sec news digest LIBRARY December 6, 1989

Issue 89-232

DEC 7 1989

IS SECURITIES ANL

COMMISSION ANNOUNCEMENTS XCHANCE COMMISSION

Richard Ketchum, Director, Division of Market Regulation, and John Sturc, Associate Director, Division of Enforcement, are scheduled to testify before the House Subcommittee on Government Operations today, beginning at 9:30 a.m. in Room 2247 of the Rayburn House Office Building. The subject is short-selling practices in the securities markets.

CIVIL PROCEEDINGS

FORMER SECURITIES ADMINISTRATOR APPOINTED TO TAKE OVER LIFELINE HEALTHCARE

> The Fort Worth Regional Office, on December 4, announced that U.S. District Judge Thomas R. Brett (N.D. Okla.) appointed C. Raymond Patton Jr., the former Securities Administrator for the State of Oklahoma, to take control of defendant Lifeline Healthcare Group, Ltd., of Broken Arrow, Oklahoma, and to temporarily manage the business of Lifeline for the protection of its shareholders. Mr. Patton was appointed at the request of the Commission, and the company and its officers agreed to his appointment after the Commission presented testimony of Lifeline's former controller to the Court.

> The Commission filed an injunctive action against Lifeline, its officers, directors, outside counsel, and a consultant, on November 21, 1989, charging fraud and other violations of the federal securities laws. Temporary restraining orders were entered that day against all the defendants. On December 1, 1989, each of the defendants agreed to an extension of the restraining order until further order of the Court.

> The Commission's complaint charges among other things, that the individual defendants fraudulently caused Lifeline to issue to them almost one million shares of the company's stock, primarily through secret "trust accounts." The stock had traded on NASDAQ for as much as \$38 a share. (SEC v. Lifeline Healthcare Group, Ltd., et al., U.S.D.C., ND/Okla., CA No. 89 C-964 B). (LR-12312)

INVESTMENT COMPANY ACT RELEASES

UNITED SERVICES FUNDS ET AL.

A notice has been issued giving interested persons until January 2, 1990 to request a hearing on an application filed by United Services Funds and all future investment companies for which United Services Advisor serves as investment adviser, and United

Services Advisors, for an order under Sections 6(c) and 17(d) of the Investment Company Act and Rule 17d-1 to permit the Funds to pool their uninvested daily cash balances into one or more large repurchase agreements. (Rel. IC-17252 - Dec. 4)

HOLDING COMPANY ACT RELEASES

CENTRAL AND SOUTH WEST CORPORATION WEST TEXAS UTILITIES COMPANY

Notices have been issued giving interested persons until December 18 to request a hearing on proposals to issue and sell, from time to time through December 31, 1990, aggregate principal amounts of first mortgage bonds and/or debentures in the specified amounts and for the stated purposes: WEST TEXAS UTILITIES COMPANY (WTU), wholly owned electric public-utility subsidiary of Central and South West Corporation, a registered holding company - up to \$75,000,000 of its first mortgage bonds (New Bonds) for the acquisition, by a cash tender offer, through December 31, 1990, of all or a portion of WTU's First Mortgage Bonds Series M, 11-3/4%, due August 1, 2015; and CENTRAL POWER AND LIGHT COMPANY (CP&L), a wholly owned electric public utility subsidiary company of Central and South West Corporation, a registered holding company - up to \$170,000,000 of first mortgage bonds and/or debentures (new securities) for the acquisition, by a cash tender offer, through December 31, 1990, of all or a portion of CP&L's First Mortgage Bond Series V, 11-5/8%, due August 1, 2015 and CP&L's 12% debentures, Series 1985, due September 1, 2015. (Rel. 35-24990)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

Proposed rule changes have been filed under Rule 19b-4 by: the <u>Pacific Stock Exchange</u> (SR-PSE-89-27) to establish a Lead Market Maker System (LMM) in certain options contracts (Rel. 34-27492); and the American Stock Exchange (SR-Amex-89-27) to provide procedures to resolve uncompared trades in options that are excluded from clearance. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of December 4. (Rel. 34-27496)

TEMPORARY ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval of a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-89-54) to extend until February 28, 1990 the Commission's previous temporary approval of the limit order capabilities of the Small Order Execution System. (Rel. 34-27490)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval of a proposed rule change filed by the New York Stock Exchange (SR-NYSE-89-40) to extend for one year its pilot program regarding pricing procedures used for standard odd-lot market orders. (Rel. 34-27495)

TEMPORARY APPROVAL OF PROPOSED RULE CHANGE

The Commission approved on a temporary basis a proposed rule change filed by the Philadelphia Depository Trust Company (SR-PHILADEP-89-02) to operate its Philanet Terminal Communication System (PTCS) as an enhancement to its previous telecommunications services. (Rel. 34-27491)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-89-44) to extend for one year the pilot program between the NASD and the International Stock Exchange of the United Kingdom and the Republic of Ireland, Ltd. (Rel. 34-27494)

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 XYBIT INC, SUITE 301, 821 FIFTH AVE, NEW YORK, NY 10016 (212) 684-3440 750,000 (\$562,000) COMMON STOCK. 3,750,000 (\$3,750,000) COMMON STOCK. (FILE 33-32208-NY -NOV. 20) (BR. 12 - NEW ISSUE)
- S-8 CONCURRENT COMPUTER CORP/DE, 108 APPLE ST, TINTON FALLS, NJ 07724 (201) 758-7000 152,181 (\$437,520) COMMON STOCK. (FILE 33-32259 NDV. 27) (BR. 10)
- S-18 MILLFELD TRADING CD INC, 150 WOODBURY RD, WOODBURY, NY 11797 (516) 367-3711 -1,035,000 (\$5,175,000) CDMMON STOCK. 90,000 (\$90) WARRANTS, DPTIONS DR RIGHTS. 90,000 (\$495,000) CDMMON STOCK. 90,000 (\$540,000) CDMMON STOCK. UNDERWRITER: WHALE SECURITIES CO. (FILE 33-32277-NY - NOV. 22) (BR. 4 - NEW ISSUE)
- S-8 GILBERT ASSOCIATES INC/NEW, P D BDX 1498, READING, PA 19603 (215) 775-5900 200,000 (\$4,700,000) CDMMDN STOCK. (FILE 33-32288 NOV. 27) (BR. 10)
- S-8 BANCORP HAWAII INC, 111 S KING ST, HONOLULU, HI 96813 (808) 537-8111 50,000 (\$2,400,000) COMMON STOCK. (FILE 33-32295 - NOV. 28) (BR. 1)
- S-8 XSIRIUS SUPERCONDUCTIVITY INC /DE/, 7590 E GRAY RD STE 103, PHOENIX, AZ 85260 (602) 991-3488 - 1,000,000 (\$2,500,000) COMMON STOCK. (FILE 33-32297 - NOV. 28) (BR. 8)
- S-8 MOUNTAIN MEDICAL EQUIPMENT INC, 370 SEVENTEENTH ST, STE 700, DENVER, CO B0202 (303) 592-2000 - 250,000 (\$3,750,000) COMMON STOCK. (FILE 33-32298 - NOV. 28) (BR. 8)
- S-8 DENTAL HEALTH OF AMERICA INC, 90 BRODKHOLLOW, SANTA ANA, CA 92705 (714) 957-8100 -800,000 (\$1,800,000) COMMON STOCK. (FILE 33-32299 - NOV. 28) (BR. 12)

ACQUISITION 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 iled; 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.

NAME AND CLASS OF STOCK/DWNE	R	FORM	EVENT DATE	SHRS(000)/ XOWNED	CUSIP/ PRIOR%	FILING STATUS
APPLE BANCORP INC STAHL STANLEY ET AL	CDM	13D	12/ 1/89	1,401 30.5	03782910 30.5	UPDATE
ARISTECH CHEM CORP HUNTSMAN JON M ET AL	COM	13D	11/28/89	2,816 8.7	04042210 8.4	UPDATE
ARVIN INDS INC STATE OF WISCONSIN INVEST	COM BD	13D	11/14/89	982 5.3	04333910 0.0	NEW
BIDCONTROL TECHNOLOGY PURDY ROSS DAVID	COM	13D	10/18/89	805 7.7	09058610 0.0	
CCX INC SILVERSTEIN BARRY ET AL	COM	13D	11/ 6/89	764 19.5	12500510	UPDATE
CODA ENERGY INC TROON PARTNERS LTD ET AL	COM	130	10/20/89	3,185 58.9	19188610	UPDATE
CONNAUGHT BIDSCIENCES INC INSTITUT MERIEUX S A ET AL	COM	14D-1		2,750 12.6	20799610	UPDATE
FOREST CITY ENTERPRISES INC	CL A	- · - - .		498	34555010	
HARRIS ASSOCIATES INC GLOBAL MARINE	COM	13D	11/ 6/89	11.9 0	10.0 39735240	RVSION
61 MARINE ASSOC HEI CORP	COM	13D	11/14/89	0.0 600	N∕A 40415910	UPDATE
ALEXANDER GEDRGE G ET AL		13D	11/29/89	12.2	12.2	UPDATE
INTERNATIONAL AMER HOMES INC SULLIVAN RICHARD A	COM	13D	11/30/89	247 3.4	45900410 9.5	
INTERNATIONAL PROTEINS CORP HANSON TRUST PLC ET AL	COM	13D	11/29/89	3,180 49.4	46020010 5.1	UPDATE
KEYSTONE CAMERA PRODS CORP KEY B H ASSOCIATES ET AL	СОМ	13D	10/19/89	12,512 85.6	49339710 89.3	UPDATE

NEWS DIGEST, December 6, 1989