

sec news digest

Issue 94-114

June 17, 1994

ENFORCEMENT PROCEEDINGS

NASD ACTION AGAINST MARK ELLIOTT SUSTAINED

The Commission has sustained NASD disciplinary action against Mark Allen Elliott of Independence, Missouri, formerly a registered representative of Whitehouse & Moore Investments, Inc., and VSR Financial Services, Inc., which were members of the NASD. Elliott was censured, fined \$7,500, and suspended from association with any member firm for two years.

The Commission found that Elliott failed to respond properly to three requests by the NASD for information in connection with its investigation of a customer complaint. Sustaining the sanctions imposed by the NASD, the Commission observed that "Elliott's failure to provide the requested information fully and promptly ... subverts the NASD's ability to carry out its regulatory responsibilities." (Rel. 34-34194)

NASD DISCIPLINARY ACTION AGAINST JAMES BOWEN SUSTAINED

The Commission has sustained the NASD's finding of violation against James M. Bowen of Boulder, Colorado. The NASD censured Bowen and fined him \$1,500. The Commission found that Bowen failed to honor in a timely manner an arbitration award made against him. The award was issued against Bowen on December 28, 1990, and Bowen failed to pay it until March 23, 1992, one month after the NASD notified him that a complaint had been filed against him for his failure to pay the award.

The Commission rejected Bowen's argument that the National Business Conduct Committee improperly reversed the District Business Conduct Committee's finding that he was involved in good faith negotiations with the claimant's attorney. The Commission pointed out that Bowen's belief that he acted in good faith must be objectively reasonable and that Bowen failed to produce evidence of his continued good faith negotiations between himself and the claimant's attorney. (Rel. 34-34195)

NASD DISCIPLINARY ACTION AGAINST STUART MILLS AND ROBERT PRISCO SUSTAINED AND AGAINST DAVID MUNTON AND DANIEL LEHL SUSTAINED IN PART

The Commission has sustained NASD disciplinary action against four registered representatives of a former member headquartered in Denver, Colorado, First Choice Securities, Inc. The representatives were charged with selling securities to customers at unfair and fraudulent prices. The NASD has censured and imposed a \$10,000 fine on Mills, branch office manager, and suspended him for one year. Prisco, Munton and Lehl were each censured and fined \$5,000.

The Commission rejected applicants' claim that they should not be held liable for excessive prices because they had been told, and believed that the firm was a market maker in the security and thus entitled to "take the spread." The Commission concluded that applicants' gross commissions were such a high percentage of the customer's cost that they should have known that the prices were excessive.

The Commission also sustained the finding that Mills and Prisco acted fraudulently, finding that they were reckless. Lehl and Munton however, were inexperienced, effected relatively few transactions and appear to have reasonably believed the firm's assurances. Accordingly, the Commission set aside the NASD finding that Lehl and Munton acted fraudulently. (Rel. 34-34196)

NASD DISCIPLINARY PROCEEDING AGAINST JAMES MORRILL SET ASIDE

The Commission has set aside NASD disciplinary action against James Anthony Morrill of Saratoga Springs, New York. The NASD had found that Morrill failed to honor an arbitration award made against him, in violation of Article III, Section 1 of the NASD's Rules of Fair Practice. The NASD has censured Morrill, fined him \$10,000, and barred him from association with any NASD member in any capacity, but would have reduced the bar to a three-day suspension if, within thirty days of the NASD's decision, Morrill had paid the underlying arbitration award.

Morrill claimed that he had never received notice of the arbitration hearing. Based on the record before it, the Commission found that, when the NASD requested that Morrill pay the arbitration award, he twice wrote upon the NASD's suggestion, to the NASD about the lack of notice of the hearing. The Commission noted that Morrill should have moved to vacate the award. Here, however, the NASD did not respond to these letters nor inform Morrill that it was not the proper forum for the objection. Finding that Morrill relied on the NASD's suggestion, the Commission set aside the NASD's disciplinary action. (Rel. 34-34197)

MOTION FOR CIVIL CONTEMPT FILED AGAINST WILLIAM COOPER, ROBERT LINDLEY AND VALERIE JENSEN

On June 10, 1994, the Commission filed a Motion for Civil Contempt Against Defendants William E. Cooper ("Cooper"), Robert E. Lindley ("Lindley") and Valerie Jensen ("Jensen") based on their failure to provide accountings as required by the Order of Preliminary Injunction issued by the Court on May 23, 1994.

The Commission's Motion requests that the Court find Cooper, Lindley and Jensen in contempt of the Order and order them to provide accountings of their assets to the Commission. The Motion further requests that they be incarcerated if they do not comply with the Order.

The Commission's complaint alleges that Cooper, VestCorp Securities, Inc. ("VestCorp"), First Pension Corporation ("First Pension"), Lindley and Jensen violated the antifraud provisions of the federal securities laws. The complaint alleges that up to \$124 million in investor funds are at risk, including \$25 million misappropriated from First Pension and \$99 million raised through the sale of real estate limited partnerships through VestCorp. [SEC v. William E. Cooper, VestCorp Securities, Inc., First Pension Corporation, Robert E. Lindley, Valerie Jensen, Ernest-Edwards & Associates, Inc., First Diversified Financial Services, Inc., Terri Cooper, Sandee Russell and Tiffany Escrow Company, Civil Action No. 94-3144, HLH, DTx, C.D. Cal.] (LR-14127)

INVESTMENT COMPANY ACT RELEASES

SECURITY EQUITY FUND, ET AL.

An order has been issued on an application filed by Security Equity Fund, Inc. under Section 6(c) of the Investment Company Act amending a previous order (Prior Order) that granted applicants relief 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 Prior Order lets applicants offer multiple classes of shares, assess a contingent deferred sales charge (CDSC) on certain redemptions of shares, and waive the CDSC in certain cases. The requested order replaces two of the waiver categories described in the Prior Order with more inclusive categories, and permits applicants to waive the CDSC in three additional cases. (Rel. IC-20358 - June 15)

HOLDING COMPANY ACT RELEASES

CENTRAL AND SOUTH WEST CORPORATION, ET AL.

A supplemental order has been issued authorizing Central and South West Corporation (CSW), a registered holding company, and its subsidiary

companies, Central and South West Services, Inc. (CSWS), Central Power and Light Company, Public Service Company of Oklahoma, Southwestern Electric Power Company, West Texas Utilities Company and Transok, Inc., to increase CSWS' individual authority from \$90 million to \$110 million, to issue, sell and acquire short-term notes under short-term borrowing programs and the CSW System Money Pool through March 31, 1995. The Commission has reserved jurisdiction over \$20 million of CSW's proposed borrowing authority and \$40 million of CSWS' proposed authority. (Rel. 35-26066)

ARKANSAS POWER & LIGHT COMPANY

An order has been issued authorizing a proposal by Arkansas Power & Light Company (AP&L), an electric utility subsidiary company of Entergy Corporation, a registered holding company. AP&L proposes to enter into arrangements for the issuance and sale, through December 31, 1996, by one or more governmental authorities, of tax-exempt bonds (Tax-Exempt Bonds) in an aggregate principal amount not to exceed \$200 million. In order to obtain a more favorable rating on the Tax-Exempt Bonds, AP&L may arrange for one or more irrevocable letter(s) of credit for an aggregate amount up to \$226 million from a bank (Bank). In order to induce the Bank to issue such letter of credit, AP&L would enter into a Letter of Credit and Reimbursement Agreement with the Bank pursuant to which AP&L would agree to reimburse the Bank for all amounts drawn, under such letter of credit within a specified period after the date of the draw and with interest thereon. AP&L may also (a) provide an insurance policy for the payment of the principal of and/or interest, and/or premium on the Tax-Exempt Bonds, and/or (b) pledge first mortgage bonds as security for holders of Tax-Exempt Bonds and/or the Bank. (Rel. 35-26067)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The National Association of Securities Dealers, Inc. (NASD) filed a proposed rule change (SR-NASD-93-31) that would eliminate access market maker procedures, as set forth in Part IX of Schedule D to the By-Laws, whereby a registered Nasdaq market maker can enter quotations into the Nasdaq System on behalf of another market maker who does not subscribe to Level 3 service. (Rel. 34-34217)

The Depository Trust Company (DTC) has filed a proposed rule change (SR-DTC-94-07) to establish the stock loan income-tracking system. Publication of the notice is expected in the Federal Register during the week of June 20. (Rel. 34-34218)

The Options Clearing Corporation has filed a proposed rule change (SR-OCC-93-06) relating to conversion of the delivery versus payment

authorization process to an on-line system. The rule change was effective upon filing. (Rel. 34-34219)

The International Securities Clearing Corporation has filed a proposed rule change (SR-ISCC-94-1) that amends its clearing fund formula. (Rel. 34-34222; International Series Release No. 674)

LISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration the Deltona Corporation, Common Stock, \$1.00 Par Value. (Rel. 34-34220)

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-8 PACIFIC ENTERPRISES INC, 633 W FIFTH ST, LOS ANGELES, CA 90071
(213) 895-5000 - 8,000,000 (\$163,000,000) COMMON STOCK. (FILE 33-54055 - JUN. 09) (BR. 8)

- S-8 SOTHEBYS HOLDINGS INC, 500 N WOODWARD AVE STE 100, BLOOMFIELD HILLS, MI 48304 (313) 646-2400 - 4,000,000 (\$49,760,000) COMMON STOCK. (FILE 33-54057 - JUN. 10) (BR. 6)

- S-8 TRINOVA CORP, 3000 STRAYER, MAUMEE, OH 43537 (419) 867-2200 - 1,419,900 (\$48,809,063) COMMON STOCK. (FILE 33-54059 - JUN. 10) (BR. 6)

- S-8 ALLEGHENY LUDLUM CORP, 1000 SIX PPG PL, PITTSBURGH, PA 15222
(412) 394-2800 - 1,000,000 (\$19,125,000) COMMON STOCK. (FILE 33-54061 - JUN. 10) (BR. 6)

- S-6 EMPIRE STATE MUNI EXEMPT TR GUARANTEED INTERM SERIES 1,
C/O GLICKENHAUS & CO, 6 EAST 43RD STREET, NEW YORK, NY 10017 (212) 953-7532
- 290 (\$290,000) UNIT INVESTMENT TRUST. (FILE 33-54063 - JUN. 10) (BR. 16
- NEW ISSUE)

- S-8 FIRST MERCHANTS CORP, 200 E JACKSON ST, P.O. BOX 792, MUNCIE, IN 47308
(317) 747-1500 - 420,000 (\$12,390,000) COMMON STOCK. (FILE 33-54065 - JUN. 10) (BR. 2)

- S-8 FIRST MERCHANTS CORP, 200 E JACKSON ST, P.O. BOX 792, MUNCIE, IN 47308
(317) 747-1500 - 112,500 (\$3,318,750) COMMON STOCK. (FILE 33-54067 - JUN. 10) (BR. 2)

- S-8 BAXTER INTERNATIONAL INC, ONE BAXTER PKWY, DEERFIELD, IL 60015
(708) 948-2000 - 8,000,000 (\$204,000,000) COMMON STOCK. (FILE 33-54069 - JUN. 10) (BR. 8)

- S-8 RAYMOND JAMES FINANCIAL INC, 880 CARILLON PKWY, P O BOX 12749,
ST PETERSBURG, FL 33716 (813) 573-3800 - 500,000 (\$7,375,000) COMMON STOCK.
(FILE 33-54071 - JUN. 10) (BR. 11)

- S-6 MUNICIPAL INVT TR FD MON PYMT SER 543 DEFINED ASSET FDS,
MERRILL LYNCH PIERCE FENNER & SMITH,
ONE LIBERTY PLZ, 21ST FL, 165 BROADWAY, NEW YORK, NY 10080 (NUL) L -
- INDEFINITE SHARES. (FILE 33-54073 - JUN. 10) (BR. 22 - NEW ISSUE)

- S-8 WELLMAN INC, 1040 BROAD ST STE 302, SHREWSBURY, NJ 07702 (908) 542-7300
- 100,000 (\$2,587,500) COMMON STOCK. (FILE 33-54075 - JUN. 10) (BR. 2)

- S-8 WELLMAN INC, 1040 BROAD ST STE 302, SHREWSBURY, NJ 07702 (908) 542-7300
- 1,500,000 (\$38,812,500) COMMON STOCK. (FILE 33-54077 - JUN. 10) (BR. 2)

- S-8 WELLMAN INC, 1040 BROAD ST STE 302, SHREWSBURY, NJ 07702 (908) 542-7300
- 600,000 (\$15,525,000) COMMON STOCK. (FILE 33-54079 - JUN. 10) (BR. 2)

- S-8 QUANEX CORP, 1900 W LOOP SOUTH STE 1500, HOUSTON, TX 77027
(713) 961-4600 - 100,000 (\$2,012,500) COMMON STOCK. (FILE 33-54081 -
JUN. 10) (BR. 6)

- S-8 AGWAY INC, 333 BUTTERNUT DR, DEWITT, NY 13214 (315) 449-6431 -
12,000,000 (\$12,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE
33-54083 - JUN. 10) (BR. 7)

- S-8 QUANEX CORP, 1900 W LOOP SOUTH STE 1500, HOUSTON, TX 77027
(713) 961-4600 - 100,000 (\$2,012,500) COMMON STOCK. (FILE 33-54085 -
JUN. 10) (BR. 6)

- S-8 QUANEX CORP, 1900 W LOOP SOUTH STE 1500, HOUSTON, TX 77027
(713) 961-4600 - 750,000 (\$15,093,750) COMMON STOCK. (FILE 33-54087 -
JUN. 10) (BR. 6)

- S-8 ICF KAISER INTERNATIONAL INC, 9300 LEE HWY, FAIRFAX, VA 22031
(703) 934-3600 - 90,000 (\$225,000) COMMON STOCK. (FILE 33-54089 - JUN. 10)
(BR. 8)

- S-8 COLONIAL GAS CO, 40 MARKET ST, LOWELL, MA 01852 (508) 458-3171 - 75,000
(\$1,537,500) COMMON STOCK. (FILE 33-54091 - JUN. 10) (BR. 7)

- S-3 TRAVELERS INC, 65 E 55TH ST, NEW YORK, NY 10022 (212) 891-8900 -
STRAIGHT BONDS. (FILE 33-54093 - JUN. 10) (BR. 12)

- S-3 ACME METALS INC /DE/, 13500 SOUTH PERRY AVE, RIVERDALE, IL 60627
(708) 849-2500 - 560,000 (\$125,300,000) COMMON STOCK. (FILE 33-54095 -
JUN. 10) (BR. 6)

- S-3 CYPRUS AMAX MINERALS CO, 9100 E MINERAL CIRCLE, ENGLEWOOD, CO 80112
(303) 643-5000 (FILE 33-54097 - JUN. 10) (BR. 1)

- S-4 DRESSER INDUSTRIES INC /DE/, 1600 PACIFIC, P O BOX 718, DALLAS, TX 75221
(214) 740-6000 - 9,133,675 (\$200,369,995) COMMON STOCK. (FILE 33-54099 -
JUN. 10) (BR. 9)

- S-1 ACME METALS INC /DE/, 13500 SOUTH PERRY AVE, RIVERDALE, IL 60627
(708) 849-2500 - 312,884,281 (\$275,000,000) STRAIGHT BONDS. (FILE
33-54101 - JUN. 10) (BR. 6)

- S-3 GENENTECH INC, 460 POINT SAN BRUNO BLVD, SOUTH SAN FRANCISCO, CA 94080
(415) 225-1000 - 4,500,000 (\$217,687,500) COMMON STOCK. (FILE 33-54103 -
JUN. 13) (BR. 4)

- S-3 WABASH NATIONAL CORP /DE/, 1000 SAGAMORE PKWY S, P O BOX 6129, LAFAYETTE,
IN 47905 (317) 448-1591 - 1,150,000 (\$56,062,500) COMMON STOCK. (FILE
33-79904 - JUN. 08) (BR. 4)

- S-3 PARKER & PARSELY PETROLEUM CO, 303 W WALL STE 101, MIDLAND, TX 79701
(915) 683-4768 (FILE 33-79920 - JUN. 08) (BR. 11)

REGISTRATIONS CONT.

- F-2 ISTECH INDUSTRIES & TECHNOLOGIES LTD, 122 HAYARKON ST,
TEL AVIV 63573 ISRAEL, L3 (212) 702-2200 - 8,758,361 (\$8,079,909)
FOREIGN COMMON STOCK. (FILE 33-79928 - JUN. 07) (BR. 11)
- SB-2 SKYLANDS PARK MANAGEMENT INC, 26 ERIC TRAIL, SUSSEX, NJ 07461
(201) 702-7656 - 9,245,258 (\$13,053,990) COMMON STOCK. (FILE 33-79930 -
JUN. 07) (BR. 11)
- S-8 MEDICINE SHOPPE INTERNATIONAL INC, 1100 N LINDBERGH BLVD, ST LOUIS, MO
63132 (314) 993-6000 - 270,432 (\$5,564,952) COMMON STOCK. (FILE 33-79934 -
JUN. 08) (BR. 12)
- S-8 SERENPET INC, 1500 - 633 6TH AVE SW, CALGARY ALBERTA CANADA T2P 2Y5, A0
(403) 262-7633 - 256,163 (\$1,560,361.03) COMMON STOCK. (FILE 33-79936 -
JUN. 08) (BR. 3)
- S-8 CONDUCTUS INC, 969 W MAUDE AVE, SUNNYVALE, CA 94086 (408) 737-6700 -
622,500 (\$2,489,900) COMMON STOCK. (FILE 33-79946 - JUN. 08) (BR. 3)
- S-3 FIRST ALLIANCE MORTGAGE CO /CA/, 701 S PARKER ST, STE 5000, ORANGE, CA
92668 (202) 775-7169 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.
(FILE 33-79948 - JUN. 08) (BR. 12)
- S-1 SPECTRIAN CORP /CA/, 550 ELLIS ST, MOUNTAIN VIEW, CA 94043
(415) 961-1473 - 2,875,000 (\$40,250,000) COMMON STOCK. UNDERWRITER:
BEAR STEARNS & CO INC, DONALDSON LUFKIN & JENRETTE. (FILE 33-79952 -
JUN. 09) (BR. 7 - NEW ISSUE)
- S-8 CONFERTECH INTERNATIONAL INC, 12110 NORTH PECOS STREET, 2801 YOUNGFIELD,
WESTMINSTER, CO 80234 (303) 633-3000 - 100,000 (\$506,000) COMMON STOCK.
(FILE 33-79958 - JUN. 08) (BR. 7)
- S-8 DEPARTMENT 56 INC, ONE VILLAGE PL, 6436 CITY W PKWY, EDEN PRAIRIE, MN
55344 (612) 944-5600 - 1,335,955 (\$31,161,592.15) COMMON STOCK. (FILE
33-79960 - JUN. 08) (BR. 9)
- SB-2 MIZNER /1ST UNITED BANCORP, 980 N FEDERAL HIGHWAY, BOCA RATON, FL 33432
(407) 392-4000 - 1,840,000 (\$9,200,000) COMMON STOCK. UNDERWRITER:
EWING ALLEN C & CO, RYAN BECK & CO. (FILE 33-79962 - JUN. 08) (BR. 2)
- S-8 AIRSENSORS INC, 16804 GRIDLEY PLACE, CERRITOS, CA 90701 (310) 860-6666
- 250,000 (\$2,656,250) COMMON STOCK. (FILE 33-79964 - JUN. 08) (BR. 4)
- F-6 NOKIA CORP /ADR/, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY 10043
(212) 559-2107 - 49,000,000 (\$2,450,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-79966 - JUN. 08)
- S-4 OFFSHORE LOGISTICS INC, 224 RUE DE JEAN, PO BOX 5C, LAFAYETTE, LA 70505
(318) 233-1221 - 1,744,310 (\$23,138,272.15) COMMON STOCK. (FILE 33-79968 -
JUN. 08) (BR. 4)
- S-8 FINANCIAL SECURITY CORP / DE, 1209 N MILWAUKEE AVE, CHICAGO, IL 60622
(312) 227-7020 - 103,155 (\$1,040,833.95) COMMON STOCK. (FILE 33-79970 -
JUN. 08) (BR. 2)
- S-8 FINANCIAL SECURITY CORP / DE, 1209 N MILWAUKEE AVE, CHICAGO, IL 60622
(312) 227-7020 - 68,770 (\$816,987) COMMON STOCK. (FILE 33-79972 - JUN. 08)
(BR. 2)
- S-3 KNOWLEDGEWARE INC, 3340 PEACHTREE ROAD N E, ATLANTA, GA 30326
(404) 231-8575 - 205,906 (\$1,904,630.50) COMMON STOCK. (FILE 33-79974 -
JUN. 08) (BR. 10)
- F-6 PHOENIX SHANNON PLC /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK,
NY 10286 (212) 495-1727 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-79976 - JUN. 08) (BR. 99
- NEW ISSUE)

REGISTRATIONS CONT.

- N-1A SAFECO ADVISOR SERIES TRUST, SAFECO PLAZA, SEATTLE, WA 38185 - INDEFINITE SHARES. (FILE 33-79978 - JUN. 08) (BR. 16 - NEW ISSUE)
- SB-2 LASERGATE SYSTEMS INC, 5588 RIO VISTA DR, CLEARWATER, FL 34620 (813) 532-0257 - 1,782,500 (\$8,912,500) COMMON STOCK. 155,000 (\$7,757.75) WARRANTS, OPTIONS OR RIGHTS. 2,489,931 (\$12,604,655) COMMON STOCK. UNDERWRITER: ROBERT TODD FINANCIAL CORP. (FILE 33-79980 - JUN. 08) (BR. 9)
- S-1 IONIC FUEL TECHNOLOGY INC, 300 DELAWARE AVE, STE 1704, WILMINGTON, DE 19801 (302) 427-5957 - 2,880,000 (\$17,400,000) COMMON STOCK. 240,000 (\$720,120) WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: FIRST MANOVER SECURITIES INC. (FILE 33-79984 - JUN. 08) (BR. 8 - NEW ISSUE)
- S-3 COLONIAL NATIONAL BANK USA, BRANDYWINE CORPORATE CENTER, 650 NAAMANS RD, CLAYMONT, DE 19703 (302) 791-4000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-79986 - JUN. 08) (BR. 11)
- S-3 COMPUTERVISION CORP /DE/, 100 CROSBY DRIVE, BEDFORD, MA 01730 (617) 275-1800 - 10,183,364 (\$36,965,611.32) COMMON STOCK. (FILE 33-79988 - JUN. 08) (BR. 10)
- F-1 GRUPO ELEKTRA SA DE CV, AV FC DE RIO FRIO N 4190, COLONIA INDUST DEL MORAL DELE IZTAPALAPA, CP 08500 MEXICO DF MEXICO, 05 (525) 326-3333 - 88,958,592 (\$311,355,072) FOREIGN COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, DONALDSON LUFKIN & JENRETTE SECURITIES C, GOLDMAN SACHS & CO. (FILE 33-79990 - JUN. 09) (BR. 1 - NEW ISSUE)
- F-6 GRUPO ELEKTRA SA DE CV /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-79992 - JUN. 09) (BR. 99 - NEW ISSUE)
- S-8 CONFERTECH INTERNATIONAL INC, 12110 NORTH PECOS STREET, 2801 YOUNGFIELD, WESTMINSTER, CO 80234 (303) 633-3000 - 500,000 (\$2,530,000) COMMON STOCK. (FILE 33-80012 - JUN. 08) (BR. 7)
- S-8 PEOPLESOFT INC, 1331 N CALIFORNIA BLVD, WANUT CREEK, CA 94596 (510) 946-9460 - 2,000,000 (\$69,500,000) COMMON STOCK. (FILE 33-80014 - JUN. 08) (BR. 9)
- S-8 GLACIER WATER SERVICES INC, 2261 COSMOS CT, CARLSBAD, CA 92009 (619) 930-2420 - 142,250 (\$2,258,218.75) COMMON STOCK. (FILE 33-80016 - JUN. 08) (BR. 2)
- S-8 SARATOGA BANCORP, 12000 SARATOGA SUNNYVALE RD, SARATOGA, CA 95070 (408) 973-1111 - 143,908 (\$965,622.68) COMMON STOCK. (FILE 33-80018 - JUN. 08) (BR. 2)
- N-1A EAST END MUTUAL FUNDS INC, 736 WEST END AVENUE, SUITE 3A, NEW YORK, NY 10025 (212) 666-0289 - INDEFINITE SHARES. (FILE 33-80020 - JUN. 07) (BR. 17 - NEW ISSUE)
- S-8 WINTHROP RESOURCES CORP, 1015 OPUS CENTER, 9900 BREN RD EAST, MINNETONKA, MA 55343 (612) 936-0226 - 500,000 (\$6,062,500) COMMON STOCK. (FILE 33-80056 - JUN. 08) (BR. 12)

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
BETA WELL SVC INC	COM		0	08659410	
STANDARD CHARTERED BANK ET AL	13D	5/13/94	0.0	0.0	NEW
COLE KENNETH PRODTNS INC	CL A		944	19329410	
COLE KENNETH D	13D	6/ 9/94	32.1	0.0	NEW
GOLDEN PHARMACEUTICALS INC	COM		42,000	38114510	
DRUMMOND CHARLES R	13D	5/ 9/94	51.8	41.9	UPDATE
MENTOR GRAPHICS CORP	COM		2,536	58720010	
GOVT SINGAPORE INVTS ET AL	13D	5/31/94	5.3	0.0	NEW
PITTENCRIEFF COMMUNICATIONS	COM		0	72451410	
PITTENCRIEFF PLC	13D	6/14/94	0.0	54.4	UPDATE

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	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
AAMES CAPITAL CORP	CA								X	06/14/94	
ADVANTA HOME EQUITY LOAN TRUST 1994-1					X	X				04/25/94	
AJAY SPORTS INC	DE								X	06/03/94	AMEND
AJAY SPORTS INC	DE				X					06/13/94	
ALBARA CORP	CO				X					06/09/94	
ALL AMERICAN SEMICONDUCTOR INC	DE				X	X				06/14/94	
ALTER SALES CO INC	FL				X	X				06/09/94	
AMBANC CORP	IN		X					X		06/01/94	
AMCOR CAPITAL CORP	DE		X					X		05/31/94	
AMERICA FIRST REIT INC	DE							X		03/30/94	AMEND
AMERICAN HOME PATIENT INC	DE	X								04/27/94	AMEND
ANDOVER BANCORP INC	DE							X		04/01/94	AMEND
APOGEE ROBOTICS INC	CO	X						X		06/15/94	
APPLIED LASER SYSTEMS /CA	CA					X	X			06/01/94	
ARCH PETROLEUM INC	DE							X		03/31/94	AMEND
ATCHISON CASTING CORP	DE		X					X		04/01/94	AMEND
ATHEY PRODUCTS CORP	DE			X				X		06/03/94	AMEND
AUTO BOND RECEIVABLES CORP	DE				X	X				05/15/94	
AUTO BOND RECEIVABLES CORP	DE				X	X				06/10/94	
AUTOMOBILE CREDIT FINANCE IV INC	TX				X	X				06/07/94	
AUTOMOBILE CREDIT FINANCE V INC	TX				X	X				06/07/94	
AUTOMOBILE CREDIT FINANCE VI INC					X	X				06/07/94	
AYDIN CORP	DE							X		06/13/94	
BAUSCH & LOMB INC	NY	X								06/03/94	
BEDFORD PROPERTY INVESTORS INC/MD	MD	X								12/30/93	AMEND
BELMAC CORP /FL/	FL			X			X			06/06/94	
BEST OF AMERICA CORP	CO				X	X				06/06/94	
BIOMEDICAL WASTE SYSTEMS INC	DE		X					X		05/27/94	
BIOMUNE SYSTEMS INC	NV					X				06/07/94	
BIRTCHE MEDICAL SYSTEMS INC	CA					X				06/09/94	
BOETTCHER WESTERN PROPERTIES FUND 1981-8	CO		X							06/06/94	
BOETTCHER WESTERN PROPERTIES III LTD	CO		X				X			06/06/94	
BOETTCHER WESTERN PROPERTIES IV LTD	CO		X							06/06/94	
CAI WIRELESS SYSTEMS INC	CT		X					X		03/31/94	AMEND
CANYON RESOURCES CORP	DE					X	X			06/01/94	
CAPITAL GROWTH INC	NV				X					05/03/94	
CASHBUILDER INC	CO	X					X			05/31/94	
CASHTEK CORP	DE				X	X				06/03/94	
CASINO RESOURCE CORP	MN		X		X					06/09/94	
CBT CORP /KY/	KY		X					X		05/31/94	
CENTRAL LIFE ASSURANCE CO	IA				X	X				06/01/94	
CENTURY SOUTH BANKS INC	GA		X							05/31/94	
CHANCELLOR CORP	MA				X	X				05/25/94	
CHATWINS GROUP INC	DE							X		03/31/94	AMEND
CHEMICAL MORTGAGE SEC INC MUL CL MORT PA	NY				X	X				05/25/94	
CHILES OFFSHORE CORP	DE				X	X				06/13/94	
CINCINNATI GAS & ELECTRIC CO	OH							X		06/15/94	
COMPUTERVISION CORP /DE/	DE					X	X			05/31/94	
CONAGRA INC /DE/	DE	X								06/08/94	
CONTISECURITIES ASSET FUNDING CORP	DE							X		03/31/94	AMEND
CROWN CORK & SEAL CO INC	PA							X		06/15/94	
DATAFLEX CORP	NJ		X					X		06/01/94	
DEL ELECTRONICS CORP	NY		X					X		06/10/94	
DIAGNOSTEK INC	DE		X							10/26/93	AMEND
DIMAC CORP	DE		X					X		06/15/94	
DIMAC DIRECT INC	MO		X					X		06/15/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
EASTMAN CHEMICAL CO	DE				X		X			06/08/94	
ELECTRONIC ASSOCIATES INC	NJ				X		X			06/01/94	
ELLISON RAY MORT ACCEP CORP GNMA COLLATE			X		X					05/26/94	
ELLISON RAY MORT ACCEP CORP GNMA COLLATE			X		X					05/26/94	
EQUITABLE BAG CO INC	NY			X			X			06/09/94	
EQUITY INNS INC	TN	X					X			06/01/94	
ES&L BANCORP INC	DE				X		X			06/10/94	
ETS INTERNATIONAL INC	VA	X					X			06/10/94	
FCC NATIONAL BANK					X		X			06/10/94	
FIRST COLONIAL BANKSHARES CORP	DE	X					X			03/31/94AMEND	
FIRST DATA CORPORATION	DE				X		X			06/09/94	
FIRST ENTERTAINMENT INC	CO				X		X			06/13/94	
FIRST REAL ESTATE INVESTMENT TRUST OF ME	NJ	X								06/08/94	
FIRST UNITED BANCSHARES INC /AR/	AR	X					X			06/16/94	
FIRSTMISS GOLD INC	NV				X					05/26/94	
FUND AMERICA INVESTORS CORP II PASS THRO					X		X			01/25/94	
GAMMA INTERNATIONAL LTD	DE				X		X			06/02/94	
GE CAPITAL MORTGAGE SERVICES INC	NJ				X		X			05/25/94	
GLOBAL CASINOS INC	UT			X			X			06/03/94	
GMAC MORTGAGE CORP OF IOWA MORT PAS THR	PA	NO ITEMS								05/25/94	
GMAC MORTGAGE CORP OF IOWA MORT PAS THR	PA	NO ITEMS								05/25/94	
GMAC MORTGAGE CORP OF IOWA MORT PAS THR	PA	NO ITEMS								05/25/94	
GMAC MORTGAGE CORP OF IOWA MORT PAS THR	PA	NO ITEMS								05/25/94	
GMAC MORTGAGE CORP OF IOWA MORT PAS THR	PA	NO ITEMS								05/25/94	
GRAFF PAY PER VIEW INC /DE/	DE	X			X					04/27/94	
GRAND RESORT INTERNATIONAL LTD	NV	X					X			04/05/94	
GRAY COMMUNICATIONS SYSTEMS INC /GA/	GA	X					X			05/31/94	
HAMPTON RESOURCES CORP	DE				X		X			06/10/94	
HBO & CO	DE	X					X			05/31/94	
HOMECARE MANAGEMENT INC	DE						X			04/01/94AMEND	
HONDA AUTO RECEIVABLES 1992-A GRANTOR TR	CA				X					06/10/94	
HORIZON CELLULAR TELEPHONE CO LP	DE				X					05/25/94	
HORMEL GEO A & CO	DE	X								06/10/94	
HORRIGAN AMERICAN INC	PA	X								03/31/94	
HUGHES RESOURCES INC	CO				X					05/25/94	
HUMANA INC	DE				X		X			06/14/94	
IMPRESSIVE VENTURES LTD	NV	X					X			06/07/94	
INTERGROUP HEALTHCARE CORP /DE/	DE				X		X			05/31/94	
INTERNATIONAL PAPER CO /NEW/	NY				X		X			06/09/94	
INTERNATIONAL STANDARDS GROUP LIMITED	DE				X		X			06/09/94	
IOWA NATIONAL BANKSHARES CORP	IA	X					X			06/14/94	
JAVA CENTRALE INC /CA/	CA				X					06/08/94	
JEAN PHILIPPE FRAGRANCES INC	DE				X		X			05/31/94	
JETFORM CORP	A1						X			03/31/94AMEND	
JOCKEY CLUB INC	FL				X					06/10/94	
JONES PLUMBING SYSTEMS INC	MN	NO ITEMS								06/09/94	
KEARNY STREET REAL ESTATE CO LP	DE				X		X			05/31/94	
KENFIL INC	DE	X			X		X			06/03/94	
KEVLIN CORP	MA	X					X			05/31/94	
KURZWEIL APPLIED INTELLIGENCE INC /DE/	DE				X		X			06/03/94	
LAKE SHORE BANCORP INC	DE				X		X			05/25/94	
LEATHER FACTORY INC	CO				X					06/13/94AMEND	
LECTEC CORP /MN/	MN						X			04/15/94AMEND	
LEHMAN BROTHERS HOLDINGS INC	DE						X			05/31/94	
LEHMAN BROTHERS INC//	DE						X			05/31/94	
LOMAK PETROLEUM INC	DE			X			X			05/25/94AMEND	
MAPCO INC	DE				X		X			06/13/94	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
MAVERICK TUBE CORPORATION	DE					X	X			06/10/94	
MAXI GROUP INC	NV				X					05/03/94	
MBNA CORP	MD				X					05/31/94	
MCAFEE ASSOCIATES INC	DE						X			03/30/94AMEND	
MEDICAL DISCOVERIES INC	UT				X					06/03/94	
MERISEL INC /DE/	DE				X	X				06/07/94	
MERRY LAND & INVESTMENT CO INC	GA				X					06/16/94	
MIDLAND RESOURCES INC /TX/	TX			X		X				05/16/94AMEND	
MIRAGE RESORTS INC	NV				X	X				05/25/94	
MLH INCOME REALTY PARTNERSHIP V	NY				X					05/31/94	
MLH INCOME REALTY PARTNERSHIP VI	NY				X					05/31/94	
MOMENTUM DISTRIBUTION INC	DE						X			04/15/94AMEND	
MONTANA NATURALS INTERNATIONAL INC	MT		X				X			06/01/94	
NATIONAL PROPANE CORP	DE				X	X				06/09/94	
NATIONAL TIRE SERVICES INC	MN				X	X				06/09/94	
NETWORK FINANCIAL SERVICES INC	CO				X	X				05/20/94AMEND	
NEW IMAGE INDUSTRIES INC	DE				X					06/07/94	
NEW VALLEY CORP	NY				X	X				06/15/94	
NORTHEAST FEDERAL CORP	DE	X								06/16/94	
OMEGA HEALTH SYSTEMS INC	DE		X				X			03/31/94AMEND	
ORANGE BANCORP	CA					X				06/09/94	
PAINE WEBBER GROUP INC	DE				X	X				06/06/94	
PAINE WEBBER GROUP INC	DE				X					06/08/94	
PARLUX FRAGRANCES INC	DE				X					06/02/94	
PECO ENERGY CO	PA	X								06/16/94	
PET PRODUCTS INC	NY		X				X			05/26/94	
PITTSTON CO	VA					X				06/15/94	
PNC MORTGAGE SEC CORP MORT PASS THRO CER						X	X			05/31/94	
PNC MORTGAGE SECURITIES CORP MOR PAS THR						X	X			05/31/94	
PNC MORTGAGE SECURITIES CORP MOR PASS TH						X	X			05/31/94	
POINTE FINANCIAL CORP			X				X			05/31/94	
POOL ENERGY SERVICES CO	TX				X	X				06/07/94	
POPE & TALBOT INC /DE/	DE				X	X				06/30/94	
PREMIER ANESTHESIA INC	DE				X					06/08/94	
PRESIDIO OIL CO	DE				X	X				06/10/94	
PRINCETON DENTAL MANAGEMENT CORP	DE						X			04/14/94AMEND	
PSICOR INC	PA				X	X				06/01/94	
PUBLIC SERVICE ELECTRIC & GAS CO	NJ				X					06/15/94	
PUBLIC SERVICE ENTERPRISE GROUP INC	NJ				X					06/15/94	
RECEIVABLES PARTNERS L P EQUIPMENT FINAN						X	X			05/31/94	
REGENCY HEALTH SERVICES INC	DE							X		06/14/94	
RENAISSANCE ENTERTAINMENT CORP	CO						X			04/01/94AMEND	
RENTRAK CORP	OR				X	X				05/23/94	
RESEARCH FRONTIERS INC	DE				X	X				05/25/94	
RIDGEWOOD ELECTRIC POWER TRUST II	DE						X			01/19/94AMEND	
RIDGEWOOD ELECTRIC POWER TRUST II	DE						X			04/05/94AMEND	
ROCHESTER & PITTSBURGH COAL CO	PA	X								05/27/94	
ROCHESTER GAS & ELECTRIC CORP	NY					X				06/15/94	
ROCKY MOUNTAIN CHOCOLATE FACTORY INC	CO					X				05/31/94	
ROTECH MEDICAL CORP	FL				X					06/10/94	
ROYALE ENERGY FUNDS INC	CA				X	X				04/25/94AMEND	
SANYO INDUSTRIES INC	DE				X					06/08/94	
SDI VIRTUAL REALITY CORP	NV		X				X			05/25/94	
SEARCH CAPITAL GROUP INC	DE				X	X				06/07/94	
SEARS CREDIT ACCOUNT MASTER TRUST I	IL					X	X			06/15/94	
SEARS CREDIT ACCOUNT TRUST 1989 E	IL					X	X			06/15/94	