

sec news digest

Issue 94-193

October 11, 1994

COMMISSION ANNOUNCEMENTS

NOTICE TO S.E.C. FILERS

S.E.C. filers are hereby notified that all issues affecting the S.E.C.'s 1995 budget have been resolved and that the EDGAR system will open and operate normally starting at 8:00 a.m., Tuesday, October 11.

Calculation of Securities Act of 1933 filing fees has been restored to 1/29th of one percent of registration amounts on all applicable filings.

Inquiries may be directed to EDGAR Filer Support at (202) 942-8900. (Press Rel. 94-138)

ENFORCEMENT PROCEEDINGS

JOSEPH ZIRKELL, A/K/A GEDNE HOWE, PLEADS GUILTY

The Commission announced that on October 3 Joseph Zirkel, a/k/a Gedne Howe, pled guilty to a nineteen-count indictment charging him with conspiracy, mail fraud, wire fraud, interstate transportation of a person in furtherance of a scheme to defraud, false statements and fraudulent use of a social security number. The indictment alleged that Zirkell, using the name Gedne Howe, issued fraudulent promissory notes to investors which provided rates of interest ranging from 24% to more than 480% per year. During the course of his scheme, Zirkell/Howe obtained over \$2.5 million from at least 63 known investors, converting at least \$1.8 million of that amount to his own use and to compensate certain unnamed co-conspirators for their efforts in soliciting investors. The indictment also charged Zirkell/Howe with two counts of making false statements to the Commission staff in connection with a Commission enforcement investigation. Zirkell is set for sentencing on December 5, 1994. [U.S. v. Joseph Zirkell, a/k/a Gedne Howe, Cr. No. 94-10245NG, D.Mass] (LR-14286)

PREMIER CAPITAL CORPORATION, ROBERT ANDERSON AND WILLIAM CONE PERMANENTLY ENJOINED AND DEMETRIOS SHIVA PRELIMINARILY ENJOINED

The Commission announced that on September 16 Judge Falcon B. Hawkins of the United States District Court in Charleston, South Carolina entered a permanent injunction against defendants Premier Capital Corporation (Premier) and Robert C. Anderson (Anderson) both of Altamonte Springs, Florida and William R. Cone (Cone) of Statesville, North Carolina and that Judge Hawkins, after an evidentiary hearing on September 19, 1994, entered a preliminary injunction against Demetrios Julius Shiva (Shiva) of Charleston, South Carolina. Premier, Anderson and Cone admitted to the entry of the permanent injunction without admitting or denying the allegation of the Commission's complaint.

Shiva is a registered representative who was about to engage in violations of the antifraud provisions in connection with the offer and sale of counterfeit Japanese yen bond certificates. The court made specific findings as to defendant Shiva, including that the certificates at issue are counterfeit. Defendants Premier, its president Anderson, and its treasurer Cone, were permanently enjoined from violations of the registration and antifraud provisions in their efforts to deposit the certificates with a brokerage house for eventual sale to the public. [SEC v. Premier Capital Corp, et al., Civil No. 2 94-2374 1, D. South Carolina] (LR-14288)

C. DANIEL MCCLAIN HELD IN CIVIL CONTEMPT AND ORDERED ARRESTED

The Commission announced that on September 30 the Honorable Orinda D. Evans, United States District Judge for the Northern District of Georgia, Atlanta Division, issued an order holding C. Daniel McClain (McClain) in civil contempt for his failure to pay \$113,689 in disgorgement and prejudgment interest as ordered by the Court in its July 26, 1994 order. Judge Evans also issued an order directing the U.S. Marshal to arrest McClain for his failure to obey the July 26, 1994 order.

Previously, on July 26, 1994, McClain was ordered to disgorge \$113,689 by August 17, 1994 and, on August 10, 1994, McClain was ordered to pay civil penalties in the amount of \$113,689. McClain purported to pay the disgorgement order and, thus, avoid an order of civil contempt by tendering a non-licensed \$150,000 money order in payment of the Court's July 26, 1994 order. The money order McClain tendered is worthless and was issued by an entity in Tigerton, Wisconsin purportedly linked to the Posse Comitatus. Similar money orders are the subject of on-going investigations by the Federal Bureau of Investigation and the State of Wisconsin.

The Commission's complaint alleged that McClain engaged in the fraudulent sale of securities of International Trading, Inc. (ITI). ITI is a defendant in a pending suit by the Commission and is the subject of a permanent injunction in that case. ITI offering materials distributed by McClain promised investors that for each share of ITI stock they purchased for \$100, they would receive a warrant to be redeemed for \$200,000. The exorbitant proceeds were purported to be paid from a fortune accumulated by a deceased European "financier" and claimed to be in excess of \$1 trillion. The complaint alleges that the purported fortune does not exist. [SEC v. C. Daniel McClain, Civil Action No. 1:93-CV-782-ODE, N.D. Ga.] (LR-14292)

CEASE AND DESIST ORDER ENTERED AGAINST CYNTHIA KEEFOVER

The Commission instituted public administrative proceedings under Section 8A of the Securities Act and Section 21C of the Exchange Act to determine whether Cynthia Keefover, a registered representative at Toluca Pacific Securities Corp., violated Section 17(a)(1) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and aided and abetted violations of Section 15(c)(1) of the Exchange Act and Rule 15c1-2 thereunder. Without admitting or denying the allegations, Keefover consented to the entry of a Cease and Desist Order.

The Commission found that Keefover violated the antifraud provisions and aided and abetted Toluca's violations of the broker-dealer antifraud provisions by assisting Toluca in executing trades as part of a stock manipulation. During two separate periods between 1986 and 1988, Keefover assisted Toluca in effecting transactions in the stock of Kinesis, Inc., and its predecessor, consistent with and in furtherance of a prearranged trading scheme, which caused the price of Kinesis to rise dramatically, from \$5.00 to \$19.00 and from \$11.00 to \$22.00 per share. This trading created the misleading appearance of an active market for Kinesis on the OTC market. There were no corporate developments or other reasons to account for the dramatic and rapid increases in the price of Kinesis stock. (Rels. 33-7100; 34-34804)

ORDER MAKING FINDINGS AND IMPOSING REMEDIAL SANCTIONS ISSUED AGAINST ATLAS STOCK TRANSFER CORP. AND FRANKLIN KIMBALL

The Commission issued an Order Making Findings and Imposing Remedial Sanctions against Atlas Stock Transfer Corp., a registered stock transfer agent located in Salt Lake City, Utah, and Franklin L. Kimball, Atlas's President and owner, finding violations of the Exchange Act antifraud and transfer agent recordkeeping and reporting provisions. The Commission barred Kimball from association with any broker-dealer, investment company, transfer agent, or municipal securities dealer, with

a right to reapply after three years, providing that he may serve as in-house transfer agent for one issuer identified in the Order. The Commission ordered that Kimball sell his interest in Atlas within ninety days or consent to a subsequent Commission order revoking Atlas's transfer agent registration. Without admitting or denying the findings of violations contained in the Order or the violations alleged in the Order for Public Proceedings and Notice of Hearing Pursuant to Section 17A(c) of the Securities Exchange Act of 1934, issued by the Commission on April 21, 1994, Atlas and Kimball consented to the issuance of the Order.

The Order finds that Atlas, as transfer agent for Kinesis, Inc., violated the Exchange Act antifraud provisions by issuing more than 6.7 million unauthorized shares of Kinesis stock, which represented approximately 50% more than the authorized shares. The Order finds that Atlas, aided and abetted by Kimball, violated Sections 17(f)(1) and 17A(d)(1) of the Exchange Act, and Rules 17f-1, 17Ad-10 and 17Ad-11 thereunder, in the overissuance of Kinesis stock and by failing to report information about missing, lost, counterfeit or stolen securities. (Rel. 34-34812)

INVESTMENT COMPANY ACT RELEASES

VAN KAMPEN MERRITT EQUITY OPPORTUNITY TRUST, SERIES 1, ET AL.

A notice has been issued giving interested persons until October 31 to request a hearing on an application filed by Van Kampen Merritt Equity Opportunity Trust, Series 1, et al. for a conditional order under Section 6(c) of the Investment Company Act exempting applicants from the provisions of Sections 14(a) and 19(b) of the Act, and Rule 19b-1 thereunder. The order would exempt the sponsor of the Trust from having to take for its own account or place with others \$100,000 worth of units in the Trust, and permit the Trust to distribute capital gains dividends along with the Trust's other distributions. (Rel. IC-20597 - October 4)

CAPITAL EXCHANGE FUND, INC., ET AL.

A notice has been issued giving interested persons until October 31 to request a hearing on an application filed by Capital Exchange Fund, Inc., et al. for an order that would permit certain investment companies to enter into deferred compensation arrangements with their independent trustees. (Rel. IC-20603 - October 6)

COMPOSITE BOND AND STOCK FUND, INC., ET AL

An order has been issued under Section 17(d) of the Investment Company Act and Rule 17d-1 thereunder to permit Composite Bond and Stock Fund, Inc., et al. to deposit their uninvested cash balances into a joint account through which the cash would be invested in repurchase agreements and commercial paper. (Rel. IC-20605 - October 7)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-93-03), as amended by Amendment Nos. 1-9, to amend Article III, Section 34 of the NASD Rules of Fair Practice. The proposed rule change would amend Article III, Section 34 of the Rules of Fair Practice to narrow the scope of transactions in which members are forbidden to receive differential compensation (Differential Compensation Amendment). Publication of the order is expected in the Federal Register during the week of October 11. (Rel. 34-34803)

SIGNIFICANT NO-ACTION, EXEMPTIVE AND INTERPRETIVE LETTERS

INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
Goldman, Sachs & Co.	October 11, 1994	Rule 16c-4

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 STANLEY WORKS, 1000 STANLEY DR, P O BOX 7000, NEW BRITAIN, CT 06053
(203) 225-5111 - 5,700,000 (\$222,300,000) COMMON STOCK. (FILE 33-55663 -
SEP. 29) (BR. 10)
- S-3 MCN CORP, 500 GRISWOLD ST, DETROIT, MI 48226 (313) 256-5500 -
300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-55665 - SEP. 29)
(BR. 8)
- S-8 USF&G CORP, 100 LIGHT ST, BALTIMORE, MD 21202 (410) 547-3000 -
2,000,000 (\$26,500,000) COMMON STOCK. (FILE 33-55667 - SEP. 29) (BR. 10)
- S-8 USF&G CORP, 100 LIGHT ST, BALTIMORE, MD 21202 (410) 547-3000 -
4,000,000 (\$53,000,000) COMMON STOCK. (FILE 33-55669 - SEP. 29) (BR. 10)
- S-8 USF&G CORP, 100 LIGHT ST, BALTIMORE, MD 21202 (410) 547-3000 -
2,500,000 (\$33,125,000) COMMON STOCK. (FILE 33-55671 - SEP. 29) (BR. 10)
- S-3 BEAR STEARNS COMPANIES INC, 245 PARK AVE, NEW YORK, NY 10167
(212) 272-2000 (FILE 33-55673 - SEP. 29) (BR. 12)
- S-8 LORAL CORP /NY/, 600 THIRD AVE, NEW YORK, NY 10016 (212) 697-1105 -
5,500,000 (\$213,468,750) COMMON STOCK. (FILE 33-55675 - SEP. 29) (BR. 7)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 758, 333 W WACKER DR, CHICAGO, IL
60606 (312) 917-7786 - INDEFINITE SHARES. (FILE 33-55677 - SEP. 29)
(BR. 22 - NEW ISSUE)
- S-4 BOATMENS BANCSHARES INC /MO, 800 MARKET ST, 1 BOATMENS PLZ, ST LOUIS, MO
63101 (314) 466-6000 - 5,000,000 (\$13,401,101) COMMON STOCK. (FILE
33-55679 - SEP. 29) (BR. 2)
- S-3 CORNING INC /NY, ONE RIVERFRONT PLAZA, CORNING, NY 14831 (607) 974-9000
- 4,451,197 (\$138,821,706) COMMON STOCK. (FILE 33-55681 - SEP. 29)
(BR. 9)
- S-3 AMSOUTH BANCORPORATION, 1400 AMSOUTH SONAT TOWER, P.O. BOX 11007,
BIRMINGHAM, AL 35288 (205) 320-7151 - 1,000,000 (\$30,937,500) COMMON STOCK.
(FILE 33-55683 - SEP. 29) (BR. 2)
- S-4 UNION PLANTERS CORP, 7130 GOODLETT FARMS PKWY, CORDOVA, TN 38018
(901) 383-6000 - 570,625 (\$12,553,750) COMMON STOCK. (FILE 33-55685 -
SEP. 29) (BR. 1)

REGISTRATIONS CONT.

- S-8 FIRST COMMONWEALTH FINANCIAL CORP /PA/, OLD COURTHOUSE SQUARE,
22 N SIXTH ST, INDIANA, PA 15701 (412) 349-7220 - 117,643 (\$732,993.96)
COMMON STOCK. (FILE 33-55687 - SEP. 29) (BR. 2)
- S-1 AMERICA WEST AIRLINES INC, 100 WEST WASHINGTON STREET, SUITE 2100,
PHOENIX, AZ 85003 (602) 693-0800 - 26,000,000 (\$26,000,000) STRAIGHT BONDS.
(FILE 33-55689 - SEP. 29) (BR. 3)
- F-1 REGIONAL CELLULAR COMM CO OF THE ATLANTIC COAST CELCARIBE SA,
CENTRO AV CARLOS ESCALLON, EDIFICIO BANCO DE BOGOTA, CARTAGENA COLOMBIA, F8
(212) 852-1000 - 135,740 (\$135,740,000) EQUIPMENT TRUST CERTIFICATES.
(FILE 33-84142 - SEP. 19) (BR. 7 - NEW ISSUE)
- SB-2 SEMINOLE AIRWAYS INC, 323 RAVEN ROCK LANE, LONGWOOD, FL 32750
(407) 830-5234 - 4,500,000 (\$27,000,000) COMMON STOCK. (FILE 33-84304-A -
SEP. 22) (BR. 3 - NEW ISSUE)
- S-8 FRAME TECHNOLOGY CORP/CA, 1010 RINCON CIRCLE, SAN JOSE, CA 95131
(408) 433-3311 - 675,000 (\$9,956,250) COMMON STOCK. (FILE 33-84366 -
SEP. 27) (BR. 9)
- S-8 FLAIR COMMUNICATIONS INC, 2124 BROADWAY STE 336, NEW YORK, NY 10023
(212) 247-3030 - 100,000 (\$400,000) COMMON STOCK. (FILE 33-84368 -
SEP. 27) (BR. 11)
- S-8 BUGABOO CREEK STEAK HOUSE INC, 1275 WAMPANOAG TRAIL, EAST PROVIDENCE, RI
02915 (401) 433-5500 - 100,000 (\$1,281,250) COMMON STOCK. (FILE 33-84370 -
SEP. 26) (BR. 11)
- S-8 KENAN TRANSPORT CO, 143 W FRANKLIN ST,
UNIVERSITY SQ WEST POST OFFICE BOX 2729, CHAPEL HILL, NC 27516
(919) 967-8221 - 56,600 (\$1,117,850) COMMON STOCK. (FILE 33-84372 -
SEP. 26) (BR. 4)
- S-8 SPAN AMERICA MEDICAL SYSTEMS INC, 70 COMMERCE DRIVE, P O BOX 5231,
GREENVILLE, SC 29615 (803) 288-8877 - 250,000 (\$1,375,000) COMMON STOCK.
(FILE 33-84374 - SEP. 26) (BR. 8)
- S-8 LIFECORE BIOMEDICAL INC, 3515 LYMAN BLVD, CHASKA, MN 55318
(612) 368-4300 - 1,000,000 (\$2,843,750) COMMON STOCK. (FILE 33-84380 -
SEP. 26) (BR. 4)
- S-8 CANTON INDUSTRIAL CORP ET AL, 202 W 400 S STE 100, RICHARD SURBER,
SALT LAKE CITY, UT 84101 (801) 575-8311 - 500,000 (\$310,000) COMMON STOCK.
(FILE 33-84382 - SEP. 26) (BR. 7)
- S-8 BUGABOO CREEK STEAK HOUSE INC, 1275 WAMPANOAG TRAIL, EAST PROVIDENCE, RI
02915 (401) 433-5500 - 500,000 (\$6,406,250) COMMON STOCK. (FILE 33-84384 -
SEP. 26) (BR. 11)
- S-3 FSA MUNICIPAL ASSET BACKED CORP, TWO WALL ST, C/O LORD SECURITIES CORP,
NEW YORK, NY 10005 (212) 346-9008 - 1,000,000 (\$1,000,000)
EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: GOLDMAN SACHS & CO. (FILE
33-84386 - SEP. 26) (BR. 12 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 NOCOPI TECHNOLOGIES INC/MD/, 130 WEST LANCASTER AVE, STE 103, WAYNE, PA 19087 (610) 687-2000 - 3,500,000 (\$1,575,000) COMMON STOCK. (FILE 33-84388 - SEP. 27) (BR. 6)
- S-3 BLACK HAWK GAMING & DEVELOPMENT CO INC, 2060 BROADWAY, STE 400, BOULDER, CO 80302 (303) 444-0240 - 625,975 (\$7,071,800) COMMON STOCK. (FILE 33-84392 - SEP. 27) (BR. 12)
- S-8 CENTEX CONSTRUCTION PRODUCTS INC, 3710 RAWLINS, STE 1600, DALLAS, TX 75219 (214) 559-6500 - 24,000 (\$286,500) COMMON STOCK. (FILE 33-84394 - SEP. 27) (BR. 9)
- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043 (415) 961-4400 - 500,000 (\$17,562,500) COMMON STOCK. (FILE 33-84396 - SEP. 27) (BR. 9)
- S-8 STERLING BANCSHARES INC, 15000 NORTHWEST FRWY STE 308, HOUSTON, TX 77040 (713) 466-8300 - 350,000 (\$6,037,500) COMMON STOCK. (FILE 33-84398 - SEP. 27) (BR. 2)
- S-8 FIRST COLONIAL GROUP INC, 76 S MAIN ST, NAZARETH, PA 18064 (215) 746-7300 - 107,821 (\$1,994,688.50) COMMON STOCK. (FILE 33-84400 - SEP. 27) (BR. 2)
- S-8 NOCOPI TECHNOLOGIES INC/MD/, 130 WEST LANCASTER AVE, STE 103, WAYNE, PA 19087 (610) 687-2000 - 1,500,000 (\$675,000) COMMON STOCK. (FILE 33-84402 - SEP. 27) (BR. 6)
- S-1 WESTERN FINANCIAL AUTO LOANS INC, 16485 LAGUNA CANYON RD STE 250, IRVINE, CA 92718 (714) 753-3000 - 2,000,000 (\$2,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-84406 - SEP. 28) (BR. 11)
- S-1 HEARTLAND WIRELESS COMMUNICATIONS INC, 903 NORTH BOWSER SUITE 140, RICHARDSON, TX 75081 (214) 479-9244 - 50,000,000 (\$50,000,000) CONVERTIBLE DEBENTURES AND NOTES. UNDERWRITER: DILLON READ & CO INC, GERALD KLAUER MATTISON & CO INC, KIDDER PEABODY & CO INC. (FILE 33-84408 - SEP. 28) (BR. 7)
- SB-2 AUSTINS STEAKS & SALOON INC, 1065 NORTH 115TH ST, OMAHA, NE 68154 (402) 498-0900 - 920,000 (\$4,600,000) COMMON STOCK. UNDERWRITER: YEE DESMOND SCHROEDER & ALLEN INC. (FILE 33-84440-D - SEP. 27) (BR. 11 - NEW ISSUE)
- N-1A MONTGOMERY FUNDS III, 600 MONTGOMERY ST, SAN FRANCISCO, CA 94111 (800) 572-3863 - INDEFINITE SHARES. (FILE 33-84450 - SEP. 27) (BR. 17 - NEW ISSUE)
- S-3 BARNES & NOBLE INC, 122 FIFTH AVE, NEW YORK, NY 10011 (212) 633-3300 - 5,577,500 (\$153,381,250) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECS CORP, MORGAN STANLEY & CO INC, PAINEWEBBER INC, SMITH BARNEY. (FILE 33-84458 - SEP. 28) (BR. 2)

REGISTRATIONS CONT.

- S-3 EQUITABLE COMPANIES INCORPORATED, 787 SEVENTH AVE, NEW YORK, NY 10019
(212) 554-1234 (FILE 33-84460 - SEP. 28) (BR. 10)
- S-4 EQUITABLE COMPANIES INCORPORATED, 787 SEVENTH AVE, NEW YORK, NY 10019
(212) 554-1234 - 408,250,000 (\$408,250,000)
CONVERTIBLE DEBENTURES AND NOTES. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SECURITIES C, GOLDMAN SACHS & CO. (FILE
33-84462 - SEP. 28) (BR. 10)
- S-3 COMMERCE BANCSHARES INC /MO/, 1000 WALNUT 86, KANSAS CITY, MO 64106
(816) 234-2000 - 92,327 (\$2,908,300.50) COMMON STOCK. (FILE 33-84466 -
SEP. 28) (BR. 2)
- S-8 DETROIT DIESEL CORP, 13400 OUTER DR WEST, DETROIT, MI 48239
(313) 592-5000 - 1,586,316 (\$22,904,910.75) COMMON STOCK. (FILE 33-84468 -
SEP. 28) (BR. 10)
- S-8 DETROIT DIESEL CORP, 13400 OUTER DR WEST, DETROIT, MI 48239
(313) 592-5000 - 500,000 (\$13,562,500) COMMON STOCK. (FILE 33-84470 -
SEP. 28) (BR. 10)
- S-1 COMPUTER INTEGRATION CORP, 7900 GLADES RD STE 440, BOCA RATON, FL 33434
(407) 482-6678 - 4,399,077 (\$21,995,385) COMMON STOCK. (FILE 33-84472 -
SEP. 28) (BR. 9)
- S-8 LEVITZ FURNITURE INC, 6111 BROKEN SOUND PKWY NW, BOCA RATON, FL 33487
(407) 994-6006 - 1,606,031 (\$15,257,294.50) COMMON STOCK. (FILE 33-84474 -
SEP. 28) (BR. 2)
- S-8 INTERNATIONAL MUREX TECHNOLOGIES CORP, 3075 NORTHWOODS CIRCLE, NORCROSS,
GA 30071 (404) 662-0660 - 1,000,000 (\$5,625,000) COMMON STOCK. (FILE
33-84476 - SEP. 26) (BR. 4)
- S-1 NORTHBROOK LIFE INSURANCE CO, 3100 SANDERS RD, STE J5B, PO BOX 3005,
NORTHBROOK, IL 60062 (708) 402-2400 - \$500,000,000 VARIABLE ANNUITY ISSUES.
(FILE 33-84480 - SEP. 28) (BR. 20)
- S-3 NETWORK IMAGING CORP, 500 HUNTMAR DRIVE, HERNDON, VA 22070
(703) 478-2260 - 913,810 (\$6,924,536.50) COMMON STOCK. (FILE 33-84482 -
SEP. 28) (BR. 10)
- F-3 MEMTEC LTD, 1 MEMTEC PKW, WINDSOR NEW SOUTH WALES 2756, C3 - 1,000,000
(\$1,110,000) FOREIGN COMMON STOCK. (FILE 33-84484 - SEP. 28) (BR. 9)
- S-1 HFSB BANCORP INC, 5TH AVE & 11TH ST, HUNTINGTON, WV 25701 (304) 528-6200
- 6,348,000 (\$63,480,000) COMMON STOCK. UNDERWRITER:
CAPITAL RESOURCES INC. (FILE 33-84486 - SEP. 28) (BR. 1 - NEW ISSUE)
- S-3 CALDOR CORP, 20 GLOVER AVE, NORWALK, CT 06856 (203) 846-1641 -
2,918,170 (\$91,192,812.50) COMMON STOCK. UNDERWRITER:
DONALDSON LUFKIN & JENRETTE SECS CORP, GOLDMAN SACHS & CO,
OPPEHNEIMER & CO INC. (FILE 33-84488 - SEP. 29) (BR. 1)

REGISTRATIONS CONT.

- S-1 ELLETT BROTHERS INC, 267 COLUMBIA AVE, CHAPIN, SC 29036 (803) 345-3751
- 1,380,000 (\$20,700,000) COMMON STOCK. UNDERWRITER:
EDWARDS AG & SONS INC, ROBERTSON STEPHENS & CO. (FILE 33-84490 - SEP. 29)
(BR. 7)
- S-3 MONEY STORE INC /NJ, 2840 MORRIS AVE, UNION, NJ 07083 (908) 686-2000 -
1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-84492 -
SEP. 29) (BR. 11)
- S-1 HARCOR ENERGY INC, FIVE POST OAK PARK STE 2220, 4400 POST OAK PARK,
HOUSTON, TX 77027 (713) 961-1804 - 2,850,407 (\$9,976,424.50) COMMON STOCK.
(FILE 33-84496 - SEP. 29) (BR. 3)
- S-4 PARKWAY CO/TX, 300 ONE JACKSON PL, 188 E CAPITOL ST STE 300, JACKSON, MS
39201 (601) 948-4091 - 559,770 (\$7,836,780) COMMON STOCK. (FILE 33-84500 -
SEP. 29) (BR. 12)
- S-8 HORIZON HEALTHCARE CORP, 6001 INDIAN SCHOOL RD NE STE 530, ALBUQUERQUE,
NM 87110 (505) 881-4961 - 3,000,000 (\$82,500,000) COMMON STOCK. (FILE
33-84502 - SEP. 29) (BR. 5)
- S-8 ALDEN JOHN FINANCIAL CORP, 7300 CORPORATE CTR DR, MIAMI, FL 33126
(305) 715-3767 - 150,000 (\$5,373,000) COMMON STOCK. (FILE 33-84506 -
SEP. 29) (BR. 9)
- S-8 ALDEN JOHN FINANCIAL CORP, 7300 CORPORATE CTR DR, MIAMI, FL 33126
(305) 715-3767 - 214,152 (\$7,670,924.64) COMMON STOCK. (FILE 33-84508 -
SEP. 29) (BR. 9)
- S-8 COLONIAL PROPERTIES TRUST, 120 UNIVERSITY PARK DR, STE 150, ORLANDO, FL
32792 (407) 677-1112 - 800,000 (\$17,352,000) COMMON STOCK. (FILE 33-84510
- SEP. 29) (BR. 5)
- S-4 FIRST CITIZENS BANCSHARES INC /NC/, 239 FAYETTEVILLE ST, PO BOX 151,
RALEIGH, NC 27601 (919) 755-7000 - 210,000 (\$4,914,594) COMMON STOCK.
(FILE 33-84514 - SEP. 27) (BR. 1)
- S-1 THERMOLASE CORP, 9550 DISTRIBUTION AVE, SAN DIEGO, CA 92121
(619) 587-5885 - 3,078,000 (\$24,046,875) COMMON STOCK. (FILE 33-84516 -
SEP. 28) (BR. 5)
- S-8 PROXIMA CORP, 6610 NANCY RIDGE DRIVE, SAN DIEGO, CA 92121 (619) 457-5500
- 600,000 (\$14,028,000) COMMON STOCK. (FILE 33-84518 - SEP. 28) (BR. 9)
- SB-2 SPARTA SURGICAL CORP, 7068 KOLL CENTER PARKWAY STE 401,
BERNAL CORPORATE PARK, PLEASANTON, CA 94566 (510) 417-8812 - 973,698
(\$1,947,396) COMMON STOCK. (FILE 33-84520 - SEP. 28) (BR. 8)
- S-3 WELLSFORD RESIDENTIAL PROPERTY TRUST, 375 PARK AVE STE 307, NEW YORK, NY
10152 (212) 735-1108 - 1,550,000 (\$32,743,750)
COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-84522 - SEP. 28) (BR. 6)
- S-2 WISCONSIN PHARMACAL COMPANY INC, 1 REPEL RD, JACKSON, WI 53037
(414) 677-4121 - 52,942 (\$608,833) COMMON STOCK. (FILE 33-84524 - SEP. 28)
(BR. 1)

REGISTRATIONS CONT.

- S-8 CALDOR CORP, 20 GLOVER AVE, NORWALK, CT 06856 (203) 846-1641 - 660,000 (\$21,158,669.75) COMMON STOCK. (FILE 33-84526 - SEP. 28) (BR. 1)
- S-3 ACMAT CORP, 233 MAIN ST, P O BOX 2350, NEW BRITAIN, CT 06050 (203) 229-9000 - 379,500 (\$3,320,625) COMMON STOCK. (FILE 33-84528 - SEP. 28) (BR. 9)
- S-3 MERRILL LYNCH MORTGAGE INVESTORS INC, WORLD FIN'L HQTRS - 10TH FLR, NORTH TOWER - 250 VESEY ST, NEW YORK, NY 10281 (212) 449-3186 - 796,666,000 (\$796,666,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-84530 - SEP. 28) (BR. 12)
- S-8 ALASKA APOLLO RESOURCES INC, P O BOX 10438, PHOENIX, AZ 85064 (602) 279-2070 - 229,932 (\$201,190.50) COMMON STOCK. (FILE 33-84532 - SEP. 28) (BR. 2)
- S-8 RAB INDUSTRIES INC, 400 MEDICAL CENTER PKWY, SELMA, AL 36701 (205) 872-8211 - 50,820 (\$165,165) COMMON STOCK. (FILE 33-84538 - SEP. 26) (BR. 11)
- S-1 FIRST INTERSTATE BANCSYSTEM OF MONTANA INC, 401 N 31ST STREET, BILLINGS, MT 59116 (406) 255-5300 - 130,000 (\$8,060,000) COMMON STOCK. (FILE 33-84540 - SEP. 29) (BR. 1)
- S-8 GOLDEN SYSTEMS INC, 2125-C MADERA RD, SIMI VALLEY, CA 93012 (805) 582-4400 - 755,000 (\$1,226,875) COMMON STOCK. (FILE 33-84542 - SEP. 29) (BR. 8)
- S-3 TIPPERARY CORP, 633 17TH ST STE 1550, DENVER, CO 80202 (303) 293-9379 - 162,666 (\$579,090) COMMON STOCK. (FILE 33-84548 - SEP. 29) (BR. 3)
- S-8 CHIEFTAIN INTERNATIONAL INC, 1201 TORONTO DOMINION TWR, EDMONTON CENTRE, EDMONTON ALBERTA CAN T5J 2Z1, A0 (403) 425-1950 - 895,000 (\$14,185,750) COMMON STOCK. (FILE 33-84550 - SEP. 29) (BR. 3)
- S-3 MONOCACY BANCSHARES INC, 222 E BALTIMORE ST, TANEYTOWN, MD 21878 (410) 756-2655 - 200,000 (\$5,100,000) COMMON STOCK. (FILE 33-84552 - SEP. 29) (BR. 1)
- S-3 HYDRON TECHNOLOGIES INC, 941 CLINT MOORE RD, BOCA RATON, FL 33487 (407) 994-6191 - 325,000 (\$1,990,125) COMMON STOCK. (FILE 33-84554 - SEP. 29) (BR. 9)
- S-8 SERAGEN INC, 97 SOUTH STREET, HOPKINTON, MA 01748 (508) 435-2331 - 150,000 (\$975,000) COMMON STOCK. (FILE 33-84556 - SEP. 29) (BR. 4)
- S-8 KOHLS CORPORATION, N54 W13600 WOODALE DR, MENOMONEE FALLS, WI 53051 (414) 783-5800 - 250,000 (\$12,078,125) COMMON STOCK. (FILE 33-84558 - SEP. 29) (BR. 2)
- S-8 UNDERWRITERS FINANCIAL GROUP INC, 80 MAIDEN LANE, ATTN: HOWARD MILLER, NEW YORK, NY 10038 (212) 233-7171 - 40,000 (\$90,000) COMMON STOCK. (FILE 33-84560 - SEP. 29) (BR. 9)
- S-2 MCCLAIN INDUSTRIES INC, 6200 ELMRIDGE RD, STERLING HEIGHTS, MI 48310 (810) 264-3611 - 1,466,250 (\$17,228,437) COMMON STOCK. (FILE 33-84562 - SEP. 29) (BR. 10)

REGISTRATIONS CONT.

S-8 PACIFIC INTERNATIONAL SERVICES CORP, 1600 KAPIOLANI BLVD STE 825,
HONOLULU, HI 96814 (808) 926-4242 - 400,000 (\$200,000) COMMON STOCK.
(FILE 33-84564 - SEP. 29) (BR. 4)

S-1 CANNONDALE CORP (000) 000-0000 - 3,105,000 (\$43,470,000) COMMON STOCK.
UNDERWRITER: HAMBRECHT & QUIST INC, ROBERTSON STEPHENS & CO. (FILE
33-84566 - SEP. 29) (BR. 15)