

# sec news digest

Issue 94-39

March 2, 1994

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## ENFORCEMENT PROCEEDINGS

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### CEASE AND DESIST PROCEEDING INSTITUTED AND SETTLED AGAINST HYTK INDUSTRIES, INC.

On February 23, the Commission issued an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) against HYTK Industries, Inc. (HYTK). The Order finds that during fiscal 1989, HYTK failed to account for its acquisition of certain real property in accordance with Generally Accepted Accounting Principles. The Order also finds that due to the incorrect accounting treatment given to this transaction, HYTK included financial statements containing material misstatements and omissions in Forms 10-Q and Forms 10-K that were filed with the Commission during fiscal 1989 through fiscal 1992.

Simultaneously with the institution of the Order, the Commission accepted HYTK's Offer of Settlement wherein, without admitting or denying the Commission's findings, HYTK agreed to the entry of an Order providing that HYTK will cease and desist from committing or causing any violations and any future violation of Sections 13(a) and 13(b)(2)(A) of the Exchange Act and Rules 12b-20, 13a-1 and 13a-13 thereunder, and file corrected and accurate information with the Commission for fiscal years 1989 through 1992, comply with the reporting requirements of the Exchange Act in the future and make a public disclosure of this proceeding within 30 days after issuance of the Order. (Rel. 34-33659; AAE Rel. 530)

### PROCEEDING PURSUANT TO RULE 2(e) OF THE COMMISSION'S RULES OF PRACTICE INSTITUTED AND SETTLED AGAINST MONTY LAMIRATO, CPA

On February 23, the Commission issued an Order pursuant to Rule 2(e)(1)(ii) of the Commission's Rules of Practice against Monty Lamirato (Lamirato), a certified public accountant from Denver, Colorado. The Order finds that Lamirato engaged in improper professional conduct during the fiscal 1989, 1990 and 1991 audits of the financial statements of HYTK Industries, Inc. (HYTK), a reporting company. The Order also finds that Lamirato issued unqualified audit reports on HYTK's financial statements after violating Generally Accepted Auditing Standards by failing to exercise due professional care and give adequate consideration to evidence indicating that HYTK was improperly listing certain real property as an asset on its books in violation of Generally Accepted Accounting Principles.

Simultaneously with the institution of the Order, the Commission accepted Lamirato's Offer of Settlement wherein, without admitting or denying the Commission's findings, Lamirato agreed to the entry of an Order providing that Lamirato is denied the privilege of appearing or practicing before the Commission, except that after 12 months, he may apply to resume appearing and practicing before the Commission by submitting an application to the Commission showing that he has complied with certain undertakings. (Rel. 34-33660; AAE Rel. 531)

#### COMMISSION DENIES MOTION TO DISMISS IN PROCEEDINGS AGAINST PATRICIA JOHNSON

The Commission has denied a motion to dismiss filed by Patricia A. Johnson in administrative proceedings pending against her. Johnson, a former branch manager of a registered broker-dealer, is charged with having failed to supervise a salesman who misappropriated customers' funds. The Commission rejected Johnson's contention that the proceedings are barred by the general five-year statute of limitations contained in 28 U.S.C. Section 2462.

Noting that its predecessors had rejected this very argument forty ago, the Commission specifically reaffirmed its position that Section 2462 does not apply to Commission administrative proceedings. The Commission further noted that Congress has failed to prescribe any period of limitations with respect to Commission enforcement proceedings. It found support for its view in the recent opinion of the Court of the Appeals for the Ninth Circuit in Rind v. SEC that held that the absence of a statute of limitation on Commission enforcement actions "must be interpreted as deliberate." (Rel. 34-33664)

#### SEC v. NAHUM VASKEVITCH

The Commission announced that Nahum Vaskevitch, without admitting or denying any of the allegations, consented to the entry of a Final Judgment enjoining him from violating Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 and Rules 10b-5 and 14e-3 thereunder, ordering him to disgorge unlawful profits of \$1,363,000, pay pre-judgment interest in the amount of \$277,000, pay post-judgment interest of \$218,064, and pay a civil penalty of \$1,030,000. Vaskevitch also entered a plea of guilty to one count based upon the trading underlying this action.

On March 11, 1987, the Commission filed this insider trading case against Vaskevitch, who was in charge of the mergers and acquisitions department at Merrill Lynch Pierce Fenner and Smith Inc. in London, and others (who have previously settled with the Commission), for trading in the securities of various issuers while in possession of material, nonpublic information concerning possible business combinations involving those issuers. On November 14, 1988, the Court entered a Final Judgment by Default against Vaskevitch. As part of the settlement of this matter, Vaskevitch agreed to disgorge the profits from certain trades which were not included in the original complaint filed in this matter. [SEC v. Nahum Vaskevitch, Civil Action No. 87-1620, RWS, SDNY] (LR-13982)

COMPLAINT FILED AGAINST TWENTY PLUS CLUB, TOWNSLEY ASSOCIATES & CO., INC. AND JESSE TOWNSLEY, JR.

The Commission announced the filing of a complaint against The Twenty Plus Investment Club (Club), Townsley Associates & Co., Inc. (Townsley Associates) and Jesse M. Townsley, Jr. (Townsley) (collectively, Defendants) alleging that defendants sold more than \$9 million in interests in the Club to more than three hundred investors, without a registration statement having been filed or in effect. The complaint also alleges that in offering and selling those securities, Townsley and Townsley Associates fraudulently misrepresented or failed to disclose, among other material facts, that Townsley received in excess of \$1 million of the funds raised by the Club in the form of undisclosed loan fees on the Club's real estate investments. The complaint alleges that the Club, Townsley Associates, and Townsley violated Sections 5(a) and 5(c) of the Securities Act of 1933 and that Townsley and Townsley Associates violated Section 17(a) of the Securities Act, Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder. The complaint seeks preliminary and permanent injunctions enjoining all defendants from future violations. The complaint also seeks temporary and preliminary injunctions freezing Townsley's assets, an accounting from Townsley, disgorgement plus prejudgment interest against Townsley, and civil penalties against Townsley and Townsley Associates. [SEC v. The Twenty Plus Investment Club, Townsley Associates & Co., Inc. and Jesse M. Townsley, Jr., 94 Civ. No. 6090T, MAT, USDC, WDNY] (LR-13983)

FRANCIS LIMMER ENJOINED

The Commission announced that on September 13, 1993 the Honorable Stewart A. Newblatt, U.S. District Court Judge for the Eastern District of Michigan, permanently enjoined Francis E. Limmer (Limmer) of Flint, Michigan from further violations of the registration and antifraud provisions of the federal securities laws. Limmer consented to the entry of the injunction against him without admitting or denying the allegations contained in the complaint.

According to the complaint, from in or about February 1987 through June 1990, Limmer and others sold approximately \$3,000,000 worth of unregistered promissory notes to numerous investors for investments in entities known as GT&T Limited Partnerships. The complaint further alleges that, in connection with the foregoing activity, Limmer made material misstatements and omissions to investors, concerning, among other things, the guaranteed nature of the investments, the safety of the investments, the profitability and growth potential of the GT&T Limited Partnerships, the risks of investing in the GT&T Notes and the use of investors' funds for real estate development ventures and to pay amounts owed to earlier investors (see LR-13745). [SEC v. Francis E. Limmer, Steven A. Holloway and Hubert Poetschke, Civil Action No. 93 CV 40299 FL, USDC, E.D. MI] (LR-13984)

COURT ISSUES TRO AGAINST BANNER FUND INTERNATIONAL, SWISS TRADE AND COMMERCE TRUST LTD., LLOYD WINBURN, EDDIE BLACKWELL AND BERT THOMPSON

On March 1, the Commission announced that on February 25, 1994, the United States District Court for the District of Columbia issued a temporary restraining order against Banner Fund International, Swiss Trade and Commerce Trust, Ltd., Lloyd R. Winburn, Eddie R. Blackwell and Bert C. Thompson (collectively, the defendants), prohibiting them from violating Sections 5(a), 5(c) and 17(a) of the Securities Act

of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and Section 7(d) of the Investment Company Act of 1940, freezing the defendants' assets (except Thompson) and granting other interlocutory relief. The Commission has filed a complaint seeking preliminary and permanent injunctive relief as well as disgorgement and civil penalties. The complaint alleges that the defendants are engaged in an ongoing fraudulent scheme to offer and sell unregistered securities issued by an unregistered foreign investment company by mailing, to investors throughout the United States and elsewhere, promotional documents that contain materially false and misleading statements and omit to state material facts. The securities are in the form of trusts, the proceeds of which are purportedly "pooled" for investment by Banner Fund and an unidentified "trader." The defendants are continuing to sell the securities despite the fact that eleven states have issued orders directing Banner and Swiss Trade to cease and desist from selling securities which are not registered under state law. [SEC v. Banner Fund International Swiss Trade and Commerce Trust Ltd., Lloyd R. Winburn, Eddie R. Blackwell and Bert C. Thompson, USDC for the District of Columbia, Civil Action No. 94-0342, HHG] (LR-13985)

#### DANIEL GRUNDMAN CONSENTS TO PERMANENT INJUNCTION AND PAYMENT OF DISGORGEMENT, PREJUDGMENT INTEREST AND CIVIL PENALTY

The Commission announced that it filed a complaint in the United States District Court for the District of Columbia against Daniel J. Grundman (Grundman) alleging violations of Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder. Simultaneously, and without admitting or denying the allegations, Grundman consented to the entry of a Final Judgment enjoining him from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and ordering him to disgorge \$13,810.10, with prejudgment interest, and to pay a \$13,810.10 civil penalty.

The complaint alleges that between April 1990 and July 1990, Grundman learned from his wife, the official assistant to the CEO and Chairman of the Board of GTE Corporation (GTE), about a possible merger between GTE and Contel Corp. (Contel). The complaint alleges that on several occasions, Grundman purchased Contel securities while in possession of material nonpublic information concerning the merger, misappropriating information from his wife for his own benefit, thereby breaching a duty of trust and confidence he owed to her. The Complaint alleges that Grundman sold his Contel securities after a public announcement, and obtained illegal profits of \$13,810.10. [SEC v. Daniel J. Grundman, Civil Action No. 94-0395, D.D.C.] (LR-13986)

#### FINAL JUDGMENTS OF PERMANENT INJUNCTION ENTERED AGAINST 13 DEFENDANTS IN KINESIS STOCK MANIPULATION

A Los Angeles federal District Court permanently enjoined Ramon D'Onofrio, Mark D'Onofrio, Joseph Garofalo, Toluca Pacific Securities, Peter Blowitz, William Bennett, Thomas Berthelotte, Richard Kirschbaum, Euramplex Capital and United Atlantic Investments for violating antifraud provisions of the federal securities laws for manipulating Kinesis' stock price on the over-the-counter market from \$5.00 to \$22.00, and/or disseminating materially false and misleading information in connection with Kinesis stock sales during the manipulation. The Court ordered disgorgement of \$923,249.66 in ill-gotten gains from stock sales during the manipulation.

The Court also permanently enjoined: Toluca for violations, and Blowitz, its principal, for aiding and abetting violations of the Exchange Act broker-dealer antifraud provisions; Atlas Stock Transfer and Franklin Kimball, its principal, for violating the Exchange Act antifraud provisions in connection with over-issuing Kinesis shares; Atlas for violating, and Kimball for aiding and abetting violations of Exchange Act provisions governing the conduct of transfer agents; and Ramon D'Onofrio, Garofalo, Berthelotte and Gerry Brodsky, for selling unregistered Kinesis shares in violation of the Securities Act.

Toluca, Blowitz, Bennett, Berthelotte, Brodsky, Kirschbaum, Atlas and Kimball consented to Final Judgments without admitting or denying the allegations. Ramon D'Onofrio, Mark D'Onofrio, Garofalo, Euramplex and UAI defaulted. [SEC v. Ramon D'Onofrio, et al., Civil Action No. 93-2628 SVW(Ex), USDC CD CA] (LR-13987)

**FINAL JUDGMENTS OF PERMANENT INJUNCTION ENTERED AGAINST EDIFICE AMERICA CORP., EURAMPLEX CAPITAL CORP. AND HOWARD WHITE**

The Commission announced that the Honorable Stephen V. Wilson of the United States District Court for the Central District of California issued Final Judgments of Permanent Injunction against defendants Edifice America Corp., Euramplex Capital Corp. and Howard White for violations of the antifraud provisions of the Securities Act of 1933. The injunctions were issued in connection with the defendants' use of fraudulent and deceptive practices to induce investments in Edifice securities, both in the offer of the common stock of Edifice to a financially impaired Texas insurance company and in connection with a European public offering of \$50 million of Edifice securities.

The court entered the injunction by consent against White, who neither admitted nor denied the allegations of the complaint. The Court entered default judgments against Edifice and Euramplex. [SEC v. Edifice America Corp., et al., Civil Action No. 93-2629 SVW(CTx), USDC CD CA] (LR-13988)

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**INVESTMENT COMPANY ACT RELEASES**

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**NORTH AMERICAN FUNDS, ET AL.**

A conditional order has been issued on an application filed by North American Funds and NASL Financial Services, Inc. under Section 6(c) of the Investment Company Act for an exemption from Sections 2(a)(32), 2(a)(35), 18(f)(1), 18(g), 18(i), 22(c), and 22(d) of the Act, and Rule 22c-1 thereunder. The order permits applicants to issue two or more classes of shares representing interests in the same portfolio of securities, and to assess and, under certain circumstances, waive a contingent deferred sales charge on redemptions of certain shares. (Rel. IC-20098 - February 28)

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting The Prudential Insurance Company of America (Prudential), Pruco Life Insurance Company, Pruco Life Insurance Company of New Jersey, The Prudential Variable Appreciable Account, The Pruco Life Variable Appreciable Account, The Pruco Life Variable Universal Account, The Pruco Life PRUvider Variable Appreciable Account, and The Pruco Life of New Jersey Variable Appreciable Account, (collectively, the Applicants), from the provisions of Section 27(c)(2) of the Act and paragraph (c)(4)(v) of Rule 6e-3(T) thereunder. The exemptions apply to the extent necessary to permit the Applicants to deduct a charge from premium payments received under certain flexible premium variable life insurance policies in an amount that is reasonably related to Prudential's increased federal income tax burden resulting from the application of Section 848 of the Internal Revenue Code of 1986, as amended. (Rel. IC-20099 - February 28)

LINCOLN BENEFIT LIFE COMPANY, ET AL.

A notice has been issued giving interested persons until March 25 to request a hearing on an application filed by Lincoln Benefit Life Company (Lincoln Benefit), Lincoln Benefit Life Variable Annuity Account (Account) and Lincoln Benefit Financial Services, Inc. for an order pursuant to Section 6(c) of the Investment Company Act. The order would grant exemptions from the provisions of Sections 22(d) of the Act and would permit Lincoln Benefit to waive, under certain circumstances, the contingent deferred sales charge that would otherwise be imposed on certain flexible premium individual deferred variable annuity contracts funded through the Account. (Rel. IC-20100 - February 28)

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SELF-REGULATORY ORGANIZATIONS

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PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change (SR-PHLX-94-05) to amend PHLX Rule 1014, "Obligations and Restrictions Applicable to Specialists and Registered Options Traders," and Floor Procedure Advice F-6, "Option Quote Spread Parameters" to establish quote spread parameters for long-term foreign currency options (FCOs); to revise the quote spread parameters for options on the French franc; and to revise the quote spread parameters for cross-rate FCOs. Publication of the notice is expected in the Federal Register during the week of March 7. (Rel. 34-33693)

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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.

## REGISTRATIONS

- S-3 CONTINENTAL MEDICAL SYSTEMS INC /DE/, 600 WILSON LN, P O BOX 715, MECHANICSBURG, PA 17055 (717) 790-8300 - 1,268,331 (\$15,061,430.63) COMMON STOCK. (FILE 33-52369 - FEB. 23) (BR. 6)
- S-3 PLY GEM INDUSTRIES INC, 777 THIRD AVE, NEW YORK, NY 10017 (212) 832-1550 - 2,753,500 (\$70,558,437.50) COMMON STOCK. (FILE 33-52371 - FEB. 23) (BR. 9)
- S-6 MORTGAGE SECURITIES TRUST CMO SERIES 15, C/O BEAR STEARNS & CO INC, 245 PARK AVE, NEW YORK, NY 10167 (212) 272-2500 - INDEFINITE SHARES. (FILE 33-52373 - FEB. 23) (BR. 16 - NEW ISSUE)
- S-3 IMC FERTILIZER GROUP INC, 2100 SANDERS RD, NORTHBROOK, IL 60062 (708) 272-9200 - 4,600,000 (\$215,337,500) COMMON STOCK. (FILE 33-52377 - FEB. 23) (BR. 2)
- S-3 COLUMBIA HEALTHCARE CORP, 201 WEST MAIN STREET, LOUISVILLE, KY 40202 ((50) 2)--572- - 868,612 (\$6,360,231.63) COMMON STOCK. (FILE 33-52379 - FEB. 23) (BR. 6)
- S-3 RJR NABISCO HOLDINGS CORP, 1301 AVE OF THE AMERICAS, NEW YORK, NY 10019 (212) 258-5600 - 345,000,000 (\$2,587,500,000) PREFERRED STOCK. (FILE 33-52381 - FEB. 24) (BR. 3)
- S-2 JEFFERSON SMURFIT CORP, 8182 MARYLAND AVE, ST LOUIS, MO 63105 (314) 746-1100 - STRAIGHT BONDS. (FILE 33-52383-01 - FEB. 24) (BR. 8)
- S-4 MARION NATIONAL CORP, 307 N MAIN ST, MARION, SC 29571 (803) 423-3436 - 152,500 (\$2,661,125) COMMON STOCK. (FILE 33-75344 - FEB. 15) (BR. 2 - NEW ISSUE)
- M-2 TEMPLETON EMERGING MARKETS APPRECIATION FUND INC, 700 CENTRAL AV, ST PETERSBURG, FL 33701 - 4,600,000 (\$69,000,000) COMMON STOCK. (FILE 33-75400 - FEB. 16) (BR. 18 - NEW ISSUE)
- S-3 GRANCARE INC, 300 CORPORATE POINTE STE 400, CULVER CITY, CA 90230 (310) 645-1555 - 1,063,252 (\$19,808,385) COMMON STOCK. (FILE 33-75414 - FEB. 17) (BR. 5)
- F-1 SCANVEC CO 1990 LTD, ROUTE 93/155 WEST ST, WILMINGTON, MA 01887 - 2,300,000 (\$29,900,000) FOREIGN COMMON STOCK. (FILE 33-75420 - FEB. 17) (BR. 10 - NEW ISSUE)
- S-3 NOVELLUS SYSTEMS INC, 81 VISTA MONTANA, SAN JOSE, CA 95134 (408) 943-9700 - 1,725,000 (\$72,018,750) COMMON STOCK. (FILE 33-75430 - FEB. 18) (BR. 10)
- S-2 CAROLINA FIRST CORP, 102 S MAIN ST, GREENVILLE, SC 29601 (803) 239-6423 - 1,380,000 (\$18,285,000) COMMON STOCK. UNDERWRITER: BRADFORD J C & CO, FOX PITT KELTON INC. (FILE 33-75458 - FEB. 18) (BR. 2)
- F-2 ICA CORPORATION HOLDING CO, MINERIA NO 145 EDIFICIO CENTRAL, 11800 MEXICO D F, MEXICO, 05 (212) 480-0111 - 500,000,000 (\$500,000,000) FOREIGN CONVERTIBLE BONDS. UNDERWRITER: ACCIONES Y VALORES DE MEXICO SA DE CV, BARING SECURITIES INC. (FILE 33-75460 - FEB. 18) (BR. 10)

REGISTRATIONS

- S-4 SYBASE INC, 6475 CHRISTIE AVE, EMERYVILLE, CA 94608 (510) 922-3500 - 614,000 (\$5,458,083) COMMON STOCK. (FILE 33-75462 - FEB. 18) (BR. 9)
- S-8 TRIQUINT SEMICONDUCTOR INC, 3625A SW MURRAY BLVD, BEAVERTON, OR 97005 (503) 644-3535 - 1,137,659 (\$16,279,900.29) COMMON STOCK. (FILE 33-75464 - FEB. 18) (BR. 3)
- S-8 ENZO BIOCHEM INC, 60 EXECUTIVE BLVD, FARMINGDALE, NY 11735 (516) 755-5500 - 1,500,000 (\$26,340,000) COMMON STOCK. (FILE 33-75466 - FEB. 18) (BR. 6)
- S-8 DANKA BUSINESS SYSTEMS PLC, MASTERS HOUSE, 107 HAMMERSMITH RD, LONDON W140QH ENGLAND, X0 - 10,545,331 (\$24,375,331) FOREIGN COMMON STOCK. (FILE 33-75468 - FEB. 18) (BR. 12)
- S-8 HEALTHMATCH INC, 3400 INDUSTRIAL LN, STE A & B, BROOMFIELD, CO 80020 (303) 465-2000 - 200,000 (\$450,000) COMMON STOCK. (FILE 33-75470 - FEB. 18) (BR. 8)
- S-8 DIGIDESIGN INC, 1360 WILLOW RD, STE 101, MENLO PARK, CA 94025 (415) 688-0600 - 1,421,888 (\$12,293,147) COMMON STOCK. (FILE 33-75478 - FEB. 18) (BR. 10)
- S-8 GLAXO HOLDINGS PLC /ENG/, LANSDOWNE HOUSE, BERKELEY SQ, LONDON W1Y 6BP ENGLAND, X0 - 20,000,000 (\$191,400,000) FOREIGN COMMON STOCK. (FILE 33-75480 - FEB. 18) (BR. 4)
- S-8 CENTRAL MORTGAGE BANCSHARES INC, 116 NORTH HOLDEN STREET, WARRENSBURG MO, MO 64093 (000) 000-0000 - 100,000 (\$1,369,000) COMMON STOCK. (FILE 33-75482 - FEB. 18) (BR. 15)
- S-1 MERCEDES HOMES INC, 1600 W EAU GALLIE BLVD, MELBOURNE, FL 32935 (407) 259-6972 - 1,840,000 (\$25,760,000) COMMON STOCK. (FILE 33-75486 - FEB. 18) (BR. 9 - NEW ISSUE)
- S-8 CONCORD FABRICS INC, 1359 BROADWAY, NEW YORK, NY 10018 (212) 760-0300 - 500,000 (\$4,656,500) COMMON STOCK. (FILE 33-75488 - FEB. 18) (BR. 8)
- S-8 ARX INC, 35 S SERVICE RD, PLAINVIEW, NY 11803 (516) 694-6700 - 1,500,000 (\$7,500,000) COMMON STOCK. (FILE 33-75496 - FEB. 18) (BR. 6)
- S-8 ALAMCO INC, 200 W MAIN ST, CLARKSBURG, WV 26301 (304) 623-6671 - 200,000 (\$1,350,000) COMMON STOCK. (FILE 33-75500 - FEB. 18) (BR. 3)
- S-1 CAMBRIDGE SOUNDWORKS INC, 154 CALIFORNIA ST, NEWTON, MA 02158 (617) 332-5936 - 1,610,000 (\$16,100,000) COMMON STOCK. UNDERWRITER: HANBRECHT & QUIST INC, TUCKER ANTHONY INC. (FILE 33-75502 - FEB. 18) (BR. 11 - NEW ISSUE)
- S-1 CONTINENTAL COMMUNICATIONS CORP OF AMERICA, 400 KELBY ST, FORT LEE, NJ 07024 (201) 947-5300 - 3,450,000 (\$44,850,000) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, PAINWEBBER INC. (FILE 33-75506 - FEB. 18) (BR. 7 - NEW ISSUE)



## REGISTRATIONS

- S-1 JPS AUTOMOTIVE PRODUCTS CORP, 29 STEVENS ST, GREENVILLE, SC 29602  
(803) 239-2320 - 8,125,000 (\$154,437,500) COMMON STOCK. (FILE 33-75508 -  
FEB. 18) (BR. 4)
- S-1 JPS AUTOMOTIVE PRODUCTS CORP, 29 STEVENS ST, GREENVILLE, SC 29602  
(803) 239-2320 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE  
33-75510 - FEB. 18) (BR. 4 - NEW ISSUE)
- S-8 DBA SYSTEMS INC, 1200 S WOODY BURKE RD, MELBOURNE, FL 32901  
(407) 727-0660 - 200,000 (\$1,275,000) COMMON STOCK. (FILE 33-75516 -  
FEB. 18) (BR. 7)
- S-8 DBA SYSTEMS INC, 1200 S WOODY BURKE RD, MELBOURNE, FL 32901  
(407) 727-0660 - 500,000 (\$3,187,500) COMMON STOCK. (FILE 33-75518 -  
FEB. 18) (BR. 7)
- S-8 URBAN OUTFITTERS INC, 1801 WALNUT ST, PHILADELPHIA, PA 19103  
(215) 564-2313 - 1,134,000 (\$17,350,346.01) COMMON STOCK. (FILE 33-75522 -  
FEB. 18) (BR. 1)
- S-8 FIRST PALM BEACH BANCORP INC, 215 S OLIVE AVE, WEST PALM BEACH, FL 33401  
(407) 655-8511 - 529,000 (\$5,686,675) COMMON STOCK. (FILE 33-75524 -  
FEB. 18) (BR. 2)
- S-8 INDEPENDENT BANK CORP /MA/, 288 UNION ST, ROCKLAND, MA 02370  
(617) 878-6100 - 250,000 (\$1,156,250) COMMON STOCK. (FILE 33-75530 -  
FEB. 18) (BR. 2)
- S-3 THERMOTREX CORP, 9550 DISTRIBUTION AVE, SAN DIEGO, CA 92121  
(617) 622-1000 - 1,610,000 (\$22,137,500) COMMON STOCK. (FILE 33-75532 -  
FEB. 18) (BR. 9)

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## ACQUISITIONS OF SECURITIES

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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.

ACQUISITIONS

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
FIRST PAC NETWORKS INC MCNAMARA ROBERT P	COM 13D	12/31/93	662 3.4	33593310 8.5	RVISION
FUTURE HEALTHCARE INC CHEMED CORP	COM 13D	12/31/93	380 5.9	36091110 8.0	UPDATE
FUTURE HEALTHCARE INC CHEMED CORP	COM 13D	12/31/93	380 5.9	36091110 8.0	RVISION
GEOTEK INDS INC S C RIG INVTs III LP ET AL	COM 13D	2/ 8/94	4,444 11.3	37365410 11.3	UPDATE
HUFFMAN KOOS INC JUPITER IND INC ET AL	COM 13D	2/ 7/94	2,200 54.9	44432210 0.0	NEW
INTELLICALL INC BERTHEL T J ENTR INC ET AL	COM 13D	2/14/94	670 8.9	46199610 7.4	UPDATE
INTERNATIONAL PETE CORP MACKENZIE FINANCIAL CORP	COM 13D	12/20/93	2,218 5.5	46399410 10.3	UPDATE
INTERNATIONAL PETE CORP MACKENZIE FINANCIAL CORP	COM 13D	12/20/93	2,218 5.5	46399410 10.3	RVISION
INTEGRATED PROCESS EQUIP CP KASSNER FRED ET AL	COM 13D	10/29/93	754 68.5	48399310 0.0	NEW
LATEX RES INC WILSON JEFFREY T	COM 13D	1/13/94	4,817 31.0	51819010 33.8	UPDATE
LATEX RES INC WILSON JEFFREY T	COM 13D	1/13/94	4,817 31.0	51819010 33.8	RVISION
MEGAFOODS STORES INC MORGENS EDWIN H ET AL	COM 13D	2/ 4/94	801 9.5	58495110 8.5	UPDATE
MEGAFOODS STORES INC MORGENS EDWIN H ET AL	COM 13D	2/ 4/94	801 9.5	58495110 8.5	RVISION
MESABI TR APPALOOSA MGMT LP ET AL	CTF BEN INT 13D	2/ 2/94	707 5.4	59067210 0.0	NEW
MESABI TR APPALOOSA MGMT LP ET AL	CTF BEN INT 13D	2/ 2/94	707 5.4	59067210 0.0	RVISION
METHANEX CORP METALLGESELLSCHAFT CORP ET AL	COM 13D	1/14/94	10,574 6.3	59299510 11.4	UPDATE
METHANEX CORP METALLGESELLSCHAFT CORP ET AL	COM 13D	1/14/94	10,574 6.3	59299510 11.4	RVISION
NEWCOR INC GREER PHILIP ET AL	COM 13D	2/10/94	206 4.4	65118610 5.5	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
NEWCOR INC GREER PHILIP ET AL	COM 13D	2/10/94	206 4.4	65118610 5.5	RVISION
NEWORLD BANCORP INC DEL KANEK JOHN A	COM 13D	1/31/94	252 6.2	65171110 7.6	RVISION
NEWORLD BANCORP INC DEL KANEK JOHN A	COM 13D	1/31/94	252 6.2	65171110 7.6	RVISION
OCELOT ENERGY INC ABRAMSON HERBERT ET AL	CL B SUB VTG 13D	11/24/93	1,710 6.5	69099420 0.0	NEW
PARAMOUNT COMMUNICATIONS INC VIACOM INC ET AL	COM 14D-1	2/16/94	23,699 19.8	69921610 19.8	UPDATE
PARAMOUNT COMMUNICATIONS INC VIACOM ET AL	COM 13D	2/16/94	23,699 19.8	69921610 19.8	UPDATE
RAPITECH SYS INC SNOW BECKER KRAUSS PC	COM 13D	1/ 1/94	7,802 100.0	75381010 100.0	UPDATE
RAPITECH SYS INC SNOW BECKER KRAUSS PC	COM 13D	1/ 1/94	7,802 100.0	75381010 100.0	RVISION
REGENCY HEALTH SVCS INC MAYS CECIL R	COM 13D	2/14/94	1,465 21.5	75893410 9.7	UPDATE
REGENCY HEALTH SVCS INC MAYS CECIL R	COM 13D	2/14/94	1,465 21.5	75893410 9.7	RVISION
SCANDINAVIAN BROADCASTING SA CAPITAL CITIES ABC INC ET AL	ORD 13D	2/ 9/94	3,120 23.4	80590110 15.9	UPDATE
SCANDINAVIAN BROADCASTING SA CAPITAL CITIES ABC INC ET AL	ORD 13D	2/ 9/94	3,120 23.4	80590110 15.9	RVISION
SOLITRON DEVICES INC SARAF SHEVACH	COM PAR \$0.01 13D	2/ 4/94	244 55.6	83425620 100.0	RVISION
SOUTH ALA BANCORPORATION INC MCMILLAN THOMAS E JR	COM 13D	9/30/93	301 21.5	83623410 6.4	UPDATE
SOUTH ALA BANCORPORATION INC MCMILLAN THOMAS E JR	COM 13D	9/30/93	301 21.5	83623410 6.4	RVISION
SUNSHINE MNG CO GRACE HOLDINGS	PF \$11.94 13D	2/14/94	847 11.8	86783320 0.0	NEW
THERMO VOLTEK CORP THERMO ELECTRON ET AL	COM 13D	1/31/94	4,601 100.0	88360210 91.0	UPDATE
TRACOR INC UNTERMAN GERALD B ET AL	WTS SER A 13D	2/ 1/94	383 17.2	89234911 11.4	UPDATE

ACQUISITIONS CONT.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SHRS(000)/ ADDED</u>	<u>CUSIP/ PRICE</u>	<u>FILING STATUS</u>
TRACOR INC UNTERMAN GERALD B ET AL	WTS SER A 13D	2/ 1/94	383 17.2	89234911 11.4	RVISION
TRACOR INC NEW UNTERMAN GERALD B ET AL	CON NEW 13D	2/ 1/94	1,594 10.4	89234920 9.5	UPDATE
TRACOR INC NEW UNTERMAN GERALD B ET AL	CON NEW 13D	2/ 1/94	1,594 10.4	89234920 9.5	RVISION