

sec news digest

Issue 89-229

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U.S. SECURITIES AND
FINANCIAL COMMISSION

COMMISSION ANNOUNCEMENTS

COMPUTERIZATION OF SEC NEWS DIGEST

As of December 4, 1989, the Office of Public Affairs will begin converting the SEC News Digest to production on personal computer. Content and distribution will remain the same. We ask your patience with the inevitable challenges of the transition to personal computer. Whenever possible, those submitting summaries for the Digest are asked to do so on 3.5" p.c. disk, in elite type (10 point, 12 pitch if possible), with a left margin of 12 and a right margin of 7. Justification should be on; summaries should be prepared in block type, double-spaced, with four spaces between paragraphs. One paper copy of the summary (200 words or less) should continue to be submitted.

FOR FURTHER INFORMATION CONTACT: Mary Teel at (202) 272-2650

TRADING SUSPENSIONS

TRADING SUSPENDED IN ZOTEK, INC. SECURITIES

The Commission announced the single ten-day suspension of over-the-counter trading in the securities of Zotek, Inc., a Washington corporation, for the period beginning at 12:00 p.m. (EST) on November 30 and terminating at 11:59 p.m. (EST) on December 8.

The Commission temporarily suspended trading in Zotek securities because of the lack of adequate current information concerning the issuer, and in view of questions that have been raised about the adequacy and accuracy of publicly disseminated information concerning, among other things, Zotek's assets, the identity and background of its officers and affiliates, and other matters. Specifically, questions have been raised concerning an alleged merger between Zotek and L'il Partners, Inc., the scope of operations of L'il Partners, and the identity of persons of both companies. (Rel. 34-27485)

CIVIL PROCEEDINGS

COMPLAINT FILED AGAINST LEONARD M. TUCKER, OTHERS

The Atlanta Regional and Miami Branch Offices filed a Civil Complaint on November 20 in the U.S. District Court for the Southern District of Florida against Leonard M. Tucker, Robert W. Humphrey, Brett A. Bernstein, Elliott L. Bellen, and Randal C. Forman of Boca Raton, Florida; Glenn Siesser of Highland Beach, Florida; and Sheldon G. Kanoff and Gary Ira Tucker of New York. Defendants were formerly employed with F.D. Roberts Securities, Inc., a registered broker-dealer which ceased operations in February 1989. The Complaint seeks to enjoin defendants from further violating the antifraud, registration, and recordkeeping provisions of the securities laws, and to obtain an accounting and disgorgement of ill-gotten proceeds.

The Complaint alleges that defendants caused F.D. Roberts to manipulate the market for the securities of Frankel Capital Management, Inc. and Integrated Financial Group, Inc. by, among other things, placing the securities in "nominee" accounts during the respective IPO's, redistributing the securities in the secondary market at artificial price levels, and making numerous misrepresentations and omissions of material facts to investors and prospective investors in the securities. (SEC v. Leonard M. Tucker, et al., Civil Action No. 89-6974-CIV-GONZALEZ, SDFL). (LR-12307)

INVESTMENT COMPANY ACT RELEASES

THE GUARDIAN INSURANCE AND ANNUITY COMPANY, INC.

A notice has been issued giving interested persons until December 26 to request a hearing on an application filed by The Guardian Insurance and Annuity Company, Inc., The Guardian Separate Account D, and Guardian Investors Services Corporation for an order granting exemptions from the provisions of Sections 26(a)(2) and 27(c)(2) of the Investment Company Act to permit the deduction of mortality and expense risk charges from the assets of the Separate Account pursuant to certain variable annuity contracts. (Rel. IC-17240 - Nov. 28)

GREENWICH CAPITAL ACCEPTANCE, INC.

A conditional order has been issued on an application filed by Greenwich Capital Acceptance, Inc. (Applicant), as depositor of Greenwich CMO Trusts II-VI and similar trusts to be established by Applicant, to issue and sell mortgage-backed bonds (the Trusts). The conditional order exempts Applicant from all provisions of the Investment Company Act in connection with the Trusts' issuance of mortgage-backed bonds, election of REMIC status, and Applicant's sale of residual interests in the Trusts. (Rel. IC-17241 - Nov. 28)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER COMPANY, INC.

An order has been issued authorizing American Electric Power Company, Inc., a registered holding company, and two of its subsidiaries, AEP Generating Company (AEGCo) and Indiana Michigan Power Company (I&M), for AEGCo and I&M to cause two funding corporations to privately place up to \$750 million principal amount of long-term bonds in order to finance part of the costs associated with the sale of the Rockport Generating Station Unit No. 2. In addition, I&M proposes to pay to AEP up to \$65 million of the proceeds to be received from the sale of its 50% undivided ownership interest in Rockport 2 as a special dividend from other paid-in capital. (Rel. 35-24989 - Nov. 21)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until December 19 to comment on the application of the following stock exchanges for unlisted trading privileges in the specified number of issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Midwest Stock Exchange - six issues. (Rel. 34-27475); and the Boston Stock Exchange - 52 and 28 issues [two separate applications]. (Rel. 34-27476; 34-27477)

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 SORG INCORPORATED. (Rel. 34-27474)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by: The Pacific Stock Exchange (SR-PSE-89-21) that narrows the bid-ask differential for certain options quotations and modifies the permissible bid-ask differential provisions for stock options that are in-the-money. (Rel. 34-27471); and The American, Boston, Cincinnati, Midwest, Pacific, Philadelphia, and New York Stock Exchanges and the National Association of

Securities Dealers (SR-Amex-89-19, SR-BSE-89-2 and 89-6, SR-CSE-89-3 and 89-2, SR-MSE-89-4, SR-PSE-89-1 and 89-7, SR-Phlx-89-40, SR-NYSE-89-26, and SR-NASD-89-33 and 89-41) to conform their Intermarket Trading System (ITS) rules on member use of the ITS system to recent amendments to the ITS plan to (1) allow for the pre-opening application to be based on the closing price on the NYSE or the Amex in certain circumstances; (2) clarify that a specialist/market-maker who has sent a pre-opening response has a responsibility to seek a report of execution; and (3) clarify the procedures for resolving third participating market center trade-throughs. (Rel. 34-27473)

ORDER APPROVING AMENDMENTS
TO INTERMARKET TRADING SYSTEM PLAN

The Commission approved amendments to the restated Intermarket Trading System (ITS) Plan to (1) recognize the use of the "Regional Computer Interface" by the Boston Stock Exchange (third amendment); (2) allow for the pre-opening application to be based on the closing price on the NYSE or the Amex in certain circumstances (eighth amendment); (3) clarify that a specialist/market-maker who has sent a pre-opening response has a responsibility to seek a report of execution (third amendment); and (4) clarify the procedures for resolving third participating market center trade-throughs (third amendment). (Rel. 34-27472)

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 ANTE CORP II, 400 NORTH LILAC DR, MINNEAPOLIS, MN 55422 (612) 541-1612 - 4,140,000 (\$4,140,000) COMMON STOCK. UNDERWRITER: EQUITY SECURITIES TRADING CO INC. (FILE 33-32041-C - NOV. 14) (BR. 11 - NEW ISSUE)
- S-18 NONA MORELLIS II INC, 381 SO JOE MARTINEZ BLVD, PUEBLO WEST, CO 81007 (719) 547-2555 - 40,000,000 (\$4,000,000) COMMON STOCK. 4,000,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 4,000,000 (\$480,000) COMMON STOCK. UNDERWRITER: MARICH R B. (FILE 33-32127-D - NOV. 17) (BR. 3 - NEW ISSUE)
- S-18 PILGRIM ACQUISITION CORP, 370 LEXINGTON AVENUE, 19TH FLOOR, NEW YORK, NY 10017 (212) 687-4230 - 1,150,000 (\$1,150,000) COMMON STOCK. 1,150,000 (\$1,725,000) COMMON STOCK. 1,150,000 (\$2,300,000) COMMON STOCK. 1,115,000 (\$514,375) WARRANTS, OPTIONS OR RIGHTS. 1,115,000 (\$1,888,000) COMMON STOCK. (FILE 33-32191-NY - NOV. 17) (BR. 12 - NEW ISSUE)
- S-18 SPORTS HEROES INC, 500 KINDERKAMACK ROAD, ORADELL, NJ 07649 (201) 692-9353 - 900,000 (\$2,997,000) COMMON STOCK. 3,600,000 (\$2,988,000) COMMON STOCK. 90,000 (\$900) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-32193-NY - NOV. 20) (BR. 7 - NEW ISSUE)
- S-1 TEPPCO PARTNERS LP, 1221 MCKINNEY STREET, P O BOX 2521, HOUSTON, TX 77252 (713) 759-3131 - 12,925,000 (\$284,350,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-32203 - NOV. 22) (BR. 7 - NEW ISSUE)
- S-3 COSTCO WHOLESALE CORP, 10809 120TH AVE N E, P O BOX 97077, KIRKLAND, WA 98033 (206) 828-8100 - 50,000 (\$1,616,000) COMMON STOCK. 2,825,000 (\$91,304,000) COMMON STOCK. (FILE 33-32204 - NOV. 24) (BR. 1)
- S-3 CITICORP, 399 PARK AVE, NEW YORK, NY 10043 (212) 559-1000 - 10,000,000 (\$300,000,000) COMMON STOCK. (FILE 33-32207 - NOV. 24) (BR. 1)
- S-11 NATIONWIDE HEALTH PROPERITES INC, 35 N LAKE AVE STE 540, PASADENA, CA 91101 (818) 405-0195 - 4,025,000 (\$45,281,250) COMMON STOCK. (FILE 33-32251 - NOV. 22) (BR. 6)
- N-1A LIGHTHOUSE FUNDS, 6 ST JAMES AVE, BOSTON, MA 02116 (617) 423-0800 - INDEFINITE SHARES. (FILE 33-32255 - NOV. 22) (BR. 17)
- S-1 REPUBLIC INTERNATIONAL CORP, 6985 UNION PARK CENTER, STE 535, MIDVALE, UT 84047 (801) 521-5000 - 4,050,000 (\$12,150,000) COMMON STOCK. 4,505,000 (\$13,515,000) COMMON STOCK. (FILE 33-32256 - NOV. 24) (BR. 4 - NEW ISSUE)

- S-1 PLM EQUIPMENT GROWTH FUND V, 655 MONTGOMERY STREET, SAN FRANCISCO, CA 94111
(415) 989-1860 - 10,000,000 (\$200,000,000) LIMITED PARTNERSHIP CERTIFICATE. 1,250,000
(\$25,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-32258 - NOV. 24) (BR. 5
- NEW ISSUE)
- S-8 BIOMAGNETIC TECHNOLOGIES INC, 4174 SORRENTO VALLEY BLVD, SAN DIEGO, CA 92121
(619) 453-6300 - 621,227 (\$2,748,908) COMMON STOCK. 65,916 (\$79,099) COMMON STOCK.
5,000 (\$6,000) COMMON STOCK. 44,418 (\$53,302) COMMON STOCK. (FILE 33-32260 - NOV. 22)
(BR. 8)
- S-8 ONTARIO PROVINCE OF, 800 THIRD AVE, NEW YORK, NY 10022 - 1,200,000,000
(\$1,200,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-32261 - NOV. 22)
(BR. 9)
- S-8 MORGAN PRODUCTS LTD, 25 TRI-STATE INTERANTIONAL, STE 325, LINCOLNSHIRE, IL 60069
(312) 317-2400 - 250,000 (\$2,671,875) COMMON STOCK. (FILE 33-32264 - NOV. 24) (BR. 10)
- S-1 VANDALIA NATIONAL CORP, 925 RIVERVIEW DRIVE, MORGANTOWN, WV 26505 (304) 599-1502 -
350,000 (\$7,000,000) COMMON STOCK. (FILE 33-32265 - NOV. 22) (BR. 11 - NEW ISSUE)
- S-6 CENTRAL EQUITY TRUST UTILITY SERIES I, 201 PROGRESS PARKWAY,
C/O UNISON INVESTMENT TRUST LTD, MARYLAND HEIGHTS, MO 63043 - 50,000 (\$1,000,000)
UNIT INVESTMENT TRUST. (FILE 33-32266 - NOV. 24) (BR. 17 - NEW ISSUE)
- S-1 CAROLCO PICTURES INC, 8800 SUNSET BLVD, LOS ANGELES, CA 90069 (213) 850-8800 -
5,250,000 (\$55,125,000) COMMON STOCK. (FILE 33-32268 - NOV. 22) (BR. 11)
- S-1 CAROLCO PICTURES INC, 8800 SUNSET BLVD, LOS ANGELES, CA 90069 (213) 850-8800 -
17,181,040 (\$180,400,920) COMMON STOCK. (FILE 33-32269 - NOV. 22) (BR. 11)
- N-1A OPPENHEIMER GLOBAL ENVIRONMENT FUND, TWO WORLD TRADE CTR, NEW YORK, NY 10048
(212) 323-0200 - INDEFINITE SHARES. (FILE 33-32270 - NOV. 22) (BR. 18 - NEW ISSUE)
- S-8 SMITHKLINE BEECHAM P L C, BEECHAM HOUSE - GREAT WEST RD, BRENTFORD,
MIDDLESEX TW8 9BD ENGLAND, X0 - 48,000,000 (\$428,400,000) FOREIGN COMMON STOCK. (FILE
33-32271 - NOV. 22) (BR. 4)
- S-3 MONTANA POWER CO /MT/, 40 E BROADWAY, BUTTE, MT 59701 (406) 723-5421 - 150,000,000
(\$150,000,000) STRAIGHT BONDS. (FILE 33-32275 - NOV. 24) (BR. 8)
- S-3 DELUXE CORP, 1080 W COUNTY RD F, ST PAUL, MN 55126 (612) 483-7111 - 150,000,000
(\$150,000,000) STRAIGHT BONDS. (FILE 33-32279 - NOV. 24) (BR. 12)
- S-3 KELLEY OIL & GAS PARTNERS LTD, 601 JERRERSON ST STE 1100, HOUSTON, TX 77002
(713) 652-5200 - 88,620 (\$1,772,400) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-32281 -
NOV. 24) (BR. 12)
- S-8 SQUARE D CO, 1415 S ROSELLE RD, EXECUTIVE PLZ, PALATINE, IL 60067 (708) 397-2600 -
30,000,000 (\$30,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-32282 -
NOV. 24) (BR. 3)
- S-4 ARROW BANK CORP, 250 GLEN ST, GLENS FALLS, NY 12801 (518) 793-4121 - 2,237,832
(\$34,409,142) COMMON STOCK. (FILE 33-32283 - NOV. 24) (BR. 1)
- S-1 WESTERN COMPANY OF NORTH AMERICA, 6000 WESTERN PL, FORT WORTH, TX 76107
(817) 731-5100 - 74,750 (\$74,750,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE
33-32287 - NOV. 24) (BR. 4)
- S-1 DATA THREE CORP, 501 S CHERRY STREET, STE 500, DENVER, CO 80222 (303) 320-8361 -
500,000 (\$2,500,000) COMMON STOCK. 500,000 (\$4,500,000) COMMON STOCK. (FILE 33-32290
- NOV. 24) (BR. 12 - NEW ISSUE)
- S-8 CELEREX CORP, 1370 STEWART ST STE 100, SEATTLE, WA 98109 (206) 623-3784 -
1,000,000 (\$384,240) COMMON STOCK. (FILE 33-32291 - NOV. 22) (BR. 10)
- S-8 CENTEL CORP, OHARE PLZ 8725 HIGGINS RD, CHICAGO, IL 60631 (312) 399-2500 - 300,000
(\$15,075,000) COMMON STOCK. (FILE 33-32292 - NOV. 24) (BR. 7)
- S-8 SOO LINE CORP, 800 SOO LINE BLDG, MINNEAPOLIS, MN 55440 (612) 347-8287 - 300,000
(\$5,812,500) COMMON STOCK. (FILE 33-32293 - NOV. 24) (BR. 5)

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.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
AMERICAN FILTRONA CORP STETTINIUS WALLACE	COM	13D	516 13.9	02604210 14.6	UPDATE
AMERON INC DEL ODYSSEY PARTNERS	COM	13D	0 0.0	03071010 6.1	UPDATE
AMTECH CORP MITSUBISHI CORP	COM	13D	539 8.7	03232910 0.0	NEW
ATLANTA SOSNOFF CAP CORP SOSNOFF MARTIN T	COM	13D	7,185 72.5	04649910 73.6	UPDATE
ATLAS CORP LEXINGTON PRECISION CORP ET AL	COM NEW	13D	495 8.3	04926730 9.8	UPDATE
BLOCKBUSTER ENTMT CORP UNITED ARTISTS ENTERTAINMENT	COM	13D	7,600 9.5	09367610 9.5	UPDATE
CARRINGTON LABS INC HOWARD CLINTON H ET AL	COM	13D	2,001 33.6	14452510 30.6	UPDATE
CODA ENERGY INC NATIONAL CANADA CORP	COM	13D	1,846 30.0	19188610 29.9	UPDATE
COMSTOCK GROUP INC PACIFIC ENERGY SUPPLY ET AL	COM	13D	833 8.4	20568310 0.0	NEW
DELTA WOODSIDE INDS INC MADDREY E ERWIN II	COM	13D	3,786 20.3	24790410 20.1	UPDATE
DELTA WOODSIDE INDS INC MICCO CORP	COM	13D	1,663 8.9	24790410 0.0	NEW
DELTA WOODSIDE INDS INC MICKEL CHARLES C	COM	13D	686 3.7	24790410 0.0	NEW
DELTA WOODSIDE INDS INC MICKEL MINDR H	COM	13D	533 2.9	24790410 0.0	NEW
DELTA WOODSIDE INDS INC RAINSFORD BETTIS C	COM	13D	3,786 20.3	24790410 20.1	UPDATE
DELTA WOODSIDE INDS INC SHAW MINDR MICKEL	COM	13D	687 3.7	24790410 0.0	NEW
DELTA WOODSIDE IND MICKEL BUCK ALSTON	COM	13D	766 4.1	24790910 0.0	NEW
ENERCELL CORP FS MANAGEMENT TECH	COM	13D	4,744 51.0	29399510 0.0	NEW

ACQUISITIONS REPORTS CONT.

ENVIRONMENT ONE CORP ZENITH PARTNERS	COM	13D	11/20/89	205 5.1	29405610 0.0	NEW
EQUIPMENT CO AMER CAE CORP	COM	13D	11/15/89	2,679 60.6	29443810 0.0	NEW
EQUIPMENT CO AMER CAE CORP	PFD	13D	11/15/89	1,071 68.3	29443899 0.0	NEW
FINANCIAL CORP SANTA BARBARA ROSS LEONARD M ET AL	COM	13D	11/20/89	599 9.9	31744110 9.9	RYSION
FRANKLIN FIRST FINL CORP BERKSHIRE CAPITAL PRT ET AL	COM	13D	11/13/89	436 9.2	35352910 7.9	UPDATE
GALVESTON HOUSTON CO ROBINSON HAMILTON JR ET AL	COM	13D	10/20/89	1,536 13.3	36442410 11.2	UPDATE
GENERAL SCIENCES CORP WEISMAN NEIL JONATHAN	COM	13D	11/13/89	280 14.8	37074110 13.8	UPDATE
GEXA GOLD CORP DEGERSTROM N A INC	COM	13D	5/22/89	1,274 16.5	37439810 12.9	UPDATE
GLEASON CORP FIELD POINT CAPITAL MGMT ET AL	COM	13D	11/14/89	431 7.5	37733910 0.0	NEW
GOLDEN CYCLE GOLD CORP AMERICAN DIVERSIFIED ENT INC	COM	13D	11/13/89	387 25.0	38089410 0.0	NEW
GRAPHIC SCANNING CORP GAMCO INVESTORS INC ET AL	COM	13D	11/22/89	11,323 35.1	38868610 33.8	UPDATE
GREENWICH FINANCIAL CORP GRIFFIN WILLIAM M ET AL	COM	13D	11/14/89	227 8.6	39682910 10.0	UPDATE
HARRIER INC ASFAG A G	COM NEW	13D	11/14/89	2,077 28.8	41366120 0.0	NEW
ISI SYS INC MEMOTEC DATA ET AL	COM	14D-1	11/24/89	6,662 99.1	44990610 59.5	UPDATE
INCOME OPPORTUNITY REALTY TR SH BEN F C MACARTHUR INC	INT	13D	6/30/89	683 18.8	45333710 0.0	NEW
INTERNATIONAL LEISURE ENTPRS BURNS WM ROBERT	COM	13D	10/19/89	2,111 55.3	45975310 65.8	UPDATE
INTERNATIONAL LEISURE ENTPRS MARTORI ARTHUR J	COM	13D	11/10/89	1,780 52.1	45975310 52.1	UPDATE
INTERNATIONAL LEISURE ENTPRS MARTORI BURNS VOTING TR	COM	13D	11/10/89	1,711 50.1	45975310 0.0	NEW
INTERNATIONAL LEISURE ENTPRS MARTORI ENTERPRISES INC	COM	13D	11/10/89	1,711 50.1	45975310 9.8	UPDATE
INTERNATIONAL LEISURE ENTPRS MARTORI JOSEPH P	COM	13D	11/10/89	1,792 52.4	45975310 52.6	UPDATE
LIFESURANCE CORP ROUSSEL LOUIS J ET AL	COMMON STOCK	13D	10/27/89	566 75.0	53219910 74.1	UPDATE
MICROBILT CORP ALPINE ASSOCIATES ET AL	COM	13D	11/16/89	490 6.4	59501010 0.0	NEW
MID PAC AIR CORP KDA HOLDINGS INC	COM	13D	11/16/89	11,394 81.4	59599110 80.0	UPDATE

ACQUISITIONS REPORTS CONT.

NORTH WEST TELECOMMUNICATION COM GAMCO INVESTORS INC ET AL	COM	13D	11/22/89	799 14.1	66330810 11.4	UPDATE
NORTHWESTERN STS PORTLAND CE COM DUNDEE ACQUISITION CO	COM	13D	11/16/89	331 33.3	66835010 0.0	NEW
NORTHWESTERN STS PORTLAND CE COM MACNIDER JACK ET AL	COM	13D	11/16/89	191 19.2	66835010 0.0	NEW
PSE INC DOW CHEMICAL CO ET AL	COM	13D	11/24/89	8,982 98.1	69361510 40.5	UPDATE
QUARTZ MTN GOLD CORP GALACTIC RES LTD	COM	13D	11/20/89	3,391 13.5	74799510 11.9	UPDATE
RSI HOLDINGS KIMBALL WILLIAM R	COM	13D	11/15/89	747 9.8	74972310 0.0	NEW
RSI HOLDINGS MICCO CORP	COM	13D	11/15/89	1,623 21.8	74972310 0.0	NEW
RSI HOLDINGS MICKEL BUCK ALSTON	COM	13D	11/15/89	763 10.0	74972310 0.0	NEW
RSI HOLDINGS MICKEL CHARLES C	COM	13D	11/15/89	686 9.0	74972310 0.0	NEW
RSI HOLDINGS MICKEL MINDR H	COM	13D	11/15/89	533 7.0	74972310 0.0	NEW
RSI HOLDINGS SHAW MINDR MICKEL	COM	13D	11/15/89	687 9.0	74972310 0.0	NEW
RENT A WRECK AMER INC RICHTER WILLIAM L ET AL	COM	13D	10/18/89	1,172 36.6	76009810 7.9	UPDATE
SECURITY CAP CORP DEL FITZGERALD BRIAN D ET AL	COM	13D	11/13/89	2,050 21.3	81413110 0.0	NEW
SOUTHMARK CORP DANESH ANDRE ET AL	COM	13D	11/20/89	4,951 10.9	84454410 13.6	UPDATE
STANDARD EHS INC GAMCO INVESTORS INC ET AL	COM	13D	11/22/89	435 16.6	95410610 14.9	UPDATE
TELEPATE INC DOW JONES & CO ET AL	COM	14D-1	11/24/89	94,112 99.2	87949610 73.5	UPDATE
TRIO TECH INTL HRODOWITZ RICHARD M	COM	13D	11/16/89	250 9.1	89671210 7.9	UPDATE
U S GOLD CORP PLACER DOME INC	COM	13D	11/ 3/89	9,750 22.0	91202310 47.9	UPDATE
WTD INDS INC TIGER ET AL	COM	13D	11/14/89	429 6.8	92934410 0.0	NEW
WEDDING INFORMATION NETWORK KERD INVMT INC	COM	13D	11/13/89	297 99.9	94899010 87.1	UPDATE
WORDSTAR INTL INC RUBINSTEIN SEYMOUR I	COM	13D	11/14/89	1,475 11.0	98136310 0.0	NEW

ACQUISITIONS REPORTS CONT.

APPLE BANCORP INC STAHL STANLEY ET AL	COM	13D	11/22/89	1,400 30.5	03782910 30.4	UPDATE
AURORA BULB CORP VOGT ALAN DONALD ET AL	COM	13D	11/20/89	57 18.9	05199310 0.0	NEW
CAROLINA FREIGHT CORP STATE OF WISCONSIN INVEST BD	COM	13D	11/ 2/89	330 5.0	14389810 0.0	NEW
CLARK EQUIP CO STATE OF WISCONSIN INVEST BD	COM	13D	11/ 2/89	867 5.1	18139610 0.0	NEW
CONQUEST EXPL CO STATE OF WISCONSIN INVEST BD	COM	13D	9/27/89	2,741 6.1	20828510 0.0	NEW
CONTINENTAL GOLD CORP NEW RIO ALGOM LTD	COM	13D	11/22/89	641 8.3	21199410 8.1	UPDATE
COOPER COS INC ADLER FREDERICK R	COM	13D	11/17/89	2 0.0	21664810 0.4	UPDATE
ELJER INDS INC NORTEK INC	COM	13D	11/24/89	547 7.8	28716110 8.9	UPDATE
ERBAMONT N V MONTEDISON S P A ET AL	COM	14D-1	11/27/89	31,582 71.3	29480810 84.5	UPDATE
GULF RES & CHEM CORP INDCO PLC ET AL	COM	13D	11/24/89	3,323 35.6	40249610 33.9	UPDATE
IPOD CORP GREAT PACIFIC CAPITAL ET AL	COM	13D	11/17/89	474 9.4	46261410 0.0	NEW
JETRONIC INDS INC JETTAIR HLDS	COM	13D	11/15/89	201 8.2	47717810 0.0	NEW
MACK TRUCKS INC PEGIE NAT DES USINES RENAULT	COM	13D	11/13/89	18,284 61.7	55451110 43.8	UPDATE
QED EXPL INC FARMAR GEORGE E	U	13D	11/16/89	234 10.1	74790220 9.2	UPDATE
QED EXPL INC FRISON THEODORE H	U	13D	11/16/89	171 7.4	74790220 6.5	UPDATE
RECEPTECH CORP SORDS GEORGE ET AL	COM	13D	11/17/89	240 10.6	75620310 0.0	NEW
VERIT INDS MESON INVESTMENTS	COM PAR \$2	13D	11/20/89	54 7.2	92343420 8.9	UPDATE
WILLIAMS SONOMA INC LEE JOHN	WTS	13D	11/20/89	1 N/A	96990411 N/A	UPDATE