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Issue 93-46

U.S. SECURITIES
EXCHANGE COMMISSION

March 11, 1993

ADMINISTRATIVE PROCEEDINGS

PENNY STOCK BROKER SANCTIONED

The Commission instituted public administrative proceedings against Orville Randall Myers, Jr. of Grapevine, Texas, a former principal of Larson and Myers Financial, Inc. (L&M), an unregistered broker-dealer. Myers was also previously a registered representative with Blinder, Robinson, & Co., Inc. Simultaneously, the Commission accepted Myers' Offer of Settlement in which he agreed to a bar from association with any broker, dealer, investment company, investment adviser or municipal securities dealer.

The proceedings were based on a finding that Myers had been enjoined in U.S. District Court for the Northern District of Texas from violating the antifraud, securities registration and broker-dealer registration provisions of the federal securities laws. The Commission's complaint in the civil action alleged that L&M, while under Myers' control, fraudulently sold penny stock to its customers while holding itself out as a member of the NASD and SIPC. (Rel. 34-31942)

JAMES COPLEY BARRED, ORDERED TO CEASE VIOLATIONS

The Commission issued an order in administrative proceedings permanently barring James L. Copley of Ft. Lauderdale, Florida from association with any broker, dealer, municipal securities dealer, investment adviser or investment company and ordering that he cease and desist violating certain provisions of the federal securities laws. The proceedings concerned allegations by the Commission's Division of Enforcement that Copley willfully violated and aided and abetted violations of antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 and registration provisions of the Securities Act of 1933 in 1987 and 1988 while employed in the Boca Raton, Florida office of Graystone Nash, Incorporated, a broker-dealer. Mr. Copley consented to the issuance of the Order without admitting or denying the Commission's findings. (Rel. 34-31944)

JAMES RICKETTS, JR. BARRED, ORDERED TO CEASE VIOLATIONS

The Commission issued an order in administrative proceedings permanently barring James F. Ricketts, Jr. of Miami Lakes, Florida from association with any broker, dealer, municipal securities dealer, investment adviser or investment company and ordering that he cease and desist violating certain provisions of the federal securities laws.

The proceedings concerned allegations by the Commission's Division of Enforcement that Ricketts willfully violated and aided and abetted violations of antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 and registration provisions of the Securities Act of 1933 in 1987 and 1988 while employed in the Boca Raton, Florida office of Graystone Nash, Incorporated, a broker-dealer. Mr. Ricketts consented to the issuance of the Order without admitting or denying the Commission's findings. (Rel. 34-31945)

CIVIL PROCEEDINGS

INSIDER TRADING COMPLAINT FILED AGAINST FORMER AT&T EMPLOYEE

On March 10, the Commission announced that it filed a complaint in the U.S. District Court for the Southern District of New York seeking a permanent injunction and other relief against C. Robert Dudgeon. The complaint alleges that Dudgeon violated Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 and Rules 10b-5 and 14e-3 thereunder in connection with transactions in the securities of NCR Corporation and Teradata Corporation. The complaint alleges that Dudgeon misappropriated material nonpublic information from his employer, AT&T, concerning two AT&T acquisition candidates, NCR and Teradata, and while in possession of such information, traded in the securities of those companies. Contemporaneous with the filing of the complaint, Dudgeon, without admitting or denying the allegations, consented to the entry of a Final Judgment of Permanent Injunction and Other Relief. Dudgeon also consented to disgorge \$262,314, representing his illgotten gains, pay prejudgment interest of \$44,454.06 and postjudgment interest. Finally, Dudgeon consented to a penalty of \$262,314 under the Insider Trading Sanctions Act. Based upon Dudgeon's financial condition, payment of the penalty, prejudgment interest and payment of disgorgement in excess of \$261,846 was waived by the Court. [SEC v. Robert Dudgeon, USDC, SDNY, Civil Action No. 93-Civ. 1451] (LR-13556)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change (SR-Phlx-93-04) filed by the Philadelphia Stock Exchange, which provides exemptions from foreign currency option transaction charges for registered traders and specialists for transactions executed during the foreign currency option evening trading segment from 6:00 p.m (EST) to 3:00 a.m. (EST), has become effective upon filing. Publication of the order is expected in the Federal Register during the week of March 15. (Rel. 34-31967; International Series Rel. 524)

PROPOSED RULE CHANGE

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-93-08) providing for the listing of options on securities issued by registered closed-end management investment companies that invest in the securities of issuers located in a particular foreign country (Country Funds). The proposal requires that the CBOE have in place effective surveillance sharing agreements with the exchange in the home

country on which the securities held in the Country Fund's portfolio are traded. Publication of the proposal is expected in the Federal Register during the week of March 15. (Rel. 34-31969; International Series 525)

MISCELLANEOUS

APPROVAL OF AMENDMENT TO INTERNATIONAL TRADING SYSTEM PLAN REVISING THE PRE-OPENING RULE

The Commission approved an amendment to the restated Intermarket Trading System (ITS) Plan, submitted by the ITS participants pursuant to Rule 11Aa3-2 under the Securities Exchange Act of 1934. The purpose of the amendment is to clarify the use of a cancellation notification under the ITS pre-opening rule. Publication of the order is expected in the Federal Register during the week of March 15. (Rel. 34-31970; File 4-208)

SIGNIFICANT NO-ACTION AND INTERPRETATIVE LETTERS

The following is a list of significant no-action and interpretative letters recently issued by the Division Investment Management. These letters express the view of the Division respecting novel or important questions arising under the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, and the Investment Advisers Act of 1940. Copies of these letters may be obtained by writing to the Public Reference Room, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Room, 450 Fifth Street, N.W., Room 1024, Washington, D.C., stating the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
Federal Agricultural Mortgage Corporation; Farmer Mac II Securities	ICA'40, Section 2(b)	11/1/91	11/1/91
Santa Barbara Bank & Trust	ICA'40, Section 3(c)(3)	11/1/91	11/1/91
Variable Stock Fund, Inc	ICA'40, Section 15(a)(4)	11/5/91	11/5/91
Westfield Consultants Group	ICA'40, Rule 3a-4	12/13/91	12/13/91

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
Eli Lilly and Company	ICA'40, Section 3(c)(11)	12/31/91	12/31/91
Equitable Capital Management Corporation	ICA'40, Section 3(c)(1)	1/6/92	1/6/92
Brighton Pacific Realty Asset Management Co.	IAA'40, Section 202(a)(11), Rule 206(4)-2	2/10/92	2/10/92
Wall Street Preferred Money Managers, Inc.	ICA'40, Section 3(a)	4/10/92	4/10/92
Rauscher Pierce Refsnes, Inc.	ICA'40, Rule 3a-4	4/10/92	4/10/92
WR Investment Partners Diversified Strategies Fund, L.P.	ICA'40, Section 3(c)(1)	4/15/92	4/15/92
State Bond and Mortgage Company	ICA'40, Rule 17g-1	5/22/92	5/22/92
Sunkist Master Trust	ICA'40, Section 3(c)(1)	6/5/92	6/5/92
Dean Witter Principal Guaranteed Fund III L.P.	ICA'40, Section 7(b)	7/23/92	7/23/92
Unibanco - Uniao de Bancos de Brasileiros	IAA'40, Section 203(a)	7/28/92	7/28/92
United Municipal Bond Fund, Inc.; United Municipal High Income Fund, Inc.	ICA'40, Section 17(a), Rule 17a-7	7/30/92	7/30/92
Founders Funds, Inc.	ICA'40, Section 2(a)(19)	8/4/92	8/4/92
Charles Schwab & Co., Inc.	ICA'40, Section 22(d)	8/6/92	8/6/92
Investment Company Institute	ICA'40, Section 11(a)	8/7/92	8/7/92

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
Defined Asset Funds- Equity Income Fund, Investment Philosophy Series "Selected Industrial Portfolio"	ICA'40, Section 12(d)(3), Rule 12d3-1	8/17/92	8/17/92
Reserve Bank of Australia	ICA'40, Rule 17f-5(c)(2)(iii)	9/2/92	9/2/92
Hong Kong Securities Clearing Company Limited	ICA'40, Rule 17f-5(c)(2)(iii)	9/8/92	9/8/92
Sentinel Group Funds, Inc.	ICA'40, Section 18(i), Rule 18f-2	10/27/92	10/27/92
Intel Corporation	ICA'40, Section 3(c)(1)	11/18/92	11/18/92
Dean Witter American Value Fund et. al.	ICA'40, Rule 20a-1	11/18/92	11/18/92
Nike Securities L.P.	ICA'40, Section 4(2)	11/20/92	11/20/92
Pasadena Investment Trust	ICA'40, Section 7(d)	1/22/93	1/22/93
County of Los Angeles	ICA'40, Section 3(c)(11)	1/27/93	1/27/93
DST Systems, Inc. et. al.	ICA'40, Rule 31a-2(f)	2/2/93	2/2/93
Dean Witter, Discover & Co.	ICA'40, Section 2(a)(4), IAA'40, Section 202(a)(1)	2/8/93	2/8/93
Closed-end Investment Company (Transferable Rights offering)	ICA'40, Section 23(b)	1/26/93	2/11/93

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 GEORGIA POWER CO, 333 PIEDMONT AVE NE, ATLANTA, GA 30308 (404) 526-6526 (FILE 33-49381 - MAR. 04) (BR. 13)
- S-3 HEALTHTRUST INC THE HOSPITAL CO, 4525 HARDING RD, NASHVILLE, TN 37205 (615) 383-4444 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-58800 - FEB. 26) (BR. 5)
- S-8 ADESA CORP, 1919 S POST RD, INDIANAPOLIS, IN 46239 (317) 862-7220 - 750,000 (\$4,984,580) COMMON STOCK. (FILE 33-58890 - MAR. 02) (BR. 4)
- N-1A CONSULTANTS TRUST, 2303 YORKTOWN AVE, LYNCHBURG, VA 24501 (804) 846-1361 - INDEFINITE SHARES. UNDERWRITER: AMERICAN PENSION DISTRIBUTORS INC. (FILE 33-58932 - MAR. 01) (BR. 16 - NEW ISSUE)
- N-1A MANAGERS VARIABLE INSURANCE TRUST, 200 CONNECTICUT AVE, NORWALK, CT 06854 (203) 855-2254 - INDEFINITE SHARES. (FILE 33-58992 - MAR. 01) (BR. 17 - NEW ISSUE)

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
BELL INDS INC NEWSOUTH CAPITAL MGMT	COM 13D	2/25/93	570 9.7	07810710 10.3	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BELL INDS INC	COM		570	07810710	
NEWSOUTH CAPITAL MGMT	13D	2/25/93	9.7	10.3	RVSION
BIG B INC	COM		677	08889110	
BRUNO VINCENT J	13D	12/29/92	8.9	9.9	UPDATE
CHIC BY H I S INC	COM		813	16711310	
SIEGEL JESSE S	13D	2/25/93	9.3	0.0	NEW
COUNSELLORS TANDEM SECS FD	COM		231	22226910	
CENRO CORPORATION ET AL	13D	12/ 3/92	8.1	9.9	UPDATE
COUNSELLORS TANDEM SECS FD	COM		231	22226910	
CENRO CORPORATION ET AL	13D	12/ 3/92	8.1	9.9	RVSION
D S BANCOR INC	COM		144	23290710	
HAMBRO J O & PARTNERS ET AL	13D	2/25/93	5.2	0.0	NEW
D S BANCOR INC	COM		144	23290710	
HAMBRO J O & PARTNERS ET AL	13D	2/25/93	5.2	0.0	RVSION
FIRST NATL BANKSHRS INC/LA	COM		275	33554210	
BUQUET JAMES J JR ET AL	13D	2/19/93	13.6	0.0	NEW
HPSC INC	COM		385	40426410	
TWEEDY BROWNE CO L P ET AL	13D	2/25/93	7.8	6.5	UPDATE
IMCO RECYCLING INC	COM		1,706	44968110	
MERRILL LYNCH INTERFUNDING	13D	3/ 2/93	15.4	22.7	UPDATE
IMCO RECYCLING INC	COM		1,706	44968110	
MERRILL LYNCH INTERFUNDING	13D	3/ 2/93	15.4	22.7	RVSION
INAMED CORP	COM		646	45323510	
EHRMAN WILLIAM ET AL	13D	1/ 4/93	8.0	6.8	UPDATE
INAMED CORP	COM		646	45323510	
EHRMAN WILLIAM ET AL	13D	1/ 4/93	8.0	6.8	RVSION
LA-MAN CORP	COM		82	50399010	
HOARD PHILIP HOWE	13D	9/28/92	9.0	15.4	RVSION
LA-MAN CORP	COM		82	50399010	
HOARD PHILIP HOWE	13D	9/28/92	9.0	15.4	RVSION
LUNN INDS INC	COM		708	55042510	
LAMOTTE KARIN	13D	2/ 4/93	16.4	5.4	UPDATE
LUNN INDS INC	COM		708	55042510	
LAMOTTE KARIN	13D	2/ 4/93	16.4	5.4	RVSION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
LYNCH CORP	COM		508	55113710	
GAMCO INVESTORS INC ET AL	13D	3/ 4/93	40.4	43.7	UPDATE
MEM INC	COM		1,081	58587110	
MAYER ELIZABETH C GRANTOR TR	13D	1/ 4/93	42.0	46.2	UPDATE
MINVEN GOLD CORP	COM		5,328	60499410	
WHARF RESOURCES LTD	13D	3/ 8/93	14.0	16.0	UPDATE
MORGAN STANLEY GROUP INC	COM		31,430	61744610	
BEARD ANSON M JR ET AL	13D	2/23/93	41.9	39.5	UPDATE
MORGAN STANLEY GROUP INC	COM		31,430	61744610	
BEARD ANSON M JR ET AL	13D	2/23/93	41.9	39.5	RVSION
PARAGON TRADE BRANDS INC	COM		1,093	70499710	
ATALANTA/SOSNOFF CAPITAL ET AL	13D	2/25/93	10.9	9.7	UPDATE
PARAGON TRADE BRANDS INC	COM		1,093	70499710	
ATALANTA/SOSNOFF CAPITAL ET AL	13D	2/25/93	10.9	9.7	RVSION
PIEDMONT MNG CO	COM		1,625	72017210	
HOMESTAKE MNG CO	13D	7/22/92	10.9	4.2	UPDATE
POGO PRODUCING CO	COM		0	73044810	
SCHLUMBERGER LTD ET AL	13D	3/ 4/93	0.0	5.7	UPDATE
POGO PRODUCING CO	COM		0	73044810	
SCHLUMBERGER LTD ET AL	13D	3/ 4/93	0.0	5.7	RVSION
TCS ENTERPRISES INC	COM		500	87233910	
STICKEL TOM C	13D	2/25/93	11.2	0.0	NEW
TUBOS DE ACERO DE MEXICO SA	COM		3,907	89859299	
ROCCA ROBERTO ET AL	13D	2/15/93	6.9	6.1	UPDATE
TUBOS DE ACERO DE MEXICO SA	COM		3,907	89859299	
ROCCA ROBERTO ET AL	13D	2/15/93	6.9	6.1	RVSION
UNITED MEDICORP INC	COM NEW		993	91085220	
WINTERS JOHN OTIS	13D	3/ 2/93	5.0	0.0	NEW
US FACS CORP	COM		310	91182210	
MORGENS E & WATERFALL B ET AL	13D	2/25/93	5.4	0.0	NEW
US FACS CORP	COM		310	91182210	
MORGENS E & WATERFALL B ET AL	13D	2/25/93	5.4	0.0	RVSION
WEPCO ENERGY CO	COM		10,042	95073710	
ENGLUND GENE H ET AL	13D	2/23/93	18.6	0.0	NEW
ZIEGLER INC	COM		0	98950610	
KELSO MANAGEMENT CO ET AL	13D	3/ 1/93	0.0	9.4	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
AMERICAN PUBLIC LIFE INS CO NEW DAVID A SR ET AL	COM	13D 8/ 1/92	771 N/A	02913710 0.0	NEW
AMNEX INC LYONS DAVID A	COM NEW	13D 2/23/93	336 10.4	03167420 0.0	NEW
AMNEX INC LYONS DAVID A	COM NEW	13D 2/23/93	336 10.4	03167420 0.0	RVSION
AVATAR HLDGS INC SHARP PETER ESTATE OF	COM	13D 2/26/93	2,052 26.0	05349410 26.9	UPDATE
AVATAR HLDGS INC SHARP PETER ESTATE OF	COM	13D 2/26/93	2,052 26.0	05349410 26.9	RVSION
BARRINGER RES INC D.M.F.R. GROUP CO	COM	13D 2/11/93	652 24.7	06850910 0.0	NEW
CHIC BY H I S INC WHIRLPOOL FINL	COM	13D 2/25/93	754 8.6	16711310 0.0	NEW
CHIC BY H I S INC WHIRLPOOL FINL	COM	13D 2/25/93	754 8.6	16711310 0.0	RVSION
COMINCO LTD CAISSE DE DEPOT DU QUEBEC	COM	13D 2/17/93	4,227 5.3	20043510 0.0	NEW
COMINCO LTD CAISSE DE DEPOT DU QUEBEC	COM	13D 2/17/93	4,227 5.3	20043510 0.0	RVSION
CONCORD CAMERA CORP LIFTON ROBERT K ET AL	COM	13D 1/ 4/93	0 0.0	20615610 10.7	UPDATE
DYNAMICS RESH CORP RAND ALBERT	COM	13D 2/14/93	276 5.2	26805710 0.0	NEW
EAGLE EXPL CO COLO BROWN NORMAN K TRUSTEE ET AL	COM	13D 2/17/93	245 8.0	26951010 7.7	UPDATE
EAGLE EXPL CO COLO BROWN NORMAN K TRUSTEE ET AL	COM	13D 2/17/93	245 8.0	26951010 7.7	RVSION
ELCOTEL INC FUNDAMENTAL MGMT CORP	COM	13D 3/ 1/93	761 13.7	28444710 13.8	UPDATE
ELCOTEL INC FUNDAMENTAL MGMT CORP	COM	13D 3/ 1/93	761 13.7	28444710 13.8	RVSION
ELCOTEL INC FUNDAMENTAL MGMT CORP	COM	13D 3/ 1/93	761 13.7	28444710 13.8	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ENVIRONMENT-ONE CORP CENITH PARTNERS L P ET AL	COM 13D	3/ 4/93	419 10.3	29405610 9.2	UPDATE
ENVIRONMENT-ONE CORP CENITH PARTNERS L P ET AL	COM 13D	3/ 4/93	419 10.3	29405610 9.2	RVISION
FERROFLUIDICS CORP MOSKOWITZ RONALD	COM NEW \$0.004 13D	2/23/93	350 6.5	31541420 11.1	UPDATE
FERROFLUIDICS CORP MOSKOWITZ RONALD	COM NEW \$0.004 13D	2/23/93	350 6.5	31541420 11.1	RVISION
FIRST FINL CORP WESTN MD HOLTZMAN SEYMOUR ET AL	COM 13D	2/24/93	65 5.0	32022610 0.0	NEW
FIRST FINL CORP WESTN MD HOLTZMAN SEYMOUR ET AL	COM 13D	2/24/93	65 5.0	32022610 0.0	RVISION
FRESENIUS USA INC ABBOTT LABS	COM 13D	2/24/93	1,750 11.2	35803110 0.0	NEW
FRESENIUS USA INC ABBOTT LABS	COM 13D	2/24/93	1,750 11.2	35803110 0.0	RVISION
GENENTECH INC ROCHE HLDGS INC	COM RED 13D	6/15/92	68,841 61.4	36871020 63.2	RVISION
HABERSHAM ENERGY CO SMITH FRED A	COM 13D	12/18/92	0 0.0	40448910 N/A	UPDATE
HABERSHAM ENERGY CO SMITH FRED A	COM 13D	12/18/92	0 0.0	40448910 N/A	RVISION
HEMACARE CORP MEDICORP INC	COM 13D	2/17/93	400 8.6	42349810 0.0	NEW
HEMACARE CORP MEDICORP INC	COM 13D	2/17/93	400 8.6	42349810 0.0	RVISION
IPSCO INC CAISSE DE DEPOT DU QUEBEC	COM 13D	2/17/93	1,571 9.3	46262210 7.9	UPDATE
IPSCO INC CAISSE DE DEPOT DU QUEBEC	COM 13D	2/17/93	1,571 9.3	46262210 7.9	RVISION
KIRSCHNER MED CORP MINNESOTA MNG MFG	COM 13D	2/22/93	265 8.0	49766010 0.0	NEW
LAKELAND FIN CORP BRETHREN MISSIONARY HERALD	COM 13D	2/12/93	77 5.3	51165610 5.5	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
LAKELAND FIN CORP	COM		77	51165610	
BRETHREN MISSIONARY HERALD	13D	2/12/93	5.3	5.5	RVSION
MARCAM CORP	COM		1,615	56614010	
INTL BUSINESS MACHINES	13D	2/26/93	19.5	0.0	NEW
MARCAM CORP	COM		1,615	56614010	
INTL BUSINESS MACHINES	13D	2/26/93	19.5	0.0	RVSION
MEM INC	COM		1,295	58587110	
BEACH LAURETTE M	13D	1/ 4/93	50.4	48.8	UPDATE
MEM INC	COM		1,503	58587110	
MAYER ELIZABETH C	13D	1/ 4/93	58.5	60.4	UPDATE
MEM INC	COM		1,613	58587110	
MAYER GAY A	13D	1/ 4/93	62.8	60.6	UPDATE
MOUNTAIN MED EQUIP INC	COM		5,820	62422010	
MINNESOTA VALLEY ENGINEERING	13D	2/24/93	99.0	0.0	NEW
NYCAL CORP	COM		15,103	67066010	
CHANNEL HOTELS & PROPERTIES	13D	3/ 1/93	46.9	56.1	UPDATE
OGLEBAY NORTON CO	COM		274	67700710	
FIRST CAROLINA INVESTORS ET AL	13D	2/24/93	10.9	9.9	UPDATE
ORNDA HEALTHCORP	COM		7,105	68685710	
LEVY PAUL S ET AL	13D	3/ 3/93	41.4	30.1	UPDATE
PAN ATLANTIC RE INC	COM		175	69790410	
HOPPER PATRICK W	13D	2/24/93	7.7	5.5	UPDATE
PAUL HARRIS STORES INC	COM		373	70355520	
PAR INVMT PRTNRS ET AL	13D	2/24/93	5.5	0.0	NEW
PAUL HARRIS STORES INC	COM		373	70355520	
PAR INVMT PRTNRS ET AL	13D	2/24/93	5.5	0.0	RVSION
PHOTON TECHNOLOGY INTL INC	COM		167	71937810	
WINDERHAUN MICHAEL	13D	2/17/93	7.5	0.0	NEW
RENT A WRECK AMER INC	COM		1,143	76009810	
SCHWARTZ DAVID	13D	2/26/93	43.0	0.0	NEW
RENT A WRECK AMER INC	COM		1,143	76009810	
SCHWARTZ DAVID	13D	2/26/93	43.0	0.0	RVSION
RKS FINL GROUP INC	COM NEW		250	76599210	
KENDRICK ROBERT W	13D	6/26/92	6.7	0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
SANTA FE ENERGY RES INC	COM		10,211	80201210	
HC ASSOC	13D	2/26/93	11.4	11.4	UPDATE
SANTA FE ENERGY RES INC	COM		10,211	80201210	
HC ASSOC	13D	2/26/93	11.4	11.4	RVSION
SOUTHWEST BANKS INC	COM		160	84478610	
ANDERSON DONALD W	13D	12/14/92	8.3	0.0	RVSION
SOUTHWEST BANKS INC	COM		160	84478610	
ANDERSON DONALD W	13D	12/14/92	8.3	0.0	RVSION
SPECTRUM SIGNAL PROCESSING	COM	EC	806	84799210	
HENRY GEORGE H	13D	6/30/92	12.3	0.0	NEW
SPECTRUM SIGNAL PROCESSING	COM	EC	806	84799210	
HENRY GEORGE H	13D	6/30/92	12.3	0.0	RVSION
STUARTS DEPT STORES INC	COM		2,757	86383910	
NATIONAL WESTMINSTER BANK USA	13D	2/12/93	12.8	12.3	UPDATE
STUARTS DEPT STORES INC	COM		2,757	86383910	
NATIONAL WESTMINSTER BANK USA	13D	2/12/93	12.8	12.3	RVSION
SURVIVAL TECHNOLOGY INC	COM		1,983	86902810	
HERZSTEIN ROBERT E	13D	3/ 1/93	64.1	66.9	UPDATE
SURVIVAL TECHNOLOGY INC	COM		1,983	86902810	
HERZSTEIN ROBERT E	13D	3/ 1/93	64.1	66.9	RVSION
TRANSPORTATION CAPITAL CORP	COM		2,231	89387210	
LNC INVESTMENTS INC ET AL	14D-1	3/ 9/93	94.4	94.4	UPDATE
UNSI CORP	COM		1,158	90312210	
LUSK PETER	13D	1/22/93	52.2	44.8	UPDATE
VERSUS TECHNOLOGY INC	COM		716	92531310	
D.M.F.R. GROUP CO	13D	3/ 8/93	22.0	0.0	NEW
WARNACO GROUP INC	CL A		2,523	93439010	
WACHNER LINDA J	13D	2/11/93	12.5	11.5	RVSION
WARNACO GROUP INC	CL A		2,523	93439010	
WACHNER LINDA J	13D	2/11/93	12.5	11.5	RVSION
WARNACO GROUP INC	CL A		2,523	93439010	
WACHNER LINDA J	13D	2/11/93	12.5	11.5	RVSION
WATSCO INC	CL A		176	94262220	
BUTLER OLIVER M ET AL	13D	2/ 1/93	7.0	15.4	UPDATE