

sec news digest

Issue 89-76

April 24, 1989

CIVIL PROCEEDINGS

XTEX RESOURCES, INC. CONSENTS TO JUDGMENT

The Commission today filed an action in the U.S. District Court for the District of Columbia seeking a Final Judgment of Permanent Injunction against Xtex Resources, Inc. of New York, New York. Simultaneously, Xtex consented to a Final Judgment ordering it to file within 60 days after the entry of the Judgment its delinquent Annual Reports on Form 10-K for its fiscal years ended January 31, 1987, and 1988, its delinquent Quarterly Reports on Form 10-Q for its fiscal quarters ended April 30, July 31, October 31, 1988; and such other periodic reports which may become due prior to the entry of the Judgment; and its delinquent Reports of the Offering of Securities and Use of Proceeds Therefrom on Form SR. The proposed Judgment would also permanently restrain and enjoin Xtex from failing or causing the failure to file timely and in proper form accurate and complete Annual and Quarterly Reports, Notifications of Late Filing, and Reports of the Offer of Securities. (SEC v. Xtex Resources, Inc., USDC DC, Civil Action No. 89-1092-JHP). (LR-12069)

INVESTMENT COMPANY ACT RELEASES

THE RODNEY SQUARE INTERNATIONAL SECURITIES FUND, INC.

A notice has been issued giving interested persons until May 15 to request a hearing on an application filed by The Rodney Square International Securities Fund, Inc. (Fund), Wilmington Trust Company, and Edinburg Fund Managers, plc, for an order for an exemption from Section 15(a) of the Investment Company Act to permit the Fund to compensate Edinburg for its fees under an interim advisory agreement entered into without prior Fund shareholder approval. (Rel. IC-16930 - Apr. 20)

COMMERCIAL SEPARATE ACCOUNT A

An order has been issued declaring that Commercial Separate Account A has ceased to be an investment company. (Rel. IC-16932 - Apr. 20)

THE GUARDIAN INSURANCE AND ANNUITY COMPANY, INC.

An order has been issued granting The Guardian Insurance and Annuity Company, Inc., Guardian Investor Services Corporation, and The Guardian Separate Account B exemptions from Section 27(a)(1) of the Investment Company Act and Rules 6e-2(b)(1), 6e-2(b)(13), and 6e-2(c)(4) to permit the use of the 1980 CSO Table rather than the 1958 CSO Table in calculating the cost of insurance deduction for the variable life insurance contracts funded through Guardian Separate Account B. (Rel. IC-16933 - Apr. 20)

HOLDING COMPANY ACT RELEASES

SAVANNAH ELECTRIC AND POWER COMPANY

A supplemental order has been issued authorizing Savannah Electric and Power Company, subsidiary of The Southern Company, to amend its Charter providing that Savannah be authorized, until July 1, 1999, to issue or assume unsecured debt having maturities of less than ten years in excess of 10% capital, surplus, and secured debt. An order authorizing the solicitation of proxies of the holders of its outstanding preferred stock for its annual meeting on or about May 16, 1989 was issued on March 2, 1989. (Rel. 35-24867 - Apr. 19)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration the common stock, \$.01 par value, of ENGINEERED SYSTEMS & DEVELOPMENT CORPORATION. (Rel. 34-26743)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGES

A proposed rule change has been filed by: The Midwest Clearing Corporation (SR-MCC-89-1) to accelerate its trade resolution and comparison operations. (Rel. 34-26740); The American Stock Exchange (SR-Amex-89-5) to adopt rules and procedures that would accelerate the comparison cycle of transactions executed on the Amex. (Rel. 34-26741); The National Securities Clearing Corporation (SR-NSCC-89-4) to adopt rules and procedures that would redesign and accelerate its comparison system for listed equity securities. (Rel. 34-26742); and The Midwest Securities Trust Company (SR-MSTC-89-1) to establish a new limited participant category, the Regional Interface Organization (RIO) participant category. (Rel. 34-26744)

Publication of the proposals are expected to be made in the Federal Register during the week of April 24.

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-8 CHATTAHOOCHEE BANCORP INC, 1642 POWERS FERRY RD, MARIETTA, GA 30067 (404) 952-7750 - 200,000 (\$1,500,000) COMMON STOCK. (FILE 33-27933 - APR. 03) (BR. 1)
- S-3 RHN B CORP, 222 E MAIN ST, ROCK HILL, SC 29730 (803) 324-4444 - 200,000 (\$2,750,000) COMMON STOCK. (FILE 33-27937 - APR. 03) (BR. 1)
- S-4 FIRST NATIONAL FINANCIAL CORP /KY/, 120 TOWN SQ, P O BOX 125, MANCHESTER, KY 40962 (606) 598-6111 - 20,000 (\$9,581,720) COMMON STOCK. (FILE 33-28073 - APR. 12) (BR. 2 - NEW ISSUE)
- S-1 MCCARROLL FINANCIAL CORP, 500 DALLAS ST STE 780, HOUSTON, TX 77002 (713) 650-6028 - 200,000 (\$600,000) COMMON STOCK. 200,000 (\$1,200,000) COMMON STOCK. (FILE 33-28074 - APR. 12) (BR. 11 - NEW ISSUE)
- S-3 ASSOCIATED BANC CORP, 112 N ADAMS ST, P O BOX 13307, GREEN BAY, WI 54307 (414) 433-3166 - 100,000 (\$1,850,000) COMMON STOCK. (FILE 33-28081 - APR. 13) (BR. 1)
- S-18 CENTRAPLEX CORP, 2 NO MARKET ST STE 444, SAN JOSE, CA 95113 (408) 971-1245 - 5,000,000 (\$50,000) COMMON STOCK. 5,000,000 (\$250,000) COMMON STOCK. 5,000,000 (\$500,000) COMMON STOCK. 166,667 (\$16) COMMON STOCK. UNDERWRITER: FIRST EAGLE INC, TRI BRADLEY INVESTMENTS INC. (FILE 33-28104 - APR. 12) (BR. 12 - NEW ISSUE)
- S-18 DURAPLEX CORP, 2 NO MARKET ST STE 444, SAN JOSE, CA 95113 (408) 971-1245 - 5,000,000 (\$50,000) COMMON STOCK. 5,000,000 (\$250,000) COMMON STOCK. 5,000,000 (\$500,000) COMMON STOCK. 166,667 (\$16) COMMON STOCK. UNDERWRITER: FIRST EAGLE INC, TRI BRADLEY INVESTMENTS INC. (FILE 33-28105 - APR. 12) (BR. 12 - NEW ISSUE)
- S-18 ANDRAPLEX CORP, 2 NO MARKET ST STE 444, SAN JOSE, CA 95113 (408) 971-1245 - 5,000,000 (\$50,000) COMMON STOCK. 5,000,000 (\$250,000) COMMON STOCK. 5,000,000 (\$500,000) COMMON STOCK. 166,667 (\$16) COMMON STOCK. UNDERWRITER: FIRST EAGLE INC, TRI BRADLEY INVESTMENTS INC. (FILE 33-28106 - APR. 12) (BR. 12 - NEW ISSUE)

- S-1 MUSTART INC, 12740 HILLCREST RD STE 209, DALLAS, TX 75230 (214) 980-4793 - 1,250,000 COMMON STOCK. (FILE 33-28111 - APR. 12) (BR. 11 - NEW ISSUE)
- S-1 PLEDGE INC, 12740 HILLCREST RD STE 209, DALLAS, TX 75320 - 1,250,000 COMMON STOCK. (FILE 33-28112 - APR. 12) (BR. 11 - NEW ISSUE)
- S-9 APOGEE ROBOTICS INC, 2643 MIDPOINT DR, FORT COLLINS, CO 80525 (303) 221-1122 - 300,000 (\$570,000) COMMON STOCK. 700,000 (\$1,330,000) COMMON STOCK. (FILE 33-28116 - APR. 13) (BR. 9)
- S-1 FLAG INC, 12740 HILLCREST RD STE 209, DALLAS, TX 75230 (000) 000-0000 - 1,250,000 COMMON STOCK. (FILE 33-28123 - APR. 12) (BR. 11 - NEW ISSUE)
- S-1 GEOTEK INDUSTRIES INC, 20415 NORDHOFF ST, CHATSWORTH, CA 91311 (818) 407-3900 - 600,000 (\$6,000,000) COMMON STOCK. 600,000 (\$3,600,000) COMMON STOCK. 199,800 (\$599,400) COMMON STOCK. (FILE 33-28138 - APR. 14) (BR. 1)
- S-8 INTERPUBLIC GROUP OF COMPANIES INC, 1271 AVE OF THE AMERICAS, NEW YORK, NY 10020 (212) 399-8000 - 200,000 (\$7,950,000) COMMON STOCK. (FILE 33-28143 - APR. 14) (BR. 5)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST NEW YORK MUN PORT SER 29, TWO WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28189 - APR. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED PENN SER 5, TWO WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28190 - APR. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED FLORIDA SER 6, TWC WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10080 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28191 - APR. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST LONG TERM MUN PORT SER 84, TWC WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28192 - APR. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST OHIO MUNICIPAL PORT SER 5, TWC WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28193 - APR. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST OHIO MUNICIPAL PORT SER 6, TWC WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-28194 - APR. 17) (BR. 22 - NEW ISSUE)
- S-3 PROCTER & GAMBLE CO, ONE PROCTER & GAMBLE PLZ, CINCINNATI, OH 45202 (513) 983-1100 (FILE 33-28195 - APR. 17) (BR. 13)

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	BK ITEM NO.							DATE	COMMENT
		1	2	3	4	5	6	7		
JONES INTERCABLE INC	CO		X						02/08/89	AMEND
MAGNOLIA FOODS INC	OK				X				04/07/89	
MAYFAIR SUPER MARKETS INC	DE				X	X			04/03/89	
MEDCO RESEARCH INC	CA				X	X			03/03/89	
MICROSEMI CORP	DE					X			02/24/89	AMEND
MICROSEMI CORP	DE					X			04/03/89	
NATIONAL BANC OF COMMERCE CO	WV						X		03/01/89	AMEND
NATIONAL BANC OF COMMERCE CO	WV						X		03/20/89	AMEND
NATIONWIDE LEGAL SERVICES INC	NJ						X		01/23/89	AMEND
OPTICORP INC	FL		X				X		02/09/89	AMEND
PAINWEBBER INCOME PROPERTIES LTD PARTNE	DE		X				X		03/29/89	
PETROTECH INC	DE		NO ITEMS						03/02/89	AMEND
PHOENIX GROUP INTERNATIONAL INC	DE						X		12/31/88	AMEND
PITT DES MOINES INC	PA				X	X			03/29/89	
POLYDYNE INDUSTRIES INC	CO	X	X				X	X	03/24/89	
PRESIDIO OIL CO	DE						X	X	04/07/89	
REPUBLIC FEDERAL SAVINGS & LOAN ASSOCIAT							X	X	03/20/89	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE		X						03/30/89	
ROCKY MOUNTAIN MEDICAL CORP	CO		X				X		03/06/89	
ROCKY MOUNTAIN MEDICAL CORP	CO				X				04/05/89	
RURAL HOUSING TRUST 1987-1	DE				X				03/01/89	
SAINTS & SINNERS ENTERTAINMENT CO	CO				X	X			03/13/89	
SAMSON ENERGY CO LTD PARTAERSHIP	OK						X		01/29/89	AMEND
SEARS MORTGAGE SEC CORP MCRT PASS THR CE	DE				X	X			02/28/89	
SEARS MORTGAGE SEC CORP MCRT PASS THR CE	DE				X	X			02/31/89	
SECTOR ASSOCIATES LTD	DE	X					X		03/24/89	
SERVICE RESOURCES CORP	FN					X	X		04/06/89	
SKYLINK AMERICA INC	AL						X		01/25/89	AMEND
SOUTHERN NEW ENGLAND TELECOMMUNICATIONS	CT		X		X		X		04/03/89	
STARS TO GO INC	DE	X					X		03/29/89	
STERLING CABLE FUND INC /CO/	CO		X				X		01/31/89	
TO FITNESS INC	FL						X		03/31/89	AMEND
TWISTEE TREAT CORP	CO						X		03/26/89	AMEND
U S MAGNET & ALLOY CORP	DE		NO ITEMS						12/29/88	AMEND
UNIFIED INDUSTRIES INC	CO	X	X				X		04/07/89	
UNILAB CORP	CO						X		11/11/88	AMEND
UNIDIL	NV			X					04/10/89	
USAA INCOME PROPERTIES II LTD PARTNERSHI	DE					X			04/07/89	
USAA INCOME PROPERTIES III LTD PARTNERSH	DE					X			04/07/89	
USAA INCOME PROPERTIES IV LIMITED PARTNE	DE					X			04/07/89	
USAA INCOME PROPERTIES LTC PARTNERSHIP	DE					X			04/07/89	
USAA REAL ESTATE INCOME INVESTMENTS I LI	CA					X			04/07/89	
USAA REAL ESTATE INCOME INVESTMENTS II L	TX					X			04/07/89	
VEGAS CHIPS INC	DE		NO ITEMS						02/02/89	AMEND
VERTICAL SOFTWARE SYSTEMS INC	CO			X			X		03/23/89	
XSCRIBE CORP /CA/	CA		X				X		03/23/89	AMEND
21ST CENTURY FILM CORP	DE				X				03/15/89	AMEND