

# SEC NEWS DIGEST

Issue 98-100

May 26, 1998

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## ENFORCEMENT PROCEEDINGS

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### CEASE-AND-DESIST ORDER ENTERED AGAINST RICHARD TOBIN

On May 22, Richard E. Tobin (Tobin) settled a previously instituted cease-and-desist proceeding by consenting to the entry of an Order Making Findings and Imposing a Cease-and-Desist Order (Order). The Order finds that Tobin was employed as a sales agent by Tobin Investment Corporation from at least September 1994 until February 1995, and during that period Tobin offered and sold unregistered securities in the form of promissory notes secured by fractionalized and unfractionalized deeds of trust to develop a residential real estate project in Las Vegas, Nevada called "Rancho Mirage." Tobin, who neither admitted nor denied the findings in the Order, was ordered to cease and desist from committing or causing violations and any future violations of the securities registration and broker-dealer registration provisions of the federal securities laws. (Rels. 33-7542; 34-40023; File No. 3-9544)

### PROCEEDING INSTITUTED AGAINST JEFFREY STEINBERG AND JOHN GERON

The Commission announced the institution of a cease and desist proceeding on May 22 against Jeffrey M. Steinberg and John Geron, two partners in the accounting firm of Arthur Andersen & Co. In the Order, the Division of Enforcement alleges that Steinberg and Geron advised and concurred in accounting which wrongfully allowed an audit client, Spectrum Information Technologies, Inc., to recognize illusory revenues and profits which were reported in Spectrum's Forms 10-Q. The Division alleges that, by their actions, Steinberg and Geron each was a cause of Spectrum's violations of Section 13(a) of the Securities Exchange Act of 1934.

A hearing will be scheduled to determine whether the allegations are true and, if so, whether a cease and desist order should be issued. See also LR-15578 and Rels. 33-7426, 33-7481, 34-38774, 34-39396 and AAER-930. (Rels. 34-40025; AAER-1038; File No. 3-9608)

### SALES AGENT SETTLES INJUNCTIVE ACTION

On May 21, the Commission filed an action in the United States District Court for the Central District of California against Bruce

K. Baumann (Baumann), a sales agent formerly employed by Affordable Prepaid Cellular, Inc. (APC). Baumann consented to the entry of a permanent injunction against him, without admitting or denying the Commission's allegations, and agreed to pay \$12,000 in disgorgement, with all but \$4,300 waived, and no civil penalties assessed, based on his demonstrated inability to pay.

The Commission's complaint alleges that Baumann fraudulently offered and sold APC's securities by misrepresenting the use of investor funds, the risk of investment, and the identity of APC's control person whom Baumann knew was using an alias and was a recidivist securities violator. Baumann also acted as an unregistered broker or dealer in selling the securities. The Commission previously enjoined and obtained monetary relief from APC for the fraudulent offer and sale of securities in its "prepaid cellular" telephone business.

The Commission alleged in its complaint that Baumann violated Section 17(a) of the Securities Act of 1933 and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. Bruce K. Baumann, SACV 98-438 AHS, EEx, C.D. Cal. 1998] (LR-15755)

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#### **INVESTMENT COMPANY ACT RELEASES**

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##### **CHASE GLOBAL CO-INVEST PARTNERS 1997, L.P., ET AL.**

A notice has been issued giving interested persons until June 15, 1998 to request a hearing on an application filed by Chase Global Co-Invest Partners 1997, L.P. and The Chase Manhattan Corporation (Chase) for an order under Sections 6(b) and 6(e) of the Investment Company Act in connection with the formation of limited partnerships and limited liability companies (Partnerships) to be offered to certain key employees and qualified participants of Chase and affiliated companies. Each Partnership will be an "employees' securities company" within the meaning of Section 2(a)(13) of the Act. (Rel. IC-23202 - May 21)

##### **THE DREYFUS/LAUREL FUNDS, INC. ET AL.**

A notice has been issued giving interested persons until June 16, 1998 to request a hearing on an application filed by Dreyfus/Laurel Funds, Inc. et al. for an order under Section 17(b) of the Investment Company Act granting an exemption from Section 17(a) of the Act. The order would permit a series of the Dreyfus Index Funds, Inc. to acquire all of the assets and liabilities of a series of Dreyfus/Laurel Funds, Inc. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-23203 - May 22)

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## SELF-REGULATORY ORGANIZATIONS

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### WITHDRAWAL

An order has been issued granting the application of Oryx Technology Corp. to withdraw its Common Stock, \$0.001 Par Value and Common Stock Warrants, from listing and registration on the Pacific Exchange. (Rel.34-40024)

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## SECURITIES ACT REGISTRATIONS

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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>.

- S-3 WESTFIELD AMERICA INC, 11601 WILSHIRE BLVD 12TH FLOOR, LOS ANGELES, CA  
90025 (310) 478-4456 (FILE 333-52977 - MAY 19) (BR. 8)
- S-3 BOREALIS TECHNOLOGY CORP, 4070 SILVER SAGE DR, STE 211, CARSON CITY, NV  
89701 (702) 888-3200 - 1,501,500 (\$3,284,531.25) COMMON STOCK (FILE  
333-52983 - MAY. 19) (BR 9)
- S-8 COMMERCIAL NATIONAL FINANCIAL CORP /MI, 101 N PINE RIVER ST, ITHACA, MI  
48847 (517) 875-4144 - 50,000 (\$1,975,000) COMMON STOCK (FILE 333-52985 -  
MAY 19) (BR 7)
- S-3 HUSSMANN INTERNATIONAL INC, 12999 ST CHARLES ROCK RD, BRIDGETON, MO  
63044 (314) 291-2000 - 250,000,000 (\$250,000,000) STRAIGHT BONDS (FILE  
333-52987 - MAY 19) (BR 2)
- S-8 TRUE NORTH COMMUNICATIONS INC, 101 E ERIE ST, CHICAGO, IL 60611  
(415) 425-6500 - 4,500,000 (\$145,530,000) COMMON STOCK (FILE 333-52989 -  
MAY. 19) (BR. 2)
- S-8 FM PROPERTIES INC, 1615 POYDRAS ST, NEW ORLEANS, LA 70112 (504) 582-5300  
- 850,000 (\$5,259,375) COMMON STOCK (FILE 333-52995 - MAY 19) (BR 8)
- S-8 FCNB CORP, 7200 FCNB COURT, FREDERICK, MD 21703 (301) 662-2191 -  
7,939,185 (\$7,939,185 75) COMMON STOCK (FILE 333-52997 - MAY. 19)  
(BR 7)
- S-8 PEAPACK GLADSTONE FINANCIAL CORP, PEAPACK GLADSTONE FINACIAL CORP,  
158 ROUTE 206 NORTH, GLADSTONE, NJ 07934 (908) 234-0700 - 100,000  
(\$5,250,000) COMMON STOCK. (FILE 333-53001 - MAY 19) (BR. 7)

S-8 MICRO LINEAR CORP /CA/, 2092 CONCOURSE DRIVE, SAN JOSE, CA 95131  
(408) 433-5200 - 2,184,885 (\$11,197,919 07) COMMON STOCK (FILE 333-53003  
- MAY 19) (BR 5)

S-4 COLTEC INDUSTRIES INC, 3 COLISEUM CENTRE, 2550 WEST TYVOLA ROAD,  
CHARLOTTE, NC 28217 ((70) 4) -423 - 300,000,000 (\$300,000,000)  
STRAIGHT BONDS (FILE 333-53005 - MAY. 19) (BR 6)

S-3 NEW YORK TIMES CO, 229 W 43RD ST, NEW YORK, NY 10036 (212) 556-1234 -  
185,000 (\$13,146,563) COMMON STOCK. (FILE 333-53007 - MAY. 19) (BR. 5)

S-8 GOLDEN PANTHER RESOURCES LTD, 1111 W HASTINGS ST #211, SUITE 150,  
VANCOUVER, A1 84101 (801) 272-2457 - 2,791,500 (\$967,450) COMMON STOCK.  
(FILE 333-53009 - MAY. 19) (BR. 4)

S-8 FIRST INTERSTATE BANCSYSTEM OF MONTANA INC, P O BOX 30918,  
401 NO 31ST STREET, BILLINGS, MT 59116 (406) 255-5300 - 500,000  
(\$13,750,000) COMMON STOCK (FILE 333-53011 - MAY. 19) (BR 7)

S-3 CINTAS CORP, 6800 CINTAS BLVD, P O BOX 625737, CINCINNATI, OH 45262  
(513) 459-1200 - 10,194 (\$474,021) COMMON STOCK. (FILE 333-53013 -  
MAY 19) (BR 2)

S-3 CINTAS CORP, 6800 CINTAS BLVD, P O BOX 625737, CINCINNATI, OH 45262  
(513) 459-1200 - 16,614 (\$772,551) COMMON STOCK (FILE 333-53015 -  
MAY 19) (BR. 2)

S-8 INTERCARDIA INC, 3200 E HIGHWAY STE 300,  
PO BOX 14287 CAPE FEAR BLDG STE 101, RESEARCH TRIANGLE PA, NC 27709  
(919) 558-8688 - 1,000,000 (\$1,612,500) COMMON STOCK (FILE 333-53017 -  
MAY 19) (BR 1)

SB-2 HYPERTENSION DIAGNOSTICS INC /MN, 2915 WATERS ROAD SUITE 108,  
612-687-9999, EAGAN, MN 55121 (612) 687-9999 - 2,875,000 (\$11,859,375)  
WARRANTS, OPTIONS OR RIGHTS 2,875,000 (\$15,812,500) COMMON STOCK (FILE  
333-53025 - MAY. 19) (BR 9)

S-8 PATHFINDER BANCORP INC, 214 W FIRST ST, OSWEGO, DE 13126 (315) 343-0057  
- 185,152 (\$2,166,682.83) COMMON STOCK (FILE 333-53027 - MAY 19)  
(BR 7)

S-8 AMERICAN MEDICAL ALERT CORP, 3265 LAWSON BLVD, OCEANSIDE, NY 11572  
(516) 536-5850 - 750,000 (\$2,578,125) COMMON STOCK (FILE 333-53029 -  
MAY 19) (BR. 8)

S-8 QUARTERDECK CORP, 13160 MINDANAO WAY, MARINA DEL REY, CA 90292  
(310) 309-3700 - 100,000 (\$250,000) COMMON STOCK (FILE 333-53033 -  
MAY 19) (BR 3)

S-8 PAINE WEBBER GROUP INC, 1285 AVE OF THE AMERICAS, NEW YORK, NY 10019  
(212) 713-2000 - 3,500,000 (\$154,665,000) COMMON STOCK (FILE 333-53037 -  
MAY 19) (BR 7)

S-3 NEWELL CO, 29 E STEPHENSON ST, NEWELL CTR, FREEPORT, IL 61032  
(815) 235-4171 - 3,094,214 (\$145,149,579) COMMON STOCK (FILE 333-53039 -  
MAY 19) (BR 6)

S-3 BLONDER TONGUE LABORATORIES INC, ONE JAKE BROWN RD, PO BOX 1000,  
OLD BRIDGE, NJ 08857 (908) 679-4000 - 317,889 (\$3,238,495) COMMON STOCK.  
(FILE 333-53045 - MAY. 19) (BR. 7)

S-8 C H ROBINSON WORLDWIDE INC, 8100 MITCHELL ROAD, #200, EDEN PRAIRIE, MN  
55344 (612) 937-8500 - 25,000 (\$556,250) COMMON STOCK. (FILE 333-53047 -  
MAY 19) (BR. 5)

S-8 TIMBERLINE BANCSHARES INC, 123 NORTH MAIN ST, PO BOX 1087, YREKA, CA  
96097 (916) 842-6191 - 300,000 (\$4,125,000) COMMON STOCK. (FILE 333-53049  
- MAY 19) (BR 7)

S-8 SCAN GRAPHICS INC, 649 NORTH LEWIS RD STE 220, LIMERICK, PA 19468  
(610) 495-6701 - 3,000,000 (\$6,000,000) COMMON STOCK (FILE 333-53051 -  
MAY 19) (BR 3)

S-3 FLORIDA POWER & LIGHT CO, 700 UNIVERSE BLVD, JUNO BEACH, FL 33408  
(561) 694-4000 - 210,000,000 (\$210,000,000) MORTGAGE BONDS. (FILE  
333-53053 - MAY 19) (BR 4)

S-4 PIMCO ADVISORS HOLDINGS LP, 800 NEWPORT CENTER DR, STE 100,  
NEWPORT BEACH, CA 92660 (949) 717-7022 - 10,000,000 (\$312,200,000)  
LIMITED PARTNERSHIP CERTIFICATE. (FILE 333-53055 - MAY 19) (BR. 7)

S-3 HSB GROUP INC, ONE STATE ST, P O BOX 5024, HARTFORD, CT 06102  
(860) 722-1866 - 205,174 (\$13,746,658) COMMON STOCK (FILE 333-53059 -  
MAY 19) (BR 1)

S-3 EXCITE INC, 555 BROADWAY, REDWOOD, CA 94063 (415) 569-2139 - 1,552,500  
(\$98,149,050) COMMON STOCK (FILE 333-53061 - MAY 19) (BR 3)

S-1 DOLPHIN INC, 3100 NEW YORK DR, PASADENA, CA 91107 - 200,423,437  
(\$200,423,437 50) COMMON STOCK. (FILE 333-53063 - MAY 19) (BR 7)

S-2 FIRST COMMUNITY CORP /SC/, 5455 SUNSET BLVD, LEXINGTON, SC 29072  
(803) 253-8875 - 517,500 (\$7,762,500) COMMON STOCK. (FILE 333-53065 -  
MAY. 19) (BR. 7)

S-11 RESOURCE ASSET INVESTMENT TRUST, 1521 LOCUST ST, 6TH FL, PHILADELPHIA,  
PA 19102 (215) 546-5119 - 3,220,000 (\$60,375,000) COMMON STOCK (FILE  
333-53067 - MAY. 19) (BR 8)

S-3 CADIZ LAND CO INC, 100 WILSHIRE BLVD., SUITE 1600, SANTA MONICA, CA  
90401 (310) -89-9-47 - 5,910,712 (\$76,839,256) COMMON STOCK (FILE  
333-53069 - MAY 19) (BR. 4)

S-8 QUARTERDECK CORP, 13160 MINDANAO WAY, MARINA DEL REY, CA 90292  
(310) 309-3700 - 2,000,000 (\$3,156,000) COMMON STOCK (FILE 333-53073 -  
MAY 19) (BR 3)

S-8 CROGHAN BANCSHARES INC, 323 CROGHAN ST, FREMONT, OH 43420 (419) 332-7301  
- 5,000 (\$254,200) COMMON STOCK (FILE 333-53075 - MAY 19) (BR 7)

S-8 SPECTRIAN CORP /CA/, 350 WEST JAVA DRIVE, SUNNYVALE, CA 94089  
(408) 745-5400 - 25,000 (\$411,750) COMMON STOCK (FILE 333-53079 -  
MAY 19) (BR 7)

S-8 GENE LOGIC INC, 708 QUINCE ORCHARD, ROAD, GAITHERSBURG, MD 20878  
((30) 1)--987- - 5,843,644 (\$31,810,802) COMMON STOCK (FILE 333-53083 -  
MAY 20) (BR 1)

S-8 IN FOCUS SYSTEMS INC, 27700B SW PARKWAY AVE, WILSONVILLE, OR 97070  
(503) 685-8888 - 1,500,000 (\$13,968,750) COMMON STOCK (FILE 333-53085 -  
MAY. 20) (BR. 3)

S-8 FRESENIUS MEDICAL CARE CORP, BORKENBER 14, 61440 OBERURSEL/TS, GERMANY,  
I8 (011) 496-1716 - 900,000 (\$22,134,375) FOREIGN CONVERTIBLE BONDS  
(FILE 333-8686 - APR. 22) (BR 5)

F-3 SGS THOMSON MICROELECTRONICS NV, TECHNOPARC DU PAYS DE GEX BP 112,  
165 RUE EDOUARD BRANLY, FRANCE, 01630 ST GENIS POUIL, I0 (335) 040-2640 -  
674,765,092 (\$553,000,000) STRAIGHT BONDS (FILE 333-8738 - MAY 12)  
(BR 5)

F-6 ERICSSON LM TELEPHONE CO /ADR/, TELEFONPLAN S 126 25, STOCKHOLM SWEDEN,  
V7 (212) 657-5100 - 300,000,000 (\$15,000,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-8742 - MAY 11) (BR 99)

F-10 TELESYSTEM INTERNATIONAL WIRELESS INC, 1250 RENE LEVESQUE BLVD WEST,  
STE 1110, MONTREAL QUEBEC CANADA, E6 (514) 925-8497 - 9,200,000  
(\$200,836,000) FOREIGN COMMON STOCK. (FILE 333-8750 - MAY 12) (BR 3)

F-6 CERVECERIA NACIONAL SA /ADR/, 48 WAKK ST, C/O BANK OF NEW YORK,  
NEW YORK, NY 10286 - 10,000,000 (\$500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-8754 - MAY. 12) (BR 99  
- NEW ISSUE)

F-3 VOCALTEC COMMUNICATIONS LTD, 1 MASKIT ST, HERZLIVA 46733 ISRAEL, L3 -  
444,405 (\$7,749,312 18) COMMON STOCK (FILE 333-8764 - MAY 13) (BR 3)

F-1 GILDAN ACTIVEWEAR INC, 725 MONTEE DE LIESSE, VILLE SAINT LAURENT,  
 QUEBEC CANADA, A8 (514) 735-2023 - 5,175,000 (\$72,450,000)  
 FOREIGN COMMON STOCK (FILE 333-8770 - MAY. 14) (BR 2 - NEW ISSUE)

F-3 ENDESA SA, PRINCIPE DE VERGARA 187, 28002 MADRID SPAIN, U3  
 (341) 566-8800 - 38,115,277 (\$904,094,370 44) COMMON STOCK. (FILE  
 333-8772 - MAY 14) (BR. 2)

S-8 ARAKIS ENERGY CORP, 540 - 5TH AVENUE SW, SUITE 320,  
 CALGARY ALBERTA T2P 0M2, A0 (403) 263-2488 - 2,000,000 (\$4,750,318)  
 COMMON STOCK (FILE 333-8774 - MAY. 14) (BR. 4)

F-6 STET HELLAS TELECOMMUNICATIONS SA /ADR/, 60 WALL ST,  
 C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10260 (212) 648-3250  
 - 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE  
 333-8776 - MAY 15) (BR 99 - NEW ISSUE)

S-8 IMALL INC, 4400 COLDWATER CANYON BLVD, STE 200, STUDIO CITY, CA 91604  
 (818) 509-3600 - 1,000,000 (\$9,410,000) COMMON STOCK (FILE 333-52905 -  
 MAY 15) (BR 9)

S-8 TOLLGRADE COMMUNICATIONS INC \PA\, 493 NIXON RD, CHESWICK, PA 15024  
 (412) 274-2156 - 600,000 (\$13,692,500) COMMON STOCK (FILE 333-52907 -  
 MAY 18) (BR 7)

S-8 V ONE CORP/ DE, 20250 CENTURY BOULEVARD, SUITE 300, GERMANTOWN, MD 20874  
 (301) 515-5200 - 2,800,000 (\$9,532,500) COMMON STOCK. (FILE 333-52909 -  
 MAY 18) (BR 3)

S-8 IFR SYSTEMS INC, 10200 W YORK ST, WICHITA, KS 67215 (316) 522-4981 -  
 600,000 (\$12,168,750) COMMON STOCK. (FILE 333-52911 - MAY 18) (BR 5)

S-3 KELLSTROM INDUSTRIES INC, 14000 NW 4 ST, 11TH FL, SUNRISE, FL 33325  
 (954) 845-0427 - 3,162,500 (\$86,276,953.13) COMMON STOCK (FILE 333-52913  
 - MAY 18) (BR. 5)

S-3 KELLSTROM INDUSTRIES INC, 14000 NW 4 ST, 11TH FL, SUNRISE, FL 33325  
 (954) 845-0427 - 86,250,000 (\$86,250,000) STRAIGHT BONDS (FILE 333-52917  
 - MAY 18) (BR 5)

S-8 VALASSIS COMMUNICATIONS INC, 19975 VICTOR PARKWAY, LIVONIA, MI 48152  
 (313) 591-3000 - 750,000 (\$27,495,000) COMMON STOCK. (FILE 333-52919 -  
 MAY 18) (BR 2)

S-2 CLARITI TELECOMMUNICATIONS INTERNATIONAL LTD, 1341 NORTH DELAWARE AVE,  
 PHILADELPHIA, PA 19125 (215) 425-8682 - 3,368,102 (\$5,457,153)  
 COMMON STOCK (FILE 333-52921 - MAY 18) (BR 7)

S-8 CORE INC, 18881 VON KARMAN AVE, STE 1750, IRVINE, CA 92715  
 (617) 322-6400 - 1,362,949 (\$8,008,510 51) COMMON STOCK (FILE 333-52923 -  
 MAY 18) (BR 1)

S-8 SKANEATELES BANCORP INC, 33 E GENESEE ST, SKANEATELES, NY 13152  
 (315) 685-2265 - 136,500 (\$2,576,437 50) COMMON STOCK. (FILE 333-52925 -  
 MAY 18) (BR 7)

S-8 CODA MUSIC TECHNOLOGY INC, CENTENNIAL LAKES OFFICES PARK,  
 7601 FRANCE AVENUE SOUTH SUITE 225, EDINA, MN 55435 (612) 893-9012 -  
 300,000 (\$515,625) COMMON STOCK. (FILE 333-52927 - MAY. 18) (BR. 3)

S-8 HAYES CORP, 5854 PEACHTREE CORNERS E, NORCROSS, GA 30092 (770) 840-9200  
 - 3,000,000 (\$12,937,500) COMMON STOCK. (FILE 333-52929 - MAY. 18)  
 (BR 3)

S-3 HAYES CORP, 5854 PEACHTREE CORNERS E, NORCROSS, GA 30092 (770) 840-9200  
 - 617,190 (\$2,661,631 87) COMMON STOCK (FILE 333-52931 - MAY. 18)  
 (BR 3)

S-3 TEREX CORP, 500 POST ROAD EAST, WESTPORT, CT 06880 (203) 222-7170 (FILE  
 333-52933 - MAY 18) (BR 5)

S-8 CIRCUIT CITY STORES INC, 9950 MAYLAND DR, RICHMOND, VA 23233  
(804) 527-4000 - 1,000,000 (\$40,000,000) COMMON STOCK (FILE 333-52935 -  
MAY 18) (BR. 2)

S-4 BLACK BOX CORP, 1000 PARK DR, LAWRENCE, PA 15055 (412) 873-6788 -  
1,181,885 (\$44,394,555 31) COMMON STOCK. (FILE 333-52937 - MAY. 18)  
(BR 3)

S-8 HONEYWELL INC, HONEYWELL PLZ, 2701 4TH AVE S, MINNEAPOLIS, MN 55408  
(612) 951-1000 - 1,000,000 (\$91,312,500) COMMON STOCK (FILE 333-52939 -  
MAY 18) (BR 5)

S-3 ACACIA RESEARCH CORP, 12 SOUTH RAYMOND AVENUE, STE B, PASADENA, CA 91105  
(818) 449-6431 - 634,786 (\$10,791,362) COMMON STOCK (FILE 333-52941 -  
MAY 18) (BR 7)

S-8 REGAL CINEMAS INC, 7132 COMMERCIAL PARK DR, KNOXVILLE, TN 37918  
(423) 922-1123 - 30,000,000 (\$150,000,000) COMMON STOCK (FILE 333-52943 -  
MAY 18) (BR. 5)

S-8 ARXA INTERNATIONAL ENERGY INC, 110 CYPRESS STATION DRIVE, SUITE 280,  
STE 280, HOUSTON, TX 77090 (281) 444-1088 - 25,000 (\$14,000) COMMON STOCK.  
(FILE 333-52945 - MAY. 18) (BR. 2)

S-8 SYNC RESEARCH INC, 7 STUDEBAKER, IRVINE, CA 92718 (714) 588-2070 -  
703,147 (\$1,560,986 34) COMMON STOCK (FILE 333-52947 - MAY. 18) (BR 3)

S-3 HARRAHS ENTERTAINMENT INC, 1023 CHERRY ROAD, MEMPHIS, TN 38117  
(901) 762-8600 (FILE 333-52949 - MAY 18) (BR 5)

S-8 METRO-GOLDWYN-MAYER INC, 2500 BROADWAY ST, SANTA MONICA, CA 90404  
(310) 449-9911 - 8,225,065 (\$189,047,101 83) COMMON STOCK (FILE  
333-52953 - MAY 18) (BR 5)

S-8 PETROCORP INC, 16000 GREENSPOINT PARK DR, STE 300 N ATRIUM, HOUSTON, TX  
77060 (713) 875-2500 - 75,000 (\$637,500) COMMON STOCK (FILE 333-52955 -  
MAY 18) (BR 4)

S-8 BRANDYWINE REALTY TRUST, 16 CAMPUS BLVD, STE 100, NEWTOWN SQUARE, PA  
19073 (610) 325-5600 - 4,250,000 (\$98,546,875) COMMON STOCK (FILE  
333-52957 - MAY. 18) (BR. 8)

S-8 FLEXWEIGHT CORP, 2133 E 9400 S, SUITE 151, SANDY, UT 84093  
(801) 944-0701 - 700,000 (\$3,937,500) COMMON STOCK (FILE 333-52961 -  
MAY. 18) (BR. 9)

S-3 CELGENE CORP /DE/, 7 POWDER HORN DR, WARREN, NJ 07059 (908) 271-1001 -  
120,000 (\$960,000) COMMON STOCK. (FILE 333-52963 - MAY 19) (BR. 1)

S-8 ARXA INTERNATIONAL ENERGY INC, 110 CYPRESS STATION DRIVE, SUITE 280,  
STE 280, HOUSTON, TX 77090 (281) 444-1088 - 150,000 (\$84,000) COMMON STOCK  
(FILE 333-52967 - MAY 18) (BR 2)

S-4 KEYSTONE AUTOMOTIVE INDUSTRIES INC, 700 E BONITA AVE, POMONA, CA 91767  
(909) 624-8041 - 3,092,656 (\$81,568,802) COMMON STOCK. (FILE 333-52969 -  
MAY 18) (BR 5)

S-3 DAOU SYSTEMS INC, 5120 SHOREHAM PL, SAN DIEGO, CA 92122 (619) 646-2996  
- 1,437,859 (\$28,083,183 59) COMMON STOCK (FILE 333-52971 - MAY. 19)  
(BR 9)

S-3 SCAN GRAPHICS INC, 649 NORTH LEWIS RD STE 220, LIMERICK, PA 19468  
(610) 495-6701 - 4,966,867 (\$9,933,734) COMMON STOCK (FILE 333-52973 -  
MAY 19) (BR. 3)

S-3 COLTEC INDUSTRIES INC, 3 COLISEUM CENTRE, 2550 WEST TYVOLA ROAD,  
CHARLOTTE, NC 28217 ((70) 4) -423 (FILE 333-52975 - MAY. 19) (BR 6)

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		
AAMES CAPITAL ACCEPTANCE CORP	DE				X	X					05/20/98	
ABIGAIL ADAMS NATIONAL BANCORP INC	DE					X	X				05/19/98	
AFTERMARKET TECHNOLOGY CORP	DE						X				03/06/98	AMEND
ALANCO ENVIRONMENTAL RESOURCES CORP	AZ			X			X				05/22/98	
ALL AMERICAN FOOD GROUP INC	NJ								X		05/22/98	
ALLIANCE ENTERTAINMENT CORP	DE				X	X					05/21/98	
ALPHARMA INC	DE	X					X				05/07/98	
AMAZON NATURAL TREASURES INC	UT				X						05/22/98	
AMERICAN DIGITAL COMMUNICATIONS INC	WY			X	X		X				05/07/98	
AMERICAN ECO CORP					X	X					05/21/98	
AMERICAN GENERAL HOSPITALITY CORP	MD				X	X					04/06/98	AMEND
AMERICAN INDUSTRIAL PROPERTIES REIT INC	TX				X	X					04/29/98	
AMERICAN PAD & PAPER CO	DE				X	X					05/07/98	
AMERICAN TELESOURCE INTERNATIONAL I NC	TX				X	X					05/11/98	
AMERISERVE FOOD DISTRIBUTION INC /D E/	DE	X			X	X					05/21/98	
APARTMENT INVESTMENT & MANAGEMENT C O	MD	X					X				12/23/97	AMEND
APPLE RESIDENTIAL INCOME TRUST INC	VA	X					X				05/08/98	
ARI NETWORK SERVICES INC /WI	WI					X					05/21/98	
ARTERIAL VASCULAR ENGINEERING INC	DE					X					05/21/98	
ASPECT TELECOMMUNICATIONS CORP	CA	X					X				05/11/98	
ASSOCIATES CORPORATION OF NORTH AME RICA	DE						X				05/20/98	
ATLANTIC PHARMACEUTICALS INC	DE				X	X					05/11/98	
BANKAMERICA MORTGAGE SECURITIES INC	DE				X	X					05/20/98	
BECTON DICKINSON & CO	NJ				X	X					05/21/98	
BESICORP GROUP INC	NY				X						05/12/98	
BESTFOODS	DE				X	X					05/19/98	
BMJ MEDICAL MANAGEMENT INC	DE							X			05/15/98	
BRAKE HEADQUARTERS U S A INC	DE						X				11/17/97	AMEND
BROUGHTON FOODS CO				X			X				05/12/98	



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		1	2	3	4	5	6	7	8	9		
CAMCO INTERNATIONAL INC	DE				X	X					05/11/98	
CAPITAL TRUST	CA	X									05/14/98	
CAPSTAR HOTEL CO	DE				X	X					04/07/98	AMEND
CARDIAC CONTROL SYSTEMS INC	DE				X						05/20/98	
CASMYN CORP	CO				X	X					05/15/98	
CFI MORTGAGE INC	DE					X					04/23/98	
CHASE MANHATTAN AUTO GRANTOR TRUST 1996-B	NY				X	X					05/15/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 96-C	DE				X	X					05/15/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 97-A	DE				X	X					05/15/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 97-B	DE				X	X					05/15/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 98-A	NY				X	X					05/15/98	
CHASE MANHATTAN BANK /NY/	NY				X	X					05/15/98	
CHASE MANHATTAN BANK /NY/	NY				X	X					05/15/98	
CHASE MANHATTAN BANK /NY/	NY				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/13/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN BANK USA	DE				X	X					05/15/98	
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE				X	X					05/15/98	
CHASE MANHATTAN GRANTOR TRUST 1995- A	NY				X	X					05/15/98	
CHASE MANHATTAN GRANTOR TRUST 1995- B	NY				X	X					05/15/98	
CHASE MANHATTAN GRANTOR TRUST 1996- A	NY				X	X					05/15/98	
CHENIERE ENERGY INC	DE		X		X						05/19/98	
CHESAPEAKE ENERGY CORP	OK				X	X					05/21/98	
CHESAPEAKE ENERGY CORP	OK				X	X					05/21/98	
CHEVY CHASE MASTER CREDIT CARD TRUS T II	MD				X						04/30/98	
CITIZENS BANCSHARES INC /OH/	OH				X	X					05/20/98	
CNET INC /DE	DE	X				X					05/07/98	
CRONOS GLOBAL INCOME FUND XIV L P	CA				X	X					05/20/98	
CRONOS GLOBAL INCOME FUND XV LP	CA				X	X					05/20/98	
CRONOS GLOBAL INCOME FUND XVI LP	CA				X	X					05/20/98	
CULLIGAN WATER TECHNOLOGIES INC	DE				X	X					05/21/98	
CWABS INC	DE				X	X					05/29/98	
CYTOGEN CORP	DE				X	X					05/22/98	
DEUTSCHE FLOORPLAN RECEIVABLES L P	DE		X								04/30/98	
DFCS TRUST 1998-I	NC				X	X					05/15/98	
DURA PHARMACEUTICALS INC	DE				X	X					05/21/98	
ELECTRONIC SYSTEMS TECHNOLOGY INC	WA				X	X					05/14/98	
EVI INC	DE				X						05/15/98	AMEND
EXCEL REALTY TRUST INC	CA				X	X					05/14/98	
FARO TECHNOLOGIES INC	FL	X				X					05/07/98	
FIRST DEPOSIT NATIONAL BANK					X						05/15/98	
FIRSTMERIT CORP	OH				X	X					05/22/98	
FLAG FINANCIAL CORP	GA				X						05/22/98	
FLAG FINANCIAL CORP	GA				X						05/22/98	
FLAG FINANCIAL CORP	GA	X									05/22/98	
FRANKLIN HOLDING CORP	DE			X							05/22/98	

NAME OF ISSUER	STATE CODE	9K ITEM NO									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
GLOBAL MARINE INC	DE				X	X					05/20/98	
GPU INC /PA/	PA				X	X					05/20/98	
GROUP MAINTENANCE AMERICA CORP	TX	X				X					05/08/98	
HAWAIIAN AIRLINES INC/HI	HI				X	X					05/21/98	
HOME PROPERTIES OF NEW YORK INC	MD					X					04/13/98	
HOME PROPERTIES OF NEW YORK INC	MD				X						05/15/98	
HONDA AUTO RECEIVABLES 1997-B GRANT OR TRUST	CA				X						04/30/98	
HUGHES SUPPLY INC	FL				X	X					05/20/98	
IEA INCOME FUND IX L P	CA				X	X					05/20/98	
IEA INCOME FUND VI	CA				X	X					05/20/98	
IEA INCOME FUND VII	CA				X	X					05/20/98	
IEA INCOME FUND VIII	CA				X	X					05/20/98	
IEA INCOME FUND X LP	CA				X	X					05/20/98	
IEA INCOME FUND XI LP	CA				X	X					05/20/98	
IEA INCOME FUND XII LP	CA				X	X					05/20/98	
IEA MARINE CONTAINER INCOME FUND II I	CA				X	X					05/20/98	
IEA MARINE CONTAINER INCOME FUND IV	CA				X	X					05/20/98	
IEA MARINE CONTAINER INCOME FUND V- A	CA				X	X					05/20/98	
IEA MARINE CONTAINER INCOME FUND V- B	CA				X	X					05/20/98	
INFOSEEK CORP	CA				X	X					04/17/98	
INNOVIR LABORATORIES INC	DE				X						05/22/98	
INTUIT INC	DE					X					05/18/98	AMEND
INTUIT INC	DE				X	X					05/21/98	
KARA INTERNATIONAL INC	NV				X	X					03/06/98	
KATY INDUSTRIES INC	DE				X						05/22/98	
KEY CONSUMER ACCEPTANCE CORP	DE				X	X					05/15/98	
KEY CONSUMER ACCEPTANCE CORP	DE				X	X					05/15/98	
KFC NATIONAL PURCHASING COOPERATIVE INC	DE		X			X					05/18/98	
KIMCO REALTY CORP	MD				X	X					01/23/98	
LARSON DAVIS INC	NV				X						05/01/98	
LITTLE SWITZERLAND INC/DE	DE				X	X					05/21/98	
MALLON RESOURCES CORP	CO	X									05/22/98	
MANUGISTICS GROUP INC	DE				X	X					05/22/98	
MANUGISTICS GROUP INC	DE				X	X					05/22/98	
MARRIOTT INTERNATIONAL INC /MD/	DE				X	X					05/21/98	
MEDIQ INC	DE				X	X					05/22/98	
MERCANTILE CREDIT CARD MASTER TRUST	NY				X	X					05/12/98	
MERCURY WASTE SOLUTIONS INC	MN	X				X					05/11/98	
METAL MANAGEMENT INC	DE				X	X					03/31/98	
METRO TEL CORP	DE				X	X					05/15/98	
MOLECULAR BIOSYSTEMS INC	DE				X						05/18/98	
MORROW SNOWBOARDS INC	OR				X	X					05/08/98	
MORTGAGE CAPITAL FUNDING INC	DE	X				X					05/06/98	
NEBCO EVANS HOLDING CO	DE	X			X	X					05/21/98	
NEMATRON CORP	MI		X								05/20/98	
NEOTHERAPEUTICS INC	DE				X	X					05/21/98	
NEW PLAN REALTY TRUST	MA				X	X					05/14/98	
NL INDUSTRIES INC	NJ				X	X					05/22/98	
NORTHERN STATES POWER CO /MN/	MN				X	X					05/20/98	
NORWEST ASSET SECURITIES CORP	DE				X	X					05/22/98	
NORWEST ASSET SECURITIES CORP	DE				X	X					05/22/98	AMEND
OM GROUP INC	DE				X	X					05/15/98	
OMI TRUST 1998-A	NC				X	X					04/15/98	AMEND
OMI TRUST 1998-A	NC				X	X					05/15/98	

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	CODE	1	2	3	4	5	6	7	8	9		
OSAGE SYSTEMS GROUP INC	DE							X			03/17/98	AMEND
PAB BANKSHARES INC	GA				X	X					04/29/98	
PAGEMART WIRELESS INC	DE				X	X					05/21/98	
PAINWEBBER MORTGAGE ACCEPTANCE COR PORATION IV	DE				X	X					05/20/98	
PAN WESTERN ENERGY CORP	OK				X						05/18/98	
PARADISE HOLDINGS INC	CA				X	X					05/21/98	
PENNSYLVANIA ELECTRIC CO	PA				X	X					05/20/98	
PHYMATRIX CORP	DE				X						05/12/98	
POINT WEST CAPITAL CORP	DE				X						05/20/98	
PP&L INC	PA	X									05/22/98	
PP&L RESOURCES INC	PA	X									05/22/98	
PROVIDIAN MASTER TRUST						X					05/15/98	
PROVIDIAN NATIONAL BANK						X					05/15/98	
REPUBLIC FIRST BANCORP INC	PA				X						05/01/98	
RESIDENTIAL ACCREDIT LOANS INC	DE				X	X					05/22/98	
ROBERTS PHARMACEUTICAL CORP	NJ				X						05/20/98	
ROGUE WAVE SOFTWARE INC /OR/ SEAGRAM CO LTD	DE					X					02/27/98	AMEND
SECURITY DYNAMICS TECHNOLOGIES INC /DE/	DE				X	X					05/20/98	
SOFTECH INC	MA	X					X				03/07/98	
STANDARD MANAGEMENT CORP	IN						X				05/22/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE						X				04/30/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE				X	X					05/21/98	
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE				X	X					05/22/98	
STRUCTURED PRODUCTS CORP	DE				X	X					05/21/98	
SVI HOLDINGS INC	NV						X				03/09/98	AMEND
TBA ENTERTAINMENT CORP	DE	X					X				05/13/98	
TELEPHONE & DATA SYSTEMS INC /DE/	DE					X	X				05/22/98	
TODD AO CORP	DE	X					X				05/08/98	
TSUNAMI CAPITAL CORP	CO				X		X				03/23/98	
U S LIQUIDS INC	DE	X					X				05/08/98	
UACSC 1997-C AUTO TRUST	DE					X	X				05/08/98	
UACSC 1997-D AUTO TRUST	DE					X	X				05/08/98	
UACSC 1998-A AUTO TRUST	DE					X	X				05/08/98	
VALUE CITY DEPARTMENT STORES INC /O H	OH	X					X				05/08/98	
VALUESTAR CORP	CO					X					05/21/98	
VOLKSWAGEN CREDIT AUTO RECEIVABLES CORP	DE					X	X				05/15/98	
WALL DATA INC	WA					X	X				05/22/98	
WESTOWER CORP	WA	X					X				05/07/98	
ZENITH ELECTRONICS CORP	DE					X	X				05/22/98	
3PM HOLDING CORP	CO	X					X				05/22/98	