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U.S. SECURITIES
EXCHANGE COMMISSION

Issue 93-169

September 1, 1993

NOTICE OF COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under 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 mornings. Meetings on Wednesdays, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration.

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, D.C. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

CLOSED MEETING - THURSDAY, SEPTEMBER 2, 1993 - 10:00 a.m.

The subject matter of the September 2 closed meeting will be: Institution of injunctive actions; Institution of administrative proceedings of an enforcement nature; Settlement of administrative proceeding of an enforcement nature; Litigation matter; 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: Bruce Rosenblum at (202) 272-2300.

ADMINISTRATIVE PROCEEDINGS

MARK CREAMER

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 (Exchange Act) against Mark Creamer (Creamer), of Pompano Beach, Florida. Simultaneously, the Commission accepted Creamer's Offer of Settlement (Offer). Creamer was president/controlling shareholder of Parker Jameson, Inc., a broker-dealer formerly registered with the Commission.

The Commission found that between November 1988 and October 1989, Creamer willfully violated or aided and abetted violations of the antifraud provisions of the Securities Act of 1933 (Securities Act) and the Exchange Act by, among other things, misrepresenting an issuer's financial condition and engaging in a manipulation scheme

to artificially support the price of the securities. The Commission also found that the court entered a final judgment of permanent injunction against Creamer based on those violations.

In his Offer, Creamer consented to entry of the Order without admitting or denying the findings except for admitting that a final judgment of permanent injunction was entered enjoining him from violating or aiding and abetting violations of the antifraud provisions.

The Commission's Order bars Creamer from association with any broker, dealer, municipal securities dealer, investment adviser or investment company (SEC v. Mark Creamer, Case No. 91-6679-CIV-GONZALEZ, S.D. Fla.). (Rel. 34-32799)

FRANK J. CUSTABLE

The Commission has affirmed sanctions imposed by the NASD on Frank J. Custable, Jr., of Glendale Heights, Illinois, a former registered representative with two NASD member firms. The NASD censured Custable, barred him in all capacities, and imposed a fine of \$100,000.

The Commission found, as had the NASD, that Custable effected unauthorized transactions in five separate customer accounts, and made fraudulent misrepresentations or omitted material facts to induce two customers to pay for securities. Both the NASD and the Commission found particularly compelling the similarities in each customer's testimony regarding Custable's behavior and the tactics he used to procure payment.

In affirming the sanctions, the Commission noted that Custable's misconduct represented "an egregious betrayal of his customers' trust. He placed their funds at risk, intentionally misrepresented and misled them for his own purposes, and bullied them, often successfully, into paying for the purchases they had not authorized." (Rel. 34-32801)

CIVIL PROCEEDINGS

CHRISTOPHER J. STOLEE ADJUDGED IN CIVIL CONTEMPT, ASSETS FROZEN AND RECEIVER APPOINTED

The Commission announced that on August 20 an order was entered by the U.S. District Court for the District of Minnesota adjudging Christopher J. Stolee, Stolee Communications, Inc., and Stolee Communications, Inc. d/b/a CJS International (the Defendants) in civil contempt of an order of permanent injunction previously entered by the Court in an action brought by the Commission. The contempt order was entered with the Defendants' consent. On August 20, the Court also entered, with the Defendants' consent, orders freezing the Defendants' assets and appointing a receiver.

The Commission's complaint in this matter, filed on February 19, 1993, alleged, among other things, that the Defendants fraudulently offered and sold securities to the public and then misused the proceeds from the sale of these securities. The order of permanent injunction, also entered on February 19, enjoined the Defendants from, among other things, violating the antifraud provisions of the federal securities laws. The contempt order was sought after the Commission staff learned that subsequent to

February 19 and in violation of the order of permanent injunction, the Defendants fraudulently sold hundreds of thousands of dollars in securities while misrepresenting the actual use of investors' funds. Furthermore, the Defendants failed to inform the investors of the Commission's complaint and the injunctive order that was entered against them. [Securities and Exchange Commission v. Christopher J. Stolee, Stolee Communications, Inc., and Stolee Communications, Inc. d/b/a CJS International, U.S.D.C. Minn., Civil Action No. 3-93-106] (LR-13770)

CRIMINAL PROCEEDINGS

ALEXANDER V. STEIN SENTENCED

The Securities and Exchange Commission and Jack C. Wong, United States Attorney for the District of Oregon, announced that on August 23 the Honorable James Redden, United States District Court Judge for the District of Oregon, sentenced Alexander Stein to 71 months in prison followed by three years probation. Stein was also ordered to pay over \$5 million in restitution.

Stein was convicted on multiple counts of securities, wire and mail fraud and money laundering in May 1993. The charges against Stein stemmed from an investment scheme run through his company, AVS Capital Fund Ltd., which he described as fully hedged arbitrage. Stein failed to disclose that he was actually trading in risky call options and diverting funds for his personal benefit. Stein subsequently lulled his investors, using forged documents to create the illusion that he had lucrative telecommunication contracts which would allow him to repay everyone.

The investigation in this matter was conducted jointly with the United States Attorney's Office and the Criminal Investigation Division of the Internal Revenue Service, with assistance from the Oregon Securities Division. [U.S. v. Alexander V. Stein, No. CR92-150RE, D.Or.] (LR-13768)

THOMAS J. REILLY SENTENCED

The Commission and the U.S. Attorney for the Western District of Pennsylvania announced that on July 2 the Honorable Gustave Diamond, Chief U.S. District Judge, sentenced Thomas J. Reilly to a six year period of incarceration for mail fraud, conspiracy to defraud the United States and aiding and assisting in the presentation of false and fraudulent income tax returns. In addition, Reilly was fined over \$2 million and placed on probation for five years.

Reilly had previously been found guilty of twenty-two counts of an eighty-seven count criminal information. The conviction arose from Reilly's activities involving Earned Capital Corporation, a purported sales company engaged in the selling of tax sheltered, income producing real estate. According to the information, Reilly's fraudulent scheme resulted in obtaining \$57 million from 2500 customers for investment by means of false and fraudulent pretenses, representations and promises.

Reilly is a defendant in SEC v. Thomas J. Reilly, et. al., Civil Action No. 89-1310, presently pending in the Western District of Pennsylvania. See also LR-12129, LR-12233, LR-12418, LR-12694 and LR-12828. [SEC v. Thomas J. Reilly, et al., Civil Action No. 89-1310, E.D. Pa.; U.S. v. Thomas J. Reilly, Crim. No. 90-42 E.D. Pa.] (LR-13769)

INVESTMENT COMPANY ACT RELEASES

NAUTILUS FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Nautilus Fund, Inc. has ceased to be an investment company. (Rel. IC-19662)

SALOMON BROTHERS INVESTMENT FUNDS, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Salomon Brothers Investment Funds, Inc. has ceased to be an investment company. (Rel. IC-19663)

THE UNION CENTRAL LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until September 27 to request a hearing on an application filed by The Union Central Life Insurance Company and the Carillon Account for an order under Section 26(b) of the Investment Company Act approving the substitution of the Money Market Portfolio of the Scudder Variable Life Investment Fund for shares of the Money Market Portfolio of the Carillon Fund, Inc. (Rel. IC-19664)

GOVERNMENT SECURITIES EQUITY TRUST, ET AL.

A conditional order has been issued on an application filed by Government Securities Equity Trust, et al. under Section 6(c) of the Investment Company Act granting an exemption from Sections 12(d)(1), 14(a), 19(b), and 22(d) of the Act and rule 19b-1 thereunder. Exemptions were also granted under Sections 11(a) and (c) to permit certain offers of exchange and under Section 17(d) and Rule 17d-1 to permit certain affiliated transactions. (Rel. IC-19665)

PAINWEBBER LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act (the Act) exempting PaineWebber Life Insurance Company, PaineWebber Life Variable Annuity Account (the Account) and PaineWebber Incorporated from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction from the assets of the Account of mortality and expense risk charges and a distribution expense charge imposed under certain individual flexible payment variable annuity contracts. (Rel. IC-19666)

PAINWEBBER LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act (the Act) exempting PaineWebber Life Insurance Company, PaineWebber Life Variable Annuity Account (the Account) and PaineWebber Incorporated from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act to the extent necessary to permit the deduction from the assets of the Account of mortality and expense risk charges and a distribution expense charge imposed under certain individual flexible payment variable annuity contracts. (Rel. IC-19667)

HOLDING COMPANY ACT RELEASES

CENTRAL POWER AND LIGHT COMPANY

An order has been issued authorizing Central Power and Light Company (CPL), an electric public-utility subsidiary company of Central and South West Corporation, a registered holding company, to issue and sell, through December 31, 1995, up to \$360 million of first mortgage bonds (Bonds). The proceeds of the Bonds will be used principally to redeem all or a portion of one or more series of CPL's outstanding first mortgage bonds and to repurchase all or a portion of CPL's outstanding first mortgage bonds and to repurchase all or a portion of CPL's outstanding 8.72% preferred stock. (Rel. 35-25873)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGE

The Midwest Clearing Corporation has filed a proposed rule change (SR-MCC-93-3) under Rule 19b-4 relating to the processing of basket trades. Publication of the proposal is expected in the Federal Register during the week of August 30. (Rel. 34-32818)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the Pacific Stock Exchange (SR-PSE-93-15) to amend its Equity Transaction Charges has become effective upon filing. (Rel. 34-32821)

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-3 MEYER FRED INC, 3800 SE 22ND AVE, PORTLAND, OR 97202 (503) 232-8844 - 3,450,000 (\$115,790,625) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, LEHMAN BROTHERS. (FILE 33-67670 - AUG. 20) (BR. 2)
- S-8 OILGEAR CO, 2300 S 51ST ST, P O BOX 343924, MILWAUKEE, WI 53234 (414) 327-1700 - 200,000 (\$2,200,000) COMMON STOCK. (FILE 33-67672 - AUG. 20) (BR. 9)
- S-3 RYLAND MORTGAGE SECURITIES CORP /VA/, 11000 BROKEN LAND PKWY, PO BOX 1141, COLUMBIA, MD 21044 (410) 715-7800 - 1,000,000,000 (\$1,000,000,000) MORTGAGE BONDS. (FILE 33-67680 - AUG. 20) (BR. 11)
- S-8 IDEX CORP /DE/, 630 DUNDEE RD STE 400, NORTHBROOK, IL 60062 (708) 498-7070 - 510,000 (\$9,772,412) COMMON STOCK. (FILE 33-67688 - AUG. 20) (BR. 10)

REGISTRATIONS CONTINUED

- S-3 TEXAS EASTERN TRANSMISSION CORP, 5400 WESTHEIMER CT, P O BOX 1642, HOUSTON, TX 77251 (713) 627-5400 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-67690 - AUG. 20) (BR. 8)
- S-6 FIRST TRUST COMBINED SERIES 199, 1001 WARRENVILLE RD, LISLE, IL 60532 - INDEFINITE SHARES. (FILE 33-67708 - AUG. 19) (BR. 18 - NEW ISSUE)
- S-1 SHRP INC, 5847 SAN FELIPE, STE 2600, HOUSTON, TX 77057 (713) 952-7300 - 300,000 (\$3,529,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-67736 - AUG. 23) (BR. 12 - NEW ISSUE)
- S-B REPUBLIC OF PORTUGAL, 2125 KALORAMA RD NW, EMBASSY OF REPUBLIC OF PORTUGAL, WASHINGTON, DC 20008 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE 33-67762 - AUG. 23) (BR. 9 - NEW ISSUE)
- S-1 FRESH DEL MONTE PRODUCE NV, 62 DE RUYTERKADE, CURACAO NETHERLANDS ANTILLES, P7 (599) 961-5555 - 300,000,000 (\$300,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-67770 - AUG. 23) (BR. 7 - NEW ISSUE)
- S-1 ATCHISON CASTING CORP, 400 SOUTH FOURTH ST, ATCHISON, KS 66002 (913) 367-2121 - 2,472,500 (\$34,615,000) COMMON STOCK. UNDERWRITER: BAUM GEORGE K & CO, PRUDENTIAL SECURITIES INC. (FILE 33-67774 - AUG. 23) (BR. 6 - NEW ISSUE)
- S-1 SUMMIT CASINOS INTERNATIONAL INC, 1040 VICTORIAN AVE, SPARKS, NV 89431 (702) 355-6600 - 4,887,500 (\$58,650,000) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES, RAYMOND JAMES & ASSOCIATES INC. (FILE 33-67794 - AUG. 23) (BR. 11)
- S-1 PREPONDERANT CORP, 601 WEST FIRST AVE, STE 503, SPOKANE, WA 99204 (509) 624-1475 - 10,000 (\$50,000) COMMON STOCK. (FILE 33-67812 - AUG. 23) (BR. 14 - NEW ISSUE)
- SB-2 ALPINE GAMING INC, 200 EAST BENNETT AVE, PO BOX 674, CRIPPLE CREEK, CO 80813 (719) 689-3242 - 786,500 (\$2,059,500) COMMON STOCK. 51,000 WARRANTS, OPTIONS OR RIGHTS. 51,000 (\$168,300) COMMON STOCK. UNDERWRITER: ROCKY MOUNTAIN SECS & INVESTMENTS INC. (FILE 33-67370-D - AUG. 12) (BR. 11 - NEW ISSUE)
- SB-2 PENULTIMATE INC, 19000 MACARTHUR BLVD 620, IRVINE, CA 92715 (714) 476-6360 - 2,956,986 (\$20,437,275) COMMON STOCK. UNDERWRITER: PAULSON INVESTMENT CO INC. (FILE 33-67534-LA - AUG. 16) (BR. 10 - NEW ISSUE)
- F-6 BIOTA HOLDINGS LTD/ADR, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 10,000,000 (\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-67626 - AUG. 19) (NEW ISSUE)
- S-3 RIVAL CO, 800 E 101ST TERRACE, KANSAS CITY, MO 64131 (816) 943-4100 - 2,875,000 (\$46,000,000) COMMON STOCK. (FILE 33-67650 - AUG. 19) (BR. 10)
- S-4 TIME WARNER ENTERTAINMENT CO L P, 75 ROCKEFELLER PLAZA, NEW YORK, NY 10019 (212) 484-8000 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE 33-67668 - AUG. 20) (BR. 11)
- S-3 ROLLINS TRUCK LEASING CORP, ONE ROLLINS PLAZA, 2200 CONCORD PIKE, WILMINGTON, DE 19803 (302) 426-2700 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-67682 - AUG. 20) (BR. 4)
- S-2 TRANS FINANCIAL BANCORP INC, 500 E MAIN ST, BOWLING GREEN, KY 42101 (502) 781-5000 - 34,500,000 (\$34,500,000) STRAIGHT BONDS. (FILE 33-67686 -

AUG. 20) (BR. 1)

REGISTRATIONS CONTINUED

- S-1 WESTERN FINANCIAL AUTO LOANS INC, 10140 CAMPUS POINT DR, SAN DIEGO, CA 92120 (619) 546-2600 - 2,000,000 (\$2,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-67692 - AUG. 20) (BR. 11)
- S-6 FIRST TRUST COMBINED SERIES 197, 1001 WARRENVILLE RD, C/O NIKE SECURITIES L P, LISLE, IL 60532 (708) 241-4141 - INDEFINITE SHARES. (FILE 33-67700 - AUG. 19) (BR. 18 - NEW ISSUE)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 77, 1001 WARRENVILLE RD, LISLE, IL 60532 - INDEFINITE SHARES. (FILE 33-67702 - AUG. 19) (BR. 18 - NEW ISSUE)
- S-6 FIRST TRUST COMBINED SERIES 198, 1001 WARRENVILLE RD, C/O NIKE SECURITIES L P, LISLE, IL 60532 (708) 241-4141 - INDEFINITE SHARES. (FILE 33-67704 - AUG. 19) (BR. 18 - NEW ISSUE)
- S-6 FIRST TRUST COMBINED SERIES 200, 1001 WARRENVILLE RD, C/O NIKE SECURITIES L P, LISLE, IL 60532 (708) 241-4141 - INDEFINITE SHARES. (FILE 33-67706 - AUG. 19) (BR. 18 - NEW ISSUE)
- S-3 LUNN INDUSTRIES INC /DE/, 1617 STRAIGHT PATH, WYANDANCH, NY 11798 (516) 643-8900 - 2,856,819 (\$14,284,095) COMMON STOCK. (FILE 33-67710 - AUG. 20) (BR. 5)
- S-8 MICKELBERRY CORP, 405 PARK AVE, NEW YORK, NY 10022 (212) 832-0303 - 100,000 (\$237,500) COMMON STOCK. (FILE 33-67712 - AUG. 20) (BR. 12)
- S-8 INTERNATIONAL STANDARDS GROUP LIMITED, 3200 N MILITARY TRAIL STE 210, BOCA RATON, FL 33431 (407) 997-5880 - 27,000 (\$60,750) COMMON STOCK. (FILE 33-67716 - AUG. 20) (BR. 9)
- S-8 ASPEN MARINE GROUP INC, 5836 OLD MILES FERRY PIKE, GREENBACK, TN 37742 (615) 856-3806 - 191,000 (\$536,710) COMMON STOCK. (FILE 33-67718 - AUG. 20) (BR. 5)
- S-8 LESLIES POOLMART, 20222 PLUMMER ST, CHATSWORTH, CA 91311 (818) 993-4212 - 175,000 (\$1,750,000) COMMON STOCK. (FILE 33-67720 - AUG. 20) (BR. 1)
- S-8 LESLIES POOLMART, 20222 PLUMMER ST, CHATSWORTH, CA 91311 (818) 993-4212 - 150,000 (\$1,500,000) COMMON STOCK. (FILE 33-67722 - AUG. 20) (BR. 1)
- S-8 BROADBAND TECHNOLOGIES INC /DE/, 4024 STIRRUP CREEK DR STE 150, P O BOX13737, DURHAM, NC 27709 (919) 544-0015 - 150,000 (\$3,759,300) COMMON STOCK. (FILE 33-67724 - AUG. 20) (BR. 7)
- SB-2 FLORIDA WEST AIRLINES INC, 4343 WEST FLAGLER STREET SUITE 500, MIAMI, FL 33134 (305) 441-5979 - 4,057,000 (\$47,112,313) COMMON STOCK. (FILE 33-67726 - AUG. 20) (BR. 7)
- S-8 SUPERCUTS INC /DE, 550 CALIFORNIA STREET, SAN FRANCISCO, CA 94104 (415) 472-1170 - 50,000 (\$756,250) COMMON STOCK. (FILE 33-67728 - AUG. 20) (BR. 11)
- S-8 TELECOM CORP, 1545 W MOCKINGBIRD LN STE 7000, DALLAS, TX 75235 (214) 638-0638 - 370,000 (\$1,029,375) COMMON STOCK. (FILE 33-67730 - AUG. 20) (BR. 9)
- S-8 ENDOSONICS CORP, 6616 OWENS DRIVE, PLEASANTON, CA 94588 (510) 734-0464 - 400,000 (\$2,700,000) COMMON STOCK. (FILE 33-67734 - AUG. 20) (BR. 8)
- S-1 GREAT AMERICAN RECREATION INC, P O BOX 848, MCAFEE, NJ 07428 (201) 827-2000 - 4,600,000 (\$9,200,000) COMMON STOCK. 400,000 (\$400) WARRANTS, OPTIONS OR RIGHTS. 1,250,000 (\$2,500,000) COMMON STOCK. UNDERWRITER: DICKINSON & CO. (FILE 33-67744 - AUG. 20) (BR. 12)

REGISTRATIONS CONTINUED

- S-3 TORO CO/DE, 8111 LYNDALE AVE SOUTH, BLOOMINGTON, MN 55420 (612) 888-8801
- 100,000 (\$2,012,500) COMMON STOCK. (FILE 33-67748 - AUG. 20) (BR. 4)
- S-8 MEDAPHIS CORPORATION, 2700 CUMBERLAND PKWY STE 300, ATLANTA, GA 30339
(404) 319-3300 - 100,000 (\$2,432,000) COMMON STOCK. (FILE 33-67752 -
AUG. 20) (BR. 9)
- S-1 HORIZON HEALTHCARE CORP, 6001 INDIAN SCHOOL RD NE STE 530, ALBUQUERQUE,
NM 87110 (505) 881-4961 - 5,750,000 (\$79,781,250) COMMON STOCK.
UNDERWRITER: DEAN WITTER REYNOLDS INC, MERRILL LYNCH & CO,
NATWEST SECURITIES LTD. (FILE 33-67754 - AUG. 20) (BR. 5)
- S-8 STRATUS COMPUTER INC, 55 FAIRBANKS BLVD, MARLBOROUGH, MA 01752
(508) 460-2000 - 2,000,000 (\$47,750,000) COMMON STOCK. (FILE 33-67758 -
AUG. 23) (BR. 9)
- S-8 PCA INTERNATIONAL INC, 815 MATTHEWS MINT HILL RD, CHARLOTTE, NC 28105
(704) 847-8011 - 600,000 (\$11,700,000) COMMON STOCK. (FILE 33-67760 -
AUG. 23) (BR. 5)
- S-3 SEAGRAM CO LTD, 1430 PEEL ST, H3A 1S9, MONTREAL QUEBEC CANA, AB
(514) 849-5271 - 500,000,000 (\$500,000,000)
FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-67772 - AUG. 23) (BR. 11)
- S-1 EQUITY MARKETING INC, 156 FIFTH AVE, NEW YORK, NY 10010 (212) 645-2333
- 1,725,000 (\$18,112,500) COMMON STOCK. 150,000
WARRANTS, OPTIONS OR RIGHTS. 150,000 (\$1,890,000) COMMON STOCK.
UNDERWRITER: JOSEPH TAL LYON & ROSS INC. (FILE 33-67778 - AUG. 24)
(BR. 7 - NEW ISSUE)
- S-2 LAKELAND BANCORP INC, 250 OAK RIDGE RD, OAK RIDGE, NJ 07438
(201) 697-2000 - 164,020 (\$4,264,520) COMMON STOCK. (FILE 33-67796 -
AUG. 23) (BR. 2)
- S-8 RESHORE INTERNATIONAL INVESTMENT GROUP LTD, 14724 VENTURA BLVD STE 1000,
C/O BRUCE VARON, SHERMAN OAKS, CA 91403 (818) 783-5223 - 11,000 (\$110,000)
COMMON STOCK. (FILE 33-67798 - AUG. 23) (BR. 12)
- S-8 CONE MILLS CORP, 1201 MAPLE ST, GREENSBORO, NC 27405 (919) 379-6220 -
2,000,000 (\$32,125,000) COMMON STOCK. (FILE 33-67800 - AUG. 23) (BR. 7)
- S-8 PENTECH INTERNATIONAL INC, 195 CARTER DR, EDISON, NJ 08817
(908) 287-6640 - 700,000 (\$3,402,000) COMMON STOCK. (FILE 33-67802 -
AUG. 23) (BR. 1)
- S-3 MICHAELS STORES INC, 5931 CAMPUS CIRCLE DR, IRVING, TX 75063
(214) 580-8242 - 3,000,000 (\$83,062,500) COMMON STOCK. (FILE 33-67804 -
AUG. 23) (BR. 2)
- S-8 XILINX INC, 2100 LOGIC DR, SAN JOSE, CA 95124 (408) 559-7778 - 300,000
(\$13,050,000) COMMON STOCK. (FILE 33-67808 - AUG. 23) (BR. 3)
- S-8 SYNOPSIS INC, 700 E MIDDLEFIELD RD, MOUNTAIN VIEW, CA 94043
(415) 962-5000 - 750,000 (\$37,406,250) COMMON STOCK. (FILE 33-67810 -
AUG. 23) (BR. 9)
- S-8 BARRETT RESOURCES CORP, 1125 SEVENTEENTH ST, STE 2400, DENVER, CO 80202
(303) 297-3900 - 200,000 (\$2,162,500) COMMON STOCK. (FILE 33-67820 -
AUG. 23) (BR. 4)
- S-1 MICRO COMPONENT TECHNOLOGY INC, 3850 NORTH VICTORIA ST, ST PAUL, MN
55126 (612) 482-5100 - 2,587,500 (\$28,462,500) COMMON STOCK. UNDERWRITER:
PIPER JAFFRAY INC, TUCKER ANTHONY INC. (FILE 33-67846 - AUG. 24) (BR. 8)

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
AMERICAN TELEPHONE & DATA IN COM PALAWAN LTD P L C	13D	7/26/93	750 3.4	03018510 58.0	NEW
AMERICAN TELEPHONE & DATA IN COM PALAWAN LTD P L C	13D	7/26/93	750 3.4	03018510 58.0	UPDATE
AMERICAN TELEPHONE & DATA IN COM PALAWAN LTD P L C	13D	7/26/93	750 3.4	03018510 58.0	RVISION
AMERICAN TELEPHONE & DATA IN COM PALAWAN LTD P L C	13D	7/26/93	750 3.4	03018510 58.0	RVISION
AMES DEPT STORES INC DICKSTEIN & CO LP ET AL	COM 13D	8/17/93	866 5.7	03078920 0.0	NEW
AMERGEN INC NOVO NORDISK A/S	COM 13D	8/17/93	1,220 17.6	03460210 0.0	NEW
AMERGEN INC NOVO NORDISK A/S	COM 13D	8/17/93	1,220 17.6	03460210 0.0	RVISION
AUTOIMMUNE INC DILLON REED & CO ET AL	COM 13D	8/12/93	1,000 9.9	05277610 0.0	NEW
BOGEN CORP GEOTEK INDS	COM 14D-1	8/27/93	19,557 91.0	09719010 70.2	UPDATE
BRYAN STEAM CORP BRYAN BEVERLY JO	COM 13D	3/ 4/93	12 6.1	11754710 0.0	NEW
BRYAN STEAM CORP HERD BRYAN D	COM 13D	3/ 4/93	18 9.3	11754710 0.0	NEW
BRYAN STEAM CORP HERD VICTOR L	COM 13D	3/ 4/93	18 9.3	11754710 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BRYAN STEAM CORP MALOTT MARILYN J	COM 13D	3/ 4/93	18 9.3	11754710 0.0	NEW
CELLEX BIOSCIENCES MC VENTURE FUNDING LTD	COM NEW 13D	8/20/93	8,176 21.7	15092310 19.6	UPDATE
CENTRAL HLDG CO WIDLAK DAVID A	COM 13D	8/12/93	183 4.9	15358510 5.7	UPDATE
CENTRAL HLDG CO WIDLAK DAVID A	COM 13D	8/12/93	183 4.9	15358510 5.7	RVISION
CIRCA PHARMACEUTICALS INC FIDELITY INTL LTD	COM 13D	8/20/93	1,236 5.6	17299510 6.9	UPDATE
CIRCA PHARMACEUTICALS INC FMR CORP	COM 13D	8/20/93	1,236 5.6	17299510 6.9	UPDATE
CONKLIN CO CONKLIN CO PARTNERS	COM 13D	8/16/93	3,788 96.3	20736610 96.3	UPDATE
ELJER INDS INC GANCO INVESTORS INC ET AL	COM 13D	8/26/93	931 13.2	28716110 14.1	UPDATE
EXCEL INDS INC CIGNA MEZZAMINE PRTRNS II	COM 13D	2/15/93	654 6.2	30065710 6.2	UPDATE
FREMONT GEN CORP MCINTYRE JAMES ALBERT	COM 13D	8/17/93	1,185 8.4	35728810 0.0	NEW
FREMONT GEN CORP MCINTYRE JAMES ALBERT	COM 13D	8/17/93	1,185 8.4	35728810 0.0	RVISION
GAMMA INTL LTD BENNETT HLDGS INC	COM 13D	12/31/92	6,465 33.1	36490710 0.0	NEW
H & S TREAT & RELEASE INC ADAMO JEROME A	COM 13D	8/20/93	1,376 25.8	40405530 0.0	NEW
H & S TREAT & RELEASE INC KOWAL JOSEPH D	COM 13D	8/20/93	350 6.9	40405530 0.0	NEW
H & S TREAT & RELEASE INC SAFRONCHIK PAUL R	COM 13D	8/20/93	1,376 25.8	40405530 0.0	NEW
M-WAVE INC WEIR C K	COM 13D	8/23/93	200 5.6	55403410 5.6	UPDATE
MEMRY CORP HARBOUR HLDGS LP ET AL	COM 13D	5/10/93	13,598 36.7	58626310 0.0	NEW
MENTOR CORP MINN FMR CORP	COM 13D	8/19/93	1,239 11.6	58718810 10.3	UPDATE
NDC AUTOMATION INC LOFGREN GUNNAR K ET AL	COM NEW 13D	3/21/90	1,560 46.0	62888120 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
MDC AUTOMATION INC LOFGREN GUNNAR K ET AL	COM NEW 13D	3/21/90	1,560 46.0	62888120 0.0	RVISION
NATIONAL BANCSHARES CORP TX STEINMANN HEINZ	COM 13D	7/16/93	2,110 8.0	63259330 0.0	NEW
NEW LINE CINEMA CORP TURNER BROADCASTING SYS ET AL	COM 13D	8/17/93	5,245 33.4	64646510 0.0	NEW
PAGES INC ROBERTSON STEPHENS ORPHAN FD	COM 13D	7/14/93	163 6.5	69553710 0.0	NEW
PAGES INC ROBERTSON STEPHENS ORPHAN FD	COM 13D	7/14/93	163 6.5	69553710 0.0	RVISION
PENRIL DATA COMMUNICATIONS EPSTEIN HENRIETTE WENKART	COM 13D	8/26/93	575 7.9	70935210 0.0	NEW
PENRIL DATA COMMUNICATIONS EPSTEIN HENRY D	COM 13D	8/26/93	1,435 18.9	70935210 18.9	UPDATE
PITTMAY CORP DEL GAMCO INVESTORS INC ET AL	CL A 13D	8/26/93	3,810 33.9	72579020 34.7	UPDATE
SAFEGUARD SCIENTIFICS INC BAUPOST LTD PARTNERSHIP	COM 13D	8/25/93	411 8.3	78644910 9.2	UPDATE
SAFEGUARD SCIENTIFICS INC BAUPOST LTD PARTNERSHIP	COM 13D	8/25/93	411 8.3	78644910 9.2	RVISION
SAUL CENTERS INC TIGER ET AL	COM 13D	8/19/93	578 5.1	80439510 0.0	NEW
UNITED RETAIL GROUP INC BENAROYA RAPHAEL ET AL	COM 13D	8/23/93	6,396 52.8	91138010 51.4	UPDATE
YOUNKERS INC FIDELITY INTL LTD	COM 13D	8/19/93	927 10.4	98776710 11.4	UPDATE
YOUNKERS INC FMR CORP	COM 13D	8/19/93	927 10.4	98776710 11.4	UPDATE
ABRAXAS PETE CORP WATSON ROBERT LEON GLEN ET AL	COM 13D	7/ 1/93	590 38.1	00383010 33.3	UPDATE
ABRAXAS PETE CORP WATSON ROBERT LEON GLEN ET AL	COM 13D	7/ 1/93	590 38.1	00383010 33.3	RVISION
ACCUGRAPH CORP ROYAL BK OF CANADA	CL A 13D	8/16/93	11,460 73.6	00499130 46.0	UPDATE
AFFILIATED PUBNS INC NEW GAMCO INVESTORS INC ET AL	COM SER A 13D	8/26/93	7,524 10.6	00826210 11.3	UPDATE
ARITECH CORP FIDELITY INTL LTD	COM 13D	8/25/93	535 17.0	04045110 6.5	UPDATE
ARITECH CORP	COM		535	04045110	

FMR CORP 13D 8/19/93 17.0 0.0 NEW
 ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
BANCORP NEW JERSEY INC D'AGOSTINO BEATRICE ET AL	COM 13D	8/26/93	114 4.5	05999110 0.0	NEW
BANCORP NEW JERSEY INC D'AGOSTINO BEATRICE ET AL	COM 13D	8/26/93	114 4.5	05999110 0.0	RVSION
BRADIFFS INC ML 1BK POSITIONS INC	COM 13D	8/17/93	0 0.0	10449910 8.9	UPDATE
BRADLEES INC ML 1BK POSITIONS INC	COM 13D	8/17/93	0 0.0	10449910 8.9	RVSION
CF BANCORP INC BOHAC GREG I ET AL	COM 13D	8/30/93	47 5.0	12520110 0.0	NEW
CTL CREDIT INC DAWSON-SAMBERG CAP MGMT ET AL	COM 13D	7/13/93	165 5.5	12643510 0.0	NEW
CTL CREDIT INC DAWSON-SAMBERG CAP MGMT ET AL	COM 13D	7/13/93	165 5.5	12643510 0.0	RVSION
CST ENTMT IMAGING INC SCHEUER WALTER ET AL	COM PAR \$0.15 13D	8/18/93	N/A N/A	12899410 6.9	UPDATE
CST ENTMT IMAGING INC SCHEUER WALTER ET AL	COM PAR \$0.15 13D	8/18/93	N/A N/A	12899410 6.9	RVSION
CAPITAL GAMING INTL INC DAVIS I G JR	COM 13D	8/25/93	3,840 31.7	14018010 32.6	UPDATE
CAPITAL GAMING INTL INC DAVIS I G JR	COM 13D	8/25/93	3,840 31.7	14018010 32.6	RVSION
CAPITAL GAMING INTL INC DELL JOHN E LIQUIDATING TR	COM 13D	8/25/93	1,340 11.1	14018010 12.0	UPDATE
CAPITAL GAMING INTL INC DELL JOHN E LIQUIDATING TR	COM 13D	8/25/93	1,340 11.1	14018010 12.0	RVSION
CARETENDERS HEALTHCORP FRANKLIN CAPITAL ASSOC	COM 13D	8/12/93	587 5.0	14174010 7.6	UPDATE
CARETENDERS HEALTHCORP FRANKLIN CAPITAL ASSOC	COM 13D	8/12/93	587 5.0	14174010 7.6	RVSION
DR PEPPER/SEVEN-UP COS INC CADBURY BEVERAGES ET AL	COM NEW 13D	8/19/93	15,621 26.6	25613130 0.0	NEW
DR PEPPER/SEVEN-UP COS INC CADBURY BEVERAGES ET AL	COM NEW 13D	8/19/93	15,621 26.6	25613130 0.0	RVSION
EDITEK INC LINDLEY J THOMAS SR	COM 13D	EC 8/23/93	313 6.2	28106810 6.2	UPDATE
EDITEK INC LINDLEY J THOMAS SR	COM 13D	EC 8/23/93	313 6.2	28106810 6.2	RVSION