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J.S. SECURITIES AND

EXCHANGE COMMISSION

RULES AND RELATED MATTERS

PRIVACY ACT, SPECIFIC EXEMPTIONS

The Commission has approved a rule change exempting a new system of records from certain provisions of the Privacy Act of 1974, 5 U.S.C. 552a, to the extent that the system contains investigatory material pertaining to the enforcement of criminal laws or compiled for law enforcement purposes. The system of records includes the investigative files of the Office of Inspector General of the Commission. (Rel. 33-6865; 34-27996; 35-25086; 39-2241; IC-17471; IA-1227; PA-13)

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS SETTLED AGAINST GARY W. CHAMBERS

The Commission issued an Order Making Findings and Imposing Remedial Sanctions to administrative proceedings instituted under Sections 15(b) and 19(h) of the Securities Exchange Act against Gary W. Chambers (Chambers). The Order finds that Chambers, the former Senior Vice President of Compliance and Operations at First Investment Securities, Inc. (FIS), failed to adequately supervise the sales practice of William E. Parodi, Sr. and Frederick W. Parodi, with a view to preventing their violations within the meaning of Section 15(b)(4)(E) of the Securities Exchange Act (See Rel. 34-27299). The Order finds that Chambers failed to ensure that FIS had adequate supervisory and compliance procedures and that Chambers failed to discharge certain required supervisory obligations, including the conduct of ongoing compliance reviews.

The Commission determined to accept Chambers' Offer of Settlement in which he neither admits nor denies the Commission's findings and agrees to be suspended for six months from associating, in a supervisory capacity, with any broker-dealer, investment company, investment adviser or municipal securities dealer, and to comply with certain undertakings. (Rel. 34-27963)

CIVIL PROCEEDINGS

IRA MICHAEL PATTON PERMANENTLY ENJOINED

The Seattle Regional Office announced that, on April 25, the Honorable Bruce Jenkins, Chief Judge for the U.S. District Court, at Salt Lake City, entered a final judgment of permanent injunction and order for disgorgement, interest and penalty against Ira Michael Patton. Patton, who consented to the entry of the judgment without admitting

or denying the violations, was enjoined from future violations of Section 10(b) of the Securities Exchange Act and Rule 10b-5, and he was ordered to disgorge profits allegedly obtained in this insider trading case along with prejudgment interest of \$26,964, and to pay a penalty of \$23,990, for a total payment, to be paid over time, of \$50,964 plus postjudgment interest. The disgorgement and prejudgment interest sums are to be paid to a Special Agent who will distribute the sums, on a pro rata basis, to persons who sold common stock of Motor Fuels Corporation in brokerage transactions on September 9, 10 and 11, 1984. The Commission earlier obtained final judgments of permanent injunction concerning future violations of Section 10(b) and Rule 10b-5 against the two other defendants (Peter Berney and Whitney Lund) involving payment of disgorged profits and a penalty by the two defendants of \$125,000, with neither defendant admitting or denying the violations. All three defendants were also alleged to have issued a false and misleading press release concerning Motor Fuels Corporation. [SEC v. Ira Michael Patton, Peter Berney, Whitney Lund, Civil Action C87-0797J, CD Utah] (LR-12467)

ARNOLD J. SWENSON PERMANENTLY RESTRAINED AND ENJOINED

The Los Angeles Regional Office announced that, on April 30, the U.S. District Court for the District of Utah granted the Commission's Motion for Summary Judgment, denying Arnold J. Swenson's Cross-Motion and permanently restraining and enjoining Swenson from violating certain antifraud provisions of the Securities Act and Securities Exchange Act.

The Court found that Swenson, a Salt Lake City resident, aided and abetted the false closing of a Faspac, Inc. S-18 offering, which was false and misleading. Swenson was found to have engaged in non bona fide stock transactions designed to create the appearance that Faspac had successfully completed its offering, when in fact the offering was closed, by obtaining nominee shareholders who paid nothing, or less than full value, for their shares. Swenson is the final defendant of nine to be enjoined in this action, which also involved a pre-arranged merger agreement and the subsequent filing of a false post-effective amendment. Swenson's co-defendants, seven individuals and the issuer, consented to permanent injunctions, without admitting or denying the allegations contained in the complaint, enjoining them from violating certain of the antifraud provisions. [SEC v. Faspac, Inc., et al., Civ No. 88-C-897J, D.Utah] (LR-12468)

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 MANORHOUSE RETIREMENT INNS INC. 2300 22ND N ST. PETERSBURG, FL 33713 (813) 894-2292
- 700,000 (\$3,500,000) COMMON STOCK. 70,000 (\$420,000) COMMON STOCK. UNDERWRITER:
BARKLEY LOCKMAN INVESTMENTS INC, TEXAS SECURITIES INC. (FILE 33-34427-A - APR. 18)
(BR. 6 - NEW ISSUE)
- S-18 ANUBIS II CORP. 1221 NICOLLET MALL STE 206, MINNEAPOLIS, MN 55403 (612) 339-8171 -
1,150,000 (\$2,300,000) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS.
100,000 (\$256,000) COMMON STOCK. 50,000 (\$50) WARRANTS, OPTIONS OR RIGHTS. 50,000
(\$300,000) COMMON STOCK. UNDERWRITER: HAYNE MILLER & FARNI INC. (FILE 33-34434-C -
APR. 19) (BR. 11 - NEW ISSUE)

REGISTRATIONS CONT.

- N-1A MFS WORLDWIDE TOTAL RETURN TRUST, 500 BOYLSTON ST, BOSTON, MA 02116 (617) 954-5000 - INDEFINITE SHARES. UNDERWRITER: MFS FINANCIAL SERVICES INC. (FILE 33-34502 - APR. 30) (BR. 16 - NEW ISSUE)
- S-3 FIRST CAPITAL HOLDINGS CORP, 1900 AVE OF THE STARS, LOS ANGELES, CA 90067 (213) 551-1000 (FILE 33-34505 - APR. 30) (BR. 9)
- S-8 GALACTIC RESOURCES LTD, #935 - 355 BARRARD ST, VANCOUVER B C CANADA V6C 2G8, A1 (604) 687-7169 - 2,200,000 (\$6,347,129.19) COMMON STOCK. (FILE 33-34506 - APR. 30) (BR. 1)
- S-8 3 D SYSTEMS INC, 19TH FLR 885 WEST GEORGIA ST, VANCOUVER BC CANADA V6C 3H4, A1 00000 (604) 683-4201 - 1,062,500 (\$11,501,624) COMMON STOCK. (FILE 33-34507 - APR. 30) (BR. 10)
- S-1 DIGITAL SYSTEMS INTERNATIONAL INC, 7659 176TH PL NE, REDMOND, WA 98052 (206) 881-7544 - 590,000 (\$10,030,000) COMMON STOCK. 1,710,000 (\$29,070,000) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS, DONALDSON LUFKIN & JENRETTE. (FILE 33-34561 - APR. 26) (BR. 7 - NEW ISSUE)
- S-1 SOUTHEAST BANK NATIONAL ASSOCIATION, SOUTHEAST BANK NATIONAL ASSOCIATION, ONE SOUTHEAST FINANCIAL CENTER, MIAMI, FL 33131 (305) 375-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-34563 - APR. 27) (BR. 12)
- S-1 GENZIA PHARMACEUTICALS INC, 11025 ROSELLE ST, SAN DIEGO, CA 92121 (619) 546-8300 - 2,875,000 (\$91,625,000) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, MONTGOMERY SECURITIES, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-34565 - APR. 27) (BR. 4 - NEW ISSUE)
- S-1 XILINX INC, 2100 LOGIC DR, SAN JOSE, CA 95124 (408) 559-7778 - 2,875,000 (\$23,000,000) COMMON STOCK. 3,450,000 (\$30,360,000) COMMON STOCK. UNDERWRITER: COWEN & CO, MORGAN STANLEY & CO INC. (FILE 33-34568 - APR. 27) (BR. 3 - NEW ISSUE)
- S-1 COMSTAR CORP, 1404 HARDING WAY EAST, GALION, OH 44833 (419) 468-2208 - 749,180 COMMON STOCK. 1,498,360 (\$5,244,260) COMMON STOCK. (FILE 33-34588 - APR. 30) (BR. 12 - NEW ISSUE)
- S-1 INTERFIRST BANKCORP INC, 305 E EISENHOWER, ANN ARBOR, MI 48108 (313) 665-3700 - 500,000 (\$4,625,000) COMMON STOCK. (FILE 33-34592 - APR. 27) (BR. 1 - NEW ISSUE)
- S-8 SOUTHEAST BANKING CORP, ONE SOUTHEAST FINANCIAL CTR, MIAMI, FL 33131 (305) 375-7500 - 20,000,000 (\$20,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 2,077,893 COMMON STOCK. 2,077,893 PREFERRED STOCK. (FILE 33-34597 - APR. 27) (BR. 2)
- S-4 RETIREMENT SYSTEM GROUP INC, 41 EAST 42ND ST, NEW YORK, NY 10017 - 1,100,000 (\$5,401,000) COMMON STOCK. (FILE 33-34603 - APR. 27) (BR. 12 - NEW ISSUE)
- S-8 ASARCO INC, 180 MAIDEN LN, NEW YORK, NY 10038 (212) 510-2000 - 2,000,000 (\$51,500,000) COMMON STOCK. (FILE 33-34606 - APR. 27) (BR. 6)
- N-1A CMA PENNSYLVANIA TAX EXEMPT FUND, 800 SCUDDERS MILL RD, PLAINSBORO, NJ 08536 (609) 282-2800 - INDEFINITE SHARES. UNDERWRITER: MERRILL LYNCH PIERCE FENNER & SMITH INC. (FILE 33-34608 - APR. 27) (BR. 17 - NEW ISSUE)
- N-1A CMA NEW JERSEY TAX EXEMPT FUND, 800 SCUDDERS MILL RD, PLAINSBORO, NJ 08536 (609) 282-2800 - INDEFINITE SHARES. UNDERWRITER: MERRILL LYNCH PIERCE FENNER & SMITH INC. (FILE 33-34609 - APR. 27) (BR. 17 - NEW ISSUE)
- S-4 COMMUNICATIONS & ENTERTAINMENT CORP, 6500 WILSHIRE BLVD, SUITE 400, LOS ANGELES, CA 90048 (213) 855-9335 - 6,285,455 (\$9,616,746.15) COMMON STOCK. 4,844,570 (\$5,668,146.90) COMMON STOCK. 3,228,257 COMMON STOCK. 117,319 (\$2,932.98) COMMON STOCK. 179,000 (\$10,471.50) STRAIGHT BONDS. (FILE 33-34627 - APR. 30) (BR. 11 - NEW ISSUE)
- S-8 GENETICS INSTITUTE INC, 87 CAMBRIDGE PK DR, CAMBRIDGE, MA 02140 (617) 742-9100 - 400,000 (\$14,850,000) COMMON STOCK. (FILE 33-34628 - APR. 30) (BR. 8)

REGISTRATIONS CONT.

- S-8 GENETICS INSTITUTE INC, 87 CAMBRIDGE PK DR, CAMBRIDGE, MA 02140 (617) 742-9100 - 100,000 (\$3,587,500) COMMON STOCK. (FILE 33-34629 - APR. 30) (BR. 8)
- S-6 CORPORATE INCOME FUND THREE HUNDRED FIRST MONTHLY PYMT SER - INDEFINITE SHARES. (FILE 33-34651 - MAY. 01) (BR. 17 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND 153 INTERMEDIATE TERM SERIES - INDEFINITE SHARES. (FILE 33-34652 - MAY. 01) (BR. 17 - NEW ISSUE)
- S-6 MUNICIPAL INVESTMENT TRUST FUND 154 INTERMEDIATE TERM SERIES - INDEFINITE SHARES. (FILE 33-34653 - MAY. 01) (BR. 17 - NEW ISSUE)
- S-8 CAPITAL HOLDING CORP, 680 FOURTH AVE COMMONWEALTH BLDG, P O BOX 32830, LOUISVILLE, KY 40202 (502) 560-2000 - 280,000 (\$12,303,200) COMMON STOCK. (FILE 33-34654 - MAY. 01) (BR. 13)
- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201 (414) 221-2345 - \$22,500,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-34656 - MAY. 01) (BR. 13)
- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201 (414) 221-2345 - \$27,500,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-34657 - MAY. 01) (BR. 13)

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
AAR CORP STATE OF WISCONSIN INVEST BD	COM 13D	4/19/90	1,606 10.0	00036110 8.9	UPDATE
APACHE CORP JAFFE ENERGY ET AL	COM 13D	5/ 1/90	2,194 5.0	03741110 5.4	UPDATE
APPLIED BIOSYSTEMS INC STATE OF WISCONSIN INVEST BD	COM 13D	4/19/90	1,091 7.8	03790610 5.7	UPDATE
BANKWORCESTER CORP AMICI ASSOC ET AL	COM 13D	4/23/90	304 4.6	06652210 7.3	UPDATE

ACQUISITIONS CONT.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SHRS(000)/ % OWNED</u>	<u>CUSIP/ PRIOR%</u>	<u>FILING STATUS</u>
BREAKWATER RES LTD CORONA CORP	COM 13D	4/26/90	17,414 27.8	10690210 11.0	UPDATE
COMARCO INC PARSOW PARTNERSHIP ET AL	COM 13D	5/ 1/90	489 10.6	20008010 9.3	UPDATE
COMFED BANCORP INC DEL O'MALLEY THOMAS D ET AL	COM 13D	5/ 3/90	290 3.5	20038010 6.2	UPDATE
COPLEY PPTY INC ALLIED SIGNAL INC	COM 13D	4/23/90	269 6.7	21745410 0.0	NEW
EURIPIDES DEVELOPMENT CORP EUROPA COMPUTER TRADING	COM 13D	4/24/90	6,120 81.6	29869710 0.0	NEW
EXCALIBUR TECHNOLOGIES CORP ALLEN & CO INC ET AL	COM NEW 13D	4/23/90	3,911 60.6	30065120 51.6	UPDATE
FORTUNE FINL GROUP INC DYSON-KISSNER-MORAN CORP ET AL	COM 13D	5/ 3/90	435 10.0	34965110 10.0	UPDATE
FREQUENCY ELECTRS INC STATE OF WISCONSIN INVEST BD	COM 13D	4/23/90	N/A N/A	35801010 5.8	UPDATE
GREAT NORTHN NEKOOSA CORP GEORGIA PAC ET AL	COM 13D	4/27/90	53,585 96.9	39109010 97.9	UPDATE
HARRIER INC ASFAG A G	COM NEW 13D	4/ 9/90	1,839 25.0	41366120 24.5	UPDATE
HEALTH CO INTL INC GEMINI PARTNERS	COM 13D	4/23/90	770 10.0	42220010 0.0	NEW
HELIX TECHNOLOGY CORP STATE OF WISCONSIN INVEST BD	COM 13D	4/11/90	238 9.5	42331910 7.5	UPDATE
ICM PROPERTY INVESTORS INC BEDFORD PETER B	COM 13D	5/ 3/90	1,377 25.1	44928010 23.9	UPDATE
KETCHUM & CO INC OFFICE COMMERCIAL PHAR ET AL	COM 13D	4/27/90	6,544 100.0	49262010 81.7	UPDATE
LEISURE CONCEPTS INC INTL CONSUMER TECH CORP	COM 13D	4/24/90	232 7.5	52539710 0.0	NEW
LIBERTY CORP S C GAMCO INVESTORS INC ET AL	COM 13D	4/26/90	478 5.6	53037010 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ OWNED	CUSIP/ PRIOR	FILING STATUS
MICHAEL FOODS INC	COM		889	59407410	
STATE OF WISCONSIN INVEST	BD	4/17/90	8.0	6.7	UPDATE
MYCOGEN CORP	COM		1,829	62845210	
LUBRIZOL CORP ET AL	13D	4/24/90	22.3	16.9	UPDATE
NIAGARA EXCHANGE CORP	COM		970	65336610	
BERKLEY W R CORP	13D	5/ 1/90	35.0	0.0	NEW
NOSTALGIA NETWORK INC	COM NEW		3,400	66975230	
GOLD 'N M TELEVISION INC ET AL	13D	4/30/90	29.8	58.5	UPDATE
OMNI EXPL INC	COM		14,175	68190510	
LEWEX INC ET AL	13D	4/30/90	64.1	63.3	UPDATE
PARKER & PARSLEY DEV PARTNER	UT LTD PART IN		0	70101610	
SOUTHMARK CORP	13D	2/13/90	0.0	11.5	UPDATE
POOL ENERGY SVCS CO	COM		2,000	73278810	
ENSERCH CORP	13D	4/24/90	14.8	0.0	NEW
RARITAN BANCORP INC DEL	COM		103	75382110	
KLINE ELKO CO III L P	13D	5/ 3/90	9.0	7.6	UPDATE
ROYCE LABS INC	COM		900	78090910	
BELL UNITED	13D	4/24/90	12.2	0.0	NEW
SCI MED LIFE SYS INC	COM		1,250	80861410	
STATE OF WISCONSIN INVEST	BD	4/19/90	9.6	8.4	UPDATE
SCIENCE MGMT CORP	COM		155	80863810	
COATES C ROBERT ET AL	13D	4/20/90	5.6	0.0	NEW
SEAGULL ENERGY CORP	COM		446	81200710	
STATE OF WISCONSIN INVEST	BD	4/12/90	6.4	4.9	UPDATE
SIGNAL APPAREL CO INC	CL A		1,089	82661910	
CLAIRMONT GEORGE B ET AL	13D	5/ 1/90	34.7	34.8	UPDATE
SIGNAL APPAREL CO INC	PFD CONV \$1.60		10	82661920	
CLAIRMONT GEORGE B ET AL	13D	5/ 1/90	6.4	6.1	UPDATE
SLATTERY GROUP	COM		582	83117510	
GETTY PETROLEUM CORP ET AL	13D	4/24/90	94.5	0.0	NEW
SPORTSMANS GUIDE INC	COM		16,333	84890710	
SHIEL VINCENT W ET AL	13D	5/ 2/90	70.0	70.0	UPDATE
TYCO TOYS INC	COM		411	90212810	
STATE OF WISCONSIN INVEST	BD	4/20/90	6.2	5.1	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ % OWNED	CUSIP/ PRIOR%	FILING STATUS
WESTERN CAPITAL INVT CORP MUTUAL SEC LIFE INS ET AL	COM 13D	3/29/90	768 8.2	95787810 12.0	UPDATE
WESTERN UN CORP NEW HEIL EDWARD F	COM 13D	5/ 2/90	4,352 6.5	95980710 6.0	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.

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		
DWI CORP	CA					X			X	01/31/90	
EASTERN AIR LINES INC	DE	X	X							04/19/90	
ENTRONICS CORPORATION	DE		X						X	04/16/90	
FBS MORTGAGE CORP MORTGAGE PASS THR CERT	NV	NO ITEMS								02/12/90	
FLEA FAIR USA INC	NV	X		X	X	X	X			12/12/89	
GMBS INC	DE					X			X	04/30/90	
MAST KEYSTONE INC	IA	X								04/23/90	
NASHUA CORP	DE					X				03/07/90	
SALOMON INC	DE					X			X	04/24/90	
TEXAS AIR CORP	DE					X				04/19/90	
UST FASTBACS 1988-A GRANTOR TRUST	MA	NO ITEMS								04/24/90	
WAVERLY INC	MD			X					X	04/20/90	

SEC PUBLIC INFORMATION NUMBERS

Members of the public seeking information and/or material from the Commission continue to complain of being incorrectly referred to the wrong telephone number by Commission staff. The following information is furnished to assist you in directly calling the appropriate office:

Consumer Affairs (202-272-7440): Investor inquiries and complaint processing information.

Freedom of Information Branch (202-272-7420): Requests concerning FOIA, Privacy Act, Sunshine Act, confidential treatment matters, etc.

Personnel Locator (202-272-2550): Requests for names and phone numbers of Commission personnel.

Public Affairs (202-272-2650): Information about matters in the SEC News Digest, the Commission's operations, and calls from the press not directed to particular individuals, and other related matters.

Public Reference (202-272-7450): Requests for information on whether or not a document has been filed, etc.

Publications Unit (202-272-7460/7461): Requests for forms, studies, directories, etc.

Office of the Secretary (202-272-2600): Requests for information on the Commission calendar.
