

SEC NEWS DIGEST

Issue 97-176

September 11, 1997

COMMISSION ANNOUNCEMENTS

BROKER-DEALER CANCELLATIONS

The registrations of the following broker-dealers with the Commission were cancelled by Commission order pursuant to Section 15(b)(5) of the Securities Exchange Act of 1934 on the dates noted below. The following broker-dealers either failed to comply with applicable requirements of the Securities Investor Protection Corp. (SIPC) or failed to be a member of a self-regulatory organization. Any customer of one of the following broker-dealers who has not received his or her cash or securities from the broker-dealer should **immediately** contact the National Association of Securities Dealers Inc. (NASD), at 1-800-289-9999 and ask to be referred to the appropriate local NASD office. Representatives of your local NASD office will be able to assist you with any questions you may have.

Persons with cash or securities in a securities account at one of the broker-dealers listed below may have a claim against the broker-dealer under the Securities Investor Protection Act of 1970 (SIPA). SIPC may act to protect customers for only 180 days from the date of the cancellation. For information regarding the nature of SIPC protection, please contact SIPC at 805 Fifteenth Street N.W., Suite 800, Washington D.C., (202) 371-8300.

<u>Broker-Dealer</u>	<u>Date of Cancellation</u>
Baffa, James Joseph	8/29/97
Bear Wards & Co., Inc.	8/29/97
Belli, Randolph John	8/29/97
Beyer Ltd. Partnership	8/29/97
Brave Sky Trading LP	8/29/97
Brick Securities Corp.	8/29/97
Brooklyn Capital & Securities	8/29/97
Bruha Trading LP	8/29/97
Buford, Anthony Abe	8/29/97
California Financial Network Inc.	8/29/97
Capital Consulting & Asset Mgmt.	8/29/97
Carusillo, Michael John	8/29/97
CNB Investments Inc.	8/29/97
Coastline Financial Inc.	8/29/97

Broker-DealerDate of Cancellation

Constellation Convertibles LP	8/29/97
Constellation Convertibles Ltd.	8/29/97
Costigan, Thomas Joseph	8/29/97
Coxe, Alexander Brown	8/29/97
Credit Suisse Group Services	8/29/97
CT Securities International USA	8/29/97
Curreri, Joseph Steven	8/29/97
Cygnnet Securities Inc.	8/29/97
Deevy, Jonathan Macrae	8/29/97
Deloy & Co. CLP	8/29/97
Downs Associated LP	8/29/97
Easterling, Harvey Jay	8/29/97
Eisen, Irwin Meyer	8/29/97
Euro International Capital LLC	8/29/97
Fantetti, Denise M.	8/29/97
Fimark Securities Inc.	8/29/97
Forsythe & Stoddart Inc.	8/29/97
Gleason, Kevin Gerard	8/29/97
Greenberg Securities Co., Inc.	8/29/97
Jamaica Money Market Brokers Ltd.	8/29/97
JMA Financial Services Inc.	8/29/97
JTT Capital Management	8/29/97
Kalmin, David Phillip	8/29/97
Keelips, Robert William III	8/29/97
Keilin & Bloom LLC	8/29/97
Kelly, Michael Joseph	8/29/97
KKM Media Management LP	8/29/97
KL Trading LP	8/29/97
Kuri, Stephen Paul	8/29/97
L&L Securities	8/29/97
Lambert, John Omar	8/29/97
Lexington Capital Partners & Co.	8/29/97
Lord & Kendyll Investments Inc.	8/29/97
Lubin, Seth Alan	8/29/97
Lyons American Securities Inc.	8/29/97
Marlborough LP	8/29/97
Marquette Invesment Services Inc.	8/29/97
Mayer, Peter Adam	8/29/97
Maylee, Charles A.	8/29/97
Mercury American Capital Corp.	8/29/97
MUI Investment Services Inc.	8/29/97
Nitzkin, Ira A.	8/29/97
Northeast Brokerage Servcies Corp.	8/29/97
Oconnell, Michael Henry	8/29/97
Oak Securities LP	8/29/97
Odonnell, Lance Sunde	8/29/97
Odonnell, Terrence Michael	8/29/97
Omerta LLC	8/29/97
On Line Notes & Mortgages Inc.	8/29/97
Oz Capital Management LP	8/29/97
Paolillo, Louis Edward	8/29/97
PDM Investments Inc.	8/29/97

Broker-DealerDate of Cancellation

PDP Securities	8/29/97
Peregrine Financial & Securities	8/29/97
Pierce & Co. LP	8/29/97
Pig Pen Trading	8/29/97
PMC Financial Markets Inc.	8/29/97
Pollock Investment Group CLP	8/29/97
Price LLC	8/29/97
Provincial Capital Management Ltd.	8/29/97
Renaissance Securities Corp.	8/29/97
Rothenstein, Mark Philip	8/29/97
RSC Investments & Securities Inc.	8/29/97
Rubel, R. Scot	8/29/97
Saks, L. B. Inc.	8/29/97
Sayre, Kenneth Charles	8/29/97
Schillinger, Steven George	8/29/97
Segal, Edward Alan	8/29/97
Sheridan, Daniel	8/29/97
Signorelli Trading Inc.	8/29/97
Sugar, Howard M.	8/29/97
Suleiman, Nassim Reuben	8/29/97
Suppes Securities Inc.	8/29/97
Sveinsson, Gregory James	8/29/97
Trinity Trading Co., Ltd.	8/29/97
Tuminello, Joseph	8/29/97
Van Buskirk, Robert William	8/29/97
Warwick Investment Management Inc.	8/29/97
Winhall Securities Inc.	8/29/97
Zis, Charles David	8/29/97

ENFORCEMENT PROCEEDINGS

MICKIE HIGGINS-HALLKE, AN ATLANTA, GEORGIA CPA, SUSPENDED PURSUANT TO RULE 102(e) AND BARRED FROM PENNY STOCK OFFERINGS

The Commission issued an Order pursuant to Rule 102(e) of the Commission's Rules of Practice and Section 15(b)(6) of the Exchange Act against Mickie Higgins-Hallke, CPA based upon the entry of a permanent injunction against her on August 26, 1997. Higgins-Hallke consented to the Order, without admitting or denying the Commission's findings, permanently denying her the privilege of appearing or practicing before the Commission as an accountant and barring her from participating in an offering of penny stock. Higgins-Hallke was the chief financial officer of Paragon Mortgage Corporation, a now defunct mortgage banking company formerly headquartered in Smyrna, Georgia.

The Commission's complaint alleged that from 1992 through 1994, Higgins-Hallke overstated Paragon's income in various annual and quarterly financial statements filed with the Commission, and failed to report a disagreement with Paragon's auditors concerning the

recognition of revenues.

Higgins-Hallke consented to the permanent injunction, without admitting or denying the allegations set forth in the Commission's complaint, which enjoins her from violating the antifraud, reporting, books and records, and internal accounting control provisions of the federal securities laws. She also agreed to be barred from acting as an officer or director of any public company. (Rel. 34-39039; AAE Rel. 952)

W. GENE ROSS OF LAGUNA HILLS, CALIFORNIA IS BARRED FROM PENNY STOCK OFFERINGS

The Commission issued an Order pursuant to Section 15(b)(6) of the Exchange Act against W. Gene Ross barring him from participating in an offering of penny stock. The Order is based upon the entry of a permanent injunction against him on August 26, 1997. Gene Ross consented to the Order, without admitting or denying the Commission's findings. Gene Ross was the chief executive officer and chairman of the board of Paragon Mortgage Corporation, a now defunct mortgage banking company formerly headquartered in Smyrna, Georgia.

The Commission's complaint alleged that Gene Ross and his brother Lynn K. Ross misappropriated approximately \$230,000 from Paragon over a five-year period. The complaint also alleged that from 1990 through 1994, Gene Ross caused Paragon to overstate its income in various annual and quarterly financial statements filed with the Commission, and failed to report a disagreement with Paragon's auditors concerning the recognition of revenues. The Commission also charged that Gene Ross illegally sold Paragon common stock, and illegally tipped three members of his family to sell their Paragon common stock, while in possession of material, nonpublic information.

Gene Ross consented to the permanent injunction, without admitting or denying the allegations set forth in the Commission's complaint, which enjoins him from violating the antifraud, reporting, books and records, internal accounting control, and proxy provisions of the federal securities laws. Gene Ross has agreed to pay a total of \$65,000 of disgorgement of losses avoided by him and his family and pay prejudgment interest thereon, and civil penalties. Gene Ross also agreed to be barred from acting as an officer or director of public companies. (Rel. 34-39040; AAE Rel. 953)

LYNN ROSS OF ATLANTA, GEORGIA IS BARRED FROM PENNY STOCK OFFERINGS

The Commission issued an Order pursuant to Section 15(b)(6) of the Exchange Act against Lynn K. Ross, barring him from participating in an offering of penny stock. The Order is based upon the entry of a permanent injunction against him on August 26, 1997. Lynn Ross consented to the Order, without admitting or denying the Commission's findings. Lynn Ross was a director and president of Paragon Mortgage Corporation, a now defunct mortgage banking company

formerly headquartered in Smyrna, Georgia.

The Commission's complaint alleged that Lynn Ross and his brother W. Gene Ross misappropriated approximately \$230,000 from Paragon over a five-year period. Lynn Ross consented to the permanent injunction, without admitting or denying the allegations set forth in the Commission's complaint, which enjoins him from violating the antifraud, reporting, books and records, internal accounting control, and proxy provisions of the federal securities laws. Lynn Ross has agreed to pay civil penalties in the amount of \$25,000 and to be barred from acting as an officer or director of public companies. (Rel. 34-39041; AAE Rel. 954)

JUERGENS WINKLER

The Commission, by consent, entered an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions (Order) against Juergens Winkler (Winkler), formerly a registered representative at various broker-dealers. Winkler consented to the entry of the Order without admitting or denying the Order's findings. The Order alleges that Winkler intentionally issued letters attesting to the finances of Joseph Polichemi and a company operated by Polichemi named Copol Investments, Ltd. Winkler testified that the letters contained materially false information.

The letters were used in connection with the offer and sale of purported Prime Bank Instruments in the "Konex Roll Program" which raised at least \$12.5 million from the Chicago Housing Authority (CHA) through the offer and sale of fraudulent investment contracts. The program was the subject of prior civil and criminal actions.

The Commission orders that Winkler cease and desist from committing or causing violations of the antifraud provisions of the federal securities laws, and bars him from associating with anyone in the securities industry. The Commission thanks the Office of the United States Attorney for the Northern District of Illinois for its assistance in this matter. (Rel. Nos. 33-7449; 34-39042)

FORMER AUDITOR OF PONDER INDUSTRIES, INC. CONSENTS TO NINE MONTH SUSPENSION

The Commission instituted public administrative proceedings against William B. Sanders, a certified public accountant from San Antonio, Texas, for improper professional conduct in the 1993 audit of Ponder Industries, Inc. Simultaneously with the institution of those proceedings, the Commission accepted an offer of settlement from Sanders in which he consented, on a neither admit nor deny basis, to an order denying him the privilege of appearing or practicing before the Commission as an accountant for a period of nine months.

In its 1993 report on Form 10-K, Ponder improperly continued to capitalize costs incurred in 1992 in performing a contract for operations in Azerbaijan, even though Ponder had declared the contract null and void. The Commission charged that Sanders failed to determine that there was sufficient competent evidence, beyond

management's assurances and representations, that such costs had a future economic benefit, as required by generally accepted auditing standards and generally accepted accounting principles for continued capitalization. In a previous proceeding, the Commission issued a cease and desist order against Ponder and certain former officers finding, among other things, that Ponder materially misstated its net income before taxes and assets in its 1993 report on Form 10-K as a result of the improper continued capitalization of such costs. (Rel. 34-39045; AAE Rel. 955)

PROCEEDINGS INSTITUTED AND SETTLED AGAINST CAROL HAMBY AND DAVID STEPANEK

The Commission announced that it simultaneously instituted and settled administrative and cease and desist proceedings against Carol A. Hamby (Hamby) and David W. Stepanek (Stepanek), persons associated with two investment advisers, International Market Strategies, Inc. (IMS I) and International Market Strategies II, Inc. (IMS II). The Order finds that Hamby and Stepanek caused and willfully aided and abetted violations of the antifraud provisions of Investment Advisers Act. Specifically, the Order finds that Hamby and Stepanek knew that IMS I and IMS II defrauded their advisory clients by, among other things, misrepresenting the value of client accounts and misappropriating money intended to be invested in the securities markets, and that Hamby and Stepanek provided substantial assistance to IMS I and IMS II.

The Commission accepted offers of settlement from Hamby and Stepanek in which, without admitting or denying the Commission's findings, they consented to the sanctions contained in the Order. These sanctions consisted of a bar from association with securities professionals, an order to cease and desist from causing or aiding and abetting violations of the securities laws, and disgorgement of ill-gotten gains. Payment of disgorgement was waived based upon Hamby's and Stepanek's inability to pay. (Rel. Nos. 34-39046; IA-1661)

ADMINISTRATIVE AND CEASE AND DESIST PROCEEDINGS INSTITUTED AGAINST EURO-ATLANTIC SECURITIES, INC., BRIAN SCHMIDT, DARLAN GORDON, JOHN MADDEN, WILLIAM AVENT, AND JOHN ARISTOTLE DILWORTH II

The Commission has instituted public administrative and cease and desist proceedings pursuant to Section 8A of the Securities Act of 1933 (Securities Act) and Sections 15(b) and 21C of the Securities Exchange Act of 1934 (Exchange Act) against Euro-Atlantic Securities, Inc. (Euro-Atlantic), a broker-dealer registered with the Commission since 1987, Brian A. Schmidt (Schmidt), Darlan E. Gordon (Gordon), John T. Madden (Madden), William Avent (Avent), and John Aristotle Dilworth II (Dilworth). Euro-Atlantic is headquartered in Boca Raton, Florida and had a branch office in Chicago, Illinois. Schmidt and Gordon were formerly associated with Euro-Atlantic as registered representatives. Madden was the branch office manager of Euro-Atlantic's Chicago branch office and supervised Schmidt. Avent and Dilworth were promoters. The administrative and cease and desist proceedings are based upon

allegations that between July and October 1995, through the Chicago branch office of Euro-Atlantic, Schmidt, Gordon, Avent, and Dilworth engaged in a scheme to defraud an investor of \$300,000 in connection with a transaction involving a purported lease of \$10 million in U.S. Treasury Bills in willful violation of the antifraud provisions of the Securities Act and Exchange Act. The proceedings are also based upon allegations that Euro-Atlantic and Madden failed reasonably to supervise Schmidt.

A hearing will be scheduled to determine whether a cease and desist order and/or remedial sanctions and penalties will be imposed against the respondents. (Rel. 34-39047)

CHARLES CLEVELAND, SR. AND CHARLES CLEVELAND, JR. INDICTED IN WASHINGTON COUNTY, TEXAS

The Commission and the District Attorney for the 21st Judicial District, Texas, announced that a grand jury in Washington County returned indictments against Charles R. Cleveland, Sr., and his son Charles R. Cleveland, Jr. on September 4. The indictment charges the Clevelands with unlawfully and deceptively appropriating funds belonging to investors with the intent to deprive the owners of their property. Another son, James Russell Cleveland, was indicted on the same charges in September 1996 and remains in custody in lieu of a \$200,000 bond.

The indictments are based on activities alleged against James R. Cleveland in a civil action filed by the Commission on May 22, 1996. The Commission's complaint alleges that James R. Cleveland, individually, and doing business as Central Texas Securities, took in at least \$4.8 million from his customers to purchase municipal securities at below market prices, but never purchased the bonds for the investors. In fact, the complaint alleges, Cleveland used funds received from new investors to pay off previous customers, and used falsified confirmations and account statements to conceal his misuse and misappropriation of customers' funds. The Commission's civil case against Cleveland is continuing. [State of Texas v. Charles R. Cleveland, Sr., 21st Judicial District, Cause No. 12557, Washington Co.; State of Texas v. Charles R. Cleveland, Jr., 21st Judicial District, Cause No. 12558, Washington Co.] (LR-15482)

COMPLAINT ALLEGING VIOLATION OF ANTIFRAUD AND INVESTMENT ADVISER REPORTING PROVISIONS AGAINST MARK RITACCO ET AL.

On September 8, the Commission filed a complaint with the United States District Court for the District of Oregon against Mark A. Ritacco, et al.

The complaint alleges that Ritacco made fraudulent representations in connection with the offer and sale of \$2.2 million in high risk promissory notes primarily sold through Ritacco's investment adviser, Integrated Wealth Management. Further, Ritacco improperly diverted approximately \$248,600 of these funds to another company he controlled in an unsuccessful attempt to develop a auto anti-theft device.

Ritacco, and his companies consented, without admitting or denying the allegations, to the entry of an order enjoining them from future violations of Section 17(a) of the Securities Act; Sections 10(b) and 15(a) of the Securities Exchange Act and Rule 10b-5 thereunder; enjoining Ritacco from future violations of Sections 204, 206(1), 206(2) and 206(4) of the Investment Advisers Act and Rules 204-1(b)(1) and 206(4)-4 thereunder; and requiring them to disgorge their illegal profits.

Ritacco has also consented to the issuance of an order in an administrative proceeding revoking Integrated's registration as an investment adviser and barring Ritacco from participating in the securities industry. [SEC v. Mark A. Ritacco, et al., USDC, District of Oregon, Civil Action No. CV '97-1307 ST.] (LR-15483)

JOCELYN O'ROURKE ENJOINED AND BARRED IN MISAPPROPRIATION CASE

The Commission announced today the entry on August 18, 1997, of a final judgment against Jocelyn Jane O'Rourke of Conway, New Hampshire, permanently enjoining O'Rourke from violating the general antifraud provisions of the federal securities laws and ordering O'Rourke to pay a civil penalty of \$5000. O'Rourke consented to the entry of the final judgment without admitting or denying any of the substantive charges against her.

In its complaint, the Commission charged O'Rourke with participating in a scheme orchestrated by Michael Anthony Pierce, a registered investment advisor, to misappropriate funds from Pierce's investment advisory clients. The Commission alleged that as part of that scheme, O'Rourke misrepresented her identity for the purpose of liquidating, without authorization, four mutual fund accounts owned by Pierce's clients. Pierce used the funds withdrawn from those accounts for his own benefit.

The Commission also announced today that on September 8 the Commission entered by consent an administrative order barring O'Rourke from the securities industry. Pierce, who also has been enjoined and barred by the Commission, was prosecuted criminally for his role in the scheme and is serving a fifty-seven month prison term. [SEC v. Michael Anthony Pierce, et al., Civil Action No. C-96-10600, D. Mass.] (LR-15484)

SCIENTIFIC SOFTWARE-INTERCOMP, INC. CONSENTS TO INJUNCTION IN FINANCIAL FRAUD ACTION

On September 11, the Commission filed and simultaneously settled a financial fraud action in the United States District Court for the District of Columbia against Scientific Software-Intercomp, Inc. (SSI), a Denver, Colorado oil and gas software company whose shares formerly traded on NASDAQ, seeking a permanent injunction and other relief.

The Commission's complaint alleges that during 1993, 1994 and 1995, SSI materially overstated its revenue and earnings by backdating or

misdating contracts, booking revenue without contracts, overaccruing project revenues and providing confidential side letters modifying payment obligations. As a result of these practices, the complaint alleges that SSI reported false and misleading information in its Annual Reports for fiscal 1993 and 1994, its Quarterly Reports for the first three quarters of fiscal 1994 and the first quarter of fiscal 1995. In addition, SSI conducted an offering of 2 million shares of common stock from which it obtained more than \$8 million on a registration statement that materially overstated revenue, net income and earnings per share for the 1993 fiscal year and the first quarter of 1994. The complaint further alleges that SSI filed false Current Reports on Form 8-K in July and August 1995 reporting the resignation of its auditors. By engaging in such conduct, the complaint alleges that SSI violated Section 17(a) of the Securities Act of 1933, and Sections 10(b), 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934 and Rules 10b-5, 12b-20, 13a-1, 13a-11 and 13a-13 thereunder.

Without admitting or denying the allegations of the complaint, SSI consented to the entry of a permanent injunction prohibiting future violations of the antifraud, reporting, internal controls and books and records provisions of the Securities Act and Exchange Act, and ordering SSI to restate its financial statements for the years ending December 31, 1993, 1994 and 1995. [SEC v. Scientific Software-Intercomp, Inc., Civil Action No. 97-CV-2091, JGP, D.D.C.] (LR-15485; AAE Rel. 956)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission has approved proposed rule changes (SR-Amex-96-19, SR-CBOE-96-79, and SR-PCX-97-09) filed by the American Stock Exchange, the Chicago Board Options Exchange, and the Pacific Exchange to eliminate position and exercise limits for FLEX Equity options. (Rel. 34-39032)

The Commission granted approval to a proposed rule change filing (SR-Amex-97-10) by the American Stock Exchange relating to specialist trading. Publication of the notice is expected in the Federal Register during the week of September 15. (Rel. 34-39035)

The Commission granted approval to a proposed rule change filing (SR-NYSE-97-10) by the New York Stock Exchange relating to amendments to Rule 104.10(5) pertaining to specialists establishing a position. Publication of the notice is expected in the Federal Register during the week of September 15. (Rel. 34-39036)

The Commission approved a proposed rule change (SR-NASD-97-10) filed by the National Association of Securities Dealers relating to distribution of information concerning the availability of NASD Regulation's Public Disclosure Program. Publication of the approval

order is expected in the Federal Register during the week of September 15. (Rel. 34-39043)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the National Association of Securities Dealers to modify the NASD's assessment schedule (SR-NASD-97-62) 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 September 15. (Rel. 34-39033)

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration Littlefield, Adams & Company, Common Stock, \$1 Par Value. (Rel. 34-39037)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until September 30 to comment on the application of Equisure, Inc. to withdraw its Common Stock, \$.001 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-39038)

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-8 NEW DIMENSION SOFTWARE LTD, DEVORA HANAVIA ST BLDG 5C,
ATIDIM NEVE SHARET, TEL AVIV 61430 ISRAEL, L3 00000 - 1,357,000
(\$10,090,992.07) FOREIGN COMMON STOCK. (FILE 333-7504 - AUG. 28) (BR. 3)
- F-3 ARAUCO & CONSTITUTION PULP INC, AGUSTINAS 1070, SIXTH FL, SANTIAGO, F3
(562) 698-1961 - 600,000,000 (\$600,000,000)
FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-7506 - AUG. 28) (BR. 4)
- S-8 RIT TECHNOLOGIES LTD, 24 RAOUL WALLENBERG ST, TEL AVIV 69719 ISRAEL, L3
- 383,250 (\$3,449,250) FOREIGN COMMON STOCK. (FILE 333-7510 - AUG. 28)
(BR. 3)

S-8 RIT TECHNOLOGIES LTD, 24 RAOUL WALLENBERG ST, TEL AVIV 69719 ISRAEL, L3
- 627,850 (\$5,650,650) FOREIGN COMMON STOCK. (FILE 333-7512 - AUG. 28)
(BR. 3)

F-3 QIAGEN NV, JOHANNES VERMEERPLEIN 9-1, 1071 DV AMSTERDAM, NETHERLANDS, P8
- 2,619,073 (\$123,587,507.18) FOREIGN COMMON STOCK. (FILE 333-7514 -
AUG 28) (BR 1)

F-1 CADILLAC FAIRVIEW CORP, 20 QUEEN ST WEST, TORONTO ONTARIO M5H 3R4, A6
(416) 598-8200 - \$250,000,000 FOREIGN COMMON STOCK (FILE 333-7516 -
AUG 29) (BR 8 - NEW ISSUE)

S-B BANQUE CENTRALE DE TUNISIE, 1515 MASS AVE N W,
EMBASSY OF REPUBLIC OF TUNISIA, WASHINGTON, DC 20005 - 400,000,000
(\$400,000,000) STRAIGHT BONDS. (FILE 333-7518 - AUG. 29) (BR 99
- NEW ISSUE)

S-8 CANADIAN NATIONAL RAILWAY CO, 935 DE LA GAUCHETIERE ST W,
MONTREAL QUEBEC CANADA H3B 2M9, A8 (514) 399-5430 - 1,200,000
(\$60,262,800) FOREIGN COMMON STOCK. (FILE 333-7520 - AUG. 29) (BR 5)

F-6 GERDAU SA, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286
(212) 495-1727 - 25,000,000 (\$1,250,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-7522 - AUG. 28) (BR 99
- NEW ISSUE)

F-3 RADICA GAMES LTD, 2 12 AU PUI WAN ST STE R 6TH FLR,
VALIANT INDUSTRIAL CENTRE, FO FAN SHATIN HONG K, K3 (852) 693-2238 -
1,855,000 (\$16,347,187 50) FOREIGN COMMON STOCK. (FILE 333-7526 - AUG. 29)
(BR. 5)

F-3 NORDIC AMERICAN TANKER SHIPPING LTD, PO BOX HM 1179,
HAMILTON HMEX BERMUD, D0 (441) 295-2244 - 11,731,613 (\$119,779,768 73)
FOREIGN COMMON STOCK (FILE 333-7536 - AUG. 29) (BR. 5)

F-1 TEFRON LTD, 28 CHIDA ST, ISRAEL, BNEI BRAK, 51371 - 5,750,000
(\$92,000,000) FOREIGN COMMON STOCK. (FILE 333-7538 - AUG. 29) (BR. 2
- NEW ISSUE)

S-1 GENERAL AUTOMATION INC, 17731 MITCHELL NORTH, IRVINE, CA 92714
(714) 778-4800 - 831,100 (\$1,298,594) COMMON STOCK (FILE 333-34917 -
SEP 04) (BR. 3)

S-8 GENERAL HOUSEWARES CORP, P O BOX 4066 1536 BEECH STREET, TERRE HAUTE, IN
47804 (812) 232-1000 - 300,000 (\$2,737,500) COMMON STOCK (FILE 333-34919
- SEP 04) (BR. 6)

S-1 SCHLOTZSKYS INC, 200 WEST FOURTH ST, AUSTIN, TX 78701 (512) 469-7500 -
2,300,000 (\$40,825,000) COMMON STOCK (FILE 333-34921 - SEP. 04) (BR 2)

S-4 PENSKE MOTORSPORTS INC, 13400 OUTER DR W, DETROIT, MI 48239
(313) 592-8255 - 397,052 (\$13,201,979) COMMON STOCK. (FILE 333-34923 -
SEP. 04) (BR. 5)

S-8 CVS CORP, ONE CVS DR, WOONSOCKET, RI 02895 (914) 925-4000 - 2,933,553
(\$166,845,827) COMMON STOCK. (FILE 333-34927 - SEP. 03) (BR. 1)

S-8 SENTRY TECHNOLOGY CORP, 350 WIRELESS BLVD, HAUPPAUGE, NY 11788
(514) 232-2100 - 2,250,000 (\$6,662,500) COMMON STOCK (FILE 333-34929 -
SEP. 04) (BR. 3)

S-3 PEOPLES HERITAGE FINANCIAL GROUP INC, ONE PORTLAND SQ, P O BOX 9540,
PORTLAND, ME 04112 (207) 761-8500 - 9,500,000 (\$9,500,000) COMMON STOCK.
(FILE 333-34931 - SEP 04) (BR. 7)

S-8 NEW BRUNSWICK SCIENTIFIC CO INC, 44 TALMADGE RD, PO BOX 4005, EDISON, NJ
08818 (908) 287-1200 - 431,000 (\$3,017,000) COMMON STOCK. (FILE 333-34933
- SEP. 04) (BR 5)

S-8 NEW BRUNSWICK SCIENTIFIC CO INC, 44 TALMADGE RD, PO BOX 4005, EDISON, NJ
08818 (908) 287-1200 - 115,500 (\$808,500) COMMON STOCK (FILE 333-34935 -
SEP. 04) (BR 5)

S-2 UNITED STATIONERS INC, 2200 E GOLF RD, DES PLAINES, IL 60016
(708) 699-5000 - 4,600,000 (\$157,550,000) COMMON STOCK. (FILE 333-34937 -
SEP 04) (BR 4)

S-8 HELMERICH & PAYNE INC, UTICA AT 21ST ST, TULSA, OK 74114 (918) 742-5531
- 1,000,000 (\$1,000,000) COMMON STOCK. (FILE 333-34939 - SEP. 04) (BR. 4)

S-3 HVIDE MARINE INC, 2200 ELLER DR BUILDING 27, PO BOX 13038,
FORT LAUDERDALE, FL 33316 (305) 523-2200 - 2,300,000 (\$115,000,000)
STRAIGHT BONDS. (FILE 333-34941 - SEP 04) (BR. 5)

S-8 NEW BRUNSWICK SCIENTIFIC CO INC, 44 TALMADGE RD, PO BOX 4005, EDISON, NJ
08818 (908) 287-1200 - 100,000 (\$700,000) COMMON STOCK. (FILE 333-34943 -
SEP. 04) (BR. 5)

S-3 JPM CO, RT 15 N, LEWISBURG, PA 17837 (717) 524-8200 - 791,170
(\$20,372,627 50) COMMON STOCK. (FILE 333-34945 - SEP 04) (BR. 6)

S-3 SOUTHRUST CORP, 420 N 20TH ST, BIRMINGHAM, AL 35203 (205) 254-5000 -
200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 333-34947 - SEP. 04)
(BR. 7)

S-1 FINLAY ENTERPRISES INC /DE/, 521 FIFTH AVE, NEW YORK, NY 10175
(212) 382-7400 - 3,450,000 (\$61,444,500) COMMON STOCK (FILE 333-34949 -
SEP. 04) (BR. 2)

S-4 ZIONS BANCORPORATION /UT/, ONE SOUTH MAIN STREET, SUITE 1380,
SALT LAKE CITY, UT 84111 (801) 524-2283 - 1,100,000 (\$13,208,000)
COMMON STOCK. (FILE 333-34951 - SEP. 04) (BR. 7)

S-8 PDT INC /DE/, 7408 HOLLISTER AVE, SANTA BARBARA, CA 93117 (805) 685-9880
- 1,250,000 (\$48,984,375) COMMON STOCK. (FILE 333-34953 - SEP. 04)
(BR. 1)

S-8 NETWORK GENERAL CORPORATION, 4200 BOHANNON DR, MENLO PARK, CA 94025
(415) 473-2000 - 2,069,402 (\$31,670,642 32) COMMON STOCK. (FILE 333-34955
- SEP 04) (BR 3)

S-3 PACIFIC CHEMICAL INC, 745 ALEXANDER RD, PRINCETON, NJ 08540
(212) 697-6464 - 2,325,398 (\$31,102,198) COMMON STOCK (FILE 333-34957 -
SEP 04) (BR 5)

SB-2 CONNECTSOFT COMMUNICATIONS CORP, 11130 NE 33RD PLACE SUITE 250,
BELLEVUE, WA 98004 (206) 803-5400 - 30,480,240 (\$30,480,240) COMMON STOCK.
(FILE 333-34959 - SEP. 04) (NEW ISSUE)

S-3 PROFFITTS INC, PO BOX 200080, 3455 HIGHWAY 80 W, JACKSON, MS 39289
(615) 983-7000 - 2,019,975 (\$107,503,069.50) COMMON STOCK. (FILE
333-34961 - SEP. 04) (BR. 2)

S-1 COLE NATIONAL GROUP INC, 5915 LANDERBROOK DR, MAYFIELD HEIGHTS, OH 44124
(216) 449-4100 - 125,000,000 (\$125,000,000) STRAIGHT BONDS (FILE
333-34963 - SEP. 04) (BR. 2)

S-8 BANK PLUS CORP, 4565 COLORADO BLVD, LOS ANGELES, CA 90039 (818) 549-3330
- 750,000 (\$8,156,250) COMMON STOCK. (FILE 333-34965 - SEP 04) (BR. 7)

S-1 GAMETECH INTERNATIONAL INC, 2209 W LST STREET SUITE 113-114, TEMPE, AZ
85281 (602) 804-1101 - 4,266,500 (\$55,464,500) COMMON STOCK. (FILE
333-34967 - SEP 04) (NEW ISSUE)

S-3 BCAM INTERNATIONAL INC, 1800 WALT WHITMAN RD, MELVILLE, NY 11747
(516) 752-3550 - 8,300,000 (\$3,428,438) COMMON STOCK. (FILE 333-34969 -
SEP. 04) (BR. 4)

S-1 YOUNG INNOVATIONS INC, 13705 SHORELINE COURT, EARTH CITY, MO 63045
(314) 344-0010 - 2,300,000 (\$27,600,000) COMMON STOCK (FILE 333-34971 -
SEP. 04) (BR. 1)

S-8 BAAN CO N V, 4600 BOHANNON DRIVE, MENLO PARK, CA 94025 (415) 462-8580 -
4,000,000 (\$238,750,000) COMMON STOCK (FILE 333-34973 - SEP. 04) (BR 3)

- S-3 AMERICAN BUSINESS INFORMATION INC /DE, 5711 S 86TH CIRCLE, OMAHA, NE
68127 (402) 593-4500 - 560,000 (\$15,330,000) COMMON STOCK. (FILE
333-34975 - SEP. 05) (BR. 2)
- S-1 MATRIX CAPITAL CORP /CO/, 1380 LAWRENCE ST, STE 1410, DENVER, CO 80204
(303) 595-9898 - 20,000,000 (\$20,000,000) STRAIGHT BONDS (FILE 333-34977
- SEP 04) (BR. 8)
- S-8 CERPROBE CORP, 1150 NORTH FIESTA BLVD, GILBERT, AZ 85233 (602) 967-7885
- 300,000 (\$6,225,000) COMMON STOCK. (FILE 333-34979 - SEP. 05) (BR 6)
- SB-2 RIBOZYME PHARMACEUTICALS INC, 2950 WILDERNESS PLACE, BOULDER, CO 80301
(303) 449-6500 - 1,400,000 (\$11,550,000) COMMON STOCK. (FILE 333-34981 -
SEP. 05) (BR 9)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

LITIGATION RELEASE NO. 15482 / September 10, 1997

THE STATE OF TEXAS v. CHARLES R. CLEVELAND, SR.
21st Judicial District, Cause No. 12557, Washington Co.

THE STATE OF TEXAS v. CHARLES R. CLEVELAND, JR.
21st Judicial District, Cause No. 12558, Washington Co.

The Securities and Exchange Commission ("Commission") and the District Attorney for the 21st Judicial District, Texas, announced that a grand jury in Washington County returned indictments against Charles R. Cleveland, Sr., and his son Charles R. Cleveland, Jr. on September 4, 1997. The indictment charges the Clevelands with unlawfully and deceptively appropriating funds belonging to investors with the intent to deprive the owners of their property. Another son, James Russell Cleveland, was indicted on the same charges in September 1996 and remains in custody in lieu of a \$200,000 bond.

The indictments are based on activities alleged against James R. Cleveland in a civil action filed by the Commission on May 22, 1996. The Commission's complaint alleges that James R. Cleveland, individually, and doing business as Central Texas Securities, took in at least \$4.8 million from his customers to purchase municipal securities at below market prices, but never purchased the bonds for the investors. In fact, the complaint alleges, Cleveland used funds received from new investors to pay off previous customers, and used falsified confirmations and account statements to conceal his misuse and misappropriation of customers' funds. The Commission's civil case against Cleveland is continuing.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Litigation Release No. 15483 / September 10, 1997

SECURITIES AND EXCHANGE COMMISSION v. MARK A. RITACCO, ET AL.,
United States District Court for the District of Oregon, Civil
Action No. CV '97-1307 ST.

SEC Sues Oregon Investment Adviser

The Securities and Exchange Commission today accused a Lake Oswego, Oregon investment adviser and former stockbroker of defrauding investors in Oregon, Washington and Utah out of more than \$1.8 million between 1992 and 1995. The Commission today sued Mark A. Ritacco, age 36, in United States District Court in Portland. Ritacco ran an investment advisory business known as Integrated Wealth Management, Inc., with offices in Newport and Portland, through which he raised money from investors. Integrated is currently known as Oregon Financial Services.

The complaint alleges that from 1992 to 1993, Ritacco raised \$1.6 million from investors by selling high-risk promissory notes that he falsely described as being "guaranteed" and "probably safer than a money market fund." In reality, according to the complaint, the notes were issued by a series of high risk, start-up companies, which later were unable to repay the debts. The complaint also alleges that from 1993 to 1995 Ritacco improperly diverted approximately \$248,600 in proceeds from securities sales on behalf of three companies that he controlled to a fourth company that he also controlled. The complaint names as defendants Ritacco and two of his companies, Metro Property Development, Inc., and Pacific Property Development, Inc. The complaint also names as a relief defendant Pacific Northwest Housing, Inc., of Vancouver, Washington, an unaffiliated real estate development company that received certain loans from Ritacco's companies.

Ritacco has reached a settlement with the Commission in which he consented to the entry of a permanent injunction prohibiting him and his two companies from future violations of the federal securities laws. The settlement also requires Ritacco and his companies to repay more than \$315,000, which represents all funds that are recoverable at this time. These payments will be made by relief defendant Pacific Northwest Housing, which consented to an order directing it to repay certain loans from Ritacco's companies over time into a fund for eventual distribution to investors. In the settlement, Ritacco and his companies neither admitted nor denied the allegations in the complaint.

According to the complaint, in May 1992 Ritacco began selling high risk promissory notes issued by a series of companies including Immcon, Inc., and Pilot Marketing, Inc., both of Spokane, Washington, and JJJ Electronics, Inc., of Utah. At the time, Ritacco was employed as a stockbroker by Laney & Company. Laney fired Ritacco in September 1992 for selling the high risk notes

without the firm's approval. After leaving Laney, Ritacco worked through Integrated Wealth Management, the investment advisory firm he owned, where he continued to sell the high risk notes to his advisory clients through March 1993. In total, Ritacco sold approximately \$1.6 million in promissory notes to 45 clients by falsely claiming that the investments were safe, insured or bonded and failing to disclose that the companies issuing the notes were in fact high risk, start-up ventures. Immcon, JJJ Electronics and Pilot Marketing have each since failed to repay the notes and have been dissolved.

In a separate scheme, the complaint alleges that beginning in June 1993 Ritacco sold approximately \$582,350 in promissory notes on behalf of three companies he controlled: Metro; Pacific; and American Capital Holdings. Ritacco told investors that the proceeds of these notes would be used primarily to make loans to Pacific Northwest Housing, the unaffiliated real estate development company, and that the loans would be secured by residential real estate. In fact, Ritacco diverted approximately \$248,600 of these funds to another company he controlled. That company, Secure Concepts, failed in its efforts to develop and market an automobile anti-theft device and currently has no ongoing operations.

Ritacco's settlement with the Commission, which currently awaits approval by the federal district court, calls for entry of an order: (1) enjoining Ritacco, Metro and Pacific from future violations of Section 17(a) of the Securities Act of 1933; Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder; (2) enjoining Ritacco from future violations of Sections 204, 206(1), 206(2) and 206(4) of the Investment Advisers Act of 1940 and Rules 204-1(b)(1) and 206(4)-4 thereunder; and (3) requiring Ritacco, Metro and Pacific to disgorge their illegal profits of \$248,600 plus prejudgment interest of \$66,613, or a total of \$315,213. Disgorgement and prejudgment interest will come from Pacific Northwest Housing's repayment of loans it received from Metro and Pacific.

The Commission also announced that following entry of a final judgment by the federal district court, it will begin separate administrative proceedings against Ritacco and his advisory firm, Integrated Wealth Management. As part of the settlement, Ritacco has consented to the issuance of an order in the administrative proceedings revoking Integrated's registration as an investment adviser and barring Ritacco from participating in the securities industry.

SECURITIES AND EXCHANGE COMMISSION

LITIGATION RELEASE No. 15484 / September 10, 1997

SECURITIES AND EXCHANGE COMMISSION v. MICHAEL ANTHONY PIERCE, ET AL. (United States District Court for the District of Massachusetts, Civil Action No. C-96-10600-RCL)

The Securities and Exchange Commission ("Commission") announced today that, on August 18, 1997, a Final Judgment of Permanent Injunction and Other Relief ("Final Judgment") was entered against Jocelyn Jane O'Rourke ("O'Rourke"), of Conway, New Hampshire, by United States District Judge Reginald C. Lindsey, District of Massachusetts. The Final Judgment permanently enjoins O'Rourke from violating the general antifraud provisions of the federal securities laws and orders her to pay a civil monetary penalty of \$5000. O'Rourke consented to the entry of the Final Judgment without admitting or denying any of the substantive charges against her.

In its complaint, which was filed on March 21, 1996, the Commission charged O'Rourke with knowing or reckless participation in a scheme orchestrated by Michael Anthony Pierce ("Pierce"), a registered investment advisor, to misappropriate funds from Pierce's investment advisory clients. The Commission alleged that as part of that scheme, O'Rourke misrepresented her identity for the purpose of liquidating, without authorization, four mutual fund accounts owned by Pierce's clients. Pierce used the funds withdrawn from those accounts for his own benefit.

The Commission also announced today that, on September 8, 1997, it entered an administrative order by consent permanently barring O'Rourke from the securities industry on the basis of the injunction entered against her. Pierce, who also has been enjoined and barred by the Commission, was prosecuted criminally for his role in the scheme and is serving a fifty-seven month prison term.

See prior Litigation Release Nos. 14855 (March 25, 1996), 14869 (April 10, 1996), 14889 (April 24, 1996), and 15268 (February 27, 1997).