

# SEC NEWS DIGEST

Issue 98-133

July 13, 1998

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## ENFORCEMENT PROCEEDINGS

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### AMERICAN AUTOMATION, INC., KENDYLL HORTON, HAZEL HORTON AND MERLE GROSS

The Commission announced today that Judge Fitzwater, United States District Judge for the Northern District of Texas, Dallas Division, granted the Commission's request for an emergency restraining order to halt the fraudulent money raising efforts of American Automation, Inc., Kendyll R. Horton, Hazel A. Horton and Merle B. Gross of Irving, Texas. According to the Commission's complaint, the defendants raised at least \$3 million from some 486 investors in several states through the fraudulent offer and sale of American Automation, Inc. stock. The Hortons and Gross represented to investors that American Automation would develop and market its automated insurance vending machines in high traffic areas; projected profits would be almost \$100 million by the end of its third year of operation; and the company would make a public offering which would significantly increase the value of the American Automation stock. It appears that no automated vending machines have been sold and that American Automation's only source of revenue came from investor funds. Additionally, according to the complaint, the defendants used investor funds to pay for their personal expenses, including cars, clothing and living expenses, and for business expenses unrelated to American Automation's operations.

The temporary restraining order, entered on July 10, by Judge Fitzwater, enjoins American Automation, Kendyll R. Horton, Hazel A. Horton and Merle B. Gross from violating the federal securities laws and includes an order freezing the assets of the defendants and relief defendants, MuscleWear, Inc., Angel World Insurance Group, Inc., Direction Management Co., LLC, Lord & Kendyll Investments, Inc., and Family Light Co., LLC, companies believed to be controlled by one or more of the defendants.

In its complaint, the Commission alleges that defendants have violated Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. The Commission also seeks an order permanently enjoining American Automation, Kendyll R. Horton, Hazel A. Horton and Merle B. Gross, an order requiring disgorgement of all wrongfully obtained profits with prejudgment interest, and civil

penalties against each defendant, as well as disgorgement with prejudgment interest against the relief defendants. In addition, the Commission seeks the appointment of a receiver to conserve assets for the benefit of investors. [SEC v. American Automation, Inc., Kendyll R. Horton, Hazel A. Horton and Merle B. Gross, 3-98CV1596-D, USDC, ND/TX, Dallas Division] (LR-15804)

#### **TEMPORARY RESTRAINING ORDER AGAINST ASSOCIATION OF INDIVIDUAL MINISTRIES**

The Commission announced that on July 9 it filed an emergency action in federal court to halt a religious pyramid scheme, the Association for Individual Ministries, or AIM, based in Palm Desert, California. The Commission charged AIM and Charles Groeschel with defrauding investors by promising huge returns in exchange for their "donations." Groeschel, a former Baptist pastor, aged 66, uses Biblical language to solicit investments. The Commission alleged that AIM transferred funds to a corporation controlled by Groeschel, Sage Computer Services, which is also named as a defendant, and that AIM had transferred over \$200,000 to an off-shore bank account after Groeschel learned that the Commission was investigating AIM. Since mid-1996, the Commission alleges, AIM has taken in at least \$1.5 million, from over 2,000 investors. The Commission sought a freeze of assets and other emergency relief.

Judge Robert P. Patterson, Jr., of the Southern District of New York, granted the Commission's emergency application, finding at a hearing on July 9 that the Commission had presented sufficient facts to demonstrate the likelihood of succeeding with its complaint. Judge Patterson ordered a freeze of all assets controlled by Groeschel, AIM and Sage, and ordered that a receiver be appointed for Sage and AIM. The temporary restraining order and order to show cause also ordered an accounting of investor proceeds, repatriation of off-shore funds, protection of documents, and expedited discovery. In its complaint, the Commission seeks permanent injunctions against future violations of the anti-fraud provisions of the securities laws, as well as disgorgement and civil penalties against Groeschel, AIM and Sage. [SEC v. Association of Individual Ministries, Charles R. Groeschel, and Sage Computer Services, Inc. 98 Civ. 4840, RPP] (LR-15805)

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#### **INVESTMENT COMPANY ACT RELEASES**

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#### **NEW YORK LIFE CAPITAL CORPORATION**

An order has been issued on an application filed by New York Life Capital Corporation under Section 6(c) of the Investment Company Act granting relief from all provisions of the Act. The order would permit applicant to sell certain debt securities and use the proceeds to finance the business activities of its parent company and certain companies controlled by the parent company. (Rel. IC-23309 - July 9)

## **MCLAUGHLIN, PIVEN, VOGEL SECURITIES, INC.**

A notice has been issued giving interested persons until August 4, 1998, to request a hearing on an application filed by McLaughlin, Piven, Vogel Securities, Inc. for a conditional order under Section 9(c) of the Investment Company Act exempting applicant from the disqualification provisions of Section 9(a) solely with respect to a securities related injunction entered against one of applicant's affiliates. The conditional order would permit applicant to act as sponsor, depositor, and principal underwriter for one or more unit investment trusts. (Rel. IC-23310 - July 10)

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## **HOLDING COMPANY ACT RELEASES**

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### **NEW CENTURY ENERGIES, INC., ET AL.**

A notice has been issued giving interested persons until August 4, 1998, to request a hearing on a proposal by New Century Energies, Inc., a registered holding company, and its wholly owned subsidiary, Public Service Company of Colorado, and NC Enterprises, Inc., a wholly owned nonutility subsidiary of New Century (collectively, Applicants). Applicants seek authority to: 1) acquire 50% of the equity securities of WYCO Development LLC (WYCO), for an investment not to exceed \$26 million; 2) have WYCO acquire two pipeline projects; and 3) enter into sales leaseback transactions for the Front Range and Power River facilities. (Rel. 35-26894)

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## **SELF-REGULATORY ORGANIZATIONS**

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### **PROPOSED RULE CHANGES**

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-98-20) under Rule 19b-4 of the Securities Exchange Act of 1934 relating to the eligibility requirements for the Retail Automatic Execution System for OEX and DJX options. Publication of the order is expected to appear in the Federal Register during the week of July 13. (Rel. 34-40186)

The Chicago Stock Exchange filed a proposed rule change (SRCHX-98-13) under Rule 19b-4 of the Exchange Act relating to amendments to the Exchange's clearing the post policy for cabinet securities. Publication of the order is expected to appear in the Federal Register during the week of July 13. (Rel. 34-40187)

### **ACCELERATED APPROVAL OF PROPOSED RULE CHANGES**

The Commission granted accelerated approval to a proposed rule change submitted by the American Stock Exchange (SR-Amex-97-39) under Rule 19b-4 to allow members to trade in increments smaller than sixteenths under limited circumstances. (Rel. 34-40189)

The Commission granted accelerated approval of a proposed rule change (SR-EMCC-98-5) filed by the Emerging Markets Clearing Corporation under Section 19(b) of the Exchange Act. The proposal will permit EMCC to process cash payments made on warrants for which there are outstanding fail receive and fail deliver obligations, and to permit EMCC to pair-off outstanding warrant fail receive obligations with fail deliver obligations. Publication of the proposal is expected in the Federal Register during the week of July 13. (Rel. 34-40190; International Series Rel. No. 1145)

The Commission granted accelerated approval of a proposed rule change (SR-DTC-98-5) filed by The Depository Trust Company under Section 19(b) of the Exchange Act. The proposed rule change will implement shared control accounts. (Rel. 34-40191)

#### **APPROVAL OF PROPOSED RULE CHANGE**

The Commission has approved a proposed rule change filed by the National Securities Clearing Corporation (SR-NSCC-97-13) under Section 19(b)(2) of the Exchange Act that permits the NSCC to establish membership standards that allow for consideration of applicants' and participants' regulatory history. (Rel. 34-40185)

#### **WITHDRAWAL**

A notice has been issued giving interested persons until July 30 to comment on the application of Financial Federal Corporation to withdraw its Common Stock, \$.50 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-40188)

#### **DELISTING**

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Farah Incorporated Common Stock, \$4.00 Par Value. (Rel. 34-40192)

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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.

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>.

- S-8 ARCHITEL SYSTEMS CORP, 190 ATTWELL DR, SUITE 300,  
TORONTO ONTARIO M9W 6H8, A6 - 894,934 (\$7,932,500 24) COMMON STOCK (FILE  
333-9040 - JUN. 29) (BR. 3 - NEW ISSUE)
- F-3 MAGAL SECURITY SYSTEMS LTD, P O BOX 70, INDUSTRIAL ZONE,  
YAHUD 5600 ISRAEL, L3 - 2,610,720 (\$6,934,855.53) COMMON STOCK. (FILE  
333-9050 - JUL. 01) (BR 7)
- F-6 BUS BERZELIUS UMWELT SERVICE AG /ADR/, DEUTSCH BANK AG, NY BRANCH,  
31 W 52ND ST, NEW YORK, NY 10019 (212) 319-7600 - 8,500,000 (\$425,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-9052 - JUL. 01) (BR. 99  
- NEW ISSUE)
- F-6 FORBIO LTD /ADR/, BANK OF NEW YORKA, 101 BARCLAY ST 22W, NEW YORK, NY  
10286 (212) 495-1727 - 10,000,000 (\$500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-9054 - JUL. 01) (BR. 99  
- NEW ISSUE)
- S-8 ST PAUL BANCORP INC, 6700 W NORTH AVE, CHICAGO, IL 60707 (773) 622-5000  
- 712,070 (\$3,494,049) COMMON STOCK. (FILE 333-58509 - JUL 06) (BR 7)
- S-8 UNITED SECURITY BANCORPORATION, 9506 N NEWPORT HWY, SPOKANE, WA 99218  
(509) 467-6949 - 300,000 (\$6,450,000) COMMON STOCK (FILE 333-58511 -  
JUL 06) (BR. 7)
- S-8 REGENT GROUP INC /DE, 477 MADISON AVENUE, STE 701, NEW YORK, NY 10022  
(221) 220-7456 - 300,000 (\$825,000) COMMON STOCK. (FILE 333-58513 -  
JUL 06) (BR 6)
- S-4 HERITAGE BANCORP INC /VA/, 1313 DOLLEY MADISON BLVD, MCLEAN, VA 22101  
(703) 356-6060 - 2,293,617 (\$12,686,589) COMMON STOCK (FILE 333-58515 -  
JUL 06) (BR. 7 - NEW ISSUE)
- S-8 EG&G INC, 45 WILLIAM ST, WELLESLEY, MA 02181 (617) 237-5100 - 50,000  
(\$1,492,969) COMMON STOCK. (FILE 333-58517 - JUL 06) (BR 6)
- S-8 BRISTOL HOTELS & RESORTS INC, 14295 MIDWAY RD, DALLAS, TX 75244  
(972) 391-3910 - 2,250,000 (\$14,355,000) COMMON STOCK (FILE 333-58519 -  
JUL. 06) (BR 5)
- S-3 COX COMMUNICATIONS INC /DE/, 1400 LAKE HEARN DR NE, ATLANTA, GA 30319  
(404) 843-5000 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS (FILE  
333-58531 - JUL 06) (BR 7)
- S-3 CISCO SYSTEMS INC, 170 WEST TASMAN DRIVE, SAN JOSE, CA 95134  
(408) 526-4000 - 161,159 (\$14,876,990 19) COMMON STOCK (FILE 333-58533 -  
JUL 06) (BR. 3)
- S-3 ECOGEN INC, 2005 CABOT BLVD W, LANGHORNE, PA 19047 (215) 757-1590 -  
1,600,000 (\$4,200,000) COMMON STOCK (FILE 333-58535 - JUL 06) (BR 2)
- S-8 BLACK HAWK GAMING & DEVELOPMENT CO INC, 17301 WEST COLFAX AVE.,  
SUITE 170, GOLDEN, CO 80401 (303) 216-0908 - 558,500 (\$3,247,927)  
COMMON STOCK (FILE 333-58537 - JUL 06) (BR 8)
- S-8 STROUDS INC, 780 SOUTH NOGALES ST, CITY OF INDUSTRY, CA 91748  
(818) 912-2866 - 830,000 (\$2,529,993.79) COMMON STOCK (FILE 333-58539 -  
JUL. 06) (BR. 2)
- S-3 GENESCO INC, GENESCO PK 1415 MURFREESBORO RD, NASHVILLE, TN 37217  
(615) 367-7000 - 103,500,000 (\$103,500,000) STRAIGHT BONDS. (FILE  
333-58541 - JUL. 06) (BR. 2)
- S-8 CONCENTRIC NETWORK CORP, 10590 N TANTAU AVE, CUPERTINO, CA 95014  
(408) 342-2800 - 98,713 (\$2,835,743) COMMON STOCK. (FILE 333-58543 -  
JUL. 06) (BR 7)

SB-2 THOMASVILLE BANCSHARES INC, P O BOX 1999, THOMASVILLE, GA 31799  
(912) 228-1459 - 150,000 (\$2,250,000) COMMON STOCK (FILE 333-58545 -  
JUL. 06) (BR. 7)

S-4 PRIMUS TELECOMMUNICATIONS GROUP INC, 1700 OLD MEADOW ROAD, STE 425,  
MCLEAN, VA 22102 (703) 902-2800 - 150,000,000 (\$150,000,000)  
STRAIGHT BONDS. (FILE 333-58547 - JUL. 06) (BR. 7)

S-3 CLAIRES STORES INC, 3 S W 129TH AVE, PEMBROKE PINES, FL 33027  
(305) 433-3900 - 2,070,286 (\$43,848,657) COMMON STOCK (FILE 333-58549 -  
JUL 06) (BR 2)

S-8 DRYPERS CORP, 5300 MEMORIAL STE 900, HOUSTON, TX 77055 (713) 869-8693 -  
750,000 (\$4,781,250) COMMON STOCK. (FILE 333-58553 - JUL. 06) (BR 4)

S-8 4 KIDS ENTERTAINMENT INC, 1414 AVE OF THE AMERICAS, NEW YORK, NY 10019  
(212) 758-7666 - 145,000 (\$1,191,900) COMMON STOCK (FILE 333-58555 -  
JUL 06) (BR 4)

S-8 SEPRACOR INC /DE/, 111 LOCKE DR, MARLBOROUGH, MA 01757 (508) 481-6700 -  
2,500,000 (\$103,125,000) COMMON STOCK. (FILE 333-58557 - JUL 06) (BR 1)

S-8 SEPRACOR INC /DE/, 111 LOCKE DR, MARLBOROUGH, MA 01757 (508) 481-6700 -  
300,000 (\$12,375,000) COMMON STOCK (FILE 333-58559 - JUL. 06) (BR 1)

S-8 HINES HORTICULTURE INC, 12621 JEFFREY RD, IRVINE, CA 92620  
(949) 559-4444 - 2,589,210 (\$28,481,310) COMMON STOCK. (FILE 333-58561 -  
JUL. 06) (BR 2)

S-8 SEPRACOR INC /DE/, 111 LOCKE DR, MARLBOROUGH, MA 01757 (508) 481-6700 -  
225,000 (\$9,281,250) COMMON STOCK (FILE 333-58563 - JUL. 06) (BR. 1)

S-3 AUTOZONE INC, 123 SOUTH FRONT ST, MEMPHIS, TN 38103 (901) 495-6500 -  
400,000,000 (\$400,000,000) STRAIGHT BONDS (FILE 333-58565 - JUL 06)  
(BR 2)

S-4 PIERCE LEAHY COMMAND CO, 303 GREENE AVE H3Z 2A7, QUEBEC CANADA, QUEBEC,  
A8 (610) 992-8200 - 135,000,000 (\$135,000,000) STRAIGHT BONDS. (FILE  
333-58569 - JUL. 06) (NEW ISSUE)

S-8 BOLLE INC, 555 THEODORE FREMD AVE, STE B 302, RYE, NY 10580  
(914) 967-9400 - 2,500,000 (\$10,121,688) COMMON STOCK. (FILE 333-58571 -  
JUL. 06) (BR 5)

S-4 FIDELITY NATIONAL FINANCIAL INC /DE/, 17911 VON KARMAN AVE, STE 300,  
IRVINE, CA 92614 (714) 622-5000 - 2,086,582 (\$46,204,607) COMMON STOCK  
(FILE 333-58573 - JUL. 07) (BR 1)

S-3 NATIONAL REGISTRY INC, 2502 ROCKY POINT DR, SUITE, TAMPA, FL 33607  
(813) 636-0099 - 116,667 (\$153,125) COMMON STOCK (FILE 333-58575 -  
JUL 07) (BR 3)

S-3 CAPITAL ONE FINANCIAL CORP, 2980 FAIRVIEW PARK DR, STE 1300,  
FALLS CHURCH, VA 22042 (703) 205-1000 - 425,000,000 (\$425,000,000)  
STRAIGHT BONDS (FILE 333-58577 - JUL 07) (BR. 7)

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**RECENT 8K FILINGS**

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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
- Item 9 Regulation S Offerings

The following companies 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. 8-K reports 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>.

| NAME OF ISSUER  | STATE<br>CODE | 8K ITEM NO. |   |   |   |   |   |   |   |   | DATE     | COMMENT |
|---|---------------|-------------|---|---|---|---|---|---|---|---|----------|---------|
|   |               | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |          |         |
| ACCESS HEALTH INC   | DE            |             | X |   |   |   |   | X |   |   | 06/30/98 |         |
| ADM TRONICS UNLIMITED INC/DE                                    | DE            | X           |   |   |   |   |   |   |   |   | 05/27/98 | AMEND   |
| AMERICAN COIN MERCHANDISING INC                                 | DE            |             | X |   |   |   |   | X |   |   | 06/12/98 |         |
| AMERICAN GENERAL HOSPITALITY CORP                               | MD            |             |   |   |   | X | X |   |   |   | 07/10/98 |         |
| AMERICAN INDUSTRIAL PROPERTIES REIT<br>INC                      | TX            |             |   |   |   |   |   | X |   |   | 04/30/98 | AMEND   |
| AMRESKO RESIDENTIAL SECURITIES CORP<br>MORTGAGE LOAN TR 1998-2  | DE            |             | X |   |   |   |   | X |   |   | 06/29/98 |         |
| ANCHOR HOLDINGS INC   | DE            |             | X | X | X |   | X |   |   |   | 07/10/98 |         |
| APRIA HEALTHCARE GROUP INC                                      | DE            |             |   |   | X |   |   |   |   |   | 07/06/98 |         |
| ARIZONA CHARLIES INC  | NV            |             |   | X |   |   | X |   |   |   | 06/30/98 |         |
| ARRHYTHMIA RESEARCH TECHNOLOGY INC<br>/DE/                      | DE            |             |   | X |   |   | X |   |   |   | 06/24/98 | AMEND   |
| ASTORIA FINANCIAL CORP  | DE            |             |   |   |   | X | X |   |   |   | 07/09/98 |         |
| ATI NETWORKS INC /CO/   | CO            |             | X |   |   |   |   |   |   |   | 12/31/98 |         |
| AURORA FOODS INC  | DE            |             |   |   |   | X | X |   |   |   | 07/01/98 |         |
| BA MORTGAGE SECURITIES INC MORT PAS<br>S THR CERT SERIES 1998-3 | DE            |             |   |   |   |   |   | X |   |   | 06/25/98 |         |
| BANCORPSOUTH INC  | MS            |             |   |   |   | X |   |   |   |   | 07/10/98 |         |
| BECKER GAMING INC   | NV            |             |   |   |   | X | X |   |   |   | 06/30/98 |         |
| BERKLEY W R CORP  | DE            |             |   |   |   | X |   |   |   |   | 07/10/98 |         |
| CAMBREX CORP  | DE            |             |   |   |   | X | X |   |   |   | 05/28/98 |         |
| CAPITOL QUEEN & CASINO INC                                      | NV            |             |   |   |   | X | X |   |   |   | 06/30/98 |         |
| CASPEN OIL INC  | NV            |             |   |   | X |   |   |   |   |   | 06/22/98 | AMEND   |
| CHURCHILL DOWNS INC   | KY            |             |   |   |   |   |   | X |   |   | 04/21/98 | AMEND   |
| CLEAR CHANNEL COMMUNICATIONS INC                                | TX            | X           |   |   |   |   |   |   |   |   | 07/10/98 |         |
| CNBT BANCSHARES INC   | TX            |             |   |   |   | X | X |   |   |   | 07/02/98 |         |
| COMMERCIAL MORTGAGE ACCEPTANCE CORP                             | MO            |             |   |   |   |   |   | X |   |   | 07/08/98 |         |
| COMMUNITY TRUST BANCORP INC /KY/                                | KY            | X           |   |   |   |   |   |   |   |   | 06/26/98 |         |
| COMPLETE WELLNESS CENTERS INC                                   | DE            |             |   |   |   | X | X |   |   |   | 07/10/98 |         |
| COMPUTER TASK GROUP INC   | NY            |             |   |   | X |   |   |   |   |   | 07/06/98 |         |
| COVENTRY INDUSTRIES CORP  | FL            |             |   |   |   | X | X |   |   |   | 06/29/98 |         |
| CREATIVE COMPUTERS INC  | DE            |             |   |   |   | X | X |   |   |   | 07/06/98 |         |
| CREDIT SUISSE FIRST BOSTON MORTGAGE<br>SECURITIES CORP          | DE            |             | X |   |   |   |   | X |   |   | 06/25/98 |         |
| CROWLEY MILNER & CO   | MI            |             |   |   |   | X | X |   |   |   | 07/10/98 |         |
| CSX TRADE RECEIVABLES CORP                                      | DE            |             |   |   |   | X | X |   |   |   | 06/25/98 |         |
| CV REIT INC   | DE            |             | X |   |   |   |   | X |   |   | 06/25/98 |         |
| DAOU SYSTEMS INC  | DE            |             | X |   |   |   |   | X |   |   | 06/25/98 |         |
| DAUGHERTY RESOURCES INC   |               |             |   |   |   | X | X |   |   |   | 06/29/98 |         |
| DAYTON HUDSON RECEIVABLES CORP                                  | MN            |             |   |   |   | X |   |   |   |   | 07/10/98 |         |
| DECRANE AIRCRAFT HOLDINGS INC                                   | OH            |             | X |   |   |   | X |   |   |   | 06/26/98 |         |
| DENTAL CARE ALLIANCE INC  | DE            |             | X |   |   |   | X |   |   |   | 06/15/98 | AMEND   |
| ENERGY SEARCH INC   | TN            |             | X |   |   |   | X |   |   |   | 07/10/98 |         |
| ENVIRODYNE INDUSTRIES INC                                       | DE            |             |   |   |   | X | X |   |   |   | 07/09/98 |         |
| EOP OPERATING LTD PARTNERSHIP                                   | DE            | X           |   |   |   |   |   |   |   |   | 06/26/98 |         |
| EQUITY RESIDENTIAL PROPERTIES TRUST                             | MD            |             | X |   |   | X | X |   |   |   | 06/25/98 |         |
| EQUITY RESIDENTIAL PROPERTIES TRUST                             | MD            |             |   |   |   | X | X |   |   |   | 07/08/98 |         |

| NAME OF ISSUER   | STATE | 8K ITEM NO. |   |   |   |   |   |   |   |   | DATE | COMMENT  |       |
|--|-------|-------------|---|---|---|---|---|---|---|---|------|----------|-------|
|  | CODE  | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |      |          |       |
| ERP OPERATING LTD PARTNERSHIP                                  | IL    |             | X |   | X | X |   |   |   |   |      | 06/25/98 |       |
| ESSEX INTERNATIONAL INC /                                      | DE    |             |   |   | X | X |   |   |   |   |      | 07/10/98 |       |
| FIRST ALLIANCE MORTGAGE LOAN TRUST<br>1998-2                   | CA    |             |   |   | X | X |   |   |   |   |      | 06/26/98 |       |
| FIRST CHARTER CORP /NC/  | NC    |             |   |   | X | X |   |   |   |   |      | 07/06/98 |       |
| FIRST CITIZENS BANC CORP /OH                                   | OH    |             | X |   |   | X |   |   |   |   |      | 04/28/98 | AMEND |
| FRED MEYER INC   | DE    |             |   |   | X | X |   |   |   |   |      | 07/08/98 |       |
| GB INC   | DE    | X           |   |   | X | X |   |   |   |   |      | 07/08/98 |       |
| GE CAPITAL MORTGAGE SERVICES INC                               | NJ    |             | X |   |   | X |   |   |   |   |      | 06/26/98 |       |
| GE CAPITAL MORTGAGE SERVICES INC                               | NJ    |             | X |   |   | X |   |   |   |   |      | 06/27/98 |       |
| GENE LOGIC INC   | DE    |             |   |   | X | X |   |   |   |   |      | 07/06/98 |       |
| GENERAL BINDING CORP   | DE    |             |   |   | X | X |   |   |   |   |      | 07/02/98 |       |
| GENRAD INC   | MA    |             |   |   | X | X |   |   |   |   |      | 06/11/98 | AMEND |
| GLOBAL MEDIA CORP  | NV    |             |   |   | X |   |   |   |   |   |      | 07/06/98 |       |
| GLOBAL MEDIA CORP  | NV    |             |   |   | X |   |   |   |   |   |      | 07/06/98 |       |
| GREENPOINT FINANCIAL CORP                                      | DE    |             |   |   | X | X |   |   |   |   |      | 07/10/98 |       |
| GROW BIZ INTERNATIONAL INC                                     | MN    |             | X |   |   | X |   |   |   |   |      | 06/26/98 |       |
| HEARTLAND TECHNOLOGY INC                                       | DE    |             |   |   |   | X |   |   |   |   |      | 04/29/98 | AMEND |
| HEINZ H J CO   | PA    |             |   |   |   | X |   |   |   |   |      | 07/10/98 |       |
| HERSHEY FOODS CORP   | DE    |             |   |   | X |   |   |   |   |   |      | 07/08/98 |       |
| HILTON HOTELS CORP   | DE    |             |   |   | X | X |   |   |   |   |      | 07/10/98 |       |
| HOME EQUITY SECURITIZATION CORP                                | NC    |             | X |   |   | X |   |   |   |   |      | 06/26/98 |       |
| HUBCO INC  | NJ    |             |   |   | X | X |   |   |   |   |      | 04/24/98 |       |
| HUBCO INC  | NJ    |             |   |   | X | X |   |   |   |   |      | 06/25/98 | AMEND |
| HUBCO INC  | NJ    |             |   |   | X | X |   |   |   |   |      | 06/25/98 | AMEND |
| HUMPHREY HOSPITALITY TRUST INC                                 | VA    |             | X |   |   | X |   |   |   |   |      | 06/25/98 |       |
| IKON OFFICE SOLUTIONS INC                                      | OH    |             |   |   | X | X |   |   |   |   |      | 07/09/98 |       |
| IMC HOME EQUITY LOAN OWNER TRUST 19<br>98-4                    | DE    |             |   |   | X | X |   |   |   |   |      | 06/26/98 |       |
| IMC HOME EQUITY LOAN TRUST 1998-3                              | DE    |             | X |   |   | X |   |   |   |   |      | 06/26/98 |       |
| IMPERIAL CREDIT COMMERCIAL MORTGAGE<br>INVESTMENT CORP         | MD    |             |   |   | X | X |   |   |   |   |      | 07/08/98 |       |
| INTEGRATED PROCESS EQUIPMENT CORP                              | DE    |             |   |   | X |   |   |   |   |   |      | 07/07/98 |       |
| INTEGRATED SPATIAL INFORMATION SYST<br>EMS INC                 | CO    |             |   |   | X |   |   |   |   |   |      | 06/26/98 |       |
| IOS CAPITAL INC  | DE    |             |   |   | X | X |   |   |   |   |      | 07/09/98 |       |
| IRON MOUNTAIN INC /DE  | DE    |             | X |   | X | X |   |   |   |   |      | 06/30/98 |       |
| ITEX CORPORATION   | NV    |             | X |   |   | X |   |   |   |   |      | 07/10/98 |       |
| JUNIATA VALLEY FINANCIAL CORP                                  | PA    |             | X |   |   |   |   |   |   |   |      | 07/01/98 |       |
| KMG B INC  | TX    |             | X |   | X | X |   |   |   |   |      | 07/10/98 |       |
| LAM RESEARCH CORP  | DE    |             |   |   | X | X |   |   |   |   |      | 06/24/98 |       |
| LAMONTS APPAREL INC  | DE    |             |   |   | X | X |   |   |   |   |      | 07/09/98 |       |
| LOCKHART CARIBBEAN CORP  | VI    |             |   |   | X |   |   |   |   |   |      | 07/04/98 |       |
| LOGIMETRICS INC  | DE    |             |   |   |   | X |   |   |   |   |      | 04/25/97 | AMEND |
| MACERICH CO  | MD    |             | X |   |   | X |   |   |   |   |      | 07/10/98 |       |
| MARINE TRANSPORT CORP  | DE    |             |   |   | X | X |   |   |   |   |      | 07/09/98 |       |
| MEDICAL RESOURCES INC /DE/                                     | DE    |             |   |   | X | X |   |   |   |   |      | 07/10/98 |       |
| MERCURY FINANCE CO   | DE    |             |   |   | X | X |   |   |   |   |      | 07/06/98 |       |
| MERIDIAN RESOURCE CORP   | TX    |             | X |   |   | X |   |   |   |   |      | 06/30/98 |       |
| METAL MANAGEMENT INC   | DE    |             |   |   |   | X |   |   |   |   |      | 07/01/98 | AMEND |
| METALS USA INC   | DE    |             | X |   |   | X |   |   |   |   |      | 07/07/98 |       |
| MOLL INDUSTRIES INC  | DE    |             | X |   | X | X | X |   |   |   |      | 07/10/98 |       |
| MORGAN J P COMM MORT FN COR COM MT<br>PS THRU CERT SER 1996-C3 |       | X           |   |   |   |   |   |   |   |   |      | 04/25/98 |       |
| MORGAN J P COMM MORT FN COR COM MT<br>PS THRU CERT SER 1996-C3 |       | X           |   |   |   |   |   |   |   |   |      | 05/25/98 |       |
| MORGAN J P COMM MORT FN COR COM MT<br>PS THRU CERT SER 1996-C3 |       | X           |   |   |   |   |   |   |   |   |      | 06/25/98 |       |
| MRS TECHNOLOGY INC   | MA    |             | X |   |   |   |   |   |   |   |      | 07/01/98 |       |
| NEWELL CO  | DE    |             |   |   | X | X |   |   |   |   |      | 07/09/98 |       |



| NAME OF ISSUER  | STATE |   | 8K ITEM NO. |   |   |   |   |   |   |   |   | DATE     | COMMENT |
|---|-------|---|-------------|---|---|---|---|---|---|---|---|----------|---------|
|   | CODE  |   | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |          |         |
| NOBEL INSURANCE LTD   |       |   | X           |   |   | X | X |   |   |   |   | 06/25/98 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>RO CERT SER 1998-12 TR   |       |   |             |   |   |   |   |   |   | X |   | 06/25/98 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>RO CERT SER 1998-13 TR   |       |   |             |   |   |   |   |   |   | X |   | 06/25/98 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>RO CERT SER 1998-14 TR   |       |   |             |   |   |   |   |   |   | X |   | 06/25/98 |         |
| NOVACARE INC  | DE    |   |             |   |   | X |   |   |   |   |   | 07/09/98 |         |
| NU WAVE HEALTH PRODUCTS INC                                     | FL    | X |             |   |   |   | X |   |   |   |   | 07/09/98 |         |
| ORANGE & ROCKLAND UTILITIES INC                                 | NY    | X |             |   |   |   |   |   |   |   |   | 06/18/98 |         |
| PACIFIC AEROSPACE & ELECTRONICS INC                             | WA    | X |             |   |   |   | X |   |   |   |   | 04/13/98 |         |
| PACIFIC GAS & ELECTRIC CO                                       | CA    |   |             |   |   |   | X |   |   |   |   | 07/10/98 |         |
| PAGES INC /OH/  | DE    | X |             |   |   |   |   | X |   |   |   | 06/25/98 |         |
| PAINWEBBER MORT ACCEPT CORP IV DIT<br>ECH HOME LOAN OWNR 1998-1 | DE    |   |             |   |   | X | X |   |   |   |   | 06/30/98 |         |
| PAMECO CORP   | GA    | X |             |   |   |   |   | X |   |   |   | 06/26/98 |         |
| PEOPLES BANK CREDIT CARD MASTER TRU<br>ST                       | CT    |   |             |   |   |   | X |   |   |   |   | 06/30/98 |         |
| PERKIN ELMER CORP   | NY    |   |             |   |   |   |   |   | X |   |   | 07/10/98 |         |
| PG&E CORP   | CA    |   |             |   |   | X |   |   |   |   |   | 07/10/98 |         |
| PHYSIO CONTROL INTERNATIONAL CORP \                             | DE    |   |             |   | X | X |   |   |   |   |   | 06/27/98 |         |
| DE\   |       |   |             |   |   |   |   |   |   |   |   |          |         |
| PNC MORTGAGE SECURITIES CORP                                    | DE    |   |             |   |   |   |   | X |   |   |   | 06/26/98 |         |
| QWEST COMMUNICATIONS INTERNATIONAL<br>INC                       | DE    |   |             |   |   | X |   |   |   |   |   | 07/08/98 | AMEND   |
| REHABCARE GROUP INC   | DE    |   |             |   |   | X | X |   |   |   |   | 07/10/98 |         |
| REPUBLIC SECURITY FINANCIAL CORP                                | FL    | X |             |   |   |   |   |   |   |   |   | 07/02/98 |         |
| RESIDENTIAL ASSET SECURITIES CORP                               | DE    |   |             |   |   | X | X |   |   |   |   | 07/10/98 |         |
| RESIDENTIAL FUNDING MORTGAGE SECURI<br>TIES II INC              | DE    |   |             |   |   | X | X |   |   |   |   | 07/09/98 |         |
| RYANS FAMILY STEAKHOUSES INC                                    | SC    | X |             |   |   |   |   |   |   |   |   | 07/01/98 |         |
| SAFECO CORP   | WA    |   |             |   |   |   | X |   |   |   |   | 07/10/98 |         |
| SCOTT CABLE COMMUNICATIONS INC                                  | TX    |   |             |   |   |   | X | X |   |   |   | 07/10/98 |         |
| SEAFOODS PLUS LTD   | UT    | X |             |   |   |   |   |   |   |   |   | 06/24/98 |         |
| SFX ENTERTAINMENT INC   | DE    | X |             |   |   |   |   | X |   |   |   | 07/02/98 |         |
| SKYLINE MULTIMEDIA ENTERTAINMENT IN<br>C                        | NY    |   |             |   |   | X | X |   |   |   |   | 05/29/98 |         |
| SNAP ON INC   | DE    |   |             |   |   | X |   |   |   |   |   | 07/02/98 |         |
| SOURCE ONE MORTGAGE SERVICES CORP                               | DE    |   |             |   |   |   |   | X |   |   |   | 07/10/98 |         |
| SPECIAL DEVICES INC /DE   | DE    |   |             |   |   | X | X |   |   |   |   | 06/19/98 |         |
| SPECIAL METALS CORP   | DE    |   |             |   |   | X | X |   |   |   |   | 07/08/98 |         |
| STAMFORD TOWERS LIMITED PARTNERSHIP                             | DE    | X |             |   |   |   |   |   |   |   |   | 07/01/98 |         |
| STAR BANC CORP /OH/   | OH    | X |             |   |   |   |   | X |   |   |   | 03/31/98 | AMEND   |
| SUMMIT HOLDING SOUTHEAST INC                                    | FL    |   |             |   |   | X | X |   |   |   |   | 06/29/98 |         |
| SUSA PARTNERSHIP LP   | TN    |   |             |   |   |   |   | X |   |   |   | 07/10/98 |         |
| TECHNICAL COMMUNICATIONS CORP                                   | MA    |   |             |   |   |   | X |   |   |   |   | 07/09/98 |         |
| TEMPLATE SOFTWARE INC   | VA    |   |             |   |   | X | X |   |   |   |   | 07/03/98 |         |
| TITANIUM METALS CORP  | DE    | X |             |   |   |   |   | X |   |   |   | 07/09/98 |         |
| TOTAL RESEARCH CORP   | DE    |   |             |   |   | X | X |   |   |   |   | 06/18/98 |         |
| U S TECHNOLOGIES INC  | DE    | X |             |   |   |   |   |   |   |   |   | 04/07/97 | AMEND   |
| UDC HOMES INC   | DE    |   |             |   |   |   |   | X |   |   |   | 07/09/98 |         |
| UNION PLANTERS CORP   | TN    | X |             |   |   | X | X |   |   |   |   | 07/10/98 |         |
| UNITED FINANCIAL BANKING COMPANIES<br>INC                       | VA    |   |             |   |   |   |   | X |   |   |   | 05/29/98 |         |
| UNITED FINANCIAL MORTGAGE CORP                                  | IL    |   |             |   |   | X |   |   |   |   |   | 07/01/98 |         |
| UNITED INTERNATIONAL HOLDINGS INC                               | DE    |   |             |   |   | X | X |   |   |   |   | 07/09/98 |         |
| VENTURE SEISMIC LTD   |       | X |             |   |   |   |   | X |   |   |   | 07/10/98 |         |
| VISION TWENTY ONE INC   | FL    |   |             |   |   | X | X |   |   |   |   | 07/01/98 |         |
| WASHINGTON GAS LIGHT CO   | DC    |   |             |   |   |   |   | X |   |   |   | 06/25/98 |         |
| WLR FOODS INC   | VA    |   |             |   |   |   |   | X |   |   |   | 07/06/98 |         |
| WORLD OMNI DEALER FUNDING INC                                   | FL    | X |             |   |   |   |   |   |   |   |   | 05/31/98 |         |

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|------------------------------------|-------|-------------|---|---|---|---|---|---|---|---|------|----------|--|
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| XEROGRAPHIC LASER IMAGES CORP /DE/ | DE    |             | X |   |   |   |   |   |   |   |      | 06/25/98 |  |
| ZITEL CORP                         | CA    |             |   |   |   | X |   |   |   |   |      | 07/10/98 |  |