

SEC NEWS DIGEST

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ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS ENTERED AGAINST AND SIMULTANEOUSLY SETTLED BY LEANDRO OBENAUER AND BRIAN LYNCH

The Commission announced that it instituted and simultaneously settled public administrative proceedings pursuant to Section 15(b) of the Securities Exchange Act of 1934 (Exchange Act) against Leandro Javier Obenauer (Obenauer) of Boca Raton, Florida and Brian Lynch of Woburn, Massachusetts.

The order instituting the proceedings (Order) finds that neither Obenauer nor Lynch was ever registered with the Commission as a broker-dealer or in any other capacity. The Order further finds that on October 22, 1998 (as supplemented on October 30, 1998), the United States District Court for the Southern District of Florida entered a permanent injunction against Obenauer and Lynch enjoining them from future violations of the broker-dealer registration and antifraud provisions of the Exchange Act and the Securities Act of 1933 (Securities Act) and enjoining Obenauer from future violations of the securities registration provisions of the Securities Act. The injunction followed a civil action initiated by a complaint filed by the Commission on September 23, 1998, alleging that between October 1996 and January 1997, Obenauer and others solicited investors to purchase stock in VII Visionary Investments, Inc., (d/b/a Historic Hotel Holdings, Inc. (HHH)). The complaint also alleged that Obenauer and others misrepresented to investors (i) that HHH owned the Historic Harder hotel in Sebring, Florida; (ii) that funds raised from investors would be used to renovate the hotel; (iii) the status of a merger involving HHH, and HHH's corporate name; and (iv) that a medical facility would be able to lease out hotel rooms before the hotel even opened.

The complaint further alleged that from approximately January to June 1997, Obenauer, Lynch, and others solicited investors to purchase stock in another corporation (Company) which purported to build high priced condominiums near West Palm Beach, Florida. The complaint alleged that Obenauer, Lynch, and others fraudulently offered and sold approximately \$309,000 worth of that Company's

stock by misrepresenting that the Company already owned the land upon which it planned to build the condominiums and that it had obtained a construction loan. The complaint further alleged that at least some of the stock certificates that Obenauer, Lynch, and others delivered to investors were fictitious and had been created without the Company's knowledge, using materials obtained at an office supply store.

In the Order, the Commission ordered that Obenauer be barred from association with any broker, dealer, municipal securities dealer, investment adviser or investment company and from participating in any offering of a penny stock and that Lynch be barred from association with any broker, dealer, municipal securities dealer, investment adviser or investment company, with the right to reapply for association after three years to the appropriate self-regulatory organization, or if there is none, to the Commission. (Rel. 34-40682; File No. 3-9779)

FINAL JUDGMENT ISSUED IN SEC v. STEPHEN MURPHY

On September 29, 1998, the Honorable Terry J. Hatter, United States District Judge for the Central District of California, entered a final judgment Stephen J. Murphy (Murphy) permanently enjoining him from future violations of the antifraud provisions of the federal securities laws. The final judgment also sets disgorgement and pre-judgment interest thereon but waives payment of these amounts, and does not impose civil penalties, based upon Murphy's demonstrated inability to pay.

The complaint, filed April 21, 1997, alleges that Murphy violated the antifraud provisions by fraudulently offering and selling limited partnership interests in an enterprise that was to acquire, own and operate automated teller machines. Murphy misrepresented his identity by using the aliases "Jack Davis," "Gregg Davis," and "Mike Fox." He also failed to disclose the entry of, and the terms of, a 1994 judgment entered against him in an earlier Commission action (SEC v. American Capital Investments, et al., Civil Case No. CV-93-5280 CBM, JRx, C.D. Cal.; LR-14185). Murphy also failed to disclose that in 1994 the Commission had revoked his registration as an investment adviser and barred him from association with any broker, dealer, municipal securities dealer, investment company or investment adviser. [SEC v. Stephen J. Murphy, Civil Action No. CV 97-2719 JMI, CWx, C.D. Cal.] (LR-15977)

COMMISSION FILES INSIDER TRADING COMPLAINT AGAINST HAHN TRUONG, HIEU TRUONG, HEN TRUONG, NINA VINH, MIKE PIRBAZARI AND CHRISTOPHER NGUYEN

The Commission filed a complaint charging six defendants with insider trading in the securities of Molecular Dynamics, Inc. (Molecular). The Commission alleges that in March 1994, Hahn Truong (Hahn) obtained confidential information regarding quarterly losses while employed at Molecular and used this information in selling Molecular shares. Hahn also tipped Hieu Truong (Hieu), Hen Truong (Hen) and Christopher Nguyen (Nguyen), each of whom sold and sold

short Molecular shares. Hieu tipped Nina Vinh (Nina), who sold and sold short Molecular shares; Nina tipped her sister and Mike Pirbazari (Pirbazari), each of whom sold Molecular shares. The defendants and Nina's sister avoided losses totaling \$294,151 and made short selling profits of \$134,985.

The Commission's complaint seeks permanent injunctive relief, disgorgement plus prejudgment interest, and civil penalties against all of the defendants. [SEC v. Hahn Truong, Hieu Truong, Hen Truong, Nina Vinh, Mike Pirbazari and Christopher Nguyen, Civil Action No. 98-21137SW, N.D. Cal.] (LR-15978)

INVESTMENT COMPANY ACT RELEASES

T. ROWE PRICE ASSOCIATES, INC., ET AL.

A notice has been issued giving interested persons until December 7, 1998, to request a hearing on an application filed by T. Rowe Price Associates, Inc., et al. for an order granting an exemption from Sections 12(d)(1), 17(a)(1), 17(a)(3), 18(f), and 21(b) of the Investment Company Act. Applicants also seek an order under Section 17(d) of the Act and Rule 17d-1 under the Act to permit certain joint arrangements. The order would permit certain registered investment companies to participate in a joint lending and borrowing facility. (Rel. IC-23532 - November 12)

THE MUTUAL LIFE INSURANCE COMPANY OF NEW YORK, ET AL.

A notice has been issued giving interested persons until December 8, 1998, to request a hearing on an application filed by The Mutual Life Insurance Company of New York, MONY Life Insurance Company of America, MONY Variable Account A, MONY America Variable Account A, OCC Accumulation Trust and MONY Series Fund, Inc. (collectively, Applicants). Applicants seek an order approving the substitution of shares of the Money Market Portfolio Series of the MONY Series Fund, Inc. for the shares of the Money Market Series of the OCC Accumulation Trust. Additionally, Applicants seek exemptive relief from Section 17(a) of the Investment Company Act to the extent necessary to permit Applicants to accomplish the substitution, in whole or in part, through an in-kind redemption and purchase. (Rel. IC-23533 - November 13)

THE SELECT SECTOR SPDR TRUST, ET AL.

An order has been issued on an application filed by The Select Sector SPDR Trust, the Index Exchange Listed Securities Trust (Trusts), State Street Bank and Trust Company, and ALPS Mutual Funds Services, Inc. The order would permit the Trusts, open-end management investment companies whose portfolios consist of the component securities of certain indices, to issue shares of limited redeemability that will trade in the secondary market at negotiated prices. The order also would permit affiliated persons of the

Trusts to deposit securities into, and receive securities from, the Trusts. (Rel. IC-23534 - November 13)

ROBERT E. LEE

An order has been issued on an application filed by Robert E. Lee under Section 9(c) of the Investment Company Act for an exemption from Section 9(a) of the Act. (Rel. IC-23535 - November 13)

HOLDING COMPANY ACT RELEASES

CONECTIV, ET AL.

An order has been issued authorizing a proposal by Conectiv, a registered holding company under the Public Utility Holding Company Act, and its subsidiaries for Conectiv to increase its short-term debt authorization from \$500 million to \$800 million. The order also authorizes Conectiv to amend the description of the benefit plans under which common stock may be issued to include a prior incentive plan of its electric utility subsidiary, Delmarva Power & Light Company. In addition, the order authorizes Conectiv's indirect nonutility subsidiary Petron Oil Corporation, to participate in the Conectiv system money pool. (Rel. 35-26940)

UTILICORP UNITED INC.

A notice has been issued giving interested persons until December 8, 1998, to request a hearing on a proposal by UtiliCorp United Inc. (UtiliCorp), a holding company claiming exemption from registration under Rule 10 under the Public Utility Holding Company Act (Act). UtiliCorp requests an order under Section 3(b) of the Act, exempting its foreign utility holding company subsidiary, Power New Zealand Limited, from all provisions of the Act, except Section 9(a)(2). (Rel. 35-26941)

THE PEOPLES NATURAL GAS COMPANY, ET AL.

A notice has been issued giving interested persons until December 8, 1998, to request a hearing on a proposal by The Peoples Natural Gas Company (PNG) and CNG Producing Company (CNGP), both subsidiaries of Consolidated Natural Gas Company, a registered holding company, for PNG to sell all of its gas production properties to CNGP for \$14.5 million. (Rel. 35-26941)

CONECTIV, ET AL.

A notice has been issued giving interested persons until December 8, 1998, to request a hearing on a proposal by Conectiv, a registered holding company, to simplify and consolidate its nonutility subsidiaries. (Rel. 35-26941)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change submitted by the Chicago Stock Exchange (SR-CHX-97-19) to establish rules governing the entry and execution of market-at-the-close (MOC) orders. Publication of the order is expected in the Federal Register during the week of November 16. (Rel. 34-40655)

WITHDRAWAL GRANTED

An order has been issued granting the application of MDC Communications Corporation to withdraw its Class A Subordinate Voting Shares, No Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-40665)

DELISTINGS GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Pride Companies L.P., Depositary Receipt for Common Units Representing Limited Partners Interest. (Rel. 34-40666)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Datapoint Corporation, Common Stock, No Par Value; \$1 Preferred A Stock; and its 8 7/8% Convertible Subordinated Debentures, due June 1, 2006. (Rel. 34-40667)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration TIS Mortgage Investment Company, Inc., Common Stock, No Par Value. (Rel. 34-40668)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration EA Industries, Inc., Common Stock, No Par Value. (Rel. 34-40669)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Zeigler Coal Holding Company, Common Stock, \$0.01 Par Value. (Rel. 34-40670)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Harborside Healthcare Corporation (new), Class A Common Stock, \$.01. (Rel. 34-40674)

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.

- S-B URUGUAY REPUBLIC OF, 2021 L STREET N W, SUITE 201, WASHINGTON, DC 20036
(000) 000-0000 - 150,000,000 (\$100,000,000) MORTGAGE BONDS. (FILE 333-9588 - NOV. 06) (BR. 99)
- F-6 COPENE PETROQUIMICA DO NORDESTE S A /ADR/, 48 WALL ST, NEW YORK, NY 10286 (212) 495-1727 - 100,000,000 (\$5,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-9590 - NOV. 06)
- F-8 LOBLAW COMPANIES LTD, 22 ST CLAIR AVE EAST, TORONTO, ONTARIO CANADA, A6 - 673,321 (\$7,736,458.29) FOREIGN COMMON STOCK. (FILE 333-9592 - NOV. 06) (BR. 2 - NEW ISSUE)
- S-8 RANGER OIL LTD, 321 6TH AVENUE SUITE 1600, 425 1ST ST S W, CALGARY ALBERTA CANADA T2P 3H3, A0 (403) 232-5200 - 3,000,000 (\$19,140,000) FOREIGN COMMON STOCK. (FILE 333-9594 - NOV. 06) (BR. 4)
- S-8 HOECHST CORP, 65926 FRANKFURT AM MAIN, PO BOX 2500, GERMANY, I8 08876 (000) 000-0000 - 2,000,000 (\$82,614,420) FOREIGN COMMON STOCK. (FILE 333-9600 - NOV. 06) (BR. 1)
- S-8 ANHEUSER BUSCH COMPANIES INC, ONE BUSCH PL, C/O OFFICE OF THE VP & SEC'Y, ST LOUIS, MO 63118 (314) 577-2000 - 21,000,000 (\$1,197,000,000) COMMON STOCK. (FILE 333-67027 - NOV. 10) (BR. 2)
- S-3 DAL TILE INTERNATIONAL INC, 7834 HAWN FREEWAY, STE 1704, DALLAS, TX 75217 (214) 398-1411 - 7,822,322 (\$69,667,555.31) COMMON STOCK. (FILE 333-67029 - NOV. 10) (BR. 6)
- S-8 LEGATO SYSTEMS INC, 3210 PORTER DR, PALO ALTO, CA 94304 (415) 812-6000 - 3,066,448 (\$137,146,886.80) COMMON STOCK. (FILE 333-67031 - NOV. 10) (BR. 3)
- S-8 ALLTRISTA CORP, 5875 CASTLE CREEK PARKWAY, NORTH DRIVE, SUITE 440, INDIANAPOLIS, IN 46250 ((31) 7) -577- - 300,000 (\$6,918,750) COMMON STOCK. (FILE 333-67033 - NOV. 10) (BR. 6)
- S-8 AIRTOUCH COMMUNICATIONS INC, ONE CALIFORNIA ST, 21ST FLOOR, SAN FRANCISCO, CA 94111 (415) 658-2000 - 5,000,000 (\$277,812,500) COMMON STOCK. (FILE 333-67035 - NOV. 10) (BR. 7)
- S-3 CANANDAIGUA BRANDS INC, 300 WILLOWBROOK OFFICE PARK, FAIRPORT, NY 14450 (726) 393-4130 - \$400,000,000 STRAIGHT BONDS. (FILE 333-67037 - NOV. 10) (BR. 2)
- S-3 HOMESTEAD VILLAGE INC, 2100 RIVEREDGE PKWY, ATLANTA, GA 30328 (770) 303-2200 (FILE 333-67039 - NOV. 10) (BR. 8)
- S-4 FNB CORP/PA, ONE FNB BLVD, HERMITAGE SQUARE, HERMITAGE, PA 16148 (724) 981-6000 - 814,749 (\$11,471,666) COMMON STOCK. (FILE 333-67041 - NOV. 10) (BR. 7)
- S-4 SPECTRASITE HOLDINGS INC, 8000 REGENCY PARKWAY, SUITE 570, CARY, NC 27511 (919) 468-0112 - \$128,916,137 STRAIGHT BONDS. (FILE 333-67043 - NOV. 10) (BR. 37 - NEW ISSUE)

S-8 LEARNING CO INC, ONE ATHENAEUM ST, CAMBRIDGE, MA 02142 (617) 494-1200 - 2,739,818 (\$88,596,673) COMMON STOCK. (FILE 333-67045 - NOV. 10) (BR. 3)

S-8 LEARNING CO INC, ONE ATHENAEUM ST, CAMBRIDGE, MA 02142 (617) 494-1200 - 5,000,000 (\$130,937,500) COMMON STOCK. (FILE 333-67047 - NOV. 10) (BR. 3)

S-8 UNITED PANAM FINANCIAL CORP, 1300 SOUTH EL CAMINO REAL, SAN MATEO, CA 94402 (650) 345-1800 - 2,287,500 (\$11,294,531.25) COMMON STOCK. (FILE 333-67049 - NOV. 10) (BR. 7)

S-8 PEACOCK FINANCIAL CORP, 248 E MAIN STREET, STE 306, SAN JACINTO, CA 92583 (909) 925-6469 - 100,000 (\$10,000) COMMON STOCK. (FILE 333-67051 - NOV. 10) (BR. 17)

S-8 PEACOCK FINANCIAL CORP, 248 E MAIN STREET, STE 306, SAN JACINTO, CA 92583 (909) 925-6469 - 100,000 (\$15,000) COMMON STOCK. (FILE 333-67053 - NOV. 10) (BR. 17)

S-8 VERTEX INDUSTRIES INC, 23 CAROL ST, CLIFTON, NJ 07014 (201) 777-3500 - 25,000 (\$23,500) COMMON STOCK. (FILE 333-67055 - NOV. 10) (BR. 3)

S-8 LOGITECH INTERNATIONAL SA, 6505 KAISER DR, C/O LOGITECH INC, FREMONT, CA 94555 (510) 795-8500 - 300,000 (\$3,300,000) FOREIGN COMMON STOCK. (FILE 333-67057 - NOV. 10) (BR. 3)

S-8 PHILLIPS PETROLEUM CO, PHILLIPS BUILDING, 800 PLAZA OFFICE BUILDING, BARTLESVILLE, OK 74004 (918) 661-6600 - 200,000 (\$8,993,750) COMMON STOCK. (FILE 333-67059 - NOV. 10) (BR. 4)

SB-2 LIFERATE SYSTEMS INC, 7210 METRO BLVD, MINNEAPOLIS, MN 55439 (612) 844-0599 - 325,000 (\$5,078.12) COMMON STOCK. (FILE 333-67061 - NOV. 10) (BR. 3)

S-8 ENTREMED INC, 9610 MEDICAL CENTER DR STE 200, ROCKVILLE, MD 20850 (301) 217-9858 - 1,850,000 (\$50,956,250) COMMON STOCK. (FILE 333-67063 - NOV. 10) (BR. 1)

S-1 INTERSTATE HOTELS MANAGEMENT INC, 680 ANDERSEN DRIVE, FOSTER PLAZA TEN, PITTSBURGH, PA 15220 (412) 937-0600 - 9,221,743 (\$48,229,716) COMMON STOCK. (FILE 333-67065 - NOV. 10) (NEW ISSUE)

S-3 UTILICORP UNITED INC, 20 WEST NINTH STREET, 911 MAIN STE 3000, KANSAS CITY, MO 64105 (816) 421-6600 - 700,000,000 (\$700,000,000) STRAIGHT BONDS. (FILE 333-67067 - NOV. 10) (BR. 2)

S-8 MULTIGRAPHICS INC, 431 LAKEVIEW COURT, MT PROSPECT, IL 60056 (708) 818-1294 - 140,000 (\$603,400) COMMON STOCK. (FILE 333-67069 - NOV. 10) (BR. 5)

S-4 PACIFIC GATEWAY PROPERTIES INC /MD/, 903 MONTGOMERY STREET 4TH FLOOR, SAN FANCISCO, CA 94133 (415) 398-4800 - 3,933,536 (\$29,501,519) COMMON STOCK. (FILE 333-67071 - NOV. 10) (NEW ISSUE)

S-8 PHILLIPS PETROLEUM CO, PHILLIPS BUILDING, 800 PLAZA OFFICE BUILDING, BARTLESVILLE, OK 74004 (918) 661-6600 - 1,000,000 (\$44,968,750) COMMON STOCK. (FILE 333-67073 - NOV. 10) (BR. 4)

S-8 INFORMATION ADVANTAGE INC, 7905 GOLDEN TRIANGLE DR, STE 190, EDEN PRAIRIE, MN 55344 (612) 933-3700 - 43,120 (\$250,635) COMMON STOCK. (FILE 333-67075 - NOV. 10) (BR. 3)

S-3 CENTRAL NEWSPAPERS INC, 200 EAST VAN BUREN STREET, PHOENIX, AZ 85004 (317) 231-9200 - 1,336,850 (\$91,240,013) COMMON STOCK. (FILE 333-67077 - NOV. 10) (BR. 5)

S-8 PICTURETEL CORP, 100 MINUTEMAN RD, ANDOVER, MA 01810 (508) 762-5000 - 400,000 (\$2,900,000) COMMON STOCK. (FILE 333-67079 - NOV. 10) (BR. 7)

S-8 PICTURETEL CORP, 100 MINUTEMAN RD, ANDOVER, MA 01810 (508) 762-5000 - 177,382 (\$1,286,019.50) COMMON STOCK. (FILE 333-67081 - NOV. 10) (BR. 7)

S-8 DAN RIVER INC /GA/, 2291 MEMORIAL DRIVE, DANVILLE, VA 24541
 (804) 799-7000 - 3,108,101 (\$27,149,738) COMMON STOCK. (FILE 333-67083 -
 NOV. 10) (BR. 2)

S-8 DIGITAL RIVER INC /DE, 5198 WEST 76TH ST, EDINA, MN 55439 (612) 263-1234
 - 2,922,549 (\$19,679,824) COMMON STOCK. (FILE 333-67085 - NOV. 10)
 (BR. 3)

SB-2 SMLX TECHNOLOGIES INC, 376 ANSIN BOULEVARD, STE G, HALLANDALE, FL 33009
 (954) /45-5-01 - 3,100,000 (\$3,148,360) COMMON STOCK. (FILE 333-67087 -
 NOV. 10) (BR. 8)

S-8 CORIXA CORP, 1124 COLUMBIA STREET SUITE 200, SEATTLE, WA 98104
 (206) 667-5711 - 12,325 (\$9,490.25) COMMON STOCK. (FILE 333-67089 -
 NOV. 10) (BR. 1)

S-4 CITIZENS INC, 400 EAST ANDERSON LANE, AUSTIN, TX 78752 (512) 837-7100 -
 611,000 (\$3,666,000) COMMON STOCK. (FILE 333-67091 - NOV. 10) (BR. 1)

S-8 INTERNATIONAL SHIPHOLDING CORP, 650 POYDRAS ST STE 1700, NEW ORLEANS, LA
 70130 (504) 529-5461 - 650,000 (\$10,914,852.50) COMMON STOCK. (FILE
 333-67093 - NOV. 10) (BR. 5)

S-3 CARLETON CORP, 10729 BREN RD EAST, MINNETONKA, MN 55343 (612) 828-0300
 - 459,272 (\$803,726) COMMON STOCK. (FILE 333-67095 - NOV. 10) (BR. 3)

S-3 BERKSHIRE GAS CO /MA/, 115 CHESHIRE RD, PITTSFIELD, MA 01201
 (413) 442-1511 - 200,000 (\$4,750,000) COMMON STOCK. (FILE 333-67097 -
 NOV. 12) (BR. 2)

S-3 PLANET HOLLYWOOD INTERNATIONAL INC, 8669 COMMODITY CIRCLE, STE 600,
 ORLANDO, FL 32819 (407) 363-7827 - 15,699,237 (\$62,306,346.84)
 COMMON STOCK. (FILE 333-67101 - NOV. 12) (BR. 5)