

# sec news digest

Issue 95-224

November 21, 1995

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## ENFORCEMENT PROCEEDINGS

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### KENNETH ZAK ENJOINED

The Commission announced that on November 6 the Honorable T.F. Gilroy Daly of the U.S. District Court for the District of Connecticut issued a Final Judgment of Permanent Injunction against Kenneth A. Zak (Zak), a former partner of Colonial Realty Company (Colonial). The court, which entered this judgment based on Zak's default, found that he violated the certain registration and antifraud provisions of the federal securities laws. Zak was enjoined from further violations of these provisions and ordered to disgorge \$262,175.76 to the court, plus prejudgment interest thereon, for the benefit of defrauded investors. This amount represents ill-gotten gains received by Zak in connection with his participation in a fraudulent offering of limited partnership units.

The complaint, filed on March 9 against Zak and six others, alleged violations of several antifraud and securities registration provisions of the federal securities laws in connection with a fraudulent unregistered public offering by Colonial of 1200 limited partnership units in the Colonial Constitution Limited Partnership (CCLP) during 1989 and 1990. During the offering period, CCLP interests totaling more than \$30 million were purchased by over 700 investors residing in 28 states and the District of Columbia. [SEC v. Googel, et al., Civil Action No. 3:95-CV-420, TFGD, D.CT] (LR-14723)

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## INVESTMENT COMPANY ACT RELEASES

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### INTERNATIONAL GROWTH TRUST

A notice has been issued giving interested persons until December 12 to request a hearing on an application filed by International Growth Trust for an order under Section 8(f) of the Investment Company Act declaring that it has ceased to be an investment company. (Rel. IC-21505 - November 17)

### BANQUE OBC - ODIER BUNGENER COURVOISIER AND ABN AMRO BANK N.V.

A notice has been issued giving interested persons until December 12 to request a hearing on an application filed by Banque OBC - Odier Bungener Courvoisier (Banque OBC) and ABN AMRO Bank N.V. (Bank) for an order under Section 6(c) of the Investment Company Act that would grant an exemption from Section 17(f) of the Act. The order would permit Banque OBC, a subsidiary of the Bank, to act as custodian for investment company assets in The Netherlands. (Rel. IC-21506; International Series Rel. 886 - November 17)

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## HOLDING COMPANY ACT RELEASES

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### COLUMBIA GAS SYSTEM, INC., ET AL.

A notice has been issued to provide all interested persons until December 18 to request a hearing on a proposal by Columbia Gas System, Inc. (Columbia), a registered holding company, Columbia Gas of Maryland, Inc. (Columbia Maryland), a natural gas subsidiary company of Columbia, and thirty other subsidiary companies of Columbia for the sale of securities by Columbia Maryland to Columbia on or around December 31, 1995, the proceeds of which will be used to refund other securities previously sold by Columbia Maryland to Columbia, and for the future issuance of securities to meet the capital needs of Columbia Maryland in 1996. (Rel. 35-26411)

### CINERGY CORPORATION

A notice has been issued to provide all interested persons until December 18 to request a hearing on a proposal by Cinergy Corporation, to issue and sell up to 867,385 shares of common stock

from time to time through December 31, 1997 and to apply the net proceeds therefrom to general corporate purposes, including repayment of short-term indebtedness, investments in subsidiaries, and acquisitions of interests in exempt wholesale generators or foreign utility companies under Sections 32 and 33 of the Act, pursuant to a separate authorization from the Commission. (Rel. 35-26411)

#### EASTERN EDISON CO., ET AL.

A notice has been issued giving interested persons until December 18 to request a hearing on a proposal by Eastern Edison Company, Montaup Electric Company, Blackstone Valley Electric Company, EUA Service Corporation, Newport Electric Corporation, and EUA Ocean State Corporation, all subsidiaries of Eastern Utilities Associates, to issue and sell notes to banks through December 31, 1997. (Rel. 35-26411)

#### GULF STATES UTILITIES COMPANY

A notice has been issued giving interested persons until December 18 to request a hearing on a proposal by Gulf States Utilities Company (GSU), an electric public-utility subsidiary company of Entergy Corporation, a registered holding company. GSU proposes to issue and sell, through December 31, 2000, first mortgage bonds, medium-term notes, and debentures, in an aggregate principal amount of up to \$900 million. GSU additionally proposes to issue, through December 31, 2000, one or more series of preferred stock; preference stock; and/or preferred securities through special purpose subsidiaries, in a combined aggregate amount of up to \$400 million. In addition, GSU proposes to enter into arrangements to finance or refinance pollution control facilities through the issuance of tax-exempt revenue bonds (Tax-Exempt Revenue Bonds), up to an aggregate principal amount of \$250 million, including the possible issuance and pledge of one or more series of bonds of up to an aggregate principal amount of \$275 million to be used as collateral for the Tax-Exempt Revenue Bonds. (Rel. 35-26411)

#### FIDELITY MANAGEMENT & RESEARCH COMPANY, ET AL.

A notice has been issued giving interested persons until December 18 to request a hearing on an application by Fidelity Management & Research Company and Fidelity Management Trust Company (collectively, Fidelity) for an order under Section 3(a)(4) granting exemption from all provisions of the Act except Section 9(a)(2). Alternatively, Fidelity requests an order of exemption under Section 3(a)(3). (Rel. 35-26411)

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S8-2 STRATASYS INC, 14950 MARTIN DRIVE, EDEN PRAIRIE, MN 55344 (612) 937-3000  
- 1,651,627 (\$26,727,517.38) COMMON STOCK. (FILE 33-99108 - NOV. 08)  
(BR. 6)
- S-3 UMB FINANCIAL CORP, 1010 GRAND AVE, KANSAS CITY, MO 64106 (816) 860-7000  
- 300,000 (\$12,900,000) COMMON STOCK. (FILE 33-64171 - NOV. 14) (BR. 2)
- S-3 NEWMONT MINING CORP, ONE UNITED BANK CTR, 1700 LINCOLN ST, DENVER, CO  
80203 (303) 863-7414 - 7,899,436 (\$323,876,876) COMMON STOCK. (FILE  
33-64173 - NOV. 14) (BR. 2)
- S-3 HOUSEHOLD FINANCE CORP, 2700 SANDERS RD, PROSPECT HEIGHTS, IL 60070  
(708) 564-5000 - 1,800,000,000 (\$1,800,000,000) STRAIGHT BONDS. (FILE  
33-64175 - NOV. 14) (BR. 11)
- S-3 ALCO STANDARD CORP, P O BOX 834, VALLEY FORGE, PA 19482 (215) 296-8000  
- 750,000,000 (\$750,000,000) STRAIGHT BONDS. (FILE 33-64177 - NOV. 14)  
(BR. 7)
- S-3 CHRYSLER FINANCIAL CORP, 27777 FRANKLIN RD, SOUTHFIELD, MI 48034  
(810) 948-3060 (FILE 33-64179 - NOV. 14) (BR. 11)
- S-8 DEVON GROUP INC, 281 TRESSER BLVD, STE 501, STAMFORD, CT 06901  
(203) 964-1444 - 360,000 (\$12,891,875) COMMON STOCK. (FILE 33-64181 -  
NOV. 14) (BR. 12)
- S-3 GREEN TREE FINANCIAL CORP, 1100 LANDMARK TOWERS, 345 ST PETER ST,  
SAINT PAUL, MN 55102 (612) 293-3400 - 1,250,000,000 (\$1,250,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 33-64183 - NOV. 14) (BR. 12)
- S-3 GREEN TREE FINANCIAL CORP, 1100 LANDMARK TOWERS, 345 ST PETER ST,  
SAINT PAUL, MN 55102 (612) 293-3400 - 5,000,000,000 (\$5,000,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 33-64185 - NOV. 14) (BR. 12)
- S-8 LINCOLN ELECTRIC CO, 22801 ST CLAIR AVE, CLEVELAND, OH 44117  
(216) 481-8100 - 200,000 (\$4,975,000) COMMON STOCK. (FILE 33-64189 -  
NOV. 14) (BR. 1)
- S-3 MORGAN J P & CO INC, 60 WALL ST, NEW YORK, NY 10260 (212) 483-2323 -  
2,740,000,000 (\$2,740,000,000) STRAIGHT BONDS. (FILE 33-64193 - NOV. 14)  
(BR. 1)
- S-3 BANC ONE CORP /OH/, 100 E BROAD ST, COLUMBUS, OH 43271 (614) 248-5944  
(FILE 33-64195 - NOV. 14) (BR. 2)
- S-8 GENERAL MOTORS CORP, 3044 W GRAND BLVD, DETROIT, MI 48202 (313) 556-5000  
- 4,000,000 (\$192,500,000) COMMON STOCK. (FILE 33-64197 - NOV. 14)  
(BR. 4)

REGISTRATIONS CONT.

- S-8 GENERAL MOTORS CORP, 3044 W GRAND BLVD, DETROIT, MI 48202 (313) 556-5000  
- 3,000,000 (\$131,625,000) COMMON STOCK. (FILE 33-64199 - NOV. 14)  
(BR. 4)
- S-3 EATON CORP, EATON CTR, 1111 SUPERIOR AVE, CLEVELAND, OH 44114  
(216) 523-5000 (FILE 33-64201 - NOV. 14) (BR. 4)
- S-8 ELXSI CORP /DE//, 4209 VINELAND ROAD SUITE J-1, C/O ELXSI, ORLANDO, FL  
32811 (407) 849-1090 - 125,000 (\$765,625) COMMON STOCK. (FILE 33-64205 -  
NOV. 14) (BR. 12)
- S-3 NU HORIZONS ELECTRONICS CORP, 6000 NEW HORIZONS BLVD, AMITYVILLE, NY  
11701 (516) 226-6000 - 333,333 (\$5,333,328) COMMON STOCK. (FILE 33-64207 -  
NOV. 14) (BR. 3)
- S-3 BURLINGTON NORTHERN SANTE FE CORP, 3800 CONTINENTAL PLZ, 777 MAIN ST,  
FT WORTH, TX 76102 (817) 333-2000 - 1,000,000,000 (\$1,000,000,000)  
STRAIGHT BONDS. (FILE 33-64209 - NOV. 14) (BR. 5)
- S-3 TEXAS UTILITIES ELECTRIC CO, 2001 BRYAN TWR STE 1350, DALLAS, TX 75201  
(214) 812-4600 - 8,000,000 (\$200,000,000) PREFERRED STOCK. (FILE 33-64211  
- NOV. 14) (BR. 8)
- S-3 BMC SOFTWARE INC, 2101 CITYWEST BLVD, HOUSTON, TX 77042 (713) 918-8800  
- 139,600 (\$5,008,848) COMMON STOCK. (FILE 33-64213 - NOV. 14) (BR. 9)
- S-3 SEARS ROEBUCK ACCEPTANCE CORP, 3711 KENNETT PIKE, GREENVILLE, DE 19807  
(302) 888-3112 - 2,000,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE  
33-64215 - NOV. 14) (BR. 12)
- S-3 USG CORP, 125 S FRANKLIN ST, DEPT. 188, CHICAGO, IL 60606 (312) 606-5439  
(FILE 33-64217 - NOV. 14) (BR. 10)
- S-3 SNYDER OIL CORP, 777 MAIN ST STE 2500, FORT WORTH, TX 76102  
(817) 338-4043 - \$1,567,000 COMMON STOCK. (FILE 33-64219 - NOV. 14)  
(BR. 3)
- S-8 TRANSAMERICA CORP, 600 MONTGOMERY ST, SAN FRANCISCO, CA 94111  
(415) 983-4000 - 5,000,000 (\$355,000,000) COMMON STOCK. (FILE 33-64221 -  
NOV. 14) (BR. 12)
- S-8 DIGITAL EQUIPMENT CORP, 146 MAIN ST, MAYNARD, MA 01754 (617) 897-5111 -  
10,050,000 (\$561,543,750) COMMON STOCK. (FILE 33-64223 - NOV. 14) (BR. 10)
- S-3 NEWELL CO, 29 E STEPHENSON ST, NEWELL CTR, FREEPORT, IL 61032  
(815) 235-4171 (FILE 33-64225 - NOV. 14) (BR. 9)
- S-8 WORLD FUEL SERVICES CORP, 700 S ROYAL POINCIANA BLVD, STE 800,  
MIAMI SPRINGS, FL 33166 (305) 884-2001 - 116,250 (\$1,642,031.25)  
COMMON STOCK. (FILE 33-64227 - NOV. 14)
- S-3 GENERAL MOTORS CORP, 3044 W GRAND BLVD, DETROIT, MI 48202 (313) 556-5000  
- 2,000,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE 33-64229 - NOV. 14)  
(BR. 4)
- S-3 NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/,  
2201 COOPERATIVE WAY, HERNDON, VA 22071 (703) 709-6700 - 250,000,000  
(\$250,000,000) STRAIGHT BONDS. (FILE 33-64231 - NOV. 14) (BR. 11)
- S-8 CENTRAL & SOUTH WEST CORP, 1616 WOODALL RODGERS FRWY, DALLAS, TX 75202  
(214) 754-1000 - 5,000,000 (\$133,150,000) COMMON STOCK. (FILE 33-64233 -  
NOV. 14) (BR. 7)

REGISTRATIONS CONT.

- S-3 GENERAL MOTORS ACCEPTANCE CORP, 3044 W GRAND BLVD, DETROIT, MI 48202  
(313) 556-5000 - 3,075,000,000 (\$3,075,000,000) STRAIGHT BONDS. (FILE  
33-64235 - NOV. 14) (BR. 11)
- S-3 FORD MOTOR CREDIT CO, THE AMERICAN RD, PO BOX 6044, DEARBORN, MI 48121  
(313) 322-3000 - 5,000,000,000 (\$5,000,000,000) STRAIGHT BONDS. (FILE  
33-64237 - NOV. 14) (BR. 12)
- S-8 FIRST MISSISSIPPI CORP, 700 NORTH ST/PO BOX 1249, JACKSON, MS 39215  
(601) 948-7550 - 980,000 (\$21,011,200) COMMON STOCK. (FILE 33-64239 -  
NOV. 14) (BR. 1)
- S-3 CST ENTERTAINMENT INC/DE/, 5901 GREEN VALLEY CIRCLE, STE 400,  
CULVER CITY, CA 90230 (310) 417-3444 - 1,500,000 (\$1,365,000) COMMON STOCK.  
(FILE 33-64241 - NOV. 14) (BR. 12)
- S-3 PEPSICO INC, 700 ANDERSON HILL RD, PURCHASE, NY 10577 (914) 253-2000 -  
2,500,000,000 (\$2,500,000,000) STRAIGHT BONDS. (FILE 33-64243 - NOV. 14)  
(BR. 11)
- S-3 ALLIEDSIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962  
(201) 455-2000 - 493,000,000 (\$493,000,000) STRAIGHT BONDS. (FILE  
33-64245 - NOV. 14) (BR. 12)
- S-3 FORD MOTOR CO, THE AMERICAN RD, DEARBORN, MI 48121 (313) 322-3000 -  
961,700,000 (\$961,700,000) STRAIGHT BONDS. (FILE 33-64247 - NOV. 14)  
(BR. 4)
- S-3 NAVISTAR FINANCIAL RETAIL RECEIVABLES CORPORATION, 2850 WEST GOLF ROAD,  
ROLLING MEADOWS, IL 60008 (708) 734-4000 - 2,000,000,000 (\$2,000,000,000)  
STRAIGHT BONDS. (FILE 33-64249 - NOV. 14) (BR. 12)
- S-6 EMPIRE ST MUN EXEMPT TR GUARANTEED SER 123, C/O GLICKENHAUS & CO,  
6 EAST 43RD ST, NEW YORK, NY 10017 (212) 953-7532 - 290 (\$290,000)  
UNIT INVESTMENT TRUST. (FILE 33-64251 - NOV. 14) (BR. 22 - NEW ISSUE)
- S-6 EMPIRE ST MUN EXEMPT TR GUARANTEED SER 124, C/O GLICKENHAUS & CO,  
6 EAST 43RD ST, NEW YORK, NY 10017 (212) 953-7532 - 290 (\$290,000)  
UNIT INVESTMENT TRUST. (FILE 33-64253 - NOV. 14) (NEW ISSUE)
- S-3 COEUR D ALENE MINES CORP, 400 COEUR D ALENE MINES BLDG, 505 FRONT AVE,  
COEUR D ALENE, ID 83814 (208) 667-3511 - 4,864,179 (\$91,203,356)  
COMMON STOCK. (FILE 33-64255 - NOV. 15) (BR. 1)
- SB-2 ROLLO ENTERTAINMENT INC, 5 GLENFIELD RD, GLENRIDGE, NJ 07028  
(201) 655-0388 - 500,000 (\$1,000,000) COMMON STOCK. 50,000 (\$50)  
WARRANTS, OPTIONS OR RIGHTS. 50,000 (\$112,500) COMMON STOCK. (FILE  
33-99084-NY - NOV. 07) (BR. 12 - NEW ISSUE)
- F-6 OIL CO LUKOIL, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286  
(212) 815-2009 - 100,000,000 (\$5,000,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-99106 - NOV. 08) (BR. 99  
- NEW ISSUE)
- S-8 MONTEREY BAY BANCORP INC, 36 BRENNAN ST, WATSONVILLE, CA 95076  
(408) 722-3885 - 81,368 (\$965,838.16) COMMON STOCK. (FILE 33-99112 -  
NOV. 08) (BR. 1)