

# sec news digest

Issue 95-99

May 23, 1995

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## SELF-REGULATORY ORGANIZATIONS

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### PROPOSED RULE CHANGE

The Commission has published notice of a proposed rule change filed under Section 19(b) of the Exchange Act by the Pacific Stock Exchange (SR-PSE-95-14). The proposed rule change will establish depository eligibility requirements for issuers applying for listing on the PSE. Publication of the proposal is expected in the Federal Register during the week of May 29. (Rel. 34-35740)

### APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by the National Association of Securities Dealers under Rule 19b-4 (SR-NASD-94-62) to amend its Interpretation under Article III, Section 1 of the NASD Rules of Fair Practice to prohibit a Nasdaq market maker from trading ahead of any customer limit order in a Nasdaq security sent to it for execution from another broker-dealer. The amendments also limit the terms and conditions exception to the Interpretation to: (a) limit orders for: (i) 10,000 shares or more; and (ii) \$100,000 in value or more; and (b) limit orders from institutional accounts. The rule change also contains a phase-in period until September 1, 1995, during which time market makers would be forbidden from trading ahead of member-to-member limit orders that are greater than 1,000 shares at prices superior to, but not equal to, the limit order price. After September 1, 1995, market makers would be prohibited from trading ahead of member-to-member limit orders both at prices superior to and prices equal to the limit order price. (Rel. 34-35751)

The Commission approved a proposed rule change submitted under Rule 19b-4 by the Chicago Stock Exchange (SR-CHX-94-08) and notice of filing and order granting accelerated approval to Amendment No. 1 to the proposed rule change relating to order execution guarantees. (Rel. 34-35753)

### DELISTINGS

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration Las Vegas Major League Sports, Inc., Common Stock, \$.001 Par Value and Redeemable Warrants. (Rel. 34-35747)

An order has been issued granting the application of Carrington Laboratories, Inc., to strike from listing and registration its Common Stock, \$.10 Par Value and the related preferred share purchase rights issued pursuant to its Rights Agreement dated September 19, 1991 on the American Stock Exchange. (Rel. 34-35748)

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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 VENCOR INC, 3300 CAPITAL HOLDING CENTER, 400 WEST MARKET STREET, LOUISVILLE, KY 40202 (502) 569-7300 - 27,991,894 (\$762,829,220.20) COMMON STOCK. (FILE 33-59345 - MAY. 16) (BR. 5)
  
- S-8 DAVEY TREE EXPERT CO, 1500 N MANTUA ST, P O BOX 5193, KENT, OH 44240 (216) 673-9511 - 1,000,000 (\$24,380,000) COMMON STOCK. (FILE 33-59347 - MAY. 16) (BR. 3)
  
- S-8 SPRINT CORP, 2330 SHAWNEE MISSION PKWY, P O BOX 11315, WESTWOOD, KS 66205 (913) 624-3000 - 8,500,000 (\$277,843,750) COMMON STOCK. (FILE 33-59349 - MAY. 16) (BR. 7)
  
- S-8 CHILDRENS DISCOVERY CENTERS OF AMERICA INC, 851 IRWIN ST STE 200, SAN RAFAEL, CA 94901 (415) 257-4200 - 194,000 (\$2,501,910) COMMON STOCK. (FILE 33-59351 - MAY. 16) (BR. 6)
  
- S-8 IMAGE ENTERTAINMENT INC, 9333 OSO AVENUE, CHATSWORTH, CA 91311 (818) 407-9100 - 690,000 (\$4,716,250) COMMON STOCK. (FILE 33-59353 - MAY. 16) (BR. 11)
  
- S-8 HONEYWELL INC, HONEYWELL PLZ, 2701 4TH AVE S, MINNEAPOLIS, MN 55408 (612) 951-1000 - 100,000 (\$3,862,500) COMMON STOCK. (FILE 33-59355 - MAY. 16) (BR. 8)
  
- S-8 HONEYWELL INC, HONEYWELL PLZ, 2701 4TH AVE S, MINNEAPOLIS, MN 55408 (612) 951-1000 - 100,000 (\$3,862,500) COMMON STOCK. (FILE 33-59357 - MAY. 16) (BR. 8)
  
- S-8 HONEYWELL INC, HONEYWELL PLZ, 2701 4TH AVE S, MINNEAPOLIS, MN 55408 (612) 951-1000 - 1,000,000 (\$38,625,000) COMMON STOCK. (FILE 33-59359 - MAY. 16) (BR. 8)
  
- N-1A STRONG HERITAGE RESERVE SERIES INC, P O BOX 2936, 100 HERITAGE RESERVE, MILWAUKEE, WI 53201 (414) -35-9-34 - INDEFINITE SHARES. (FILE 33-59361 - MAY. 16)
  
- N-1A LEXINGTON CROSBY SMALL CAP ASIA GROWTH FUND INC, PARK 80 WEST PLAZA TWO, SADDLE BROOK, NJ 07663 (201) 712-7731 - INDEFINITE SHARES. (FILE 33-59363 - MAY. 16) (BR. 16)
  
- S-8 CBI INDUSTRIES INC /DE/, 800 JORIE BLVD, OAK BROOK, IL 60522 (708) 572-7000 - 1,700,000 (\$43,775,000) COMMON STOCK. (FILE 33-59365 - MAY. 16) (BR. 1)

REGISTRATIONS CONT.

- S-6 CIF ITS 55 DAF, C/O DAVIS POLK & WARDWELL, 450 LEXINGTON AVENUE,  
NEW YORK, NY 10017 - INDEFINITE SHARES. (FILE 33-59367 - MAY. 16) (BR. 22  
- NEW ISSUE)
- S-3 PIEDMONT NATURAL GAS CO INC, 1915 REXFORD RD, CHARLOTTE, NC 28211  
(704) 364-3120 - 130,000,000 (\$130,000,000) STRAIGHT BONDS. (FILE  
33-59369 - MAY. 16) (BR. 8)
- S-8 BRITE VOICE SYSTEMS INC, 7309 E 21ST ST N, WICHITA, KS 67206  
(316) 652-6500 - 1,000,000 (\$18,250,000) COMMON STOCK. (FILE 33-59371 -  
MAY. 16) (BR. 7)
- S-3 KANEB PIPE LINE PARTNERS L P, P.O. BOX 650283, DALLAS, TX 75265  
(214) 699-4031 - 3,825,000 (\$84,150,000) PREFERRED STOCK. (FILE 33-59373 -  
MAY. 16) (BR. 7)
- S-3 CONSUMERS WATER CO, THREE CANAL PLZ, PORTLAND, ME 04101 (207) 773-6438  
- 500,000 (\$8,000,000) COMMON STOCK. (FILE 33-59375 - MAY. 16) (BR. 8)
- S-3 NATIONAL DATA CORP, NATIONAL DATA COPRORATION, NATIONAL DATA PLAZA,  
ATLANTA, GA 30329 (404) 728-2000 - 3,162,500 (\$65,226,563) COMMON STOCK.  
(FILE 33-59377 - MAY. 16) (BR. 6)
- S-3 XOMA CORP /DE/, 2910 SEVENTH ST, BERKELEY, CA 94710 (510) 644-1170 -  
25,000 (\$54,687.50) COMMON STOCK. (FILE 33-59379 - MAY. 16) (BR. 4)
- S-3 YORK INTERNATIONAL CORP /DE/, 631 S RICHLAND AVE, YORK, PA 17403  
(717) 771-7890 - 4,370,000 (\$172,068,750) COMMON STOCK. (FILE 33-91292 -  
MAY. 15) (BR. 10)
- S-1 BT OFFICE PRODUCTS INTERNATIONAL INC, 2150 E LAKE COOK RD,  
BUFFALO GROVE, IL 60089 - 11,500,000 (\$166,750,000) COMMON STOCK.  
UNDERWRITER: DEAN WITTER REYNOLDS INC, MORGAN STANLEY & CO INC. (FILE  
33-92124 - MAY. 10) (BR. 7 - NEW ISSUE)
- S-1 IMNET SYSTEMS INC, 8601 DUNWOODY PLACE STE 420, ATLANTA, GA 30356 -  
3,162,500 (\$37,950,000) COMMON STOCK. (FILE 33-92130 - MAY. 10) (BR. 9  
- NEW ISSUE)
- F-6 BIDVEST GROUP LTD, 111 WALL ST, NEW YORK, NY 10043 - 10,000,000  
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-92150 - MAY. 11)  
(BR. 99 - NEW ISSUE)
- S-8 FOAMEX INTERNATIONAL INC, 1000 COLUMBIA AVENUE, LINWOOD, PA 19061  
(610) 859-3000 - 106,600 (\$846,137.50) COMMON STOCK. (FILE 33-92156 -  
MAY. 11) (BR. 5)
- S-3 WITTER DEAN DISCOVER & CO, TWO WORLD TRADE CENTER, NEW YORK, NY 10048  
(212) 392-2222 - 10,000,000 (\$463,125,000) COMMON STOCK. 10,000,000  
WARRANTS, OPTIONS OR RIGHTS. (FILE 33-92172 - MAY. 11) (BR. 12)
- S-1 SPYGLASS INC, 1230 EAST DIEHL RD STE 304, NAPERVILLE, IL 60563  
(708) 505-1010 - 2,300,000 (\$29,900,000) COMMON STOCK. UNDERWRITER:  
ALEX BROWN & SONS INC, COWEN & CO. (FILE 33-92174 - MAY. 11) (BR. 10  
- NEW ISSUE)
- S-4 GENERAL TEXTILES, 1690 BRANDYWINE AVENUE, CHULA VISTA, CA 91911 -  
4,506,981 (\$5,633,726) COMMON STOCK. 3,200,000 (\$20,000,000)  
PREFERRED STOCK. 320,000 (\$320) WARRANTS, OPTIONS OR RIGHTS. 320,000  
(\$3,840,000) PREFERRED STOCK. (FILE 33-92176 - MAY. 11) (BR. 1  
- NEW ISSUE)

REGISTRATIONS CONT.

- S-3 CHEVY CHASE BANK FSB, 8401 CONNECTICUT AVE, CHEVY CHASE, MD 20815  
(301) 986-7000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.  
(FILE 33-92180 - MAY. 11) (BR. 11)
- S-8 STARBUCKS CORPORATION, 2203 AIRPORT WAY S, STE 650, SEATTLE, WA 98134  
(206) 447-1575 - 2,000,000 (\$53,000,000) COMMON STOCK. (FILE 33-92184 -  
MAY. 11) (BR. 2)
- S-4 ABEX INC, LIBERTY LANE, HAMPTON, NH 03842 (603) 926-5911 - 24,722,190  
(\$161,815,989) COMMON STOCK. 103,335,710 WARRANTS, OPTIONS OR RIGHTS.  
(FILE 33-92188 - MAY. 12) (BR. 8)
- S-3 SATELLITE TECHNOLOGY MANAGEMENT INC, ONE MAUCHLY, IRVINE, CA 92718  
(714) 753-7864 - 67,500 (\$873,450) COMMON STOCK. (FILE 33-92192 - MAY. 11)  
(BR. 7)
- S-8 MAI SYSTEMS CORP, 9600 JERONIMO RD, IRVINE, CA 92718 (714) 580-0700 -  
654,000 (\$3,106,500) COMMON STOCK. (FILE 33-92194 - MAY. 12) (BR. 9)
- S-8 AUSTINS STEAKS & SALOON INC, 1065 NORTH 115TH ST, OMAHA, NE 68154  
(402) 498-0900 - 125,000 (\$484,375) COMMON STOCK. (FILE 33-92196 -  
MAY. 11) (BR. 11)
- S-8 CENTER BANKS INC, 33 E GENESEE ST, SKANEATELES, NY 13152 (315) 685-2265  
- 100,000 (\$1,325,000) COMMON STOCK. (FILE 33-92198 - MAY. 11) (BR. 1)
- S-8 SDL INC, 80 ROSE ORCHARD WAY, SAN JOSE, CA 95134 (408) 943-9411 -  
3,002,764 (\$75,819,791) COMMON STOCK. (FILE 33-92200 - MAY. 11) (BR. 3)
- S-3 GERMAN AMERICAN BANCORP, 711 MAIN ST, P O BOX 810, JASPER, IN 47546  
(812) 482-1314 - 50,000 (\$1,575,000) COMMON STOCK. (FILE 33-92202 -  
MAY. 12) (BR. 2)
- S-3 ALLIED LIFE FINANCIAL CORP, 701 FIFTH AVE, DES MOINES, IA 50391  
(515) 280-4211 - 350,000 (\$5,908,000) COMMON STOCK. (FILE 33-92206 -  
MAY. 11) (BR. 10)
- S-3 INTERNATIONAL ABSORBENTS INC, 410 1055 W HASTINGS ST,  
VANCOUVER BC CANADA V6E 4A4, A1 (604) 681-6181 - 2,533,334 (\$1,738,751)  
COMMON STOCK. (FILE 33-92210 - MAY. 11) (BR. 8)
- S-3 KELLEY OIL & GAS CORP, 601 JEFFERSON ST, STE 1100, HOUSTON, TX 77002  
(713) 652-5200 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE  
33-92214 - MAY. 12) (BR. 4)
- F-6 T & N PLC /ADR/, 48 WALL ST 5TH FL, NEW YORK, NY 10043 - 10,000,000  
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. DEPOSITOR:  
BANK OF NEW YORK. (FILE 33-92216 - MAY. 10) (BR. 99)
- S-3 CBL & ASSOCIATES PROPERTIES INC, ONE PARK PLACE, 6148 LEE HWY,  
CHATTANOOGA, TN 37421 (615) 855-0001 - 200,000,000 (\$200,000,000)  
COMMON STOCK. (FILE 33-92218 - MAY. 12) (BR. 5)
- S-1 PEDIATRIC SERVICES OF AMERICA INC, 3159 CAMPUS DRIVE, NORCROSS, GA 30071  
(404) 441-1580 - 1,667,500 (\$25,846,250) COMMON STOCK. (FILE 33-92220 -  
MAY. 12) (BR. 5)
- S-8 WORTHINGTON FOODS INC /OH/, 900 PROPRIETORS RD, WORTHINGTON, OH 43085  
(614) 885-9511 - 333,500 (\$5,002,500) COMMON STOCK. (FILE 33-92222 -  
MAY. 12) (BR. 3)