

sec news digest

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Issue 92-230

November 30, 1992

NOV 1 1992

CIVIL PROCEEDINGS

U.S. SECURITIES
EXCHANGE COMMISSION

FINAL JUDGMENTS ENTERED AGAINST PERPETRATORS OF PYRAMID SCHEME

The U.S. District Court for the District of Columbia granted Final Judgments against Melvin Ford and Odell Munday on November 19 for their roles as president and vice president, respectively, of International Loan Network, Inc., a massive pyramid scheme. Ford and Munday consented to the entry of the Final Judgments without admitting or denying the allegations of the complaint. ILN was found to be a "glorified chain letter" by Judge Thomas F. Hogan in his July 1991 decision granting a preliminary injunction against the defendants. Ford and Munday have agreed to disgorge virtually all of their assets, including their houses, and to have judgments in the amount of \$863,646.62 and \$563,000.00 entered against them, respectively. Ford and Munday were also permanently enjoined from marketing ILN's fraudulent programs or otherwise violating Sections 5 and 17(a) of the Securities Act of 1933 [15 U.S.C. §§ 77e and 77q(a)] and Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. § 78j(b)], and Rule 10b-5 [17 C.F.R. § 240.10b-5] promulgated thereunder. [SEC v. International Loan Network, Inc., et al., Civil Action No. 91-1102, TFH, USDC, D.C.] (LR-13442)

PRELIMINARY INJUNCTION AND OTHER EQUITABLE RELIEF ISSUED AGAINST AVELLINO & BIENES, FRANK AVELLINO AND MICHAEL BIENES

The Commission announced today that on November 17 the Honorable Kenneth Conboy, District Judge for the Southern District of New York, entered an Order of Preliminary Injunction and Other Equitable Relief on Consent (Order) against Avellino & Bienes (A&B), Frank J. Avellino (Avellino) and Michael S. Bienes (Bienes). The Order preliminarily enjoined A&B from violating the securities registration provisions of the Securities Act of 1933 (Securities Act) and the investment company registration provisions of the Investment Company Act. The Order also enjoined Avellino and Bienes from violating the securities registration provisions of the Securities Act and aiding and abetting violations of the investment company registration provisions of the Investment Company Act. In addition, the Order appointed a Trustee to make a complete redemption of A&B notes and an accounting firm to conduct an audit of A&B's financial statements.

The complaint alleges that from 1962 to July 1992 the defendants A&B, Avellino and Bienes sold unregistered securities to the public in the form of notes and that from 1984 to the present A&B, aided and abetted by Avellino and Bienes, has been operating as an unregistered investment company. The complaint alleges that the defendants accepted funds from customers and guaranteed those customers interest rates ranging between 13.5% and 20%. The money the defendants collected from investors was then invested in securities with one broker-dealer. The complaint alleges that as of October 30, 1992 more than 3,200 investors had purchased A&B notes and A&B had raised in excess of \$441 million through their investments. [SEC v. Avellino & Bienes, Frank J. Avellino and Michael S. Bienes, Civil Action No. 92-8314, SDNY] (LR-13443)

INVESTMENT COMPANY ACT RELEASES

CIGNA ANNUITY FUNDS GROUP, ET AL.

A notice has been issued giving interested persons until December 21, 1992 to request a hearing on an application by CIGNA Annuity Funds Group, CIGNA High Income Shares, CIGNA Variable Products Group and INA Investment Securities, Inc. (collectively, Applicants) for an order pursuant to Sections 6(c), 17(b) and 17(d) of the Investment Company Act and Rule 17d-1 thereunder. The order would grant exemptions from the provisions of Sections 13(a)(2), 17(a), 17(d), 18(a), 18(c), 18(f)(1), 22(f), 22(g), 23(a) and 23(c) of the Act and Rule 2a-7 thereunder. The exemptions apply to the extent necessary to permit the Applicants to amend existing deferred fee arrangements with their trustees or directors and enter into and implement new deferred fee arrangements. (Rel. IC-19126 - November 25)

IDS LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until December 21, 1992 to request a hearing on an application by IDS Life Insurance Company and IDS Life Accounts F, IZ, JZ, G, H and N (Variable Accounts) for an order pursuant to Section 6(c) of the Investment Company Act granting exemptions from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act. The exemptions apply to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Variable Accounts under certain variable annuity contracts. (Rel. IC-19127 - November 25)

UNITED FINANCIAL GROUP, INC.

A notice has been issued giving interested persons until December 21, 1992 to request a hearing on an application filed by United Financial Group, Inc. for an order of the Commission pursuant to Sections 6(c) and 6(e) of the Act exempting applicant from all provisions of the Act, subject to certain exceptions, until December 30, 1993. The requested exemption would continue an exemption originally granted until December 30, 1990 and extended by amended orders until December 30, 1991, and December 30, 1992. (Rel. IC-19128 - November 25)

HEARTLAND GROUP, INC., ET AL.

A notice has been issued giving interested persons until December 21, 1992 to request a hearing on an application filed by Heartland Group, Inc., et al. for a conditional order under Section 6(c) of the Investment Company Act exempting applicants from the provisions of Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The exemptions apply to the extent necessary to permit the applicants to impose a contingent deferred sales charge (CDSC) on certain redemptions of shares and to waive the CDSC under certain circumstances. (Rel. IC-19129 - November 25)

HOLDING COMPANY ACT RELEASES

ALABAMA POWER COMPANY, ET AL.

A notice has been issued giving interested persons until December 21, 1992 to request a hearing on a proposal by Alabama Power Company (Alabama), Georgia Power Company (Georgia), Gulf Power Company, Mississippi Power Company, Savannah Electric and Power Company, public-utility subsidiary companies of The Southern Company, a registered holding company, and Southern Electric Generating Company, a public-utility company 50% of which is owned by each of Alabama and Georgia (collectively, Operating Affiliates). The Operating Affiliates propose to acquire and redeem at any time or from time to time through December 31, 1997 certain of their first mortgage bonds, preferred stock and pollution control or industrial development revenue bonds. (Rel. 35-25689)

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-1 WESTERN FINANCIAL AUTO LOANS 2 INC, 10140 CAMPUS POINT DR, SAN DIEGO, CA 92121
(619) 546-2600 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SECURITIES C. (FILE 33-54718 - NOV. 20) (BR. 11)
- S-8 RPM INC/OH/, 2628 PEARL RD, P O BOX 777, MEDINA, OH 44258 (216) 273-5090 - 500,000
(\$12,500,000) COMMON STOCK. (FILE 33-54720 - NOV. 20) (BR. 2)
- S-8 FIRST MIDWEST BANCORP INC, 50 EAST SHUMAN BLVD - STE 310, PO BOX 3086, NAPERVILLE,
IL 60566 (708) 778-8700 - 470,000 (\$7,755,000) COMMON STOCK. (FILE 33-54722 - NOV. 20)
(BR. 1)
- S-8 INTERNATIONAL SPECIALTY PRODUCTS INC, 818 WASHINGTON ST, WILMINGTON, DE 19801
(302) 429-8554 - 3,000,000 (\$34,680,000) COMMON STOCK. (FILE 33-54724 - NOV. 20)
(BR. 2)
- S-8 MICHAELS STORES INC, 5931 CAMPUS CIRCLE DR, IRVING, TX 75063 (214) 580-8242 -
1,500,000 (\$41,250,000) COMMON STOCK. (FILE 33-54726 - NOV. 20) (BR. 2)

REGISTRATIONS CONTINUED

- S-3 CINTAS CORP, 6800 CINTAS BLVD PO BOX 625737, CINCINNATI, OH 45262 (513) 459-1200 - 180,383 (\$5,095,819.80) COMMON STOCK. (FILE 33-54728 - NOV. 20) (BR. 7)
- S-8 LAMSON & SESSIONS CO, 25701 SCIENCE PARK DR, CLEVELAND, OH 44122 (216) 464-3400 - 650,000 (\$3,331,250) COMMON STOCK. (FILE 33-54732 - NOV. 20) (BR. 3)
- S-3 STRUTHERS INDUSTRIES INC, 8118 EAST 63RD ST, TULSA, OK 74133 (918) 252-1053 - 1,005,134 (\$3,015,402) COMMON STOCK. (FILE 33-54734 - NOV. 20) (BR. 12)
- N-1A BROOK HOLLOW TRUST, 6 ST JAMES AVE, BOSTON, MA 02116 (617) 423-0800 - INDEFINITE SHARES. (FILE 33-54782 - NOV. 20) (BR. 17 - NEW ISSUE)
- S-3 ARIZONA PUBLIC SERVICE CO, 400 N FIFTH ST, PO BOX 53999, PHOENIX, AZ 85072 (602) 250-1000 - 200,000,000 (\$200,000,000) MORTGAGE BONDS. (FILE 33-54786 - NOV. 20) (BR. 8)
- S-1 DISCOVER RECEIVABLES FINANCING GROUP INC /DE/, 12 READS WAY, NEW CASTLE, DE 19720 (302) 323-7826 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-54804 - NOV. 20) (BR. 12)
- S-1 NETFRAME SYSTEMS INC, 1545 BARBER LN, MILPITAS, CA 95035 (408) 944-0600 - 2,760,000 (\$39,675,000) COMMON STOCK. (FILE 33-54806 - NOV. 20) (BR. 9)
- S-4 MOUNTAINEER BANKSHARES OF W VA INC, OLD NATIONAL BANK BLDG, 148 S QUEEN ST, MARTINSBURG, WV 25401 (304) 263-0861 - 315,000 (\$5,053,500) COMMON STOCK. (FILE 33-54808 - NOV. 20) (BR. 2)
- S-4 DRYPERS CORP, 1415 WEST LOOP NORTH, HOUSTON, TX 77055 (713) 682-6848 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 33-54810 - NOV. 20) (BR. 8 - NEW ISSUE)
- S-3 PRAXAIR INC, 39 OLD RIDGEBURY RD, DANBURY, CT 06817 (203) 794-3000 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-54830 - NOV. 20) (BR. 2)
- S-3 BLOCKBUSTER ENTERTAINMENT CORP, ONE BLOCKBUSTER PLAZA, FT LAUDERDALE, FL 33301 (305) 823-3000 - 4,142,051 (\$68,095,318.44) COMMON STOCK. (FILE 33-54832 - NOV. 20) (BR. 11)
- S-8 ISIS PHARMACEUTICALS INC, 2280 FARADAY AVE, CARLSBAD, CA 92008 (619) 931-9200 - 1,000,000 (\$10,875,000) COMMON STOCK. (FILE 33-54840 - NOV. 20) (BR. 4)
- S-8 WEATHERFORD INTERNATIONAL INC, 1360 POST OAK BLVD STE 1000, HOUSTON, TX 77056 (713) 439-9400 - 200,000 (\$1,162,500) COMMON STOCK. (FILE 33-54842 - NOV. 20) (BR. 3)
- S-8 WEATHERFORD INTERNATIONAL INC, 1360 POST OAK BLVD STE 1000, HOUSTON, TX 77056 (713) 439-9400 - 100,000 (\$581,250) COMMON STOCK. (FILE 33-54844 - NOV. 20) (BR. 3)
- S-8 WEATHERFORD INTERNATIONAL INC, 1360 POST OAK BLVD STE 1000, HOUSTON, TX 77056 (713) 439-9400 - 1,000,000 (\$5,812,500) COMMON STOCK. (FILE 33-54846 - NOV. 20) (BR. 3)
- S-8 WEATHERFORD INTERNATIONAL INC, 1360 POST OAK BLVD STE 1000, HOUSTON, TX 77056 (713) 439-9400 - 8,800 (\$51,150) COMMON STOCK. (FILE 33-54848 - NOV. 20) (BR. 3)
- S-8 WEATHERFORD INTERNATIONAL INC, 1360 POST OAK BLVD STE 1000, HOUSTON, TX 77056 (713) 439-9400 - 300,000 (\$1,743,750) COMMON STOCK. (FILE 33-54850 - NOV. 20) (BR. 3)
- S-8 FINANCIAL TRUST CORP, 310 ALLEN RD, P O BOX 220, CARLISLE, PA 17013 (717) 243-8003 - 75,000 (\$2,250,000) COMMON STOCK. (FILE 33-54852 - NOV. 20) (BR. 1)
- S-3 CHIPS & TECHNOLOGIES INC, 3050 ZANKER RD, SAN JOSE, CA 95134 (408) 434-0600 - 9,000,000 (\$9,000,000) CONVERTIBLE DEBENTURES AND NOTES. 521,740 (\$3,000,005) PREFERRED STOCK. (FILE 33-54902 - NOV. 23) (BR. 3)

REGISTRATIONS EFFECTIVE:

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
ACCLAIM ENTERTAINMENT INC	33-55036	11/25/92
ALCO STANDARD CORP	33-55004	11/25/92
ALCO STANDARD CORP	33-55096	11/25/92
AMERICAN HERITAGE LIFE INVESTMENT CORP	33-55002	11/25/92
AMERICAN MUNICIPAL TERM TRUST INC III	33-44837	11/19/92
ASHLAND OIL INC	33-54286	11/19/92
BALDWIN TECHNOLOGY CO INC	33-54528	11/23/92
BANCO BILBAO VIZCAYA INTERNATIONAL GIBRA	33-54232-01	11/23/92
BREED TECHNOLOGIES INC	33-54986	11/25/92
BREED TECHNOLOGIES INC	33-54988	11/25/92
BREED TECHNOLOGIES INC	33-54990	11/25/92
BRUNSWICK CORP	33-55022	11/25/92
CELLULAR COMMUNICATIONS OF PUERTO RICO	I33-54794	11/20/92
CELLULAR COMMUNICATIONS OF PUERTO RICO	I33-54796	11/20/92
CELLULAR COMMUNICATIONS OF PUERTO RICO	I33-54798	11/20/92
CELLULAR INC	33-54580	11/24/92
CERNER CORP /MO/	33-55082	11/25/92
CINCINNATI GAS & ELECTRIC CO	33-53578	11/23/92
COPLLEY PHARMACEUTICAL INC	33-54706	11/19/92
CURATIVE TECHNOLOGIES INC /MN	33-54880	11/24/92
DAYTON POWER & LIGHT CO	33-53906	11/23/92
DUKE POWER CO /NC/	33-53308	11/24/92
DUQUESNE LIGHT CO	33-54648	11/25/92
EATON VANCE CORP	33-54814	11/20/92
EDISON BROTHERS STORES INC	33-54754	11/19/92
ELCO INDUSTRIES INC	33-54872	11/24/92
EMC CORP	33-54860	11/23/92
ENVIROGEN INC	33-54708	11/19/92
ESSEX MICROTTEL ASSOCIATES II L P	33-51788	11/19/92
EXCALIBUR TECHNOLOGIES CORP	33-54074	11/19/92
EXCALIBUR TECHNOLOGIES CORP	33-54208	11/25/92
F-1000 FUTURES FUND LP SERIES IX	33-52460	11/24/92
FCNB CORP	33-55040	11/25/92
FINANCIAL TRUST CORP	33-54852	11/20/92
FIRST AMARILLO BANCORPORATION INC	33-53552	11/24/92
FIRST COMMUNITY FINANCIAL GROUP	33-52556	11/20/92
FIRST FRANKLIN FINANCIAL CORP	33-49151	11/20/92
FIRST MIDWEST BANCORP INC	33-54722	11/20/92
FIRST UNION CORP	33-54816	11/20/92
FIRST VIRGINIA BANKS INC	33-54802	11/20/92
FIRSTAR CORP/WI	33-54490	11/20/92
FLORIDA PROGRESS CORP	33-54912	11/23/92
FORTUNE BANCORP INC	33-52010	11/20/92
GOVERNMENT TECHNOLOGY SERVICES INC	33-55090	11/25/92
GREAT AMERICAN RECREATION INC	33-51856	11/23/92

REGISTRATIONS EFFECTIVE CONT.

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
HARTFORD STEAM BOILER INSPECTION & INSUR	33-55104	11/25/92
HEALTHTRUST INC THE HOSPITAL CO	33-54958	11/24/92
HS RESOURCES INC	33-52774	11/23/92
INCOME OPPORTUNITIES FUND 2000 INC	33-52748	11/20/92
INSTEEL INDUSTRIES INC	33-55012	11/25/92
INTEGRITY LIFE INSURANCE CO	33-51270	11/23/92
INTELLICORP INC	33-54854	11/23/92
INTELLICORP INC	33-54856	11/23/92
INTELLIGENT SURGICAL LASERS INC	33-54994	11/25/92
INTERMAGNETICS GENERAL CORP	33-55092	11/25/92
INTERNATIONAL SPECIALTY PRODUCTS INC	33-54724	11/20/92
ISIS PHARMACEUTICALS INC	33-54840	11/20/92
KATZ CORP /DE	33-51130	11/24/92
KEY TRONIC CORP	33-54790	11/20/92
LA QUINTA MOTOR INNS INC	33-55102	11/25/92
LAMSON & SESSIONS CO	33-54732	11/20/92
LASER MEDICAL TECHNOLOGY INC	33-54876	11/23/92
MCDONALDS CORP	33-54474	11/25/92
MEDCO CONTAINMENT SERVICES INC	33-54652	11/19/92
MEDIA VISION TECHNOLOGY INC	33-55006	11/25/92
MEDIA VISION TECHNOLOGY INC	33-55008	11/25/92
MEDMARCO INC	33-48448-LA	11/23/92
MERRILL LYNCH & CO INC	33-54218	11/19/92
MICHAELS STORES INC	33-54726	11/20/92
MUNIYIELD NEW YORK INSURED FUND III INC	33-52976	11/19/92
MYLEX CORP	33-54874	11/24/92
NABORS INDUSTRIES INC	33-54858	11/23/92
NABORS INDUSTRIES INC	33-54884	11/24/92
NATIONAL INTEGRITY LIFE INSURANCE CO /NY	33-51122	11/23/92
NATURAL EARTH TECHNOLOGIES INC	33-55020	11/25/92
NETWORTH INC	33-53396	11/25/92
NORTHERN TELECOM LTD	33-54494	11/19/92
NUVEEN ARIZONA PREMIUM INCOME MUNICIPAL	33-53320	11/19/92
NUVEEN INSURED CALIFORNIA PREMIUM INCOME	33-46939	11/19/92
ODDS N ENDS INC	33-55100	11/25/92
PNC FINANCIAL CORP	33-54960	11/24/92
PRATT & LAMBERT INC	33-54866	11/23/92
PV FINANCIAL	33-55088	11/25/92
QUORUM HEALTH GROUP INC	33-54868	11/23/92
RAMSAY HMO INC	33-54290	11/19/92
RESOLUTION TRUST CORP	33-53764	11/20/92
RIO HOTEL & CASINO INC	33-53758	11/23/92
ROBERN INDUSTRIES INC	33-52716	11/25/92
ROSSLUND CO INC	33-54862	11/23/92
RPM INC/OH/	33-54720	11/20/92

REGISTRATIONS EFFECTIVE CONT.

<u>NAME OF ISSUER</u>	<u>FILE NO.</u>	<u>DISPOSITION DATE</u>
SEARS ROEBUCK & CO	33-55098	11/25/92
SILVERADO MINES LTD	33-54916	11/23/92
SOCIETY FOR SAVINGS BANCORP INC	33-55086	11/25/92
SORICON CORP/DE/	33-52060	11/19/92
STRUTHERS INDUSTRIES INC	33-55068	11/25/92
TAUBMAN CENTERS INC	33-50358	11/20/92
TCW DW TERM TRUST 2002	33-51482	11/20/92
TEJAS GAS CORP	33-54946	11/24/92
UJB FINANCIAL CORP /NJ/	33-53870	11/24/92
UNITED POSTAL BANCORP INC	33-54864	11/23/92
USA CLASSIC INC	33-53156	11/19/92
USX CORP	33-54760	11/19/92
V F CORP /PA/	33-55014	11/25/92
WEATHERFORD INTERNATIONAL INC	33-54842	11/20/92
WEATHERFORD INTERNATIONAL INC	33-54844	11/20/92
WEATHERFORD INTERNATIONAL INC	33-54846	11/20/92
WEATHERFORD INTERNATIONAL INC	33-54848	11/20/92
WEATHERFORD INTERNATIONAL INC	33-54850	11/20/92
WELLSFORD RESIDENTIAL PROPERTY TRUST	33-52406	11/19/92
WESTCO BANCORP INC	33-54764	11/19/92
WESTCO BANCORP INC	33-54766	11/19/92
WILSHIRE TECHNOLOGIES INC	33-52084	11/24/92
WMS INDUSTRIES INC /DE/	33-54510	11/23/92

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.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SHRS(000)/%OWNED</u>	<u>CUSIP/PRIOR%</u>	<u>FILING STATUS</u>
ALC COMMUNICATIONS CORP	COM NEW		2,117	00157530	
NATIONAL WESTMINSTER BK USA	13D	10/23/92	9.5	11.2	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
JOHN ADAMS LIFE CORP DEMOTTO BENJAMIN A	COM 13D	11/20/92	1,380 48.2	00624610 44.7	UPDATE
ALASKA APOLLO GOLD MINES LTD ALASKA INVMNTS LTD	COM 13D	11/ 6/92	1,383 42.8	01190060 14.5	UPDATE
AMERICAN BIOMED INC GUERBET S A	COM 13D	10/27/92	448 12.6	02499910 12.6	UPDATE
BLUE RIDGE REAL ESTATE CO FINSBURY ASSET MGMT ET AL	UT 1BR 1BB 13D	11/24/92	146 6.9	09600510 6.9	UPDATE
CALLAWAY GOLF CO FIDELITY INTL LTD	COM 13D	11/19/92	801 11.3	13119310 10.1	UPDATE
CALLAWAY GOLF CO FMR CORP	COM 13D	11/19/92	801 11.3	13119310 10.1	UPDATE
CAROLINA FREIGHT CORP TWEEDY BROWNE CO L P ET AL	COM 13D	11/ 2/92	491 7.5	14389810 5.1	UPDATE
CENTRAL FREIGHT LINES AMERITRUST TEXAS N A	COM 13D	11/17/92	745 76.5	15348710 76.5	UPDATE
CRYOTECH INDS INC PARKER HUNTER C	CL A 13D	11/13/92	12,372 33.7	22905110 0.0	NEW
GENERAL HOUSEWARES CORP GAMCO INVESTORS INC ET AL	COM 13D	11/24/92	308 9.4	37007310 8.4	UPDATE
GEODYNAMICS CORP MASON HILL ASSET MGMT ET AL	COM 13D	11/23/92	250 10.3	37299010 7.0	UPDATE
HUTCHINSON TECHNOLOGY INC FIDELITY INTL LTD	COM 13D	11/19/92	491 9.5	44840710 7.7	UPDATE
HUTCHINSON TECHNOLOGY INC FMR CORP	COM 13D	11/19/92	491 9.5	44840710 7.7	UPDATE
KARCHER CARL ENTERPRISES INC FREEMAN SPOGLI & CO ET AL	COM 13D	11/16/92	6,160 34.1	48563610 0.0	NEW
MAYFLOWER GRP INC TCW MANAGEMENT CO	COM 13D	11/17/92	5,611 44.5	57834910 0.0	NEW
MENTOR CORP MINN FIDELITY INTL LTD	COM 13D	11/17/92	639 6.0	58718810 7.7	UPDATE
MENTOR CORP MINN FMR CORP	COM 13D	11/17/92	639 6.0	58718810 7.7	UPDATE
MONRO MUFFLER BRAKE INC SOLOMON PETER J	COM 13D	11/18/92	884 15.0	61023610 14.4	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
NOSTALGIA NETWORK INC WINNICK GARY ET AL	COM NEW 13D	11/23/92	2,187 15.3	66975230 0.0	NEW
ORNDA HEALTHCORP LEVY PAUL S ET AL	COM 13D	4/13/92	7,105 41.5	68685710 30.2	RVISION
PHOENIX LASER SYS INC SCHIFFER STEVEN	COM NEW 13D	1/21/89	5,860 78.9	71908850 0.0	NEW
PLAYERS INTL INC GRIFFIN GROUP INC	COM 13D	6/23/92	2,574 23.7	72790310 0.0	NEW
PRESIDIO OIL CO FIDELITY INTL LTD	CL A 13D	11/19/92	2,239 8.9	74101630 7.2	UPDATE
PRESIDIO OIL CO FMR CORP	CL A 13D	11/19/92	2,239 8.9	74101630 7.2	UPDATE
PRESTON CORP YELLOW FREIGHT SYS INC	COM 14D-1	11/26/92	0 0.0	74113010 0.0	NEW
SCHILD MGMT CO KARNELL JERRY	COM 13D	11/13/92	171 5.5	80669120 0.0	NEW
STADYDYN INC PHARMACY MGMT SVCS ET AL	COM 13D	11/15/92	500 13.0	85500910 0.0	NEW
TW HLDGS INC KKR ASSOCIATES ET AL	COM 13D	11/16/92	100,000 47.2	87309810 0.0	NEW
VITRO DIAGNOSTICS INC FIELDS LLOYD L	COM 13D	11/16/92	2,528 52.2	92850110 48.8	UPDATE

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	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
FRIES ENTERTAINMENT INC	DE			X					X	09/01/92	
GE CAPITAL MORTGAGE SERVICES INC	NJ					X				10/29/92	
GENERAL ELECTRIC CO	NY				X		X			11/23/92	
GERRITY OIL & GAS CORPORATION	DE				X					11/10/92	
GREEN TREE FINANCIAL CORP	MN				X					11/10/92	
GREENWOOD HOLDINGS INC/CO/	CO				X					11/11/92	
GUARANTY NATIONAL CORP	CO				X					10/26/92	
HALTER VENTURE CORP	TX	X			X					11/09/92	
HANOVER INSURANCE CO	NH				X					11/18/92	
HORIZON FINANCIAL SERVICES INC	DE				X					10/29/92	
IPS HEALTH CARE INC	DE				X		X			11/19/92	
JAMES RIVER CORP OF VIRGINIA	VA				X		X			11/19/92	
JCP RECEIVABLES INC	DE				NO ITEMS					11/16/92	
KAL O MINE INDUSTRIES INC	UT				X		X			07/24/92	
KERKHOFF INDUSTRIES INC					NO ITEMS					11/19/92	
KEYCORP	NY				X		X			11/19/92	
KINDER CARE LEARNING CENTERS INC /DE	DE	X								09/28/92	AMEND
KINDER CARE LEARNING CENTERS INC /DE	DE	X	X	X	X	X				11/10/92	
LA PETITE ACADEMY INC	DE				X		X			11/06/92	
LEHMAN PASS THRO SEC INC LB MORT TR MU P					X		X			10/26/92	
LIFEWAY FOODS INC	IL		X				X			10/22/92	
LUTHER MEDICAL PRODUCTS INC	NV				X					11/13/92	
MAI SYSTEMS CORP	DE				X		X			11/16/92	
MBNA AMERICA BK NATIONAL ASSOC MBNA CRED	NY				X					11/13/92	
MCC HOLDINGS INC	CO	X								11/16/92	
MEGADATA CORP	NY				X					11/18/92	
MERCER INTERNATIONAL INC	WA				X					10/31/92	
MERRILL LYNCH MORTGAGE CAPITAL INC	DE				X					08/15/92	
MICRODYNE CORP	MD				X		X			10/28/92	
MIDWEST BANCSHARES INC /DE/					X		X			11/17/92	
MIDWEST POWER SYSTEMS INC/IA/	IA				X		X			11/16/92	
MIDWEST RESOURCES INC	IA				X		X			11/16/92	
MINNESOTA MINING & MANUFACTURING CO	DE				X					11/10/92	
MMR HOLDING CORP	DE				X		X			10/21/92	
MONEY STORE INC TMS HOME EQUITY LOAN ASS							X			10/15/92	
MORRISON RESTAURANTS INC	DE				X					11/03/92	
NERCO INC	OR				X		X			10/16/92	
NORWEST MASTER TRUST					X		X			11/09/92	
PAINWEBBER DEVELOPMENT PARTNERS FOUR LT	TX		X				X			10/16/92	
PALM SPRINGS GOLF CO INC	DE	X	X				X			09/30/92	AMEND
PERMIAN BASIN ROYALTY TRUST	TX	X	X		X	X				11/06/92	
PREMIER FINANCIAL BANCORP INC	KY		X				X			10/29/92	
PRINTRON INC	DE				X					02/28/92	AMEND
PROGRAMMING & SYSTEMS INC	NY				X					11/19/92	
PURECYCLE CORP	DE				X		X			10/30/92	
REGAN HOLDING CORP	CA				X					08/01/92	
REHABCLINICS INC	DE		X				X			01/31/92	
REPUBLIC CAPITAL GROUP INC	WI				X		X			11/18/92	
RESOLUTION TRUST CORP MORT PASS THR CERT					X		X			10/29/92	
RESORT INCOME INVESTORS INC	DE				X					11/16/92	
ROBERTSON CECO CORP	DE									11/18/92	
ROYALTY MORTGAGE INCOME FUND	CA	X								11/01/92	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
RYLAND MORTGAGE SECURITIES CORP SERIES 1					X	X				10/25/92	
RYMER FOODS INC	DE				X	X				11/17/92	
SABA PETROLEUM CO	CO	X			X					10/12/92	
SALOMON BROTHERS MORTGAGE SECURITIES VII	DE	X				X				10/28/92	
SEARS MOR SECURITIES CORP LIBOR MOR PASS	DE				X	X				10/01/92	
SEARS MOR SECURITIES CORP LIBOR MOR PASS	DE				X	X				10/01/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				10/01/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				10/01/92	
SEARS MORT SEC CORP ADJ RATE MORT PASS T	DE				X	X				10/01/92	
SEARS MORT SEC CORP ADJUST RATE MOR PAS	DE				X	X				10/01/92	
SEARS MORT SEC CORP ADJUST RATE MOR PAS	DE				X	X				10/01/92	
SEARS MORT SEC CORP MULTI CLASS MOR PASS	DE				X	X				10/01/92	
SEARS MORTGAGE SEC COR IND RAT ADJ MOR P					X	X				10/31/92	
SEARS MORTGAGE SEC CORP ADJ RAT MOR PAS	DE				X	X				10/01/92	
SEARS MORTGAGE SEC CORP COFI MO PA TH CE	DE				X	X				10/01/92	
SEARS MORTGAGE SEC CORP MU CL MO PA TH C	DE				X	X				10/31/92	
SEARS MORTGAGE SEC CORP MUL CL MOR PAS T	DE				X	X				10/31/92	
SEATRAN LINES INC	DE		X	X						11/17/92	
SECURITY NATIONAL CORP /DE/	DE	NO ITEMS								04/07/00	
SHAWMUT NATIONAL GRANTOR TRUST 1992-A				X						11/16/92	
SIMTEK CORP	CO	NO ITEMS								11/89/92	
SOUTHERN NEW ENGLAND TELECOMMUNICATIONS	CT			X	X					11/12/92	
SOUTHERN NEW ENGLAND TELEPHONE CO	CT			X	X					11/12/92	
STANDARD ENERGY CORP	UT	X								11/16/92	
SYBASE INC	DE			X	X					10/31/92	
SYSTEMS TECHNOLOGY ASSOCIATES INC	FL			X						11/12/92	
TANDY RECEIVABLES CORP	DE			X	X					11/16/92	
TCF FINANCIAL CORP	DE			X	X					11/17/92	
TENNECO INC /DE/	DE			X	X					11/18/92	
THUMB TOM FOOD & DRUGS INC	TX	X								11/17/92	
TOP AIR MANUFACTURING INC	IA			X	X					11/10/92	
TOP SOURCE INC	CO			X						11/06/92	
TUCSON ELECTRIC POWER CO	AZ			X						11/10/92	
ULTIMATE CORP	NJ		X		X					11/12/92	
UNION TEXAS PETROLEUM HOLDINGS INC	DE			X	X					11/18/92	
VALHI INC /DE/	DE			X	X					11/11/92	
VITRONICS CORP	MA			X						10/08/92	
VITRONICS CORP	MA			X						10/30/92	
WANG LABORATORIES INC	MA			X						11/10/92	
WATTS INDUSTRIES INC	DE	X			X					11/06/92	
WESTERN FINANCIAL CORP /KS	KS			X	X					11/16/92	
WESTPORT BANCORP INC	DE		X							11/16/92	
XATA CORP /MN/	MN			X						11/04/92	
XEROX CREDIT CORP	DE									11/24/92	
XYTRONYX INC	DE			X						11/03/92	
GE CAPITAL MORTGAGE SERVICES INC	NJ			X						10/29/92	
GENERAL ELECTRIC CO	NY			X	X					11/23/92	
GERRITY OIL & GAS CORPORATION	DE			X						11/10/92	
GREEN TREE FINANCIAL CORP	MN			X						11/10/92	
GREENWOOD HOLDINGS INC/CO/	CO			X						11/11/92	