

SEC NEWS DIGEST

Issue 98-47

March 11, 1998

ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS AGAINST JERRY STONE

The Commission, by consent, entered an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions (Order) against Jerry Stone (Stone), formerly the Chief Financial Officer (CFO) of Perry Drug Stores, Inc. (Perry). The Order alleges that Perry, through its CFO, Stone, improperly included, as an asset on its balance sheet for the fiscal year ended 1992, approximately \$20 million of store inventories which had the effect of overstating Perry's assets. Neither Perry nor its auditors were able to verify the existence of this inventory. Perry later determined that this inventory did not exist and wrote off the value of the unverified inventory.

The Commission orders that Stone cease and desist from committing or causing violations of the securities laws. (Rel. 34-39737; AAE Rel. 1015; File No. 3-9556)

JERRY ALLISON SETTLES REMAINING SEC CLAIMS AND PLEADS GUILTY

On March 10, the Commission filed with the United States District Court for the District of Columbia documents that will resolve its remaining claims against Jerry G. Allison (Allison), the former president and 90 percent owner of Qualified Pensions, Inc. (QPI). On September 13, 1995, the Commission filed this case alleging that Allison and QPI defrauded investors by misappropriating millions of dollars in retirement savings that were entrusted to QPI by its clients. The complaint also alleged that Allison and QPI executed securities transactions for their clients without registering as brokers. Pursuant to the settlement, Allison will consent to the entry of an order requiring him to disgorge \$11,419,223, the amount of QPI customer assets that were missing on the date the Commission filed this action. Under the settlement, payment by Allison above what he surrendered to the Court-appointed Receiver will be waived in light of Allison's demonstrated inability to pay. Previously, on June 17, 1997, the Court entered a Permanent Injunction against Allison enjoining him from violating Section 17(a) of the Securities Act of 1933, Sections 10(b), 15(a), and 15(c) of the Securities

Exchange Act of 1934, and Exchange Act Rule 10b-5. Allison further consented to the entry of a Commission Order barring him from association with any regulated entity. Also on March 10, 1998, before the United States District Court for the District of Arizona, Allison pleaded guilty to one count of wire fraud in connection with the same misconduct as alleged by the Commission. [SEC v. Qualified Pensions, Inc., et al., Civil Action No. 95-1746, LFO, D.D.C.; U.S. v. Jerry G. Allison, Cr. 98-71-PHX-RGS, D. Az.] (LR-15662)

DEFAULT JUDGMENT ENTERED AGAINST WILLIE DAVIS

On February 24, 1998, the Honorable F.A. Little, United States District Judge for the Western District of Louisiana, Alexandria Division, entered a default judgment against defendant Willie Davis (Davis) for failing to respond to a complaint filed by the Commission seeking a permanent injunction, disgorgement and civil penalties.

An order of permanent injunction was entered against Davis enjoining him from further violations of Sections 5 and 17(a) of the Securities Act of 1933 and Sections 15(a) and 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. Davis was ordered to pay disgorgement in the amount of \$236,500 and prejudgment interest thereon within 30 days of the date of the Court's order. Davis was also ordered to pay a civil penalty, with the amount to be determined at a later date upon motion by the Commission.

The Commission's complaint alleged that, between mid-1993 and mid-1994, Davis, who is or was a minister, misrepresented or omitted material facts when he sold securities to members of his church. Davis actively promoted Sunbelt Development Corporation (Sunbelt) to his congregation, while encouraging them to borrow money to invest in Sunbelt. Davis and the other defendants promised exorbitant returns on investments along with the return of the investors' principal when, in fact, Sunbelt was actually operating a Ponzi scheme. More than \$3.5 million worth of unregistered securities were issued to over 200 individuals in at least 16 states during the scheme. [SEC v. Sunbelt Development Corporation, Wendell Rogers, Donald Hammond, and Willie Davis, Civil Action No. 1:97-CV-1387, WD La.] (LR-15663)

COMPLAINT FILED ALLEGING SOFT DOLLAR FRAUD

On March 9, the Commission filed a complaint in the United States District Court for the Northern District of California against Sweeney Capital Management Inc. (SCM), a formerly registered investment advisor; Timothy Charles Sweeney, the owner and president of SCM; and Susan Mary Gorski, SCM's vice-president and a portfolio manager.

The complaint alleges that SCM, Sweeney, and Gorski defrauded SCM's advisory clients by misappropriating soft dollar credits and by failing to disclose SCM's use of soft dollar credits for various

business and personal expenses. The Commission's complaint also alleges that SCM and Sweeney engaged in other fraudulent soft dollar practices, filed false forms with the Commission, distributed misleading marketing materials to the public, made false claims to investors about the competitiveness of SCM's advisory fees, misused client assets in its custody, and misappropriated an elderly client's funds.

The Commission's complaint seeks a permanent injunction against 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, and Sections 204, 206(1), 206(2), 206(4) and 207 of the Investment Advisers Act and Rules 204-1, 204-3, 206(4)-1, 206(4)-2 and 206(4)-4 thereunder; disgorgement of illegal profits; and civil penalties against SCM, Sweeney and Gorski. [SEC v. Sweeney Capital Management Inc., Timothy Charles Sweeney, and Susan Mary Gorski, Civ. Action No. C 98-937, MMC, N.D. Cal.] (LR-15664)

TEMPORARY RESTRAINING ORDER AND ASSET FREEZE ENTERED AGAINST GERALD DOBBINS AND FIDELITY SECURED DEPOSIT CORP.

The Commission announced today that it obtained a second federal court order prohibiting the fraudulent sale of bonds, purportedly backed by gold, issued in the 19th century by now defunct railroads. The emergency restraining order, issued March 9, 1998, by Judge Gary L. Taylor, prohibits Gerald A. Dobbins (Dobbins) and Fidelity Secured Deposit Corp. (FSDC) both of Orange County, California, from preparing and disseminating fraudulent authentication and valuation documents relating to bonds issued by defunct railroads including bonds issued by the Chicago, Saginaw and Canada Railroad Co. (Saginaw) in 1873 and by the East Alabama & Cincinnati Railroad (AWAY&C) in 1870. According to the complaint, these bonds are worthless as investments, having value only as historical memorabilia, but have been offered and sold to investors at prices up to \$40,000 each. Judge Taylor's order also included a freeze of assets and an accounting against Dobbins and FSDC.

The Commission's complaint alleged that since at least October 1995, Dobbins, through FSDC, has prepared documents purporting to authenticate and value Saginaw and AWAY&C bonds stating, among other things, that the bonds were worth between \$100 and \$400 million, Dobbins was the "Master Curator for the State and the Historical Document Society," and the bonds were valid or guaranteed by the State of Alabama. The complaint further alleged that in fact, the bonds were virtually worthless, Dobbins is not the master curator for any state, the Historical Document Society does not exist, and the issuers of the bonds had gone into receivership and several foreclosure sales had been held. The Commission alleged that through their false and misleading statements, Dobbins and FSDC violated the antifraud provisions, Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities and Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. Gerald A. Dobbins and Fidelity Secured Deposit Corporation, Civil Action No. 98-229, USDC, C.D. Ca., Southern Division at Santa Ana] (LR-15665)

COMMISSION CHARGES LOS ANGELES ATTORNEY AND EIGHT OTHERS WITH INSIDER TRADING, FOUR AGREE TO SETTLE

On March 11, the Commission filed a civil action for insider trading in federal court in Los Angeles, California, against attorney Roger Licht, Steven Weston, Robert Korda, William Barisoff, Lynn Weston, Seymour Melnik, Andrew Licht, Mark Sandelson, and Ronald Schilling. Simultaneously, the Commission filed settlements reached with four of the nine defendants -- the Westons, Schilling and Melnik -- who, without admitting or denying the SEC's allegations, consented to the entry of an injunction against future violations of the antifraud provisions and to disgorgement of their own trading profits plus prejudgment interest. Schilling and Melnik also agreed to pay civil money penalties, which were waived as to the Westons based on demonstrated inability to pay.

The complaint alleges a fourteen-month pattern of insider trading in the stocks of three public companies: Leisure Concepts, Inc. (LCI), Medco Containment Services, Inc. (Medco) and Synetic, Inc. (Synetic), yielding illegal profits in excess of \$200,000. According to the complaint, on three occasions between March 1993 and May 1994, defendants Roger Licht and Steven Weston traded and dispensed tips of material, non-public information relating to the companies for which they worked in breach of their fiduciary duties to those companies and their shareholders. At the time of the offending trades, according to the complaint, Licht was a director of Medco and Synetic, while Weston was president of LCI. The complaint alleges that Licht, on one occasion, and various of his co-defendants, on three separate occasions, traded while in possession of material, non-public information. According to the complaint, some of the defendants tipped other defendants in their "friends and family" circle, and others, who also traded. Also according to the complaint, Roger Licht and certain of the other defendants took part in a cover-up scheme after their insider trading attracted investigative scrutiny.

In its complaint, the Commission seeks permanent injunctions against the Defendants prohibiting further violations of Section 10(b) of the Exchange Act and Rule 10b-5. The Commission seeks disgorgement of the illegal trading profits including prejudgment interest, and civil monetary penalties for the fraudulent conduct under the Insider Trading and Securities Fraud Enforcement Act. The Commission also seeks a Court order permanently barring Defendant Roger Licht from serving as an officer or director of a public company pursuant to Section 21(d)(2) of the Exchange Act. [SEC v. Roger H. Licht, et al., Civil Action No. 98-1724 KMW, AIJx] (LR-15666)

INVESTMENT COMPANY ACT RELEASES

AMERICAN ODYSSEY FUNDS, INC., ET AL.

An order has been issued on an application filed by American Odyssey Funds, Inc., et al. under Section 6(c) of the Investment Company Act for an exemption from the provisions of Section 15(a) of the Act and Rule 18f-2. The order permits applicants to enter into and materially amend investment subadvisory agreements without shareholder approval. (Rel. IC-23060 - March 5)

DELAWARE GROUP FOUNDATION FUNDS, ET AL.

A notice has been issued giving interested persons until April 3, 1998, to request a hearing on the application filed by Delaware Group Foundation Funds, et al. for an order under Section 12(d)(1)(J) of the Investment Company Act exempting applicants from Section 12(d)(1)(G)(i)(II) of the Act. The order would permit a fund of funds relying on Section 12(d)(1)(G) of the Act to make direct investments in securities and other instruments. (Rel. IC-23063 - March 9)

INVESTMENT ADVISERS ACT RELEASES

MORELAND MANAGEMENT COMPANY

An order has been issued on an application filed by Moreland Management Company under Section 202(a)(11)(F) of the Investment Advisers Act. The order declares Moreland Management Company to be a person not within the intent of Section 202(a)(11) of the Advisers Act, which defines the term "investment adviser." (Rel IA-1706 - March 10)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change (SR-PHLX-97-46) relating to proposed By-Law amendments to Article IV, Section 4-8, Article V, Section 5-5, and Article XXII, Section 22-1. Publication of the proposal in the Federal Register is expected during the week of March 9. (Rel. 34-39722)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-CBOE-98-02) submitted by the Chicago Board Options Exchange amending the CBOE Constitution to limit the number of consecutive terms that may be served by the Chairman of the Executive Committee. (Rel. 34-39728)

The Commission approved a proposed rule change and Amendment No. 1 thereto and issued notice of filing and granted accelerated approval

to Amendment Nos. 2, 3, 4, 5, and 6 to a proposed rule change submitted by the National Association of Securities Dealers (SR-NASD-97-56) to amend Rule 3110 and to adopt new Rules 6950 through 6957 relating to the creation of an order audit trail system. (Rel. 34-39729)

The Commission approved a proposed rule change filed by the American Stock Exchange (SR-Amex-97-41) to establish the minimum trading increment for bids and offers in option contracts pursuant to the Exchange Act's Section 19(b)(3)(A) filing process. (Rel. 34-39734)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a notice of filing and immediate effectiveness of a proposed rule change (SR-NASD-98-19) proposing to postpone the effective date of recently approved amendments to NASD Interpretive Material 8310-2 and Forms U-4 and U-5. Publication of the notice in the Federal Register is expected during the week of March 9. (Rel. 34-39731)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change filed by Boston Stock Exchange (SR-BSE-97-09) relating to its specialist evaluation program. (Rel. 34-39730)

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.

Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

F-6 CBT GROUP PLC/ADR/, 48 WALL STREET, NEW YORK, NY 10286 - 100,000,000
(\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8380 -
FEB 26) (BR 3)

S-8 ELAN CORP PLC, LINCOLN HOUSE LINCOLN PLACE, COUNTY WESTMEATH,
DUBLIN 2 IRELAND, L2 (353) 709-4000 - 1,276,484 (\$74,075,962 13)
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8384 - FEB 27) (BR. 1)

F-1 TRANSGENE SA, 11 RUE DE MOLSHHEIM, STRASBOURG FRANCE, IO - 1,293,750
(\$56,278,125) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8388 -
FEB 27) (BR 1 - NEW ISSUE)

F-6 FOSCHINI LTD \ADR\, 111 WALL ST, C/O CITIBANK NA, NEW YORK, NY 10043
(212) 657-7691 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8390 - FEB 27) (BR 99)

F-1 SHIRE PHARMACEUTICALS GROUP PLC, FOSSE HOUSE E ANTON COURT,
ICKNIELD WAY, ANDOVER HANTS SP10 5RG, X0 (126) 433-3455 - 23,000,000
(\$136,620,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8394 -
MAR 02) (BR. 1 - NEW ISSUE)

S-3 FORT JAMES CORP, 75 TRI STATE INTERNATIONAL OFFICE CENTER,
SUITE 100 & 175, LINCOLNSHIRE, IL 60069 (847) 317-5000 - 800,000,000
(\$800,000,000) STRAIGHT BONDS (FILE 333-47287 - MAR 04) (BR. 4)

S-4 DEL MONTE FOODS CO, ONE MARKET PLZ, C/O DEL MONTE CORP, SAN FRANCISCO,
CA 94105 (415) 247-3000 - 230,000,000 (\$125,524,800) STRAIGHT BONDS
(FILE 333-47289 - MAR 04) (BR. 2)

SB-2 SOUTHERN HERITAGE BANCORP, P O BOX 907, P O BOX 907, OAKWOOD, GA 30566
(770) 532-4537 - 1,000,000 (\$10,000,000) COMMON STOCK (FILE 333-47291 -
MAR 04) (BR 9 - NEW ISSUE)

S-3 NCS HEALTHCARE INC, 3201 ENTERPRISE PKWY, STE 2200, BEACHWOOD, OH 44122
- 1,506,037 (\$43,157,297 47) COMMON STOCK (FILE 333-47293 - MAR 04)
(BR 1)

S-3 STAR GAS PARTNERS LP, 2187 ATLANTIC ST, STAMFORD, CT 06902
(203) 328-7300 - 1,060,727 (\$23,468,584 87) COMMON STOCK (FILE 333-47295
- MAR 04) (BR 2)

S-3 INMC MORTGAGE HOLDINGS INC, 155 N LAKE AVE, MSN 35 13, PASADENA, CA
91101 (800) 669-2300 - 5,900,000 (\$156,165,330) COMMON STOCK (FILE
333-47297 - MAR. 04) (BR. 8)

S-8 MAXIM GROUP INC /, 210 TOWNPARK DR, KENNESAW, GA 30144 (770) 590-9369 -
1,000,000 (\$18,530,000) COMMON STOCK (FILE 333-47299 - MAR 04) (BR 2)

S-3 BMC SOFTWARE INC, 2101 CITYWEST BLVD, HOUSTON, TX 77042 (713) 918-8800
- 20,000 (\$1,513,750) COMMON STOCK (FILE 333-47301 - MAR 04) (BR 3)

S-3 PROJECTAVISION INC, TWO PENN PLZ STE 640, NEW YORK, NY 10121
(212) 971-3000 - 7,825,000 (\$5,868,750) COMMON STOCK (FILE 333-47303 -
MAR 04) (BR 4)

S-8 YOUTH SERVICES INTERNATIONAL INC, 2 PARK CENTER CT, STE 200,
OWINGS MILLS, MD 21117 (410) 356-8600 - 500,000 (\$7,469,000) COMMON STOCK
(FILE 333-47305 - MAR 04) (BR 9)

S-1 N2K INC, 55 BROAD ST 26TH FL, NEW YORK, NY 10004 - 4,370,000
(\$111,740,900) COMMON STOCK (FILE 333-47307 - MAR 04) (BR 2)

S-3 GOLDEN STATE BANCORP INC, 414 N CENTRAL AVE, GLENDALE, CA 91203
(818) 500-2000 - 14,636,000 (\$14,636,000) COMMON STOCK (FILE 333-47309 -
MAR 04) (BR 7)

S-3 AMERICAN RESIDENTIAL EAGLE INC, 446 MARINE VIEW AVENUE, SUITE 230,
DEL MAR, CA 92014 (619) 350-5001 - 1,000,000 (\$1,000,000)
EQUIPMENT TRUST CERTIFICATES (FILE 333-47311 - MAR 04) (BR 8
- NEW ISSUE)

S-4 CITIZENS BANCSHARES INC /OH/, 10 EAST MAIN ST, SALINEVILLE, OH 43945
(216) 679-2328 - 2,150,889 (\$146,841,192.03) COMMON STOCK. (FILE
333-47315 - MAR. 04) (BR 7)

S-3 RENTECH INC /CO/, 1331 17TH STREET SUITE 720, DENVER, CO 80202
(303) 298-8008 - 17,834,094 (\$21,177,986 60) COMMON STOCK (FILE
333-47317 - MAR 04) (BR 4)

SB-2 U S BRIDGE CORP, 53-09 97TH PLACE, CORONA, NY 11368 (718) 699-0100 -
662,500 (\$689,250) COMMON STOCK (FILE 333-47323 - MAR 02) (BR 9)

S-3 HOME HEALTH CORP OF AMERICA INC \PA\, 2200 RENAISSANCE BLVD, STE 300,
KING OF PRUSSIA, PA 19406 (610) 272-1717 - 380,048 (\$1,520,192)
COMMON STOCK (FILE 333-47325 - MAR 04) (BR 1)

- S-1 GERBER CHILDRENSWEAR INC, 7005 PELHAM RD, GREENVILLE, SC 29802
(864) 987-5200 - \$57,500,000 COMMON STOCK. (FILE 333-47327 - MAR. 04)
(NEW ISSUE)
- S-3 DOLLAR TREE STORES INC, 2555 ELLSMERE AVE, NORFOLK COMMERCE PARK,
NORFOLK, VA 23513 (804) 857-4600 - 5,175,000 (\$218,643,750) COMMON STOCK.
(FILE 333-47329 - MAR 04) (BR. 2)
- S-1 PHYSICIANS TRUST INC, 1300 POST OAK BOULEVARD, SUITE 1800, HOUSTON, TX
77056 (713) 622-1818 - \$36,800,000 COMMON STOCK (FILE 333-47331 -
MAR 04)
- S-4 DAEDALUS ENTERPRISES INC, 300 PARKLAND PLAZA, P O BOX 1869, ANN ARBOR,
MI 48106 (313) 769-5649 - \$2,467,289 COMMON STOCK. (FILE 333-47333 -
MAR 04) (BR 1)
- S-3 ATEC GROUP INC, 1952 EAST JERICHO TURNPIKE, EAST NORTHPORT, NY 11731
(212) 779-8600 - 3,112,772 (\$10,111,943 50) COMMON STOCK. (FILE 333-47337
- MAR 04) (BR 3)
- S-3 BROADVISION INC, 333 DISTEL CIRCLE, LOS ALTOS, CA 94022 (415) 943-3600
- 3,795,000 (\$46,014,375) COMMON STOCK (FILE 333-47339 - MAR. 04)
(BR 3)
- S-4 IWERKS ENTERTAINMENT INC, 4540 WEST VALERIO ST, BURBANK, CA 91505
(818) 841-7766 - 6,294,476 (\$16,522,999 50) COMMON STOCK (FILE 333-47341
- MAR 04) (BR 5)
- S-8 MEDICAL SCIENCE SYSTEMS INC, 4400 MACARTHUR BLVD, STE 980,
NEWPORT BEACH, CA 92660 (714) 440-9730 - 1,300,000 (\$6,136,000)
COMMON STOCK (FILE 333-47343 - MAR 04) (BR 9)
- S-4 DAILEY INTERNATIONAL INC, P O BOX 1836, 2507 NORTH PRAZIER, CONROE, TX
77305 (713) 350-3399 - 275,000,000 (\$278,093,750) STRAIGHT BONDS (FILE
333-47345 - MAR 05) (BR 4)
- S-4 EOP OPERATING LTD PARTNERSHIP, TWO NORTH RIVERSIDE PLAZA, CHICAGO, IL
60606 (312) 466-3300 - 1,680,000,000 (\$1,680,000,000) STRAIGHT BONDS
(FILE 333-47347 - MAR 05) (BR 8)
- S-8 QWEST COMMUNICATIONS INTERNATIONAL INC, 555 17TH ST STE 1000, DENVER, CO
80202 (303) 291-1400 - 2,000,000 (\$70,250,000) COMMON STOCK (FILE
333-47349 - MAR 04) (BR 3)

RECENT 8K FILINGS

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

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

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

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
ACTION PERFORMANCE COMPANIES INC	AZ								X		03/05/98	
ADVANTA CREDIT CARD MASTER TRUST II	DE				X	X					02/20/98	
ADVANTA NATIONAL BANK					X	X					02/20/98	
ADVANTA NATIONAL BANK USA /PA/					X	X					02/20/98	
AGRIBIOTECH INC	CO								X		01/06/98	AMEND
AGRIBIOTECH INC	CO								X		01/09/98	AMEND
AGRIBIOTECH INC	CO				X	X					01/26/98	
AGTSPOITS INC	CO				X						03/06/98	
AIRPLANES LTD					X						03/10/98	
AIRPLANES US TRUST	DE				X						03/10/98	
ALLIANCE GAMING CORP	NV				X	X					03/09/98	
ALUMAX INC	DE				X	X					03/09/98	
AMERICAN CONSOLIDATED GROWTH CORP	DE				X						03/09/98	
AMERICAN GENERAL FINANCE CORP	IN				X						03/05/98	
AMERICAN MOBILE SATELLITE CORP	DE				X						03/09/98	
AMERICREDIT FINANCIAL SERVICES INC	DE		X					X			02/26/98	
AMERISOURCE DISTRIBUTION CORP	DE				X	X					03/06/98	
ATMI INC	DE		X								03/09/98	
AVALON PROPERTIES INC	MD				X	X					03/08/98	
AW COMPUTER SYSTEMS INC	NJ		X								03/10/98	
BALLARD MEDICAL PRODUCTS	UT		X								02/25/98	
BANYAN SYSTEMS INC	MA				X	X					03/05/98	
BARR LABORATORIES INC	NY				X	X					03/09/98	
BASE TEN SYSTEMS INC	NJ				X	X					03/03/98	
BEAZER HOMES USA INC	DE				X						03/10/98	
BENCHMARK ELECTRONICS INC	TX		X					X			02/23/98	
BENTLEY INTERNATIONAL INC	MO				X						03/09/98	
BEST BUY CO INC	MN				X	X					03/10/98	
BETZDEARBORN INC	PA				X	X					02/12/98	
BIOCONTROL TECHNOLOGY INC	PA		X								02/25/98	
BLOCK MORTGAGE FINANCE ASSET BACKED CERTIFICATES SER 1998-1	DE				X	X					02/25/98	
BOOTH CREEK SKI HOLDINGS INC	DE		X					X			02/26/98	
BOOTS & COOTS INTERNATIONAL WELL CO NTROL INC	DE		X					X			02/20/98	
BROTHERS GOURMET COFFEES INC	DE				X	X					03/02/98	
CENDANT CORP	DE				X	X					03/05/98	
CENTURY BUSINESS SERVICES INC	DE				X						03/06/98	
CHATTEM INC	TN				X	X					03/09/98	
CITIBANK SOUTH DAKOTA N A	DE		X								10/28/97	
CITIBANK SOUTH DAKOTA N A	DE		X								01/27/98	
CITIZENS FIRST FINANCIAL CORP	DE				X						03/09/98	
CKE RESTAURANTS INC	DE				X	X					03/02/98	
COACHMAN INC	DE		X								02/17/98	
COASTAL BANCORP INC	TX				X	X					03/31/98	
COMPAQ COMPUTER CORP	DE				X	X					03/06/98	
COMPSCRIPTS INC	FL				X	X					02/23/98	
COMPUTER LEARNING CENTERS INC	DE				X	X					02/17/98	
CONECTIV INC	DE							X			03/09/98	AMEND
CONMED CORP	NY				X	X					03/09/98	
CONSOLIDATED GRAPHICS INC /TX/	TX				X	X					03/09/98	
CONSOLIDATED STAINLESS INC	DE			X				X			12/15/97	
CONSOLIDATED TECHNOLOGY GROUP LTD	NY				X						02/23/98	
CONSOLIDATED TECHNOLOGY GROUP LTD	NY				X						03/09/98	
CROWN RESOURCES CORP	WA				X	X					02/27/98	
CWMBS INC	DE				X	X					01/27/98	
CWMBS INC	DE				X	X					01/27/98	
DELMARVA POWER & LIGHT CO /DE/	DE					X					03/09/98	AMEND
DELTA MILLS INC	DE				X						03/28/98	
DELTA WOODSIDE INDUSTRIES INC /SC/	SC				X						03/28/98	
DUKE REALTY LIMITED PARTNERSHIP	IN							X			03/05/98	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
DUNN COMPUTER CORP	DE		X								09/12/97	AMEND
DYNEX SECURITIES CORP	VA					X					02/01/98	
EASTWIND GROUP INC	DE		X				X				02/23/98	
ENVOY CORP /TN/	TN		X					X			02/27/98	
EQUALNET HOLDING CORP	TX		X		X	X					03/05/98	
ERGO SCIENCE CORP	DE				X	X					02/23/98	
ESG RE LTD							X				02/27/98	
EVI INC	DE							X			03/05/98	AMEND
FEDERAL REALTY INVESTMENT TRUST	DC					X					03/10/98	
FF HOLDINGS CORP	DE			X				X			02/20/98	
FIELDS AIRCRAFT SPARES INC	UT							X	X		02/20/98	
FINANCIAL ASSET SEC INC MORT PART S ECURITIES SER 1997-NAMC2						X		X			02/28/98	
FOAMEX CAPITAL CORP	DE		X					X			12/23/97	AMEND
FOAMEX INTERNATIONAL INC	DE		X					X			12/23/97	AMEND
FOAMEX L P	DE		X					X			12/23/97	AMEND
FONDA GROUP INC							X				03/06/98	
FORT JAMES CORP	VA					X	X				12/28/97	
FOXMOOR INDUSTRIES LTD	DE					X					02/28/98	
FRANKLIN FINANCIAL SERVICES CORP /P A/	PA		X								03/06/98	
FRED MEYER INC	DE				X	X					03/04/98	
FRITZ COMPANIES INC	DE				X						03/06/98	
FUSION SYSTEMS CORP	DE			X		X					03/04/98	
GALEY & LORD INC	DE				X						02/24/98	
GEMSTAR ENTERPRISES INC	NV				X						02/20/98	AMEND
GEMSTAR ENTERPRISES INC	NV				X						02/20/98	AMEND
GERBER SCIENTIFIC INC	CT		X					X			02/27/98	
GLACIER BANCORP INC	DE					X	X				03/06/98	
GLOBAL OUTDOORS INC	AK				X						03/03/98	
GNI GROUP INC /DE/	DE				X	X					02/27/98	
GRANDEUR INC	NV	X	X			X	X	X			02/26/98	
GUARDIAN INTERNATIONAL INC	NV		X		X	X					02/23/98	
HAGLER BAILLY INC	DE					X					03/10/98	
HE RO GROUP LTD	DE							X			12/24/97	AMEND
HI RISE RECYCLING SYSTEMS INC	FL		X					X			02/20/98	
HOMESIDE MORTGAGE SECURITIES INC /D E/	DE							X			02/25/98	
HOPPED BANCORP INC	DE					X					02/06/98	
IL INTERNATIONAL INC	DE				X	X					03/06/98	
INGERSOLL RAND CO	NJ							X			03/09/98	
IRON MOUNTAIN INC /DE	DE				X	X					03/09/98	
ITEQ INC	DE							X			03/06/98	
IIT CORP /NV/	NV		X					X			02/23/98	
ITT EDUCATIONAL SERVICES INC	DE		X					X			02/23/98	
JTS CORP				X				X			02/23/98	
KARA INTERNATIONAL INC	NV	X	X		X	X	X				03/06/98	
KEYSTONE AUTOMOTIVE INDUSTRIES INC	CA				X	X					03/10/98	
LABORATORY CORP OF AMERICA HOLDINGS	DE				X	X					03/03/98	
LABORATORY CORP OF AMERICA HOLDINGS	DE				X	X					03/05/98	
LAIDLAW ENVIRONMENTAL SERVICES INC	DE				X						03/10/98	
LCI INTERNATIONAL INC /VA/	DE				X	X					03/08/98	
LOCH HARRIS INC	NV				X						10/23/97	
LS POWER FUNDING CORP	DE				X	X					03/06/98	
LYCOS INC	DE							X			02/02/98	AMEND
LYNTON GROUP INC	DE							X			12/23/97	AMEND
MARCUS CABLE CAPITAL CORP	DE		X								03/09/98	
MARCUS CABLE CAPITAL CORP	DE		X								03/09/98	
MARCUS CABLE CAPITAL CORP II	DE		X								03/09/98	
MARCUS CABLE CAPITAL CORP II	DE		X								03/09/98	

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		1	2	3	4	5	6	7	8	9		
MARCUS CABLE CAPITAL CORP III	DE	X									03/09/98	
MARCUS CABLE CAPITAL CORP III	DE	X									03/09/98	
MARCUS CABLE CO LP	DE	X									03/09/98	
MARCUS CABLE CO LP	DE	X									03/09/98	
MARCUS CABLE OPERATING CO LP	DE	X									03/09/98	
MARCUS CABLE OPERATING CO LP	DE	X									03/09/98	
MBF USA INC	MD							X			03/09/98	
MEDITRUST CORP	DE			X	X						01/03/98	
MEDITRUST OPERATING CO	DE			X	X						01/03/98	
METROPOLITAN HEALTH NETWORKS INC	FL	X			X						02/22/98	
MICROWARE SYSTEMS CORP	IA	X									02/20/98	
MMCA AUTO OWNER TRUST 1997-1	DE					X					01/31/98	
MOLTEN METAL TECHNOLOGY INC /DE/	DE			X	X						09/09/98	
MONEYGRAM PAYMENT SYSTEMS INC	DE			X	X						01/08/98	AMEND
MORROW SNOWBOARDS INC	OR			X							03/03/98	
MORTGAGE PARTICIPATION SECURITIES S ERIES 1997 NAMC1	VA			X	X						02/28/98	
NATIONAL AUTO CREDIT INC /DE	DE			X							03/06/98	
NATIONAL CITY CORP	DE			X	X						03/09/98	
NATIONAL DIAGNOSTICS INC	FL	X			X						03/10/98	
NEIMAN MARCUS FUNDING CORP	DE	X									02/28/98	
NEUROMEDICAL SYSTEMS INC	DE			X							03/09/98	
NL INDUSTRIES INC	NJ			X	X						03/10/98	
NORWEST ASSET SEC CORP MORT PS THR CERT SER 1998-1 TRUST	NY					X					02/25/98	
NORWEST ASSET SEC CORP MORT PS THR CERT SER 1998-2 TRUST	NY					X					02/25/98	
NORWEST ASSET SEC CORP MORT PS THR CERT SER 1998-3 TRUST	NY					X					02/25/98	
NORWEST ASSET SEC CORP MORT PS THR CERT SER 1998-4 TRUST	NY					X					02/25/98	
NORWEST ASSET SECURITIES CORP	DE			X	X						02/24/98	
NORWEST ASSET SECURITIES CORP	DE			X	X						02/27/98	
NRG GENERATING U S INC	DE			X							03/09/98	
NTL INC /DE/	DE			X	X						03/06/98	
OHM CORP	OH	X			X						02/25/98	
OPHTHALMIC IMAGING SYSTEMS INC	CA	X		X	X						02/25/98	
PARADIGM TECHNOLOGY INC /DE/	DE			X							03/09/98	
PAREXEL INTERNATIONAL CORP	MA	X			X						03/01/98	
PAYLESS SHOESOURCE INC	MO			X	X						03/02/98	
PEASE OIL & GAS CO /CO/	NV			X	X						03/09/98	
PEOPLES BANCTRUST CO INC	AL	X			X						03/06/98	
PERSONNEL GROUP OF AMERICA INC	DE			X	X						03/06/98	
PHARMOS CORP	NV			X							03/10/98	
PITTSWAY CORP /DE/	DE			X							03/10/98	
PLANET HOLLYWOOD INTERNATIONAL INC	DE			X	X						03/09/98	
PLANET HOLLYWOOD INTERNATIONAL INC	DE			X	X						03/09/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						02/26/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	
PNC MORTGAGE SECURITIES CORP	DE			X	X						03/01/98	

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PNC MORTGAGE SECURITIES CORP	DE				X	X					03/01/98	
PNC MORTGAGE SECURITIES CORP	DE				X	X					03/01/98	
PREMIER LASER SYSTEMS INC	CA	X				X					02/25/98	
PRICELLULAR CORP	DE				X	X					03/06/98	
PRICELLULAR WIRELESS CORP	DE				X	X					03/06/98	
PROFIT FINANCIAL CORP	UT				X						02/25/98	
PSINET INC	NY	X				X					02/25/98	
QUADRAMED CORP	DE					X					04/24/97	AMEND
QUADRAMED CORP	DE					X					09/29/97	AMEND
QUARTERDECK CORP	DE				X						03/04/98	
QWEST COMMUNICATIONS INTERNATIONAL INC	DE	X									03/08/98	
RAM ENERGY INC/OK	OK	X			X	X	X				02/24/98	
RESIDENTIAL ACCREDIT LOANS INC	DE				X	X					03/09/98	
RESIDENTIAL ASSET SECURITIES CORP	DE				X	X					03/09/98	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE					X					03/10/98	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE				X	X					03/10/98	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES II INC	DE				X	X					03/09/98	
ROGUE WAVE SOFTWARE INC /OR/ SAKS HOLDINGS INC	DE	X				X					02/27/98	
SANTA BARBARA BANCORP	CA	X									12/31/98	
SAVOIR TECHNOLOGY GROUP INC/DE	DE				X	X					03/09/98	
SECURITY PACIFIC HOME EQUITY TRUST 1991-A	CA					X					02/25/98	
SEMTECH CORP	DE				X	X					12/10/97	
SEQUESTER HOLDINGS INC/NV	NV				X						03/10/98	
SFX ENTERTAINMENT INC	OH	X			X	X	X				02/24/98	
SIGNATURE BRANDS INC	DE				X	X					03/02/98	
SIGNATURE BRANDS USA INC	DE				X	X					03/02/98	
SISTERSVILLE BANCORP INC	DE				X	X					03/09/98	
SOMATOGEN INC	DE				X	X					02/23/98	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X					02/25/98	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X					02/27/98	
STAR BUFFET INC	DE	X				X					02/24/98	
STARWOOD HOTEL & RESORTS WORLDWIDE INC	MD	X				X					02/23/98	
STARWOOD HOTELS & RESORTS	MD	X				X					02/23/98	
STEWART ENTERPRISES INC	LA				X						03/10/98	
STRUCTURED ASSET SEC CORP MORT PASS THRO CERT SER 1998-1 TR	NY					X					03/02/98	
STRUCTURED ASSET SEC CORP MORT PASS THRO CERT SER 1998-2 TR	NY					X					02/25/98	
SUIZA FOODS CORP	DE	X				X					02/20/98	
SUIZA FOODS CORP	DE				X	X					02/27/98	
SYNOVUS FINANCIAL CORP	GA				X	X					03/09/98	
SYSTEMS COMMUNICATIONS INC	FL	X									03/02/98	
SYSTEMSOFT CORP	DE				X	X					03/05/98	
TECHNICLONE CORP/DE/ TECHNICLONE CORP/DE/	CA				X	X					02/25/98	
TEL SAVE HOLDINGS INC	DE				X	X					02/06/98	
TELTRONICS INC	DE				X	X					03/31/98	
TEXAS INSTRUMENTS INC	DE	X				X					12/24/97	AMEND
TEXOIL INC /NV/ TEXOIL INC /NV/	NV				X	X					03/04/98	
TIDEWATER INC	DE	X				X					02/20/98	
TIER TECHNOLOGIES INC	CA				X	X					03/09/98	
TITAN CORP	DE	X									02/26/98	

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TITAN CORP	DE								X		02/26/98	AMEND
TOPS APPLIANCE CITY INC	NJ	X									12/31/97	
TOTAL SYSTEM SERVICES INC	GA				X	X					03/09/98	
TOYOTA AUTO LEASE TRUST 1997-A	CA			X							01/31/98	
TRANSACTION NETWORK SERVICES INC	DE		X					X			02/27/98	
TREMONT CORPORATION	DE	X									03/05/98	
ULTRAMAR DIAMOND SHAMROCK CORP	DE	X									03/03/98	
UNITED INTERNATIONAL HOLDINGS INC	DE				X						02/05/98	
US FOODSERVICE/MD/	DE				X	X					12/23/97	AMEND
US OFFICE PRODUCTS CO	DE				X	X					01/13/98	
VALHI INC /DE/	DE				X	X					03/10/98	
VEECO INSTRUMENTS INC	DE				X	X					02/28/98	
WEATHERFORD ENTERRA INC	DE				X	X					03/04/98	
WESTERN ATLAS INC	DE				X	X					03/09/98	
WORLDWIDE GOLF RESOURCES INC	NV	X									03/06/97	
3 D SYSTEMS CORP	DE				X						03/09/98	
3-D GEOPHYSICAL INC	DE		X					X			03/08/98	