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U.S. SECURITIES
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Issue 93-194

October 7, 1993

RULES AND RELATED MATTERS

EXEMPTIONS FROM RULES 10b-6, 10b-7, AND 10b-8 DURING DISTRIBUTIONS OF CERTAIN GERMAN SECURITIES

Pursuant to Commission authorization, on October 6, 1993, the Division of Market Regulation issued a letter granting class exemptions from Rules 10b-6, 10b-7, and 10b-8 (Trading Rules) under the Securities Exchange Act of 1934 (17 CFR 240.10b-6, 10b-7, and 10b-8) to facilitate distributions in the United States of securities of certain highly capitalized German issuers. The exemptions permit distribution participants and their affiliated purchasers to effect transactions in Germany that otherwise would be prohibited by the Trading Rules, subject to certain disclosure, recordkeeping, record production and notice requirements. FOR FURTHER INFORMATION CONTACT: Diane Mage Roberts (202) 504-2938. (Rels. 33-7021; 34-33022; International Series Rel. 588)

ADOPTION OF RULE 15c6-1

The Commission adopted new Rule 15c6-1 under Section 15(c) of the Securities Exchange Act of 1934 that requires settlement of most broker-dealer securities transactions on the third business day after the trade date instead of the fifth business day after the trade date. Rule 15c6-1 will become effective on June 1, 1995. Publication of new Rule 15c6-1 in the Federal Register is expected during the week of October 11. (Rels. 33-7022; 34-33023; IC-19768)

PAYMENT FOR ORDER FLOW

Yesterday the Commission voted to publish a release proposing for comment Rule 11Ac1-3 and amendments to Rule 10b-10 under the Securities Exchange Act of 1934 (Act) relating to enhanced disclosure of payment for order flow practices and soliciting comment on alternative approaches to payment for order flow.

The Commission proposes to amend Rule 10b-10 of the Act to require a broker-dealer to include on the confirmation of each transaction whether payment for order flow was received and, if so, the amount of any monetary payment or monetary equivalent received in connection with the transaction. Amended Rule 10b-10 defines payment for order flow to include all forms or arrangements compensating for directing order flow.

The Commission also proposes to add new Rule 11Ac1-3, to require disclosure on each new account and on an annual basis thereafter on the customer account statement, the firm's policies regarding payment for order flow practices in exchange-listed and Nasdaq national market system securities and a description of the nature of the compensation received; and the firm's aggregate amount of monetary-based payment for order flow compensation. (Rel. 34-33026; File No. S7-29-93)

ADMINISTRATIVE PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS AGAINST JOHN MOHALLEY, CPA

The Commission announced the institution of an Administrative Proceeding against John J. Mohalley, CPA and Opinion and Order Pursuant to Rule 2(e) of the Commission's Rules of Practice. Simultaneously with the institution of the proceeding, the Commission accepted Mohalley's offer of settlement in which he consented to the entry of an Order by the Commission denying him the privilege of appearing or practicing before the Commission.

The Commission found that Mohalley was permanently enjoined by the U.S. District Court from future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act (Exchange Act) and Rule 10b-5 thereunder. Mohalley was also barred from acting as an officer or director of any issuer having a class of securities registered pursuant to Section 12 of the Exchange Act or required to file reports pursuant to Section 15(d) of the Exchange Act. The Commission's complaint alleged that Mohalley assisted Vintage Group, Inc., a registered business development company, implement a fraudulent scheme to materially overstate the value of its assets, revenues and income in its press releases and quarterly and annual filings with the Commission. (Rel. 34-32992; AAE Rel. 489)

CEASE AND DESIST ORDER ENTERED AGAINST LINCOLN TELECOMMUNICATIONS COMPANY

The Commission instituted public administrative proceedings against Lincoln Communications Company (Lincoln), a registered transfer agent, pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act). Simultaneously, the Commission accepted Lincoln's Offer of Settlement, in which it consents to the entry of an Order without admitting or denying the findings contained in the Order. The Order makes findings that Lincoln violated the requirements for transfer agents to report missing, lost or stolen securities to the Securities Information Center (SIC) and violated other transfer agent rules concerning recordkeeping, fingerprinting and other provisions of the Exchange Act. The Order requires Lincoln to cease and desist from committing or causing violations and any future violations of Sections 17(a)(3) and 17A(d) of the Exchange Act and Rules 17f-1(c), 17f-2(a), 17Ad-7, 17Ad-10 and 17Ad-15 promulgated thereunder. In addition, the Order requires Lincoln to comply with

certain undertakings including that it notify SIC of any missing, lost or stolen securities. Further, Lincoln agrees to have its stock transfer activities performed by a professional transfer agent. (Rel. 34-32993)

RULE 2(e) PROCEEDINGS INSTITUTED AGAINST ANGELO DANNA, CPA, AND MARK DENTINGER, CPA

The Commission has instituted public Rule 2(e) administrative proceedings against Angelo P. Danna and Mark P. Dentinger, certified public accountants, charging improper professional conduct during the audit of the financial statements of ILC Technology, Inc. (ILC) for fiscal 1986. Mr. Danna is a partner in the accounting firm of Ernst & Young (EY) in the San Jose, California office and Mr. Dentinger was formerly associated with the office as an auditor. Mr. Danna was the engagement partner and Mr. Dentinger was the audit manager for the audit.

Messrs. Danna and Dentinger are alleged to have violated generally accepted auditing standards (GAAS) by failing to adequately plan and supervise the audit, to obtain sufficient competent evidence to form a reasonable basis for the auditors' opinion, to detect errors and irregularities and to exercise due professional care. During 1986, the ILC Chief Financial Officer embezzled \$1.2 million through an ILC subsidiary cash disbursements account using hand-written checks. Messrs. Danna and Dentinger failed to detect the embezzlement and, inter alia, approved a \$2.6 million fourth quarter inventory write-down which incorporated the embezzlement losses. In 1987, the auditors agreed to the Restatement of ILC's 1985 and 1986 financial statements disclosing embezzlement losses of \$600,000 and \$1.6 million, respectively, and reclassifying the 1986 losses. (Rel. 34-32995; AAE Rel. 493)

ADMINISTRATIVE PROCEEDING ORDERED AGAINST DANIEL WESTON

On September 30, 1993, the Commission instituted public administrative proceedings against Daniel D. Weston (Weston), former Chairman of the Board of Directors and President of Corporate Capital Resources, Inc. (CCRS), pursuant to Section 9(b) of the Investment Company Act of 1940 and simultaneously accepted an offer of settlement submitted by Weston.

Pursuant to the offer of settlement, the Commission issued an order to which Weston consented without admitting or denying the matters set forth therein, finding that Weston violated or aided and abetted violations of Section 17(a) of the Securities Act of 1933, Sections 10(b) and 13(a) of the Securities Exchange Act of 1934, and Rules 10b-5, 12b-20, 13a-1 and 13a-13 thereunder and Section 34(b) of the Investment Company Act by issuing false and misleading financial statements that materially overstated the value of CCRS' holdings in its various investee companies. These aggregate overvaluations of CCRS' net asset value ranged from 7% to 53% and were contained in CCRS' periodic filings with the Commission for each of its accounting periods ended September 30, 1988 through March 31, 1990 and were used to sell securities to the public.

The Commission ordered that Weston be barred from association with any broker, dealer, municipal securities dealer, investment adviser or investment company. (Rel. IC-19754; AAE Rel. 491)

ADMINISTRATIVE PROCEEDINGS ORDERED AGAINST LLOYD BLONDER

On September 30, 1993, the Commission instituted public administrative proceedings against Lloyd Blonder (Blonder), former director of Corporate Capital Resources, Inc. (CCRS), pursuant to Section 9(b) of the Investment Company Act of 1940 (Investment Company Act) and simultaneously accepted an offer of settlement submitted by Blonder.

Pursuant to the offer of settlement, the Commission issued an order to which Blonder consented without admitting or denying the matters set forth therein, finding that Blonder aided and abetted CCRS' violations of Section 17(a) of the Securities Act of 1933, Sections 10(b) and 13(a) of the Securities Exchange Act of 1934, and Rules 10b-5, 12b-20, 13a-1 and 13a-13 thereunder and Section 34(b) of the Investment Company Act by issuing false and misleading financial statements that materially overstated the value of CCRS' holdings in its various investee companies. These aggregate overvaluations of CCRS' net asset value ranged from 7% to 53% and were contained in CCRS' periodic filings with the Commission for each of its accounting periods ended September 30, 1988 through March 31, 1990 and were used to sell securities to the public.

The Commission ordered that Blonder be barred from association with any broker, dealer, municipal securities dealer, investment adviser or investment company. (Rel. IC-19755; AAE Rel. 492)

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST SHARON VAN DEN BERG BAKER

The Commission instituted public administrative proceedings pursuant to the Investment Advisers Act of 1940 (Advisers Act) against Sharon Van Den Berg Baker (Baker), a South Florida-based investment adviser, registered with the Commission. On June 19, 1993, the U.S. District Court for the Southern District of Florida entered a judgment of permanent injunction, by consent, against Baker, based upon willful violations of the antifraud provisions of the Advisers Act, the Securities Act of 1933 and the Securities Exchange Act of 1934, and of the recordkeeping and disclosure provisions of the Advisers Act.

The Order Instituting Administrative Proceedings alleges, among other things, that from at least August 1991 through at least December 1992 Baker misrepresented to clients that she was investing their money in low-risk, high-interest, tax-free money market funds and notes when, in fact, she was using the monies for, among other things, personal expenses. The Order also alleges that Baker failed to disclose that in December 1990, the New York Stock Exchange barred her from association with any member organization.

A hearing will be scheduled to determine what remedial sanctions, if any, should be imposed against Baker. (Rel. IA-1385)

ORDER MAKING FINDINGS AND IMPOSING REMEDIAL SANCTIONS AGAINST HAZEL CANHAM d/b/a CANHAM & CANHAM ASSOCIATES

The Commission entered an Order Making Findings and Imposing Remedial Sanctions (Order) in connection with previously instituted public administrative proceedings against Hazel B. Canham d/b/a Canham & Canham Associates (Canham) of Coral Springs, Florida. Canham, an investment adviser registered with the Commission, does business

as a sole proprietor. Canham submitted, and the Commission accepted, an Offer of Settlement whereby she consented to the entry of an Order containing findings, admitting certain findings and without admitting or denying the remaining findings therein, that from at least March 15, 1990 to at least March 24, 1992, Canham violated the antifraud, recordkeeping, and disclosure requirements of the Investment Advisers Act of 1940 and the rules thereunder.

The Commission, based upon the findings and Canham's consent, entered the Order which provides for the entry of an administrative money penalty in the amount of \$5,000; the entry of a cease and desist order; a prohibition against soliciting new investment advisory clients for a period of twelve months from the date of entry of the Order; and a requirement that Canham provide a copy of the Order to her existing clients and that within ten (10) days from the date of entry of the Order she execute and deliver to the Commission's Miami Branch Office an affidavit acknowledging her compliance. (Rel. IA-1386)

CIVIL PROCEEDINGS

COMPLAINT NAMES FIDELITY TRANSFER COMPANY AND LINDA KENER

On September 29, 1993, the Commission announced the filing of a civil action in the U.S. District Court for the District of Utah seeking a temporary restraining order against Fidelity Transfer Company (Fidelity) and Linda Kener (Kener), Fidelity's president, against further violations of certain rules and regulations governing transfer agents.

The Commission's complaint alleges that Fidelity and Kener have violated the turnaround and books and records regulations promulgated under the Securities Exchange Act of 1934. There have been numerous delays in the transfer of routine items presented for transfer and substantial imbalances between Fidelity's control book and the master securityholder files. The Commission's complaint alleges that Fidelity has violated Section 17A of the Exchange Act, and Rules 17Ad-2, 17Ad-6 and 17Ad-10 promulgated thereunder. The Commission further alleges that Kener aided and abetted these violations. [SEC v. Fidelity Transfer Company and Linda Kener, Civil Action No. 93C-868S, USDC, D. Utah] (LR-13824)

COMPLAINT NAMES LOUIS FOTI

The Commission announced the filing of a complaint in the U.S. District Court for the District of Utah, on January 16, 1993, seeking a permanent injunction against Louis S. Foti. The complaint alleges that Foti engaged in a scheme to sell a large block of unrestricted common stock of New Minority Ventures, Inc. (New Minority) to an undercover agent of the Federal Bureau of Investigation who was posing as a purchaser who was interested in manipulating the price of the company's stock. Foti failed to disclose that he controlled the block of stock he was attempting to sell to the undercover agent. Foti also failed to disclose in a prospectus he prepared for New Minority that he controlled virtually all of the company's free-trading and restricted stock through nominee shareholders. This prospectus was submitted to the National Quotation Bureau and New Minority's stock was sold to investors while this was the only information available to the public.

The complaint alleges that Foti violated Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5, by failing to disclose that he controlled virtually all of the unrestricted and restricted stock of New Minority through nominee shareholders. [SEC v. Louis S. Foti, Civil Action No. C93-822A, USDC, D. Utah] (LR-13825)

COMPLAINT FILED AGAINST MICHAEL SCOTT LANGHEINRICH

The Commission announced the filing of a complaint in the U.S. District Court for the District of Utah on September 27, 1993 seeking permanent injunctive relief against Michael Scott Langheinrich (Langheinrich) of Salt Lake City, Utah.

The Commission's complaint alleges violations of Section 17(a) of the Securities Act of 1933, as amended, and Section 10(b) of the Securities Exchange Act of 1934, as amended, and Rule 10b-5 promulgated under Section 10(b) of the Exchange Act.

Further, the Commission's complaint alleges that in February, 1992, Langheinrich telephoned a Salt Lake City, broker-dealer and mislead it into believing he was his brother, who maintained an account at this broker-dealer. Langheinrich placed an order to sell all stock in his brother's account. He requested that the proceeds be forwarded to his brother's address at a time when his brother was out of town. Langheinrich then used the proceeds from the sale of stock to open a checking account upon which he wrote checks for his personal benefit. [SEC v. Michael Scott Langheinrich, USDC, UT, Civil Action No. 93-C-857A] (LR-13826)

INVESTMENT COMPANY ACT RELEASES

GMO INVESTMENT TRUST

An order has been issued under Section 8(f) of the Investment Company Act declaring that GMO Investment Trust has ceased to be an investment company. (Rel. IC-19758 - October 5)

THE SOCIETY FUNDS, ET AL.

A conditional order has been issued on an application filed by The Society Funds, et al. under Sections 6(c), 17(b), 17(d) and Rule 17d-1 of the Investment Company Act exempting applicants from the provisions of Sections 12(d)(1)(A) and 17(a) and permitting certain joint transactions pursuant to Section 17(d) and Rule 17d-1. The order permits certain series of each registered investment company applicant to purchase the shares of a money market series of the same investment company. (Rel. IC-19759 - October 5)

PIPER FUNDS INC., ET AL.

An amended order has been issued under Section 6(c) of the Investment Company Act exempting applicants from Sections 2(a)(32), 2(a)(35), 22(c), and 22(d) and Rule 22c-1 thereunder. The amended order permits applicants to expand the circumstances under which they may waive the contingent deferred sales charge imposed on certain redemptions of shares, and clarifies certain provisions of the original order. (Rel. IC-19760 - October 5)

THE KOTROZO MUTUAL FUND GROUP, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that The Kotrozo Mutual Fund Group, Inc. has ceased to be an investment company. (Rel. IC-19761 - October 5)

TRINITY ASSETS TRUST

A notice has been issued giving interested persons until November 1, 1993 to request a hearing on an application filed by Trinity Assets Trust for an order under section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-19767 - October 6)

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 QUALITY FOOD CENTERS INC, 10112 NE 10TH ST, P O BOX 3967, BELLEVUE, WA 98004 (206) 455-3761 - 200,000 (\$5,250,000) COMMON STOCK. (FILE 33-69512 - SEP. 28) (BR. 2)

S-8 QUALITY FOOD CENTERS INC, 10112 NE 10TH ST, P O BOX 3967, BELLEVUE, WA 98004 (206) 455-3761 - 700,000 (\$18,375,000) COMMON STOCK. (FILE 33-69514 - SEP. 28) (BR. 2)

S-8 GENZYME TRANSGENICS CORP, ONE MOUNTAIN RD, FRAMINGHAM, MA 01701 (508) 872-8400 - 350,000 (\$2,275,000) COMMON STOCK. (FILE 33-69516 - SEP. 28) (BR. 4)

S-8 GENZYME TRANSGENICS CORP, ONE MOUNTAIN RD, FRAMINGHAM, MA 01701 (508) 872-8400 - 50,000 (\$325,000) COMMON STOCK. (FILE 33-69518 - SEP. 28) (BR. 4)

S-8 GENZYME TRANSGENICS CORP, ONE MOUNTAIN RD, FRAMINGHAM, MA 01701 (508) 872-8400 - 50,000 (\$325,000) COMMON STOCK. (FILE 33-69520 - SEP. 28) (BR. 4)

S-1 KS BANCORP INC, 207 WEST SECOND ST, PO BOX 219, KENLEY, NC 27542 (919) 284-4157 - 1,035,000 (\$10,350,000) COMMON STOCK. UNDERWRITER: TRIDENT SECURITIES INC. (FILE 33-69522 - SEP. 18) (BR. 2 - NEW ISSUE)

S-1 AIR CURE ENVIRONMENTAL INC, 275 W ST STE 204, ANNAPOLIS, MD 21401 (410) 268-3321 - 5,000,000 (\$20,625,000) COMMON STOCK. UNDERWRITER: HARTZOG CONGER CASON & MARGIS, STOCK TRANSFER & TRUST CO. (FILE 33-69524 - SEP. 28) (BR. 10)

REGISTRATIONS CONTINUED

- S-3 THERMO INSTRUMENT SYSTEMS INC, 504 AIRPORT RD, P O BOX 2108, SANTA FE, NM 87504 (617) 622-1000 - 2,204,724 (\$59,389,752.75) COMMON STOCK. (FILE 33-69526 - SEP. 28) (BR. 8)
- S-8 LAZ FINANCIAL CORP, 16910 N DALLAS PKWY STE 116, DALLAS, TX 75248 (214) 771-8848 - 125,000 (\$312,500) COMMON STOCK. (FILE 33-69528 - SEP. 28) (BR. 4)
- S-8 SEATTLE FILMWORKS INC, 1260 16TH AVE WEST, SEATTLE, WA 98119 (206) 281-1390 - 75,000 (\$1,312,500) COMMON STOCK. (FILE 33-69530 - SEP. 28) (BR. 6)
- S-8 AUTOIMMUNE INC, 128 SPRING STREET, LEXINGTON, MA 02173 (617) 860-0710 - 2,500,000 (\$9,010,577.58) COMMON STOCK. (FILE 33-69534 - SEP. 28) (BR. 4)
- S-8 HANSON PLC, 1 GROSVENOR PLACE, LONDON W51X 7JH ENGLAND, X0 0000 (071) 245-1245 - 156,351 (\$2,999,984.81) FOREIGN COMMON STOCK. (FILE 33-69536 - SEP. 28) (BR. 3)
- S-8 MARION CAPITAL HOLDINGS INC, 100 WEST THIRD ST, P O BOX 367, MARION, IN 46952 (317) 664-0556 - 241,500 (\$2,704,800) COMMON STOCK. (FILE 33-69538 - SEP. 28) (BR. 2)
- S-1 NEWFIELD EXPLORATION CO /DE/, 363 N SAM HOUSTON PARKWAY E, STE 2020, HOUSTON, TX 77060 (713) 847-6000 - 3,593,750 (\$57,500,000) COMMON STOCK. UNDERWRITER: GOLDMAN SACHS & CO, PAIEMEYER INC. (FILE 33-69540 - SEP. 28) (BR. 3 - NEW ISSUE)
- S-8 SUMMIT HEALTH LTD, 2600 W MAGNOLIA BLVD, BURBANK, CA 91505 (818) 841-4044 - 2,500,000 (\$15,937,500) COMMON STOCK. (FILE 33-69542 - SEP. 28) (BR. 5)
- S-3 MAGAININ PHARMACEUTICALS INC, 5110 CAMPUS DRIVE, PLYMOUTH MEETING, PA 19462 (214) 941-4020 - 2,200,000 (\$22,000,000) COMMON STOCK. (FILE 33-69544 - SEP. 28) (BR. 4)
- S-8 GALAXY FOODS CO, 2441 VISCOUNT ROW, ORLANDO, FL 32809 (407) 855-5500 - 138,000 (\$125,028) COMMON STOCK. (FILE 33-69546 - SEP. 28) (BR. 4)
- S-2 NONECARE MANAGEMENT INC, 80 AIR PARK DRIVE, RONKONKOMA, NY 11779 (516) 981-0034 - 2,300,000 (\$31,337,500) COMMON STOCK. UNDERWRITER: MADON SECURITIES CORP. (FILE 33-69548 - SEP. 28) (BR. 4)
- S-3 SIERRA PACIFIC POWER CO, 6100 NEIL RD, P O BOX 10100, RENO, NV 89520 (702) 689-4011 - 80,000,000 (\$80,000,000) STRAIGHT BONDS. (FILE 33-69550 - SEP. 28) (BR. 8)
- S-1 PETSTUFF INC, 655 HENBREE PKWY STE 6, ROSEWELL, GA 30076 (404) 772-9940 - 2,875,000 (\$46,000,000) COMMON STOCK. UNDERWRITER: KIDDER PEABODY & CO INC, SMITH BARNEY SHEARSON INC. (FILE 33-69552 - SEP. 28) (BR. 1 - NEW ISSUE)
- S-3 TEXAS UTILITIES ELECTRIC CO, 2001 BRYAN TWR STE 1350, DALLAS, TX 75201 (214) 812-4600 - 750,000 (\$75,000,000) PREFERRED STOCK. (FILE 33-69554 - SEP. 28) (BR. 8)

REGISTRATIONS CONTINUED

- S-8 EQUICREDIT CORP, 1801 ART MUSEUM DR, JACKSONVILLE, FL 32207
(904) 398-7581 - 991,955 (\$20,955,049.38) COMMON STOCK. (FILE 33-69556 -
SEP. 28) (BR. 11)
- S-1 SYLVAN LEARNING SYSTEMS INC, 9135 GUILFORD RD, COLUMBIA, MD 21046
(410) 880-0889 - 2,300,000 (\$31,050,000) COMMON STOCK. UNDERWRITER:
ALEX BROWN & SONS INC, ALLSTATE INSURANCE CO & AFFILIATES,
ROBERTSON STEPHENS & CO. (FILE 33-69558 - SEP. 28) (BR. 5 - NEW ISSUE)
- S-3 DREYFUS CORP, 200 PARK AVE, NEW YORK, NY 10166 (212) 922-6000 -
250,000,000 (\$250,000,000) STRAIGHT BONDS. UNDERWRITER:
DILLON READ & CO INC, LEHMAN BROTHERS INC,
MERRILL LYNCH PIERCE FENNER & SMITH, SMITH BARNEY SHEARSON INC. (FILE
33-69560 - SEP. 29) (BR. 12)
- S-1 SGI INTERNATIONAL, 1200 PROSPECT ST STE 325, LA JOLLA, CA 92037
(619) 551-1090 - 4,644,835 (\$8,546,497) COMMON STOCK. (FILE 33-69564 -
SEP. 29) (BR. 9)
- S-3 TJ INTERNATIONAL INC, 380 E PARKCTR BLVD STE 300, BOISE, ID 83706
(208) 345-8500 - 2,012,500 (\$96,851,562.50) COMMON STOCK. UNDERWRITER:
GOLDMAN SACHS & CO, LEHMAN BROTHERS. (FILE 33-69566 - SEP. 29) (BR. 10)
- S-3 ALLSTATE CORP, ALLSTATE PLAZA, NORTHBROOK, IL 60062 (708) 402-5000 -
500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-69568 - SEP. 29)
(BR. 10)
- S-3 STRUCTURED MORTGAGE SECURITIES CORP, 1345 AVENUE OF THE AMERICAS,
NEW YORK, NY 10105 (212) 698-6564 - 500,000,000 (\$500,000,000)
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. UNDERWRITER:
SMITH BARNEY SHEARSON INC. (FILE 33-69580 - SEP. 29) (BR. 11)
- S-3 AMYLIN PHARMACEUTICALS INC, 9373 TONNE CENTRE DR, SAN DIEGO, CA 92121
(619) 552-2200 - 2,300,000 (\$27,025,000) COMMON STOCK. UNDERWRITER:
NAMBRECHT & QUIST, MORGAN STANLEY & CO,
VECTOR SECURITIES INTERNATIONAL INC. (FILE 33-69584 - SEP. 29) (BR. 4)
- S-8 TRO LEARNING INC, WOODFIELD CORPORATE CENTER,
150 N MARTINGALE RD STE 700, SCHALMBURG, IL 60173 (708) 517-5100 - 21,000
(\$168,000) COMMON STOCK. (FILE 33-69588 - SEP. 29) (BR. 12)
- S-8 CROSSCOMM CORP, 450 DONALD LYNCH BLVD, MARLBORO, MA 01752 (508) 481-4060
- 750,000 (\$20,812,500) COMMON STOCK. (FILE 33-69592 - SEP. 29) (BR. 9)
- S-1 CHASE MANHATTAN BANK N A, ONE CHASE MANHATTAN PLAZA,
C/O RICHARD J WOLF/VICE PRESIDENT, NEW YORK, NY 10061 - 1,000,000
(\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-69594 - SEP. 29)
(BR. 11)
- S-8 SOUTHERN UNION CO, 504 LAVACA ST STE 900, AUSTIN, TX 78701
(512) 477-5852 - 40,000 (\$780,000) COMMON STOCK. (FILE 33-69596 - SEP. 29)
(BR. 8)
- S-2 BOLIVIAN POWER CO LTD/DE, PLAZA VENEZUELA 1401, LA PAZ BOLIVIA, D3
----- (801) 521-1024 - 2,300,000 (\$52,900,000) COMMON STOCK. UNDERWRITER:
DONALDSON LUFKIN & JENNETTE SECS CORP. (FILE 33-69608 - SEP. 29) (BR. 7)

REGISTRATIONS CONTINUED

- M-2 ACORN VENTURE CAPITAL CORP, 2401 E ATLANTIC BLVD, POMPANO BEACH, FL 33062 (305) 786-1551 - 2,300,000 (\$11,500,000) COMMON STOCK. UNDERWRITER: TODD ROBERT CORP. (FILE 33-69610 - SEP. 29) (BR. 18)
- S-4 FIRST ALABAMA BANCSHARES INC, 417 N 20TH ST, BIRMINGHAM, AL 35202 (205) 832-8450 - 3,621,223 (\$96,447,609.20) COMMON STOCK. (FILE 33-69612 - SEP. 29) (BR. 1)
- S-1 CENTRAL INDIANA BANCORP, 200 W MULLBERRY ST, P O BOX 730, KOKOMO, IN 46903 (317) 457-5552 - 287,500 (\$6,756,250) COMMON STOCK. UNDERWRITER: McDONALD & CO SECURITIES INC, TRIDENT SECURITIE INC. (FILE 33-69624 - SEP. 29) (BR. 1)
- S-1 CASTLE ENERGY CORP, ONE VALLEY SQ STE 101, 512 TOWNSHIP LINE RD, BLUE BELL, PA 19422 (215) 542-0610 - 14,187,500 (\$113,500,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECS CORP, KIDDER PEABODY & CO INC. (FILE 33-69626 - SEP. 29) (BR. 3)
- S-3 DAMARK INTERNATIONAL INC, 7101 WINNETKA AVE N, MINNEAPOLIS, MN 55428 (612) 531-0066 - 2,300,000 (\$38,237,500) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES, WESSELS ARNOLD & HENDERSON. (FILE 33-69628 - SEP. 29) (BR. 2)
- S-8 LOGIC DEVICES INC, 628 E EVELYN AVE, SUNNYVALE, CA 94086 (408) 737-3300 - 225,000 (\$996,750) COMMON STOCK. (FILE 33-69630 - SEP. 28) (BR. 3)
- S-8 HANSON PLC, 1 GROSVENOR PLACE, LONDON W1X 7JH ENGLAND, X0 0000 (071) 245-1245 - 52,117 (\$999,994.94) FOREIGN COMMON STOCK. (FILE 33-69642 - SEP. 28) (BR. 3)
- F-6 ASHTON MINING LTD /ADR/, 2 RECTOR ST, C/O SECURITY PACIFIC NATL TRUST CO NY, NEW YORK, NY 10006 (212) 978-5009 - 25,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-69644 - SEP. 29)
- F-6 HYDRONET CORP LTD/ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 50,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-69646 - SEP. 29) (NEW ISSUE)
- S-3 KANSAS CITY SOUTHERN INDUSTRIES INC, 114 W 11TH ST, KANSAS CITY, MO 64105 (816) 556-0303 (FILE 33-69648 - SEP. 29) (BR. 5)
- S-8 SUNGARD DATA SYSTEMS INC, 1285 DRUMMERS LN, WAYNE, PA 19087 (215) 341-8700 - 550,000 (\$21,587,500) COMMON STOCK. (FILE 33-69650 - SEP. 29) (BR. 9)
- S-3 CHECKERS DRIVE IN RESTAURANTS INC /DE, 600 CLEVELAND ST, STE 1050, CLEARWATER, FL 34617 (813) 441-3500 - 614,609 (\$7,221,655.75) COMMON STOCK. (FILE 33-69654 - SEP. 29) (BR. 12)
- S-3 OVERSEAS SHIPHOLDING GROUP INC, 1114 AVE OF THE AMERICAS, NEW YORK, NY 10036 (212) 869-1222 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-50441 - SEP. 30) (BR. 4)

REGISTRATIONS CONTINUED

- S-3 CINCINNATI GAS & ELECTRIC CO, 139 E FOURTH ST, ROOM 362-ANNEX, CINCINNATI, OH 45202 (513) 287-3852 - 300,000,000 (\$300,000,000) MORTGAGE BONDS. (FILE 33-50443 - SEP. 30) (BR. 7)
- S-3 UNITED ILLUMINATING CO, 80 TEMPLE ST, NEW HAVEN, CT 06506 (203) 787-7200 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-50445 - SEP. 30) (BR. 7)
- S-6 SPECIAL OPPORTUNITIES TRUST HEALTH CARE SECURITIES SERIES 1, 20 N MERIDIAN ST, INDIANAPOLIS, IN 46204 (317) 635-4551 - INDEFINITE SHARES. (FILE 33-69290 - SEP. 23) (BR. 16 - NEW ISSUE)
- S-8 SOUTHERN UNION CO, 504 LAVACA ST STE 900, AUSTIN, TX 78701 (512) 477-5852 - 20,000 (\$390,000) COMMON STOCK. (FILE 33-69598 - SEP. 29) (BR. 8)
- S-8 SUMMA FOUR INC, 25 SUNDIAL AVE, MANCHESTER, NH 03103 (603) 625-4050 - 56,000 (\$1,470,000) COMMON STOCK. (FILE 33-69622 - SEP. 29) (BR. 7)
- S-8 DRUG EMPORIUM INC/DE, 155 HIDDEN RAVINES DR, POWELL, OH 43065 (614) 548-7000 - 905,000 (\$4,523,585) COMMON STOCK. (FILE 33-69638 - SEP. 30) (BR. 4)
- S-8 WISCONSIN PHARMACAL COMPANY INC, 1 REPEL RD, JACKSON, WI 53037 (414) 677-4121 - 16,000 (\$228,000) COMMON STOCK. (FILE 33-69652 - SEP. 30) (BR. 1)
- S-8 CLOTHESLINE INC, 5325 E HUNTER AVE, ANAHEIM, CA 92807 (714) 779-5000 - 700,000 (\$6,518,750) COMMON STOCK. (FILE 33-69656 - SEP. 30) (BR. 1)
- S-8 RYDER SYSTEM INC, 3600 NW 82ND AVE, MIAMI, FL 33166 (305) 593-3726 - 1,600,000 (\$47,800,000) COMMON STOCK. (FILE 33-69660 - SEP. 30) (BR. 4)
- S-8 DREXLER TECHNOLOGY CORP, 2557 CHARLESTON RD, MOUNTAIN VIEW, CA 94043 (415) 969-7277 - 370,000 (\$2,335,625) COMMON STOCK. (FILE 33-69662 - SEP. 29) (BR. 10)
- S-4 CRT CORP /KY/, 333 BROADWAY, PADUCAH, KY 42001 (502) 575-5100 - 246,000 (\$8,611,225) COMMON STOCK. (FILE 33-69664 - SEP. 30) (BR. 2)
- S-8 ELECTROGLAS INC, 2901 CORONADO DRIVE, SANTA CLARA, CA 95054 (408) 727-6500 - 1,000,000 (\$25,250,000) COMMON STOCK. (FILE 33-69668 - SEP. 30) (BR. 3)
- S-8 DEC MEDICAL SYSTEMS INC, 384 WRIGHT BROTHERS DRIVE, SALT LAKE CITY, UT 84116 (801) 328-9300 - 1,175,000 (\$8,742,000) COMMON STOCK. (FILE 33-69672 - SEP. 30) (BR. 8)
- S-8 RUSSELL CORP, 1 LEE ST, P.O. BOX 272, ALEXANDER CITY, AL 35010 (205) 329-4000 - 2,000,000 (\$55,000,000) COMMON STOCK. (FILE 33-69676 - SEP. 30) (BR. 8)
- S-8 INTEGRATED CIRCUIT SYSTEMS INC, 2635 BLVD OF THE GENERALS, MORRISTOWN, PA 19403 (215) 630-5300 - 100,000 (\$1,575,000) COMMON STOCK. (FILE 33-69676 - SEP. 30) (BR. 3)

REGISTRATIONS CONTINUED

- F-3** REUTERS HOLDINGS PLC, 85 FLEET ST, LONDON ENGLAND EC4P 4AJ, X0 0000
(212) 603-3300 - 2,606,882 (\$60,610,006.50) FOREIGN COMMON STOCK. (FILE
33-69694 - SEP. 30) (DR. 6)
- S-8** CASTLE & COOKE HOMES INC, 10900 WILSHIRE BLVD 16TH FLR, LOS ANGELES, CA
90024 (301) 208-3636 - 900,000 (\$11,025,000) COMMON STOCK. (FILE 33-69704
- SEP. 30) (DR. 9)
- S-8** TRION INC, 101 MCNEILL RD, P O BOX 760, SANFORD, NC 27331
(919) 775-2201 - 245,000 (\$693,750) COMMON STOCK. (FILE 33-69706 -
SEP. 30) (DR. 9)
- S-8** NU KOTE HOLDING INC /DE/, 17950 PRESTON RD STE 690, DALLAS, TX 75252
(214) 250-2785 - 225,000 (\$4,232,925) COMMON STOCK. (FILE 33-69708 -
SEP. 30) (DR. 6)
- S-3** UNITED STATES CELLULAR CORP, 8410 W BRYN MAIR AVE, STE 700, CHICAGO, IL
60631 (312) 399-8900 - 6,300,000 (\$193,843,125) COMMON STOCK. UNDERWRITER:
DONALDSON LUFKIN & JENNETTE, SALONON BROTHERS INC. (FILE 33-69718 -
SEP. 30) (DR. 7)
- S-8** EZ COMMUNICATIONS INC /VA/, 10800 MAIN ST, FAIRFAX, VA 22030
(703) 591-1000 - 900,000 (\$12,743,750) COMMON STOCK. (FILE 33-69732 -
SEP. 30) (DR. 8)
- S-3** KULICKE & SOFFA INDUSTRIES INC, 2101 BLAIR HILL RD, WILLOW GROVE, PA
19090 (215) 784-6000 - 1,437,500 (\$43,394,531.25) COMMON STOCK.
UNDERWRITER: PRUDENTIAL SECURITIES INC. (FILE 33-69734 - SEP. 30) (DR. 9)