

# sec news digest

Issue 84-117

U.S. SECURITIES AND  
EXCHANGE COMMISSION

June 15, 1984

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## CIVIL PROCEEDINGS

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### PORTLAND, OREGON BROKER-DEALER ENJOINED AND TRUSTEE APPOINTED

The Seattle Regional Office announced that on June 7 a complaint was filed and a decree of permanent injunction was entered by consent in U.S. District Court for the District of Oregon against June S. Jones Co., a Portland, Oregon broker-dealer, and June Sheldon Jones, Jr., its president, for violations of the Commission's financial responsibility rules. SIPC applied for and received an order appointing a trustee to liquidate the firm. (SEC v. June S. Jones Co., et al., No. 84-619, D. OR). (LR-10416)

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## CRIMINAL PROCEEDINGS

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### FORMER SIPA TRUSTEE PLEADS GUILTY

The Chicago Regional Office announced that on June 12 David Robb entered a plea of guilty to a one-count criminal information that had been filed on June 5 in the Federal Court at Detroit, Michigan. The information charged that Robb had violated Sections 14(c)(1) and (2) of the Securities Investor Protection Act of 1970 (SIPA).

The information charged that Robb, an attorney: on September 18, 1974 was appointed and served as Trustee under the SIPA for the liquidation of Financial House, Inc., a Detroit brokerage firm which was insolvent, until his resignation on March 29, 1983; from about June 1977 to March 29, 1983, embezzled and converted to his own use and benefit approximately \$196,249 belonging to the estate of Financial House and the Securities Investor Protection Corporation, resulting in additional loss to the estate of about \$104,605 of interest; drew checks on an account at a Detroit bank in his name as Trustee and converted the proceeds to his own use; failed to deposit all monies received by him as Trustee, including proceeds from the sales of securities, dividends on securities, and a state tax refund; converted proceeds from two certificates of deposit held by the estate; prepared or caused to be prepared two false documents which purported to be certificates of deposit issued by a Detroit bank; and prepared and filed false reports with the U.S. District Court and the U.S. Bankruptcy Court at Detroit. (U.S. v. David Robb, CR 84-20322, USDC ED MI, S. Div.). (LR-10417)

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## INVESTMENT COMPANY ACT RELEASES

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### SEARS FIXED INCOME INVESTMENT TRUST

An order has been issued on an application filed by Sears Fixed Income Investment Trust and subsequent trusts and similar series of trusts (Trusts), and their sponsor, Dean Witter Reynolds, Inc., granting confidential treatment of certain information filed with the Trusts' registration statements. (Rel. IC-13986 - June 13)

### COLORADO VENTURE CAPITAL CORPORATION

An order has been issued approving Colorado Venture Capital Corporation's Non-Qualified Stock Option Plan and the automatic grant thereunder of options to non-employee directors. (Rel. IC-13987 - June 14)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Municipal Securities Rulemaking Board (SR-MSRB-84-5) to conform the MSRB's arbitration code and fees to reflect changes in the uniform arbitration code adopted by the securities self-regulatory organizations. (Rel. 34-21047)

### NOTICE OF PROPOSED RULE CHANGE

The New York Stock Exchange, Inc. filed a proposed rule change under Rule 19b-4 (SR-NYSE-84-22) to offer a new index option contract based on an index having twice the value of the NYSE Composite Index. Publication of the proposal is expected to be made in the Federal Register during the week of June 18. (Rel. 34-21048)

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## TRUST INDENTURE ACT RELEASES

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### AMERICAN SOUTHWEST FINANCIAL CORPORATION

A notice has been issued giving interested persons until July 9 to request a hearing on an application by American Southwest Financial Corporation under Section 310(b)(1)(ii) of the Trust Indenture Act of 1939. The application declares that the trusteeship of The Valley National Bank of Arizona under five existing indentures and a new indenture is not so likely to involve a material conflict of interest as to make it necessary to disqualify The Bank from acting as trustee. (Rel. TI-910)

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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.

- S-18 UNITED STATES ELECTRONICS GROUP INC, 2075 SOUTH VALENTIA ST, DENVER, CO 80231  
(303) 755-8664 - 2,500 (\$5,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-91421-D - MAY. 30) (BR. 2 - NEW ISSUE)
- S-18 KINETIC DESIGN SYSTEMS LTD, 2475 WEST SECOND AVE, STE 4, DENVER, CO 80223  
(303) 934-5801 - 932,000 (\$116,500) COMMON STOCK. 23,068,000 (\$2,883,500)  
COMMON STOCK. 2,400,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 2,400,000 (\$360,000)  
COMMON STOCK. UNDERWRITER: COPPERFIELD J D LTD. (FILE 2-91445-D - MAY. 31) (BR. 6 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT BOND FUND INSURED SERIES 15, 209 SOUTH LASALLE ST, CHICAGO, IL  
60604 - INDEFINITE SHARES. DEPOSITOR: NUVEEN JOHN & CO INC. (FILE 2-91452 - JUN. 06)  
(BR. 18 - NEW ISSUE)
- S-18 NORTH COAST ENERGY 1984 DRILLINGS PROGRAMS - 1,200 (\$6,000,000)  
LIMITED PARTNERSHIP CERTIFICATE. 1,200 (\$1,500,000) LIMITED PARTNERSHIP CERTIFICATE.  
UNDERWRITER: NCE SECURITIES INC. (FILE 2-91478-C - JUN. 04) (BR. 3 - NEW ISSUE)
- S-18 CJC INDUSTRIES INC, 1180 S POWERLINE RD STE 103, POMPANO BEACH, FL 33069  
(305) 975-7550 - 7,500,000 (\$750,000) COMMON STOCK. 7,500,000 (\$1,125,000)  
COMMON STOCK. 750,000 (\$75,000) WARRANTS, OPTIONS OR RIGHTS. 750,000 (\$90,000)  
COMMON STOCK. UNDERWRITER: WALTER CAPITAL CORP. (FILE 2-91486-A - JUN. 04) (BR. 1 - NEW ISSUE)
- S-18 NATIONWIDE LEGAL SERVICES INC, 141 CENTRAL AVE S, HARTSDALE, NY 10530 (914) 428-6444  
- 862,500 (\$3,450,000) COMMON STOCK. 862,500 (\$3,967,500) COMMON STOCK. 140,000  
(\$140) WARRANTS, OPTIONS OR RIGHTS. 75,000 (\$360,000) COMMON STOCK. 75,000  
(\$412,500) COMMON STOCK. UNDERWRITER: HICKEY KOBER INC. (FILE 2-91487-NY - JUN. 04)  
(BR. 5 - NEW ISSUE)

- S-18 JET WORLD CORP, 7132 N HARLEM, STE 108, CHICAGO, IL 60631 (312) 792-1980 - 2,000,000 (\$1,000,000) COMMON STOCK. 6,000,000 WARRANTS, OPTIONS OR RIGHTS. 6,000,000 (\$4,200,000) COMMON STOCK. (FILE 2-91498-C - JUN. 05) (BR. 3 - NEW ISSUE)
- S-18 SURGE COMPONENTS INC, 2635 PETTIT AVE, BELLMORE, NY 11710 (516) 826-8060 - 4,000,000 (\$800,000) COMMON STOCK. 4,000,000 (\$1,200,000) COMMON STOCK. 400,000 (\$400) WARRANTS, OPTIONS OR RIGHTS. 400,000 (\$92,000) COMMON STOCK. UNDERWRITER: MONARCH FUNDING CORP. (FILE 2-91501-NY - JUN. 05) (BR. 8 - NEW ISSUE)
- S-18 DIVERSIFIED CAPITAL APPLICATIONS INC, 41 VREELAND AVE, TOTOWA, NJ 07512 (201) 890-0125 - 11,000,000 (\$220,000) COMMON STOCK. 33,000,000 (\$990,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 2-91509-NY - JUN. 05) (BR. 1 - NEW ISSUE)
- S-1 CIRCUS CIRCUS ENTERPRISES INC, 2880 LAS VEGAS BLVD SOUTH, LAS VEGAS, NV 89109 (702) 734-0410 - 75,000,000 (\$75,000,000) MORTGAGE BONDS. (FILE 2-91531 - JUN. 07) (BR. 3)
- S-3 AMERICAN PETROFINA INC, FINA PLAZA, 8350 N CENTRAL EXPRESSWAY, DALLAS, TX 75206 (214) 750-2400 - 1,150,000 (\$69,000,000) COMMON STOCK. (FILE 2-91534 - JUN. 07)
- S-8 ALLIED PRODUCTS CORP /DE/, 10 SOUTH RIVERSIDE PLAZA, CHICAGO, IL 60606 (312) 454-1020 - 300,000 (\$3,862,500) COMMON STOCK. (FILE 2-91535 - JUN. 07) (BR. 6)
- S-2 UNITED STATES MINERALS EXPLORATION CO, 12189 RALSTON RD, STE 200, ARVADA, CO 80004 (303) 420-3547 - 2,000,000 (\$880,000) WARRANTS, OPTIONS OR RIGHTS. 2,000,000 (\$880,000) COMMON STOCK. (FILE 2-91536 - JUN. 07) (BR. 5)
- S-6 MUNICIPAL SECURITIES TRUST 23 & 25TH DISCOUNT SERIES, 55 WATER ST, NEW YORK, NY 10041 - 25,000 (\$22,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: BEAR STEARNS & CO. (FILE 2-91537 - JUN. 07) (BR. 16 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT BOND FUND MULTI STATE SERIES 141, 209 S LASALLE ST, CHICAGO, IL 60604 - INDEFINITE SHARES. (FILE 2-91539 - JUN. 07) (BR. 18 - NEW ISSUE)
- S-14 FIRST UNITED BANCSHARES INC /AR/, MAIN AT WASHINGTON STS, EL DORADO, AR 71730 (501) 863-3181 - 200,000 (\$4,908,784) COMMON STOCK. (FILE 2-91540 - JUN. 07) (BR. 1)
- S-8 IMPERIAL INDUSTRIES INC, 13939 N.W. 60TH AVENUE, MIAMI LAKES, FL 33014 (305) 557-2525 - 400,000 (\$800,000) COMMON STOCK. (FILE 2-91541 - JUN. 07) (BR. 10)
- S-8 BOOLE & BABBAGE INC, 510 OAKHEAD PARKWAY, SUNNYVALE, CA 94086 (408) 735-9550 - 1,215,556 (\$8,608,237.80) COMMON STOCK. (FILE 2-91542 - JUN. 07) (BR. 9)
- S-3 PENNSYLVANIA POWER & LIGHT CO /PA, TWO N NINTH ST, ALLENTOWN, PA 18101 (215) 770-5151 - 2,000,000 (\$42,500,000) COMMON STOCK. (FILE 2-91543 - JUN. 07) (BR. 7)
- S-14 AFFILIATED BANKSHARES OF COLORADO INC, 1101 ARAPAHOE AVENUE, BOULDER, CO 80302 (303) 449-2030 - 5,499,626 (\$81,806,931.24) COMMON STOCK. (FILE 2-91544 - JUN. 07) (BR. 2)
- S-8 VMX INC, 1241 COLUMBIA DRIVE, RICHARDSON, TX 75081 (214) 699-1461 - 500,000 (\$4,280,000) COMMON STOCK. (FILE 2-91545 - JUN. 08) (BR. 8)
- S-6 CALIFORNIA INSURED MUNICIPALS INCOME TRUST SERIES 13, 1901 N NAPER BLVD, NAPERVILLE, IL 60566 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 2-91546 - JUN. 08) (BR. 18 - NEW ISSUE)
- S-1 JACO ELECTRONICS INC, 145 OSER AVE, HAUPPAUGE, NY 11788 (516) 273-5500 - 200,000 (\$1,825,000) COMMON STOCK. 317,500 (\$2,897,187.50) COMMON STOCK. (FILE 2-91547 - JUN. 08) (BR. 8)
- S-3 JAMES RIVER CORP OF VIRGINIA, TREDEGAR STREET, RICHMOND, VA 23217 (804) 644-5411 - 1,500,000 (\$38,250,000) COMMON STOCK. (FILE 2-91548 - JUN. 08) (BR. 8)
- S-14 UNIMAX HOLDING CORP, 306 STATE ST, DOVER, DE 19901 (212) 755-8800 - 15,769,512 (\$8,964,000.20) STRAIGHT BONDS. (FILE 2-91549 - JUN. 08) (BR. 7 - NEW ISSUE)
- S-1 WESTERN COMMERCIAL, 111 EAST SHAW AVE, FRESNO, CA 93710 (209) 228-0771 - 600,000 (\$3,000,000) COMMON STOCK. (FILE 2-91550 - JUN. 08) (BR. 1)
- S-8 TACOMA BOATBUILDING CO, 1840 MARINE VIEW DR, TACOMA, WA 98422 (206) 572-3600 - 486,000 (\$3,829,680) COMMON STOCK. (FILE 2-91551 - JUN. 08) (BR. 5)

- S-6 HUTTON E F TAX EXEMPT TRUST MULTISTATE SERIES 9, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 - 15,000 (\$15,450,000) UNIT INVESTMENT TRUST. (FILE 2-91552 - JUN. 08) (BR. 18 - NEW ISSUE)
- S-6 HUTTON E F TAX EXEMPT TRUST NATIONAL SERIES 98, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 - 18,000 (\$18,540,000) UNIT INVESTMENT TRUST. (FILE 2-91553 - JUN. 08) (BR. 18 - NEW ISSUE)
- S-6 HUTTON E F TAX EXEMPT TRUST NATIONAL INSURED SERIES 5, ONE BATTERY PARK PLAZA, NEW YORK, NY 10004 - 22,500 (\$23,175,000) UNIT INVESTMENT TRUST. (FILE 2-91554 - JUN. 08) (BR. 18 - NEW ISSUE)
- N-1 FEDERATED MORTGAGE SECURITIES INCOME FUND, 421 SEVENTH AVE, PITTSBURGH, PA 15219 (412) 288-1900 - INDEFINITE SHARES. (FILE 2-91555 - JUN. 07) (BR. 16 - NEW ISSUE)
- S-8 COLECO INDUSTRIES INC, 999 QUAKER LANE SOUTH, WEST HARTFORD, CT 06110 (203) 725-6000 - 1,174,000 (\$15,702,250) COMMON STOCK. (FILE 2-91557 - JUN. 08) (BR. 4)
- S-8 UNITED STATES STEEL CORP/DE, 600 GRANT STREET, RM 6026, PITTSBURGH, PA 15230 (412) 433-1121 - 2,000,000 (\$52,000,000) COMMON STOCK. (FILE 2-91558 - JUN. 08) (BR. 6)
- S-8 CHIEFTAIN DEVELOPMENT CO LTD, 1201 TORONTO DOMINION TOWER, EDMONTON CENTRE, EDMONTON ALBERTA CANADA T5J2Z1, AO (403) 425-1950 - 100,000 (\$1,275,000) COMMON STOCK. (FILE 2-91560 - JUN. 07) (BR. 3)
- S-8 JET AMERICA AIRLINES INC, 2895 TEMPLE AVENUE, SIGNAL HILL, CA 90806 (213) 595-0565 - \$950,000 OTHER SECURITIES INCLUDING VOTING TRUST. 361,270 (\$1,422,319.99) COMMON STOCK. (FILE 2-91562 - JUN. 08) (BR. 3)
- S-8 WESTERN COMMERCIAL, 111 EAST SHAW AVE, FRESNO, CA 93710 (209) 228-0771 - 708,184 (\$3,154,111) COMMON STOCK. (FILE 2-91563 - JUN. 08) (BR. 1)
- S-11 INSURED PENSION INVESTORS 1984, FINANCIAL CENTER STE 511, 3443 N CENTRAL AVE, PHOENIX, AZ 85012 - 140,000 (\$70,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-91565 - JUN. 08) (BR. 5 - NEW ISSUE)
- S-14 HECLA MINING CO/DE/, HECLA BUILDING, WALLACE, ID 83873 (208) 752-1251 - 6,720,858 (\$124,661,064) COMMON STOCK. (FILE 2-91574 - JUN. 08) (BR. 5 - NEW ISSUE)

#### REGISTRATIONS EFFECTIVE

May 14: Alliance Corporate Cash Reserves, Inc., 2-89553; Aracca Petroleum Corp., 2-88501; Bankamerica Corporation, 2-90932; Energy Methods Petroleum Growth Fund I, 2-87729; First Charlestown Corporation, 2-89783; First Community Bancshares, Inc., 2-90067; Gary-Wheaton Corporation, 2-90187; Grand Bank Corporation, 2-90741; Interferon Sciences Research Partners, Ltd., 2-89332; Interlab Robotics, Inc., 2-89290-LA; Mast/Keystone, Inc., 2-90069-C; Norwest Corporation, 2-90955; Park City Consolidated Mines Co., 2-88903; Phillips Petroleum Company, 2-91009; PJS Scientific, Ltd., 2-89965-NY; Questech, Inc., 2-88617; Sears, Roebuck and Co., 2-88895; Teleoperator Systems Corp., 2-88660-NY; United Bancorp of Arizona, 2-90856.

May 15: Acacia National Variable Annuity Account A, 2-80155; American International Group, Inc., 2-90756; Boca East Associates, Inc., 2-89339; Capt. Crab's Take-Away, Inc., 2-89908; Chemical Financial Corporation, 2-90882; Cosmopolitan Care Corporation, 2-88882; Digital Switch Corporation, 2-90895; The E.F. Hutton Group Inc., 2-90845; First Detroit Corporation, 2-90701; First National Ban Corp of Versailles, 2-89468; Lafayette Bancorp, Inc., 2-90490; New England Business Service, Inc., 2-90811; New Mexico Business Development Corporation, 2-88425; Niagara Mohawk Power Corporation, 2-91011; Planters Financial Corporation, 2-89732; TPI Land Investors II Limited Partnership, 2-89445.

#### REGISTRATIONS WITHDRAWN

May 14: FP Investments, Inc., 2-81471; Lewis Properties I, 2-86270-D; Touchstone Software Corporation, 2-88365-LA.

May 15: SUVA Corporation, 2-85901-LA.

## 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
AMERIFIN CORP ALPINE ASSOC & ECKERT VICTORIA	COM 13D	6/ 1/84	693 5.1	03090110 0.0	NEW
ARUNDEL CORP PHOENIX MANGEMENT CORP	COM 13D	5/30/84	120 5.9	04317710 0.0	NEW
ARUNDEL CORP SHELTON THOMAS B	COM 13D	5/30/84	120 5.9	04317710 0.0	NEW
CONDEC CORP FARLEY WILLIAM F ET AL	COM 13D	6/ 8/84	1,381 32.0	20674110 30.8	UPDATE
DAVID JAMISON CARLYLE CORP LEX SERVICE INC ET AL	COM 13D	6/ 1/84	20,023 83.7	23856310 80.6	UPDATE
UTAH CONSOLIDATED MNG MILING COPLEY ERNEST L III	COM 13D	5/21/84	250 25.0	27864610 0.0	NEW
ENERGY VENTURES INC APPALACHIAN COMPANY	COM 13D	6/ 7/84	1,308 47.0	29274010 42.5	UPDATE
EXCEL ENERGY CORP GIESKES H L J M ET AL	COM 13D	5/16/84	4,341 22.8	30065310 0.0	NEW
FIRST GRANITE BANCORP INC WILKINS GEORGE T JR ET AL	COM 13D	6/ 1/84	60 9.2	32038510 0.0	NEW
FISCHBACH CORP BOESKY IVAN F. ET AL	COM 13D	6/ 8/84	356 10.9	33765910 10.9	UPDATE
GALAXY OIL CO CLUB CORP OF AMERICA	COM 13D	6/ 1/84	2,000 25.1	36318010 0.0	NEW
GOLDEN WEST HOMES WILLIAM LYON COMPANY	COM 13D	5/31/84	888 26.3	38132810 25.3	UPDATE
GRANGER ASSOC MEMORIAL DRIVE TRUST	COM 13D	7/ 7/83	1,089 8.3	38710010 0.0	NEW
GREEN MOUNTAIN HERBS LTD PITTOCK EDWIN J ET AL	COMMON STOCK 13D	5/23/84	1,845 12.3	39312810 12.3	UPDATE
GULF CORP MESA PETROLEUM CO ET AL	COM 13D	6/ 8/84	14,469 8.8	40223710 13.1	UPDATE
HACH CO ALPHA CAPITAL COMPANY	COM 13D	6/ 8/84	108 7.0	40450410 0.0	NEW
HEINICKE INSTRS CO TYCO LABORATORIES INC	COM 13D	6/ 4/84	1,326 46.1	42303810 44.6	UPDATE

## ACQUISITION REPORTS CONT.

INTERNATIONAL SEAWAY TRADING COM GREAT AMERICAN INDS INC	COM	13D	5/30/84	376 57.2	46030810 20.0	UPDATE
IROQUOIS BRANDS LTD FOX TERENCE J	COM	13D	5/31/84	209 13.3	46334910 0.0	NEW
KEYDATA CORP EMPLOYEE BENEFIT CNSLT ET AL	COM	13D	6/ 1/84	257 20.2	49326920 15.9	UPDATE
MICHAELS STORES INC GRIFFIN GEORGE E	COM	13D	6/ 1/84	349 5.9	59408710 0.0	NEW
MILLER WOHL INC BOESKY IVAN F. ET AL	COM	13D	6/ 1/84	416 3.2	60063310 5.2	UPDATE
MONOGRAM OIL & GAS INC AIRD ROBERT FREDERICK	COM	13D	4/19/84	1,677 37.5	60977810 12.9	UPDATE
MONOGRAM OIL & GAS INC ALLEN NIGEL GEOFFREY	COM	13D	4/19/84	1,677 37.5	60977810 12.9	UPDATE
MONOGRAM OIL & GAS INC MONOGRAM INVESTMENTS LTD	COM	13D	4/19/84	1,577 35.3	60977810 11.8	UPDATE
MUTUAL REAL ESTATE INVT TR WINFIELD JOHN V ET AL	SH BEN INT	13D	6/11/84	102 7.0	62832210 6.9	UPDATE
NOVA PETE CORP KANE THOMAS F	COM	13D	5/30/84	7,615 28.9	66979010 0.0	NEW
NOVA PETE CORP PRINTON KANE & CO ET AL	COM	13D	5/30/84	5,294 22.0	66979010 9.8	UPDATE
PROVIDENT INSTN FOR SVGS BOS MUTUAL SHARES CORP ET AL	COM	13D	4/23/84	361 9.6	74388510 5.3	UPDATE
RESOURCE EXPL INC OXFORD OIL COMPANY	COM	13D	5/30/84	461 9.3	76120940 8.6	UPDATE
SAVERS BANCORP INC LAROUCHE DAVID F	COM	13D	5/31/84	22 1.8	80516210 0.0	NEW
SAVERS BANCORP INC QUECHEE LAKES CORP	COM	13D	5/31/84	40 3.3	80516210 0.0	NEW
STERLING FINANCIAL CORP FRONTIER INSURANCE CO	COM CL A	13D	4/16/84	63 7.8	85899310 5.0	NEW
STERLING FINANCIAL CORP FRONTIER INSURANCE CO	COM CL A	13D	4/16/84	63 7.8	85899310 5.0	REVISION
STERLING FINANCIAL CORP INTERNATIONAL MERCANTILE) CO	COM CL A	13D	4/18/84	215 26.9	85899310 22.8	UPDATE
SUPERIOR MFG & INSTR CORP WPG CORP DEVEL ASSOC II ET AL	COM	13D	6/ 1/84	323 34.4	86818810 0.0	NEW
THREE D DEPARTMENTS INC ARRAMS BERNARD	CL B CONV	13D	5/31/84	566 33.3	88553910 0.0	NEW
THREE D DEPARTMENTS INC KOTKIN DAVID	CL B CONV	13D	5/31/84	116 6.8	88553910 0.0	NEW
THREE D DEPARTMENTS INC ARRAMS BERNARD	CL A	13D	5/31/84	566 32.8	88553920 0.0	NEW
THREE D DEPARTMENTS INC KOTKIN DAVID	CL A	13D	5/31/84	116 6.7	88553920 0.0	NEW
TIERCO GROUP INC GELLERT ROBERT J ET AL	COM	13D	5/31/84	1,091 52.0	88650610 46.9	UPDATE

## ACQUISITION REPORTS CONT.

UNC RESOURCES INC STANDARD OIL CO/CALIFORNIA	COM	13D	5/31/84	750 5.5	90307010 0.0	NEW
UNR INDS INC HOKIN EDWIN E	COM	13D	6/ 7/84	0 0.0	90318510 8.0	UPDATE
UTAH CONSOL MNG & MILLING CO COPLEY HELEN MARIE G	COM	13D	5/21/84	250 25.0	91734510 0.0	NEW
WILLIAMS ELECTRS INC CAPITAL CONSULTANTS ET AL	COM	13D	5/31/84	518 6.9	96990110 7.1	UPDATE
WINCORP RLTY INVTS INC CHARTWOOD DEV LTD ET AL	PAIRED CTF	13D	6/ 7/84	215 17.9	97314320 16.1	UPDATE
ADVANCE ROSS CORP MCGOWEN THOMAS TRUSTEE ET AL	COM	13D	6/11/84	444 14.2	00750010 14.2	UPDATE
BINNEY & SMITH INC HALLMARK CARDS INC	COM	13D	6/11/84	1,436 39.5	09054510 0.0	NEW
CGA COMPUTER INC GOLDSMITH BERNARD M III	COM	13D	6/ 6/84	523 15.4	12526210 0.0	NEW
C L ASSETS INC BEDNARSKI STANISLAW H DR	COM	13D	6/ 4/84	157 10.2	12561310 8.0	UPDATE
COTTON PETROLEUM CORP COTTON PETROLEUM CORP	LIM PART INT	14D-1	6/12/84	0 13.5	22169090 11.0	UPDATE
DISNEY WALT PRODTNS TRACINDA CORP	COM	13D	6/ 4/84	0 0.0	25468710 0.0	NEW
EMETT & CHANDLER COS INC LEEDS THOS E CO ET AL	COM	13D	6/11/84	314 18.7	29120510 7.2	UPDATE
EMETT & CHANDLER COS INC SMITH PHILD ET AL	COM	13D	6/11/84	104 6.2	29120510 10.7	UPDATE
GENSTAR CORP CAISSE DE DEPOT DU QUEBEC	COM	13D	6/ 6/84	2,959 9.4	37245110 8.4	UPDATE
GLOBAL DEVELOPMENT INC WILLIAMS STUART & BALAS GARY	COM	13D	5/29/84	98 5.8	37931910 0.0	RYSION
JEWEL COS INC BOESKY IVAN F.ET AL	COM	13D	6/ 7/84	330 2.8	47719610 5.9	NEW
JEWEL COS INC BOESKY IVAN F.ET AL	COM	13D	6/ 7/84	330 2.8	47719610 5.9	UPDATE
MICHAELS STORES INC WYLY CHARLES J JR ET AL	COM	13D	6/ 1/84	398 6.7	59408710 0.0	NEW
MICHAELS STORES INC WYLY SAM	COM	13D	6/ 1/84	409 6.9	59408710 0.0	NEW
MICHIGAN NATL CORP NEDERLANDER HARRY J	COM	13D	6/ 6/84	1,078 9.7	59456310 0.0	NEW
MILLER BROS INDS INC MILLER BROS HOLDINGS INC	COM	14D-1	6/12/84	430 87.6	60040010 86.1	UPDATE
MISCHER CORP WEIL JOHN D	COM	13D	5/29/84	150 7.2	60476610 6.8	UPDATE
NEW ALLIED DEVELOPMENT CO FEDERAL AMERICAN PARTNERS	COM	13D	5/31/84	63 23.0	64186710 5.6	UPDATE
NOBEL INS LTD MCGHEE ROBERT EDWARD ET AL	COM	13D	6/ 1/84	162 8.8	65488510 8.8	UPDATE

## ACQUISITION REPORTS CONT.

NU TECH INDS CORP WILLIAMS JAMES S	CL A	13D	3/27/84	200 5.2	66990420 0.0	NEW
REVERE COPPER & BRASS INC BEL-FRAN INVESTMNTS LTD ET AL	COM	13D	6/ 8/84	524 9.2	76140610 7.4	UPDATE
RIEGEL TEXTILE CORP EMORY KATHERINE R	COM	13D	6/ 4/84	584 15.7	76648110 15.2	UPDATE
RIEGEL TEXTILE CORP STOOKEY KATHERINE E	COM	13D	6/ 4/84	241 6.5	76648110 6.0	UPDATE
SEISCOM DELTA INC SMITH L.S. ET AL	COM	13D	5/25/84	770 19.3	81606810 33.9	UPDATE
TEC INC LENNANE JAMES P ET AL	COM	13D	5/10/84	61 7.4	87236910 5.2	UPDATE
UNION BANCORP INC MICH DWOSSO COMPANY ET AL	COM	13D	5/25/84	20 1.5	90485410 5.2	UPDATE
UNION OF TEXAS BANCOSHR S INC CHRITZBERG CHARLES T JR	COM	13D	5/ 8/84	567 24.1	90862510 20.2	UPDATE
WALKER TELECOMMUNICATIONS CP FLUM PARTNERS ET AL	COM	13D	5/30/84	350 9.1	93180410 0.0	NEW

**RULE 12g3-2(b) EXEMPTIONS**

The following foreign private issuers submitted materials that appeared sufficient to establish an exemption under Rule 12g3-2(b) during the months of April and May, 1984:

APRIL:	82-845	Eden Roc Mineral Corp.
	82-846	Terrex Resources N.L.
	82-847	Oscar Resources Ltd.
	82-848	Wattle Gully Gold Mines N.L.
	82-849	Gold & Mineral Exploration N.L.
	82-850	Checkmate Resources Ltd.
	82-851	Sears Holdings P.L.C.
	82-852	Southern Goldfields Ltd.
	82-853	Walhalla Resources Ltd.
	82-854	Austin Resources Inc.
	82-855	El Dorado Systems (Canada) Ltd.
	82-856	Australian Hydrocarbons N.L.
	82-857	Guardian Resource Corp.
	82-858	Bridgewest Development Corp.
	82-859	King Solomon Resources Ltd.
	82-860	Arch Development Corp.
	82-861	Hard Rock Cafe P.L.C.
MAY:	82-862	Lancaster Resource Corp.
	82-863	Rockspan Resources Ltd.
	82-864	Reg Resources Corp.
	82-865	Lathwell Resources Ltd.
	82-866	Evergo Industrial Enterprise Ltd.
	82-867	Chutine Resources Ltd.
	82-868	Taddale Investments P.L.C.
	82-869	Canadian-United Minerals, Inc.
	82-870	Woolsworth Ltd.
	82-871	Ultramar P.L.C.
	82-872	Sahali Resources Inc.
	82-873	Lear Oil & Gas Corp.