

SEC NEWS DIGEST

Issue 97-105

June 2, 1997

ENFORCEMENT PROCEEDINGS

COMMISSION ORDERS TRADING SUSPENSION IN SECURITIES OF AMQUEST INTERNATIONAL D LTD.

On May 30, the Commission announced that, pursuant to Section 12(k) of the Securities Exchange Act of 1934, it issued an order suspending trading in the securities of Amquest International, Ltd. (Amquest or the Company), a Ft. Lauderdale, Florida-based company which holds itself out to be part of an integrated system of companies for the provision of mortgage banking, investment and consumer credit services. The order was issued because of questions regarding the accuracy of assertions by Amquest, and by others, in documents filed with the Commission and distributed to investors concerning, among other things, Amquest's ownership of certain Brazilian "Rights" and other assets, the value of certain assets claimed by Amquest, the amount of income, if any, Amquest has generated, the acquisition by Amquest of certain entities, and the composition and involvement in Company affairs of the Amquest's purported management. Pursuant to the Commission's order, trading in Amquest securities was suspended for the period from 9:30 a.m. EDT, May 30, 1997 through 11:59 p.m. EDT, on June 12, 1997.

The Commission cautions broker-dealers, shareholders, and prospective purchasers that they should carefully consider the foregoing information along with all other currently available information and any information subsequently issued by the company. (Rel. 34-38695)

CHRISTOPHER JENNINGS BARRED

On May 30, the Commission issued an order barring Christopher D. Jennings of Tulsa, Oklahoma from association with any broker, dealer, investment adviser, investment company or municipal securities dealer and from participating in any offering of penny stock. The Commission found that Jennings willfully violated the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 by failing to disclose to his customers that he had arranged to receive and received \$7,897 in additional compensation from a promoter for sales to his customers of securities of United Payphone Services, Inc. Jennings consented

to the issuance of the order without admitting or denying the Commission's findings. (Rel. 34-38696)

COMPLAINT FILED AGAINST AFFORDABLE PREPAID CELLULAR, INC. AND JOHN ROCKETT

The Commission announced on May 20 that the Honorable Richard A. Paez, United States District Judge for the Central District of California, issued a temporary restraining order against Affordable Prepaid Cellular, Inc. (APC) and its part-owner and Vice President John C. Rockett (Rockett) for alleged violations of the antifraud provisions of the federal securities laws. The Court also issued orders expediting discovery, prohibiting the destruction of documents, and compelling an accounting by APC.

The complaint alleges that since at least January 1997, APC and Rockett have offered and sold APC's securities, in the form of \$5,000 corporate notes, to investors, without disclosing that Rockett is an officer and part-owner of APC, that Rockett has been twice convicted for felony violations of the state securities laws, and that Rockett is the subject of at least eight additional state regulatory orders based on securities law violations. The complaint further alleges that APC misrepresents to investors that it is located in Seattle, Washington, when in fact it is located in Lake Forest, California. APC's stated business is to provide prepaid cellular telephone service to "credit-challenged" individuals. The complaint also seeks preliminary and permanent injunctions against the defendants, disgorgement from both defendants, and civil penalties from APC. [SEC v. Affordable Prepaid Cellular, Inc. and John C. Rockett, Civil Action No. 97-3750 RAP, JGx, C.D. Cal.] (LR-15378)

ORDERS OF PERMANENT INJUNCTION AND OTHER RELIEF ENTERED AGAINST NU-LIFE INTERNATIONAL OF GEORGIA, INC. AND GENE ARTHUR

On May 21, the Honorable Orinda D. Evans, United States District Judge for the Northern District of Georgia, entered separate orders of permanent injunction and other relief against Nu-Life International of Georgia, Inc. (Nu-Life) and Gene Arthur (Arthur), enjoining them from violating Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. Arthur was ordered to pay civil penalties in the amount of \$20,000 within 30 days of the date of the Order. The Court further ordered Nu-Life and Arthur to prepare sworn accountings of all monies received from the scheme and of the disposition and use of said funds. The accountings are to be submitted to the Court within 30 days of the date of the Court's order.

Nu-Life and Arthur consented to the relief without admitting or denying the allegations set forth in a complaint filed by the Commission on September 27, 1996. The complaint alleged that the defendants raised at least \$200,000 from approximately 100 investors in at least twelve states by selling securities in the form of

investment contracts and approximately \$662,500 in stock options. The complaint further alleged that the defendants sold Nu-Life memberships at prices ranging from \$494 to \$12,500 by misrepresenting or failing to disclose material facts in connection with the offer and sale of the securities. For more information, see LR-15099 (September 30, 1996). [SEC v. Nu-Life International of Georgia, Inc. and Gene Arthur, Civil Action No. 1:96-CV-2534-ODE, N.D. GA.] (LR-15379)

INVESTMENT COMPANY ACT RELEASES

COMPASS CAPITAL FUNDS ET AL.

A notice has been issued giving interested persons until June 23 to request a hearing on an application filed by Compass Capital Funds et al. for an order under Sections 6(c) and 17(b) of the Investment Company Act that would grant an exemption from Section 17(a) of the Act, under Rule 17d-1 to permit certain joint transactions in accordance with Section 17(d) and Rule 17d-1 thereunder, and under Section 6(c) that would grant an exemption from Section 17(e) of the Act. The order would permit certain registered investment companies to use cash collateral received from the borrowers of their portfolio securities to purchase shares of an affiliated private investment company (Trust) pursuant to a securities lending program (Program); PNC Bank, National Association (PNC Bank) to receive fees for acting as lending agent with respect to the Program; and certain joint transactions incident to the Program. The order also would permit PNC Bank or any entity which may be controlled by or under common control with PNC Bank (PNC Entity) to engage in principal transactions in securities with certain registered investment companies that are affiliated persons of PNC Bank or any PNC Entity solely because they hold 5% or more of the securities of the Trust; and to receive fees or commissions from such investment companies for acting as broker or agent in connection with the purchase or sale of securities to the companies. (Rel. IC-22693 - May 29)

STATE STREET RESEARCH FINANCIAL TRUST, ET AL.

A notice has been issued giving interested persons until June 19 to request a hearing on an application filed under the Investment Company Act by State Street Research Financial Trust, et al. Applicants request an order pursuant to Section 17(b) of the Act granting relief from Section 17(a). The requested order would permit applicants to effect a reorganization between certain registered open-end management investment companies. (Rel. IC-22694 - May 30)

HOLDING COMPANY ACT RELEASES

NORTHEAST UTILITIES, ET AL.

A supplemental order has been issued authorizing Northeast Utilities (NU), a registered holding company, and its subsidiary companies, Holyoke Water Power Company, Western Massachusetts Electric Company (WMECO), Public Service Company of New Hampshire, North Atlantic Energy Corporation (NAEC) and The Connecticut Light & Power Company (CL&P) (collectively, Applicants) to incur short-term debt and amend their revolving credit facility (Facility) with certain lending institutions, effective no later than May 30, 1997. Specifically, Applicants propose that: CL&P and WMECO collateralize their obligations under the Facility with first mortgage bonds; NU's borrowing limit thereunder be eliminated until NU, CL&P and WMECO satisfy certain financial tests; the borrowing limit of CL&P and WMECO not exceed at any time the aggregate principal amount of collateral first mortgage bonds issued by each as security for its respective obligations under the Facility; each borrower pay an amendment fee equal to .25% of its commitment under the Facility; and the short-term borrowing limit of NAEC be increased from \$50 million to \$60 million and to amend the Money Pool to enable NAEC to borrow from all of the NU system companies. (Rel. 35-26721)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change (SR-PCX-97-17) filed by the Pacific Exchange to correct its rules on listing standards has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of June 2. (Rel. 34-38690)

A proposed rule change filed by the Municipal Securities Rulemaking Board (SR-MSRB-97-3) establishing a fee relating to the operation of its Official Statement/Advance Refunding Document subsystem of the Municipal Securities Information Library has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of June 2. (Rel. 34-38694)

PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-97-34) relating to miscellaneous amendments to arbitration procedures and clarifications of the Code of Arbitration procedure. Publication of the proposal is expected in the Federal Register during the week of June 2. (Rel. 34-38692)

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.
- Item 9. Regulation S Offerings.

The following companies have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
A I M MANAGEMENT GROUP INC /DE/	DE				X				X		05/27/97	
ABLE TELCOM HOLDING CORP	FL	X									05/30/97	AMEND
ACCESS ANYTIME BANCORP INC	DE					X					05/27/97	
ADINA INC	DE				X						05/15/97	
ADINA INC	DE				X						05/20/97	
ADVANCED TECHNOLOGY MATERIALS INC / DE/	DE	X									05/17/97	
ALAMCO INC	DE		X								05/27/97	
ALCIDE CORP	DE					X	X				05/21/97	
ALEXANDER MARK INVESTMENTS USA INC	CO	X									05/15/97	
ALEXANDER MARK INVESTMENTS USA INC	CO		X								05/20/97	
ALLTRISTA CORP	IN		X								05/19/97	
AMERICAN RADIO SYSTEMS CORP /MA/	DE					X	X				05/30/97	
AMES DEPARTMENT STORES INC	DE					X					04/26/97	AMEND
AMRESKO INC	DE					X	X				05/28/97	
ANICOM INC	DE					X					05/22/97	
ASECO CORP	DE					X	X				05/23/97	
ATM HOLDINGS INC	NV					X	X				05/12/97	
BANK OF AMERICA NATIONAL TRUST & SA VING ASSOCIATION						X	X				05/15/97	
BANK OF AMERICA NATIONAL TRUST & SA VING ASSOCIATION						X	X				05/15/97	
BASIC EARTH SCIENCE SYSTEMS INC	DE				X		X				04/26/97	AMEND
CAMELOT CORP	CO		X								05/20/97	
CARLYLE REAL ESTATE LTD PARTNERSHIP IX	IL		X					X			05/15/97	
CENTRAL GARDEN & PET COMPANY	DE		X					X			05/26/97	
CHAMPION FINANCIAL CORP /MD/	UT					X					05/30/97	
CHASE MANHATTAN BANK USA	DE					X	X				05/30/97	
CHASE MANHATTAN GRANTOR TRUST 1995- B						X	X				05/30/97	
CHASE MANHATTAN GRANTOR TRUST 1996- A	NY					X	X				05/30/97	
CHASE MANHATTAN HOME EQUITY LOAN TR UST 1995-1	NY					X	X				05/30/97	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
HFB FINANCIAL CORP	TN				X		X				05/20/97	
HIRSCH INTERNATIONAL CORP	NY	X									05/28/97	
HOSPITALITY PROPERTIES TRUST	MD				X		X				05/20/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996-1	DE		X								05/14/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996-2	DE		X								05/14/97	
HOUSEHOLD CREDIT CARD MASTER TRUST I	DE		X								05/15/97	
HOUSEHOLD FINANCE CORP HOUSEHOLD CONSUMER LN TRUST 1995-1 /	NV	X									05/14/97	
HOUSEHOLD PRIVATE LABEL CREDIT CARD MASTER TRUST II	NV	X									05/20/97	
HOUSEHOLD REVOLVING HOME EQUITY LOAN TRUST 1996-2	IL	X									05/20/97	
INTERACTION MEDIA CORP	DE				X						05/27/97	
INTERLINK COMPUTER SCIENCES INC	CA				X						05/22/97	
JDN REALTY CORP	MD				X		X				05/30/97	
JOHNSON CONTROLS INC	WI				X						03/31/97	
KOGER EQUITY INC	FL				X		X				05/27/97	
KU ENERGY CORP	KY				X		X				05/20/97	
LAIDLAW INC		X	X		X	X	X				05/30/97	
LG&E ENERGY CORP	KY				X		X				05/20/97	
LUNN INDUSTRIES INC /DE/	DE		X								05/15/97	
MAGELLAN INTERNATIONAL INC	DE	X	X				X				05/16/97	
MAGNUM HUNTER RESOURCES INC	NV				X						05/29/97	
MARTIN LAWRENCE LIMITED EDITIONS INC	DE			X	X		X				05/27/97	
MERRILL LYNCH & CO INC	DE				X		X				05/30/97	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE	X									05/25/97	
MOBIL CORP	DE						X				05/28/97	
NATIONAL SEMICONDUCTOR CORP	DE	X									05/29/97	
NORTHERN STATES POWER CO /MN/	MN				X						05/30/97	
NORWEST ASSET SECURITIES CORP	DE	X									05/30/97	
NORWEST AUTO RECEIVABLES CORP	DE						X				04/15/97	
NORWEST AUTO RECEIVABLES CORP	DE						X				05/15/97	
NU TECH BIO MED INC	DE				X		X				05/23/97	
NUOASIS GAMING INC	DE	X									05/28/97	
OFFICE DEPOT INC	DE				X						05/27/97	
OHSL FINANCIAL CORP	DE	X									05/30/97	
OLD REPUBLIC INTERNATIONAL CORP	DE				X		X				05/27/97	
PANAMSAT CORP	DE	X	X				X				05/16/97	
PANAVISION INC	DE				X		X				05/18/97	AMEND
PANENERGY CORP	DE				X		X				05/28/97	
PANENERGY CORP	DE				X		X				05/28/97	
PHOTOGEN TECHNOLOGIES INC	NV	X	X				X				05/16/97	
PS GROUP HOLDINGS INC	DE				X		X				05/30/97	
RESIDENTIAL FUNDING MORTGAGE SECURITIES I INC	DE				X		X				05/30/97	
ROSELAND OIL & GAS INC	OK				X						04/29/97	
SALOMON BROS MORT SEC VII INC AST BK FL RTE CER SE 1997-LB1	NY						X				05/27/97	
SALOMON BROTHERS MORTGAGE SECURITIES VII INC	DE				X		X				05/27/97	
SDW HOLDINGS CORP	DE				X		X				05/27/97	
SEAGRAM CO LTD	CA				X		X				05/28/97	
SIGNET HELOC TRUST 1995-A	VA				X		X				05/20/97	
SIGNET STUDENT LOAN TRUSTS	VA				X		X				05/20/97	
SOURCE SERVICES CORP	DE				X		X				05/30/97	
SOUTHERN PACIFIC SEC ASS CORP MORT	NY						X				05/27/97	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT	
		1	2	3	4	5	6	7	8	9			
LN ASS BK PAS THR CERT SE SOUTHERN PACIFIC SECURED ASSETS COR	NY								X			05/27/97	
P SERIES 1996-4													
SOUTHPOINT STRUCTURED ASSETS INC	DE				X	X						05/15/97	
SPLASH TECHNOLOGY HOLDINGS INC	DE	X				X						05/30/97	
STAFFMARK INC		X				X						03/18/97	AMEND
STAPLES INC	DE				X	X						05/27/97	
STATEWIDE FINANCIAL CORP	NJ				X							12/31/97	
STEVENS INTERNATIONAL INC	DE	X				X						03/18/97	AMEND
STORAGE USA INC	TN					X						05/30/97	
STORER COMMUNICATIONS INC	DE					X	X					05/27/97	
STRUCTURED ASSET SECURITIES CORP SE RIES 1996-5	NY								X			05/27/97	
SUN HEALTHCARE GROUP INC	DE				X	X						05/27/97	
SUPERIOR BANK FSB	IL				X	X						05/27/97	
SUSA PARTNERSHIP LP	TN				X	X						05/30/97	
SYQUEST TECHNOLOGY INC	DE				X	X						05/30/97	
TCF FINANCIAL CORP	DE					X	X					05/23/97	
TEL COM WIRELESS CABLE TV CORP	FL	X				X						05/29/97	AMEND
THERMO CARDIOSYSTEMS INC	MA	X				X						05/02/97	AMEND
TIDEWATER INC	DE	X				X						05/16/97	
TIDEWATER INC	DE			X		X						05/22/97	
TITAN PHARMACEUTICALS INC	DE				X							05/28/97	
TOY BIZ INC	DE				X	X						07/24/96	
TOYOTA AUTO RECEIVABLES 1997-A GRAN TOR TRUST	CA		X									04/30/97	
TRUSTCO BANK CORP N Y	NY				X							05/19/97	
U S MEDICAL PRODUCTS INC	TX	X				X						05/20/97	
U S RESTAURANT PROPERTIES MASTER L P	DE	X				X						03/31/97	AMEND
UNAPIX ENTERTAINMENT INC	DE	X				X						03/17/97	
UNITED COMPANIES FINANCIAL CORP	LA					X						06/02/97	
UNITED NATIONAL BANCORP	NJ				X	X						12/31/97	
VISTA TECHNOLOGIES INC	NV			X		X						03/06/97	
VOICE POWERED TECHNOLOGY INTERNATIO NAL INC	CA	X										05/22/97	
WATERMARC FOOD MANAGEMENT CO	TX	X										05/15/97	AMEND
WESTINGHOUSE ELECTRIC CORP	PA				X	X						05/30/97	
WNC HOUSING TAX CREDIT FUND V LP SE RIES 4	CA	X										05/15/97	
WYANT CORP	NY					X						03/18/97	AMEND