

# sec news digest

Issue 94-206

October 28, 1994

---

## COMMISSION ANNOUNCEMENTS

---

### CORRECTION TO CIK NUMBER IN EDGAR PHASE-IN LIST

The complete CIK Number for Chromatic Color Sciences International is 892495. The number was incomplete as listed in the October 27 issue of the Digest.

---

## ENFORCEMENT PROCEEDINGS

---

### HARRY SEENEY, HENRY GAYER, AND TIMOTHY HART, FORMER PEAT MARWICK ACCOUNTANTS, SANCTIONED FOR SAHLEN & ASSOCIATES' AUDITS

Harry D. Sweeney, Henry Gayer, and Timothy S. Hart, CPA's and former engagement partners and audit manager with the Ft. Lauderdale office of KPMG Peat Marwick, have consented to be sanctioned pursuant to Rule 2(e). Sweeney and Hart are suspended from appearing or practicing before the Commission with a right to reapply after 15 and 11 months, respectively. Gayer, who changed professions and has not engaged in public accounting for the past six years, has agreed to be censured and may resume practice only after the Commission has considered any matters it deems appropriate pursuant to any application for reinstatement.

Sweeney, Gayer, and Hart engaged in improper professional conduct during the 1987 and 1988 audits of Sahlen & Associates, an international private investigative company with headquarters in Deerfield Beach, Florida. They failed to adequately test work-in-progress, to adequately confirm and scrutinize massively increasing receivables, and to search for irregularities. They failed to establish adequate allowances for aging receivables when collections were minimal. They relied on fraudulent sales of receivables and last-minute, defective attempts at confirmation which were falsified by management. At least \$45 million of the receivables were fictitious and Sahlen was forced into liquidation. (Rel. 34-34881; AAE Rel. 619)

## MIDWEST ADVISORY SERVICES, INC. AND JOHN ZAMMIT

The Commission announced the entry of an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against Midwest Advisory Services, Inc. (Midwest Advisory), and John P. Zammit (Zammit), and the acceptance of Midwest Advisory's and Zammit's Offers of Settlement. Midwest Advisory and Zammit consented to the issuance of the Order without admitting or denying the Commission's findings.

The Order contains findings that an Order of Permanent Injunction was entered by the United States District Court for the District of Minnesota, which permanently enjoined Midwest Advisory and Zammit from future violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, Sections 204, 206(1), (2) and (4) and 207 of the Investment Advisers Act of 1940 and Rules 204-1(b), 204-2(a) and 206(4)-2(a)(3) through (a)(5) thereunder. In its civil complaint, the Commission alleged that Midwest Advisory and Zammit offered and sold securities in a "Ponzi-like" fashion, failed to make and keep required books and records and filed false forms ADV-S, and aided and abetted violations of the above-mentioned federal securities laws. The Order also contains findings that Midwest Advisory and Zammit willfully violated the above-mentioned federal securities laws. Midwest Advisory and Zammit consented to the issuance of the Order without admitting or denying the Commission's findings, except for the entry of an Order of Permanent Injunction, which was admitted.

The Commission's Order revokes Midwest Advisory's registration as an investment adviser and permanently bars Zammit from association with any broker, dealer, investment company, investment adviser or municipal securities dealer. (Rel. IA-1449)

## GRANT ROSS AND MICHAEL DOHERTY, JR. CONVICTED OF MAIL FRAUD

The United States Attorney for the Northern District of California and the Securities and Exchange Commission announced that on October 20 Grant C. Ross (Ross) and Michael J. Doherty, Jr. (Doherty), after a jury trial, were each found guilty of twelve counts of mail fraud in connection with the offer and sale of unregistered securities through their former company, GCP Financial, Inc. (GCP). The guilty verdicts followed a three day trial and one day of jury deliberations.

On April 15, 1994, Ross and Doherty were permanently enjoined in the United States District Court for the Northern District of California (SEC v. GCP Financial, Inc., et al., Civil Action No. C93-2264-VRW) from future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder. The court earlier had frozen the assets of GCP, Ross and Doherty and appointed a temporary receiver to take over GCP.

The indictment alleged that from January 1992 through June 1993, Ross and Doherty through GCP engaged in the business of offering and selling unregistered securities to the general public, obtaining approximately \$7,350,000 from 233 investors via the securities offering, and that Ross, Doherty and their agents made numerous misrepresentations and omissions concerning the securities that they offered and sold, failed to transmit investors funds for the projects for which they were purportedly raised, and converted such funds to their own use. Sentencing has been set for January 24, 1995. [U.S. v. Grant Ross and Michael Doherty, Jr., CR 93-0578, VRW] (LR-14305)

---

## **INVESTMENT COMPANY ACT**

---

### **SALOMON BROTHERS CAPITAL FUND, INC., ET AL.**

A notice has been issued giving interested persons until November 21 to request a hearing on an application filed by The Salomon Brothers Capital Fund, Inc., et al. for an order under Section 6(c) of the Investment Company Act that would exempt applicants from Sections 2(a)(32), 2(a)(35), 18(f)(1), 18(g), 18(i), 22(c), and 22(d) of the Act and Rule 22c-1 thereunder. The order would permit certain investment companies to issue multiple classes of shares representing interests in the same portfolios of securities and assess, and under certain circumstances waive, a contingent deferred sales charge on redemptions of shares. (Rel. IC-20657 - October 26)

### **FUND ALABAMA, INC.**

A notice has been issued giving interested persons until November 21 to request a hearing on an application filed by Fund Alabama, Inc. for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-20661 - October 26)

### **NORWEST BANK MINNESOTA, N.A., ET AL.**

An order has been issued under Section 45(a) of the Investment Company Act declaring that public disclosure of certain cost savings information submitted in support of another application filed by Norwest Bank Minnesota, N.A., et al. is neither necessary nor appropriate in the public interest or for the protection of investors. The other application would permit certain series of the Norwest Funds to invest portions of their assets in certain portfolios of Core Trust (Delaware). (Rel. IC-20662 - October 26)

## BANQUE PARIBAS AND OTTOMAN BANK A.S.

A notice has been issued giving interested persons until November 21 to request a hearing on an application filed by Banque Paribas and Ottoman Bank, A.S. for an order under Section 6(c) of the Investment Company Act that would grant an exemption from 17(f) of the Act. The order would permit Ottoman Bank to act as custodian for investment company assets in the Republic of Turkey. (Rel. IC-20663; International Series Rel. 737 - October 27)

## EQUITY SECURITIES TRUST (SERIES 1, SIGNATURE SERIES, GABELLI COMMUNICATIONS INCOME TRUST AND SUBSEQUENT SERIES), ET AL.

A notice has been issued giving interested persons until November 21 to request a hearing on an application filed by Equity Securities Trust (Series 1, Signature Series, Gabelli Communications Income Trust and Subsequent Series), et al. for an order under Sections 11(a) and 11(c) of the Investment Company Act. The order would permit unitholders of certain unit investment trusts to exchange their units for units in other trusts at a reduced sales charge. The order also would supersede a prior order and include a newly formed unit investment trust in the exchange program. (Rel. IC-20664 - October 27)

## DEAN WITTER VARIABLE INVESTMENT SERIES, ET AL.

A notice has been issued giving interested persons until November 21 to request a hearing on an application filed by Dean Witter Variable Investment Series (Fund) and Dean Witter Intercapital Inc. for an order pursuant to Section 6(c) of the Investment Company Act granting exemptions from the provisions of Sections 9(a), 13(a), 15(a), and 15(b) of the Act and Rules 6e-2(b)(15) and 6e-3(T)(b)(15) thereunder. The order would provide exemptions to the extent necessary to permit shares of the Fund to be sold to and held by variable annuity and variable life insurance separate accounts of both affiliated and unaffiliated life insurance companies. (Rel. IC-20665 -October 27)

---

## HOLDING COMPANY ACT RELEASES

---

## GENERAL PUBLIC UTILITIES CORPORATION, ET AL.

An order has been issued authorizing a proposal by General Public Utilities Corporation (GPU) and its public-utility subsidiary companies Jersey Central Power & Light Company, Metropolitan Edison Company and Pennsylvania Electric Company (GPU Companies), to issue and sell short-term unsecured debt by various means through December 31, 1997. In no event, however, would the total amount of such unsecured debt of any GPU Company outstanding at any one time exceed the limitation on such indebtedness imposed by such company's charter and, in the case of GPU, \$200 million. (Rel. 35-26150)

---

## SELF-REGULATORY ORGANIZATIONS

---

### ORDER PERMITTING ASSOCIATION OF TIMOTHY BARBA

On October 21, the Commission issued a Declaratory Order (Order) regarding the association of Timothy B. Barba as a part-time Financial and Operations Principal with Vandharn Securities Corp., a member of the National Association of Securities Dealers, Inc. (NASD). The Order states that, based on representations made regarding the supervision of Mr. Barba and the terms and conditions of his association, the Commission will not institute administrative proceedings pursuant to Sections 15(b) or 19(h) of the Exchange Act and will not direct the NASD to bar the proposed association pursuant to Section 15A(g)(2). The Order is necessary because Mr. Barba is subject to a 1987 order of the Commission barring him from association with any broker, dealer, investment company, investment adviser or municipal securities dealer in any supervisory capacity, with the proviso that he may apply to become so associated after three years. (Rel. 34-34878)

### PROPOSED RULE CHANGES

The New York Stock Exchange filed a proposed rule change (SR-NYSE-94-35) to adopt listing standards for securities issued in limited partnership rollup transactions in accordance with the Limited Partnership Rollup Reform Act of 1933. Publication of the proposal is expected in the Federal Register during the week of October 31. (Rel. 34-34889)

The American Stock Exchange filed a proposed rule change (SR-Amex-94-34) to adopt listing standards for securities issued in limited partnership rollup transactions in accordance with the Limited Partnership Rollup Reform Act of 1933. Publication of the proposal is expected in the Federal Register during the week of October 31. (Rel. 34-34890)

### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-94-57) to amend Schedule A, Section 12 to the NASD By-Laws to require that the initial application fee for any individual who is subject to a statutory disqualification (SD) be assessed at \$1,500.00, and at an additional \$2,500.00 if the NASD determines that the applications should be subject to the full hearing process; and redesignate the existing paragraph in Section 12 as subsection (a) and add a new subsection (b) to require that all Tier 1 SDs be assessed an annual fee of \$1,500.00, and all Tier 2 SDs be assessed an annual fee of \$1,000.00. Because this proposed rule change establishes or changes

a due, fee, or other charge under Section 19(b)(3)(A)(ii) of the Securities Exchange Act of 1934, it became effective upon the Commission's receipt of this filing on October 14, 1994. Publication of the proposal is expected in the Federal Register during the week of October 31. (Rel. 34-34897)

#### ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change (SR-PHLX-94-47) filed by the Philadelphia Stock Exchange which amends PHLX Rule 101, "Hours of Business," to provide that foreign currency option (FCO) trading will be conducted on the PHLX between 2:30 a.m. Eastern time (ET) and 2:30 p.m. ET each business day. Under the proposal, the PHLX will change the opening of FCO trading from 1:30 a.m. to 2:30 a.m. ET for all PHLX-listed FCOs except the Canadian dollar, which will continue to commence trading at 7:00 a.m. ET each business day. Publication of the order is expected in the Federal Register during the week of October 31. (Rel. 34-34898; International Series Rel. 735)

#### APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by the Philadelphia Stock Exchange (SR-Phlx-92-09) to prohibit trading the quote spread on PACE. (Rel. 34-34893)

---

#### 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 JEFFERSON BANKSHARES INC, 123 E MAIN ST, P O BOX 711, CHARLOTTESVILLE, VA 22902 (804) 972-1100 - 250,000 (\$5,047,500) COMMON STOCK. (FILE 33-56121 - OCT. 21) (BR. 1)
- S-3 ECHLIN INC, 100 DOUBLE BEACH RD, BRANFORD, CT 06405 (203) 481-5751 - 231,809 (\$6,605,585) COMMON STOCK. (FILE 33-56123 - OCT. 21) (BR. 4)
- S-8 ECOLAB INC, ECOLAB CTR, 370 N WABASHA ST, ST PAUL, MN 55102 (612) 293-2233 - 10,000 (\$206,250) COMMON STOCK. (FILE 33-56125 - OCT. 21) (BR. 1)

REGISTRATIONS CONT.

- S-4 FIRST VIRGINIA BANKS INC, ONE FIRST VIRGINIA PLZ, 6400 ARLINGTON BLVD,  
FALLS CHURCH, VA 22042 (703) 241-4000 - 4,048,584 (\$73,323,000)  
COMMON STOCK. (FILE 33-56127 - OCT. 21) (BR. 1)
- S-8 MCDONNELL DOUGLAS CORP, P O BOX 516, MCDONNELL BLVD AT AIRPORT RD,  
ST LOUIS, MO 63166 (314) 232-0232 - 500,000 (\$60,281,250) COMMON STOCK.  
(FILE 33-56129 - OCT. 21) (BR. 12)
- S-1 GREYHOUND LINES INC, 15110 N DALLAS PKWY STE 600, DALLAS, TX 75248  
(214) 715-7000 - 10,000,000 (\$35,000,000) COMMON STOCK. (FILE 33-56131 -  
OCT. 21) (BR. 4)
- S-4 TELE COMMUNICATIONS INC /CO/, 5619 DTC PARKWAY, ENGLEWOOD, CO 80111  
(303) 267-5500 - 42,000,000 (\$1,860,045) COMMON STOCK. 1,000,000  
(\$553,585) PREFERRED STOCK. (FILE 33-56135 - OCT. 24) (BR. 7)
- SB-2 AEI INCOME & GROWTH FUND XXI LTD PARTNERSHIP,  
1300 MINNESOTA WORLD TRADE CENTER, 30 EAST SEVENTH ST, ST PAUL, MN 55101  
(622) 227-7333 - 24,000 (\$24,000,000) LIMITED PARTNERSHIP CERTIFICATE.  
(FILE 33-85076-C - OCT. 12) (BR. 5 - NEW ISSUE)
- S-8 J A INDUSTRIES INC, 1580 KEBET WAY, PORT COQUITLAM BC, A1 (604) 941-3413  
- 210,656 (\$421,312) COMMON STOCK. (FILE 33-85284 - OCT. 19) (BR. 5)
- S-8 INPUT OUTPUT INC, 12300 PARE CREST DR, STAFFORD, TX 77477 (713) 933-3339  
- 2,135,000 (\$48,571,250) COMMON STOCK. (FILE 33-85304 - OCT. 19) (BR. 8)
- F-1 BELL CABLEMEDIA PLC, 77 WATER ST, NEW YORK, NY 10005 (212) 701-7653 -  
88,657,485 (\$425,555,928) FOREIGN COMMON STOCK. (FILE 33-85340 - OCT. 19)  
(BR. 7)
- S-8 THERMO REMEDIATION INC, 1964 S ORANGE BLOSSOM TRAIL, APOPKA, FL 32703  
(617) 622-1000 - 750,000 (\$11,390,625) COMMON STOCK. (FILE 33-85368 -  
OCT. 19) (BR. 8)
- S-8 THERMO REMEDIATION INC, 1964 S ORANGE BLOSSOM TRAIL, APOPKA, FL 32703  
(617) 622-1000 - 25,000 (\$379,687.50) COMMON STOCK. (FILE 33-85370 -  
OCT. 19) (BR. 8)
- S-8 THERMO REMEDIATION INC, 1964 S ORANGE BLOSSOM TRAIL, APOPKA, FL 32703  
(617) 622-1000 - 100,000 (\$1,518,750) COMMON STOCK. (FILE 33-85374 -  
OCT. 19) (BR. 8)
- S-3 CINTAS CORP, 6800 CINTAS BLVD PO BOX 625737, CINCINNATI, OH 45262  
(513) 459-1200 - 218,159 (\$7,308,327) COMMON STOCK. (FILE 33-85376 -  
OCT. 19) (BR. 7)
- S-4 SITE HOLDINGS INC, 369 LEXINGTON AVE, NEW YORK, NY 10017 (212) 697-9235  
- 33,790,245 (\$9,635,546) COMMON STOCK. (FILE 33-85386 - OCT. 20) (BR. 5)
- S-3 KOALA CORP /CO/, 4390 MCMENEMY ST, ST PAUL, MI 55127 (612) 490-1535 -  
475,332 (\$3,327,324) COMMON STOCK. (FILE 33-85388 - OCT. 20) (BR. 6)
- S-3 ADVANTAGE LIFE PRODUCTS INC / CO, 16590 ASTON STREET, IRVINE, CA 92714  
(714) 752-2797 - 1,888,085 (\$1,652,074.38) COMMON STOCK. (FILE 33-85390 -  
OCT. 20) (BR. 11)
- S-8 CALGENE INC /DE/, 1920 FIFTH ST, DAVIS, CA 95616 (916) 753-6313 -  
500,000 (\$4,812,500) COMMON STOCK. (FILE 33-85392 - OCT. 20) (BR. 4)

REGISTRATIONS CONT.

- S-8 BIO VASCULAR INC, 2670 PATTON RD, ST PAUL, MN 55113 (612) 631-3529 - 500,000 (\$2,812,500) COMMON STOCK. (FILE 33-85394 - OCT. 20) (BR. 8)
- S-1 THREE-L ENTERPRISES INC, 1109 ANDREWS, METAIRIE, LO 70005 (504) 831-8760 - 1,700,000 (\$170,000) COMMON STOCK. (FILE 33-85396 - OCT. 20) (BR. 14 - NEW ISSUE)
- S-3 NATIONAL HEALTH INVESTORS INC, 100 VINE ST STE 1402, MURFREESBORO, TN 37130 (615) 890-9100 (FILE 33-85398 - OCT. 20) (BR. 5)
- S-3 STYLES ON VIDEO INC, 21216 VANOWEN ST, CANOGA PARK, CA 91303 (818) 595-0104 - 10,000 (\$110,000) COMMON STOCK. (FILE 33-85400 - OCT. 20) (BR. 12)
- S-3 CATALINA LIGHTING INC, 18191 NW 68TH AVE, MIAMI, FL 33015 (305) 558-4777 - 242,000 (\$2,662,000) COMMON STOCK. (FILE 33-85402 - OCT. 20) (BR. 3)
- N-2 FIRST PHILIPPINE FUND INC, 152 WEST 57TH STREET, C/O LILIA C. CLEMENTE, NEW YORK, NY 10019 (212) 759-3339 - 2,245,000 (\$50,793,125) COMMON STOCK. (FILE 33-85406 - OCT. 21) (BR. 17)
- S-3 VENTURA ENTERTAINMENT GROUP LTD, 9150 WILSHIRE BLVD, BEVERLY HILLS, CA 90212 (310) 285-0400 - 1,488,131 (\$3,302,162.69) COMMON STOCK. (FILE 33-85408 - OCT. 21) (BR. 12)
- S-1 NETWORK PERIPHERALS INC, 1371 MCCARTHY BLVD, MILPITAS, CA 95035 (408) 321-7300 - 2,760,000 (\$51,060,000) COMMON STOCK. (FILE 33-85412 - OCT. 20) (BR. 10)
- S-1 PACIFIC LINEN INC /DE/, 22032 23RD DR SE, BOTHELL, WA 98021 (206) 481-2221 - 2,242,500 (\$28,031,250) COMMON STOCK. UNDERWRITER: PIPER JAFFRAY INC, ROBERTSON STEPHENS & CO. (FILE 33-85414 - OCT. 20) (BR. 2 - NEW ISSUE)
- S-3 MARRIOTT INTERNATIONAL INC, 10400 FERNWOOD RD, BETHESDA, MD 20817 (301) 380-3000 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-85420 - OCT. 20) (BR. 12)
- S-4 INTERNATIONAL METALS ACQUISITION CORP, 667 MADISON AVENUE, C/O SCHARF BROTHERS, NEW YORK, NY 10021 (212) 246-1000 - 5,913,740 (\$58,759,107) COMMON STOCK. (FILE 33-85422 - OCT. 20) (BR. 6)
- S-1 UNION FEDERAL SAVINGS BANK OF INDIANAPOLIS, 45 N PENNSYLVANIA ST, INDIANAPOLIS, IN 46204 (317) 269-4700 - 2,000,000 (\$2,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-85424 - OCT. 20) (BR. 11)
- SB-2 HAUPPAUGE DIGITAL INC, 91 CABOT COURT, HAUPPAUGE, NY 11788 (516) 434-1600 - 2,656,500 (\$9,202,875) COMMON STOCK. 1 (\$10) WARRANTS, OPTIONS OR RIGHTS. 412,200 (\$1,463,835) COMMON STOCK. UNDERWRITER: LIEBERBAUM LEW & CO INC. (FILE 33-85426 - OCT. 20) (BR. 9 - NEW ISSUE)
- S-1 CELADON GROUP INC, 888 7TH AVE 2ND FLR, NEW YORK, NY 10106 (212) 977-4447 - 2,116,000 (\$38,617,000) COMMON STOCK. UNDERWRITER: FURMAN SELZ INC, LAWRENCE DEUTSCHE BANK SECS CORP, MORGAN STANLEY & CO INC. (FILE 33-85428 - OCT. 20) (BR. 4)



REGISTRATIONS CONT.

- F-6 BANCO GANADERO SA /ADR/, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY  
10043 (212) 657-7691 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-85430 - OCT. 20) (BR. 99  
- NEW ISSUE)
- S-8 TRANSACTION NETWORK SERVICES INC, 13873 PARK CENTER RD, STE 405,  
HERNDON, VA 22071 (703) 742-0500 - 100,000 (\$1,350,000) COMMON STOCK.  
(FILE 33-85432 - OCT. 20) (BR. 7)
- S-8 TRANSACTION NETWORK SERVICES INC, 13873 PARK CENTER RD, STE 405,  
HERNDON, VA 22071 (703) 742-0500 - 487,050 (\$2,104,166) COMMON STOCK.  
(FILE 33-85434 - OCT. 20) (BR. 7)
- S-11 HARDAGE SUITE HOTELS INC, 12707 HIGH BLUFF DR, STE 200, SAN DIEGO, CA  
92130 (619) 793-4100 - 7,618,750 (\$159,993,750) COMMON STOCK. (FILE  
33-85438 - OCT. 20) (BR. 11 - NEW ISSUE)
- S-11 CENTERPOINT PROPERTIES CORP, 401 N MICHIGAN AVE 30TH FL, STE 3000,  
CHICAGO, IL 60611 (312) 346-5600 - 4,772,500 (\$91,274,062.50) COMMON STOCK.  
UNDERWRITER: EDWARDS E G & SONS INC, LEHMAN BROTHERS,  
MCDONALD & COSECS INC, SMITH BARNEY INC, WHEAT FIRST BUTCHER SINGER.  
(FILE 33-85440 - OCT. 20) (BR. 5)
- S-1 NEWAY ANCHORLOK INTERNATIONAL INC, 1950 INDUSTRIAL BLVD, MUSKEGON, MI  
49443 (616) 773-3271 - 3,450,000 (\$51,750,000) COMMON STOCK. (FILE  
33-85444 - OCT. 20) (BR. 4 - NEW ISSUE)
- F-10 CALL NET ENTERPRISES INC, 105 GORDON BAKER RD,  
WILLOWDALE ONTARIO CANADA, A6 (416) 496-1644 - 100,000,000 (\$100,000,000)  
FOREIGN GOVERNMENT AND AGENCY DEBT. UNDERWRITER: GOLDMAN SACHS & CO,  
LAZARD FRERES & CO, SCOTIAMCLEOD USA INC. (FILE 33-85454 - OCT. 21)  
(BR. 7)

---

RECENT 8K FILINGS

---

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

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

The companies listed below 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. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ROSES STORES INC	DE				X		X			10/05/94	
SAFE AID PRODUCTS INC	DE				X		X			10/17/94	
SAMSON ENERGY CO LTD PARTNERSHIP ET AL	OK	X					X			10/07/94	
SAN MATEO COUNTY BANCORP	CA		X				X			10/07/94	
SARATOGA BANCORP	CA				X					10/12/94	
SCANSOURCE INC	SC				X		X			10/10/94	
SCOTT PAPER CO	PA				X					10/24/94	
SHOP TELEVISION NETWORK INC	DE				X		X			10/14/94	
SIGNAL APPAREL COMPANY INC	IN				X		X			10/06/94	
SIGNET BANK VIRGINIA SIGNET MASTER TRUST	VA				X		X			10/17/94	
SMITH BARNEY SHEARSON HOLDINGS INC /DE/	DE				X					10/17/94	
STERLING OPTICAL CORP	NY				X		X			09/30/94	
SUN CO INC	PA				X					10/24/94	
SUNRISE BANCORP	CA				X		X			10/18/94	
TANDY RECEIVABLES CORP	DE				X		X			10/17/94	
TENNEY ENGINEERING INC	NJ				X		X			10/13/94	
TEXACO INC	DE				X		X			10/25/94	
TEXAS EASTERN TRANSMISSION CORP	DE				X		X			10/20/94	
TEXAS INDUSTRIES INC	DE				X					10/18/94	
TRIO TECH INTERNATIONAL	CA				X		X			10/13/94	
TSX CORP	NV				X		X			10/18/94	
TUBBYS INC	NJ				X		X			10/14/94	
UNION TEXAS PETROLEUM HOLDINGS INC	DE				X		X			10/25/94	
UNITRIN INC	DE				X		X			10/20/94	
VALCOR INC	DE				X		X			10/25/94	
VANDERBILT MORTGAGE & FINANCE INC	TN				X		X			10/11/94	
VOLT INFORMATION SCIENCES INC	NY	X								10/24/94	
WELDOTRON CORP	NJ		X				X			10/06/94	
WINNERS ALL INTERNATIONAL INC	DE				X					09/29/94	AMEND
XECHEM INTERNATIONAL INC	DE				X					09/06/94	
ZIONS AUTO TRUST 1993-1	DE				X		X			10/14/94	
AAMES CAPIT CORP AAMES MOR TR 1994-C MOR					X		X			09/13/94	
AAMES CAPITAL CORP	CA				X					10/14/94	
AIR PRODUCTS & CHEMICALS INC /DE/	DE				X					10/26/94	
ALLEN ETHAN INTERIORS INC	DE				X		X			10/24/94	
ALLEN TEST CO INC	WV	X								12/31/91	
AMERICAN GENERAL FINANCE CORP	IN				X					10/25/94	
ARCUS INC	DE				X		X			09/20/94	
ARISTOTLE CORP	DE				X					10/03/94	AMEND
AT&T CORP	NY				X		X			10/26/94	
AUTO BOND RECEIVABLES CORP AUTO BOND REC	DE				X		X			08/09/94	
BANK OF AMER NA TR & SA AS SPNB HM EQ LN					X		X			09/15/94	
BEAR STEARNS MORT SEC INC MORT PASS THR	DE				X		X			09/25/94	
BEAR STEARNS MORT SEC INC MORT PASS THRO	DE				X		X			09/25/94	
BENEFUND INC	CO	X					X			09/30/94	
BIOCONTROL TECHNOLOGY INC	PA				X		X	X		10/18/94	
BLACK HAWK GAMING & DEVELOPMENT CO INC	CO				X					10/06/94	
BOMBARDIER RECEIVABLES MASTER TRUST I					X		X			10/18/94	
BOSTON CAPITAL TAX CREDIT FUND III L P	DE	X					X			08/15/94	
BRADLEY REAL ESTATE INC	MA				X		X			10/17/94	

8K REPORTS

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
C TEC CORP	PA				X					10/27/94	
CAIRN ENERGY USA INC	DE	X	X			X				10/10/94	
CALIFORNIA ENERGY CO INC	DE			X	X					10/21/94	
CAMBREX CORP	DE	X		X	X					10/12/94	
CAPITAL RESERVE CORP	CO	X				X				10/14/94	
CAPITAL SENIOR LIVING COMMUNITIES L P	DE			X		X				10/20/94	
CARMIKE CINEMAS INC	DE			X	X					10/25/94	
CHECKMATE ELECTRONICS INC	GA					X				10/18/94	
CHEMICAL BANK NEW JERSEY N A					X					09/30/94	
CHEVRON CORP	DE				X					10/28/94	
CINCINNATI GAS & ELECTRIC CO	OH	X				X				10/24/94	
CINERGY CORP	DE	X		X	X					10/24/94	
CITFED BANCORP INC	DE			X	X					10/21/94	
CITIBANK SOUTH DAKOTA NA STAN CRED CARD	DE					X				07/15/94	
CLARK EQUIPMENT CO /DE/	DE			X	X					09/23/94	
COLONIAL CREDIT CARD MAS TR II FLOAT RT	NY			X	X					10/10/94	
COLONIAL CREDIT CARD TRUST 1992-A	NY			X	X					10/07/94	
COLUMBUS ENERGY CORP	CO			X	X					10/18/94	
COMMERCIAL BANCORP	OR			X	X					10/24/94	
COMSAT CORP	DC			X	X					10/27/94	
CWMBBS INC MORTGAGE PASS THROUGH CERTIFIC					X	X				09/25/94	
CWMBBS INC MORTGAGE PASS THROUGH CERTIFIC					X	X				09/25/94	
CWMBBS INC MORTGAGE PASS THROUGH CERTIFIC	DE			X	X					09/28/94	
CWMBBS INC 1994-Q MORT PASS THROUGH CERTI					X	X				09/01/94	
DCX INC	CO	NO ITEMS								10/11/94	
DEARBORN BANCORP INC /MI/	MI			X	X					10/18/94	
DENTSPLY INTERNATIONAL INC /DE/	DE			X	X					09/27/94	
DOUBLE RIVER OIL & GAS CO	TX	X		X	X					10/24/94	
DR STRUCT FIN COR DR SECURIT LEA TR PA T	DE					X				10/21/94	
DR STRUCT FIN CORP DR SECURI LEA TR PA T	DE					X				10/21/94	
DUPONT E I DE MEMOURS & CO	DE					X				10/26/94	
DVL INC /DE/	DE				X					10/01/94	
ELSINORE CORP	NV			X	X					10/21/94	
EQUITY INNS INC	TN			X	X					08/23/94AMEND	
FINGERHUT RECEIVABLES INC	DE					X				10/18/94	
FIRST BOSTON MOR SEC CORP MULT MORT PASS	DE			X	X					09/25/94	
FIRST DATA CORPORATION	DE			X						10/24/94	
FIRSTIER FINANCIAL INC /NE/	NE			X						10/17/94	
FLEMING COMPANIES INC /OK/	OK			X						10/19/94	
FORD MOTOR CO	DE			X	X					10/26/94	
FUND AMERICA INVESTORS CORP II PASS THRO					X	X				09/25/94	
GENERAL HOST CORP	NY	X								10/19/94	
GLENGATE APPAREL INC	NJ			X		X				09/30/94AMEND	
GRACE W R & CO /NY/	NY			X	X					10/27/94	
GTE SOUTH INC	VA				X					06/10/94AMEND	
GTE SOUTH INC	VA			X						09/30/94	
HALLIBURTON CO	DE			X	X					10/25/94	
HAMILTON DIGITAL CONTROLS INC	NY			X						09/30/94	
HANOVER BANCORP INC	PA			X	X	X				10/20/94	
HANOVER DIRECT INC /DE//	NV			X	X					10/26/94	
HARVARD INDUSTRIES INC	DE			X	X					10/18/94	
JUPITER ACQUISITIONS INC	NV			X						10/18/94	

8K REPORTS

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
KANSAS CITY SOUTHERN INDUSTRIES INC	DE				X	X				10/14/94	
LDP III	CA	X				X				10/14/94	
MARINE MIDLAND BANK/NY					X	X				09/26/94	
MBIA INC	CT				X	X				10/27/94	
MEDEX INC	OH				X	X				10/20/94	
MEDICAL ACTION INDUSTRIES INC	DE	NO ITEMS								08/12/94	AMEND
MERIDIAN POINT REALTY TRUST IV CO	MO				X	X				09/22/94	
MERIDIAN POINT REALTY TRUST VI CO	MO				X					09/22/94	
MERIDIAN POINT REALTY TRUST VII CO	MO				X					09/22/94	
MERIDIAN POINT REALTY TRUST 83	CA				X					09/22/94	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE				X	X				08/15/94	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE				X	X				08/25/94	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE				X	X				09/15/94	
MERRILL LYNCH MORTGAGE INVESTORS INC	DE				X	X				09/25/94	
ML ASSET BACKED CORP	DE				X	X				08/15/94	
ML ASSET BACKED CORP	DE				X	X				09/15/94	
MONEY STORE CALIFORNIA INC 1992-D-1								X		09/15/94	
MONEY STORE CONNECTICUT INC 1992-C								X		09/15/94	
MONEY STORE CONNECTICUT INC 1992-D-1								X		09/15/94	
MONEY STORE CONNECTICUT INC 1992-D-1								X		10/17/94	
MONEY STORE DC INC 1992-C								X		09/15/94	
MONEY STORE DC INC 1992-D-1								X		09/15/94	
MONEY STORE DELAWARE INC 1992-C								X		09/15/94	
MONEY STORE DELAWARE INC 1992-D-1								X		09/15/94	
MONEY STORE EMPIRE STATE INC 1992-C								X		09/15/94	
MONEY STORE EMPIRE STATE INC 1992-D-1								X		09/15/94	
MONEY STORE FINANCIAL CO INC 1992-C								X		09/15/94	
MONEY STORE FINANCIAL CO INC 1992-D-1								X		09/15/94	
MONEY STORE FLORIDA INC 1992-C								X		09/15/94	
MONEY STORE FLORIDA INC 1992-D-1								X		09/15/94	
MONEY STORE GEORGIA INC 1992-C								X		09/15/94	
MONEY STORE GEORGIA INC 1992-D-1								X		09/15/94	
MONEY STORE HOME EQUITY CORP 1992-C								X		09/15/94	
MONEY STORE HOME EQUITY CORP 1992-D-1								X		09/15/94	
MONEY STORE ILLINOIS INC 1992-C								X		09/15/94	
MONEY STORE ILLINOIS INC 1992-D-1								X		09/15/94	
MONEY STORE INC /NJ	NJ							X		10/17/94	
MONEY STORE INC TMS EQUITY LOAN ASS BAK	NJ							X		10/17/94	
MONEY STORE INC TMS HOME EQ LO AS BACKED	NJ							X		10/17/94	
MONEY STORE INC TMS HOME EQ LO AS BK CER	NJ							X		10/17/94	
MONEY STORE INC TMS HOME EQ LOAN ASSET B								X		10/17/94	
MONEY STORE INC TMS HOME EQU LOAN ASSET								X		10/17/94	
MONEY STORE INC TMS HOME EQUITY LN ASSET								X		10/17/94	
MONEY STORE INDIANA INC 1992-C								X		09/15/94	
MONEY STORE INDIANA INC 1992-D-1								X		09/15/94	
MONEY STORE INVESTMENT CORP								X		10/17/94	
MONEY STORE KENTUCKY INC 1992-C								X		09/15/94	
MONEY STORE KENTUCKY INC 1992-D-1								X		09/15/94	
MONEY STORE M MORTGAGE INC 1992-C								X		09/15/94	
MONEY STORE M MORTGAGE INC 1992-D-1								X		09/15/94	
MONEY STORE MAINE INC 1992-C								X		09/15/94	