedures for the filing by self-regulatory organizations of proposed rule changes under the Securities Exchange Act of 1934. The amendments would expand the scope of those proposed rule changes that may become effective under Section 19(b)(3)(A) of the Act. The Commission also is proposing to amend the rules and forms applicable to the requirements for the annual filing of amendments to registration statements of national securities exchanges, securities associations, and reports of the Municipal Securities Rulemaking Board.

Comments should be submitted in triplicate to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Mail Stop 6-9, Washington, D.C. 20549. Comments must be received on or before 60 days after publication in the Federal Register, and should refer to File No. 87-17-94. All comment letters received will be made available for public inspection and copying in the Commission's Public Reference Room, 450 Fifth Street, N.W., Washington, D.C. 20549. For further information, contact Catherine McGuire, Chief Counsel, or Andrew S. Margolin, Attorney, at (202) 942-0073. (Rel. 34-34140; File No. 87-17-94)

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## COMMISSION ANNOUNCEMENTS

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### MEREDITH CROSS APPOINTED ASSOCIATE DIRECTOR AND MARTIN DUNN APPOINTED CHIEF COUNSEL OF THE DIVISION OF CORPORATION FINANCE

Chairman Levitt has appointed Meredith B. Cross to be Associate Director for Small Business and International Corporate Finance in the Commission's Division of Corporation Finance. Ms. Cross came to the

Commission in September 1990 as an Attorney Fellow after practicing securities law with the law firm of King and Spalding. She became Deputy Chief Counsel in July 1992 and Chief Counsel in November 1992.

Martin Dunn was appointed by Linda C. Quinn to succeed Ms. Cross as the Division's Chief Counsel. Mr. Dunn came to the Commission in 1988 and has been Deputy Chief Counsel since March 1993. (Press Rel. 94-53)

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## INVESTMENT COMPANY ACT RELEASES

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### NATIONAL EQUITY TRUST

A conditional order has been issued on an application filed by National Equity Trust (Trust) under Section 6(c) of the Investment Company Act for an exemption from Section 12(d)(3) of the Act. The order permits each series of the Trust to invest up to twenty percent of its total assets in securities of issuers that derived more than fifteen percent of their gross revenues in their most recent fiscal year from securities related activities. (Rel. IC-20323 - May 31)

### WESTERN-SOUTHERN LIFE ASSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until June 25 to request a hearing on an application filed by Western-Southern Life Assurance Company, Western-Southern Life Assurance Company Separate Account I (Account) and Interactive Financial Solutions, Inc. for an order pursuant to Section 6(c) of the Investment Company Act. The order grants exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Account under certain variable annuity contracts. (Rel. IC-20324 - May 31)

### LEHMAN BROTHERS INSTITUTIONAL FUNDS GROUP TRUST, ET AL.

A notice has been issued giving interested persons until June 27 to request a hearing on an application filed by Lehman Brothers Institutional Funds Group Trust, et al. for a conditional order under Sections 6(c) and 17(b) of the Investment Company Act exempting applicants from Sections 17(a) and 17(e)(1). The order would permit the applicant investment companies to engage in certain transactions in U.S. government securities, repurchase agreements, tax-exempt obligations, and taxable obligations with banks (and their affiliated persons) that are remote affiliates of the investment companies. (Rel. IC-20325 - May 31)

**PRINCOR BLUE CHIP FUND, INC., ET AL.**

A notice has been issued giving interested persons until June 27 to request a hearing on an application filed by Princor Blue Chip Fund, Inc., et al. for a conditional order under Section 6(c) of the Investment Company Act exempting applicants from Sections 2(a)(32), 2(a)(35), 18(f), 18(g), 18(i), 22(c), and 22(d) of the Act, and Rule 22c-1 thereunder. The order would permit applicants to issue multiple classes of shares representing interests in the same portfolio of securities, assess a contingent deferred sales charge (CDSC) on certain redemptions of shares, and waive the CDSC in certain instances. (Rel. IC-20326 - May 31)

**WILLIAMSBURG INVESTMENT TRUST, ET AL.**

A notice has been issued giving interested persons until June 27 to request a hearing on an application filed by Williamsburg Investment Trust, et al. for a conditional order pursuant to Sections 6(c) and 17(d) of the Investment Company Act and Rule 17d-1 thereunder. The order would permit the applicant investment companies to deposit their daily uninvested cash balances into a single joint account to be used to enter into repurchase agreements. (Rel. IC-20327 - June 1)

**MERRILL LYNCH KECALP GROWTH INVESTMENTS L.P. 1983, ET AL.**

An order has been issued on an application filed by Merrill Lynch KECALP Growth Investments L.P. 1983, et al. pursuant to Section 6(b) of the Investment Company Act and Rule 17d-1 thereunder that would permit certain transactions otherwise prohibited by Section 17(d) of the Act and Rule 17d-1. The order amends a prior order. (Rel. IC-20328 - June 1)

**NUVEEN SELECT TAX-FREE INCOME PORTFOLIO 5**

An order has been issued under Section 8(f) of the Investment Company Act declaring that Nuveen Select Tax-Free Income Portfolio 5 has ceased to be an investment company. (Rel. IC-20329 - June 1)

**BULL & BEAR FINANCIAL NEWS COMPOSITE FUND, INC.**

An order has been issued under Section 8(f) of the Investment Company Act declaring that Bull & Bear Financial News Composite Fund, Inc. has ceased to be an investment company. (Rel. IC-20330 - June 1)

**SELECT ADVISORS TRUST, ET AL.**

An order has been issued on an application filed by Select Advisors Trust, et al. under Section 6(c) of the Investment Company Act for an exemption from Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order provides an exemption to the extent necessary to permit applicants to impose a contingent deferred sales charge (CDSC) on certain redemptions of shares and to waive the CDSC under certain circumstances. (Rel. IC-20331 - June 1)

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-8 ZIONS BANCORPORATION /UT/, 1380 KENNECOTT BLDG, SALT LAKE CITY, UT 84133  
(801) 524-4787 - 20,364 (\$796,264) COMMON STOCK. (FILE 33-53743 - MAY. 23)  
(BR. 1)
- S-6 NATIONAL MUNICIPAL TRUST MULTISTATE SERIES 64,  
32 OLD SLIP - FINANCIAL SQUARE, C/O PRUDENTIAL SECURITIES INC, NEW YORK, NY  
10292 - 1,395 (\$1,450,800) UNIT INVESTMENT TRUST. (FILE 33-53745 -  
MAY. 23) (BR. 16 - NEW ISSUE)
- S-8 KROGER CO, 1014 VINE ST, CINCINNATI, OH 45202 (513) 762-4000 -  
8,000,000 (\$178,000,000) COMMON STOCK. (FILE 33-53747 - MAY. 23) (BR. 2)
- S-6 NATIONAL MUNICIPAL TRUST MULTISTATE SERIES 65,  
C/O PRUDENTIAL SECURITIES INC, 32 OLD SLIP-FINANCIAL SQUARE, NEW YORK, NY  
10292 - 1,395 (\$1,450,800) UNIT INVESTMENT TRUST. (FILE 33-53749 -  
MAY. 23) (BR. 22 - NEW ISSUE)
- S-3 SEALED AIR CORP, PARK 80 EAST, SADDLE BROOK, NJ 07662 (201) 791-7600 -  
200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-53751 - MAY. 23)  
(BR. 5)
- S-6 VAN KAMPEN MERRITT INSURED INCOME TRUST SERIES 36,  
ONE PARKVIEW PLAZA, UIT ADMIN, C/O VAN KAMPEN MERRITT INC, OAKBROOK TERRACE,  
IL 60181 (NUL) L - - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE  
33-53753 - MAY. 23) (BR. 18 - NEW ISSUE)
- S-8 GENETICS INSTITUTE INC, 87 CAMBRIDGE PK DR, CAMBRIDGE, MA 02140  
(617) 876-1170 - 300,000 (\$12,937,500) COMMON STOCK. (FILE 33-53755 -  
MAY. 23) (BR. 4)
- S-8 SHALMUT NATIONAL CORP, 777 MAIN ST, HARTFORD, CT 06115 (203) 728-2000 -  
119,997 (\$731,182.56) COMMON STOCK. (FILE 33-53757 - MAY. 24) (BR. 1)
- S-3 ORION CAPITAL CORP, 30 ROCKFELLER PLZ, NEW YORK, NY 10112 (212) 332-8080  
- 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-53759 - MAY. 24)  
(BR. 10)
- S-8 GROW BIZ INTERNATIONAL INC, 4200 DAHLBERG DR, GOLDEN VALLEY, MN 55422  
(612) 520-8500 - 100,000 (\$1,200,000) COMMON STOCK. (FILE 33-79176 -  
MAY. 20) (BR. 2)
- S-8 INTEGRATED PROCESS EQUIPMENT CORP, 911 BERN COURT, SAN JOSE, CA 95112  
(408) 436-2170 - 671,558 (\$5,649,315.22) COMMON STOCK. (FILE 33-79178 -  
MAY. 20) (BR. 10)

REGISTRATIONS CONT.

- SB-2 MCA FINANCIAL CORP /MI/, 560 KIRTS BLVD STE 120, TROY, MI 48084  
(313) 362-1700 - 5,000,000 (\$5,000,000) STRAIGHT BONDS. (FILE 33-79190 -  
MAY. 20) (BR. 11)
- S-8 APOGEE ROBOTICS INC, 2643 MIDPOINT DR, FORT COLLINS, CO 80525  
(303) 221-1122 - 250,000 (\$150,000) COMMON STOCK. (FILE 33-79192 -  
MAY. 20) (BR. 9)
- S-2 FIRSTFEDERAL FINANCIAL SERVICES CORP, 135 E LIBERTY ST, WOOSTER, OH  
44691 (216) 264-8001 - 460,000 (\$11,500,000) PREFERRED STOCK. (FILE  
33-79196 - MAY. 20) (BR. 1)
- S-1 HARTFORD LIFE INSURANCE CO, HARTFORD PLZ, P O BOX 2999, HARTFORD, CT  
06104 (203) 843-3492 - \$500,000,000 VARIABLE ANNUITY ISSUES. (FILE  
33-79198 - MAY. 20) (BR. 20)
- S-8 STANDARD FINANCIAL INC, 4192 SOUTH ARCHER AVE, CHICAGO, IL 60632  
(312) 847-1140 - OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-79202 -  
MAY. 20) (BR. 1)
- S-1 SUMMIT CARE CORP, 2600 W MAGNOLIA BLVD, PO BOX 2100, BURBANK, CA 91507  
(818) 841-8750 - 1,725,000 (\$34,715,625) COMMON STOCK. (FILE 33-79204 -  
MAY. 20) (BR. 6)
- S-4 COOPERATIVE BANKSHARES INC, 201 MARKET ST, WILMINGTON, NC 28401  
(910) 343-0181 - 1,635,913 (\$26,174,608) COMMON STOCK. (FILE 33-79206 -  
MAY. 20) (BR. 2 - NEW ISSUE)
- S-1 US XPRESS ENTERPRISES INC, 2931 SOUTH MARKET ST, CHATTANOOGA, TN 37410  
(615) 696-7377 - 3,335,000 (\$50,025,000) COMMON STOCK. (FILE 33-79208 -  
MAY. 20) (BR. 4 - NEW ISSUE)
- F-1 IUSACELL GROUP, MONTES URALES 460 PISO4, COL LOMAS DE CHAPULTEPEC,  
CP 11000 MEXICO DF, OS (525) 540-6750 - 706,570 (\$194,306,750)  
FOREIGN COMMON STOCK. (FILE 33-79210 - MAY. 20) (BR. 7 - NEW ISSUE)
- S-8 GULFMARK INTERNATIONAL INC, 5 POST OAK BLVD, STE 1170, HOUSTON, TX 77027  
(713) 963-9522 - 75,000 (\$905,250) COMMON STOCK. (FILE 33-79212 - MAY. 20)  
(BR. 4)
- S-8 CALGENE INC /DE/, 1920 FIFTH ST, DAVIS, CA 95616 (916) 753-6313 -  
750,000 (\$9,093,750) COMMON STOCK. (FILE 33-79232 - MAY. 20) (BR. 4)
- S-8 DAWN TECHNOLOGIES INC, 29 ELM AVENUE, MOUNT VERNON, NY 10550  
(914) 668-1922 - 1,600,000 (\$1,600) COMMON STOCK. (FILE 33-79234 -  
MAY. 20) (BR. 10)
- S-8 DAWN TECHNOLOGIES INC, 29 ELM AVENUE, MOUNT VERNON, NY 10550  
(914) 668-1922 - 1,500,000 (\$1,125,000) COMMON STOCK. (FILE 33-79236 -  
MAY. 20) (BR. 10)
- S-3 MATEC CORP/DE/, 75 SOUTH ST, HOPKINTON, MA 01748 (508) 435-9039 -  
60,000 (\$232,500) COMMON STOCK. (FILE 33-79238 - MAY. 20) (BR. 6)
- S-8 SUTTON RESOURCES LTD /CANADA/, 10711 CAMBIE RD, STE 205,  
RICHMOND, BRITISH COLUMBIA, A1 - 997,416 (\$13,241,344) FOREIGN COMMON STOCK.  
(FILE 33-79240 - MAY. 20) (BR. 1)

REGISTRATIONS CONT.

- S-8 HONDD OIL & GAS CO, 410 E COLLEGE BLVD, ROSWELL, NM 88201 (505) 625-8700  
- 350,000 (\$3,958,500) COMMON STOCK. (FILE 33-53813 - MAY. 26) (BR. 4)
- S-8 WESTINGHOUSE ELECTRIC CORP, WESTINGHOUSE BLDG, 11 STANWIX STREET,  
PITTSBURGH, PA 15222 (412) 244-2000 - 12,000,000 (\$147,750,000)  
COMMON STOCK. (FILE 33-53815 - MAY. 26) (BR. 9)
- S-3 BERGEN BRUNSWIG CORP, 4000 METROPOLITAN DR, ORANGE, CA 92668  
(714) 385-4000 - 870,000 (\$14,953,125) COMMON STOCK. (FILE 33-53817 -  
MAY. 26) (BR. 4)
- S-8 WESTINGHOUSE ELECTRIC CORP, WESTINGHOUSE BLDG, 11 STANWIX STREET,  
PITTSBURGH, PA 15222 (412) 244-2000 - 5,000,000 (\$61,562,500) COMMON STOCK.  
(FILE 33-53819 - MAY. 26) (BR. 9)
- S-8 BLOUNT INC, 4520 EXECUTIVE PK DR, MONTGOMERY, AL 36116 (205) 244-4000 -  
30,476 (\$308,569.50) COMMON STOCK. (FILE 33-53823 - MAY. 26) (BR. 10)
- S-8 UNITED STATES SURGICAL CORP, 150 GLOVER AVE, NORWALK, CT 06856  
(203) 845-1000 - 1,500,000 (\$26,625,000) COMMON STOCK. (FILE 33-53825 -  
MAY. 26) (BR. 8)
- S-8 UNITED STATES SURGICAL CORP, 150 GLOVER AVE, NORWALK, CT 06856  
(203) 845-1000 - 650,000 (\$11,537,500) COMMON STOCK. (FILE 33-53827 -  
MAY. 26) (BR. 8)
- S-8 ANHEUSER BUSCH COMPANIES INC, ONE BUSCH PL,  
C/O OFFICE OF THE VP & SEC'Y, ST LOUIS, MO 63118 (314) 577-3314 -  
1,000,000 (\$54,500,000) COMMON STOCK. (FILE 33-53829 - MAY. 26) (BR. 11)
- S-8 STERLING SOFTWARE INC, 8080 N CENTRAL EXPWY STE 1100, DALLAS, TX 75206  
(214) 891-8600 - 1,750,000 (\$52,500,000) COMMON STOCK. (FILE 33-53833 -  
MAY. 26) (BR. 10)
- S-8 CORDIS CORP, 14201 NW 60 AVE, MIAMI LAKES, FL 33014 (305) 824-2000 -  
192,401 (\$565,658.94) COMMON STOCK. (FILE 33-53835 - MAY. 26) (BR. 8)
- S-3 STERLING SOFTWARE INC, 8080 N CENTRAL EXPWY STE 1100, DALLAS, TX 75206  
(214) 891-8600 - 1,250,000 (\$37,500,000) COMMON STOCK. (FILE 33-53837 -  
MAY. 26) (BR. 10)
- S-3 UNITED DOMINION REALTY TRUST INC, 10 S 6TH ST STE 203, RICHMOND, VA  
23219 (804) 780-2691 - 8,050,000 (\$116,725,000) COMMON STOCK. (FILE  
33-53839 - MAY. 26) (BR. 5)
- SB-2 HOME BUILDERS FINANCE INC, 2035 HOGBACK RD, ANN ARBOR, MI 48105  
(313) 677-3000 - 12,500 (\$12,500,000) STRAIGHT BONDS. (FILE 33-78978-C -  
MAY. 13) (BR. 11 - NEW ISSUE)
- SB-2 FLUOROSCAN IMAGING SYSTEMS INC, 650B ANTHONY TRAIL, NORTHBROOK, IL 60062  
(708) 564-5400 - 2,500,000 (\$16,370,000) COMMON STOCK. UNDERWRITER:  
MEYERSON MH & CO INC. (FILE 33-78980-C - MAY. 16) (BR. 8 - NEW ISSUE)
- S-2 MNX INC, 5310 ST JOSEPH AVE, ST JOSEPH, MO 64505 (816) 233-3158 -  
2,104,925 (\$25,259,100) COMMON STOCK. (FILE 33-79230 - MAY. 24) (BR. 4)

REGISTRATIONS CONT.

- S-3 AMERGEN INC, 301 PENOBSCOT DR, REDWOOD CITY, CA 94063 (415) 361-8901 - 405,000 (\$1,518,750) COMMON STOCK. (FILE 33-79268 - MAY. 24) (BR. 4)
- S-8 LIFELINE SYSTEMS INC, ONE ARSENAL MARKETPLACE, WATERTOWN, MA 02172 (617) 923-4141 - 300,000 (\$1,218,750) COMMON STOCK. (FILE 33-79294 - MAY. 24) (BR. 8)
- S-3 MULTICARE COMPANIES INC, 411 HACKENSACK AVE, HACKENSACK, NJ 07601 (201) 488-8818 - 4,025,000 (\$74,462,500) COMMON STOCK. (FILE 33-79298 - MAY. 24) (BR. 5)
- F-1 PHARMACIA CORP, S 751 82 UPPSALA, UPPSALA SWEDEN, V7 (018) 163-000 - 20,000,000 (\$327,000,000) FOREIGN COMMON STOCK. (FILE 33-79302 - MAY. 24) (BR. 4)
- S-3 ROOSEVELT FINANCIAL GROUP INC, 900 ROOSEVELT PKVY, CHESTERFIELD, MO 63017 (314) 532-6200 - 620,000 (\$31,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-79308 - MAY. 24) (BR. 1)
- SB-2 MULTI HEALTH CORP, 389 STATE HIGHWAY 79, MORGANVILLE, NJ 07751 (908) 591-0055 - 1,380,000 (\$7,590,000) COMMON STOCK. 60,000 (\$60) WARRANTS, OPTIONS OR RIGHTS. 66,468 (\$318,239) COMMON STOCK. (FILE 33-79310 - MAY. 25) (BR. 4)
- S-3 MICROAGE INC /DE/, 2308 S 55TH ST, TEMPE, AZ 85282 (602) 968-3168 - 2,300,000 (\$61,525,000) COMMON STOCK. (FILE 33-79312 - MAY. 25) (BR. 9)
- S-4 ACLAIM ENTERTAINMENT INC, 71 AUDREY AVE, OYSTER BAY, NY 11771 (516) 624-8888 - 4,642,857 (\$2,992,737.80) COMMON STOCK. (FILE 33-79314 - MAY. 25) (BR. 10)
- S-1 WAVEPHORE INC, 2601 WEST BROADWAY RD, TEMPE, AZ 85282 (602) 438-8700 - 3,450,000 (\$44,850,000) COMMON STOCK. (FILE 33-79316 - MAY. 25) (BR. 7 - NEW ISSUE)
- S-1 RELIANCE STEEL & ALUMINUM CO, 2550 EAST 25TH ST, LOS ANGELES, CA 90058 (213) 582-2272 - 3,450,000 (\$51,750,000) COMMON STOCK. (FILE 33-79318 - MAY. 25) (BR. 2 - NEW ISSUE)
- SB-2 SUNNYLAND HOLDINGS CORP, 6231 LEESBURG PIKE, FALLS CHURCH, VA 22044 (703) 237-8229 - 1,560,000 COMMON STOCK. (FILE 33-79320 - MAY. 25) (BR. 5 - NEW ISSUE)
- S-8 EASTERN CO, 112 BRIDGE ST, NAUGATUCK, CT 06770 (203) 729-2255 - 200,000 (\$3,262,500) COMMON STOCK. (FILE 33-79324 - MAY. 25) (BR. 10)
- S-8 ROCKY MOUNTAIN CHOCOLATE FACTORY INC, 265 TURNER DR, DURANGO, CO 81301 (303) 259-0554 - 100,000 (\$1,200,000) COMMON STOCK. (FILE 33-79342 - MAY. 25) (BR. 4)
- S-8 MERCHANTS BANCORP INC/DE/, 34 S BROADWAY, AURORA, IL 60507 (708) 896-9000 - 250,000 (\$6,156,250) COMMON STOCK. (FILE 33-79344 - MAY. 25) (BR. 1)
- S-8 AMERICAN EAGLE OUTFITTERS INC, 150 THORN HILL DR, WARRENDALE, PA 15086 (412) 776-4857 - 260,250 (\$3,545,906.25) COMMON STOCK. (FILE 33-79350 - MAY. 25) (BR. 1)

REGISTRATIONS CONT.

029H2 14.113

- S-8 ASPEN MARINE GROUP INC, 249 PERUVIAN WAY, PALM BEACH, FL 33480  
(407) 832-5208 - 500,000 (\$37,500) COMMON STOCK. (FILE 33-79352 - MAY. 25)  
(BR. 5)
- S-8 PANWORLD MINERALS INTERNATIONAL INC /UT, 4516 S 700 E STE 260,  
SALT LAKE CITY, UT 84107 (801) 261-3888 - 16,916,000 (\$1,982,386.04)  
COMMON STOCK. (FILE 33-79354 - MAY. 25) (BR. 1)
- S-8 AMERICAN EAGLE OUTFITTERS INC, 150 THORN HILL DR, WARRENDALE, PA 15086  
(412) 776-4857 - 600,000 (\$8,175,000) COMMON STOCK. (FILE 33-79358 -  
MAY. 25) (BR. 1)
- S-8 IEC ELECTRONICS CORP, 105 MORTON ST, NEWARK, NY 14513 (315) 331-7742 -  
600,000 (\$8,550,000) COMMON STOCK. (FILE 33-79360 - MAY. 25) (BR. 3)
- S-8 SELETRONICS INC, TWO TOBEY VILLAGE OFFICE PARK, PITTSFORD, NY 14534  
(716) 248-3875 - 6,000,000 (\$1,260,000) COMMON STOCK. (FILE 33-79362 -  
MAY. 25) (BR. 3)
- S-3 BIOMUNE SYSTEMS INC, 40 E S TEMPLE STE 310, SALT LAKE CITY, UT 84111  
(801) 364-5850 - 2,004,000 (\$38,326,500) COMMON STOCK. (FILE 33-79364 -  
MAY. 25) (BR. 4)

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)/<br>%OWNED | CUSIP/<br>PRIOR% | FILING STATUS |
|-------------------------------|------|------------|----------------------|------------------|---------------|
| CAROLINA FIGHT CORP           | COM  |            | 377                  | 14389810         |               |
| TWEEDY BROWNE CO L P ET AL    | 13D  | 5/13/94    | 5.7                  | 6.9              | UPDATE        |



## ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER                              | FORM                  | EVENT DATE    | SHRS(000)/<br>%OWNED | CUSIP/<br>PRIOR% | FILING STATUS |
|--|-----------------------|---------------|----------------------|------------------|---------------|
| COLUMBIA / HCA HEALTHCARE CP<br>BROWN BROTHERS HARRIMAN    | COM<br>13D            | 5/ 1/94       | 2,562<br>0.8         | 19767710<br>0.0  | NEW           |
| CONCORD CAMERA CORP<br>BENUN JACK C                        | COM<br>13D            | 1/18/94       | 1,992<br>21.2        | 20615610<br>17.4 | UPDATE        |
| DIVERSIFAX INC<br>DIVERSIFIED INVESTORS CORP               | COM<br>13D            | 5/ 6/94       | 8,631<br>86.2        | 25511310<br>21.7 | UPDATE        |
| DREYERS GRAND ICE CREAM INC<br>GENERAL ELEC CAP CORP ET AL | COM<br>13D            | 5/ 6/94       | 1,450<br>9.9         | 26187810<br>9.9  | UPDATE        |
| GREASE MONKEY HLDG CORP<br>UTSLER REX L ET AL              | COM PAR \$0.03<br>13D | 11/30/93      | 3,118<br>86.1        | 38990030<br>80.4 | UPDATE        |
| ION LASER TECHNOLOGY INC<br>RICHARDS ALBERT D              | COM NEW<br>13D        | EC<br>5/16/94 | 573<br>16.2          | 46190920<br>0.0  | NEW           |
| KAISER RES INC<br>PACHOLDER ASSOC                          | COM PAR \$0.03<br>13D | 4/13/94       | 2,079<br>20.0        | 48308810<br>0.0  | NEW           |
| LXR BIOTECHNOLOGY INC<br>MADONIA NICHOLAS ET AL            | COM<br>13D            | 5/13/94       | 771<br>9.6           | 50246810<br>0.0  | NEW           |
| LAIDLAW INC<br>CAISSE DE DEPTOT ET PLACEMENT               | CL B<br>13D           | 5/12/94       | 18,247<br>7.9        | 50799120<br>1.8  | UPDATE        |
| LIFECCELL CORP<br>CLIPPER GRP LP                           | COM<br>13D            | 3/11/94       | 252<br>5.9           | 53192710<br>0.0  | NEW           |
| MAGELLAN TECH INC<br>FRESH WILLIAM A ET AL                 | COM<br>13D            | 11/ 1/93      | 19,758<br>22.8       | 55909210<br>11.5 | UPDATE        |
| MAGELLAN TECH INC<br>OLIVER TIMOTHY J                      | COM<br>13D            | 4/19/93       | 6,750<br>8.6         | 55909210<br>6.1  | UPDATE        |
| MERIS LABS INC<br>PORPOISE INVESTORS                       | COM<br>13D            | 5/13/94       | 532<br>6.8           | 58984810<br>5.6  | UPDATE        |
| MOLECULAR DYNAMICS INC<br>AMERSHAM HOLDINGS INC            | COM<br>13D            | 5/13/94       | 1,002<br>10.1        | 60851410<br>10.1 | UPDATE        |
| NAM TAI ELECTRONICS INC<br>TELE-ART INC                    | COM PAR \$0.02<br>13D | 5/18/94       | 624<br>11.8          | 62986520<br>13.7 | UPDATE        |
| N-VIRO REC INC<br>COUPERTHWAITTE DON R                     | COM<br>13D            | 5/17/94       | 2,000<br>7.0         | 63499510<br>0.0  | NEW           |
| OLDE WINDSOR BANCORP<br>COCCOMO JOHN A SR                  | COM<br>13D            | 4/29/94       | 195<br>15.0          | 68043010<br>14.8 | UPDATE        |
| PEOPLES CHOICE TV CORP<br>SPECCHIO MICHAEL J               | COM<br>13D            | 5/14/94       | 893<br>11.4          | 71084710<br>0.0  | NEW           |
| PREFERRED ENTMT INC<br>SPECCHIO DEVELOPERS INVTS CORP      | COM<br>13D            | 5/14/94       | 1,015<br>22.6        | 77299210<br>24.4 | UPDATE        |

## ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER                        |          | FORM | EVENT DATE | SHRS(000)/<br>% OWNED | CUSIP/<br>PRIOR% | FILING STATUS |
|--|----------|------|------------|-----------------------|------------------|---------------|
| RYAN BECK & CO<br>GARVEY FENWICK H                   | COM      | 13D  | 4/29/94    | 250<br>7.1            | 78348310<br>35.8 | RVISION       |
| SYNETIC INC<br>MERCK CO INC                          | COM      | 13D  | 5/23/94    | 10,330<br>58.7        | 87199410<br>58.7 | UPDATE        |
| THERMODYNETICS INC<br>BRIDGE INVESTORS I LTD PARTNER | COM      | 13D  | 5/20/94    | 833<br>10.3           | 88362210<br>0.0  | NEW           |
| THERMODYNETICS INC<br>FERRARO JOHN F                 | COM      | 13D  | 5/20/94    | 2,460<br>30.3         | 88362210<br>15.1 | UPDATE        |
| THERMODYNETICS INC<br>LERMAN ROBERT A                | COM      | 13D  | 5/20/94    | 2,503<br>30.8         | 88362210<br>15.8 | UPDATE        |
| UNIVERSAL ELECTRS INC<br>DARBEE PAUL V               | COM      | 13D  | 4/28/94    | 361<br>5.4            | 91348310<br>0.0  | NEW           |
| UNIVERSAL ELECTRS INC<br>ODONNELL FRANK A            | COM      | 13D  | 5/ 5/94    | 359<br>5.4            | 91348310<br>0.0  | NEW           |
| VERNITRON CORP<br>LEHMAN ELECTRIC INC ET AL          | COM NEW  | 13D  | 5/ 5/94    | 701<br>13.5           | 92435930<br>14.6 | UPDATE        |
| MLR FOODS INC<br>DICKSTEIN & CO LP ET AL             | COM      | 13D  | 5/20/94    | 619<br>5.6            | 92928610<br>7.0  | UPDATE        |
| A L LABS INC<br>GOVT SINGAPORE INVTS ET AL           | CL A     | 13D  | 12/27/93   | 1,304<br>6.1          | 00162910<br>5.0  | UPDATE        |
| ARI NETWORK SYCS INC<br>VULCAN VENTURES INC          | COM      | 13D  | 5/13/94    | 1,965<br>18.8         | 00193010<br>0.0  | NEW           |
| ALZA CORP<br>CIBA GEIGY CORP                         | COM      | 13D  | 5/19/94    | 4,734<br>6.1          | 02261510<br>5.8  | UPDATE        |
| AMERICA WEST AIRLS INC<br>BELMONT CAP PARTNERS II LP | COM      | 13D  | 5/25/94    | 1,921<br>7.6          | 02365010<br>0.0  | NEW           |
| AMERICAN PUBLISHING CO<br>ARCHER DANIELS MIDLAND     | COM CL A | 13D  | 5/11/94    | 730<br>10.0           | 02913910<br>0.0  | NEW           |
| CLINTON GAS SYS INC<br>THOMAS DUKE W                 | COM      | 13D  | 5/16/94    | 617<br>10.9           | 18757110<br>0.0  | NEW           |
| CLINTON GAS SYS INC<br>FIELD HAL W                   | COM      | 13D  | 5/16/94    | 583<br>10.3           | 18757110<br>0.0  | NEW           |
| CLINTON GAS SYS INC<br>JORDAN JERRY D                | COM      | 13D  | 5/16/94    | 675<br>11.9           | 18757110<br>0.0  | NEW           |
| CLINTON GAS SYS INC<br>RIDGLEY THOMAS B              | COM      | 13D  | 5/16/94    | 617<br>10.9           | 18757110<br>0.0  | NEW           |
| CLINTON GAS SYS INC<br>RYAN F DANIEL                 | COM      | 13D  | 5/16/94    | 629<br>11.1           | 18757110<br>0.0  | NEW           |

## ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER                              | FORM          | EVENT DATE | SHRS(000)/<br>%OWNED | CUSIP/<br>PRIOR% | FILING STATUS           |
|--|---------------|------------|----------------------|------------------|-------------------------|
| DOLCO PACKAGING CORP<br>DOW CHEMICAL                       | COM           | 130        | 5/24/94              | 350<br>35.7      | 25659210<br>35.1 UPDATE |
| DOLCO PACKAGING CORP<br>DOW CHEMICAL                       | PFD           | 130        | 4/16/92              | 904<br>43.6      | 25659220<br>0.0 NEW     |
| GLACIER WTR SVCS INC<br>KAYNE ANDERSON INVT MGMT           | COM           | 130        | 5/12/94              | 940<br>29.0      | 37639510<br>12.4 UPDATE |
| GRANGES INC<br>M I N HOLDINGS LTD                          | COM           | 130        | 5/13/94              | 12,694<br>37.2   | 38799010<br>36.2 UPDATE |
| INFORMATION SYSTEMS ACQUIS<br>IMPERIAL INTL GRP INC        | COM           | 130        | 5/10/94              | 95<br>3.4        | 45676110<br>7.2 UPDATE  |
| INFORMEDICS INC<br>ALLEN & CO INC ET AL                    | COM NEW       | 130        | 5/19/94              | 177<br>6.7       | 49699910<br>10.1 UPDATE |
| OCELOT ENERGY INC<br>MACKENZIE FINANCIAL CORP              | CL B SUB VTG  | 130        | 3/16/94              | 1,760<br>6.7     | 69099420<br>0.0 RVSION  |
| PHARMACEUTICAL MKTG SVCS INC<br>GOVT SINGAPORE INVTS ET AL | COM           | 130        | 12/ 8/93             | 1,012<br>8.0     | 71712310<br>0.0 NEW     |
| SCAN OPTICS INC<br>SCHLOSS EDWIN W ET AL                   | COM           | 130        | 5/13/94              | 393<br>6.2       | 80589410<br>8.6 UPDATE  |
| SCHWAB CHARLES CORP NEW<br>SCHWAB CHARLES R                | COM           | 130        | 5/ 6/93              | 22,273<br>38.5   | 80851310<br>0.0 NEW     |
| SOUND SOURCE INTERACTIVE<br>BITETTI VINCENT                | COM           | 130        | 5/16/94              | 8,810<br>89.0    | 83799710<br>0.0 NEW     |
| SYNETIC INC<br>MERCK CO INC                                | COM           | 130        | 5/24/94              | 10,330<br>58.7   | 87199410<br>58.7 UPDATE |
| SYNETIC INC<br>MERCK CO INC                                | COM           | 130        | 5/24/94              | 10,330<br>58.7   | 87199410<br>58.7 RVSION |
| SYNETIC INC<br>MERCK CO INC                                | COM           | 130        | 5/24/94              | 10,330<br>58.7   | 87199410<br>58.7 RVSION |
| SYNETIC INC<br>MERCK CO INC                                | COM           | 130        | 5/24/94              | 10,330<br>58.7   | 87199410<br>58.7 RVSION |
| THERMADYNE HLDGS CORP<br>MORGENS EDWIN H ET AL             | COM           | 130        | 4/ 6/94              | 0<br>0.0         | 88343510<br>N/A UPDATE  |
| MLR FOODS INC<br>TYSONS FOODS INC                          | COM           | 140-1      | 5/25/94              | 600<br>5.5       | 92928610<br>5.5 UPDATE  |
| AIRSHIP INTL LTD<br>SCATTERED CORP                         | PFD CONV A 8% | 130        | 5/17/94              | 181<br>7.2       | 00949850<br>0.0 NEW     |
| AMERICA WEST AIRLS INC<br>NEWS CORP ET AL                  | COM           | 130        | 5/20/94              | 0<br>0.0         | 02365010<br>0.0 NEW     |

## ACQUISITIONS CONT.

| NAME AND CLASS OF STOCK/OWNER                                 | FORM                     | EVENT DATE | SNRS(000)/<br>%OWNED | CUSIP/<br>PRIOR%  | FILING STATUS |
|---|--------------------------|------------|----------------------|-------------------|---------------|
| AMERICAN FSB GREENVILLE S C<br>UNITED FINL CORP SOUTH CAROLIN | COM<br>13D               | 4/12/94    | 2,517<br>23.2        | 02589310<br>0.0   | NEW           |
| AMPEX INC<br>GRIFFIN DAVID D                                  | CL A<br>13D              | 5/24/94    | 355<br>2.0           | 03209210<br>0.0   | NEW           |
| AMPEX INC<br>MCKIBBEN CRAIG L                                 | CL A<br>13D              | 5/24/94    | 363<br>2.0           | 03209210<br>0.0   | NEW           |
| AUTOCAM CORP<br>HEKMAN EDWARD W ET AL                         | COM<br>13D               | 1/10/94    | 379<br>7.9           | 05290710<br>5.3   | UPDATE        |
| BANYAN MTG INVS L P III<br>TNSP ASSOC LP                      | DEPOSITARY UNIT<br>14D-1 | 5/31/94    | 1,532<br>13.6        | 06699410<br>13.6  | UPDATE        |
| CAROLINA FGHT CORP<br>THEEDY BROME CO L P ET AL               | COM<br>13D               | 5/25/94    | 304<br>4.6           | 14389810<br>5.7   | UPDATE        |
| CASCADE SVGS BK FSB EVERETT<br>ARTHUR W SKOTDAL               | COM<br>13D               | 5/13/94    | 52<br>4.6            | 14735210<br>0.0   | NEW           |
| DEERBANK CORP<br>ECKLUND WAYNE V                              | COM<br>13D               | 5/24/94    | 180<br>6.6           | 24419410<br>6.6   | UPDATE        |
| EASTERN ENVIRONMENTAL SVCS<br>ALBERT EDWARD Y SR              | COM<br>13D               | 3/15/94    | 232<br>5.1           | 27636910<br>0.0   | NEW           |
| GB FOODS CORP<br>THEISEN WILLIAM                              | COM<br>13D               | 5/31/94    | 4,114<br>100.0       | 36199410<br>100.0 | UPDATE        |
| GENERAL NTRS CORP<br>HUGHES HOWARD MEDICAL INST               | CL H<br>13D              | 5/19/94    | 21,038<br>22.3       | 37044250<br>23.6  | RVSION        |
| GERBER PRODS CO<br>SL SUB CORP ET AL                          | COM<br>14D-1             | 6/ 1/94    | 0<br>0.0             | 37371210<br>0.0   | NEW           |
| GLACIER WTR SVCS INC<br>KAYNE ANDERSON INVT MGMT              | COM<br>13D               | 5/25/94    | 1,072<br>33.1        | 37639510<br>29.0  | UPDATE        |
| HINGHAM INSTN FOR SAVINGS<br>GAUGHEN ROBERT M                 | COM<br>13D               | 5/13/94    | 108<br>8.5           | 43332310<br>0.0   | NEW           |
| LASMO PLC<br>ENTERPRISE OIL PLC                               | ORDINARY SHARES<br>14D-1 | 6/ 1/94    | 0<br>0.0             | 50173010<br>N/A   | UPDATE        |
| LASMO PLC<br>ENTERPRISE OIL PLC                               | SPONSORED ADR<br>14D-1   | 6/ 1/94    | 0<br>0.0             | 50173020<br>0.0   | UPDATE        |
| LEVY BANCORP<br>BAVO DAVID                                    | COM<br>13D               | 5/11/94    | 152<br>5.3           | 52748710<br>0.0   | NEW           |
| LEVY BANCORP<br>BAVO SUSAN C                                  | COM<br>13D               | 5/11/94    | 482<br>16.8          | 52748710<br>16.8  | UPDATE        |
| LO JACK CORP<br>UNION CARBIDE CORP ET AL                      | COM<br>13D               | 5/25/94    | 5,179<br>26.9        | 53945110<br>28.1  | UPDATE        |