

sec news digest

Issue 94-38

March 1, 1994

COMMISSION ANNOUNCEMENTS

CLOSED MEETING - THURSDAY, MARCH 3, 1994 - 10:00 A.M.

The subject matter of the March 3 closed meeting will be: Institution of administrative proceedings of an enforcement nature; Institution of injunctive actions; Settlement of injunctive actions; Regulatory matters regarding financial institutions; and Opinions.

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: Brian Lane (202) 272-2400.

COMMISSION APPOINTS PAUL MACO AS ATTORNEY FELLOW

Chairman Arthur Levitt announced today the appointment of Paul S. Maco as Attorney Fellow in the Office of the General Counsel. Mr. Maco will focus on municipal bond and debt market issues. He will join the Commission in March.

Mr. Maco will leave Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. in Boston, where he has been a partner since 1988 and an associate since 1985. Previously, Mr. Maco was an Associate at Debevoise and Plimpton in New York from 1981-1985 and an Associate at Hawkins, Delafield & Wood also in New York from 1979-1981. He was also an attorney with the Commission's New York Regional Office, Division of Enforcement from 1977-1979. (Press Rel. 94-10)

ORDER AFFIRMING DENIAL OF CONFIDENTIAL TREATMENT

The General Counsel sent the following letter to Patrick J. Dooley, Esq. affirming the FOIA Officer's decision to deny confidential treatment to certain material except for two paragraphs redacted pursuant to FOIA Exemption 7(A). Mr. Dooley originally sought confidential treatment for certain comment letters sent by Commission staff to Shawmut National Corporation. The General Counsel concluded that not only did the FOIA Officer make a correct determination but Exemption 7(A) was found to be no longer applicable to the redacted material and the letters in their entirety were released. Mr. Dooley's argument that confidential treatment should be granted to portions of the material since it was voluntarily submitted to the Commission in accordance with the holding of Critical Mass Energy Project v. NRC was unsuccessful. (FOIA Rel. 186)

ENFORCEMENT PROCEEDINGS

EDWARD GRUSHKO BARRED

The Commission announced today that on February 22 it issued an Order of Suspension Pursuant to Rule 2(e) (2) of the Commission's Rules of Practice barring Edward M. Grushko (Grushko) from appearing or practicing before the Commission as an attorney.

On August 25, 1993, Grushko was convicted of one count of conspiracy to commit securities fraud by the United States District Court for the District of Nevada. Grushko filed a Form S-18 registration statement for Dun Ventures in furtherance of this conspiracy. The Commission found that Grushko's conviction constituted a felony within the meaning of Rule 2(e) (2) of the Commission's Rules of Practice. (Rel. 34-33652)

PERMANENT INJUNCTIONS ENTERED AGAINST ROBERT JOHNSTON AND FIDUCIARY PLANNING, INC.

The Commission announced that on February 17 Judge Duggan of the U.S. District Court for the Eastern District of Michigan entered Orders of Permanent Injunction (Orders) against Robert Johnston (Johnston), a resident of Birmingham, Michigan, and Fiduciary Planning, Inc. (FPI), an unregistered broker-dealer owned and run by Johnston. The Orders permanently enjoin Johnston and FPI from future violations and/or aiding and abetting violations of the securities registration, broker-dealer registration and antifraud provisions of the federal securities laws. Johnston and FPI simultaneously consented to the Orders without admitting or denying the facts alleged in the complaint. The complaint alleges that from at least June 1989 through December 1989, Johnston and FPI misrepresented and omitted material facts in connection with their offer and sale of unregistered securities, in the form of U.S. and foreign government bonds or investment contracts, in Eurobond Exchange Ltd. (Eurobond). Specifically, the complaint alleges that Johnston and FPI failed to adequately investigate the Eurobond investment and materially misrepresented and omitted to state material facts concerning, among other things, the risks and returns of the Eurobond investment and the commissions of up to 12% that they received from their sales of the investment. (SEC v. Robert Johnston and Fiduciary Planning, Inc., E.D. Mich., Civil Action File No. 93-73541 DT)]

CRIMINAL ACTION AGAINST AARIF DAHOD, NELSON LOGAL AND JOHN KUCZEK

The Commission announced that a jury in the Southern District of Florida returned a guilty verdicts against Aarif Dahod (Dahod), Nelson Logal (Logal) and John Kuczek (Kuczek). Dahod and Logal were convicted of, among other things, conspiracy to commit securities fraud, securities fraud and the filing of false periodic reports and registration statements with the Commission with respect to Sahlen & Associates, Inc. (SAI). Kuczek was convicted of conspiracy to commit securities fraud. They had been charged with, among other things, conspiring during the period in or about 1984 until in or about April, 1989, to falsify the books and records of SAI so as to cause the company's financial statements and Commission filings to materially overstate its profitability and misrepresent its prospects for continued growth and success. Prior

to trial, Harold Sahlen, Jr. (Sahlen), Lawrence Bodden (Bodden) and Theodore Leinwebber (Leinwebber) entered guilty pleas. In December 1992 the Commission brought an action against these individuals variously for violating or aiding and abetting violations of the antifraud, periodic reporting, books and records and proxy provisions of the federal securities laws. Logal, Leinwebber and Dahod settled the Commission action by consenting to entry of Final Judgments that permanently restrained and enjoined each of them from violating those provisions of the federal securities laws, and that barred Logal from serving as an officer or director of a public company. See Litigation Release No. 13480 (December 21, 1992). The Commission's action against Sahlen and Kuczek is pending. [U.S. v. Nelson Logal, Aarif Dahod and John Kuczek, 93-6014-CR-Marcus(S), SD Fla.] (LR-13979; AAE Rel. 532)

FINAL JUDGMENT ENTERED AGAINST OTIS JOHNSON

The Commission announced that on January 20 in U. S. District Court for the Western District of Texas, a Final Judgment of Permanent Injunction and Other Equitable Relief (Final Judgment) was entered against defendant Otis C. Johnson (Johnson). Johnson is permanently enjoined from future violations of the registration and antifraud provisions and from aiding and abetting violations of the reporting provisions of the federal securities laws. The Final Judgment requires Johnson to pay disgorgement; however, payment was waived based on Johnson's demonstrated financial inability to pay. The Final Judgment also notes the appropriateness of a civil penalty, but did not impose a penalty because of Johnson's financial condition. Johnson consented to the entry of the Final Judgment without admitting or denying the Commission's allegations.

The Commission's complaint, filed September 30, 1992, alleged that Johnson orchestrated a scheme to fraudulently promote and distribute the securities of Chaparral Mining Corporation (Chaparral), a Section 12(g) reporting company, to the public. The complaint alleges that Johnson prepared and/or disseminated press releases and Commission filings which failed to disclose Johnson's involvement with the company and misrepresented, among other things, Chaparral's sources of financing, financial condition and business prospects. Johnson is currently serving a 30-month prison sentence on a related criminal conviction in the U. S. District Court for the Eastern District of Louisiana. [SEC v. Chaparral Mining Corp., et al., Civil Action No. A-92-CA-565, USDC/WD TX] (LR-13980)

FINAL JUDGEMENT OF PERMANENT INJUNCTION ENTERED AGAINST JAMES CATHEY, JR.

The Commission today announced that on February 16 the Honorable Harry Lee Hudspeth, U.S. District Judge for the Western District of Texas, El Paso Division, entered a Final Judgement as to Defendant James W. Cathey, Jr. (Cathey). The Final Judgement permanently enjoins Cathey from further violations of the antifraud provisions of the federal securities laws, Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934.

The Commission's complaint, filed on July 26, 1993, alleged thirteen defendants committed fraud in the offer and sale of securities by providing false and misleading information to investors including, among other things, the background of one of the principals, Ronald S. Combs, the financial condition of the issuers, and the use

of investor proceeds. Cathey consented to the Final Judgement without admitting or denying the allegations in the Commission's complaint. [SEC v. Ronald Stephen Combs, et al., Civil Action No. EP-93-CA-310, USDC/WD TX, El Paso Division] (LR-13981)

INVESTMENT COMPANY ACT RELEASES

PILGRIM INSTITUTIONAL TRUST, ET AL.

A conditional order has been issued on an application filed by Pilgrim Institutional Trust, et al. under Section 6(c) of the Investment Company Act that would exempt applicants from Sections 2(a)(32), 2(a)(35), 18(f), 18(g), 18(i), 22(c) and 22(d) of the Act and Rule 22c-1 thereunder. The order amends a prior order that permits applicants to issue and sell two classes of shares representing interests in the same portfolio of securities, and permits certain applicants to assess a contingent deferred sales charge (CDSC) on redemptions of shares of one class, and waive the CDSC under certain circumstances. The amended order permits applicants to issue and sell multiple classes of shares, and expands the circumstances under which applicants may assess and waive a CDSC on redemptions of shares. (Rel. IC-20096 - February 25)

SAFECO LIFE INSURANCE COMPANY ET AL.

An order has been issued pursuant to Section 6(e) of the Investment Company Act exempting SAFECO Life Insurance Company, SAFECO Separate Account C (Separate Account), and PNMR Securities, Inc. from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Separate Account under certain individual flexible premium and individual single premium deferred variable annuity contracts. (Rel. IC-20097 - February 25)

HOLDING COMPANY ACT RELEASES

ENERGY INITIATIVES, INC.

A supplemental notice has been issued giving interested persons until March 21 to request a hearing on a proposal by Energy Initiatives, Inc. (EII), an indirect subsidiary of General Public Utilities Corporation, a registered holding company, to acquire an additional 400 shares of class C nonvoting common stock (Additional Shares) of a nonassociate corporation (Cogen Corp.) engaged in the business of developing, owning and operating power projects in the United States and in foreign countries. EII will pay \$1 million for the Additional Shares. EII also proposes to provide a letter of credit with a maximum face amount of \$2.5 million as security for its existing obligation to acquire 3,000 shares of stock of Cogen Corp., as authorized by order dated September 7, 1993 (HCAR No. 25876). (Rel. 35-25994)

OHIO VALLEY ELECTRIC CORPORATION, ET AL.

A notice has been issued giving interested persons until March 21 to request a hearing on a proposal by Ohio Valley Electric Corporation (OVEC) and Indiana-Kentucky Electric Corporation (Indiana-Kentucky), both electric public-utility subsidiary companies of American Electric Power Company, Inc., a registered holding company. Indiana-Kentucky proposes to enter into a reimbursement agreement in connection with the issuance of a letter of credit not to exceed \$10 million. OVEC proposes to indemnify the bank issuing such letter of credit for any payments or to guarantee the obligation of Indiana-Kentucky to reimburse the bank for such payments. (Rel. 35-25994)

EUA ENERGY INVESTMENT CORPORATION

A notice has been issued giving interested persons until March 21 to request a hearing on a proposal by EUA Energy Investment Corporation (EEIC), a non-utility subsidiary of Eastern Utilities Associates, a registered holding company. EEIC proposes to invest a total of \$275,000 to be paid as consideration for the acquisition of 9.9% of the common stock of Quality Power Systems, Inc., a Massachusetts corporation engaged in the manufacture, marketing and sale of uninterruptible power systems, utility interface front-end power supplies and other electric and electronic devices and equipment. EEIC further requests authorization to acquire without additional consideration such additional shares of the common stock of QPS as EEIC from time to time may be entitled to receive to maintain a 9.9% ownership interest in QPS. (Rel. 35-25994)

SELF-REGULATORY ORGANIZATIONS

DELISTINGS GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Curragh, Inc., Subordinate Voting Shares, No Par Value. (Rel. 34-33687)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration CF Income Partners L.P., Depositary Receipts for Depositary Units. (Rel. 34-33688)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Value Merchants, Inc., Common Stock, \$.01 Par Value. (Rel. 34-33689)

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until March 18 to comment on the application of Hillhaven Corporation to withdraw its Common Stock, \$0.15 Par Value; Preferred Stock Purchase Rights; and 7-3/4% Convertible Subordinated Debentures, from listing and registration on the American Stock Exchange. (Rel. 34-33690)

A notice has been issued giving interested persons until March 18 to comment on the application of Valspar Corporation to withdraw its Common Stock, \$.50 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-33691)

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 ROLLINS INC, 2170 PIEDMONT RD NE, ATLANTA, GA 30324 (404) 888-2362 - 1,200,000 (\$35,850,000) COMMON STOCK. (FILE 33-52355 - FEB. 22) (BR. 6)
- S-3 LACLEDE GAS CO, 720 OLIVE ST, ST LOUIS, MO 63101 (314) 342-0500 - 1,000,000 (\$48,750,000) COMMON STOCK. (FILE 33-52357 - FEB. 22) (BR. 7)
- S-3 TOYOTA MOTOR CREDIT CORP, 19001 S WESTERN AVE, TORRANCE, CA 90509 (310) 715-3700 - 4,000,000,000 (\$4,000,000,000) STRAIGHT BONDS. (FILE 33-52359 - FEB. 22) (BR. 12)
- S-6 VAN KAMPEN MERRITT INSURED INCOME TRUST SERIES 35, ONE PARKVIEW PLAZA, UIT ADMIN, C/O VAN KAMPEN MERRITT INC, OAKBROOK TERRACE, IL 60181 (MUL) L - - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST. (FILE 33-52361 - FEB. 22) (BR. 18 - NEW ISSUE)
- S-8 CAESARS WORLD INC, 1801 CENTURY PARK E STE 2600, LOS ANGELES, CA 90067 (310) 552-2711 - 100,000 (\$5,550,000) COMMON STOCK. (FILE 33-52363 - FEB. 22) (BR. 11)
- S-4 TRANS FINANCIAL BANCORP INC, 500 EAST MAIN STREET, BOWLING GREEN, KY 42101 (502) 781-5000 - 1,302,274 (\$21,161,953) COMMON STOCK. (FILE 33-52365 - FEB. 22) (BR. 1)
- S-8 SOUTHERN NATIONAL CORP /NC/, 500 N CHESTNUT ST, LUMBERTON, NC 28358 (919) 671-2000 - 571,041 (\$10,849,931) COMMON STOCK. (FILE 33-52367 - FEB. 22) (BR. 1)
- S-8 ALL AMERICAN SEMICONDUCTOR INC, 16085 NW 52ND AVE, MIAMI, FL 33014 (305) 621-8282 - 1,786,074 (\$5,134,962.75) COMMON STOCK. (FILE 33-75228 - FEB. 14) (BR. 3)

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
WEYCO GROUP INC FLORSHEIM THOMAS W ET AL	COM 13D	2/ 9/94	673 40.9	96214910 41.5	UPDATE
WHEELING PITTSBURGH CORP RM CAPITAL PARTNERS ET AL	COM NEW 13D	2/ 9/94	4,270 15.7	96314210 17.6	UPDATE
WORLDCORP INC MORGAN STANLEY GRP ET AL	COM 13D	1/13/94	1,079 7.2	98190410 6.0	UPDATE
XIOX CORP DAVIS J MORTON ET AL	COM 13D	9/30/93	66 5.9	98390510 6.9	UPDATE
ADELPHIA COMMUNICATIONS CORP SANDLER ASSOC ET AL	CL A 13D	1/31/94	514 3.4	00684810 3.6	UPDATE
ADELPHIA COMMUNICATIONS CORP SANDLER ASSOC ET AL	CL A 13D	1/31/94	514 3.4	00684810 3.6	RVISION
ALLIANT TECHSYSTEM HLDGS INC TWEEDY BROWNE CO L P ET AL	COM 13D	1/26/94	617 6.3	01880410 7.8	UPDATE
AMERICAN EXPLORATION CO NEW YORK LIFE INS CO	COM 13D	12/17/93	7,990 11.3	02576240 0.0	NEW
AMERICAN EXPLORATION CO NEW YORK LIFE INS CO	COM 13D	12/17/93	7,990 11.3	02576240 0.0	RVISION
APPLEBEES INTL INC RECK RONALD B	COM 13D	12/31/93	676 3.1	03789910 4.4	UPDATE
APPLEBEES INTL INC RECK RONALD B	COM 13D	12/31/93	676 3.1	03789910 4.4	RVISION
AURORA ENVIRONMENTAL INC RUBIN MORRY	COM 13D	1/11/94	1,322 24.1	05163410 21.6	UPDATE
AURORA ENVIRONMENTAL INC RUBIN MORRY	COM 13D	1/11/94	1,322 24.1	05163410 21.6	RVISION
BHC COMMUNICATIONS INC GANCO INVESTORS INC ET AL	CL A 13D	2/10/94	1,436 5.6	05544810 6.4	UPDATE
BHC COMMUNICATIONS INC GANCO INVESTORS INC ET AL	CL A 13D	2/10/94	1,436 5.6	05544810 6.4	RVISION
BWIP HLDG INC GOVT SINGAPORE INVTS ET AL	CL A 13D	1/13/94	2,026 8.3	05604410 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BETHEL BANCORP ME SQUARE LAKE HLDG CORP	COM 13D	2/ 9/94	264 46.0	08673510 13.2	UPDATE
BETHEL BANCORP ME SQUARE LAKE HLDG CORP	COM 13D	2/ 9/94	264 46.0	08673510 13.2	RVISION
CEPHALON INC CHIRON CORP	COM 13D	2/ 9/94	1,550 13.1	15670810 0.0	NEW
CEPHALON INC CHIRON CORP	COM 13D	2/ 9/94	1,550 13.1	15670810 0.0	RVISION
CLEVETRUST RLTY INVS KANNER ROBT H DEF COMP TR B ET	SMS BEN INT 13D	2/ 4/94	1,305 35.1	18678010 24.4	UPDATE
CLEVETRUST RLTY INVS KANNER ROBT H DEF COMP TR B ET	SMS BEN INT 13D	2/ 4/94	1,305 35.1	18678010 24.4	RVISION
COMPRESSION LABS INC THOMSON CONSUMER ELECTR	COM 13D	2/ 4/94	1,199 10.1	20467210 12.1	UPDATE
COMPRESSION LABS INC THOMSON CONSUMER ELECTR	COM 13D	2/ 4/94	1,199 10.1	20467210 12.1	RVISION
DEVCON INTL CORP TWEEDY BROMME CO L P ET AL	COM 13D	1/19/94	308 6.9	25158810 8.2	RVISION
ECC INTL CORP KNOTT DAVID M	COM 13D	2/ 3/94	431 6.9	26825510 0.0	NEW
ECC INTL CORP KNOTT DAVID M	COM 13D	2/ 3/94	431 6.9	26825510 0.0	RVISION
ECC INTL CORP KNOTT D M LTD PRSHIP	COM 13D	2/ 7/94	334 5.4	26825510 0.0	NEW
ECC INTL CORP KNOTT D M LTD PRSHIP	COM 13D	2/ 7/94	334 5.4	26825510 0.0	RVISION
EDMARK CORP KPCB VI ASSOC	COM NEW 13D	2/ 3/94	600 19.9	28109420 0.0	NEW
EDMARK CORP KPCB VI ASSOC	COM NEW 13D	2/ 3/94	600 19.9	28109420 0.0	RVISION
ENRON CORP BELFER ROBERT A	PFD CLM CONV 13D	2/15/94	326 22.9	29356160 27.8	UPDATE
ENRON CORP BELFER ROBERT A	PFD CLM CONV 13D	2/15/94	326 22.9	29356160 27.8	RVISION
FEDERAL MOGUL CORP GAMCO INVESTORS INC ET AL	COM 13D	2/ 9/94	1,130 3.8	31354910 6.2	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
FEDERAL MOGUL CORP GAMCO INVESTORS INC ET AL	COM 13D	2/ 9/94	1,130 3.8	31354910 6.2	RVISION
FIRST CITY BANCORP INC COLEMAN WILLIAM KENT	COM 13D	1/12/93	168 13.9	31959110 13.1	UPDATE
FIRST CITY BANCORP INC COLEMAN WILLIAM KENT	COM 13D	1/12/93	168 13.9	31959110 13.1	RVISION
FIRST CITY BANCORP INC MURFREE ROBERT B	COM 13D	1/12/93	261 21.6	31959110 20.7	UPDATE
FIRST CITY BANCORP INC MURFREE ROBERT B	COM 13D	1/12/93	261 21.6	31959110 20.7	RVISION
FIRST CITY BANCORP INC ROWLAND WILLIAM E	COM 13D	1/12/93	279 23.1	31959110 22.2	UPDATE
FIRST CITY BANCORP INC ROWLAND WILLIAM E	COM 13D	1/12/93	279 23.1	31959110 22.2	RVISION
HEALTHCARE AMERICA INC PRIVATE CAP MGMT ET AL	COM 13D	2/ 4/94	900 7.7	42499610 8.8	UPDATE
HEALTHCARE AMERICA INC PRIVATE CAP MGMT ET AL	COM 13D	2/ 4/94	900 7.7	42499610 8.8	RVISION
HOGAN SYS INC IBM CORP	COM 13D	10/ 4/93	0 0.0	43460210 0.0	NEW
HOUSTON BIOTECHNOLOGY INC ATKINS VICTOR K JR	COM 13D	1/26/94	369 9.6	44184010 7.1	UPDATE
INTERCIN CORP LIPKIN RAYMOND A ET AL	COM 13D	12/31/93	1,196 7.7	45847510 9.3	UPDATE
INTERCIN CORP LIPKIN RAYMOND A ET AL	COM 13D	12/31/93	1,196 7.7	45847510 9.3	RVISION
LXE INC ROCKER DAVID A	COM 13D	1/26/94	334 6.2	50246510 5.2	UPDATE
LXE INC ROCKER DAVID A	COM 13D	1/26/94	334 6.2	50246510 5.2	RVISION
LONAS FINL CORP NEW TWEEDY BROWNE CO L P ET AL	COM 13D	2/ 1/94	1,706 8.5	54153510 7.4	UPDATE
LONGS DRUG STORES CORP LONG THOMAS J FOUNDATION	COM 13D	12/13/93	1,758 8.5	54316210 0.0	NEW
LONGS DRUG STORES CORP LONG THOMAS J FOUNDATION	COM 13D	12/13/93	1,758 8.5	54316210 0.0	RVISION
MAXTOR CORP HYUNDAI ELECTRONICS ET AL	COM 13D	2/ 3/94	19,480 66.1	57772910 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMED	CUSIP/ PRIOR%	FILING STATUS
MAXTOR CORP	COM		19,480	57772910	
HYUNDAI ELECTRONICS ET AL	13D	2/ 3/94	66.1	0.0	RVISION
MOBLEY ENVIRONMENTAL SVCS	CL A		1,580	60741910	
MOBLEY JOHN A ET AL	13D	12/16/93	20.0	23.2	UPDATE
MOBLEY ENVIRONMENTAL SVCS	CL A		1,580	60741910	
MOBLEY JOHN A ET AL	13D	12/16/93	20.0	23.2	RVISION
MONDAVI ROBERT CORP	CL A		743	60920010	
MONDAVI ROBERT G	13D	12/22/93	5.8	0.0	NEW
MONDAVI ROBERT CORP	CL A		743	60920010	
MONDAVI ROBERT G	13D	12/22/93	5.8	0.0	RVISION
NOBEL INS LTD	COM		456	65488510	
ROSE EDWARD W III ET AL	13D	2/ 4/94	6.7	5.3	UPDATE
NOBEL INS LTD	COM		456	65488510	
ROSE EDWARD W III ET AL	13D	2/ 4/94	6.7	5.3	RVISION
NOVACARE INC	COM		3,944	66993010	
FOSTER JOHN H	13D	2/ 4/94	8.0	0.0	NEW
NOVACARE INC	COM		3,944	66993010	
FOSTER JOHN H	13D	2/ 4/94	8.0	0.0	RVISION
OUTBACK STEAKHOUSE INC	COM		8,225	68989910	
BASHAM ROBERT D ET AL	13D	12/30/93	31.0	0.0	NEW
OUTBACK STEAKHOUSE INC	COM		8,225	68989910	
BASHAM ROBERT D ET AL	13D	12/30/93	31.0	0.0	RVISION
PACER TECHNOLOGY	COM		638	69390510	
GASKIN E REED	13D	1/31/94	5.6	6.1	UPDATE
PACER TECHNOLOGY	COM		638	69390510	
GASKIN E REED	13D	1/31/94	5.6	6.1	RVISION
PARAMOUNT COMMUNICATIONS INC	COM		0	69921610	
QVC NETWORK	14D-1	2/15/94	0.0	0.0	UPDATE
PARAMOUNT COMMUNICATIONS INC	COM		0	69921610	
QVC NETWORK	14D-1	2/15/94	0.0	0.0	RVISION
PARAMOUNT COMMUNICATIONS INC	COM		0	69921610	
QVC NETWORK	14D-1	2/15/94	0.0	0.0	RVISION
PEOPLES SVGS FINL CORP	COM		23	71230210	
BRAZINSKI PAUL A	13D	1/14/94	5.0	0.0	NEW
PEOPLES SVGS FINL CORP	COM		23	71230210	
BRAZINSKI PAUL A	13D	1/14/94	5.0	0.0	RVISION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
PEOPLES SVGS FINL CORP HASSELMAN ROGER M	COM 13D	1/14/94	26 5.7	71230210 0.0	NEW
PEOPLES SVGS FINL CORP HASSELMAN ROGER M	COM 13D	1/14/94	26 5.7	71230210 0.0	RVISION
PEOPLES SVGS FINL CORP PONTZER NORBERT J	COM 13D	1/14/94	23 5.1	71230210 0.0	NEW
PEOPLES SVGS FINL CORP PONTZER NORBERT J	COM 13D	1/14/94	23 5.1	71230210 0.0	RVISION
RIDDELL SPORTS INC NEDERLANDER ROBERT ET AL	COM 13D	1/27/94	3,199 41.2	76567010 0.0	NEW
ROYAL INTL OPTICAL INC WESTINGHOUSE ELEC CORP	COM 13D	1/31/94	15,684 100.0	78031710 100.0	UPDATE
ROYAL INTL OPTICAL INC WESTINGHOUSE ELEC CORP	COM 13D	1/31/94	15,684 100.0	78031710 100.0	RVISION
SANTA FE FINL CORP LANGLEY RONALD	COM 13D	1/25/94	36 6.2	80201410 4.5	UPDATE
SECURITY LAND DEVELOPMENT CROWELL & CO INC	COM 14D-1	2/14/94	0 0.0	81470099 0.0	UPDATE
SECURITY LAND DEVELOPMENT CROWELL & CO INC	COM 14D-1	2/14/94	0 0.0	81470099 0.0	RVISION
SOLITRON DEVICES INC SARAF SHEVACH	COM PAR \$0.01 13D	2/ 4/94	244 55.6	83425620 100.0	UPDATE
TEXAS REGIONAL BANCSHARES COLLINS JAMES W	COM 13D	3/16/93	666 15.4	88275099 14.0	UPDATE
TEXAS REGIONAL BANCSHARES COLLINS JAMES W	COM 13D	3/16/93	666 15.4	88275099 14.0	RVISION
TOPS APPLIANCE CITY INC WESTINGHOUSE PENSION INVNT	COM 13D	2/ 9/94	0 0.0	89091010 35.1	UPDATE
TOPS APPLIANCE CITY INC WESTINGHOUSE PENSION INVNT	COM 13D	2/ 9/94	0 0.0	89091010 35.1	RVISION
VIDEO JUKEBOX NETWORK INC STARNET INC ET AL	COM 13D	2/ 1/94	11,434 72.9	92699410 71.8	UPDATE
VIDEO JUKEBOX NETWORK INC STARNET INC ET AL	COM 13D	2/ 1/94	11,434 72.9	92699410 71.8	RVISION
WESTCOAST ENERGY INC PROVINCE OF BRITISH COLUMBIA	COM 13D	2/ 1/94	4,944 5.8	95799250 0.0	NEW
WESTERN NAT GAS CO SNADON DARYL N	COM NEW 13D	1/15/94	1,542 N/A	95885120 N/A	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ XOMMED	CUSIP/ PRIOR%	FILING STATUS
WESTERN NAT GAS CO SNADON DARYL M	COM NEW 13D	1/15/94	1,542 N/A	95885120 N/A	RVISION
WESTWOOD ONE INC INFINITY NETWORK INC	COM 13D	2/ 3/94	7,514 49.7	96181510 0.0	NEW
WESTWOOD ONE INC INFINITY NETWORK INC	COM 13D	2/ 3/94	7,514 49.7	96181510 0.0	RVISION
AUDIOVOX CORP SHALAM JOHN J	CL A 13D	4/15/93	3,515 39.0	05075710 0.0	NEW
AUDIOVOX CORP SHALAM JOHN J	CL A 13D	4/15/93	3,515 39.0	05075710 0.0	RVISION
BANKERS CORP GEMMELL JOSEPH P	COM 13D	1/ 1/94	693 6.1	06612010 10.4	UPDATE
BIONLINE SYS INC GENESIS INVMT CORP	COM NEW 13D	1/12/94	1,589 26.6	09599320 0.0	NEW
BIONLINE SYS INC GENESIS INVMT CORP	COM NEW 13D	1/12/94	1,589 26.6	09599320 0.0	RVISION
CENTRAL SPRINKLER CORP MEYER WILLIAM J	COM 13D	4/28/93	239 5.1	15518410 5.1	UPDATE
CENTRAL SPRINKLER CORP MEYER WILLIAM J	COM 13D	4/28/93	239 5.1	15518410 5.1	RVISION
COOPER LIFE SCIENCES MARX MOSES ET AL	COM NEW 13D	2/ 4/94	690 31.9	21671220 35.4	UPDATE
COOPER LIFE SCIENCES MARX MOSES ET AL	COM NEW 13D	2/ 4/94	690 31.9	21671220 35.4	RVISION
ENRON CORP BELFER ROBERT A	PFD CUM CONV 13D	2/15/94	326 22.9	29356160 27.8	UPDATE
ENRON CORP BELFER ROBERT A	PFD CUM CONV 13D	2/15/94	326 22.9	29356160 27.8	RVISION
FFE FINL CORP SMITH GAIL &	COM 13D	1/25/93	37 7.7	30999010 0.0	NEW
FFE FINL CORP SMITH GAIL L	COM 13D	1/25/93	37 7.7	30999010 0.0	RVISION
FIRST FINL FD INC TIGER MGMT CORP ET AL	COM 13D	1/31/94	1,756 18.8	32022810 22.8	UPDATE
FIRST PAC NETWORKS INC MCNAMARA ROBERT P	COM 13D	12/31/93	662 3.4	33593310 8.5	UPDATE