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# sec news digest

FEB 13 1985

SECURITIES AND COMMISSION

February 12, 1985

Issue 85-29

SECURITIES AND  
COMMISSION

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## NOTICE OF COMMISSION MEETINGS

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Following is a schedule of Commission meetings which will be conducted pursuant to 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 morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration. The Commission will not normally meet on Mondays or Fridays.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, DC. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

### CLOSED MEETING - TUESDAY, FEBRUARY 19, 1985 - 10:00 a.m.

The subject matter of the February 19 closed meeting will be: Formal orders of investigation; Settlement of injunctive action; Institution of administrative proceedings of an enforcement nature; Institution of injunctive actions; Subpoena enforcement actions; Opinions.

### OPEN MEETING - THURSDAY, FEBRUARY 21, 1985 - 2:30 p.m.

The subject matter of the February 21 open meeting will be:

- (1) Consideration of whether to adopt amendments to Securities Exchange Act Rule 10b-4 (17 CFR 240.10b-4) to: (a) require persons tendering shares by guarantee to deliver all guaranteed shares; and (b) prohibit hedged tendering through the writing of call options. FOR FURTHER INFORMATION, PLEASE CONTACT M. Blair Corkran at (202) 272-2853.
- (2) Consideration of whether to propose for public comment Rule 203(b)(3)-1 under the Investment Advisers Act of 1940 which would specify certain situations in which a limited partnership, rather than each of its limited partners, would be counted as a "client" of a general partner acting as an investment adviser to the partnership for purposes of an exemption from registration provided by that Act. FOR FURTHER INFORMATION, PLEASE CONTACT Thomas S. Harman at (202) 272-2030.
- (3) Consideration of whether to adopt proposed Rule 22d-6 under the Investment Company Act of 1940, which would permit investment companies issuing redeemable securities, principal underwriters of such securities, and dealers therein to establish variations including negotiation in the sale loads on such securities under certain conditions. FOR FURTHER INFORMATION, PLEASE CONTACT Elizabeth M. Knoblock at (202) 272-2048.

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: Angela Hall at (202) 272-3085

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## COMMISSION ANNOUNCEMENTS

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### ADDITION TO WEEKLY CALENDAR

Commissioner Charles L. Marinaccio will deliver opening remarks to the Second Annual SEC/NASAA State-Federal Securities Conference in Williamsburg, Virginia on February 14, 1985. He will speak on the subject "Budget deficits, capital formation and the State-Federal relationship under the Federal Securities Laws."

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## INVESTMENT COMPANY ACT RELEASES

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### JANUS FUND, INC.

An order has been issued granting Janus Fund, Inc. and Janus Capital Corporation a retroactive exemption from all provisions of the Investment Company Act respecting certain transactions relating to an overissuance of Fund shares. (Rel. IC-14362 - Feb. 8)

### INSTITUTIONAL LIQUID ASSETS

An order has been issued on an application filed by Institutional Liquid Assets and certain other registered investment companies with the same investment adviser exempting them from the provisions of Section 17(d) of the Investment Company Act to permit them to establish a joint account for the purchase of repurchase agreements under certain circumstances. (Rel. IC-14363 - Feb. 8)

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## HOLDING COMPANY ACT RELEASES

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### GRANITE STATE ELECTRIC COMPANY

An order has been issued authorizing Granite State Electric Company, subsidiary of New England Electric System, to issue and sell to John Hancock Mutual Life Insurance Company a note in the principal amount of \$4 million maturing on February 1, 2000. An exception from competitive bidding has been granted. (Rel. 35-23595 - Feb. 8)

### CENTRAL OHIO COAL COMPANY

A notice has been issued giving interested persons until March 5 to request a hearing on a proposal by Central Ohio Coal Company, Southern Ohio Coal Company, and Windsor Power House Coal Company, subsidiaries of American Electric Power Company. Each subsidiary proposes to enter into a Master Leasing Agreement with non-affiliates (Lessors) under which Lessor will commit to lease to such companies, through June 30, 1986, mining equipment with a total aggregate acquisition cost not exceeding \$50 million. (Rel. 35-23596 - Feb. 8)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTINGS GRANTED

Orders have been issued granting the applications of the New York Stock Exchange to strike the common stock (\$.01 par value) and 9-1/4% convertible subordinated debentures, due May 1, 2003, of Prairie Producing Company, and the 4-5/8% convertible subordinated debentures, due June 15, 1996, of ARA Services, Inc. from listing and registration thereon. (Rel. 34-21732; 34-21733)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed under Rule 19b-4 by the Midwest Stock Exchange, Inc. (SR-MSE-84-8) to delete Article VI, Rule 4(a) and Interpretations and Policies .01 of MSE Rule 4 (Employment of Registered Persons) which prohibited a member organization from employing any registered representative or other person in a nominal position because of the business obtained by such person. (Rel. 34-21731)

### ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission approved, on an accelerated basis, a proposed rule change filed by the American Stock Exchange, Inc. (SR-Amex-84-39) that would permit Amex to begin closing rotations in expiring series of individual stock options on the last trading day prior to expiration at or as soon as practicable after 4:00 p.m., but not until a final price for the underlying stock is established in the primary market. (Rel. 34-21734)

## TRUST INDENTURE ACT RELEASES

### SALOMON BROTHERS MORTGAGE SECURITIES II, INC.

A notice has been issued giving interested persons until February 28 to request a hearing on an application by Salomon Brothers Mortgage Securities II, Inc., a Delaware corporation, under Section 310(b)(1)(ii) of the Trust Indenture Act of 1939. The application declares that the trusteeship of Texas Commerce Bank National Association (TCB) under two initial supplemental indentures of Salomon is not so likely to involve a material conflict of interest or for the protection of investors to disqualify TCB from acting as trustee under such supplemental indentures. (Rel. TI-957)

## 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-8 DOW CHEMICAL CO /DE/. 2030 WILLARD H DOW CTR. MIDLAND. MI 48674 (517) 636-1000 - 51,000,000 (\$51,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-95521 - JAN. 28) (BR. 2)
- S-18 FRENCHMENS LANDING NORTH INC. 760 U S 1 STE 101, NORTH PALM BEACH, FL 33408 (305) 627-4510 - 23,000,000 (\$230,000) COMMON STOCK. 23,000,000 (\$1,840,000) COMMON STOCK. 2,300,000 (\$230) WARRANTS, OPTIONS OR RIGHTS. 2,300,000 (\$27,600) COMMON STOCK. 2,300,000 (\$184,000) COMMON STOCK. (FILE 2-95536-A - JAN. 28) (BR. 5)
- S-18 LEASE PURCHASE CORP, 59 EAST 54TH ST, NEW YORK, NY 10022 (212) 838-2110 - 1,500,000 (\$1,500,000) COMMON STOCK. 225,000 (\$225,000) COMMON STOCK. 150,000 (\$150) WARRANTS, OPTIONS OR RIGHTS. 150,000 (\$180,000) COMMON STOCK. UNDERWRITER: COHN S D & CO. (FILE 2-95541-A - JAN. 28) (BR. 1 - NEW ISSUE)
- S-18 AMERICAN LO POWER TELEVISION NETWORK INC, 103 MAIN ST, WESTFORD, MA 01886 (617) 692-5143 - 619,843 COMMON STOCK. 33,658 (\$202,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 2-95549-B - JAN. 29) (BR. 7 - NEW ISSUE)
- S-18 METRO FUNDING CORP, 770 OCEAN PARKWAY UNIT 4E, C/O EDWARD M GRUSHKO, BROOKLYN, NY 11230 (718) 438-8788 - 2,000,000 (\$100,000) COMMON STOCK. 4,000,000 (\$400,000) COMMON STOCK. 4,000,000 (\$1,000,000) COMMON STOCK. 4,000,000 (\$4,000,000) COMMON STOCK. (FILE 2-95570-NY - JAN. 30) (BR. 5 - NEW ISSUE)
- S-6 INSURED MUNICIPAL SECURITIES TRUST 8TH DISCOUNT SER & SER 2, 55 WATER ST, C/O BEAR STEARNS & CO, NEW YORK, NY 10041 - 25,000 (\$19,780,000) UNIT INVESTMENT TRUST. DEPOSITOR: BEAR STEARNS & CO. (FILE 2-95600 - FEB. 01) (BR. 16 - NEW ISSUE)
- S-3 GRACE W R & CO. GRACE PLZ, 1114 AVE OF THE AMERICAS, NEW YORK, NY 10036 (212) 819-5500 - 945,000 (\$39,690,000) COMMON STOCK. (FILE 2-95601 - FEB. 01) (BR. 1)
- S-3 ALZA CORP, 950 PAGE MILL RD, PO BOX 10950, PALO ALTO, CA 94303 (415) 494-5000 - 1,012,750 (\$20,255,000) COMMON STOCK. (FILE 2-95602 - FEB. 01) (BR. 4)
- S-1 INTEGRATED RESOURCES NATIONAL COMPLETION FUND 3, 1331 17TH ST, STE 900, DENVER, CO 80202 (303) 292-9903 - 100,000 (\$50,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-95604 - FEB. 01) (BR. 11 - NEW ISSUE)
- S-8 SAVIN CORP, 9 W BROAD ST, STAMFORD, CT 06904 (203) 967-5000 - 400,000 (\$2,272,360) COMMON STOCK. (FILE 2-95637 - FEB. 01) (BR. 9)
- S-14 FALCON OIL & GAS CO INC, 5030 E UNIVERSITY, BLDG A STE 103, ODESSA, TX 79762 (915) 367-4126 - 6,018,000 (\$2,407,200) COMMON STOCK. (FILE 2-95638 - FEB. 04) (BR. 4)
- S-1 PETROLEUM INVESTMENTS LTD, 50 PENN PL, STE 1410, OKLAHOMA CITY, OK 73118 (405) 840-3293 - 11,526,498 (\$48,987,617) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-95639 - FEB. 04) (BR. 4)

- S-3 ATLANTA GAS LIGHT CO, 235 PEACHTREE ST NE, ATLANTA, GA 30302 (404) 572-0123 - 50,000,000 (\$50,000,000) MORTGAGE BONDS. (FILE 2-95640 - FEB. 04) (BR. 7)
- S-8 PRIAM CORP, 20 W MONTAGUE EXPY, SAN JOSE, CA 95134 (408) 946-4600 - 600,000 (\$2,700,000) COMMON STOCK. (FILE 2-95641 - JAN. 31) (BR. 9)
- S-8 APOLLO COMPUTER INC, 330 BILLERICA RD, CHELMSFORD, MA 01824 (617) 256-6600 - 400,000 (\$9,600,000) COMMON STOCK. (FILE 2-95643 - FEB. 04) (BR. 10)
- S-1 MAY ENERGY PARTNERS LTD, 800 ONE LINCOLN CENTRE, 5400 LBJ FWY LB8, DALLAS, TX 75240 (214) 934-9600 - 2,250,000 (\$33,480,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-95644 - FEB. 04) (BR. 4)
- N-1A STATE STREET BALANCED FUND, ONE FINANCIAL CNTR, BOSTON, MA 02111 (617) 482-3920 - INDEFINITE SHARES. UNDERWRITER: METLIFE SECURITIES INC. (FILE 2-95645 - FEB. 04) (BR. 18 - NEW ISSUE)
- N-1A STATE STREET INCOME FUND, ONE FINANCIAL CNTR, BOSTON, MA 02111 (617) 482-3920 - INDEFINITE SHARES. UNDERWRITER: METLIFE SECURITIES INC. (FILE 2-95646 - FEB. 04) (BR. 18 - NEW ISSUE)
- S-8 INTERNATIONAL TECHNOLOGY CORP, 23456 HAWTHORNE BLVD, STE 220, TORRANCE, CA 90505 (213) 378-9933 - 688,684 (\$11,191,115) COMMON STOCK. (FILE 2-95647 - FEB. 04) (BR. 8)
- S-8 EX CELL O CORP, 2855 COOLIDGE, TROY, MI 48084 (313) 637-1000 - 12,000,000 (\$12,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. 316,831 COMMON STOCK. (FILE 2-95648 - FEB. 04) (BR. 1)
- S-8 CETUS CORP, 1400 FIFTY THIRD ST, EMERYVILLE, CA 94608 (415) 420-3300 - 1,933,000 (\$20,054,875) COMMON STOCK. (FILE 2-95649 - FEB. 04) (BR. 8)
- S-6 FIRST TRUST OF INSURED MUNICIPAL BONDS SERIES 135, 300 W WASHINGTON ST, C/O CLAYTON BROWN & ASSOCIATES INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: BROWN CLAYTON & ASSOCIATES INC. (FILE 2-95650 - FEB. 04) (BR. 18 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST MULTI STATE SERS 2, 120 S LASALLE ST, C/O KEMPER SALES CO, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. DEPOSITOR: KEMPER SALES CO. (FILE 2-95651 - FEB. 04) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST MULTI STATE SERIES 3, 120 S LASALLE ST, C/O KEMPER SALES CO, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. DEPOSITOR: KEMPER SALES CO. (FILE 2-95652 - FEB. 04) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST MULTI STATE SERIES 4, 120 S LASALLE ST, C/O KEMPER SALES CO, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. DEPOSITOR: KEMPER SALES CO. (FILE 2-95653 - FEB. 04) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST MULTI STATE SERIES 5, 120 S LASALLE ST, C/O KEMPER SALES CO, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. DEPOSITOR: KEMPER SALES CO. (FILE 2-95654 - FEB. 04) (BR. 16 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT BOND FUND MULTI STATE SEREIS 169, 209 S LA SALLE ST, C/O JOHN NUVEEN & CO INC, CHICAGO, IL 60604 - INDEFINITE SHARES. DEPOSITOR: NUVEEN JOHN & CO INC. (FILE 2-95655 - FEB. 04) (BR. 18 - NEW ISSUE)
- N-1A BANKERS SYSTEMS OMNI STOCK FUND INC, 6815 SAUKVIEW DR, PO BOX 97, ST CLOUD, MN 56302 (800) 247-0317 - INDEFINITE SHARES. (FILE 2-95656 - FEB. 04) (BR. 17 - NEW ISSUE)
- S-3 DISNEY WALT PRODUCTIONS, 500 S BUENA VISTA ST, BURBANK, CA 91521 (818) 840-1000 - 3,333,308 (\$219,998,328) COMMON STOCK. (FILE 2-95657 - FEB. 04) (BR. 11)
- S-3 BANCOKLAHOMA CORP, BK OF OKLAHOMA TWR, TULSA, OK 74172 (918) 583-1232 - 500,000 (\$9,937,500) COMMON STOCK. (FILE 2-95658 - FEB. 04) (BR. 2)
- S-6 WESTERN GUARANTEED INVESTMENT TRUST SERIES 85-1, 9841 AIRPORT BLVD STE 930, C/O COSMOLITE CAPITAL INC, LOS ANGELES, CA 90045 (213) 670-9064 - INDEFINITE SHARES. (FILE 2-95659 - FEB. 04) (BR. 16 - NEW ISSUE)
- S-1 BIOCRAFT LABORATORIES INC, 92 ROUTE 46, ELMWOOD PARK, NJ 07407 (201) 796-3434 - 1,200,000 (\$19,200,000) COMMON STOCK. 870,000 (\$13,920,000) COMMON STOCK. UNDERWRITER: LAZARD FRERES & CO, ROTHSCHILD INC. (FILE 2-95660 - FEB. 05) (BR. 4 - NEW ISSUE)
- S-2 ADVEST GROUP INC, SIX CENTRAL ROW, HARTFORD, CT 06103 (203) 525-1421 - 1,725,000 (\$18,112,500) COMMON STOCK. (FILE 2-95661 - FEB. 05) (BR. 11)

- S-15 VICTORIA BANKSHARES INC. ONE OCONNOR PLZ, VICTORIA, TX 77901 (512) 573-5151 - 96,210 (\$740,000) COMMON STOCK. (FILE 2-95662 - FEB. 05) (BR. 2)
- S-3 TYLER CORP. 3200 SAN JACINTO TWR, DALLAS, TX 75201 (214) 754-7800 - 3,000,000 (\$102,000,000) COMMON STOCK. (FILE 2-95663 - FEB. 05) (BR. 4)
- S-11 ANGELES INCOME PROPERTIES LTD IV, 10301 W PICO BLVD, C/O ANGELES REALTY CORP II, LOS ANGELES, CA 90064 - 160,000 (\$80,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-95665 - FEB. 05) (BR. 5 - NEW ISSUE)
- S-8 MCFADDIN VENTURES INC, 1900 YORKTOWN STE 100, HOUSTON, TX 77056 (713) 871-0212 - 400,000 (\$3,900,000) COMMON STOCK. (FILE 2-95667 - FEB. 05) (BR. 12)
- S-1 BUILDERS TRANSPORT INC, P O BOX 500, US HIGHWAY 1, CAMDEN, SC 29020 (803) 432-1400 - 950,000 (\$20,900,000) COMMON STOCK. 487,500 (\$10,725,000) COMMON STOCK. (FILE 2-95669 - FEB. 05) (BR. 4)
- S-15 MERCANTILE BANCORPORATION INC. MERCANTILE TOWER 721 LOCUST ST, PO BOX 524, ST LOUIS, MO 63166 (314) 425-2525 - 8,500,000 (\$3,330,615) STRAIGHT BONDS. 100,000 COMMON STOCK. (FILE 2-95625 - FEB. 01) (BR. 2)
- S-1 VERNON ENTERPRISES INC. 8700 STEMMONS FWY, DALLAS, TX 75247 (214) 634-0073 - 1,100,000 (\$22,000) COMMON STOCK. (FILE 2-95628 - JAN. 31) (BR. 12 - NEW ISSUE)
- S-3 AMERICAN EXPRESS CO. AMERICAN EXPRESS PLZ, NEW YORK, NY 10004 (212) 323-2000 - 1,070,462 (\$26,895,357) COMMON STOCK. 2,140,924 COMMON STOCK. (FILE 2-95630 - FEB. 01) (BR. 12)
- S-1 UNIVERSAL TRADING EXCHANGE INC. ONE MADISON AVE, NEW YORK, NY 10010 (212) 684-7722 - 45,000 (\$324,000) WARRANTS, OPTIONS OR RIGHTS. 135,000 (\$1,198,800) COMMON STOCK. 67,500 (\$599,400) COMMON STOCK. (FILE 2-95631 - FEB. 01) (BR. 12)
- S-14 GREAT EASTERN ENERGY & DEVELOPMENT CORP, 5660 S SYRACUSE CIRCLE STE 220, ENGLEWOOD, CO 80111 (303) 773-6016 - 1,143,850 (\$1,028,321) COMMON STOCK. (FILE 2-95632 - FEB. 01) (BR. 12)
- S-11 BRAUVIN REAL ESTATE FUND LP 5, 11 S LASALLE ST, CHICAGO, IL 60603 - 20,000 (\$20,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-95633 - FEB. 01) (BR. 6 - NEW ISSUE)
- S-8 AAR CORP, 2100 TOUHY AVE, ELK GROVE VILLAGE, IL 60007 (312) 437-9300 - 77,835 (\$1,439,947.50) COMMON STOCK. (FILE 2-95635 - FEB. 01) (BR. 9)
- S-8 MISTER GASKET CO, 8700 BROOKPARK RD, BROOKLYN, OH 44129 (216) 398-8300 - 1,007,600 (\$15,491,850) COMMON STOCK. (FILE 2-95636 - JAN. 31) (BR. 4)

## ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / OWNED	CUSIP / PRIORITY	FILING STATUS
INTERNATIONAL OTLS CORP QUEST ADVISORY CORP ET AL	COM 13D	12/24/84	183 5.4	45936210 0.0	NEW

## ACQUISITION REPORTS CONT.

K N ENERGY INC MESA ASSET CO	COM	13D	1/24/85	643 7.2	48262010 0.0	NEW
MARATHON GOLD CORP HAMPTON U S HOLDINGS	COM	13D	1/24/85	6,288 40.6	56580610 0.0	NEW
MEDFORD CORP AMALGAMATED SUGAR CO ET AL	COM	13D	2/ 1/85	2,483 99.9	58413910 96.6	UPDATE
MESA RTY TR MTR HOLDING CO	UNIT BEN INT	13D	2/ 4/85	14,431 88.6	59066010 88.6	UPDATE
METEX CORPORATION #UEST ADVISORY CORP ET AL	COM	13D	1/25/85	60 6.9	59150310 0.0	NEW
MINSTAR INC LEUCADIA NATIONAL CORP ET AL	COM	13D	1/24/85	620 7.1	60444210 0.0	NEW
ORROX CORP CHYRON CORP	COM	13D	12/27/84	1,499 39.5	68736610 0.0	NEW
PLY GEM INDS INC ARRIS INDS INC ET AL	COM	13D	1/28/85	1,358 37.6	72941610 40.2	UPDATE
RMS ELECTRS INC FINK ARTHUR A	COM	13D	1/24/85	347 21.2	74961010 12.9	RVSIDN
REXON INC HAMBRECHT & QUIST GROUP	COM	13D	1/24/85	4,733 100.0	76190110 0.0	NEW
SFN COS INC SFN HOLDING CO	COM	13D	2/ 1/85	N/A N/A	78415010 29.3	UPDATE
SEAGULL ENERGY CORP FINIAL INVESTMENT CORP ET AL	COM	13D	1/23/85	991 15.6	81200710 13.3	UPDATE
SOUTHEASTERN CAP CORP GA HARVEY WILLIAM J JR	COM	13D	1/31/85	35 6.4	84160210 0.0	NEW
STOCKER & YALE INC QUEST ADVISORY CORP ET AL	COM	13D	10/ 5/84	70 5.1	86126610 0.0	NEW
SYRACUSE SUPPLY CO MR CORP ET AL	COM	13D	1/22/85	61 7.4	87178610 6.1	UPDATE
TECHTOWER GROUP INC BUSINESS COMPUTER NETWORK INC	COM	13D	1/24/85	904 10.2	87873510 0.0	NEW
USR INDS INC MCELVENNY FOUNDATION	COM	13D	12/31/84	51 5.0	90337110 0.0	NEW
U S PLAYING CARD CORP CURD HOWARD R ET AL	COM	13D	1/24/84	2,517 58.6	91235310 61.4	UPDATE
VITALITY UNLIMITED INC SULLIVAN FRED R	COM	13D	1/25/85	202 12.3	92847110 0.0	NEW
WESTSIDE BANCORPORATION INC AMERICAN FEDERAL S&L ASSOC	COM	13D	12/26/84	152 7.8	96145010 0.0	NEW
WILLAMETTE INDS INC SWINDELLS WILLIAM JR ET AL	COM	13D	1/30/85	6,123 40.2	96913310 4.9	UPDATE
WOODHEAD DANIEL CO NORTEK INC	COM	13D	1/29/85	426 11.5	97943810 11.7	RVSIDN
WORTHEN BKG CORP GIRDIR C JOSEPH JR	COM	13D	1/31/85	400 9.3	98180110 2.0	UPDATE

## ACQUISITION REPORTS CONT.

APACHE RES LTD ALEXANDER MARK INVESTMNTS	COM NEW	13D	1/21/85	7,694 66.2	03747520 0.0	NEW
ARUNDEL CORP PHOENIX MANGEMENT CORP	COM	13D	1/31/85	262 12.9	04317710 8.6	UPDATE
BLACK INDS INC QUEST ADVISORY CORP ET AL	COM	13D	1/24/85	68 5.9	09214010 0.0	NEW
BUSINESS EXCHANGE INC ADLER HARRY	COM	13D	1/21/85	100 6.1	12325010 7.3	UPDATE
CPS CHEM CO QUEST ADVISORY CORP ET AL	COM	13D	1/21/85	20 7.5	12690210 7.2	UPDATE
CITY STORES CO CLERY HOWARD K JR	COM	13D	1/14/85	291 6.6	17866610 0.0	NEW
COURIER DISPATCH GROUP INC QUEST ADVISORY CORP ET AL	COM	13D	1/24/85	150 5.6	22266210 0.0	NEW
CULLUM COS INC STOOL G H ET AL	COM	13D	1/ 4/85	461 5.6	23020810 5.6	UPDATE
ENERGY RESV GRP INC BHP HOLDINGS	COM	14D-1	2/ 6/85	58,192 100.0	29271110 100.0	UPDATE
FIFTH AVENUE CARD SHOPS INC HERRICK EDWARD D ET AL	COM	13D	1/ 9/85	550 27.1	31665730 26.3	UPDATE
GOTAA LARSEN SHIPPING CORP SORDS GEORGE ET AL	COM	13D	1/25/85	1,688 15.4	38343410 5.4	UPDATE
ICN PHARMACEUTICALS INC PANIC MILAN	COM	13D	2/ 4/85	895 9.3	44929010 5.3	UPDATE
ITEL CORP NEW RIVERSIDE PARTNERS ET AL	COM	13D	1/24/85	3,755 25.5	46564210 23.8	UPDATE
KING WORLD PRODTNS INC SORDS GEORGE	COM	13D	1/24/85	252 5.0	49566710 0.0	NEW
LANE TELECOMMUNICATIONS INC MORGENS E & WATERFALL B ET AL	COM	13D	1/23/85	300 9.5	51548710 6.3	UPDATE
MARINE TRANSPORT LINES INC GAMERON BAIRD FOUNDATION ET AL	COM	13D	1/24/85	163 6.8	56844610 5.0	UPDATE
MARK PRODS INC BRALORNE INTL INC ET AL	COM	13D	2/ 1/85	4,045 53.2	57040810 50.6	UPDATE
NORLIN CORP QUEST ADVISORY CORP ET AL	COM	13D	12/20/84	92 5.5	65604110 0.0	RVSION
PUBLIC SVC CO N H MORGENS E & WATERFALL B ET AL	COM	13D	1/22/85	2,029 5.5	74448210 5.5	UPDATE
WESTERN TELE COMM INC CUMBERLAND ASSOCIATES	COM CL A	13D	1/31/85	203 6.1	95973710 7.6	UPDATE
WESTERN TELE COMM INC CUMBERLAND PARTNERS	COM CL A	13D	1/31/85	131 4.0	95973710 5.1	UPDATE
ARMADA CORP FRIEDMAN LEONARD	COM	13D	1/28/85	114 11.8	04208310 37.8	UPDATE
CARNATION CO STUART DWIGHT L ET AL	COM	13D	1/ 7/85	0 0.0	14348310 33.3	UPDATE
CARNATION CO WILMINGTON TRUST CO	COM	13D	1/ 7/85	0 0.0	14348310 23.4	UPDATE

## ACQUISITION REPORTS CONT.

DATAPDINT CORP EDELMAN ASHER B. ET AL	COM PAR \$0.25 13D	2/ 4/85	2,061 10.2	23810020 10.1	UPDATE
FINALCO GROUP INC WESTERN SAV & LN ASSOC	COM 13D	1/29/85	1,652 30.8	31734710 0.0	NEW
FLEXIBLE COMPUTER STERLING ROBERT M JR	COM 13D	12/24/84	798 13.5	33938010 0.0	NEW
FLORIDA COML BKS INC CULVERHOUSE HUGH F	COM 14D-1	2/ 7/85	1,073 32.0	34060710 32.0	UPDATE
GLOSSER BROS BEAR - STEARNS & CO ET AL	COM 13D	1/28/85	600 26.5	37961410 0.0	NEW
HAILEY ENERGY CORP EXOCET INVESTMENT LTD	COM 13D	1/ 1/85	1,780 12.3	40490110 0.0	NEW
HOTEL INVS PARKWAY CO ET AL	COMBINED CTF 13D	2/ 1/85	175 6.6	44143820 5.1	UPDATE
MASSMUTUAL MTG & RLTY INVS CENTRUST SAVINGS BK ET AL	COM SH BEN INT 13D	2/ 4/85	1,551 25.1	57542110 19.4	UPDATE
MCDOWELL ENTERPRISES INC KEYSTONE FINL ET AL	COM 13D	1/25/85	1,196 48.8	58034710 4HM\W8	UPDATE
PARKER PEN CO DEL STATE OF WISCONSIN INVEST	COM BD 13D	2/ 1/85	1,574 9.2	70111110 5.4	UPDATE
PAY LESS DRUGSTORES NORTHWST KM HOLDING CO/K MART	COM 14D-1	2/ 7/85	10,582 58.6	70430110 9.8	UPDATE
PROGRESSIVE CORP OHIO GREEN NORMA ET AL	COM 13D	2/ 4/85	385 6.0	74331510 6.0	UPDATE
RYERSON & HAYNES INC STANGLE TRACEY J	COM 13D	1/29/85	79 5.4	78375310 0.0	NEW
SPECIALTY COMPOSITES CORP HADLY HUGHDAK VENTURES ET AL	COMMON STOCK 13D	1/30/85	100 9.8	84749010 8.3	UPDATE
202 DATA SYS INC CARUSO RICHARD E	COM 13D	1/28/85	312 9.4	90206410 0.0	NEW
202 DATA SYS INC GALBRAITH KEVIN W	COM 13D	1/28/85	736 22.2	90206410 0.0	NEW
USR INDS INC MCELVENNY RALPH T JR	COM 13D	12/31/84	115 11.3	90337110 0.0	NEW
VTN CORP RATTAN ALVIN WILLIAM ET AL	COM 13D	1/11/85	141 56.6	91834610 100.0	UPDATE