

# sec news digest

Issue 85-68\*

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APR 16 1985  
U.S. SECURITIES AND  
EXCHANGE COMMISSION

April 9, 1985

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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.

### OPEN MEETING - TUESDAY, APRIL 16, 1985 - 10:00 a.m.

The subject matter of the April 16 open meeting will be:

(1) Consideration of whether to grant the proposals by the National Association of Securities Dealers, Inc. and six national securities exchanges to trade options on over-the-counter (OTC) stocks and stock indexes. The Commission will also consider whether to adopt amendments to Rule 12a-6 under the Securities Exchange Act of 1934 that would remove the current prohibition against the exchange trading of options on OTC stocks and stock indexes. FOR FURTHER INFORMATION, PLEASE CONTACT Alden Adkins at (202) 272-2825.

(2) Consideration of whether to issue a release soliciting comment on issues concerning the increasing internationalization of the world securities markets. FOR FURTHER INFORMATION, PLEASE CONTACT Andrew E. Feldman at (202) 272-2388.

(3) Consideration of whether to issue a release proposing for public comment revisions to Form TA-1, utilized for registration as a transfer agent, including a new SEC Supplement to Form TA-1 to require information about persons associated with an independent, non-issuer transfer agent; and proposed Rule 17Ac2-2, which requires transfer agents to complete proposed Form TA-2, an annual report regarding the nature and scope of a transfer agents' business activities. Also to be considered for public comment is an amendment to Securities Exchange Act Rule 17Ac2-1(c) to increase the time period from 21 to 60 days for a registered transfer agent to amend their registration application once information reported therein becomes inaccurate, misleading or incomplete. FOR FURTHER INFORMATION, PLEASE CONTACT Pierron R. Leef, Jr. at (202) 272-2897 or Randy G. Goldberg at (202) 272-2365.

(4) Consideration of whether to issue a release proposing technical amendments to Rule 3A-02 of Regulation S-X, "Consolidated financial statements of the registrant and its subsidiaries." FOR FURTHER INFORMATION, PLEASE CONTACT Dorothy Walker at (202) 272-7343.

### CLOSED MEETING - TUESDAY, April 16, 1985 - 2:30 p.m.

The subject matter of the April 16 closed meeting will be: Formal orders of investigation; Settlement of administrative proceedings of an enforcement nature; Institution of administrative proceeding of an enforcement nature; Regulatory matter regarding financial institution.

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\* The News Digest dated April 8, 1985 had an incorrect Issue Number. The correct Issue Number is 85-67, not 85-66.

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: Alan Dye at (202) 272-2014

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## ADMINISTRATIVE PROCEEDINGS

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### PROCEEDINGS INSTITUTED AGAINST NEW CAPITAL PROPERTIES FLORIDA, INC.

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against New Capital Properties Florida, Inc., doing business as New Capital Properties (Applicant), a Florida corporation, to determine if its application to become registered with the Commission as a broker-dealer should be denied.

The Order for Proceedings is based upon staff allegations that Ira J. Sands, the president, secretary, director and sole shareholder of Applicant, pled guilty in 1981 to four counts of an indictment charging him with wire fraud and mail fraud in the fraudulent offer and sale of illegal commodity options. The Order also alleges that Applicant made or caused to be made false and misleading statements and omissions of material facts in its Form BD concerning Sands' conviction and subsequent disbarment as an attorney by the New York State Bar.

A hearing will be scheduled to determine whether Applicant's registration should be denied under Section 15(b)(1) of the Exchange Act. (Rel. 34-21906)

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## INVESTMENT COMPANY ACT RELEASES

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### SEPARATE ACCOUNT ONE OF MAINE FIDELITY LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until May 3 to request a hearing on an application by Separate Account One of Maine Fidelity Life Insurance Company for an order declaring that it has ceased to be an investment company. (Rel. IC-14458 - April 8)

### THE GOLDEN CORRAL POOLING GROUP

An order has been issued amending a previous order granting The Golden Corral Pooling Group exemption from all provisions of the Investment Company Act. (Rel. IC-14459 - April 8)

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## HOLDING COMPANY ACT RELEASES

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### MONONGAHELA POWER COMPANY

A notice has been issued giving interested persons until May 6 to request a hearing on a proposal by Monongahela Power Company, The Potomac Edison Company, and West Penn Power Company, subsidiaries of Allegheny Power System, Inc., to issue and sell short-term notes to banks and to a commercial paper dealer through December 31, 1986 in a maximum principal amount outstanding at any one time of \$60 million, \$70 million, and \$80 million, respectively. (Rel. 35-23656 - April 8)

### CONSOLIDATED NATURAL GAS COMPANY

A notice has been issued giving interested persons until May 2 to request a hearing on a proposal by Consolidated Natural Gas Company, a registered holding company, to revise its Long Term Stock Incentive Plan and to increase the number of shares available to its employees under the Plan. An order has been issued authorizing the solicitation of proxies in connection therewith. (Rel. 35-23657 - April 8)

### NEW ENGLAND ENERGY, INC.

An order has been issued authorizing New England Electric System, a registered holding company, and its subsidiary, New England Energy, Inc. (NEEI), to amend NEEI's revolving credit and term loan agreement with banks to increase the total amount available from \$400 to \$500 million and to extend the revolving credit period during which the funds are available through December 31, 1989, and to extend the term loan period to December 31, 1994. (Rel. 35-23658 - April 8)

## 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-18 SMITH OIL & GAS DRILLING PROGRAM-1985, 711 COMMERCE BLDG, GRAND RAPIDS, MI 49503 (616) 456-1495 - 2,400 (\$6,000,000) LIMITED PARTNERSHIP CERTIFICATE. 480 (\$1,200,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-96599-C - MAR. 22) (BR. 11 - NEW ISSUE)
- S-18 SCHIELD MANAGEMENT CO, 1610 WYNKOOP ST STE 550, DENVER, CO 80202 (303) 592-1545 - 1,500,000 (\$1,500,000) COMMON STOCK. 150,000 (\$150) WARRANTS, OPTIONS OR RIGHTS. 150,000 (\$180,000) COMMON STOCK. (FILE 2-96623-D - MAR. 22) (BR. 12 - NEW ISSUE)
- S-18 MARCOM TELECOMMUNICATIONS INC, 2025 OKEECHOBEE BLVD, WEST PALM BEACH, FL 33401 (305) 684-3663 - 373,750 (\$2,335,937.50) COMMON STOCK. 373,750 (\$2,242,500) COMMON STOCK. (FILE 2-96633-A - MAR. 25) (BR. 7 - NEW ISSUE)
- S-18 PRIVATE PRACTICE INVESTMENT INC, 2020 N E 48TH CT, FORT LAUDERDALE, FL 33308 (305) 771-8000 - 300 (\$3,000,000) COMMON STOCK. (FILE 2-96650-A - MAR. 26) (BR. 6 - NEW ISSUE)
- S-8 HUNTINGDON RESEARCH CENTRE PLC, HUNTINGDON, CAMBRIDGESHIRE PE18 TES, X0 - 120,000 (\$1,245,000) FOREIGN COMMON STOCK. (FILE 2-96679 - MAR. 27) (BR. 8)
- S-8 SPI PHARMACEUTICALS INC, 3300 HYLAND AVE, COSTA MESA, CA 92626 (714) 545-0100 - 800,000 (\$11,600,000) COMMON STOCK. (FILE 2-96723 - MAR. 28) (BR. 4)
- S-1 PROFESSIONAL BANCORP/FL, 133 SEVILLA AVE, CORAL GABLES, FL 33134 - 126,500 (\$3,795,000) COMMON STOCK. (FILE 2-96730 - MAR. 28) (BR. 2)
- S-11 DOLLAR FINANCE INC, 2625 CONCORD PIKE, BOX 7138, WILMINGTON, DE 19803 (302) 478-3310 - 750 (\$75,000,000) PREFERRED STOCK. (FILE 2-96733 - MAR. 29) (BR. 12 - NEW ISSUE)
- S-1 STERLING MONTEREY PROPERTIES, 18 TANGLEWOOD PL, MONTEREY, CA 93940 (408) 375-3622 - 2,000 (\$50,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: WESTERN CAPITAL & SECURITIES INC. (FILE 2-96740 - MAR. 29) (BR. 11 - NEW ISSUE)
- S-6 INVESTORS QUALITY TAX EXEMPT TRUST 39TH MULTI SERIES, 1901 N NAPER BLVD, C/O VAN KAMPEN MERRITT INC, NAPERVILLE, IL 60566 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 2-96741 - MAR. 28) (BR. 18 - NEW ISSUE)
- S-8 OCEAN DRILLING & EXPLORATION CO, 1600 CANAL ST, NEW ORLEANS, LA 70112 (504) 561-2227 - 300,000 (\$7,950,000) COMMON STOCK. (FILE 2-96744 - MAR. 29) (BR. 11)
- S-1 BINDLEY WESTERN INDUSTRIES INC, 4212 W 71ST ST, P O BOX 68450, INDIANAPOLIS, IN 46268 (317) 298-9900 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. 1,562,500 COMMON STOCK. (FILE 2-96748 - MAR. 29) (BR. 4)
- S-11 HEALTH CARE PROPERTY INVESTORS INC, 3200 PARK CENTER DR, FIFTH FLR, COSTA MESA, CA 92626 - 4,197,317 (\$85,946,340) COMMON STOCK. (FILE 2-96749 - MAR. 29) (BR. 5 - NEW ISSUE)
- S-1 REGENCY CRUISES INC, 1350 AVENUE OF THE AMERICAS, NEW YORK, NY 10019 (212) 757-9050 - 6,500,000 (\$6,500,000) COMMON STOCK. 650,000 (\$650) WARRANTS, OPTIONS OR RIGHTS. 650,000 (\$780,000) COMMON STOCK. 9,500,000 (\$19,000,000) COMMON STOCK. (FILE 2-96750 - MAR. 29) (BR. 4 - NEW ISSUE)
- S-3 INTELLIGENT COMMUNICATIONS NETWORKS INC, 2772 JOHNSON DR, VENTURA, CA 93003 (805) 654-1616 - 616,250 (\$3,580,412.50) COMMON STOCK. (FILE 2-96752 - MAR. 29) (BR. 9)
- S-8 CITIZENS & SOUTHERN GEORGIA CORP, 35 BROAD ST NW, ATLANTA, GA 30303 (404) 581-2121 - 1,250,000 (\$22,336,634) COMMON STOCK. (FILE 2-96753 - MAR. 29) (BR. 1)
- S-3 WASHINGTON ENERGY CO, 815 MERCER ST, P O BOX 1869, SEATTLE, WA 98111 (206) 622-6767 - 825,000 (\$16,656,750) COMMON STOCK. (FILE 2-96754 - MAR. 29) (BR. 13)

- S-6 INVESTORS QUALITY TAX EXEMPT TRUST 40TH MULTI SERIES, 1901 N NAPER BLVD, C/O VAN KAMPEN MERRITT INC. NAPERVILLE, IL 60566 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 2-96757 - MAR. 28) (BR. 18 - NEW ISSUE)
- S-6 INVESTORS QUALITY TAX EXEMPT TRUST 42ND MULTI SERIES, 1901 N NAPER BLVD, C/O VAN KAMPEN MERRITT INC. NAPERVILLE, IL 60566 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 2-96758 - MAR. 28) (BR. 18 - NEW ISSUE)
- S-6 INVESTORS QUALITY TAX EXEMPT TRUST 41ST MULTI SERIES, 1901 N NAPER BLVD, C/O VAN KAMPEN MERRITT INC. NAPERVILLE, IL 60566 - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 2-96759 - MAR. 28) (BR. 18 - NEW ISSUE)
- S-3 FORD MOTOR CREDIT CO. THE AMERICAN RD, DEARBORN, MI 48121 (313) 322-3000 - 250,000,000 (\$250,000,000) FLOATING RATE NOTES. (FILE 2-96762 - MAR. 29) (BR. 12)
- S-3 HOLIDAY INNS INC. 3742 LAMAR AVE, MEMPHIS, TN 38195 (901) 362-4001 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 2-96764 - MAR. 29) (BR. 11)
- S-8 WASHINGTON BANCORPORATION, 619 14TH ST NW, WASHINGTON, DC 20005 (202) 624-3098 - 45,000 (\$2,457,450) COMMON STOCK. (FILE 2-96765 - MAR. 29) (BR. 1)
- S-14 SOCIETY CORP. 127 PUBLIC SQ, CLEVELAND, OH 44114 (216) 622-9000 - 2,550,000 (\$86,663,190) COMMON STOCK. (FILE 2-96769 - MAR. 29) (BR. 1)
- S-3 INTER CITY GAS CORP. 1800-444 ST MARY AVE, WINNIPEG MANITOBA CAN R3C3T7, A2 (204) 944-9920 - 3,000,000 (\$75,000,000) FOREIGN PREFERRED STOCK. (FILE 2-96770 - MAR. 29) (BR. 3)
- S-3 VIRGINIA ELECTRIC & POWER CO. ONE JAMES RIVER PLAZA, RICHMOND, VA 23261 (804) 771-3000 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 2-96772 - MAR. 29) (BR. 7)
- S-8 SHELDAHL INC. NORTH HWY #3, NORTHFIELD, MN 55057 (507) 663-8000 - 250,000 (\$1,950,000) COMMON STOCK. 3,275,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-96775 - MAR. 29) (BR. 5)
- S-8 SAINT JUDE MEDICAL INC. ONE LILLEHEI PLZ, ST PAUL, MN 55117 (612) 483-2000 - 584,350 (\$4,162,710) COMMON STOCK. (FILE 2-96776 - MAR. 29) (BR. 8)
- S-8 EL PASO ELECTRIC CO /TX/, 303 N OREGON ST, EL PASO, TX 79901 (915) 543-5711 - 300,000 (\$4,275,000) COMMON STOCK. (FILE 2-96777 - MAR. 29) (BR. 8)
- S-3 WICKES COMPANIES INC/DE, 3340 OCEAN PK BLVD STE 2000, SAN MONICA, CA 90405 (213) 452-0161 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. 100,000,000 (\$100,000,000) STRAIGHT BONDS. 42,500,000 (\$34,000,000) STRAIGHT BONDS. 3,450,000 (\$86,250,000) PREFERRED STOCK. (FILE 2-96786 - APR. 01) (BR. 1)
- S-3 SOUTHERN CO. 64 PERIMETER CTR EAST, P O BOX 720071, ATLANTA, GA 30346 (404) 393-0650 - 2,500,000 (\$46,875,000) COMMON STOCK. (FILE 2-96788 - APR. 01) (BR. 13)
- F-6 BAT INDUSTRIES PLC /ADR/, 97 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 2-96796 - MAR. 29) (BR. 99)
- S-3 GENERAL MOTORS ACCEPTANCE CORP. 3044 W GRAND BLVD ROOM C 269, DETROIT, MI 48202 (313) 556-5000 - 1,900,000,000 (\$1,900,000,000) STRAIGHT BONDS. (FILE 2-96808 - APR. 01) (BR. 13)
- S-18 PENGUIN GROUP INC, 84 TANGLEWOOD RD, C/O RICHARD TRUZZOKLINO, EAST HANOVER, NJ 07936 (201) 887-7107 - 2,200,000 (\$1,100,000) COMMON STOCK. 2,200,000 (\$1,100,000) COMMON STOCK. 400,000 (\$400) WARRANTS, OPTIONS OR RIGHTS. 400,000 (\$240,000) COMMON STOCK. UNDERWRITER: PATTEN SECURITIES CORP. (FILE 2-96657-NY - MAR. 26) (BR. 11 - NEW ISSUE)
- S-18 RMK TECHNOLOGIES INC, 80 KEAN ST, WEST BABYLON, NY 11714 (516) 643-4280 - 1,150,000 (\$1,150,000) COMMON STOCK. 1,150,000 (\$1,725,000) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$150,000) COMMON STOCK. UNDERWRITER: DATEK SECURITIES CORP. (FILE 2-96665-NY - MAR. 26) (BR. 9 - NEW ISSUE)
- S-18 MEGACOM INC, 3925 COCONUT PALM DR, STE 115, TAMPA, FL 33619 (813) 621-3502 - 3,450,000 (\$3,450,000) COMMON STOCK. 300,000 (\$10) WARRANTS, OPTIONS OR RIGHTS. 300,000 (\$360,000) COMMON STOCK. (FILE 2-96667-A - MAR. 26) (BR. 10 - NEW ISSUE)
- N-14 DREYFUS STATE TAX EXEMPT U S GOVERNMENT FUND INC, 767 FIFTH AVE, C/O DANIEL C MACLEAN, NEW YORK, NY 10153 (212) 223-0303 - INDEFINITE SHARES. (FILE 2-96728 - MAR. 28) (BR. 18)

- S-1 ACTMEDIA INC, MONTAUK HWY, P O BOX 888, WESTHAMPTON BEACH, NY 11978 (516) 325-1000 - 215,000 (\$5,321,250) COMMON STOCK. 952,250 (\$23,568,188) COMMON STOCK. (FILE 2-96734 - MAR. 29) (BR. 5)
- S-8 CRAZY EDDIE INC, 2845 CONEY ISLAND AVE, BROOKLYN, NY 11235 (718) 934-0100 - 250,000 (\$3,335,209) COMMON STOCK. (FILE 2-96737 - MAR. 29) (BR. 2)
- S-14 GREATWEST HOSPITALS INC, 1626 E 4TH ST, SANTA ANA, CA 92701 (714) 633-5420 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 2-96763 - MAR. 29) (BR. 6)
- S-11 WITTER DEAN REALTY GROWTH PROPERTIES L P, 130 LIBERTY ST, C/O DEAN WITTER REALTY GROWTH PROPERTIES, NEW YORK, NY 10006 (212) 524-4578 - 150,000 (\$150,000,000) LIMITED PARTNERSHIP CERTIFICATE. UNDERWRITER: WITTER DEAN REYNOLDS INC. (FILE 2-96767 - MAR. 29) (BR. 5 - NEW ISSUE)
- S-1 PUBLIC FINANCE SERVICE INC, 100 PRESIDENTIAL BLVD N, BALA CYNWYD, PA 19004 (215) 839-0100 - 15,000,000 (\$15,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 2-96773 - MAR. 29) (BR. 12)
- S-8 STANLEY WORKS, 1000 STANLEY DR, PO BOX 7000, NEW BRITAIN, CT 06050 (203) 225-5111 - \$1,855,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-96778 - MAR. 29) (BR. 10)
- S-3 NATIONAL MEDICAL ENTERPRISES INC /NV/, 11620 WILSHIRE BLVD, LOS ANGELES, CA 90025 (213) 479-5526 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 2-96780 - APR. 01) (BR. 6)
- S-8 PACIFIC LIGHTING CORP, 810 S FLOWER ST, LOS ANGELES, CA 90017 (213) 689-3481 - 500,000 (\$20,562,500) COMMON STOCK. (FILE 2-96781 - APR. 01) (BR. 8)
- S-8 PACIFIC LIGHTING CORP, 810 S FLOWER ST, LOS ANGELES, CA 90017 (213) 689-3481 - 50,000,000 (\$50,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-96782 - APR. 01) (BR. 8)
- S-2 SERVICE CORP INTERNATIONAL, 1929 ALLEN Pkwy, PO BOX 13548, HOUSTON, TX 77219 (713) 522-5141 - 1,200,000 (\$41,550,000) COMMON STOCK. 4,710,000 (\$4,710,000) STRAIGHT BONDS. (FILE 2-96783 - APR. 01) (BR. 5)
- S-1 COMPUCCRP, 2211 MICHIGAN AVE, SANTA MONICA, CA 90404 (213) 829-7453 - 250,000 (\$250,000) STRAIGHT BONDS. 3,100,000 CONVERTIBLE DEBENTURES AND NOTES. 775,000 (\$3,100,000) COMMON STOCK. 775,000 COMMON STOCK. (FILE 2-96784 - APR. 01) (BR. 10)
- S-3 WASTE MANAGEMENT INC, 3003 BUTTERFIELD RD, OAK BROOK, IL 60521 (312) 654-8800 - 460,000,000 (\$115,000,000) STRAIGHT BONDS. (FILE 2-96785 - APR. 01) (BR. 8)
- S-18 MSCCM CORP, 300 MAIN ST, EAST ROCHESTER, NY 14445 (716) 385-6440 - 400,000 (\$2,402,625) COMMON STOCK. (FILE 2-96787 - MAR. 29) (BR. 8 - NEW ISSUE)
- S-3 UNITED STATES SURGICAL CORP, 150 GLOVER AVE, NORWALK, CT 06856 (203) 866-5050 - 1,662,162 (\$31,373,307) COMMON STOCK. (FILE 2-96790 - APR. 01) (BR. 7)
- S-1 NOBLE BROODMARE PARTNERS, 380 S MILL ST, LEXINGTON, KY 40508 (606) 255-9572 - 24,000 (\$12,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-96791 - MAR. 29) (BR. 3 - NEW ISSUE)
- S-8 BUNDY CORP, 12345 E NINE MILE RD, WARREN, MI 48090 (313) 758-6500 - 250,000 (\$4,312,500) COMMON STOCK. (FILE 2-96793 - MAR. 29) (BR. 6)
- S-8 STANDARD OIL CO /IN/, 200 E RANDOLPH DR, CHICAGO, IL 60601 (312) 856-6111 - 3,950,000 (\$1,250,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-96794 - APR. 01) (BR. 11)
- S-8 AVNET INC, 767 FIFTH AVE, NEW YORK, NY 10153 (212) 644-1050 - 750,000 (\$22,125,000) COMMON STOCK. (FILE 2-96800 - APR. 01) (BR. 4)
- S-3 CAPITAL HOLDING CORP, 680 FOURTH AVE COMMONWEALTH BLDG, P O BOX 32830, LOUISVILLE, KY 40232 (502) 560-2000 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 2-96801 - APR. 01) (BR. 9)
- S-8 CAPITAL HOLDING CORP, 680 FOURTH AVE COMMONWEALTH BLDG, P O BOX 32830, LOUISVILLE, KY 40232 (502) 560-2000 - 300,000 (\$14,287,500) COMMON STOCK. (FILE 2-96802 - APR. 01) (BR. 9)

- S-6 FAINWEBBER PATHFINDERS TRUST TREASURY & PRECIOUS METAL SE 1, 140 BROADWAY, C/C FAINWEBBER INC, NEW YORK, NY 10005 - 1,100,000 (\$1,155,000) UNIT INVESTMENT TRUST. DEPCISOR: FAINWEBBER INC. (FILE 2-96805 - MAR. 29) (BR. 16 - NEW ISSUE)
- S-3 GEORGIA POWER CO, 333 PIEDMONT AVE NE, ATLANTA, GA 30308 (404) 526-6526 - 2,000,000 (\$51,000,000) PREFERRED STOCK. (FILE 2-96810 - APR. 01) (BR. 13)
- S-8 TRUS JCIST CORP, 9777 W CHINDEN BLVD, BOISE, ID 83714 (208) 375-4450 - 50,000 (\$1,316,250) COMMON STOCK. (FILE 2-96821 - FEB. 27) (BR. 10)
- N-1A TRUST FOR THRIFT INSTITUTIONS, 200 BERKELEY ST, BOSTON, MA 02116 (617) 423-3500 - INDEFINITE SHARES. (FILE 2-96836 - MAR. 29) (BR. 16 - NEW ISSUE)

REGISTRATIONS EFFECTIVE

Mar. 13: AZP Group, Inc., 2-93686; Carolina Power & Light Company, 2-95767; Consumers Capital Corporation, 2-95033-LA; Crazy Eddie, Inc., 2-96148; Equitec Siebel Total Return Fund, Inc., 2-93779; FNB Bankshares, 2-95719; Farah Manufacturing Co., Inc., 2-96083; Heritage Entertainment, Inc., 2-95461; Huffy Corporation, 2-96255; Louisiana Bancshares, Inc., 2-94920; Nuvision, Inc., 2-95594; PT Components, Inc., 2-95790; Rochester Telephone Corp., 2-95052; Royal International Optical Corporation, 2-96067; United Jersey Banks, 2-96070; Western Air Lines, Inc., 2-95812.

Mar. 14: Aeroflex Laboratories Incorporated, 2-96108; Allied Corporation, 2-96286; Avalon Energy Corporation, 2-96231; Borg-Warner Acceptance Corp., Caterpillar Capital Resources Corporation, 2-95572; Chantel Pharmaceutical Corporation, 2-94956-NY; Cleveland-Cliffs, Inc., 2-96096; Cogenic Energy Systems, Inc., 2-95281; Fleet Financial Group, Inc., 2-96261; Home National Corporation, 2-95722; Huntington Bancshares Incorporated, 2-96034; James River Corporation, 2-96317; Landmark Bancshares Corporation, 2-95945; Lear Petroleum Partners, L.P., 2-95512; Margate Ventures, Inc., 2-95274-D; National City Bancshares, Inc., 2-96244; Optical Radiation Corporation, 2-96122; Ryland Acceptance Corporation Four, 2-95839; Sigma-Aldrich Corporation, 2-95936; Standard Energy Corporation, 2-92734.

Mar. 15: Applied Genetic Ventures, Inc., 2-95320-NY; Clinton Appalachian VIII Limited Partnership, 2-95542; Genetech, Inc., 2-96140; Kinder-Care Learning Centers, Inc., 2-96439; National Housing Partnership Realty Fund Two, 2-95593; Rex Noreco, Inc., 2-96021; Rankin Century Corp., 2-95690; Robot Defense Systems, Inc., 2-94569; Sea Containers Ltd., 2-96035; TRE Corporation, 2-96201; Torchmark Corporation, 2-96177;

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 / PRIOR %	FILING STATUS
AMERICAN NAT RES CO COLORADO INTERSTATE/COASTAL CO	COM 14D-1	4/ 3/85	35.593 / 94.6	02860910 / 93.0	UPDATE
BTK INC WALLS INDS INC ET AL	COM 13D	3/28/85	0 / 0.0	05583010 / 81.0	UPDATE
CANRAD HANOVIA INC DEERFIELD PARTNERS	COM 13D	1/15/85	69 / 7.7	13805120 / 7.9	UPDATE
CANRAD HANOVIA INC FUNDAMENTAL ASSOC LTD ET AL	COM 13D	1/15/85	73 / 8.1	13805120 / 7.1	UPDATE

## ACQUISITION REPORTS CONT.

CANRAD HANDVIA INC NOTTINGHAM PARTNERS	COM	13D	1/15/85	99 11.1	13805120 11.3	UPDATE
ESCALADE INC BSN CORP	COM	13D	4/ 1/85	305 12.0	29605610 13.3	UPDATE
FORTUNE FINL FRUP INC AMERICAN EQUITIES GRP ET AL	COM	13D	4/ 2/85	300 9.8	34965110 8.0	UPDATE
PACIFIC GAMBLE ROBINSON CO QUEST ADVISORY CORP ET AL	COM	13D	3/25/85	140 7.2	69429110 0.0	NEW
PHOENIX FINANCIAL CORP THOMAS TED ET AL	COM	13D	3/ 5/85	50 9.9	71903010 0.0	NEW
RORER GROUP INC COOPER LABS INC ET AL	COM	13D	3/28/85	1,426 6.7	77675510 6.7	UPDATE
SCIENTIFIC SOFTWARE INTERCOM KANEB SERVICES INC	COM	13D	3/ 8/85	564 16.0	80879610 30.1	UPDATE
SEARLE G D & CO BERNINE LARRY D	COM	13D	3/25/85	4,884 9.9	81230210 9.9	UPDATE
SEARLE G D & CO GARARD JAMES L JR ET AL	COM	13D	3/25/85	3,225 6.5	81230210 3.0	UPDATE
SEARLE G D & CO HARRIS BANKCORP INC ET AL	COM	13D	3/25/85	15,450 31.2	81230210 31.2	UPDATE
SEARLE G D & CO TRIENENS HOWARD U	COM	13D	3/25/85	8,304 16.8	81230210 13.3	UPDATE
UNOCAL CORP MESA PARTNERS II	COM	13D	4/ 1/85	23,700 13.6	91528910 9.7	UPDATE
WACKENHUT CORP WACKENHUT GEORGE R & RUTH U	COM	13D	2/11/85	2,058 53.3	92979410 54.7	RVISION
ALEXANDER ENERGY CORP BANKS MID AMERICA INC ET AL	COM	13D	3/ 6/85	1,718 23.0	01461710 19.1	UPDATE
CENTRAL SOYA INC SHAMROCK CAPITAL L P ET AL	COM	14D-1	4/ 1/85	4,099 29.1	15517710 0.0	NEW
CHATHAM MFG CO SMITH D BRUTON	COM	13D	3/25/85	94 5.2	16208740 0.0	NEW
CHESSCO INDS INC COURCHEME ERNEST E JR	COM	13D	3/ 1/85	117 13.8	16549210 7.8	UPDATE
CHURCHILL DOWNS INC BIDWELL CHARLES M JR	COM	13D	4/ 2/85	21 5.5	17148410 5.5	UPDATE
CHURCHILL DOWNS INC BROWN U GRAHAM FOUNDATION	COM	13D	4/ 2/85	27 7.0	17148410 7.0	UPDATE
CHURCHILL DOWNS INC GALBREATH JOHN M	COM	13D	4/ 2/85	24 6.1	17148410 6.1	UPDATE
CHURCHILL DOWNS INC JONES WARNER L JR ET AL	COM	13D	4/ 2/85	85 22.3	17148410 32.7	UPDATE
CITIZENS GROWTH PTYS BAIRD BRENT D ET AL	SH BEN INT	13D	3/29/84	183 31.3	17470810 38.6	RVISION
CITIZENS GROWTH PTYS CONGRESS STREET PROPERTIES INC	SH BEN INT	13D	3/29/84	86 14.7	17470810 0.0	RVISION
GENERAL REFRACTORIES CO BELMONT INDS ET AL	COM	13D	3/27/85	1,177 30.5	37062210 0.0	NEW

## ACQUISITION REPORTS CONT.

HART EXPL & PROD'n CO BROOK ENERGY CORP	COM	13D	4/ 2/85	73,664 89.2	41608410 0.0	NEW
MGM OR HOME ENTMT GROUP INC NATIONAL AMUSEMENTS INC ET AL	COM	13D	4/ 3/85	2,341 7.9	55290610 7.8	UPDATE
MARINE TRANSPORT LINES INC SOUTHLAND ENERGY CORP ET AL	COM	13D	3/25/85	600 25.2	56844610 0.0	NEW
ORBIT INSTR CORP PARSON PARTNERSHIP	COM	13D	3/27/85	558 7.1	68555910 5.4	UPDATE
PACIFIC GAMBLE ROBINSON CO HANIEL CORP	COM	13D	4/ 1/85	0 0.0	69429110 10.6	UPDATE
POLORAN PRODUCTS INC HANANIA M DAVID	COM	13D	4/ 2/85	329 13.3	73158820 9.8	UPDATE
SISCOM INC ELLIS MICHAEL J	COM	13D	2/19/85	10,288 38.0	80400310 0.0	NEW
SISCOM INC GLENDINNING JEAN C	COM	13D	2/19/85	1,816 6.7	80400310 0.0	NEW
SEARLE G D & CO DIXON SUZANNE SEARLE	COM	13D	4/ 3/85	1,075 2.2	81230210 2.2	UPDATE
SEARLE G D & CO SEARLE DANIEL C	COM	13D	4/ 3/85	1,172 2.4	81230210 2.4	UPDATE
SEARLE G D & CO SEARLE WILLIAM L	COM	13D	4/ 3/85	1,190 2.4	81230210 2.4	UPDATE
SHATTERPROOF GLASS CORP CHASE WILLIAM B ET AL	COM	13D	7/ 2/84	876 47.6	82020810 32.3	UPDATE
TU INTL INC MICHIGAN GENERAL CORP	COM PAR \$0.10	13D	3/22/85	3,000 11.7	87305420 0.0	NEW
TERRAPET ENERGY CORP TERRAPET PARTNERS	COM	13D	1/15/85	8,019 10.0	88102910 0.0	NEW
TIERCO GROUP INC DREXEL BURNHAM LAMBERT GROUP	COM	13D	3/29/85	610 29.0	88650610 28.8	UPDATE
TIGER INTL INC RELIANCE FINANCIAL SVCS CORP	COM	13D	4/ 3/85	3,920 18.1	88673510 17.8	UPDATE
UNOCAL CORP MESA PARTNERS II	COM	13D	4/ 3/85	23,700 13.6	91528910 9.7	UPDATE