

SEC NEWS DIGEST

Issue 97-11

January 16, 1997

COMMISSION ANNOUNCEMENTS

URGENT BULLETIN FROM THE U.S. TREASURY DEPARTMENT'S OFFICE OF FOREIGN ASSETS CONTROL (OFAC)

On October 21, 1995, President Clinton signed Executive order 12978 which blocks all property subject to U.S. jurisdiction in which there is any interest of individuals and businesses determined to be involved in international narcotics trafficking centered in Colombia. A series of names was published at that time, and an additional 198 names were added on March 5, 1996. On January 15, 1997, OFAC designated an additional 21 businesses and 57 individuals as "Specially Designated Narcotics Traffickers". Those names have been added to OFAC's master list of "Specially Designated Nationals and Blocked Persons" (SDN's). The names, which have been filed with the Federal Register, are now available on OFAC's World Wide Web home page <[HTTP://WWW.USTREAS.GOV/TREASURY/SERVICES/FAC/FAC.HTML](http://WWW.USTREAS.GOV/TREASURY/SERVICES/FAC/FAC.HTML)>.

You are reminded that all sanctions and embargo programs administered by OFAC involve declarations of national emergency by the President of the United States and require the immediate attention of broker/dealers. Securities firms must freeze accounts and assets of persons and companies identified on OFAC's SDN list or otherwise blocked under sanctions against Cuba, North Korea, Libya and Iraq. For more information, contact OFAC's Compliance Programs Division at 202/622-2490.

FILING REQUIREMENTS REGARDING FORMS SB1 AND SB2 REGISTRATIONS STATEMENTS AND REGULATION A MATERIALS

As of January 21, 1997, registrants must file their Forms SB-1 and SB-2 registration statements and Regulation A materials at the Commission's Headquarters in Washington, D.C. rather than in the Commission's Regional Offices. See Release No. 33-7373 (December 16, 1996) amending Forms SB-1, SB-2, and Regulation A as to the appropriate place for filing. Regulation S-T also was revised to reflect this change. Consequently, all Forms SB-1 and SB-2 will be required to be filed via the Commission's Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system rather than in paper (as was previously allowed for Regional Office filings). In order to allow

small businesses time to prepare for this change, Forms SB-1 and SB-2 relating only to initial public offerings may be filed in paper at the Commission's Headquarters until May 5, 1997. On or after May 5, 1997, these filings must be made via EDGAR absent a hardship exemption. Regulation A filings will continue to be made in paper. FOR FURTHER INFORMATION, CONTACT: Barbara C. Jacobs or James R. Budge, Division of Corporation Finance, at (202) 942-2950.

ENFORCEMENT PROCEEDINGS

FINAL JUDGMENTS ON CONSENT ENTERED AGAINST MARK ANTHONY, MICHELLE SUPPES, AND SUPPES SECURITIES, INC.

The Commission announced that on December 12, 1996, Final Consent Judgments were entered against Mark Anthony (Anthony), Michelle Suppes (Suppes) and Suppes Securities, Inc. (Suppes Securities). Without admitting or denying the allegations in the Commission's complaint, Anthony and Suppes consented to permanent injunctions against future violations of certain antifraud provisions of the federal securities laws, and Suppes consented to an injunction against future violations of the registration provisions. Suppes and Anthony also consented to joint and several payment of disgorgement and prejudgment interest in the amount of \$122,394.79, and to civil penalties of \$25,000 and \$50,000, respectively. Also without admitting or denying the allegations, Suppes Securities consented to a judgment of joint and several liability for \$42,799.56 of the disgorgement payment ordered against Suppes and Anthony.

The complaint alleged that Suppes, Anthony, and Suppes Securities participated in a fraudulent scheme involving the sale of stock in Leona Enterprises, Inc. (Leona) as follows: Suppes and Anthony recommended Leona securities to their customers without a reasonable basis for such recommendations, and in exchange for undisclosed compensation Anthony received for his and Suppes' benefit. Suppes and Suppes Securities participated in distributing unregistered Leona stock in violation of the registration requirements of the securities laws.

On January 15, the Commission instituted and simultaneously settled an administrative proceeding against Suppes and Anthony. Without admitting or denying any of the Commission's findings, Anthony and Suppes consented to a bar against associating with any broker, dealer, municipal securities dealer, investment adviser or investment company. The Commission's Order allows Suppes a right to reapply for association after two years. In addition, the Commission barred Anthony from participating in any offering of penny stock.

On January 15, the Commission instituted and simultaneously settled a separate administrative proceeding against Suppes Securities.

Without admitting or denying any of the Commission's findings, Suppes Securities was censured; ordered to cease and desist from violating certain registration and antifraud provisions of the federal securities laws; and ordered to retain an independent consultant to review its internal policies and procedures. [SEC v. Anthony Sarivola, et al., USDC, SDNY, 95 Civ. 9270, RPP] (LR-15214); (Rel. 34-38171 - In the Matter of Mark Anthony and Michelle Suppes; Rel. Nos. 33-7381 and 34-38172 - In the Matter of Suppes Securities, Inc.)

COURT ENTERS ORDER ENFORCING COMMISSION ORDER OF DISGORGEMENT

The Commission on January 14 obtained a federal court judgment enforcing a previous administrative order of the Commission and ordering the payment of delinquent amounts owed in disgorgement under that order. The defendants, RBF International, Inc., and its president, Kenneth P. D'Angelo, failed to pay more than \$200,000 in disgorgement plus interest which they had agreed to pay by October 6, 1995 under the terms of a previous settled Commission administrative proceeding. The judgment, entered upon the defendants' consent in the United States District Court for the District of Columbia, orders the defendants to cure their noncompliance with the Commission's order by making all payments due in accordance with a new schedule which runs to November 20, 1997. [SEC v. RBF International, Inc. and Kenneth P. D'Angelo, Civil Action No. 97-0072, P.L.F., D.D.C.] (LR-15213)

INVESTMENT COMPANY ACT RELEASES

HARRIS TRUST & SAVINGS BANK, ET AL.

An order has been issued on an application filed by Harris Trust & Savings Bank (Harris Bank), et al. under Sections 6(c) and 17(b) of the Investment Company Act for an exemption from Section 17(a). The order permits a collective investment fund sponsored by Harris Bank to transfer securities to portfolios of open-end management investment companies advised by Harris Bank in exchange for portfolio shares. (Rel. IC-22470 - January 14)

PIMCO ADVISORS FUND, ET AL.

An order has been issued on an application filed by PIMCO Advisors Fund, et al. under Section 6(c) of the Investment Company Act for an exemption from Sections 13(a)(2), 13(a)(3), 17(a)(1), 18(f)(1), 22(f), and 22(g) of the Act, and Rule 2a-7 thereunder, and pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder. The order amends a prior order that permitted certain investment companies to enter into deferred compensation arrangements with their non-interested trustees by extending the relief granted under that order to certain additional entities. (Rel. IC-22471 - January 15)

HOLDING COMPANY ACT RELEASES

ALABAMA POWER COMPANY, ET AL.

A supplemental order has been issued authorizing a proposal by Alabama Power Company (Alabama), Georgia Power Company (Georgia), Gulf Power Company (Gulf), Mississippi Power Company (Mississippi), and Savannah Electric and Power Company (Savannah), electric public utility subsidiary companies of The Southern Company, a registered holding company, whereby Alabama will, among other things, borrow money from and make equity capital contributions to new special purpose subsidiaries, organized as trusts, and formed solely to issue and sell preferred securities in aggregate amounts of up to \$250 million. Jurisdiction has been reserved over the issuance and sale of additional preferred securities by Georgia, Gulf, Mississippi and Savannah in respective aggregate amounts of \$100 million, \$60 million, \$60 million and \$35 million, through December 31, 2001. (Rel. 35-26644)

ENTERGY LOUISIANA, INC.

An order has been issued authorizing Entergy Louisiana, Inc., an electric utility subsidiary company of Entergy Corporation, a registered holding company, to engage in transactions relating to the issuance and sale of up to \$326 million in secured lease obligation bonds, in one or more series through December 31, 1997, in order to redeem approximately \$310 million in previously issued and sold secured lease obligation bonds. (Rel. 35-26645)

THE SOUTHERN COMPANY

An order has been issued denying a request by Campaign for a Prosperous Georgia for reconsideration and stay of a Commission order issued on April 1, 1996 under the Public Utility Holding Company Act of 1935 (HCAR No. 26501). The April order authorized The Southern Company (Southern), a registered holding company, to use the proceeds of the issuance of common stock and borrowings to invest in exempt wholesale generators (EWGs) and foreign utility companies (FUCOs), and to issue guarantees of the obligations of such entities, provided that the total of the net proceeds used for such investments and the guaranties outstanding at any one time shall not, when added to Southern's aggregate investment in all EWGs and FUCOs, exceed 100% of Southern's consolidated retained earnings. (Rel. 35-26646)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

Delta Clearing Corp. has filed a proposed rule change (SR-DCC-96-15) under the Securities Exchange Act of 1934 to amend its fees schedules for the clearance of options on U.S Treasury Securities. Publication is expected in the Federal Register during the week of January 20. (Rel. 34-38151)

The Participants Trust Company filed a proposed rule change (SR-PTC-96-08) under Section 19(b)(3)(A) of the Securities Exchange Act. The proposed rule change extends the close of PTC's Collateral Loan Facility from 3:30.59 p.m. to 4:00.59 p.m. and extends the deadline for participants to send settlement wire payments to PTC from 4:15 p.m. to 4:30 p.m. PTC will implement the proposed rule change on January 6, 1997. Publication of the proposal is expected in the Federal Register during the week of January 13. (Rel. 34-38153)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission granted accelerated approval of a proposed rule change (SR-OCC-96-19) filed by The Options Clearing Corporation under Section 19(b)(2) of the Securities Exchange Act. The rule change modifies the expiration time and assignment processing procedures for certain flexibly structured foreign currency options. (Rel. 34-38165)

The Philadelphia Stock Exchange filed a proposed rule change (SR-Phlx-96-52) to clarify the transition process with respect to moving the expiration times for existing customized foreign currency option contracts. Publication of the approval order is expected in the Federal Register during the week of January 20. (Rel. 34-38168)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change submitted by the Chicago Stock Exchange (SR-CHX-96-28) to amend Article XX, Rule 10, Interpretations and Policies .01 Relating to Clearing the Post. (Rel. 34-38170)

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 ARNOLD PALMER GOLF CO, 6201 MOUNTAIN VIEW RD, OOLTEWAH, TN 37363
(615) 238-5890 - 200,000 (\$875,000) COMMON STOCK. (FILE 333-19329 -
JAN. 07) (BR. 5)

- S-4 MERCANTILE BANKSHARES CORP, 2 HOPKINS PLZ, BALTIMORE, MD 21201
(410) 237-5900 - 475,218 (\$5,593,231) COMMON STOCK. (FILE 333-19331 -
JAN. 07) (BR. 7)
- S-3 NEXTEL COMMUNICATIONS INC, 201 ROUTE 17 N, RUTHERFORD, NJ 07070
(201) 438-1400 - 1,580,650 (\$21,239,984.37) COMMON STOCK. (FILE 333-19333
- JAN. 07) (BR. 3)
- S-4 NEWMONT MINING CORP, ONE UNITED BANK CTR, 1700 LINCOLN ST, DENVER, CO
80203 (303) 863-7414 - 53,192,534 (\$2,330,497,896) COMMON STOCK. (FILE
333-19335 - JAN. 07) (BR. 4)
- S-4 BELO A H CORP, 400 S RECORD ST, COMMUNICATIONS CENTER, DALLAS, TX 75202
(214) 977-6600 - 49,221,203 (\$434,684,399) COMMON STOCK. (FILE 333-19337 -
JAN. 07) (BR. 5)
- S-3 GST TELECOMMUNICATIONS INC, 4317 NE THURSTON WAY, VANCOUVER BRITISH CO,
WA 98662 (360) 254-4700 - 4,129,951 (\$34,717,400.59) COMMON STOCK. (FILE
333-19339 - JAN. 07) (BR. 3)
- S-8 DCI TELECOMMUNICATIONS INC, 303 LINWOOD AVE, FAIRFIELD, CT 06430
(203) 259-7713 - 265,000 (\$58,570) COMMON STOCK. (FILE 333-19341 -
JAN. 07) (BR. 3)
- S-8 STERLING ELECTRONICS CORP, 4201 SOUTHWEST FWY, HOUSTON, TX 77027
(713) 627-9800 - 682,500 (\$7,914,375) COMMON STOCK. (FILE 333-19343 -
JAN. 07) (BR. 6)
- S-4 KINDERCARE LEARNING CENTERS INC /DE/, 2400 PRESIDENTS DR, MONTGOMERY, AL
36116 (334) 277-5090 - 1,381,579 (\$26,249,994) COMMON STOCK. (FILE
333-19345 - JAN. 07) (BR. 1)
- S-3 OCCUSYSTEMS INC, 3010 LBJ FREEWAY, STE 400, DALLAS, TX 75234
(214) 484-2700 - 133,644 (\$3,508,155) COMMON STOCK. (FILE 333-19347 -
JAN. 07) (BR. 1)
- S-3 TARGET THERAPEUTICS INC, 47201 LAKEVIEW BLVD, FREMONT, CA 94538
(510) 440-7700 - \$8,945,730 COMMON STOCK. (FILE 333-19349 - JAN. 07)
(BR. 1)
- S-8 PLANTRONICS INC /CA/, 337 ENCINAL ST, PO BOX 1802, SANTA CRUZ, CA 95061
(408) 426-6060 - 350,000 (\$13,314,000) COMMON STOCK. (FILE 333-19351 -
JAN. 07) (BR. 3)
- S-3 PRICELLULAR CORP, 45 ROCKEFELLER CTR, NEW YORK, NY 10020 (212) 459-0800
- 1,948,052 (\$21,545,455.12) COMMON STOCK. (FILE 333-19353 - JAN. 07)
(BR. 3)
- S-8 BABY SUPERSTORE INC, 1201 WOODS CHAPEL RD, DUNCAN, SC 29334
(803) 968-9292 - 120,000 (\$2,947,500) COMMON STOCK. (FILE 333-19355 -
JAN. 07) (BR. 2)
- S-1 THOUSAND TRAILS INC /DE/, 2711 LBJ FREEWAY, SUITE 200, DALLAS, TX 75234
(972) 243-2228 - 64,101,382 (\$48,076,037) STRAIGHT BONDS. (FILE 333-19357
- JAN. 07) (BR. 5)
- S-3 ARGYLE TELEVISION INC, 200 CONCORD PLAZA, STE 700, SAN ANTONIO, TX 78216
(210) 828-1700 - 413,368 (\$9,998,338.50) COMMON STOCK. (FILE 333-19359 -
JAN. 07) (BR. 3)
- S-3 H E R C PRODUCTS INC, 2202 W LONE CACTUS DR # 15, PHOENIX, AZ 85027
(602) 492-0336 - 1,688,631 (\$2,995,104.25) COMMON STOCK. (FILE 333-19361 -
JAN. 07) (BR. 9)
- S-3 BARRETT RESOURCES CORP, 1515 ARAPAHOE ST, TOWER 3 STE 1000, DENVER, CO
80202 (303) 297-3900 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE
333-19363 - JAN. 07) (BR. 4)
- S-3 WACHOVIA CORP/ NC, 301 NORTH MAIN ST, WINSTON SALEM, NC 27150
(919) 770-5000 - 1,000,000 (\$1,000,000) STRAIGHT BONDS. (FILE 333-19365 -
JAN. 07) (BR. 7)

- S-1 CYTYC CORP, 237 CEDAR HILL ST, MARLBOROUGH, MA 01752 (508) 481-1341 - 3,450,000 (\$90,993,750) COMMON STOCK. (FILE 333-19367 - JAN. 07) (BR. 1)
- S-8 ROCKY MOUNTAIN INTERNET INC, 1099 18TH STREET, SUITE 3000, DENVER, CO 80202 (303) 672-0700 - 489,300 (\$978,600) COMMON STOCK. (FILE 333-19369 - JAN. 07) (BR. 3)
- SB-2 FINANCIAL PERFORMANCE CORP, 335 MADISON AVE, NEW YORK, NY 10017 (212) 557-0401 - 16,180,766 (\$9,823,951) COMMON STOCK. (FILE 333-19371 - JAN. 07) (BR. 1)
- SB-2 MACROVISION CORP, 1341 ORLEANS DRIVE, SUNNYVALE, CA 94089 (408) 743-8600 - 2,645,000 (\$31,740,000) COMMON STOCK. (FILE 333-19373 - JAN. 07) (BR. 9 - NEW ISSUE)
- SB-2 DISCOVERY LABORATORIES INC, 787 SEVENTH AVE, 44TH FL, NEW YORK, NY 10019 (212) 832-4364 - 12,101,411 (\$36,304,227) COMMON STOCK. (FILE 333-19375 - JAN. 07)
- S-3 LEXMARK INTERNATIONAL GROUP INC, ONE LEXMARK CENTRE DRIVE, LEXINGTON, KY 40511 (606) 232-2700 - 11,500,000 (\$296,125,000) COMMON STOCK. (FILE 333-19377 - JAN. 08) (BR. 3)
- S-3 MONMOUTH CAPITAL CORP, 125 WYCKOFF RD, P O BOX 335, EATONTOWN, NJ 07724 (908) 542-4927 - 500,000 (\$1,300,000) COMMON STOCK. (FILE 333-19381 - JAN. 08)
- S-8 COMMONWEALTH ALUMINUM CORP, 1200 MEIDINGER TWR, LOUISVILLE, KY 40202 (502) 295-5395 - 500,000 (\$7,718,750) COMMON STOCK. (FILE 333-19383 - JAN. 08) (BR. 6)
- S-8 FILM ROMAN INC, 12020 CHANDLER BLVD, STE 200, NORTH HOLLYWOOD, CA 91607 (818) 761-2544 - 1,227,695 (\$9,121,869.10) COMMON STOCK. (FILE 333-19387 - JAN. 08) (BR. 5)
- S-8 CV THERAPEUTICS INC, 3172 PORTER DR, PALO ALTO, CA 94304 (415) 812-9300 - 1,630,500 (\$6,332,347) COMMON STOCK. (FILE 333-19389 - JAN. 08) (BR. 1)
- S-3 GALILEO ELECTRO OPTICS CORP, GALILEO PARK, PO BOX 550, STURBRIDGE, MA 01566 (508) 347-9191 - 269,913 (\$6,595,998.94) COMMON STOCK. (FILE 333-19391 - JAN. 08) (BR. 1)
- S-3 HEALTHWATCH INC, 2445 CADES WAY, VISTA, CA 92083 (619) 598-4333 - 600,000 (\$1,275,000) COMMON STOCK. (FILE 333-19393 - JAN. 08) (BR. 1)
- S-8 IMNET SYSTEMS INC, 8601 DUNWOODY PLACE STE 420, ATLANTA, GA 30350 (770) 998-2200 - 650,000 (\$14,625,000) COMMON STOCK. (FILE 333-19395 - JAN. 08) (BR. 3)
- S-8 IMNET SYSTEMS INC, 8601 DUNWOODY PLACE STE 420, ATLANTA, GA 30350 (770) 998-2200 - 300,000 (\$6,750,000) COMMON STOCK. (FILE 333-19397 - JAN. 08) (BR. 3)
- S-8 DAWCIN INTERNATIONAL CORP, 100 GARDEN CITY PLAZA, STE 200, GARDEN CITY, NY 11530 (516) 739-8800 - 2,300,000 (\$395,600) COMMON STOCK. (FILE 333-19399 - JAN. 08) (BR. 6)
- SB-2 FROST HANNA CAPITAL GROUP INC, 7700 W CAMINO REAL, SUITE 222, BOCA RATON, FL 33431 (407) 367-1079 - 2,125,000 (\$12,954,000) COMMON STOCK. (FILE 333-19401 - JAN. 08) (BR. 9 - NEW ISSUE)
- S-8 UNITED STATES CELLULAR CORP, 8410 W BRYN MAWR AVE, STE 700, CHICAGO, IL 60631 (312) 399-8900 - 10,000 (\$277,500) COMMON STOCK. (FILE 333-19403 - JAN. 08) (BR. 3)
- S-8 UNITED STATES CELLULAR CORP, 8410 W BRYN MAWR AVE, STE 700, CHICAGO, IL 60631 (312) 399-8900 - 10,300 (\$285,825) COMMON STOCK. (FILE 333-19405 - JAN. 08) (BR. 3)
- S-8 FIRST AMERICAN RAILWAYS INC, 1360 S OCEAN BLVD, STE 1905, POMPANO BEACH, FL 33062 (305) 668-8449 - 750,000 (\$1,781,250) COMMON STOCK. (FILE 333-19407 - JAN. 08) (BR. 9)

- S-4 PONTOTOC BANCSHARES CORP, 19 SOUTH MAIN STREET, PONTOTOC, MS 38863
(601) 489-1631 - 330,000 (\$27,172,200) COMMON STOCK. (FILE 333-19409 -
JAN. 08) (BR. 9 - NEW ISSUE)
- S-8 RFS HOTEL INVESTORS INC, 889 RIDGE LAKE BLVD SUITE 100, MEMPHIS, TN
38120 (901) 767-5154 - 2,000,000 (\$38,625,000) COMMON STOCK. (FILE
333-19411 - JAN. 08) (BR. 8)
- S-1 DAWSON PRODUCTION SERVICES INC, 910 NE LOOP 410, STE 700, SAN ANTONIO,
TX 78208 (210) 828-1838 - 110,000,000 (\$110,000,000) STRAIGHT BONDS.
4,600,000 (\$68,139,800) COMMON STOCK. (FILE 333-19413 - JAN. 08) (BR. 4)
- S-8 ASSOCIATES FIRST CAPITAL CORP, 250 E CARPENTER FWY, IRVING, TX 75062
(214) 541-4000 - 750,000 (\$32,437,500) COMMON STOCK. (FILE 333-19417 -
JAN. 08) (BR. 7)
- S-8 COLE NATIONAL CORP /DE/, 5915 LANDERBROOK DR, MAYFIELD HEIGHTS, OH 44124
(216) 449-4100 - 884,000 (\$24,363,040) COMMON STOCK. (FILE 333-19419 -
JAN. 08) (BR. 2)
- S-8 ROYAL SILVER MINES INC, 10220 N NEVADA, STE 230, SPOKANE, WA 99218
(509) 838-5111 - 831,775 (\$727,803) COMMON STOCK. (FILE 333-19421 -
JAN. 08) (BR. 4)
- SB-2 KIDS STUFF INC, 4450 BELDEN VILLAGE ST NW, SUITE 406, CANTON, OH 44718
(330) 492-8090 - 2,220,000 (\$13,035,000) COMMON STOCK. (FILE 333-19423 -
JAN. 08)
- S-8 BENTHOS INC, 49 EDGARTON DRIVE, NORTH FALMOUTH, MA 02556 (508) 563-1000
- 290,000 (\$3,359,250) COMMON STOCK. (FILE 333-19425 - JAN. 08) (BR. 9)
- S-3 CONTISECURITIES ASSET FUNDING CORP, 277 PARK AVE, NEW YORK, NY 10172
(212) 207-2840 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.
(FILE 333-19427 - JAN. 08) (BR. 8)
- S-8 IMNET SYSTEMS INC, 8601 DUNWOODY PLACE STE 420, ATLANTA, GA 30350
(770) 998-2200 - 648,000 (\$14,580,000) COMMON STOCK. (FILE 333-19429 -
JAN. 08) (BR. 3)
- S-3 ARROW ELECTRONICS INC, 25 HUB DR, MELVILLE, NY 11747 (516) 391-1300 -
500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 333-19431 - JAN. 08)
(BR. 6)
- S-4 HS RESOURCES INC, ONE MARITIME PLAZA 15TH FLOOR, SAN FRANCISCO, CA 94111
(415) 433-5795 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE
333-19433 - JAN. 08) (BR. 4)
- S-3 GT INTERACTIVE SOFTWARE CORP, 16 EAST 40TH ST, NEW YORK, NY 10016
(212) 726-6500 - \$17,808,236 COMMON STOCK. (FILE 333-19435 - JAN. 08)
(BR. 3)
- S-4 AMCORE FINANCIAL INC, 501 SEVENTH ST, P O BOX 1537, ROCKFORD, IL 61104
(815) 968-2241 - 1,884,284 (\$18,830,342) COMMON STOCK. (FILE 333-19437 -
JAN. 08) (BR. 7)
- S-4 HEALTHSOUTH CORP, TWO PERIMETER PARK S, STE 224W, BIRMINGHAM, AL 35243
(205) 967-7116 - 5,675,761 (\$205,205,492.30) COMMON STOCK. (FILE
333-19439 - JAN. 08) (BR. 1)
- S-8 APOLLO EYE GROUP INC, 2424 NORTH FEDERAL HIGHWAY, SUITE 362, BOCA RATON,
FL 33431 (407) 395-5402 - 400,000 (\$900,000) COMMON STOCK. (FILE
333-19441 - JAN. 09) (BR. 2)
- S-8 WASTEMASTERS INC, 11940 COMAN RD, WALDRON, MI 49288 (517) 286-6555 -
1,205,000 (\$318,361) COMMON STOCK. (FILE 333-19443 - JAN. 09) (BR. 2)
- S-8 INGERSOLL RAND CO, 200 CHESTNUT RIDGE RD, PO BOX 8738, WOODCLIFF LAKE,
NJ 07675 (201) 573-0123 - 1,000,000 (\$43,812,500) COMMON STOCK. (FILE
333-19445 - JAN. 09) (BR. 5)

- S-3 US OFFICE PRODUCTS CO, 1025 THOMAS JEFFERSON STREET, SUITE 600E,
WASHINGTON, DC 20007 (202) 339-6700 - 11,500,000 (\$390,632,000)
COMMON STOCK. (FILE 333-19447 - JAN. 09) (BR. 2)
- S-3 SPECTRAM CORP, 50 HALL ROAD, STURBRIDGE, MA 01566 (508) 347-2261 -
2,070,000 (\$48,256,875) COMMON STOCK. (FILE 333-19449 - JAN. 09) (BR. 6)
- S-3 INTERFERON SCIENCES INC, 783 JERSEY AVE, NEW BRUNSWICK, NJ 08901
(908) 249-3250 - 6,513,400 (\$10,877,378) COMMON STOCK. (FILE 333-19451 -
JAN. 09) (BR. 1)
- S-8 REPUBLIC INDUSTRIES INC, 450 E LAS OLAS BLVD, STE 1200, FT. LAUDERDALE,
FL 33301 (305) 761-8333 - 766,342 (\$23,277,638.25) COMMON STOCK. (FILE
333-19453 - JAN. 09) (BR. 4)
- S-8 STONE MEDIA CORP, 634 PRESTON ROYAL, SUITE 214, DALLAS, TX 75230
(214) 361-2094 - 1,000,000 (\$500,000) COMMON STOCK. (FILE 333-19457 -
JAN. 09) (BR. 9)
- S-8 LIBBEY INC, 300 MADISON AVENUE, PO BOX 10060, TOLEDO, OH 43604
(419) 325-2100 - 200,000 (\$5,462,500) COMMON STOCK. (FILE 333-19459 -
JAN. 09) (BR. 6)
- S-8 HUNTCO INC, 14323 SOUTH OUTER FORTY, STE 600 N, TOWN & COUNTRY, MO 63017
(314) 878-0155 - 150,000 (\$2,221,875) COMMON STOCK. (FILE 333-19461 -
JAN. 09) (BR. 6)
- S-8 CELTRIX PHARMACEUTICALS INC, 3055 PATRICK HENRY DR, SANTA CLARA, CA
95054 (408) 988-2500 - 200,000 (\$506,000) COMMON STOCK. (FILE 333-19463 -
JAN. 09) (BR. 1)
- S-8 CYPRESS BIOSCIENCE INC, 401 QUEEN ANNE AVE N, SEATTLE, WA 98109
(206) 298-9400 - 100,000 (\$200,000) COMMON STOCK. (FILE 333-19465 -
JAN. 09) (BR. 1)
- S-8 WALGREEN CO, 200 WILMOT RD, DEERFIELD, IL 60015 (708) 940-2500 -
8,307,314 (\$327,100,488.75) COMMON STOCK. (FILE 333-19467 - JAN. 09)
(BR. 1)
- S-8 ARQULE INC, 200 BOSTON AVE, MEDFORD, MA 02155 (617) 395-4100 - 120,000
(\$1,830,000) COMMON STOCK. (FILE 333-19469 - JAN. 09) (BR. 1)
- S-3 DYNAGEN INC, 99 ERIE ST, CAMBRIDGE, MA 02139 (617) 491-2527 - 1,000,000
(\$1,625,000) COMMON STOCK. (FILE 333-19471 - JAN. 09) (BR. 1)
- S-8 PARTY CITY CORP, 450 COMMONS WAY, ROCKAWAY, NJ 07860 (201) 983-0888 -
603,333 (\$7,965,666) COMMON STOCK. (FILE 333-19473 - JAN. 09) (BR. 2)
- S-8 AASCHE TRANSPORTATION SERVICES INC, 10214 N MT VERNON RD, SHANNON, IL
61078 (815) 864-2421 - 110,000 (\$550,000) COMMON STOCK. (FILE 333-19475 -
JAN. 09) (BR. 5)
- S-8 PROSOFT I NET SOLUTIONS INC, 7100 KNOTT AVE, BUENA PARK, CA 90620
(714) 562-8282 - 1,792,500 (\$32,265,000) COMMON STOCK. (FILE 333-19477 -
JAN. 09) (BR. 1)
- N-2 MERRILL LYNCH MUNICIPAL STRATEGY FUND INC, 800 SCUDDERS MILL RD,
ADMINISTRATIVE OFFICES, PLAINSBORO, NJ 08536 - 32,258 (\$329,999)
COMMON STOCK. (FILE 333-19479 - JAN. 09) (BR. 17)
- S-4 WORLDCORP INC, 13873 PARK CTR RD STE 490, HERNDON, VA 22071
(703) 834-9200 - 10,000,000 (\$10,000,000) STRAIGHT BONDS. (FILE 333-19481
- JAN. 09) (BR. 5)
- S-3 WORLDCORP INC, 13873 PARK CTR RD STE 490, HERNDON, VA 22071
(703) 834-9200 - 120,000 (\$510,000) COMMON STOCK. (FILE 333-19483 -
JAN. 09) (BR. 5)
- S-1 KRAUSES FURNITURE INC, 200 NORTH BERRY STREET, SUITE 109, BREA, CA 92821
(714) 990-3100 - 4,394,528 (\$5,800,777) COMMON STOCK. (FILE 333-19485 -
JAN. 09) (BR. 6)

- S-8 UROHEALTH SYSTEMS INC, 5 CIVIC PLAZA, SUITE 100, NEWPORT BEACH, CA 92660
(714) 668-5858 - 4,339,685 (\$33,892,940) COMMON STOCK. (FILE 333-19487 -
JAN. 09) (BR. 6)
- S-3 UNITED STATES FILTER CORP, 40-004 COOK STREET, PALM DESERT, CA 92211
(619) 340-0098 - 1,157,734 (\$35,817,395.63) COMMON STOCK. (FILE 333-19489
- JAN. 09) (BR. 6)
- S-8 PRIME RETAIL INC, 100 EAST PRATT ST, STE 1900, BALTIMORE, MD 21202
(410) 234-0782 - 1,215,000 (\$15,263,437.50) COMMON STOCK. (FILE 333-19491
- JAN. 09) (BR. 8)
- N-2 SIRROM CAPITAL CORP, 500 CHURCH STREET, STE 200, NASHVILLE, TN 37219
(615) 256-0701 - 3,335,000 (\$117,558,750) COMMON STOCK. (FILE 333-19493 -
JAN. 09) (BR. 20)
- S-4 RADNOR HOLDINGS CORP, THREE RADNOR CORPORATE CENTER STE 300,
100 MATSONFORD RD, RADNOR, PA 19087 (610) 995-9200 - 100,000,000
(\$100,000,000) STRAIGHT BONDS. (FILE 333-19495 - JAN. 09) (BR. 6
- NEW ISSUE)
- S-3 ADVANTA MORTGAGE CONDUIT SERVICES INC, 16875 W BERNARDO DR, SAN DIEGO,
CA 92127 - 525,724,122 (\$525,724,122)
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 333-19499 - JAN. 09)
(BR. 8)