

sec news digest

LIBRARY

Issue 92-107

JUN 5 1992

June 3, 1992

U.S. SECURITIES
EXCHANGE COMMISSION

NOTICE OF COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday mornings. Meetings on Wednesdays, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration.

CLOSED MEETING - TUESDAY, JUNE 9, 1992 - 2:30 P.M.

The subject matter of the June 9 closed meeting will be: Institution of administrative proceedings of an enforcement nature; Settlement of administrative proceedings of an enforcement nature; Settlement of injunctive actions; and Institution of injunctive action.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: Kaye Williams at (202) 272-2400.

ADMINISTRATIVE PROCEEDINGS

ALAN SCOP BARRED

The Commission announced the acceptance of an Offer of Settlement submitted by Alan Scop (Scop) in response to the Commission's February 14, 1992 institution of public administrative proceedings against Scop under Sections 15(b) and 19(h) of the Securities Exchange Act of 1934.

Scop consented to the Commission's entry of an Order finding that he was convicted on November 8, 1989 in the U.S. District Court for the Northern District of Illinois, on one count of conspiracy to commit securities fraud and mail fraud and six counts of securities fraud and that a permanent injunction was issued against Scop by the U.S. District Court for the Southern District of New York on February 6, 1987. The convictions were in connection with Scop's participation in the manipulation of the common stock of European Auto Classics, Ltd. from 1979 to in or about 1982 while the

permanent injunction was based on Scop's alleged involvement in the illegal distribution and market manipulation of the shares of Sundance Gold Mining and Exploration in 1980. The Order bars Scop from association with any broker, dealer, investment company, investment adviser or municipal securities dealer. Scop consented to the entry of the Commission's Order. (Rel. 34-30739)

ARTIE HOPE, CPA, PERMANENTLY SUSPENDED PURSUANT TO RULE 2(e)

Artie S. Hope, a certified public accountant licensed in Florida, is permanently suspended from practice before the Commission pursuant to Rule 2(e)(3) of the Commission's Rules of Practice. Hope audited the financial statements of XCM Corporation, a Utah corporation used to raise capital and to develop and market an explosion-resistant fuel cylinder.

Hope audited XCM's 1987, 1988 and 1989 financial statements. He failed to comply with Generally Accepted Auditing Standards and failed to discover that XCM's financial statements were not prepared in accordance with Generally Accepted Accounting Principles. Hope failed to acquire sufficient competent evidential matter to support management's representations that XCM owned the rights to a patent application for the fuel cylinder or to support the valuation assigned to the rights. In fact, the patent rights were not owned by XCM and management's valuation was based on a lapsed offer using long term projected revenues. Hope also wrote and disseminated false and misleading information to investors concerning XCM's ownership and valuation of the patent rights.

Hope's permanent suspension comes after his failure to petition the Commission to lift a temporary suspension based on Hope's consent to a permanent injunction entered by the Federal District Court located in Jacksonville, Florida. (Rel. 34-30740)

BELLEVUE, WASHINGTON BROKER-DEALER REVOKED AND PRINCIPAL BARRED

The Commission announced that on May 27 public administrative proceedings were instituted against Kochcapital, Inc., a Bellevue, Washington brokerage firm and its principal, Russell G. Koch. The proceedings were based on an injunction entered against Kochcapital and Koch with their consent in U.S. District Court for the Western District of Washington. The Commission's complaint alleged that Koch aided and abetted violations by Kochcapital, Inc. of Section 15(c)(2) of the Securities Exchange Act of 1934 and Rule 15c2-6 thereunder (cold call rule) in transactions involving the securities of Genesis Capital, Inc., International Environmental Group, Inc., Unifirst Corporation, and Petro Plex, Inc. In the civil case, the court waived the imposition of penalties against Kochcapital and Koch based on their financial inability to pay. In the administrative proceedings, Kochcapital's registration with the Commission was revoked and Koch was barred from association with any broker, dealer, investment adviser, investment company or municipal securities dealer. (Rel. 34-30741)

ADMINISTRATIVE PROCEEDINGS INSTITUTED, FINDINGS MADE AND SANCTIONS IMPOSED AGAINST RANDAL FORMAN

The Commission instituted administrative proceedings, made findings and imposed remedial sanctions against Randal C. Forman (Forman) of Boynton Beach, Florida. Forman was formerly a registered representative for F.D. Roberts Securities, Inc. (F.D. Roberts), a registered broker-dealer which ceased operations in February 1989.

Forman submitted, and the Commission accepted, an Offer of Settlement whereby he consented to the entry of an Order Making Findings and Imposing Remedial Sanctions (Order). The Order contained findings that on February 5, 1990, a Final Judgment of Permanent Injunction and Other Relief was entered against Forman enjoining him from further violating or aiding and abetting violations of the registration, antifraud and broker-dealer books and records provisions of the federal securities laws. The Order also contained findings that on April 10, 1990, Forman pled guilty to one felony count of conspiracy to commit securities and tax fraud in violation of 18 U.S.C. Section 371, based on his activities while employed at F.D. Roberts. Further, the Order contained findings that the Commission's complaint alleged that while Forman was associated with F.D. Roberts, he participated in a manipulation of the market prices for two securities issues underwritten and marketed by F.D. Roberts. (Rel. 34-30742)

ORDER INSTITUTING PROCEEDINGS AGAINST FORMER REGISTERED REPRESENTATIVE OF F.D. ROBERTS SECURITIES, INC.

The Commission instituted administrative proceedings under the Securities Exchange Act of 1934 (Exchange Act) against Gary Ira Tucker (G. Tucker) of New York. G. Tucker was formerly employed as a registered representative in the Boca Raton, Florida office of F.D. Roberts Securities, Inc., a registered broker-dealer which ceased operations in February 1989.

The Order Instituting Proceedings (Order) alleges that (a) on December 12, 1990, G. Tucker pled guilty to securities fraud in violation of Section 10(b) of the Exchange Act and Rules 10b-5 and 10b-6, thereunder. The Order alleges that on January 23, 1992, a final judgment of permanent injunction was entered against G. Tucker in connection with a civil action filed by the Commission in November 1989 charging G. Tucker with violating Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5, thereunder. Further, the Order charges G. Tucker with aiding and abetting violations of Sections 10(b), 15(c) and 17(a) of the Exchange Act and Rules 10b-9, 15c1-2 and 17a-3, thereunder (SEC v. Leonard M. Tucker, et al., Civil Action No. 89-6974-CIV-GONZALEZ, S.D. Fla.). (34-30745)

INVESTMENT COMPANY ACT RELEASES

AEGON USA MANAGED PORTFOLIOS, INC., ET AL.

A notice has been issued giving interested persons until June 23 to request a hearing on an application filed by AEGON USA Managed Portfolios, Inc. et al. for an order under Section 17(b) of the Investment Company Act granting an exemption from Section 17(a) of the Act and under Section 17(d) of the Act and Rule 17d-1 thereunder. The order would permit each portfolio of the IDEX II Series Fund to acquire substantially all of the assets of corresponding portfolios of AEGON USA Managed Portfolios, Inc. in exchange for shares of the applicable portfolio of the IDEX II Series Fund. (Rel. IC-18739 - May 29)

ML VENTURE PARTNERS II, L.P., ET AL.

An order has been issued on an application filed by ML Venture Partners II, L.P. (MLVP II), ML Oklahoma Venture Partners, Limited Partnership (ML Oklahoma), Merrill Lynch Interfunding, Inc. (MLIF), Merrill Lynch Venture Capital Inc. and DLJ Capital Management Corporation. The order grants an exemption from Section 57(a)(1) of the Act to permit MLVP II and ML Oklahoma to purchase certain securities from MLIF and pursuant to Sections 57(i) and 17(d) of the Act and Rule 17d-1 thereunder authorizing such joint investments. (Rel. IC-18740 - May 29)

SHORT-TERM WORLD INCOME PORTFOLIO, ET AL.

A conditional order has been issued under Section 6(c) of the Investment Company Act exempting Short-Term World Income Portfolio and World Growth Portfolio from the provisions of Section 12(d)(3) of the Act and Rule 12d3-1 thereunder. The exemptions apply to the extent necessary to permit applicants to acquire securities of certain foreign issuers engaged in securities related activities in accordance with the conditions of the proposed amendments to Rule 12d3-1. (Rel. IC-18742; International Series Rel. 392 -June 2)

**WINTERWOOD FUNDS, INC.
PARKWAY CASH FUND, INC.
PARKWAY CASH TAX-FREE RESERVE FUND, INC.**

Orders have been issued under Section 8(f) of the Investment Company Act declaring that Winterwood Funds, Inc., Parkway Cash Fund, Inc. and Parkway Cash Tax-Free Reserve Fund, Inc. have ceased to be investment companies. (Rels. IC-18743; IC-18744; and IC-18745, respectively - June 2)

HOLDING COMPANY ACT RELEASES

OHIO POWER COMPANY

A supplemental order has been issued authorizing Ohio Power Company, an electric public-utility subsidiary company of American Electric Power Company, Inc., a registered holding company, to effect the refunding of up to \$50 million of pollution control revenue bonds issued in connection with the financing of pollution control facilities. (Rel. 35-25546)

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.

REGISTRATIONS

- S-1 NEW REVLON INC/DE/, 625 MADISON AVENUE, NEW YORK, NY 10022 (212) 527-4000 - 23,000 (\$437,000,000) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, FIRST BOSTON CORP, LAZARD FRERES & CO, LEHMAN BROTHERS, MERRILL LYNCH & CO, MORGAN STANLEY & CO INC, SALOMON BROTHERS INC. (FILE 33-47100 - MAY. 22) (BR. 9 - NEW ISSUE)
- S-3 KANSAS CITY SOUTHERN INDUSTRIES INC, 114 W 11TH ST, KANSAS CITY, MO 64105 (816) 556-0303 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-47198 - MAY. 22) (BR. 5)
- S-1 HEART LABS OF AMERICA INC/FL/, 6600 WEST ROGERS CIRCLE, STE 13, BOCA RATON, FL 33487 (305) 241-7857 - 575,000 (\$5,893,750) COMMON STOCK. 575,000 (\$3,737,500) COMMON STOCK. 57,500 (\$57,50) WARRANTS, OPTIONS OR RIGHTS. 57,500 (\$648,312.50) COMMON STOCK. 57,500 (\$373,750) COMMON STOCK. UNDERWRITER: NOBLE INVESTMENT CO OF PALM BEACH. (FILE 33-47199 - MAY. 22) (BR. 6 - NEW ISSUE)
- F-6 BANCO COMERCIAL PORTUGUES SA/ADR, 60 WALL ST, C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10260 (212) 648-3200 - 89,680,000 (\$4,484,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-47204 - MAY. 22)
- S-18 HARD FUNDING INC, 2480-4 BRIARCLIFF RD, STE 112, ATLANTA, GA 30329 (800) 825-2623 - 13,800 (\$82,800) COMMON STOCK. 375,000 (\$2,062,500) COMMON STOCK. 375,000 (\$2,250,000) COMMON STOCK. 1,200 (\$7,704) COMMON STOCK. 1,200 (\$15) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-47921-A - MAY. 14) (BR. 14 - NEW ISSUE)
- S-18 BIG ROCK BREWERY LTD, 6403 35TH ST S.E., CALGARY ALBERTA T2C 1N2, A6 (310) 859-7500 - 700,000 (\$2,450,000) COMMON STOCK. UNDERWRITER: MITCHUM JONES & TEMPLETON INC. (FILE 33-47948-LA - MAY. 14) (BR. 11 - NEW ISSUE)
- S-18 THIRD LLOYD FUNDING INC, 86 PANCAKE HOLLOW RD, HIGHLAND, NY 12528 (914) 255-5552 - 25,000 (\$150,000) COMMON STOCK. (FILE 33-47969-NY - MAY. 13) (BR. 14 - NEW ISSUE)
- S-1 MRV COMMUNICATIONS INC, 8917 FULLBRIGHT AVE, CHATSWORTH, CA 91311 (818) 773-9044 - 488,750 (\$5,865,000) COMMON STOCK. 977,500 (\$5,865,000) COMMON STOCK. 1 (\$5) WARRANTS, OPTIONS OR RIGHTS. 42,500 (\$612,000) COMMON STOCK. 85,000 (\$510,000) COMMON STOCK. (FILE 33-48003 - MAY. 27) (BR. 3 - NEW ISSUE)
- S-3 SOUTHWESTERN PUBLIC SERVICE CO, SPS TOWER, TYLER AT SIXTH ST, AMARILLO, TX 79101 (806) 378-2121 - 200,000,000 (\$200,000,000) MORTGAGE BONDS. (FILE 33-48004 - MAY. 27) (BR. 8)
- S-11 MERRILL LYNCH MORTGAGE INVESTORS INC, WORLD FIN'L HQTRS - RM 10-102A, NORTH TOWER - 250 VESEY ST, NEW YORK, NY 10281 (212) 449-2098 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-48005 - MAY. 27) (BR. 12)
- S-3 TOSCO CORP, 72 CUMMINGS POINT RD, STAMFORD, CT 06902 (203) 977-1000 - 2,400,000 (\$67,800,000) COMMON STOCK. UNDERWRITER: LEHMAN BROTHERS, MORGAN STANLEY & CO INC. (FILE 33-48006 - MAY. 27) (BR. 11)
- S-3 HORIZON GOLD CORP, 1536 COLE BLVD STE 140, GOLDEN, CO 80401 (303) 239-8701 - 8,266,064 (\$5,290,280.96) COMMON STOCK. (FILE 33-48007 - MAY. 27) (BR. 1)
- S-8 BE AEROSPACE INC, 1601 EAST CHESTNUT AVE, SANTA ANA, CA 92701 (714) 835-6575 - 210,000 (\$1,470,000) COMMON STOCK. 260,300 (\$2,472,850) COMMON STOCK. 40,000 (\$480,000) COMMON STOCK. 1,223,250 (\$14,984,812.50) COMMON STOCK. 311,750 (\$3,653,015) COMMON STOCK. (FILE 33-48010 - MAY. 26) (BR. 12)
- S-4 PREMIER FINANCIAL BANCORP INC, 400 SECOND STREET, VANCEBURG, KY 41179 (606) 796-3001 - 559,800 (\$5,704,362) COMMON STOCK. (FILE 33-48043 - MAY. 21) (BR. 1 - NEW ISSUE)
- F-1 SKANDINAVISKA ENSKILDA BANKEN, KUNGSTRADGARDSGATAN 8, S-106 40 STOCKHOLM SWEDEN, V7 - 230,000,000 (\$230,000,000) FOREIGN PREFERRED STOCK. (FILE 33-48058 - MAY. 21) (BR. 2 - NEW ISSUE)

REGISTRATIONS CONTINUED

- F-1 EZCONY INTERAMERICA INC, AVENIDA ROOSEVELT, COLON FREE ZONE COLON, REPUBLIC OF PANAMA, R1 (305) 858-5555 UNDERWRITER: FIRST EQUITY CORPOF FLORIDA. (FILE 33-48061 - MAY. 21) (BR. 3 - NEW ISSUE)
- N-1A PRUDENTIAL INSTITUTIONAL FUND, PRUDENTIAL PLAZA, 751 BROAD ST, NEWARK, NJ 07102 (800) 824-7513 - INDEFINITE SHARES. UNDERWRITER: PRUDENTIAL ASSET MANAGEMENT CO SECURITIE. (FILE 33-48066 - MAY. 21) (BR. 20 - NEW ISSUE)
- S-1 RHI ENTERTAINMENT INC, 156 WEST 56TH ST, NEW YORK, NY 10019 (212) 977-9001 - 250,000 (\$3,500,000) COMMON STOCK. 2,699,750 (\$37,796,500) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES C, KIDDER PEABODY & CO INC. (FILE 33-48072 - MAY. 22) (BR. 12 - NEW ISSUE)
- S-6 FIRST TRUST COMBINED SERIES 161, 1001 WARRENVILLE ROAD, LISLE, IL - INDEFINITE SHARES. (FILE 33-48084 - MAY. 22) (BR. 18 - NEW ISSUE)
- S-11 LTC PROPERTIES INC, 3820 FREE FERRY RD, FORT SMITH, AR 72903 (501) 783-2604 - 11,500,000 (\$115,000,000) COMMON STOCK. UNDERWRITER: COUNTY NATWEST SECURITIES LTD. (FILE 33-48085 - MAY. 22) (BR. 6 - NEW ISSUE)
- N-1A DREYFUS ARIZONA MUNICIPAL BOND FUND, 200 PARK AVE, C/O DREYFUS CORP, NEW YORK, NY 10166 (212) 922-6130 - INDEFINITE SHARES. (FILE 33-48094 - MAY. 26) (BR. 18 - NEW ISSUE)
- S-3 FIRST COMMERCE CORP /LA/, 210 BARONNE ST, NEW ORLEANS, LA 70112 (504) 561-1371 - 1,150,000 (\$51,750,000) COMMON STOCK. (FILE 33-48095 - MAY. 26) (BR. 1)
- S-8 LAW COMPANIES GROUP INC, 1000 ABERNATHY RD N E, ATLANTA, GA 30328 (404) 396-8000 - 300,000 (\$5,721,000) COMMON STOCK. (FILE 33-48096 - MAY. 22) (BR. 5)
- S-8 STERLING ELECTRONICS CORP, 4201 SOUTHWEST FWY, HOUSTON, TX 77027 (713) 627-9800 - 230,000 (\$609,500) COMMON STOCK. (FILE 33-48097 - MAY. 26) (BR. 3)
- S-8 U S ROBOTICS INC, 8100 N MCCORMICK BLVD, SKOKIE, IL 60076 (708) 982-5010 - 1,000,000 (\$18,250,000) COMMON STOCK. (FILE 33-48098 - MAY. 26) (BR. 1)
- S-8 U S ROBOTICS INC, 8100 N MCCORMICK BLVD, SKOKIE, IL 60076 (708) 982-5010 - 831,798 (\$15,180,313.50) COMMON STOCK. (FILE 33-48099 - MAY. 26) (BR. 1)
- S-8 CROWN ANDERSEN INC, 306 DIVIDEND DR, PEACHTREE CITY, GA 30269 (404) 997-2000 - 125,000 (\$1,641,250) COMMON STOCK. (FILE 33-48100 - MAY. 26) (BR. 10)
- S-1 NU KOTE HOLDING INC /DE/, 17950 PRESTON RD STE 690, DALLAS, TX 75252 (214) 250-2785 - 1,200,000 (\$18,000,000) COMMON STOCK. 3,055,000 (\$45,825,000) COMMON STOCK. UNDERWRITER: COUNTY NATWEST SECURITIES LTD, FIRST BOSTON CORP. (FILE 33-48102 - MAY. 22) (BR. 6 - NEW ISSUE)
- S-1 KURZWEIL APPLIED INTELLIGENCE INC /DE/, 411 WAVERLEY OAKS ROAD, WALTHAM, MA 02154 (617) 893-5151 - 291,500 (\$3,498,000) COMMON STOCK. 2,123,500 (\$25,482,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES C, FIRST BOSTON CORP. (FILE 33-48103 - MAY. 22) (BR. 10 - NEW ISSUE)
- S-1 NUEVO ENERGY CO, 1221 LAMAR ST STE 1600, HOUSTON, TX 77010 (713) 652-0706 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 33-48104 - MAY. 22) (BR. 3)
- S-11 FARMER MAC ACCEPTANCE CORPORATION, 919 18TH STREET NW, STE 200, WASHINGTON, DC 20006 - 1,000,000 (\$1,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES. (FILE 33-48105 - MAY. 22) (BR. 12 - NEW ISSUE)
- S-3 TSI CORP /DE/, INNOVATION DR, WORCESTER, MA 01605 (508) 755-0550 - 640,000 (\$5,120,000) COMMON STOCK. 1,475,105 (\$7,287,019) COMMON STOCK. (FILE 33-48107 - MAY. 26) (BR. 8)

REGISTRATIONS CONTINUED

- S-8 MENS WEARHOUSE INC, 5803 GLENMONT DR, HOUSTON, TX 77081 (713) 664-3692 - 20,000 (\$222,600) COMMON STOCK. (FILE 33-48108 - MAY. 26) (BR. 2)
- S-8 MENS WEARHOUSE INC, 5803 GLENMONT DR, HOUSTON, TX 77081 (713) 664-3692 - 225,000 (\$2,504,250) COMMON STOCK. (FILE 33-48109 - MAY. 26) (BR. 2)
- S-8 MENS WEARHOUSE INC, 5803 GLENMONT DR, HOUSTON, TX 77081 (713) 664-3692 - 203,050 (\$91,373) COMMON STOCK. 163,798 (\$1,823,072) COMMON STOCK. (FILE 33-48110 - MAY. 26) (BR. 2)
- S-8 MENS WEARHOUSE INC, 5803 GLENMONT DR, HOUSTON, TX 77081 (713) 664-3692 - 340,328 (\$3,787,850) COMMON STOCK. 84,741 (\$943,167) COMMON STOCK. (FILE 33-48111 - MAY. 26) (BR. 2)
- F-1 ENTERPRISE OIL PLC, GRAND BLDGS, TRAFALGAR SQUARE, LONDON WC2N 5EJ ENGLAND, XO - 4,600,000 (\$115,000,000) FOREIGN PREFERRED STOCK. UNDERWRITER: MERRILL LYNCH FENNER & SMITH INC, SHEARSON LEHMAN BROTHERS INC. (FILE 33-48112 - MAY. 26) (BR. 4 - NEW ISSUE)
- S-4 RASTEROPS, 2500 WALSH AVE, SANTA CLARA, CA 95051 (408) 562-4200 - 2,400,000 (\$46,320,000) COMMON STOCK. (FILE 33-48114 - MAY. 26) (BR. 9)
- S-1 EQUITABLE COMPANIES INCORPORATED, 787 SEVENTH AVE, NEW YORK, NY 10019 (212) 554-1234 - 50,000,000 (\$700,000,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECURITIES, GOLDMAN SACHS & CO, MORGAN J P SECURITIES INC, PARIBAS CORP, SALOMON BROTHERS INC. (FILE 33-48115 - MAY. 26) (BR. 10 - NEW ISSUE)
- S-8 USX CORP, 600 GRANT ST, PITTSBURGH, PA 15219 (412) 433-1121 - 100,000 (\$2,550,000) COMMON STOCK. (FILE 33-48116 - MAY. 26) (BR. 4)
- S-3 PACCAR FINANCIAL CORP, 777 106TH AVE NE, BELLEVUE, WA 98004 (206) 462-4100 - 600,000,000 (\$600,000,000) STRAIGHT BONDS. UNDERWRITER: LEHMAN BROTHERS, MERRILL LYNCH & CO, MORGAN STANLEY & CO INC. (FILE 33-48118 - MAY. 26) (BR. 11)
- S-1 ECHO BAY FINANCE CORP, 370 17TH STREET SUITE 4050, DENVER, CO 80202 (303) 592-8000 - 4,600,000 (\$115,000,000) PREFERRED STOCK. UNDERWRITER: FIRST BOSTON CORPORATION, GOLDMAN SACHS & CO. (FILE 33-48119 - MAY. 26) (BR. 1 - NEW ISSUE)
- S-3 ECHO BAY MINES LTD, 370 17TH ST SUITE 4050, DENVER, CO 80202 (303) 592-8000 - 4,600,000 PREFERRED STOCK. (FILE 33-48120 - MAY. 26) (BR. 1)
- S-11 SOUTHWESTERN APARTMENT CORPORATION, 5949 SHERRY LANE, DALLAS, TX 75225 (214) 369-1995 - 110,000,000 (\$110,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-48121 - MAY. 26) (BR. 6 - NEW ISSUE)
- S-4 SOUTHWESTERN APARTMENT CORPORATION, 5949 SHERRY LANE, DALLAS, TX 75225 (214) 369-1995 - 930,599 (\$18,611,980) COMMON STOCK. 262,201 (\$3,277,513) COMMON STOCK. (FILE 33-48122 - MAY. 26) (BR. 6)
- S-3 DEERE JOHN CAPITAL CORP, FIRST INTERSTATE BANK BLDG, 1 E FIRST ST STE 600, RENO, NV 89501 (702) 786-5527 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-48123 - MAY. 26) (BR. 12)
- S-3 PHH CORP, 11333 MCCORMICK RD, HUNT VALLEY, MD 21031 (301) 771-3600 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. UNDERWRITER: FIRST BOSTON CORP, GOLDMAN SACHS & CO, MERRILL LYNCH & CO, MORGAN J P SECURITIES INC. (FILE 33-48125 - MAY. 26) (BR. 4)
- S-8 PHYSICIAN CORPORATION OF AMERICA /DE/, 6101 BLUE LAGOON DR, STE 300, MIAMI, FL 33126 (305) 267-6633 - 1,702,725 (\$3,303,287) COMMON STOCK. 425,025 (\$2,125,125) COMMON STOCK. (FILE 33-48153 - MAY. 26) (BR. 6)

REGISTRATIONS CONTINUED

- S-8 INTERNATIONAL SYSTEMS & TECHNOLOGY INC, 391 ROBERTS RD, OLDSMAR, FL 34677
(813) 855-2671 - 3,500,000 (\$656,250) COMMON STOCK. (FILE 33-48154 - MAY. 26) (BR. 9)
- S-8 PITNEY BOWES INC /DE/, WORLD HEADQUARTERS, STAMFORD, CT 06926 (203) 356-5000 -
50,000 (\$3,168,750) COMMON STOCK. (FILE 33-48155 - MAY. 22) (BR. 9)
- S-8 STAFF BUILDERS INC /DE/, 1981 MARCUS AVE, STE C115, LAKE SUCCESS, NY 11042
(516) 358-1000 - 1,000,000 (\$1,890,000) COMMON STOCK. (FILE 33-48157 - MAY. 22)
(BR. 6)
- S-8 STAFF BUILDERS INC /DE/, 1981 MARCUS AVE, STE C115, LAKE SUCCESS, NY 11042
(516) 358-1000 - 1,000,000 (\$1,890,000) COMMON STOCK. (FILE 33-48158 - MAY. 22)
(BR. 6)
- S-3 COUNTRYWIDE MORTGAGE INVESTMENTS INC /DE/, 155 N LAKE AVE, PASADENA, CA 91109
(818) 304-8400 - 2,500,000 (\$13,437,500) COMMON STOCK. (FILE 33-48159 - MAY. 26)
(BR. 6)
- S-8 COMMUNITY FIRST BANKSHARES INC, 1112 NODAK DR, FARGO, ND 58103 (701) 235-1600 -
500,000 (\$6,030,000) COMMON STOCK. (FILE 33-48160 - MAY. 26) (BR. 1)
- S-18 SURREY ENTERPRISES INC, 500 E HWY #146, LAS VEGAS, NV 89124 (702) 736-3699 -
1,000,000 (\$3,000,000) COMMON STOCK. (FILE 33-48161 - MAY. 26) (BR. 11)
- S-8 URCARCO INC, 777 TAYLOR ST STE 800, FORT WORTH, TX 76102 (817) 332-7000 - 1,000,000
(\$2,880,000) COMMON STOCK. 1,350,000 (\$3,780,000) COMMON STOCK. (FILE 33-48162 -
MAY. 26) (BR. 2)
- F-6 WOODSIDE PETROLEUM LTD /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286
(212) 495-1727 - 25,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-48163 - MAY. 26)
- S-8 JIMBOS JUMBOS INC /DE/, 185 PEANUT DRIVE, EDENTON, NC 27932 (212) 984-6186 - 490,000
(\$2,940,000) COMMON STOCK. (FILE 33-48164 - MAY. 26) (BR. 7)

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

ACQUISITIONS

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMMED	CUSIP/ PRIORX	FILING STATUS
ADVANCED GRAVIS COMP TECH LOGITECH INTL	COM 13D	5/15/92	9,727 64.6	00999810 19.9	UPDATE
BIOCIRCUITS CORP STATE OF WISCONSIN INVEST	COM BD 13D	5/14/92	500 6.9	09399010 0.0	NEW
BROOKTREE CORP STATE OF WISCONSIN INVEST	COM BD 13D	5/14/92	757 5.0	11457710 0.0	NEW
CDX CORPORATION SCHEIN ELLEN R	COM NEW 13D	1/ 6/92	1,473 43.0	12513020 0.0	NEW
CDX CORPORATION SCHEIN HAROLD	COM NEW 13D	1/ 6/92	559 17.0	12513020 64.8	UPDATE
CELLULAR COMMUNICATIONS INC PACTEL CORP	RED COM SER A 13D	5/29/92	1,647 46.9	15091710 37.8	UPDATE
COPELAND AL ENTR INC MORGENS E & WATERFALL B ET AL	12.5% CUM EXCH PFD 13D	5/15/92	335 12.3	21721320 0.0	NEW
FUND AMERN COS INC MENTOR PARTNERS LP	COM 13D	5/22/92	770 5.3	36076810 0.0	NEW
GALVEST INC GLOBAL MATL RES INC	COM PAR \$0.10 13D	4/29/92	0 0.0	36416920 N/A	UPDATE
GENETICS INST INC AHP BIOTECH HLDGS INC	DEP SH REPSTG 13D	5/21/92	800 3.3	37185530 3.0	UPDATE
GIANT INDS INC ACRIDGE JAMES E	COM 13D	4/23/92	3,658 29.9	37450810 31.6	UPDATE
GRACE ENERGY CORP GRACE W R & CO	COM 14D-1	6/ 1/92	20,500 83.4	38390610 83.4	UPDATE
HORN & HARDART CO QUASHA ALAN GRANT ET AL	COM 13D	5/20/92	16,294 58.4	44050610 10.9	UPDATE
I C H CORP SHAW ROBERT T ET AL	COM 13D	5/21/92	13,057 27.1	44926410 26.1	UPDATE
INTL FAMILY ENTMT INC ROBERTSON M G	CL B 13D	4/28/92	3,900 18.0	48099510 0.0	NEW
INTL FAMILY ENTMT INC ROBERTSON TIMOTHY B	CL B 13D	4/28/92	2,101 9.7	48099510 0.0	NEW
LANDSING PACIFIC FD GOTTESMAN DAVID S ET AL	COM 13D	5/22/92	664 10.9	51509610 9.7	UPDATE
MAXWELL LABS INC ROBERTSON STEPHENS & CO	COM 13D	5/19/92	123 5.1	57776310 0.0	NEW
RAYCOMM TRANSWORLD INDS BECKER STANLEY S	COM 13D	5/15/92	2,463 11.3	75461210 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
REPAP ENTERPRISES INC RIVER ROAD INTL LP ET AL	SUB VTG 13D	5/25/92	6,376 12.3	76099010 14.1	UPDATE
TELESCAN INC ALLEN PAUL G ET AL	COM 13D	5/20/92	1,200 17.7	87951610 0.0	NEW
TRANSCON INC CALIF BURKE JAMES D ET AL	COM 13D	5/20/92	401 6.3	89355210 6.5	UPDATE
VALUE MERCHANTS INC STATE OF WISCONSIN INVEST	COM BD 13D	5/ 8/92	536 7.4	92046910 6.0	UPDATE
VITRO DIAGNOSTICS INC HURST ROGER D	COM 13D	4/29/91	612 14.8	92850110 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.
- Item 8. Change in Fiscal Year.

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		
ACTION STAFFING INC	NY							X		05/28/92	
ADVANCED MICRO DEVICES INC	DE							X		05/27/92	
ALCO INTERNATIONAL GROUP INC	DE								X	05/13/92	
ALL QUOTES INC	DE							X		05/28/92	
AMERIANA BANCORP	IN							X	X	05/21/92	
AMERICAN UNITED GLOBAL INC	DE							X	X	05/22/92	
ARROW AUTOMOTIVE INDUSTRIES INC	MA							X		05/20/92	
ARTISOFT INC	DE							X	X	05/21/92	
ATLANTIC GULF COMMUNITIES CORP	DE							X	X	05/19/92	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
AVALON CORP	MD	X								05/15/92	
BALTIMORE GAS & ELECTRIC CO	MD		X							05/29/92	
BARNETT BANKS INC	FL		X	X						05/17/92	
BAROID CORPORATION /DE	DE		X		X					05/22/92	
BAY AREA BANCSHARES	CA		X							05/21/92	
BAYFIELD LOW INCOME HOUSING LIMITED PART	DE						X			04/01/92	
BE AEROSPACE INC	DE						X			04/02/92	AMEND
BENEFICIAL CORP	DE						X			05/18/92	
BUTLER NATIONAL CORP	MW	X	X	X						05/22/92	
CARENWORK INC	WI			X	X					05/27/92	
CENTRAL HUDSON GAS & ELECTRIC CORP	NY						X			05/27/92	
CITY HOLDING CO	WV	X					X			05/13/92	
COLORADO NATIONAL BANKSHARES INC	CO				X					05/26/92	
COLUMBIA GAS SYSTEM INC	DE			X	X					05/29/92	
COMPUTERIZED BUYING NETWORK INC	DE	X	X	X						05/27/92	
CRESCENT CAPITAL INC / DE	DE			X						05/18/92	
CSX CORP	VA			X	X					05/14/92	
DALTEX MEDICAL SCIENCES INC	DE			X						05/21/92	
DHI INC /CO/	CO								NO ITEMS	03/30/92	AMEND
ELJER INDUSTRIES INC	DE			X						05/22/92	
EMERSON RADIO CORP	NJ			X	X					05/25/92	
FIRST EXECUTIVE CORP	DE			X	X					05/29/92	
FLORIDA POWER & LIGHT CO	FL						X			05/01/92	
ICF INTERNATIONAL INC	DE				X					01/13/92	
INCOMNET INC	CA	X			X					05/13/92	
INDEPENDENT BANKGROUP INC	VT			X	X					05/20/92	
ITT RAYONIER INC	DE			X	X					05/15/92	
JILLIANS ENTERTAINMENT CORP	FL				X					05/26/92	
KENT HOLDINGS LTD	NV				X					05/28/92	
LIBERTY CORP	SC				X	X				05/14/92	
LOGICAL COMPUTER SERVICES OF NEW YORK LT	NY	X					X			05/21/92	
MEDICAL TECHNOLOGY SYSTEMS INC /DE/	DE		X							05/27/92	
MONEY STORE INC /NJ	NJ						X			05/15/92	
NORTH COUNTY BANCORP	CA						X			12/09/91	AMEND
OUTLOOK INCOME FUND 9	CA	X								05/08/92	
OUTLOOK INCOME GROWTH FUND VIII	CA	X								05/08/92	
OUTLOOK PROPERTIES FUND IV	CA	X								05/11/92	
PACIFICORP /OR/	OR						X			05/29/92	
PAINWEBBER INDEPENDENT LIVING MORTGAGE	VA		X				X			05/14/92	
POLYMUSE INC	NY				X					05/18/92	
QUAL MED INC /DE/	DE		X				X			05/14/92	
RANDOM INTERNATIONAL HOLDING LTD	NY	X	X				X	X		05/14/92	
REPLIGEN CORP	DE		X				X			05/14/92	
REPUBLIC WASTE INDUSTRIES INC	DE		X				X			05/13/92	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE						X			05/28/92	
RESOLUTION TRUST CORP COMM MORT PAS THR						X	X			04/30/92	
ROCKY MOUNTAIN BEVERAGE CO	CO				X					05/18/92	
RSTS CORP	CO								NO ITEMS	04/09/92	AMEND
SEARS MORT SEC CORP ADJUST RATE MORT PAS							X			05/21/92	
SI HANDLING SYSTEMS INC	PA	X					X			05/26/92	
SIGNET CREDIT CARD TRUST 1990-1	NY			X	X					05/26/92	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
SIMTEK CORP	CO	NO ITEMS								05/26/92	
SOURCE ONE MORTGAGE SERVICES CORP	DE							X		05/29/92	
SOUTHEASTERN BANKING CORP	GA	NO ITEMS								04/24/92	AMEND
SOUTHEASTERN BANKING CORP	GA				X					05/28/92	
SUMMIT BANCORP INC	WA	X		X	X					05/26/92	
SUNRAY MINERALS INC	NV	X				X				01/31/92	
SYNTELLECT INC	DE				X	X				05/18/92	
SYNTEX INC	NJ				X					05/13/92	
TIDEWATER INC	DE				X	X				05/15/92	
TMS HOME EQUITY TRUST 1992-A	NJ							X		05/15/92	
TSL INC	CO				X					05/22/92	
UNIT CORP	DE				X	X				05/21/92	
UNIVERSAL INTERNATIONAL INC /MN/	MN				X					05/20/92	
VALLEY INDUSTRIES INC	NJ				X	X				04/28/92	
VIACOM INC	DE				X	X				05/28/92	
VIACOM INTERNATIONAL INC/DE	DE				X	X				05/28/92	
VITRO DIAGNOSTICS INC	NV	X			X	X				05/27/92	
WASHINGTON BANCORPORATION	DE				X	X				05/29/92	
WESTBRIDGE RESEARCH GROUP	CA				X					01/24/92	
WESTERN ENERGY MANAGEMENT INC	DE				X	X				05/22/92	
WESTERN TRANSMEDIA CO INC	DE				X					05/14/92	
XOMA CORP /DE/	DE				X	X				05/20/92	