

SEC NEWS DIGEST

Issue 97-167

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ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS INSTITUTED AGAINST AND SIMULTANEOUSLY SETTLED WITH WILLIE DANIELS

On August 27, the Commission instituted and simultaneously settled administrative and cease-and-desist proceedings pursuant to Section 8A of the Securities Act of 1933 and Sections 15(b), 15B(c)(4), 19(h) and 21C of the Securities Exchange Act of 1934 against Willie Daniels (Daniels) of Orlando, Florida. The Order Instituting Proceedings (Order) alleges that Daniels operated as a non-registered principal of a municipal securities broker-dealer and that Daniels was the president and sole owner of that broker-dealer. The Order further alleges that from May 10, 1995 through April 18, 1996, while unregistered, the broker-dealer purchased and sold over \$13 million in municipal bonds and received over \$200,000 in proceeds as a result of participating in municipal underwritings.

The Order alleges that Daniels committed and/or caused violations of Section 17(a) of the Securities Act, Sections 15(a)(1), 15B(a)(1), 15(c)(1) and 15B(c)(1), Section 10(b) of the Exchange Act, and Rules 10b-5 and 15c1-2, thereunder, and Rules G-2 and G-17 of the Municipal Securities Rulemaking Board (MSRB). The Order further alleges that Daniels willfully aided and abetted violations of Sections 15(a)(1), 15B(a)(1), 15(c)(1) and 15B(c)(1) of the Exchange Act, and Rule 15c1-2 thereunder, and MSRB Rules G-2 and G-17.

Daniels consented to a bar from association with any broker, dealer, municipal securities dealer, investment advisor or investment company and an order requiring him to cease-and-desist from committing or causing any violation or future violation of the above regulations. The order also requires Daniels to disgorge ill-gotten gains of \$218,419.54, plus prejudgement interest but waives disgorgement due to Daniels' demonstrated financial inability to pay. The order does not seek an administrative money penalty due to Daniels' financial inability to pay. (Rels. 33-7441; 34-38977)

ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS INSTITUTED AGAINST DEREK WASHINGTON

On August 27, the Commission instituted public administrative and cease-and-desist proceedings pursuant to Section 8A of the Securities Act of 1933 and Sections 15(b), 15B(c)(4), 19(h) and 21C of the Securities Exchange Act of 1934 against Derek Washington (Washington) of Brooklyn, New York. The Order Instituting Proceedings alleges that Washington was a registered vice-president of a certain broker-dealer from August 1991 to August 1993. Although not registered with the broker-dealer since August 1993, Washington, at all relevant times, maintained his office within the New York headquarters of the broker-dealer and was responsible for the broker-dealer's trading and back office operations. The Order further alleges that from May 10, 1995 through April 18, 1996, while unregistered, the broker-dealer purchased and sold over \$13 million in municipal bonds and received over \$200,000 in proceeds as a result of participating in municipal underwritings. According to the Order, Washington was aware of his role in the broker-dealer's scheme to conduct unregistered underwriting business and rendered substantial assistance by, among other things, executing underwriting agreements, submitting solicitations for underwritings, executing transactions and placing orders. In addition, the Order alleges that Washington made material misrepresentations regarding the broker-dealer to various municipal issuers and other underwriting firms.

The Order alleges that as a result of the foregoing conduct, Washington committed and/or caused violations of Section 17(a) of the Securities Act, Sections 15(a)(1), 15B(a)(1), 15(c)(1) and 15B(c)(1) and 10(b) of the Exchange Act, Rules 10b-5 and 15c1-2, thereunder, and Rule G-17 of the Municipal Securities Rulemaking Board (MSRB). The Order further alleges Washington willfully aided and abetted violations of Sections 15(a)(1), 15B(a)(1), 15(c)(1) and 15B(c)(1) of the Exchange Act, and Rule 15c1-2 thereunder, and MSRB Rule G-17. A hearing will be conducted to determine, among other things, whether remedial sanctions and a cease-and-desist order should be entered against Washington. (Rels. 33-7442; 34-38978)

WEDGEWOOD FINANCIAL GROUP, INC., WILLIAM SCRAK, PAUL IWANKOWSKI, JPI SITE MANAGEMENT, INC. AND COLORADO PAGING GROUP PARTNERS PRELIMINARILY ENJOINED

The Commission announced that on April 10, 1997, the United States District Court for the Southern District of Florida preliminarily enjoined Wedgewood Financial Group, Inc. (Wedgewood), William Scrak (Scrak), Paul Iwankowski (Iwankowski), JPI Site Management, Inc. and Colorado Paging Group Partners (Colorado Paging) from offering or selling interests in what the Commission alleges are fraudulent paging license partnerships. The Court also froze the defendants' assets. Iwankowski consented to the Court's actions, and Scrak did not dispute the Commission's allegations.

The Commission's complaint alleges that the defendants' current

offering, Colorado Paging, is the third in a series of fraudulent offerings in which unsophisticated investors are lured into investing in bogus paging partnerships. Investors allegedly are told that the paging industry is poised for explosive growth, promised extravagant returns, assured that substantial additional financing is already in place, and promised that the paging business will be run by an experienced team which has already been retained. According to the complaint, none of this is true. Among other things alleged in the complaint, the prior partnerships are not operational -- much less successful -- and substantial investor sums appear to have been and continue to be stolen by the defendants.

In an earlier coordinated effort, on April 4, 1997, the SEC sought and obtained a temporary restraining order and asset freeze and the Federal Bureau of Investigation executed a search warrant for Wedgewood's offices. The SEC and a court-appointed receiver secured the premises and the receiver is now in possession of the office and all company records have been seized. [SEC v. Wedgewood Financial Group, Inc., et al., Case No. 97-6350-CIV-RYSKAMP, S.D. Fla.] (LR-15458)

SECURITIES AND EXCHANGE COMMISSION v. TIMOTHY ROSS, DOUGLAS COATES AND JOHN PECKSKAMP JR.

The Commission today filed and simultaneously settled a financial fraud action in the United States District Court for the Southern District of Ohio against three former senior officers of Future Healthcare, Inc., a Cincinnati company previously in the business of conducting clinical trials for new drugs used by pharmaceutical companies in the drug approval process.

The complaint alleges that from 1992 through 1994 Timothy Ross, Future Healthcare's former president and chief financial officer, fraudulently overstated the company's revenues and earnings and concealed the fraud by creating counterfeit documents, making false entries to Future Healthcare's books and records and lying to the company's auditors. The complaint further alleges that John D. Peckskamp, Jr., the company's former chief executive officer and chairman of the board of directors, knowingly failed to devise and maintain a system of internal accounting controls and aided and abetted the company's reporting and books and records violations. The complaint also alleges that Douglas Coates, the company's former controller, made false accounting entries designed to conceal the fraud. In addition, it alleges that Ross and Coates each sold large blocks of Future Healthcare stock at artificially high prices, shortly before the fraud was discovered, thereby avoiding losses of \$838,661 and \$155,000, respectively.

Simultaneously with the filing of the Commission's complaint, Ross, Coates and Peckskamp, without admitting or denying the allegations of the complaint, consented to the entry of Final Judgments permanently enjoining them from violating the relevant provisions of the federal securities laws, ordering Ross and Coates to disgorge \$200,000 and \$25,000 in losses avoided plus prejudgment interest, respectively, contingent on their inability to pay more, and

ordering Peckskamp to pay civil money penalties of \$25,000. Ross also consented to a provision in the Final Judgment permanently barring him from serving as an officer or director of any public reporting company. In addition, Ross and Coates have agreed to the institution of administrative proceedings pursuant to Rule 102(e) of the Commission's Rules of Practice, upon entry of the injunctions, that will bar Ross permanently and Coates for a period of at least five years from appearing or practicing before the Commission as an accountant. In a related action, the United States Attorney for the Southern District of Ohio announced that Ross pleaded guilty today before U.S. District Judge Herman J. Weber to one count of making a false statement in filings with the Commission. Ross faces a maximum of five years in prison, a fine of the greater of \$250,000 or twice the loss or gain and up to three years of supervised release.

According to the complaint, Peckskamp took Future Healthcare public in 1992 despite Ross's warnings that the company's internal controls were inadequate and also failed to respond adequately to warnings from the company's independent auditors that the internal accounting controls were deficient and could result in, among other things, financial statements that were unreliable. The complaint further alleges that Peckskamp adopted unrealistic and excessively optimistic revenue projections and budgets and pressured Ross to meet those projections. Ross met Peckskamp's expectations by fraudulently recognizing non-existent revenue in Future Healthcare's financial statements.

The complaint alleges that Ross and Coates violated the antifraud and certain other provisions of the federal securities laws, specifically, Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. The complaint further alleges that Ross violated Rule 13b2-2 under the Exchange Act by making false statements to the company's independent auditors and that he and Coates violated Rule 13b2-1 by falsifying the company's books and records. The complaint alleges that Peckskamp violated Section 13(b)(5) by knowingly circumventing or knowingly failing to implement a system of internal accounting controls and aided and abetted Future Healthcare's violations of the reporting and books and records provisions, specifically, Sections 13(a) and 13(b)(2)(A) of the Exchange Act and Rules 12b-20, 13a-I and 13a-13 thereunder. [SEC v. Timothy Ross, Douglas Coates and John D. Peckskamp Jr., C-1-97-770] (LR-15460, AAER-945)

COMPLAINT FILED AGAINST FRANK LUCA, RUDY CROSSWELL, and PAULA DEN BOER

The Commission announced today that it sued Frank A. M. Luca, age 53, of Scottsdale, Arizona, for fraud, and sued Luca and two of his sales agents, Rudy Crosswell, age 49, of Scottsdale, Arizona, and Paula G. Den Boer, age 47, of Paradise Valley, Arizona, for offering and selling unregistered securities and for failing to register as broker-dealers. Luca, Crosswell and Den Boer sold limited partnership units and promissory notes from 1990 to 1995. Luca

raised over \$10 million from over 400 mostly elderly and unsophisticated investors nationwide. Many of the investors attended the same church as Luca in Scottsdale, Arizona.

Luca told investors that they were investing in real estate developments in Henderson, Nevada, a community near Las Vegas. However, most investor funds were used to pay earlier investors, to build and furnish Luca's home, and to pay personal expenses, commissions and business expenses. The Commission alleged that Luca misappropriated over \$3.2 million from investors.

Crosswell and Den Boer received hundreds of thousands of dollars in commissions. The complaint seeks permanent injunctions against Luca, Crosswell and Den Boer, disgorgement and an accounting against Luca, and civil penalties against Crosswell and Den Boer. [SEC v. Frank A.M. Luca, Rudy Crosswell, and Paula G. Den Boer, Civil Action No. CV-97-1813-PHX-EHC, D.Az.] (LR-15461)

EMERGENCY ACTION AGAINST THE INFINITY GROUP COMPANY, GEOFFREY BENSON AND GEOFFREY O'CONNOR, ET AL.

On August 27, the Commission filed an emergency action in United States District Court for the Eastern District of Pennsylvania seeking a temporary restraining order (TRO), preliminary and permanent injunctions, and other expedited relief against The Infinity Group Company (TIGC), Geoffrey P. Benson (Benson) and Geoffrey J. O'Connor (O'Connor). The action also seeks a freeze of assets against all of the defendants as well as six relief defendants. The Honorable Anita B. Brody granted the TRO and the freeze of assets, and scheduled a preliminary injunction hearing.

The complaint alleges that since at least August 1994, TIGC, Benson and O'Connor engaged in a fraudulent scheme through which they raised at least \$5 million, and possibly as much as \$9.7 million, from over 4,200 public investors. The defendants induced investors to invest in TIGC's "Asset Enhancement Plan" and promised guaranteed returns of 138 to 181 percent. The returns were supposed to be generated from investments in so-called "Prime Bank" instruments, among other things. However, such investments were non-existent and, instead, the defendants diverted the investor funds to other bank accounts, including off-shore accounts, and used some or all of the money to pay personal expenses. [U.S. Securities and Exchange Commission v. The Infinity Group Company, Geoffrey P. Benson and Geoffrey J. O'Connor, et. al., U.S. District Court for the Eastern District of Pennsylvania, Civil Action No. 97-CV-5458] (LR-15462)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change filed by the Chicago Board Options Exchange interpreting provisions of CBOE Rule 8.7 and CBOE Rule 7.5

concerning the obligations of market makers (SR-CBOE-97-34) has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected to be made in the Federal Register during the week of August 25. (Rel. 34-38962)

A proposed rule change (SR-PCX-97-34) filed by the Pacific Exchange on August 20 to (i) add Martin Luther King, Jr.'s Birthday as an exchange holiday and (ii) change the name of the holiday currently recognized as Decoration Day to its better known name of Memorial Day has become immediately effective under Section 19(b)(3)(A) of the Exchange Act. Publication of the notice is expected to appear in the Federal Register during the week of August 25. (Rel. 34-38973)

A proposed rule change (SR-CBOE-97-32) filed by the Chicago Board Options Exchange to issue an information circular relating to the operation and enforcement of rules relating to the transmission of orders to exchange electronic order systems including RAES has become effective under Section 19(b)(3)(A)(i) of the Exchange Act. Publication of the proposal is expected to be made in the Federal Register during the week of August 25. (Rel. 34-38974)

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-97-23) under Rule 19b-4 to create a new Government Securities Representative (Series 72) category and to conform the registration requirements of the existing Registered Options Representative (Series 42) category to this new category. Publication of the proposal is expected to be made in the Federal Register during the week of August 25. (Rel. 34-38969)

PROPOSED RULE CHANGES

Delta Clearing Corp. filed a proposed rule change (File No. SR-DCC97-04) under Section 19(b) of the Exchange Act relating to the combining of Options and Repo Procedures. Publication of the proposal is expected in the Federal Register during the week of September 1, 1997. (Rel. 34-38971)

The National Association of Securities Dealers filed with the Commission pursuant to Section 19(b)(1) of the Exchange Act a proposed rule change (SR-NASD-97-59) relating to the short sale rule. Publication of the proposal is expected to be made in the Federal Register during the week of August 25. (Rel. 34-38975)

The National Association of Securities Dealers filed with the Commission pursuant to Section 19(b)(1) of the Exchange Act a proposed rule change (SR-NASD-97-58) relating to permanent approval of the Short Sale Rule. Publication of the proposal is expected to be made in the Federal Register during the week of August 25. (Rel. 34-38979)

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. 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-3 ADVANCED ENERGY INDUSTRIES INC, 1625 SHARP POINT DR, FT COLLINS, CO
80525 (970) 221-4670 - 2,875,000 (\$79,601,562 50) COMMON STOCK (FILE
333-34039 - AUG 21) (BR 6)
- S-8 ADMINISTAFF INC \DE\, 19001 CRESCENT SPRINGS DR, KINGWOOD, TX 77339
(713) 358-8986 - 882,165 (\$19,019,477) COMMON STOCK (FILE 333-34041 -
AUG 21) (BR 7)
- S-4 UROHEALTH SYSTEMS INC, 5 CIVIC PLAZA, SUITE 100, NEWPORT BEACH, CA 92660
(714) 668-5858 - 14,105,293 (\$63,473,818 50) COMMON STOCK. (FILE
333-34043 - AUG 21) (BR 6)
- S-3 KENT ELECTRONICS CORP, 7433 HARWIN DR, HOUSTON, TX 77036 (713) 780-7770
- \$172,500,000 CONVERTIBLE DEBENTURES AND NOTES (FILE 333-34045 -
AUG 21) (BR 6)
- S-8 ANTIVIRALS INC, ONE S W COLUMBIA, STE 1105, PORTLAND, OR 97258
(503) 227-0554 - 1,333,333 (\$5,391,324) COMMON STOCK (FILE 333-34047 -
AUG 20) (BR. 9)
- S-8 HEALTH PROFESSIONALS INC /DE, 2601 E OAKLAND PARK BLVD, 3RD FL,
FORT LAUDERDALE, FL 33306 (305) 766-2552 - 375,000 (\$281,250) COMMON STOCK
(FILE 333-34049 - AUG 21) (BR 1)
- S-3 GOLDEN BOOKS FAMILY ENTERTAINMENT INC, 850 THIRD AVE, STE 601, NEW YORK,
NY 10022 (212) 753-8500 - 901,408 (\$8,901,404) COMMON STOCK (FILE
333-34051 - AUG 20) (BR. 5)
- S-4 BB&T CORP, 200 WEST SECOND STREET, WINSTON-SALEM, NC 27101
(910) 733-2000 - 550,000 (\$18,753,483) COMMON STOCK (FILE 333-34053 -
AUG 21) (BR 7)
- S-4 PROGRESSIVE BANCORP INC, 601-617 COURT STREET, PERKIN, IL 61554
(309) 347-0400 - 168,172 (\$7,105,267) COMMON STOCK (FILE 333-34055 -
AUG 21) (BR. 7 - NEW ISSUE)
- S-1 CENTURY BANCSHARES INC, 1275 PENNSYLVANIA AVE , N W , WASHINGTON, DC
20004 (202) -49-6-40 - 833,750 (\$6,253,125) COMMON STOCK (FILE 333-34057
- AUG. 21) (BR. 7)
- S-3 RESPONSE USA INC, 11-H PRINCESS ROAD, LAWRENCEVILLE, NJ 08648
(609) 896-4500 - 5,309,770 (\$18,584,195) COMMON STOCK (FILE 333-34059 -
AUG 20) (BR. 3)
- S-4 CAMBRIDGE INDUSTRIES INC /DE, 655 MORACE BROWN DRIVE, MADISON HEIGHTS,
MI 48071 (248) 616-0500 - 100,000,000 (\$100,000,000) STRAIGHT BONDS
(FILE 333-34061 - AUG 21) (BR 6 - NEW ISSUE)

S-3 FIRST AMERICAN RAILWAYS INC, 3700 NORTH TWENTY NINTH AVENUE SUITE 202,
STE 1905, HOLLYWOOD, FL 33020 (954) 920-0606 - 2,093,794 (\$23,588,682)
COMMON STOCK (FILE 333-34063 - AUG 20) (BR. 9)

S-3 MEYER FRED INC, 3800 SE 22ND AVE, PORTLAND, OR 97202 (503) 232-8844 -
165,750 (\$9,012,656 25) COMMON STOCK. (FILE 333-34065 - AUG 21) (BR 2)

S-1 GROUP MAINTENANCE AMERICA CORP, 1800 WEST LOOP SOUTH, SUITE 1375,
HOUSTON, TX 77027 (713) 626-4778 - \$132,480,000 COMMON STOCK (FILE
333-34067 - AUG 21) (BR 6)

S-4 DRYPERS CORP, 1415 W LOOP N, HOUSTON, TX 77055 (713) 682-6848 -
115,000,000 (\$114,425,000) STRAIGHT BONDS. (FILE 333-34071 - AUG. 21)
(BR 4)

S-8 STANDARD PACIFIC CORP /DE/, 1565 W MACARTHUR BLVD, COSTA MESA, CA 92626
(714) 668-4300 - 2,000,000 (\$22,125,000) COMMON STOCK (FILE 333-34073 -
AUG 21) (BR 6)

S-3 UNITED STATES SURGICAL CORP, 150 GLOVER AVE, NORWALK, CT 06856
(203) 845-1000 - \$140,000,000 COMMON STOCK (FILE 333-34075 - AUG 21)
(BR 1)

S-8 ALLIANCE GAMING CORP, 6601 S BERMUDA RD , LAS VEGAS, NV 89119
(702) -27-0-67 - 3,000,000 (\$12,000,000) COMMON STOCK (FILE 333-34077 -
AUG 21) (BR 5)

S-8 COLUMBIA LABORATORIES INC, 2665 S BAYSHORE DR PH 11-B, MIAMI, FL 33133
(305)-86-0-16 - 3,000,000 (\$49,875,000) COMMON STOCK. (FILE 333-34079 -
AUG 21) (BR 1)

S-8 BRITE VOICE SYSTEMS INC, 7309 E 21ST ST N, WICHITA, KS 67206
(316) 652-6500 - 100,000 (\$587,500) COMMON STOCK. (FILE 333-34081 -
AUG 21) (BR 3)

S-3 MATTEL INC /DE/, 333 CONTINENTAL BLVD, EL SEGUNDO, CA 90245
(310) 252-2000 - 892,748 (\$30,409,228) COMMON STOCK (FILE 333-34083 -
AUG 21) (BR 5)

S-4 NINE WEST GROUP INC /DE, 9 W BROAD ST, STAMFORD, CT 06902 (314) 579-8812
- 325,000,000 (\$325,000,000) STRAIGHT BONDS (FILE 333-34085 - AUG 21)
(BR 2)

S-3 CMS ENERGY CORP, FAIRLANE PLZ SOUTH STE 1100, 330 TOWN CENTER DR,
DEARBORN, MI 48126 (313) -43-6-92 - 200,000,000 (\$200,000,000)
STRAIGHT BONDS (FILE 333-34087 - AUG 21) (BR. 4)

S-8 INNOVA CORP /WA/, 3325 S 116TH STREET, GATEWAY NORTH BLDG 2, SEATTLE, WA
98168 (206) 439-9121 - \$10,354,915.25 COMMON STOCK (FILE 333-34089 -
AUG 21)

S-3 ADAC LABORATORIES, 540 ALDER DR, MILPITAS, CA 95035 (408) 321-9100 -
307,658 (\$5,519,384 52) COMMON STOCK (FILE 333-34091 - AUG 21) (BR. 1)

S-8 ATRIA COMMUNITIES INC, 515 W MARKET ST, LOUISVILLE, KY 40202
(502) 596-7540 - 90,000 (\$1,507,500) COMMON STOCK. (FILE 333-34093 -
AUG 21) (BR 1)

S-8 R F INDUSTRIES LTD, 7610 MIRAMAR RD, BLDG 6000, SAN DIEGO, CA 92126
(619) 549-6340 - 50,000 (\$140,625) COMMON STOCK (FILE 333-34095 -
AUG 21) (BR 6)

S-1 AMF BOWLING INC, 8100 AMF DRIVE, MECHANICSVILLE, VA 23111 (804) 730-4000
- \$250,000,000 COMMON STOCK (FILE 333-34099 - AUG. 21) (NEW ISSUE)

S-8 MBIA INC, 113 KING ST, ARMONK, NY 10504 (914) 273-4545 - \$115,281,250
COMMON STOCK (FILE 333-34101 - AUG 21) (BR. 1)

S-8 ADVANCED DIGITAL INFORMATION CORP, 10201 WILLOWS ROAD, P O BOX 97057,
REDMOND, WA 98073 (206) 881-8004 - 500,000 (\$8,593,750) COMMON STOCK
(FILE 333-34103 - AUG 21) (BR 3)

S-8 HALLWOOD CONSOLIDATED RESOURCES CORP, 4582 S ULSTER ST PKWY, STE 1700,
DENVER, CO 80237 (303) 850-7373 - 159,000 (\$3,232,470) COMMON STOCK
(FILE 333-34105 - AUG. 21) (BR 4)

S-8 MICROWAVE POWER DEVICES INC, 49 WIRELESS BLVD, HAUPPAUGE, NY 11788
(516) 231-1400 - 1,000,000 (\$8,615,125) COMMON STOCK (FILE 333-34107 -
AUG 21) (BR 3)

S-8 HTE INC, 1000 BUSINESS CENTER DR, LAKE MARY, FL 32746 (407) 841-3235 -
954,000 (\$12,697,740) COMMON STOCK (FILE 333-34109 - AUG 21) (BR 3)

S-8 HESKA CORP, 1825 SHARP POINT DR, FORT COLLINS, CO 80525 (970) 493-7272
- 29,056,335 (\$13,536,296 35) COMMON STOCK. (FILE 333-34111 - AUG 21)
(BR 1)

S-4 STATER BROS HOLDINGS INC, 21700 BARTON RD, COLTON, CA 92324
(909) 783-5000 - 100,000,000 (\$100,000,000) COMMON STOCK (FILE 333-34113
- AUG 21) (BR 2)

SB-2 FRONTLINE COMMUNICATION CORP, ONE BLUE HILL PLAZA 6C FLOOR,
P O BOX 1548, PEARL RIVER, NY 10965 (914) 623-8553 - 2,500,000
(\$9,800,500) WARRANTS, OPTIONS OR RIGHTS (FILE 333-34115 - AUG 21)

S-8 ODWALLA INC, 120 STONE PINE ROAD, DRAWER O, HALF MOON BAY, CA 94019
(415) 726-1888 - 1,648,475 (\$16,587,779 68) COMMON STOCK (FILE 333-34117
- AUG 21) (BR 2)

S-8 GENZYME TRANSGENICS CORP, 25 BIRCH STREET, MILFORD, MA 01757
(508) 872-8400 - 31,750 (\$58,000) COMMON STOCK (FILE 333-34119 - AUG 21)
(BR 1)

S-8 KOS PHARMACEUTICALS INC, 1001 BRICKELL BAY DR STE 2502, MIAMI, FL 33131
(305) 577-3464 - 250 (\$9,610) COMMON STOCK (FILE 333-34121 - AUG 21)
(BR 1)

S-1 T&W FINANCIAL CORP, 6416 PACIFIC HIGHWAY EAST, TACOMA, WA 98424
(800) 275-2111 - 3,944,000 (\$47,104,000) COMMON STOCK (FILE 333-34123 -
AUG 21) (NEW ISSUE)

S-8 VIACOM INC, 1515 BROADWAY, NEW YORK, NY 10036 (212) 258-6000 -
20,000,000 (\$604,924,825) COMMON STOCK (FILE 333-34125 - AUG 22)
(BR 5)

S-3 WAVEPHORE INC, 3311 NORTH 44TH STREET, PHOENIX, AZ 85018 (602) 952-5500
- 5,727,277 (\$41,809,120) COMMON STOCK (FILE 333-34127 - AUG 21)
(BR 3)

S-8 VIROPHARMA INC, 76 GREAT VALLEY PARKWAY, PO BOX 5000, MALVERN, PA 19355
(610) 651-0200 - 1,178,070 (\$17,965,567 50) COMMON STOCK (FILE 333-34129
- AUG 22) (BR 1)

S-3 UROHEALTH SYSTEMS INC, 5 CIVIC PLAZA, SUITE 100, NEWPORT BEACH, CA 92660
(714) 668-5858 - 996,600 (\$4,484,700) COMMON STOCK (FILE 333-34131 -
AUG. 22) (BR. 6)

S-3 SUIZA FOODS CORP, 3811 TURTLE CREEK BLVD, STE 1300, DALLAS, TX 75219
(214) 528-0939 - 400,263 (\$16,410,783) COMMON STOCK (FILE 333-34133 -
AUG 22) (BR. 2)