

sec news digest

Issue 94-234

December 9, 1994

COMMISSION ANNOUNCEMENTS

CHANGE IN THE MEETING: ADDITIONAL ITEM

The following additional item will be considered at an open meeting scheduled for Tuesday, December 13, 1994, at 9:30 a.m.:

Consideration of a proposal to streamline the financial statement reconciliation requirements for foreign private issuers that have entered into business combinations. For further information, please contact Wayne Carnall at (202) 942-2960.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary (202) 942-7070.

ENFORCEMENT PROCEEDINGS

TRADING SUSPENDED IN THE SECURITIES OF MARCORP, INC.

On December 8, the Commission issued an order pursuant to Section 12(k) of the Securities Exchange Act of 1934 (Exchange Act) temporarily suspending the securities of Marcorp, Inc. for a ten-day period commencing at 12:30 p.m. (EDT) on December 8, 1994 and terminating at 12:00 midnight (EDT) on December 21, 1994 in the Matter of Trading in the Securities of Marcorp, Inc., File No. 500-1.

The Commission temporarily suspended trading in the securities of Marcorp in view of questions that have been raised about the adequacy and accuracy of publicly disseminated information concerning the company's financial condition, a material licensing agreement, and the status of certain previously disclosed merger discussions. (Rel. 34-35067)

ADMINISTRATIVE PROCEEDINGS AGAINST NEERAJ BERY

The Commission today announced that an order was entered, by default, against Neeraj Bery (Bery) barring Bery from association with any broker, dealer, investment adviser, investment company or municipal securities dealer.

Bery formerly was associated with Dean Witter Reynolds Inc. from June 1987 to April 1990, and with National Securities Corporation from April 1990 to January 1992. On March 23, 1993, the United States District Court for the Western District of Washington, in SEC v. Neeraj Bery, Civil Action No. C92-1515, permanently enjoined Bery, by default, from violating Section 17(a) of the Securities Act of 1933 [15 U.S.C. § 77q] and Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. §240.10b-5], and ordered him to disgorge illegal gains of \$43,678, with pre-judgment interest of \$25,745, and to pay a civil money penalty of \$150,000.

The court in SEC v. Neeraj Bery found that Bery forged customer statements and made unauthorized transfers between customers' accounts executed unauthorized transactions among customers' accounts or otherwise defrauded customers in connection with the purchases and sale of their securities. The court found that Bery failed to disclose to his customers the risks associated with options trading pursuant to Bery's investment strategy; the actual status of their accounts; the losses incurred as a result of Bery's options trading; that Bery was effecting unauthorized transactions in their accounts; and that Bery was effecting unauthorized transfers among accounts. (Rel. 34-35043)

CEASE AND DESIST PROCEEDINGS INSTITUTED AND SETTLED AGAINST AMERICAN WIRELESS SYSTEMS, INC., JEFFREY HOWES, DEXTER COHEN, STEVEN JOHNSON AND KEVIN KING

The Commission instituted and settled a cease-and-desist proceeding pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934 against American Wireless Systems, Inc., a Delaware corporation (AWS-Delaware), and Jeffrey D. Howes, Dexter S. Cohen, Steven G. Johnson, and Kevin C. King, former officers of American Wireless Systems, Inc., formerly a California Corporation (AWS-California). The Respondents consented to the issuance of the Order without admitting or denying the Commission's findings. The Order directs the Respondents to cease and desist from violating the securities and broker-dealer registration provisions.

The Order finds that from approximately April 1991 through October 1992, AWS-California and Respondents Howes, Cohen, Johnson and King offered and sold securities in three "general partnerships" formed to acquire, develop, and operate wireless cable television systems, raising a total of \$26.9 million from approximately 1,800 investors. The securities offerings were not registered with the Commission, and AWS-California, Howes, Cohen, Johnson and King were not registered with the Commission as broker-dealers. AWS-Delaware is named as a Respondent as the successor entity to AWS-California. (Rels. 33-7115; 34-35046)

FRANK WEINSTOCK PLEADS GUILTY

On November 16, Frank J. Weinstock (Weinstock) pled guilty to a one-count Misdemeanor Information charging him with willful failure to file S.E.C. Schedule 13D. Weinstock is formerly of Salt Lake City, Utah, and has more recently resided in Colorado and California.

At the time of his guilty plea, Weinstock admitted that in 1988 he obtained control of more than five percent of the stock of Diversified Technologies, Inc., also known as DTI Medical Corporation, and failed to report his control position to the Commission. Sentencing is set for January 19, 1995. [U.S. v. Frank J. Weinstock, USDC UT, Criminal Action File No. 94 CR-0010-] (LR-14345)

JOHN DUNLOP PERMANENTLY ENJOINED

The Commission announced that on November 19 an order was entered in the U.S. District Court, District of Utah, permanently enjoining John T. Dunlop, formerly an officer and director of Bonneville Pacific Corporation, a now-bankrupt Utah corporation, from further violations of Section 17(a) of the Securities Act and Sections 10(b) and 13(g) of the Securities Exchange Act and Rule 10b-5 thereunder. The order also permanently barred Dunlop from serving as an officer or director of a public company and ordered that he disgorge \$886,200, payment of which was waived based upon Dunlop's demonstrated inability to pay.

The Commission's complaint alleged that Dunlop caused the sale of certain of his Bonneville stock which had been pledged as collateral for a loan at a time when he was in possession of material nonpublic information concerning the assets and income of Bonneville.

The complaint also alleged that Dunlop violated Section 13(g) of the Exchange Act by failing to disclose his beneficial ownership in Bonneville stock held in the name of a foreign affiliate, and that in filings with the Commission, Dunlop misrepresented the relationship between Bonneville and the affiliate by consistently misstating both the nature of the relationship and the affiliate's role in transactions effected by Bonneville. [SEC v. John T. Dunlop, USDC UT, Civil Action No. 94-C-857W] (LR-14346)

TEMPORARY RESTRAINING ORDER, ASSET FREEZE AND OTHER RELIEF ISSUED AGAINST
SANJAY SAXENA

On December 7, the Honorable Robert E. Keeton of the United States District Court for the District of Massachusetts granted the Commission's request for an ex parte Temporary Restraining Order, asset freeze and other relief against Sanjay Saxena (Saxena), a registered investment adviser, individually and d/b/a/ The Phoenix Group (Phoenix), d/b/a Vital Information, and d/b/a Infinity Investments Partnership (Infinity).

The Commission's complaint alleges that Saxena fraudulently sold at least \$3.2 million of unregistered securities, consisting of interests in an investment pool that he managed, to 165 investors in 32 states. In connection with the offering, Saxena falsely stated that the pool's investments were profitable, when in fact his pool was incurring substantial losses. Saxena also promised fraudulent rates of return in excess of 50% annually, and falsely stated that he would repay one-quarter of any investor losses. In addition, the complaint alleges that, despite promises to liquidate the pool, at least 45 investors who invested \$656,000 have not been repaid, and that Saxena used funds belonging to these investors to repay other investors. [SEC v. Sanjay Saxena, Sanjay Saxena d/b/a The Phoenix Group, d/b/a Vital Information and d/b/a/ Infinity Investments, Civil Action No. 94-12419REK, D. Mass.] (LR-14348)

CIVIL ACTION AGAINST THOMAS FARRELL, ET AL.

The Commission today announced the filing of a complaint in the U.S. District Court for the Eastern District of Virginia seeking permanent injunction and other relief against Thomas J. Farrell, Kenneth R. Vasile, Martin E. Slater, Peter F. Mancuso, Frank J. Vega and Gerald R. Sigal. This enforcement action involves illegal insider trading in the securities of The Rochester Community Savings Bank (RCSB) during the spring of 1993. Defendant Thomas J. Farrell, an outside director of RCSB, purchased 6,500 shares of RCSB common stock while in possession of material, nonpublic information regarding the prospective acquisition of RCSB and then tipped three friends, Kenneth R. Vasile, Frank J. Vega and Gerald R. Sigal. Additionally, Farrell entered into a profit-sharing agreement with Sigal and an arrangement to trade RCSB stock with Vasile. Vasile purchased 15,000 shares of RCSB common stock, Sigal purchased 23,000 shares of RCSB common stock and Vega purchased 6,500 shares of RCSB common stock. Two of Vasile's friends and business partners, Martin E. Slater and Peter F. Mancuso, also purchased 4,500 and 3,000 shares, respectively, of RCSB common stock. All RCSB stock purchases by the defendants were made before a May 5, 1993 announcement by RCSB relating to a "possible acquisition" of RCSB. On May 24, 1993, Farrell advised Sigal and Vega to sell their RCSB stock because the acquisition might fall through. Sigal and Vega sold their RCSB stock

that day, as did Vasile, Slater and Mancuso. All RCSB stock sales occurred before a June 2 announcement that RCSB would not be acquired. Total profits by the defendants exceeded \$410,000. [SEC v. Thomas J. Farrell, Kenneth R. Vasile, Martin E. Slater, Peter F. Mancuso, Frank J. Vega and Gerald R. Sigal, USDC for the Eastern District of Virginia, Civil Action No. 94-1599-A] (LR-14349)

INVESTMENT COMPANY ACT RELEASES

ALEX. BROWN CASH RESERVE FUND, INC., ET AL.

A notice has been issued giving interested persons until December 29 to request a hearing on an application filed by Alex. Brown Cash Reserve Fund, Inc., et al. to amend prior orders under Section 6(c) of the Investment Company Act. The prior orders exempt applicants from the provisions of Sections 2(a) (32), 2(a) (35), 18(f), 18(g), 18(i), 22(c), and 22(d) of the Act, and Rule 22c-1 thereunder to permit the issuance of multiple classes of shares representing interests in the same investment portfolio, assess a contingent deferred sales load (CDSL) on certain redemptions of shares, and waive or reduce the CDSL in certain instances. As amended, the order would permit applicants to assess a CDSL on certain additional redemptions of shares, waive or reduce the CDSL in certain instances, and offer a class of shares that converts into another class of shares. (Rel. IC-20758 - December 7)

EMPLOYEE INCENTIVE PARTNERSHIP, L.P., ET AL.

A notice has been issued giving interested persons until December 29 to request a hearing on an application filed by Employee Incentive Partnership and Tiger Management Corporation for an order under Sections 6(b) and 6(e) of the Investment Company Act. The order would grant Employee Incentive Partnership and similar partnerships to be formed in the future an exemption from most provisions of the Act and would permit certain affiliated and joint transactions, as further described in the application. Each partnership will be an employees' securities company within the meaning of Section 2(a) (13) of the Act. (Rel. IC-20759 - December 8)

SELF-REGULATORY ORGANIZATIONS

WITHDRAWALS GRANTED

An order has been issued granting the application of Clear Channel Communications, Inc. to withdraw from listing and registration its Common Stock, \$.10 Par Value, on the American Stock Exchange. (Rel. 34-35062)

An order has been issued granting the application of Philippine Long Distance Telephone Company to withdraw from listing and registration its Common Stock, P5 Par Value, on the American Stock Exchange. (Rel. 34 35063)

PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change (SR-Phlx-94-15) to establish a limited registration provision applicable to persons conducting a professional customer business from the Phlx trading floor. In addition, the Phlx proposes to adopt a requirement that persons conducting functions customarily performed by a registered representative must register and be qualified pursuant to Phlx Rule 604. Publication of the proposal is expected in the Federal Register during the week of December 12. (Rel. 34-35055)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the Chicago Stock Exchange to increase its original and annual maintenance listing fees (SR-CHX-94-25) has become effective upon filing with the Commission. Publication of the proposal is expected in the Federal Register during the week of December 12. (Rel. 34-35056)

APPROVAL OF PROPOSED RULE CHANGES

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-15) to amend its Free-Riding and Withholding Interpretation under Article III, Section 1 of the NASD Rules of Fair Practice. Publication of the order is expected in the Federal Register during the week of December 12. (Rel. 34-35059)

The Commission approved a proposed rule change submitted by the New York Stock Exchange (SR-NYSE-94-31) to amend Rule 325 to require members and member organizations to notify the Exchange in the event of decreases in net capital or tentative net capital below certain threshold amounts. (Rel. 34-35060)

ORDER PERMITTING ASSOCIATION OF JOHN BENDALL, JR.

On December 8, the Commission issued a Declaratory Order (Order) regarding the association of John W. Bendall, Jr. as a registered principal and control person with Hermitage Capital Corporation, a member of the National Association of Securities Dealers, Inc. (NASD). The Order states that, based on representations made regarding the supervision of Mr. Bendall, and the terms and conditions of his association and ownership interest, the Commission will not institute administrative proceedings pursuant to Sections 15(b) or 19(h) of the Exchange Act and will not direct the NASD to bar the proposed association pursuant to Section 15A(g)(2). The Order is necessary because Mr. Cohen is subject to a 1968 order of the Commission barring him from association with a broker or dealer. (Rel. 34-35065)

SIGNIFICANT NO-ACTION, EXEMPTIVE AND INTERPRETIVE LETTERS

The following is a list of significant no-action and interpretative letters recently issued by the Division of Corporation Finance. These letters express the view of the Division respecting novel or important questions arising under the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, and the Investment Advisers Act of 1940. Copies of these letters may be obtained by writing to the Public Reference Room, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Room, 450 Fifth Street, N.W., Room 1024, Washington, D.C., stating the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY DATE</u>
Mortgage and Asset- Backed Securities -- Furnishing Information to Customers	1933 Act - Section 5	5/20/94	5/20/94
Public Securities Association	1933 Act - Section 5	5/27/94	5/27/94
Wetterau Properties Inc.	1934 Act - Sections 13 and 15(d)	6/23/94	6/23/94
Bessemer Venture Partners III L.P.	1933 Act - Rule 144(d)	7/21/94	7/21/94
General Electric Capital Corporation	1933 Act - Section 3(a)(3)	7/13/94	7/13/94
Smith Barney Shearson	1933 Act - Rule 144	7/8/94	7/8/94

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY DATE</u>
Boatmen's Bancshares, Inc.	1933 Act - Section 3(a)(2) 1934 Act - Section 3(a)(12) 1940 Act - Section 3(c)(3)	8/17/94	8/17/94
Central and South West Corporation	1933 Act - Section 5 and Rule 144	8/16/94	8/16/94
Continental Waste Industries	1933 Act - Regulation S-B, Item 10(a)(2) (iii)	8/12/94	8/12/94
Wheelabrator Technologies Inc.	1934 Act - Rule 16b-3(b)	8/17/94	8/17/94
Collins & Aikman Products Co.	1934 Act - Sections 13 and 15(d)	9/8/94	9/8/94
Shaan-Seet, Incorporated	1933 Act - Section 5 1934 Act - Sections 12, 13 and 15(d) 1940 Act - Section 8	9/15/94	9/15/94
American Re Corporation	1934 Act - Rule 16a-1(c) (3)(ii)	10/13/94	10/13/94

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY DATE</u>
Cyrix Corporation	1934 Act - Rules 16b-3(a)(2) and 16b-3 (f)(3)	10/6/94	10/6/94
Goldman, Sachs & Co.	1934 Act - Rule 16c-4	10/11/94	10/11/94
The Nomura Securities Co., Ltd.	1934 Act - Section 16(d)	10/6/94	10/6/94

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.

- S-3 US WEST INC, 7800 E ORCHARD RD, SUITE 480, ENGLEWOOD, CO 80111
(303) 793-6629 - 530,343 (\$18,528,858.56) COMMON STOCK. (FILE 33-56709 -
DEC. 02) (BR. 7)
- S-8 GEORGIA GULF CORP /DE/, 400 PERIMETER CTR TERRACE, STE 595, ATLANTA, GA
30346 (404) 395-4500 - 250,000 (\$7,890,000) COMMON STOCK. (FILE 33-56711 -
DEC. 02) (BR. 5)
- S-4 ALLWASTE INC, 5151 SAN FELIPE STE 1600, HOUSTON, TX 77056 (713) 623-8777
- 2,886,109 (\$18,398,945) COMMON STOCK. (FILE 33-56715 - DEC. 02) (BR. 8)
- S-8 MERRY GO ROUND ENTERPRISES INC, 3300 FASHION WAY, JOPPA, MD 21085
(301) 538-1000 - 1,700,000 (\$2,018,750) COMMON STOCK. (FILE 33-56723 -
DEC. 02) (BR. 2)
- S-8 GENCARE HEALTH SYSTEMS INC, 969 EXECUTIVE PKWY - P.O.BOX 27379,
ST LOUIS, MO 63141 (314) 434-6114 - 350,000 (\$9,009,000) COMMON STOCK.
(FILE 33-86850 - NOV. 30) (BR. 9)
- S-1 AMERICAN SKANDIA LIFE ASSURANCE CORP/CT, TOWER ONE CORP DR, SHELTON, CT
06484 (203) -92-6-18 - \$29,000 VARIABLE ANNUITY ISSUES. (FILE 33-86918 -
DEC. 01) (BR. 20)

REGISTRATIONS CONT.

- S-1 SUN HEALTHCARE GROUP INC, 5131 MASTHEAD ST NE, ALBUQUERQUE, NM 87109
(505) 821-3355 - 300,000 (\$6,375,000) COMMON STOCK. (FILE 33-86924 -
DEC. 01) (BR. 5)
- S-1 DAISYTEK INTERNATIONAL CORPORATION /DE/, 500 N CENTRAL EXPWY, PLANO, TX
75074 (214) 881-4700 - 2,192,500 (\$28,175,000) COMMON STOCK. UNDERWRITER:
DILLON READ & CO INC, ROBINSON HUMPHREY CO INC. (FILE 33-86926 - DEC. 02)
(BR. 7)
- S-3 SIERRA SEMICONDUCTOR CORP, 2075 N CAPITOL AVE, SAN JOSE, CA 95132
(408) 263-9300 - 2,323,281 (\$32,961,549.19) COMMON STOCK. (FILE 33-86930 -
DEC. 02) (BR. 3)
- S-3 CCP INSURANCE INC, 11825 N PENNSYLVANIA ST, CARMEL, IN 46032
(317) 573-6900 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. UNDERWRITER:
DEAN WITTER REYNOLDS INC, MORGAN STANLEY & CO INC. (FILE 33-86934 -
DEC. 02) (BR. 9)
- S-8 INSILCO CORP/DE/, 425 METRO PL N STE 500, DUBLIN, OH 43017
(614) 798-5770 - 360,000 (\$9,562,500) COMMON STOCK. (FILE 33-86936 -
DEC. 02) (BR. 6)
- S-8 CASINO AMERICA INC, 711 WASHINGTON LOOP, 2ND FLR, BILOXI, MS 39530
(601) 436-7000 - 658,000 (\$5,510,750) COMMON STOCK. (FILE 33-86940 -
DEC. 02) (BR. 11)
- S-8 UNION BANKSHARES LTD, 1825 LAWRENCE ST, STE 444, DENVER, CO 80202
(303) 298-5352 - 311,000 (\$2,484,890) COMMON STOCK. (FILE 33-86942 -
DEC. 02) (BR. 2)
- S-8 CELADON GROUP INC, 888 7TH AVE 2ND FLR, NEW YORK, NY 10106
(212) 977-4447 - 500,000 (\$8,770,000) COMMON STOCK. (FILE 33-86944 -
DEC. 02) (BR. 4)
- S-8 PETSMART INC, 10000 N 31ST AVE, STE C-100, PHOENIX, AZ 85051
(602) 944-7070 - 38,713 (\$98,718.15) COMMON STOCK. (FILE 33-86946 -
DEC. 02) (BR. 1)
- S-8 AMERIDATA TECHNOLOGIES INC, 700 CANAL ST, STAMFORD, CT 06902
(203) 357-1464 - 1,500,000 (\$20,062,500) COMMON STOCK. (FILE 33-86950 -
DEC. 02) (BR. 9)
- S-8 BRADLEES INC, 1 BRADLESS CIRCLE, BRAINTREE, MA 02184 (617) 380-8000 -
250,000 (\$3,437,500) COMMON STOCK. (FILE 33-86954 - DEC. 02) (BR. 2)
- S-8 BRADLEES INC, 1 BRADLESS CIRCLE, BRAINTREE, MA 02184 (617) 380-8000 -
75,000 (\$1,031,250) COMMON STOCK. (FILE 33-86956 - DEC. 02) (BR. 2)
- S-4 FIRST DATA CORPORATION, 2121 N 117TH AVE IMS 30, OMAHA, NE 68164
(402) 498-2170 - 11,111,111 (\$10,756,647) COMMON STOCK. (FILE 33-86958 -
DEC. 02) (BR. 10)
- S-8 RADICA GAMES LTD, 2 12 AU PUI WAN ST STE R 6TH FLR,
VALIANT INDUSTRIAL CENTRE, FO FAN SHATIN HONG KONG, K3 (852) 693-2238 -
1,788,000 (\$10,057,500) COMMON STOCK. (FILE 33-86960 - DEC. 02) (BR. 7)

REGISTRATIONS CONT.

- S-3 3NET SYSTEMS INC /DE/, 629 J ST, SACRAMENTO, CA 95614 (916) 851-3900 - 1,849,856 (\$1,820,813.26) COMMON STOCK. (FILE 33-86962 - DEC. 02) (BR. 9)
- S-8 THERMEDICS INC, 470 WILDWOOD ST, P O BOX 2999, WOBURN, MA 01888 (617) 622-1000 - 1,500,000 (\$19,781,250) COMMON STOCK. (FILE 33-86972 - DEC. 01) (BR. 8)
- S-8 THERMEDICS INC, 470 WILDWOOD ST, P O BOX 2999, WOBURN, MA 01888 (617) 622-1000 - 319,425 (\$4,212,417.19) COMMON STOCK. (FILE 33-86974 - DEC. 01) (BR. 8)
- S-8 UNION SWITCH & SIGNAL INC, 1901 MAIN ST, STE 1150 MAIL CODE 701, COLUMBIA, SC 29201 (803) 929-1200 - 500,000 (\$7,937,500) COMMON STOCK. (FILE 33-86976 - DEC. 01) (BR. 5)
- S-8 EQUIFAX INC, 1600 PEACHTREE ST NW, P O BOX 4081, ATLANTA, GA 30302 (404) 885-8000 - 2,000,000 (\$53,620,000) COMMON STOCK. (FILE 33-86978 - DEC. 01) (BR. 6)
- S-8 BOOKS A MILLION INC, 402 INDUSTRIAL LN, BIRMINGHAM, AL 35211 (205) 942-3737 - 1,000,000 (\$14,440,000) COMMON STOCK. (FILE 33-86980 - DEC. 01) (BR. 2)
- S-8 D M MANAGEMENT CO, 25 RECREATION PARK DR, STE 200, HINGHAM, MA 02043 (617) 740-2718 - 100,000 (\$487,500) COMMON STOCK. (FILE 33-86982 - DEC. 01) (BR. 2)
- S-8 MCFARLAND ENERGY INC, 10425 S PAINTER AVE, PO BOX 3608, SANTA FE SPRINGS, CA 90670 (310) 944-0181 - 50,000 (\$337,500) COMMON STOCK. (FILE 33-86984 - DEC. 01) (BR. 3)
- S-8 CAPITAL ONE FINANCIAL CORP, 8330 BOONE BLVD, VIENNA, VA 22182 (703) 734-7495 - 5,370,880 (\$82,577,280) COMMON STOCK. (FILE 33-86986 - DEC. 01) (BR. 12)
- S-8 FALCON BUILDING PRODUCTS INC, TWO NORTH RIVERSIDE PLAZA, STE 1100, CHICAGO, IL 60606 (312) 906-9700 - 1,700,000 (\$17,531,250) COMMON STOCK. (FILE 33-86988 - DEC. 01) (BR. 9)
- S-8 TUCKER DRILLING CO INC, 101 THE PETROLEUM BLDG, PO BOX 1876, SAN ANGELO, TX 76902 (915) 655-6773 - 28,000 (\$169,400) COMMON STOCK. (FILE 33-86990 - DEC. 01) (BR. 3)
- S-8 PARALLEL TECHNOLOGIES INC, 4 EXECUTIVE PLAZA, YONKERS, NY 10701 (914) 965-7790 - 530,000 (\$413,400) COMMON STOCK. (FILE 33-86992 - DEC. 01) (BR. 7)
- S-8 MOBILE SERVICES INTERNATIONAL CORP, 5255 N FEDERAL HWY STE 300, BOCA RATON, FL 33431 (407) 997-8277 - 25,000 (\$21,875) COMMON STOCK. (FILE 33-86994 - DEC. 01) (BR. 7)
- S-8 NU KOTE HOLDING INC /DE/, 17950 PRESTON RD STE 690, DALLAS, TX 75252 (214) 250-2785 - 500,000 (\$11,062,500) COMMON STOCK. (FILE 33-86998 - DEC. 01) (BR. 1)
- SB-2 WIZ TECHNOLOGY INC, 951 CALLE NEGOCIO, SAN CLEMENTE, CA 92673 (714) 366-8777 - 400,133 (\$1,400,465.50) COMMON STOCK. (FILE 33-87002 - DEC. 01) (BR. 9)

REGISTRATIONS CONT.

- F-6 CENTRAIS ELETRICAS BRASILEIRAS SA ELETROBRAS, 60 WALL ST, NEW YORK, NY
10260 (212) 648-3250 - 50,000,000 (\$2,500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-87004 - DEC. 01)
- F-6 CENTRAIS ELETRICAS BRASILEIRAS SA ELETROBRAS, 60 WALL ST, NEW YORK, NY
10260 (212) 648-3250 - 50,000,000 (\$2,500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-87006 - DEC. 01)
(NEW ISSUE)
- S-8 SCHNITZER STEEL INDUSTRIES INC, 3200 NW YEON AVE, P O BOX 10047,
PORTLAND, OR 97210 (503) 224-9900 - 375,000 (\$7,045,677) COMMON STOCK.
(FILE 33-87008 - DEC. 01) (BR. 6)