

sec news digest

Issue 94-131

July 13, 1994

COMMISSION ANNOUNCEMENTS

CLOSED MEETING - MONDAY, JULY 18, 1994 - 10:00 A.M.

The subject matter of the July 18 closed meeting will be: Settlement of administrative proceedings of an enforcement nature; Institution of injunctive actions; Institution of administrative proceedings of an enforcement nature; and Settlement of injunctive actions.

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: Monica Parry at (202) 942-0600.

ENFORCEMENT PROCEEDINGS

ROBERT STORMES ENJOINED

The Commission announced that on June 30 Judge Zita Weinshienk of the United States District Court for the District of Colorado entered a Final Judgment of Permanent Injunction and Other Equitable Relief against Robert L. Stormes. Stormes was enjoined from future violations of the antifraud provisions of the federal securities laws. The Final Judgment also notes the appropriateness of civil penalties, but did not impose penalties because of Stormes' financial condition. Stormes consented to the entry of the Final Judgment without admitting or denying the allegations.

The Commission's complaint alleged that Stormes misappropriated and converted at least \$480,985 in client funds he received in his capacity as a registered representative between 1986 and October 31, 1992. Stormes is currently serving a prison sentence on the related criminal conviction. [SEC v. Robert L. Stormes, Civil Action No. 94-Z-1347, USDC, Colo.] (LR-14157)

NATIONAL MEDICAL ENTERPRISES, INC. ENJOINED FOR FRAUDULENT CONDUCT

On June 12, the Commission announced that it filed a complaint in the United States District Court for the District of Columbia against National Medical Enterprises, Inc. (NME). The complaint alleges that NME violated Section 17(a) of the Securities Act of 1933 (Securities Act), Sections 10(b), 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 10b-5, 12b-20, 13a-1, 13a-13 and 13b2-1 thereunder. The complaint seeks a permanent injunction against future violations by NME of those provisions of the federal securities laws. As part of the fraudulent course of conduct, NME allegedly engaged in improper revenue recognition practices in a subsidiary that operated its psychiatric and substance abuse treatment facilities. According to the complaint, NME psychiatric and substance abuse treatment facilities around the country engaged in a number of practices, including recording improper payment for referrals; delaying patient discharges until patients' insurance benefits were exhausted; discouraging the discharge of patients on weekends; pressuring physicians to make length of stay decisions based on financial rather than medical considerations; recording billing for psychiatric/medical procedures and medication ordered but not administered; and waiving patient obligations to make co-payments. Without admitting or denying the Commission's allegations, NME consented to the entry of the requested injunction. [SEC v. National Medical Enterprises, Inc., Civil Action No. 94-01505, Oberdorfer, J., D.D.C.] (LR-14156)

INVESTMENT COMPANY ACT RELEASES

MASSMUTUAL INSTITUTIONAL FUNDS, ET AL.

A notice has been issued giving interested persons until August 5 to request a hearing on an application by MassMutual Institutional Funds (Trust), Massachusetts Mutual Life Insurance Company (Adviser) and Oppenheimer Funds Distributor, Inc. for an order, pursuant to Section 6(c) of the Investment Company Act. The order would grant exemptions from the provisions of Sections 18(f)(1), 18(g) and 18(i) of the Act to the extent necessary to permit the Trust to issue and sell multiple classes of securities representing interests in some or all of the Trust's existing and future investment portfolios. Pursuant to Section 17(b), the order would grant an exemption from Section 17(a) of the Act to permit the transfer of assets of seven unregistered separate accounts of the Adviser to corresponding series of the Trust in exchange for shares of a certain class of each such series. (Rel. IC-20392 - July 11)

PRESIDENTIAL ASSOCIATES I LIMITED PARTNERSHIP, ET AL.

A notice has been issued giving interested persons until August to request a hearing on an application filed by Presidential Associates I Limited Partnership (Partnership) and its managing general partner, Winthrop Financial Co., Inc., for an order to amend a prior order issued under Section 6(c) of the Investment Company Act. The prior order exempts the Partnership from all provisions of the Act and permits the Partnership to invest in another partnership, Presidential Towers, Ltd. (Operating Partnership), that owns and operates residential apartments for moderate income persons. Applicants seek to amend the prior order to permit a new investor to invest in the Operating Partnership. (Rel. IC-20393 - July 11)

MASSACHUSETTS INVESTORS TRUST, ET AL.

A conditional order has been issued on an application filed by Massachusetts Investors Trust, et al. under Section 17(d) of the Investment Company Act and Rule 17d-1 thereunder. The order amends a prior order that granted an exemption from Section 17(d) of the Act and Rule 17d-1 thereunder to permit the operation of a joint account to pool cash balances and reserves for the purpose of investing in instruments with maturities of up to 30 days. The amended order permits cash contributed to the joint account also to be invested in tax-exempt variable rate demand notes (VRDNs) with demand features providing for maturities of up to 30 days or one month and securities (other than VRDNs) exempt from federal and/or state income tax with remaining maturities of up to 60 days; commercial paper and U.S. Government Securities held in the joint account to have remaining maturities of up to 60 days (as opposed to 30 days as permitted in the prior order); and repurchase agreements held in the joint account to have maturities of up to 60 days (as opposed to 7 days as permitted by the prior order). The amended order also adds certain additional investment company applicants. (Rel. IC-20395 - July 12)

HOLDING COMPANY ACT RELEASES

OCEAN STATE POWER, ET AL.

An order has been issued authorizing Ocean State Power and Ocean State Power II (collectively, Applicants) to engage in financing. The Applicants propose to borrow up to \$25 million aggregate principal amount of secured revolving debt (Revolver). As evidence of the Revolver, Applicants further propose to issue, through June 1, 1995, notes with maturities not in excess of seven years from the date of the initial borrowing. (Rel. 35-26083)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The Philadelphia Stock Exchange filed a proposed rule change (SR-Phlx-91-20) and Amendment No. 1 to the proposed rule change to adopt new Equity Floor Procedure Advice E-A-1 -- Responsibility for Displaying Best Bid and Offer Prices. Publication of the proposal is expected to be made in the Federal Register during the week of July 18. (Rel. 34-34342)

The New York Stock Exchange filed a proposed rule change (SR-NYSE-94-3) to adopt a new Rule 123A.46 to ensure that customers are informed of the circumstances under which their orders are being represented. Publication of the proposal is expected to be made in the Federal Register during the week of July 18. (Rel. 34-34343)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-Phlx-94-01) and Amendment Nos. 1, 2, 3, and 4 thereto, and granted accelerated approval of Amendment No. 5 thereto, filed by the Philadelphia Stock Exchange relating to listing and trading of options on the Phone Index. Publication of the approval order is expected to appear in the Federal Register during the week of July 18. (Rel. 34-34345)

The National Association of Securities Dealers filed an amended proposed rule change (SR-NASD-93-75) to amend Section 5 of the Code of Arbitration Procedure to specify that arbitrators, at the conclusion of a proceeding, may refer matters arising or discovered during the course of an arbitration proceeding for disciplinary investigation. Publication of the approval order is expected to be made in the Federal Register during the week of July 18. (Rel. 34-34348)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change submitted by the Boston Stock Exchange (SR-BSE-94-05) to amend its capital and equity requirements to conform to the current requirements as set forth in SEC Rules 17a-11 and 15c3-1. (Rel. 34-34346)

PARTIAL ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The American Stock Exchange filed a proposed rule change (SR-Amex-94-25) to increase the share parameters for orders entered through PER. The Commission granted partial accelerated approval to the proposed rule change in so far as it relates to Amex-listed securities which are part of the S&P 500 Index. Publication of the proposal is expected to be made in the Federal Register during the week of July 18. (Rel. 34-34347)

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 THERMO ELECTRON CORP, 81 WYMAN ST, P O BOX 9046, WALTHAM, MA 02254
(617) 622-1000 - 2,000,000 (\$75,250,000) COMMON STOCK. (FILE 33-54453 - JUL. 06) (BR. 8)
- S-8 NUMANA INC, 500 W MAIN ST, LOUISVILLE, KY 40202 (502) 580-3708 -
7,000,000 (\$113,750,000) COMMON STOCK. (FILE 33-54455 - JUL. 06) (BR. 10)
- S-8 BLAIR CORP, 220 HICKORY ST, WARREN, PA 16366 (814) 723-3600 - 42,450
(\$551,850) COMMON STOCK. (FILE 33-54459 - JUL. 06) (BR. 2)
- S-8 CONTROL DATA SYSTEMS INC, 4201 LEXINGTON AVE NORTH, ARDENHILLS, MN 55126
(612) 482-4470 - 500,000 (\$4,593,750) COMMON STOCK. (FILE 33-54461 - JUL. 06) (BR. 10)
- S-3 OLSTEN CORP, ONE MERRICK AVENUE, ONE MERRICK AVE, WESTBURY, NY 11590
(516) 832-8200 - 567,000 (\$18,427,500) COMMON STOCK. (FILE 33-54463 - JUL. 06) (BR. 6)
- S-8 KASLER HOLDING CO, 27400 EAST FIFTH ST, HIGHLAND, CA 92346
(909) 884-4811 - 3,533,208 (\$17,242,055.04) COMMON STOCK. (FILE 33-81038 - JUL. 01) (BR. 10)
- S-1 JAMES CABLE PARTNERS LP /DE/, 710 NORTH WOODWARD AVE, STE 180,
BLOOMFIELD HILLS, MI 48304 (810) 647-1080 - 75,000,000 (\$75,000,000)
STRAIGHT BONDS. (FILE 33-81052 - JUL. 01) (BR. 7 - NEW ISSUE)
- SB-2 LEATHER FACTORY INC, 3847 EAST LOOP, 820 SOUTH, FT WORTH, TX 76119
(817) 496-4414 - 237,830 (\$1,040,506.25) COMMON STOCK. (FILE 33-81132 - JUL. 05) (BR. 7)
- S-8 GENISCO TECHNOLOGY CORP /DE/, 1230 SOUTH LEWIS ST, ANAHEIM, CA 92805
(714) 563-4300 - 2,730,950 (\$997,595.60) COMMON STOCK. (FILE 33-81136 - JUL. 05) (BR. 9)

REGISTRATIONS CONT.

- S-8 STERLING ELECTRONICS CORP, 4201 SOUTHWEST Fwy, HOUSTON, TX 77027
(713) 627-9800 - 300,000 (\$3,459,000) COMMON STOCK. (FILE 33-81138 -
JUL. 05) (BR. 3)
- S-8 STERLING ELECTRONICS CORP, 4201 SOUTHWEST Fwy, HOUSTON, TX 77027
(713) 627-9800 - 331,600 (\$2,430,628) COMMON STOCK. (FILE 33-81140 -
JUL. 05) (BR. 3)
- S-8 PHYSICIANS HEALTH SERVICES INC, 120 HAWLEY LANE, 1243 BROADRICK DRIVE,
TRUMBULL, CT 06611 (203) 381-6400 - 40,000 (\$910,000) COMMON STOCK. (FILE
33-81142 - JUL. 05) (BR. 9)
- S-8 COGNEX CORP, 15 CRAWFORD ST, NEEDHAM, MA 02194 (617) 449-6030 - 160,000
(\$2,300,000) COMMON STOCK. (FILE 33-81150 - JUL. 05) (BR. 8)
- S-8 COGNEX CORP, 15 CRAWFORD ST, NEEDHAM, MA 02194 (617) 449-6030 -
2,500,000 (\$36,464,687.50) COMMON STOCK. (FILE 33-81152 - JUL. 05)
(BR. 8)
- S-8 UF BANCORP INC, 501 MAIN ST, EVANSVILLE, IN 47731 (812) 425-7111 -
6,720 (\$161,700) COMMON STOCK. (FILE 33-81156 - JUL. 05) (BR. 1)
- S-4 FIRST STATE FINANCIAL SERVICES INC, 1120 BLOOMFIELD AVE CN 2449,
WEST CALDWELL, NJ 07007 (201) 575-5800 - 775,165 (\$3,612,268.90)
COMMON STOCK. (FILE 33-81166 - JUL. 05) (BR. 2)
- S-3 WORTH CORP, 5980 STONERIDGE DRIVE, SUITE 109, PLEASANTON, CA 94588
(510) 460-6201 - 8,854,625 (\$20,476,320.31) COMMON STOCK. (FILE 33-81168 -
JUL. 05) (BR. 6)
- SB-2 NATIONAL ENERGY GROUP INC, 4925 GREENVILLE AVE, 1400 ONE ENERGY SQ,
DALLAS, TX 75206 (214) 692-9211 - 6,375,704 (\$10,360,519) COMMON STOCK.
(FILE 33-81172 - JUL. 05) (BR. 4)
- F-6 AIRBOSS LTD /ADR, 60 WALL ST, C/O MORGAN GUARANTY TRUST CO OF NEW YORK,
NEW YORK, NY 10286 (212) 648-3200 - 5,800,000 (\$290,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-81174 - JUL. 06) (BR. 4)
- S-8 F&M BANCORPORATION INC, ONE BANK AVENUE, KAUKAUNA, WI 54130
(414) 766-1717 - 50,000 (\$1,072,000) COMMON STOCK. (FILE 33-81178 -
JUL. 06) (BR. 1)
- S-8 F&M BANCORPORATION INC, ONE BANK AVENUE, KAUKAUNA, WI 54130
(414) 766-1717 - 14,445 (\$135,060.75) COMMON STOCK. (FILE 33-81180 -
JUL. 06) (BR. 1)
- S-8 F&M BANCORPORATION INC, ONE BANK AVENUE, KAUKAUNA, WI 54130
(414) 766-1717 - 100,000 (\$2,157,750) COMMON STOCK. (FILE 33-81182 -
JUL. 06) (BR. 1)
- S-4 FIRST COMMERCE BANKSHARES INC, NBC CENTER 13TH & O ST, LINCOLN, NE 68508
(402) 434-4110 - 357,555 (\$4,867,217.43) COMMON STOCK. (FILE 33-81190 -
JUL. 06) (BR. 1)
- S-1 CCFNB BANCORP INC, 232 E ST, BLOOMSBURG, PA 17815 (717) 784-4400 -
255,360 (\$3,958,080) COMMON STOCK. (FILE 33-81192 - JUL. 06) (BR. 1)

REGISTRATIONS CONT.

- S-8 EQUICREDIT CORP, 1801 ART MUSEUM DR, JACKSONVILLE, FL 32207
(904) 398-7581 - 360,000 (\$6,255,000) COMMON STOCK. (FILE 33-81194 -
JUL. 06) (BR. 11)
- S-8 PHYSICIANS HEALTH SERVICES INC, 120 HAWLEY LANE, 1243 BROADRICK DRIVE,
TRUMBULL, CT 06611 (203) 381-6400 - 40,000 (\$910,000) COMMON STOCK. (FILE
33-81196 - JUL. 05) (BR. 9)
- S-8 FIRST ESSEX BANCORP INC, 296 ESSEX ST, LAWRENCE, MA 01840 (508) 681-7500
- 100,000 (\$956,000) COMMON STOCK. (FILE 33-81198 - JUL. 05) (BR. 2)
- S-8 VDS ENTERPRISES INC, 12956 LA ROCHELLE CIRCLE, PALM BEACH GARDENS, FL
33410 (305) 622-8034 - 570,000 (\$285,000) COMMON STOCK. (FILE 33-81200 -
JUL. 05) (BR. 2)
- S-8 CORNERSTONE IMAGING INC, 1990 CONCOURSE DR, SAN JOSE, CA 95131
(408) 435-8900 - 416,845 (\$5,992,146.88) COMMON STOCK. (FILE 33-81202 -
JUL. 05) (BR. 9)
- S-8 UNICO INC /DE/, 1101-B SOVEREIGN ROW, OKLAHOMA CITY, OK 73108
(405) 848-9511 - 1,000,000 (\$940,000) COMMON STOCK. (FILE 33-81204 -
JUL. 05) (BR. 5)
- S-8 RECONVERSION TECHNOLOGIES INC, 2250 EAST 73 STE 435, TULSA, OK 74136
(409) 830-1367 - 1,200,000 (\$3,000,000) COMMON STOCK. (FILE 33-81206 -
JUL. 05) (BR. 7)
- S-8 HARVEY ENTERTAINMENT CO, 100 WILSHIRE BLVD, STE 500, SANTA MONICA, CA
90401 (310) 451-3377 - 780,000 (\$4,788,275) COMMON STOCK. (FILE 33-81208 -
JUL. 05) (BR. 11)
- S-8 BROADWAY & SEYMOUR INC, 128 S TYRON ST, CHARLOTTE, NC 28202
(704) 372-4281 - 500,000 (\$5,218,750) COMMON STOCK. (FILE 33-81130 -
JUL. 01) (BR. 10)
- S-8 US DELIVERY SYSTEMS INC, 1140 WEST LOOP NORTH, HOUSTON, TX 77055
(713) 867-5070 - 1,800,000 (\$20,137,500) COMMON STOCK. (FILE 33-81134 -
JUL. 05) (BR. 4)
- S-8 PC SERVICE SOURCE INC, 1221 CHAMPION CIRCLE, STE 105, CARROLLTON, TX
75006 (214) 406-8583 - 500,000 (\$1,750,000) COMMON STOCK. (FILE 33-81146 -
JUL. 01) (BR. 3)
- S-4 UNITED FINANCIAL CORPORATION OF SOUTH CAROLINA INC, 425 MAIN ST,
GREENWOOD, SC 29648 (803) 223-8686 - 12,259,347 (\$133,013,914.95)
COMMON STOCK. (FILE 33-81148 - JUL. 01) (BR. 2)
- S-8 OCEAN BIO CMEN INC, 4041 SW 47 AVE, FORT LAUDERDALE, FL 33314
(305) 587-6280 - 997,500 (\$2,618,437.50) COMMON STOCK. (FILE 33-81154 -
JUL. 01) (BR. 2)
- S-8 CENTRAL INDIANA BANCORP, 200 W MULBERRY ST, P O BOX 730, KOKOMO, IN
46903 (317) 457-5552 - 17,582 (\$399,990.50) COMMON STOCK. (FILE 33-81158 -
JUL. 05) (BR. 1)

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
AMERICAN OILFIELD DIVERS INC FREEMAN PRENTISS A	COM 13D	6/29/94	339 5.1	02999610 0.0	NEW
ASHA CORP CLENET SHARON L	COM NEW 13D	7/ 6/94	12 0.2	04374230 12.9	UPDATE
BAREFOOT INC ROCKER DAVID A	COM 13D	7/ 1/94	333 4.0	06751210 5.1	UPDATE
BETA WELL SVC INC MCGRAIN JOHN P	COM 13D	7/ 6/94	619 7.5	08659410 12.0	UPDATE
BOCA RATON CAP CORP WEITZER HARRY	COM 13D	6/30/94	0 0.0	09682620 0.0	NEW
CARDIO DYNAMICS INTL CORP DAVINCI SCIENTIFIC CORP	COM 13D	7/ 1/94	3,903 43.8	14159710 0.0	NEW
CARELINE INC TURNER JOHN W ET AL	COM 13D	7/ 1/94	823 6.0	14170210 0.0	NEW
CENTENNIAL CELLULAR CORP JARVIS SCOT B ET AL	CL A 13D	6/30/94	5 0.0	15299410 0.0	NEW
CHARTER FSB BANCORP INC SOVEREIGN BANCORP INC	COM 13D	6/ 2/94	399 18.8	16121810 0.0	NEW
CLIFFS DRILLING CO GHS NGMT INC ET AL	COM 13D	6/23/94	0 0.0	18699010 9.5	UPDATE
COASTSIDE ENERGY SVCS INC FERRIS JOHN LAMMAN	COM 13D	5/12/94	179 8.5	19063310 0.0	NEW
DICEON ELECTRS INC MANDARIC NILAM	COM 13D	6/30/94	3,600 70.1	25302610 15.0	RVISION
DIGITAL BIOMETRICS INC BRAMAN LTD ET AL	COM 13D	6/29/94	1,318 17.0	25383310 17.5	UPDATE
DURA PHARMACEUTICALS INC PATRICOF & CO VENTURES ET AL	COM 13D	3/26/94	980 11.1	26632510 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ 201MED	CUSIP/ PRIORZ	FILING STATUS
ELCOR CORP	COM		680	28444310	
ROSEBERRY RICHARD JAY	13D	6/30/94	7.8	9.0	UPDATE
FIFTH DIMENSION INC	COM		302	31671110	
GILBERT EDWARD W ET AL	13D	6/24/94	27.6	26.6	UPDATE
FINISH LINE INC	CL A		246	31792310	
CONEN ALAN H ANNUITY TR NO 1	13D	6/30/94	2.4	2.9	UPDATE
FINISH LINE INC	CL A		274	31792310	
CONEN ALAN H ANNUITY TR NO 2	13D	6/30/94	2.7	3.0	UPDATE
FINISH LINE INC	CL A		316	31792310	
CONEN ALAN H ANNUITY TR NO 3	13D	6/30/94	3.1	3.3	UPDATE
FINISH LINE INC	CL A		246	31792310	
KLAPPER DAVID I AMNTY TR NO 1	13D	6/30/94	2.4	2.9	UPDATE
FINISH LINE INC	CL A		274	31792310	
KLAPPER DAVID ANNUITY TR NO 2	13D	6/30/94	2.7	3.0	UPDATE
FINISH LINE INC	CL A		316	31792310	
DAVID KLAPPER ANNUITY TR NO 3	13D	6/30/94	3.1	3.3	UPDATE
FIRST INDL RLTY TR INC	COM		1,464	32899210	
SNIDLER JAY H ET AL	13D	7/11/94	8.4	0.0	NEW
FIRST PALM BEACH BANCORP INC	COM		627	33599310	
JENSMOLD, KING & ASSOCS	13D	7/ 6/94	11.8	12.0	UPDATE
FORSCHNER GROUP INC	COM		727	34659010	
MARK LOUIS JR ET AL	13D	6/29/94	10.4	9.6	UPDATE
HAMILTON BANCORP	COM		526	40700810	
NEW YORK BANCORP INC	13D	6/30/94	14.5	0.0	NEW
HAMPTON RES CORP	COM		298	40931710	
KNICKEL BRADLEY D ET AL	13D	1/ 1/92	10.1	0.0	NEW
HARCOR ENERGY	COM PAR \$0.10		550	41162820	
AGF MANAGEMENT LTD ET AL	13D	6/30/94	9.6	0.0	NEW
HARCOR ENERGY	COM PAR \$0.10		550	41162820	
AGF MANAGEMENT LTD ET AL	13D	6/30/94	9.6	0.0	RVISION
HARCOR ENERGY	COM PAR \$0.10		550	41162820	
AGF MANAGEMENT LTD ET AL	13D	6/30/94	9.6	0.0	RVISION
HARCOR ENERGY	COM PAR \$0.10		550	41162820	
AGF MANAGEMENT LTD ET AL	13D	6/30/94	9.6	0.0	RVISION
HORSEHEAD RESOURCE DEV INC	COM		16,250	44069910	
METALLGESELLSCHAFT CORP ET AL	13D	6/23/94	44.8	44.8	UPDATE
HUNTCO INC	CL A		494	44566110	
DAWSON-SAMBERG CAP MGMT ET AL	13D	5/13/94	5.5	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
INTL MICROCOMPUTER SOFTWARE TUDOR INVNT CORP	CON NEW 13D	3/ 1/94	150 7.3	45986230 5.5	UPDATE
INTEGRATED PROCESS EQUIP CP KASSNER FRED ET AL	CON 13D	6/10/94	465 42.3	48399310 46.3	UPDATE
KENFIL INC BRANSKY IRWIN A	CON 13D	6/ 6/94	0 0.0	48888310 15.1	UPDATE
KENFIL INC GRURSTEIN PETER S N	CON 13D	6/ 6/94	315 4.9	48888310 10.9	UPDATE
KENFIL INC SHOOKER DOUGLAS R	CON 13D	6/ 6/94	315 4.9	48888310 10.9	UPDATE
KEY PRODTN INC APACHE CORP	CON 13D	6/30/94	1,252 12.2	49313810 20.0	UPDATE
INCYTE PHARMACEUTICALS INC PFIZER INC	CON 13D	7/ 1/94	710 11.1	49699610 0.0	NEW
LASMO PLC ENTERPRISE OIL PLC	ORDINARY SHARES 13D	7/ 8/94	94,593 12.6	50173010 0.0	UPDATE
LXE INC ROCKER DAVID A	CON 13D	6/30/94	442 7.7	50246510 6.7	UPDATE
LO JACK CORP UNION CARBIDE CORP ET AL	CON 13D	6/30/94	4,566 25.0	53945110 26.3	UPDATE
MARGARETTEN FINL CORP GAMCO INVESTORS INC ET AL	CON 13D	6/30/94	0 0.0	56657610 10.5	UPDATE
METROPOLITAN BANCORP FAIRCHILD JOHN N	CON 13D	7/ 1/94	341 10.4	59175310 0.0	NEW
MICRO GENERAL CORP BIRNBAUM STEVAN A ET AL	CON NEW 13D	6/17/94	19 2.1	59483830 100.0	UPDATE
MICRO BIO MEDICS INC HABER BRUCE J	CON NEW 13D	6/14/94	855 17.7	59490320 16.2	UPDATE
MID CENTRAL FINANCIAL CORP NEUMAN JEFFREY L ET AL	CON 13D	6/24/94	26 11.0	59799810 6.7	UPDATE
NEUROGEN CORP PFIZER INC	CON 13D	7/ 1/94	2,096 23.4	64199510 11.1	UPDATE
OCTUS INC SOROS GEORGE ET AL	CON 13D	6/28/94	292 8.0	67574210 0.0	NEW
PARAGON MTG CORP IKEND JAMES N	CON 13D	7/ 8/94	471 6.3	69911710 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XCHG	CUSIP/ PRIOR%	FILING STATUS
PERMA-FIX ENVIRONMENTAL SVCS CENTOFANTI LOUIS F	COM 13D	6/17/94	416 9.7	71415710 0.0	NEW
PRESLEY CO DEL FOOTHILL GRP ET AL	SER A 13D	7/ 8/94	16,112 87.1	74103010 100.0	UPDATE
PUBLIC STORAGE PPTYS XIV INC HUGHES B WAYNE ET AL	CL A 13D	6/28/94	122 3.7	74461310 0.0	NEW
PREMIERE PAGE INC USA MOBILE COMMUNICATIONS	COM MLDG 13D	6/29/94	3,760 53.8	77499610 0.0	NEW
SC BANCORP CALIF VALUE PARTNERS LTD	COM 13D	6/29/94	476 13.7	78388010 0.0	NEW
SHELDahl CO SUNITOMO BAKELITE CO LTD	COM 13D	7/ 8/94	414 6.5	82244010 8.5	UPDATE
SLOAN SUPERMARKETS INC RIED INTL INC	COM 13D	7/ 5/94	107 4.5	83154810 5.8	UPDATE
SOUTHWEST ROYALTIES INC FD V SOUTHWEST ROYALTIES INC	INTERESTS 13D	7/ 8/94	0 5.1	84521298 0.0	NEW
SUN COAST INDS INC HOAK JAMES W JR	COM NEW 13D	6/30/94	398 10.0	86667020 20.1	UPDATE
TSL INC BARD RICHARD H	COM 13D	6/29/94	2,755 19.4	87288120 9.3	UPDATE
TSL INC HART MARTIN T	COM 13D	6/28/94	994 7.2	87288120 0.0	NEW
TSL INC HUNT CAPITAL GROUP LLC	COM 13D	6/29/94	2,985 19.6	87288120 0.0	NEW
VALLEY SYS INC ROLLINS INVESTMENT FD ET AL	COM 13D	6/29/94	7,886 100.0	92013510 100.0	UPDATE
VESTRO FOODS INC PRICE T ROME ASSOC INC ET AL	COM NEW 13D	6/30/94	0 0.0	92599220 100.0	UPDATE
VESTRO FOODS INC STIPA INVESTMENTS LP	COM NEW 13D	6/29/94	703 18.1	92599220 0.0	NEW
VIRGINIA FST SVGS F S B PATTON CHALRES A ET AL	COM 13D	6/30/94	323 12.8	92781210 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		
ACK TECHNOLOGIES INC	CO	X						X		07/01/94	
ADAPTEC INC	CA			X				X		07/01/94	AMEND
AMERICAN ENTERTAINMENT GROUP INC	CO				X					06/30/94	
ANSOUTH BANCORPORATION	DE	X						X		06/23/94	
BANYAN STRATEGIC REALTY TRUST	MA							X		04/30/94	AMEND
BEAR STEARNS MORT SEC INC MORT PASS THR	DE					X	X			06/25/94	
BEAR STEARNS MORT SEC INC MORT PASS THRO	DE					X	X			06/25/94	
BEAR STEARNS MORTGAGE SEC INC PASS THRO	DE					X	X			06/25/94	
BELLATRIX INTERNATIONAL INC	DE	X								02/28/94	
BUCKEYE COMMUNICATIONS INC	DE					X	X			06/27/94	
CADIZ LAND CO INC	CA				X	X				05/03/94	
CANCO FINANCIAL CORP	DE			X	X	X				06/28/94	
CASINO & CREDIT SERVICES INC	DE	X						X		06/15/94	
CASINO RESOURCE CORP	MI					X				06/30/94	
CELTRIX PHARMACEUTICALS INC	DE					X	X			07/07/94	
COMMUNICATIONS & ENTERTAINMENT CORP	NV					X				06/22/94	
COMPUTER CONCEPTS CORP /DE	DE					X				06/17/94	
COMSAT CORP	DC					X	X			04/15/94	AMEND
CONCORD FABRICS INC	DE	X						X		04/18/94	AMEND
CONQUEST AIRLINES CORP	DE	X								06/20/94	
CORESTATES FINANCIAL CORP	PA	X						X		06/27/94	
CORNERSTONE IMAGING INC	DE									02/07/00	
CROCKER REALTY INVESTORS INC	FL	X						X		04/27/94	
CVB FINANCIAL CORP	CA	X								06/24/94	
DAKOTA MINING CORP						X				07/01/94	
DERMA SCIENCES INC	CO					X	X			06/24/94	
DIGITAL BIOMETRICS INC	DE					X				07/01/94	
DIGITAL COMMUNICATIONS TECHNOLOGY CORP	DE				X	X	X			01/01/93	
DIODES INC /DEL/	DE					X	X			06/15/94	
DRIVER HARRIS CO	NJ					X				06/14/94	
EQUITEC FINANCIAL GROUP INC	CA							X		05/31/94	
ESQUIRE COMMUNICATIONS LTD	DE	X			X	X				06/22/94	
FEM NATIONAL CORP	VA	X								07/01/94	