

# sec news digest

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Issue 93-30

U.S. SECURITIES  
EXCHANGE COMMISSION

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## CIVIL PROCEEDINGS

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### COMPLAINT FILED AGAINST RICHARD SHANNON AND RICHARD SHANNON D/B/A CONCEPT MANAGEMENT GROUP

The Commission announced that on February 11 it filed a civil complaint for injunctive and other equitable relief in the United States District Court for the Northern District of New York against Richard E. Shannon (Shannon) and Richard E. Shannon d/b/a/ Concept Management Group (Concept).

The complaint alleges that from in or about August 1987 to in or about July 1992, Shannon held himself out as a broker-dealer, individually and through the name Concept, soliciting investors to purchase securities. The complaint asserts that neither Shannon nor Concept is registered with the Commission as a broker-dealer.

The complaint alleges that in connection with such scheme, Shannon and/or Concept violated the antifraud provisions of the federal securities laws in that Shannon and/or Concept knowingly or recklessly made numerous false and misleading statements to investors. The complaint alleges that Shannon told investors he would purchase securities when, in fact, he used the investors' money for his personal benefit. The complaint further alleges that Shannon and/or Concept knowingly or recklessly sent confirmation statements to investors which were false and misleading in that, among other things, the statements falsely indicated that Concept was registered with the Securities Investor Protection Corp. (SIPC) through the display of a SIPC logo and legend on the face of the statements when, in fact, Concept was not and never has been registered with SIPC.

The complaint seeks permanent injunctions against Shannon and Concept from further violations of the broker-dealer registration provisions and the antifraud provisions of the federal securities laws. The complaint also seeks an order directing an accounting of all of Shannon's and Concept's assets, disgorgement of all ill-gotten gains, and civil penalties. [SEC v. Richard E. Shannon and Richard E. Shannon d/b/a Concept Management Group., Civil Action No. 93-0199, NDNY] (LR-13524)

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## HOLDING COMPANY ACT RELEASES

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### ENERGY INITIATIVES, INC.

A notice has been issued giving interested persons until March 8, 1993 to request a hearing on a proposal by Energy Initiatives, Inc. (EII), a wholly owned subsidiary

of General Portfolios Corporation, a subsidiary of General Public Utilities Corporation, a registered holding company. EII proposes to enter into certain financing arrangements in connection with the exercise of an option (Option) to acquire the interests of two Delaware limited partnerships and their affiliates in a cogeneration facility (Project) being developed in Selkirk, New York, as previously authorized (HCAR Nos. 25335 and 25657, June 19, 1991 and October 20, 1992). EII also seeks to amend the Option to include the acquisition of an interest in a fuel partnership (Fuel Partnership) and to organize a new subsidiary company to hold its interest in the Fuel Partnership. In addition, EII seeks to increase the amount of capital contributions it may make to Project entities and to obtain a letter of credit in order to secure its equity commitments to the Project. (Rel. 35-25744)

#### CENTRAL AND SOUTH WEST CORP., ET AL.

A notice has been issued giving interested persons until March 8, 1992 to request a hearing on a proposal by Central and South West Corporation (CSW), a registered holding company, and its nonutility subsidiary company, CSW Energy, Inc. (Energy). CSW and Energy propose to acquire a 50% interest, through subsidiary companies to be formed, in an approximately \$255 million, 272 megawatt cogeneration facility (Project) to be located in Fort Lupton, Colorado. Energy, through a subsidiary company to be formed, will pay a purchase price of approximately \$79.5 million, payable in installments, for its 50% interest in a partnership which will own and operate the Project. CSW also proposes to enter into other transactions for the financing of the construction of the Project. (Rel. 35-25744)

#### GENERAL PUBLIC UTILITIES CORPORATION

A notice has been issued giving interested persons until March 8, 1993 to request a hearing on a proposal by General Public Utilities Corporation (GPU), a registered holding company. GPU proposes to extend through December 31, 2002 its authorization to guaranty certain non-funded payment obligations under various existing employee benefit plans offered by GPU Service Corporation (Service) and GPU Nuclear Corporation (Nuclear), each a subsidiary company of GPU. GPU also proposes to guarantee through December 31, 2002 certain non-funded payment obligations of Service and Nuclear under certain other employee benefit plans. (Rel. 35-25744)

#### EASTERN UTILITIES ASSOCIATES

A notice has been issued giving interested persons until March 8, 1993 to request a hearing on a proposal by Eastern Utilities Associates (EUA), a registered holding company. EUA proposes to issue and sell from time to time through December 31, 1994 up to two million shares of its \$5 par value common stock through a public offering negotiated with a single underwriter. (Rel. 35-25744)

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### SELF-REGULATORY ORGANIZATIONS

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#### PROPOSED RULE CHANGES

The Midwest Clearing Corporation filed a proposed rule change (SR-MCC-92-10) relating to the processing of basket trades. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31858)

The National Securities Clearing Corporation filed a proposed rule change (SR-NSCC-93-3) regarding the establishment of a pilot program relating to the handling of physical securities and paper transactions. Publication of the proposal is expected in the Federal Register during the week of February 22. (Rel. 34-31861)

## 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.

- SB-2 SOLITUDE SKI CORP, BIG COTTONWOOD CANYON, SALT LAKE CITY, UT 84121 (801) 534-1400 - 7,500,000 (\$7,500,000) STRAIGHT BONDS. UNDERWRITER: NEIDIGER TUCKER BRUNER INC. (FILE 33-52014-D - SEP. 15) (BR. 11 - NEW ISSUE)
- SB-2 RIMAGE CORP, 7725 WASHINGTON AVE S, MINNEAPOLIS, MN 55439 (612) 944-8144 - 770,000 (\$3,850,000) COMMON STOCK. 67,000 (\$50) WARRANTS, OPTIONS OR RIGHTS. 67,000 (\$402,000) COMMON STOCK. UNDERWRITER: EQUITY SECURITIES TRADING CO INC. (FILE 33-52558 - SEP. 29) (BR. 10 - NEW ISSUE)
- SB-2 PORTER MCLEOD NATIONAL RETAIL INC, 5895 EAST EVANS AVE, DENVER, CO 80222 (303) 756-2227 - 150,000 (\$1,500,000) PREFERRED STOCK. 15,000 (\$150) WARRANTS, OPTIONS OR RIGHTS. 15,000 (\$180,000) PREFERRED STOCK. (FILE 33-52562-D - SEP. 29) (BR. 10 - NEW ISSUE)
- SB-2 AQUANATURAL CO, 5815 GULF FREEWAY, HOUSTON, TX 77023 (800) 624-7030 - 2,530,000 (\$13,915,000) COMMON STOCK. 110,000 WARRANTS, OPTIONS OR RIGHTS. 580,000 (\$3,432,000) COMMON STOCK. UNDERWRITER: STRATTON OAKMONT INC. (FILE 33-53060-FW - OCT. 07) (BR. 10 - NEW ISSUE)
- SB-2 BASEBALL CARD CORPORATION OF AMERICA /DE/, 115 ENGINEERS DR, HICKSVILLE, NY 11801 (516) 433-6600 - 840,000 (\$5,670,000) COMMON STOCK. 42,000 (\$42) WARRANTS, OPTIONS OR RIGHTS. 84,000 (\$680,400) COMMON STOCK. (FILE 33-53200 - OCT. 13) (BR. 5)
- SB-2 GLOBAL SPILL MANAGEMENT INC, ROUTE 724 & WELLS RD, PARKER FORD, PA 19457 (215) 495-3000 - 1,500,000 (\$7,687,500) COMMON STOCK. (FILE 33-53374-NY - OCT. 16) (BR. 14)
- SB-2 MUSICSOURCE U S A INC, 2431 WEST COAST HGWY STE 201, NEWPORT BEACH, CA 92663 (714) 548-3700 - 1,125,000 (\$6,213,150) COMMON STOCK. 90,000 (\$10) WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: CONTINENTAL BROKER DEALER CORP. (FILE 33-53382-LA - OCT. 16) (BR. 9)
- SB-2 AERIAL ASSAULT INC, 137 S SAW MILL RIVER RD, ELMSFORD, NY 10523 (914) 592-0150 - 920,000 (\$8,050,000) COMMON STOCK. 40,000 WARRANTS, OPTIONS OR RIGHTS. 80,000 (\$740,000) COMMON STOCK. UNDERWRITER: OAK RIDGE INVESTMENTS INC. (FILE 33-53466 - OCT. 20) (BR. 8)
- SB-2 HUNGARIAN TELEPHONE & CABLE CORP, 445 PARK AVE, C/O COHEN & COHEN, NEW YORK, NY 10022 (212) 371-5400 - 805,000 (\$5,635,000) COMMON STOCK. 70,000 (\$70) WARRANTS, OPTIONS OR RIGHTS. 70,000 (\$588,000) COMMON STOCK. UNDERWRITER: BARCLAY J W & CO INC, TEXAS CAPITAL SECURITIES INC. (FILE 33-53582-NY - OCT. 20) (BR. 8)

REGISTRATIONS CONTINUED

- SB-2 G&W FINANCIAL CORP, 1950 LAKE PARK DR STE 110, ATLANTA, GA 30080 (404) 432-2284 - 20,000,000 (\$20,000,000) STRAIGHT BONDS. (FILE 33-53656-A - OCT. 23) (BR. 12 - NEW ISSUE)
- SB-2 GREAT AMERICAN MEDIA CORP, 10 EAST 39TH STREET, NEW YORK, NY 10016 (212) 683-1017 - 439,600 (\$4,396,000) COMMON STOCK. (FILE 33-53716 - OCT. 26) (BR. 11)
- SB-2 NEW DAY BEVERAGE INC, 625 NORTH MICHIGAN AVE STE 500, CHICAGO, IL 60611 (312) 751-5433 - 517,500 (\$5,175,000) PREFERRED STOCK. 812,500 (\$3,500,000) COMMON STOCK. 45,000 (\$45) WARRANTS, OPTIONS OR RIGHTS. 45,000 (\$540,000) PREFERRED STOCK. (FILE 33-53748-C - OCT. 26) (BR. 11 - NEW ISSUE)
- SB-2 COMPUTER OUTSOURCING SERVICES INC, 360 WEST 31ST ST, NEW YORK, NY 10001 (212) 564-3730 - 1,150,000 (\$6,900,000) COMMON STOCK. 100,000 WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$720,000) COMMON STOCK. UNDERWRITER: CHARLES J W CSG, RIECH & CO INC. (FILE 33-53888-NY - OCT. 28) (BR. 10 - NEW ISSUE)
- SB-2 OMEGA ENVIRONMENTAL INC, 19805 NORTHCREEK PARKWAY, P O BOX 3005, BOTHELL, WA 98041 (206) 486-4800 - 7,698,876 (\$19,786,111) COMMON STOCK. 2,025,966 WARRANTS, OPTIONS OR RIGHTS. (FILE 33-53920 - OCT. 29) (BR. 10)
- SB-2 VISUAL DESIGN INDUSTRIES INC /CO/, 809 NW 57TH ST, FT LAUDERDALE, FL 33309 (305) 493-8970 - 1,207,500 (\$6,957,500) COMMON STOCK. 57,500 (\$50) WARRANTS, OPTIONS OR RIGHTS. UNDERWRITER: NUTMEG SECURITIES LTD. (FILE 33-53972 - NOV. 02) (BR. 6 - NEW ISSUE)
- SB-2 FINANCIAL SERVICES CORPORATION OF THE MIDWEST, 224 18TH ST, ROCK ISLAND, IL 61201 (309) 794-1120 - 5,000,000 (\$5,000,000) STRAIGHT BONDS. 5,000,000 (\$5,000,000) PREFERRED STOCK. UNDERWRITER: ZIEGLER BC & CO. (FILE 33-54204 - NOV. 06) (BR. 1)
- SB-2 SAFE CAR INC, 3015 N BRYANT BLVD, SAN ANGELO, TX 76903 (915) 657-8182 - 800,000 (\$8,000,000) COMMON STOCK. (FILE 33-54216-FW - NOV. 04) (BR. 4 - NEW ISSUE)
- SB-2 AEI NET LEASE INCOME & GROWTH FUND XX L P, 1300 MINNESOTA WORLD TRADE CENTER, 30 EAST SEVENTH ST, ST PAUL, MN 55101 (612) 227-7333 - 24,000 (\$24,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-54354-C - NOV. 09) (BR. 5)
- SB-2 HILLSIDE BEDDING CORP, 700 HAVEMEYER AVE, BRONX, NY 10473 (718) 597-3300 - 2,070,000 (\$13,765,500) COMMON STOCK. 90,000 WARRANTS, OPTIONS OR RIGHTS. 330,078 (\$2,152,368) COMMON STOCK. (FILE 33-54356 - NOV. 09) (BR. 2 - NEW ISSUE)
- SB-2 DALECO RESOURCES CORP, 10350 SANTA MONICA BOUELVARD, SUITE 250, LOS ANGELES, CA 90025 (310) 282-9999 - 3,450,000 (\$3,234,375) COMMON STOCK. (FILE 33-54408 - NOV. 12) (BR. 4)
- SB-2 SHEFFIELD MEDICAL TECHNOLOGIES INC, 1111 BAGBY SUITE 2610, HOUSTON, TX 77002 (713) 739-8221 - 1,916,668 (\$9,200,006) COMMON STOCK. 83,334 (\$83) WARRANTS, OPTIONS OR RIGHTS. 1,171,760 (\$1,643,775) COMMON STOCK. UNDERWRITER: NORCROSS SECURITIES INC. (FILE 33-54532-FW - NOV. 12) (BR. 4 - NEW ISSUE)
- SB-2 PREMIUM ENTERPRISES INC, 700 FLORIDA AVE STE P-203, LONGMONT, CO 80501 (303) 772-1253 - 381,222 (\$3,812) WARRANTS, OPTIONS OR RIGHTS. 862,466 (\$1,694,434) COMMON STOCK. (FILE 33-54730 - NOV. 20) (BR. 4)
- SB-2 THERMWOOD CORP, OLD BUFFALOVILLE RD, PO BOX 436, DALE, IN 47523 (812) 937-4476 - 1,495 (\$1,495,000) CONVERTIBLE DEBENTURES AND NOTES. 1,572,500 (\$3,067,500) COMMON STOCK. UNDERWRITER: DICKINSON & CO. (FILE 33-54756 - NOV. 19) (BR. 9)

REGISTRATIONS CONTINUED

- SB-2 AMERICAN VIDEO COMMUNICATIONS INC, 3850 WEST TROPICANA AVE, LAS VEGAS, NV 89103  
(702) 737-1100 - 1,600,000 (\$11,200,000) COMMON STOCK. (FILE 33-54768-LA - NOV. 19)  
(BR. 8 - NEW ISSUE)
- SB-2 MARCUM NATURAL GAS SERVICES INC/NEW, WORLD TRADE CNTR, 1675 BROADWAY STE 2200,  
DENVER, CO 80202 (303) 592-5555 - 2,807,962 (\$9,968,178) COMMON STOCK. (FILE 33-54812  
- NOV. 20) (BR. 6)
- SB-2 GOLDEN STAR ENTERTAINMENT NETWORK INC, 1421 BOWMAN LANE, BRENTWOOD, TN 37027  
(615) 661-9533 - 1,120,500 (\$6,324,683) COMMON STOCK. (FILE 33-55058-A - NOV. 27)  
(BR. 7 - NEW ISSUE)
- SB-2 ORIGINAL SIXTEEN TO ONE MINE INC /CA/, P O BOX 1621, ALLEGHENY, CA 95910  
(916) 287-3223 - 400,000 (\$600,000) COMMON STOCK. (FILE 33-55236 - DEC. 01) (BR. 2)
- SB-2 BETA WELL SERVICE INC, 1200 333 - 11TH AVE SW, CALGARY ALBERTA CANADA T2R 1L9, AO -  
1,725,000 (\$8,050,000) FOREIGN COMMON STOCK. 100,000 (\$100)  
WARRANTS, OPTIONS OR RIGHTS. 1,150,000 (\$3,300,500) FOREIGN COMMON STOCK.  
UNDERWRITER: TAMARON INVESTMENTS INC. (FILE 33-55244 - DEC. 02) (BR. 4 - NEW ISSUE)
- SB-2 SPORTS MEDIA INC, 101 E 52ND ST 9TH FL, NEW YORK, NY 10022 (212) 308-6666 - 862,500  
(\$2,587,500) COMMON STOCK. 862,500 (\$862) WARRANTS, OPTIONS OR RIGHTS. 1,012,500  
(\$5,212,500) COMMON STOCK. UNDERWRITER: FIRST BOSTON CORP, MERRILL LYNCH,  
SALOMON BROTHERS INC. (FILE 33-55280 - DEC. 02) (BR. 11)
- SB-2 CASINOS U S A INC, 5646 MILTON ST STE 228, DALLAS, TX 75206 (214) 361-1680 -  
2,760,000 (\$16,128,750) COMMON STOCK. (FILE 33-55438-FW - DEC. 04) (BR. 12  
- NEW ISSUE)
- SB-2 WRT ENERGY CORP, 3200 RESEARCH FOREST DR, THE WOODLANDS, TX 77380 (713) 363-0030 -  
100,000 (\$250,000) CONVERTIBLE DEBENTURES AND NOTES. 3,538,036 (\$11,663,608)  
WARRANTS, OPTIONS OR RIGHTS. (FILE 33-55740 - DEC. 14) (BR. 3)
- SB-2 MANNING GREG AUCTIONS INC, 115 MAIN RD, MONTVILLE, NJ 07045 (201) 299-1800 -  
3,000,000 (\$14,480,000) COMMON STOCK. UNDERWRITER: CHARLES JW SECURITIES INC,  
CORPORATE SECURITIES GROUP INC. (FILE 33-55792-NY - DEC. 10) (BR. 6 - NEW ISSUE)
- SB-2 GAMING CORP OF AMERICA, 1400 INTERNATIONAL CENTRE, 900 SECOND AVE S, MINNEAPOLIS, MN  
55402 (612) 339-8171 - 5,865,000 (\$45,942,500) COMMON STOCK. 170,000 (\$50)  
WARRANTS, OPTIONS OR RIGHTS. 1,695,185 (\$10,454,000) COMMON STOCK. UNDERWRITER:  
EQUITY SECURITIES TRADING CO INC. (FILE 33-55818-C - DEC. 16) (NEW ISSUE)
- SB-2 WILT CHAMBERLAINS RESTAURANTS INC, 7777 GLADES RD SUITE 310, BOCA RATON, FL 33434  
(407) 483-8400 - 1,610,000 (\$12,880,000) COMMON STOCK. UNDERWRITER:  
MEYERS POLLOCK ROBBINS INC. (FILE 33-55896 - DEC. 17) (BR. 12 - NEW ISSUE)
- SB-2 CREE RESEARCH INC /NC/, 2810 MERIDIAN PKWY STE 176, DURHAM, NC 27713 (919) 361-5709  
- 1,750,000 (\$16,002,000) COMMON STOCK. UNDERWRITER: PAULSON INVESTMENT CO INC.  
(FILE 33-55998 - DEC. 21) (BR. 3 - NEW ISSUE)
- SB-2 3NET SYSTEMS INC /DE/, 3235 SUNRISE BLVD STE B, RANCHO CORDOVA, CA 95742  
(916) 851-3900 - 462,500 (\$1,156,250) COMMON STOCK. (FILE 33-56074 - DEC. 21) (BR. 9)
- SB-2 ACQUISITION ENTERPRISES INC, 181 S FRANKLIN AVE, STE 218, VALLEY STREAM, NY 11581  
(516) 791-8000 - 1,500,485 (\$7,877,546) COMMON STOCK. (FILE 33-56410-NY - DEC. 21)  
(BR. 14)
- SB-2 VISUAL CYBERNETICS CORP, 145 WEST 28TH ST, NEW YORK, NY 10001 (212) 564-7791 -  
218,600 (\$218,600) COMMON STOCK. (FILE 33-56540-NY - DEC. 29) (BR. 9)

REGISTRATIONS CONTINUED

- SB-2 KELLER FINANCIAL SERVICES OF CLEARWATER INC, 24771 U S HIGHWAY 19 NORTH, SUITE 710, CLEARWATER, FL 34623 - 9,900 (\$9,900,000) STRAIGHT BONDS. (FILE 33-56638-A - DEC. 31) (BR. 12 - NEW ISSUE)
- SB-2 NEWVISION TECHNOLOGY INC, 60 CARLTON RD, NEWTON, MA 02168 (617) 969-0202 - 2,040,000 (\$13,036,875) COMMON STOCK. 85,000 (\$561,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-56668 - DEC. 31) (BR. 5 - NEW ISSUE)
- SB-2 BIO SAFETY SYSTEMS INC, 8380 CAMINO SANTE FE, SAN DIEGO, CA 92121 (619) 452-3500 - 575,000 (\$4,025,000) COMMON STOCK. UNDERWRITER: STONEGATE SECURITIES INC. (FILE 33-56682-LA - DEC. 31) (BR. 8 - NEW ISSUE)
- SB-2 ARK SYSTEMS INC, 22125 17TH AVE SE - STE 101, BOTHELL, WA 98021 (206) 487-3105 - 1,300,000 (\$11,375,000) COMMON STOCK. UNDERWRITER: JENKINS SECURITIES CORP. (FILE 33-56708-S - DEC. 30) (BR. 5 - NEW ISSUE)
- SB-2 COOK CAPITAL GROUP LTD, 2535 CAPITOL OAKS DR STE 220, SACRAMENTO, CA 95833 (916) 567-3031 - 1,500,000 (\$6,000,000) COMMON STOCK. (FILE 33-56794-LA - JAN. 05) (BR. 14 - NEW ISSUE)
- SB-2 TV BINGO NETWORK INC /TX/, 1920 SOUTH W UNION RD, TOPEKA, KS 66615 (913) 256-6560 - 445,000 (\$2,447,500) COMMON STOCK. UNDERWRITER: PROTECTIVE GROUP SECURITIES CORP. (FILE 33-56806-FW - JAN. 06) (BR. 12 - NEW ISSUE)
- SB-2 OPTICAL EXPRESS INC, 600 SW 10TH ST, ATTN: J. RANDALL HAMMETT, OCALA, FL 34474 (904) 732-9910 - 805,000 (\$6,842,500) COMMON STOCK. 35,000 (\$385,000) WARRANTS, OPTIONS OR RIGHTS. 140,000 (\$770,000) COMMON STOCK. (FILE 33-56822-A - JAN. 07) (BR. 11)
- SB-2 GLOBAL SPILL MANAGEMENT INC /NV/, ROUTE 724 & WELLS RD, PARKER FORD, PA 19457 (215) 495-3000 - 1,165,587 (\$7,797,777) COMMON STOCK. (FILE 33-56910 - JAN. 08) (BR. 8)
- SB-2 M&N CAPITAL CORP, 300 MOTOR PARKWAY, STE 300, HAUPPAUGE, NY 11788 (516) 273-0044 - 300,000 (\$1,500,000) COMMON STOCK. 30,000 (\$30) WARRANTS, OPTIONS OR RIGHTS. 30,000 (\$180,000) COMMON STOCK. (FILE 33-56914-NY - JAN. 06) (BR. 14 - NEW ISSUE)
- SB-2 MILLENNIUM GENETICS INC, LIVESTOCK EXCHANGE BLDG, 4701 MARION ST, STE 208, DENVER, CO 80216 (303) 296-9220 - 4,000 (\$4,000,000) STRAIGHT BONDS. 1,512,500 (\$5,000,100) COMMON STOCK. (FILE 33-57056-D - JAN. 15) (BR. 7 - NEW ISSUE)
- SB-2 AMERICAN MOTOR RACING INC, 5950 FAIRVIEW RD STE 706, CHARLOTTE, NC 28210 (404) 518-9542 - 1,500,000 (\$11,250,000) COMMON STOCK. UNDERWRITER: INVESTECH CAPITAL CORP. (FILE 33-57144-A - JAN. 15) (BR. 11 - NEW ISSUE)
- SB-2 CALIFORNIA QUARTZ INC, 394 UMBARGER RD, SAN JOSE, CA 95111 (408) 227-1441 - 3,022,191 (\$9,022,651.50) COMMON STOCK. 185,150 (\$1,121) WARRANTS, OPTIONS OR RIGHTS. 92,575 (\$444,360) COMMON STOCK. UNDERWRITER: WESTFIELD FINANCIAL CORP. (FILE 33-57214-LA - JAN. 20) (BR. 10)
- SB-2 NATURAL EARTH TECHNOLOGIES INC, 655 MONTGOMERY ST STE 500, SAN FRANCISCO, CA 94111 (415) 616-8111 - 462,500 (\$2,488,250) COMMON STOCK. (FILE 33-57412 - JAN. 25) (BR. 2)
- SB-2 ACTION PERFORMANCE COMPANIES INC, 1783 W UNIVERSITY DR STE 131, TEMPE, AZ 85281 (602) 894-0100 - 3,069,944 (\$22,463,676) COMMON STOCK. UNDERWRITER: PAULSON INVESTMENT CO INC, YEE DESMOND SCHROEDER & ALLEN INC. (FILE 33-57414-LA - JAN. 25) (BR. 7 - NEW ISSUE)

REGISTRATIONS CONTINUED

- SB-2 COMPLINK LTD, 175 COMMUNITY DR, GREAT NECK, NY 11021 (516) 829-1883 - 2,700,000 (\$13,412,600) COMMON STOCK. UNDERWRITER: GKN SECURITIES CORP. (FILE 33-57546 - JAN. 28) (BR. 9 - NEW ISSUE)
- SB-2 MR BULB CO/DE/, ONE DUNCAN AVE, WORCESTER, MA 01603 (508) 753-4000 - 360,000 (\$3,016,800) COMMON STOCK. (FILE 33-57556 - JAN. 29) (BR. 3)
- SB-2 VOICE POWERED TECHNOLOGY INTERNATIONAL INC, 19725 SHERMAN WAY STE 295, CANOGA PARK, CA 91306 (818) 407-5600 - 769,653 (\$7,023,083) COMMON STOCK. (FILE 33-57602 - JAN. 29) (BR. 11)
- SB-2 PRINCETON DENTAL MANAGEMENT CORP, 2739 US HIGHWAY 19 SUITE 310, HOLIDAY, FL 34691 (813) 942-3600 - 3,645,000 (\$6,895,800) COMMON STOCK. 360,000 (\$46,800) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-57698 - FEB. 01) (BR. 6)
- SB-1 STYLES ON VIDEO INC, 21216 VANOWEN ST, CANOGA PARK, CA 91303 (818) 595-0104 - 1,000,000 (\$6,000,000) COMMON STOCK. (FILE 33-57706-LA - FEB. 01) (BR. 10 - NEW ISSUE)
- SB-1 ZONAGEN INC, 2408 TIMBERLOCH PL, B-4, WOODLANDS, TX 77380 (713) 367-5892 - 1,552,500 (\$10,867,500) COMMON STOCK. 135,000 WARRANTS, OPTIONS OR RIGHTS. 135,000 (\$1,134,000) COMMON STOCK. (FILE 33-57728-FW - FEB. 01) (BR. 4 - NEW ISSUE)
- SB-2 INITIO INC, 2500 ARROWHEAD DR, CARSON CITY, NV 89701 (702) 883-2711 - 500,000 (\$1,031,250) COMMON STOCK. (FILE 33-57750 - FEB. 01) (BR. 1)
- SB-2 ORTHOPEDIC TECHNOLOGY INC, 1905 NORTH MACARTHUR DR, TRACY, CA 95376 (209) 832-5200 - 1,725,000 (\$10,350,000) COMMON STOCK. 150,000 (\$150) WARRANTS, OPTIONS OR RIGHTS. 150,000 (\$990,000) COMMON STOCK. (FILE 33-57754 - FEB. 02) (BR. 8 - NEW ISSUE)
- SB-2 PATRIOT SCIENTIFIC CORP, 12725 STOWE DR, POWAY, CA 92064 (619) 679-0504 - 5,964,968 (\$2,684,235) COMMON STOCK. (FILE 33-57858 - FEB. 04) (BR. 11)
- SB-2 NORTHSTAR HEALTH SERVICES INC, 245 FORT PITT BLVD, PITTSBURGH, PA 15222 (412) 836-1975 - 1,150,000 (\$6,900,000) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$660,000) COMMON STOCK. (FILE 33-57916 - FEB. 03) (BR. 5 - NEW ISSUE)
- SB-2 UNIVERSAL SEISMIC ASSOCIATES INC, 12999 JESS PIRTLE BLVD, SUGAR LAND, TX 77478 (713) 240-3388 - 1,495,000 (\$7,475,000) COMMON STOCK. (FILE 33-57994 - FEB. 08) (BR. 3)
- S-3 ALBERTSONS INC /DE/, 250 PARKCENTER BLVD, P O BOX 20, BOISE, ID 83726 (208) 385-6200 (FILE 33-49329 - FEB. 10) (BR. 13)
- N-1A 1784 FUNDS, 2 OLIVER ST, BOSTON, MA 02109 (800) 342-5734 - INDEFINITE SHARES. (FILE 33-58004 - FEB. 08) (BR. 16 - NEW ISSUE)
- S-11 AMERICAN NATIONAL TAX CREDIT TRUST, 10 VALLEY DR, GREENWICH, CT 06831 - 5,000 (\$5,000,000) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-58032 - FEB. 09) (BR. 5 - NEW ISSUE)
- F-1 GILAT SATELLITE NETWORKS LTD, 24A HABARZEL ST, RAMAT HACHAYAL, TEL AVIV 69710 ISRAEL, L3 (703) 734-9401 - 2,645,000 (\$29,095,000) COMMON STOCK. UNDERWRITER: FURMAN SELZ INC, LEHMAN BROTHERS, OPPENHEIMER & CO INC. (FILE 33-58038 - FEB. 09) (BR. 7 - NEW ISSUE)
- N-1A UMB WORLDWIDE FUND INC, 2440 PERSHING RD, G-15, KANSAS CITY, MO 64108 (816) 471-5200 - INDEFINITE SHARES. (FILE 33-58070 - FEB. 08) (BR. 16 - NEW ISSUE)

REGISTRATIONS CONTINUED

- S-2 STAADYN INC, 1225 FLORIDA AVE, PO BOX 1379, LONGMONT, CO 80501 (303) 449-2061 - 2,242,500 (\$13,735,312.50) COMMON STOCK. 130,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 65,000 (\$511,875) COMMON STOCK. UNDERWRITER: COHIG & ASSOCIATES INC, PAULSON INVESTMENT CO INC. (FILE 33-58074 - FEB. 09) (BR. 8)
- S-1 NSA INTERNATIONAL INC, 4260 E RAINES RD, MEMPHIS, TN 38118 (901) 366-9288 - 675,500 (\$4,053,000) COMMON STOCK. (FILE 33-58080 - FEB. 09) (BR. 9)

**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
ACS ENTERPRISES INC	COM		175	00087230	
CYPRESS PARTNERS LTD ET AL	13D	2/ 3/93	9.9	0.0	NEW
ACS ENTERPRISES INC	COM		175	00087230	
CYPRESS PARTNERS LTD ET AL	13D	2/ 3/93	9.9	0.0	RVISION
ADTEC INC	COM		4,792	00899210	
HUNTER CAPITAL CORP	13D	12/30/92	62.2	87.2	UPDATE
ADTEC INC	COM		4,792	00899210	
HUNTER CAPITAL CORP	13D	12/30/92	62.2	87.2	RVISION
AMERICORP INC	COM		928	03090910	
BANK CORP/GEORGIA	13D	12/30/92	33.7	44.2	UPDATE
AMERICORP INC	COM		928	03090910	
BANK CORP/GEORGIA	13D	12/30/92	33.7	44.2	RVISION
AMRE INC	COM		2,772	03215310	
BEDOWITZ STEVEN D	13D	2/ 1/93	20.9	33.8	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
BIOCHEM PHARMA INC GLAXO CANADA INC	COM 13D	1/25/93	7,891 16.9	09299510 0.0	NEW
BIOCHEM PHARMA INC GLAXO CANADA INC	COM 13D	1/25/93	7,891 16.9	09299510 0.0	RVISION
BRAZILIAN INVMNT FUND DART WILLIAM A ET AL	COM 13D	2/12/93	183 21.6	10581099 21.6	UPDATE
BRAZILIAN INVMNT FUND DART WILLIAM A ET AL	COM 13D	2/12/93	183 21.6	10581099 21.6	RVISION
CENTENNIAL CELLULAR CORP CELLUTECH INC ET AL	CL A 13D	2/ 3/93	0 0.0	15299410 7.6	UPDATE
CENTENNIAL CELLULAR CORP CELLUTECH INC ET AL	CL A 13D	2/ 3/93	0 0.0	15299410 7.6	RVISION
CENTRAL COAL & COKE CORP WOOD PHELPS M	COM 13D	2/ 5/93	81 21.7	15314110 21.4	UPDATE
CENTRAL COAL & COKE CORP WOOD PHELPS M	COM 13D	2/ 5/93	81 21.7	15314110 21.4	RVISION
CHESAPEAKE ENERGY CORP MCLENDON AUBREY K ET AL	COM 13D	2/ 4/93	1,268 24.8	16516710 0.0	NEW
CHESAPEAKE ENERGY CORP SELF SHANNON T	COM 13D	2/ 4/93	315 6.1	16516710 0.0	NEW
CHESAPEAKE ENERGY CORP WARD TOM L ET AL	COM 13D	2/ 4/93	1,268 24.8	16516710 0.0	NEW
COMDATA HLDG CORP WELSH CARSON ANDERSON ET AL	COM 13D	12/29/92	14,833 34.9	20032110 0.0	NEW
COMDATA HLDG CORP WELSH CARSON ANDERSON ET AL	COM 13D	12/29/92	14,833 34.9	20032110 0.0	RVISION
CONJECTURE INC COULSON ARLENE C	COM 13D	2/ 2/93	704 16.0	20735499 0.0	NEW
CONJECTURE INC COULSON JIMMIE T G	COM 13D	2/ 2/93	800 18.2	20735499 0.0	NEW
CONJECTURE INC SHANEWISE ROBERT P	COM 13D	2/ 2/93	13 0.3	20735499 6.2	UPDATE
DAHLBERG INC BAUSCH & LOMB INC	COM 13D	2/ 2/93	2,216 36.9	23376410 0.0	NEW
DAHLBERG INC BAUSCH & LOMB INC	COM 13D	2/ 2/93	2,216 36.9	23376410 0.0	RVISION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
DELTONA CORP WILBURY INTL NV ET AL	COM 13D	12/ 4/92	3,110 54.9	24788310 54.2	UPDATE
DELTONA CORP WILBURY INTL NV ET AL	COM 13D	12/ 4/92	3,110 54.9	24788310 54.2	RVSION
ELECTRIC M & R INC OSWALD GRETCHEN	COM 13D	12/ 4/92	397 54.0	28489710 0.0	NEW
ELECTRIC M & R INC OSWALD GRETCHEN	COM 13D	12/ 4/92	397 54.0	28489710 0.0	RVSION
FAIRFIELD CMNTYS INC CERTAINTEED CORP	COM PAR \$0.10 13D	1/25/93	303 20.6	30423120 20.6	UPDATE
FAIRFIELD CMNTYS INC CERTAINTEED CORP	COM PAR \$0.10 13D	1/25/93	303 20.6	30423120 20.6	RVSION
FARAH INC MARCIANO GEORGES ET AL	COM 13D	2/11/93	1,961 32.3	30738710 29.9	UPDATE
FIDELITY MED INC LANDA EFRAIM E	COM NEW 13D	1/18/93	691 11.3	31618540 11.8	UPDATE
FLEXSTEEL INDS INC HUGHES MARY LOU REVOCABLE TR	COM 13D	1/21/93	52 0.7	33938210 1.4	UPDATE
GATEWAY COMMUNICATIONS INC INVESTMENT PERSPECTIVES ADVSRY	COM NEW 13D	2/ 4/93	291 5.8	36759520 0.0	NEW
GATEWAY COMMUNICATIONS INC INVESTMENT PERSPECTIVES ADVSRY	COM NEW 13D	2/ 4/93	291 5.8	36759520 0.0	RVSION
GENDEX CORP DENTSPLY INTL INC	COM 13D	2/ 8/93	2,171 23.7	36868310 23.7	UPDATE
GENDEX CORP DENTSPLY INTL INC	COM 13D	2/ 8/93	2,171 23.7	36868310 23.7	RVSION
HABERSHAM BANCORP ARRENDALE JOHN ROBERT ET AL	COM 13D	11/16/92	46 14.0	40448699 7.0	UPDATE
HABERSHAM BANCORP ARRENDALE NELLE	COM 13D	11/16/92	18 5.5	40448699 2.8	UPDATE
HOLLYWOOD PK INC NEW BERKOWITZ HOWARD P ET AL	PAIRED CTF 13D	2/ 4/93	774 8.3	43625510 0.0	NEW
HOLLYWOOD PK INC NEW HUBBARD R D ET AL	PAIRED CTF 13D	2/ 9/93	1,851 19.9	43625510 15.6	UPDATE
HOLLYWOOD PK INC NEW HUBBARD R D ET AL	PAIRED CTF 13D	2/ 9/93	1,851 19.9	43625510 15.6	RVSION

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
HUNTER ENVIRONMENTAL SVCS IN COM KIMBERLY OLIVER A JR	13D	1/ 7/93	907 5.0	44568310 8.2	UPDATE
HUNTER ENVIRONMENTAL SVCS IN COM KIMBERLY OLIVER A JR	13D	1/ 7/93	907 5.0	44568310 8.2	RVSION
JMAR INDS INC DUSCHATKO WILLIAM L	COM 13D	1/31/93	155 5.2	46621210 0.0	NEW
JMAR INDS INC DUSCHATKO WILLIAM L	COM 13D	1/31/93	155 5.2	46621210 0.0	RVSION
KENFIL INC BRANSKY AVRIL F	COM 13D	2/ 4/93	965 15.2	48888310 0.0	NEW
KENFIL INC BRANSKY AVRIL F	COM 13D	2/ 4/93	965 15.2	48888310 0.0	RVSION
KENFIL INC BRANSKY IRWIN A	COM 13D	2/ 4/93	965 15.2	48888310 0.0	NEW
KENFIL INC BRANSKY IRWIN A	COM 13D	2/ 4/93	965 15.2	48888310 0.0	RVSION
KENFIL INC PAPAKYRIAKOU ALEXANDER	COM 13D	2/ 4/93	341 5.4	48888310 0.0	NEW
KENFIL INC PAPAKYRIAKOU ALEXANDER	COM 13D	2/ 4/93	341 5.4	48888310 0.0	RVSION
NATEC RES INC CRSS INC	COM 13D	2/ 2/93	17,016 66.8	63228110 53.2	UPDATE
NATEC RES INC CRSS INC	COM 13D	2/ 2/93	17,016 66.8	63228110 53.2	RVSION
OCOM CORP GOLDMAN SACHS & CO	COM 13D	2/10/93	328 5.0	69099210 6.2	UPDATE
PUBLIX SUPER MARKETS INC JENKINS HOWARD M ET AL	COM 13D	12/31/92	47,852 20.1	74470099 0.0	NEW
RECONDITIONED SYS INC CAIN EDWARD J ET AL	UNITS 13D	1/ 5/93	0 0.0	75624020 N/A	UPDATE
REFAC TECHNOLOGY DEV CORP ALPHI FUND	COM 13D	2/10/93	425 8.3	75865510 7.3	UPDATE
REFAC TECHNOLOGY DEV CORP ALPHI FUND	COM 13D	2/10/93	425 8.3	75865510 7.3	RVSION
REHABCARE CORP SARLO GEORGE S ET AL	COM 13D	1/14/93	305 12.2	75914810 14.0	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
REHABCARE CORP	COM		305	75914810	
SARLO GEORGE S ET AL	13D	1/14/93	12.2	14.0	RVSION
SECURITY FIRST CORP	COM		85	81499610	
ANDERSON ROBERT L	13D	2/ 5/93	5.1	0.0	NEW
SECURITY FIRST CORP	COM		90	81499610	
VALENTINE CHARLES F	13D	2/ 5/93	5.3	0.0	NEW
SOUTHSHORE CORP	COM		104	84467610	
DALTON KENNETH M	13D	1/25/93	8.6	0.0	NEW
SPECTRUM INFORMTN TECH INC	COM		2,337	84762310	
MORGAN CAPITAL FUNDING ET AL	13D	2/ 8/93	3.9	8.8	UPDATE
SPORTSTOWN INC	COM		368	84919810	
BOND CORNELIUS C JR ET AL	13D	12/ 8/92	7.5	11.1	UPDATE
SPORTSTOWN INC	COM		368	84919810	
BOND CORNELIUS C JR ET AL	13D	12/ 8/92	7.5	11.1	RVSION
VISX INC DEL	COM		1,229	92899910	
CAP ADVISERS LTD ET AL	13D	2/ 2/93	12.4	0.0	NEW
VISX INC DEL	COM		1,229	92899910	
CAP ADVISERS LTD ET AL	13D	2/ 2/93	12.4	0.0	RVSION
WPP GROUP PLC	CONV CUM RED PREF		3,842	92930498	
ODYSSEY PARTNERS	13D	1/20/93	1.6	1.6	UPDATE
WPP GROUP PLC	CONV CUM RED PREF		3,842	92930498	
ODYSSEY PARTNERS	13D	1/20/93	1.6	1.6	RVSION
WHITNEY HLDG CORP	COM		0	96661210	
BIL LTD	13D	2/10/93	0.0	12.0	UPDATE
WHITNEY HLDG CORP	COM		0	96661210	
BIL LTD	13D	2/10/93	0.0	12.0	RVSION