

SEC NEWS DIGEST

Issue 97-137

July 17, 1997

COMMISSION ANNOUNCEMENTS

COMMISSION MEETINGS

CLOSED MEETING - THURSDAY, JULY 24, 1997 - 3:00 P.M.

The subject matter of the closed meeting scheduled for Thursday, July 24, 1997, at 3:00 p.m., will be: Institution and settlement of injunctive actions; Institution and settlement of administrative proceedings of an enforcement nature; and Opinion.

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 at (202) 942-7070.

CHIEF ACCOUNTANT SELECTS ACADEMIC ACCOUNTING FELLOW

The Commission's Office of the Chief Accountant recently selected Professor Walter R. Teets of Gonzaga University as the Academic Accounting Fellow for a one-year term beginning August, 1997. Currently, Professor Teets is a member of the accounting faculty in Gonzaga's School of Business Administration, located in Spokane, Washington. He received a Ph.D. degree in accounting from the University of Chicago, a master's degree in accounting from the University of Wisconsin-Whitewater, and a bachelor's degree in music education from the University of Colorado at Boulder. Prior to joining the Gonzaga faculty, he taught at the University of Illinois at Urbana-Champaign and Washington University in St. Louis. Professor Teets' research focuses on the relation between accounting earnings and stock prices, using both empirical methodology and computer simulation. He has served as a reviewer for the Journal of Accounting Research, The Accounting Review, and the Journal of Accounting, Auditing & Finance, and has also presented CPE seminars on accounting and auditing uses of the World Wide Web, and on Statement of Financial Accounting Standards No. 123. (Press Rel. 97-60)

BROKER-DEALER CANCELLATIONS

The registrations of the following broker-dealers with the Commission were cancelled by Commission order pursuant to Section 15(b)(5) of the Securities Exchange Act of 1934 on the dates noted below. The following broker-dealers either failed to comply with applicable requirements of the Securities Investor Protection Corp. (SIPC) or failed to be a member of a self-regulatory organization. Any customer of one of the following broker-dealers who has not received his or her cash or securities from the broker-dealer should **immediately** contact the National Association of Securities Dealers Inc. (NASD), at 1-800-289-9999 and ask to be referred to the appropriate local NASD office. Representatives of your local NASD office will be able to assist you with any questions you may have.

Persons with cash or securities in a securities account at one of the broker-dealers listed below may have a claim against the broker-dealer under the Securities Investor Protection Act of 1970 (SIPA). SIPC may act to protect customers for only 180 days from the date of the cancellation. For information regarding the nature of SIPC protection, please contact SIPC at 805 Fifteenth Street NW, Ste 800, Washington D.C., 202-371-8300.

<u>Broker-Dealer</u>	<u>Date of Cancellation</u>
Aaron Charles Securities Inc.	6/24/97
Abernathy & Associates Inc.	6/24/97
Alpert, Richard Dean	6/24/97
Apeiron Capital Management Inc.	6/24/97
Arfa, Arnold Sydney	6/24/97
Avalon Partners LP	6/24/97
Bergey, William Raymond	6/24/97
Boso, Frank Coleman Jr.	6/24/97
Burke, Michael Webster	6/24/97
Capital Arbitrage LLC	6/24/97
Capital Instincts LP	6/24/97
Cirillo, Anthony	6/24/97
Condryn Trading Ltd. Partnership	6/24/97
CR Financial Services Co.	6/24/97
Daen, Matthew	6/24/97
Damon Rocque Securities Corp.	6/24/97
Deckoff, Hilary	6/24/97
Dobrowsky, Paul Daniel	6/24/97
Einhorn & Co.	6/24/97
Elden Trading LP	6/24/97
Elia, Ralph T. Jr. Ltd.	6/24/97
Englewood Securities Corp.	6/24/97
Epstein David J.	6/24/97
First Colorado Financial Services	6/24/97
Fischer, Barry Lake	6/24/97
Goin & Co., Inc.	6/24/97
Greenwich Strategies LP	6/24/97
Grossman, Wayne S.	6/24/97
Hedgehog Trading LP	6/24/97

Broker-DealerDate of Cancellation

HMS Financial LLC	6/24/97
Huff Capital Management Inc.	6/24/97
Kahn Investment Inc.	6/24/97
Kahnquest Trading Co.	6/24/97
Kibbe Investment Partners LP	6/24/97
Koster, Daren Jay	6/24/97
Leon, Michael	6/24/97
Lupo, Robert	6/24/97
Mikell, Larry Alan	6/24/97
Net Securities Corp.	6/24/97
Oppenheimer, John Mayer	6/24/97
Paradigm Trading Ltd.	6/24/97
Pickett, Steven Edward	6/24/97
Portfolio Securities LLC	6/24/97
Post, R.H. Inc.	6/24/97
Rangen, Stephen Thorleif	6/24/97
RBL Capital Corp.	6/24/97
Rockwell Securities Group LLC	6/24/97
Rumson Capital LLC	6/24/97
Rzepiela, Ronald Joseph	6/24/97
Sapphire Trading Corp.	6/24/97
Seidel, Richard M.	6/24/97
Seifert, Robert Jude	6/24/97
SGP II LP	6/24/97
Sheehan, Douglas Edward	6/24/97
Shnitzer, Tuli	6/24/97
Steinbix, Michael Dean	6/24/97
TAT LP	6/24/97
Tenner, Joel Alan	6/24/97
Tisch Berg Trading Inc.	6/24/97
Toal, Terence James	6/24/97
Warshaw Management LP	6/24/97
Weiss, Kenneth M.	6/24/97
Wickey, Robert Joseph Jr.	6/24/97
Williams, Bruce A.	6/24/97
Winston, Paul Robert	6/24/97
Zarse Thomas Allan	6/24/97
Zayer, Jay	6/24/97

ENFORCEMENT PROCEEDINGS

DENNIS KLEIN, C.P.A., DENIED PRIVILEGE OF APPEARING BEFORE THE COMMISSION

The Commission today suspended Dennis Klein from practicing before it as an accountant. Klein, a certified public accountant currently licensed by the State of New York, practiced with the Bellmore, New

York firm of Sklar, Heyman & Co. Klein was suspended as a result of his work auditing the financial statements of Latin American Resources, Inc. (LARI), a corporation based in Huntington Station, New York. Klein consented to the issuance of the Commission's order without admitting or denying the Commission's findings.

The Order alleges that, in auditing LARI's financial statements, Klein failed to obtain adequate support from sources other than the company for the ownership and valuation of certain Brazilian plantations LARI purportedly owned. These properties, valued on LARI's financial statements at a total of \$5.4 million, comprised more than 95% of the assets on the balance sheet attached to LARI's Form 10-SB for the period ended December 31, 1993 and filed with the Commission. The Order further alleges that Klein engaged in improper professional conduct, in that he audited LARI's financial statements when he was not independent because of accounting work he had previously performed for LARI's corporate predecessors. (Rel. 34-38844; AAE Rel. 937)

TWELVE INDIVIDUALS CHARGED WITH INSIDER TRADING IN THE STOCK OF INDEPENDENCE BANCORP

The Commission announced the filing of a complaint in the Eastern District of Pennsylvania against twelve individuals for insider trading in the securities of Independence Bancorp, Inc. (INBC) prior to a public announcement on November 19, 1993, that INBC and CoreStates Financial Corp. had entered into a merger agreement.

Three of the defendants, Robert Hunter, Thomas Pileggi, and W. Kenneth Greenwood, were directors of INBC and/or one of its subsidiary banks. The remaining defendants, Edward R. Dudlik, Jr., Thomas F. Goldman, W. Kenneth Greenwood, Joseph McKeon, Kathy Naumann, Benjamin Paul, Thomas B. Pileggi, John Rose, John Rose, Jr. (Rose Jr.), and Raymond F. White are friends, business associates, or relatives of Hunter whom Hunter tipped. H. Constance Neff, Hunter's ex-wife, is named as a relief defendant. Greenwood is also charged with insider trading in January 1993 in connection with an INBC negative quarterly earnings release.

The Commission seeks injunctive relief, disgorgement, prejudgment interest and penalties against the defendants and also seeks an officer and director bar against Hunter. Without admitting or denying the allegations of the complaint, Dudlik, McKeon, Paul, Rose, and Rose Jr. have consented to the entry of injunctions and have agreed to pay disgorgement, prejudgment interest, and penalties equal to their profits. [SEC v. Robert Hunter, Edward R. Dudlik, Jr., Thomas F. Goldman, W. Kenneth Greenwood, Joseph McKeon, Kathy Naumann, Benjamin Paul, Thomas B. Pileggi, John Rose, John Rose, Jr., Raymond F. White, and H. Constance Neff, Civ. Action No. 97 CV 4621, Waldman, J, E.D. Pa..] (LR-15413)

COMMISSION FILES COMPLAINT AGAINST HAROLD TOBIN

On July 15, the Commission filed a complaint against Harold E. Tobin (Tobin), the president, founder, and sole shareholder of Tobin Investment Corporation (TIC). The complaint alleges that from September 1994 until January 1995, Tobin raised \$4,952,505 from 90 mostly elderly investors nationwide through the offer and sale of unregistered promissory notes secured by fractionalized and unfractioalized deeds of trust. The offering proceeds were to be used to fund a Las Vegas, Nevada residential real estate development project called "Rancho Mirage." However, most of the money raised by TIC in the Rancho Mirage offering was used to pay: construction costs associated with other real estate projects being developed by Tobin and financed by TIC; interest to investors in other real estate projects being developed by Tobin and financed by TIC; interest to investors in the Rancho Mirage project; an undisclosed 3% commission to TIC sales agents; and an undisclosed payment of 5% to TIC for "operating costs."

The complaint seeks an order permanently enjoining Tobin from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933, Sections 10(b) and 15(a) (1) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder, and disgorgement, with prejudgment interest, of all profits derived from his fraudulent activities. [SEC v. Harold E. Tobin, Civil Action No. 97-5124 IH, SHx, C.D. Cal.] (LR-15414)

INVESTMENT COMPANY ACT RELEASES

PW MASTERS FUND, L.P.

A notice has been issued giving interested persons until August 11 to request a hearing on an application filed by PW Masters Fund, L.P for an order under Sections 6(b) and 6(e) of the Investment Company Act granting an exemption from all provisions of the Act except Sections 9, 17, (except for certain provisions of Sections 17(a), (d), (f), (g), and (j) as described in the application), 30 (except for certain provisions of Sections 30(a), (b), (e), and (h) as described in the application), and 36 through 53, and the rules and regulations thereunder. Applicant will be an employees' securities company within the meaning of Section 2(a)(13) of the Act. (Rel. IC-22757 - July 16)

HOLDING COMPANY ACT RELEASES

EUA COGENEX CORPORATION, ET AL.

An order has been issued authorizing a proposal by EUA Cogenex Corporation and EUA Cogenex-Canada, Inc. (Cogenex-Canada), subsidiaries of Eastern Utilities Associates, a registered holding

company. Applicants request authorization for Cogenex-Canada to form a new subsidiary, which will enter into a joint venture with a nonassociate Canadian business corporation, for the purpose of providing energy conservation services in Canada. The applicants also propose to provide financing to and guarantee obligations of the new subsidiary and the partnership, in an aggregate amount up to \$15 million, and to provide goods or services to the partnership at other than cost. (Rel. 35-26741)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change submitted by the New York Stock Exchange (SR-NYSE-97-12) to amend its allocation policy and procedures. (Rel. 34-38828)

SIGNIFICANT NO-ACTION, EXEMPTIVE AND INTERPRETIVE LETTERS

The following is a list of significant no-action, exemptive and interpretative letters recently issued by the Division of Investment Management. 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</u>
Plymouth Commercial Mortgage Fund	ICA'40, Sections 55(a)(3)(c), 2(a)(47)	12/3/96	12/3/96
Banque Indosuez Luxembourg	ICA'40, Sections 3(a), 17(d), 17(f)	12/10/96	12/10/96
Intersettle Swiss Corporation for International Securities Settlements	ICA'40, Section 17(f), Rule 17f-5	12/12/96	12/12/96

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY</u>
Association for Investment Management and Research	IAA'40, Section 206, Rule 206(4)-1(a)(5)	12/18/96	12/18/96
Securities Industry Association/NASD Regulation, Inc./ Investment Company Institute	ICA'40, Section 22(f)	12/18/96	12/18/96
Dr. William Greene	1933 Act, Rule 482	2/3/97	2/3/97
GE Funds	ICA'40, Section 34(b), Rule 34b-1, 1933 Act, Rule 482	2/7/97	2/7/97
ITT Hartford Mutual Funds	ICA'40, Section 34(b), Rule 34b-1, 1933 Act, Rule 482	2/7/97	2/7/97
Nicholas-Applegate Mutual Funds	ICA'40, Section 34(b), Rule 34b-1, 1933 Act, Rule 482	2/7/97	2/7/97
Indosuez Asset Management Asia Limited	ICA'40, Section 7(d)	2/14/97	2/14/97
I.C.H. Corporation	ICA'40, Section 7(b)	2/26/97	2/26/97
Goodwin, Procter & Hoar	ICA'40, Sections 3(c)(1), 3(c)(7), 7(d)	2/28/97	2/28/97
Quest for Value Dual Purpose Fund, Inc.	1933 Act, Rule 482	2/28/97	2/28/97
South Asia Portfolio	ICA'40, Sections 12(d)(1), 7(d)	3/12/97	3/12/97
The Dessauer Global Equity Fund	ICA'40, Sections 13(a)(1), 5(a)(1), 5(a)(2)	4/3/97	4/3/97
Securities America Advisors, Inc.	IAA'40, Section 206, Rule 206(4)-2	4/4/97	4/4/97
Morgan, Lewis & Bockius LLP	IAA'40, Section 206(3)	4/16/97	4/16/97

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY</u>
Dean Witter Discover & Co/Morgan Stanley Group Inc.	ICA'40, Sections 2(a)(4), 2(a)(19), 15(a), 15(f), IAA'40, 202(a)(1), 202(a)(12), 205(a)(2)	4/18/97	4/18/97
Merrill Lynch Asset Management	ICA'40, Sections 10(f), 17(e)(2), IAA'40, Section 206(3)	4/28/97	4/28/97
Puerto Rico Balanced Fund, Inc.	ICA'40, Section 6(a)(1)	4/29/97	4/29/97
Lamp Technologies, Inc.	ICA'40, Sections 3(c)(1), 3(c)(7), IAA'40, 203(b)(3), 1933 Act, Rule 502(c)	5/29/97.	5/29/97
Valuemark Capital Management, Inc.	IAA'40, Section 205, Rule 205-3	6/4/97	6/4/97
PNC Bank, N.A.	ICA'40, Section 17(a), 21(b), 17(d), Rule 17d-1	6/10/97	6/10/97
ABN AMRO Bank N.V.	IAA'40, Section 203(a)	7/1/97	7/1/97
Charles Schwab & Co., Inc.	ICA'40, Rule 22c-1	7/7/97	7/1/97

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>.

S-3 ON-POINT TECHNOLOGY SYSTEMS INC, 8444 MIRALANI DR, SAN DIEGO, CA 92126
(619) 621-5050 - 6,314,288 (\$11,618,289.92) COMMON STOCK. 1,200,000
(\$2,208,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-7216 - JUL 07)
(BR. 6)

F-10 ROGERS COMMUNICATIONS INC, 40 KING ST W BOX 1007, SCOTIA PLAZA STE 6400,
TORONTO ONTARIO CANADA M5H 3Y2, A6 (416) 864-2373 - 359,125,000
(\$359,125,000) STRAIGHT BONDS. (FILE 333-7218 - JUL. 09) (BR. 3)

S-3 MOSCOM CORP, 3750 MONROE AVE, PITTSFORD, NY 14534 (716) 381-6000 -
550,000 (\$2,681,250) COMMON STOCK (FILE 333-30991 - JUL 10) (BR 3)

S-8 CAERE CORP, 100 COOPER CT, LOS GATOS, CA 95030 (408) 395-7000 - 500,000
(\$3,718,750) COMMON STOCK (FILE 333-30993 - JUL. 10) (BR 3)

S-8 HARTE HANKS COMMUNICATIONS INC, 200 CONCORD PLAZA DR STE 800,
SAN ANTONIO, TX 78216 (210) 829-9000 - 550,000 (\$16,207,950) COMMON STOCK.
(FILE 333-30995 - JUL 10) (BR. 5)

SB-2 LABORATORY SPECIALISTS OF AMERICA INC, 1101-A SOVEREIGN ROW,
405-949-1722, OKLAHOMA CITY, OK 73108 (405) 949-1722 - 1,452,000
(\$2,904,000) COMMON STOCK 66,000 (\$483,120) WARRANTS, OPTIONS OR RIGHTS
132,000 (\$475,200) COMMON STOCK. 66,000 (\$7,920)
WARRANTS, OPTIONS OR RIGHTS. (FILE 333-30997 - JUL 10) (BR. 9)

S-3 TEXFI INDUSTRIES INC, 5400 GLENWOOD AVENUE STE 215, RALEIGH, NC 27612
(919) 783-4736 - 924,000 (\$4,130,280) COMMON STOCK (FILE 333-30999 -
JUL. 09) (BR. 2)

SB-2 FROST HANNA CAPITAL GROUP INC, 327 PLAZA REAL, STE 319, BOCA RATON, FL
33432 (407) 367-1079 - 1,552,500 (\$9,315,000) COMMON STOCK 135,000
(\$135) WARRANTS, OPTIONS OR RIGHTS 135,000 (\$972,000) COMMON STOCK
(FILE 333-31001 - JUL 10) (BR 9)

S-8 MERIDIAN INSURANCE GROUP INC, 2955 N MERIDIAN ST, PO BOX 1980,
INDIANAPOLIS, IN 46206 (317) 927-8100 - 40,000 (\$565,000) COMMON STOCK
(FILE 333-31003 - JUL 10) (BR. 1)

S-4 ML BANCORP INC, TWO ALDWYN CENTER, RTE 320 & LANCASTER AVE, VILLANOVA,
PA 19085 (610) 526-6460 - 50,000,000 (\$50,000,000)
EQUIPMENT TRUST CERTIFICATES (FILE 333-31005 - JUL 10)

S-8 JOHNS MANVILLE CORP /NEW/, 717 17TH ST, DENVER, CO 80202 (303) 978-2000
- 5,300,000 (\$61,776,800) COMMON STOCK (FILE 333-31007 - JUL 10)
(BR. 6)

S-4 COMCAST CELLULAR HOLDINGS INC, 1105 N MARKET ST, SUITE 1219, WILMINGTON,
DE 19801 (302) 427-8991 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS
(FILE 333-31009 - JUL 10) (NEW ISSUE)

S-8 COGENSYS INC, 213 TECHNOLOGY DR, IRVINE, CA 92718 (714) 753-6100 -
2,800,000 (\$9,716,000) COMMON STOCK (FILE 333-31013 - JUL 10) (BR 1)

S-8 BJS WHOLESALE CLUB INC, ONE MERCER ROAD, NATICK, MA 01760 (508) 651-7400
- 3,650,000 (\$31,390,000) COMMON STOCK. (FILE 333-31015 - JUL 10)
(BR. 2)

S-8 NAVARRE CORP /MN/, 7400 49TH AVE N, NEW HOPE, MN 55428 (612) 535-8333 -
1,300,000 (\$4,303,000) COMMON STOCK. (FILE 333-31017 - JUL 10) (BR. 2)

S-8 CAERE CORP, 100 COOPER CT, LOS GATOS, CA 95030 (408) 395-7000 - 250,000
(\$1,918,379 50) COMMON STOCK. (FILE 333-31019 - JUL. 10) (BR 3)

S-8 MANPOWER INC /WI/, 5301 N IRONWOOD RD, MILWAUKEE, WI 53217
(414) 961-1000 - 1,200,000 (\$55,956,000) COMMON STOCK (FILE 333-31021 -
JUL. 10) (BR. 7)

S-1 BIOLASE TECHNOLOGY INC, 981 CALLE AMANECER, SAN CLEMENTE, CA 92673
(714) 361-1200 - 2,738,982 (\$9,757,623 38) COMMON STOCK. (FILE 333-31023 -
JUL. 10) (BR. 1)

S-4 KSL RECREATION GROUP INC, 56- 140 PGA BLVD, LA QUINTA, CA 92253
(760) 564-1088 - 125,000,000 (\$125,000,000) STRAIGHT BONDS (FILE
333-31025 - JUL 10) (NEW ISSUE)

S-8 METATEC CORP, 7001 METATEC BLVD, DUBLIN, OH 43017 (614) 761-2000 -
50,000 (\$281,500) COMMON STOCK (FILE 333-31027 - JUL 10) (BR 2)

S-8 SECURITY CAPITAL PACIFIC TRUST, 7777 MARKET CENTER AVE, EL PASO, TX
79912 (915) 877-3900 - 100,000 (\$2,236,875) COMMON STOCK. (FILE 333-31031
- JUL 10) (BR 8)

S-8 SECURITY CAPITAL PACIFIC TRUST, 7777 MARKET CENTER AVE, EL PASO, TX
79912 (915) 877-3900 - 30,000 (\$494,660) COMMON STOCK. (FILE 333-31033 -
JUL 10) (BR 8)

SB-2 KIDEO PRODUCTIONS INC, 611 BROADWAY STE 523, NEW YORK, NY 10022 -
1,780,000 (\$5,117,500) COMMON STOCK (FILE 333-31035 - JUL. 10) (BR 5)

S-8 RF MICRO DEVICES INC, 7625 THORNDIKE ROAD, GREENSBORO, NC 27409
(910) 664-1233 - 3,426,000 (\$42,388,908) COMMON STOCK. (FILE 333-31037 -
JUL. 10) (BR. 6)

S-3 UNION TEXAS PETROLEUM HOLDINGS INC, 1330 POST OAK BLVD, HOUSTON, TX
77056 (713) 623-6544 (FILE 333-31039 - JUL. 10) (BR. 4)

S-8 FREEPORT MCMORAN INC, 1615 POYDRAS ST, NEW ORLEANS, LA 70112
(504) 582-4000 - 1,300,000 (\$40,841,669.82) COMMON STOCK. (FILE 333-31041
- JUL. 10) (BR 4)

S-3 TUCSON ELECTRIC POWER CO, 220 W 6TH ST, P O BOX 711, TUCSON, AZ 85701
(520) 571-4000 - 1,000,000 (\$14,600,000) COMMON STOCK. (FILE 333-31043 -
JUL 10) (BR 4)

S-8 IDX SYSTEMS CORP, 1400 SHELBURNE RD, PO BOX 1070, SOUTH BURLINGTON, VT
05403 (802) 862-1022 - 865,568 (\$19,004,271.23) COMMON STOCK (FILE
333-31045 - JUL 10) (BR 3)

S-8 IDX SYSTEMS CORP, 1400 SHELBURNE RD, PO BOX 1070, SOUTH BURLINGTON, VT
05403 (802) 862-1022 - 3,980,000 (\$133,640,440) COMMON STOCK. (FILE
333-31047 - JUL 10) (BR 3)

S-3 OLD SECOND BANCORP INC, 37 S RIVER ST, AURORA, IL 60507 (708) 892-0202
- 111,706 (\$5,292,071.75) COMMON STOCK (FILE 333-31049 - JUL. 10)
(BR 7)

S-11 PEOPLES PREFERRED CAPITAL CORP, 5900 WILSHIRE BLVD, LOS ANGELES, CA 90036
- 1,426,000 (\$35,650,000) PREFERRED STOCK (FILE 333-31051 - JUL 10)
(NEW ISSUE)

S-8 BRUSH CREEK MINING & DEVELOPMENT CO INC, 970 E MAIN ST STE 200,
GRASS VALLEY, CA 95945 (916) 477-5961 - 150,000 (\$56,250) COMMON STOCK.
(FILE 333-31053 - JUL 10) (BR. 4)

S-8 PROTEON INC/MA, NINE TECHNOLOGY DRIVE, WESTBOROUGH, MA 01581
(508) 898-2800 - 800,000 (\$1,424,000) COMMON STOCK. (FILE 333-31055 -
JUL 10) (BR. 3)

S-8 WINSTAR COMMUNICATIONS INC, 230 PARK AVENUE SUITE 2700, NEW YORK, NY
10169 (212) 687-7577 - 4,000,000 (\$59,000,000) COMMON STOCK (FILE
333-31057 - JUL 10) (BR. 3)

S-8 FM PROPERTIES INC, 1615 POYDRAS ST, NEW ORLEANS, LA 70112 (504) 582-5300
- 250,000 (\$936,875) COMMON STOCK. (FILE 333-31059 - JUL 10) (BR. 8)

S-4 BANKERS TRUST NEW YORK CORP, 130 LIBERTY STREET, NEW YORK, NY 10006
(212) 250-2500 - 25,957,061 (\$2,278,083,896) COMMON STOCK (FILE
333-31061 - JUL 10) (BR 7)

S-1 US XPRESS ENTERPRISES INC, 2931 SOUTH MARKET ST, CHATTANOOGA, TN 37410
(615) 696-7377 - 3,910,000 (\$72,569,600) COMMON STOCK (FILE 333-31063 -
JUL 10) (BR. 5)

S-8 HOLLYWOOD PARK INC/NEW/, 1050 SOUTH PRAIRIE AVENUE, INGLEWOOD, CA 90301
(310) 419-1500 - 1,088,308 (\$9,034,033) COMMON STOCK. (FILE 333-31065 -
JUL. 10) (BR. 5)

S-8 SWIFT TRANSPORTATION CO INC, 1455 HUDA WAY, SPARKS, NV 89431
(602) 269-9700 - 250,000 (\$7,171,875) COMMON STOCK (FILE 333-31067 -
JUL. 10) (BR 5)

S-3 PRE PAID LEGAL SERVICES INC, 321 E MAIN ST, ADA, OK 74820 (405) 436-1234
- 100,000 (\$2,453,000) COMMON STOCK. (FILE 333-31069 - JUL. 10) (BR. 1)

S-4 WELLS ALUMINUM CORP, 809 GLENEAGLES COURT, SUITE 300, BALTIMORE, MD
21286 (410) 494-4500 - 105,000,000 (\$105,000,000) STRAIGHT BONDS. (FILE
333-31071 - JUL 10)

SB-2 SYNCRONYS SOFTCORP, 3958 INCE BOULEVARD, CULVER CITY, CA 90232
(310) 842-9203 - 6,083,389 (\$15,115,511) COMMON STOCK. (FILE 333-31073 -
JUL 10) (BR 3)

S-8 ISOCOR, 3420 OCEAN PARK BLVD, SANTA MONICA, CA 90405 - 800,000
(\$2,095,667.50) COMMON STOCK. (FILE 333-31075 - JUL 10) (BR. 3)