

# SEC NEWS DIGEST

Issue 97-149

August 4, 1997

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## COMMISSION ANNOUNCEMENTS

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### DISCOVERY ZONE TRADING SUSPENSION

On August 1, the Commission temporarily suspended, pursuant to Section 12(k) of the Securities Exchange Act of 1934, over-the-counter trading of the cancelled common stock, common stock options and partnership interests of Discovery Zone, Inc. (Discovery), of Ft. Lauderdale, Florida. The suspension is effective from 3:30 p.m. (EDT) on August 1, 1997 to 3:29 p.m. (EDT) on August 15, 1997.

The Commission suspended trading, temporarily, because of a lack of adequate information concerning Discovery. On July 29, 1997, Discovery emerged from Chapter 11 bankruptcy protection. Under Discovery's Reorganization Plan, all of the common stock, common stock options and partnership interests existing as of the date of the bankruptcy petition, March 25, 1996, were cancelled, annulled and extinguished as of the effective date of the Plan, July 29, 1997. Despite press releases and notification by the company that Discovery's common stock was cancelled and no longer represented any economic or beneficial value, the daily trading volume of Discovery's common stock was approximately six million shares and four million shares for July 30, 1997 and July 31, 1997, respectively, the two days following the cancellation of the common stock. Trading of the common stock was continuing on August 1, 1997. (Rel. 34-38895)

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## ENFORCEMENT PROCEEDINGS

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### NASD DISCIPLINARY ACTION AGAINST RAYMOND JAMES & ASSOCIATES, INC. VACATED AND REMANDED

The Commission has vacated and remanded NASD disciplinary action against Raymond James & Associates, Inc. (Raymond James), a registered broker-dealer and member of the NASD. The NASD found that Raymond James charged its customers unfair markups in the sale of direct participation program limited partnership securities, in violation of Article III, Sections 1 and 4 of the NASD's Rules of Fair Practice. The NASD censured Raymond James, assessed costs, and

ordered it to pay restitution in the amount of \$44,745.66, plus interest. The Commission remanded the proceedings to the NASD for further explanation of its markup analysis. (Rel. 34-38893)

#### UNREGISTERED INVESTMENT ADVISER CHARGED WITH DEFRAUDING CLIENTS AND BROKER-DEALER

The Commission announced that it filed a complaint against Robert L. Gray (Gray), a convicted felon, alleging that, from in or about January 1993 through in or about June 1996, Gray, while unlawfully acting as an unregistered investment adviser: misappropriated over \$139,000 from his advisory clients; made material misrepresentations to clients concerning their investments to conceal his misappropriation; engaged in free-riding at the expense of a registered broker-dealer through which Gray effected client trades; failed to maintain required investment advisory records; failed to furnish clients with required written disclosure statements; entered into advisory contracts that unlawfully provided for performance-based compensation and did not prohibit assignment of the contracts without client consent; failed to adhere to the rules governing treatment of client funds in an adviser's custody; and failed to disclose his disciplinary and criminal history to his clients.

The Commission alleges that Gray violated Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5, and Sections 203(a), 204, 205(a)(1) and (2), and 206(1), (2) and (4) of the Investment Advisers Act of 1940, and Rules 204-2, 204-3, 206(4)-2 and 206(4)-4. The Commission seeks permanent injunctions, disgorgement, prejudgment interest, and civil penalties. [SEC v. Robert L. Gray, 97 Civ. 5732, LAK, SDNY] (LR-15427)

#### THREE BROKERS SETTLE ALLEGATIONS THAT THEY RECEIVED KICKBACKS

The Commission announced today that three stockbrokers, previously charged with receiving kickbacks in exchange for selling certain securities to their clients, have settled the charges against them. On September 27, 1996, the Commission filed a complaint in U.S. District Court for the Middle District of Florida alleging that a group of stock promoters engaged in an 18-month fraudulent scheme in which they paid \$477,580 in bribes to seven stockbrokers to induce them to retail securities to the public. The complaint alleges that the promoters netted approximately \$2.6 million from the scheme.

The settling stock brokers are:

Robert Thomas Beatty (Robert Beatty), age 55, of Hollywood, Florida, who was employed by First New England Securities Corp. in Deerfield Beach, Florida during the relevant period;

Vincent St. Clair Beatty (Vincent Beatty), age 34, of Parkland, Florida, who was employed by First New England during the relevant period;

David Scott Rossman (Rossman), age 38, of Castlerock, Colorado, who was employed by Kemper Securities in Denver, Colorado during the relevant period;

Robert Beatty consented, without admitting or denying the allegations in the complaint, to the issuance of a Final Judgment by Judge Patricia C. Fawsett of the United States District Court for the Middle District of Florida enjoining him from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 -- the "antifraud" provisions of the federal securities laws. Robert Beatty's disgorgement of the bribes he received was waived, and a civil penalty not imposed, based on his demonstrated inability to pay. Robert Beatty also consented to the issuance of an Order by the Commission barring him from association with any broker-dealer, investment company, investment adviser or municipal securities dealer with a right to reapply after three years.

Vincent Beatty also consented, without admitting or denying the allegations in the complaint, to the issuance of a Final Judgment enjoining him from future violations of the antifraud provisions. Vincent Beatty's disgorgement of the bribes he received was waived, and a civil penalty not imposed, based on his demonstrated inability to pay.

Rossman consented, without admitting or denying the allegations in the complaint, to the issuance of a Final Judgment: enjoining him from future violations of the antifraud provisions; ordering him to disgorge \$3,261 representing the bribes he received, plus prejudgment interest; and ordering him to pay a civil penalty of \$5,000. Rossman also consented to the issuance of an Order by the Commission barring him from association with any broker-dealer, investment company, investment adviser or municipal securities dealer with a right to reapply after one year. The Commission is continuing to litigate against the remaining defendants. [SEC v. Atlantic Capital Corporation, Wall Street Marketing, Inc., Pullman Publications, Inc., Stephen DeCesare, Mark Missler, Patrick Kephart, Howard Jenkins, Scott Mijares, Robert Thomas Beatty, Vincent St. Clair Beatty, Michael Cardascia, David Scott Rossman, Adrian Wilson, Timothy B. Daley, and David M. Connochie, M.D. Fla., 96 Civ.] (LR-15428)

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## HOLDING COMPANY ACT RELEASES

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### NEW CENTURY ENERGIES, INC.

A memorandum opinion and order has been issued authorizing New Century Energies, Inc. (New Century Energies), a company not currently subject to the Public Utility Holding Company Act of 1935, as amended (Act): to acquire Southwestern Public Service Company, Public Service Company of Colorado, and its subsidiary utility company, Cheyenne Light, Fuel and Power Company, all public utility

companies (Operating Companies); to acquire the nonutility subsidiaries of the Operating Companies; to organize a service company subsidiary, New Century Services, Inc.; to engage in affiliate transactions; and to engage in related transactions. Following the acquisition, New Century Energies will register under Section 5 of the Act. (Rel. 35-26748)

#### TUC HOLDING COMPANY

A memorandum opinion and order has been issued under Sections 9(a)(2) and 10 of the Act authorizing TUC Holding Company (TUC Holding), a Texas corporation not currently subject to the Act, to acquire all of the issued and outstanding common stock of ENSERCH Corporation, a Texas gas public-utility company, and Texas Utilities Company (TUC), a Texas electric public-utility holding company exempt under Section 3(a)(1) from all provisions of the Act except Section 9(a)(2), and, through such acquisition, to acquire TUC's public-utility subsidiary companies, Texas Utilities Electric Company and Southwestern Electric Service Company. The order also exempts TUC Holding under Section 3(a)(1) of the Act from all provisions of the Act except Section 9(a)(2), following the proposed acquisition. (Rel. 35-26749)

#### NEW CENTURY ENERGIES, INC., ET AL.

An order has been issued authorizing a proposal by New Century Energies, Inc., a recently formed public utility holding company that will register under the Public Utility Holding Company Act of 1935, as amended, and its utility and nonutility subsidiaries (Applicants). Applicants propose to engage in various financing and related transactions through December 31, 1999, subject to certain conditions. (Rel. 35-26750)

#### NEW CENTURY ENERGIES, INC.

An order has been issued authorizing a proposal by New Century Energies, Inc. (NCE), a recently formed public utility holding company, to implement a shareholders rights plan. Under the plan, NCE will distribute to the holders of each share of its outstanding common stock the right to purchase one one-hundredth of a share of Series A Junior Participating Preferred Stock (Preferred Stock) at a price to be determined by the board of directors, subject to adjustment to prevent dilution. Ten days after the occurrence of certain events related to a possible takeover of NCE, each right will become exercisable. Upon exercise, a holder will receive shares of the Preferred Stock, or other assets or securities of NCE, with a value equal to two times the purchase price of the right then in effect. If NCE is acquired in certain circumstances in a business combination transaction or more than half its assets or earning power is transferred, a holder will receive upon exercise common stock of the acquiring company having a value equal to twice the purchase price of the right then in effect. The rights will be subject to redemption by NCE or exchange for shares of common stock in some circumstances, and the board of directors of NCE may amend

the terms of the rights without limitation prior to their exercisability, and in immaterial respects thereafter. (Rel. 35-26751)

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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. Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

- S-8 ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY, MIAMI, FL 33132  
(305) 539-6630 - 12,600,000 (\$12,600,000) FOREIGN COMMON STOCK (FILE  
333-7288 - JUL 21) (BR 5)
- S-8 ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY, MIAMI, FL 33132  
(305) 539-6630 - 1,200,000 (\$43,200,000) FOREIGN COMMON STOCK (FILE  
333-7290 - JUL. 21) (BR 5)
- F-6 TV AZTECA SA DE CV /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY  
10286 (212) 495-1727 - 100,000,000 (\$5,000,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-7296 - JUL. 21) (BR 99  
- NEW ISSUE)
- F-1 ESAT TELECOM GROUP PLC, NORTH BLCOK MALT HOUSE, GRAND CANAL QUAY,  
DUBLIN 2 IRELAND, L3 - \$35,000,000 FOREIGN GOVERNMENT AND AGENCY DEBT  
(FILE 333-7302 - JUL 22) (BR 3)
- S-8 LOGAL EDUCATIONAL SOFTWARE & SYSTEMS LTD,  
10105 UPPER GALILEE MOBILE POST, KIRYAT SHMONA ISRAEL, L3 (972) 695-1652 -  
949,723 (\$2,374,307.50) FOREIGN COMMON STOCK (FILE 333-7310 - JUL. 23)  
(BR 3)
- F-10 CALL NET ENTERPRISES INC, 2235 SHEPPARD AVENUE EAST,  
ATRIA II SUITE 1800, NORTH YORK ONTARIO M2J 5G1, A6 00000 (416) 496-1644 -  
72,370,000 (\$247,370,000) FOREIGN GOVERNMENT AND AGENCY DEBT (FILE  
333-7312 - JUL 24) (BR. 3)
- S-3 SERVICEMASTER LTD PARTNERSHIP, ONE SERVICEMASTER WAY, DOWNERS GROVE, IL  
60515 (708) 964-1300 (FILE 333-32167 - JUL. 28) (BR ,1)
- S-3 INTERSTATE HOTELS CO, FOSTER PLAZA 10, 680 ANDERSEN DR, PITTSBURGH, PA  
15220 (412) 937-0600 (FILE 333-32169 - JUL 28) (BR. 5)
- S-4 STAR MULTI CARE SERVICES INC, 99 RAILROAD STATION PLAZA, SUITE 208,  
HICKSVILLE, NY 11801 (516) 938-2016 - 1,021,052 (\$3,012,103 40)  
COMMON STOCK. (FILE 333-32171 - JUL 28) (BR 1)
- S-8 BANK OF THE OZARKS INC, 425 WEST CAPITOL AVENUE, SUITE 3100,  
LITTLE ROCK, AR 72201 (501) 374-4100 - 285,000 (\$5,095,800) COMMON STOCK  
(FILE 333-32173 - JUL 28) (BR. 7)
- S-8 BANK OF THE OZARKS INC, 425 WEST CAPITOL AVENUE, SUITE 3100,  
LITTLE ROCK, AR 72201 (501) 374-4100 - 80,000 (\$1,430,000) COMMON STOCK  
(FILE 333-32175 - JUL 28) (BR 7)

S-8 BANK OF THE OZARKS INC, 425 WEST CAPITOL AVENUE, SUITE 3100,  
LITTLE ROCK, AR 72201 (501) 374-4100 - 200,000 (\$3,576,000) COMMON STOCK.  
(FILE 333-32177 - JUL 28) (BR. 7)

S-3 EQUITY RESIDENTIAL PROPERTIES TRUST, TWO N RIVERSIDE PLZ, STE 400,  
CHICAGO, IL 60606 (312) 466-1300 (FILE 333-32183 - JUL. 28) (BR. 8)

S-8 DUPONT E I DE NEMOURS & CO, 1007 MARKET ST, WILMINGTON, DE 19898  
(302) 774-1000 - 19,000,000 (\$997,500,000) COMMON STOCK (FILE 333-32185 -  
JUL 28) (BR. 4)

S-8 DIEBOLD INC, P O. BOX 8230, 5995 MAYFAIR RD, CANTON, OH 44711  
(216) 489-4000 - 3,000,000 (\$131,437,500) COMMON STOCK. (FILE 333-32187 -  
JUL 28) (BR 6)

S-8 CONSEP INC, 213 SW COLUMBIA ST, BEND, OR 97770 (503) 388-3688 - 300,000  
(\$731,250) COMMON STOCK. (FILE 333-32189 - JUL. 28) (BR. 2)

S-4 NATIONAL OILWELL INC, 5555 SAN FELIPE, HOUSTON, TX 77056 (713) 960-5100  
- 10,953,922 (\$440,038,251.50) COMMON STOCK (FILE 333-32191 - JUL. 28)  
(BR 6)

S-3 MACROMEDIA INC, 600 TOWNSEND ST, STE 310 W, SAN FRANCISCO, CA 94103  
(415) 252-2000 - 599,996 (\$5,512,463) COMMON STOCK (FILE 333-32193 -  
JUL 28) (BR 3)

S-4 WAVETEK CORP, 11995 EL CAMINO REAL, STE 301, SAN DIEGO, CA 92130  
(619) 793-2300 - \$85,000,000 STRAIGHT BONDS (FILE 333-32195 - JUL. 28)  
(NEW ISSUE)

S-8 EQUITABLE RESOURCES INC /PA/, 420 BLVD OF THE ALLIES, PITTSBURGH, PA  
15219 (412) 261-3000 - 260,000 (\$7,637,500) COMMON STOCK (FILE 333-32197  
- JUL 28) (BR 4)

S-1 PERVASIVE SOFTWARE INC, 8834 CAPITAL OF TEXAS HWY, AUSTIN, TX 78719  
(512) 794-1719 - \$46,000,000 COMMON STOCK (FILE 333-32199 - JUL. 28)  
(NEW ISSUE)

S-8 AMERUS LIFE HOLDINGS INC, 418 SIXTH AVE, DES MOINES, IA 50309  
(515) 280-1331 - 150,000 (\$4,171,500) COMMON STOCK. (FILE 333-32201 -  
JUL 28) (BR 1)

S-8 AMERUS LIFE HOLDINGS INC, 418 SIXTH AVE, DES MOINES, IA 50309  
(515) 280-1331 - 1,400,000 (\$38,934,000) COMMON STOCK (FILE 333-32203 -  
JUL 28) (BR 1)

S-8 LILLY INDUSTRIES INC, 733 S WEST ST, INDIANAPOLIS, IN 46225  
(317) 687-6700 - 1,000,000 (\$21,125,000) COMMON STOCK (FILE 333-32205 -  
JUL 28) (BR 4)

S-4 HCC INDUSTRIES INC /DE/, 4232 TEMPLE CITY BLVD, PO BOX 739, ROSEMEAD, CA  
91770 (213) 283-7500 - 90,000,000 (\$90,000,000) STRAIGHT BONDS. (FILE  
333-32207 - JUL. 28) (BR 3)

S-8 MERRILL LYNCH & CO INC, 250 VESEY ST, WORLD FINANCIAL CTR N TOWER,  
NEW YORK, NY 10281 (212) 449-1000 - 100,000,000 (\$100,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-32209 - JUL. 28)  
(BR 8)

S-8 METRICOM INC / DE, 980 UNIVERSITY AVE, LOS GRATOS, CA 95030  
(408) 399-8200 - 1,350,000 (\$8,205,858) COMMON STOCK. (FILE 333-32211 -  
JUL 28) (BR 3)

S-8 MATRIX PHARMACEUTICAL INC/DE, 34700 CAMPUS DR, FREMONT, CA 94555  
(415) 326-6100 - 2,250,000 (\$14,132,812.50) COMMON STOCK. (FILE 333-32213  
- JUL 28) (BR 1)

S-8 COMDISCO INC, 6111 N RIVER RD, ROSEMONT, IL 60018 (708) 698-3000 -  
150,000 (\$4,205,475) COMMON STOCK (FILE 333-32215 - JUL 28) (BR. 3)

S-8 MORNINGSTAR GROUP INC, 5956 SHERRY LN, STE 1500, DALLAS, TX 75225  
(214) 360-4777 - 2,690,000 (\$89,953,600) COMMON STOCK (FILE 333-32217 -  
JUL 28) (BR. 2)

S-4 INTERNATIONAL TECHNOLOGY CORP, 2790 MOSSIDE BLVD, MONROEVILLE, PA 15146  
(412) -37-2-77 - 500,000 (\$4,159,375) COMMON STOCK (FILE 333-32219 -  
JUL 28) (BR 4)

S-3 THQ INC, 5016 N PKWY CALABASAS, SUITE 100, CALABASAS, CA 91302  
(818) 591-1310 - 544,648 (\$6,569,816.50) COMMON STOCK. (FILE 333-32221 -  
JUL 28) (BR. 3)

S-8 THORATEC LABORATORIES CORP, 2023 EIGHTH ST, BERKELEY, CA 94710  
(510) 841-1213 - 1,000,000 (\$7,000,000) COMMON STOCK (FILE 333-32223 -  
JUL 28) (BR. 1)

S-3 DIGITAL VIDEO SYSTEMS INC, 2710 WALSH AVE, SANTA CLARA, CA 95051  
(406) 748-2100 - 491,253 (\$1,535,166) COMMON STOCK (FILE 333-32225 -  
JUL 28) (BR 9)

S-8 ENVIRONMENTAL REMEDIATION HOLDING CORP, 420 JERICHO PARKWAY, STE 321,  
NORTHJERICHO, NY 11753 (516) 433-4730 - 2,335,000 (\$6,465,031)  
COMMON STOCK. (FILE 333-32227 - JUL. 28) (BR. 5)

S-8 CMS ENERGY CORP, FAIRLANE PLZ SOUTH STE 1100, 330 TOWN CENTER DR,  
DEARBORN, MI 48126 (313) -43-6-92 - 2,000,000 (\$71,625,000) COMMON STOCK  
(FILE 333-32229 - JUL 28) (BR 4)

S-8 CIMA LABS INC, 10000 VALLEY VIEW ROAD, EDEN PRAIRIE, MN 55344  
(612) 947-8700 - 60,000 (\$326,400) COMMON STOCK (FILE 333-32233 -  
JUL 28) (BR 1)

S-8 ALDILA INC, 15822 BERNARDO CNTR DR, SAN DIEGO, CA 92127 (619) 592-0404  
- 2,300,000 (\$11,592,139) COMMON STOCK (FILE 333-32237 - JUL. 28)  
(BR. 5)

S-8 ELECTRONIC ARTS INC, 1450 FASHION ISLAND BLVD, SAN MATEO, CA 94404  
(415) 571-7171 - 685,367 (\$27,536,396 98) COMMON STOCK (FILE 333-32239 -  
JUL 28) (BR 3)

S-3 COMPOSITECH LTD, 120 RICEFIELD LANE, HAUPPAUGE, NY 11788 (516) 436-5200  
- 2,541,025 (\$16,675,477) COMMON STOCK (FILE 333-32241 - JUL 28)  
(BR 6)

S-1 SPLASH TECHNOLOGY HOLDINGS INC, 555 DEL REY AVE, SUNNYVALE, CA 94086  
(408) 328-6300 - 3,737,500 (\$141,791,407) COMMON STOCK. (FILE 333-32243 -  
JUL 28) (BR 3)

SB-2 HEARTLAND BANCSHARES INC /IN/, 420 N MORTON ST, FRANKLIN, IN 46131  
(317) 738-3915 - 1,150,000 (\$11,500,000) COMMON STOCK (FILE 333-32245 -  
JUL 28) (NEW ISSUE)

S-3 VISUAL EDGE SYSTEMS INC, 2424 NORTH FEDERAL HIGHWAY, SUITE 100,  
BOCA RATON, FL 33431 (561) 750-7559 - 93,677 (\$790,447) COMMON STOCK  
(FILE 333-32247 - JUL 28) (BR. 5)

S-1 STAR BUFFET INC, 440 LAWNALE DR, SALT LAKE CITY, UT 84115 (801) 463-5500  
- 2,875,000 (\$34,500,000) COMMON STOCK (FILE 333-32249 - JUL 28)  
(NEW ISSUE)

S-1 AMERICAN CRYSTAL SUGAR CO /MN/, 101 N 3RD ST, MOORHEAD, MN 56560  
(612) 202-8110 - 500 (\$5,000) COMMON STOCK 61,500 (\$92,250,000)  
PREFERRED STOCK (FILE 333-32251 - JUL 28) (BR. 2)

S-4 EXTENDED FAMILY CARE CORP, ONE OLD COUNTRY, STE 335, CARLE PLACE, NY  
11514 (516) 248-2273 - 5,602,000 (\$894,248) COMMON STOCK (FILE 333-32253  
- JUL 28) (BR 1)

S-8 WACHOVIA CORP/ NC, 100 NORTH MAIN ST, WINSTON SALEM, NC 27101  
(910) 732-5801 - 9,000,000 (\$553,500,000) COMMON STOCK. (FILE 333-32255 -  
JUL 28) (BR 7)

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. 8-K reports may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D C 20549 or at the following e-mail box address <public info @ sec>. In most cases, this information is also available on the Commission's website <www sec gov>

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
AGOURON PHARMACEUTICALS INC	CA				X						07/31/97	
ALLIANCE IMAGING INC /DE/	DE	X			X	X					07/23/97	
AMERICAN GENERAL FINANCE CORP	IN				X						07/30/97	
AMERICAN OILFIELD DIVERS INC	LA				X						07/31/97	
AMERICAN SOUTHWEST FINANCIAL SECURI TIES CORP	AZ	X									07/25/97	
AMRESCO RESIDENTIAL SECURITIES CORP MORT LOAN TRUST 1997-1	NY				X	X					03/26/97	
AMRESCO RESIDENTIAL SECURITIES CORP MORTGAGE LOAN TR 1997-2	NY				X	X					06/12/97	
ARKANSAS BEST CORP /DE/	DE				X	X					08/01/97	
BEA SYSTEMS INC	DE							X			07/21/97	
BERNSTEIN LEIBSTONE ASSOCIATES INC /NY/	NY				X						07/21/97	AMEND
BGLS INC	DE				X	X					07/31/97	
BIOPHARMACEUTICS INC	DE				X						08/01/97	
BIOPHARMACEUTICS INC	DE				X						08/01/97	
BRASSIE GOLF CORP	DE	X					X				07/31/97	AMEND
BPOOKE GROUP LTD	DE				X	X					07/31/97	
BUCYRUS INTERNATIONAL INC	DE				X	X					08/01/97	
CHILDRENS BROADCASTING CORP	MN				X	X					08/01/97	
CHURCHILL TECHNOLOGY INC	CO		X								07/17/97	
COMMERCIAL CREDIT CO	DE				X	X					07/30/97	
CORRECTIONS CORPORATION OF AMERICA	DE	X					X				07/18/97	
COULTER PHARMACEUTICALS INC	DE				X	X					07/30/97	
CREDIT SUISSE FIRST BOSTON MORT SEC U CORP SERIES 1997-C1	DE	X									07/21/97	
DIGITAL GENERATION SYSTEMS INC	CA	X			X	X					07/18/97	
ELTRAX SYSTEMS INC	MN				X	X					07/01/97	
EMPIRE FUNDING HOME LOAN OWNER TRUS T 1997-1	DE				X	X					07/31/97	
ENERGY OPTICS INC	NM				X	X					07/18/97	AMEND



NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT	
	CODE	1	2	3	4	5	6	7	8	9			
EQUIFAX INC	GA					X						07/31/97	
EQUITABLE RESOURCES INC /PA/	PA					X	X					08/01/97	
EQUITABLE RESOURCES INC /PA/	PA					X						08/01/97	
ERC INDUSTRIES INC /DE/	DE					X						07/14/97	
EURAMAX INTERNATIONAL PLC			X					X				07/17/97	
EVE HOLDINGS INC	DE					X	X					07/31/97	
FANSTEEL INC	DE	X										07/17/97	
FEDERAL REALTY INVESTMENT TRUST	DC		X									08/01/97	
FIRST CENTRAL FINANCIAL CORP	NY					X	X					08/01/97	
FIRST FINANCIAL BANCORP INC	DE					X						07/31/97	
FIRST GEORGIA COMMUNITY CORP	GA				X							07/28/97	
FIRST WASHINGTON REALTY TRUST INC	MD		X									07/25/97	
FORT BEND HOLDING CORP	DE					X	X					07/29/97	
GE CAPITAL MORTGAGE SERVICES INC	NJ					X	X					07/28/97	
GLOBAL MARINE INC	DE		X									07/22/97	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X					07/25/97	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X					07/25/97	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X					07/25/97	
HELISYS INC	DE				X	X						06/18/97	AMEND
HERCULES INC	DE					X	X					07/30/97	
IDEC PHARMACEUTICALS CORP / DE	DE					X	X					07/22/97	
IGI INC	DE			X		X						07/23/97	
IMMUNOGEN INC	MA					X	X					08/01/97	
IMPRINT RECORDS INC	TN					X						07/30/97	
INTELLIGENT ELECTRONICS INC	PA		X									07/18/97	
INTERNATIONAL BUSINESS MACHINES CORP	NY							X				07/30/97	
JDN REALTY CORP	MD					X	X					08/01/97	
JMB INCOME PROPERTIES LTD XIII	IL		X				X					06/11/97	
JONES INTERCABLE INC	CO					X	X					08/01/97	
KANSAS CITY SOUTHERN INDUSTRIES INC	DE					X						07/29/97	
KLAMATH FIRST BANCORP INC	OR		X				X					08/01/97	
KTI INC	NJ					X	X					07/29/97	
LABORATORY CORP OF AMERICA HOLDINGS	DE					X	X					07/29/97	
LAMINATING TECHNOLOGIES INC	DE					X						08/01/97	
LIGGETT GROUP INC /DE/	DE					X	X					07/31/97	
MATZEL & MUMFORD MORTGAGE FUNDING INC	NJ					X						07/15/97	
MERRILL LYNCH & CO INC	DE					X	X					08/01/97	
MERRILL LYNCH & CO INC	DE					X	X					08/01/97	
MIRAGE RESORTS INC	NV					X	X					08/01/97	
MORGAN J P & CO INC	DE					X	X					07/30/97	
MORGAN STANLEY CAPITAL I INC	DE	X										07/15/97	
MORTGAGE CAPITAL FUNDING INC	DE	X										07/20/97	
NATIONAL BANCSHARES CORP OF TEXAS	TX		X				X					07/18/97	
NATIONAL MEDICAL FINANCIAL SERVICES CORP	NV				X							07/31/97	
NEOTHERAPEUTICS INC	DE					X	X					07/29/97	
NEW CENTURY ENERGIES INC	DE		X				X					08/01/97	
NORTH PITTSBURGH SYSTEMS INC	PA					X						07/31/97	
NORWEST ASSET SECURITIES CORP	DE					X	X					07/01/97	
NORWEST ASSET SECURITIES CORP	DE					X	X					07/01/97	
NU TECH BIO MED INC	DE					X						08/01/97	
OLD SECOND BANCORP INC	DE					X						08/01/97	
PACIFIC GULF PROPERTIES INC	MD		X				X					07/18/97	
PAMIDA HOLDINGS CORP/DE/	DE					X	X					08/03/97	
PARKER & PARSLEY PETROLEUM CO	DE					X	X					07/31/97	
PENEDERM INC	DE					X						07/30/97	
PENNSYLVANIA ENTERPRISES INC	PA		X									07/16/97	
PITT DES MOINES INC	PA					X	X					07/31/97	
PLAYNET TECHNOLOGIES INC	DE					X	X					07/31/97	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
PRO DEX INC	CO						X				06/30/97	
PRO DEX INC	CO						X				06/30/97	
PSINET INC	NY						X	X			08/06/96	
QUEEN SAND RESOURCES INC	DE									X	07/21/97	
REALMARK PROPERTY INVESTORS LIMITED PARTNERSHIP	DE						X				07/29/97	
REALMARK PROPERTY INVESTORS LTD PARTNERSHIP II	DE						X				07/29/97	
REALMARK PROPERTY INVESTORS LTD PARTNERSHIP-IV	DE						X				07/29/97	
RESORT INCOME INVESTORS INC	DE					X	X				07/22/97	
ROANOKE GAS CO	VA				X						07/28/97	
SECURITY CAPITAL CORP/DE/	DE		X				X				07/17/97	
SERAGEN INC	DE					X	X				07/31/97	AMEND
SHOPCO REGIONAL MALLS LP	DE	X									07/07/97	
SITEL CORP	MN								X		07/18/97	
ST PAUL COMPANIES INC /MN/	MN					X					07/28/97	
STAGE II APPAREL CORP	NY				X		X				07/23/97	
STAGE STORES INC	DE						X				06/26/97	AMEND
STRUCTURED ASSETS SECURITIES CORP SERIES 1995-1	DE					X	X				07/31/97	
SUBURBAN OSTOMY SUPPLY CO INC	MA		X				X				05/17/97	
SUMMIT BANCORP/NJ/	NJ		X				X				08/01/97	
SYS	CA					X					07/31/97	
TCA CABLE TV INC	TX					X	X				07/24/97	
THOMAS & BETTS CORP	NJ			X		X	X				07/25/97	
TRICO MARINE SERVICES INC	DE		X		X	X	X				07/21/97	
US BANCORP \DE\	DE		X		X	X	X				08/01/97	
VANGUARD AIRLINES INC \DE\	DE					X					07/22/97	
WATSON GENERAL CORP	CA	X	X				X				05/22/97	AMEND
WAVEPHORE INC	IN					X	X				07/24/97	
WESTERN RESOURCES INC /KS	KS					X					07/31/97	
WHIRLPOOL CORP /DE/	DE					X	X				07/31/97	
XLCONNECT SOLUTIONS INC			X								07/18/97	

PA

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Litigation Release No. 15427 / August 1, 1997

**SEC v. Robert L. Gray**, 97 Civ. 5732 (LAK) (S.D.N.Y. August 1, 1997)

The Commission announced that it filed a Complaint today in the federal district court in Manhattan, charging a convicted felon, who unlawfully acted as an unregistered investment adviser, with, among other things, misappropriating more than \$139,000 of his advisory clients' funds, and with causing more than \$1.2 million in losses to a brokerage firm by failing to pay for securities transactions that he had ordered.

Named in the Complaint is:

**Robert L. Gray** ("Gray"), age 49, whose last known residence is in Bellerose, New York. Gray was barred from the securities industry by the National Association of Securities Dealers in 1977, convicted in New York in 1989, and convicted in New Jersey in 1993, for misappropriation of funds.

The Complaint alleges that, from in or about January 1993 through in or about June 1996, Gray, while acting as an unregistered investment adviser: (a) misappropriated over \$139,000 from his advisory clients; (b) made material misrepresentations to clients concerning their investments to conceal his misappropriation; (c) engaged in free-riding at the expense of a registered broker-dealer through which Gray effected client trades; (d) failed to maintain required investment advisory records; (e) failed to furnish clients with required written disclosure statements; (f) entered into advisory contracts that unlawfully provided for performance-based compensation and did not prohibit assignment of the contracts without client consent; (g) failed to adhere to the rules governing treatment of client funds in an adviser's custody; and (h) failed to disclose his disciplinary and criminal history to his clients.

As a result of the foregoing, the Commission alleges that Gray violated Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5, and Sections 203(a), 204, 205(a)(1) and (2), and 206(1), (2) and (4) of the Investment Advisers Act of 1940, and Rules 204-2, 204-3, 206(4)-2 and 206(4)-4.

The Commission seeks a final judgment permanently enjoining Gray from future violations of these provisions, ordering him to disgorge his ill-gotten gains, plus prejudgment interest, and ordering him to pay civil penalties.

The litigation is pending.

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION****Litigation Release No. 15428 / August 4, 1997**

**Securities and Exchange Commission v. Atlantic Capital Corporation, Wall Street Marketing, Inc., Pullman Publications, Inc., Stephen DeCesare, Mark Missler, Patrick Kephart, Howard Jenkins, Scott Mijares, Robert Thomas Beatty, Vincent St. Clair Beatty, Michael Cardascia, David Scott Rossman, Adrian Wilson, Timothy B. Daley, and David M. Connochie** (M.D. Fla.) 96 Civ.

The Commission announced today that three stockbrokers, previously charged with receiving kickbacks in exchange for selling certain securities to their clients, have settled the charges against them. On September 27, 1996, the Commission filed a Complaint in U.S. District Court for the Middle District of Florida alleging that a group of stock promoters engaged in an 18-month fraudulent scheme in which they paid \$477,580 in bribes to seven stockbrokers to induce them to retail securities to the public. The Complaint alleges that the promoters netted approximately \$2.6 million from the scheme.

The settling stock brokers are:

**Robert Thomas Beatty ("Robert Beatty")**, age 55, of Hollywood, Florida, who was employed by First New England Securities Corp. in Deerfield Beach, Florida during the relevant period;

**Vincent St. Clair Beatty ("Vincent Beatty")**, age 34, of Parkland, Florida, who was employed by First New England during the relevant period;

**David Scott Rossman ("Rossman")**, age 38, of Castlerock, Colorado, who was employed by Kemper Securities in Denver, Colorado during the relevant period;

Robert Beatty consented, without admitting or denying the allegations in the Complaint, to the issuance of a Final Judgment by Judge Patricia C. Fawsett of the United States District Court for the Middle District of Florida enjoining him from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 -- the "antifraud" provisions of the federal securities laws. Robert Beatty's disgorgement of the bribes he received was waived, and a civil penalty not imposed, based on his demonstrated inability to pay. Robert Beatty also consented to the issuance of an Order by the Commission barring him from association with any broker-dealer, investment company, investment adviser or municipal securities dealer with a right to reapply after three years.

Vincent Beatty also consented, without admitting or denying the allegations in the Complaint, to the issuance of a Final Judgment enjoining him from future violations of the antifraud provisions. Vincent Beatty's disgorgement of the bribes he received was waived, and a civil penalty not imposed, based on his demonstrated inability to

pay.

Rossman consented, without admitting or denying the allegations in the Complaint, to the issuance of a Final Judgment: (1) enjoining him from future violations of the antifraud provisions; (2) ordering him to disgorge \$3,261 representing the bribes he received, plus prejudgment interest; and (3) ordering him to pay a civil penalty of \$5,000. Rossman also consented to the issuance of an Order by the Commission barring him from association with any broker-dealer, investment company, investment adviser or municipal securities dealer with a right to reapply after one year.

The remaining defendants are:

**Atlantic Capital Corporation, Wall Street Marketing, Inc., and Pullman Publications, Inc.**, affiliated corporations located in Orlando, Florida (collectively, "Atlantic");

**Stephen DeCesare**, age 35, of Winter Park, Florida, an officer and director of Atlantic;

**Mark Missler**, age 35, of Alamonte, Florida, an officer and director of Atlantic;

**Patrick Kephart**, age 32, of Apopka, Florida, an employee of Atlantic;

**Howard Jenkins**, age 44, of Plano, Texas, a consultant to Atlantic, who resided in Ovida, Florida during the relevant period;

**Scott Mijares**, age 36, of Winter Park, Florida, an employee of and/or consultant to Atlantic; (collectively, the "Promoter Defendants")

and the following Broker Defendants:

**Michael Cardascia**, age 30, of Centerport, New York, who was employed by Corporate Securities Group of Orlando, Florida during the relevant period;

**Adrian Wilson**, age 36, of Salt Lake City, Utah, who was employed by Covey & Co. in Salt Lake City during the relevant period;

**Timothy B. Daley**, age 35, of Odessa, Florida, who was employed by Paragon Capital Corporation in Tampa, Florida during the relevant period; and **David M. Connochie**, age 42, of Tampa, Florida and Denver, Colorado, who was employed by Paragon Capital and by Mayfair Securities, Inc. in Florida and Schneider Securities, Inc. in Denver during the relevant period.

For further information See Litigation Release No. 15082, September 27, 1996