

SEC NEWS DIGEST

Issue 97-248

December 29, 1997

ENFORCEMENT PROCEEDINGS

EUGENE BILOTTI CONSENTED TO CEASE AND DESIST ORDER AND REMEDIAL SANCTIONS

The Commission announced that on December 23 it instituted public administrative proceedings against Eugene Bilotti (Bilotti). The Commission found that Bilotti willfully aided and abetted, and caused a violation of Sections 206(1) and 206(2) of the Investment Advisers Act by the Adviser, by recommending warrants in Eva-Health, USA, Inc. as investments to clients of the Adviser without having a reasonable, independent basis for that recommendation and that he willfully committed and caused violations of Sections 5(a) and 5(c) of the Securities Act of 1933 by selling unregistered warrants when no exemption from registration was available.

Bilotti consented to an administrative order to be entered against him that ordered him to cease and desist from committing the violations noted above, that suspended him from association with any broker, dealer, investment adviser, investment company or municipal securities dealer for a period of six months and ordered him to pay disgorgement and prejudgment interest in the amount of \$31,251.77 and a penalty in the amount of \$10,000. (Rels. 33-7490; IA-1689; File No. 3-9517)

INVESTMENT COMPANY ACT RELEASES

FORTIS BENEFITS INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 26(b) of the Investment Company Act to Fortis Benefits Insurance Company and Variable Account D of Fortis Benefits Insurance Company approving the substitution of shares of the Limited Maturity Bond Portfolio of the Neuberger & Berman Advisers Management Trust for shares of the Strong Advantage Fund II series of the Strong Variable Insurance Funds, Inc. (Strong Funds) and the substitution of shares of the Federated Fund for U.S. Government Securities II portfolio of Federated Insurance Series for shares of the Strong Government Securities Fund II series of the Strong Funds. (Rel. IC-22949 - December 22)

AFC (USA) I, INC.

An order has been issued on an application filed by AFC (USA) I, Inc. under Section 6(c) of the Investment Company Act granting an exemption from all provisions of the Act. The order permits AFC (USA) I, Inc., a wholly-owned subsidiary of Airbus Finance Company Limited, to sell certain debt securities and use the proceeds to finance the business activities of its parent company. (Rel. IC-22951 - December 23)

ACORN INVESTMENT TRUST

An order has been issued on an application filed by Acorn Investment Trust (Acorn) for an order under Section 6(c) of the Investment Company Act for an exemption from Sections 13(a)(2), 18(f)(1), 22(f) and 22(g) of the Act, under Sections 6(c) and 17(b) of the Act for an exemption from Section 17(a)(1), and under Section 17(d) of the Act and Rule 17d-1 under the Act. The order permits Acorn to implement a deferred compensation plan for its trustees who are not interested persons of Acorn and to effect certain joint transactions incident to the deferred compensation plan. (Rel. IC-22952 - December 23)

FIRST PRAIRIE DIVERSIFIED ASSET FUND

An order has been issued under Section 8(f) of the Investment Company Act declaring that First Prairie Diversified Asset Fund has ceased to be an investment company. (Rel. IC-22953 - December 23)

FIRST PRAIRIE MUNICIPAL MONEY MARKET FUND

An order has been issued under Section 8(f) of the Investment Company Act declaring that First Prairie Municipal Money Market Fund has ceased to be an investment company. (Rel. IC-22954 - December 23)

PRAIRIE FUNDS

An order has been issued under Section 8(f) of the Investment Company Act declaring that Prairie Funds has ceased to be an investment company. (Rel. IC-22955 - December 23)

PRAIRIE INSTITUTIONAL FUNDS

An order has been issued under Section 8(f) of the Investment Company Act declaring that Prairie Institutional Funds has ceased to be an investment company. (Rel. IC-22956 - December 23)

PRAIRIE INTERMEDIATE BOND FUND

An order has been issued under Section 8(f) of the Investment Company Act declaring that Prairie Intermediate Bond Fund has ceased to be an investment company. (Rel. IC-22957 - December 23)

PRAIRIE MUNICIPAL BOND FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Prairie Municipal Bond Fund, Inc. has ceased to be an investment company. (Rel. IC-22958 - December 23)

NEUBERGER & BERMAN GENESIS FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Neuberger & Berman Genesis Fund, Inc. has ceased to be an investment company. (Rel. IC-22959 - December 23)

NEUBERGER & BERMAN MANHATTAN FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Neuberger & Berman Manhattan Fund, Inc. has ceased to be an investment company. (Rel. IC-22960 - December 23)

NEUBERGER & BERMAN SELECTED SECTORS FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Neuberger & Berman Selected Sectors Fund, Inc. has ceased to be an investment company. (Rel. IC-22961 - December 23)

NEUBERGER & BERMAN PARTNERS FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Neuberger & Berman Partners Fund, Inc. has ceased to be an investment company. (Rel. IC-22962 - December 23)

JACKSON NATIONAL CAPITAL MANAGEMENT FUNDS

An order has been issued under Section 8(f) of the Investment Company Act declaring that Jackson National Capital Management Funds has ceased to be an investment company. (Rel. IC-22963 - December 23)

JOHN HANCOCK SERIES, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that John Hancock Series, Inc. has ceased to be an investment company. (Rel. IC-22964 - December 23)

CRABBE HUSON ASSET ALLOCATION FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Crabbe Huson Asset Allocation Fund, Inc. has ceased to be an investment company. (Rel. IC-22965 - December 23)

CRABBE HUSON EQUITY FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Crabbe Huson Equity Fund, Inc. has ceased to be an investment company. (Rel. IC-22966 - December 23)

CRABBE HUSON INCOME FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Crabbe Huson Income Fund, Inc. has ceased to be an investment company. (Rel. IC-22967 - December 23)

OREGON MUNICIPAL BOND FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Oregon Municipal Bond Fund, Inc. has ceased to be an investment company. (Rel. IC-22968 - December 23)

CRABBE HUSON REAL ESTATE INVESTMENT FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Crabbe Huson Real Estate Investment Fund, Inc. has ceased to be an investment company. (Rel. IC-22969 - December 23)

U.S. GOVERNMENT INCOME FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that U.S. Government Income Fund, Inc. has ceased to be an investment company. (Rel. IC-22970 - December 23)

U.S. GOVERNMENT MONEY MARKET FUND, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that U.S. Government Money Market Fund, Inc. has ceased to be an investment company. (Rel. IC-22971 - December 23)

LEAHI INVESTMENT TRUST

An order has been issued under Section 8(f) of the Investment Company Act declaring that Leahi Investment Trust has ceased to be an investment company. (Rel. IC-22972 - December 23)

BANKERS NATIONAL VARIABLE ACCOUNT C

An order has been issued under Section 8(f) of the Investment Company Act declaring that Bankers National Variable Account C has ceased to be an investment company. (Rel. IC-22973 - December 24)

STRONG ADVANTAGE FUND, INC., ET AL.

An order has been issued on an application filed by Strong Advantage Fund, Inc., et al. under Section 17(d) of the Investment Company Act

and Rule 17d-1 under the Act. The order permits certain investment companies to deposit their uninvested cash balances in joint accounts to be used to enter into short-term investments. (Rel. IC-22974 - December 24)

HOLDING COMPANY ACT RELEASES

CENTRAL POWER AND LIGHT CO.

A supplemental order has been issued authorizing a proposal by Central Power and Light Company, a public-utility subsidiary company of Central and South West Corporation, a registered holding company, to incur obligations, through December 31, 2002, in connection with the issuance by Matagorda County Navigation District No. One of up to \$314,365,000 in pollution control revenue bonds and to use interest rate swaps and other interest rate risk management devices. (Rel. 35-26803)

ALLEGHENY POWER SYSTEM, INC., ET AL.

A supplemental order has been issued authorizing a proposal by Allegheny Power System, Inc., a registered holding company, and its wholly owned subsidiary companies, Allegheny Power Service Corporation, Allegheny Generating Company, Monongahela Power Company, The Potomac Edison Company and West Penn Power Company (Applicants). Applicants propose, through December 31, 2002, to continue short-term financing programs and operation of the Allegheny System Money Pool. (Rel. 35-26804)

SELF REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed an immediately effective rule change (SR-NASD-97-90) under Section 19(b)(3)(A) of the Exchange Act, amending the effective date of its corporate governance documents to coincide with the annual meeting of the NASD in January 1988 instead of the first meeting of the NASD Board of Governors in January 1998. Publication of the proposal is expected in the Federal Register during the week of December 29. (Rel. 34-39483)

A proposed rule change (SR-NYSE-97-35) filed by the New York Stock Exchange to extend the current \$400,000 limit on transaction charges through 1998 has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of December 29. (Rel. 34-39484)

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>.

- S-3 CHELSEA GCA REALTY INC, 103 EISENHOWER PKWY, ROSELAND, NJ 07068
(201) 228-6111 - 1,000,000 (\$50,000,000) PREFERRED STOCK (FILE 333-42543
- DEC 18) (BR 8)
- S-8 ROGERS CORP, P O. BOX 188, ONE TECHNOLOGY DRIVE, ROGERS, CT 06263
(860) 77-4-96 - 75,000 (\$2,840,625) COMMON STOCK (FILE 333-42545 -
DEC 18) (BR 4)
- S-8 ARCH PETROLEUM INC /NEW/, 777 TAYLOR ST STE II-A, FORT WORTH, TX 76102
(817) 332-9209 - 1,635,044 (\$3,729,860 03) COMMON STOCK (FILE 333-42547 -
DEC 18) (BR 4)
- S-8 ANDERSEN GROUP INC, 1280 BLUE HILLS AVE, BLOOMFIELD, CT 06002
(203) 242-0761 - 23,000 (\$178,250) COMMON STOCK (FILE 333-42551 -
DEC 18) (BR 1)
- S-8 DOMINION RESOURCES INC /VA/, 901 E BYRD ST, WEST TOWER, P O BOX 26532,
RICHMOND, VA 23219 (804) 775-5700 - 3,000,000 (\$120,750,000) COMMON STOCK
(FILE 333-42553 - DEC. 18) (BR 4)
- S-3 ADVANCED ENVIRONMENTAL RECYCLING TECHNOLOGIES INC, 901 W ROBINSON,
P O BOX 1237, SPRINGDALE, AR 72765 (501) 750-1299 - 4,334,000 (\$1,776,940)
COMMON STOCK (FILE 333-42555 - DEC 18) (BR. 6)
- S-4 MERCANTILE BANCORPORATION INC, 7TH & WASHINGTON TRAM 19 1,
ONE MERCANTILE CENTER STREET, ST LOUIS, MO 63101 (314) 425-2525 - 951,380
(\$46,340,202) EQUIPMENT TRUST CERTIFICATES. (FILE 333-42557 - DEC. 18)
(BR 7)
- S-3 NORTHERN ILLINOIS GAS CO /IL/ /NEW/, 1844 FERRY RD, PO BOX 190, AURORA,
IL 60507 (708) 983-8888 - 175,000,000 (\$175,000,000) MORTGAGE BONDS
(FILE 333-42559 - DEC 18) (BR 4)
- S-4 GRAHAM FIELD HEALTH PRODUCTS INC, 400 RABRO DR E, HAUPPAUGE, NY 11788
(516) 582-5800 - 10,613,629 (\$175,314,405 98) COMMON STOCK (FILE
333-42561 - DEC 18) (BR. 1)
- S-3 INDIANAPOLIS POWER & LIGHT CO, 25 MONUMENT CIRCLE, P O BOX 1595,
INDIANAPOLIS, IN 46206 (317) 261-8261 - 500,000 (\$50,000,000)
PREFERRED STOCK. (FILE 333-42563 - DEC 18) (BR. 4)
- S-8 STANDARD PRODUCTS CO, 2401 S GULLEY ROAD, DEARBORN, MI 48124
(216) 281-8300 - 1,000,000 (\$1,000,000) LIMITED PARTNERSHIP CERTIFICATE
(FILE 333-42565 - DEC 18) (BR 5)

S-8 AVID TECHNOLOGY INC, METROPOLITAN TECHNOLOGY PARK, ONE PARK WEST,
TEWKSBURY, MA 01876 (508) 640-6789 - 5,000,000 (\$5,000,000)
OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-42569 - DEC. 18)
(BR 5)

S-8 AVID TECHNOLOGY INC, METROPOLITAN TECHNOLOGY PARK, ONE PARK WEST,
TEWKSBURY, MA 01876 (508) 640-6789 - 250,000 (\$4,906,250) COMMON STOCK.
(FILE 333-42571 - DEC. 18) (BR. 5)

S-8 HALF ROBERT INTERNATIONAL INC /DE/, 2884 SAND HILL RD, STE 200,
MENLO PARK, CA 94025 (650) 234-6000 - 500,000 (\$18,343,750) COMMON STOCK
(FILE 333-42573 - DEC. 18) (BR 7)

S-3 TRAVELERS GROUP INC, 388 GREENWICH ST, LEGAL DEPT 20TH FLOOR, NEW YORK,
NY 10013 (212) 816-8000 - 1,000,000,000 (\$1,000,000,000) COMMON STOCK.
(FILE 333-42575 - DEC 18) (BR. 1)

S-8 BRIDGEPORT MACHINES INC, 500 LINDLEY STREET, BRIDGEPORT, CT 06606
(203) 367-3651 - 60,000 (\$652,500) COMMON STOCK (FILE 333-42577 -
DEC 18) (BR 4)

S-8 REALNETWORKS INC, 1111 THIRD AVE, STE 2900, SEATTLE, WA 98101
(206) 674-2700 - 1,000,000 (\$16,250,000) COMMON STOCK (FILE 333-42579 -
DEC 18) (BR 3)

S-3 READERS DIGEST ASSOCIATION INC, READERS DIGEST ROAD, PLEASANTVILLE, NY
10570 (914) 238-1000 - 11,854,496 COMMON STOCK (FILE 333-42581 - DEC 18)
(BR 5)

S-8 BINGO & GAMING INTERNATIONAL INC, 13581 POND SPRINGS RD, SUITE 105,
AUSTIN, TX 78279 (512) 490-0065 - 348,217 (\$205,680 20) COMMON STOCK
(FILE 333-42585 - DEC 18) (BR 8)

S-8 GARTNER GROUP INC, 56 TOP GALLANT RD, P O BOX 10212, STAMFORD, CT 06904
(203) 964-0096 - 1,000,000 (\$33,500,000) COMMON STOCK (FILE 333-42587 -
DEC. 18) (BR 1)

S-1 ASTROPOWER INC, SOLAR PARK, NEWARK, DE 19716 (302) 366-0400 - 3,105,000
(\$31,050,000) COMMON STOCK (FILE 333-42591 - DEC 18)

S-3 APPALACHIAN POWER CO, 40 FRANKLIN RD SW, ROANOKE, VA 24011
(703) 985-2300 - 146,000,000 (\$146,000,000) STRAIGHT BONDS (FILE
333-42593 - DEC 18) (BR 4)

SB-2 EIP MICROWAVE INC, 3 CIVIC PLZA, STE 265, NEWPORT BEACH, CA 92660
(714) 720-1766 - 4,249,070 (\$4,249,070) COMMON STOCK (FILE 333-42595 -
DEC 18) (BR 5)

S-8 GEORGIA PACIFIC CORP, L33 PEACHTREE ST NE, 41ST FL, ATLANTA, GA 30303
(404) 521-4000 - 21,153,880 (\$962,078,397) COMMON STOCK (FILE 333-42597 -
DEC. 18) (BR 6)

S-1 HOMECOM COMMUNICATIONS INC, BUILDING 14 STE 100 PIEDMONT CTR,
3535 PIEDMONT RD, ATLANTA, GA 30305 (404) 237-4646 - 850,000 (\$6,853,125)
COMMON STOCK (FILE 333-42599 - DEC 18) (BR 3)

S-3 PMT SERVICES INC /TN/, 3841 GREEN HILLS VILLAGE DR, NASHVILLE, TN 37215
(615) 254-1539 - 1,087,560 (\$13,594,500) COMMON STOCK. (FILE 333-42601 -
DEC 18) (BR 6)

S-8 PARENT HOLDING CORP, 755 CROSSOVER LANE, MEMPHIS, TN 38117
(907) 374-5000 - 5,484,224 (\$160,416,790) COMMON STOCK (FILE 333-42603 -
DEC 18) (BR 5)

S-8 PARENT HOLDING CORP, 755 CROSSOVER LANE, MEMPHIS, TN 38117
(907) 374-5000 - 10,000,000 (\$391,250,000) COMMON STOCK (FILE 333-42605 -
DEC 18) (BR 5)

S-4 INTERNATIONAL LOGISTICS LTD, 330 S MANNHEIM, STE 200, HILLSIDE, IL 60162
(708) 547-2000 - 110,000,000 (\$110,000,000) STRAIGHT BONDS (FILE
333-42607 - DEC 18)

S-3 ACCESS BEYOND INC, 1300 QUINCE ORCHARD BLVD, GAITHERSBURG, MD 20878
(301) 417-0552 - 4,397,276 (\$23,635,359) COMMON STOCK. (FILE 333-42609 -
DEC 18) (BR 3)

SB-2 INFODATA SYSTEMS INC, 12150 MONUMENT DR STE 400, FAIRFAX, VA 22033
(703) 934-5202 - 1,150,000 (\$12,650,000) COMMON STOCK (FILE 333-42611 -
DEC 18) (BR 3)

S-8 EQUIFAX INC, 1600 PEACHTREE ST NW, P O BOX 4081, ATLANTA, GA 30302
(404) 885-8000 - 9,982 (\$345,003) COMMON STOCK (FILE 333-42613 - DEC 18)
(BR 2)

S-8 SUCCESS BANCSHARES INC, ONE MARRIOTT DRIVE, LINCOLNSHIRE, IL 60069
(847) 634-4200 - 478,450 (\$6,728,203) COMMON STOCK (FILE 333-42615 -
DEC. 18) (BR 7)

S-8 QUORUM HEALTH GROUP INC, 103 CONTINENTAL PL, BRENTWOOD, TN 37027
(615) 371-7979 - 3,000,000 (\$77,520,000) COMMON STOCK. (FILE 333-42619 -
DEC 18) (BR. 1)

SB-2 THAXTON GROUP INC, 1524 PAGELAND HIGHLAND, LANCASTER, SC 29721
(803) 285-4336 - 50,000,000 (\$50,000,000) STRAIGHT BONDS. (FILE 333-42623
- DEC 18) (BR 7)

S-8 PAULA FINANCIAL, 300 NORTH LAKE AVE, PASADENA, CA 91101 (626) 304-0401
- 1,046,200 (\$12,543,939) COMMON STOCK (FILE 333-42627 - DEC. 18)
(BR 1)

S-11 CHASTAIN CAPITAL CORP, 3424 PEACHTREE ROAD STE 800, ATLANTA, GA 30326
(404) 868-8600 - 11,270,000 (\$169,050,000) COMMON STOCK (FILE 333-42629 -
DEC 18) (NEW ISSUE)

S-3 MEDICAL DYNAMICS INC, 99 INVERNESS DR EAST, ENGLEWOOD, CO 80112
(303) 790-2990 - 403,455 (\$1,675,304) COMMON STOCK (FILE 333-42631 -
DEC 18) (BR 5)

S-1 VIAGRAFIX CORP, ONE AMERICAN WAY, PRYOR, OK 74361 (918) 825-6700 -
2,530,000 (\$30,360,000) COMMON STOCK. (FILE 333-42633 - DEC 18)
(NEW ISSUE)

S-8 SOUTHERN UNION CO, 504 LAVACA ST 8TH FL, AUSTIN, TX 78701 (512) 477-5852
- 200,000 (\$4,737 500) COMMON STOCK (FILE 333-42635 - DEC. 19) (BR. 4)

S-4 COMMERCIAL FEDERAL CORP, 2120 S 72ND ST, OMAHA, NE 68124 (402) 554-9200
- 4,015,561 (\$49,815,000) COMMON STOCK (FILE 333-42637 - DEC. 18)
(BR 7)

S-1 RAM ENERGY INC/OK, 9400 BROADWAY EXTENSION, SUITE 130, OKLAHOMA CITY, OK
73114 (405) 478-0600 - 3,680,000 (\$44,160,000) COMMON STOCK. 100,000,000
(\$100,000,000) STRAIGHT BONDS. (FILE 333-42641 - DEC 18) (NEW ISSUE)

S-1 COMPX INTERNATIONAL INC, 200 OLD MILL RD, MAULDIN, SC 29662
(972) 233-1700 - \$100,000,000 COMMON STOCK (FILE 333-42643 - DEC 18)
(NEW ISSUE)

S-3 ENRON CORP/OR/, 1400 SMITH ST, HOUSTON, TX 77002 (713) 853-6161 -
1,000,000,000 (\$1,000,000,000) COMMON STOCK (FILE 333-42645 - DEC 19)
(BR 4)

S-3 INKINE PHARMACEUTICAL CO INC, 425 PARK AVE, 27TH FL, NEW YORK, NY 10022
(212) 319-8300 - 21,769,672 (\$26,557,252.23) COMMON STOCK. (FILE
333-42647 - DEC 18) (BR. 1)

S-8 QUORUM HEALTH GROUP INC, 103 CONTINENTAL PL, BRENTWOOD, TN 37027
(615) 371-7979 - 750,000 (\$19,380,000) COMMON STOCK (FILE 333-42649 -
DEC 19) (BR 1)

S-3 CULP INC, 101 S MAIN ST, 101 S MAIN ST, HIGH POINT, NC 27261
(910) 889-5161 - \$14,218,750 COMMON STOCK (FILE 333-42651 - DEC 19)
(BR 2)

S-3 LEGGETT & PLATT INC, NO 1 LEGGETT RD, CARTHAGE, MO 64836 (417) 358-8131
 - 109,259 (\$4,684,480) COMMON STOCK. (FILE 333-42657 - DEC. 19) (BR 6)

S-8 DEXTER CORP, ONE ELM ST, WINDSOR LOCKS, CT 06096 (203) 627-9051 -
 300,000 (\$12,675,000) COMMON STOCK (FILE 333-42663 - DEC 19) (BR. 4)

S-8 OUT TAKES INC, 1419 PEERLESS PL, STE 116, LOS ANGELES, CA 90035
 (310) 587-3252 - 1,586,786 (\$123,967.66) COMMON STOCK. (FILE 333-42665 -
 DEC. 19) (BR. 8)

S-3 WORLD AIRWAYS INC /DE/, 13873 PARK CENTER STE 490,
 C/O WASHINGTON DULLES INTL AIRPPORT, HERNDON, VA 20171 (703) 834-9200 -
 3,688,915 (\$25,601,070) COMMON STOCK. (FILE 333-42681 - DEC. 19) (BR 5)

S-8 PERKIN ELMER CORP, 761 MAIN AVE, NORWALK, CT 06859 (203) 762-1000 -
 64,689 (\$4,121,905) COMMON STOCK (FILE 333-42683 - DEC 19) (BR 1)

S-8 PENNPFED FINANCIAL SERVICES INC, 622 EAGLE ROCK AVE, WEST ORANGE, NJ
 07052 (201) 669-7366 - 240,623 (\$8,241,338) COMMON STOCK (FILE 333-42685
 - DEC 19) (BR. 7)

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 CORP	CA				X							12/24/97	
ABC RAIL PRODUCTS CORP	DE				X	X						12/24/97	
ACME METALS INC /DE/	DE				X							12/18/97	
AEP GENERATING CO /OH/	OH				X							12/21/97	
ALIAN T COMMUNICATIONS CO	DE				X							12/17/97	
ALIAN T COMMUNICATIONS INC	NE				X							12/17/97	
ALLSTATE CORP	DE				X	X						12/16/97	
AMBI INC	NY						X					08/11/97	AMEND
AMBI INC	NY						X					12/12/97	AMEND
AMERICAN BINGO & GAMING CORP	DE		X		X							12/19/97	
AMERICAN ELECTRIC POWER COMPANY INC	NY				X							12/21/97	
AMERICAN PAGING INC	DE	X										12/23/97	
AMSCAN HOLDINGS INC	DE	X			X	X						12/19/97	
ANGELES PARTICIPATING MORTGAGE TRUS T	CA				X							12/19/97	
ANTIGUA FUNDING CORP	DE				X							12/08/97	
APOGEE ENTERPRISES INC	MN				X							12/18/97	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT	
		1	2	3	4	5	6	7	8	9			
APPALACHIAN POWER CO	VA					X						12/21/97	
ARBOR SOFTWARE CORP	DE					X	X					12/12/97	
ASSET SECURITIZATION CORP COM MOR P AS THR CER SER 1997 MDV11	NY					X	X					12/15/97	
ASSET SECURITIZATION CORP COMM MOR PASS THR CER 1996-MD V1	NY					X	X					12/15/97	
ASSET SECURITIZATION CORP COMM MORT PASS THR CER SER 1997-D4	NY					X	X					12/16/97	
ASSET SECURITIZATION CORP SERIES 19 97-D5	DE					X	X					12/16/97	
ASSET SECURITIZATION CORP SERIES 19 97-D5	DE					X	X					12/16/97	
BA MASTER CREDIT CARD TRUST / BANKAMERICA MORTGAGE SECURITIES INC	DE							X				11/30/97	
BANKAMERICA MORTGAGE SECURITIES INC	DE							X				12/17/97	
BANKAMERICA MORTGAGE SECURITIES INC	DE							X				12/19/97	
BAY VIEW SECURITIZATION CORP	DE							X				12/10/97	
BEAR STEARNS ASSET BACKED SEC INC A MERUS HM EQ LN TR 1997-1	DE					X	X					12/15/97	
BIO IMAGING TECHNOLOGIES INC	DE							X				12/24/97	
BIO RAD LABORATORIES INC	DE	X						X				12/05/97	
BIOMAGNETIC TECHNOLOGIES INC	CA								X			12/16/97	
BLACK WARRIOR WIRELINE CORP	DE							X				10/09/97	AMEND
BOARDWALK CASINO INC	NV					X	X					12/22/97	
BOGEN COMMUNICATIONS INTERNATIONAL INC	DE					X	X	X				12/12/97	
BOGEN COMMUNICATIONS INTERNATIONAL INC	DE					X		X				12/12/97	AMEND
BOSTON CHICKEN INC	DE	X						X				12/05/97	
BOYD BROS TRANSPORTATION INC	DE	X						X				12/08/97	
CADIZ LAND CO INC	DE					X	X					12/23/97	
CAPITA EQUIPMENT RECEIVABLES TRUST 1996-1						X						12/08/97	
CAPSTEAD MORTGAGE CORP	MD					X	X					12/22/97	
CAPSTONE CAPITAL CORP	MD					X	X					12/18/97	
CASE RECEIVABLES II INC	DE					X						12/05/97	
CEL SCI CORP	CO					X	X					12/22/97	
CENTRAL & SOUTH WEST CORP	DE					X	X					12/22/97	
CENTRAL POWER & LIGHT CO /TX/ CHAMPION INTERNATIONAL CORP	TX NY					X	X					12/22/97 12/16/97	
CHEMTRAK INC/DE	DE					X		X				12/02/97	AMEND
CHESAPEAKE ENERGY CORP	OK					X	X					12/22/97	
CHEVY CHASE BANK PSB	MD							X				12/18/97	
CHOICETEL COMMUNICATIONS INC /MN/ CINEMASTAR LUXURY THEATERS INC	MN CA							X	X			12/17/97 12/15/97	
CIT HOME EQUITY LOAN TRUST 1997-1	NY					X	X					12/15/97	
CITYSCAPE HOME LOAN OWNER TRUST 199 7-2	DE							X				11/25/97	
CITYSCAPE HOME LOAN OWNER TRUST 199 7-2	DE							X				12/25/97	
CLASSNOTES INC	NJ					X	X					12/19/97	
COLONIAL PROPERTIES TRUST	MD					X						12/18/97	
COLUMBUS SOUTHERN POWER CO /OH/ COMMERCIAL MORTGAGE ACCEPTANCE CORP	OH MO					X		X				12/21/97 12/18/97	
COMMERCIAL NET LEASE REALTY INC	DE					X	X					12/18/97	
COMPOST AMERICA HOLDING CO INC	NJ					X	X					12/12/97	
COMSHARE INC	MI					X	X					12/12/97	
CONTINENTAL HOMES HOLDING CORP	DE					X	X					12/18/97	
CONTISECURITIES ASSET FUNDING CORP	DE							X				12/23/97	
CORNERSTONE PROPERTIES INC	NV							X				12/19/97	
CRESCENT REAL ESTATE EQUITIES CO	MD							X				12/12/97	AMEND

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		1	2	3	4	5	6	7	8	9		
CRYOMEDICAL SCIENCES INC	DE			X		X					12/12/97	
CWMBS INC	DE			X		X					12/23/97	
CWMBS INC	DE			X		X					12/23/97	
CYPRESS SEMICONDUCTOR CORP /DE/	DE			X		X					12/19/97	
D H MARKETING & CONSULTING INC	NV			X							12/19/97	
DOMAIN ENERGY CORP	DE		X			X					12/15/97	
DSC COMMUNICATIONS CORP	DE		X			X					12/04/97	
EAGLEMARK INC	NV			X		X					12/31/97	
EAGLEMARK INC	NV			X		X					12/31/97	
EAGLEMARK INC	NV			X		X					12/31/97	
EARTH SEARCH SCIENCES INC	UT			X							12/19/97	
ELCOTEL INC	DE			X							12/31/97	
EMCORE CORP			X			X					12/05/97	AMEND
EMPIRE FUNDING HOME LOAN OWNER TRUS T 1997 2	DE			X		X					12/31/97	
EMPIRE FUNDING HOME LOAN OWNER TRUS T 1997-1	DE			X		X					12/31/97	
EMPIRE FUNDING HOME LOAN OWNER TRUS T 1997-3	DE			X		X					12/31/97	
EMPIRE FUNDING HOME LOAN REMIC TRUS T 1997-A	DE			X		X					12/31/97	
EPL TECHNOLOGIES INC	CO		X								12/11/97	
EQUI VANTAGE HOME EQUITY LOAN TRUST 1995-1	NY			X		X					12/31/97	
EQUITY INNS INC	TN		X								12/10/97	
FAIRCOM INC	DE			X		X					12/19/97	
FALCON DRILLING CO INC	DE			X		X					12/23/97	
FINANCIAL ASSET SEC CORP MEGO MORT FHA TITLE I LN TR 1996-3				X		X					12/31/97	
FINANCIAL ASSET SEC CORP MEGO MORT HOME LOAN OWNER TR 1997-1				X		X					12/31/97	
FINANCIAL ASSET SEC CORP MEGO MORT HOME LOAN OWNER TR 1997-2	DE			X		X					12/31/97	
FINANCIAL ASSET SEC CORP MEGO MORT HOME LOAN OWNER TR 1997-3				X		X					12/31/97	
FINANCIAL ASSET SECURITIES CORP CIT YSCAPE HM EQ LN TR 1996-4						X					01/25/97	
FINANCIAL ASSETS SEC CORP MEGO MORT FHA TITLE I LOAN 1996-1	DE			X		X					12/31/97	
FINE HOST CORP	DE			X		X					12/12/97	
FIRST NATIONAL BANK OF COMMERCE	LA					X					12/09/97	
FIRST OMNI BANK NA			X								12/15/97	
FLEXSTEEL INDUSTRIES INC	MN			X							12/09/97	
FLORIDA PANTHERS HOLDINGS INC	DE			X		X					12/19/97	
FREEPORT MCMORAN RESOURCE PARTNERS LIMITED PARTNERSHIP	DE	X		X		X					12/22/97	
FRUEHAUF TRAILER CORP	DE			X							12/14/97	
G&L REALTY CORP	MD	X				X					10/28/97	AMEND
GEOTEK COMMUNICATIONS INC	DE			X							12/18/97	
GLAMIS GOLD LTD				X							12/15/97	
GLOBAL MED TECHNOLOGIES INC	CO	X									12/15/97	
GLOBAL ONE DISTRIBUTION & MERCHANDI SING INC	DE		X			X					11/25/97	AMEND
GMAC COMMERCIAL MORTGAGE SECURITIES INC	DE			X		X					12/23/97	
GREEN TREE FINANCIAL CORP	DE			X		X					12/17/97	
HANDY & HARMAN	NY			X		X					12/23/97	
HARCOR ENERGY INC	DE	X		X		X					12/18/97	
HARRAHS ENTERTAINMENT INC	DE			X		X					12/18/97	
HEALTH & RETIREMENT PROPERTIES TRUS T	MD	X		X		X					12/05/97	

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		1	2	3	4	5	6	7	8			9
HEILIG MEYERS CO	VA				X	X					12/17/97	
HIGH PLAINS CORP	KS				X						12/19/97	
HOME HOLDINGS INC	DE				X	X					12/16/97	
HORIZON PHARMACIES INC	TX						X				10/11/97	AMEND
HORTON D R INC /DE/	DE		X								12/24/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996-1	DE		X								12/12/97	
HOUSEHOLD CONSUMER LOAN TRUST 1996-2	DE		X								12/12/97	
HOUSEHOLD CONSUMER LOAN TRUST 1997-1	DE		X								12/12/97	
HOUSEHOLD CONSUMER LOAN TRUST 1997-2	DE		X								12/12/97	
HOUSEHOLD FINANCE CORP HOUSEHOLD AFF CRE CAR MAS TR I	DE		X								12/15/97	
HOUSEHOLD FINANCE CORP HOUSEHOLD CONSUMER LN TRUST 1995-1 /	NV		X								12/12/97	
HUDSONS GRILL OF AMERICA INC	CA		X								12/17/97	
HUDSONS GRILL OF AMERICA INC	CA		X								12/19/97	
HUDSONS GRILL OF AMERICA INC	CA		X								12/19/97	AMEND
IGEN INTERNATIONAL INC /DE/	CA				X	X					12/19/97	
INDIANA MICHIGAN POWER CO	IN				X						12/21/97	
INTERACTIVE ENTERTAINMENT LTD					X	X					12/17/97	
INTERNATIONAL NURSING SERVICES INC	CO				X						12/10/97	
IPC INFORMATION SYSTEMS INC	DE				X	X					12/18/97	
ISRAMCO INC	DE				X	X					12/10/97	
ITT HARTFORD GROUP INC /DE/	DE				X	X					12/18/97	
J C NICHOLS CO	MO		X								12/22/97	
KENTUCKY POWER CO	KY				X						12/21/97	
KEYSPAN ENERGY CORP /NY/	NY				X	X					09/30/97	
KILROY REALTY CORP	MD						X				10/29/97	AMEND
LAIDLAW ENVIRONMENTAL SERVICES INC	DE				X						12/19/97	
LASER MORTGAGE MANAGEMENT INC	MD				X	X					12/18/97	
LEHMAN ABS CORP	DE				X	X					12/22/97	
LEVEL BEST GOLF INC /FL/	FL		X								12/19/97	
LIFE FINANCIAL HOME LOAN OWNER TRUST 1997-3	DE				X	X					12/16/97	
LOIS/USA INC	DE				X	X					12/17/97	
MAC-GRAY CORP	DE				X	X					12/22/97	
MACK CALI REALTY CORP	MD		X				X				12/11/97	
MAS ACQUISITION I CORP	DE		X								12/18/97	
MATRIX SERVICE CO	DE				X						12/16/97	
MAUNA LOA MACADAMIA PARTNERS LP	DE				X	X					12/18/97	
MCII HOLDINGS USA INC	DE				X	X					12/12/97	
MEDICAL RESOURCES INC /DE/	DE				X	X					12/04/97	AMEND
MEGO MORTGAGE FHA TITLE I LOAN TRUST 1996-2	DE				X	X					12/31/97	
MERRILL LYNCH MORTGAGE INVESTORS INC C	DE						X				11/25/97	
MERRILL LYNCH MORTGAGE INVESTORS INC C	DE		X				X				12/05/97	
MERRILL LYNCH MORTGAGE INVESTORS INC C	DE						X				12/05/97	
MICROS TO MAINFRAMES INC	NY		X								12/23/97	
MOOG INC	NY				X	X					12/17/97	
MORGAN STANLEY DEAN WITTER DISCOVER & CO	DE						X				12/08/97	
NATIONAL TECHTEAM INC /DE/	DE				X						12/19/97	
NATURAL HEALTH TRENDS CORP	FL		X								10/06/97	AMEND
NCC INDUSTRIES INC	DE				X	X					12/05/97	

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		1	2	3	4	5	6	7	8	9		
NEW ENGLAND COMMUNITY BANCORP INC	DE				X	X					12/18/97	
NEWPORT NEWS SHIPBUILDING INC	DE				X	X					12/18/97	
NOLAND CO	VA				X	X					12/09/97	
NORD PACIFIC LIMITED							X	X			12/27/97	
NORTHERN STATES POWER CO /MN/	MN				X						12/19/97	
NORTHERN STATES POWER CO /WI/	WI				X	X					12/19/97	
NORTHLAND CABLE PROPERTIES SEVEN LI MITED PARTNERSHIP	WA		X				X				12/05/97	
NORWEST ASSET SECURITIES CORP	DE				X	X					12/19/97	
NORWEST ASSET SECURITIES CORP	DE				X	X					12/24/97	
NU TECH BIO MED INC	DE					X					12/18/97	AMEND
OHIO POWER CO	OH				X						12/21/97	
OMTOOL LTD	DE		X				X	X			12/05/97	
OPPENHEIMER CAPITAL L P /DE/	DE				X	X					12/17/97	
ORA ELECTRONICS INC	DE				X						12/19/97	
PACIFIC GAS & ELECTRIC CO	CA				X						12/19/97	
PACIFICORP /OR/	OR				X	X					12/19/97	
PAINWEBBER MORT ACCEPT CORP IV EMP FD HM LN OWN TR 1997-4					X	X					12/31/97	
PANAVISION INC	DE				X	X					12/18/97	
PANTRY INC	DE		X				X				10/23/97	
PEASE OIL & GAS CO /CO/	NV			X							12/24/97	
PEGASUS GOLD INC	AI				X	X					12/17/97	
PEOPLES BANCORP INC	DE		X								12/23/97	
PEOPLES BANCTRUST CO INC	AL				X	X					12/11/97	
PG&E CORP	CA				X						12/19/97	
PHILIP SERVICES CORP						X					10/10/97	AMEND
PIMCO ADVISORS L P /	DE				X	X					12/17/97	
PIPER JAFFRAY COMPANIES INC	DE				X	X					12/19/97	
PITTSTON CO	VA				X						12/17/97	
PLAYTEX PRODUCTS INC	DE				X						12/22/97	
PREMIER FINANCIAL BANCORP INC	KY				X						12/19/97	
PRIME RECEIVABLES CORP	DE					X					12/15/97	
PUBLIC SERVICE CO OF OKLAHOMA	OK				X	X					12/22/97	
QWEST COMMUNICATIONS INTERNATIONAL INC	DE					X					10/22/97	AMEND
RECOVERY NETWORK INC	CO		X			X					12/15/97	
RECYCLING INDUSTRIES INC	FL			X		X					12/19/97	
RED HOT CONCEPTS INC	DE		X			X					12/15/97	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE				X	X					11/25/97	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE				X	X					12/23/97	
ROANOKE GAS CO	VA			X		X					12/19/97	
ROSELAND OIL & GAS INC	OK		X	X		X					12/10/97	
ROYALE INVESTMENTS INC	MN		X	X		X					10/14/97	AMEND
RUSH ENTERPRISES INC \TX\	TX					X					10/06/97	AMEND
SAPIENT CORP	DE		X			X					12/15/97	
SBE INC	DE				X						12/15/97	
SCANSOURCE INC	SC				X	X					12/10/97	
SCE FUNDING LLC						X					12/11/97	
SCHWAB CHARLES CORP	DE		X								12/24/97	
SEACHANGE INTERNATIONAL INC	DE		X			X					12/10/97	
SECOM GENERAL CORP	DE				X						12/17/97	
SFX BROADCASTING INC	DE				X	X					12/10/97	
SHOWBOAT INC	NV				X	X					12/18/97	
SKYLINE MULTIMEDIA ENTERTAINMENT IN C	NY				X						12/17/97	
SKYLINE MULTIMEDIA ENTERTAINMENT IN C	NY				X						12/22/97	
SOUTHWESTERN ELECTRIC POWER CO	DE				X	X					12/22/97	

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	CODE	1	2	3	4	5	6	7	8	9		
SPINE TECH INC	MN					X	X				12/15/97	
SPLASH TECHNOLOGY HOLDINGS INC	DE						X				10/30/97	AMEND
STREAMLOGIC CORP	DE					X	X				12/12/97	
STRUCTURED ASSETS SECURITIES CORP S ER 1995-1	DE					X	X				12/31/97	
STYLING TECHNOLOGY CORP	DE		X				X				12/10/97	
SUBURBAN PROPANE PARTNERS LP	DE					X					12/19/97	
SUCCESS BANCSHARES INC	DE					X	X				12/18/97	
SVI HOLDINGS INC	NV	X	X			X					12/31/97	
SYNOPSIS INC	DE		X				X				12/04/97	
TACO CABANA INC	DE		X								12/24/97	
TMS AUTO HOLDINGS INC	DE					X					12/23/97	
TOTAL CONTROL PRODUCTS INC	IL		X				X				10/05/97	AMEND
TRANS LEASING INTERNATIONAL INC	DE		X								12/11/97	
TRIANGLE BANCORP INC	NC					X	X				11/30/97	
TRIARC COMPANIES INC	DE		X				X				12/23/97	
TRUSTED INFORMATION SYSTEMS INC	DE						X				10/16/97	AMEND
UCFC FUNDING CORP	LA					X	X				12/18/97	
UNITED INTERNATIONAL HOLDINGS INC	DE		X				X				12/11/97	
UNOCAL CORP	DE					X					12/17/97	
UNOVA INC	DE					X					12/23/97	
US OFFICE PRODUCTS CO	DE					X	X				09/30/97	
VOICE POWERED TECHNOLOGY INTERNATIO NAL INC	CA					X					12/18/97	
VOLT INFORMATION SCIENCES INC	NY					X	X				12/16/97	
WASTE RECOVERY INC	TX					X	X				12/16/97	
WEST TEXAS UTILITIES CO	TX					X	X				12/22/97	
WHEELS SPORTS GROUP INC	NC					X	X				12/01/97	AMEND
WINSTAR COMMUNICATIONS INC	DE					X					12/17/97	
WORLDWIDE ENTERTAINMENT & SPORTS CO RP	DE					X	X				12/19/97	
XANTHIC ENTERPRISES INC	CO	X									12/23/97	