

sec news digest

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U.S. SECURITIES
EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

PROCEEDINGS INSTITUTED AGAINST HAZEL CANHAM d/b/a/CANHAM & CANHAM ASSOCIATES

The Commission instituted public administrative and cease and desist proceedings under the Investment Advisers Act against sole proprietor Hazel B. Canham d/b/a Canham & Canham Associates, a Coral Springs, Florida based investment adviser registered with the Commission. The Order alleges that Canham violated Sections 204, 205(a)(2), and 206(1), 206(2), and 206(4) of the Advisers Act, and Rules 204-1(b)(2), 204-2(a)(9), 204-2(a)(16), 204-2(e)(1), 204-2(e)(3), 204-3(a), and 206(4)-1(a)(5) thereunder. It is alleged that these violations occurred during various periods between at least March 15, 1990 and March 24, 1992, when Canham, among other things, distributed a composite performance record for which she could not produce documentation to support her advertised claims and which otherwise materially misstated her composite performance. She failed to utilize investment advisory contracts conforming to the requisites of the Advisers Act and failed to provide clients and prospective clients with either the Form ADV, Part II or any alternative written disclosure statement containing the information required by Form ADV, Part II. Canham failed to maintain and preserve accurate and current books and records for her investment advisory business and failed to annually amend her Form ADV as needed.

A hearing will be scheduled to determine whether the allegations against Canham are true and, if so, what, if any, remedial sanctions, including the entry of a cease and desist order and the assessment of an administrative money penalty, are appropriate. (Rel. IA-1375 - June 10)

CIVIL PROCEEDINGS

SEC v. PREMIUM SALES CORP. AND KENNETH THENNEN

The Securities and Exchange Commission announced that on June 9 the Honorable Federico A. Moreno entered a temporary restraining order against Premium Sales Corp. (Premium Sales) and Kenneth Thennen (Thenen), an order freezing assets, an order appointing a receiver and an order prohibiting the destruction of records.

The Complaint alleges that Premium Sales has raised approximately \$515,000,000 through various limited partnerships based on misrepresentations by Thennen and Premium Sales that Premium Sales had a profitable, ongoing grocery diverting business that could make upwards of 60% annualized return on an investment. The Commission also alleges that a material amount of the transactions reported by Premium Sales as profitable diverting transactions were and are sham or overstated transactions and only

approximately \$89,000,000 is presently accounted for. Based on the above, the Commission alleges that Premium Sales and Thennen have violated Section 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act, and Rules 10b-5, thereunder. A hearing on the Commission's motion for a preliminary injunction was set for June 11, 1993. [SEC v. Premium Sales Corp. and Kenneth Thennen, C.A. No. 93-1092-CIV-Moreno] (LR-13668)

PERMANENT INJUNCTION AGAINST MOTZFELDT FUNDING CORPORATION, BIRGIT MECHLENBURG A/K/A GITTE MECHLENBURG AND SAMUEL ABRAHAM

The Commission announced the filing of a Complaint against Motzfeldt Funding Corporation, Birgit Mechlenburg a/k/a/ Gitte Mechlenburg, and Samuel J. Abraham (together, the Defendants) charging them with violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder.

The Complaint alleges that the Defendants fraudulently obtained approximately \$153,700 from at least nineteen investors through the sale of partnership interests in the Motzfeldt Investment Club. The Complaint alleges that the Defendants falsely represented to potential investors that investor funds would be invested in a "roll trade program" involving standby letters of credit, promissory bank notes, and promissory bank guarantees. Instead, the Defendants allegedly misappropriated the investors' funds and used them to pay Defendants' business and personal expenses. The Complaint seeks permanent injunctions, disgorgement of Defendants' unlawful gains, plus prejudgment interest, and civil penalties. [SEC v. Motzfeldt Funding Corporation, et al., C.A. No.3942, JES, U.S.D.C. S.D.N.Y] (LR-13669)

INVESTMENT COMPANY ACT RELEASES

FIRST INVESTORS CORPORATION, ET AL.

An order has been issued extending a temporary conditional order that exempted First Investors Corporation et al. from Section 9(a) of the Investment Company Act. The order extends the temporary order until the Commission takes final action on the application for a permanent order or, if earlier, December 12, 1993. (Rel. IC-19522 - June 10)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTINGS GRANTED

An order has been issued granting the application of Indentix Incorporated to strike from listing and registration its Common Stock, No Par Value, on the Pacific Stock Exchange. (Rel. 34-32442)

An order has been issued granting the application of the Midwest Stock Exchange for unlisted trading privileges in 14 issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-32443)

An order has been issued granting the application of the Philadelphia Stock Exchange for unlisted trading privileges in 19 issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-32444)

An order has been issued granting the application of American Healthcare Management, Inc., to strike from listing and registration its Common Stock, \$.01 Par Value, on the American Stock Exchange. (Rel. 34-32445)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The New York Stock Exchange has filed a proposed rule change (SR-NYSE-93-20) under Rule 19b-4 of the Exchange Act to rescind NYSE Rules 391 (Special Offerings and Special Bids) and 392 (Exchange Distributions and Exchange Acquisitions) and to amend NYSE Rule 393.10 (Secondary Distributions) to delete any references to Rules 391 and 392. Publication of the proposal is expected in the Federal Register during the week of June 8. (Rel. 34-34233)

Pursuant to Rule 19b-4 under the Securities Exchange Act on March 9, 1993 the New York Stock Exchange filed with the Commission a proposed rule change (SR-NYSE-93-15) relating to the proposed listing and trading of options based on the New York Stock Exchange Utility Index. Publication of the notice is expected in the Federal Register during the week of June 8. (Rel. 34-32438)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change submitted under Rule 19b-4 by the New York Stock Exchange (SR-NYSE-92-33) to add an Interpretation to Rule 345 (Employee Registration, Approval Records) allowing for the payment of compensation, under certain conditions, to nonregistered foreign persons and foreign entities acting as finders. (Rel. 34-32431)

TRUST INDENTURE ACT RELEASES

MULTIJURISDICTIONAL DISCLOSURE

On June 10 the Commission adopted amendments to two rules under the Trust Indenture Act, which would facilitate the Commission's proposed Multijurisdictional Disclosure System with Canada (MJDS).

The amendment to Trust Indenture Act Rule 10a-5 permits any person incorporated and regulated as a trust company under the laws of the province of British Columbia, who is authorized to exercise corporate trust powers and subject to federal supervision or examination under the laws of Canada, to act as sole trustee under indentures qualified or to be qualified under the Act in connection with offerings under the MJDS.

The amendment to Trust Indenture Act Rule 4d-9 exempts trust indentures of British Columbia obligors filing registration statements in the United States under MJDS from the operation of specified provisions of the Act. (Rels. 33-7002, 39-2313).

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-6 EQUITY INC FD SEL TEN PORT INTL SER UTD KINGDM HG KG PF DAF, 450 LEXINGTON AVENUE, C/O DAVIS POLK & WARDWELL, NEW YORK, NY 10017 - INDEFINITE SHARES. (FILE 33-49651 - JUN. 04) (BR. 22 - NEW ISSUE)
- S-3 ALABAMA POWER CO, 600 N 18TH ST, P O BOX 2641, BIRMINGHAM, AL 35291 (205) 250-1000 (FILE 33-49653 - JUN. 04) (BR. 13)
- S-3 PULITZER PUBLISHING CO, 900 NORTH TUCKER BLVD, ST LOUIS, MO 63101 (314) 340-8000 - 1,552,500 (\$45,410,625) COMMON STOCK. UNDERWRITER: EDWARDS A G & SONS INC, MORGAN STANLEY & CO INC. (FILE 33-63526 - MAY. 28) (BR. 12)
- S-3 PRIMERICA CORP /NEW/, 65 E 55TH ST, NEW YORK, NY 10022 (212) 891-8900 - 3,078,664 (\$140,464,045) COMMON STOCK. UNDERWRITER: SALOMON BROTHERS INC. (FILE 33-63530 - MAY. 28) (BR. 12)
- N-2 VAN KAMPEN MERRITT OHIO VALUE MUNICIPAL INCOME TRUST, ONE PARKVIEW PLAZA, OAKBROOK TERRACE, IL 60181 (800) 225-2222 - 300 (\$15,000,000) PREFERRED STOCK. (FILE 33-63538 - MAY. 28) (BR. 18)
- N-2 VAN KAMPEN MERRITT CALIFORNIA VALUE MUNICIPAL INCOME TRUST, ONE PARKVIEW PLAZA, OAKBROOK TERRACE, IL 60181 (800) 225-2222 - 1,200 (\$60,000,000) PREFERRED STOCK. (FILE 33-63540 - MAY. 28) (BR. 18)
- N-2 VAN KAMPEN MERRITT NEW JERSEY VALUE MUNICIPAL INCOME TRUST, ONE PARKVIEW PLAZA, OAKBROOK TERRACE, IL 60181 (800) 225-2222 - 500 (\$25,000,000) PREFERRED STOCK. (FILE 33-63542 - MAY. 28) (BR. 18)
- N-2 VAN KAMPEN MERRITT PENNSYLVANIA VALUE MUNICIPAL INCOME TRUST, ONE PARKVIEW PLAZA, OAKBROOK TERRACE, IL 60181 (800) 225-2222 - 900 (\$45,000,000) PREFERRED STOCK. (FILE 33-63546 - MAY. 28) (BR. 18)
- N-2 PILGRIM REGIONAL BANKSHARES INC, 10100 SANTA MONICA BLVD, 21ST FLR, LOS ANGELES, CA 90067 (310) 551-0833 - 6,000 (\$72,000) COMMON STOCK. (FILE 33-63564 - MAY. 28) (BR. 18)
- S-3 SISKON GOLD CORP, 350 CROWN POINT CR STE 100, GRASS VALLEY, CA 95945 (916) 273-4311 - 5,690,675 (\$30,095,108) COMMON STOCK. (FILE 33-63596 - JUN. 01) (BR. 11)
- S-8 DEWOLFE COMPANIES INC, 271 LINCOLN ST, LEXINGTON, MA 02173 (617) 863-5858 - 150,000 (\$487,500) COMMON STOCK. (FILE 33-63600 - JUN. 01) (BR. 5)
- S-8 CRESTAR FINANCIAL CORP, 919 E MAIN ST, PO BOX 26665, RICHMOND, VA 23261 (804) 782-5000 - 1,700,000 (\$65,773,000) COMMON STOCK. (FILE 33-63606 - JUN. 01) (BR. 2)
- S-8 MPTV INC, 2500 SILVER STAR ROAD ST G, ORLANDO, FL 32804 (407) 246-1101 - 210,000 (\$1,575,000) COMMON STOCK. (FILE 33-63608 - JUN. 01) (BR. 11)
- S-8 INTERNATIONAL GAME TECHNOLOGY, 520 S ROCK BLVD, RENO, NV 89502 (702) 688-0100 - 2,500,000 (\$90,625,000) COMMON STOCK. (FILE 33-63610 - JUN. 01) (BR. 6)

REGISTRATIONS CONTINUED

- S-8 TECHNOLOGY SOLUTIONS COMPANY, 205 N MICHIGAN AVE, CHICAGO, IL 60601 (312) 819-2250 - 926,110 (\$4,941,722.96) COMMON STOCK. (FILE 33-63612 - JUN. 01) (BR. 10)
- S-3 PERKIN ELMER CORP, 761 MAIN AVE, NORWALK, CT 06859 (203) 762-1000 - 1,973,428 (\$64,259,749) COMMON STOCK. UNDERWRITER: FIRST BOSTON CORP. (FILE 33-63614 - JUN. 01) (BR. 8)
- S-1 DATA DESIGN LABORATORIES INC, 1270 NW 167TH PLACE, BEAVERTON, OR 97006 (503) 645-3807 - 2,575,432 (\$4,989,899) COMMON STOCK. (FILE 33-63618 - JUN. 01) (BR. 3)
- S-3 MID AMERICAN WASTE SYSTEMS INC, 1006 WALNUT ST, CANAL WINCHESTER, OH 43110 (614) 833-9155 - 201,110 (\$2,111,655) COMMON STOCK. (FILE 33-63620 - JUN. 01) (BR. 8)
- N-2 GABELLI EQUITY TRUST INC, ONE CORP CENTER, RYE, NY 10580 (914) 921-5070 - 11,661,272 (\$129,731,651) COMMON STOCK. (FILE 33-63622 - JUN. 01) (BR. 17)
- S-8 BABBAGES INC, 10741 KING WILLIAM DR, DALLAS, TX 75220 (214) 401-9000 - 203,878 (\$6,027,245.31) COMMON STOCK. (FILE 33-63630 - JUN. 01) (BR. 2)
- S-3 CINTAS CORP, 6800 CINTAS BLVD PO BOX 625737, CINCINNATI, OH 45262 (513) 459-1200 - 600,000 (\$15,525,000) COMMON STOCK. (FILE 33-63632 - JUN. 01) (BR. 7)
- S-8 CORDIS CORP, 14201 NW 60 AVE, MIAMI LAKES, FL 33014 (305) 824-2000 - 500,000 (\$13,000,000) COMMON STOCK. (FILE 33-63634 - JUN. 01) (BR. 8)
- S-8 SUPERMAC TECHNOLOGY INC, 215 MOFFETT PARK DR, SUNNYVALE, CA 94089 (408) 541-6100 - 700,000 (\$12,600,000) COMMON STOCK. (FILE 33-63636 - JUN. 01) (BR. 9)
- S-8 ACTIVISION INC /NY, 11440 SAN VICENTE BLVD, STE 300, LOS ANGELES, CA 90049 (310) 207-4500 - 1,000,000 (\$500,000) COMMON STOCK. (FILE 33-63638 - JUN. 01) (BR. 9)
- S-8 SYNTELLECT INC, 15810 NORTH 28TH AVE, PHOENIX, AZ 85023 (602) 789-2800 - 200,000 (\$1,100,000) COMMON STOCK. (FILE 33-63642 - JUN. 01) (BR. 7)
- S-8 1ST NATIONAL FILM CORP, 500 N CAPITAL OF TEXAS HWY, BLDG 6 STE 200, AUSTIN, TX 78746 (512) 327-3456 - 501,533 (\$2,507,665) COMMON STOCK. (FILE 33-63644 - JUN. 01) (BR. 11)
- S-8 UNILEVER N V, BURGEMEESTERS JACOBPLEIN 1, 3015 CA, ROTTERDAM THE NETHERLANDS, P7 - 800,000 (\$85,850,000) FOREIGN COMMON STOCK. (FILE 33-63646 - JUN. 02) (BR. 4)
- S-8 FUTURE NOW INC, 8044 MONTGOMERY RD, CINCINNATI, OH 45236 (513) 792-4500 - 150,000 (\$1,462,500) COMMON STOCK. (FILE 33-63648 - JUN. 01) (BR. 10)
- SB-2 VOICE POWERED TECHNOLOGY INTERNATIONAL INC, 19725 SHERMAN WAY STE 295, CANOGA PARK, CA 91306 (818) 407-5600 - 76,746 (\$479,662) COMMON STOCK. (FILE 33-63650 - JUN. 01) (BR. 11)
- S-3 HOMESTAKE MINING CO /DE/, 650 CALIFORNIA ST-9TH FL, 9TH FL, SAN FRANCISCO, CA 94108 (415) 981-8150 - 394,710 (\$7,055,441.25) COMMON STOCK. (FILE 33-63654 - JUN. 02) (BR. 2)
- S-3 AMERICAN HERITAGE LIFE INVESTMENT CORP, 76 S LAURA ST, AMERICAN HERITAGE LIFE BLDG, JACKSONVILLE, FL 32202 (904) 354-1776 - 100,000 (\$2,475,000) COMMON STOCK. (FILE 33-63656 - JUN. 01) (BR. 10)
- S-8 CYTOPROBE CORP, 10085 CARROL CANYON RD STE 2A, STE 110, ABILENE, TX 92131 (619) 689-9400 - 1,000,000 (\$1,125,000) COMMON STOCK. (FILE 33-63658 - JUN. 01) (BR. 3)
- S-8 BABBAGES INC, 10741 KING WILLIAM DR, DALLAS, TX 75220 (214) 401-9000 - 100,000 (\$2,230,340) COMMON STOCK. (FILE 33-63660 - JUN. 01) (BR. 2)

REGISTRATIONS CONTINUED

- S-1 J2 COMMUNICATIONS /CA/, 10850 WILSHIRE BLVD STE 1000, LOS ANGELES, CA 90024
(213) 474-5252 - 2,059,622 (\$5,809,794) COMMON STOCK. (FILE 33-63662 - JUN. 01)
(BR. 11)
- S-8 PERCEPTRON INC/MI, 23855 RESEARCH DRIVE, FARMINGTON HILLS, MI 48335 (313) 478-7710
- 142,857 (\$749,999) COMMON STOCK. (FILE 33-63664 - JUN. 01) (BR. 3)
- S-8 PERCEPTRON INC/MI, 23855 RESEARCH DRIVE, FARMINGTON HILLS, MI 48335 (313) 478-7710
- 437,891 (\$2,298,927) COMMON STOCK. (FILE 33-63666 - JUN. 01) (BR. 3)
- S-3 NATIONAL PATENT DEVELOPMENT CORP, 9 WEST 57TH ST, NEW YORK, NY 10019 (212) 826-8500
- 47,619 (\$160,714) COMMON STOCK. (FILE 33-63670 - JUN. 02) (BR. 5)
- S-8 MARSAM PHARMACEUTICALS INC, BLDG 31 OLNEY AVE, CHERRY HILL, NJ 08003 (609) 424-5600
- 750,000 (\$9,656,250) COMMON STOCK. (FILE 33-63672 - JUN. 02) (BR. 4)
- S-8 AMERICAN FREIGHTWAYS CORP, 2200 FORWARD DR, HARRISON, AR 72601 (501) 741-9000 -
2,000,000 (\$31,000,000) COMMON STOCK. (FILE 33-63674 - JUN. 02) (BR. 4)
- S-3 INSTA COOL INC OF NORTH AMERICA, 11300 SANDERS DR STE 14, RANCHO CORDOVA, CA 95742
(916) 638-8357 - 2,342,084 (\$4,318,217) COMMON STOCK. (FILE 33-63676 - JUN. 02)
(BR. 8)
- F-6 DRIEFONTEIN CONSOLIDATED LTD/ADR/, 48 WALL STREET, C/O BANK OF NEW YORK, NEW YORK,
NY 10286 (000) 000-0000 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK.
(FILE 33-63678 - JUN. 02) (BR. 0)
- F-6 DOORNFONTEIN GOLD MINING CO LTD/ADR, 2 RECTOR ST,
ATTN CORPORATE TRUST DIVISION ADR GROUP, NEW YORK, NY 10006 (212) 978-5009 -
50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-63680 -
JUN. 02)
- S-8 GAYLORD ENTERTAINMENT CO, 2802 OPRYLAND DRIVE, NASHVILLE, TN 37214 (615) 871-6776 -
1,500,000 (\$56,437,500) COMMON STOCK. (FILE 33-63682 - JUN. 01) (BR. 7)
- S-1 MBNA AMERICA BANK NATIONAL ASSOCIATION, 400 CHRISTIANA RD, NEWARK, DE 19713
(302) 453-9930 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-63684 -
JUN. 01) (BR. 11)
- S-3 AQUARION CO, 835 MAIN ST, BRIDGEPORT, CT 06601 (203) 335-2333 - 460,000
(\$12,132,500) COMMON STOCK. UNDERWRITER: SMITH BARNEY HARRIS UPHAM & CO. (FILE
33-63686 - JUN. 01) (BR. 8)
- S-4 MAGNA BANCORP INC, 100 WEST FRONT ST, HATTIESBURG, MS 39402 (601) 545-4700 -
225,000 (\$6,525,000) COMMON STOCK. (FILE 33-63688 - JUN. 01) (BR. 2)
- S-1 INTERNATIONAL CABLETEL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8440 -
11,376,771 (\$132,960,322) COMMON STOCK. 673,771 WARRANTS, OPTIONS OR RIGHTS. (FILE
33-63692 - JUN. 01) (BR. 7)
- S-3 BUFFETS INC, 10260 VIKING DR STE 100, EDEN PRAIRIE, MN 55344 (612) 942-9760 -
1,437,500 (\$27,671,875) COMMON STOCK. UNDERWRITER: PIPER JAFFRAY INC. (FILE 33-63694
- JUN. 02) (BR. 11)
- S-8 STUDENT LOAN CORP, 99 GARNSEY ROAD, PITTSFORD, NY 14534 (716) 248-7187 - 500,000
(\$7,937,500) COMMON STOCK. (FILE 33-63698 - MAY. 28) (BR. 12)
- S-8 IGI INC, WHEAT RD & LINCOLN AVE, BUENA, NJ 08310 (609) 697-1441 - 700,000
(\$7,831,600) COMMON STOCK. (FILE 33-63700 - JUN. 02) (BR. 4)
- S-8 WMX TECHNOLOGIES INC, 3003 BUTTERFIELD RD, OAK BROOK, IL 60521 (708) 572-2478 -
4,350,000 (\$144,909,375) COMMON STOCK. (FILE 33-63702 - JUN. 02) (BR. 8)

REGISTRATIONS CONTINUED

- S-8 CHEMICAL WASTE MANAGEMENT INC, 3003 BUTTERFIELD RD, OAK BROOK, IL 60521
(708) 218-1500 - 3,850,000 (\$48,846,875) COMMON STOCK. (FILE 33-63704 - JUN. 02)
(BR. 8)
- S-8 HADSON ENERGY RESOURCES CORP, 101 PARK AVE STE 1400, OKLAHOMA CITY, OK 73102
(405) 235-9531 - 30,000 (\$354,375) COMMON STOCK. (FILE 33-63706 - JUN. 02) (BR. 4)
- S-8 HADSON ENERGY RESOURCES CORP, 101 PARK AVE STE 1400, OKLAHOMA CITY, OK 73102
(405) 235-9531 - 70,000 (\$826,875) COMMON STOCK. (FILE 33-63708 - JUN. 02) (BR. 4)
- S-8 GREAT WESTERN FINANCIAL CORP, 9200 OAKDALE AVENUE, CHATSWORTH, CA 91311
(818) -77-5-34 - 6,000,000 (\$98,625,000) COMMON STOCK. (FILE 33-63716 - JUN. 02)
(BR. 2)
- S-3 PENNZOIL CO /DE/, PENNZOIL PL, P O BOX 2967, HOUSTON, TX 77252 (713) 546-4000 -
402,500,000 (\$402,500,000) STRAIGHT BONDS. (FILE 33-63718 - JUN. 02) (BR. 11)
- S-8 HARRIS PAUL STORES INC, 6003 GUION RD, INDIANAPOLIS, IN 46254 (317) 293-3900 -
600,000 (\$3,204,000) COMMON STOCK. (FILE 33-63720 - JUN. 02) (BR. 2)
- S-8 HARRIS PAUL STORES INC, 6003 GUION RD, INDIANAPOLIS, IN 46254 (317) 293-3900 -
1,107,610 (\$5,914,637.40) COMMON STOCK. (FILE 33-63722 - JUN. 02) (BR. 2)
- N-2 MUNIVEST CALIFORNIA FUND INC, 800 SCUDDERS MILL RD, PLAINSBORO, NJ 08536
(609) 282-2800 - 66,667 (\$1,000,005) COMMON STOCK. UNDERWRITER: MERRILL LYNCH & CO.
(FILE 33-63726 - JUN. 02) (BR. 22 - NEW ISSUE)
- S-8 YORK RESEARCH CORP, 280 PARK AVE STE 2700 WEST, NEW YORK, NY 10017 (212) 557-6200 -
3,500,000 (\$25,156,250) COMMON STOCK. (FILE 33-63730 - JUN. 02) (BR. 7)
- S-8 CROWN CORK & SEAL CO INC, 9300 ASHTON RD, PHILADELPHIA, PA 19136 (215) 698-5100 -
200,000 (\$7,437,500) COMMON STOCK. (FILE 33-63732 - JUN. 02) (BR. 9)
- S-8 ST PAUL BANCORP INC, 6700 W NORTH AVE, CHICAGO, IL 60635 (312) 622-5000 - 500,000
(\$11,065,000) COMMON STOCK. (FILE 33-63746 - JUN. 02) (BR. 1)
- S-8 STATION CASINOS INC, 2411 WEST SAHARA AVE, LAS VEGAS, NV 89126 (702) 367-2411 -
3,000,000 (\$55,125,000) COMMON STOCK. (FILE 33-63752 - JUN. 02) (BR. 12)
- F-10 ROGERS COMMUNICATIONS INC, 2600 COMMERCIAL UNION TOWER, TORONTO DOMINION CENTRE,
TORONTO ONTARIO M5K 1J5 CANADA, A6 (416) 864-2373 - 68,350 (\$957,583)
FOREIGN COMMON STOCK. (FILE 33-63756 - JUN. 03) (BR. 8)
- S-3 CONTINENTAL MEDICAL SYSTEMS INC /DE/, 600 WILSON LN, P O BOX 715, MECHANICSBURG, PA
17055 (717) 790-8300 - 45,347 (\$580,895.07) COMMON STOCK. (FILE 33-63764 - JUN. 03)
(BR. 6)
- S-3 CASCADE NATURAL GAS CORP, 222 FAIRVIEW AVE N, SEATTLE, WA 98109 (206) 624-3900 -
575,000 (\$14,950,000) COMMON STOCK. UNDERWRITER: JONES EDWARD D, RAGEN MACKENZIE INC.
(FILE 33-63772 - JUN. 03) (BR. 7)
- S-1 FUNCO INC, 10120 WEST 76TH ST, EDEN PRAIRIE, MN 55344 (612) 946-8883 - 1,552,500
(\$15,719,062.50) COMMON STOCK. UNDERWRITER: MILLER JOHNSON & KUEHN INC,
WILLIAM BLAIR & CO. (FILE 33-63782 - JUN. 03) (BR. 1)
- SB-2 COMTECH TELECOMMUNICATIONS CORP /DE/, 105 BAYLIS RD, MELVILLE, NY 11747
(515) 777-8900 - 1,150,000 (\$6,900,000) COMMON STOCK. 100,000 (\$100)
WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$840,000) COMMON STOCK. UNDERWRITER:
BARINGTON CAPITAL GROUP LP. (FILE 33-63784 - JUN. 03) (BR. 8)
- F-6 VAAL REEFS EXPLORATION & MINING CO LTD/ADR/, 111 WALL ST, C/O CITIBANK N A,
NEW YORK, NY 10043 (212) 978-5009 - 50,000,000 (\$2,500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-63786 - JUN. 02) (BR. 0)

REGISTRATIONS CONTINUED

- F-6 FREE STATE CONSOLIDATED GOLD MINES LTD /ADR/, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY 10043 (212) 978-5009 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-63788 - JUN. 02) (BR. 0)
- F-6 KLOOF GOLD MINING CO LTD /ADR/, 60 WALL ST, C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10260 (212) 648-3200 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-63790 - JUN. 02)
- F-6 DE BEERS CONSOLIDATED MINES LTD/ADR/, 2 RECTOR ST, NEW YORK, NY 10006 (212) 978-5009 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-63792 - JUN. 02) (BR. 0)
- S-3 RITE AID CORP, 30 HUNTER LANE, CAMP HILL OWN, PA 17011 (717) 761-2633 (FILE 33-63794 - JUN. 03) (BR. 4)
- S-8 WIND RIVER SYSTEMS INC, 1010 ATLANTIC AVE, ALAMEDA, CA 94501 (510) 748-4100 - 1,740,620 (\$10,238,018.65) COMMON STOCK. (FILE 33-63798 - JUN. 03) (BR. 9)
- S-8 HYCOR BIOMEDICAL INC /DE/, 18800 VON KARMAN AVE, IRVINE, CA 92715 (714) 440-2000 - 1,000,000 (\$4,750,000) COMMON STOCK. (FILE 33-63800 - JUN. 03) (BR. 4)
- S-8 AGCO CORP /DE, 5295 TRIANGLE PKWY, NORCROSS, GA 30092 (404) 447-5564 - 800,000 (\$11,800,000) COMMON STOCK. (FILE 33-63802 - JUN. 03) (BR. 3)
- S-8 MIRAGE RESORTS INC, 3400 LAS VAGAS BLVD SOUTH, LAS VEGAS, NV 89109 (702) 791-7111 - 2,500,000 (\$102,656,250) COMMON STOCK. (FILE 33-63804 - JUN. 02) (BR. 12)
- S-8 RAYMOND CORP, SOUTH CANAL ST, GREENE, NY 13778 (607) 656-2311 - 60,000 (\$1,035,000) COMMON STOCK. (FILE 33-63806 - JUN. 03) (BR. 9)
- S-8 KLH ENGINEERING GROUP INC, 7400 E CALEY AVE STE 210, ENGLEWOOD, CO 80111 (303) 771-2411 - 330,000 (\$247,500) COMMON STOCK. (FILE 33-63808 - JUN. 03) (BR. 10)
- S-3 RESURGENS COMMUNICATIONS GROUP INC, 2210 RESURGENS PLZ SOUTH, 945 E PACES FERRY RD NE, ATLANTA, GA 30326 (404) 261-6190 - 2,786,296 (\$102,744,665) COMMON STOCK. (FILE 33-63810 - JUN. 03) (BR. 7)
- S-8 KETEMA INC, 501 SOUTH CHERRY ST, SUITE 600, DENVER,, CO 80222 (303) 331-0940 - 185,000 (\$2,035,000) COMMON STOCK. (FILE 33-63812 - JUN. 03) (BR. 6)
- S-8 IEC ELECTRONICS CORP, 105 NORTON ST, NEWARK, NY 14513 (315) 331-7742 - 481,250 (\$6,857,812.50) COMMON STOCK. (FILE 33-63816 - JUN. 03) (BR. 3)
- S-8 COHU INC, 5755 KEARNY VILLA RD, SAN DIEGO, CA 92123 (619) 277-6700 - 95,000 (\$2,956,875) COMMON STOCK. (FILE 33-63818 - JUN. 03) (BR. 11)
- S-8 JABIL CIRCUIT INC, 10800 ROOSEVELT BLVD, ST PETERSBURG, FL 33716 (813) 577-9749 - 2,380,800 (\$6,639,859) COMMON STOCK. (FILE 33-63820 - JUN. 03) (BR. 3)
- S-8 CHICOS FAS INC, 15550 MCGREGOR BLVD, FT MYERS, FL 33908 (813) 433-5505 - 274,400 (\$5,762,400) COMMON STOCK. (FILE 33-63822 - JUN. 03) (BR. 1)
- S-3 TOP SOURCE INC, 2000 PGA BLVD STE 3200, PALM BEACH GARDENS, FL 33408 (407) 775-5756 - 554,250 (\$1,091,872.50) COMMON STOCK. (FILE 33-63830 - JUN. 03) (BR. 12)
- S-8 ARC INTERNATIONAL CORP, 4000 CHESSWOOD DR, DOWNSVIEW, ONTARIO CANADA M3J 2B9, A6 (416) 630-0200 - 500,000 (\$656,250) COMMON STOCK. (FILE 33-63848 - JUN. 03) (BR. 11)
- S-4 PITTSTON CO, PO BOX 120070, 100 FIRST STAMFORD PL, STAMFORD, CT 06912 (203) 978-5200 - 49,200,000 COMMON STOCK. (FILE 33-63852 - JUN. 03) (BR. 3)

ISTRATIONS CONTINUED

- S-3 ECHO BAY MINES LTD, 370 17TH ST SUITE 4050, DENVER, CO 80202 (303) 592-8000 - 6,900,000 (\$78,056,250) COMMON STOCK. UNDERWRITER: FIRST BOSTON CORP, GOLDMAN SACHS & CO. (FILE 33-63854 - JUN. 03) (BR. 1)
- S-3 ADT LIMITED, CEDAR HOUSE 41 CEDAR AVE, HAMILTON HM 12 BERMUDA, DO (809) 295-2244 - 350,000,000 (\$350,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. UNDERWRITER: FIRST BOSTON CORP, MERRILL LYNCH & CO. (FILE 33-63858 - JUN. 03) (BR. 5)
- S-3 LEUCADIA NATIONAL CORP, 315 PARK AVE S, NEW YORK, NY 10010 (212) 460-1900 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-63866 - JUN. 04) (BR. 9)

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 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
ALC COMMUNICATION CORP	CL A PFD STK		63	00157520	
DELTA DIVIDEND GRP ET AL	13D	6/ 1/93	17.6	9.9	UPDATE
ALLIED WASTE INDS INC	COM NEW PAR\$.01		1,113	01958930	
DOMINION CAPITAL INC ET AL	13D	1/15/93	20.2	9.2	NEW
ALLIED WASTE INDS INC	COM NEW PAR\$.01		1,113	01958930	
DOMINION CAPITAL INC ET AL	13D	1/15/93	20.2	9.2	RVISION
ALLIED WASTE INDS INC	COM NEW PAR\$.01		1,113	01958930	
DOMINION CAPITAL INC ET AL	13D	1/15/93	20.2	9.2	RVISION
ALLIED WASTE INDS INC	COM NEW PAR\$.01		1,113	01958930	
DOMINION CAPITAL INC ET AL	13D	1/15/93	20.2	9.2	RVISION
AMERICAN EXPL CO	COM		3,323	02576210	
DYSON-KISSNER-MORAN CORP ET AL	13D	5/20/93	4.8	5.7	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BABYSTAR INC GROSSMAN YITZ	COM 13D	6/ 1/93	346 19.7	05633110 0.0	NEW
BABYSTAR INC GROSSMAN YITZ	COM 13D	6/ 1/93	346 19.7	05633110 0.0	RVSION
BOLT BERANEK & NEWMAN INC HARROSH JOSEPH LOUIS	COM 13D	6/ 7/93	1,202 7.6	09768910 6.6	UPDATE
BOLT BERANEK & NEWMAN INC HARROSH JOSEPH LOUIS	COM 13D	6/ 7/93	1,202 7.6	09768910 6.6	RVSION
CEL COMMUNICATIONS INC MERRIMAN D JONATHAN ET AL	COM NEW 13D	5/26/93	784 10.8	12515620 8.6	UPDATE
CEL COMMUNICATIONS INC MERRIMAN D JONATHAN ET AL	COM NEW 13D	5/26/93	784 10.8	12515620 8.6	RVSION
CII FINL INC I.G. INVESTMENT MGMT ET AL	COM 13D	4/ 6/93	370 5.2	12599910 0.0	NEW
CALTON INC APOLLO HOMES PARTNERS LP	COM 13D	5/28/93	4,939 10.6	13138020 0.0	RVSION
CONTINUUM INC CARROLL RONALD C	COM 13D	4/29/93	358 3.3	21218010 0.0	NEW
CONTINUUM INC CARROLL RONALD C	COM 13D	4/29/93	358 3.3	21218010 0.0	RVSION
CONTINUUM INC CONTINUUM HOLDINGS CO	COM 13D	4/29/93	0 0.0	21218010 17.8	UPDATE
CONTINUUM INC CONTINUUM HOLDINGS CO	COM 13D	4/29/93	0 0.0	21218010 17.8	RVSION
CONTINUUM INC FORTIS INC ET AL	COM 13D	4/29/93	473 4.4	21218010 0.0	NEW
CONTINUUM INC FORTIS INC ET AL	COM 13D	4/29/93	473 4.4	21218010 0.0	RVSION
CONTINUUM INC WELSH CARSON ANDERSON STOWE	COM 13D	4/29/93	788 7.3	21218010 0.0	NEW
CONTINUUM INC WELSH CARSON ANDERSON STOWE	COM 13D	4/29/93	788 7.3	21218010 0.0	RVSION
CRYSTAL OIL BAIRD BRENT D ET AL	.06 SEN CONV VTG PFD 13D	5/25/93	5,454 30.1	22938530 28.8	UPDATE

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ADAGE INC	PA					X				05/26/93	
AMAX GOLD INC	DE					X				06/04/93	
AMERICAN HOUSING TRUST XI						X				05/25/93	
BANK OF NEW YORK CO INC /NY/	NY					X				06/03/93	
BANKERS TRUST NEW YORK CORP	NY					X	X			05/25/93	
BELDING HEMINWAY CO INC /DE/	DE		X				X			04/13/93AMEND	
BELMAC CORP /FL/	FL					X	X			06/01/93	
BRISTOL MYERS SQUIBB CO	DE					X				05/28/93	
BRYAN STEAM CORP	NM					X				05/24/93	
BUCKEYE COMMUNICATIONS INC	DE					X	X			05/24/93	
CAPITAL AUTO RECEIVABLES INC	DE						X			06/09/93	
CARDIS CORP /DE/	DE		X			X	X			05/06/93	
CELLULAR INC	CO						X			04/06/93AMEND	
CENTRAL ILLINOIS LIGHT CO	IL					X				06/04/93	
CENTRAL MAINE POWER CO	ME						X			05/20/93	
CENTURY TECHNOLOGIES INC	CO		X							01/11/93AMEND	
CHART INDUSTRIES INC	DE					X	X			05/24/93	
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE					X	X			05/14/93	
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE					X	X			05/14/93	
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE					X	X			05/14/93	
CHASE MANHATTAN CREDIT CARD TRUST 1990-A	DE					X	X			05/14/93	
CHASE MANHATTAN CREDIT CARD TRUST 1991-A	DE					X	X			05/14/93	
CHEMICAL MORTGAGE SECURITIES INC	NY					X	X			05/25/93	
CHESAPEAKE FINANCIAL SHARES INC	VA					X				05/27/93	
CITICORP MORT SEC INC REMIC PASS THRU CE	DE		X							03/30/93	
COOPER DEVELOPMENT CO	DE									NO ITEMS	04/26/93
CRAY COMPUTER CORP	DE					X	X			06/01/93	
DIVERSIFIED INDUSTRIES INC	DE				X		X			05/21/93	
EASTERN AIR LINES INC	DE				X					04/30/93	
ELECTRONIC CLEARING HOUSE INC	NV						X			05/24/93	
EXCEL REALTY TRUST INC	CA		X							10/23/92AMEND	
EXCEL REALTY TRUST INC	CA		X							12/31/92AMEND	
FIRST CITIZENS FINANCIAL CORP	DE					X				06/03/93	
FIRST CONTINENTAL REAL ESTATE INVESTMENT	TX					X	X			06/02/93	
FIRST NATIONAL BANCORP /GA/	GA					X				05/31/93	
FIRST NATIONAL CORP /ND/	ND					X	X			05/28/93	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			
GARB OIL & POWER CORP	UT					X					06/01/93	
GENERAL CELLULAR CORP	DE	X						X			05/21/93	
GRAND CASINOS INC	MN				X	X					06/04/93	
HFC HOME EQUITY LOAN TRUST SERIES 1991-2	DE					X					05/28/93	
HFC HOME EQUITY LOAN TRUST SERIES 1991-3	DE					X					05/28/93	
HFC HOME EQUITY LOAN TRUST SERIES 1992-1	DE					X					05/25/93	
HFC HOME EQUITY LOAN TRUST SERIES 1992-2	DE					X					05/25/93	
HOME EQUITY LOAN REMIC TRUST 1992-1	DE					X					05/25/93	
HOUSEHOLD CREDIT CARD TRUST 1991-1	NV					X					05/28/93	
HOUSEHOLD CREDIT CARD TRUST 1991-2	DE					X					05/25/93	
HOUSEHOLD CREDIT CARD TRUST 1992-1	DE					X					05/25/93	
HOUSING SECURITIES INC /NY/	NY	X									05/28/93	
JUDICATE INC	DE					X					05/04/93	
LIONEL CORP	NY					X	X				06/01/93	
MASSACHUSETTS ELECTRIC CO	MA	X									06/09/93	
MERIT DIVERSIFIED INTERNATIONAL INC	UT			X	X	X					05/27/93	
MAS VENTURES LTD	CO			X	X	X					06/04/93	
MORGAN MEDICAL HOLDINGS INC	CO					X					09/18/92AMEND	
MORTGAGE BANKERS FINANCIAL CORP I	DE				X	X					06/01/93	
NEW ENGLAND ELECTRIC SYSTEM	MA	X									06/09/93	
NEWMAN FINANCIAL CORP	DE				X						06/02/93	
OLD POINT FINANCIAL CORP	VA					X					05/01/93	
OLD POINT FINANCIAL CORP	VA					X					06/02/93	
PACIFICORP /OR/	OR				X						06/02/93	
PEOPLES TELEPHONE COMPANY INC	FL										03/30/93AMEND	
PROVIDENTIAL CORP	DE	X	X								05/21/93	
PUBLIC SERVICE ELECTRIC & GAS CO	NJ					X					06/09/93	
PUBLIC SERVICE ENTERPRISE GROUP INC	NJ					X					06/09/93	
QUANTUM HEALTH RESOURCES INC/DE	DE					X	X				06/04/93	
RAYTHEON CO	DE					X					06/01/93	
RENAISSANCE ENTERTAINMENT CORP	CO							X			04/06/93AMEND	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE					X	X				05/25/93	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			05/26/93	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			05/27/93	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			05/27/93	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			05/27/93	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE							X			06/03/93	
REVELL MONOGRAM INC	DE					X	X				06/02/93	
REVOLVING HOME EQUITY LOAN TRUST 1992-1	DE							X			05/26/93	
REVOLVING HOME EQUITY LOAN TRUST 1993-1	DE							X			05/28/93	
SANTA FE FINANCIAL CORP	NV					X	X				05/12/93	
SAXON MORTGAGE SECURITIES CORP SERIES 19						X	X				05/25/93	
SEAHAWK DEEP OCEAN TECHNOLOGY INC	CO					X					05/26/93	
SEARS MORTGAGE SEC CORP MORT PASS THR CE						X	X				05/27/93	
SOUTHSIDE BANCSHARES CORP	MO					X	X				05/27/93	
SOUTHWEST BANKS INC	FL					X					06/02/93	
SPELLING ENTERTAINMENT GROUP INC	FL					X	X				06/01/93	
STANLEY WORKS	CT					X	X				06/02/93	
TELEBIT CORP	CA				X			X			05/27/93	
TMS INC /OK/	OK					X	X				05/20/93	
UNITED RETAIL GROUP INC/DE	DE					X	X				06/03/93	
WASHINGTON ENERGY CO	WA					X					06/10/93	
WASHINGTON NATURAL GAS CO	WA					X					06/10/93	