

sec news digest

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Issue 93-245

DEC 27 1993

December 22, 1993

U.S. SECURITIES
EXCHANGE COMMISSION

ANNOUNCEMENTS

PROCEDURES FOR EARLY STAFF REVIEW OF EXECUTIVE COMPENSATION DISCLOSURE

In order to facilitate staff review of executive compensation disclosure during the 1994 proxy season, the Commission recently announced in its publication of refinements to the executive compensation requirements [See Rel. No. 33-7032 (November 22, 1993)] that issuers may submit their executive compensation disclosures for staff review prior to filing with the Commission. These submissions should be directed to the attention of John Bernas of the Division of Corporation Finance by mail at Securities Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, Mail Stop 3-7 or by facsimile to (202) 272-7546. In order to review the draft, the staff would have to be provided with all of the disclosure required by Items 402 and 404 of Regulation S-K and Item 10 of Schedule 14A at least 20 days before comments are necessary. Issuers should confirm receipt of the materials by calling (202) 272-3097. Issuers submitting the information on EDGAR should use the document tag <CORRESP> which will ensure that the information remains non-public. The designated staff contact, John Bernas, should be informed of such electronic submission. FOR FURTHER INFORMATION CONTACT: John Bernas or Herb Scholl at (202) 272-3097.

ENFORCEMENT ACTIONS

ORDER MAKING FINDINGS AND IMPOSING REMEDIAL SANCTIONS BY DEFAULT ENTERED AGAINST DAVID THOMAS LEVAUGHN

The Commission entered an Order Making Findings And Imposing Remedial Sanctions By Default under the Investment Advisers Act of 1940 (Advisers Act) against David Thomas LeVaughn (LeVaughn), a registered investment adviser. The Order finds that on December 16, 1992, judgments of conviction on seven counts of criminal attempt to violate the Tennessee Securities Act and five counts of theft of funds were entered against LeVaughn in (State of Tennessee v. David LeVaughn, No. 90-16476, 91-00433-43, Shelby County Crim. Ct.). The Order further finds that on September 11, 1992, an Amended Default Judgment Order was entered against LeVaughn in (Securities and Exchange Commission v. David T. LeVaughn, Civil Action No. 92-2574-H(BRE), W.D. Tenn.), permanently enjoining him from future violations of the antifraud, registration and reporting provisions of the Advisers Act and the Securities Exchange

Act of 1934. LeVaughn's registration as an investment adviser was revoked and he was barred from association with any broker, dealer, investment adviser, investment company or municipal securities dealer. (Rel. IA-1394)

JOHN WORMAN BARRED

The Commission has instituted public administrative proceedings against John C. Worman (Worman), and simultaneously accepted Worman's Offer of Settlement in which he consented to the issuance of an order barring him from association with any broker, dealer, investment adviser, investment company or municipal securities dealer. The bar is based on an injunction entered against him in United States District Court for the Northern District of Texas (SEC v. Sunaco Energy, Inc., et al., 3:92-CV-1696) that permanently enjoins him from future violations or aiding and abetting violations of the registration, antifraud and broker-dealer provisions of the federal securities laws. The Commission's complaint in the above action alleged that Sunaco Energy, Inc. (Sunaco), while under the direction and control of Worman, and acting as an unregistered broker-dealer, made numerous misrepresentations and omissions of material fact in the offer and sale of five unregistered limited partnerships, raising over \$3 million, \$800,000 of which was used to pay undisclosed commissions to salesmen and salaries of the defendants. Worman consented to the entry of the injunction without admitting or denying the allegations contained in the Commission's complaint. (Rel. 34-33336)

PROCEEDINGS AGAINST PAUL SHARKEY, JOHN BIVONA AND JOSEPH BONANNO

The Commission announced the entry of Orders Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against Paul Sharkey (Sharkey), John Bivona (Bivona) and Joseph Bonanno (Bonanno). The Commission instituted proceedings and simultaneously accepted the Offers of Settlement submitted by Sharkey, Bivona and Bonanno pursuant to which each consented to be barred from association with any broker, dealer, investment company, investment adviser or municipal securities dealer.

The administrative proceedings were based on Sharkey's, Bivona's and Bonanno's consent to a permanent injunction entered in the U.S. District Court for the Southern District of New York in which each was enjoined from further violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act of 1934 and Rule 10b-5 promulgated thereunder. The complaint in federal court alleges that Sharkey, Bivona and Bonanno violated the antifraud provisions of the federal securities laws by making material misrepresentations and omissions to customers purchasing the common stock of Special Delivery Systems, Inc. (SDS). Specifically, Sharkey, Bivona and Bonanno failed to inform customers that they were receiving undisclosed compensation from SDS, in excess of the compensation stated in the SDS offering material, to sell SDS common stock. (Rel. 34-33337 - Joseph Bonanno; 34-33338 - John Bivona; 34-33339 - Paul Sharkey)

CIVIL ACTION AGAINST CALVIN MCCANTS, JR.

On December 21, the Commission filed a complaint against Calvin C. McCants, Jr., individually and d/b/a Fortress Investment Group and d/b/a The American Brain Trust (ABT), in United States District Court for the District of Columbia alleging that from October, 1989 to the present, McCants violated antifraud provisions of federal securities laws [Section 10(b) of the Securities Exchange Act of 1934, Rule 10b-5 thereunder and Section 17(a) of the Securities Act of 1933].

The complaint alleges that McCants raised over \$400,000 from over 20 investors, primarily in the Washington, D.C. area, through the offer and sale of securities in the form of promissory note agreements in which McCants promised investors annualized returns of 48% to 90% on their investments. The complaint alleges that McCants falsely informed investors that he would use their funds to purchase "low risk investments", namely certificates of deposit and limited partnership interests affiliated with a Canadian bank and that contrary to those representations, McCants never made any such investments, but instead used investors' funds to pay his personal bills and expenses of his business operations.

The Commission's complaint seeks final judgment of permanent injunction against McCants from further violations of the antifraud provisions; an accounting and disgorgement of monies determined to have been received by McCants as a result of violations of the antifraud provisions, plus interest; civil monetary penalties and such further relief as the Court deems appropriate. [SEC v. Calvin C. McCants, Jr., individually and d/b/a Fortress Investment Group and d/b/a The American Brain Trust, USDC, D.C. Civil Action No 93-2603 (NHJ)] (LR-13911)

INVESTMENT COMPANY ACT RELEASES

SMITH BARNEY SHEARSON FUNDAMENTAL VALUE FUND INC., ET AL.

An order has been issued under Section 17(b) of the Act on an application by Smith Barney Shearson Fundamental Value Fund Inc. (Value Fund) and Smith Barney Shearson Growth and Opportunity Fund (Growth Fund), a series of Smith Barney Shearson Equity Funds, granting an exemption from Section 17(a) of the Act to enable Value Fund to acquire the assets of Growth Fund in exchange for its shares. (Rel. IC-19963 - December 17)

HIGH ROLLERS GAMING SECTOR FUND, INC.

A notice has been issued giving interested persons until January 14, 1994 to request a hearing on an application filed by High Rollers Gaming Sector Fund, Inc. for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-19964 - December 20)

STANDARD CHARTERED BANK

A notice has been issued giving interested persons until January 13, 1994 to request a hearing on an application filed by Standard Chartered Bank (SCB), under Section 6(c) of the Investment Company Act. The order would grant an exemption from Section 17(f) of the Act to permit the maintenance of foreign securities and other assets of registered investment companies with Standard Chartered Bank Malaysia Berhad, a wholly-owned subsidiary of SCB. (Rel. IC-19965 - International Series Rel. 623 - December 20)

DEAN WITTER SELECT EQUITY TRUST, SELECTED OPPORTUNITIES SERIES

A conditional order has been issued under Section 6(c) of the Investment Company Act exempting Dean Witter Select Equity Trust, Selected Opportunities Series from Section 12(d)(3) of the Act to the extent necessary to permit each series to invest up to ten percent of its total assets in securities of issuers that derived more than fifteen percent of their gross revenues in their most recent fiscal year from securities related activities. (Rel. IC-19966 - December 20)

PROTECTIVE LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until January 14, 1994 to request a hearing on an application filed by Protective Life Insurance Company, Protective Variable Annuity Separate Account (Variable Account) and Investment Distributors, Inc. for an order under Section 6(c). The order would grant exemptions from the provisions of Sections 26(a)(2) and 27(c)(2) to the extent necessary to permit the deduction of mortality and expense risks charges from the assets of the Variable Account in connection with the issuance and sale of certain flexible premium deferred variable and fixed annuity contracts. (Rel. IC-19968 - December 20)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER CO., INC., ET AL.

A notice has been issued giving interested persons until January 10, 1994 to request a hearing on a proposal by American Electric Power Company, Inc., a registered holding company, and its nonutility subsidiary company, AEP Resources, Inc. (Resources), to expand the scope of preliminary development activities engaged in by Resources to include exempt wholesale generators, foreign utility companies and independent power producers. AEP also proposes to issue guarantees and assume the liabilities of Resources in connection with preliminary development activities. (Rel. 35-25953)

CONSOLIDATED NATURAL GAS COMPANY, ET AL.

A supplemental order has been issued regarding a proposal by Consolidated Natural Gas Company (CNG), a registered holding company, CNG Energy Company (CNG Energy), a wholly owned non-utility subsidiary company of CNG, and CNG Technologies, Inc. (CNGT), a wholly owned non-utility subsidiary company of CNG Energy. CNG Energy and CNGT seek

an extension of authorization through December 31, 1995 to acquire, for \$2 million dollars, a limited partnership interest in EnerTek Partners, L.P (Enertek), a gas industry new technologies investment fund. CNG and CNGT each additionally seek an extension of authorization through December 31, 1995 to engage in equity and/or debt financing with its parent to fund the investment in Enertek. (Rel. 35-25954)

SELF-REGULATORY ORGANIZATIONS

UNLISTED TRADING PRIVILEGES AND WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until January 10, 1994 to comment on the application of the Chicago Stock Exchange for unlisted trading privileges in one over-the-counter issue and an application to withdraw unlisted trading privileges in one over-the-counter issue. (Rel. 34-33359)

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-3 INTERNATIONAL PAPER CO /NEW/, TWO MANHATTANVILLE RD, PURCHASE, NY 10577
(914) 397-1500 - 117,397 (\$7,865,599) COMMON STOCK. (FILE 33-51447 -
DEC. 15) (BR. 8)
- S-3 BELLSOUTH CORP, 1155 PEACHTREE ST NE, ATLANTA, GA 30367 (404) 249-2000
- 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-51449 - DEC. 15)
(BR. 7)
- S-3 HOUSEHOLD FINANCE CORP, 2700 SANDERS RD, PROSPECT HEIGHTS, IL 60070
(708) 564-5000 - 2,000,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE
33-51451 - DEC. 15) (BR. 11)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48674
(517) 636-1000 - 10,000 (\$586,875) COMMON STOCK. (FILE 33-51453 - DEC. 15)
(BR. 2)
- S-8 ALLIED SIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962
(201) 455-2000 - 6,000,000 (\$449,411,504.25) COMMON STOCK. (FILE 33-51455
- DEC. 15) (BR. 12)
- S-2 CERTIFIED GROCERS OF CALIFORNIA LTD, 2601 S EASTERN AVENUE,
C/O H E COLLINS VICE PRESIDENT, LOS ANGELES, CA 90040 (213) 726-2601 -
30,000,000 (\$30,000,000) STRAIGHT BONDS. (FILE 33-51457 - DEC. 15)
(BR. 3)

REGISTRATIONS CONT.

- S-3 MUI CORP, 550 RTE 202-206, BOX 760, BEDMINSTER, NJ 07921 (908) 781-0500 - 100,000 (\$2,587,500) COMMON STOCK. (FILE 33-51459 - DEC. 15) (BR. 7)
- S-3 SOUTHERN UNION CO, 504 LAVACA ST 8TH FL, AUSTIN, TX 78701 (512) 477-5852 - 475,000,000 (\$475,000,000) STRAIGHT BONDS. (FILE 33-51461 - DEC. 15) (BR. 8)
- S-8 U S TRUST CORP, 114 WEST 47TH ST, NEW YORK, NY 10036 (212) 852-1000 - 679,847 (\$35,606,986.63) COMMON STOCK. (FILE 33-51463 - DEC. 15) (BR. 1)
- S-3 TCF FINANCIAL CORP, 801 MARQUETTE AVE STE 302, MINNEAPOLIS, MN 55402 (612) 370-7000 - 2,042,106 (\$53,483,726) COMMON STOCK. (FILE 33-51465 - DEC. 15) (BR. 1)
- S-8 PROCTER & GAMBLE CO, ONE PROCTER & GAMBLE PLZ, CINCINNATI, OH 45202 (513) 983-1100 - 150,000 (\$8,521,875) COMMON STOCK. (FILE 33-51469 - DEC. 15) (BR. 2)
- S-8 TIME WARNER INC, TIME & LIFE BLDG ROCKFELLER CENTER, 75 ROCKEFELLER PLAZA, NEW YORK, NY 10019 (212) 484-8000 - 2,500,000 (\$111,093,750) COMMON STOCK. (FILE 33-51471 - DEC. 15) (BR. 11)
- S-8 PENNZOIL CO /DE/, PENNZOIL PL, P O BOX 2967, HOUSTON, TX 77252 (713) 546-4000 - 100,000 (\$5,525,000) COMMON STOCK. (FILE 33-51473 - DEC. 15) (BR. 11)
- S-8 AMOCO CORP, 200 E RANDOLPH DR, MAIL CODE 3107A, CHICAGO, IL 60601 (312) 856-6111 - 300,000 (\$15,693,750) COMMON STOCK. (FILE 33-51475 - DEC. 16) (BR. 11)
- SB-2 AMERICAN CINEMASTORES INC, 8946 ELLIS AVE, LOS ANGELES, CA 90038 - 7,050,000 (\$25,452,500) COMMON STOCK. 100,000 (\$30,000) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$600,000) COMMON STOCK. (FILE 33-72490-LA - DEC. 03) (BR. 2 - NEW ISSUE)
- S-8 MEDIPLEX GROUP INC, 15 WALNUT ST, WELLESLEY, MA 02181 (617) 446-6900 - 450,000 (\$11,421,000) COMMON STOCK. (FILE 33-72674 - DEC. 09) (BR. 6)
- S-8 LURIA L & SON INC, 5770 MIAMI LAKES DR, MIAMI LAKES, FL 33014 (305) 557-9000 - 675,000 (\$8,048,875) COMMON STOCK. (FILE 33-72690 - DEC. 09) (BR. 2)
- S-3 NEOPROBE CORP, 8000 RAVINES EDGE COURT, STE 100, COLUMBUS, OH 43235 (614) 786-7180 - 6,316,965 (\$32,718,117.81) COMMON STOCK. (FILE 33-72700 - DEC. 10) (BR. 4)
- S-3 STRUCTURED SECURITIES CORP, NORTH TOWER, WORLD FINANCIAL CENTER, NEW YORK, NY 10281 (212) 449-3350 - 1,000,000 (\$1,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-72712 - DEC. 09) (BR. 12)
- S-8 COPYTELE INC, 900 WALT WHITMAN RD, HUNTINGTON STATION, NY 11746 (516) 549-5900 - 3,000,000 (\$38,640,000) COMMON STOCK. (FILE 33-72716 - DEC. 09) (BR. 10)
- S-8 COMPUSA INC, 14951 NORTH DALLAS PARKWAY, DALLAS, TX 75240 (214) 406-4700 - 1,070,000 (\$25,746,875) COMMON STOCK. (FILE 33-72718 - DEC. 09) (BR. 1)

REGISTRATIONS CONT.

- S-2 STANFORD TELECOMMUNICATIONS INC, 1221 CROSSMAN AVENUE, SUNNYVALE, CA 94089 (408) 745-0818 - 1,518,000 (\$29,980,500) COMMON STOCK. UNDERWRITER: OPPENHEIMER & CO INC, VOLPE MELTY & CO. (FILE 33-72720 - DEC. 09) (BR. 7)
- S-3 AMERIHOST PROPERTIES INC, 2400 E DEVON AVE STE 280, DES PLAINES, IL 60018 (708) 298-4500 - 1,359,084 (\$7,518,360) COMMON STOCK. (FILE 33-72742 - DEC. 10) (BR. 10)
- S-8 NINE WEST GROUP INC /DE/, 9 W BROAD ST, STAMFORD, CT 06902 (203) 324-7567 - 3,060,000 (\$97,155,000) COMMON STOCK. (FILE 33-72746 - DEC. 10) (BR. 7)
- S-1 TRICOM CAPITAL CORP, 95 ROUTE 17 SOUTH, PARAMUS, NJ 07652 (201) 712-3300 - 14,500,000 (\$377,000,000) COMMON STOCK. (FILE 33-72748 - DEC. 10) (BR. 12 - NEW ISSUE)
- S-11 PMC COMMERCIAL TRUST, 17290 PRESTON RD, DALLAS, TX 75252 (214) 380-0044 - 400,000 (\$6,000,000) COMMON STOCK. (FILE 33-72750 - DEC. 10) (BR. 12)
- S-8 HOSPITALITY FRANCHISE SYSTEMS INC, 339 JEFFERSON RD, PARSIPPANY, NJ 07054 (201) 428-9700 - 30,000 (\$1,417,500) COMMON STOCK. (FILE 33-72752 - DEC. 10) (BR. 12)
- S-8 ZOLTEK COMPANIES INC, 3101 MCKELVEY RD, ST LOUIS, MO 63044 (314) 291-5110 - 350,000 (\$2,187,500) COMMON STOCK. (FILE 33-72754 - DEC. 10) (BR. 8)
- S-8 POLYPHASE CORP, 4230 LBJ FREEWAY STE 404, DALLAS, TX 75244 (214) 490-4214 - 293,000 (\$219,750) COMMON STOCK. (FILE 33-72758 - DEC. 10) (BR. 3)
- S-3 PERSEPTIVE BIOSYSTEMS INC, 38 SIDNEY ST, CAMBRIDGE, MA 02139 (617) 621-1787 - 815,901 (\$22,029,327) COMMON STOCK. (FILE 33-72760 - DEC. 10) (BR. 8)
- F-6 SUDANTEX DE VENEZUELA C A S A C A/ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 25,000,000 (\$1,250,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-72762 - DEC. 10) (NEW ISSUE)
- S-8 ZEBRA TECHNOLOGIES CORP/DE/, 333 CORPORATE WOODS PKWY, VERNON HILLS, IL 60061 (708) 634-6700 - 240,000 (\$13,620,000) COMMON STOCK. (FILE 33-72774 - DEC. 13) (BR. 10)
- S-1 INDEPENDENT BANCORP OF ARIZONA INC, 3800 NORTH CENTRAL AVE, STE 900, PHOENIX, AR 85012 (602) 640-9431 - 7,595,227 (\$158,294,703.44) COMMON STOCK. (FILE 33-72776 - DEC. 10) (BR. 1 - NEW ISSUE)
- S-8 PYXIS CORPORATION /DE/, 9380 CARROLL PARK DR, SAN DIEGO, CA 92121 (619) 625-3300 - 50,000 (\$3,543,750) COMMON STOCK. (FILE 33-72780 - DEC. 13) (BR. 10)
- S-4 NETWORK GENERAL CORPORATION, 4200 BOHANNON DRIVE, MENLO PARK, CA 94025 (415) 473-2000 - 2,000,000 (\$1,029,558) COMMON STOCK. (FILE 33-72782 - DEC. 13) (BR. 10)
- S-8 SHERWOOD GROUP INC, ONE EXCHANGE PLZ, NEW YORK, NY 10006 (212) 482-4000 - 1,474,333 (\$1,647,583) COMMON STOCK. (FILE 33-72790 - DEC. 13) (BR. 11)

REGISTRATIONS CONT.

- S-8 PAIRGAIN TECHNOLOGIES INC /CA/, 12921 EAST 166TH ST, CERRITOS, CA 90701
(310) 404-8811 - 3,700,000 (\$37,462,500) COMMON STOCK. (FILE 33-72792 -
DEC. 13) (BR. 8)
- SB-1 PAB BANKSHARES INC, 3102 N OAK ST EXT, VALDOSTA, GA 31602 (912) 242-7758
- 150,000 (\$3,000,000) COMMON STOCK. (FILE 33-72794 - DEC. 13) (BR. 2)
- S-1 YAMAHA MOTOR RECEIVABLES CORP, 6555 KATELLA AVE, CYPRESS, CA 90630
(714) 761-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.
UNDERWRITER: CHASE SECURITIES INC. (FILE 33-72806 - DEC. 10) (BR. 11
- NEW ISSUE)
- S-8 LOEMEN GROUP INC, 4126 NORLAND AVE, BURNABY BC CANADA V5G 3S8, A1
(604) 299-9321 - 74,767 (\$2,000,017.25) COMMON STOCK. (FILE 33-72808 -
DEC. 10) (BR. 5)
- S-1 UNIVERSAL OUTDOOR INC, 321 N CLARK ST, CHICAGO, IL 60610 (312) 644-8673
- 65,000,000 (\$65,000,000) STRAIGHT BONDS. (FILE 33-72810 - DEC. 10)
(BR. 5 - NEW ISSUE)
- S-8 BOOKS A MILLION INC, 402 INDUSTRIAL L, BIRMINGHAM, AL 35211
(205) 942-3737 - 450,000 (\$9,984,375) COMMON STOCK. (FILE 33-72812 -
DEC. 10) (BR. 2)
- S-1 LXR BIOTECHNOLOGY INC, 1401 MARINA WAY SOUTH, RICHMOND, CA 94804
(510) 412-9100 - 3,450,000 (\$27,600,000) COMMON STOCK. UNDERWRITER:
BLEGH D & CO INC. (FILE 33-72814 - DEC. 10) (BR. 4 - NEW ISSUE)
- S-1 NUJCOM SHIPHOLDING CORP, TWO ALHAMBRA PLAZA, PENTHOUSE 1E, CORAL GABLES,
FL 33134 (305) 445-5660 - 1,380,000 (\$11,557,500) COMMON STOCK. 750,000
(\$95,250) WARRANTS, OPTIONS OR RIGHTS. 1,181,029 (\$10,919,507)
COMMON STOCK. (FILE 33-72818 - DEC. 10) (BR. 4 - NEW ISSUE)
- S-3 GEOTEK INDUSTRIES INC, 20 CRAIG ROAD, MONTVALE, NJ 07645 (201) 930-9305
- 3,657,500 (\$59,434,375) COMMON STOCK. (FILE 33-72820 - DEC. 10) (BR. 7)
- S-1 LFS BANCORP INC, 2020 NICHOLASVILLE RD, LEXINGTON, KY 40503
(606) 278-3461 - 3,888,150 (\$38,881,500) COMMON STOCK. UNDERWRITER:
CAPITAL RESOURCES INC. (FILE 33-72822 - DEC. 10) (BR. 1 - NEW ISSUE)
- S-1 VENTURE HOLDINGS TRUST, 33662 JAMES J POMPO, FRASER, MI 48026
(313) 294-1500 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. UNDERWRITER:
BRONWYN ALEX & SONS INC, SPP HAMBRO & CO. (FILE 33-72826 - DEC. 10)
(BR. 4 - NEW ISSUE)
- S-1 KOPPERS INDUSTRIES INC, 436 SEVENTH AVE, PITTSBURG, PA 15219
(412) 227-2001 - 110,000,000 (\$110,000,000) STRAIGHT BONDS. (FILE
33-72828 - DEC. 10) (BR. 9 - NEW ISSUE)
- S-6 CHUBB SEPARATE ACCOUNT C, ONE GRANITE PLACE, CONCORD, NH 03301 -
INDEFINITE SHARES. (FILE 33-72830 - DEC. 10) (BR. 20 - NEW ISSUE)
- N-1A CHUBB SERIES TRUST, ONE GRANITE PLACE, CONCORD, NH 03301 (603) 226-5000
- INDEFINITE SHARES. (FILE 33-72834 - DEC. 10) (BR. 20 - NEW ISSUE)
- N-1A STERLING FUNDS, 120 SOUTH LASALLE ST, CHICAGO, IL 60603 (312) 781-1121
- INDEFINITE SHARES. (FILE 33-72836 - DEC. 10) (BR. 17 - NEW ISSUE)

REGISTRATIONS CONT.

- S-2 COMMERCEBANCORP, 1201 DOVE ST, C/O KAREN J CATLIN, NEWPORT BEACH, CA 92660 (714) 851-9900 - 16,561,643 (\$16,561,643) COMMON STOCK. (FILE 33-72842 - DEC. 13) (BR. 2)
- S-8 SNAPPLE BEVERAGE CORP, 175 NORTH CENTRAL AVE, VALLEY STREAM, NY 11580 (516) 872-4800 - 1,208,000 (\$26,158,892) COMMON STOCK. (FILE 33-72844 - DEC. 13) (BR. 11)
- S-4 SOUTHERN CALIFORNIA WATER CO, 630 E FOOTHILL BLVD, SAN DIMAS, CA 91773 (909) 394-3600 - 4,360 (\$97,010) COMMON STOCK. (FILE 33-72846 - DEC. 13) (BR. 8)
- S-8 NEWFIELD EXPLORATION CO /DE/, 363 N SAM HOUSTON PARKWAY E, STE 2020, HOUSTON, TX 77060 (713) 847-6000 - 3,487,970 (\$55,807,520) COMMON STOCK. (FILE 33-72848 - DEC. 13) (BR. 3)
- S-8 VIDEO LOTTERY TECHNOLOGIES INC/DE, 2311 SOUTH 7TH AVE - STE A, BOZEMAN, MT 59715 (406) 585-6600 - 460,940 (\$6,778,873.75) COMMON STOCK. (FILE 33-72850 - DEC. 13) (BR. 11)
- S-8 AMERICAN MOBILE SATELLITE CORP, 10802 PARKRIDGE BLVD, RESTON, VA 22091 (703) 758-6000 - 1,058,862 (\$24,353,826) COMMON STOCK. (FILE 33-72852 - DEC. 13) (BR. 7)
- S-11 HEALTHCARE REALTY TRUST INC, 3310 WEST END AVE, FOURTH FL, NASHVILLE, TN 37203 (615) 269-8175 - 5,850,000 (\$123,946,875) COMMON STOCK. (FILE 33-72860 - DEC. 13) (BR. 6)
- S-3 CAROLINA FIRST CORP, 102 S MAIN ST, GREENVILLE, SC 29601 (803) 255-7900 - 100,000 (\$1,275,000) COMMON STOCK. (FILE 33-72868 - DEC. 14) (BR. 2)

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 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
CAPITAL GAMING INTL INC	COM		625	14018010	
UNITED GAMING INC	13D	11/24/93	9.3	100.0	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ OWNED	CUSIP/ PRIORX	FILING STATUS
CHARTER MED CORP FICKLING WILLIAMS A JR	COM 13D	12/ 3/93	2,585 10.4	16124170 0.0	NEW
COLOROCS CORP RUSSO RUDOLPH P ET AL	COM 13D	11/24/93	1,567 70.8	19680799 0.0	NEW
EDITEK INC LINDLEY J THOMAS SR	COM 13D	12/ 1/93	269 5.0	28106810 5.1	UPDATE
ENERGY SVC INC FUND AMERICAN ENTR HLDGS	COM 13D	11/24/93	6,040 3.0	29271910 4.2	UPDATE
ENEX OIL & GAS INC II-5 ENEX RES CORP ET AL	LTD PRT INT 13D	11/30/93	0 0.0	29274384 N/A	UPDATE
ENEX OIL GAS INCOME PROG I ENEX RES CORP ET AL	LTD INT 13D	11/30/93	0 0.0	29274388 N/A	UPDATE
FIRSTROCK BANCORP INC HALIS JEFFREY S	COM 13D	12/ 1/93	155 6.5	34299610 5.8	UPDATE
INACOM CORP INATONE RICK ET AL	COM 13D	9/30/93	597 6.1	45399910 7.3	UPDATE
ISTEC INDS & TECHNOLOGIES HOROWITZ AVIHOOD	ORD 13D	11/10/93	3,616 100.0	46521210 100.0	UPDATE
KATY INDS INC CARROLL DENIS H ET AL	COM 13D	12/ 7/93	4,562 50.6	48602610 48.0	UPDATE
LAMONTS CORP NEW STREET CAPITAL CORP ET AL	COM 13D	11/29/93	8,718 98.1	51362810 98.0	UPDATE
LAWSON MARDON GROUP LTD CRAGNOTTI & PARTNERS FINL	CL A SUB VTG CO 13D	11/12/93	4,592 11.6	52099010 10.6	UPDATE
LAWSON MARDON GRP CRAGNOTTI & PARTNERS FINL	COM CL B CO 13D	11/12/93	8,376 68.7	52099099 68.5	UPDATE
MVR INC EVEREST CAP LIMITED	COM 13D	11/18/93	1,110 6.5	64399710 0.0	NEW
NOSTALGIA NETWORK INC CROWN COMMUNICATIONS CRP ET AL	COM NEW 13D	12/ 3/93	7,921 96.1	66975230 93.6	UPDATE
REGAL INTL INC BEINHOCKER GILBERT D ET AL	COM 13D	10/12/93	17,466 18.4	75881910 0.0	NEW
REPUBLIC GOLDFIELDS INC ECHO BAY MINES	COM 13D	6/30/92	400 8.8	76099510 0.0	NEW
RODMAN & RENSHAW CAP GROUP ABACO GRUPO FINANCIERO ET AL	COM 14D-1	12/ 7/93	0 0.0	77487710 0.0	UPDATE
SERVICO INC DEL AMERICAN HLDGS INC	COM 13D	12/ 6/93	0 0.0	81764810 9.3	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
UNILAB CORP	COM PAR		2,688	90476210	
GHS MGMT INC ET AL	13D	11/10/93	5.9	5.7	UPDATE
ACTAVA GROUP INC	COM		4,414	00493510	
TRITON GROUP LTD	13D	12/ 7/93	25.0	24.6	UPDATE
ACCUGRAPH CORP	CL A		8,960	00499130	
MOUNTAINTOP L P	13D	8/13/93	68.5	0.0	NEW
BAY COMMERCIAL SERVICES	COM		60	07220099	
ROPER J KENNETH	13D	10/ 7/93	5.6	0.0	NEW
CANTERBURY EDL SVCS INC	COM		829	13810810	
KOENIG EDWARD KOENIG ANN	13D	11/30/93	8.8	0.0	NEW
CHELSEA GCA RLTY INC	COM		755	16326210	
COOPERMAN LEON G	13D	11/24/93	6.9	0.0	NEW
CODENOLL TECHNOLOGY CORP	COM		70	19190010	
HOECHST CELANESE CORP	13D	11/12/93	1.5	14.7	UPDATE
COLORADO MEDTECH INC	COM		1,000	19699310	
VENCOR INC	13D	12/ 3/93	60.4	0.0	NEW
CORPORATE SOFTWARE INC	COM		4,402	22003710	
CS ACQUISITION CORP	14D-1	12/ 7/93	73.0	0.0	UPDATE
CROWLEY MILNER & CO	COM		35	22809310	
ELECTRA INVESTMENT TRUST P.L.C	13D	11/18/93	6.9	0.0	NEW
F & C INTL INC	COM		815	30236410	
WILD HANS-PETER	13D	12/ 6/93	8.7	8.0	UPDATE
FIFTH DIMENSION INC	COM		269	31671110	
GILBERT EDWARD H ET AL	13D	11/30/93	24.6	22.0	UPDATE
FIRST CONNECTICUT CAP CORP	COM		98	31985110	
HUMPHREYS ROBERT E ET AL	13D	11/29/93	8.4	8.0	UPDATE
INVITRO INTL	COM		1,018	46185310	
MAX NEGRI TRUST	13D	12/ 7/93	9.4	9.3	UPDATE
ISTEC INDS & TECHNOLOGIES	ORD		828	46521210	
BEZER RAPHAEL	13D	11/22/93	100.0	100.0	UPDATE
KATY INDS INC	COM		4,562	48602610	
CARROLL DENIS H ET AL	13D	12/ 7/93	50.6	48.0	UPDATE
KLEER VJ INDS INC	COM NEW		718	49849420	
HARDEE CAPITAL PARTNERS L P	13D	11/18/93	23.4	15.8	UPDATE
LIBERTY HOMES INC CL B	CL B		881	53058230	
MUSSEY INVT L P	13D	12/ 1/93	43.4	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
MATEC CORP	COM		842	57666710	
VALPEY THEODORE S JR	13D	11/29/93	29.0	32.5	UPDATE
MOTOR COACH INDS INTL INC	COM		1,622	61984810	
BLEICHROEDER ARNHOLD & S ET AL	13D	11/24/93	8.1	6.4	UPDATE
NEW WORLD PWR CORP	COM NEW		885	64929020	
SUNDIAL INTL FUND LTD	13D	11/ 8/93	20.6	11.3	UPDATE
MOSTALGIA NETWORK INC	COM NEW		5,688	66975230	
INTL FAMILY ENTERTAINMENT INC	14D-1	12/ 7/93	69.0	69.0	UPDATE
MOSTALGIA NETWORK INC	COM NEW		5,688	66975230	
INTERNATIONAL FAMILY ENT ET AL	14D-1	12/ 7/93	69.0	69.0	UPDATE
PRICE COMMUNICATIONS CORP	COM NEW		0	74143730	
HUFF W R ASSET MGMT LP	13D	11/24/93	0.0	18.6	UPDATE
R T I INC	COM		378	74973910	
BARNETT LARRY L	13D	12/ 3/93	5.6	5.6	UPDATE
RIO HOTEL & CASINO INC	COM		1,365	76714710	
CORRAO LUD	13D	11/19/93	6.5	6.2	UPDATE
RIO HOTEL & CASINO INC	COM		6,254	76714710	
MARNELL ANTHONY A II ET AL	13D	11/19/93	29.6	25.0	UPDATE
RIO HOTEL & CASINO INC	COM		1,091	76714710	
PETERSEN DEAM & MARY TR 1975	13D	11/19/93	5.2	5.2	UPDATE
SPS TECHNOLOGIES INC	COM		1,290	78462610	
GAMCO INVESTORS INC ET AL	13D	12/ 6/93	25.3	24.2	UPDATE
SPS TECHNOLOGIES INC	COM		1,290	78462610	
GAMCO INVESTORS INC ET AL	13D	12/ 6/93	25.3	24.2	RVSION
SPS TECHNOLOGIES INC	COM		1,290	78462610	
GAMCO INVESTORS INC ET AL	13D	12/ 6/93	25.3	24.2	RVSION
SPS TECHNOLOGIES INC	COM		1,290	78462610	
GAMCO INVESTORS INC ET AL	13D	12/ 6/93	25.3	24.2	RVSION
SCANDINAVIAN BROADCASTING SA ORD			2,120	80590110	
CAPITAL CITIES ABC INC ET AL	13D	11/30/93	20.8	20.8	UPDATE
SHURGARD GRW CAP FD 15 LTD	UTS LTD PRTSHP INT		0	82566910	
U H AQUISITION CO	14D-1	12/ 7/93	0.0	0.0	UPDATE
SHURGARD GRW CAP FUND 17	UTS LTD PRTSHP INT		0	82566920	
U H AQUISITION CO	14D-1	12/ 7/93	0.0	0.0	UPDATE