

# sec news digest

Issue 94-216

November 14, 1994

---

## COMMISSION ANNOUNCEMENTS

---

### CHANGE IN THE MEETING: Time Change/Additional Item

The time for the closed meeting, scheduled for Wednesday, November 9, 1994, was changed from 10:00 a.m. to 3:00 p.m. The following additional item was considered at the meeting: Consideration of amicus participation.

---

## RULES AND RELATED MATTERS

---

### CORRECTION TO CHANGE OF EFFECTIVE DATE OF RULE 15c6-1

In the November 10th issue of the Digest it was reported that the Commission issued an order that changed the effective date of Rule 15c6-1 from June 1, 1994 to June 7, 1994. The correct change of dates is from June 1, 1995 to June 7, 1995. (Rels. 33-7110; 34-34952; IC-20691)

---

## ENFORCEMENT PROCEEDINGS

---

### ADMINISTRATIVE PROCEEDINGS ORDERED AGAINST D.E. WINE INVESTMENTS, INC. AND THREE FIRM PRINCIPALS

The Commission announced that public administrative and cease and desist proceedings were instituted against D.E. Wine Investments, Inc. (D.E. Wine), a registered broker-dealer operating in Houston, Texas; Duncan E. Wine (Wine), D.E. Wine's president; W. Randal Miller (Miller), D.E. Wine's vice-president and compliance officer; and Kenneth B. Karpf (Karpf), formerly D.E. Wine's vice-president and head trader.

The Order instituting proceedings alleges that from December 1992 through at least July 1993, D.E. Wine, Miller, Karpf and Wine violated the antifraud provisions of the federal securities laws, earning illegal profits totalling \$69,964,50, by charging its customers undisclosed, excessive markups and markdowns, ranging from 10.4 percent to 44.9 percent, in connection with the purchase and sale of three penny stocks. The Order further alleges D.E. Wine violated, and Miller, Karpf and Wine aided and abetted, the firm's violations of the broker-dealer antifraud provisions, by charging the undisclosed, excessive markups and markdowns. In the alternative, with respect to Wine, the Order alleges that Wine failed reasonably to supervise Miller and Karpf with a view toward preventing their violations. (Rel. 33-7108; Rel. 34-34942)

#### JACK NICHOLAS D'UVA AND MARK THOMAS TAGGATZ BARRED BY DEFAULT

On November 4, the Commission entered an Order Making Findings and Imposing Remedial Sanctions By Default against Jack Nicholes D'Uva (D'Uva) and Mark Thomas Taggatz (Taggatz), both former registered representatives of U.S. Equities, Inc., a broker-dealer formerly registered with the Commission. The Order finds that on March 10, 1994, a judgment was entered permanently enjoining D'Uva and Taggatz against further violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5, thereunder, and Sections 203(a), 206(1), and 206(2) of the Investment Advisers Act of 1940 (SEC v. Jack Nicholes D'Uva, et al., Civil Action No. 93-0909 RMT, Ex, C.D. Cal.).

The Order bars D'Uva and Taggatz from association with brokers, dealers, municipal securities dealers, investment advisers and investment companies. (Rel. 34-34943)

#### CEASE AND DESIST ORDER ENTERED AGAINST CHARLES FAUSEL

The Commission announced the issuance of an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) against Charles E. Fausel (Fausel), requiring Fausel to permanently cease and desist from committing or causing any violation of or any future violation of Section 16(a) of the Exchange Act and Rules 16a-2 and 16a-3 promulgated thereunder. Fausel, without admitting or denying the allegations in the Commission's Order, consented to its entry. Fausel is the former Treasurer of Presidential Life Corporation. The Order states that Fausel corrected his Form 3 Statement of Initial Ownership and filed sixteen Forms 4 and two Forms 5, reflecting changes in his ownership of Presidential stock on April 5, 1993. Fausel had previously filed late one Form 4 in June 1987. The Form 3 filing was more than seven years late, the Form 4 filings were from more than three months to more than five years late, and the Form 5 filings were from more than one month to more than one year late. These late filings involved transactions with a combined value of approximately \$331,236. (Rel. 34-34964)

**CEASE-AND-DESIST ORDER ENTERED AGAINST DELTEC ASSET MANAGEMENT CORP. f/k/a DELTEC SECURITIES CORP.**

The Commission instituted cease and desist public administrative proceedings, made findings and imposed remedial sanctions against Deltec Asset Management Corp. f/k/a Deltec Securities Corp. (Deltec). Deltec is a registered broker-dealer with offices in New York City, New York. Deltec submitted, and the Commission accepted, an Offer of Settlement whereby it consented, without admitting or denying any of the findings except as to jurisdiction of the Commission and broker-dealer registration with the Commission which are admitted, to the entry of an Order Instituting Public Proceedings, Making Findings and Imposing Remedial Sanctions (Order) pursuant to Section 8A of the Securities Act of 1933 (Securities Act). The Order contains findings that Deltec violated the registration provisions of the Securities Act by having sold 1.2 million shares of Cascade International, Inc. (Cascade) common stock while no registration statement was filed or in effect with respect to such securities. No exemption from registration was available that would have permitted these sales of Cascade common stock absent registration. The Order requires Deltec to cease and desist from committing or causing any violation of, and committing or causing any future violation of Sections 5(a) and 5(c) of the Securities Act and requires Deltec to disgorge \$731,276, the amount which represents profits realized from the alleged violations. (Rel. 33-7109)

**VICTOR JOYCE ENJOINED**

The Commission announced today that the United States District Court for the Western District of Oklahoma entered a Final Judgment against Victor L. Joyce, the former Chief Financial Officer of Barton Industries, Inc. Joyce was enjoined from future violations of the antifraud and internal controls provisions of the federal securities laws and was permanently barred from serving as an officer or director of a public company.

Without admitting or denying the allegations in the complaint, Joyce consented to the entry of the Final Judgment, which fixes disgorgement for losses avoided from insider trading by Joyce at \$135,643, but waives payment of disgorgement based on Joyce's financial condition. The Final Judgment also notes the appropriateness of civil penalties under the Insider Trading Sanctions Act of 1984, but does not impose them based on Joyce's financial condition.

The Commission's complaint alleged that Joyce orchestrated and implemented a fraudulent scheme to inflate the earnings reported by Barton during its fiscal years ended September 30, 1989 and September 30, 1990, to disseminate false and misleading information to the public, and to engage in insider trading in Barton stock. [SEC v. C.W. Earl Johnson and Victor L. Joyce, Civil Action No. 94-0120 W, W.D. Oklahoma] (LR-14328; AAE Rel. 625)

---

## INVESTMENT COMPANY ACT RELEASES

---

### ML VENTURE PARTNERS II, L.P., ET AL.

An order has been issued on an application filed by ML Venture Partners II, L.P., et al. under Sections 17(d) and 57(a)(4) of the Investment Company Act and Rule 17d-1 thereunder authorizing transactions that are otherwise prohibited under Section 57(a)(4), under Section 57(c) of the Act exempting applicants from Section 57(a)(1) of the Act, and under Section 6(c) of the Act amending a prior Commission order. The order permits ML Venture Partners II to co-invest with an affiliated entity in securities of Corporate Express, Inc. (Rel. IC-20692 - November 9)

### USAA LIFE INSURANCE COMPANY, ET AL.

An order has been issued on an application filed by USAA Life Insurance Company, Separate Account of USAA Life Insurance Company (Separate Account), certain future separate accounts that may be created by USAA Life Insurance Company, and USAA Investment Management Company that permits Applicants to deduct a mortality and expense risk charge from the assets of the Separate Account and the future separate accounts. (Rel. IC-20693 - November 9)

### THE CHASE MANHATTAN BANK, N.A.

A notice has been issued giving interested persons until December 2 to request a hearing on an application by The Chase Manhattan Bank, N.A. (Chase) for an order granting an exemption from Section 17(f) of the Act to let Chase maintain securities of United States registered investment companies for which it serves as custodian or subcustodian in Mexico with The Chase Manhattan Bank Mexico, S.A. (Rel. IC-20694; International Series Rel. 749)

### PORTICO FUNDS, INC., ET AL.

A notice has been issued giving interested persons until December 5 to request a hearing on an application filed by Portico Funds, Inc., et al., for an order under Section 6(c) of the Investment Company Act that would exempt applicants from Sections 2(a)(32), 2(a)(35), 18(f)(1), 18(g), 18(i), 22(c), and 22(d) of the Investment Company Act and Rule 22c-1 thereunder. The order would permit certain investment companies to issue multiple classes of shares representing interests in the same portfolio of securities and assess a contingent deferred sales charge on redemptions of shares. (Rel. IC-20695 - November 10)

**JOHN HANCOCK MUTUAL LIFE INSURANCE COMPANY, ET AL.**

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting John Hancock Mutual Life Insurance Company (John Hancock), John Hancock Variable Annuity Account U (Account U), John Hancock Variable Annuity Account V (Account V), John Hancock Variable Life Insurance Company (JHVLICO, together, with John Hancock, Companies), John Hancock Variable Annuity Account I (Account I) and any other separate accounts (Other Accounts, collectively, with Accounts U, V, and I, Accounts) established by the Companies in the future to support certain variable annuity contracts issued by the Companies from the provisions of Sections 26(a)(2)(C) and 27(c)(2) of the Act. The order provides exemptions to the extent necessary to permit the deduction of a mortality and expense risk charge from the assets of the Accounts under certain variable annuity contracts (Existing Contracts) and under any other variable annuity contracts issued by the Companies which are materially similar to the Existing Contracts and are offered through any Account on a basis that is similar in all material respects to the basis on which the Existing Contracts are offered (Other Contracts). The Other Contracts may be either group or individual contracts and may be either variable or combination fixed and variable contracts. (Rel. IC-20696 - November 10)

**NORWEST BANK MINNESOTA, N.A., ET AL.**

An order has been issued on an application filed by Norwest Bank Minnesota, N.A., et al. under Sections 6(c) and 17(b) of the Investment Company Act for an exemption from Sections 12(d)(1), 17(a)(1), and 17(a)(2) of the Act, and under Section 17(d) of the Act and Rule 17d-1 thereunder permitting certain joint transactions. The order permits certain series of the Norwest Funds to invest portions of their assets in certain portfolios of Core Trust. (Rel. IC-20697 - November 10)

---

**SELF-REGULATORY ORGANIZATIONS**

---

**WITHDRAWAL GRANTED**

An order has been issued granting the application of Cohu, Inc. to strike from listing and registration its Common Stock, \$1.00 Par Value, on the American Stock Exchange. (Rel. 34-34957)

## DELISTINGS GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Continental Information Systems Corporation, Common Stock, \$.03 Par Value and 9% Convertible Debentures, due January 31, 2006. (Rel. 34-34958)

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration Viral Testing System Corporation, Common Stock, \$0.10 Par Value. (Rel. 34-34965)

## PROPOSED RULE CHANGE

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-94-38) relating to the short sale of securities in the Nasdaq National Market. Publication of the notice is expected to appear in the Federal Register during the week of November 14. (Rel. 34-34947)

## APPLICATION FOR EXTENSION OF TEMPORARY REGISTRATION AS A CLEARING AGENCY

The MBS Clearing Corporation filed with the Commission pursuant to Section 19(a) of the Securities Exchange Act of 1934 a request for extension of its registration as a clearing agency under Section 17A of the Act for a period of eighteen months through June 30, 1996. Publication of the notice is expected in the Federal Register during the week of November 14. (Rel. 34-34948)

## PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-59) to amend its Resolution of the Board of Governors - Notice to Membership and Press of Suspensions, Expulsions, Revocations, and Monetary Sanctions and Release of Certain Information Regarding Disciplinary History of Members and Their Associated Persons (Resolution) under Article V, Section 1 of the Association's Rules of Fair Practice. The amendment would eliminate the 30 day notification delay regarding NASD final decisions ordering the most serious sanctions (i.e., expulsion, revocation, and/or the barring of a person from being associated with all members). Notification to NASD members and to the press would be made promptly upon issuance of such final decisions. Publication of the proposal is expected in the Federal Register during the week of November 14. (Rel. 34-34954)

## APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-MBS-94-04) filed by the MBS Clearing Corporation establishing additional requirements in MBS's rules applicable to all participants. Publication of the approval order is expected in the Federal Register during the week of November 14. (Rel. 34-34960)

The Commission noticed an amendment to and granted accelerated approval of a proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-94-15) relating to solicited transactions. Publication of the approval order is expected in the Federal Register during the week of November 14. (Rel. 34-34959)

---

## 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.

- SB-2 SUNPHARM CORPORATION, 4651 SALISBURY RD, SUITE 205, JACKSONVILLE, FL 32256 (904) 296-3320 - 2,800,000 (\$26,492,600) COMMON STOCK. (FILE 33-85416-A - OCT. 20) (BR. 4 - NEW ISSUE)
- S-B REPUBLIC OF SOUTH AFRICA, 3201 NEW MEXICO AVE N W, C/O CH DU TOIT - PRIN REP OF SOUTH AFRIC, WASHINGTON, DC 20016 - 10,000,000 (\$10,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-85866 - NOV. 02) (BR. 9)
- S-2 CHILDRENS DISCOVERY CENTERS OF AMERICA INC, 851 IRWIN ST STE 200, SAN RAFAEL, CA 94901 (415) 257-4200 - 2,300,000 (\$29,900,000) COMMON STOCK. (FILE 33-85878 - NOV. 03) (BR. 6)
- S-1 TRANSAMERICAN REFINING CORP, 363 N SAM HOUSTON PARKWAY EAST, STE 880, HOUSTON, TX 77060 (713) 447-6492 - 600,000 (\$424,000,000) MORTGAGE BONDS. 6,000,000 (\$60,000) COMMON STOCK. (FILE 33-85930 - NOV. 04) (BR. 3)
- S-B REPUBLIC OF SOUTH AFRICA, 3201 NEW MEXICO AVE N W, C/O CH DU TOIT - PRIN REP OF SOUTH AFRIC, WASHINGTON, DC 20016 - 2,000,000,000 (\$2,000,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-85932 - NOV. 03) (BR. 9 - NEW ISSUE)
- F-6 SENTRACHEM LTD, 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 33-85934 - NOV. 03) (BR. 99 - NEW ISSUE)
- S-1 BOLLE AMERICA INC /DE/, 3890 ELM ST, DENVER, CO 80207 (303) 321-4300 - 2,645,000 (\$34,385,000) COMMON STOCK. (FILE 33-85936 - NOV. 03) (BR. 8 - NEW ISSUE)
- S-1 PAGEMART INC, 6688 NORTH CENTRAL EXPRESSWAY, STE 800, DALLAS, TX 75206 (214) 750-5809 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-85938 - NOV. 03) (BR. 7)
- S-3 LEHMAN ABS CORP, 200 VESEY ST, THREE WORLD FINANCIAL CENTER, NEW YORK, NY 10285 (212) 298-5594 - 200,000,000 (\$200,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-85946 - NOV. 03) (BR. 12)

REGISTRATIONS CONT.

- S-3 SYNOVUS FINANCIAL CORP, ONE ARSENAL PLACE STE 301, 901 FRONT AVE,  
COLUMBUS, GA 31902 (706) 649-2197 - 548,884 (\$10,500,150.09) COMMON STOCK.  
(FILE 33-85948 - NOV. 03) (BR. 1)
- F-6 AIRPORT VIENNA CORP, 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 33-85974 - NOV. 02) (BR. 99  
- NEW ISSUE)
- F-6 HONG KONG & CHINA GAS CO LTD, 60 WALL ST,  
C/O MORGAN GUARANTY TRUST CO OF NY, NEW YORK, NY 10260 (212) 648-3200 -  
100,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE  
33-85976 - NOV. 03) (BR. 99 - NEW ISSUE)
- S-3 DISCOVERY ZONE INC, 205 N MICHIGAN AVE STE 3400, CHICAGO, IL 60601  
(312) 616-3800 - 14,431,232 (\$274,193,408) COMMON STOCK. (FILE 33-85978 -  
NOV. 03) (BR. 12)
- F-1 CARTER HOLT HARVEY LTD, 640 GREAT SOUTH RD, MANUKAU CITY, AUCKLAND, Q2  
(649) 262-6000 - 300,000,000 (\$300,000,000)  
FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 33-85980 - NOV. 03) (BR. 8  
- NEW ISSUE)
- F-6 PROTEUS INTERNATIONAL PLC, 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 33-85984 - NOV. 02) (BR. 99  
- NEW ISSUE)
- S-1 CD RADIO INC, 1001 22ND ST NW 6TH FLR, WASHINGTON, DC 20037 - 1,233,000  
(\$5,086,125) COMMON STOCK. (FILE 33-85992 - NOV. 03) (BR. 8)
- S-8 OFFICEMAX INC /OH/, 3605 WARRENSVILLE CENTER RD, SHAKER HEIGHTS, OH  
44122 (216) 921-6900 - 5,494,604 (\$131,540,819.76) COMMON STOCK. (FILE  
33-85994 - NOV. 03) (BR. 2)
- S-3 COGNEX CORP, 15 CRAWFORD STREET, NEEDHAM, MA 02194 (617) 449-6030 -  
1,955,000 (\$48,386,250) COMMON STOCK. (FILE 33-85996 - NOV. 04) (BR. 8)
- SB-2 NEOPROBE CORP, 425 METRO PLACE N, STE 400, DUBLIN, OH 43017  
(614) 786-7180 - 1,375,000 (\$11,650,100) PREFERRED STOCK. (FILE 33-86000 -  
NOV. 04) (BR. 4)
- SB-2 MICRION CORP /MA/, ONE CORPORATION WAY, PEABODY, MA 01960 (508) 531-6464  
- 1,606,862 (\$28,923,516) COMMON STOCK. (FILE 33-86008 - NOV. 04) (BR. 3)
- S-8 AMERICAN TELECASTING INC/DE/, 4065 N SINTON RD STE 201,  
COLORADO SPRINGS, CO 80907 (719) 632-5544 - 1,515,000 (\$20,263,125)  
COMMON STOCK. (FILE 33-86010 - NOV. 04) (BR. 7)
- S-8 ALLIED HEALTHCARE PRODUCTS INC, 1720 SUBLETTE AVE, ST LOUIS, MI 63110  
(314) 771-2400 - 250,000 (\$4,187,500) COMMON STOCK. (FILE 33-86014 -  
NOV. 04) (BR. 8)
- S-8 MPSI SYSTEMS INC, 8282 S MEMORIAL DR, TULSA, OK 74133 (918) 250-9611 -  
75,000 (\$225,000) COMMON STOCK. (FILE 33-86016 - NOV. 04) (BR. 9)



REGISTRATIONS CONT.

- S-3 EQUIFAX INC, 1600 PEACHTREE ST NW, P O BOX 4081, ATLANTA, GA 30302  
(404) 885-8000 - 2,112,091 (\$60,321,318.96) COMMON STOCK. (FILE 33-86018 -  
NOV. 04) (BR. 6)
- S-8 DEERBANK CORP, 745 DEERFIELD RD, DEERFIELD, IL 60015 (708) 945-2550 -  
18,956 (\$374,047) COMMON STOCK. (FILE 33-86020 - NOV. 04) (BR. 2)
- S-8 INNOVIR LABORATORIES INC, 510 E 73RD ST, NEW YORK, NY 10021  
(212) 249-4703 - 120,000 (\$990,000) COMMON STOCK. (FILE 33-86022 -  
NOV. 04) (BR. 4)
- S-8 INNOVIR LABORATORIES INC, 510 E 73RD ST, NEW YORK, NY 10021  
(212) 249-4703 - 500,000 (\$4,375,000) COMMON STOCK. (FILE 33-86024 -  
NOV. 04) (BR. 4)
- S-8 PET INC, 400 S FOURTH ST, PET PLAZA, ST LOUIS, MO 63102 (314) 622-7700  
- 4,800,000 (\$83,400,000) COMMON STOCK. (FILE 33-86030 - NOV. 04) (BR. 3)
- S-3 FIRSTFED BANCSHARES INC, 749 LEE STREET, DES PLAINES, IL 60016  
(708) 294-6564 - 100,000 (\$1,900,000) COMMON STOCK. (FILE 33-86036 -  
NOV. 04) (BR. 1)
- S-8 CYGNUS THERAPEUTIC SYSTEMS, 400 PENOBSCOT DR, REDWOOD CITY, CA 94063  
(415) 369-4300 - 1,700,000 (\$11,262,500) COMMON STOCK. (FILE 33-86038 -  
NOV. 04) (BR. 4)
- S-8 TALBOTS INC, 175 BEAL ST, HINGHAM, MA 02043 (617) 749-7600 - 2,650,000  
(\$88,609,375) COMMON STOCK. (FILE 33-86040 - NOV. 04) (BR. 2)
- S-3 CONTINENTAL WASTE INDUSTRIES INC, 67 WALNUT AVE STE 103, CLARK, NJ 07066  
(908) 396-0018 - 1,260,681 (\$12,179,224.88) COMMON STOCK. (FILE 33-86042 -  
NOV. 04) (BR. 8)
- S-1 KELLER FINANCIAL SERVICES OF FLORIDA INC, 19329 US HIGHWAY 19 NORTH,  
CLEARWATER, FL 34624 (813) 524-1400 - 22,500 (\$22,500,000) STRAIGHT BONDS.  
(FILE 33-86046 - NOV. 04) (BR. 12)
- S-1 FIRST CASH INC, 600 SIX FLAGS DR STE 518, ARLINGTON, TX 76011  
(817) 633-7296 - 4,410,247 (\$20,900,563.50) COMMON STOCK. (FILE 33-86052 -  
NOV. 04) (BR. 2)
- S-1 CAPITAL GAMING INTERNATIONAL INC /NJ/, BAYPORT ONE STE 250,  
8025 BLACK HORSE PIKE, WEST ATLANTIC CITY, NJ 08232 (609) 383-3333 -  
205,000 (\$358,750) WARRANTS, OPTIONS OR RIGHTS. 105,000 (\$682,500)  
COMMON STOCK. (FILE 33-86094 - NOV. 07) (BR. 11)
- S-3 NATIONAL PENN BANCSHARES INC, PHILADELPHIA & READING AVES, BOYERTOWN, PA  
19512 (215) 367-6001 - 200,000 (\$5,150,000) COMMON STOCK. (FILE 33-86096 -  
NOV. 07) (BR. 1)
- S-8 CRAIG JENNY INC /DE, 445 MARINE VIEW AVE STE 300, DEL MAR, CA 92014  
(619) 259-7000 - 1,005,000 (\$7,405,342.50) COMMON STOCK. (FILE 33-86098 -  
NOV. 07) (BR. 5)
- S-8 HORSHAM CORP, 24 HAZELTON AVE, TORONTO ONTARIO CANADA M5R 2E2, A6  
(416) 924-6665 - 350,000 (\$5,359,375) COMMON STOCK. (FILE 33-86100 -  
NOV. 07) (BR. 3)

REGISTRATIONS CONT.

- S-8 AMERICAN SUPERCONDUCTOR CORP /DE/, TWO TECHNOLOGY DR, WESTBOROUGH, MA 01581 (508) 836-4200 - 144,000 (\$4,833,000) COMMON STOCK. (FILE 33-86106 - NOV. 07) (BR. 8)
- S-8 AMERICAN SUPERCONDUCTOR CORP /DE/, TWO TECHNOLOGY DR, WESTBOROUGH, MA 01581 (508) 836-4200 - 500,000 (\$16,781,250) COMMON STOCK. (FILE 33-86108 - NOV. 07) (BR. 8)
- S-8 WESTAMERICA CORP, HWY 75 N, PO BOX 40, DEWEY, OK 74029 (918) 534-1700 - 50,000 (\$144,000) COMMON STOCK. (FILE 33-86110 - OCT. 31) (BR. 11)
- SB-2 AEGIS CONSUMER FUNDING GROUP INC, 33 WHITEHALL ST, NEW YORK, NY 10004 (212) 412-8900 - 3,018,750 (\$20,376,563) COMMON STOCK. 262,500 (\$262.50) WARRANTS, OPTIONS OR RIGHTS. 262,500 (\$2,126,250) COMMON STOCK. (FILE 33-85836 - NOV. 01) (BR. 11 - NEW ISSUE)
- S-1 PHAMIS INC /WA/, 401 SECOND AVE SOUTH, STE 200, SEATTLE, WA 98104 (206) 622-9558 - 2,953,200 (\$38,391,600) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, DAIN BOSWORTH INC, PUNK ZIEGEL & KNOELL LP. (FILE 33-85852 - NOV. 01) (BR. 10 - NEW ISSUE)
- S-1 EP TECHNOLOGIES INC, 350 POTRERO AVENUE, AVE, SUNNYVALE, CA 94086 (408) 481-3800 - 2,300,000 (\$24,587,000) COMMON STOCK. UNDERWRITER: BROWN ALEX & SONS INC, HAMBRECHT & QUIST INC. (FILE 33-85862 - NOV. 02) (BR. 8)
- S-4 COMMERCIAL BANCORP OF GWINNETT INC, 390 CROGAN ST, LAWRENCEVILLE, GA 30246 (404) 339-1900 - 1,242,000 (\$13,103,100) COMMON STOCK. (FILE 33-85868 - NOV. 02) (BR. 1)
- S-1 WAVEFRONT TECHNOLOGIES INC /CA/, 530 EAST MONTECITO ST, SANTA BARBARA, CA 93103 (805) 962-8117 - 2,645,000 (\$32,401,250) COMMON STOCK. (FILE 33-85870 - NOV. 02) (BR. 10)
- S-8 WAVEFRONT TECHNOLOGIES INC /CA/, 530 EAST MONTECITO ST, SANTA BARBARA, CA 93103 (805) 962-8117 - 200,000 (\$2,450,000) COMMON STOCK. (FILE 33-85872 - NOV. 02) (BR. 10)
- S-8 WAVEFRONT TECHNOLOGIES INC /CA/, 530 EAST MONTECITO ST, SANTA BARBARA, CA 93103 (805) 962-8117 - 1,300,000 (\$15,925,000) COMMON STOCK. (FILE 33-85874 - NOV. 02) (BR. 10)
- S-3 BREED TECHNOLOGIES INC, 5300 OLD TAMPA HWY, LAKELAND, FL 33811 (813) 683-2412 - 838,324 (\$29,182,058.44) COMMON STOCK. (FILE 33-85876 - NOV. 02) (BR. 4)
- S-3 ANGEION CORP/MN, 3650 ANNAPOLIS LN, SUITE 170, MINNEAPOLIS, MN 55447 (612) 550-9388 - 761,373 (\$2,141,361.56) COMMON STOCK. (FILE 33-85902 - NOV. 01) (BR. 8)
- S-8 CONTINUUM CO INC, 9500 ARBORETUM BLVD, AUSTIN, TX 78759 (512) 345-5700 - 1,000,000 (\$26,500,000) COMMON STOCK. (FILE 33-85904 - NOV. 01) (BR. 9)
- S-8 RATIONAL SOFTWARE CORP, 2800 SAN TOMAS EXPRESSWAY, SANTA CLARA, CA 95051 (703) 318-5800 - 1,200,000 (\$2,484,000) COMMON STOCK. (FILE 33-85906 - NOV. 01) (BR. 10)

REGISTRATIONS CONT.

- S-8 SYNBIOTICS CORP, 11011 VIA FRONTERA, SAN DIEGO, CA 92127 (619) 451-3771  
- 250,000 (\$405,000) COMMON STOCK. (FILE 33-85908 - NOV. 02) (BR. 4)
- S-8 INDIVIDUAL INVESTOR GROUP INC, 333 SEVENTH AVENUE, NEW YORK, NY 10001  
(212) 843-2777 - 1,050,663 (\$5,795,336.54) COMMON STOCK. (FILE 33-85910 -  
NOV. 02) (BR. 11)
- S-3 U S LONG DISTANCE CORP, 9311 SAN PEDRO STE 300, SAN ANTONIO, TX 78216  
(210) 525-9009 - 308,000 (\$3,120,040) COMMON STOCK. (FILE 33-85912 -  
NOV. 03) (BR. 7)
- S-8 GENELABS TECHNOLOGIES INC /CA, 505 PENOBSCOT DR, REDWOOD CITY, CA 94063  
(415) 369-9500 - 400,000 (\$825,000) COMMON STOCK. (FILE 33-85914 -  
NOV. 03) (BR. 4)
- S-8 KAUFMAN H W FINANCIAL GROUP INC, 29355 NORTHWESTERN HWY STE 200,  
SOUTHFIELD, MI 48034 (810) 354-0400 - 300,000 (\$1,500,000) COMMON STOCK.  
(FILE 33-85918 - NOV. 03) (BR. 9)
- S-8 MUSICSOURCE U S A INC, 2431 WEST COAST HGWY STE 201, NEWPORT BEACH, CA  
92663 (714) 548-3700 - 750,000 (\$2,325,000) COMMON STOCK. (FILE 33-85920 -  
NOV. 03) (BR. 11)
- S-8 AMERIQUEST TECHNOLOGIES INC, 2722 MICHELSON DR, IRVINE, CA 92715  
(714) 222-6000 - 400,000 (\$125,000) COMMON STOCK. (FILE 33-85922 -  
NOV. 03) (BR. 10)
- S-8 BROADWAY & SEYMOUR INC, 128 S TYRON ST, CHARLOTTE, NC 28202  
(704) 372-4281 - 1,000,000 (\$17,750,000) COMMON STOCK. (FILE 33-85924 -  
NOV. 03) (BR. 10)
- S-8 GARTNER GROUP INC, 56 TOP GALLANT RD, P O BOX 10212, STAMFORD, CT 06904  
(203) 964-0096 - 700,000 (\$21,525,000) COMMON STOCK. (FILE 33-85926 -  
NOV. 03) (BR. 5)
- S-3 CANTEL INDUSTRIES INC, 1135 BROAD STREET, CLIFTON, NJ 07013  
(201) 470-8700 - 40,000 (\$230,000) COMMON STOCK. (FILE 33-85928 - NOV. 03)  
(BR. 9)
- S-8 SWIFT TRANSPORTATION CO INC, 1705 MARIETTA WAY SUITE B, SPARKS, NV 89431  
(702) 359-9031 - 30,000 (\$1,312,500) COMMON STOCK. (FILE 33-85940 -  
NOV. 02) (BR. 4)
- S-8 SWIFT TRANSPORTATION CO INC, 1705 MARIETTA WAY SUITE B, SPARKS, NV 89431  
(702) 359-9031 - 1,150,000 (\$50,312,500) COMMON STOCK. (FILE 33-85942 -  
NOV. 02) (BR. 4)
- S-8 SWIFT TRANSPORTATION CO INC, 1705 MARIETTA WAY SUITE B, SPARKS, NV 89431  
(702) 359-9031 - 1,000,000 (\$43,750,000) COMMON STOCK. (FILE 33-85944 -  
NOV. 02) (BR. 4)
- S-4 PARKWAY CO/TX, 300 ONE JACKSON PL, 188 E CAPITOL ST STE 300, JACKSON, MS  
39201 (601) 948-4091 - 565,090 (\$4,916,283) COMMON STOCK. (FILE 33-85950 -  
NOV. 02) (BR. 5)
- S-4 ADVANCE CIRCUITS INC, 15102 MINNETONKA IND RD, MINNETONKA, MN 55345  
(612) 935-3311 - 240,000 COMMON STOCK. (FILE 33-85952 - NOV. 02) (BR. 3)

REGISTRATIONS CONT.

- S-8 THERMO VOLTEK CORP, 27 RADIO CIRCLE DRIVE, P O BOX 2878, MT KISCO, NY 10549 (617) 622-1000 - 200,000 (\$1,650,000) COMMON STOCK. (FILE 33-85954 - NOV. 02) (BR. 8)
- S-8 GROW BIZ INTERNATIONAL INC, 4200 DAHLBERG DR, GOLDEN VALLEY, MN 55422 (612) 520-8500 - 50,000 (\$500,000) COMMON STOCK. (FILE 33-85960 - NOV. 02) (BR. 2)
- S-8 RES CARE INC /KY/, 1300 EMBASSY SQUARE, LOUISVILLE, KY 40299 (502) 491-3464 - 100,000 (\$1,700,000) COMMON STOCK. (FILE 33-85964 - NOV. 02) (BR. 5)
- S-8 PDS FINANCIAL CORP, 7652 EXECUTIVE DR, EDEN PRAIRIE, MN 55344 (612) 949-0966 - 800,000 (\$4,700,000) COMMON STOCK. (FILE 33-85966 - NOV. 02) (BR. 11)
- S-8 SYSTEMSOFT CORP, 313 SPEEN STREET, NATICK, MA 01760 (508) 651-0088 - 2,384,866 (\$19,377,036.25) COMMON STOCK. (FILE 33-85968 - NOV. 02) (BR. 10)
- S-3 GROW BIZ INTERNATIONAL INC, 4200 DAHLBERG DR, GOLDEN VALLEY, MN 55422 (612) 520-8500 - 51,113 (\$575,021.25) COMMON STOCK. (FILE 33-85970 - NOV. 02) (BR. 2)
- S-8 GROW BIZ INTERNATIONAL INC, 4200 DAHLBERG DR, GOLDEN VALLEY, MN 55422 (612) 520-8500 - 100,000 (\$1,125,000) COMMON STOCK. (FILE 33-85972 - NOV. 02) (BR. 2)
- N-1A FIRST OMAHA FUNDS INC, ONE FIRST NATIONAL CENTER, OMAHA, NE 68102 (402) 341-0500 - INDEFINITE SHARES. (FILE 33-85982 - NOV. 01) (BR. 18 - NEW ISSUE)
- S-3 MEDAR INC, 38700 GRAND RIVER AVE, FARMINGTON HILLS, MI 48335 (313) 477-3900 - 30,000 (\$393,750) COMMON STOCK. (FILE 33-85990 - NOV. 01) (BR. 8)