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COMMISSION ANNOUNCEMENTS

U.S. SECURITIES
EXCHANGE COMMISSION

PAUL GONSON APPOINTED ACTING GENERAL COUNSEL

On December 29, Chairman Breeden announced the appointment of Paul Gonson as Acting General Counsel of the Securities and Exchange Commission. Mr. Gonson will hold the position of Acting General Counsel until a replacement is named to succeed James R. Doty, who returned to private law practice earlier this month. (Press Rel. 92-48)

ADMINISTRATIVE PROCEEDINGS

NASD ACTION AGAINST THOMAS FOTI AFFIRMED

The Commission has affirmed NASD disciplinary action against Thomas S. Foti of Tucson, Arizona. Foti was a salesman for Anchor National Financial Services, Inc. (Anchor), an NASD member firm. The NASD censured Foti, fined him \$5,000 and suspended him from acting in any capacity with any NASD member for one business day.

The Commission found that Foti caused to be published in late May and early June 1989 a misleading and exaggerated advertisement in Tucson area newspapers. The advertisement, which invited readers to attend an investment seminar, created the impression that seminar participants would learn about a single investment product that would yield 12% per annum, be tax-free and guarantee both principal and interest. In fact, these attributes belonged to three separate investment products that Foti omitted to identify in the advertisement. The Commission found that Foti's advertisement functioned as a "bait-and-switch" device that "lured potential investors to the seminar by creating illusory promises of a single, ideal investment vehicle." The Commission also found that Foti failed to obtain the approval of a registered principal or other designee of Anchor prior to publishing the advertisement. In affirming the NASD's sanctions against Foti, the Commission stated that the sanctions imposed were appropriate in light of Foti's serious misconduct, his lack of candor before the NASD and the public interest of "specific and general deterrence". (Rel. 34-31646)

NASD ACTION AGAINST MERITQUEST GROUP AND CARL YOUNG, JR. AFFIRMED

The Commission has affirmed NASD disciplinary action against Meritquest Group, Inc., a Glendale, California member firm, and Carl Everett Young, Jr., its president and sole registered principal. The NASD censured respondents, fined them \$3,500, jointly and severally, and suspended Young from association with any member for 30 days.

The Commission found, as had the NASD, that from July 1986 through March 1991 respondents failed to obtain a required blanket fidelity bond for the firm covering the activities of its employees. The Commission also found that for part of that period Young engaged in a course of conduct designed to mislead the NASD with respect to the firm's coverage. Rejecting respondents' contention that the sanctions assessed by the NASD should be set aside, the Commission found the sanctions "relatively lenient" in light of respondents' continuing indifference to regulatory requirements and, "even more disturbing," a deliberate effort to deceive the NASD. (Rel. 34-31647)

AMEX ACTION AGAINST JAMES WELCH AFFIRMED

The Commission has affirmed American Stock Exchange (Amex) disciplinary action against James E. Welch of Metairie, Louisiana. Welch was a salesman for Paine Webber, Inc., an Amex member firm. The Amex censured Welch and permanently barred him from Amex membership or association with an Amex member.

The Commission found that Welch effected unauthorized options trades between June 1982 and October 1983 and effected unauthorized stock trades in July 1983. Specifically, Welch placed positions in at least 650 call options in six different accounts without the prior knowledge or authorization of the customers who owned those accounts. In one case, he transferred call options purchased for one customer to another customer's account by changing account numbers. Welch also bought call options for customers who had no experience or desire to trade in the options, without the customers' authorization, knowledge or consent. In affirming the Amex's sanctions against Welch, the Commission found that Welch had repeatedly engaged in unauthorized trading. In light of this highly serious misconduct, the Commission found that the permanent bar, the maximum penalty the Amex is permitted to impose, was neither excessive nor oppressive. (Rel. 34-31648)

NYSE DISCIPLINARY ACTION AGAINST DANIEL TUROV SUSTAINED

The Commission found that Daniel Turov, a former registered representative with Dean Witter Reynolds, Inc., engaged in conduct inconsistent with just and equitable principles of trade. Turov deposited zero coupon bonds in accounts he maintained at Dean Witter. Dean Witter valued the bonds as full coupon, rather than zero coupon, bonds. Turov, who was a sophisticated and knowledgeable trader, failed to inform Dean Witter of its error. Instead, he took advantage of the erroneously inflated equity in the account both by transferring funds into his personal account and by withdrawing funds at times when he knew or had reason to know there were not sufficient funds in the accounts. The NYSE found that Turov's actions contributed to an unsecured debit of more than \$300,000 at the firm.

The Commission sustained the permanent bar imposed on Turov by the NYSE, noting that Turov's misconduct involved a pattern of violations which continued over a long period of time and caused substantial loss to his employer. (Rel. 34-31649)

COMMISSION REVOKES REGISTRATION OF U.S. MINT

The Commission has ordered the registration of U.S. Mint's common stock with the Commission be revoked. The Commission accepted an offer of settlement submitted by U.S. Mint in which it consented to the order revoking its registration with the Commission. U.S. Mint is in Chapter 7 bankruptcy proceedings and no longer has any business operations. The Commission had previously instituted administrative proceedings pursuant to Section 12(j) of the Exchange Act against U.S. Mint for its failure to file required annual and quarterly reports with the Commission. (Rel. 34-31650)

NASD ACTION AGAINST KOCHCAPITAL, INC., RUSSELL KOCH AND DONALD JONES AFFIRMED

The Commission has affirmed sanctions imposed by the NASD on Kochcapital, Inc., an Issaquah, Washington brokerage firm, Russell Gordon Koch and Donald William Jones. Koch was President of Kochcapital and Jones was the firm's senior registered options principal. The NASD censured respondents, fined Kochcapital and Koch \$244,000, and Jones \$20,000, expelled Kochcapital from membership, barred Koch from associating with any member firm, required Jones to requalify as a general securities principal and required Kochcapital to offer customers rescission.

The Commission affirmed the NASD's findings that respondents violated the Commission's cold call rule and failed to supervise the firm's compliance with the rule. Respondents effected numerous trades in the securities of seven different issuers whose securities were "designated securities" within the meaning of the rule without obtaining the required written suitability statements and agreements from customers. Further, the firm did not have an adequate basis for determining not to treat the securities of six of the issuers as "designated securities."

In affirming the sanctions imposed by the NASD, the Commission observed that "Koch and the firm engaged in a deliberate and concerted effort to avoid compliance with Rule 15c2-6." (Rel. 34-31652)

PROCEEDINGS INSTITUTED AGAINST JAMES RENNERT

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against James A. Rennert, who was formerly associated with Capital First Securities, Inc., a registered broker/dealer located in Dallas, Texas. The Order for Public Proceedings alleges that Rennert was permanently enjoined from further violations of the antifraud provisions of the federal securities laws. The order further alleges that Rennert participated in the offer and sale of Booster Corp. stock to prospective investors through the use of false, misleading and incomplete statements of material facts concerning among other things the risks and expected return from an investment in Booster stock.

A hearing will be scheduled to take evidence on the staff's allegations and to afford the respondents an opportunity to present any defenses. The purpose of the hearing is to determine whether the allegations are true and whether any remedial action should be ordered by the Commission. (Rel. 34-31653)

REBECCA MENDENHALL AND MICHAEL RENNERT SANCTIONED

The Commission instituted public administrative proceedings under the Securities Exchange Act of 1934 against Rebecca M. Mendenhall (Mendenhall) and Michael P. Rennert (Rennert). Mendenhall and Rennert were formerly associated with Capital First Securities, Inc. (CFS), a now defunct broker-dealer. Simultaneously, the Commission accepted Mendenhall's and Rennert's Offers of Settlement, in which they agreed to bars from association with any broker, dealer, investment company, investment adviser or municipal securities dealer.

The proceedings against Mendenhall and Rennert were based on findings that each of them had been enjoined in U.S. District Court for the Northern District of Texas from violating the antifraud provisions of the securities laws. The Commission's complaint in the civil action alleged among other things that Mendenhall and Rennert arranged for the false closing of an "all or none" offering of securities and that Rennert caused CFS to charge excessive undisclosed mark-ups in connection with the offer and sale of securities. (Rels. 34-31654, Michael Rennert; 34-31655, Rebecca M. Mendenhall)

ADMINISTRATIVE PROCEEDINGS AGAINST RICHARD CHRISTENSON

The Commission instituted public administrative proceedings pursuant to Section 21C of the Securities Exchange Act of 1934 to determine whether Richard L. Warner violated or caused violations of Sections 10(b), 13(a), 13(g), 14(a), and 16(a) of the Exchange Act and Rules 10b-5, 12b-20, 13a-1, 13d-1, 13d-2, 14a-3, and 16a-1 thereunder, and whether Richard A. Christenson violated or caused violations of Section 10(b) and Rule 10b-5 thereunder. Warner and Christenson consented to the entry of the findings set forth in the Order without admitting or denying the matters set forth therein.

This matter involves trading of Warner, Chairman of the Board of Alpnet, Inc., in violation of the antifraud provisions of the Securities Exchange Act over the period from June 1987 through December 1989. Warner carried out a "marking the close" scheme by making frequent purchases of small blocks of Alpnet stock at or near the end of the trading day in an effort to move the quoted price from the bid to the offer side of the market. Warner controlled and directed the Alpnet trading in numerous nominee accounts, including seven accounts of his friend, Christenson. Warner purchased 122,400 Alpnet shares in 334 separate trades through Christenson's accounts over a 26-month period ending in December 1989. (Rel. 34-31656)

ADMINISTRATIVE ORDERS ENTERED AGAINST LEE A. HADDAD, ANDREW COHEN, JEFFREY BROOKS SECURITIES, INC., JEFFREY BROOKS AND DAVID BROOKS

The Commission instituted public administrative proceedings against Lee A. Haddad (Haddad), Andrew Cohen (Cohen), Jeffrey Brooks Securities, Inc. (JBS), Jeffrey Brooks and David Brooks pursuant to Section 15 of the Securities Exchange Act of 1934 (Exchange Act). Simultaneously, Haddad, Cohen, JBS, Jeffrey Brooks and David Brooks submitted offers of settlement which the Commission accepted.

The Commission's Orders find among other things that Haddad, an employee of Morgan Stanley and Company, and Cohen, a registered representative at JBS, engaged in an unlawful insider trading scheme. The Commission's Order against JBS, Jeffrey Brooks and David Brooks finds among other things that JBS, Jeffrey Brooks and David Brooks controlled Cohen within the meaning of Section 21A of the Exchange Act and that these respondents failed to prevent Cohen's securities law violations.

The Commission ordered that Haddad and Cohen be permanently barred from association with any broker, dealer, municipal securities dealer, investment advisor or investment company. The Commission ordered that David Brooks be barred from association with any broker, dealer, municipal securities dealer, investment advisor or investment company provided that after a period of five years from the date of the Order he may so apply to become so associated. In addition, the Commission ordered that Jeffrey Brooks be prohibited from acting in a supervisory capacity with respect to any employee of any broker, dealer, municipal securities dealer, investment advisor or investment company for a period of one year. The Commission further ordered that JBS institute and maintain procedures pursuant to Section 15(F) of the Exchange Act. (Rel. 34-31657 - Jeffrey Brooks Securities, Inc., Jeffrey Brooks and David Brooks; 34-31658 - Andrew Cohen; 34-31659 - Lee A. Haddad)

HOLDING COMPANY ACT RELEASES

EASTERN UTILITIES ASSOCIATES, ET AL.

An order has been issued authorizing a proposal by Eastern Utilities Associates (EUA), a registered holding company, and its wholly owned subsidiaries, EUA Power Corporation (EUA Power), EUA Service Corporation and Montaup Electric Company. EUA Power filed for protection under Chapter 11 of the United States Bankruptcy Code on February 28, 1991 and has since been operating its business as a debtor-in-possession. EUA, EUA Power and the officially appointed Bondholders Committee in EUA Power's bankruptcy proceeding have entered into a settlement agreement to resolve various matters currently in dispute, as well as any and all other issues and claims that exist among the parties. The applicants request authorization to engage in certain transactions contemplated by the proposed settlement agreement. (Rel. 35-25719)

CENTRAL AND SOUTH WEST CORPORATION, ET AL.

A supplemental order has been issued authorizing a proposal by Central and South West Corporation, a registered holding company, Central Power and Light Company, a wholly-owned electric utility subsidiary company of CSW, and CSW Credit, Inc. (Credit), a wholly-owned nonutility subsidiary company of CSW. The applicants were previously authorized to borrow up to \$650 million and to use such funds to acquire accounts receivable of Houston Lighting & Power Company (HLP). Credit now proposes to sell, either through direct sales or market-based participations, a sufficient amount of accounts receivable acquired from HLP to unrelated third parties in order to comply with the 50% restriction to which Credit is currently subject. (Rel. 35-25720)

NORTHEAST UTILITIES, ET AL.

An order has been issued authorizing a proposal by Northeast Utilities (Northeast), a registered holding company, its wholly owned subsidiary, Charter Oak Energy, Inc. (Charter Oak), and a wholly owned subsidiary of Charter Oak, Charter Oak Development Corporation (COE Development). Northeast, Charter Oak, and COE Development propose to form Charter Oak Windpower Corporation, invest \$10 million therein and acquire two 33% interests, through limited partnerships, in two qualifying small power production facilities located in California. Under the proposal, Northeast, Charter Oak, and COE Development also intend to engage in preliminary development activities relative to qualifying small power production facilities throughout the United States. (Rel. 35-25721)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change (SR-NASD-92-40) submitted by the National Association of Securities Dealers providing for an increase in the value limit from \$50 to \$100 of a gratuity or anything of value that an NASD member or associated person may give to another without obtaining the prior written consent of the recipient's employer. Publication of the proposal is expected in the Federal Register during the week of December 28. (Rel. 34-31662)

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 ENHANCE FINANCIAL SERVICES GROUP INC, 335 MADISON AVE, NEW YORK, NY 10017
(212) 983-3100 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SEC CORP, MERRILL LYNCH & CO, SALOMON BROTHERS INC. (FILE
33-55958 - DEC. 18) (BR. 10)
- S-1 CASTLE & COOKE HOMES INC, 10900 WILSHIRE BLVD 16TH FLR, LOS ANGELES, CA 90024
(212) 879-6600 - 5,750,000 (\$103,500,000) COMMON STOCK. UNDERWRITER:
GOLDMAN SACHS & CO, MERRILL LYNCH & CO. (FILE 33-55960 - DEC. 18) (BR. 6 - NEW ISSUE)
- S-4 MEDICAL RESOURCE COMPANIES OF AMERICA, 4265 KELLWAY CIRCLE, ADDISON, TX 75244
(214) 407-8400 - 4,000,000 (\$8,166,665) COMMON STOCK. (FILE 33-55968 - DEC. 21)
(BR. 12)
- S-4 HOLOPAK TECHNOLOGIES INC, 9 COTTERS LANE, EAST BRUNSWICK, NJ 08816 (908) 238-2883 -
4,023,444 (\$362,110) COMMON STOCK. (FILE 33-55974 - DEC. 21) (BR. 8)

REGISTRATIONS CONTINUED

- S-8 STERIS CORP, 9450 PINENEEDLE DR, MENTOR, OH 44060 (216) 354-2600 - 100,000 (\$1,587,500) COMMON STOCK. (FILE 33-55976 - DEC. 21) (BR. 8)
- S-2 NATURES BOUNTY INC, 90 ORVILLE DR, BOHEMIA, NY 11716 (516) 567-9500 - 2,918,125 (\$58,362,500) COMMON STOCK. (FILE 33-55978 - DEC. 21) (BR. 4)
- S-8 REVELL MONOGRAM INC, 8601 WAUKEGAN RD, MORTON GROVE, IL 60053 (708) 966-3500 - 432,434 (\$2,199,596) COMMON STOCK. (FILE 33-55980 - DEC. 21) (BR. 11)
- S-3 MIDWEST POWER SYSTEMS INC/IA/, 666 GRAND AVE, P O BOX 657, DES MOINES, IA 50303 (515) 242-4300 - 750,000,000 (\$750,000,000) MORTGAGE BONDS. (FILE 33-55982 - DEC. 21) (BR. 8)
- S-8 ECOLAB INC, ECOLAB CTR, ST PAUL, MN 55102 (612) 293-2233 - 80,000 (\$2,890,000) COMMON STOCK. (FILE 33-55984 - DEC. 21) (BR. 1)
- S-8 ECOLAB INC, ECOLAB CTR, ST PAUL, MN 55102 (612) 293-2233 - 1,200,000 (\$43,350,000) COMMON STOCK. (FILE 33-55986 - DEC. 21) (BR. 1)
- S-8 INSITUFORM TECHNOLOGIES INC, 3315 DEMOCRAT RD, P O BOX 181071, MEMPHIS, TN 38118 (901) 363-2105 - 1,125,876 (\$6,740,696) COMMON STOCK. (FILE 33-55988 - DEC. 21) (BR. 10)
- S-3 SYNBIOTICS CORP, 11011 VIA FRONTERA, SAN DIEGO, CA 92127 (619) 451-3771 - 164,706 (\$535,294) COMMON STOCK. (FILE 33-55990 - DEC. 21) (BR. 4)
- S-8 SYNBIOTICS CORP, 11011 VIA FRONTERA, SAN DIEGO, CA 92127 (619) 451-3771 - 400,000 (\$1,300,000) COMMON STOCK. (FILE 33-55992 - DEC. 21) (BR. 4)
- S-8 NABORS INDUSTRIES INC, 515 W GREENS RD STE 1200, HOUSTON, TX 77067 (713) 874-0035 - 1,200,000 (\$6,600,000) COMMON STOCK. (FILE 33-56000 - DEC. 18) (BR. 3)
- S-8 ALIAS RESEARCH INC, 110 RICHMOND ST E, TORONTO CANADA M5C 1P1, A6 (416) 362-9181 - 1,000,000 (\$3,750,000) COMMON STOCK. (FILE 33-56002 - DEC. 18) (BR. 9)
- S-8 GALOOB LEWIS TOYS INC /DE/, 500 FORBES BLVD, SOUTH SAN FRANCISCO, CA 94080 (415) 952-1678 - 800,000 (\$2,650,000) COMMON STOCK. (FILE 33-56004 - DEC. 18) (BR. 12)
- S-8 SMITHKLINE BEECHAM PLC, NEW HORIZONS COURT, BRENTFORD, MIDDLESEX TW8 9EP ENGLAND, XO - 11,900,000 (\$96,836,250) COMMON STOCK. (FILE 33-56006 - DEC. 18) (BR. 4)
- S-3 CST ENTERTAINMENT IMAGING INC, 6171 W CENTURY BLVD 2ND FL, LOS ANGELES, CA 90045 (213) 417-3444 - 3,399,394 (\$6,798,788) COMMON STOCK. (FILE 33-56008 - DEC. 18) (BR. 12)
- S-4 FIRST SECURITY CORP /DE/, 79 S MAIN ST, PO BOX 30006, SALT LAKE CITY, UT 84130 (801) 350-5706 - 705,000 (\$6,112,350) COMMON STOCK. (FILE 33-56010 - DEC. 21) (BR. 2)
- S-8 UNITED NATIONAL BANCORPORATION, 15 S MAIN ST, PO BOX 1120, CHAMBERSBURG, PA 17201 (717) 267-1776 - 100,000 (\$1,745,000) COMMON STOCK. (FILE 33-56014 - DEC. 21) (BR. 2)
- S-8 ELECTRO CATHETER CORP, 2100 FELVER CT, RAHWAY, NJ 07065 (908) 382-5600 - 425,000 (\$1,122,000) COMMON STOCK. (FILE 33-56016 - DEC. 21) (BR. 8)
- S-8 GRAPHIC INDUSTRIES INC, 2155 MONROE DR NE, ATLANTA, GA 30324 (404) 874-3327 - 400,000 (\$2,650,000) COMMON STOCK. (FILE 33-56018 - DEC. 21) (BR. 12)

REGISTRATIONS CONTINUED

- S-8 MAXUM HEALTH CORP, 14850 QUORUM DR STE 400, DALLAS, TX 75240 (214) 716-6200 - 250,000 (\$1,062,500) COMMON STOCK. (FILE 33-56020 - DEC. 21) (BR. 5)
- S-8 EXTEN INDUSTRIES INC, 1660 HOTEL CIR N, STE 718, SAN DIEGO, CA 92108 (619) 294-8001 - 15,000 (\$90,000) COMMON STOCK. (FILE 33-56022 - DEC. 21) (BR. 11)
- S-8 WHITNEY HOLDING CORP, 228 ST CHARLES AVE, NEW ORLEANS, LA 70130 (504) 586-7272 - 335,000 (\$12,311,250) COMMON STOCK. (FILE 33-56024 - DEC. 18) (BR. 1)
- S-8 FIRST MISSISSIPPI CORP, 700 NORTH ST/PO BOX 1249, JACKSON, MS 39202 (601) 948-7550 - 85,937 (\$85,937.50) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-56026 - DEC. 21) (BR. 1)
- F-6 AUTOMATED SECURITY HOLDINGS PLC, 25 26 HAMPSTEAD HIGH ST, LONDON ENGLAND NW3 1QA, XO - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-56030 - DEC. 21) (NEW ISSUE)
- S-3 GENERAL MILLS INC, NUMBER ONE GENERAL MILLS BLVD, MINNEAPOLIS, MN 55426 (612) 540-2311 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-56032 - DEC. 21) (BR. 4)
- S-2 ICC TECHNOLOGIES INC, 441 N FIFTH ST STE 102, PHILADELPHIA, PA 19123 (215) 625-0700 - 300,000 (\$649,106) COMMON STOCK. (FILE 33-56034 - DEC. 21) (BR. 9)
- S-8 EASEL CORP, 25 CORPORATE DR, BURLINGTON, MA 01803 (617) 221-2100 - 293,428 (\$130,734) COMMON STOCK. (FILE 33-56040 - DEC. 18) (BR. 9)
- F-6 BRIDGESTONE CORP/ADR/, 280 PARK AVE, C/O BANKERS TRUST CO, NEW YORK, NY 10015 (212) 250-2500 - 100,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-56066 - DEC. 21)
- F-6 SIEMENS AG /ADR/, 280 PARK AVE, C/O BANKERS TRUST CO, NEW YORK, NY 10015 (212) 454-1207 - 100,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-56068 - DEC. 21) (BR. 0)
- F-6 OMRON CORP /ADR/, 277 PARK AVE, C/O CHEMICAL BANK, NEW YORK, NY 10172 (212) 250-2500 - 100,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-56070 - DEC. 21) (BR. 0)
- F-6 SANYO SECURITIES CO LTD /ADR/, 280 PARK AVE, C/O BANKERS TRUST CO, NEW YORK, NY 10015 (212) 454-1207 - 100,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-56072 - DEC. 21)
- S-3 GRANCARE INC, 300 CORPORATE POINTE-STE 300, CULVER CITY, CA 90230 (310) 645-1555 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. UNDERWRITER: KIDDER PEABODY & CO INC, MORGAN KEEGAN & CO INC, PAINEWEBBER INC. (FILE 33-56076 - DEC. 21) (BR. 5)
- S-3 GRANCARE INC, 300 CORPORATE POINTE-STE 300, CULVER CITY, CA 90230 (310) 645-1555 - 1,102,467 (\$25,224,445) COMMON STOCK. (FILE 33-56078 - DEC. 21) (BR. 5)
- S-8 FLEET CALL INC, 201 ROUTE 17 NORTH, RUTHERFORD, NJ 07070 (201) 438-1400 - 5,747,899 (\$93,762,602) COMMON STOCK. (FILE 33-56080 - DEC. 21) (BR. 7)

REGISTRATIONS CONTINUED

- S-3 CATELLUS DEVELOPMENT CORP, 201 MISSION ST, SAN FRANCISCO, CA 94105 (415) 974-4500 - 1,638,750 (\$81,937,500) PREFERRED STOCK. UNDERWRITER: MERRILL LYNCH PIERCE FENNER & SMITH INC, MORGAN STANLEY & CO INC. (FILE 33-56082 - DEC. 21) (BR. 6)
- S-8 BALTIMORE GAS & ELECTRIC CO, GAS & ELECTRIC BLDG, CHARLES CTR, BALTIMORE, MD 21201 (410) 783-5920 - 150,000,000 (\$150,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-56084 - DEC. 21) (BR. 7)
- S-4 KEYCORP, ONE KEYCORP PLZ, PO BOX 88, ALBANY, NY 12201 (518) 486-8000 - 616,885 (\$4,457,000) COMMON STOCK. (FILE 33-56086 - DEC. 21) (BR. 1)
- S-8 VIACOM INC, 200 ELM ST, DEDHAM, MA 02026 (617) 461-1600 - 177,897 (\$6,893,508) COMMON STOCK. (FILE 33-56088 - DEC. 21) (BR. 7)
- S-2 CENTRAL JERSEY FINANCIAL CORP, 591 CRANBURY RD, EAST BRUNSWICK, NJ 08816 (908) 254-6600 - 8,625,000 (\$8,625,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-56098 - DEC. 21) (BR. 2)
- S-8 STAR STATES CORP, 838 MARKET ST, WILMINGTON, DE 19899 (302) 792-6000 - 1,000,000 (\$2,319,616) COMMON STOCK. (FILE 33-56108 - DEC. 21) (BR. 2)
- S-4 REPUBLIC BANCORP INC, 1070 EAST MAIN ST, OWOSSO, MI 48867 (517) 725-7337 - 3,373,400 (\$29,095,575) COMMON STOCK. (FILE 33-56112 - DEC. 21) (BR. 2)
- S-3 AIR EXPRESS INTERNATIONAL CORP /DE/, 120 TOKENEKE RD, DARIEN, CT 06820 (203) 655-7900 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-56114 - DEC. 22) (BR. 4)
- F-1 AUSTRALIA & NEW ZEALAND BANKING GROUP LTD, 55 COLLINS ST MELBOURNE, VICTORIA 3000 AUSTRALIA, C3 - 200,000,000 (\$200,000,000) FOREIGN COMMON STOCK. (FILE 33-56116 - DEC. 22) (BR. 1)
- S-3 UNION PLANTERS CORP, 7130 GOODLETT FARMS PKWY, CORDOVA, TN 38018 (901) 383-6000 - 397,752 (\$13,125,816) PREFERRED STOCK. (FILE 33-56126 - DEC. 22) (BR. 1)
- S-2 NORTH CAROLINA NATURAL GAS CORP, 150 ROWAN ST, FAYETTEVILLE, NC 28301 (919) 483-0315 - 825,000 (\$19,494,750) COMMON STOCK. (FILE 33-56164 - DEC. 17) (BR. 7)
- S-4 READE DUANE, 49 29 30TH PLACE, LONG ISLAND, NY 11101 (718) 784-8503 - 90,000,000 (\$90,000,000) STRAIGHT BONDS. (FILE 33-55886 - DEC. 18) (BR. 4 - NEW ISSUE)
- S-8 LITTLEFUSE INC, 800 EAST NORTHWEST HIGHWAY, DES PLAINES, IL 60016 (708) 824-1188 - 500,000 (\$8,125,000) COMMON STOCK. (FILE 33-55942 - DEC. 22) (BR. 3)
- S-11 MANUFACTURED HOME COMMUNITIES INC, TWO NORTH RIVERSIDE PLAZA, CHICAGO, IL 60606 (312) 454-0100 - 5,060,000 (\$130,295,000) COMMON STOCK. UNDERWRITER: MERRILL LYNCH PIERCE FENNER & SMITH INC, SHEARSON LEHMAN BROTHERS INC. (FILE 33-55994 - DEC. 21) (BR. 5 - NEW ISSUE)
- S-6 MUNICIPAL SECURITIES TRUST SERIES 54 & MULTI STATE SERIES 43, 245 PARK AVE, NEW YORK, NY 10167 - INDEFINITE SHARES. DEPOSITOR: BEAR STEARNS & CO INC, GRUNTAL & CO INC. (FILE 33-55996 - DEC. 21) (BR. 16 - NEW ISSUE)
- S-6 KEMPER CORPORATE BOND TRUST SERIES 1, 77 WEST WACKER DRIVE 5TH FLR, CHICAGO, IL 60601 - INDEFINITE SHARES. DEPOSITOR: KEMPER UNIT INVESTMENT TRUSTS. (FILE 33-56012 - DEC. 21) (BR. 16 - NEW ISSUE)

REGISTRATIONS CONTINUED

- N-1A VALUE LINE SMALL CAP GROWTH FUND INC, 711 3RD AVE, NEW YORK, NY 10017 (212) 687-3965
- INDEFINITE SHARES. (FILE 33-56028 - DEC. 21) (BR. 16)
- S-3 V F CORP /PA/, 1047 N PARK RD, WYOMISSING, PA 19610 (215) 378-1151 - 4,600,000
(\$243,800,000) COMMON STOCK. (FILE 33-56036 - DEC. 22) (BR. 7)
- S-1 LAMONTS APPAREL INC, 3650 131ST AVE SE, BELLEVUE, WA 98006 (206) 562-8386 - 710,347
(\$3,828,770) WARRANTS, OPTIONS OR RIGHTS. 8,850,664 (\$48,252,750) COMMON STOCK.
(FILE 33-56038 - DEC. 22) (BR. 2)
- S-8 SILICON GENERAL INC, 85 W TASMAN DR, SAN JOSE, CA 95134 (408) 943-9403 - 1,000,000
(\$9,625,000) COMMON STOCK. (FILE 33-56042 - DEC. 22) (BR. 7)
- S-8 SHOWBOAT INC, 2800 E FREMONT ST, LAS VEGAS, NV 89104 (702) 792-7000 - 120,000
(\$1,456,750) COMMON STOCK. (FILE 33-56044 - DEC. 18) (BR. 11)
- S-3 CENTURA BANKS INC, 134 NORTH CHURCH ST, ROCKY MOUNT, NC 27804 (919) 977-4400 -
317,964 (\$6,120,807) COMMON STOCK. (FILE 33-56050 - DEC. 22) (BR. 1)
- S-8 MICROTERRA INC, 621 N W 53RD ST STE 370, BOCA RATON, FL 33487 (407) 997-2280 -
250,000 (\$250,000) COMMON STOCK. (FILE 33-56052 - DEC. 22) (BR. 8)
- S-8 KETEMA INC, 501 SOUTH CHERRY ST, SUITE 600, DENVER,, CO 80222 (303) 331-0940 -
170,000 (\$1,848,750) COMMON STOCK. (FILE 33-56054 - DEC. 22) (BR. 6)
- S-8 FUTURE COMMUNICATIONS INC, 11407 EMERALD RD STE 109, DALLAS, TX 75229 (214) 243-2267
- 25,000 (\$100,000) COMMON STOCK. (FILE 33-56056 - DEC. 22) (BR. 12)
- S-8 HEALTH EQUITY PROPERTIES INC, 915 WEST 4TH ST, P O BOX 348, WINSTON SALEM, NC 27102
(919) 723-7580 - 564,927 (\$4,978,419) COMMON STOCK. (FILE 33-56058 - DEC. 22) (BR. 6)
- S-8 ALPHA BETA TECHNOLOGY INC, THREE BIOTECH PARK, ONE INNOVATION DR, WORCESTER, MA
01605 (508) 798-6900 - 748,000 (\$3,218,490) COMMON STOCK. (FILE 33-56060 - DEC. 22)
(BR. 4)
- S-1 PROXIMA CORP, 6610 NANCY RIDGE DRIVE, SAN DIEGO, CA 92121 (619) 457-5500 -
2,070,000 (\$26,910,000) COMMON STOCK. UNDERWRITER: SHEARSON LEHMAN BROTHERS INC,
SOUNDVIEW FINANCIAL GROUP INV, UNTERBERG HARRIS. (FILE 33-56064 - DEC. 21) (BR. 3
- NEW ISSUE)
- N-1A NICHOLAS APPLGATE MUTUAL FUNDS, 501 WEST BROADWAY STE 2000, SAN DIEGO, CA 92101 -
INDEFINITE SHARES. (FILE 33-56094 - DEC. 21) (BR. 16 - NEW ISSUE)
- N-2 HYPERION 2005 INVESTMENT GRADE OPPORTUNITY TERM TRUST INC, 520 MADISON AVE,
NEW YORK, NY 10022 (212) 980-8400 - 6,900,000 (\$69,000,000) COMMON STOCK. UNDERWRITER:
KIDDER PEABODY & CO INC, PRUDENTIAL SECURITIES INC, SMITH BARNEY HARRIS UPHAM & COIN.
(FILE 33-56096 - DEC. 21) (BR. 17 - NEW ISSUE)
- N-2 PREFERRED INCOME MANAGEMENT FUND INC, C/O FLAHERTY & CRUMRINE INC,
301 E COLORADO BLVD STE 720, PASADENA, CA 91101 (818) 795-7300 - 4,600,000
(\$69,000,000) COMMON STOCK. UNDERWRITER: SHEARSON LEHMAN BROTHERS INC. (FILE
33-56102 - DEC. 21) (BR. 18 - NEW ISSUE)
- S-1 WITTER DEAN DISCOVER & CO, TWO WORLD TRADE CENTER, NEW YORK, NY 10048 (212) 392-2222
- 33,825,000 (\$744,150,000) COMMON STOCK. (FILE 33-56104 - DEC. 21) (BR. 12
- NEW ISSUE)

REGISTRATIONS CONTINUED

- S-3 DAIWA MORTGAGE ACCEPTANCE CORP, 200 LIBERTY ST, 25TH FLOOR, NEW YORK, NY 10281 (212) 945-0100 - 100,000,000 (\$100,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-56106 - DEC. 21) (BR. 12)
- S-1 FFW CORP, 1205 N CASS STREET, WABASH, IN 46992 (219) 563-3185 - 689,000 (\$6,890,000) COMMON STOCK. UNDERWRITER: KEMPER SECURITIES INC. (FILE 33-56110 - DEC. 21) (BR. 2 - NEW ISSUE)
- S-3 GREENWICH PHARMACEUTICALS INC, 501 OFFICE CENTER DR, FORT WASHINGTON, PA 19034 (215) 540-9500 - 3,580,740 (\$24,169,995) COMMON STOCK. (FILE 33-56120 - DEC. 22) (BR. 3)
- S-8 WESTERN DIGITAL CORP, 8105 IRVINE CENTER DR, IRVINE, CA 92718 (714) 932-5000 - 2,000,000 (\$14,125,000) COMMON STOCK. 5,000,000 (\$4,225,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-56128 - DEC. 22) (BR. 9)
- S-8 WILLIS CORROON GROUP PLC, TEN TRINITY SQUARE, LONDON EC3P 3AX ENGLAND, X0 (212) 819-8200 - 6,000,000 (\$92,625,000) COMMON STOCK. (FILE 33-56130 - DEC. 22) (BR. 10)
- N-2 PUTNAM INVESTMENT GRADE MUNICIPAL TRUST II, ONE POST OFFICE SQUARE, BOSTON, MA 02109 (617) 292-1000 - 1,000 (\$50,000,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-56132 - DEC. 22) (BR. 22)
- S-3 MINNESOTA POWER & LIGHT CO, 30 W SUPERIOR ST, DULUTH, MN 55802 (218) 722-2641 - 1,500,000 (\$50,156,250) COMMON STOCK. (FILE 33-56134 - DEC. 22) (BR. 8)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48674 (517) 636-5250 - 75,000 (\$4,200,000) COMMON STOCK. (FILE 33-56136 - DEC. 22) (BR. 2)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48674 (517) 636-5250 - 720,000 (\$40,320,000) COMMON STOCK. (FILE 33-56138 - DEC. 22) (BR. 2)
- S-8 DOW CHEMICAL CO /DE/, 2030 WILLARD H DOW CTR, MIDLAND, MI 48674 (517) 636-5250 - 17,520 (\$981,120) COMMON STOCK. (FILE 33-56140 - DEC. 22) (BR. 2)
- S-1 CLINICORP INC, 3491 GANDY BLVD NORTH, PINELLAS PARK, FL 34665 (813) 577-3500 - 1,813,592 (\$36,271,840) COMMON STOCK. (FILE 33-56146 - DEC. 22) (BR. 5)
- S-3 PUBLIC SERVICE CO OF NEW MEXICO, ALVARADO SQ, ALBUQUERQUE, NM 87158 (505) 848-2700 - 51,405,000 (\$51,405,000) STRAIGHT BONDS. UNDERWRITER: SALOMON BROTHERS INC. (FILE 33-56148 - DEC. 22) (BR. 8)
- S-11 PAINEWEBBER MORTGAGE ACCEPTANCE CORPORATION IV, 1285 AVENUE OF THE AMERICAS, NEW YORK, NY 10019 (212) 713-2000 - 500,000,000 (\$500,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-56150 - DEC. 22) (BR. 12)
- S-3 BLOCKBUSTER ENTERTAINMENT CORP, ONE BLOCKBUSTER PLAZA, FT LAUDERDALE, FL 33301 (305) 823-3000 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-56154 - DEC. 22) (BR. 11)
- S-3 PAINE WEBBER GROUP INC, 1285 AVE OF THE AMERICAS, NEW YORK, NY 10019 (212) 713-2000 - 1,518,160 (\$36,056,300) COMMON STOCK. (FILE 33-56156 - DEC. 22) (BR. 12)

REGISTRATIONS CONTINUED

- S-8 1ST NATIONAL FILM CORP, 500 N CAPITAL OF TEXAS HWY, BLDG 6 STE 200, AUSTIN, TX 78746 (512) 327-3456 - 31,250 (\$125,000) COMMON STOCK. (FILE 33-56158 - DEC. 22) (BR. 11)
- S-8 HERITAGE FEDERAL BANCSHARES INC, 110 E CENTER ST, KINGSPORT, TN 37660 (615) 378-8000 - 332,156 (\$6,084,681) COMMON STOCK. (FILE 33-56160 - DEC. 22) (BR. 2)
- S-8 INTERSOLV INC, 3200 TOWER OAKS BLVD, ROCKVILLE, MD 20852 (301) 230-3200 - 140,000 (\$1,785,000) COMMON STOCK. (FILE 33-56166 - DEC. 22) (BR. 9)
- S-8 COUNTRYWIDE CREDIT INDUSTRIES INC, 155 NORTH LAKE AVE, PASADENA, CA 91109 (818) 304-8400 - 600,000 (\$14,887,500) COMMON STOCK. (FILE 33-56168 - DEC. 22) (BR. 12)
- S-3 TUBOSCOPE VETCO INTERNATIONAL CORP, 2835 HOLMES RD, HOUSTON, TX 77051 (713) 799-5100 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. UNDERWRITER: FIRST BOSTON CORP, SHEARSON LEHMAN BROTHERS INC. (FILE 33-56182 - DEC. 23) (BR. 3)
- S-4 WORTHEN BANKING CORP, 200 W CAPITOL AVE, WORTHEN BANK BLDG, LITTLE ROCK, AR 72201 (501) 378-1000 - 5,212,663 (\$133,248,697) COMMON STOCK. (FILE 33-56188 - DEC. 23) (BR. 2)
- S-8 GENUS INC, 1139 KARLSTAD DR, SUNNYVALE, CA 94089 (415) 960-1120 - 1,403,006 (\$3,682,890) COMMON STOCK. (FILE 33-56192 - DEC. 23) (BR. 10)
- S-3 CERTIFIED GROCERS OF CALIFORNIA LTD, 2601 S EASTERN AVE, C/O H E COLLINS VICE PRESIDENT, LOS ANGELES, CA 90040 (213) 726-2601 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 33-56194 - DEC. 23) (BR. 3)
- S-3 UNITED STATES LEASING INTERNATIONAL INC, 733 FRONT ST, SAN FRANCISCO, CA 94111 (415) 627-9000 - 1,500,000,000 (\$1,500,000,000) STRAIGHT BONDS. (FILE 33-56196 - DEC. 23) (BR. 11)
- S-8 INTERACTIVE NETWORK INC /CA, 1991 LANDINGS DR, MOUNTAIN VIEW, CA 94043 (415) 903-4000 - 1,000,000 (\$15,050,000) COMMON STOCK. (FILE 33-56198 - DEC. 23) (BR. 7)
- S-8 SPIEGEL INC, 3500 LACEY RD, DOWNERS GROVE, IL 60515 (708) 986-8800 - 50,000 (\$812,500) COMMON STOCK. (FILE 33-56200 - DEC. 23) (BR. 2)
- S-8 INTERSOLV INC, 3200 TOWER OAKS BLVD, ROCKVILLE, MD 20852 (301) 230-3200 - 700,000 (\$8,925,000) COMMON STOCK. (FILE 33-56220 - DEC. 22) (BR. 9)