

sec news digest

Issue 95-156

August 14, 1995

ENFORCEMENT PROCEEDINGS

ADDITIONAL INFORMATION

Litigation Release No. 14559, issued on July 12, 1995 concerning SEC v. A.B.E. Industrial Holdings, Inc., Dennis E. Dixon, and Dieter F. Eckert, Civil Action No. 94-8575-CIV-RYSKAMP, S.D. Fla., should have included an Accounting and Auditing Enforcement Release number, and is therefore amended to include Accounting and Auditing Enforcement Release No. 698. (LR-14559A)

INVESTMENT COMPANY ACT RELEASES

DEUTSCHE BANK AG

A notice has been issued giving interested persons until September 5 to request a hearing on an application filed by Deutsche Bank AG (Deutsche Bank) for an order under Section 6(c) of the Investment Company Act granting an exemption from Section 17(f) of the Act. The order would permit United States registered investment companies, other than investment companies registered under Section 7(d), for which Deutsche Bank serves as custodian or subcustodian, to maintain foreign securities and other assets in Malaysia with Deutsche Bank (Malaysia) Berhad, a subsidiary of Deutsche Bank. (Rel. IC-21278; International Series Rel. 838 - August 11)

HOLDING COMPANY ACT RELEASES

THE SOUTHERN COMPANY, ET AL.

A notice has been issued giving interested persons until September 5 to request a hearing on a proposal by The Southern Company, a registered

holding company, and its nonutility subsidiary companies, Southern Electric International, Inc., Mobile Energy Services Holdings, Inc. (Mobile Energy) and Mobile Energy Services Company, L.L.C. (Project Company). Pursuant to prior Commission orders, Southern is obligated to guaranty certain obligations relating to the redemption of certain tax-exempt bonds (Tax-Exempt Bonds). In connection with certain outstanding letters of credit in support of the Tax-Exempt Bonds, Southern and Project Company propose to either enter into new agreements relating to the letters of credit, or provide substitute letters of credit. The terms and conditions of the letters of credit and related agreements will be substantially similar to the existing letters of credit and related agreements. (Rel. 35-26355)

EUA COGENEX CORPORATION, ET AL.

A notice has been issued giving interested persons until September 5 to request a hearing on a proposal by EUA Cogenex Corporation (Cogenex), a subsidiary of Eastern Utilities Associates, a registered holding company, and AYP Capital, Inc. (AYP), a subsidiary of Allegheny Power System, Inc., a registered holding company (Cogenex and AYP collectively, Applicants). Applicants propose to form a Delaware limited liability company to provide energy conservation services and to guarantee third party loans made to such company. (Rel. 35-26355)

THE SOUTHERN COMPANY

An order has been issued authorizing a proposal by The Southern Company (Southern), a registered holding company. Southern proposes, from time to time through December 31, 2004, to issue up to one million shares of its common stock pursuant to The Southern Company Outside Directors Stock Plan. (Rel. 35-26356)

SELF-REGULATORY ORGANIZATIONS

DELISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration UDC Homes, Inc., Common Stock, \$0.01 Par Value; Series A Preferred Stock, \$0.01 Par Value; Series B Preferred Stock, \$0.01 Par Value; and Prime Preferred Exchangeable Stock, \$0.01 Par Value. (Rel. 34-36089)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until August 31 to comment on the application of Tridex Corporation, Inc. to withdraw its Common Stock, No Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-36090)

WITHDRAWAL GRANTED

An order has been issued granting the application of Xerographic Laser Images Corporation to withdraw from listing and registration its Common Stock, \$.01 Par Value and its Preferred Stock, \$.01 Par Value on the Boston Stock Exchange. (Rel. 34-36095)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by the American Stock Exchange (SR-Amex-95-23) to discontinue the listing of new companies on the Emerging Company Marketplace (ECM). (Rel. 34-36079)

The Commission approved proposed rule change (SR-PSE-95-10) and Amendment No. 1 to the proposed rule change by the Pacific Stock Exchange to change its procedure for evaluating options trading crowd performance by specifying that floor broker questionnaires will be distributed semi-annually instead of quarterly. Publication of the approval order is expected in the Federal Register during the week of August 14. (Rel. 34-36083)

The Commission approved a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-95-20) that makes clear that the following acts constitute a violation of Article III, Section 1 of the Rules of Fair Practice: a failure to honor a written and executed settlement agreement obtained in connection with an arbitration conducted under the auspices of a Self-Regulatory Organization (SRO); and a failure to honor a written and executed settlement agreement obtained in connection with a mediation conducted under the auspices of the NASD. The rule change also amends Article VI, Section 3 of the NASD By-Laws to permit the NASD to suspend or cancel the membership or registration of a member or associated person for failing to honor a written and executed settlement agreement obtained in connection with an arbitration or mediation conducted under the auspices of the NASD. Publication of the instant Order is expected in the Federal Register during the week of August 14. (Rel. 34-36088)

The Commission approved a proposed rule change (SR-NSCC-95-06) filed by the National Securities Clearing Corporation. The rule change establishes the Collateral Management Service. (Rel. 34-36091)

PROPOSED RULE CHANGES

The Chicago Board Options Exchange filed with the Commission a proposed rule change (SR-CBOE-95-28) relating to the relative responsibility of the Exchange and Designated Primary Market-Makers for performing the functions of Intermarket Trading System clerks. On July 6, 1995 the Exchange filed Amendment No. 1. Publication of the notice is expected in the Federal Register during the week of August 14. (Rel. 34-36085)

The Cincinnati Stock Exchange filed a proposed rule change (SR-CSE-95-03; Amendment No. 1) to adopt order exposure and limit order protection rules. Publication of the proposal is expected in the Federal Register during the week of August 14. (Rel. 34-36092)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change (SR-CBOE-95-35) filed by the Chicago Board Options Exchange to amend Rule 8.9 (Securities Accounts and Orders of Market-Makers) to require market-makers to identify accounts and report orders in securities traded pursuant to Chapter XXX of the Exchange's Rules, has become immediately effective. Publication of the notice is expected in the Federal Register during the week of August 14. (Rel. 34-36086)

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-4 FIRSTBANK OF ILLINOIS CO, 205 S FIFTH ST 9TH FLR, SPRINGFIELD, IL 62701
(217) 753-7543 - 500,000 (\$5,273,000) COMMON STOCK. (FILE 33-61607 -
AUG. 07) (BR. 2)

S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 820, JOHN NUVEEN & CO INC,
333 WEST WACKER DRIVE, CHICAGO, IL 60606 (312) 917-7786 -
INDEFINITE SHARES. (FILE 33-61609 - AUG. 07) (NEW ISSUE)

S-8 SHURGARD STORAGE CENTERS INC, 1201 THIRD AVE, STE 2200, SEATTLE, WA
98101 (206) 624-8100 - 1,940,000 (\$45,347,500) COMMON STOCK. (FILE
33-61611 - AUG. 07) (BR. 6)

S-8 RHODES INC, 4370 PEACHTREE RD N E, ATLANTA, GA 30319 (404) 264-4600 -
50,000 (\$525,000) COMMON STOCK. (FILE 33-61613 - AUG. 07) (BR. 1)

S-6 DEFINED ASSET FUNDS MUNICIPAL INVT TR FD INTERM TERM SER 260,
C/O DAVIS POLK & WARDWELL, 450 LEXINGTON AVE, NEW YORK, NY 10017 -
INDEFINITE SHARES. (FILE 33-61615 - AUG. 07) (NEW ISSUE)

S-3 UNITED WATER RESOURCES INC, 200 OLD HOOK RD, HARRINGTON PARK, NJ 07640
(201) 784-9434 - 4,000,000 (\$53,240,000) COMMON STOCK. (FILE 33-61617 -
AUG. 07) (BR. 8)

S-8 USA WASTE SERVICES INC, 5000 QUORUM DR STE 300, DALLAS, TX 75240
(214) 383-7900 - 16,667 (\$316,673) COMMON STOCK. (FILE 33-61621 - AUG. 07)
(BR. 8)

REGISTRATIONS CONT.

- S-8 USA WASTE SERVICES INC, 5000 QUORUM DR STE 300, DALLAS, TX 75240
(214) 383-7900 - 208,085 (\$3,953,615) COMMON STOCK. (FILE 33-61625 -
AUG. 07) (BR. 8)
- S-8 USA WASTE SERVICES INC, 5000 QUORUM DR STE 300, DALLAS, TX 75240
(214) 383-7900 - 540,574 (\$10,270,906) COMMON STOCK. (FILE 33-61627 -
AUG. 07) (BR. 8)
- S-3 AUTOMATIC DATA PROCESSING INC, ONE ADP BOULVARD, ROSELAND, NJ 07068
(201) 994-5000 - \$32,616,320 COMMON STOCK. (FILE 33-61629 - AUG. 07)
(BR. 10)
- S-6 FIRST TRUST SPECIAL SITUATIONS TRUST SERIES 124,
C/O NIKE SECURITIES L P, 1001 WARRENVILLE ROAD, Lisle, IL 60532
(708) 241-4141 - INDEFINITE SHARES. (FILE 33-61631 - AUG. 07) (BR. 18
- NEW ISSUE)
- S-3 FIRSTAR CORP /WI/, 777 E WISCONSIN AVE, MILWAUKEE, WI 53202
(414) 765-4321 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE
33-61633 - AUG. 07) (BR. 1)
- S-3 ONEOK INC, 100 W FIFTH ST, TULSA, OK 74103 (918) 588-7000 - 2,000,000
(\$47,375,000) COMMON STOCK. (FILE 33-61637 - AUG. 07) (BR. 8)
- S-8 ALLWASTE INC, 5151 SAN FELIPE STE 1600, HOUSTON, TX 77056 (713) 623-8777
- 1,870,771 (\$10,289,240) COMMON STOCK. (FILE 33-61639 - AUG. 07) (BR. 8)
- S-8 ALLWASTE INC, 5151 SAN FELIPE STE 1600, HOUSTON, TX 77056 (713) 623-8777
- 700,000 (\$3,850,000) COMMON STOCK. (FILE 33-61641 - AUG. 07) (BR. 8)
- S-3 HOLLYWOOD CASINO CORP, TWO GALLERIA TOWER, 13455 NOEL RD LB 48, DALLAS,
TX 75240 (214) 392-7777 - 190,000,000 (\$190,000,000) STRAIGHT BONDS.
(FILE 33-95092 - JUL. 28) (BR. 11)
- S-8 CENTER FINANCIAL CORP /CT/, 60 N MAIN ST, WATERBURY, CT 06702
(203) 573-7400 - 350,000 (\$5,731,250) COMMON STOCK. (FILE 33-95112 -
JUL. 28) (BR. 2)
- S-4 A PLUS COMMUNICATIONS INC /TN/, 2416 HILLSBORO RD, NASHVILLE, TN 37212
(615) 385-4500 - 4,200,000 COMMON STOCK. (FILE 33-95210 - JUL. 31)
(BR. 7)
- S-8 ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY, MIAMI, FL 33132
(305) 539-6000 - 1,000,000 (\$22,500,000) COMMON STOCK. (FILE 33-95224 -
AUG. 01) (BR. 4)
- S-1 CALIFORNIA BEACH RESTAURANTS INC, 17383 SUNSET BLVD STE 140,
PACIFIC PALISADES, CA 90272 (310) 459-9676 - 939,252 (\$779,579.16)
COMMON STOCK. (FILE 33-95240 - AUG. 04) (BR. 11)
- S-3 WINSTAR COMMUNICATIONS INC, 230 PARK AVENUE SUITE 3126, 40TH FL,
NEW YORK, NY 10169 (212) 687-7577 - 4,678,992 (\$46,497,483) COMMON STOCK.
(FILE 33-95242 - AUG. 04) (BR. 7)
- S-8 JACOBS JAY INC, 1530 5TH AVE, SEATTLE, WA 98101 (206) 622-5400 -
740,069 (\$730,131.50) COMMON STOCK. (FILE 33-95244 - AUG. 04) (BR. 1)
- S-8 FLIR SYSTEMS INC, 16505 SW 72ND AVE, PORTLAND, OR 97224 (503) 684-3731
- 100,000 (\$1,400,000) COMMON STOCK. (FILE 33-95248 - AUG. 04) (BR. 8)

REGISTRATIONS CONT.

- S-8 SUNRISE PRESCHOOLS INC/DE/, 9128 E SAN SALVADOR RD, STE 200, SCOTTSDALE, AZ 85258 (602) 860-1611 - 500,000 (\$1,125,000) COMMON STOCK. (FILE 33-95250 - AUG. 04) (BR. 5)
- S-8 ENCAD INC, 6059 CORNERSTONE COURT WEST, SAN DIEGO, CA 92121 (619) 452-0882 - 250,000 (\$6,265,625) COMMON STOCK. (FILE 33-95252 - AUG. 04) (BR. 9)
- S-8 INDENET INC, 1640 NORTH GOWER STREET, LOS ANGELES, CA 90028 (213) 466-6388 - 454,680 (\$1,364,040) COMMON STOCK. (FILE 33-95254 - AUG. 04) (BR. 11)
- S-8 UNIROYAL TECHNOLOGY CORP, ONE SARASOTA TOWER STE 900, TWO NORTH TAMiami TRAIL, SARASOTA, FL 34236 (813) 366-5282 - 400,000 (\$1,650,000) COMMON STOCK. (FILE 33-95256 - AUG. 04) (BR. 5)
- S-8 VALUE HOLDINGS INC, 6272 S DIXIE HWY, MIAMI, FL 33143 (305) 666-3165 - 1,625,000 (\$583,984.37) COMMON STOCK. (FILE 33-95258 - AUG. 04) (BR. 11)
- S-4 ADVANCED NMR SYSTEMS INC, 46 JONSPIN RD, WILMINGTON, MA 01887 (508) 657-8876 - 16,440,116 (\$31,784,534) COMMON STOCK. (FILE 33-95320 - AUG. 02) (BR. 8)
- S-1 EASTBAY INC, 427 THIRD ST, WAUSAU, WI 54403 (715) 845-5538 - 2,300,000 (\$32,200,000) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO, PIPER JAFFRAY INC. (FILE 33-95368 - AUG. 03) (BR. 1 - NEW ISSUE)
- F-10 TEMBEC FINANCE CORP, 800 RENE LEVESQUE BLVD WEST, STE 2790, MONTREAL QUEBEC, E6 (514) 871-0137 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-95378 - AUG. 03) (BR. 8 - NEW ISSUE)
- S-1 ESS TECHNOLOGY INC, 46107 LANDING PKWY, FREMONT, CA 94538 (510) 226-1088 - 6,900,000 (\$90,600,000) COMMON STOCK. UNDERWRITER: HAMBRECHT & QUIST, MORGAN STANLEY & CO, NEEDHAM & CO INC. (FILE 33-95388 - AUG. 03) (BR. 3 - NEW ISSUE)
- S-1 P-COM INC, 3175 S WINCHESTER BLVD, CAMPBELL, CA 95008 (408) 866-3666 - 1,265,000 (\$32,573,750) COMMON STOCK. (FILE 33-95392 - AUG. 03) (BR. 8)
- S-1 PANAMSAT CORP, ONE PICKWICK PLAZA, GREENWICH, CT 06830 (203) 622-6664 - \$402,500,000 COMMON STOCK. (FILE 33-95396 - AUG. 04) (BR. 7)
- S-1 DOLLAR TREE STORES INC, 2555 ELLSMERE AVE, NORFOLK COMMERCE PARK, NORFOLK, VA 23513 (804) 857-4600 - 2,000,000 (\$59,500,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, MONTGOMERY SECURITIES, SMITH BARNEY INC. (FILE 33-95400 - AUG. 04) (BR. 2)
- S-3 MAGAININ PHARMACEUTICALS INC, 5110 CAMPUS DRIVE, PLYMOUTH MEETING, PA 19462 (610) 941-4020 - 2,000,000 (\$15,000,000) COMMON STOCK. (FILE 33-95402 - AUG. 04) (BR. 4)
- S-1 WORLD OMNI LEASE SECURITIZATION L P, 6150 OMNI PARK DR, MOBILE, AL 36609 (205) 639-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-95404 - AUG. 04) (BR. 12)
- S-3 GE CAPITAL MORTGAGE SERVICES INC, THREE EXECUTIVE CAMPUS, P O BOX 5260, CHERRY HILL, NJ 08034 (609) 661-6100 - 10,000,000 (\$10,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-95406 - AUG. 04) (BR. 20 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 GENELABS TECHNOLOGIES INC /CA, 505 PENOBSCOT DR, REDWOOD CITY, CA 94063
(415) 369-9500 - 3,912,889 (\$10,134,382.51) COMMON STOCK. (FILE 33-95408 -
AUG. 03) (BR. 4)
- S-3 PARLUX FRAGRANCES INC, 650 SW 16TH TERRACE, POMPANO BEACH, FL 33069
(305) 946-7700 - 874,000 (\$12,290,625) COMMON STOCK. (FILE 33-95410 -
AUG. 02) (BR. 9)
- S-3 AVALON PROPERTIES INC, 11 BURTIS AVE, NEW CANAAN, CT 06840
(203) 972-4000 (FILE 33-95412 - AUG. 04) (BR. 5)
- S-1 WITTER DEAN PRINCIPAL PLUS FUND L P, TWO WORLD TRADE CENTER 62ND FL,
C/O DEMETER MGMT CORP, NEW YORK, NY 10048 (212) 392-5454 - 75,000
(\$112,875,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-95414 - AUG. 04)
(BR. 12)
- S-1 CREATIVE COMPUTERS INC, 2645 MARICOPA ST, TORRENCE, CA 90503
(310) 787-4500 - \$62,387,500 COMMON STOCK. UNDERWRITER:
DILLON READ & CO INC, WILLIAM BLAIR & CO. (FILE 33-95416 - AUG. 04)
(BR. 2)
- S-3 TRIQUINT SEMICONDUCTOR INC, 3625A SW MURRAY BLVD, BEAVERTON, OR 97005
(503) 644-3535 - 1,725,000 (\$37,518,750) COMMON STOCK. (FILE 33-95420 -
AUG. 04) (BR. 3)
- S-8 VEECO INSTRUMENTS INC, TERMINAL DR, PLAINVIEW, NY 11803 (516) 349-8300
- 250,000 (\$4,138,254.01) COMMON STOCK. (FILE 33-95424 - AUG. 04) (BR. 3)
- S-3 CITATION CORP /AL/, 2 OFFICE PARK CIRCLE, STE 204, BIRMINGHAM, AL 35223
(205) 871-5731 - 4,600,000 (\$80,914,000) COMMON STOCK. (FILE 33-95428 -
AUG. 04) (BR. 6)
- S-8 MOLECULAR DYNAMICS INC, 928 EAST ARQUES AVE, SUNNYVALE, CA 94086
(408) 773-1222 - 750,000 (\$5,765,625) COMMON STOCK. (FILE 33-95430 -
AUG. 04) (BR. 8)
- S-8 DYNAGEN INC, 99 ERIE STREET, CAMBRIDGE, MA 02139 (617) 491-2527 -
1,332,500 (\$2,473,612) COMMON STOCK. (FILE 33-95432 - AUG. 04) (BR. 4)
- S-8 SMARTFLEX SYSTEMS INC, 14312 FRANKLIN AVE, TUSTIN, CA 92680
(714) 838-8737 - 600,000 (\$7,200,000) COMMON STOCK. (FILE 33-95434 -
AUG. 04) (BR. 9)
- S-1 IPC INC, 100 TRI STATE DRIVE STE 200, LINCOLNSHIRE, IL 60069
(708) 945-9100 - \$60,000,000 COMMON STOCK. (FILE 33-95436 - AUG. 04)
(BR. 9)
- S-8 MBNA CORP, 400 CHRISTIANA ROAD, C/O MBNA AMERICA BANK NA, NEWARK, DE
19713 (302) 453-9930 - 6,500,000 (\$232,375,000) COMMON STOCK. (FILE
33-95438 - AUG. 04) (BR. 11)
- S-8 SUNRISE PRESCHOOLS INC/DE/, 9128 E SAN SALVADOR RD, STE 200, SCOTTSDALE,
AZ 85258 (602) 860-1611 - 100,000 (\$225,000) COMMON STOCK. (FILE 33-95440
- AUG. 04) (BR. 5)
- S-8 VIDEONICS INC, 1370 DELL AVE, CAMPBELL, CA 95008 (408) 886-8300 -
900,000 (\$15,300,000) COMMON STOCK. (FILE 33-95442 - AUG. 04) (BR. 3)
- S-1 APPS DENTAL INC, 8800 ROSWELL RD, STE 244, ATLANTA, GA 30350
(404) 998-8936 - 3,335,000 (\$70,035,000) COMMON STOCK. UNDERWRITER:
DEAN WITTER REYNOLDS INC, JC BRADFORD & CO, MONTGOMERY SECURITIES,
ROBINSON HUMPHREY CO INC. (FILE 33-95444 - AUG. 04) (BR. 9)

REGISTRATIONS CONT.

- S-3 BOATMENS NATIONAL BANK OF ST LOUIS, 100 NORTH BROADWAY, ST LOUIS, MO 63102 (314) 425-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-95450 - AUG. 04) (BR. 20 - NEW ISSUE)
- S-1 LANESBOROUGH CORP /DE/, 65 EAST 55TH ST, NEW YORK, NY 10022 (212) 759-6301 - 99,991 (\$1,000) COMMON STOCK. 39,988,000 (\$39,988,000) STRAIGHT BONDS. (FILE 33-95452 - AUG. 04) (BR. 9)
- S-3 PROXYMED INC /FT LAUDERDALE/, 2501 DAVIE RD STE 230, FT LAUDERDALE, FL 33317 (305) 473-1001 - 1,972,275 (\$14,298,993.75) COMMON STOCK. (FILE 33-95454 - AUG. 04) (BR. 4)
- S-3 MID OCEAN LTD, RICHMOND HOUSE, 12 PAR LA VILLA RD, HAMILTON HM EX BERMUDA, DO (809) 292-1358 - 2,143,294 (\$69,999,982.04) FOREIGN COMMON STOCK. (FILE 33-95458 - AUG. 04) (BR. 10)
- S-8 CHANCELLOR CORP, 745 ATLANTIC AVE, BOSTON, MA 02111 (617) 728-8500 - 1,023,739 (\$159,959.22) COMMON STOCK. (FILE 33-95462 - AUG. 04) (BR. 5)
- S-3 SANCTUARY WOODS MULTIMEDIA CORP, 1825 SOUTH GRANT ST, STE 410, SAN MATEO, CA 94402 - 2,000,000 (\$13,140,000) COMMON STOCK. 140,000 (\$919,800) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-95464 - AUG. 07) (BR. 10)
- S-3 WOLVERINE TUBE INC, 1525 PERIMETER PARKWAY, SUITE 210, PO BOX 2202, HUNTSVILLE, AL 35806 (205) 353-1310 - 5,396,380 (\$188,873,300) COMMON STOCK. (FILE 33-95494 - AUG. 07) (BR. 6)
- S-8 LOEWEN GROUP INC, 4126 NORLAND AVE, BURNABY BC CANADA V5G 3S8, A1 (604) 299-9321 - 600,000 (\$20,962,500) COMMON STOCK. (FILE 33-95496 - AUG. 07) (BR. 5)
- S-4 FIRSTBANK OF ILLINOIS CO, 205 S FIFTH ST 9TH FLR, SPRINGFIELD, IL 62701 (217) 753-7543 - 500,000 (\$5,273,000) COMMON STOCK. (FILE 33-61607 - AUG. 07) (BR. 2)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 820, JOHN NUVEEN & CO INC, 333 WEST WACKER DRIVE, CHICAGO, IL 60606 (312) 917-7786 - INDEFINITE SHARES. (FILE 33-61609 - AUG. 07) (NEW ISSUE)
- S-8 SHURGARD STORAGE CENTERS INC, 1201 THIRD AVE, STE 2200, SEATTLE, WA 98101 (206) 624-8100 - 1,940,000 (\$45,347,500) COMMON STOCK. (FILE 33-61611 - AUG. 07) (BR. 6)
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JUL. 28) (BR. 2)
- S-4 A PLUS COMMUNICATIONS INC /TN/, 2416 HILLSBORO RD, NASHVILLE, TN 37212
(615) 385-4500 - 4,200,000 COMMON STOCK. (FILE 33-95210 - JUL. 31)
(BR. 7)
- S-8 ROYAL CARIBBEAN CRUISES LTD, 1050 CARIBBEAN WAY, MIAMI, FL 33132
(305) 539-6000 - 1,000,000 (\$22,500,000) COMMON STOCK. (FILE 33-95224 -
AUG. 01) (BR. 4)
- S-1 CALIFORNIA BEACH RESTAURANTS INC, 17383 SUNSET BLVD STE 140,
PACIFIC PALISADES, CA 90272 (310) 459-9676 - 939,252 (\$779,579.16)
COMMON STOCK. (FILE 33-95240 - AUG. 04) (BR. 11)
- S-3 WINSTAR COMMUNICATIONS INC, 230 PARK AVENUE SUITE 3126, 40TH FL,
NEW YORK, NY 10169 (212) 687-7577 - 4,678,992 (\$46,497,483) COMMON STOCK.
(FILE 33-95242 - AUG. 04) (BR. 7)
- S-8 JACOBS JAY INC, 1530 5TH AVE, SEATTLE, WA 98101 (206) 622-5400 -
740,069 (\$730,131.50) COMMON STOCK. (FILE 33-95244 - AUG. 04) (BR. 1)
- S-8 FLIR SYSTEMS INC, 16505 SW 72ND AVE, PORTLAND, OR 97224 (503) 684-3731
- 100,000 (\$1,400,000) COMMON STOCK. (FILE 33-95248 - AUG. 04) (BR. 8)

REGISTRATIONS CONT.

- S-8 SUNRISE PRESCHOOLS INC/DE/, 9128 E SAN SALVADOR RD, STE 200, SCOTTSDALE, AZ 85258 (602) 860-1611 - 500,000 (\$1,125,000) COMMON STOCK. (FILE 33-95250 - AUG. 04) (BR. 5)
- S-8 ENCAD INC, 6059 CORNERSTONE COURT WEST, SAN DIEGO, CA 92121 (619) 452-0882 - 250,000 (\$6,265,625) COMMON STOCK. (FILE 33-95252 - AUG. 04) (BR. 9)
- S-8 INDENET INC, 1640 NORTH GOWER STREET, LOS ANGELES, CA 90028 (213) 466-6388 - 454,680 (\$1,364,040) COMMON STOCK. (FILE 33-95254 - AUG. 04) (BR. 11)
- S-8 UNIROYAL TECHNOLOGY CORP, ONE SARASOTA TOWER STE 900, TWO NORTH TAMiami TRAIL, SARASOTA, FL 34236 (813) 366-5282 - 400,000 (\$1,650,000) COMMON STOCK. (FILE 33-95256 - AUG. 04) (BR. 5)
- S-8 VALUE HOLDINGS INC, 6272 S DIXIE HWY, MIAMI, FL 33143 (305) 666-3165 - 1,625,000 (\$583,984.37) COMMON STOCK. (FILE 33-95258 - AUG. 04) (BR. 11)
- S-4 ADVANCED NMR SYSTEMS INC, 46 JONSPIN RD, WILMINGTON, MA 01887 (508) 657-8876 - 16,440,116 (\$31,784,534) COMMON STOCK. (FILE 33-95320 - AUG. 02) (BR. 8)
- S-1 EASTBAY INC, 427 THIRD ST, WAUSAU, WI 54403 (715) 845-5538 - 2,300,000 (\$32,200,000) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO, PIPER JAFFRAY INC. (FILE 33-95368 - AUG. 03) (BR. 1 - NEW ISSUE)
- F-10 TEMBEC FINANCE CORP, 800 RENE LEVESQUE BLVD WEST, STE 2790, MONTREAL QUEBEC, E6 (514) 871-0137 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 33-95378 - AUG. 03) (BR. 8 - NEW ISSUE)
- S-1 ESS TECHNOLOGY INC, 46107 LANDING PKWY, FREMONT, CA 94538 (510) 226-1088 - 6,900,000 (\$90,600,000) COMMON STOCK. UNDERWRITER: HAMBRECHT & QUIST, MORGAN STANLEY & CO, NEEDHAM & CO INC. (FILE 33-95388 - AUG. 03) (BR. 3 - NEW ISSUE)
- S-1 P-COM INC, 3175 S WINCHESTER BLVD, CAMPBELL, CA 95008 (408) 866-3666 - 1,265,000 (\$32,573,750) COMMON STOCK. (FILE 33-95392 - AUG. 03) (BR. 8)
- S-1 PANAMSAT CORP, ONE PICKWICK PLAZA, GREENWICH, CT 06830 (203) 622-6664 - \$402,500,000 COMMON STOCK. (FILE 33-95396 - AUG. 04) (BR. 7)
- S-1 DOLLAR TREE STORES INC, 2555 ELLSMERE AVE, NORFOLK COMMERCE PARK, NORFOLK, VA 23513 (804) 857-4600 - 2,000,000 (\$59,500,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, MONTGOMERY SECURITIES, SMITH BARNEY INC. (FILE 33-95400 - AUG. 04) (BR. 2)
- S-3 MAGAININ PHARMACEUTICALS INC, 5110 CAMPUS DRIVE, PLYMOUTH MEETING, PA 19462 (610) 941-4020 - 2,000,000 (\$15,000,000) COMMON STOCK. (FILE 33-95402 - AUG. 04) (BR. 4)
- S-1 WORLD OMNI LEASE SECURITIZATION L P, 6150 OMNI PARK DR, MOBILE, AL 36609 (205) 639-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-95404 - AUG. 04) (BR. 12)
- S-3 GE CAPITAL MORTGAGE SERVICES INC, THREE EXECUTIVE CAMPUS, P O BOX 5260, CHERRY HILL, NJ 08034 (609) 661-6100 - 10,000,000 (\$10,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 33-95406 - AUG. 04) (BR. 20 - NEW ISSUE)

REGISTRATIONS CONT.

- S-8 GENELABS TECHNOLOGIES INC /CA, 505 PENOBSCOT DR, REDWOOD CITY, CA 94063
(415) 369-9500 - 3,912,889 (\$10,134,382.51) COMMON STOCK. (FILE 33-95408 -
AUG. 03) (BR. 4)
- S-3 PARLUX FRAGRANCES INC, 650 SW 16TH TERRACE, POMPANO BEACH, FL 33069
(305) 946-7700 - 874,000 (\$12,290,625) COMMON STOCK. (FILE 33-95410 -
AUG. 02) (BR. 9)
- S-3 AVALON PROPERTIES INC, 11 BURTIS AVE, NEW CANAAN, CT 06840
(203) 972-4000 (FILE 33-95412 - AUG. 04) (BR. 5)
- S-1 WITTER DEAN PRINCIPAL PLUS FUND L P, TWO WORLD TRADE CENTER 62ND FL,
C/O DENETER MGMT CORP, NEW YORK, NY 10048 (212) 392-5454 - 75,000
(\$112,875,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-95414 - AUG. 04)
(BR. 12)
- S-1 CREATIVE COMPUTERS INC, 2645 MARICOPA ST, TORRENCE, CA 90503
(310) 787-4500 - \$62,387,500 COMMON STOCK. UNDERWRITER:
DILLON READ & CO INC, WILLIAM BLAIR & CO. (FILE 33-95416 - AUG. 04)
(BR. 2)
- S-3 TRIQUINT SEMICONDUCTOR INC, 3625A SW MURRAY BLVD, BEAVERTON, OR 97005
(503) 644-3535 - 1,725,000 (\$37,518,750) COMMON STOCK. (FILE 33-95420 -
AUG. 04) (BR. 3)
- S-8 VEECO INSTRUMENTS INC, TERMINAL DR, PLAINVIEW, NY 11803 (516) 349-8300
- 250,000 (\$4,138,254.01) COMMON STOCK. (FILE 33-95424 - AUG. 04) (BR. 3)
- S-3 CITATION CORP /AL/, 2 OFFICE PARK CIRCLE, STE 204, BIRMINGHAM, AL 35223
(205) 871-5731 - 4,600,000 (\$80,914,000) COMMON STOCK. (FILE 33-95428 -
AUG. 04) (BR. 6)
- S-8 MOLECULAR DYNAMICS INC, 928 EAST ARQUES AVE, SUNNYVALE, CA 94086
(408) 773-1222 - 750,000 (\$5,765,625) COMMON STOCK. (FILE 33-95430 -
AUG. 04) (BR. 8)
- S-8 DYNAGEN INC, 99 ERIE STREET, CAMBRIDGE, MA 02139 (617) 491-2527 -
1,332,500 (\$2,473,612) COMMON STOCK. (FILE 33-95432 - AUG. 04) (BR. 4)
- S-8 SMARTFLEX SYSTEMS INC, 14312 FRANKLIN AVE, TUSTIN, CA 92680
(714) 838-8737 - 600,000 (\$7,200,000) COMMON STOCK. (FILE 33-95434 -
AUG. 04) (BR. 9)
- S-1 IPC INC, 100 TRI STATE DRIVE STE 200, LINCOLNSHIRE, IL 60069
(708) 945-9100 - \$60,000,000 COMMON STOCK. (FILE 33-95436 - AUG. 04)
(BR. 9)
- S-8 MBNA CORP, 400 CHRISTIANA ROAD, C/O MBNA AMERICA BANK NA, NEWARK, DE
19713 (302) 453-9930 - 6,500,000 (\$232,375,000) COMMON STOCK. (FILE
33-95438 - AUG. 04) (BR. 11)
- S-8 SUNRISE PRESCHOOLS INC/DE/, 9128 E SAN SALVADOR RD, STE 200, SCOTTSDALE,
AZ 85258 (602) 860-1611 - 100,000 (\$225,000) COMMON STOCK. (FILE 33-95440
- AUG. 04) (BR. 5)
- S-8 VIDEONICS INC, 1370 DELL AVE, CAMPBELL, CA 95008 (408) 886-8300 -
900,000 (\$15,300,000) COMMON STOCK. (FILE 33-95442 - AUG. 04) (BR. 3)
- S-1 APPS DENTAL INC, 8800 ROSWELL RD, STE 244, ATLANTA, GA 30350
(404) 998-8936 - 3,335,000 (\$70,035,000) COMMON STOCK. UNDERWRITER:
DEAN WITTER REYNOLDS INC, JC BRADFORD & CO, MONTGOMERY SECURITIES,
ROBINSON HUMPHREY CO INC. (FILE 33-95444 - AUG. 04) (BR. 9)

REGISTRATIONS CONT.

- S-3 BOATMENS NATIONAL BANK OF ST LOUIS, 100 NORTH BROADWAY, ST LOUIS, MO
63102 (314) 425-7500 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.
(FILE 33-95450 - AUG. 04) (BR. 20 - NEW ISSUE)
- S-1 LANESBOROUGH CORP /DE/, 65 EAST 55TH ST, NEW YORK, NY 10022
(212) 759-6301 - 99,991 (\$1,000) COMMON STOCK. 39,988,000 (\$39,988,000)
STRAIGHT BONDS. (FILE 33-95452 - AUG. 04) (BR. 9)
- S-3 PROXYMED INC /FT LAUDERDALE/, 2501 DAVIE RD STE 230, FT LAUDERDALE, FL
33317 (305) 473-1001 - 1,972,275 (\$14,298,993.75) COMMON STOCK. (FILE
33-95454 - AUG. 04) (BR. 4)
- S-3 MID OCEAN LTD, RICHMOND HOUSE, 12 PAR LA VILLA RD,
HAMILTON HM EX BERMUDA, DO (809) 292-1358 - 2,143,294 (\$69,999,982.04)
FOREIGN COMMON STOCK. (FILE 33-95458 - AUG. 04) (BR. 10)
- S-8 CHANCELLOR CORP, 745 ATLANTIC AVE, BOSTON, MA 02111 (617) 728-8500 -
1,023,739 (\$159,959.22) COMMON STOCK. (FILE 33-95462 - AUG. 04) (BR. 5)
- S-3 SANCTUARY WOODS MULTIMEDIA CORP, 1825 SOUTH GRANT ST, STE 410,
SAN MATEO, CA 94402 - 2,000,000 (\$13,140,000) COMMON STOCK. 140,000
(\$919,800) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-95464 - AUG. 07) (BR. 10)
- S-3 WOLVERINE TUBE INC, 1525 PERIMETER PARKWAY, SUITE 210, PO BOX 2202,
HUNTSVILLE, AL 35806 (205) 353-1310 - 5,396,380 (\$188,873,300)
COMMON STOCK. (FILE 33-95494 - AUG. 07) (BR. 6)
- S-8 LOEWEN GROUP INC, 4126 NORLAND AVE, BURNABY BC CANADA V5G 3S8, A1
(604) 299-9321 - 600,000 (\$20,962,500) COMMON STOCK. (FILE 33-95496 -
AUG. 07) (BR. 5)