

# SEC NEWS DIGEST

Issue 97-211

October 31, 1997

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## COMMISSION ANNOUNCEMENTS

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### REPORT ON ADMINISTRATIVE PROCEEDINGS FOR THE PERIOD APRIL 1, 1997 THROUGH SEPTEMBER 30, 1997

A Report on Administrative Proceedings for the Period April 1, 1997 through September 30, 1997 has been issued, giving summary statistical information on the Commission's administrative proceedings caseload. The Commission's Rules of Practice require publication of the report in the **SEC Docket** each October and April. (Rel. 34-39286)

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## ENFORCEMENT PROCEEDINGS

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### DECISION BARRING MATT MATSON FROM PARTICIPATING IN THE OFFERING OF ANY PENNY STOCK

The decision of an administrative law judge concerning Matt Matson has become final. The order bars Matson from participating in the offering of any penny stock, including acting as a promoter, finder, consultant, agent, or other person who engages in actions with a broker, dealer, or issuer for the purposes of issuing or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

The law judge imposed the bar based on a September 1996 permanent injunction entered, by consent, against Matson by the United States District Court for the Southern District of Florida (SEC v. Home Link Corp., et al., No. 96-6860-CIV-Gonzalez). The law judge found that Matson committed fraud in connection with the offer, purchase, and sale of the common stock of Home Link Corporation, a company of which he was the chief executive officer and sole director. The law judge specified that Matson, among other misconduct, made false statements to the financial press and the investing public regarding Home Link's business prospects and fraudulently altered Home Link's financial statements intending that they be published. The law judge concluded that "[t]he public interest demands a penny stock bar," based on the egregious nature of Matson's conduct, the high degree of scienter demonstrated by Matson, Matson's failure to

understand the gravity of his conduct, and the high likelihood that Matson again will commit penny stock fraud. (Rel. 34-39287)

#### MITCHELL HAMMER AND JOSEPH LETZELTER, JR. ENJOINED AND BARRED BY CONSENT

On October 23, Mitchell A. Hammer (Hammer) and Joseph Letzelter, Jr. (Letzelter), former employees of Sheffield Industries, Inc. (Sheffield), a bankrupt manufacturing company which had been based in Miami, Florida, by consent were permanently enjoined and barred from being officers and directors of public companies. The Commission's complaint, which was filed on July 25, 1997, alleged that between June 1991 and January 1993, Hammer, Sheffield's former CEO, and Letzelter, Sheffield's former controller, perpetrated a massive fraud on Sheffield's investors by maintaining two sets of books and by filing materially false financial reports with the Commission on Sheffield's behalf. [SEC v. Mitchell A. Hammer and Joseph Letzelter, Jr., USDC, SD FL, Civil Action No. 97-6892-CIV-ZLOCH] (LR-15546; AAE Rel. 980)

#### RANDY KUHLMANN AND DAVID DARLING INDICTED

The Commission and the U.S. Attorney for the Southern District of California announced that on October 23 Randy S. Kuhlmann (Kuhlmann) and David S. Darling (Darling) were indicted by a federal grand jury for conspiracy, mail fraud, money laundering, and tax evasion. Kuhlmann and Darling were charged with conspiring to induce potential investors to participate in Amtel's sale-leaseback pay telephone program. Kuhlmann and Darling failed to disclose, among other things, that the pay telephones purchased by investors were encumbered property.

The criminal charges against Kuhlmann and Darling are based on the same activities alleged in the Commission's civil action filed on July 17, 1995, against Amtel Communications, Inc., Kuhlmann, and Darling. The Commission's complaint alleges, among other things, that the defendants raised about \$51.4 million from at least 3,750 investors through their fraudulent scheme. The Commission's action is continuing. For further information, see LR-14713. [U.S. v. Randall Smith Kuhlmann and David Sydney Darling, Criminal Case No. 97-CR871-H, USDC, S.D. Cal.] (LR-15547)

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#### SELF-REGULATORY ORGANIZATIONS

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#### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change, and Amendment No 1. thereto, submitted by the National Association of Securities Dealers (SR-NASD-97-38) to clarify the application of Rules 2710 and 2720 to exchange offers, merger and acquisition transactions, and other similar corporate reorganizations. (Rel. 34-39284)

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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>.

- F-1 VIRGIN EXPRESS HOLDINGS PLC, 120 CAMPDEN HILL RD, LONDON W8 7AR ENGLAND,  
XO (171) 229-1282 - 2,461,000 (\$110,745,000) FOREIGN COMMON STOCK. (FILE  
333-7828 - OCT. 22) (BR 5 - NEW ISSUE)
- S-8 ALCATEL ALSTHOM COMPAGNIE GENERAL DELECTRICITE SA,  
BURGEMECSTER ELSENIAAN 170, 2288 BH, NETHLANDS, IO (212) 632-3695 -  
900,000 (\$24,300,000) FOREIGN COMMON STOCK. (FILE 333-7830 - OCT 23)  
(BR 3)
- F-6 OAO AEROFLOT /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 333-7832 - OCT. 23) (BR 99  
- NEW ISSUE)
- F-6 WACOAL CORP /ADR, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286  
(212) 495-1727 - 10,000,000 (\$500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-7834 - OCT. 23) (BR 99)
- S-8 NYCOMED AMERSHAM PLC, AMERSHAM PLACE, LITTLE CHAIFONT,  
BUCKINGHAMSHIRE ENGLAND, XO - 232,554 (\$4,437,130 40)  
FOREIGN COMMON STOCK (FILE 333-7836 - OCT. 23) (BR 1)
- F-10 TELEGLOBE INC, 1000 RUE DE LA GAUEHETIERE OUEST, ST LAURENT,  
QUEBEC CANADA H4T 1, A8 (514) 738-4781 - 5,980,000 (\$220,512,500)  
FOREIGN COMMON STOCK (FILE 333-7838 - OCT. 23) (BR. 3)
- S-4 HELLER FINANCIAL INC, 500 W MONROE ST, CHICAGO, IL 60661 (312) 441-7000  
- 1,500,000 (\$150,000,000) PREFERRED STOCK (FILE 333-38627 - OCT 24)  
(BR 7)
- S-8 PARAMETRIC TECHNOLOGY CORP, 128 TECHNOLOGY DR, WALTHAM, MA 02154  
(617) 398-5000 - 600,000 (\$28,612,500) COMMON STOCK (FILE 333-38629 -  
OCT 24) (BR 3)
- S-8 ENERGY OPTICS INC, 29425 CR 561, TAVARES, FL 32778 (352) 742-5010 -  
898,800 (\$2,642,000) COMMON STOCK. (FILE 333-38631 - OCT. 24) (BR. 4)
- S-3 MORGAN J P & CO INC, 60 WALL ST, NEW YORK, NY 10260 (212) 483-2323 -  
STRAIGHT BONDS. (FILE 333-38633 - OCT. 24) (BR. 7)
- S-8 HALL KINION & ASSOCIATES INC, 19925 STEVENS CREEK BLVD, CUPERTINO, CA  
95014 - 3,966,392 (\$75,857,247) COMMON STOCK (FILE 333-38635 - OCT. 24)  
(BR 3)
- S-1 EFC BANCORP INC, 1695 LARKIN AVE, ELGIN, IL 60123 (847) 741-3900 -  
7,055,802 (\$70,558,020) COMMON STOCK. (FILE 333-38637 - OCT 24) (BR. 7  
- NEW ISSUE)

S-3 SUMMIT PROPERTIES INC, 212 SOUTH TRYON ST, STE 500, CHARLOTTE, NC 28281  
(704) 334-9905 - 1,500,000 (\$31,593,750) COMMON STOCK. (FILE 333-38639 -  
OCT. 24) (BR. 8)

S-11 ANWORTH MORTGAGE ASSET CORP, 1299 OCEAN AVENUE, SUITE 210, SANTA MONICA,  
CA 90401 (310) 393-1428 - 8,625,000 (\$86,250,000) COMMON STOCK. (FILE  
333-38641 - OCT. 24) (BR. 8 - NEW ISSUE)

S-8 BEI TECHNOLOGIES INC, ONE POST ST, STE 2500, SAN FRANCISCO, CA 94104  
(415) 956-4477 - 1,139,445 (\$11,542,065) COMMON STOCK. (FILE 333-38643 -  
OCT 24) (BR. 5)

S-8 RACOM SYSTEMS INC, 6080 GREENWOOD PLAZA BOULEVARD, GREENWOOD VILLAGE, CO  
80111 (303) 771-2077 - 1,700,000 (\$4,777,000) COMMON STOCK. (FILE  
333-38645 - OCT. 24) (BR. 9)

S-4 TRAVELERS GROUP INC, 388 GREENWICH ST, LEGAL DEPT 20TH FLOOR, NEW YORK,  
NY 10013 (212) 816-8000 - 136,226,817 (\$9,715,955,420) COMMON STOCK  
18,280,000 (\$762,313,000) PREFERRED STOCK. (FILE 333-38647 - OCT. 24)  
(BR. 1)

S-8 BROWN FORMAN CORP, 850 DIXIE HWY, LOUISVILLE, KY 40210 (502) 585-1100 -  
7,000 (\$363,790) COMMON STOCK. (FILE 333-38649 - OCT. 24) (BR. 2)

S-1 BNC MORTGAGE INC, 1740 E GARRY AVE, SUITE 109, SANTA ANA, CA 92705  
(714) 260-6000 - 5,103,866 (\$56,142,526) COMMON STOCK. (FILE 333-38651 -  
OCT 24) (BR 8)

S-8 LASALLE RE HOLDINGS LTD, 25 CHURCH ST, PO BOX HM 1502,  
HAMILTON HM FX BERMU, D0 (441) 292-3339 - 1,000,000 (\$29,839,862.63)  
COMMON STOCK. (FILE 333-38653 - OCT 24) (BR 1)

S-8 LASALLE RE HOLDINGS LTD, 25 CHURCH ST, PO BOX HM 1502,  
HAMILTON HM FX BERMU, D0 (441) 292-3339 - 137,997 (\$4,804,020.56)  
COMMON STOCK. (FILE 333-38655 - OCT. 24) (BR. 1)

S-8 PERITUS SOFTWARE SERVICES INC, 304 CONCORD ROAD, BILLERICA MA, MA 01821  
(978) 670-0800 - 2,989,519 (\$74,364,285) COMMON STOCK. (FILE 333-38657 -  
OCT 24) (BR 3)

S-8 PERITUS SOFTWARE SERVICES INC, 304 CONCORD ROAD, BILLERICA MA, MA 01821  
(978) 670-0800 - 1,950,000 (\$48,506,250) COMMON STOCK (FILE 333-38659 -  
OCT 24) (BR 3)

S-8 IMAGING DIAGNOSTIC SYSTEMS INC /FL/, 6531 NW 18TH COURT, PLANTATION, FL  
33313 (305) 746-0500 - 166,000 (\$228,900) COMMON STOCK (FILE 333-38661 -  
OCT 24) (BR 1)

S-4 GARDEN STATE NEWSPAPERS INC, 1560 BROADWAY, STE 1450, DENVER, CO 80202  
(713) 295-3800 - 250,000,000 (\$248,537,500) STRAIGHT BONDS. (FILE  
333-38663 - OCT 24) (BR. 5)

SB-2 MAR VENTURES INC, 1675 BROADWAY, STE 1150, DENVER, CO 80202  
(303) 825-3748 - 8,190,000 (\$12,668,906) COMMON STOCK (FILE 333-38665 -  
OCT 24) (BR 5)

S-8 NUMEREX CORP /PA/, 100 FOUR FALLS CORPORATE CENTER STE 407,  
RTE 23 & WOODMONT RD, WEST CONSHOHOKEN, PA 19428 (610) 892-0316 - 810,000  
(\$4,475,679) COMMON STOCK (FILE 333-38667 - OCT 24) (BR. 3)

S-8 INTELLIQUEST INFORMATION GROUP INC, 1250 CAPITAL OF TEXAS HIGHWAY S,  
BLDG TWO PLZ ONE, AUSTIN, TX 78746 (512) 329-0808 - 375,000 (\$5,560,202)  
COMMON STOCK. (FILE 333-38669 - OCT. 24) (BR. 1)

S-8 AAR CORP, 1100 N WOOD DALE RD, WOOD DALE, IL 60191 (630) 227-2000 -  
500,000 (\$17,984,375) COMMON STOCK. (FILE 333-38671 - OCT. 24) (BR 6)

S-4 RIVER ASSET SUB INC, BATTLE FOWLER, 75 EAST 55TH STREET, NEW YORK, NY  
10022 (212) 856-7000 - 8,500,000 (\$108,035,000) COMMON STOCK. (FILE  
333-38673 - OCT. 24) (BR. 8 - NEW ISSUE)

S-8 INTERFACE INC, 2859 PACES FERRY RD, STE 2000, ATLANTA, GA 30339  
(404) 319-6471 - 1,865,000 (\$53,502,188) COMMON STOCK. (FILE 333-38675 -  
OCT. 24) (BR. 2)

S-8 INTERFACE INC, 2859 PACES FERRY RD, STE 2000, ATLANTA, GA 30339  
(404) 319-6471 - 20,000,000 (\$20,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-38677 - OCT. 24)  
(BR. 2)

S-3 GOTHIC ENERGY CORP, 5727 S LEWIS AVE STE 700, P O BOX 186, TULSA, OK  
74105 (918) 749-5666 - 1,400,000 (\$4,200,000) COMMON STOCK. (FILE  
333-38679 - OCT. 24) (BR. 4)

S-3 BANK ONE TEXAS NATIONAL ASSOCIATION, 1717 MAIN ST, DALLAS, TX 75201  
(214) 290-2000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.  
(FILE 333-38681 - OCT. 24) (BR. 8)

S-8 NETVANTAGE INC, 201 CONTINENTAL BLVD, EL SEGUNDO, CA 90245  
(310) 726-4130 - 200,000 (\$1,850,001) COMMON STOCK (FILE 333-38683 -  
OCT 24) (BR. 9)

S-11 WEBSTER PREFERRED CAPITAL CORP, WEBSTER PLAZA, 145 BANK STREET,  
WATERBURY, CT 06702 (203) 578-2271 - 1,152,600 (\$76,500,000)  
PREFERRED STOCK. (FILE 333-38685 - OCT 24) (BR. 8 - NEW ISSUE)

S-3 GREEN TREE FINANCIAL CORP, 1100 LANDMARK TOWERS, 345 ST PETER ST,  
SAINT PAUL, MN 55102 (612) 293-3400 - 1,000,000 (\$1,000,000)  
STRAIGHT BONDS (FILE 333-38687 - OCT. 24) (BR. 8)

S-4 FOX LIBERTY NETWORKS LLC, 1440 SEPULVEDA BLVD, LOS ANGELES, CA 90025  
(310) 444-8123 - 905,000,000 (\$752,278,550) STRAIGHT BONDS (FILE  
333-38689 - OCT. 24) (BR 3 - NEW ISSUE)

S-3 QUIZNOS CORP, 1099 18TH ST STE 2850, STE 601, DENVER, CO 80202  
(303) 368-9424 - 100,000 (\$559,375) COMMON STOCK. (FILE 333-38691 -  
OCT. 24) (BR 9)

S-3 QUARTERDECK CORP, 13160 MINDANAO WAY, MARINA DEL REY, CA 90292  
(310) 309-3700 - 14,934,406 (\$37,336,015) COMMON STOCK (FILE 333-38693 -  
OCT 24) (BR 3)

S-8 NETVANTAGE INC, 201 CONTINENTAL BLVD, EL SEGUNDO, CA 90245  
(310) 726-4130 - 1,925,000 (\$17,806,250) COMMON STOCK. (FILE 333-38695 -  
OCT 24) (BR 9)

SB-2 PHYSICAL SPA & FITNESS INC, 12/F - 15/F LEE THEATRE PLAZA,  
99 PERCIVAL ST CAUSEWAY BAY, HONG KONG, (714) 760-6880 - 5,689,293  
(\$5,689,293) COMMON STOCK (FILE 333-38697 - OCT 24) (BR. 9 - NEW ISSUE)

S-8 INTERLEAF INC /MA/, 62 FOURTH AVE, 9 HILLSIDE AVE, WALTHAM, MA 02154  
(617) 290-0710 - 600,000 (\$1,662,000) COMMON STOCK (FILE 333-38699 -  
OCT 24) (BR 3)

S-8 INTERLEAF INC /MA/, 62 FOURTH AVE, 9 HILLSIDE AVE, WALTHAM, MA 02154  
(617) 290-0710 - 1,000,000 (\$2,770,000) COMMON STOCK. (FILE 333-38701 -  
OCT. 24) (BR 3)

S-8 NETVANTAGE INC, 201 CONTINENTAL BLVD, EL SEGUNDO, CA 90245  
(310) 726-4130 - 30,000 (\$174,375) COMMON STOCK. (FILE 333-38703 -  
OCT 24) (BR 9)

S-4 INTERPOOL INC, 211 COLLEGE RD E, PRINCETON, NJ 08540 (609) 452-8900 -  
75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 333-38705 - OCT 24)  
(BR 7)

S-8 AVERY DENNISON CORPORATION, 150 N ORANGE GROVE BLVD, PASADENA, CA 91103  
(626) 304-2000 - 20,000,000 (\$20,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST. 247,870 (\$10,000,006)  
COMMON STOCK (FILE 333-38707 - OCT. 24) (BR 4)

S-8 AVERY DENNISON CORPORATION, 150 N ORANGE GROVE BLVD, PASADENA, CA 91103  
(626) 304-2000 - 5,000,000 (\$193,441,781.25) COMMON STOCK (FILE  
333-38709 - OCT 24) (BR 4)

S-3 SYMS CORP, SYMS WAY, SECAUCUS, NJ 07094 (201) 902-9600 - 3,500,000  
(\$51,439,500) COMMON STOCK. (FILE 333-38711 - OCT. 24) (BR. 2)

S-8 PERKIN ELMER CORP, 761 MAIN AVE, NORWALK, CT 06859 (203) 762-1000 -  
2,000,000 (\$134,312,600) COMMON STOCK. (FILE 333-38713 - OCT. 24) (BR. 1)

S-1 INTEGRATED ELECTRICAL SERVICES INC, 2301 PRESTON, HOUSTON, TX 77003  
(713) 222-1875 - 7,000,000 (\$120,750,000) COMMON STOCK. (FILE 333-38715 -  
OCT 24) (BR 6 - NEW ISSUE)

S-1 ICON HOLDINGS CORP, 600 MAMARONECK AVE, HARRISON, NY 10528  
(914) 698-0600 - 15,299,314 (\$152,993,140) COMMON STOCK (FILE 333-38717 -  
OCT 24) (NEW ISSUE)

S-3 MACERICH CO, 233 WILSHIRE BLVD, STE 700, SANTA MONICA, CA 90401  
(310) 394-6911 - 119,380,000 (\$119,380,000)  
CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-38721 - OCT. 24) (BR. 8)

S-3 INTERLEAF INC /MA/, 62 FOURTH AVE, 9 HILLSIDE AVE, WALTHAM, MA 02154  
(617) 290-0710 - 4,059,616 (\$11,245,136) COMMON STOCK (FILE 333-38723 -  
OCT 24) (BR. 3)

S-8 POST PROPERTIES INC, 3350 CUMBERLAND CIRCLE NW, STE 2200, ATLANTA, GA  
30339 (770) 850-4400 - 2,300,000 (\$88,765,625) COMMON STOCK. (FILE  
333-38725 - OCT. 24) (BR 8)

SB-2 CNB HOLDINGS INC, 900 MEMORIAL DR, PO BOX 1060, PULASKI, VA 24301  
(703) 994-0831 - 380,000 (\$3,420,000) COMMON STOCK. (FILE 333-38727 -  
OCT 24) (BR. 7)

S-8 ENCORE WIRE CORP /DE/, 1410 MILLWOOD RD, P O BOX 1149, MCKINNEY, TX  
75069 (214) 562-9473 - 150,000 (\$4,125,000) COMMON STOCK. (FILE 333-38729  
- OCT 24) (BR 6)

S-1 VALLEY FORGE DENTAL ASSOCIATES INC, 1018 W NINTH AVE, KING OF PRUSSIA,  
PA 19406 (610) 992-3319 - \$64,400,000 COMMON STOCK. (FILE 333-38731 -  
OCT. 24) (NEW ISSUE)

S-3 TRAVELERS PROPERTY CASUALTY CORP, ONE TOWER SQUARE, HARTFORD, CT 06183  
(860) 277-0111 - 14,200,207 (\$513,053,479) COMMON STOCK (FILE 333-38733 -  
OCT 24) (BR 1)

S-8 DOLLAR TREE STORES INC, 2555 ELLSMERE AVE, NORFOLK COMMERCE PARK,  
NORFOLK, VA 23513 (804) 857-4600 - 2,250,000 (\$86,062,500) COMMON STOCK.  
(FILE 333-38735 - OCT. 24) (BR. 2)

S-3 SUGEN INC, 351 GALVESTON DR, REDWOOD CITY, CA 94063 (650) 306-7700 -  
2,875,000 (\$51,571,750) COMMON STOCK (FILE 333-38737 - OCT. 24) (BR 1)

SB-2 GRAND ADVENTURES TOUR & TRAVEL PUBLISHING CORP, 1820 N SHORE RD,  
LAKE OSWEGO, OR 97034 (503) 226-7228 - 805,000 (\$5,635,000) COMMON STOCK.  
(FILE 333-38739 - OCT 24) (BR. 5)

S-4 SUBMICRON SYSTEMS CORP, 6330 HEDGEWOOD DRIVE NO 150, ALLENTOWN, PA 18106  
(215) 391-9200 - 8,692,028 (\$8,692,028) CONVERTIBLE DEBENTURES AND NOTES  
(FILE 333-38741 - OCT. 24) (BR 5)

S-8 CINCINNATI BELL INC /OH/, 201 E FOURTH ST 102 732, CINCINNATI, OH 45202  
(513) 397-9900 - 800,000 (\$22,921,600) COMMON STOCK. (FILE 333-38743 -  
OCT 24) (BR 3)

S-4 PRUDENTIAL SECURITIES STRUCTURED ASSETS INC, ONE SEAPORT PLZ, NEW YORK,  
NY 10292 (212) 214-1000 - 52,000,000 (\$10,829,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-38745 - OCT 24) (BR 8)

S-8 COSTILLA ENERGY INC, 400 WEST ILLINOIS, STE 1000, MIDLAND, TX 79702  
(915) 683-3092 - 400,000 (\$6,125,000) COMMON STOCK (FILE 333-38747 -  
OCT 27) (BR. 4)

S-4 PRIME HOSPITALITY CORP, 700 RTE 46 E, FAIRFIELD, NJ 07004 (201) 882-1010  
- 6,513,292 (\$144,725,349) COMMON STOCK. (FILE 333-38749 - OCT. 24)  
(BR 5)

- S-8 COSTILLA ENERGY INC, 400 WEST ILLINOIS, STE 1000, MIDLAND, TX 79702  
(915) 683-3092 - 50,000 (\$765,625) COMMON STOCK. (FILE 333-38751 -  
OCT. 27) (BR. 4)
- S-1 KING PHARMACEUTICALS INC, 0, 501 FIFTH ST, BRISTOL, TN 37620  
(423) 989-8000 - 9,200,000 (\$179,400,000) COMMON STOCK (FILE 333-38753 -  
OCT 24) (NEW ISSUE)
- S-1 FIRST VIRTUAL CORP, 3393 OCTAVIUS DR STE 102, SANTA CLARA, CA 95054 -  
2,760,000 (\$44,160,000) COMMON STOCK (FILE 333-38755 - OCT. 24)
- S-1 PAMARCO TECHNOLOGIES INC, 571 CENTRAL AVENUE, UNIT 119, NEW PROVIDENCE,  
NJ 07974 (908) 665-8500 - \$45,080,000 COMMON STOCK. (FILE 333-38757 -  
OCT 24) (NEW ISSUE)
- S-4 ARMOR HOLDINGS INC, 13386 INTERNATIONAL PARKWAY, JACKSONVILLE, FL 13386  
(904) 741-5600 - 4,000,000 (\$50,120,000) COMMON STOCK. (FILE 333-38759 -  
OCT 24) (BR. 1)
- S-8 CINCINNATI BELL INC /OH/, 201 E FOURTH ST 102 732, CINCINNATI, OH 45202  
(513) 397-9900 - 4,000,000 (\$114,500,000) COMMON STOCK (FILE 333-38761 -  
OCT 24) (BR 3)
- S-8 CINCINNATI BELL INC /OH/, 201 E FOURTH ST 102 732, CINCINNATI, OH 45202  
(513) 397-9900 - 1,200,000 (\$34,350,000) COMMON STOCK (FILE 333-38763 -  
OCT 24) (BR 3)
- S-3 ARMOR HOLDINGS INC, 13386 INTERNATIONAL PARKWAY, JACKSONVILLE, FL 13386  
(904) 741-5600 - 858,524 (\$10,757,305) COMMON STOCK. (FILE 333-38765 -  
OCT 24) (BR 1)
- S-8 CORRPRO COMPANIES INC /OH/, 1090 ENTERPRISE DRIVE, MEDINA, OH 44256  
(330) 723-5082 - 1,078,590 (\$13,886,846) COMMON STOCK. (FILE 333-38767 -  
OCT 24) (BR 4)
- S-8 PROXIMA CORP, 9440 CARROLL PARK DRIVE, SAN DIEGO, CA 92121  
(619) 457-5500 - 1,000,000 (\$8,062,500) COMMON STOCK. (FILE 333-38769 -  
OCT. 24) (BR. 3)
- S-1 AQUAPENN SPRING WATER COMPANY INC, 1 AQUAPENN DRIVE, MILESBURG, PA 16853  
(814) 355-5556 - 4,437,850 (\$71,005,600) COMMON STOCK. (FILE 333-38771 -  
OCT 27)
- S-3 SCICLONE PHARMACEUTICALS INC, 901 MARINERS ISLAND BLVD, SUITE 315,  
SAN MATEO, CA 94404 (650) 358-3456 - 1,500,000 (\$9,285,000) COMMON STOCK  
(FILE 333-38773 - OCT 27) (BR 1)
- S-3 ALLIANT TECHSYSTEMS INC, 600 2ND ST NE, HOPKINS, MN 55343 (612) 931-6000  
- 2,819,069 (\$170,906,058) COMMON STOCK (FILE 333-38775 - OCT. 27)  
(BR 6)
- S-4 GETTY IMAGES INC, 500 N MICHIGAN AVE, STE 1700, CHICAGO, IL 60611  
(011) 447-1544 - 27,025,389 (\$296,958,502) COMMON STOCK (FILE 333-38777 -  
OCT 27) (NEW ISSUE)

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**RECENT 8K FILINGS**

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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		
AAMES CAPITAL CORP	CA								X		10/15/97	
ACCESS FINANCIAL LENDING CORP	DE				X				X		10/30/97	
ADVANCED AERODYNAMICS & STRUCTURES INC/	DE			X							10/24/97	
ADVANTA HOME EQUITY LOAN TRUST 1996 -4					X		X				09/30/97	
ADVANTA HOME EQUITY LOAN TRUST 1997 -1					X		X				09/30/97	
ADVANTA MORTGAGE LOAN TRUST 1997-2					X		X				09/30/97	
ADVANTA MORTGAGE LOAN TRUST 1997-3					X		X				09/30/97	
AFFYMETRIX INC	CA				X						10/24/97	
AIRTOUCH COMMUNICATIONS INC	CA				X		X				10/29/97	
ALLEGIANT BANCORP INC	MI		X		X		X				08/29/97	AMEND
ALLIED PRODUCTS CORP /DE/	DE				X						10/14/97	
AMERICAN BANKNOTE CORP	DE				X		X				10/29/97	
AMRESCO RESIDENTIAL SECURITIES CORP MORT LOAN TRUST 1997-3	DE		X				X				10/24/97	
APEX MINERALS CORP	DE		X								09/30/97	AMEND
ARABIAN SHIELD DEVELOPMENT CO	DE				X						08/18/97	
ASSET SECURITIZATION CORP SERIES 19 97-D5	DE				X		X				10/27/97	
ASSOCIATED BANC-CORP	WI		X								10/29/97	
ASTOR HOLDINGS II INC	DE		X								10/15/97	
ATLANTIC COAST AIRLINES INC	DE				X						10/31/97	
AVITAR INC /DE/	DE		X								10/27/97	
BALTIMORE GAS & ELECTRIC CO	MD				X		X				10/30/97	
BANC ONE CORP /OH/	OH				X		X				10/20/97	
BANK OF AMERICA FSB/CA					X						09/30/97	
BANKUNITED FINANCIAL CORP	FL				X						10/10/97	
BANYAN STRATEGIC REALTY TRUST	MA				X						10/14/97	
BB&T CORP	NC				X						10/29/97	
BCAM INTERNATIONAL INC	NY		X		X		X				09/22/97	AMEND
BELO A H CORP	DE		X				X				09/04/97	AMEND
BESICORP GROUP INC	NY				X						10/22/97	
BOATMENS AUTO TRUST 1995-A	DE				X		X				10/15/97	
BOATMENS AUTO TRUST 1996-A	DE				X		X				10/15/97	
BOSTON CHICKEN INC	DE				X						10/30/97	
BRANDYWINE REALTY TRUST	MD				X		X				09/30/97	
BRE PROPERTIES INC /MD/	MD						X				08/20/97	AMEND
C H ROBINSON WORLDWIDE INC	DE		X				X				10/14/97	
CAPITAL BANCORP/FL	FL				X		X				10/29/97	
CARLYLE REAL ESTATE LTD PARTNERSHIP XIII	IL		X				X				10/15/97	
CARRAMERICA REALTY CORP	MD		X	X	X	X	X	X	X		10/30/97	
CARRAMERICA REALTY CORP	MD				X		X				10/30/97	
CBL & ASSOCIATES PROPERTIES INC	DE				X						09/30/97	
CD RADIO INC	DE				X		X				10/22/97	



NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
CENTURY BANCSHARES INC	DE				X	X					10/10/97	
CHEVY CHASE AUTO RECEIVABLES TRUST 1997-3	MD				X						09/30/97	
CHOICE HOTELS INTERNATIONAL INC	DE	X		X	X						10/15/97	
CITYSCAPE FINANCIAL CORP	DE				X						10/01/97	
CITYSCAPE HOME EQUITY LOAN TRUST SE RIES 1997 B	DE					X					10/25/97	
CITYSCAPE HOME EQUITY LOAN TRUST SE RIES 1997 C	DE					X					10/25/97	
CITYSCAPE HOME LOAN OWNER TRUST 199 7-1							X				10/25/97	
CITYSCAPE HOME LOAN OWNER TRUST 199 7-2	DE						X				10/25/97	
CITYSCAPE HOME LOAN OWNER TRUST 199 7-3	DE						X				10/25/97	
CLIFFS DRILLING CO	DE				X	X					10/16/97	
CNB INC /FL	FL			X		X					10/28/97	
COLONIAL BANCGROUP INC	DE				X						10/30/97	
COLONIAL PROPERTIES TRUST	MD				X						09/30/97	
COMMUNITY BANKSHARES INC /VA/	VA	X				X					07/01/97	
COMPUTER PRODUCTS INC	FL				X	X					10/30/97	
COMPUTERVISION CORP /DE/	DE	X									10/23/97	
CONTIMORTGAGE HOME EQUITY LOAN TRUS T 1997-1	NY	X									10/15/97	
CONTIMORTGAGE HOME EQUITY LOAN TRUS T 1997-2	NY	X									10/15/97	
CONTIMORTGAGE HOME EQUITY LOAN TRUS T 1997-3			X								09/15/97	
CONTIMORTGAGE HOME EQUITY TURST 199 7 4		X									10/15/97	
CORNERSTONE PROPERTIES INC	NV	X				X					10/27/97	
CREATIVE COMPUTERS INC	DE	X				X					10/15/97	
CREDIT DEPOT CORP	DE				X						10/24/97	
CWMBS INC	DE				X	X					10/27/97	
CWMBS INC	DE				X	X					10/28/97	
DAOU SYSTEMS INC	DE	X				X					10/15/97	
DFC SECURITIZATION TRUST 1997 1	NC				X	X					10/15/97	
DIME BANCORP INC	DE	X				X					10/15/97	
DVI INC	DE						X				10/29/97	
EAGLEMARK INC	NV				X	X					10/31/97	
EAGLEMARK INC	NV				X	X					10/31/97	
EINSTEIN NOAH BAGEL CORP	DE				X						10/29/97	
EMERALD ISLE BANCORP INC	MA				X						10/22/97	
ENERGY OPTICS INC	NM	X									10/10/97	
EQUITY ONE ABS INC	DE				X						10/27/97	
ESSEX CORPORATION	VA	X									10/30/97	
FARM FAMILY HOLDINGS INC	DE				X						10/28/97	
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									10/30/97	
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									10/30/97	
FEDERAL REALTY INVESTMENT TRUST	DC				X	X					09/30/97	
FINANCIAL ASSET SECURITIES CORP	DE				X	X					10/31/97	
FIRST DEPOSIT NATIONAL BANK			X								10/27/97	
FIRST OF AMERICA BANK-MICHIGAN NA			X								09/30/97	
FIRST USA CREDIT CARD MASTER TRUST	DE				X	X					10/10/97	
FLEETWOOD CREDIT RECEIVABLES CORP	CA				X	X					10/15/97	
FLEETWOOD CREDIT RECEIVABLES CORP	CA				X	X					10/15/97	
FORT BEND HOLDING CORP	DE				X	X					10/28/97	
FOUNDATION HEALTH SYSTEMS INC	DE				X	X					10/23/97	
FUISZ TECHNOLOGIES LTD	DE				X	X					10/20/97	
FUISZ TECHNOLOGIES LTD	DE				X	X					10/23/97	
GEOSCIENCE CORP	NV	X		X	X						10/14/97	

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		1	2	3	4	5	6	7	8	9		
GRAND UNION CO /DE/	DE					X	X				10/03/97	
GREEN TREE FINANCIAL CORP	DE									X	10/30/97	
GS MORTGAGE SECURITIES II SERIES 19 97-GL I	DE	X									10/15/97	
HAIN FOOD GROUP INC	DE		X					X			08/14/97	
HARBINGER CORP	GA							X			10/29/97	AMEND
HARBINGER CORP	GA	X		X	X						10/29/97	
HARRIS BANKCORP INC	DE							X			10/28/97	
HARTE HANKS COMMUNICATIONS INC	DE					X	X				10/15/97	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X				10/28/97	
HOMEBASE INC	DE					X	X				10/28/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996- 1	DE	X									09/14/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996- 2	DE	X									09/14/97	
HOUSEHOLD CONSUMER LOAN TRUST 1997- 1	DE	X									09/14/97	
HOUSEHOLD CREDIT CARD MASTER TRUST I	DE	X									09/15/97	
HOUSEHOLD FINANCE CORP HOUSEHOLD AF F CRE CAR MAS TR I	DE	X									09/15/97	
HOUSEHOLD FINANCE CORP HOUSEHOLD CO NSUMER LN TRUST 1995-1 /	NV	X									09/14/97	
HOUSEHOLD PRIVATE LABEL CREDIT CARD MASTER TRUST II	NV	X									09/20/97	
HOUSEHOLD REVOLVING HOME EQUITY LOA N TRUST 1995-1	IL	X									09/20/97	
HOUSEHOLD REVOLVING HOME EQUITY LOA N TRUST 1995-2	IL	X									09/20/97	
HOUSEHOLD REVOLVING HOME EQUITY LOA N TRUST 1996-1	IL	X									09/20/97	
HOUSEHOLD REVOLVING HOME EQUITY LOA N TRUST 1996-2	IL	X									09/20/97	
IES INDUSTRIES INC	IA					X					10/30/97	
IMSCO INC /MA/	MA					X	X				10/30/97	
INTERNATIONAL CUTLERY LTD	DE					X	X	X			10/10/97	
INTERNATIONAL IMAGING MATERIALS INC /DE/	DE	X									10/28/97	
IRON MOUNTAIN INC /DE/	DE					X	X				10/30/97	
JOHNSON CONTROLS INC	WI					X					10/30/97	
KAISER VENTURES INC	DE	X						X			10/20/97	
KENWIN SHOPS INC	NY			X				X			10/15/97	
KIMBERLY CLARK CORP	DE					X					09/30/97	
LEHMAN ABS CORP	DE					X	X				10/27/97	AMEND
LEXINGTON PRECISION CORP	DE					X	X				10/29/97	
LIPOSOME CO INC	DE	X									09/28/97	
LITTLE SWITZERLAND INC/DE/	DE					X	X				10/24/97	
LSB INDUSTRIES INC	DE					X	X				10/17/97	
MARQUEE GROUP INC	DE		X			X	X				10/14/97	
MDC HOLDINGS INC	DE	X									10/22/97	
MEDICAL INDUSTRIES OF AMERICA INC	FL					X					10/30/97	
MEDICAL STERILIZATION INC	NY					X		X			10/27/97	
MEGO MORTGAGE CORP	DE					X	X				10/15/97	
MELLON RESIDENTIAL FUNDING CORP	DE					X	X				09/30/97	
MERISEL INC /DE/	DE					X					10/22/97	
MERIT BEHAVIORAL CARE CORP	DE		X								10/24/97	
MERRILL LYNCH & CO INC	DE					X	X				10/29/97	
METLIFE CAPITAL EQUIPMENT LOAN TRUS TS	DE					X	X				10/20/97	
METROPOLITAN MORTGAGE & SECURITIES	WA	X									11/26/97	

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		1	2	3	4	5	6	7	8	9		
CO INC												
MIDLAND INC	CO	X									10/10/97	
MONTEREY HOMES CORP	MD					X					07/01/97	AMEND
NATIONAL CITY BANCSHARES INC	IN				X						10/22/97	
NATIONSBANK AUTO OWNER TRUST 1996-A	DE				X	X					10/15/97	
NATIONSBANK NA	NC				X	X					10/15/97	
NATIONSBANK OF DELAWARE NA	DE				X	X					10/15/97	
NATIONSCREDIT GRANTOR TRUST 1996-1	NY				X	X					10/15/97	
NATIONSCREDIT GRANTOR TRUST 1997-1	DE				X	X					10/15/97	
NAVISTAR FINANCIAL RETAIL RECEIVABL ES CORPORATION	DE				X	X					10/15/97	
NAVISTAR FINANCIAL SECURITIES CORP	DE				X	X					10/27/97	
NELX INC	KS	X			X	X					10/27/97	
NEW CENTURY ASSET BACKED FLOAT RATE CERT SERIES 1997-NC4	DE				X	X					10/31/97	
NEW YORK BANCORP INC	DE				X	X					10/27/97	
NFO WORLDWIDE INC	DE				X	X					10/30/97	
NORTHEAST INDIANA BANCORP INC	DE				X	X					10/28/97	
NORWEST ASSET SEC CORP MORT PASS TH R CERT SER 1997-14 TRUST	NY				X	X					09/30/97	
NORWEST ASSET SECURITIES CORP	DE				X	X					10/28/97	
OAKWOOD MORTGAGE INVESTORS INC OMI TRUST 1995-B	PA				X	X					10/15/97	
OAKWOOD MORTGAGE INVESTORS INC OMI TRUST 1996-A	NC				X	X					10/15/97	
OAKWOOD MORTGAGE INVESTORS INC OMI TRUST 1996-B	NC				X	X					10/15/97	
OCWEN FINANCIAL CORP	FL	X									10/30/97	
OILEX INC /NV/	NV				X						08/26/97	
OMI TRUST 1997 A	PA				X	X					10/15/97	
OMI TRUST 1997-B	NC				X	X					10/15/97	
OMI TRUST 1997-C	NC				X	X					10/15/97	
ONYX ACCEPTANCE GRANTOR TRUST 1997- 1	DE				X						10/15/97	
ONYX ACCEPTANCE GRANTOR TRUST 1997- 2	DE				X						10/15/97	
ONYX ACCEPTANCE GRANTOR TRUST 1997- 3	CA				X						10/15/97	
OPTIMAX INDUSTRIES INC	CO				X						09/30/97	
OUTDOOR SYSTEMS INC	DE					X					10/29/97	AMEND
OUTLOOK INCOME FUND 9	CA	X				X					06/30/97	
OXFORD HEALTH PLANS INC	DE				X						10/30/97	
P-COM INC	DE					X					10/16/97	AMEND
PEREGRINE SYSTEMS INC	DE					X					09/19/97	AMEND
POTOMAC ELECTRIC POWER CO	VA				X						10/29/97	
POWERCOLD CORP	NV				X						10/21/97	
PPG INDUSTRIES INC	PA					X					10/29/97	
PRIME RETAIL INC	MD				X	X					12/31/97	
PROCTER & GAMBLE CO	OH							X			10/30/97	
PROFFITTS INC	TN				X	X					10/29/97	
PROVIDIAN MASTER TRUST				X							10/27/97	
PROVIDIAN NATIONAL BANK				X							10/27/97	
PRUTECH RESEARCH & DEVELOPMENT PART NERSHIP II	CA	X									10/09/97	
RADNOR HOLDINGS CORP	DE	X				X					10/15/97	
READING & BATES CORP	DE					X					10/29/97	
RED HOT CONCEPTS INC	DE				X	X					10/28/97	
REDWOOD BROADCASTING INC	CO	X									06/30/97	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE				X	X					10/29/97	
ROSES HOLDINGS INC	DE	X									10/24/97	

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		1	2	3	4	5	6	7	8	9		
ROYALE INVESTMENTS INC	MN	X	X	X							10/14/97	
SALOMON BR MOR SEC VII INC NEW CEN AST BCK FL RT CE 1997 NC2	DE				X	X					10/31/97	
SALOMON BROS MORT SEC VII INC AST B K FL RTE CER SE 1997-NC1	DE				X	X					10/31/97	
SALOMON BROTHERS MORT SEC VII INC A SST BACK CERT SE 1997-NC3	DE				X	X					10/31/97	
SANTA FE PACIFIC PIPELINE PARTNERS LP	DE	X					X				10/18/97	
SCRIPTEL HOLDING INC	DE				X						09/24/97	
SEMTECH CORP	DE				X	X					10/02/97	
SEQUESTER HOLDINGS INC/NV	NV				X	X	X				10/23/97	
SIMULATION SCIENCES INC	DE					X					09/30/97	AMEND
SKANEATELES BANCORP INC	DE				X						10/29/97	
SLM HOLDING CORP	DE				X		X				10/23/97	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X					10/23/97	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X	X				10/27/97	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X	X				10/27/97	
SPACEHAB INC \WA\	WA		X								10/28/97	
SPORT HALEY INC	CO				X						10/16/97	
STANDARD MANAGEMENT CORP	IN				X						10/29/97	
STANLEY WORKS	CT	X									10/29/97	
STAR GAS PARTNERS LP	DE		X				X				10/22/97	AMEND
STARWOOD LODGING CORP	MD				X						10/27/97	AMEND
STARWOOD LODGING TRUST	MD				X						10/27/97	AMEND
STORAGE TECHNOLOGY CORP	DE				X	X					10/23/97	
SUNBURST HOSPITALITY CORP	DE				X	X					10/15/97	
SUPERIOR BANK FSB	IL				X	X					10/27/97	
SUPERIOR BANK FSB	IL				X	X					10/27/97	
SUPERIOR BANK FSB	IL				X	X					10/27/97	
SYNPATIX SYSTEMS CORP	CO	X					X				10/30/97	
TANGER FACTORY OUTLET CENTERS INC	NC						X				10/24/97	
TANGER PROPERTIES LTD PARTNERSHIP / NC/	NC						X				10/24/97	
TEL SAVE HOLDINGS INC	DE				X	X					10/26/97	
TELEGROUP INC	IA					X					08/14/97	AMEND
TELESOFT CORP	AZ				X						10/30/97	AMEND
THERMOTREX CORP	DE				X	X					10/28/97	
THORSDEN GROUP LTD	DE	X									10/11/97	
TMP WORLDWIDE INC	DE							X			10/21/97	
TRACKER CORP OF AMERICA	DE				X						10/20/97	
TREASURY INTERNATIONAL INC	DE	X									09/19/97	
TYLER CORP /NEW/	DE		X				X				10/30/97	
UNITED AMERICAN HEALTHCARE CORP	MI				X	X					10/30/97	
UNITED BANCSHARES INC /PA	PA				X						10/30/97	
UNITED BANCSHARES INC /PA	PA				X						10/30/97	AMEND
UNITY BANCORP INC /DE/	DE				X	X					10/28/97	
UNIVERSAL OUTDOOR HOLDINGS INC	DE				X	X					10/23/97	
US WEST INC	CO						X				10/28/97	
WALDEN RESIDENTIAL PROPERTIES INC	MD				X						10/23/97	
WALTER INDUSTRIES INC /NEW/	DE	X			X	X					10/15/97	
WESTPOINT STEVENS REC MAS TR FL RT TRAD REC PAR CE SE 1994-1	NY				X	X					10/20/97	
WFS FINANCIAL 1997-B OWNER TRUST					X	X					10/20/97	
WINSTAR COMMUNICATIONS INC	DE				X	X					10/07/97	
YAHOO INC	CA	X				X					10/10/97	AMEND
YANKEE ENERGY SYSTEM INC	CT				X						10/29/97	
ZABA INTERNATIONAL INC	CO	X					X				10/30/97	
3D IMAGE TECHNOLOGY INC /GA/	DE	X									09/30/97	