

# sec news digest

Issue 89-136

July 19, 1989

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## NOTICE OF COMMISSION MEETINGS

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### CHANGE IN THE MEETING: DELETION

The following item will not be considered at the open meeting on July 20 at 10:00 a.m.:

Consideration of whether to issue a release proposing amendments to the Net Capital Rule. Under the proposed Securities Exchange Act Rule 15c3-1 would be amended to raise the minimum net capital required of registered broker-dealers and to standardize the deductions that broker-dealers incur in arriving at net capital for their equity securities positions. Furthermore, the amendments would establish a haircut for zero coupon bonds and relieve certain aggregate indebtedness charges. FOR FURTHER INFORMATION, PLEASE CONTACT David I. A. Abramovitz at (202) 272-2398.

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## ADMINISTRATIVE PROCEEDINGS

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### WASHINGTON STATE INVESTMENT ADVISER SANCTIONED

The Commission instituted public administrative proceedings against Tax Professionals, Inc., an investment adviser in Seattle, Washington, and N. Gordon Frandsen, its president and sole shareholder. Simultaneously, the Commission accepted their Offers of Settlement in which Tax Professionals' registration as an investment adviser was revoked and Frandsen was barred from associating with any broker, dealer, municipal securities dealer, investment adviser, or investment company.

The administrative proceedings were based on a finding that respondents had wilfully violated and been enjoined in the U.S. District Court for the Western District of Washington from violating the antifraud provisions of the Securities Exchange Act of 1934 and the Investment Advisers Act of 1940 and a finding that Frandsen had pled guilty to two counts of theft in state court. The criminal and civil injunctive cases resulted from Frandsen's conduct in diverting funds from the accounts of several elderly clients of Tax Professionals. (Rel. IA-1177)

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## CIVIL PROCEEDINGS

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### MYSORE S. SUNDARA & ASSOCIATES, INC. AND MYSORE S. SUNDARA ENJOINED

The Chicago Regional Office announced that on June 21 the U.S. District Court for the Northern District of Illinois entered a Temporary Restraining Order against Mysore S. Sundara and Mysore S. Sundara & Associates, Inc. (MSA), a registered investment adviser. Sundara and MSA then consented to orders of permanent injunction, entered on June 29 and 30, enjoining them from violating the antifraud provisions of the Securities Act of 1933, Securities Exchange Act of 1934, and Investment Advisers Act of 1940, as well as the books and records and registration provisions of the Investment Advisers Act. The Court reserved the issues of disgorgement and the appointment of a receiver, and ordered defendants to provide an accounting of all assets as well as provide all books and records associated with the investment advisory business. Defendants consented to this injunction, as well as a freeze of all personal and corporate assets, without admitting or denying the Commission's allegations.

The Complaint alleged that defendants fraudulently raised at least \$1.5 million in the sale of interests in investment funds which they created. In the course of selling these securities, defendants misrepresented and omitted material facts concerning the risks involved in the investments, the use of proceeds invested, and rates of return to be earned. (SEC v. Mysore S. Sundara & Associates, Inc., et al., USDC NDIL, Civil Action No. 89-C-4968). (LR-12159)

## ELIJAH WALDRON ENJOINED

The Atlanta Regional Office announced that on July 6 Elijah Waldron of Ocilla, Georgia, formerly president and director of Ocilla Industries, Inc., was permanently enjoined from further violations of the antifraud, proxy, books and records, and reporting provisions of the Securities Exchange Act of 1934. Waldron consented to the Judgment without admitting or denying the allegations in the Complaint. The action involved the creation, and use of an off-the-books cash fund which was used to, among other things, make unrecorded compensation to directors, false reporting, falsification of sales invoices, and misrepresentations to the outside directors. (SEC v. Elijah Waldron, USDC MDGA, Civil Action No. 89-62-VAL). (LR-12160; AAER-235)

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## INVESTMENT COMPANY ACT RELEASES

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### SECURITY FIRST LEGAL RESERVE FUND, INC.; SECURITY FIRST MONEY MARKET FUND, INC.

Notices have been issued giving interested persons until August 11 to request a hearing on an application filed by Security First Legal Reserve Fund, Inc.; and Security First Money Market Fund, Inc. for an order declaring that they have ceased to be investment companies. (Rel. IC-17067; IC-17068 - July 17)

### AMA INCOME FUND, INC.

A notice has been issued giving interested persons until August 10 to request a hearing on an application filed by AMA Income Fund, Inc. (the AINC Funds), AMA Growth Fund, Inc., AMA Money Fund, Inc., Emerging Medical Technology Fund, Inc., Medical Technology Fund, Inc. (the AMA Group Funds), and AMA Advisers, Inc., for an order to permit a reorganization of the AINC Funds and the AMA Group Funds and the sharing of certain expenses associated with the reorganization. (Rel. IC-17069 - July 17)

### FIRST INVESTORS OPTION FUND, INC.

An order has been issued declaring that First Investors Option Fund, Inc. has ceased to be an investment company. (Rel. IC-17070 - July 17)

### CORRECTION RE BANKERS SECURITY VARIABLE LIFE SEPARATE ACCOUNT III

The July 11th News Digest incorrectly listed the name of Bankers Security Variable Life Separate Account III in the text of the summary.

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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 Philadelphia Stock Exchange (SR-Phlx-89-11) relating to the responsibility of specialists to display best bids and offers for those options series in which they are assigned. (Rel. 34-27030)

### NOTICE OF PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change under Rule 19b-4 (SR-Phlx-89-3) relating to enhancement of its AUTOM (Automated Options Market) System. Publication of the proposal is expected to be made in the Federal Register during the week of July 17. (Rel. 34-27033)

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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-8 PRIMERICA CORP /NEW/, 65 E 55TH ST, NEW YORK, NY 10022 (212) 891-8900 - 2,500,000 (\$55,625,000) COMMON STOCK. (FILE 33-29711 - JUL. 11) (BR. 12)

- S-11 HANCOCK JOHN MORTGAGE INVESTORS LTD PART, ONE EXETER PLAZA, BOSTON, MA 02116  
(800) 722-5457 (FILE 33-29712 - JUL. 11) (BR. 11 - NEW ISSUE)
- S-6 SHEARSON LEHMAN HUTTON UNIT TRUSTS DIRECTIONS UIT SERIES 77,  
TWO WORLD TRADE CENTER 104TH FL, NEW YORK, NY 10048 (212) 528-1400 - INDEFINITE SHARES.  
(FILE 33-29715 - JUL. 11) (BR. 18 - NEW ISSUE)
- S-6 SHEARSON LEHMAN HUTTON UNIT TRUSTS HIGH YIELD MUN SERIES 14,  
TWO WORLD TRADE CENTER 104TH FL, NEW YORK, NY 10048 (212) 528-1400 - INDEFINITE SHARES.  
(FILE 33-29716 - JUL. 11) (BR. 18 - NEW ISSUE)
- S-8 OCCUPATIONAL URGENT CARE HEALTH SYSTEMS INC, 2400 VENTURE OAKS WAY, SACRAMENTO, CA  
95833 (916) 924-5200 - 300,000 (\$9,150,000) COMMON STOCK. (FILE 33-29717 - JUL. 11)  
(BR. 9)
- S-1 GENICOM CORP, GENICOM DR, WAYNESBORO, VA 22980 (703) 949-1000 (FILE 33-29719 -  
JUL. 12) (BR. 10)
- S-18 HIGHLAND GOLD PROPERTIES INC, 305 W MERCURY, BUTTE, MT 59701 (406) 723-4061  
UNDERWRITER: FIRST INLAND SECURITIES INC. (FILE 33-29756-S - JUL. 06) (BR. 2  
- NEW ISSUE)
- S-18 PLANTATION CAPITAL CORP, 6160 S SYRACUSE SUITE 310, ENGLEWOOD, CO 80111  
(303) 741-1118 UNDERWRITER: FIRST EAGLE INC. (FILE 33-29763-A - JUL. 06) (BR. 12  
- NEW ISSUE)
- S-18 AME FINANCIAL SERVICES INC, 6413 CONGRESS AVE STE 200, BOCA RATON, FL 33487  
(407) 994-0303 UNDERWRITER: VENTURE TRADING INC. (FILE 33-29764-A - JUL. 07) (BR. 10  
- NEW ISSUE)
- S-18 MEDTRON LABORATORIES INC, 235 E 67TH ST, STE 203, NEW YORK, NY 10021 (212) 570-1000  
- 1,000,000 (\$2,000,000) COMMON STOCK. 100,000 (\$240,000) COMMON STOCK. (FILE  
33-29766-NY - JUL. 07) (BR. 5)
- S-3 MICROSOFT CORP, 16011 NE 36TH WAY, BOX 97017, REDMOND, WA 98073 (206) 882-8080 -  
78,926 (\$4,281,736) COMMON STOCK. (FILE 33-29823 - JUL. 10) (BR. 9)
- S-6 SEARS TAX EXEMPT INVT TR CA MUN PORT INTERM LONG TERM, SER 29 (FILE 33-29833 -  
JUL. 12) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST INSURED CALIFORNIA SER 39 (FILE 33-29834 -  
JUL. 12) (BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST NEW YORK MUN PORT SER 31 (FILE 33-29835 - JUL. 12)  
(BR. 22 - NEW ISSUE)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST CA MUN PORT SER 59 (FILE 33-29836 - JUL. 12)  
(BR. 22 - NEW ISSUE)
- S-6 SEARS GOVERNMENT INVESTMENT TRUST FREDDIE MAC PORT SERIES 10 (FILE 33-29837 -  
JUL. 12) (BR. 22 - NEW ISSUE)
- S-8 BANCORP HAWAII INC, 111 S KING ST, HONOLULU, HI 96813 (808) 537-8111 (FILE 33-29872  
- JUL. 11) (BR. 1)
- S-8 CANYON RESOURCES CORP, 14142 DENVER W PKWY STE 250, GOLDEN, CO 80401 (303) 278-8464  
- 1,007,000 (\$1,888,125) COMMON STOCK. (FILE 33-29874 - JUL. 11) (BR. 2)
- F-6 HYSAN DEVELOPMENT COMPANY LTD /ADR/, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY  
10043 (212) 559-2107 (FILE 33-29877 - JUL. 11) (BR. 99)
- S-8 BROOKLYN UNION GAS CO, 195 MONTAGUE ST, BROOKLYN, NY 11201 (718) 403-2000 (FILE  
33-29898 - JUL. 11) (BR. 7)
- S-1 CORAL COMPANIES INC, 181 E 56TH AVE, STE 200, DENVER, CO 80216 (303) 292-6354 (FILE  
33-29899 - JUL. 11) (BR. 9)
- S-8 GALDOOB LEWIS TOYS INC /DE/, 500 FORBES BLVD, SOUTH SAN FRANCISCO, CA 94080  
(415) 952-1678 (FILE 33-29900 - JUL. 11) (BR. 12)
- S-8 KIEWIT PETER SONS INC, 1000 KIEWIT PLZ, OMAHA, NE 68131 (402) 342-2052 (FILE  
33-29904 - JUL. 11) (BR. 10)

S-8 INTERMARK INC /DE/, 1020 PROSPECT ST, LA JOLLA, CA 92037 (619) 459-3841 (FILE 33-29912 - JUL. 12) (BR. 1)

S-8 AMERICAN BANCORP OF NEVADA, 2800 W SAHARA AVE, LAS VEGAS, NV 89102 (702) 362-7222 (FILE 33-29914 - JUL. 12) (BR. 1)

S-1 LANDMARK GRAPHICS CORP, 333 CYPRESS RUN, HOUSTON, TX 77094 (713) 579-4700 (FILE 33-29916 - JUL. 12) (BR. 9)

## 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	9		
UNILAB CORP	CO	NO ITEMS									02/16/89	AMEND
UNILAB CORP	CO									X	03/31/89	AMEND
VALUE LINE INC	NV		X								06/30/89	
VANGUARD REAL ESTATE FUND II A SALES COM	MA				X		X				06/28/89	
VINTAGE GROUP INC	CO				X		X				07/11/89	
VMX INC	DE			X							06/05/89	AMEND
WESCO FINANCIAL CORP	DE					X					06/22/89	
WITTER DEAN REALTY YIELD PLUS II LP	DE									X	12/14/88	AMEND
WITTER DEAN REALTY YIELD PLUS L P	DE									X	12/14/88	AMEND
WRIGHT BARRY CORP	MA		X							X	06/28/89	
ZALE CORP	TX			X						X	06/28/89	