

sec news digest

Issue 84-85

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May 1, 1984

U.S. SECURITIES AND
EXCHANGE COMMISSION

RULES AND RELATED MATTERS

COMMENTS REQUESTED ON AN AMENDMENT TO RULE 22c-1

The Commission proposes for public comment an amendment to Rule 22c-1 under the Investment Company Act of 1940. The proposed rule would permit variable annuity separate accounts to price initial purchase payments in accordance with a two-day/five-day procedure.

Comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, DC 20549. Comments must be received on or before July 30 and refer to File No. S7-16-84. All submissions will be available for public inspection at the Public Reference Room. (Rel. IC-13913)

FOR FURTHER INFORMATION CONTACT: Karen L. Skidmore at (202) 272-3017

ADMINISTRATIVE PROCEEDINGS

STOP ORDER ISSUED AS TO REGISTRATION STATEMENT OF ORGANIZED PRODUCING ENERGY CORPORATION

The Commission issued an Order Instituting Proceedings under Section 8(d) of the Securities Act of 1933, and Findings and Stop Order suspending the effectiveness of a registration statement filed on December 29, 1983 by Organized Producing Energy Corporation (OPEC). OPEC consented to the Order without admitting or denying the findings contained therein. In the Order, the Commission found that OPEC's registration statement contained untrue statements of material facts and omitted to state material facts required to be stated therein or necessary to make the statements therein not misleading, including false financial statements and misrepresentations regarding OPEC's business, officers, contracts and agreements, profits and legal representation in the offering.

The Commission ordered OPEC to comply with the undertakings in its offer of settlement to: (a) file an application with the Commission to withdraw the registration statement; (2) send to each of its shareholders who received a copy of OPEC's fiscal year 1983 financial statements, contained in the registration statement, a copy of the Commission's Order; and (3) notify the Commission when it has fulfilled these undertakings. (Rel. 33-6527)

ADMINISTRATIVE PROCEEDINGS AGAINST CARL LEIBOWITZ

The Commission issued an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions against Carl Leibowitz, an attorney, and Vice President, Secretary and a director of Organized Producing Energy Corporation (OPEC). The Commission found that Leibowitz had been suspended from the practice of law by the Supreme Court of Indiana and that he has been enjoined from violating the registration statement and prospectus disclosure provisions of the Securities Act of 1933, and the antifraud provisions of the Securities Act and the Securities Exchange Act of 1934. The Order discussed a registration statement on Form S-18 filed by OPEC. Leibowitz was permanently denied the privilege of appearing or practicing before the Commission. Leibowitz consented to the Order without admitting or denying the facts, findings or conclusions contained therein. (Rel. 33-6528)

ADMINISTRATIVE PROCEEDINGS AGAINST WILLIE L. MAYO

The Commission issued an Order Instituting Proceedings and Findings and Order Imposing Remedial Sanctions against Willie L. Mayo, a certified public accounting practicing in Detroit, Michigan, under Rule 2(e) of the Commission's Rules of Practice.

The Commission found that Mayo engaged in improper professional conduct because he issued an audit report containing an unqualified opinion as to the financial statements of Organized Producing Energy Corporation and represented that his audit was conducted in accordance with generally accepted auditing standards when such was not the case. Mayo was permanently denied the privilege of appearing or practicing before the Commission, provided that after five years he may apply to appear and practice before the Commission upon a proper showing of conditions set forth in the Order. Mayo consented to the Order without admitting or denying the facts, findings or conclusions contained therein. (Rel. 33-6529/AEE-29)

VAUGHN H. SHAW CONSENTS TO SANCTIONS

In the Matter of James J. Keegan, et al., the Commission entered Findings and Order Imposing Remedial Sanctions against Vaughn H. Shaw, former Financial Principal of J. Daniel Bell & Company, Inc., a Denver-based broker-dealer formerly registered with the Commission. The Commission's Order was entered under an Offer of Settlement from Shaw in which he consented without admitting or denying the allegations contained in the Commission's June 1, 1983 Order for Proceedings.

Shaw consented to findings of having wilfully aided and abetted J. Daniel Bell & Company, Inc.'s violations of Section 15(c)(2) of the Exchange Act and Rule 15c2-4 in that the broker-dealer, while participating in several underwritings, failed to promptly transmit funds to the escrow accounts.

Shaw was suspended from: association with a broker or dealer in any capacity for 30 days; acting as a financial principal of a broker-dealer for six months; and from participating in any way in the handling of monies in underwritings which monies are to be transmitted to bank escrow accounts for 12 months. (Rel. 34-20864)

PROCEEDINGS ORDERED AGAINST C. E. CARLSON, INC., OTHERS

The Commission ordered public administrative proceedings under Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 against C. E. Carlson, Inc. (Carlson, Inc.), a Denver, Colorado broker-dealer, Charles E. Carlson (Carlson), the owner and president of Carlson, Inc., and Paul G. Oerter, a registered representative associated with Carlson, Inc. The Order for Proceedings alleges that the respondents violated the antifraud provisions of the securities laws and violated, or aided and abetted violations of, Sections 11(d)(1) and 15(c)(2) of the Exchange Act and Rule 15c2-4. The alleged violations occurred when Carlson, Inc. was lead underwriter in an offering of common stock of Saratoga Mines, Inc. from December 1981 through May 1982.

A hearing will be scheduled to determine whether the allegations are true and whether any remedial action should be ordered by the Commission. (Rel. 34-20905)

CIVIL PROCEEDINGS

ORGANIZED PRODUCING ENERGY CORPORATION, OTHERS ENJOINED

The U.S. District Court for the District of Columbia entered final judgments of permanent injunction against Organized Producing Energy Corporation (OPEC) of Mishawaka, Indiana, its President, Gary R. Van Waeyenberghe, and its Vice President and Secretary, Carl Leibowitz, enjoining them from violating the registration, prospectus disclosure, and antifraud provisions of the Securities Act of 1933, and the antifraud provisions of the Securities Exchange Act of 1934. The defendants consented to the judgments without admitting or denying the allegations in the complaint. The complaint alleged that: the defendants filed or caused to be filed a registration statement on Form S-18 with the Commission which contained untrue statements of material facts and omitted to state material facts required to be stated therein or necessary to make the statements therein not misleading; and OPEC's fiscal 1983 financial statements, which were included in the registration statement and separately sent to shareholders, were materially false and misleading. (SEC v. Organized Producing Energy Corporation, et al., USDC DC, Civil Action No. 84-1351). (LR-10361)

DEAN B. WOLZEN ENJOINED

The Commission announced that on April 27 Judge Barefoot Sanders, U.S. District Court for the Northern District of Texas, signed a final judgment of permanent injunction against Dean B. Wolzen. The Court's order permanently enjoins Wolzen from violations of the registration and antifraud provisions of the securities laws. The order also

requires disgorgement of \$2,256,000 from Wolzen, including the common stock of Gulf Resources and the common stock and assets of certain other companies and properties held by Wolzen. Wolzen consented to the foregoing order without admitting or denying the allegations of the Commission's complaint. (SEC v. Gulf Resources, Inc., et al., Civil Action No. CA-3-83-1653H, ND TX). (LR-10362)

INVESTMENT COMPANY ACT RELEASES

INVESTORS MUTUAL, INC.

A notice has been issued giving interested persons until May 21 to request a hearing on an application of Investors Mutual, Inc., Investors Stock Fund, Inc., Investors Selective Fund, Inc., Investors Variable Payment Fund, Inc., IDS New Dimensions Fund, Inc., IDS Progressive Fund, Inc., IDS Growth Fund, Inc., IDS Bond Fund, Inc., IDS Cash Management Fund, Inc., IDS Tax-Exempt Fund, Inc., IDS Tax-Free Money Fund, Inc., IDS Discovery Fund, Inc., IDS Extra Income Fund, Inc., IDS Strategy Fund, Inc. (Strategy) (collectively Funds) and IDS/American Express Inc. (collectively with the Funds, Applicants). The application requests an order: (1) exempting Strategy from the provisions of Sections 2(a)(32), 2(a)(35), 22(c) and 22(d) of the Investment Company Act and Rule 22c-1 to permit it to assess a contingent deferred sales load on redemptions of its shares and to permit a waiver of the contingent deferred sales load respecting redemptions in certain distributions from an Individual Retirement Account or other tax-qualified retirement plan; and (2) amending previous orders granting exemption from the provisions of Section 22(d) of the Act and permitting certain offers of exchange under Section 11 of the Act to permit certain exchanges between the Funds. (Rel. IC-13906 - Apr. 26)

HOLDING COMPANY ACT RELEASES

CENTRAL AND SOUTH WEST CORPORATION

A notice has been issued giving interested persons until May 21 to request a hearing on a proposal by Central and South West Corporation (CSW) to extend the permitted operations of CSW Energy, Inc., a non-utility subsidiary, to the investment in (and related activities with respect to) qualifying cogeneration facilities located and selling electricity outside of CSW's service area. (Rel. 35-23293 - Apr. 26)

CENTRAL OHIO COAL COMPANY

A notice has been issued giving interested persons until May 23 to request a hearing on a proposal by four subsidiaries of American Electric Power Company, Inc., a registered holding company, to lease coal mining equipment with an aggregate acquisition cost not exceeding \$35 million from a nonaffiliate company. (Rel. 35-23294 - Apr. 27)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until May 16 to comment on the applications of the Midwest Stock Exchange, Inc. for unlisted trading privileges in two issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system. (Rel. 34-20898)

WITHDRAWAL GRANTED

An order has been issued granting the application of The New York and Harlem Railroad Company to withdraw its 3-1/2% gold mortgage bonds (due 2000) and 4% Series B mortgage bonds (due 2043) from listing and registration on the New York Stock Exchange, Inc. (Rel. 34-20900)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the American Stock Exchange, Inc. (SR-Amex-84-7) to amend Amex Rule 345 to permit the Exchange to institute summary proceedings against member firm or member employees who are neither Exchange members nor approved persons. (Rel. 34-20901)

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-1 PRIDE AIR INC, 31571 FOXFIELD DR, WESTLAKE VILLAGE, CA 91361 (213) 889-4654 - 25,000,000 (\$50,000,000) COMMON STOCK. (FILE 2-90642 - APR. 23) (BR. 3 - NEW ISSUE)
- S-14 CARESSA GROUP INC, 3601 NW 54TH ST, MIAMI, FL 33142 (305) 633-8605 - 5,405,051 (\$62,158,086) COMMON STOCK. (FILE 2-90645 - APR. 23) (BR. 7 - NEW ISSUE)
- S-1 AMERICAN SHARED HOSPITAL SERVICES, 350 PARNASSUS AVE, STE 701, SAN FRANCISCO, CA 94117 (415) 665-5400 - 880,000 (\$5,940,000) COMMON STOCK. 80,000 WARRANTS, OPTIONS OR RIGHTS. 80,000 (\$648,000) COMMON STOCK. UNDERWRITER: BLAIR D H & CO INC. (FILE 2-90646 - APR. 23) (BR. 6 - NEW ISSUE)
- S-8 QUANTRONIX CORP, 225 ENGINEERS ROAD, SMITHTOWN, NY 11788 (516) 273-6900 - 50,000 (\$806,250) COMMON STOCK. (FILE 2-90648 - APR. 23) (BR. 8)
- S-14 CITIZENS BANCORPORATION, 636 WISCONSIN AVENUE, SHEBOYGAN, WI 53081 (414) 459-2000 - 13,763,752 (\$13,763,752) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-90660 - APR. 24) (BR. 1)

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
BOW VALLEY INDS LTD CEMP INVT LTD ET AL	COM 13D	2/29/84	4.607 11.7	10216910 11.7	UPDATE
CANAL RANDOLPH CORP REA BROTHERS PLC	COM 13D	4/16/84	73 4.7	13705110 17.1	UPDATE
CANAL RANDOLPH CORP REA BROS (GUERNSEY) LTD ET AL	COM 13D	4/16/84	140 9.1	13705110 9.1	UPDATE
CANANDAIGUA ENTERPRISES CORP DELAWARE NORTH CO INC ET AL	COM 13D	4/13/84	2,977 88.0	13712320 86.7	UPDATE

ACQUISITION REPORTS CONT.

CARTER HAWLEY HALE STORES GENERAL CINEMA CORP	COM	13D	4/16/84	8,996 25.5	14622710 0.0	NEW
CONSOLIDATED FIBRES INC EQUITY HOLDINGS	COM	13D	4/16/84	296 15.2	20919310 15.2	UPDATE
EL DORADO INTL INC MARKUS DUANE A	COM	13D	4/11/84	50 5.5	28314510 0.0	NEW
GRANGER ASSOC SHER J F CO INC	COM	13D	4/18/84	536 4.1	38710010 5.1	UPDATE
GULF CORP MESA PETROLEUM CO ET AL	COM	14D-1	4/26/84	21,735 13.2	40223710 13.1	UPDATE
GULF CORP STANDARD OIL CO/CALIFORNIA	COM	13D	4/26/84	30,500 18.5	40223710 18.5	UPDATE
INTERNATIONAL HARVESTER CO TELEDYNE INC ET AL	COM	13D	4/18/84	3,076 7.6	45957810 7.7	UPDATE
NEW WORLD COMPUTER INC BAKER DOUGLAS K	COM	13D	3/19/84	2,154 21.6	64927010 20.1	UPDATE
PENOBSCOT SHOE CO BARTLETT CO	COM	13D	4/23/84	50 6.4	70934210 5.9	UPDATE
PETROLEUM SECURITIES FUND PEEL CLYDE W ET AL	LTD PART INT	13D	2/13/84	0 8.1	71669099 0.0	RVSION
SANANCO ENERGY CORP WHITESIDE GEORGE	COM	13D	3/ 5/84	1,769 5.2	79940099 0.0	NEW
SCIENTIFIC COMPUTERS INC SHAMROCK ASSOCIATES	COM	13D	4/18/84	382 25.9	80868910 24.0	UPDATE
TRICO INDS INC TRW INC ET AL	COM	13D	4/25/84	1,340 16.5	89609710 16.4	UPDATE
UNION OF TEXAS BANKSHARES INC CHRIETZBERG CHARLES T JR	COM	14D-1	4/ 3/84	475 20.2	90862510 20.3	RVSION
VICTORIA STA INC JOHNSON EDWARD C.III	COM	13D	4/24/84	32 1.0	92628610 1.4	RVSION
WINNERS CORP CLARK BARBARA MASSEY	COM	13D	3/ 2/84	288 6.7	97477110 0.0	NEW
WINNERS CORP EDMONDS CLARENCE	COM	13D	3/ 2/84	675 15.7	97477110 0.0	NEW
WINNERS CORP MASSEY COMPANY, TRUST	COM	13D	3/ 2/84	391 9.1	97477110 9.3	UPDATE
WINNERS CORP MASSEY JACK C	COM	13D	3/ 2/84	501 11.7	97477110 0.0	NEW
WINNERS CORP MASSEY JACK C TRUST	COM	13D	3/ 2/84	231 5.4	97477110 0.0	NEW
WINNERS CORP REED J BRAD	COM	13D	3/ 2/84	429 10.0	97477110 0.0	NEW

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.

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 Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NO.	DATE	
ACF INDUSTRIES INC	2,7	04/11/84	
AIR TRANSPORTATION HOLDING CO INC	7	04/10/84	
AMERICAN CAMPGROUNDS INC	1,7	04/02/84	
AMERICAN DAVEY CORP	5	04/13/84	
AMERICAN HOME INDUSTRIES CORP	5	03/29/84	
AMERICAN NETWORK INC/OR	1	03/30/84	
AMERICAN SOLAR KING CORP	4,7	03/16/84	
APPLIED COMMUNICATIONS INC	2,7	04/03/84	
ASAMERA INC	5	04/02/84	
BANCTEC INC	5	04/02/84	
BASIC AMERICAN MEDICAL INC	2,7	04/13/84	
BIG BOULDER CORP/PA	5,7	03/22/84	
BLUE RIDGE REAL ESTATE CO	5,7	03/22/84	
BMC INTERNATIONAL CORP	2,7	04/06/84	
CAROLINA POWER & LIGHT CO	7	04/17/84	
CARTER DAY INDUSTRIES INC	3,7	12/31/83	
CASTLE & COOKE INC	5,7	04/05/84	
CENTENNIAL BENEFICIAL CORP	5,7	04/01/84	
CENTENNIAL DEVELOPMENT FUND IV	5	04/06/84	
CENTURY PROPERTIES FUND XI	NO ITEMS	03/29/84	AMEND
CENTURY PROPERTIES FUND XIX	2,7	04/03/84	
CITIZENS BANCORP /MD/	7	04/16/84	
CITIZENS NATIONAL CORP/KY	2	04/11/84	
CMT INVESTMENT CO	5	03/30/84	
COMPUTER COMMUNICATIONS INC	5,7	03/16/84	
CONSOLIDATED CAPITAL INCOME OPPORTUNITY	2,5	03/30/84	
CONSUMERS POWER CO	5	04/10/84	
CONTEXT INDUSTRIES INC	2,7	03/23/84	
CTG INC	2,7	04/02/84	
DAIN PENSION INVESTORS	2,7	04/16/84	
DALCO PETROLEUM CORP	5,7	02/14/84	
DATALAB INC	7	02/27/84	AMEND
DIGITAL PRODUCTS CORP	4	04/09/84	AMEND
DIGITAL SWITCH CORP	5,7	04/15/84	
DONALDSON LUFKIN & JENRETTE INC	2,7	04/02/84	
DREXEL BURNHAM LAMBERT REAL ESTATE ASSOC	2,7	04/03/84	
DREXEL BURNHAM LAMBERT REAL ESTATE ASSOC	2,7	04/06/84	
ENERCOMP INC	5	04/12/84	
ENERGY SCIENCES CORP	4	03/30/84	
ENTERPRISE TECHNOLOGIES INC	5,7	04/10/84	
EQUITABLE GAS CO	5,7	04/02/84	
EXCELLEX CORP	5	04/16/84	
EXECUTIVE INVESTORS INC	5	04/13/84	
FARM HOUSE FOODS CORP	2,7	04/04/84	
FELMONT OIL CORP	1	04/10/84	
FIRST CAPITAL CORP	5	04/13/84	
FIRST CITY BANCORPORATION OF TEXAS INC	5	04/16/84	
FIRST GOLDEN BANCORPORATION	5	03/28/84	
FIRST VERMONT FINANCIAL CORP	3	04/10/84	

RECENT 8K FILINGS CONT.

FREEMAN DIVERSIFIED REAL ESTATE I LP	2,7	04/04/84	
FULLER H B CO	2	07/23/82	AMEND
GAY INTERNATIONAL INC	5,6	04/10/84	
GENERAL REFRACTORIES CO	5,7	03/06/84	
GF CORP	7	04/16/84	
GOLDEN CYCLE GOLD CORP	5,7	04/12/84	
GRANGER ASSOCIATES	5,7	04/16/84	
GRIFFIN REAL ESTATE FUND IV	5	02/20/84	AMEND
GST LABORATORIES INC	4	04/18/84	
GUARANTEED MORTGAGE CORP II	5,7	04/13/84	
GULF RESOURCES & CHEMICAL CORP	2,7	04/12/84	
GULF UNION INDUSTRIES INC	2	04/02/84	
HERMETITE CORP	4,7	04/03/84	
HUGHES TOOL CO	5	04/16/84	
IMMUNOGENETICS INC	5	01/12/83	AMEND
INSPIRATION RESOURCES CORP	2,7	04/03/84	
JERSEY CENTRAL POWER & LIGHT CO	5,7	03/10/84	
KB MARKETING INC	5	03/28/84	
LANDSING INSTITUTIONAL PROPERTIES TRUST	5,7	03/28/84	
LANDSING REALTY PARTNERS II	2,5,7	03/26/84	
LCS INDUSTRIES INC	2,7	04/04/84	
LIBERTY REAL ESTATE LTD PARTNERSHIP	2,7	04/04/84	
MADISON FUND INC	1,7	04/03/84	
MARGAUX CONTROLS INC	NO ITEMS	01/20/84	AMEND
MEDICAL MANAGEMENT CORP	2,7	04/04/84	
MEDISCIENCE INC	5,7	04/03/84	
METROPOLITAN EDISON CO	5,7	03/10/84	
MICRO TECH INDUSTRIES INC	7	02/15/84	AMEND
MIDWEST FINANCIAL GROUP INC	2,7	04/02/84	
MURPHY INDUSTRIES INC	4,5	04/11/84	
NATIONAL DATA COMMUNICATIONS INC	5	04/06/84	
OLD STONE CORP	2,7	04/09/84	
PAXTON FRANK CO	2,7	04/02/84	
PENNSYLVANIA ELECTRIC CO	5,7	03/10/84	
PHI ENTERPRISES INC	2,7	03/01/84	
PIZZA INN INC	2,7	04/17/84	
PROFESSIONAL CARE SERVICES INC	5	04/05/84	
PRUDENTIAL ACQUISITION FUND I LP	2,7	03/29/84	
REAL ESTATE INVESTMENT TRUST OF CALIFORN	2	03/06/84	
RESOURCE EXPLORATION INC	5	04/12/84	
ROSPATCH CORP	5,7	04/09/84	
RUDDICK CORP	2,7	04/02/84	
SCORE EXPLORATION CORP	1,7	04/06/84	
SEARS ROEBUCK & CO	5,7	04/13/84	
SECURITY INVESTORS LTD II	2,7	03/30/84	
SOLARON CORP	5	04/16/84	
SOUTH FORK OIL & GAS CO	7	11/23/83	AMEND
SOUTH FORK OIL & GAS CO	4	12/29/83	
SOUTHDOWN INC	5,7	04/03/84	
STAR GLO INDUSTRIES INC	5	04/16/84	
STEAK N SHAKE INC	5	04/13/84	
SURVEYOR INDUSTRIES INC	2	11/22/83	AMEND
TERRAPET ENERGY CORP	2	04/01/84	
TEXAS FEDERAL FINANCIAL CORP	2,7	02/10/84	
TEXAS FEDERAL FINANCIAL CORP	5,7	04/09/84	
THRIFTMART INC	1,7	04/04/84	
TRAVELERS INCOME PROPERTIES I LTD PARTNE	7	02/14/84	AMEND
TRUMAN NATIONAL HOLDING CO	5	04/13/84	
TRUNKLINE GAS CO	5	04/09/84	
UNITED ILLUMINATING CO	5	04/17/84	
UNITED STATIONERS INC	5	04/11/84	
UNIVERSAL DEVELOPMENT CORP/MD	2,7	04/04/84	
USENCO INC	5	04/05/84	
VUEBOTICS CORP	2,7	04/03/84	
WARNACO INC	5	04/04/84	
WEATHERFORD & CO	5	04/13/84	
WIDCOM INC	4	01/20/84	AMEND
WIENER ENTERPRISES INC	1,7	04/06/84	
YUBA NATURAL RESOURCES INC	5	04/06/84	

EXEMPT FILINGS PURSUANT TO REGULATIONS A AND F

The following Offering Statements (Form 1-A) and Notifications (Form 1-F) have been filed with the SEC pursuant to Regulation A and Regulation F, respectively, under the Securities Act of 1933. The information noted below has been taken from the offering statement or notification and will appear as follows: Form; name, address and phone number (if available) of the issuer of the security; title and the number or face amount of the securities being offered; name of the managing underwriter (if applicable); jurisdictions in which the offering is proposed to be made indicated by the two letter abbreviation for each state; and file number and the date filed.

- 1-A The Suicide Note Limited Partnership, c/o Mila Conway, 315 East 58th St, New York, NY 10022 - \$550,000 in Limited Partnership Interests - Jurisdictions: NY, CT, NJ, PA and Puerto Rico - (24NY-8599 - March 1)
- 1-A Visicorp, 2895 Zanker Road, San Jose, CA 95134 - 1,681,548 shares common stock - Jurisdictions: CA, NY, TX, MA, IL, CT, VT, and France - (24LA-0244 - March 5)
- 1-A Carolina Mountain Holding Co., 4th and Pine Streets, Highlands, NC 28741 - 100,000 shares common stock - Jurisdictions: AL, CO, FL, GA, IN, LA, MN, MO, NB, NC, NY, OH, PA, SC, TN, TX, VA and WV - (24A-2546 - March 6)
- 1-A Exchange Bancshares, Inc. Washington and Oak Streets, EL Dorado, AR 71730 - 4,000 shares of common stock - Jurisdictions: AR, CA, FL, IL, KS, LA, MN, MS, NJ, NY, PA and TX - (24FW-1763 - March 7)
- 1-A Keystone Capital Corp, Suite 2100, 121 South Broad Street, Philadelphia, PA 19107 - 50,000,000 units each consisting of one share common stock and one common stock purchase warrant - Underwriter: Uni Eq Investment Group, Inc. 2000 Valley Forge Towers, Suite 104, King of Prussia, PA 19406 - Jurisdictions: FL, NY, NJ, DE and MD - (24W - 3357 - March 8)
- 1-A Federated Rural Electric Insurance Corp., 11875 West 85th St, Lenexa, KS 66214 - 3,200 common shares and 413,998 class C preferred shares - Jurisdictions: MO, AL, AR, ID, IN, IA, KS, LA, MN, MT, NV, OK, OR, SD, VA, WA, and WI - (24FW-1764 - March 9)
- 1-A Methus Corp., 5510 N.E. Elam Young Parkway, P.O. Box 1049, Hillsboro, OR 97123 - 638,530 shares common stock - Jurisdictions: OR, CA, CO, WA, TX, FL, MA and NH - (24S-2931 - March 13)
- 1-A The Boulevard Cafe Ltd., W 259 Spokane Falls Boulevard, Spokane, WA 99201 - 15,000,000 shares common stock - Underwriter: Dillon Securities, Inc., W. 525 2nd Ave, Spokane, WA 99204 - Jurisdictions: WA, NY, UT, NV, CO and NJ - (24S-2932 - March 14)
- 1-A The Briefcase Theatrical Co. Ltd. Partnership, 300 West 55th St, New York, NY 10019 - \$260,000 in Ltd. Partnership Interests - Jurisdictions: All states except Alaska and Hawaii - (24-NY-8600 - March 15)
- 1-A Silver Key Mining Co., 307 Poleline Ave., Wallace, Idaho 83873 - 5,500,000 shares common stock - Underwriter: Spokane Securities Corp., Suite 243, Peyton Bldg, North 10 Post Street, Spokane, WA 99201 - Jurisdictions: NY, PA, NJ and CA - (24S-2933 - March 16)
- 1-A T.R. McCoy's Inc., 350-b Shelard Plaza North, 300 South County Road 18, Minneapolis, MN 55426 - 400,000 shares common stock - Jurisdictions: MN, ND and FL - (24C-4241 - March 19)