

# sec news digest

Issue 95-24

February 6, 1995

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## COMMISSION ANNOUNCEMENTS

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### HEARINGS ON SAFE HARBOR FOR FORWARD-LOOKING STATEMENTS

The Commission announced on December 23 that public hearings will be held on February 16, 1995 in San Francisco, California concerning the effectiveness of the safe harbor provisions for forward-looking statements (set forth in Rule 175 under the Securities Exchange Act of 1933 (Securities Act), Rule 3b-6 under the Securities Exchange Act of 1934 (Exchange Act), Rule 103A under the Public Utility Holding Company Act of 1935 and Rule 0-11 under the Trust Indenture Act of 1939). These hearings will be in addition to the previously scheduled hearings to be held in Washington, D.C. on February 13, 1995. (Rel. 33-7125; 34-35145; 35-26202; 39-2328; IC-20796)

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## RULES AND RELATED MATTERS

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### PROPOSED RULEMAKING

The Commission is proposing amendments to rules under Section 12(f) of the Securities Exchange Act of 1934 concerning exchange extensions of unlisted trading privileges (UTP). The proposed rules would require exchanges to wait before extending UTP to any listed IPO security until the listing exchange reports the first trade in the security to the Consolidated Tape. The proposal also would require each exchange to have rules and oversight mechanisms in place for all securities traded on the exchange pursuant to UTP. Publication of the proposal is expected to be made in the Federal Register during the week of February 6. (Rel. 34-35323; File No. S7-4-95)

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## ENFORCEMENT PROCEEDINGS

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### COMMISSION ENTERS CEASE AND DESIST ORDER AGAINST HARRY WEINBLATT

The Commission announced today the institution of administrative proceedings pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act), and entry of an Order against Harry Weinblatt (Weinblatt). The Order requires that Weinblatt cease and desist from committing or causing any violations, and any future violations, of Section 10(b) of the Exchange Act, Rule 10b-5 thereunder and Rule 13b2-1 promulgated under Section 13(b)(2) of the Exchange Act; and from causing any violations and any future violations of Sections 13(a) and 13(b)(2)(A) of the Exchange Act and Rules 12b-20, 13a-13 and 13b2-1 thereunder. The Commission simultaneously accepted an Offer of Settlement in which Weinblatt consented to the entry of the Order without admitting or denying the Commission's findings.

The Commission found that between February 1989 and February 1990, while serving as controller of Marks & Newman, a division of United States Shoe Corporation, Weinblatt participated and supervised others in making several false entries in Marks & Newman's books and records. These false entries caused U.S. Shoe Corporation to overstate earnings in each of its Forms 10-Q filed with the Commission for the first three quarters of the fiscal year ending in February 1990. (Rel. 34-35289; AAE Rel. 642)

### IN THE MATTER OF STEVEN CLOYES

The Commission announced today the institution of administrative proceedings against Steven R. Cloyes. Simultaneously with the institution of the proceedings, the Commission accepted Cloyes's Offer of Settlement wherein, without admitting or denying the findings, Cloyes consented to the issuance of a Commission Order which bars Cloyes from association with any broker, dealer, investment company, investment adviser or municipal securities dealer.

The Order states that on December 20, 1994, Cloyes was enjoined, on consent, by the United States District Court for the Southern District of New York from violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder in the action entitled SEC v. Monarch Funding Corp., et al., 85 Civ. 7072 (LBS).

The Commission's complaint alleged that Cloyes and others in connection with the initial public offerings by two issuers manipulated the market by, among other things, misrepresenting to purchasers material facts, creating an artificial demand for securities and causing to be issued false and misleading investment recommendations for the securities of those issuers. (Rel. 34-35290)

#### ADMINISTRATIVE PROCEEDINGS AGAINST STEVEN LABRASCIANO

The Securities and Exchange Commission today settled public administrative proceedings against Steven J. Labrasciano. The Commission had instituted the proceedings on May 19, 1994. See Securities Act Release No. 33-7062; Exchange Act Release No. 34-34078. The Order Making Findings and Imposing Remedial Sanctions on Steven J. Labrasciano (Order) found that in or about June 1987, through December 1990, Labrasciano, while working as a stockbroker for The Stuart-James Company, Inc., violated certain antifraud provisions of the federal securities laws by making materially false and misleading statements to customers about securities he was recommending. The Order found that, for example, Labrasciano made predictions of future stock prices without a reasonable basis; misrepresented the risks associated with speculative investments; falsely told a customer that he would limit that customer's possible losses by causing a particular stock to be sold if its price declined by a certain amount; and made unsuitable investment recommendations to customers who followed such recommendations. In addition, the Commission found that Labrasciano willfully caused trading in customers' accounts he controlled that was excessive and unsuitable in light of those customers' investment objectives and the character of their accounts.

The Commission ordered that Labrasciano be barred from association in any capacity with any broker or dealer. The Commission also ordered that Labrasciano disgorge \$93,000 and pay interest thereon, but waived \$78,000 of the disgorgement and all interest based on a sworn personal financial statement submitted by Labrasciano. (Rel. 33-7130; 34-35291)

#### KEVIN UPTON CENSURED

The Commission has censured Kevin Upton for failure to supervise a former employee of Financial Clearing and Services Corporation (FiCS), then a registered broker-dealer. The employee aided and abetted FiCS's violations of Section 15(c)(3) of the Securities Exchange Act and the Commission's Customer Protection Rule, Rule 15c3-3.

Upton was FiCS's Chief Financial Officer. FiCS paid down its customer-secured loan with a substitute loan that was not secured by customer securities every Friday before it made its reserve formula calculation. On the following Monday, it paid off the substitute loan and reinstated the customer-secured loan, which remained outstanding until the next succeeding Friday. This "paydown" practice enabled FiCS to use customer securities as collateral for a loan during the week, but to avoid including it as a credit in its reserve computation, thus reducing the amount it locked up in the reserve account.

The Commission concluded that this paydown practice was an evasion of Rule 15c3-3 and that an employee reporting to Upton aided and abetted FiCS's violation. The Commission found that there were sufficient "red flags" that should have alerted Upton to the practice and accordingly affirmed the sanction of censure for his failure to supervise. (Rel. 34-35292)

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## INVESTMENT COMPANY ACT RELEASES

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### CITYFED FINANCIAL CORP.

A notice has been issued giving interested persons until February 27 to request a hearing on an application filed by Cityfed Financial Corp. for an order under Sections 6(c) and 6(e) of the Investment Company Act. The order would exempt applicant from all provisions of the Act, except Sections 9, 17(a) (as modified in the application), 17(d) (as modified), 17(e), 17(f), and 36 through 45, and 47 through 51 of the Act, and the rules thereunder until the earlier of one year from the date of the requested order or such time as Cityfed would no longer be required to register as an investment company under the Act. The requested exemption would extend an exemption originally granted until March 15, 1995. (Rel. IC-20877 - February 2)

### VAN KAMPEN MERRITT EQUITY OPPORTUNITY TRUST, SERIES 7, ET AL.

A notice has been issued giving interested persons until February 28 to request a hearing on an application by Van Kampen Merritt Equity Opportunity Trust, Series 7 and certain Subsequent Series and Van Kampen Merritt, Inc., for an order under Sections 11(a) and 11(c) of the Act permitting certain offers to exchange units of a terminating trust series for units of subsequently offered trust series. (Rel. IC-20879 - February 3)

## BROOKHOLLOW TRUST

A notice has been issued giving interested persons until February 28 to request a hearing on an application filed by Brookhollow Trust for an order under Section 8(f) of the Investment Company Act declaring that it has ceased to be an investment company. (Rel. IC-20880 - February 3)

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## HOLDING COMPANY ACT RELEASES

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### GENERAL PUBLIC UTILITIES CORPORATION

An order has been issued authorizing a proposal by General Public Utilities Corporation, a registered holding company, to issue and sell for cash from time to time through December 31, 1996 up to 5 million additional shares of common stock, par value \$2.50 per share. Jurisdiction is reserved over the specific terms of the issuance and sale of the Additional Common Stock, and the fees and expenses incurred in connection with the proposed transactions, pending completion of the record. (Rel. 35-26227)

### COLUMBIA GAS SYSTEM, INC., ET AL.

A notice has been issued to provide all interested persons until February 27 to request a hearing on a proposal by Columbia Gas System, Inc. (Columbia), a registered holding company, and twenty-nine subsidiary companies, to allow twelve subsidiary companies of TriStar Ventures Corp., a wholly-owned subsidiary company of Columbia, to invest in, but not to borrow from, the Columbia system Money Pool. (Rel. 35-26228)

### THE SOUTHERN COMPANY, ET AL.

A notice has been issued giving interested persons until February 27 to request a hearing on a proposal by The Southern Company (Southern), a registered holding company, and The Southern Development and Investment Group, Inc., a non-utility subsidiary of Southern, to invest from time to time through December 31, 2002, up to \$5 million as a limited partner in a fund which will invest in companies commercializing electrotechnologies and renewable energy technologies. (Rel. 35-26228)

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-4 NORWEST CORP, NORWEST CTR, SIXTH & MARQUETTE, MINNEAPOLIS, MN 55479  
(612) 667-1234 - 276,000 (\$7,503,650) COMMON STOCK. (FILE 33-57487 -  
JAN. 30) (BR. 2)
- S-4 MERCANTILE BANCORPORATION INC, ONE MECANTILE CENTER, P O BOX 524,  
ST LOUIS, MO 63166 (314) 425-2525 - 4,750,000 (\$77,286,124.93)  
COMMON STOCK. (FILE 33-57489 - JAN. 30) (BR. 1)
- S-8 DYNATECH CORP, 3 NEW ENGLAND EXECUTIVE PARK, BURLINGTON, MA 01803  
(617) 272-6100 - 100,000 (\$3,487,500) COMMON STOCK. (FILE 33-57491 -  
JAN. 30) (BR. 9)
- S-4 FIRST TENNESSEE NATIONAL CORP, 165 MADISON AVE, MEMPHIS, TN 38103  
(901) 523-4444 - 477,950 (\$11,057,000) COMMON STOCK. (FILE 33-57493 -  
JAN. 30) (BR. 1)
- S-8 DYNATECH CORP, 3 NEW ENGLAND EXECUTIVE PARK, BURLINGTON, MA 01803  
(617) 272-6100 - 450,000 (\$15,693,750) COMMON STOCK. (FILE 33-57495 -  
JAN. 30) (BR. 9)
- S-4 NORWEST CORP, NORWEST CTR, SIXTH & MARQUETTE, MINNEAPOLIS, MN 55479  
(612) 667-1234 - 932,700 (\$19,200,011) COMMON STOCK. (FILE 33-57497 -  
JAN. 30) (BR. 2)
- S-8 CYPRESS SEMICONDUCTOR CORP /DE/, 3901 N FIRST ST, SAN JOSE, CA 95118  
(408) 943-2975 - 1,751,013 (\$41,709,129.66) COMMON STOCK. (FILE 33-57499 -  
JAN. 30) (BR. 3)
- S-8 FLEET FINANCIAL GROUP INC /RI/, 50 KENNEDY PLZ, PROVIDENCE, RI 02903  
(401) 278-5800 - 158,800 (\$4,972,028) COMMON STOCK. (FILE 33-57501 -  
JAN. 30) (BR. 2)
- S-8 POLARIS INDUSTRIES INC/MN, 1225 HIGHWAY 169 NORTH, MINNEAPOLIS, MN 55441  
(612) 542-0500 - 534,503 (\$25,388,893) COMMON STOCK. (FILE 33-57503 -  
JAN. 30) (BR. 4)
- S-2 ROUNDYS INC, 23000 ROUNDY DR, PEWAUKEE, WI 53072 (414) 547-7999 -  
304,000 (\$23,985,000) COMMON STOCK. (FILE 33-57505 - JAN. 30) (BR. 3)
- S-3 PALL CORP, 2200 NORTHERN BLVD, EAST HILLS, NJ 11548 (516) 484-5400 -  
1,280,325 (\$24,086,115) COMMON STOCK. (FILE 33-57507 - JAN. 30) (BR. 9)

REGISTRATIONS CONT.

- S-3 TYCO INTERNATIONAL LTD, ONE TYCO PARK, EXETER, NH 03833 (603) 778-9700 - 7,948,772 (\$390,483,424) COMMON STOCK. (FILE 33-57509 - JAN. 30) (BR. 10)
- S-8 OFFICE DEPOT INC, 2200 OLD GERMANTOWN RD, DELRAY BEACH, FL 33445 (407) 278-4800 - 6,000,000 (\$151,500,000) COMMON STOCK. (FILE 33-57511 - JAN. 30) (BR. 2)
- S-2 AMERISOURCE DISTRIBUTION CORP, PO BOX 959, VALLEY FORGE, PA 19482 (215) 296-4480 - 7,590,000 (\$151,800,000) COMMON STOCK. (FILE 33-57513 - JAN. 30) (BR. 4)
- S-8 TYSON FOODS INC, 2210 W OAKLAWN DR, SPRINGDALE, AR 72764 (501) 290-4000 - 400,000 (\$89,000,000) COMMON STOCK. (FILE 33-57515 - JAN. 30) (BR. 4)
- F-1 VME GROUP NV, DE BOELELAAN 7 OFFICIA 1, NL 1083 HJ AMSTERDAM, NETHERLANDS, P8 (312) 644-2875 - 35,000,000 (\$700,000,000) FOREIGN COMMON STOCK. UNDERWRITER: CS FIRST BOSTON. (FILE 33-88776 - JAN. 26) (BR. 9 - NEW ISSUE)
- N-1A GOVETT VARIABLE INSURANCE SERIES TRUST, 1755 CREEKSIDE OAKS DE, SACRAMENTO, CA 95833 (916) 641-4200 - INDEFINITE SHARES. (FILE 33-88792 - JAN. 25) (BR. 16 - NEW ISSUE)
- S-3 CEDAR GROUP INC, 500 RUE NOTRE DAME, LUCHINE, AB 19428 (514) 634-3551 - 6,908,692 (\$30,225,527.50) COMMON STOCK. (FILE 33-88796 - JAN. 26) (BR. 9)
- S-8 SAFETYTEK CORP, 49050 MILMONT DR, FREMONT, CA 94538 (510) 226-9600 - 200,000 (\$1,987,500) COMMON STOCK. (FILE 33-88798 - JAN. 27) (BR. 8)
- S-3 SCIOS NOVA INC, 2450 BAYSHORE PKWY, MOUNTAIN VIEW, CA 94043 (415) 966-1550 - 842,150 (\$6,105,370) COMMON STOCK. (FILE 33-88800 - JAN. 27) (BR. 4)
- S-4 PEOPLES FINANCIAL CORP INC, FORD STREET & 4TH AVE, FORD CITY, PA 16226 (412) 763-1221 - 379,487 (\$9,035,585.47) COMMON STOCK. (FILE 33-88802 - JAN. 27) (BR. 2)
- S-8 LEASEWAY TRANSPORTATION CORP, 3700 PARK EAST DR, BEACHWOOD, OH 44122 (216) 765-5500 - 960,811 (\$12,037,486.63) COMMON STOCK. (FILE 33-88804 - JAN. 27) (BR. 4)
- S-8 PLAYTEX PRODUCTS INC, 300 NYALA FARMS ROAD, WESTPORT, CT 06880 (203) 356-8000 - 1,047,785 (\$9,307,155.32) COMMON STOCK. (FILE 33-88806 - JAN. 27) (BR. 8)
- S-2 GELMAN SCIENCES INC, 600 SOUTH WAGNER RD, ANN ARBOR, MI 48103 (313) 665-0651 - 1,150,000 (\$15,668,750) COMMON STOCK. UNDERWRITER: CLEARY GULL REILAND & MCDEVITT INC, MCDONALD & CO, RONEY & CO. (FILE 33-88808 - JAN. 27) (BR. 8)
- S-8 AMERICAN PUBLISHING COMPANY, 111 115 S EMMA ST, P.O. BOX 1000, WEST FRANKFORT, IL 62896 (618) 973-6411 - 1,337,400 (\$16,964,635) COMMON STOCK. (FILE 33-88810 - JAN. 27) (BR. 11)
- S-8 KOPIN CORP, 695 MYLES STANDISH BLVD, TAUNTON, MA 02780 (508) 824-6696 - 450,000 (\$3,600,000) COMMON STOCK. (FILE 33-88812 - JAN. 27) (BR. 8)

REGISTRATIONS CONT.

- S-3 SYNETIC INC, 669 RIVER DRIVE, ELMWOOD PARK, NJ 07407 (201) 358-5300 - 1,000,000 (\$23,250,000) COMMON STOCK. (FILE 33-88814 - JAN. 27) (BR. 4)
- S-3 VENCOR INC, 3300 CAPITAL HOLDING CENTER, 400 WEST MARKET STREET, LOUISVILLE, KY 40202 (502) 569-7300 - 2,300,000 (\$70,150,000) COMMON STOCK. (FILE 33-88816 - JAN. 27) (BR. 5)
- S-4 GLENAYRE TECHNOLOGIES INC, 4201 CONGRESS ST STE 455, CHARLOTTE, NC 28209 (704) 553-0038 - 750,000 (\$28,687,500) COMMON STOCK. (FILE 33-88818 - JAN. 27) (BR. 8)
- S-8 ENZO BIOCHEM INC, 60 EXECUTIVE BLVD, FARMINGDALE, NY 11735 (516) 755-5500 - 950,000 (\$10,450,000) COMMON STOCK. (FILE 33-88826 - JAN. 27) (BR. 6)
- S-4 TRINITY SIX INC, 950 THIRD AVE, 27TH FL, NEW YORK, NY 10022 (212) 888-5563 - 3,250,000 (\$13,583.07) COMMON STOCK. (FILE 33-88828 - JAN. 27) (BR. 6)
- S-8 STATORDYNE CORP ET AL, 2080 S ANAHEIM BLVD STE 210, MEZZANINE, ANAHEIM, CA 92805 (818) 793-7526 - 150,000 (\$216,000) COMMON STOCK. (FILE 33-88848 - JAN. 26) (BR. 3)
- S-4 OLD NATIONAL BANCORP, 420 MAIN ST, EVANSVILLE, IN 47708 (812) 464-1434 - 438,038 (\$8,437,476) COMMON STOCK. (FILE 33-88852 - JAN. 26) (BR. 1)
- SB-2 QUALITY RESORTS OF AMERICA INC, 11357A PYRITES WAY STE 3, RANCHO CORDOVA, CA 95628 (916) 853-9812 - 45,000 (\$4,500,000) PREFERRED STOCK. (FILE 33-88854 - JAN. 26) (BR. 12)
- S-8 OMNICARE INC, 255 EAST FIFTH ST, 2800 CHEMED CENTER, CINCINNATI, OH 45202 (513) 762-6666 - 647,920 (\$28,832,440) COMMON STOCK. (FILE 33-88856 - JAN. 26) (BR. 4)
- S-1 PENGUIN REFRIGERATION INC, 3407 AVENUE E, ARLINGTON, TX 76011 (817) 633-5559 - 3,840,996 (\$2,880,747) COMMON STOCK. (FILE 33-88858 - JAN. 26) (BR. 10 - NEW ISSUE)
- S-8 REAL ESTATE INVESTMENT TRUST OF CALIFORNIA, 12011 SAN VICENTE BLVD STE 707, LOS ANGELES, CA 90049 (310) 476-7793 - 350,000 (\$5,112,500) COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-88860 - JAN. 27) (BR. 6)
- S-8 ONEITA INDUSTRIES INC, 4130 FABER PLACE DR, STE 200, CHARLESTON, SC 29405 (803) 264-5225 - 60,000 (\$705,000) COMMON STOCK. (FILE 33-88862 - JAN. 27) (BR. 7)
- S-8 CAMPO ELECTRONICS APPLIANCES & COMPUTERS INC, 800 DISTRIBUTORS ROW, HARAHAN, LA 70123 (504) 733-4522 - 300,000 (\$3,505,000) COMMON STOCK. (FILE 33-88864 - JAN. 27) (BR. 1)
- S-8 ADFLEX SOLUTIONS INC, 2001 WEST CHANDLER BOULEVARD, CHANDLER, AZ 85224 (602) 963-4584 - 200,000 (\$3,650,000) COMMON STOCK. (FILE 33-88866 - JAN. 27) (BR. 3)
- S-8 ARX INC, 35 S SERVICE RD, PLAINVIEW, NY 11803 (516) -75-2-23 - 1,500,000 (\$5,812,500) COMMON STOCK. (FILE 33-88868 - JAN. 27) (BR. 6)



REGISTRATIONS CONT.

- S-8 CRAY COMPUTER CORP, 1110 BAYFIELD DR, COLORADO SPRINGS, CO 80906  
(719) 579-6464 - 1,000,000 (\$1,340,000) COMMON STOCK. (FILE 33-88870 -  
JAN. 27) (BR. 10)
- S-8 COMMERCIAL BANC CORP, PO BOX 597, MONROE, WI 53566 - 137,452  
(\$1,900,257) COMMON STOCK. (FILE 33-88872 - JAN. 27) (BR. 2)
- S-8 COMMERCIAL BANC CORP, PO BOX 597, MONROE, WI 53566 - 100,000  
(\$1,450,000) COMMON STOCK. (FILE 33-88874 - JAN. 27) (BR. 2)
- S-8 PUBLICKER INDUSTRIES INC, 1445 E PUTNAM AVE, OLD GREENWICH, CT 06870  
(203) 637-4500 - 3,550,000 (\$7,100,000) COMMON STOCK. (FILE 33-88876 -  
JAN. 27) (BR. 7)
- S-8 ARX INC, 35 S SERVICE RD, PLAINVIEW, NY 11803 (516) -75-2-23 - 250,000  
(\$968,750) COMMON STOCK. (FILE 33-88878 - JAN. 27) (BR. 6)
- S-8 NU PIZZA HOLDING CORP, 1428 BRICKELL AVENUE 8TH FL, MIAMI, FL 33131  
(305) 536-2400 - 790,000 (\$592,500) COMMON STOCK. (FILE 33-88880 -  
JAN. 27) (BR. 12)
- S-8 APERTUS TECHNOLOGIES INC, 7275 FLYING CLOUD DR, EDEN PRAIRIE, MN 55344  
(612) 828-0300 - 1,200,000 (\$12,072,000) COMMON STOCK. (FILE 33-88884 -  
JAN. 27) (BR. 10)
- S-8 BEST PRODUCTS CO INC, 1400 BEST PLAZA, RICHMOND, VA 23227 (804) 261-2000  
- 1,585,000 (\$9,262,423) COMMON STOCK. (FILE 33-88886 - JAN. 27) (BR. 2)
- S-3 STAPLES INC, 100 PENNSYLVANIA AVE, P O BOX 9328, FRAMINGHAM, MA 01701  
(508) 370-8500 - 109,656 (\$2,673,413.28) COMMON STOCK. (FILE 33-88888 -  
JAN. 27) (BR. 7)
- S-1 ASB FINANCIAL CORP, 8230 HOHMAN AVE, MUNSTER, IN 46321 (219) 836-5870 -  
1,454,750 (\$14,547,500) COMMON STOCK. UNDERWRITER: TRIDENT SECURITIES INC.  
(FILE 33-88890 - JAN. 27) (BR. 2)
- S-8 CALPROP CORP, 5456 MCCONNELL AVE, #245, LOS ANGELES, CA 90066  
(312) 306-4314 - 500,000 (\$375,000) COMMON STOCK. (FILE 33-88892 -  
JAN. 27) (BR. 9)
- S-1 FOOD 4 LESS HOLDINGS INC /CA/, 777 S HARBOR BLVD, LA HABRA, CA 90631  
(714) 738-2000 - 187,714,000 (\$187,714,000) STRAIGHT BONDS. (FILE  
33-88896 - JAN. 27) (BR. 2)
- S-4 ATHENA NEUROSCIENCES INC/DE, 800 GATEWAY BLVD, SOUTH SAN FRANCISCO, CA  
94080 (415) 877-0900 - 420,000 (\$3,045,000) COMMON STOCK. (FILE 33-88898 -  
JAN. 27) (BR. 4)
- S-8 UNITED STATES PAGING CORP, 1680 RT 23 NORTH, WAYNE, NJ 07470  
(201) 305-6000 - 141,000 (\$663,771) COMMON STOCK. (FILE 33-88904 -  
JAN. 30) (BR. 7)
- S-1 HILFIGER TOMMY CORP, 6/F PRECIOUS INDUSTRIAL CENTRE, 18 CHEUNG YUE ST,  
CHEUNG SHA WAN KOWLOON HONG KO, K3 (212) 840-8888 - 8,050,000  
(\$171,062,500) FOREIGN COMMON STOCK. UNDERWRITER: LEHMAN BROTHERS,  
MORGAN STANLEY & CO, SMITH BARNEY INC. (FILE 33-88906 - JAN. 30) (BR. 7)

REGISTRATIONS CONT.

S-8 UNITED STATES PAGING CORP, 1680 RT 23 NORTH, WAYNE, NJ 07470  
(201) 305-6000 - 37,465 (\$34,162.49) COMMON STOCK. (FILE 33-88908 -  
JAN. 30) (BR. 7)

S-4 MEDAPHIS CORP, 2700 CUMBERLAND PKWY STE 300, ATLANTA, GA 30339  
(404) 319-3300 - 4,000,000 COMMON STOCK. (FILE 33-88910 - JAN. 30)  
(BR. 9)

RECENT 8K 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 companies listed below 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.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
MONEY STORE TENNESSEE INC 1992-C		NO ITEMS								11/15/94	
MONEY STORE TENNESSEE INC 1992-D-I									X	11/15/94	
MONEY STORE TENNESSEE INC 1992-D-II									X	11/15/94	
MONEY STORE TENNESSEE INC 1993-C									X	11/15/94	
MONEY STORE TENNESSEE INC 1994-A									X	11/15/94	
MONEY STORE TENNESSEE INC 1994-C									X	11/15/94	
MONEY STORE VERMONT INC 1992-A									X	11/15/94	
MONEY STORE VERMONT INC 1992-D-I									X	11/15/94	
MONEY STORE VERMONT INC 1992-D-II									X	11/15/94	
MONEY STORE VERMONT INC 1993-C									X	11/15/94	
MONEY STORE VERMONT INC 1994-A									X	11/15/94	
MONEY STORE VERMONT INC 1994-C									X	11/15/94	
MONEY STORE WASHINGTON INC 1992-C		NO ITEMS								11/15/94	
MONEY STORE WASHINGTON INC 1992-D-I									X	11/15/94	
MONEY STORE WASHINGTON INC 1992-D-II									X	11/15/94	
MONEY STORE WASHINGTON INC 1993-C									X	11/15/94	
MONEY STORE WASHINGTON INC 1994-A									X	11/15/94	
MONEY STORE WISCONSIN INC 1993-C									X	11/15/94	
MONEY STORE 1992-A									X	11/15/94	
MONEY STORE 1992-D-I									X	11/15/94	
MONEY STORE 1992-D-II									X	11/15/94	

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
MORTGAGE BARON ALABAMA INC 1992-A									X	11/15/94	
MORTGAGE BARON ALABAMA INC 1992-D-I									X	11/15/94	
MORTGAGE BARON ALABAMA INC 1992-D-II									X	11/15/94	
MORTGAGE BARON ALABAMA INC 1993-C									X	11/15/94	
NATIONSBANK CORP	NC					X	X			01/17/95	
NAVISTAR FINANCIAL RETAIL RECEIVABLES CO	DE					X	X			01/09/95	
NECDATA SERVICES INC						X				01/17/95	
NOMURA ASSET SEC CORP MORT PASS THRO CER								X		12/25/94	
NOMURA ASSET SEC CORP MORT PASS THRO CER								X		12/25/94	
NOMURA ASSET SEC CORP MORT PASS THRO CER								X		12/25/94	
NORTH AMERICAN GAMING & ENTERTAINMENT CO	DE			X			X			01/17/95	
NORTH BANCSHARES INC	DE					X	X			01/13/95	
NWNL COMPANIES INC	DE		X				X			01/17/95	
OCCIDENTAL PETROLEUM CORP /DE/	DE					X				01/25/95	
ONYX ACCEPTANCE GRANTOR TRUST 1994-1	DE					X				10/17/94	
PAGEMART INC	DE					X	X			01/19/95	
PAGING NETWORK INC	DE		X		X	X				01/11/95	
PAINWEBBER MOR AC CORP IV MOR PA THO CE	NY					X	X			11/25/94	
PATRICK PETROLEUM CO /DE/	DE		X				X			12/15/94	AMEND
PBT MASTER CREDIT CARD TRUST	GA					X	X			01/11/95	
PCI ASSOCIATES NO 9 LP	WA			X						12/09/94	AMEND
PENN TRAFFIC CO	PA				X	X				01/19/95	
PFIZER INC	DE				X	X				01/18/95	
PHILIP MORRIS COMPANIES INC	VA				X	X				01/26/95	
PHYSICIANS PHARMACEUTICAL SERVICES INC	CO			X						01/10/95	
PITTENCRIEFF COMMUNICATIONS INC	TX		X				X			01/10/95	
PM MANAGEMENT SYSTEMS INC							X	X		01/20/95	
PORTER MCLEOD NATIONAL RETAIL INC	DE				X					11/30/94	
PORTSMOUTH SQUARE INC	CA				X	X	X			01/12/95	
PREMIER BANCORP INC	LA				X					01/11/95	
PREMIER CONCEPTS INC /CO/	CO					X				03/03/94	AMEND
PRICE COMMUNICATIONS CORP	NY				X	X				01/12/95	
PROCTER & GAMBLE CO	OH				X	X				01/26/95	
PROVIDENT BANKSHARES CORP	MD				X	X				10/30/94	
PRUDENTIAL HOME MORTGAGE SECURITIES COMP	DE				X	X				12/16/94	
PRUDENTIAL SECURITIES FINANCIAL ASSET FU	DE				X	X				07/15/94	
PUBLIC SERVICE CO OF NEW MEXICO	NM				X					01/26/95	
R F INDUSTRIES LTD	NV				X	X				11/30/94	
RAL YIELD EQUITIES II LTD PARTNERSHIP	WI			X						11/11/94	AMEND
RAL YIELD PLUS EQUITIES III LTD PARTNERS	WI			X						11/11/94	AMEND
RESPONSE USA INC	DE		X							11/22/94	AMEND
RIDDELL SPORTS INC	DE				X					01/20/95	
RIVAL CO	DE				X	X				01/20/95	
ROCKY MOUNT UNDERGARMENT CO INC	DE	X								01/19/95	
ROSES STORES INC	DE	X								01/20/95	
SALOMON BROTHERS MORT SEC VII INC MORT P					X	X				12/20/94	
SALOMON BROTHERS MORT SEC VII INC MORT P			X			X				12/22/94	
SANTA FE FINANCIAL CORP	NV				X	X				01/04/95	
SANTA FE PACIFIC CORP	DE				X	X				01/24/95	
SBS ENGINEERING INC/NM	NM				X					11/11/94	
SBS ENGINEERING INC/NM	NM				X					12/28/94	
SEARS CREDIT ACCOUNT MASTER TRUST II	DE				X	X				01/20/95	
SEILON INC	DE				X	X				12/29/94	
SHALMUT NATIONAL CORP	DE				X					01/26/95	
SIERRA SEMICONDUCTOR CORP	CA						X			09/02/94	AMEND

8K REPORTS CONT.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
SINCLAIR BROADCAST GROUP INC	MD		X						X	01/09/95	
SOFAMOR DANEK GROUP INC	IN				X	X				06/21/93	
SOUTHERN BANCSHARES NC INC	DE			X		X				01/18/95	
SOUTHERN NEW ENGLAND TELECOMMUNICATIONS	CT				X					01/24/95	
SOUTHERN NEW ENGLAND TELEPHONE CO	CT				X					01/24/95	
STORAGE TECHNOLOGY CORP	DE				X	X				01/24/95	
SULCUS COMPUTER CORP	PA				X					02/24/93AMEND	
SUMMAGRAPHS CORP	DE					X				11/23/94AMEND	
SUMMAGRAPHS CORP	DE					X				01/24/95	
TANDYCRAFTS INC	DE				X	X				01/24/95	
TATHAM OFFSHORE INC	DE				X	X				01/23/95	
THERATX INC /CA/	CA				X	X				01/24/95	
THRIFTY TEL INC	DE				X	X				01/21/95	
TMS MORTGAGE INC 1994-A								X		11/15/94	
TMS MORTGAGE INC 1994-C								X		11/15/94	
TRANS LUX CORP	DE			X				X		01/17/95	
TRI COUNTY BANCORP INC	WY									09/30/94AMEND	
TRICARE INC	DE			X				X		01/24/95AMEND	
TRUSTCO BANK CORP N Y	NY				X					01/17/95	
TSX CORP	NV				X					01/13/95	
UNITED MORT SEC CORP CON MORT VAR RA PA	DE				X	X				12/25/94	
URANIUM RESOURCES INC /DE/	DE				X	X				01/11/95	
USF&G CORP	MD				X					01/25/95	
VANDERBILT MORTGAGE & FINANCE INC	TN				X	X				01/10/95	
VECTOR ENVIRONMENTAL TECHNOLOGIES INC	DE				X					12/12/94AMEND	
VIVRA INC	DE				X	X				01/25/95	
WALDEN RESIDENTIAL PROPERTIES INC	MD			X				X		01/10/95	
WEDGESTONE FINANCIAL INC	MA			X				X		01/09/95	
WITTER DEAN DISCOVER & CO	DE				X	X				01/24/95	
WPS REC CO WESTPOINT STE RE MA TR FL RT	DE				X	X				01/18/95	
ZIONS AUTO TRUST 1993-1	DE				X	X				01/13/95	
3CI COMPLETE COMPLIANCE CORP	DE							X		01/16/95	