

# sec news digest

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U.S. SECURITIES  
EXCHANGE COMMISSION

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## ADMINISTRATIVE PROCEEDINGS

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### SANCTIONS IMPOSED AGAINST EDMONT ASSET MANAGEMENT CORP. AND BOWLING GREEN SECURITIES

The Commission instituted public administrative proceedings under Sections 203(e) of the Investment Advisers Act of 1940, 15(b)(4) of the Securities Exchange Act of 1934 and 9(b) of the Investment Company Act of 1940 (Investment Company Act) against Edgemont Asset Management Corp. (Adviser), a registered adviser, and Bowling Green Securities, Inc. (Broker), its affiliated broker-dealer. Simultaneously, the Respondents submitted, and the Commission accepted, Offers of Settlement wherein, without admitting or denying the findings, they consented to the issuance of an Order censuring and imposing procedures on the Adviser, and suspending the registration of the Broker for one year.

The Commission found that the Adviser, aided and abetted by the Broker, violated the anti-fraud provisions of the securities laws by interpositioning the Broker between The Kaufmann Fund, Inc. (Fund) and primary dealers in over-the-counter securities. The Commission further found that the Adviser aided and abetted violations by the Fund of Section 18(f)(1) (short-selling) and 17(g) (fidelity bond coverage) of the Investment Company Act and Rule 17g-1(d) thereunder. The Adviser represented that it voluntarily ceased interpositioning the Broker and returned \$256,648 to Fund shareholders, representing improper commissions plus prejudgment interest. (Rel. 34-29326)

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## CIVIL PROCEEDINGS

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### COMPLAINT AGAINST MICHAEL TRIKILIS AND OTHERS

On June 24, the Commission announced the filing of a complaint in the U.S. District Court for the Western District of Missouri against Michael Trikilis (Trikilis), Thomas LaChapelle (LaChapelle) and Barbara Aldrige (Aldrige). The complaint alleges that each defendant violated Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 and Rules 10b-5 and 14e-3 thereunder in connection with trading in the common stock and options of Marion Laboratories, Inc. (Marion).

Defendant Aldrige, without admitting or denying the allegations of the complaint, consented to the entry of a permanent injunction against future violations and has agreed to pay a civil penalty of \$10,000.

The Commission seeks permanent injunctions against future violations, disgorgement of profits, interest thereon, and civil penalties against defendants Trikilis and LaChapelle. Trikilis and LaChapelle realized profits of approximately \$400,000 and \$15,000, respectively. [SEC v. Michael Trikilis, Thomas LaChapelle and Barbara Aldrige, USDC for the Western District of Missouri, Civil Action No. 91-0560-CV-W-5] (LR-12892)

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## HOLDING COMPANY ACT RELEASES

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### AMERICAN ELECTRIC POWER COMPANY

An order has been issued authorizing American Electric Power Company, Inc. (AEP), a registered holding company, to issue an unconditional and irrevocable guaranty of payment. The order authorizes AEP to guarantee \$1 million of a \$21 million revolving loan which would be made by Bank One, Columbus, N.A. to AmeriFlora 1992, an Ohio non-profit corporation. (Rel. 35-25336)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTINGS GRANTED

Orders have been issued granting the applications of the following exchanges to strike from listing and registration the specified securities: New York Stock Exchange - Hopper Soliday Corporation, Common Stock, \$.001 Par Value (Rel. 34-29327); American Stock Exchange - James Madison Limited, Class A Common Stock, Par Value \$1 (Rel. 34-29336); and Philadelphia Stock Exchange - Senetek PLC, American Depositary Receipts, Class A Warrants, Class B Warrants (Rel. 34-29353).

### WITHDRAWALS GRANTED

Orders have been issued granting the applications of the following to withdraw from listing and registration on the American Stock Exchange: Brown-Forman Corporation, Class A Common Stock, \$.15 Par Value, Class B Common Stock, \$.15 Par Value and Preferred Stock, \$10.00 Par Value (Rel. 34-29337); and UniCARE Financial Corp., Common Stock, No Par Value (Rel. 34-29338)

### UNLISTED TRADING PRIVILEGES SOUGHT

Notices have been issued giving interested persons until July 10 to comment on the applications of the following exchanges for unlisted trading privileges for issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Philadelphia Stock Exchange - 3 issues; Midwest Stock Exchange - 1 issue; and Pacific Stock Exchange - 33 issues. (Rels. 34-29328; 34-29329; 34-29330, respectively)

## UNLISTED TRADING PRIVILEGES GRANTED

Orders have been issued granting the applications of the following exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Cincinnati Stock Exchange - 9 issues; Midwest Stock Exchange - 7 issues; Pacific Stock Exchange - 10 issues; Philadelphia Stock Exchange - 2 issues; and Boston Stock Exchange - 8 issues. (Rel. 34-29331; 34-29332; 34-29333; 34-29334; 34-29335, respectively)

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## SELF-REGULATORY ORGANIZATIONS

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### ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission approved, on an accelerated basis, three proposed rule changes filed by the Philadelphia Stock Exchange: SR-PHLX-91-09 to include in the PHLX's order and decorum regulations sanctions for provocation of physical abuse and abuse of the Exchange's paging system (Rel. 34-29343); SR-PHLX-91-02 that permits the listing of long-term options on a reduced value Value Line Composite Index (VLE) that will be computed at one-tenth the value of the regular VLE (Rel. 34-29346); and SR-PHLX-90-03 to amend its arbitration rules and procedures (Rel. 34-29352).

### PROPOSED RULE CHANGES

Two proposed rule changes have been filed by the Philadelphia Stock Exchange under Rule 19b-4: SR-PHLX-91-17 to establish a procedure for determining participation in a trade on the Foreign Currency Options Floor (Rel. 34-29340); and SR-PHLX-91-15 to prohibit the handling of customer orders of floor broker employees by co-employees with knowledge that the order is for the customer account of another employee (Rel. 34-29342). Publication of the notices is expected in the Federal Register during the week of June 24.

### PARTIAL ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Pacific Stock Exchange filed with the Commission a proposed rule change (SR-PSE-91-09) under Rule 19b-4 to amend its arbitration rules relating to the service of documents and interest on arbitration awards. The Commission granted partial accelerated approval to the proposed rule change provision that amends the arbitration procedures for the service of documents. Publication of the proposed rule is expected in the Federal Register during the week of June 24.

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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.

## REGISTRATIONS

- S-18 OCEAN OPTIQUE DISTRIBUTORS INC, 12989 S W 122ND AVE, MIAMI, FL 33186 (305) 255-3272 - 258,750 (\$2,652,187.50) COMMON STOCK. 258,750 (\$1,681,875) COMMON STOCK. 22,500 (\$261,000) WARRANTS, OPTIONS OR RIGHTS. 22,500 (\$146,250) COMMON STOCK. (FILE 33-41164 - JUN. 17) (BR. 8 - NEW ISSUE)
- S-3 CARNIVAL CRUISE LINES INC, 3655 NW 87TH AVE, MIAMI, FL 33178 (305) 599-2428 - 8,427,500 (\$191,198,906.05) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, GOLDMAN SACHS & CO, SALOMON BROTHERS INC. (FILE 33-41170 - JUN. 17) (BR. 4)
- S-1 MONEY STORE INC /NJ, 2840 MORRIS AVE, UNION, NJ 07083 (908) 686-2000 - 1,725,000 (\$27,600,000) COMMON STOCK. UNDERWRITER: PRUDENTIAL SECURITIES INC. (FILE 33-41172 - JUN. 17) (BR. 11 - NEW ISSUE)
- S-2 ZENITH LABORATORIES INC, 140 LEGRAND AVE, NORTHVALE, NJ 07647 (201) 767-1700 - 118,648 (\$1,705,565) COMMON STOCK. 1,725,000 (\$24,796,875) COMMON STOCK. (FILE 33-41173 - JUN. 18) (BR. 4)
- S-2 NEW LONDON INC, 12500 SAN PEDRO STE 500, SAN ANTONIO, TX 78216 (512) 490-2296 - 622,500 (\$3,812,812.50) COMMON STOCK. 1,332,500 (\$8,161,562) COMMON STOCK. UNDERWRITER: EPPLER GUERIN & TURNER INC. (FILE 33-41231 - JUN. 18) (BR. 3)
- S-8 ALTEL CORP, ONE ALLIED DR, LITTLE ROCK, AR 72202 (501) 661-8000 (FILE 33-41234 - JUN. 18) (BR. 13)
- S-3 BROWNING FERRIS INDUSTRIES INC, 757 N ELDRIDGE, HOUSTON, TX 77079 (713) 870-8100 - 250,000 (\$6,952,500) COMMON STOCK. (FILE 33-41268 - JUN. 18) (BR. 8)
- S-8 NEWPORT CORP, 18235 MT BALDY CIRCLE, FOUNTAIN VALLEY, CA 92708 (714) 963-9811 - 500,000 (\$4,312,500) COMMON STOCK. (FILE 33-41270 - JUN. 18) (BR. 8)
- S-3 INVESTORS SAVINGS CORP, 200 E LAKE ST, WAYZATA, MN 55391 (612) 475-8700 - 104,250 (\$868,402.50) COMMON STOCK. (FILE 33-41271 - JUN. 18) (BR. 1)
- S-8 FIRST CHICAGO CORP, ONE FIRST NATL PLZ, CHICAGO, IL 60670 (312) 732-4000 - 10,000,000 (\$263,750,000) COMMON STOCK. (FILE 33-41272 - JUN. 18) (BR. 1)
- S-8 HANNAFORD BROTHERS CO, 145 PLEASANT HILL RD, SCARBOROUGH, ME 04011 (207) 883-2911 - 500,000 (\$21,187,500) COMMON STOCK. (FILE 33-41273 - JUN. 18) (BR. 2)
- S-8 GROW GROUP INC, PAN AM BLDG 200 PARK AVE, NEW YORK, NY 10166 (212) 599-4400 - 500,000 (\$4,343,750) COMMON STOCK. (FILE 33-41274 - JUN. 18) (BR. 1)