

SEC NEWS DIGEST

Issue 98-219

November 13, 1998

COMMISSION ANNOUNCEMENTS

COMMISSION MEETINGS

CLOSED MEETING - THURSDAY, NOVEMBER 19, 1998 - 11:00 A.M.

The subject matter of the closed meeting scheduled for Thursday, November 19, 1998, at 11:00 a.m., will be: Institution and settlement of injunctive actions; and Institution and settlement of administrative proceedings of an enforcement nature.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary at (202) 942-7070.

MICHAEL MCALEVEY NAMED DEPUTY DIRECTOR OF THE DIVISION OF CORPORATION FINANCE

Chairman Levitt today named Michael R. McAlevey Deputy Director of the Division of Corporation Finance. Mr. McAlevey, who will join the Commission next month, succeeds Meredith Cross, who left the Commission in January. (Press Rel. 98-121)

ENFORCEMENT PROCEEDINGS

ORDER MAKING FINDINGS AND ORDERING RESPONDENT TO CEASE AND DESIST

The Commission, by consent, entered an Order Making Findings and Ordering Respondent to Cease and Desist (Order) against Maynard Matt Smith (Smith). The Order finds that from June 1997 through June 1998, Smith received approximately \$4,500 per month from the author and publisher of investment newsletters (hereinafter, the author) for researching public companies and writing and editing articles. Smith also reviewed and edited one of the author's investment newsletters, dated September 8, 1997, recommending the stock of an issuer. At the time Smith reviewed and edited this newsletter, Smith and the author were negotiating with the issuer and anticipated that

they would each receive \$2,500 per month in compensation from the issuer. This newsletter did not disclose that Smith and the author anticipated receiving compensation or the amount of compensation anticipated from the issuer. As a result of this conduct, the Commission found that Smith caused violations of Section 17(b) of the Securities Act of 1933 (Securities Act) and ordered Respondent Smith to cease and desist from committing or causing any violations and any future violations of Section 17(b) of the Securities Act. (Rel. 33-7610; File No. 3-9770)

COMMISSION SETTLES ADMINISTRATIVE AND INJUNCTIVE PROCEEDINGS AGAINST WILLIAM SEDKEY SAYDEIN AND ORDERS FIVE-YEAR BAR

The Commission instituted a public administrative proceeding against William Sedkey Saydein (Saydein), sole owner and president of the now-defunct Glendale, California clearing firm, W.S. Clearing, Inc. (WSC). Simultaneous with the institution of the proceeding, Saydein submitted an Offer of Settlement in which, while neither admitting nor denying the Commission's findings, he consented to the entry of an Order barring him from association with any broker or dealer, with the right to reapply for association after five years. The Order was based on the entry of a permanent injunction against Saydein for violating the antifraud and financial responsibility provisions of the federal securities laws. The Commission's complaint alleges that from at least February 28, 1997 to March 6, 1997, Saydein operated WSC while maintaining a net capital deficiency of at least \$1,095,000 and a reserve account deficiency of at least \$2.1 million. Consequently, WSC did not maintain sufficient liquid assets to promptly satisfy the claims of customers and to cover potential market and credit risks, in violation of the net capital and customer protection provisions of the federal securities laws. In addition, the complaint alleges that Saydein directed the liquidation, without prior authorization, of approximately \$2.7 million worth of customer money market shares in an effort to remedy WSC's violations of the financial responsibility provisions. (Rel. 34-40664; File No. 3-9777)

FINAL JUDGMENTS OF PERMANENT INJUNCTION AND OTHER EQUITABLE RELIEF ENTERED AGAINST RODNEY BONVICINO AND PX MARKETING, INC.

On November 3, the Honorable James Robertson, United States District Judge for the District of Columbia, entered a Final Judgment of Permanent Injunction and Other Equitable Relief against defendants Rodney J. Bonvicino and PX Marketing, Inc. The Final Judgment, which was entered on consent, permanently enjoins the defendants from future violations of Section 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act and Rule 10b-5, and orders Bonvicino to disgorge \$600,000 plus prejudgment interest. It further provides that Bonvicino shall satisfy the disgorgement through liquidation of his Keogh Plan, with any amount of disgorgement above the proceeds from the liquidation waived based on Bonvicino's demonstrated inability to pay.

The Commission's complaint, filed February 27, 1995, alleged that Bonvicino and PX, along with twelve other defendants, offered and sold unregistered securities of limited liability companies purportedly organized to develop wireless cable television systems. The complaint further alleged that they committed securities fraud by orchestrating the use of high pressure sales tactics by telemarketing sales organizations, which misrepresented and omitted material facts concerning the risks and rewards of the ventures. With the entry of the November 3 Final Judgment, the case has been resolved against all defendants. One distribution from the disgorgement fund established in the case already has been made to investors. On receipt of Bonvicino's disgorgement, and, upon approval of the Court, a final distribution will be made. [SEC v. United Communications, Ltd., Civil Action No. 95-0400, JR, D.D.C.] (LR-15974)

VERNON TWYMAN, FORMER CEO OF BENEFUND, INC., PERMANENTLY ENJOINED

Vernon R. Twyman, Jr., the former chief executive officer of BeneFund, Inc., consented to entry of an order of permanent injunction and other equitable relief in federal district court, Tulsa, Oklahoma, on November 4. The order, which permanently enjoins Twyman from future violations of the securities registration, antifraud, and reporting provisions of the federal securities laws, originates from charges made in a complaint filed by the Commission that Twyman and BeneFund fraudulently promoted and distributed the securities of BeneFund, a Section 12(g) reporting company whose common stock was quoted on the NASDAQ Bulletin Board Service and in the pink sheets.

The Court's order also bars Twyman from serving as an officer or director of any company that has a class of securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 (Exchange Act), or that is required to file reports pursuant to Section 15(d) of the Exchange Act. Additionally, the order requires Twyman to disgorge \$277,000. However, based on Twyman's demonstrated financial inability to pay, payment of the disgorgement amount was waived and the Court did not impose a civil penalty on Twyman.

The Commission's complaint alleged that Twyman and others, in connection with sales of \$2 million in BeneFund S-8 stock and a BeneFund private placement, and in press releases and Commission filings, made false and misleading statements concerning the use of investor funds, the value of BeneFund's assets and the future marketability of BeneFund stock. [SEC v. Benefund, Inc., and Vernon R. Twyman, Jr., Civil Action No. 97-CV-366-E(J), USDC, ND/OK] (LR-15975)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change submitted by the National Association of Securities Dealers (SR-NASD-98-69) clarifying the application of its mutual fund breakpoint sales rule to portfolio investment strategies including multi-fund asset allocation. Publication of the approval order is expected in the Federal Register during the week of November 16. (Rel. 34-40659)

The Commission approved a proposed rule change filed by The Depository Trust Company (SR-DTC-98-19) that will enhance the current link with Deutsche Borse Clearing AG. (Rel. 34-40660; International Series Rel. 1170)

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.

- S-8 ATI TECHNOLOGIES INC, 33 COMMERCE VALLEY DRIVE EAST, THORNHILL, E7 -
140,000,000 (\$119,140,000) FOREIGN COMMON STOCK. (FILE 333-9576 - NOV. 03)
(BR. 3)
- F-10 CENTRAL FUND OF CANADA LTD, #805-1323 15TH AVE SW, HALLMARK ESTATES,
CALGARY ALBERTA CANADA T3C 0XB, A6 (406) 228-5861 - 13,604,475
(\$54,417,900) FOREIGN COMMON STOCK. (FILE 333-9582 - NOV. 04) (BR. 7)
- S-8 ADVANCED TECHNICAL PRODUCTS INC, 3353 PEACHTREE RD, STE 920, ATLANTA, GA
30326 (404) 231-7272 - 1,000,000 (\$7,750,000) COMMON STOCK. (FILE
333-66817 - NOV. 05) (BR. 6)
- S-8 AMERICAN RETIREMENT CORP, 111 WESTWOOD PLACE, BRENTWOOD, TN 37027
(615) 221-2250 - 566,750 (\$8,465,829) COMMON STOCK. (FILE 333-66821 -
NOV. 05) (BR. 8)
- S-8 ENTERPRISE FEDERAL BANCORP INC, 7810 TYLERSVILLE SQUARE DR,
WEST CHESTER, OH 45069 (513) 755-4600 - 226,860 (\$2,143,827) COMMON STOCK.
(FILE 333-66827 - NOV. 05) (BR. 7)
- S-8 PMI GROUP INC, 601 MONTGOMERY ST, SAN FRANCISCO, CA 94111 (415) 788-7878
- 200,000 (\$10,800,000) COMMON STOCK. (FILE 333-66829 - NOV. 05) (BR. 1)
- S-8 ANIKA THERAPEUTICS INC, 236 WEST CUMMINGS PARK, WOBURN, MA 01801
(617) 932-6616 - 1,000,000 (\$5,438,000) COMMON STOCK. (FILE 333-66831 -
NOV. 05) (BR. 1)
- S-8 LAM RESEARCH CORP, 4650 CUSHING PKWY, FREMONT, CA 94538 (510) 659-0200
- 3,000,000 (\$35,620,312.50) COMMON STOCK. (FILE 333-66833 - NOV. 05)
(BR. 5)
- S-8 QRS CORP, 1400 MARINA WAY SOUTH, RICHMOND, CA 94804 (510) 215-5000 -
500,000 (\$19,375,000) COMMON STOCK. (FILE 333-66837 - NOV. 05) (BR. 3)

S-3 IDM ENVIRONMENTAL CORP, 396 WHITEHEAD AVE, SOUTH RIVER, NJ 08882
(908) 390-9550 - 6,222,624 (\$3,791,911.50) COMMON STOCK. (FILE 333-66841 - NOV. 05) (BR. 6)

S-3 DEPOMED INC, 1170 B CHESS DR, FOSTER CITY, CA 94404 (415) 513-0990 - 1,083,338 (\$9,343,790) COMMON STOCK. (FILE 333-66843 - NOV. 05) (BR. 9)

S-8 POWER TECHNOLOGY INC/CN, 1000 W BONANZA RD, 604-925-0716, LAS VEGAS, NV 89106 (702) 382-3385 - 300,000 (\$162,000) COMMON STOCK. (FILE 333-66845 - NOV. 05) (BR. 9)

S-4 BALL CORP, 10 LONG PEAK DR, P O BOX 2407, BROOMFIELD, CO 80021
(303) 469-5511 - 550,000,000 (\$550,000,000) STRAIGHT BONDS. (FILE 333-66847 - NOV. 05) (BR. 6)

S-8 HA LO INDUSTRIES INC, 5980 W TOUHY AVE, NILES, IL 60714 (708) 647-2300 - 3,000,000 (\$84,657,000) COMMON STOCK. (FILE 333-66849 - NOV. 05) (BR. 2)

S-8 ESTEE LAUDER COMPANIES INC, 767 FIFTH AVE, NEW YORK, NY 10153
(212) 572-4200 - 5,000,000 (\$319,843,750) COMMON STOCK. (FILE 333-66851 - NOV. 05) (BR. 2)

SB-2 CREDIT CONCEPTS INC, 2149 CENTENNIAL PLAZA, STE 2, EUGENE, OR 97401
(541) 342-8545 - 10,000,000 (\$10,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-66853 - NOV. 05) (NEW ISSUE)

S-3 NTL INC /DE/, 110 E 59TH ST, 26TH FLOOR, NEW YORK, NY 10022
(212) 906-8440 - \$140,790,000 PREFERRED STOCK. (FILE 333-66855 - NOV. 05) (BR. 7)

S-8 DIGITAL MICROWAVE CORP /DE/, 170 ROSE ORCHARD WAY, SAN JOSE, CA 95134
(408) 943-0777 - 53,918 (\$228,316) COMMON STOCK. (FILE 333-66857 - NOV. 05) (BR. 7)

S-4 INTREPID CAPITAL CORP, 3918 MONTCLAIR ROAD, BIRMINGHAM, AL 35213
(205) 870-0588 - 2,215,525 (\$3,251,104.13) COMMON STOCK. (FILE 333-66859 - NOV. 06) (NEW ISSUE)

S-3 BEAR STEARNS COMPANIES INC, 245 PARK AVE, NEW YORK, NY 10167
(212) 272-2000 - 750,000,000 (\$750,000,000) STRAIGHT BONDS. (FILE 333-66861 - NOV. 06) (BR. 7)

S-8 RENAISSANCE WORLDWIDE INC, 189 WELLS AVE, NEWTON, MA 02159
(617) 527-6886 - 3,363,852 (\$28,197,719) COMMON STOCK. (FILE 333-66863 - NOV. 06) (BR. 3)

S-3 EMERSON ELECTRIC CO, 8000 W FLORISSANT AVE, P O BOX 4100, ST LOUIS, MO 63136 (314) 553-2000 - \$675,000,000 STRAIGHT BONDS. (FILE 333-66865 - NOV. 06) (BR. 5)

S-2 AUREAL SEMICONDUCTOR INC, 4245 TECHNOLOGY DR, FREMONT, CA 94538
(510) 252-4245 - 33,341,586 (\$17,504,333) COMMON STOCK. (FILE 333-66867 - NOV. 06) (BR. 5)

S-8 ALLIANCE ATLANTIS COMMUNICATIONS INC, 121 BLOOR STREET EAST, SUITE 1400, TORONTO, A6 00000 - 4,131,891 (\$60,653,373.97) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-9586 - NOV. 05) (NEW ISSUE)

S-8 DEVON ENERGY CORP /OK/, 20 N BROADWAY STE 1500, OKLAHOMA CITY, OK 73102
(405) 235-3611 - 1,297,281 (\$28,905,042) COMMON STOCK. (FILE 333-66873 - NOV. 06) (BR. 4)

S-3 BORG WARNER AUTOMOTIVE INC, 200 S MICHIGAN AVE, CHICAGO, IL 60604
(312) 322-8500 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 333-66879 - NOV. 06) (BR. 5)

S-8 SHS BANCORP INC, ONE NORTH SHORE CENTER, STE 120, PITTSBURGH, PA 15212
(412) 231-0809 - 114,793 (\$1,298,309) COMMON STOCK. (FILE 333-66881 - NOV. 06) (BR. 7)

S-8 PROCEPT INC, 840 MEMORIAL DR, CAMBRIDGE, MA 02139 (617) 491-1100 -
1,473,802 (\$1,750,139.88) COMMON STOCK. (FILE 333-66885 - NOV. 06)
(BR. 1)

S-8 PROCEPT INC, 840 MEMORIAL DR, CAMBRIDGE, MA 02139 (617) 491-1100 -
192,858 (\$229,018.88) COMMON STOCK. (FILE 333-66887 - NOV. 06) (BR. 1)

S-8 BENCHMARK ELECTRONICS INC, 3000 TECHNOLOGY DRIVE, ANGLETON, TX 77515
(409) 849-6550 - 1,000,000 (\$23,660,000) COMMON STOCK. (FILE 333-66889 -
NOV. 06) (BR. 5)

S-8 LEGG MASON INC, 100 LIGHT ST, BALTIMORE, MD 21202 (410) 539-0000 -
1,000,000 (\$25,562,500) COMMON STOCK. (FILE 333-66891 - NOV. 06) (BR. 7)

S-8 NAM CORP, 1010 NORTHERN BLVD, STE 336, GREAT NECK, NY 11021 - 750,000
(\$1,078,125) COMMON STOCK. (FILE 333-66893 - NOV. 06) (BR. 9)

S-3 RENAISSANCE WORLDWIDE INC, 189 WELLS AVE, NEWTON, MA 02159
(617) 527-6886 - 1,555,096 (\$13,509,897) COMMON STOCK. (FILE 333-66897 -
NOV. 06) (BR. 3)

S-3 DEVON ENERGY CORP /OK/, 20 N BROADWAY STE 1500, OKLAHOMA CITY, OK 73102
(405) 235-3611 - 16,090,376 (\$358,513,690.25) COMMON STOCK. (FILE
333-66899 - NOV. 06) (BR. 4)

S-8 BILLING CONCEPTS CORP, 9311 SAN PEDRO, STE 400, SAN ANTONIO, TX 78216
(210) 525-6017 - 3,500,000 (\$49,656,250) COMMON STOCK. (FILE 333-66903 -
NOV. 06) (BR. 7)

S-8 THERMO SENTRON INC, 501 90TH AVE NW, MINNEAPOLIS, MN 55433
(612) 783-2589 - 1,450,000 (\$14,137,500) COMMON STOCK. (FILE 333-66909 -
NOV. 06) (BR. 5)

S-8 VERITY INC \DE\, 894 ROSS AVE, SUNNYVALE, CA 94089 (415) 541-1500 -
1,750,000 (\$19,687,500) COMMON STOCK. (FILE 333-66913 - NOV. 06) (BR. 3)

S-4 COMMERCE BANCORP INC /NJ/, COMMERCE ATRIUM, 1701 RTE 70 E, CHERRY HILL,
NJ 08034 (609) 751-9000 - 1,925,000 (\$78,751,750) COMMON STOCK. (FILE
333-66915 - NOV. 06) (BR. 7)

S-8 GRC INTERNATIONAL INC, 1900 GALLOWS RD, VIENNA, VA 22182 (703) 506-5005
- 860,000 (\$5,643,750) COMMON STOCK. (FILE 333-66917 - NOV. 06) (BR. 7)

S-3 DUKE REALTY INVESTMENTS INC, 8888 KEYSTONE CROSSING, STE 1200,
INDIANAPOLIS, IN 46240 (317) 574-3531 - 2,000,430 (\$47,072,618.44)
COMMON STOCK. (FILE 333-66919 - NOV. 06) (BR. 8)

S-8 DEPOMED INC, 1170 B CHESS DR, FOSTER CITY, CA 94404 (415) 513-0990 -
1,000,000 (\$8,625,000) COMMON STOCK. (FILE 333-66923 - NOV. 06) (BR. 9)

S-8 VISTA ENERGY RESOURCES INC, 550 WEST TEXAS AVE, STE 700, MIDLAND, TX
79701 (915) 570-5045 - 900,000 (\$2,868,750) COMMON STOCK. (FILE 333-66929
- NOV. 06) (BR. 4)

SB-2 OHIO STATE BANCSHARES INC, 111 S MAIN ST, P O BOX 1818, MARION, OH 43301
(614) 387-2265 - 24,800 (\$1,165,600) COMMON STOCK. (FILE 333-66933 -
NOV. 06) (BR. 7)

S-3 KEANE INC, TEN CITY SQ, BOSTON, MA 02129 (617) 241-9200 - 915,571
(\$30,506,825.72) COMMON STOCK. (FILE 333-66937 - NOV. 06) (BR. 3)

S-1 BINDVIEW DEVELOPMENT CORP, 3355 W ALABAMA, STE 1200, HOUSTON, TX 77098
(713) 881-9100 - 3,450,000 (\$61,668,750) COMMON STOCK. (FILE 333-66941 -
NOV. 06) (BR. 3)

S-4 CARAUSTAR INDUSTRIES INC, P O BOX 115, AUSTELL, GA 30106 (770) 948-3101
- 2,000,000 (\$48,875,000) COMMON STOCK. (FILE 333-66945 - NOV. 06)
(BR. 4)

S-4 SUMMIT TECHNOLOGY INC, 21 HICKORY DR, WALTHAM, MA 02154 (781) 890-1234
- 11,650,400 (\$32,899,520) COMMON STOCK. (FILE 333-66947 - NOV. 06)
(BR. 5)

- S-8 NORTHERN BORDER PARTNERS LP, 1400 SMITH ST, C/O ENRON BLDG, HOUSTON, TX 77002 (713) 853-6161 - 40,000 (\$1,397,500) COMMON STOCK. (FILE 333-66949 - NOV. 06) (BR. 2)
- S-3 DYCOM INDUSTRIES INC, 4440 PGA BLVD. STE 600, FIRST UNION CENTER, PALM BEACH GARDENS, FL 33410 (561) 627-7171 - 900,000 (\$34,452,900) COMMON STOCK. (FILE 333-66951 - NOV. 06) (BR. 6)
- S-1 BRADLEES INC, 1 BRADLESS CIRCLE, P O BOX 9051, BRAINTREE, MA 02184 (781) 380-3000 - 7,267,424 (\$62,354,498) COMMON STOCK. 36,000,000 (\$36,000,000) STRAIGHT BONDS. (FILE 333-66953 - NOV. 06) (BR. 2)
- S-4 RENT WAY INC, ONE RENTWAY PLACE, ERIE, PA 16505 (814) 836-0618 - 17,025,938 (\$391,191,215.80) COMMON STOCK. (FILE 333-66955 - NOV. 06) (BR. 6)
- S-4 SERVICE CORPORATION INTERNATIONAL, 1929 ALLEN PKWY, P O BOX 130548, HOUSTON, TX 77019 (713) 522-5141 - 22,962,560 (\$702,117,298) COMMON STOCK. (FILE 333-66957 - NOV. 06) (BR. 8)
- S-4 KROGER CO, 1014 VINE ST, CINCINNATI, OH 45201 (513) 762-4000 - 170,000,000 (\$8,983,437,500) COMMON STOCK. (FILE 333-66961 - NOV. 09) (BR. 2)

RECENT 8K FILINGS

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

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

The following companies have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. 8-K reports may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT	
		1	2	3	4	5	6	7	8	9			
ADVANCED TISSUE SCIENCES INC	DE					X						11/06/98	
AGRIBIOTECH INC	NV									X		08/28/98	AMEND
AID AUTO STORES INC /DE/	DE					X	X					11/09/98	
AIRSHIP INTERNATIONAL LTD	NY					X						10/16/98	
ALLIN COMMUNICATIONS CORP	DE									X		08/13/98	AMEND
AMERADA HESS CORP	DE			X						X		10/30/98	
AMERICAN REPUBLIC REALTY FUND I	WI		X									11/06/98	
AMERICAN RESOURCES OF DELAWARE INC	DE					X						10/29/98	
AMERICAN STORES CO /NEW/	DE					X	X					11/12/98	
AMERICREDIT FINANCIAL SERVICES INC	DE					X	X					11/13/98	
AMERICREDIT FINANCIAL SERVICES INC	DE					X	X					11/13/98	
AMERICREDIT FINANCIAL SERVICES INC	DE					X	X					11/13/98	
AMERICREDIT FINANCIAL SERVICES INC	DE					X	X					11/13/98	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
AMRECORP REALTY FUND II	TX	X									11/06/98	
AMRECORP REALTY FUND III	TX	X									11/06/98	
ANN TAYLOR INC	DE	X									11/12/98	
APOGEE ENTERPRISES INC	MN				X	X					11/10/98	
APPLE RESIDENTIAL INCOME TRUST INC	VA		X		X	X					10/28/98	
APPLIED MAGNETICS CORP	DE				X	X					10/28/98	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X					11/09/98	
ARIAD PHARMACEUTICALS INC	DE				X	X					11/09/98	
ARTERIAL VASCULAR ENGINEERING INC	DE				X	X					11/12/98	
ASSOCIATES FIRST CAPITAL CORP	DE				X	X					11/11/98	
AUTONOMOUS TECHNOLOGIES CORP	FL				X	X					11/02/98	
AVIATION GROUP INC	TX					X					08/28/98	AMEND
BANKUNITED FINANCIAL CORP	FL				X	X					11/09/98	
BEAR STEARNS ASSET BK SEC INC CHAMP ION HOME EQ LN TR 1998-1					X	X					10/31/98	
BERGEN BRUNSWIG CORP	NJ				X						11/09/98	
BIOZHEM COSMECEUTICALS INC	TX				X	X					09/15/98	AMEND
BURLINGTON NORTHERN RAILROAD CO	DE	X									09/30/98	
CALENERGY CO INC	DE				X	X					11/10/98	
CALPROP CORP	DE				X	X					11/10/98	
CAPITAL SENIOR LIVING CORP	DE		X			X					10/28/98	
CARDIOVASCULAR DYNAMICS INC	DE				X	X					11/03/98	
CD WAREHOUSE INC	DE				X	X					11/06/98	
CHROMATICS COLOR SCIENCES INTERNATI ONAL INC	NY				X	X					11/03/98	
CMP MEDIA INC	DE				X						10/22/98	
CNB FINANCIAL CORP/PA	PA				X	X					10/13/98	
COVEST BANCSHARES INC	DE				X	X					11/12/98	
CREDIT SUISSE FIRST BOSTON MORTGAGE SECURITIES CORP	DE				X	X					11/09/98	
CREDIT SUISSE FIRST BOSTON MORTGAGE SECURITIES CORP	DE				X	X					11/10/98	
CWMBS INC	DE					X					11/12/98	
DAY RUNNER INC	DE				X	X					11/12/98	
DIGITAL GENERATION SYSTEMS INC	CA					X					09/25/98	AMEND
DIONEX CORP /DE	DE		X								10/20/98	AMEND
DLJ COMMERCIAL MORTGAGE CORP	DE				X	X					11/09/98	
DONALDSON LUFKIN & JENRETTE INC /NY /	DE				X						10/30/98	
DONNEBROOKE CORP	DE	X		X							11/12/98	
ECC INTERNATIONAL CORP	DE				X						11/05/98	
ECOS GROUP INC	CO				X						11/06/98	
ECOTYRE TECHNOLOGIES INC	DE				X						11/11/98	
ELANTEC SEMICONDUCTOR INC	DE				X						11/10/98	
ENEX CONSOLIDATED PARTNERS LP	NJ				X	X					10/19/98	
ENEX RESOURCES CORP	DE				X	X					10/19/98	AMEND
EQUIVEST FINANCE INC	FL					X					08/28/98	AMEND
ESSEX PROPERTY TRUST INC	MD				X	X					11/12/98	
EXCEL INDUSTRIES INC	IN		X			X					08/28/98	AMEND
FARMERS CAPITAL BANK CORP	KY				X						11/11/98	
FEDERAL EXPRESS CORP	DE					X					10/22/98	
FINANCIAL SECURITY ASSURANCE HOLDIN GS LTD/NY/	NY					X					11/06/98	
FIRST CONSULTING GROUP INC	DE				X	X					11/12/98	
FIRST INDUSTRIAL LP	DE				X	X					11/06/98	
FIRST INDUSTRIAL REALTY TRUST INC	MD				X	X					11/06/98	
FLORIDA EAST COAST INDUSTRIES INC	FL	X									11/11/98	
FORD CREDIT AUTO LOAN MASTER TRUST	MI				X	X					10/31/98	
FORESTRY INTERNATIONAL INC	CO				X						11/12/98	
FORT BEND HOLDING CORP	DE				X	X					11/04/88	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
GE CAPITAL MORTGAGE SERVICES INC	NJ	X					X				10/29/98	
GE CAPITAL MORTGAGE SERVICES INC	NJ	X					X				10/29/98	
GE CAPITAL MORTGAGE SERVICES INC	NJ	X					X				10/29/98	
GE CAPITAL MORTGAGE SERVICES INC	NJ	X					X				10/29/98	
GENTLE DENTAL SERVICE CORP	WA	X					X				10/30/98	
GPU INC /PA/	PA					X	X				11/09/98	
GS MORTGAGE SECURITIES CORP II	DE					X	X				11/10/98	
GS MORTGAGES SEC CORP II COM MORT P AS THR CERT SER 1998-C1	DE					X	X				10/29/98	
HAWTHORNE FINANCIAL CORP	CA					X	X				10/20/98	
HEADLANDS MORTGAGE PASS THROUGH CER TIFICATES SERIES 1998-2	DE					X	X				10/28/98	
HEALTH CHEM CORP	DE	X									11/12/98	
HEALTHCARE IMAGING SERVICES INC	DE						X				10/02/98	AMEND
HEMAGEN DIAGNOSTICS INC	DE						X				09/01/98	AMEND
HEXCEL CORP /DE/	DE						X				11/12/98	AMEND
HOSPITALITY PROPERTIES TRUST	MD						X				11/11/98	
IDEXX LABORATORIES INC /DE	DE						X				10/01/98	AMEND
IMPATH INC	DE					X	X				11/09/98	
INTEGRATED SYSTEMS CONSULTING GROUP INC	PA					X	X				11/12/98	
INTERLEAF INC /MA/	MA						X				09/09/98	AMEND
JERSEY CENTRAL POWER & LIGHT CO	NJ					X	X				11/09/98	
JPE INC	MI					X					10/28/98	
KEITHLEY INSTRUMENTS INC	OH	X					X				11/09/98	
KERAVISION INC /CA/	DE					X	X				11/12/98	
KRANZCO REALTY TRUST	MD					X	X				11/12/98	
LECROY CORP	DE	X									11/12/98	
LITHIA MOTORS INC	OR	X					X				11/02/98	
LOEWEN GROUP INC						X	X				11/03/98	
LOEWEN GROUP INC						X	X				11/05/98	
MARSH & MCLENNAN COMPANIES INC	DE	X					X				11/03/98	
MAXWELL SHOE CO INC	DE					X					11/02/98	AMEND
MEDAREX INC	NJ					X	X				11/12/98	
MEDICALCONTROL INC	DE						X				09/25/98	AMEND
MEDIX RESOURCES INC	CO					X					11/09/98	
MELLON BANK NA MELLON BANK HOME EQU ITY LOAN TRUST 1996-1	NY					X	X				11/10/98	
MELLON BANK PREMIUM FINANCE LOAN MA STER TRUST	NY					X	X				11/09/98	
MEMRY CORP	DE	X					X				10/30/98	
MERCOM INC	DE	X					X				11/06/98	
MERIS LABORATORIES INC	CA					X					11/05/98	
MERITAGE HOSPITALITY GROUP INC /MI/	MI	X					X				11/12/98	AMEND
METRO TEL CORP	DE	X	X			X	X	X			10/29/98	
METROPOLITAN EDISON CO	PA					X	X				11/09/98	
METZLER GROUP INC	DE						X				08/19/98	AMEND
MIAMI SUBS CORP	FL	X									11/06/98	
MIDDLE BAY OIL CO INC	AL						X				03/27/98	AMEND
MIDDLE BAY OIL CO INC	AL						X				04/16/98	AMEND
MIDDLE BAY OIL CO INC	AL				X		X				04/28/98	AMEND
MINDSPRING ENTERPRISES INC	DE	X					X				10/15/98	
MMCA AUTO OWNER TRUST 1995-1	DE						X				10/31/98	
MMCA AUTO OWNER TRUST 1997-1	DE						X				10/31/98	
MMCA AUTO OWNER TRUST 1998-1							X				10/31/98	
MONEY STORE D C INC	DC						X				09/29/98	
MONEY STORE HOME EQUITY CORP	KY						X				09/29/98	
MONEY STORE HOME IMPROVEMENT LOAN B ACKED CERT SERIES 1998-I						X					10/15/98	
MONEY STORE KENTUCKY INC	KY						X				09/29/98	

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MONEY STORE MINNESOTA INC	MN								X		09/29/98	
MORGAN STANLEY AIRCRAFT FINANCE	DE					X					11/12/98	
NATIONAL AUTO CREDIT INC /DE	DE					X					11/11/98	
NATIONAL HOUSING PARTNERSHIP REALTY FUND I	MD			X				X			10/30/98	AMEND
NATIONAL HOUSING PARTNERSHIP REALTY FUND III	MD			X				X			10/30/98	AMEND
NATIONAL HOUSING PARTNERSHIP REALTY FUND IV	MD			X				X			10/30/98	AMEND
NATIONAL HOUSING PARTNERSHIP REALTY FUND TWO	MD			X				X			10/30/98	AMEND
NEOTHERAPEUTICS INC	DE				X	X					11/10/98	
NEWPORT NEWS SHIPBUILDING INC	DE				X						11/12/98	
NOBEL INSURANCE LTD					X	X					11/11/98	
NORTHWESTERN CORP	DE				X	X					11/12/98	
NORWEST ASSET SECURITIES CORP	DE				X	X					11/11/98	
NORWEST ASSET SECURITIES CORP	DE				X	X					11/11/98	
NORWOOD PROMOTIONAL PRODUCTS INC	TX					X					10/30/98	
NSS BANCORP INC	CT	X									11/12/98	
OBIE MEDIA CORP	OR							X			09/01/98	AMEND
OMEGA CABINETS LTD	DE				X						11/12/98	
OMNIS TECHNOLOGY CORP	DE			X		X					11/10/98	
PAGING PARTNERS CORP	DE				X	X					11/06/98	
PAN PACIFIC RETAIL PROPERTIES INC	MD		X					X			11/05/98	
PARKWAY PROPERTIES INC	MD				X	X					08/13/98	
PARTS SOURCE INC	FL							X			09/17/98	
PEACHES ENTERTAINMENT CORP	FL				X						09/26/98	
PENNSYLVANIA ELECTRIC CO	PA				X	X					11/09/98	
PENNZOIL CO /DE/	DE				X	X					11/12/98	
PIONEER COMMERCIAL FUNDING CORP /NY /	NY			X		X					11/04/98	
PLAYERS INTERNATIONAL INC /NV/	NV				X	X					11/12/98	
PNC MORTGAGE SECURITIES CORP MORT P ASS THR CERT SER 1998-1	DE				X	X					10/29/98	
PS BUSINESS PARKS INC/CA	CA	X									09/30/98	AMEND
PUGET SOUND ENERGY INC	WA				X	X					11/02/98	
RECOVERY NETWORK INC	CO				X	X					11/06/98	
RESIDENTIAL ACCREDIT LOANS INC	DE							X			11/12/98	
RETAIL EQUITY PARTNERS LIMITED PART NERSHIP	NC		X					X			09/29/98	AMEND
RIO GRANDE INC /DE/	DE		X	X	X	X					11/12/98	
RIVIERA TOOL CO	MI				X						11/10/98	
SANTA BARBARA RESTAURANT GROUP INC	DE			X		X					11/05/98	
SCFC BOAT LOAN TRUST 1992-1	IL				X	X					10/31/98	
SCFC RECREATIONAL VEHICLE LOAN TRUS T 1991-1	IL				X	X					10/31/98	
SEARS CREDIT ACCOUNT MASTER TRUST I I	IL	X									11/09/98	
SEARS ROEBUCK ACCEPTANCE CORP	DE				X	X					10/16/98	
SECOM GENERAL CORP	DE	X									10/27/98	
SIERRA HEALTH SERVICES INC	NV	X				X					10/31/98	
SILVER CINEMAS INTERNATIONAL INC	DE				X	X					11/03/98	
SPECIAL METALS CORP	DE	X			X	X					10/28/98	
SPRINT CORP	KS							X			11/12/98	
ST JOHN KNITS INC	CA				X	X					11/04/98	
STAGE STORES INC	DE				X	X					11/12/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE				X						10/01/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE				X						10/25/98	

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STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE					X					10/25/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE					X					10/25/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE					X					10/25/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE					X					10/25/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE					X					10/25/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE						X				10/30/98	
SUPERIOR BANK FSB	IL		X				X				10/28/98	
SUPERIOR BANK FSB	IL					X	X				11/10/98	
SYNERGY MEDIA INC	NV	X									11/11/98	
TADEO HOLDINGS INC	DE					X	X				10/27/98	
TAYLOR ANN STORES CORP	DE	X									11/12/98	
TMS MORTGAGE INC	NJ						X				09/29/98	
TOYOTA AUTO LEASE TRUST 1998-B	CA		X								09/30/98	
TOYOTA MOTOR CREDIT CORP	CA						X				11/09/98	
TRIARC COMPANIES INC	DE						X				11/12/98	
UNIT INSTRUMENTS INC	CA					X	X				11/10/98	
UNITED DOMINION REALTY TRUST INC	VA						X				11/10/98	
URT INDUSTRIES INC	FL					X					09/26/98	
USAA FEDERAL SAVINGS BANK			X								10/31/98	
VERITAS DGC INC	DE					X	X				10/28/98	
VESTA INSURANCE GROUP INC	DE					X	X				11/06/98	
VISION TWENTY ONE INC	FL					X	X				03/31/98	
WESTERN INVESTMENT REAL ESTATE TRUS T	CA					X					10/30/98	
WESTOWER CORP	WA						X				08/31/98	AMEND
WESTOWER CORP	WA					X	X				10/30/98	
WHITNEY AMERICAN CORP /CO	DE					X					03/25/98	AMEND
WORLD ACCESS INC /NEW/	DE	X					X				11/12/98	