

# SEC NEWS DIGEST

Issue 96-201

October 22, 1996

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## ENFORCEMENT PROCEEDINGS

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### ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST GREG KAPLAN

On October 21, the Commission instituted administrative proceedings against Greg Steven Kaplan pursuant to Section 21C of the Securities Exchange Act of 1934 and Rule 102(e) of the Commission's Rules of Practice. The Commission simultaneously accepted Kaplan's offer of settlement, in which he consented, without admitting or denying the findings contained therein, to an order that he cease and desist from violating Section 10(b) of the Exchange Act, Rule 10b-5 thereunder, and Rule 13b2-2. Kaplan also consented to be denied the privilege of appearing or practicing before the Commission as an accountant, with the right to reapply to the Commission in five years.

The Commission found that on September 22, 1992, Pace American Group, Inc., raised over \$ 18 million through an initial public offering of common stock after filing with the Commission a registration statement on Form S-1. The company's common stock was then listed on the NASDAQ National Market System. Months later, the Commission's order states, Kaplan, while acting as the company's chief financial officer, prepared, signed and caused to be filed with the Commission consolidated financial statements in its annual report on Form 10-K for the fiscal year ended December 31, 1992. These financial statements allegedly materially overstated pre-tax income by 46% and understated liabilities by not properly recognizing increases in loss reserves for surety bonds written in 1992 by American Bonding Company, a Pace American subsidiary which primarily wrote surety bonds for contractors. This information, the Commission found, would have been revealed from a further evaluation of data reflected in a special purpose report that measured increases in actual and potential losses on claims stemming from bonds written in 1992, which was prepared by American Bonding at Kaplan's direction in March 1993. Kaplan allowed the company to issue these operating results even though, according to the order, he was aware or should have been aware that the disclosures concerning American Bonding's loss reserves were inaccurate. The Commission found that these material inaccuracies caused the company's pre-tax income to be overstated by 86% in the amended financial statements included in the Form 10-K/A filed on May 25, 1993, and its pre-tax income to be misstated by in excess of 100% in the consolidated first quarter financial statements contained in the

Form 10-Q/A filed on May 24, 1993.

The Commission also found that Kaplan did not furnish the special purpose report to Pace American's auditors and failed to make the auditors aware of its contents in connection with the company's 1992 fiscal year-end audit.

Pace American is a Delaware holding company with its place of business in Boca Raton, Florida. Its principal subsidiaries were American Bonding and American Sentinel Insurance Company, which sold commercial property and casualty insurance. NASDAQ delisted the shares on August 18, 1994, due to the company's failure to file timely its Form 10-K for the fiscal year ended December 31, 1993, and to the resignation of its independent auditors. (Rel. 34-37843; AAE Rel. 844)

#### JAMES FREEMAN PERMANENTLY ENJOINED

The Commission announced that on October 9, Judge William H. Orrick of the United States District Court for the Northern District of California entered an Order of Permanent Injunction (Order) against James G. Freeman and 19 related companies enjoining them from further violations of the registration and antifraud provisions of the federal securities laws and ordering an accounting, disgorgement and civil penalties. The Court will set the specific amount of disgorgement and civil penalties in a subsequent hearing. Freeman and the 19 related companies consented, without admitting or denying the allegations in the Commission's complaint, to the entry of the Order.

The Commission's complaint, filed on June 25, 1996, alleged that from approximately April 1994 through April 1995, Freeman operated a nation-wide "Ponzi" scheme by selling promissory notes through his related companies. Freeman's Ponzi scheme involved nearly 500 investors and raised over \$26 million in proceeds. In connection therewith, Freeman made misrepresentations and omissions of material fact concerning the nature of the investments, the legitimacy of the investments, the use of investor proceeds, the returns to be generated, the commissions to be paid, and the risks involved. [SEC v. James G. Freeman, et al., USDC, N.D. California, Civil Action No. C-96-2316-WHO] (LR-15130)

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#### INVESTMENT COMPANY ACT RELEASES

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#### VARIABLE INVESTMENT TRUST, ET AL.

A notice has been issued giving interested persons until November 12 to request a hearing on an application filed by Variable Investment Trust (Trust), GE Investment Management Incorporated (GEIM) and certain life insurance companies and their separate accounts investing now or in the future in the Trust (collectively,

Applicants). Applicants seek exemptive relief to the extent necessary to permit shares of the Trust and any other investment company that is offered to fund variable insurance products and for which GEIM, or any of its affiliates, may serve as investment adviser, administrator, manager, principal underwriter, or sponsor to be sold to and held by the separate accounts funding variable annuity and variable life insurance contracts issued by affiliated or unaffiliated life insurance companies or qualified pension and retirement plans outside of the separate account context. (Rel. IC-22290 - October 18)

#### FIRST TRUST SPECIAL SITUATIONS TRUST AND NIKE SECURITIES L.P.

A notice has been issued giving interested persons until November 15 to request a hearing on an application filed by First Trust Special Situations Trust and Nike Securities L.P. for an order under Section 6(c) of the Investment Company Act that would exempt applicants from Section 12(d)(1)(F)(ii) of the Act. The order would permit series of the Trust to offer units to the public with a sales load that exceeds the sales load limitation of that section. (Rel. IC-22291 - October 21)

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#### HOLDING COMPANY ACT RELEASES

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#### EUA ENERGY INVESTMENT CORPORATION

A notice has been issued giving interested persons until November 12 to request a hearing on a proposal by EUA Energy Investment Corporation, a wholly-owned nonutility subsidiary of Eastern Utilities Associates, a registered holding company, to increase its investment in a partnership (Partnership) formed to develop biomass-fired combustion turbine power generation facilities, by increasing an existing working capital line of credit to the Partnership from \$3 million to \$6 million through December 31, 1998. (Rel. 35-26594)

#### HOUSTON INDUSTRIES, INC., ET AL.

A notice has been issued giving interested persons until November 12 to request a hearing on an application filed by Houston Industries, Inc. (HI), an exempt public utility holding company, and its electric public utility subsidiary company, Houston Lighting & Power Co. (HL&P), for an order of exemption for a new public utility holding company to be formed after HI and HL&P merge and after a new subsidiary company merges with NorAm Energy Corp., which is to be acquired for \$2.5 billion. (Rel. 35-26594)

#### ENTERGY GULF STATES, INC.

A notice has been issued giving interested persons until November 12 to request a hearing on a proposal by Entergy Gulf States, Inc., (Gulf States) a wholly owned public-utility subsidiary company of Entergy Corporation, a registered holding company, to enter into a

long-term lease agreement and short-term sublease agreement with a nonassociate company for the modernization of Gulf States' cogeneration facility, Louisiana Station No. 1. (Rel. 35-26594)

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## SELF-REGULATORY ORGANIZATIONS

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### PROPOSED RULE CHANGE

The National Securities Clearing Corporation filed a proposed rule change (SR-NSCC-96-16) to permit transfers of assets within an individual retirement to another mutual fund through NSCC's Fund/Serve service. Publication of the proposal is expected in the Federal Register during the week of October 21. (Rel. 34-37841)

The Pacific Stock Exchange filed a proposed rule change (SR-PSE-96-40) relating to index options on the Dow Jones & Co. Taiwan Index. Publication of the notice is expected in the Federal Register during the week of October 21. (Rel. 34-37842)

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-95-54) that would amend NASD Rule 4730(b)(4) to provide a five-second interval between SOES executions during periods when markets are locked or crossed. The orders will be executed against the market maker at the best quote irrespective of whether he was the entity causing the locked or crossed market condition. (Rel. 34-37845)

### APPLICATION FOR CLEARING AGENCY REGISTRATION

The Government Securities Clearing Corporation filed an application (File No. 600-23) under Sections 17A and 19(a) of the Securities Exchange Act for full clearing agency registration or, in the alternative, a request for extension of temporary registration as a clearing agency. Publication of the notice is expected in the Federal Register during the week of October 28. (Rel. 34-37844)

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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-8 KINROSS GOLD CORP, 185 SOUTH STATE STREET, STE 400, SALT LAKE CITY, UT  
84111 (801) 363-9152 - 500,000 (\$3,785,000) COMMON STOCK. (FILE 333-5776 -  
OCT. 10) (BR. 4)

- S-8 BROADVISION INC, 333 DISTEL CIRCLE, LOS ALTOS, CA 94022 (415) 943-3600  
- 4,672,258 (\$21,061,541) COMMON STOCK. (FILE 333-14057 - OCT. 15)  
(BR. 3)
- S-8 WINN DIXIE STORES INC, 5050 EDGEWOOD CT, JACKSONVILLE, FL 32205  
(904) 783-5000 - 2,000,000 (\$68,000,000) COMMON STOCK. (FILE 333-14059 -  
OCT. 15) (BR. 2)
- S-6 MIDLAND NATIONAL LIFE SEPARATE ACCOUNT A, ONE MIDLAND PLZ,  
C/O MIDLAND NATIONAL LIFE INS CO, SIOUX FALLS, SD 57193 (605) 335-5700 -  
INDEFINITE SHARES. (FILE 333-14061 - OCT. 15) (BR. 20)
- S-3 STANLEY FURNITURE CO INC/, ROUTE 57, STANLEYTOWN, VA 24168  
(703) 627-2000 - 2,758,902 (\$50,694,825) COMMON STOCK. (FILE 333-14063 -  
OCT. 15) (BR. 6)
- S-8 KANEB SERVICES INC, 2400 LAKESIDE BLVD, RICHARDSON, TX 75082  
(214) 699-4000 - 1,500,000 (\$4,781,250) COMMON STOCK. (FILE 333-14067 -  
OCT. 15) (BR. 6)
- S-8 KANEB SERVICES INC, 2400 LAKESIDE BLVD, RICHARDSON, TX 75082  
(214) 699-4000 - 110,000 (\$350,625) COMMON STOCK. (FILE 333-14069 -  
OCT. 15) (BR. 6)
- S-8 KANEB SERVICES INC, 2400 LAKESIDE BLVD, RICHARDSON, TX 75082  
(214) 699-4000 - 100,000 (\$318,750) COMMON STOCK. (FILE 333-14071 -  
OCT. 15) (BR. 6)
- S-1 K&G MENS CENTER INC, 1750-A ELLSWORTH INDUSTRIAL BLVD, ATLANTA, GA 30318  
(404) 351-7987 - 1,380,000 (\$34,845,000) COMMON STOCK. (FILE 333-14073 -  
OCT. 15) (BR. 2)
- S-3 MONEY STORE INC /NJ, 2840 MORRIS AVE, UNION, NJ 07083 (908) 686-2200 -  
1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-14075 -  
OCT. 15) (BR. 8)
- S-3 UNITED WASTE SYSTEMS INC, FOUR GREENWICH OFFICE PARK, GREENWICH, CT  
06830 (203) 622-3131 - 108,872 (\$3,892,174) COMMON STOCK. (FILE 333-14083  
- OCT. 15) (BR. 4)
- S-8 ACNIELSEN CORP, 177 BROAD STREET, STAMFORD, CT 06901 (203) 834-4200 -  
600,000 (\$4,218,000) COMMON STOCK. (FILE 333-14085 - OCT. 15) (BR. 4)
- N-1A OPPENHEIMER REAL ASSET FUND, 3410 SOUTH GALENA STREET, DENVER, CO 80231  
- INDEFINITE SHARES. (FILE 333-14087 - OCT. 15)
- S-3 CARDINAL BANCSHARES INC, 400 E VINE ST STE 300, LEXINGTON, KY 40507  
(606) 255-8300 - 85,246 (\$3,433,282.65) COMMON STOCK. (FILE 333-14089 -  
OCT. 15) (BR. 7)
- S-4 HINSDALE FINANCIAL CORPORATION, ONE GRANT SQUARE, HINSDALE, IL 60521  
(708) 323-1780 - 2,610,781 (\$61,679,701) COMMON STOCK. (FILE 333-14091 -  
OCT. 15) (BR. 7)
- S-8 BIO VASCULAR INC, 2575 UNIVERSITY AVENUE, ST PAUL, MN 55114  
(612) 631-3529 - 666,227 (\$5,165,317.61) COMMON STOCK. (FILE 333-14093 -  
OCT. 15) (BR. 1)
- S-8 LINDAS DIVERSIFIED HOLDINGS INC, 11 COMMERCE DR, CRANFORD, NJ 07016  
(908) 276-2080 - 130,000 (\$796,250) COMMON STOCK. (FILE 333-14095 -  
OCT. 15)
- S-3 APAC TELESERVICES INC, ONE PARKWAY N CTR, STE 510, DEERFIELD, IL 60015  
(708) 945-0055 - 4,715,000 (\$254,610,000) COMMON STOCK. (FILE 333-14097 -  
OCT. 15) (BR. 6)
- S-8 LINDAS DIVERSIFIED HOLDINGS INC, 11 COMMERCE DR, CRANFORD, NJ 07016  
(908) 276-2080 - 600,000 (\$3,105,000) COMMON STOCK. (FILE 333-14099 -  
OCT. 15)
- S-8 WR GRACE & CO/DE, ONE TOWN CENTER RD, BOCA RATON, FL 33486  
(407) 362-2000 - 7,000,000 (\$367,062,500) COMMON STOCK. (FILE 333-14101 -  
OCT. 15)

- SB-2 PREFERRED EMPLOYERS HOLDINGS INC, 10800 BISCAYNE BLVD, MIAMI, FL 33161  
(305) 899-0404 - 1,150,000 (\$11,500,000) COMMON STOCK. 100,000 (\$100)  
WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$1,200,000) COMMON STOCK. (FILE  
333-14103 - OCT. 15) (NEW ISSUE)
- S-4 MERCHANTS BANCORP INC/OH, 100 HIGH STREET, HILLSBORO, OH 45133  
(513) 393-1993 - 1,000,000 (\$16,840,000) COMMON STOCK. (FILE 333-14105 -  
OCT. 15) (NEW ISSUE)
- S-1 AMSCAN HOLDINGS INC, 80 GRASSLANDS ROAD, ELMSFORD, NY 10523  
(914) 345-2020 - \$75,000,000 COMMON STOCK. (FILE 333-14107 - OCT. 15)  
(NEW ISSUE)
- S-4 USA WASTE SERVICES INC, 5400 LBJ FREEWAY, SUITE 300 TOWER ONE, DALLAS,  
TX 75240 (214) 383-7900 - 2,000,000 (\$63,250,000) COMMON STOCK. (FILE  
333-14109 - OCT. 15) (BR. 4)
- S-3 COUNTRYWIDE CAPITAL I, C/O THE BANK OF NEW YORK /DE/,  
400 WHITE CLAY CENTER ROUTE 273, NEWARK, DE 19711 (818) 304-8400 -  
10,000,000 (\$250,000,000) PREFERRED STOCK. (FILE 333-14111 - OCT. 15)  
(NEW ISSUE)
- S-8 USA WASTE SERVICES INC, 5400 LBJ FREEWAY, SUITE 300 TOWER ONE, DALLAS,  
TX 75240 (214) 383-7900 - 400,000 (\$12,750,000) COMMON STOCK. (FILE  
333-14115 - OCT. 15) (BR. 4)
- S-1 HOPS GRILL & BAR INC, 3030 N ROCK POINT DRIVE WEST, SUITE 650, TAMPA, FL  
33607 (813) 282-9350 - \$19,800,000 COMMON STOCK. (FILE 333-14117 -  
OCT. 15) (NEW ISSUE)
- S-1 MEDIALINK WORLDWIDE INC, 708 THIRD AVENUE, NEW YORK, NY 10017  
(212) 682-8300 - 2,300,000 (\$25,300,000) COMMON STOCK. (FILE 333-14119 -  
OCT. 15)
- S-8 MICRODYNE CORP, 3601 EISENHOWER AVENUE, STE 300, ALEXANDRIA, VA 22304  
(703) 739-0500 - 1,000,000 (\$6,125,000) COMMON STOCK. (FILE 333-14121 -  
OCT. 15) (BR. 3)
- S-2 SEIBELS BRUCE GROUP INC, 1501 LADY ST, P O BOX 1, COLUMBIA, SC 29201  
(803) 748-2000 - 22,770,000 (\$58,359,510) COMMON STOCK. (FILE 333-14123 -  
OCT. 15) (BR. 1)
- S-2 SEIBELS BRUCE GROUP INC, 1501 LADY ST, P O BOX 1, COLUMBIA, SC 29201  
(803) 748-2000 - 500,000 (\$1,281,500) COMMON STOCK. (FILE 333-14125 -  
OCT. 15) (BR. 1)
- S-8 ICG COMMUNICATIONS INC, 9605 E MAROON CIRCLE, PO BOX 6742, ENGLEWOOD, CO  
80155 (303) 573-5960 - 1,000,000 (\$19,687,500) COMMON STOCK. (FILE  
333-14127 - OCT. 15) (BR. 3)
- S-3 NTN COMMUNICATIONS INC, 5966 LA PLACE COURT, STE 100, CARLSBAD, CA 92008  
(619) 438-7400 - 565,000 (\$2,774,150) COMMON STOCK. (FILE 333-14129 -  
OCT. 15) (BR. 3)
- S-3 POLLUTION RESEARCH & CONTROL CORP /CA/, 506 PAULA AVENUE, GLENDALE, CA  
91201 (818) 247-7601 - 4,615,006 (\$5,768,758) COMMON STOCK. (FILE  
333-14133 - OCT. 15) (BR. 5)
- S-8 SEIBELS BRUCE GROUP INC, 1501 LADY ST, P O BOX 1, COLUMBIA, SC 29201  
(803) 748-2000 - 5,000,000 (\$12,815,000) COMMON STOCK. (FILE 333-14135 -  
OCT. 15) (BR. 1)
- S-8 BIO VASCULAR INC, 2575 UNIVERSITY AVENUE, ST PAUL, MN 55114  
(612) 631-3529 - 300,000 (\$2,307,000) COMMON STOCK. (FILE 333-14137 -  
OCT. 15) (BR. 1)
- S-3 LIBERTY PROPERTY TRUST, 65 VALLEY STREAM PARKWAY, STE 100, MALVERN, PA  
19355 (610) 648-1700 - 1,000,000 (\$22,000,000)  
COMMON SHARES OF BENEFICIAL INTEREST. (FILE 333-14139 - OCT. 15) (BR. 8)
- S-3 MCDONALDS CORP, ONE MCDONALD'S PLZ, OAK BROOK, IL 60521 (708) 575-3000  
(FILE 333-14141 - OCT. 15) (BR. 2)

- S-3 AMYLIN PHARMACEUTICALS INC, 9373 TOWNE CENTRE DR, SAN DIEGO, CA 92121 (619) 552-2200 - 1,725,000 (\$22,317,188) COMMON STOCK. (FILE 333-14143 - OCT. 15) (BR. 1)
- S-8 TOREADOR ROYALTY CORP, 530 PRESTON COMMONS WEST, 8117 PRESTON ROAD, DALLAS, TX 75225 (214) 369-0080 - 765,000 (\$2,055,937.50) COMMON STOCK. (FILE 333-14145 - OCT. 15) (BR. 4)
- S-3 MILLER INDUSTRIES INC /TN/, 900 CIRCLE 75 PARKWAY, ATLANTA, GA 30339 (770) 988-0797 - 3,870,537 (\$75,475,472) COMMON STOCK. (FILE 333-14147 - OCT. 15) (BR. 5)
- S-4 HEARTLAND WIRELESS COMMUNICATIONS INC, 200 CHISOLM PLACE, SUITE 200; PLANO, TX 75075 ((97) 2) -423- - 1,250,000 (\$30,312,500) COMMON STOCK. (FILE 333-14149 - OCT. 15) (BR. 3)
- S-3 YORK RESEARCH CORP, 280 PARK AVE STE 2700 WEST, NEW YORK, NY 10017 (212) 557-6200 - 102,500 (\$1,153,125) COMMON STOCK. (FILE 333-14151 - OCT. 15) (BR. 4)
- S-3 BANC ONE ABS CORP, 100 EAST BROAD ST, COLUMBUS, OH 43271 (614) 248-6347 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-14153 - OCT. 15) (BR. 8)
- S-8 COLONIAL PROPERTIES TRUST, 2101 SIXTH AVE N STE 750, STE 750, BIRMINGHAM, AL 35202 (205) 250-8810 - 400,000 (\$10,500,000) COMMON STOCK. (FILE 333-14155 - OCT. 15) (BR. 8)
- S-3 SUGEN INC, 515 GALVESTON DR, REDWOOD CITY, CA 94063 (415) 306-7700 - 2,300,000 (\$31,050,000) COMMON STOCK. (FILE 333-14157 - OCT. 15) (BR. 1)
- S-8 MEDPARTNERS INC, 3000 GALLERIA TOWER, STE 1000, BIRMINGHAM, AL 35244 (205) 733-8996 - 500,000 (\$11,875,000) COMMON STOCK. (FILE 333-14159 - OCT. 15)
- S-4 PUBLIC STORAGE INC /CA, 701 WESTERN AVE, SUITE 200, GLENDALE, CA 91201 (818) 244-8080 - \$163,088,545 COMMON STOCK. (FILE 333-14161 - OCT. 15) (BR. 8)
- S-8 MANOR CARE INC/NEW, 10750 COLUMBIA PIKE, SILVER SPRING, MD 20901 (301) 681-9400 - 40,000 (\$1,630,000) COMMON STOCK. (FILE 333-14165 - OCT. 15) (BR. 1)
- S-3 LEE SARA CORP, THREE FIRST NATIONAL PLAZA, SUITE 4600, CHICAGO, IL 60602 (312) 726-2600 - 46,282 (\$1,640,234.08) COMMON STOCK. (FILE 333-14167 - OCT. 15) (BR. 2)
- S-1 MASTECH CORP, 1004 MCKEE ROAD, OAKDALE, PA 15071 (412) 787-2100 - \$114,080,080 COMMON STOCK. (FILE 333-14169 - OCT. 15) (NEW ISSUE)
- S-1 RAC FINANCIAL GROUP INC, 1250 WEST MOCKINGBIRD LN, STE 200, DALLAS, TX 75247 (214) 630-6006 - 100,000,000 (\$100,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-14171 - OCT. 15) (BR. 7)
- SB-2 WORLDWIDE FOREST PRODUCTS INC, 101 BAREMORE RD, LOUISVILLE, MS 39339 (601) 773-5200 - 1,091,300 (\$5,456,500) COMMON STOCK. 1 WARRANTS, OPTIONS OR RIGHTS. 70,000 (\$420,000) COMMON STOCK. (FILE 333-14173 - OCT. 15) (BR. 6)
- SB-2 INTRANET SOLUTIONS INC, 9625 W. 76TH STREET, SUITE 150, STANDING SPRINGS INDUSTRIAL PARK, EDEN PRAIRIE, MN 55344 (612) -90-3-20 - 680,746 (\$3,422,576.50) COMMON STOCK. (FILE 333-14175 - OCT. 15) (BR. 2)
- S-8 MOLEX INC, 2222 WELLINGTON CT, LISLE, IL 60532 (708) 969-4550 - 265,625 (\$9,828,125) COMMON STOCK. (FILE 333-14177 - OCT. 15) (BR. 6)
- S-8 SUNSTONE HOTEL INVESTORS INC, 115 CALLE DE INDUSTRIAS SUITE 201, SAN CLEMENTE, CA 92672 (714) 361-3900 - 650,000 (\$6,703,125) COMMON STOCK. (FILE 333-14179 - OCT. 15) (BR. 8)
- S-1 SOUTHERN PACIFIC FUNDING CORP, ONE CENTERPOINTE DR, STE 500, LAKE OSWEGO, OR 97035 (503) 684-4700 - 1,150,000 (\$35,650,000) COMMON STOCK. (FILE 333-14181 - OCT. 15) (BR. 7)

- S-1 SUN HYDRAULICS INC, 1500 WEST UNIVERSITY PKWY, SARASOTA, FL 34243  
(941) 362-1200 - 2,300,000 (\$26,450,000) COMMON STOCK. (FILE 333-14183 -  
OCT. 15) (NEW ISSUE)
- SB-2 NATURAL GAS VEHICLE SYSTEMS INC, 5580 CHERRY AVENUE, LONG BEACH, CA  
90805 (310) 630-5768 - 1,725,000 (\$12,937,500) COMMON STOCK. (FILE  
333-14185 - OCT. 15) (NEW ISSUE)
- S-1 RIVIERA TOOL CO, 5460 EXECUTIVE PARKWAY, GRAND RAPIDS, MI 49512  
(616) 698-2100 - 1,265,000 (\$10,120,000) COMMON STOCK. 110,000 (\$11)  
WARRANTS, OPTIONS OR RIGHTS. 110,000 (\$1,056,000) COMMON STOCK. (FILE  
333-14187 - OCT. 15) (NEW ISSUE)
- S-8 CHESAPEAKE CORP /VA/, 1021 E CARY ST, PO BOX 2350, RICHMOND, VA 23218  
(804) 697-1000 - 300,000 (\$8,212,500) COMMON STOCK. (FILE 333-14189 -  
OCT. 16) (BR. 4)
- S-8 HELIONETICS INC, 6849 HAYVENHURST AVE, VAN NUYS, CA 91406 (714) 261-8313  
- 2,122,394 (\$5,040,685.70) COMMON STOCK. (FILE 333-14193 - OCT. 16)  
(BR. 6)
- SB-2 DIGITAL POWER CORP, 41920 CHRISTY STREET, FREMONT, CA 94538  
(510) 657-2635 - 2,700,000 (\$8,571,875) COMMON STOCK. (FILE 333-14199 -  
OCT. 16)