

sec news digest

Issue 94-222

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RULES AND RELATED MATTERS

CORRECTIONS TO FINAL RULE

Corrections were made to recent amendments to Rule 10b-10 under the Securities Exchange Act of 1934 (Rel. 34-34962). Rule 10b-10(a)(2)(ii)(A) should require the disclosure of mark-ups and mark-downs in riskless principal transactions in equity securities. As published in the Federal Register, the paragraph does not specify that such disclosure should apply only to equity securities. Accordingly, the paragraph has been corrected to specify that only equity securities transactions are subject to the disclosure requirement. For more information contact: C. Dirk Peterson at (202) 942-0073. (Rel. 34-34962A)

ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST CHARLES CAMPBELL AND INTERNATIONAL EQUITY RESOURCES, INC.

The Commission announced today the institution of administrative proceedings pursuant to Sections 15(b) and 21C of the Securities Exchange Act of 1934 (Exchange Act) against Charles E. Campbell (Campbell) and International Equity Resources, Inc. (IER). The Order Instituting Public Administrative Proceedings Pursuant to Section 15(b) and 21C of the Securities Exchange Act of 1934 (Order) alleges that, during the period from at least August 1991 until November 15, 1991, Campbell and IER willfully violated Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder in that they disseminated to investors in IER, and the public, a proxy disclosure statement which omitted to state material facts necessary in

order to make the statements made, in light of the circumstances under which they were made not misleading, concerning a proposed merger of IER with Android Corporation. The proxy disclosure statement failed to disclose that James Woodruff was a promoter of Android; that Woodruff exercised control over Android and that his control would continue after the merger; and that Woodruff had a criminal background.

A hearing will be scheduled to determine what, if any, remedial action would be appropriate against Campbell and IER. (Rel. 34-34973)

PHILIP BLACK BARRED

The Commission announced the entry of an Order Instituting Proceedings, Making Findings and Imposing Remedial Sanctions against Philip L. Black of Casper, Wyoming and a registered representative of various broker-dealers since 1977. The findings and sanctions are in accordance with an Offer of Settlement submitted by Black whereby he consented to the Order.

Pursuant to the Order and Offer, the Commission found that on November 25, 1992, Black was convicted by a plea of guilty of conspiracy to commit mail and wire fraud by selling certificates of deposit in World Fidelity Bank, a non-existent bank, and receiving \$217,515 in his capacity with World Fidelity while misrepresenting and omitting to state material information. The Commission also found that on September 27, 1994 Black was permanently enjoined from violating Sections 5(a) and (c) and 17(a) of the Securities Act of 1933 and Sections 10(b) and 15(a)(1) and Rule 10b-5 of the Securities Exchange Act of 1934.

The Order barred Black from association in any capacity with any broker, dealer, investment adviser, investment company or municipal securities dealer. (Rel. 34-34975)

JEFFREY ALEXOPULOS BARRED AND REGISTRATION OF CONCOURSE CAPITAL ASSET MANAGEMENT, INC. REVOKED

The Commission has instituted administrative proceedings against Concourse Capital Asset Management, Inc. (Adviser), the investment adviser to the Concourse Funds, Inc. (Fund) and Jeffrey J. Alexopoulos, a principal of both the Fund and its adviser. According to the Commission's Order Instituting Proceedings, throughout the three months in 1991 that the Fund was in operation, the Adviser assigned inflated values to the Fund's portfolio securities, failed to keep its disclosure current to reflect material changes in its relationship with the Fund, and aided and abetted the Fund's violations of its fundamental and other investment policies and restrictions, as well as the Fund's failure to sell and redeem shares at correct net asset values. As a result, the Adviser violated Section 204 of the Investment Advisers Act, Rules 204-1(b)(1) and 204-1(c) thereunder, and aided and abetted the Fund's violation of Section 13(a)(3) of the Investment Company Act and Rule 22c-1(a) thereunder.

Alexopoulos, the president and a director of the Fund and co-owner and president of the Adviser, aided and abetted the Adviser's violations, and made material misstatements in documents filed with the Commission and in connection with offers to sell Fund shares. Accordingly, Alexopoulos violated Section 34(b) of the Investment Company Act and Section 17(a) of the Securities Act, aided and abetted the Fund's violations of Section 13(a)(3) of the Investment Company Act and Rule 22c-1(a) thereunder, and aided and abetted the Adviser's violation of Section 204 of the Advisers Act and Rules 204-1(b)(1) and 204-1(c).

The Commission accepted Offers of Settlement whereby, without admitting or denying the findings, respondents consented to revocation of the Adviser's registration and to cease and desist from violating the provisions set forth therein. Alexopoulos also consented to be barred for five years from association with any investment company, investment adviser, broker, dealer or municipal securities dealer. (Rel. IA-1451; IC-20698; 33-7111)

INJUNCTIONS, RULE 2(e) ORDER ISSUED IN FNN CASE

On November 15, the Commission issued an Opinion and Order Pursuant to Rule 2(e) of the Commission's Rules of Practice against C. Steven Bolen based on Bolen's Offer of Settlement and a Final Judgment of Permanent Injunction and Other Equitable Relief entered against Bolen on August 18, 1994 by the United States District Court for the District of Columbia. On August 18 the same district court issued a Final Judgment of Permanent Injunction against Gary A. Prince. The Commission's complaint in the injunctive action alleged that Bolen and Prince, who were officers of Financial News Network Inc., fraudulently inflated FNN's reported revenues and earnings for fiscal 1989-1990, and then attempted to cover up the fraud during the company's 1990 audit. [SEC v. C. Stephen Bolen, et al., USDC for the District of Columbia, Civ. No. 93-1331, CRR] (LR-14330; AAE Rel. 627) and (Rel. 34-34974; AAE Rel. 626)

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST NORSUL OIL & MINING, LTD., AND WAYNE FOWLER

The Commission announced today the institution of administrative proceedings pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) on November 21 against Norsul Oil & Mining, Ltd. (Norsul), and Wayne E. Fowler (Fowler), Norsul's president and chief operating officer. The staff of the Division of Enforcement seek to require Norsul to permanently cease and desist from committing and Fowler from causing any violations of Section 13(a) of the Exchange Act and Rules 12b-25, 13a-1, 13a-11 and 13a-13 thereunder. The Order Instituting Cease and Desist Proceedings alleges that Norsul has failed to file ten annual reports on form 10-K with audited financial statement since 1984, that it filed two annual reports for its fiscal years ended April 30, 1983 and 1984, 73 and 21 weeks late, respectively, that it failed to file three quarterly reports for its fiscal quarters ended July 31, 1993 October 31, 1993, and January 31, 1994, that it filed three quarterly reports from two to four weeks late, and that it failed to file eleven notifications of late filing on form 12b-25.

A public hearing for the purpose of taking evidence will be held at a time and place to be fixed before an Administrative Law Judge. (Rel. 34-34989)

INVESTMENT COMPANY ACT RELEASES

THE BAKER FUND

A notice has been issued giving interested persons until December 13 to request a hearing on an application filed by the Baker Fund for an order under Section 8(f) of the Investment Company Act declaring that the fund has ceased to be an investment company. (Rel. IC-20719 - November 18)

HOLDING COMPANY ACT RELEASES

CENTRAL POWER AND LIGHT COMPANY, ET AL.

An order has been issued authorizing Central Power and Light Company and Southwestern Electric Power Company, both electric public-utility subsidiary companies of Central and South West Corporation to engage in activities in connection with their compliance with the alternative fuel requirements of the Federal Energy Policy Act of 1992. (Rel. 35-26160)

GULF STATES UTILITIES COMPANY

An order has been issued authorizing a proposal by Gulf States Utilities Company (GSU), an electric utility subsidiary company of Entergy Corporation, a registered holding company, to issue and sell, from time to time through December 31, 1995, not more than \$ 700 million aggregate principal amount of one or more series of its preferred stock; one or more new series of its first mortgage bonds; and/or one or more new sub-series of the medium term note series of its first mortgage bonds. (Rel. 35-26161)

ENTERGY CORP., ET AL.

An order has been issued authorizing a proposal by Arkansas Power & Light Co., Gulf States Utilities Co., Louisiana Power & Light Co., Mississippi Power & Light Co., and New Orleans Public Service, Inc., all public-utility subsidiaries (Utilities) of Entergy Corp. (Entergy), a registered holding company, as well as System Energy Resources, Inc. (SERI), a public-utility subsidiary of Entergy, Entergy Services, Inc.

(ESI), a nonutility subsidiary of Entergy, System Fuels, Inc. (System Fuels), a nonutility subsidiary of Entergy, and Entergy Operations, Inc. (EOI), a public-utility subsidiary of Entergy. Under the proposal, the Utilities and SERI would continue to finance their interim capital needs through loans from a money pool and through the issuance and sale of unsecured short-term notes and commercial paper through November 30, 1996. Also under the proposal, Entergy, ESI, EOI, and System Fuels would continue to participate in the same money pool through November 30, 1996 and to extend certain loan agreements. (Rel. 35-26162)

HOLYOKE WATER POWER COMPANY

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by Holyoke Water Power Company, an electric utility subsidiary company of Northeast Utilities, a registered holding company, to extend, modify or replace an existing letter of credit securing a maximum amount of principal and interest of \$8,667,000. (Rel. 35-26163)

GPU NUCLEAR CORPORATION

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by GPU Nuclear Corporation, a wholly owned public-utility subsidiary company of General Public Utilities Corporation (GPU), a registered holding company, to perform a range of nonnuclear technical, training, management and consulting services for Energy Initiatives, Inc., a nonutility subsidiary company of GPU; Jersey Central Power & Light Company, a public-utility subsidiary company of GPU; Metropolitan Edison Company, a public-utility subsidiary company of GPU; Pennsylvania Electric Company, a public-utility subsidiary company of GPU; and GPU Service Corporation, a nonutility subsidiary company of GPU. (Rel. 35-26163)

AMERICAN ELECTRIC POWER CO., ET AL.

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by American Electric Power Company, Inc. (AEP), a registered holding company, and AEP Resources, Inc. (Resources), a non-utility subsidiary company of AEP, to issue and sell up to \$300 million in debt and/or equity securities through June 30, 1997 to invest in exempt wholesale generators and foreign utility companies. AEP and Resources also request approval to acquire the securities of one or more parent companies that would directly or indirectly own and hold the securities of one or more exempt wholesale generators and foreign utility companies. (Rel. 35-26163)

NEW ENGLAND ELECTRIC SYSTEM, ET AL.

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by New England Electric Resources, Inc. (NEERI), a wholly owned, nonutility subsidiary of New England Electric System (NEES), to invest up to \$11.7 million in technology and projects related to coal ash processing and recycling. NEES proposes to provide financing to NEERI in such amount by capital contributions and/or loans. (Rel. 35-26163)

LOUISIANA POWER & LIGHT COMPANY

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by Louisiana Power Light & Company (LP&L), an electric public-utility subsidiary company of Entergy Company, a registered holding company, to issue and sell, from January 1, 1995 through December 31, 1996, one or more new series of LP&L's, First Mortgage Bonds up to an aggregate principal amount of \$575 million (FMB), and preferred stock, either \$25 or \$100 par value, up to an aggregate principal amount of \$110 million. In addition, LP&L proposes to enter into arrangements to reimburse itself for costs of, or to finance or refinance certain pollution control facilities through the issuance of tax-exempt bonds up to an aggregate principal amount of \$65 million, including the possible issuance and pledge of one or more series of FMB up to an aggregate principal amount \$70 million to be used as collateral for the tax-exempt bonds. (Rel. 35-26163)

ALLEGHENY POWER SYSTEM, INC. ET AL.

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by Allegheny Power System, Inc., a registered holding company, and AYP Capital, Inc., its wholly owned nonutility subsidiary, to invest from time to time through December 31, 2002, up to \$5 million as a limited partner in a fund which invests in companies commercializing electrotechnologies and renewable energy technologies. (Rel. 35-26163)

ENTERGY CORPORATION, ET AL.

A notice has been issued giving interested persons until December 12 to request a hearing on a proposal by Entergy Corporation (Entergy), a registered holding company, and its wholly owned non-utility subsidiary companies, Entergy Enterprises, Inc., (Enterprises), and Entergy Systems and Service, Inc. (Entergy SASI). Entergy SASI proposes to provide energy management consulting services worldwide, to finance the energy management projects of other contractors and to issue debt securities to nonaffiliates. Entergy and Enterprises propose to provide related financing. (Rel. 35-26163)

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-8 ALCO STANDARD CORP, P O BOX 834, VALLEY FORGE, PA 19482 (215) 296-8000
- 2,500,000 (\$145,150,000) COMMON STOCK. (FILE 33-56469 - NOV. 15)
(BR. 7)
- S-8 ALCO STANDARD CORP, P O BOX 834, VALLEY FORGE, PA 19482 (215) 296-8000
- 2,500,000 (\$145,150,000) COMMON STOCK. (FILE 33-56471 - NOV. 15)
(BR. 7)
- S-3 GENERAL PUBLIC UTILITIES CORP /PA/, 100 INTERPACE PKWY, PARSIPPANY, NJ
07054 (201) 263-6500 - 5,000,000 (\$127,500,000) COMMON STOCK. (FILE
33-56475 - NOV. 15) (BR. 7)
- S-8 DIGITAL EQUIPMENT CORP, 146 MAIN ST, MAYNARD, MA 01754 (617) 897-5111 -
5,000,000 (\$153,750,000) COMMON STOCK. (FILE 33-56477 - NOV. 15) (BR. 10)
- S-8 DIGITAL EQUIPMENT CORP, 146 MAIN ST, MAYNARD, MA 01754 (617) 897-5111 -
3,500,000 (\$107,625,000) COMMON STOCK. (FILE 33-56479 - NOV. 15) (BR. 10)
- S-3 SALOMON INC, SEVEN WORLD TRADE CNTR, 28TH FLOOR, NEW YORK, NY 10048
(212) 783-7000 - 150,000,000 (\$150,000,000) WARRANTS, OPTIONS OR RIGHTS.
(FILE 33-56481 - NOV. 15) (BR. 12)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 110,
C/O NIKE SECURITIES L P, 1001 WARRENVILLE ROAD, LISLE, IL 60532
(708) 241-4141 - INDEFINITE SHARES. UNDERWRITER: RYAN BECK & CO. (FILE
33-56483 - NOV. 15) (BR. 18 - NEW ISSUE)
- S-8 RIGGS NATIONAL CORP, 1503 PENNSYLVANIA AVE N W, WASHINGTON, DC 20005
(202) 835-6000 - 1,250,000 (\$11,250,000) COMMON STOCK. (FILE 33-56485 -
NOV. 15) (BR. 2)
- F-6 LIBERTY LIFE ASSOCIATION OF AFRICA LTD, 48 WALL ST,
C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 20,000,000
(\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-86182 -
NOV. 10) (BR. 99 - NEW ISSUE)
- N-1A WOODWARD VARIABLE ANNUITY FUND, 900 TOWER DR PO BOX 7058,
C/O NBD BANK NA, TROY, MI 48007 (313) 259-0729 - INDEFINITE SHARES. (FILE
33-86186 - NOV. 10) (BR. 18 - NEW ISSUE)
- N-1A SPECTRUM FUND GROUP INC, 10134 NORTH PORT WASHINGTON RD, 13W, MEQUON, WI
53095 (414) 241-4707 - INDEFINITE SHARES. (FILE 33-86190 - NOV. 10)
(BR. 17 - NEW ISSUE)
- S-4 TRIANGLE BANCORP INC, 4800 SIX FORKS RD, RALEIGH, NC 27609
(919) 881-0455 - 4,495,000 (\$33,888,090) COMMON STOCK. (FILE 33-86226 -
NOV. 10) (BR. 1)

REGISTRATIONS CONT.

- SB-2 UNITED GROCERS CLEARING HOUSE INC, 3 DUNDAR RD, SPRINGFIELD, NJ 07081
(201) 467-9330 - 3,650,000 (\$24,500,000) COMMON STOCK. 100,000 (\$100)
WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$600,000) COMMON STOCK.
UNDERWRITER: WEGARD L C & CO INC. (FILE 33-86228 - NOV. 10) (BR. 6
- NEW ISSUE)
- S-8 ACTION PERFORMANCE COMPANIES INC, 2401 W 1ST ST, STE 130, TEMPE, AZ
85281 (602) 894-0100 - 250,000 (\$1,256,375) COMMON STOCK. (FILE 33-86230 -
NOV. 10) (BR. 7)
- S-8 CAVALIER HOMES INC, HWY 41 NORTH & CAVALIER RD, P O BOX 300, ADDISON, AL
35540 (205) 747-1575 - 150,000 (\$1,790,625) COMMON STOCK. (FILE 33-86232 -
NOV. 10) (BR. 10)
- S-8 SOUTHWEST SECURITIES GROUP INC, 4300 RENAISSANCE TOWER, 1201 ELM STREET,
DALLAS, TX 75270 (214) 651-1800 - 468,227 (\$3,277,589) COMMON STOCK.
(FILE 33-86234 - NOV. 10) (BR. 12)
- S-8 CAVALIER HOMES INC, HWY 41 NORTH & CAVALIER RD, P O BOX 300, ADDISON, AL
35540 (205) 747-1575 - 412,500 (\$4,341,093.75) COMMON STOCK. (FILE
33-86236 - NOV. 10) (BR. 10)
- S-1 FLEETWOOD CREDIT RECEIVABLES CORP, 22840 SAVI RANCH PKWY, PO BOX 87024,
YORBA LINDA, CA 92613 (714) 921-3400 - 2,000,000 (\$2,000,000)
EQUIPMENT TRUST CERTIFICATES. (FILE 33-86238 - NOV. 14) (BR. 11)
- S-1 ARTRA GROUP INC, 500 CENTRAL AVE, NORTHFIELD, IL 60093 (708) 441-6650 -
4,222,373 (\$18,472,881.88) COMMON STOCK. (FILE 33-86246 - NOV. 10)
(BR. 6)
- S-8 ASTORIA FINANCIAL CORP, ONE ASTORIA FEDERAL PLAZA, LAKE SUCCESS, NY
11042 (516) 327-3000 - 286,983 (\$7,248,358.25) COMMON STOCK. (FILE
33-86248 - NOV. 10) (BR. 2)
- S-8 ASTORIA FINANCIAL CORP, ONE ASTORIA FEDERAL PLAZA, LAKE SUCCESS, NY
11042 (516) 327-3000 - 1,035,047 (\$26,048,217.50) COMMON STOCK. (FILE
33-86250 - NOV. 10) (BR. 2)
- S-8 DYCAM INC, 9588 TOPANGA CANYON BLVD, CHATSWORTH, CA 91311 (808) 998-8008
- 850,000 (\$3,400,000) COMMON STOCK. (FILE 33-86252 - NOV. 14) (BR. 10)
- S-8 DYCAM INC, 9588 TOPANGA CANYON BLVD, CHATSWORTH, CA 91311 (808) 998-8008
- 100,000 (\$400,000) COMMON STOCK. (FILE 33-86254 - NOV. 14) (BR. 10)
- S-8 SKY SCIENTIFIC INC, 1515 N FEDERAL HWY STE 310, BOCA RATON, FL 33432
(407) 362-9494 - 200,000 (\$101,500) COMMON STOCK. (FILE 33-86256 -
NOV. 14) (BR. 8)
- S-8 HI RISE RECYCLING SYSTEMS INC, 16255 NW 54TH AVE, MIAMI, FL 33014
(305) 624-9222 - 400,000 (\$2,575,500) COMMON STOCK. (FILE 33-86260 -
NOV. 14) (BR. 9)
- S-8 PERSONAL COMPUTER PRODUCTS INC, 10865 RANCHO BERNARDO RD, SAN DIEGO, CA
92127 (619) 485-8411 - 800,000 (\$552,000) COMMON STOCK. (FILE 33-86262 -
NOV. 14) (BR. 10)

REGISTRATIONS CONT.

- S-8 VTX ELECTRONICS CORP, 61 EXECUTIVE BLVD, FARMINGDALE, NY 11735
(516) 293-9880 - 2,380,000 (\$1,570,931.25) COMMON STOCK. (FILE 33-86264 -
NOV. 14) (BR. 3)
- S-8 RASTEROPS, 2500 WALSH AVE, SANTA CLARA, CA 95051 (408) 562-4200 -
1,000,000 (\$3,000,000) COMMON STOCK. (FILE 33-86268 - NOV. 14) (BR. 9)
- S-8 FIRST PACIFIC NETWORKS INC, 871 FOX LANE, SAN JOSE, CA 95131
(408) 943-7600 - 1,000,000 (\$6,250,000) COMMON STOCK. (FILE 33-86270 -
NOV. 14) (BR. 7)
- F-6 STET SOCIETA FINANZIARIA TELEFONICA PA /ADR/, 60 WALL ST,
C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10260 (212) 648-3250
- 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-86272 - NOV. 15) (BR. 99)
- S-3 REGIS CORP, 7201 METRO BLVD, EDINA, MN 55439 (612) 947-7777 - 37,422
(\$589,711.50) COMMON STOCK. (FILE 33-86276 - NOV. 15) (BR. 5)
- S-3 CHECKERS DRIVE IN RESTAURANTS INC /DE, 600 CLEVELAND ST, STE 1050,
CLEARWATER, FL 34615 (813) 441-3500 - 886,817 (\$3,183,673) COMMON STOCK.
(FILE 33-86278 - NOV. 15) (BR. 12)
- F-6 STET SOCIETA FINANZIARIA TELEFONICA PA /ADR/, 60 WALL ST,
C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10260 (212) 648-3250
- 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-86280 - NOV. 15) (BR. 99)
- S-8 LABONE INC, 10310 W 84TH TERR, LENEXA, KS 66214 (913) 888-8397 -
500,000 (\$9,054,195.75) COMMON STOCK. (FILE 33-86282 - NOV. 15) (BR. 6)
- SB-2 INTERIORS INC, 320 WASHINGTON ST, MT VERNON, NY 10553 (914) 665-5400 -
9,000,000 (\$41,730,000) COMMON STOCK. (FILE 33-86296 - NOV. 10) (BR. 1)
- N-2 PACHOLDER FUND INC, 8044 MONTGOMERY RD STE 382, CINCINNATI, OH 45236
(513) 985-3200 - 1,456,502 (\$23,435,117.18) COMMON STOCK. (FILE 33-86298 -
NOV. 10) (BR. 18)
- S-3 WOOLWORTH CORPORATION, WOOLWORTH BLDG, 233 BROADWAY, NEW YORK, NY 10279
(212) 553-2000 (FILE 33-86300 - NOV. 10) (BR. 2)
- S-3 COMMUNITY HEALTH SYSTEMS INC, 3707 FM 1960 W STE 500, HOUSTON, TX 77068
(713) 537-5230 - 3,450,000 (\$89,700,000) COMMON STOCK. UNDERWRITER:
LEHMAN BROTHERS, MERRILL LYNCH & CO. (FILE 33-86306 - NOV. 14) (BR. 6)
- S-3 VASTAR RESOURCES INC, 15375 MEMORIAL DR, HOUSTON, TX 77079
(713) 584-6000 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE
33-86310 - NOV. 14) (BR. 3)
- S-8 HAMPSHIRE GROUP LTD, 215 COMMERCE BLVD, PO BOX 2667, ANDERSON, SC 29621
(803) 225-6232 - 750,000 (\$4,875,000) COMMON STOCK. (FILE 33-86312 -
NOV. 14) (BR. 7)
- S-8 COMPUSA INC, 14951 N DALLAS PKWAY, DALLAS, TX 75240 (214) 383-4000 -
360,000 (\$4,568,400) COMMON STOCK. (FILE 33-86314 - NOV. 14) (BR. 1)
- S-3 GORMAN RUPP CO, 305 BOWMAN ST, PO BOX 1217, MANSFIELD, OH 44901
(419) 755-1011 - 75,000 (\$1,209,375) COMMON STOCK. (FILE 33-86322 -
NOV. 14) (BR. 9)

REGISTRATIONS CONT.

- S-3 MCARTHUR GLEN REALTY CORP, 8400 WESTPARK DR, STE 500, MCLEAN, VA 22102
(703) 556-6444 - 9,110,345 (\$140,663,726.80) COMMON STOCK. (FILE 33-86324
- NOV. 14) (BR. 6)
- S-1 CONQUEST INDUSTRIES INC, 2215 E M FRANKLIN AVE, AUSTIN, TX 78723
(512) 929-6706 - 62,075,366 (\$29,683,676.23) COMMON STOCK. (FILE 33-86326
- NOV. 14) (BR. 3)
- SB-2 BALTIC INTERNATIONAL USA INC, 601 JEFFERSON STE 3742, HOUSTON, TX 77002
(713) 651-8730 - 5,175,000 (\$5,175,000) CONVERTIBLE DEBENTURES AND NOTES.
450,000 (\$540,000) STRAIGHT BONDS. UNDERWRITER:
DILLON GAGE SECURITIES INC. (FILE 33-86328 - NOV. 15) (BR. 3)
- S-8 SYLVAN INC, 828 SOUTH PIKE ROAD, SARVER, PA 16055 (412) 295-3910 -
600,000 (\$6,786,750) COMMON STOCK. (FILE 33-86332 - NOV. 14) (BR. 3)
- S-3 MICROTOUCH SYSTEMS INC, 300 GRIFFIN PARK, METHUEN, MA 01844
(508) 659-9000 - 1,150,000 (\$40,284,500) COMMON STOCK. (FILE 33-86334 -
NOV. 14) (BR. 9)
- S-8 ALUMAX INC, 5655 PEACHTREE PKWY, NORCROSS, GA 30092 (404) 246-6600 -
756,359 (\$18,425,854.41) COMMON STOCK. (FILE 33-86338 - NOV. 14) (BR. 6)
- S-3 ZONAGEN INC, 2408 TIMBERLOCH PL, B-4, WOODLANDS, TX 77380 (713) 367-5892
- 111,111 (\$833,332.50) COMMON STOCK. (FILE 33-86340 - NOV. 14) (BR. 4)
- S-8 WAVE TECHNOLOGIES INTERNATIONAL INC, 10845 OLIVE BLVD, STE 250,
ST LOUIS, MO 63141 (314) 995-5767 - 390,000 (\$2,461,875) COMMON STOCK.
(FILE 33-86342 - NOV. 14) (BR. 5)
- S-3 CAVALIER HOMES INC, HWY 41 NORTH & CAVALIER RD, P O BOX 300, ADDISON, AL
35540 (205) 747-1575 - 160,686 (\$2,048,746.50) COMMON STOCK. (FILE
33-86348 - NOV. 14) (BR. 10)
- F-8 HEMLO GOLD MINES INC, STE 1200 4 KING ST WEST, TORONTO ONTARIO M5H 3X2,
A6 (416) 982-7116 - 300,000 (\$3,201,000) FOREIGN COMMON STOCK. (FILE
33-86350 - NOV. 14) (BR. 1)
- S-8 RAWLINGS SPORTING GOODS CO INC, 1859 INTERTECH DR, FENTON, MO 63026
(314) 349-3500 - 200,000 (\$2,726,000) COMMON STOCK. (FILE 33-86354 -
NOV. 14) (BR. 12)
- S-4 FOOD 4 LESS HOLDINGS INC, 777 S HARBOR BLVD, LA HABRA, CA 90631
(714) 738-2000 - 103,600,000 (\$65,927,537) STRAIGHT BONDS. UNDERWRITER:
BT SECURITIES CORP, CS FIRST BOSTON. (FILE 33-86356 - NOV. 14) (BR. 2)
- S-8 DIVERSIFAX INC, 39 STRINGHAM AVE, VALLEY STREAM, NY 11580 (212) 635-0005
- 250,000 (\$937,500) COMMON STOCK. (FILE 33-86360 - NOV. 14) (BR. 7)
- S-8 STORAGE USA INC, 10 CORPORATE CNTR STE 400, COLUMBIA, MD 21044
(410) 730-9500 - 500,000 (\$11,968,750) COMMON STOCK. (FILE 33-86362 -
NOV. 14) (BR. 5)
- S-4 EARTH TECHNOLOGY CORP USA, 100 W BROADWAY STE 5000, LONG BEACH, CA 90802
(310) 495-4449 - 2,575,984 (\$6,027,802.56) COMMON STOCK. (FILE 33-86364 -
NOV. 14) (BR. 9)

REGISTRATIONS CONT.

- S-8 GRACE DEVELOPMENT INC, 4222 6TH AVE PEACHLAND, BRITISH COLUMBIA CANADA, 06 (604) 767-3494 - 100,000 (\$250,000) COMMON STOCK. (FILE 33-86366 - NOV. 14) (BR. 12)
- S-8 MICROGRAFX INC, 1303 ARAPAHO, RICHARDSON, TX 75081 (214) 234-1769 - 100,000 (\$575,000) COMMON STOCK. (FILE 33-86368 - NOV. 10) (BR. 10)
- S-8 MICROGRAFX INC, 1303 ARAPAHO, RICHARDSON, TX 75081 (214) 234-1769 - 1,500,000 (\$8,625,000) COMMON STOCK. (FILE 33-86370 - NOV. 10) (BR. 10)
- S-8 MICROGRAFX INC, 1303 ARAPAHO, RICHARDSON, TX 75081 (214) 234-1769 - 200,000 (\$1,150,000) COMMON STOCK. (FILE 33-86372 - NOV. 10) (BR. 10)
- S-8 DYCAM INC, 9588 TOPANGA CANYON BLVD, CHATSWORTH, CA 91311 (808) 998-8008 - 56,079 (\$224,316) COMMON STOCK. (FILE 33-86374 - NOV. 14) (BR. 10)
- S-8 PERSONAL COMPUTER PRODUCTS INC, 10865 RANCHO BERNARDO RD, SAN DIEGO, CA 92127 (619) 485-8411 - 576,000 (\$397,440) COMMON STOCK. (FILE 33-86376 - NOV. 14) (BR. 10)
- S-3 UNITED WASTE SYSTEMS INC, FOUR GREENWICH OFFICE PARK, GREENWICH, CT 06830 (203) 622-3131 - 1,495,000 (\$32,890,000) COMMON STOCK. UNDERWRITER: PAINEWEBBER INC, PRUDENTIAL SECURITIES INC, ROBERTSON STEPHENS & CO. (FILE 33-86380 - NOV. 15) (BR. 8)
- S-3 LEXINGTON CORPORATE PROPERTIES INC, 355 LEXINGTON AVE, NEW YORK, NY 10017 (212) 692-7200 - 500,000 (\$4,468,750) COMMON STOCK. (FILE 33-86382 - NOV. 15) (BR. 6)
- S-8 AMCOR LIMITED, SOUTH GATE SOUTH MELBOURNE, VICTORIA 3205 AUSTRALIA, C3 - 1,500,000 (\$9,945,000) FOREIGN COMMON STOCK. (FILE 33-86384 - NOV. 15) (BR. 8)
- S-4 PRESIDENT RIVERBOAT CASINOS INC, 802 N FIRST ST, ST LOUIS, MO 63102 (314) 622-3000 - 100,000,000 (\$98,022,222) STRAIGHT BONDS. (FILE 33-86386 - NOV. 15) (BR. 11)
- S-8 FIRST PACIFIC NETWORKS INC, 871 FOX LANE, SAN JOSE, CA 95131 (408) 943-7600 - 250,000 (\$1,288,250) COMMON STOCK. (FILE 33-86388 - NOV. 15) (BR. 7)
- S-8 FRANKLIN ELECTRONIC PUBLISHERS INC, 122 BURRS RD, MT HOLLY, NJ 08060 (609) 261-4800 - 250,000 (\$4,485,000) COMMON STOCK. (FILE 33-86390 - NOV. 15) (BR. 10)
- S-8 AMERICA ONLINE INC, 8619 WESTWOOD CENTER DR, C/O LENNERT J LEADER CFO, VIENNA, VA 22182 (703) 448-8700 - 753 (\$15,022.35) COMMON STOCK. (FILE 33-86392 - NOV. 15) (BR. 9)
- S-8 AMERICA ONLINE INC, 8619 WESTWOOD CENTER DR, C/O LENNERT J LEADER CFO, VIENNA, VA 22182 (703) 448-8700 - 1,881 (\$37,525.95) COMMON STOCK. (FILE 33-86394 - NOV. 15) (BR. 9)
- S-8 AMERICA ONLINE INC, 8619 WESTWOOD CENTER DR, C/O LENNERT J LEADER CFO, VIENNA, VA 22182 (703) 448-8700 - 100,260 (\$2,383,180.20) COMMON STOCK. (FILE 33-86396 - NOV. 15) (BR. 9)

REGISTRATIONS CONT.

S-8 FIRST AMERICAN FINANCIAL CORP, 114 E FIFTH ST, SANTA ANA, CA 92701
(714) 558-3211 - 250,000 (\$4,468,750) COMMON STOCK. (FILE 33-86398 -
NOV. 15) (BR. 9)

F-3 LATIN AMERICAN EXPORT BANK, CALLE 50 Y AQUILINO DE LA GUARDIA,
EL DORADO PANAMA CITY, REPUBLIC OF PANAMA, R1 - 3,450,000 (\$121,181,250)
FOREIGN COMMON STOCK. (FILE 33-86402 - NOV. 15) (BR. 2)