

# sec news digest

Issue 96-39

March 4, 1996

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## COMMISSION ANNOUNCEMENTS

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### TASK FORCE ON DISCLOSURE SIMPLIFICATION TO PRESENT REPORT AT OPEN MEETING

The Commission will hold an Open Meeting to be conducted under the Government in the Sunshine Act on Tuesday, March 5th at 10:00 a.m. The meeting will be held in Room 1C30, at Commission Headquarters, 450 Fifth St., N.W., Washington, D.C. At the meeting, the Commission's Task Force on Disclosure Simplification, advised by Phillip K. Howard, the author of The Death of Common Sense, will submit its report. Chairman Levitt organized the task force in August 1995 to review forms and rules relating to capital-raising transactions. The goal of the task force is to find ways to simplify the disclosure process and, consistent with investor protection, to make regulation of capital formation more efficient. (Press Rel. 96-42)

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## ENFORCEMENT PROCEEDINGS

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### MICHAEL MARKOWSKI AND JOSEPH RICCIO ENJOINED FROM MANIPULATING THE MARKETS FOR THE SECURITIES OF THREE COMPANIES

The Commission announced today that the United States District Court for the Southern District of New York entered final judgments against defendants Michael J. Markowski (Markowski) and Joseph Riccio (Riccio) permanently enjoining them each from future violations of Section 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rules 10b-5 and 10b-6 thereunder. In the final judgments, the Court waived civil penalties based upon Markowski's and Riccio's demonstrated inability to pay. Each defendant consented to the entry of the final judgment against him without admitting or denying the allegations in the complaint. The final judgments were entered by the Court on February 12, 1996.

In this action, the Commission alleged that the defendants manipulated the market for the securities of three issuers while they were principals of a now defunct brokerage firm, Global America, Inc. (Global). Specifically, in February 1990, June 1990 and September 1990, Global underwrote the initial public offerings (IPOs) of common stock and units of Capucino's Inc. (Capucino's), Mountaintop Corp. (Mountaintop), and Auto Depot Inc. (Auto Depot). The Commission alleged that Markowski and Riccio manipulated the market for these securities through Global's high pressure sales tactics, its domination and control of the market for these securities, and its refusal to execute customer sell orders. Global's registered representatives, under the direction and supervision of Markowski and Riccio, solicited purchases of aftermarket common shares before the effective date of each of the IPOs and tied the purchase of aftermarket shares to the units, according to the complaint. The markets for the securities of Capucino's, Mountaintop, and Auto Depot collapsed in January 1991, when Global ceased its market making activities. For further information see LR-14615. [SEC v. Michael J. Markowski and Joseph Riccio, 95 Civ. 6931, KTD, SDNY] (LR-14830)

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#### **HOLDING COMPANY ACT RELEASES**

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##### **THE COLUMBIA GAS SYSTEM, INC.**

A notice has been issued giving interested persons until March 25 to request a hearing on a proposal by The Columbia Gas System, Inc. (Columbia), a registered public utility holding company. Columbia proposes, through either an existing, direct subsidiary or through the establishment of one or more direct or indirect subsidiaries, to market energy-related products including propane, natural gas liquids and petroleum; and market and/or broker electric energy. (Rel. 35-26480)

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#### **SELF-REGULATORY ORGANIZATIONS**

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##### **WITHDRAWAL SOUGHT**

A notice has been issued giving interested persons until March 22 to comment on the application of Frontier Communications Services Inc. to withdraw from listing and registration on the American Stock Exchange its 9% Senior Subordinated Notes, due May 15, 2003. (Rel. 34-36913)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change filed by the Chicago Stock Exchange related to the posting of sales and transfers of memberships (SR-CHX-96-07) has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of March 4. (Rel. 34-36911)

A proposed rule change filed by the Chicago Stock Exchange to adopt a monthly examinations fee applicable to those members for which the Exchange is the Designated Examining Authority and to pass the cost of providing the Exchange's rule book on to members (SR-CHX-96-08) has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of March 4. (Rel. 34-36912)

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-8 ACC CORP, 400 W AVE, ROCHESTER, NY 14611 (716) 987-3000 - 500,000 (\$14,280,000) COMMON STOCK. (FILE 333-1219 - FEB. 26) (BR. 7)
- S-8 BIOSAFE INTERNATIONAL INC, 10 FAWCETT ST, CAMBRIDGE, MA 02138 (617) 497-4500 - 1,500,000 (\$6,218,313) COMMON STOCK. (FILE 333-1536 - FEB. 22) (BR. 11)
- F-3 GST TELECOMMUNICATIONS INC, 900 999 WEST HASTINGS ST, VANCOUVER BRITISH COLUMBIA, WA (360) 737-7900 - 2,538,179 (\$20,153,141.26) FOREIGN COMMON STOCK. (FILE 333-1538 - FEB. 22) (BR. 8)
- S-8 HILITE INDUSTRIES INC, 1671 S BROADWAY, CARROLLTON, TX 75006 (214) 466-0475 - 100,000 (\$949,075) COMMON STOCK. (FILE 333-1540 - FEB. 22) (BR. 4)
- S-8 HOLLY PRODUCTS INC, 200 MONUMENT RD, BALA CYNWYD, PA 19004 (609) 234-1450 - 35,000 (\$41,562.50) COMMON STOCK. (FILE 333-1542 - FEB. 22) (BR. 6)
- S-1 FNB BANCSHARES INC \SC\, PO BOX 1539, GUFFNEY, SC 29342 (864) 488-2265 - 800,000 (\$8,000,000) COMMON STOCK. (FILE 333-1546 - FEB. 23) (BR. 2)
- S-8 ALADDIN KNOWLEDGE SYSTEMS LTD, 15 BEIT IVED ST, TEL AVIV 61110 ISRAEL, L5 (972) 537-5795 - 60,000 (\$547,800) COMMON STOCK. (FILE 333-1578 - FEB. 22) (BR. 9)
- S-1 OUTDOOR SYSTEMS INC, 2502 N BLACK CANYON HIGHWAY, PHOENIX, AZ 85009 (602) 246-9569 - 3,245,000 (\$42,185,000) COMMON STOCK. (FILE 333-1582 - FEB. 22) (BR. 5)

REGISTRATIONS CONT.

- S-3 CASE CORP, 700 STATE ST, RACINE, WI 53404 (414) 636-6011 - 16,692,500 (\$844,014,531.25) COMMON STOCK. (FILE 333-1584 - FEB. 22) (BR. 4)
- S-1 SAPIENT CORP, ONE MEMORIAL DR, CAMBRIDGE, MA 02142 (617) 621-0200 - 1,495,000 (\$26,910,000) COMMON STOCK. (FILE 333-1586 - FEB. 22) (BR. 9 - NEW ISSUE)
- S-3 CHESAPEAKE ENERGY CORP, 6104 N WESTERN, OKLAHOMA CITY, OK 73118 (405) 848-8000 - 2,415,000 (\$98,411,250) COMMON STOCK. 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 333-1588 - FEB. 22) (BR. 3)
- S-1 COMPOST AMERICA HOLDING CO INC, 350 S MAIN ST, STE 313, DOYLESTOWN, PA 18901 (215) 348-9788 - 1,025,000 (\$6,662,500) COMMON STOCK. (FILE 333-1592 - FEB. 22) (BR. 8 - NEW ISSUE)
- S-1 VINCAM GROUP INC, 2850 DOUGLAS RD, CORAL GABLES, FL 33134 (305) 460-2350 - \$31,625,000 COMMON STOCK. (FILE 333-1594 - FEB. 22) (BR. 6 - NEW ISSUE)
- S-3 CAPITOL MULTIMEDIA INC /DE/, 7315 WISCONSIN AVE, STE 800 E, BETHESDA, MD 20814 (301) 907-7000 - 31,000 (\$177,320) COMMON STOCK. (FILE 333-1596 - FEB. 22) (BR. 10)
- S-8 ENTERPRISE SYSTEMS INC /DE/, 1400 S WOLF RD, WHEELING, IL 60090 (708) 537-4800 - 1,114,846 (\$31,355,043.75) COMMON STOCK. (FILE 333-1598 - FEB. 23) (BR. 10)
- S-1 SHELLS SEAFOOD RESTAURANTS INC, 16313 N DALE MABRY HWY, STE 100, TAMPA, FL 33618 (813) 961-0944 - 1,610,000 (\$8,050,000) COMMON STOCK. 805,000 (\$80,500) WARRANTS, OPTIONS OR RIGHTS. 805,000 (\$4,830,000) COMMON STOCK. (FILE 333-1600 - FEB. 23) (BR. 12 - NEW ISSUE)
- S-8 ANICOM INC, 6133 N RIVER RD, STE 410, ROSEMONT, IL 60018 (708) 290-0200 - 650,000 (\$6,917,150) COMMON STOCK. (FILE 333-1602 - FEB. 23) (BR. 3)
- S-1 COST PLUS INC/CA/, 1121 SEVENTH ST, OAKLAND, CA 94607 (415) 893-7300 - 3,220,000 (\$45,080,000) COMMON STOCK. (FILE 333-1604 - FEB. 23) (BR. 1)
- S-1 KENTEK INFORMATION SYSTEMS INC /DEV/, 2945 WILDERNESS PL, BOULDER, CO 80301 (303) 440-5500 - 2,875,000 (\$28,750,000) COMMON STOCK. (FILE 333-1606 - FEB. 23) (BR. 10 - NEW ISSUE)
- S-8 THERATX INC /DE/, 400 NORTHRIDGE RD, STE 400, ATLANTA, GA 30350 (404) 518-9449 - 237,684 (\$2,902,121.64) COMMON STOCK. (FILE 333-1608 - FEB. 23) (BR. 6)
- S-4 STERIS CORP, 5960 HEISLEY RD, MENTOR, OH 44060 (216) 354-2600 - 18,400,000 (\$610,000,001.60) COMMON STOCK. (FILE 333-1610 - FEB. 23) (BR. 8)
- SB-2 FIRST NATIONS FINANCIAL SERVICES CO, PLAZA OFFICE CENTER, 560 FELLOWSHIP RD, MOUNT LAUREL, NJ 08054 (609) 234-5151 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 333-1612 - FEB. 23) (BR. 11 - NEW ISSUE)
- S-11 BENEFICIAL MORTGAGE CORP, ONE CHRISTINA CENTRE, 301 NORTH WALNUT ST, WILMINGTON, DE 19801 (302) 425-2502 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-1614 - FEB. 23) (BR. 12)
- S-8 ADVANCED ENERGY INDUSTRIES INC, 1625 SHARP POINT DR, FT COLLINS, CO 80525 - 3,500,000 (\$29,750,000) COMMON STOCK. (FILE 333-1616 - FEB. 23) (BR. 3)

REGISTRATIONS CONT.

- S-3 BIOCRYST PHARMACEUTICALS INC, 2190 PKWY LAKE DR, BIRMINGHAM, AL 35244  
(205) 444-4600 - 848,333 (\$8,165,205.13) COMMON STOCK. (FILE 333-1618 -  
FEB. 23) (BR. 4)
- S-8 TOTAL RENAL CARE HOLDINGS INC, 21250 HAWTHORNE BLVD, SUITE 800,  
TORRANCE, CA 90503 (310) 792-2600 - 25,000 (\$728,250) COMMON STOCK. (FILE  
333-1620 - FEB. 23) (BR. 5)
- S-8 PIONEER BANCSHARES INC, 801 BROAD STREET, CHATTANOOGA, TN 37402  
(615) 755-0000 - 100,000 (\$6,700,000) COMMON STOCK. (FILE 333-1622 -  
FEB. 23) (BR. 2)

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ACKERLEY COMMUNICATIONS INC	DE					X	X			02/29/96	
AMERICAN INDUSTRIAL PROPERTIES REIT INC	TX					X	X			02/26/96	
AULT INC	MN					X				02/25/96	
BAXTER INTERNATIONAL INC	DE					X				02/29/96	
CENTURY PROPERTIES FUND XIV	CA	X								02/12/96	
CHUBB CORP	NJ					X	X			03/01/96	
COMPAQ COMPUTER CORP	DE					X				03/01/96	
CONTINENTAL CABLEVISION INC	DE					X				02/27/96	
CROWN CORK & SEAL CO INC	PA	X				X	X			02/22/96	
CROWN LABORATORIES INC /DE/	DE					X				02/29/96	
DANIELSON HOLDING CORP	DE					X	X			02/26/96	
DELTA AIR LINES INC /DE/	DE						X			02/29/96	
DIGIMEDIA USA INC	NV					X	X			02/13/96	
ELSINORE CORP	NV					X	X			03/01/96	
ENCOR GROUP INC	DE					X				02/29/96	
GENERAL MILLS INC	DE						X			02/28/96	
HARLEYSVILLE NATIONAL CORP	PA					X	X			03/01/96	
KUHLMAN CORP	DE	X								02/16/96	

BK REPORTS CONT.

NAME OF ISSUER	STATE CODE	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
LEHMAN ABS CORP	DE	X								12/31/99	
LYNCH CORP	IN	X								10/04/95AMEND	
MELLON BANK CORP	PA			X	X					02/29/96	
MERRILL LYNCH & CO INC	DE			X	X					03/01/96	
MESA INC	DE	X								02/17/95	
MULTI COLOR CORP	OH			X						02/29/96	
NATIONAL CAPITAL MANAGEMENT CORP	DE				X					02/12/96AMEND	
NATIONAL REALTY L P	DE			X	X					02/27/96	
NAVISTAR FINANCIAL SECURITIES CORP	DE			X	X					02/26/96	
NORTHERN STATES POWER CO /MN/	MN			X						03/01/96	
OIS OPTICAL IMAGING SYSTEMS INC	DE			X						02/28/96	
PARKWAY CO	TX				X					01/02/96AMEND	
PRUDENTIAL HOME MORTGAGE SECURITIES COMP	DE				X					02/26/96	
PUBLICKER INDUSTRIES INC	PA	X								01/11/96	
PUBLICKER INDUSTRIES INC	PA	X								01/11/96	
RPS REALTY TRUST	MA			X						12/27/95AMEND	
RYLAND MORTGAGE SECURITIES CORP SERIES 1	VA			X	X					01/30/96	
SIERRA ON LINE INC	DE			X	X					02/19/96	
SPINNAKER INDUSTRIES INC	DE	X								10/04/95AMEND	
STARWOOD LODGING CORP	MD				X					01/31/95AMEND	
STARWOOD LODGING CORP	MD				X					09/20/95AMEND	
STARWOOD LODGING TRUST	MD				X					01/31/95AMEND	
STARWOOD LODGING TRUST	MD				X					09/20/95AMEND	
STRUCTURED ASSET SECURITIES CORPORATION	DE			X	X					02/27/96	
TIAA REAL ESTATE ACCOUNT	NY			X						03/01/96	
TRUE NORTH COMMUNICATIONS	DE			X	X					02/29/96	
USBANCORP INC /PA/	PA	X								02/28/96AMEND	
WEBSTER FINANCIAL CORP	DE			X						02/29/96	
WINTHROP PARTNERS 80 LTD PARTNERSHIP	MA			X	X					02/15/96	
WINTHROP PARTNERS 81 LTD PARTNERSHIP	MA			X	X					02/15/96	