

SEC NEWS DIGEST

Issue 97-184

September 23, 1997

COMMISSION ANNOUNCEMENTS

CONSUMER AFFAIRS ADVISORY COMMITTEE MEETING

The Commission's Consumer Affairs Advisory Committee will meet on Tuesday, October 14, 1997, in Room 1C30 at the Commission's Headquarters, 450 Fifth Street, N.W., Washington, D.C., beginning at 9:30 a.m. The meeting will be open to the public. The Committee's responsibilities include assisting the Commission in identifying investor problems and being more responsive to their needs. The Committee will explore fundamental issues of concern to investors, including matters currently under consideration by the Commission and topics of emerging concern to investors and the financial services industry.

For more information, please call Geraldine M. Walsh, Special Counsel to the Director, Office of Investor Education and Assistance, at (202) 942-7040. (Rel. 34-39109; File No. 265-19)

Any member of the public who requires auxiliary aids such as a sign language interpreter or material on tape to attend a public meeting should contact Rochelle Franks, Office of Administrative and Personnel Management, to make arrangements. Ms. Franks can be reached at TTY number (202) 942-9558. If you are calling from a non-TTY number, please call the Relay Service at 1-800-877-8339.

ENFORCEMENT PROCEEDINGS

W. RALPH WILLS, III BARRED AND REGISTRATION OF PROFINANCIAL ADVISORS, INC. REVOKED

On September 22, the Commission instituted a public administrative proceeding under Sections 203(e) and 203(f) of the Investment Advisers Act against W. Ralph Wills, III (Wills) and ProFinancial Advisors, Inc. (ProFinancial), a registered investment adviser operated by Wills, both residing in Douglas, Georgia. The Order Instituting Public Administrative Proceedings bars Wills from

association with any broker, dealer, municipal securities dealer, investment adviser or investment company and revokes ProFinancial's registration as an investment adviser. Wills and ProFinancial consented to the entry of the Order without admitting or denying the Commission's findings, except for the finding that on July 24, 1997, they were permanently enjoined by the United States District Court for the Northern District of Georgia, from violating Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and Sections 204 and 206(4) of the Investment Advisers Act and Rules 204-1 and 206(4)-2 thereunder. The Commission's complaint alleged, in part, that Wills and ProFinancial obtained money in connection with the offer and sale of investment contracts and promissory notes as part of a prime bank scheme (SEC v. ProFinancial Advisors, Inc. et al., Civil Action No. 1:96-CV-2472-CC, N.D. Ga.; LR-15153 and LR-15451). (Rel. IA-1670)

CEASE AND DESIST PROCEEDINGS INSTITUTED AND SIMULTANEOUSLY SETTLED AGAINST J.M. DICKINSON BRANSFORD

The Commission has instituted and simultaneously settled cease and desist proceedings pursuant to Section 8A of the Securities Act of 1933 (Securities Act) against J.M. Dickinson Bransford (Bransford) of Franklin, Tennessee. The Order Instituting Proceedings (Order) alleges that from at least April 1993 through September 1994, North American Capital Group (North American), a private Tennessee corporation, and Bransford offered potential investors investments in a purported European and domestic bank debenture trading programs. The minimum investment requirement was initially \$10 million and was subsequently raised to \$25 million. The Order alleges Respondent violated Sections 17(a)(1) and (3) of the Securities Act by, among other things: omitting to disclose to potential investors that North American had never raised any investor funds; and representing in North American's offering documents that North American had "extensive experience and expertise" in the purchase of bank debenture instruments and "extensive relationships with the secondary market for the sale. . .of these instruments..." when, in fact, North American had no experience at all in purchasing bank debenture instruments. (Rel. 33-7454)

PROCEEDINGS INSTITUTED AND SETTLED AGAINST GARY HAMBY AND GARY ROSS

The Commission today announced that it simultaneously instituted and settled administrative proceedings against Gary L. Hamby (Hamby) and Gary B. Ross (Ross), persons associated with two investment advisers, International Market Strategies, Inc. (IMS I) and International Market Strategies II, Inc. (IMS II). The Order finds that Hamby and Ross willfully violated the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 and that they willfully aided and abetted violations of the antifraud and other provisions of the Investment Advisers Act. Specifically, the Order finds that Hamby and Ross used IMS I and IMS II to defraud their advisory clients by, among other things,

misrepresenting the value of client accounts and misappropriating money intended to be invested in the securities markets. The Order also finds that on September 11 the United States District Court for the Eastern District of Missouri permanently enjoined Hamby and Ross from violating the federal securities laws and granted the Commission other relief, including disgorgement of ill-gotten gains.

The Commission accepted offers of settlement from Hamby and Ross in which, without admitting or denying the Commission's findings, they consented to a bar from association with securities professionals. (Rel. 34-39102; IA-1668)

MICHAEL ROBERTSON AND M.C. ROBERTSON & ASSOCIATES, INC. SANCTIONED IN ADMINISTRATIVE PROCEEDINGS

The Commission announced today the entry of an Order Making Findings, Imposing Remedial Sanctions and Ordering Respondents to Cease and Desist against Michael C. Robertson and M.C. Robertson & Associates, Inc. (MCR & Associates). The Commission accepted Offers of Settlement from Robertson and MCR & Associates wherein they admitted to certain findings and consented to the issuance of the Order barring Robertson from association with any broker, dealer, municipal securities dealer, investment adviser or investment company; ordering Robertson and MCR & Associates to cease and desist from committing or causing any violation of, and any future violation of, the antifraud provisions of the Securities Act of 1933, the Securities Exchange Act of 1934, and the Investment Advisers Act; and ordering Robertson and MCR & Associates to pay \$450,000 in disgorgement. Without admitting or denying the Order's findings, Robertson and MCR & Associates consented to the issuance of the Order containing findings that Robertson and MCR & Associates received undisclosed service fees and brokerage commissions in connection with their activities as pension consultant to the City of Fort Worth Employees' Retirement Fund and the Oklahoma Police Pension Retirement System. (Rel. Nos. 33-7453; 34-39107; IA-1669; IC-22829)

ADMINISTRATIVE PROCEEDINGS AGAINST DENNIS BISSELL

The Commission, by consent, entered an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions (Order) against Dennis Bissell (Bissell), formerly a registered representative at various broker-dealers, for misappropriating money and a criminal conviction of bank fraud. From February 1993 through October 1994, Bissell convinced three individuals to invest \$120,000 in securities. Bissell never invested those funds, however, and misappropriated the money for his own use. Bissell made material misrepresentations and/or omissions that rendered other statements materially false or misleading, in connection with his offer and sale of nonexistent securities. Specifically, Bissell claimed that he would invest the money in corporate bonds with guaranteed returns. On December 2, 1996, Bissell also pled guilty to one count of bank fraud [18 U.S.C. Section 1014] for knowingly and willfully making a false statement

on a loan application for the purpose of influencing the actions of a federally insured bank. The Commission's Order bars Bissell from the industry. The Commission thanks the office of the United States Attorney for the Northern District of Illinois for its assistance in this matter. (Rel. 34-39108)

THE COMMISSION COMMENCES INJUNCTIVE ACTION AGAINST BARNARD SACKETT, JOHN SCHRIEK AND ENVIROLAND, LTD. FOR OFFERING FRAUDULENT "PRIME BANK" SECURITIES TO INVESTORS

On September 22, the Commission filed a complaint in the United States District Court for the Eastern District of Pennsylvania against Barnard Sackett and his partner, John H. Schriek, and Schriek's company, Enviroland, Ltd., a Delaware corporation based in Ontario, California. The complaint alleges that the defendants solicited the Bankruptcy Estate for the Foundation For New Era Philanthropy, Inc. in Philadelphia, Pennsylvania, as well as at least one other investor, to invest sums ranging from at least \$100,000 to \$100 million in fraudulent "prime bank" securities. The complaint further alleges that the defendants guaranteed investors the repayment of principal and returns on their investments at the annual rate of at least 360% and as great as 528%. The complaint further alleges that the defendants asked those investors to recommend the fictitious "prime bank" investments to hundreds of non-profit entities and charities that are associated with or creditors of those investors. The Commission is seeking permanent injunctions and civil penalties against each of the defendants for violations of Sections 17(a)(1)&(3) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. Barnard Sackett, John H. Schriek and Enviroland, Ltd., Civ. Action No. 97 5934, USDC, E.D.Pa.] (LR-15504)

SELF-REGULATORY ORGANIZATIONS

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change (SR-OCC-97-06) filed by The Options Clearing Corporation. The proposal will allow OCC to issue, clear, and settle packaged spread options, which have been proposed for trading by the Chicago Board Options Exchange. Approval of OCC's proposed rule change is conditioned on Commission approval of File Nos. SR-CBOE-96-75 and SR-CBOE-96-76. Publication of the proposal is expected in the Federal Register during the week of September 22. (Rel. 34-39094)

The Government Securities Clearing Corporation filed a proposed rule change (SR-GSCC-97-08). The proposed rule change will extend the maximum term for repurchase agreements. The proposed rule change has been granted accelerated approval. Publication of the proposal is expected in the Federal Register during the week of September 22. (Rel. 34-39099)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Depository Trust Company filed a proposed rule change (SR-DTC-97-08). The proposed rule change, which became effective upon filing, modifies the procedures for participants to control their collateral in connection with the use of DTC's memo segregation service. Publication of the proposal is expected in the Federal Register during the week of September 22, 1997. (Rel. 34-39095)

PROPOSED RULE CHANGES

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-97-41) relating to the amendment of its definition of a stop order. Publication of the proposal is expected in the Federal Register during the week of September 22. (Rel. 34-39100)

The MBS Clearing Corporation filed a proposed rule change (SR-MBSCC-97-5) that will clarify that participants will be liable as principal for any contracts or other transactions submitted to MBSCC on behalf of nonparticipants and that nonparticipants will not be deemed to possess any rights or benefits of participants. Publication of the proposal is expected in the Federal Register during the week of September 29. (Rel. 34-39103)

APPROVAL OF PROPOSED RULE CHANGES

The Commission has approved a proposed rule change filed by the National Securities Clearing Corporation (SR-NSCC-96-21) that will establish the Annuities Processing Service. (Rel. 34-39096)

The Commission has approved a proposed rule change filed by The Options Clearing Corporation (SR-OCC-97-01) that will permit OCC's clearing members to deposit with OCC certain fund shares issued by an open-end management investment company (fund shares) as a form of margin. The rule change also permits clearing members to make escrow deposits with OCC by using fund shares and certain publicly traded units of beneficial interest in unit investment trusts. (Rel. 34-39104)

The Commission has approved a proposed rule change filed by Cincinnati Stock Exchange (SR-CSE-97-07) to amend Rule 8.14 to expand its Minor Rule Violation Program. Publication of the proposal is expected in the Federal Register during the week of September 29. (Rel. 34-39105)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until October 10, 1997, to comment on the application of Precision Optics Corporation, Inc. to withdraw its Common Stock, \$0.01 Par Value, from listing and registration on the Boston Stock Exchange. (Rel. 34-39101)

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.

Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

- F-6 GLORIOUS SUN ENTERPRISES LTD /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-7572 - SEP. 10) (BR. 99 - NEW ISSUE)
- S-B COMUNIDAD AUTONOMA DE ANDALUCIA, 150 EAST 58TH ST 30TH FL, C/O CONSULATE GENERAL OF SPAIN, NEW YORK, NY 10155 - 180,000,000 (\$180,000,000) STRAIGHT BONDS. (FILE 333-7574 - SEP 11) (BR. 99 - NEW ISSUE)
- F-8 GREAT WEST LIFE CO INC, 100 OSBORNE ST N, WINNIPEG, MANITOBA CANADA R3C 3A5, A2 (204) 946-1190 - 2,909,983 (\$70,959,935.46)
FOREIGN COMMON STOCK. (FILE 333-7576 - SEP. 11) (BR. 9)
- F-6 HOECHST CORP /ADR/, ONE WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 487-5745 - 100,000,000 (\$5,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-7580 - SEP. 11) (BR. 99)
- F-9 SHAW COMMUNICATIONS INC, STE 900, 630 3RD AVE SW, CALGARY ALBERTA CANADA, A0 (403) 750-4500 - 150,000,000 (\$150,000,000)
FOREIGN PREFERRED STOCK. (FILE 333-7582 - SEP. 11) (BR. 3 - NEW ISSUE)
- S-8 MAXIM PHARMACEUTICALS INC, 3099 SCIENCE PK RD, STE 150, SAN DIEGO, CA 92121 (619) 453-4040 - 200,000 (\$2,293,750) COMMON STOCK. (FILE 333-35669 - SEP 16) (BR. 1)
- S-4 PACIFIC GREYSTONE CORP /DE/, 6767 FOREST LAWN DR, STE 300, LOS ANGELES, CA 90068 (213) 436-6300 - 36,064,306 (\$678,432,624.28) COMMON STOCK.
(FILE 333-35671 - SEP. 16) (BR. 6)
- S-11 LASER MORTGAGE MANAGEMENT INC, 51 JOHN F KENNEDY PKWY, SHORT HILLS, NJ 07078 - 17,250,000 (\$258,750,000) COMMON STOCK. (FILE 333-35673 - SEP. 16) (BR. 8 - NEW ISSUE)
- S-8 LARK TECHNOLOGIES INC, 9545 KATY FREEWAY, STE 465, HOUSTON, TX 77024 (713) 464-7488 - 200,000 (\$288,000) COMMON STOCK. (FILE 333-35675 - SEP. 16) (BR. 1)
- S-8 INTERACTIVE TECHNOLOGIES CORP INC, 104 SOUTH HARBOR CITY BLVD, STE A, MELBOURNE, FL 32901 (407) 953-4811 - 300,000 (\$450,000) COMMON STOCK.
(FILE 333-35679 - SEP. 16) (BR. 5)
- S-8 TELTREND INC, 620 STETSON AVE, ST CHARLES, IL 60174 (708) 377-1700 - 700,000 (\$11,221,875) COMMON STOCK. (FILE 333-35683 - SEP. 16) (BR. 3)

S-8 NORTHERN TRUST CORP, 50 S LA SALLE ST, CHICAGO, IL 60675 (312) 630-6000
- 180,180 (\$10,000,000) COMMON STOCK. (FILE 333-35685 - SEP. 16) (BR. 7)

S-8 ANDREA ELECTRONICS CORP, 11 40 45TH RD, LONG ISLAND CITY, NY 11101
(800) 442-7787 - 500,000 (\$18,859,375) COMMON STOCK (FILE 333-35687 -
SEP. 16) (BR. 3)

S-8 SOLUTIA INC, 10300 OLIVE BLVD, P O BOX 66760, ST LOUIS, MO 63166
(314) 674-1000 - 175,000 (\$3,472,700) COMMON STOCK. (FILE 333-35689 -
SEP. 16) (BR. 4)

S-3 NIAGARA CORP, 667 MADISON AVE, NEW YORK, NY 10021 (305) 779-7805 -
285,715 (\$2,465,720) COMMON STOCK. (FILE 333-35691 - SEP. 16) (BR. 6)

S-8 OXFORD HEALTH PLANS INC, 800 CONNECTICUT AVE, NORWALK, CT 06854
(203) 851-2142 - 100,000 (\$7,607,000) COMMON STOCK. (FILE 333-35693 -
SEP. 16) (BR. 1)

S-4 VENCOR INC, 3300 PROVIDIAN CENTER, 400 WEST MARKET STREET, LOUISVILLE,
KY 40202 (502) 596-7300 - 750,000,000 (\$750,000,000) STRAIGHT BONDS.
(FILE 333-35695 - SEP. 16) (BR. 1)

S-8 EATON CORP, EATON CTR, 1111 SUPERIOR AVE, CLEVELAND, OH 44114
(216) 523-5000 - 30,000 (\$2,782,500) COMMON STOCK (FILE 333-35697 -
SEP. 16) (BR. 6)

S-8 EATON CORP, EATON CTR, 1111 SUPERIOR AVE, CLEVELAND, OH 44114
(216) 523-5000 - 30,000 (\$2,782,500) COMMON STOCK. (FILE 333-35699 -
SEP. 16) (BR. 6)

S-8 DENDRITE INTERNATIONAL INC, 1200 MOUNT KEMBLE AVE, MORRISTOWN, NJ 07960
(201) 425-1200 - 500,000 (\$9,093,750) COMMON STOCK. (FILE 333-35701 -
SEP. 16) (BR. 3)

S-4 FLEMING COMPANIES INC /OK/, 6301 WATERFORD BLVD, P O BOX 26647,
OKLAHOMA CITY, OK 73126 (405) 840-7200 - 500,000,000 (\$500,000,000)
STRAIGHT BONDS. (FILE 333-35703 - SEP. 16) (BR. 2)

S-3 LOEWS CORP, 667 MADISON AVE, NEW YORK, NY 10021 (212) 545-2000 (FILE
333-35705 - SEP. 16) (BR. 1)

S-3 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901
(203) 324-9261 - \$440,000,000 COMMON STOCK (FILE 333-35707 - SEP. 16)
(BR. 8)

S-3 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901
(203) 324-9261 - 908,703 (\$25,330,096.13) COMMON STOCK (FILE 333-35709 -
SEP. 16) (BR. 8)

S-8 XPLORES A, 4750 KELSO CREEK ROAD, WELDON, CA 93283 (619) 378-3936 -
800,000 (\$400,000) COMMON STOCK. (FILE 333-35711 - SEP. 16) (BR. 9)

S-4 SYMONS INTERNATIONAL GROUP INC, 4720 KINGSWAY DRIVE, INDIANAPOLIS, IN
46205 (317) 259-6400 - 135,000,000 (\$135,000,000) PREFERRED STOCK. (FILE
333-35713 - SEP. 16) (BR. 1)

S-1 BRYLANE INC, 463 SEVENTH AVE - 21ST FLR, NEW YORK, NY 10018
(212) 613-9500 - 5,750,000 (\$238,625,000) COMMON STOCK. (FILE 333-35715 -
SEP. 16) (BR. 2)

S-4 CAPSTAR HOTEL CO, 1010 WISCONSIN AE NW, WASHINGTON, DC 20007
(202) 965-4455 - 150,000,000 (\$150,375,000) STRAIGHT BONDS. (FILE
333-35717 - SEP. 16) (BR. 5)

S-3 GENSIA SICOR INC, 9360 TOWNE CENTRE DR, SAN DIEGO, CA 92121
(619) 546-8300 - \$5,322,500 COMMON STOCK. (FILE 333-35719 - SEP. 16)
(BR. 1)

S-4 FIRST BANKS AMERICA INC, P O BOX 630369, PO BOX 802527, HOUSTON, TX
77263 (713) 781-7171 - 456,187 (\$3,260,637) COMMON STOCK. (FILE 333-35721
- SEP. 16) (BR. 7)

S-8 LARK TECHNOLOGIES INC, 9545 KATY FREEWAY, STE 465, HOUSTON, TX 77024
(713) 464-7488 - 200,000 (\$288,000) COMMON STOCK. (FILE 333-35723 -
SEP. 16) (BR. 1)

S-4 HUNTINGTON BANCSHARES INC/MD, HUNTINGTON CTR, 41 S HIGH ST HC0632,
COLUMBUS, OH 43287 (614) 480-8300 - 550,000 (\$6,729,600) COMMON STOCK.
(FILE 333-35725 - SEP. 16) (BR. 7)

S-8 COUNTRY WORLD CASINOS INC, 4155 E JEWELL AVE, STE 1000, DENVER, CO 80222
(303) 639-5001 - 395,500 (\$65,257.50) COMMON STOCK. (FILE 333-35731 -
SEP. 16) (BR. 1)

S-8 MARSH & MCLENNAN COMPANIES INC, 1166 AVE OF THE AMERICAS, NEW YORK, NY
10036 (212) 345-5000 - 6,000,000 (\$427,500,000) COMMON STOCK. (FILE
333-35739 - SEP 16) (BR. 1)

S-8 MARSH & MCLENNAN COMPANIES INC, 1166 AVE OF THE AMERICAS, NEW YORK, NY
10036 (212) 345-5000 - 2,500,000 (\$178,125,000) COMMON STOCK. (FILE
333-35741 - SEP. 16) (BR. 1)

S-8 CELERITY SOLUTIONS INC, 200 BAKER AVENUE, SUITE 300, CONCORD, MA 01742
(508) 287-5888 - 2,684,000 (\$6,039,000) COMMON STOCK. (FILE 333-35743 -
SEP. 16) (BR 3)

S-8 CBT GROUP PLC, 1005 HAMILTON COURT, MENLO PARK, CA 94025 (415) 737-9050
- 929,810 (\$63,515,321.10) FOREIGN COMMON STOCK. (FILE 333-35745 -
SEP. 16) (BR. 3)

S-3 SOUTHERN PACIFIC FUNDING CORP, ONE CENTERPOINTE DR, STE 500,
LAKE OSWEGO, OR 97035 (503) 684-4700 - 125,000,000 (\$125,000,000)
STRAIGHT BONDS (FILE 333-35747 - SEP. 16) (BR. 7)

S-3 REPUBLIC INDUSTRIES INC, 450 E LAS OLAS BLVD, STE 1200, FT. LAUDERDALE,
FL 33301 (954) 713-5200 - 24,747,432 (\$687,514,595 25) COMMON STOCK
(FILE 333-35749 - SEP. 16) (BR. 4)

S-8 BOX HILL SYSTEMS CORP, 161 AVE OF THE AMERICAS, NEW YORK, NY 10013
(212) 989-4455 - 2,642,500 (\$23,125,344.37) COMMON STOCK. (FILE 333-35751
- SEP. 16) (BR. 3)

S-8 GENERAL AMERICAN ROYALTY INC, 4925 GREENVILLE AVE, STE 717, DALLAS, TX
75206 (214) 361-8535 - 110,000 (\$1,100) COMMON STOCK. (FILE 333-35753 -
SEP 16) (BR. 4)

SB-1 EGAN SYSTEMS INC, 1501 LINCOLN AVE, HOLBROOK, NY 11741 (516) 588-8000 -
1,500,000 (\$3,150,000) COMMON STOCK. 1,500,000 (\$562,500)
WARRANTS, OPTIONS OR RIGHTS. (FILE 333-35755 - SEP. 16) (BR. 3)

S-1 BMJ MEDICAL MANAGEMENT INC, 4800 N FEDERAL HWY, SUITE 104 D, BOCA RATON,
FL 33431 (561) 391-1311 - \$34,500,000 COMMON STOCK. (FILE 333-35759 -
SEP 16) (NEW ISSUE)

S-3 HOLLINGER INTERNATIONAL INC, 401 NORTH WABASH AVE, SUITE 740, CHICAGO,
IL 60611 (312) 321-2299 - 34,899,639 (\$458,232,265) COMMON STOCK. (FILE
333-35761 - SEP 16) (BR. 5)

S-8 AUTOMOBILE PROTECTION CORP APCO, 15 DUNWOODY PK DR STE 100, ATLANTA, GA
30338 (404) 394-7070 - 500,000 (\$2,234,375) COMMON STOCK. (FILE 333-35763
- SEP 16) (BR 1)

S-3 KENTUCKY POWER CO, 1701 CENTRAL AVE, ASHLAND, KY 41101 (606) 327-1111 -
100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 333-35767 - SEP. 16)
(BR. 4)

S-3 DYNEX CAPITAL INC, 10900 NUCKOLS ROAD, SUITE 650, RICHMOND, VA 23060
(804) 967-5800 - 6,000,000 (\$87,000,000) COMMON STOCK. (FILE 333-35769 -
SEP. 17) (BR. 8)

S-3 SYSTEM SOFTWARE ASSOCIATES INC, 500 W MADISON ST 32ND FLR, CHICAGO, IL
60661 (312) 641-2900 - 3,603,603 (\$51,927,919) COMMON STOCK. (FILE
333-35771 - SEP. 17) (BR. 3)

S-8 BIO LOGIC SYSTEMS CORP, ONE BIO LOGIC PLZ, MUNDELEIN, IL 60060
(708) 949-5200 - 400,000 (\$2,188,000) COMMON STOCK. (FILE 333-35773 -
SEP. 17) (BR. 1)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Litigation Release No. 15504 / September 22, 1997

SECURITIES AND EXCHANGE COMMISSION v. BARNARD SACKETT, JOHN H. SCHRIEK AND ENVIROLAND, LTD., Civ. Action No. 97-5934 U.S.D.C., E.D. Pa.

The Securities and Exchange Commission ("Commission") yesterday charged Barnard Sackett and his partner John H. Schriek, both California residents, as well as Schriek's company, Enviroland, Ltd., a Delaware corporation that is based in Ontario, California, with violations of the antifraud provisions of the federal securities laws. In its Complaint filed in the United States District Court for the Eastern District Of Pennsylvania, the Commission alleges that the defendants solicited the Bankruptcy Estate for the Foundation For New Era Philanthropy, Inc. in Philadelphia, Pennsylvania, and at least one other investor, to invest sums ranging from at least \$100,000 to \$100 million in fictitious "prime bank" securities. The solicitation materials provided to prospective investors guaranteed the repayment of principal and returns on investment ranging between 360% to 528% per annum. The Commission's Complaint further alleges that the defendants requested that those investors recommend the fictitious "prime bank" securities to hundreds of non-profit organizations and charities that are associated with or creditors of those investors.

The Complaint seeks to permanently enjoin Sackett, Schriek and Enviroland from violating Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. In addition, the Complaint seeks an award of civil penalties against each of the defendants.