

SEC NEWS DIGEST

Issue 96-122

June 28, 1996

ENFORCEMENT PROCEEDINGS

INITIAL DECISION RELEASED IN THE MATTER OF GRAYSTONE NASH

In the matter of Graystone Nash, Inc. et al., administrative proceeding file no. 3-8327, Administrative Law Judge Lillian A. McEwen, following a four-day hearing on the merits, has dismissed all charges against the remaining respondent, Richard J. Adams, in an initial decision filed June 27, 1996. (Initial Decision No. 92)

CUSTABLE AND F.C. FINANCIAL CORP. TO PAY CIVIL PENALTY OF \$60,000

On June 20, Judge John A. Nordberg of the United States District Court for the Northern District of Illinois granted the Commission's Motion for an Assessment of a Civil Penalty and ordered defendants Frank J. Custable, Jr. (Custable) and F.C. Financial Corporation (FCF) to pay a civil penalty of \$60,000. The Commission's complaint and amended complaint, filed on June 20, 1994 and July 11, 1994, respectively, alleged that from at least June 1992 to July 11, 1994, the defendants offered and sold securities in the form of mortgage notes, secured by real property or personal property, and limited partnership interests in such notes, thereby raising at least \$1.8 million from at least 89 investors. The amended complaint further alleged that the defendants misrepresented and omitted to state material facts regarding, among other things, the nature, liquidity and risks of the investment. On December 22, 1994, Judge Nordberg entered an Agreed Order by consent against Custable and FCF, a company owned, managed and operated by Custable, which permanently enjoined defendants from violating the antifraud provisions of the federal securities laws and, among other things, required them to pay \$324,970.42 in disgorgement and \$30,000 for repair work necessary to preserve certain investors' collateral and specifically left open the issue of payment of a civil penalty. [SEC v. Frank J. Custable, Jr. and F.C. Financial Corporation, N.D. Ill., Civil Action File No. 94-3755] (LR-14965)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-96-36) relating to the interruption of RAES due to unusual market activity. Publication of the notice is expected in the Federal Register during the week of July 1. (Rel. 34-37364)

The Pacific Stock Exchange filed a proposed rule change (SR-PSE-96-17) relating to joint accounts. Publication of the notice is expected in the Federal Register during the week of July 1. (Rel. 34-37365)

APPROVAL OF PROPOSED RULE CHANGE

The Commission granted approval of a proposed rule change (SR-GSCC-96-01) filed by the Government Securities Clearing Corporation. The rule change makes various enhancements and modifications to GSCC's risk management mechanism. (Rel. 34-37368)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The National Association of Securities Dealers filed a notice of filing and immediate effectiveness of a proposed rule change (SR-NASD-96-23) that would allow the NASD to reclassify Nasdaq National Market (NNM) securities into appropriate tier sizes for purposes of determining the maximum size order for a particular security eligible for execution through Nasdaq's Small Order Execution System and the minimum quote size requirements for Nasdaq market makers in NNM securities. Publication of the order is expected in the Federal Register during the week of July 1. (Rel. 34-37370)

A proposed rule change (SR-PSE-96-22) filed by the Pacific Stock Exchange, which amends the PSE's Schedule of Rates to: establish a fee of \$50 for one-day intrafirm transfers of membership; specify that a "temporary" transfer of membership is for a period of less than 30 days; and, eliminate a reference to "interfirm" temporary transfers of membership, has become effective. Publication of the order is expected in the Federal Register during the week of July 1. (Rel. 34-37373)

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 PEERLESS GROUP INC, 1212 EAST ARAPAHO RD, RICHARDSON, TX 75018
(214) 497-5500 - 2,415,000 (\$24,150,000) COMMON STOCK. (FILE 333-5058-D - JUN. 18) (BR. 2)
- F-6 HONGKONG ELECTRIC HOLDINGS LTD \ADR\, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (212) 454-1207 - 50,000,000
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-5076 - JUN. 19) (BR. 99)
- S-3 GLEN BURNIE BANCORP, 101 CRAIN HIGHWAY SE, GLEN BURNIE, MD 21061
(410) 766-0090 - 100,000 (\$3,500,000) COMMON STOCK. (FILE 333-5080 - JUN. 19) (BR. 2)
- S-B CITY OF NAPLES, 850 LIBRARY AVE STE 204 PO BOX 885,
C/O OF PUGLISI & ASSOC ATT: DONALD PUGLI, NEWARK, DE 19715 - 21,000,000
(\$21,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-5084 - JUN. 20) (BR. 9)
- F-6 DASSAULT SYSTEMS S A /ADR/, 60 WALL ST,
C/O MORGAN GUARANTY TRUST CO OF NY, NEW YORK, NY 10260 - 50,000,000
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-5086 - JUN. 20) (BR. 99)
- S-8 TIREX AMERICA INC, 3767 THIMENS SUITE 207, VILLE ST LAURENT, AB H4R1W
(514) 335-0111 - 800,000 (\$462,400) COMMON STOCK. (FILE 333-5090 - JUN. 20) (BR. 11)
- F-6 ALTOS HORNOS DE MEXICO S A DE C V /ADR/, 60 WALL ST,
C/O MORGAN GUARANTY TRUST CO OF NY, NEW YORK, NY 10260 - 50,000,000
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-5092 - JUN. 20) (BR. 99)
- S-3 AGOURON PHARMACEUTICALS INC, 10350 NORTH TORREY PINES ROAD, SUITE 100,
LA JOLLA, CA 92037 (619) 622-3000 - 2,875,000 (\$112,843,750) COMMON STOCK.
(FILE 333-6493 - JUN. 21) (BR. 4)
- S-4 VIVRA INC, 400 PRIMROSE ROAD, SUITE 200, BURLINGAME, CA 94010
(415) 348-8200 - 5,000,000 (\$163,125,000) COMMON STOCK. (FILE 333-6495 - JUN. 21) (BR. 5)
- S-4 NATIONAL GOLF PROPERTIES INC, 1448 15TH STREET #200, SANTA MONICA, CA
90405 (310) 260-5500 - 2,128,000 (\$40,793,760) COMMON STOCK. (FILE
333-6497 - JUN. 21) (BR. 5)
- S-2 DELTA NATURAL GAS CO INC, 3617 LEXINGTON RD, WINCHESTER, KY 40391
(606) 744-6171 - 400,000 (\$6,300,000) COMMON STOCK. 15,000,000
(\$15,000,000) STRAIGHT BONDS. (FILE 333-6499 - JUN. 21) (BR. 7)
- S-8 AMTECH CORP, 17304 PRESTON RD STE E-100, DALLAS, TX 75252 (214) 733-6600
- 225,000 (\$1,524,531.25) COMMON STOCK. (FILE 333-6503 - JUN. 21) (BR. 7)

REGISTRATIONS CONT.

- S-8 AMTECH CORP, 17304 PRESTON RD STE E-100, DALLAS, TX 75252 (214) 733-6600
- 300,000 (\$2,531,250) COMMON STOCK. (FILE 333-6505 - JUN. 21) (BR. 7)
- S-8 AMTECH CORP, 17304 PRESTON RD STE E-100, DALLAS, TX 75252 (214) 733-6600
- 500,000 (\$4,218,750) COMMON STOCK. (FILE 333-6507 - JUN. 21) (BR. 7)
- S-8 AMTECH CORP, 17304 PRESTON RD STE E-100, DALLAS, TX 75252 (214) 733-6600
- 300,000 (\$2,531,250) COMMON STOCK. (FILE 333-6511 - JUN. 21) (BR. 7)
- S-8 CONRAIL INC, TWO COMMERCE SQ, P O BOX 41417, PHILADELPHIA, PA 19101
(215) 209-4434 - 3,450,613 (\$233,779,031) COMMON STOCK. (FILE 333-6513 -
JUN. 21) (BR. 5)
- S-8 LOCKHEED MARTIN CORP, 6801 ROCKLEDGE DR, BETHESDA, MD 20817
(301) 897-6000 - 500,000 (\$42,125,000) COMMON STOCK. (FILE 333-6515 -
JUN. 21) (BR. 12)
- S-8 LOCKHEED MARTIN CORP, 6801 ROCKLEDGE DR, BETHESDA, MD 20817
(301) 897-6000 - 400,000 (\$33,700,000) COMMON STOCK. (FILE 333-6517 -
JUN. 21) (BR. 12)
- S-2 AMERIHOST PROPERTIES INC, 2400 E DEVON AVE STE 280, DES PLAINES, IL
60018 (708) 298-4500 - 3,450,000 (\$30,843,000) COMMON STOCK. (FILE
333-6519 - JUN. 21) (BR. 12)
- S-8 NEXTEL COMMUNICATIONS INC, 201 ROUTE 17 N, RUTHERFORD, NJ 07070
(201) 438-1400 - 5,000,000 (\$203,125,000) COMMON STOCK. (FILE 333-6521 -
JUN. 21) (BR. 7)
- S-8 NEXTEL COMMUNICATIONS INC, 201 ROUTE 17 N, RUTHERFORD, NJ 07070
(201) 438-1400 - 5,000,000 (\$101,562,500) COMMON STOCK. (FILE 333-6523 -
JUN. 21) (BR. 7)
- S-1 COACH USA INC, 4801 WOODWAY, STE 300E, HOUSTON, TX 77056 (888) 262-2487
- 3,500,000 (\$73,500,000) COMMON STOCK. (FILE 333-6525 - JUN. 21) (BR. 4)
- S-3 LARSON DAVIS INC, 1681 W 820 N, PROVO, UT 84601 (801) 375-0177 - 50,000
(\$581,250) COMMON STOCK. (FILE 333-6527 - JUN. 21) (BR. 8)
- S-3 STERIS CORP, 5960 HEISLEY RD, MENTOR, OH 44060 (216) 354-2600 - 727,938
(\$24,021,954) COMMON STOCK. (FILE 333-6529 - JUN. 21) (BR. 8)
- S-8 JUST FOR FEET INC, 153 CAHABA VALLEY PARKWAY NORTH, PELHAM, AL 35124
(205) 403-8000 - 1,350,000 (\$69,943,500) COMMON STOCK. (FILE 333-6531 -
JUN. 21) (BR. 1)
- S-8 UNITED HEALTHCARE CORP, 300 OPUS CENTER, 9900 BREN ROAD EAST,
MINNETONKA, MN 55343 (612) 936-1300 - 2,779,803 (\$143,159,854.50)
COMMON STOCK. (FILE 333-6533 - JUN. 21) (BR. 9)
- S-1 VIRTUAL OPEN NETWORK ENVIRONMENT CORP, 1803 RESARCH BLVD STE 305,
ROCKVILLE, MD 20850 - 3,910,000 (\$26,079,700) COMMON STOCK. (FILE
333-6535 - JUN. 21)
- S-3 SUNSHINE MINING & REFINING CO, 877 WEST MAIN STREET, SUITE 600, BOISES,
ID 83702 (208) 345-0660 - 32,086,957 (\$49,125,002) COMMON STOCK. (FILE
333-6537 - JUN. 21) (BR. 6)
- S-8 ALAMCO INC, 200 W MAIN ST, CLARKSBURG, WV 26301 (304) 623-6671 -
170,000 (\$1,806,250) COMMON STOCK. (FILE 333-6539 - JUN. 21) (BR. 3)
- S-3 WEITZER HOMEBUILDERS INC, 5901 NW 151ST STREET SUITE 120, MIAMI LAKES,
FL 33014 (305) 665-4200 - 432,663 (\$1,027,575) COMMON STOCK. (FILE
333-6541 - JUN. 21) (BR. 10)

REGISTRATIONS CONT.

- S-8 IDEC PHARMACEUTICALS CORP / CA, 11011 TORREYANA ROAD, SAN DIEGO, CA 92121 (619) 458-0600 - 1,200,000 (\$26,928,000) COMMON STOCK. (FILE 333-6543 - JUN. 21) (BR. 4)
- S-3 MANPOWER INC /WI/, 5301 N IRONWOOD RD, MILWAUKEE, WI 53217 (414) 961-1000 - 87,836 (\$3,667,153) COMMON STOCK. (FILE 333-6545 - JUN. 21) (BR. 6)
- S-8 FARMSTEAD TELEPHONE GROUP INC, 81 CHURCH ST, EAST HARTFORD, CT 06108 (203) 282-0010 - 3,500,000 (\$1,750,000) COMMON STOCK. (FILE 333-6547 - JUN. 21) (BR. 3)
- S-8 PRINCETON AMERICAN CORP, 2222 E CAMELBACK RD STE 200, PHOENIX, AZ 85016 (602) 954-2600 - 4,000,000 (\$2,480,000) COMMON STOCK. (FILE 333-6551 - JUN. 21) (BR. 11)
- S-3 PLATINUM SOFTWARE CORP, 195 TECHNOLOGY DRIVE, IRVINE, CA 92718 (714) 453-4000 - 70,000 (\$546,875) COMMON STOCK. (FILE 333-6555 - JUN. 21) (BR. 10)
- S-8 ROTARY POWER INTERNATIONAL INC, 1 PASSAIC AVE, PO BOX 128, WOOD-RIDGE, NJ 07075 (201) 470-7063 - 250,000 (\$625,000) COMMON STOCK. (FILE 333-6557 - JUN. 21) (BR. 8)
- S-4 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901 (203) 324-9261 - 30,039,606 (\$1,103,955,520.50) COMMON STOCK. (FILE 333-6559 - JUN. 21) (BR. 10)
- S-8 HOST MARRIOTT SERVICES CORP, 10400 FERNWOOD RD, BETHESDA, MD 20817 (301) 380-9000 - 100,000 (\$750,000) COMMON STOCK. (FILE 333-6561 - JUN. 21) (BR. 12)
- S-8 SECURE COMPUTING CORP, 2675 LONG LAKE RD, ROSEVILLE, MN 55113 (612) 628-2700 - 150,000 (\$4,650,000) COMMON STOCK. (FILE 333-6563 - JUN. 21) (BR. 10)
- S-3 ZOLTEK COMPANIES INC, 3101 MCKELVEY RD, ST LOUIS, MO 63044 (314) 291-5110 - 17,448 (\$466,734) COMMON STOCK. (FILE 333-6565 - JUN. 21) (BR. 8)
- S-8 HOST MARRIOTT SERVICES CORP, 10400 FERNWOOD RD, BETHESDA, MD 20817 (301) 380-9000 - 50,000 (\$375,000) COMMON STOCK. (FILE 333-6567 - JUN. 21) (BR. 12)
- S-8 AASCHE TRANSPORTATION SERVICES INC, 10214 N MT VERNON RD, SHANNON, IL 61078 (815) 864-2421 - 864,600 (\$5,025,487.50) COMMON STOCK. (FILE 333-6569 - JUN. 21) (BR. 4)
- S-3 REXALL SUNDOWN INC, 851 BROKEN SOUND PARKWAY N W, BOCA RATON, FL 33487 (407) 241-9400 - 500,000 (\$11,062,500) COMMON STOCK. (FILE 333-6571 - JUN. 21) (BR. 4)
- S-3 PINKERTONS INC, 15910 VENTURE BOULEVARD SUITE 900, ENCINO, CA 91436 (818) 380-8800 - 2,714,000 (\$67,171,500) COMMON STOCK. (FILE 333-6573 - JUN. 21) (BR. 5)
- S-8 SINTER METALS INC, 50 PUBLIC SQUARE, STE 3200, CLEVELAND, OH 44113 (216) 771-6700 - 200,000 (\$3,825,000) COMMON STOCK. (FILE 333-6575 - JUN. 21) (BR. 6)
- S-8 INTEGRA LIFESCIENCES CORP, 105 MORGAN LANE, PLAINSBORO, NJ 08536 (609) 275-0500 - 5,009,489 (\$36,187,378) COMMON STOCK. (FILE 333-6577 - JUN. 21) (BR. 4)

REGISTRATIONS CONT.

- S-8 NATIONAL VISION ASSOCIATES LTD, P O BOX 1000, LAWRENCEVILLE, GA 30245
(404) 822-3600 - 1,000,000 (\$4,750,000) COMMON STOCK. (FILE 333-6579 -
JUN. 21) (BR. 2)
- S-1 CAPSTAR HOTEL INVESTORS INC, 1010 WISCONSIN AE NW, WASHINGTON, DC 20007
(202) 965-4455 - 10,637,500 (\$223,387,500) COMMON STOCK. (FILE 333-6583 -
JUN. 21) (NEW ISSUE)
- S-1 CROSS COUNTRY AUTO RETAILERS INC, PO BOX 750, AMARILLO, TX 79105
(806) 374-8653 - 3,593,750 (\$61,093,750) COMMON STOCK. (FILE 333-6585 -
JUN. 21) (NEW ISSUE)
- S-8 AMISYS MANAGED CARE SYSTEMS INC, 30 WEST GUDIE DR, 5TH FL, ROCKVILLE, MD
20850 (301) 251-8600 - 1,953,000 (\$32,190,860) COMMON STOCK. (FILE
333-6587 - JUN. 21) (BR. 9)
- S-1 LIGHTBRIDGE INC, 281 WINTER ST, WALTHAM, MA 02154 (617) 832-1134 -
3,680,000 (\$36,800,000) COMMON STOCK. (FILE 333-6589 - JUN. 21)
(NEW ISSUE)
- S-8 CALGENE INC /DE/, 1920 FIFTH ST, DAVIS, CA 95616 (916) 753-6313 -
6,326,267 (\$49,478,878) COMMON STOCK. (FILE 333-6591 - JUN. 21) (BR. 4)
- S-8 MAF BANCORP INC, 55TH ST & HOLMES AVE, CLARENDON HILLS, IL 60514
(708) 325-7300 - 167,233 (\$799,976) COMMON STOCK. (FILE 333-6593 -
JUN. 21) (BR. 2)
- S-8 DOVE AUDIO INC, 8955 BEVERLY BLVD, WEST HOLLYWOOD, CA 90048
(310) 273-7722 - 400,000 (\$4,200,000) COMMON STOCK. (FILE 333-6595 -
JUN. 21) (BR. 11)
- S-8 EXPRESS AMERICA HOLDINGS CORP, 2 RENAISSANCE SQ,
40 N CENTRAL AVE, STE 1200, PHOENIX, AZ 85004 (602) 417-8120 - 200,000
(\$864,000) COMMON STOCK. (FILE 333-6597 - JUN. 21) (BR. 12)
- S-8 SUPREMA SPECIALTIES INC, 510 EAST 35TH ST, PO BOX 280 PARK STATION,
PATERSON, NJ 07543 (201) 684-2900 - 450,000 (\$1,953,000) COMMON STOCK.
(FILE 333-6599 - JUN. 21) (BR. 3)
- S-1 DURA AUTOMOTIVE SYSTEMS INC, 4508 IDS CENTER, MINNEAPOLIS, MN 55402
(612) 332-2335 - \$49,680,000 COMMON STOCK. (FILE 333-6601 - JUN. 21)
(NEW ISSUE)
- S-1 NZK INC, 435 DEVON PARK DRIVE, SUITE 600, WAYNE, PA 19087 - 2,990,000
(\$35,880,000) COMMON STOCK. (FILE 333-6603 - JUN. 21)
- S-3 TAYLOR ANN STORES CORP, 142 WEST 57TH ST, NEW YORK, NY 10019
(212) 541-3300 - 2,012,500 (\$117,982,813) PREFERRED STOCK. (FILE 333-6605
- JUN. 21) (BR. 1)
- S-1 SPRINT SPECTRUM HOLDING CO L P, 4717 GRAND 5TH FLOOR, KANSAS CITY, MO
64112 (816) 559-1000 - \$650,000,000 STRAIGHT BONDS. (FILE 333-6609 -
JUN. 21) (NEW ISSUE)
- S-3 WANG LABORATORIES INC, 600 TECHNOLOGY PARK DRIVE, BILLERICA, MA 01821
(508) 967-5000 - 5,411,900 (\$106,208,538) COMMON STOCK. (FILE 333-6611 -
JUN. 21) (BR. 9)
- S-8 UGLY DUCKLING CORP, 2525 EAST CAMELBACK RD, STE 1150, PHOENIX, AZ 85016
(602) 852-6600 - 50,000 (\$472,000) COMMON STOCK. (FILE 333-6615 - JUN. 21)
(BR. 2)
- S-1 RASTER GRAPHICS INC, 3025 ORCHARD PARKWAY, SAN JOSE, CA 95134
(408) 232-4000 - \$41,400,000 COMMON STOCK. (FILE 333-6617 - JUN. 21)

REGISTRATIONS CONT.

- S-3 HOLLINGER INTERNATIONAL INC, 401 NORTH WABAH AVENUE, SUITE 740, CHICAGO, IL 60611 (312) 321-2299 - 24,725,000 (\$279,701,563) COMMON STOCK. (FILE 333-6619 - JUN. 21) (BR. 11)
- S-1 SUBURBAN OSTOMY SUPPLY CO INC, 75 OCTOBER HILL ROAD, HOLLISTON, MA 01746 (508) 429-1000 - 4,312,500 (\$62,531,250) COMMON STOCK. (FILE 333-6621 - JUN. 21) (NEW ISSUE)
- S-3 ATLANTIC CITY ELECTRIC CO, 6801 BLACK HORSE PIKE, PLEASANTVILLE, NJ 08232 (609) 645-4100 - 70,000,000 (\$70,000,000) STRAIGHT BONDS. (FILE 333-6625 - JUN. 21) (BR. 7)
- S-4 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901 (203) 324-9261 - 25,564,977 (\$939,512,904.75) COMMON STOCK. (FILE 333-6627 - JUN. 21) (BR. 10)
- S-8 CABOT CORP, 75 STATE ST, BOSTON, MA 02109 (617) 345-0100 - 400,000 (\$10,752,000) COMMON STOCK. (FILE 333-6629 - JUN. 21) (BR. 1)
- S-4 UNION BANKSHARES CORP, 211 NORTH MAIN ST, P O BOX 446, BOWLING GREEN, VA 22427 (804) 633-5031 - 275,000 (\$4,529,356) COMMON STOCK. (FILE 333-6631 - JUN. 21) (BR. 1)
- S-8 TRW INC, 1900 RICHMOND RD, CLEVELAND, OH 44124 (216) 291-7000 - 51,892 (\$4,800,000) COMMON STOCK. (FILE 333-6633 - JUN. 21) (BR. 4)
- S-4 ROOSEVELT FINANCIAL GROUP INC, 900 ROOSEVELT PKWY, CHESTERFIELD, MO 63017 (314) 532-6200 - 870,000 (\$5,661,325) COMMON STOCK. (FILE 333-6635 - JUN. 24) (BR. 1)
- S-3 IMH ASSETS CORP, 20371 IRVINE AVENUE, SANTA ANA HEIGHTS, CA 92707 (714) 556-0122 - 1,000,000 (\$1,000,000) MORTGAGE BONDS. (FILE 333-6637 - JUN. 21) (NEW ISSUE)
- S-4 JACOR COMMUNICATIONS INC, 1300 PNC CENTER, 201 E FIFTH ST, CINCINNATI, OH 45202 (513) 621-1300 - 21,618,990 (\$661,973,489.11) COMMON STOCK. (FILE 333-6639 - JUN. 24) (BR. 7)
- S-3 AMSOUTH BANCORPORATION, 1400 AMSOUTH SONAT TOWER, BIRMINGHAM, AL 35203 (205) 320-7151 - 420,000 (\$15,671,250) COMMON STOCK. 4,200,000 (\$4,200,000) STRAIGHT BONDS. (FILE 333-6641 - JUN. 24) (BR. 2)
- S-4 JP FOODSERVICE INC, 9830 PATUXENT WOODS DR, COLUMBIA, MD 21046 (410) 312-7100 - 2,009,900 (\$20,644,588) COMMON STOCK. (FILE 333-6645 - JUN. 24) (BR. 3)
- S-3 SYSTEM SOFTWARE ASSOCIATES INC, 500 W MADISON ST 32ND FLR, CHICAGO, IL 60661 (312) 641-2900 - 42,386 (\$728,509) COMMON STOCK. (FILE 333-6647 - JUN. 24) (BR. 9)
- S-4 C CUBE MICROSYSTEMS INC, 1778 MCCARTHY BLVD, MILPITAS, CA 95035 (404) -94-4-64 - 2,610,412 COMMON STOCK. (FILE 333-6653 - JUN. 24) (BR. 9)

RECENT 8-K FILINGS

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.

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. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

8-K REPORTS

NAME OF ISSUER	STATE CODE	8-K ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			
ADEN ENTERPRISES INC	CA				X						06/27/96	AMEND
AFG RECEIVABLES CORP	CA					X					06/15/96	
AFG RECEIVABLES CORP	CA					X					06/15/96	
AFG RECEIVABLES CORP	CA					X					06/15/96	
ALCO CAPITAL RESOURCE INC	DE					X	X				06/19/96	
ALDEN ELECTRONICS INC	MA	X									06/11/96	
ALL AMERICAN COMMUNICATIONS INC	DE							X			04/18/96	AMEND
AMACAN RESOURCES CORP	UT	X									06/18/96	
AMERICA ONLINE INC	DE	X						X			06/30/95	
AMERICAN FINANCIAL HOLDING INC /DE	DE				X						06/17/96	
AMERICAN REALTY TRUST INC ET AL	GA					X					06/12/96	
ANTARES RESOURCES CORP	NY							X			06/27/96	
APROGENEX INC	DE	X									06/12/96	
AQUARION CO	DE					X					06/25/96	
ARBOR HEALTH CARE CO /DE/	DE					X	X				06/21/96	
ARGYLE TELEVISION INC	DE	X						X			06/11/96	
ARVIDA JMB PARTNERS L P	DE	X									05/31/96	
ASPEN BANCSHARES INC	CO	X						X			06/18/96	
ATLANTIC CITY ELECTRIC CO	NJ	X									06/26/96	
ATLANTIC COAST AIRLINES INC	DE					X					06/30/96	
ATLANTIC ENERGY INC	NJ	X									06/26/96	
BALCOR GROWTH FUND	IL	X						X			06/27/96	
BANC ONE AUTO GRANTOR TRUST 1996-A	NY					X	X				06/17/96	
BANC ONE CREDIT CARD MASTER TRUST	NY					X	X				06/17/96	
BAY VIEW CAPITAL CORP	DE	X						X			06/14/96	
BEAR STEARNS COMMERCIAL MORTGAGE SECURIT	DE					X	X				06/25/96	
BIO VASCULAR INC	MN					X	X				06/12/96	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
BIOCONTROL TECHNOLOGY INC	PA	X								06/25/96	
BOMBARDIER CREDIT RECEIVABLES CORP	DE	X								05/31/96	
BRANDYWINE REALTY TRUST	MD			X						06/21/96	
BRIA COMMUNICATIONS CORP	NJ	X	X			X				05/08/96	
BURLINGTON NORTHERN INC/DE/	DE			X		X				06/19/96	
BURLINGTON NORTHERN RAILROAD CO	DE			X		X				06/19/96	
BURLINGTON NORTHERN SANTA FE CORP	DE			X		X				06/19/96	
CANADA SOUTHERN PETROLEUM LTD	CT				X	X				06/26/96	
CARRAMERICA REALTY CORP	MD	X	X	X	X	X				06/14/96	
CARVER CORP	WA				X					06/12/96	
CEC INDUSTRIES CORP	NV		X							06/15/96	
CEC INDUSTRIES CORP	NV		X							06/15/96	
CEC INDUSTRIES CORP	NV	X	X	X	X	X	X			06/15/96	AMEND
CENTER FINANCIAL CORP /CT	CT				X					05/31/96	
CHASE COMMERCIAL MORTGAGE SECURITIES COR	NY				X					06/24/96	
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE				X	X				06/26/96	
CHEMFIX TECHNOLOGIES INC	DE		X			X				06/15/96	
CHILDRENS WONDERLAND INC	CA				X					06/24/96	
CINCINNATI MICROWAVE INC	OH				X					06/26/96	
CIT GROUP SECURITIZATION CORP II	DE				X	X				06/17/96	
CLINTRIALS RESEARCH INC	DE				X					06/27/96	AMEND
CMC SECURITIES CORP II	DE				X	X				06/25/96	
COMMUNICATION INTELLIGENCE CORP	DE				X	X				06/27/96	
COMMUNITY INVESTORS BANCORP INC	OH				X					05/14/96	AMEND
CONTINENTAL AIRLINES INC /DE/	DE	X								05/03/96	
CORESTAFF INC	DE		X			X				06/12/96	
CORTEX PHARMACEUTICALS INC/DE/	DE				X	X				06/20/96	
CRA MANAGED CARE INC	MA				X	X				05/29/96	
CROWN PAPER CO	VA				X					06/25/96	
CROWN VANTAGE INC	VA				X					06/25/96	
CYRIX CORP	DE				X	X				06/27/96	
DAIMLER BENZ AUTO GRANTOR TRUST 1993-A	DE				X					06/17/96	
DAIMLER BENZ AUTO GRANTOR TRUST 1993-A	DE				X					06/17/96	
DAIMLER BENZ AUTO GRANTOR TRUST 1995-A	DE				X	X				05/15/96	
DAIMLER BENZ AUTO GRANTOR TRUST 1995-A	DE				X					06/17/96	
DAIMLER BENZ VEHICLE TRUST 1994-A	DE				X					05/15/96	
DANKA BUSINESS SYSTEMS PLC					X	X				06/25/96	
DELTA PETROLEUM CORP/CO	CO				X	X				06/27/96	
DISCOVER CARD TRUST 1992 A	DE				X	X				06/17/96	
DIXIE NATIONAL CORP	MS		X			X				04/02/96	
DMI INC /CO/	CO				X	X				05/31/96	
EMCOR GROUP INC	DE	X								06/19/96	
ENVIRODYNE INDUSTRIES INC	DE				X					06/25/96	
ENVIROGEN INC	DE				X					05/31/96	
EVERGREEN MEDIA CORP	DE				X	X				06/26/96	
FIDELITY FINANCIAL OF OHIO INC	OH				X	X				06/13/96	AMEND
FINANCIAL ASSET SECURITIES CORP	DE				X	X				06/25/96	
FIRST CHICAGO NBD CORP	DE				X					06/27/96	
FIRST UNION NATIONAL BANK OF GEORGIA \	GA				X	X				06/25/96	
FIRST UNION NATIONAL BANK OF GEORGIA \	GA				X	X				06/26/96	
FOREFRONT GROUP INC/DE	DE		X			X				06/12/96	
FRANKLIN RESOURCES INC	DE				X					06/25/96	AMEND
FREMONT FUNDING INC	DE					X				06/17/96	
GCR HOLDINGS LTD	E9				X	X				06/26/96	
GECPF 1 TAX EXEMPT GRANTOR TRUST SERIES	NY				X	X				06/15/96	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
GEOTEK COMMUNICATIONS INC	DE					X	X			06/20/96	
GISH BIOMEDICAL INC	CA						X			04/17/96	AMEND
GOLDEN BOOKS FAMILY ENTERTAINMENT INC	DE				X		X			06/20/96	
GREENLAND CORP	NV		X				X			06/12/96	
GRIST MILL CO	DE				X		X			06/11/96	
HAUPPAUGE DIGITAL INC	DE				X					06/13/96	
HAYES WHEELS INTERNATIONAL INC	DE				X		X			06/25/96	
HEART LABS OF AMERICA INC /FL/	FL				X					06/10/96	AMEND
HMM FINANCIAL INC	DE				X					06/27/96	
HOME FINANCIAL CORP/DE	DE	X					X			06/16/96	
INLAND RESOURCES INC	WA		X		X		X			06/12/96	
INTERNATIONAL STANDARDS GROUP LIMITED	DE				X		X			06/11/96	
IVAX CORP /DE	FL				X		X			06/27/96	
JEFFERSON PILOT CORP	NC	X								02/12/96	AMEND
JONES INTERCABLE INC	CO						X			04/12/96	
KELLER FINANCIAL SERVICES OF FLORIDA INC	FL						X			06/18/96	
KV PHARMACEUTICAL CO /DE/	DE						X			05/21/96	AMEND
LIDAK PHARMACEUTICALS	CA		X							06/26/96	
LONG ISLAND BANCORP INC	DE				X					06/25/96	
MANITOWOC CO INC	WI				X					06/14/96	
MARQUETTE ELECTRONICS INC	WI				X					06/10/96	
MATZEL & MUMFORD MORTGAGE FUNDING INC	NJ				X	X				06/26/96	
MEDA INC	DE				X					05/21/96	AMEND
MERIDIAN POINT REALTY TRUST 83	CA				X					06/27/96	
MESA INC	TX				X		X			06/25/96	
MHM SERVICES INC	DE						X			05/31/96	AMEND
MIRAGE RESORTS INC	NV				X		X			05/23/96	
MORGAN STANLEY CAPITAL I INC	DE	X								06/15/96	
MORRISON KNUDSEN CORP	DE		X		X		X			06/25/96	
MOVIE GALLERY INC	DE				X					06/26/96	
NAVISTAR FINANCIAL SECURITIES CORP	DE				X		X			06/25/96	
NEWCOURT RECEIVABLES CORP	DE				X					09/09/94	
NOVA TECHNOLOGIES INC /DE	DE				X					06/27/96	
NU TECH BIO MED INC	DE						X			06/26/96	
OAKWOOD MORTGAGE INVESTORS INC OMI TRUST							X	X		06/17/96	
OAKWOOD MORTGAGE INVESTORS INC OMI TRUST	PA				X		X			06/17/96	
OHIO EDISON CO	OH				X					06/20/96	
ORNDA HEALTHCORP	DE				X		X			06/25/96	
OXFORD CAPITAL CORP /NV	NV				X		X			06/21/96	
PENNSYLVANIA POWER CO	PA				X					06/20/96	
PHYMATRIX CORP	DE	X								06/21/96	
PIPER JAFFRAY COMPANIES INC	DE	X								06/26/96	
POLYMEDICA INDUSTRIES INC	MA		X				X			06/11/96	
PRIME BANCORP INC	DE		X							06/12/96	
PRIME RECEIVABLES CORP	DE						X			05/15/96	
PRUDENTIAL SEC SECURED FIN COR COM MOR P	NY				X		X			06/25/96	
QUAKER STATE CORP	DE				X					06/13/96	
QUARTERDECK CORP	DE				X		X			03/28/96	
RBX CORP	DE				X		X			06/10/96	
REGIONS FINANCIAL CORP	DE				X		X			06/26/96	
REMEC INC	CA						X			04/30/96	AMEND
REPUBLIC ENVIRONMENTAL SYSTEMS INC	DE				X		X			06/10/96	
REYNOLDS SMITH & HILLS INC	FL		X							07/30/96	
RIO GRANDE INC /DE/	DE		X				X			06/26/96	AMEND

8&K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8&K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ROUSE COMPANY	MD	X						X		06/27/96	
RUBBERMAID INC	OH				X	X				06/25/96	
SAGA COMMUNICATIONS INC	DE	X				X				06/11/96	
SALOMON INC	DE					X				06/26/96	
SCHOLASTIC CORP	DE				X					06/24/96	
SHIVA CORP	MA				X	X				06/17/96	
SI FINANCING TRUST I	DE					X				06/26/96	
SILVER DINER DEVELOPMENT INC /MD/	DE	X		X						06/13/96	
SITEL CORP	MN	X				X				06/12/96	
SLM INTERNATIONAL INC /DE	DE				X	X				06/25/96	
SMITH INTERNATIONAL INC	DE	X				X				06/11/96	
SOMERSET GROUP INC	IN	X								06/27/96	
SOURCE CAPITAL CORP	WA					X				05/16/96	
SOUTHERN MINERAL CORP	NV				X	X				05/17/96	
STERLING CHEMICALS INC	DE				X					06/25/96	
SUN HARBOR FINANCIAL RESOURCES INC	DE	X								05/15/96	
SYMBOLICS INC	DE	X					X			05/07/96	
SYNTELLECT INC	DE						X			03/31/96AMEND	
TALLEY INDUSTRIES INC	DE				X					06/19/96	
TALLEY MANUFACTURING & TECHNOLOGY INC	DE				X					06/19/96	
TECHNOLOGY SOLUTIONS COMPANY	DE					X				06/26/96	
TEGAL CORP /DE/	DE				X	X				06/11/96	
TESCORP INC	TX				X					05/31/96	
TRIARC COMPANIES INC	DE					X				03/31/96AMEND	
TURNER BROADCASTING SYSTEM INC	GA				X	X				06/26/96	
UNICOMP INC	CO				X					06/27/96AMEND	
UNILAB CORP /DE/	DE				X	X				06/24/96	
UNION FINANCIAL BANCSHARES INC	DE				X					06/25/96	
UNITED STATES CAN COMPANY /DE/	DE					X				04/29/96AMEND	
UNITED STATES FILTER CORP	DE					X				05/31/96AMEND	
UNITED STATES FILTER CORP	DE	X				X				06/27/96	
UNITED WASTE SYSTEMS INC	DE				X					06/18/96	
US CAN CORP	DE					X				04/29/96AMEND	
VENTURE SEISMIC LTD			X			X				06/12/96	
VIRAGEN INC	DE				X	X				06/07/96	
WASHINGTON MUTUAL SAVINGS BANK MORT BACK	WA					X				04/30/96	
WEST MARINE INC	DE	X				X				06/17/96	
WICKES LUMBER CO /DE/	DE				X	X				06/20/96	
WORLD FINANCIAL NETWORK NATIONAL BANK					X	X				06/13/96	
XXSYS TECHNOLOGIES INC /CA	CA	X				X				04/10/95AMEND	
ZIEGLER MORTGAGE SECURITIES INC II	WI	X								12/31/96	