

# sec news digest

Issue 84-164

AUG 23 1984

August 22, 1984

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## U.S. SECURITIES AND EXCHANGE COMMISSION

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### COMMISSION ANNOUNCEMENTS

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#### NOTIFICATION OF ALTERATION OF SYSTEM OF RECORDS

The Commission released a notification of alteration of System of Records SEC-42, Name-Relationship Index System, under the Privacy Act of 1974. This alteration is effective October 1, 1984, assuming OMB approval. (Rel. PA-9)

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### ADMINISTRATIVE PROCEEDINGS

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#### INVESTMENT ADVISERS' REGISTRATION REVOKED; ASSOCIATED PERSON BARRED

The Commission issued an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions against The Archer Group, Incorporated, a registered Houston, Texas investment adviser, and its president, William L. Eddleman, Jr. of Dallas, Texas, formerly of Houston. Archer and Eddleman consented to the findings and sanctions without admitting or denying the allegations in the Commission's Order.

The Commission found that Archer, formerly an investment adviser to two registered investment companies, and Eddleman wilfully violated and/or wilfully aided and abetted violations of the antifraud provisions of the Securities Exchange Act of 1934, the antifraud and recordkeeping provisions of the Investment Advisers Act of 1940, and the affiliated transaction, recordkeeping and pricing provisions of the Investment Company Act of 1940. The respondents also admitted that on April 26, 1983, they were permanently enjoined by reason of the aforementioned violations.

The Order: revoked Archer's registration as an investment adviser; barred Eddleman from association with any investment adviser; prohibited Eddleman from serving in the capacities specified in Section 9(b) of the Investment Company Act; and barred Eddleman from association with any broker or dealer, provided that after one year, he may apply to become associated with a broker or dealer in a limited capacity. (Rel. IA-923)

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### INVESTMENT COMPANY ACT RELEASES

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#### BANKERS NATIONAL LIFE INSURANCE COMPANY

An order has been issued granting Bankers National Life Insurance Company, Bankers National Variable Account B, and BNL Securities Inc. exemptions from the provisions of Sections 26(a) and 27(c)(2) of the Investment Company Act to permit transactions described in the application. (Rel. IC-14103 - Aug. 20)

#### MERRILL LYNCH RETIREMENT BENEFIT FUND, INC.

An order has been issued exempting Merrill Lynch Retirement Benefit Fund, Inc., an open-end, diversified, management investment company, 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. This will permit Applicant to assess a contingent deferred sales charge on redemptions of its shares and to waive the contingent deferred sales charge in certain cases. (Rel. IC-14104 - Aug. 20)

#### PMG HOUSING PARTNERS 1984-II

An order has been issued exempting PMG Housing Partners II, a California limited partnership, from all provisions of the Investment Company Act. (Rel. IC-14105 - Aug. 21)

## HUTTON ADVANTAGED PROPERTIES LIMITED PARTNERSHIP

An order has been issued on an application filed by Hutton Advantaged Properties Limited Partnership (Partnership), a Massachusetts limited partnership, and its general partners, Related Beta Corporation, Hutton Assisted Housing, Inc., and Hutton/Related Associates Limited Partnership, exempting the Partnership from all provisions of the Investment Company Act. (Rel. IC-14106 - Aug. 21)

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## MISCELLANEOUS

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### VICTOR PALMIERI AND COMPANY, INC.

A notice has been issued giving interested persons until September 17 to request a hearing on an application filed by Victor Palmieri and Company, Inc., a registered investment adviser under the Investment Advisers Act of 1940, requesting an order under Section 206A of the Act exempting from Section 205(1) of the Act certain compensation arrangements under a services agreement between Applicant and Baldwin-United Corporation. (Rel. IA-926)

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## SECURITIES ACT REGISTRATIONS

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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 DYCO OIL & GAS PROGRAM 1985-1, 1100 SHELARD TWR, WAYZATA BLVD AT HWY 18, MINNEAPOLIS, MN 55426 (612) 545-2828 - 12,000 (\$69,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-92702 - AUG. 10) (BR. 3 - NEW ISSUE)
- S-18 SPORTECULAR INC, 1853 PENFIELD RD, PENFIELD, NY 14526 - 25,000,000 (\$2,500,000) COMMON STOCK. 12,500,000 (\$3,125,000) COMMON STOCK. (FILE 2-92703-NY - AUG. 10) (BR. 2 - NEW ISSUE)
- S-3 FARMERS NATIONAL BANC CORP /OH/, 20 S BROAD STREET, CANFIELD, OH 44406 (216) 533-3341 - 20,000 (\$460,000) COMMON STOCK. (FILE 2-92731 - AUG. 10) (BR. 1)
- S-8 LUNDY ELECTRONICS & SYSTEMS INC, ONE ROBERT LANE, GLEN HEAD, NY 11545 (516) 671-9000 - 100,000 (\$875,000) COMMON STOCK. (FILE 2-92740 - AUG. 13) (BR. 10)
- S-8 SOUTH CAROLINA ELECTRIC & GAS CO, 1426 MAIN ST, COLUMBIA, SC 29201 (803) 748-3000 - 1,000,000 COMMON STOCK. 10,000,000 (\$10,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-92743 - AUG. 13) (BR. 7)
- S-3 LOUISIANA POWER & LIGHT CO /LA/, 142 DELARONDE ST, NEW ORLEANS, LA 70174 (504) 366-2345 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 2-92745 - AUG. 13) (BR. 7)
- S-14 FIRST BANCSHARES OF LOUISIANA INC, 451 FLORIDA ST, BATON ROUGE, LA 70801 (504) 389-4206 - 17,357,623 (\$225,041,000) COMMON STOCK. (FILE 2-92746 - AUG. 14) (BR. 1)
- S-6 KEMPER TAX EXEMPT INCOME TRUST MULTI STATE SEREIS 10, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92747 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INCOME TRUST MULTI STATE SERIES 11, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92748 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INCOME TRUST MULTI STATE SERIES 12, 120 S LASALLE ST, CHICAGO, IL 60604 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92749 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A21, 120 S LASALLE ST, CHICAGO, IL 60604 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92750 - AUG. 13) (BR. 16 - NEW ISSUE)

- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A22, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92751 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A23, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92752 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A24, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92753 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-6 KEMPER TAX EXEMPT INSURED INCOME TRUST SERIES A25, 120 S LASALLE ST, CHICAGO, IL 60603 - 1,000 (\$1,050,000) UNIT INVESTMENT TRUST. (FILE 2-92754 - AUG. 13) (BR. 16 - NEW ISSUE)
- S-8 INTERMEC CORP, 4405 RUSSELL RD, P O BOX 360602, LYNNWOOD, WA 98046 (206) 743-7036 - 100,000 (\$1,600,000) COMMON STOCK. (FILE 2-92755 - AUG. 14) (BR. 10)
- S-1 HUTTON PRC TECHNOLOGY PARTNERS 2, ONE BATTERY PARK PLZ, NEW YORK, NY 10004 (212) 742-5000 - 100,000 (\$50,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-92756 - AUG. 14) (BR. 3 - NEW ISSUE)
- S-3 NATIONAL MEDICAL ENTERPRISES INC /NV/, 11620 WILSHIRE BLVD, LOS ANGELES, CA 90025 (213) 479-5526 - 30,270 (\$685,010) COMMON STOCK. (FILE 2-92758 - AUG. 14) (BR. 6)
- S-1 BALCOR FILM INVESTORS I, BALCOR PLZ 4849 GOLF RD, SKOKIE, IL 60077 (312) 676-6700 - 72,000 (\$72,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-92759 - AUG. 14) (BR. 12 - NEW ISSUE)
- S-3 MCKESSON CORP, ONE POST ST, SAN FRANCISCO, CA 94104 (415) 983-8300 - 349,775 (\$12,154,681) COMMON STOCK. (FILE 2-92760 - AUG. 14) (BR. 4)
- S-8 EDWARDS A G INC, ONE N JEFFERSON AVE, ST LOUIS, MO 63103 (314) 289-3000 - 241,848 (\$5,532,273) COMMON STOCK. (FILE 2-92762 - AUG. 14) (BR. 11)
- S-3 ALLIED STORES CORP, 1114 AVENUE OF THE AMERICAS, NEW YORK, NY 10036 (212) 764-2000 - 125,000,000 (\$125,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 2-92764 - AUG. 14) (BR. 1)
- S-3 TEXSCAN CORP, 3102 N 29TH AVE, PHOENIX, AZ 85017 (602) 252-5021 - 28,317 (\$237,155) COMMON STOCK. (FILE 2-92771 - AUG. 14) (BR. 7)
- S-8 TEXSCAN CORP, 3102 N 29TH AVE, PHOENIX, AZ 85017 (602) 252-5021 - 400,000 (\$3,350,000) COMMON STOCK. (FILE 2-92772 - AUG. 14) (BR. 7)
- S-8 HOVNANIAN ENTERPRISES INC, 10 RTE 35, PO BOX 500, RED BANK, NJ 07701 (201) 747-7800 - 50,000 (\$500,000) COMMON STOCK. (FILE 2-92773 - AUG. 14) (BR. 10)

REGISTRATIONS EFFECTIVE

- August 3: Hutton/Indian Wells 1984 Energy Income Fund, Ltd., 2-91394.
- August 6: Sentry Investors Variable Account II, 2-87747; Telepictures Corporation, 2-92669.
- August 8: Continental Reserves, Inc., 2-91461-W.
- August 9: Castle & Cooke, Inc., 2-91777; Emery Datagraphic, Inc., 2-91076-D; Optrotech, Ltd., 2-92065.
- August 10: Central Financial Group, Inc., 2-91789; East Park IV, Ltd., 2-91954-D; Scientific Biomedical Applications, Inc., 2-90942-NY.
- August 13: Alliance Well Service, Inc., 2-90943; Magic Years Child Care and Learning Centers, Inc., 2-90415-W; National Medical Centers, 2-88299-LA; Partsource Inc., 2-91208-D.
- August 14: Makita Electric Works, Ltd., 2-91902; Merrill Lynch & Co., Inc., 2-92680; National Pizza Company, 2-91886.
- August 15: Norwood Capital Corp., 2-92161-NY.
- August 16: Cheney Resources, Inc., 2-90725; Jones/Rosflex Systems, Inc., 2-91243; Keystone Camera Products Corp., 2-89180; The LTV Corporation, 2-92637.
- August 17: American Healthcare Management, Inc., 2-92027; Grumman Corporation, 2-92697, 2-92698.

## 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
TPC COMMUNICATIONS INC SCHEIMAN ANJETTE L	COM	13D	7/24/84	224 10.0	87261510 0.0	NEW
TPC COMMUNICATIONS INC SCHEIMAN FREDERICK B	COM	13D	7/24/84	434 19.3	87261510 9.3	UPDATE
TPC COMMUNICATIONS INC SCHEIMAN JEFFREY L	COM	13D	7/24/84	224 10.0	87261510 0.0	NEW
TPC COMMUNICATIONS INC SOS PRODUCTIONS INC	COM	13D	7/24/84	224 10.0	87261510 0.0	NEW
WISCONSIN SOUTHN GAS CO STRAZ DAVID A JR	COM	13D	8/ 9/84	33 7.1	97704510 6.0	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.

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
SAB HARMON INDUSTRIES INC	2,7	08/01/84
SECURITY PACIFIC CORP	5,7	08/07/84
SOUTHERN CO	5	08/15/84
SOUTHLAND CORP	5,7	08/02/84
STEARNS MANUFACTURING CO	1	07/30/84
TELECOM PLUS INTERNATIONAL INC	2,5,7	08/02/84
TEXAS EASTERN CORP	2,7	08/01/84
UNITED ENERGY TECHNOLOGIES INC	1,2	07/17/84
UNITED STATES MUTUAL REAL ESTATE INVESTM	5,7	08/15/84
VALLEY INDUSTRIES INC	5,7	08/10/84
VIATECH INC	2,7	07/26/84
WESTERN PREFERRED CORP	2,7	08/10/84
WOLVERINE ALUMINUM CORP	2	08/09/84