

sec news digest

Issue 84-56

March 21, 1984

U.S. SECURITIES AND
EXCHANGE COMMISSION

INVESTMENT COMPANY ACT RELEASES

AETNA LIFE INSURANCE AND ANNUITY COMPANY

An order has been issued exempting Variable Annuity Accounts B and C of Aetna Life Insurance and Annuity Company and Aetna Life Insurance and Annuity Company from the provisions of Sections 26(a) and 27(c)(2) of the Investment Company Act to permit the transactions described in the application. (Rel. IC-13830 - Mar. 20)

HOLDING COMPANY ACT RELEASES

EVMAR OIL CORP.

A notice has been issued giving interested persons until April 16 to request a hearing on an application to declare Evmar Oil Corp. not to be a holding company respecting Midlands Energy Company under Section 2(a)(7) of the Public Utility Holding Company Act of 1935. (Rel. 35-23250 - Mar. 19)

AEP GENERATING COMPANY

A notice has been issued giving interested persons until April 9 to request a hearing on a proposal by AEP Generating Company (AEGCo), subsidiary of American Electric Power Company, Inc. (AEP), to increase its ownership interest from 35% to 50% in the Rockport Generating Plant being constructed by Indiana & Michigan Electric Company, subsidiary of AEP. AEGCo also proposes to increase its borrowing authorization under previously authorized term and revolving loan agreements from \$450 million to \$650 million and to extend from March 31, 1984 to December 31, 1985 its authorization to borrow under the term loan agreement or to enter into "interest rate swap" arrangements. (Rel. 35-23251 - Mar. 19)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange, Inc. to strike all put and call option contracts respecting the common stock of Natomas Company. (Rel. 34-20762)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Chicago Board Options Exchange, Inc. filed a proposed rule change which became effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. The rule change (SR-CBOE-84-9) establishes a fee of \$25 in payment for the fingerprints collected and processed and identification photographs taken by CBOE in its membership application procedures. Publication of the proposal is expected to be made in the Federal Register during the week of March 19. (Rel. 34-20764)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Cincinnati Stock Exchange (SR-CSE-84-1) to amend CSE Rule 11.9 by changing the minimum net capital requirements for the CSE's contributing and designated dealers to the greater of \$50,000 or the amount required under Rule 15c3-1 of the Exchange Act. (Rel. 34-20766)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form, Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a Rights Offering; File number and date filed; Assigned Branch; If the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION under Rule 415.

- (S-18) THE HITECH ENGINEERING COMPANY, 8260 Greensboro Dr., Suite 200, McLean, VA 22102 - 8,000,000 shares of common stock. Underwriter: First Financial Securities, Inc., 2851 S. Parker Rd., Suite 1100, Aurora, CO 80014 (303) 696-9111/(800) 821-9191. The company designs, develops, manufactures and markets security products. (File 2-89904-W - Mar. 12) (Br. 7 - New Issue)
- (S-18) KUHR TECHNOLOGIES, INC., 411 Hackensack Ave., Hackensack NJ 07601 (201) 487-5671 - 600,000 shares of common stock. Underwriter: D. H. Blair & Co., Inc. The company designs, finances, constructs and operates facilities that convert municipal and industrial solid wastes to energy. (File 2-89909-B - Mar. 9) (Br. 8 - New Issue)
- (S-18) AMEDSAT, INC., 50 Business Pkwy., Suite G, Richardson, TX 75081 (214) 238-7825 - 6,500,000 shares of common stock. Underwriter: Mountain Pacific Investment Co. The company proposes to provide satellite-delivered television programming to hospitals. (File 2-89917-FW - Mar. 13) (Br. 8 - New Issue)
- (S-18) CIRCLES RESTAURANTS SOUTH, INC., 1180 S. Powerline Rd., Pompano Beach, FL 33060 (305) 975-7550 - 1,000,000 units. Underwriter: Walter Capital Corporation, 76 Beaver St., New York, NY 10005 (212) 344-3930. The company intends to develop and operate Circles restaurant franchises. (File 2-89918-A - Mar. 13) (Br. 1 - New Issue)
- (S-8) ANALOG DEVICES, INC., Route 1 Industrial Park, Norwood, MA 02062 (617) 742-9100 - 100,000 shares of common stock. (File 2-90023 - Mar. 19) (Br. 8)
- (S-3) ARCHER-DANIELS-MIDLAND COMPANY, 4666 Faries Pkwy., Decatur, IL 62525 (217) 424-5200 - \$200 million of debt securities. (File 2-90024 - Mar. 19) (Br. 3) [S]
- (S-8) CHECKPOINT SYSTEMS, INC., 550 Grove Rd., P.O. Box 188, Thorofare, NJ 08086 (609) 848-1800 - 200,000 shares of common stock. (File 2-90025 - Mar. 19) (Br. 8)
- (S-3) PHH GROUP, INC., 11333 McCormick Rd., Hunt Valley, MD 21031 (301) 667-4000 - \$100 million of medium-term fixed-rate notes. Underwriter: A.G. Becker Paribas Incorporated. (File 2-90026 - Mar. 19) (Br. 5) [S]
- (S-6) THE FIRST TRUST OF INSURED MUNICIPAL BONDS, SERIES 117, 300 West Washington St., Chicago, IL 60606 - an indefinite number of units. Depositor: Clayton Brown & Associates, Inc. (File 2-90027 - Mar. 19) (Br. 18 - New Issue)
- (S-14) FINANCIAL NATIONAL BANCSHARES, CO., 6 Fountain Square Plaza, Elgin, IL 60120 (312) 697-1100 - 151,622 shares of common stock. (File 2-90028 - Mar. 19) (Br. 2)
- (S-1) TAMIMENT HOUSE, INC., Tamiment Resort and Country Club, Tamiment, PA 18371 (717) 588-6652 - 300 resort condominium hotel units. (File 2-90029 - Mar. 19) (Br. 4 - New Issue)
- (S-1) INTERNATIONAL THOROUGHBRED BREEDERS, INC., 202 Abbington Dr., East Windsor, NJ 08520 (609) 443-6111 - 5,000,000 shares of common stock and 2,500,000 three-year common stock purchase warrants. Underwriter: First Jersey Securities, Inc. The company purchases, owns, breeds, leases and sells thoroughbred horses. (File 2-90030 - Mar. 20) (Br. 3) [S]
- (S-2) AMPCO-PITTSBURGH CORPORATION, 700 Porter Bldg., Pittsburgh, PA 15219 (412) 456-4400 - 1,200,000 shares of common stock. Underwriter: Lazard Freres & Co. The company manufactures air and liquid handling equipment, among other things. (File 2-90031 - Mar. 20) (Br. 6)
- (S-6) SEARS TAX EXEMPT INVESTMENT TRUST, MULTI-STATE PROGRAM, SERIES 7, 130 Liberty St., New York, NY 10006 - 6,600 units. Depositor: Dean Witter Reynolds Inc. (File 2-90032 - Mar. 20) (Br. 16 - New Issue)

- (S-14) ASSUMPTION BANCSHARES, INC., 110 Franklin St., Napoleonville, LA 70390 (504) 369-7269 - 160,000 shares of common stock. (File 2-90033 - Mar. 19) (Br. 1 - New Issue)
- (S-1) MANAGEMENT ANALYSIS COMPANY, 11095 Torreyana Rd., San Diego, CA 92121 (619) 452-5000 - 1,000,000 shares of common stock. Underwriter: Wertheim & Co., Inc. The company provides specialized management consulting services and information systems services to nuclear and fossil-fueled electric utilities. (File 2-90035 - Mar. 20) (Br. 5 - New Issue)
- (S-8's) QUALITY MICRO SYSTEMS, INC., One Magnum Pass, Mobile, AL 36618 (205) 633-4300 - 144,425; 160,000 shares of common stock. (File 2-90036; 2-90037 - Mar. 19) (Br. 9)
- (F-1) I.I.S. INTELLIGENT INFORMATION SYSTEMS LIMITED, Technion City, P.O.B. 1640, Haifa 31015, Israel (04) 293020 - 900,000 ordinary shares. Underwriter: Rooney, Pace. The company designs, develops, manufactures, markets and services computer peripheral equipment. (File 2-90038 - Mar. 20) (Br. 10 - New Issue)
- (S-8) CUSHMAN ELECTRONICS, INC., 4500 Campus Dr., Newport Beach, CA 92660 (714) 540-6655 - 100,000 shares of common stock. (File 2-90039 - Mar. 20) (Br. 8)
- (S-1) INTERNATIONAL HARVESTER COMPANY, 401 North Michigan Ave., Chicago, IL 60611 (312) 836-2000 - 12,500,000 shares of common stock. Underwriters: Salomon Brothers Inc. and Lehman Brothers Kuhn Loeb Incorporated. The company is a manufacturer of trucks and agricultural equipment. (File 2-90040 - Mar. 20) (Br. 4)
- (S-3) SUN ELECTRIC CORPORATION, One Sun Pkwy., Crystal Lake, IL 60014 (815) 459-7700 - 55,000 shares of common stock. (File 2-90041 - Mar. 20) (Br. 8)
- (S-6's) INSURED MUNICIPALS-INCOME TRUST, SERIES 111; 112; 113; 114; 115, 1901 North Naper Blvd., Naperville, IL 60566 - 1,000 units (each Series). Depositor: Van Kampen Merritt Inc. (File 2-90043; 2-90044; 2-90045; 2-90046; 2-90047 - Mar. 19) (Br. 18 - New Issues)
- (S-14) MCGREGOR CORPORATION, 135 West 50th St., New York, NY 10020 (212) 307-8000 - \$85,776,032 of sinking fund subordinated notes, due 1994. (File 2-90048 - Mar. 20) (Br. 7)

REGISTRATIONS EFFECTIVE

- Mar. 8: Chrysler Financial Corporation, 2-89721; F & M Bank Corp., 2-89508; First Lake Forest Corporation, 2-89443; II Morrow Inc., 2-89097; Municipal Securities Trust, Multi-State Series 1, 2-74628; Pennsylvania Power & Light Co., 2-89738, 2-89739; Tax Exempt Securities Trust, MultiState Series 45, 2-88847; Texscan Corporation, 2-89563; Barry Wright Corporation, 2-89676.
- Mar. 9: Beatrice Foods Co., 2-89818; Broward Bancorp, 2-89099; Combined Companies, Inc., 2-88379; F&M Bancorp, 2-88390; Fauquier National Bankshares Inc., 2-89481; Middle South Utilities, Inc., 2-88539; New York Localities Legal Obligations Cash ACCESS Trust, 2-82099; Prudential-Bache Energy Income Partnerships II, 2-88461; Scott Science and Technology, Inc., 2-88314; Signal Finance Corporation, 2-89637; Unirode Corporation, 2-89761, 2-89762; Washington Water Power Company, 2-89591, 2-89592.
- Mar. 13: Bankers First Corporation, 2-87727; South Central Illinois Bancorp Inc., 2-89307; Westchester Financial Services Corp., 2-88859.
- Mar. 14: Spendthrift Farm, Inc., 2-89597.

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 prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
ALEXANDERS INC TEXAS PARTNERS ET AL	COM 13D	3/ 5/84	429 9.5	01475210 0.0	NEW
AMERICAN DIST TELEG CO GUARDIAN INDUSTRIES CORP	COM 13D	3/ 7/84	644 5.1	02541110 0.0	NEW
AMERICAN PLAN LIFE INS CO AMERICAN CONSUMER INS CO	COM 13D	12/31/83	535 29.3	02904599 29.3	UPDATE
AMERICAN PLAN LIFE INS CO AMERICAN PLAN CORP	COM 13D	12/31/83	927 50.7	02904599 32.5	UPDATE
BENEFICIAL STD CORP CALFED INC	CL A 13D	3/ 9/84	770 27.3	08176110 26.4	UPDATE
BENEFICIAL STD CORP CALFED INC	CL B 13D	3/ 9/84	1,188 40.0	08176120 41.5	UPDATE
CALVIN EXPL INC BROWN NORMAN K TRUSTEE ET AL	COM 13D	2/28/84	329 6.0	13165810 0.0	NEW
FOREST CITY ENTERPRISES INC BERIMORE CO	CL A 13D	3/ 5/84	235 5.9	34555010 0.0	NEW
FOREST CITY ENTERPRISES INC BERIMORE CO	CL B CONY 13D	3/ 5/84	235 5.9	34555030 0.0	NEW
GARCIA CORP REISMAN SAM INC ET AL	COM 13D	2/28/84	1,519 39.7	36484710 0.0	NEW
GULF CORP MESA PETROLEUM CO ET AL	COM 14D-1	3/16/84	21,735 13.2	40223710 13.1	UPDATE
INTL INST APPLIED TECHNOLOGY INDUSTRIAL TRAINING CORP	COM 13D	2/15/84	2,254 33.2	45969010 18.4	UPDATE
MEDICAL 21 CORP RANDY BEST	COM 13D	3/ 7/84	511 11.2	58463010 0.0	NEW
MEDICAL 21 CORP CONCORD PARTNERS	COM 13D	3/ 7/84	486 10.6	58463010 0.0	NEW
MISSISSIPPI VALLEY GAS CO HESS LEON	COM 13D	3/ 8/84	110 7.5	60574110 0.0	NEW
MURPHY IND INC MURPHY GEORGE W ET AL	COM 13D	2/21/84	5,000 100.0	62669710 0.0	NEW
NORLIN CORP PIEZO ELECTRIC PRODUCTS	COM 13D	3/ 7/84	363 21.1	65604110 20.2	UPDATE
NORLIN CORP RODNEY, PAUL INC ET AL	COM 13D	3/ 7/84	363 21.1	65604110 20.2	UPDATE
ST REGIS CORP LOEMS CORP	COM 13D	3/12/84	2,767 7.8	79345310 0.0	NEW
SCHFRER R P CORP CILLUFFO FRANK J A ET AL	COM 13D	2/10/84	531 6.8	80652710 5.5	UPDATE
SCRIPPS HOWARD BROADCASTING SCRIPPS E W CO	COM 13D	2/14/84	7,950 77.0	81104610 75.0	UPDATE

ACQUISITION REPORTS CONT.

SUPERIOR OIL CO KECK HOWARD B ET AL	COM	13D	3/ 9/84	22,579 17.7	86827310 17.9	UPDATE
VECTOR GRAPHIC INC GOLDEN COINS N Y ET AL	COM	13D	1/ 9/84	961 16.4	92239410 0.0	NEW
WHEELING PITTSBURGH STL CORP NISSHIN STEEL CO LTD	COM	13D	3/ 8/84	320 8.0	96315010 0.0	NEW
ALA MOANA HAWAII PRYS SARACENS LTD ET AL	DEPOSITARY RCPTS	13D	8/11/83	18 0.1	01020710 6.9	UPDATE
ALLIED CAP CORP ALCAP LTD	COM	13D	1/30/84	280 16.6	01903310 17.5	UPDATE
ENSTAR CORP DEL HUFFINGTON ROY M INC ET AL	COM	13D	3/19/84	2,202 14.4	29358210 8.4	UPDATE
HASTING MFG CO TBK PARTNERS ET AL	COM	13D	1/26/84	0 0.0	41839810 1.5	RVSDION
IMPELL CORP CEPELL INC	COM	14D-1	3/16/84	3,210 74.8	45255410 0.0	NEW
JAMESBURY CP CEBURY INC	COM	14D-1	3/16/84	2,136 57.3	47044810 0.0	NEW
KEYSTONE PORTLAND CEM CO BOSTON SAND & GRAVEL ET AL	COM	13D	3/13/84	44 7.7	49358410 0.0	NEW
KING JAMES CORPORATIONS MANDR HEALTHCARE CORP	COM	14D-1	3/19/84	21 5.7	49548510 0.0	UPDATE
TEXAS FED FINANCIAL WILLIAMS JOEL T JR	COM	13D	3/16/84	117 6.5	88190510 0.0	NEW
TEXAS FED FINANCIAL WILLIAMS JOEL T	COM	13D	3/16/84	132 7.3	88190510 0.0	NEW
VIATECH INC BAINTON DONALD J	COM	13D	3/ 7/84	24 5.4	92552810 0.0	NEW
VIATECH INC BAINTON JOHN W	COM	13D	3/ 7/84	109 24.9	92552810 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.

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 Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NO.	DATE
CENTRAL HUDSON GAS & ELECTRIC CORP	3	12/08/83
PETRO LEWIS OIL & NATURAL GAS INCOME PRG	2,7	03/01/84

EXEMPT FILINGS PURSUANT TO REGULATIONS A AND F

The following Offering Statements (Form 1-A) and Notifications (Form 1-F) have been filed with the SEC pursuant to Regulation A and Regulation F, respectively, under the Securities Act of 1933. The information noted below has been taken from the offering statement or notification and will appear as follows: Form; name, address and phone number (if available) of the issuer of the security; title and the number or face amount of the securities being offered; name of the managing underwriter (if applicable); jurisdictions in which the offering is proposed to be made indicated by the two letter abbreviation for each state; and file number and the date filed.

- 1-A Voluntary Investment Program - IV, Samson Plaza, Two West Second St., Tulsa, OK 74103 - \$1,500,000 Preformation Units of Participation - Jurisdictions: AR, CA, CO, CT, GA, IL, KS, LA, NY, OK and TX - (24FW-1759 - Jan. 20)
- 1-A Personnel Contractors, Inc., Suite 864A, 100 North Sixth Street, Minneapolis, MN 55403 - 650,000 common shares - Underwriter: Fundamental Equities Corp., Suite 409, 821 Marquette Ave., Minneapolis, MN 55402 - Jurisdictions: MN, WI, NY, MI, IL, CA, MD, MA and FL - (24C-4233 - Jan. 17)
- 1-A Medix Technologies, Inc., 375 North Broadway, Jericho, NY 11753 - 3,600,000 shares common stock - Underwriter: Norbay Securities, Inc., 36-35 Bell Blvd., P.O. Box 609, Bayside, NY 11361 - Jurisdictions: CO, CT, DC, NV, NY, NJ and UT - (24 NY-8592 - Jan. 3)
- 1-A Play Memory Co. Ltd. Partnership, Shubert Theatre, 225 West 44th St., New York, NY 10036 - 50 Units Limited Partnership Interests for \$550,000 - Jurisdiction: NY - (24 NY-8593 - Jan. 12).
- 1-A 1st Franklin Corp., 213 East Tugalo St. P.O.Box 880, Toccoa, GA 30577 - \$1,000,000 Variable Rate Convertible Subordinated Debentures convertible into 1,000,000 shares of Series A Participating Preferred Stock - Underwriter: Franklin Securities Inc. 213 East Tugalo St. P.O. Box 880, Toccoa, GA 30577 - Jurisdictions: GA - (24A-2545 - Jan 20)
- 1-A Orion Resouces, Inc., 1306 Washington Mutual Building, Spokane, WA. 99201 - 3,000,000 shares common stock - Underwriter: Dillon Securities Inc., W. 525 2nd, Spokane, WA 99204 - Jurisdictions: WA, NY, UT, NV, NJ, ID and CO - (24S-2924 - Jan. 24)
- 1-A The Traveler Ltd. Partnership Co., c/o Dann Byck, 1501 Broadway, Suite 1506, New York, NY 10036 - \$700,000 in Limited Partnership Interests - Jurisdictions: NY and KY - (24NY-8594 - Jan. 25)
- 1-A Paterson Parchment Paper Co., c/o Paterson Pacific Parchment Co., 1400 Kifer Road, Sunnyvale, CA 94086 - 4,262,148 Units each consisting of 1/1000 of a share of Preferred Stock Series of 1983 - Jurisdictions. All states except AK, AR, MT, ND, SD, TN and WY, and DC and Canada - (24LA-0243 - Jan. 26)
- 1-A Specialty Engineering and Design Corp., 1724 - 202nd Place S.W., Lynnwood, WA 98036 - 880,000 shares no par common stock - Jurisdiction: WA - (24S-2925 - Jan. 26)
- 1-A Alfalfa Cubes, Inc., P. O. Box 128, Lucas, KS 67648 - 220,000 units each consisting of two shares common stock and one stock purchase warrant - Underwriter: Lowell H. Listrom & Co., Inc., 1221 Baltimore, Kansas City, MO 64105 - Jurisdictions: CO, IL, IA, KS, MO, NB and OK - (24FW-1760 - Jan. 27)

EXEMPT FILINGS UNDER REGULATIONS A AND F CONT.

- 1-A The How Sweet It Was Ltd. Partnership Co., c/o RHB Productions, Inc., 111 West 57th St., Suite 1102, New York, NY 10019 - \$300,000 in Ltd. Partnership Interests - Jurisdictions: NY and KY - (24NY-8595 - Jan. 27)
- 1-A TD Industries Inc., 13737 North Stemmons, Dallas, TX 75234 - 28,699 shares common stock - Jurisdiction: TX - (24FW-1761 - Jan.30)
- 1-A Aunt Chilotta Systems, Inc., 1125 West Main, Anoka, MN 55303 - 7,000,000 units each consisting of one share common stock and 1/2 warrant - Underwriter: Midwest Discount, Inc., 13 South Ninth St., Minneapolis, MN 55402 - Jurisdictions: MN, CO and NV - (24C-4234 - Jan. 30)
- 1-F San Antonio Water Co., 139 North Euclid Ave., Upland, CA 91786 - Assessment of \$15 per share - (94LA-0059 - Jan. 31)