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U.S. SECURITIES AND
EXCHANGE COMMISSION

COMMISSION ANNOUNCEMENTS

SEC, MINISTRY OF FINANCE OFFICIALS TO MEET WITH PRESS

The fifth annual bilateral consultations between the SEC and the Ministry of Finance will take place on Monday, January 7 between SEC Chairman Richard C. Breeden and Nobuhiko Matsuno, Director-General of the Securities Bureau of the Ministry of Finance of Japan. They will meet with reporters after the consultations on Monday, January 7 at about 4:30 p.m. in the Commission Meeting Room, Room IC30, 450 Fifth Street N.W., Washington, D.C. (Press Rel. 91-1)

CHAIRMAN BREEDEN TO TESTIFY

Chairman Breeden will testify before the Securities Subcommittee of the Senate Committee on Banking, Housing and Urban Affairs on Tuesday, January 8 in Room 538 of the Dirksen Senate Office Building at 10:00 A.M. The subject of the hearing is the state of the securities industry.

INTERPRETATION OF SECURITIES ACT RULE 144A PUBLISHED

The Division of Corporation Finance has announced publication of a letter interpreting Rule 144A. The letter, Mortgage-backed and Asset-backed Securities (November 29, 1990), construes the information requirement of Rule 144A(d)(4) as it applies to certain types of securities. Copies of the letter may be obtained by writing to the Public Reference Room, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Room, 450 Fifth Street, NW, Washington, D.C., stating the name of the letter, the statute or rule to which it relates and the public availability date.

RULES AND RELATED MATTERS

COMMENTS REQUESTED ON PROPOSED AMENDMENTS TO RULE 10b-7 AND ON PROPOSED RULE 3b-10

The Commission has published for comment proposed amendments to Rule 10b-7 and proposed Rule 3b-10 under the Securities Exchange Act of 1934. The proposed amendments to Rule 10b-7 would permit a stabilizing price to reflect the price of a security in a foreign market that is the principal market for such security if the

stabilizing activity otherwise complies with the rule's provisions; would permit adjustments of stabilizing bids based on exchange rate fluctuations between the currencies of the markets on which the security is being stabilized; and would permit stabilizing activities to be conducted in compliance with comparable foreign regulations where no stabilizing will take place in the United States. Proposed Rule 3b-10 would define certain terms relevant to the increasing internationalization of world securities markets.

Interested persons should submit three copies of their written data, views and opinions to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington DC 20549. Comments must be received on or before 45 days after publication in the Federal Register. Comments regarding Rule 10b-7 should refer to File No. S7-1-91. Comments regarding Rule 3b-10 should refer to File No. S7-2-91. All submissions will be available for inspection in the Public Reference Room. FOR FURTHER INFORMATION CONTACT: Sheila Slevin at (202) 272-2848. (Rels. 33-6880 and 33-6881; 34-28732 and 34-28733; International 215 and 216)

CRIMINAL PROCEEDINGS

RAMON D'ONOFRIO INDICTED FOR CRIMINAL CONTEMPT OF SEC INJUNCTION

On December 31, 1990, the U.S. Attorney for the District of Utah unsealed a two count Indictment charging Ramon N. D'Onofrio (D'Onofrio) with Criminal Contempt of the Final Judgment of Permanent Injunction entered against him on December 27, 1982 in SEC v. Coombs, et al.. The Indictment, filed on December 5, 1990, charges D'Onofrio with knowingly and willfully failing to report to the SEC his direct or indirect affiliation or association as a control person of Kinesis, Inc. (Kinesis), formerly known as Equine Innovations, Inc., and/or his direct or indirect beneficial ownership of five percent or more of any class of equity security of Acquventure, Inc., Kinesis, Hughes Pharmaceutical Corp., and/or Kinetic Minerals, Inc., each publicly traded securities, as required by the Final Judgment. The Indictment further charges D'Onofrio with signing affidavits which were sent to the SEC, pursuant to the Final Judgment, containing statements which D'Onofrio knew to be false. [U.S. v. Ramon N. D'Onofrio, 90-CR-219W, USDC, D. Utah] (LR-12747)

INVESTMENT COMPANY ACT RELEASES

MERRILL LYNCH MBP INCORPORATED

An order has been issued on an application filed under Section 6(b) of the Investment Company Act by Merrill Lynch MBP Inc. (MBP), on behalf of limited partnerships that MBP may form (Partnerships), granting an exemption from all provisions of the Act except Sections 7, 8(a), 9, certain provisions of Section 17, Sections 36 through 53 and the rules and regulations related to these Sections. Each Partnership will be an employees' securities company within the meaning of Section 2(a)(13) of the Act. (Rel. IC-17924 - December 31)

EQUITABLE CAPITAL PARTNEKS

A conditional order permitting certain joint transactions has been issued under Section 57(i) of the Investment Company Act and Rule 17d-1 thereunder on an application filed by Equitable Capital Partners, L.P., Equitable Capital Partners (Retirement Fund), L.P., Equitable Deal Flow Fund, L.P. and Equitable Capital Management Corporation. (Rel. IC-17925 - December 31)

GATEWAY TAX CREDIT FUND II

A notice has been issued giving interested persons until January 30, 1991 to request a hearing on an application filed by Gateway Tax Credit Fund II Ltd. (Partnership), a limited partnership organized to invest in other limited partnerships which will own and operate low and moderate income multi-family housing, and the Partnership's managing general partner, RJ Credit Partners, Inc., for an order exempting the Partnership from all provisions of the Act. (Rel. IC-17927 - December 31)

THE REVERE FUND

A notice has been issued giving interested persons until January 29, 1991 to request a hearing on an application filed by The Revere Fund, Inc., Revere Capital Corporation, and Sunwestern Advisors, L.P. requesting an order under Section 57(i) of the Investment Company Act and Rule 17d-1 thereunder to permit certain co-investments otherwise prohibited by Section 57(a)(4). (Rel. IC-17928 - December 31)

LANDMARK INTERNATIONAL EQUITY FUND

A notice has been issued giving interested persons until January 28, 1991 to request a hearing on an application filed by Landmark International Equity Fund for a conditional order under Section 6(c) of the Investment Company Act exempting applicant from the provisions of Section 12(d)(3) of the Act and Rule 12d3-1 thereunder to the extent necessary to permit applicant to invest in equity or convertible debt securities issued by foreign issuers that derived more than 15% of their gross revenues from their activities as a broker, dealer, underwriter, or investment adviser, provided such investments meet the conditions described in proposed amended Rule 12d3-1. (Rel. IC-17929; International Series Rel. No. 214 - December 31)

FIRST INVESTORS QUALIFIED DIVIDEND FUND, INC.

A notice has been issued giving interested persons until January 29, 1991 to request a hearing on an application filed by First Investors Qualified Dividend Fund, Inc. for an order under Section 8(f) of the Investment Company Act declaring that it has ceased to be an investment company. (Rel. IC-17930 - January 2)

THE BOING GERMANY PERFORMANCE FUND

A notice has been issued giving interested persons until January 30, 1991 to request a hearing on an application filed by The BOING Germany Performance Fund, Inc. for a conditional order under Section 6(c) of the Investment Company Act exempting applicant from the provisions of Section 12(d)(3) of the Act and Rule 12d3-1 thereunder to the extent necessary to permit it to invest in equity or convertible debt securities issued by foreign issuers that derived more than 15% of their gross revenues from their activities as a broker, dealer, underwriter, or investment adviser, provided such investments meet the conditions described in proposed amended Rule 12d3-1. (Rel. IC-17933; International Series Rel. No. 217 - January 3)

SELF-REGULATORY ORGANIZATIONS

TEMPORARY ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission granted temporary accelerated approval of proposed rule changes filed under Rule 19b-4 of the Securities Exchange Act by the following: National Securities Clearing Corporation, Midwest Clearing Corporation and Securities Clearing Corporation of Philadelphia (SR-NSCC-90-25, SR-MCC-90-08 and SR-SCCP-90-03) to permit NSCC, MCC and SCCP to guarantee at an earlier time settlement of member trades in their respective Continuous Net Settlement (CNS) systems and to revise the CNS portion of their respective clearing fund formulas to protect against increased risk associated with such earlier guarantees (Rel. 34-28728). Publication of the proposed rule changes is expected in the Federal Register during the week of January 7.

ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission approved on an accelerated basis a proposed rule change submitted by the National Association of Securities Dealers (SR-NASD-90-61) to amend Schedule D, Part IV of the NASD's By-Laws which governs the entry and annual fees charged to issuers whose securities are included in the NASDAQ System. (Rel. 34-28731)

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-18 OMEGA HEALTH SYSTEMS INC, 1932 EXETER RD, GERMANTOWN, TN 38138 (901) 757-0435 - 300,000 (\$700,000) COMMON STOCK. 300,000 (\$1,050,000) COMMON STOCK. (FILE 33-38306-A - DEC. 19) (BR. 6)
- S-11 BOSTON FINANCIAL TAX CREDIT FUND VI A LTD PARTNERSHIP, 101 ARCH ST, C/O BOSTON FINANCIAL GROUP INC, BOSTON, MA 02110 (617) 439-3911 - 100,000 (\$100,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: BOSTON FINANCIAL SECURITIES INC. (FILE 33-38408 - DEC. 24) (BR. 6 - NEW ISSUE)
- S-1 FEDFIRST BANCSHARES INC, 230 NORTH CHERRY ST, WINSTON SALEM, NC 27101 (919) 723-3604 - 2,300,000 (\$23,000,000) COMMON STOCK. (FILE 33-38415 - DEC. 24) (BR. 1 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED CALIFORNIA SER 41 (FILE 33-38422 - DEC. 27) (BR. 22 - NEW ISSUE)
- S-8 IMC FERTILIZER GROUP INC, 2100 SANDERS RD, NORTHBROOK, IL 60062 (708) 272-9200 (FILE 33-38423 - DEC. 27) (BR. 13)

REGISTRATIONS CONTINUED

- F-6 EASTERN ELECTRICITY PLC, 101 BARCLAY ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286
(212) 495-1784 - 60,000,000 (\$3,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-38444 - DEC. 24) (BR. 99 - NEW ISSUE)
- S-8 INDEX TECHNOLOGY CORP, ONE MAIN ST, CAMBRIDGE, MA 02142 (617) 494-8200 - 100,000
(\$875,000) COMMON STOCK. (FILE 33-38456 - DEC. 26) (BR. 10)
- S-3 NORWEST CORP, NORWEST CTR, SIXTH & MARQUETTE, MINNEAPOLIS, MN 55479 (612) 667-1234
- 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-38458 - DEC. 24) (BR. 2)

ACQUISITION 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
ACADEMY INS GROUP INC RUBENSTEIN BARRY ET AL	COM 13D	12/27/90	40,387 57.0	00400910 6.7	UPDATE
AERO SVCS INTL INC HELIS WILLIAM G ESTATE ET AL	COM 13D	11/ 5/90	346 6.3	00791310 6.3	UPDATE
AMERICAN RLTY TR INC FRIEDMAN WILLIAM S ET AL	COM PAR\$.01NEW 13D	12/ 7/90	832 39.3	02917740 37.8	NEW
B&H MARITIME CARRIERS LTD HUDNER MICHAEL S ET AL	COM 13D	12/19/90	551 17.9	05490410 16.4	UPDATE
BELVEDERE CORP STOREBRAND AMERICA INC	COM 13D	12/27/90	3,253 54.8	08117810 49.9	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BROADCAST INTL INC NETHERY B E	COM	PAR\$0.1NEW 13D 12/20/90	264 4.4	11131830 4.4	UPDATE
CAL GRAPHITE CORP HILLMAN HENRY L ET AL TRUSTEES	COM	13D 12/13/90	2,285 15.8	12899010 12.0	UPDATE
CANAL CAPITAL CORP EDELMAN ASHER B. ET AL	COM	13D 12/28/90	2,128 49.2	13700310 48.6	UPDATE
CHEYENNE SOFTWARE INC SCHEUER WALTER ET AL	COM	13D 12/20/90	712 7.3	16688810 0.0	NEW
DALLAS OIL & MINERALS INC LOMAK PETROLEUM ET AL	COM	PAR \$0.02 13D 12/19/90	0 99.9	23513620 100.0	UPDATE
DAVID WHITE INC ROYAL BUSINESS GRP	COMMON STOCK	13D 11/19/90	0 0.0	23899310 N/A	UPDATE
EATERIES INC BURKE JAMES M	COM	13D 8/11/86	109 6.1	27785110 0.0	NEW
EATERIES INC MORTON JEFF L	COM	13D 8/11/86	203 10.3	27785110 0.0	NEW
EATERIES INC ORZA EDWARD D	COM	13D 9/11/86	454 25.5	27785110 0.0	NEW
EATERIES INC ORZA PATRICIA L	COM	13D 8/11/86	471 26.5	27785110 0.0	NEW
EATERIES INC ORZA VINCENT F JR	COM	13D 8/11/86	471 26.5	27785110 0.0	NEW
1ST BANCORP VINCENNES IND BARACANI FRANK ET AL	COM	13D 10/26/90	28 6.8	31899310 0.0	NEW
FOREST OIL CORP NATURAL GAS PARTNERS ET AL	COM	13D 12/19/90	842 7.4	34609110 8.4	UPDATE
IDEX CORP GAMCO INVESTORS INC ET AL	COM	13D 12/27/90	2,342 21.7	45199310 20.6	UPDATE
IMMUNEX CORP SOROS GEORGE ET AL	COM	13D 12/13/90	645 5.4	45252710 6.5	UPDATE
INTERAMERICAN CORP EVANS GARY C	COM	13D 12/21/90	3,351 25.4	46118410 0.0	NEW
INTERAMERICAN CORP MORRIS CLAY A ET AL	COM	13D 12/21/90	2,234 16.9	46118410 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
K-SWISS INC	CL A		1,287	48268610	
BILTRITE CORP ET AL	13D	12/27/90	51.5	0.0	NEW
LVI GROUP INC	PFD CV	\$2.0625	169	50243930	
GAMCO INVESTORS INC ET AL	13D	12/27/90	25.5	27.2	UPDATE
LANNETT COMPANY INC	COM		50	51601210	
FARBER WILLIAM	13D	12/21/90	16.1	0.0	NEW
LEHMAN T H CO INC	COM NEW		339	52516920	
GALANO VINCENT ET AL	13D	12/27/90	12.9	11.8	UPDATE
LIFESURANCE CORP	COMMON STOCK		0	53219910	
ROUSSEL LOUIS J ET AL	13D	12/ 3/90	0.0	N/A	UPDATE
MCFARLAND ENERGY INC	COM		685	58043210	
FUND AMERICAN COS	13D	12/20/90	13.2	13.6	UPDATE
MEDIA GEN INC	CL A		5,879	58440410	
GAMCO INVESTORS INC ET AL	13D	12/27/90	23.7	22.7	UPDATE
MIDSOUTH CORP	COM		446	59804110	
MEZZANINE LENDING ASSOC ET AL	13D	12/31/90	6.1	5.8	UPDATE
MORGAN STANLEY GROUP INC	COM		18,265	61744610	
BEARD ANSON M JR ET AL	13D	12/31/90	50.9	54.8	UPDATE
N S BANCORP INC	COM		690	62892510	
GRIFFIN WILLIAM M ET AL	13D	12/20/90	6.9	0.0	NEW
NORTEK INC	COM		1,725	65655910	
BREADY ASSOC ET AL	13D	12/17/90	13.0	13.0	UPDATE
OFFICE CLUB INC	COM		1,447	67621910	
OFFICE DEPOT INC	13D	12/19/90	20.0	0.0	NEW
OPTICORP INC	COM		16,320	68387710	
CLARKE LOUIS G JR	13D	12/26/90	75.8	0.0	NEW
PACIFICARE HEALTH SYS INC	COM		6,985	69511010	
UNIHEALTH AMERICA	13D	11/30/90	60.8	66.4	UPDATE
J M PETERS CO INC	COM		12,000	71603510	
SAN JACINTO SVGS ASSOC	13D	12/14/90	85.8	0.0	NEW
RSI HOLDINGS	COM		1,623	74972310	
MICCO CORP	13D	11/15/89	21.8	0.0	NEW
RATNERS GRP PLC	CONV CUM RED PREF		958	75410660	
MORGAN STANLEY GRP	13D	12/19/90	7.7	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
REALTY SOUTH INVS INC RRH CAPITAL MGMT	COM	13D 12/28/90	323 15.4	75612710 15.1	UPDATE
SCIENCE DYNAMICS CORP MOULTON REYNOLDS E	COM	13D 12/19/90	272 9.4	80863110 8.1	UPDATE
SIXX HOLDINGS INC KNOX JACK D	COM	13D 12/19/90	1,347 31.2	83013510 28.2	UPDATE
TELEBIT CORP CENTURY IV PARTNERS	COM	13D 12/21/90	466 7.1	87999910 0.0	NEW
TIGERA GROUP INC ZLOTNICK ALBERT M ET AL	COM	13D 12/27/90	1,788 8.5	88690710 6.4	UPDATE
TRANSCONTINENTAL RLTY INVS FRIEDMAN WILLIAM S ET AL	COM NEW	13D 11/30/90	441 14.4	89361720 13.8	UPDATE
TWO PESOS INC BOMBAYWALA GHULAM M	COM	13D 12/21/90	3,983 49.3	90206810 24.8	UPDATE
UNITED HEALTHCARE CORP WARBURG PINCUS & CO ET AL	COM	13D 12/28/90	3,711 13.8	91058110 15.8	UPDATE
UNITED MAGAZINE CO THOMAS R DAVID ET AL	COM	13D 12/20/90	3,325 20.8	91080099 20.8	UPDATE
US SHELTER CORP INSIGNIA FINANCIAL GRP ET AL	COM	13D 11/29/90	3,075 32.0	91259510 0.0	NEW
VESTAUR SECS INC ORION CAP CORP ET AL	COM	13D 12/24/90	583 9.1	92546410 8.1	UPDATE
VONS COS INC SAFEWAY STORES INC ET AL	COM	13D 12/28/90	13,551 35.0	92886910 33.2	UPDATE
WEST TENNESSEE FINANCIAL BILLINGS FRANK H	COM	13D 12/14/90	7 8.7	95624099 0.0	NEW
WHITNEY HLDG CORP HELIS WILLIAM G ESTATE ET AL	COM	13D 11/ 5/90	439 6.9	96661210 6.9	UPDATE
WOLF FINANCIAL GROUP FROST PHILLIP ET AL	COM	13D 12/20/90	0 0.0	97771610 6.1	UPDATE
WORTH CORP WORMS & CO	COM	13D 12/21/90	2,136 35.6	98164510 32.3	UPDATE