

SEC NEWS DIGEST

Issue 98-231

December 2, 1998

ENFORCEMENT PROCEEDINGS

RESTRAINING ORDER AND ASSET FREEZE ISSUED TO HALT SALES AND VALUATIONS OF HISTORICAL RAILROAD BOND INVESTMENTS

The Commission announced today that it obtained a federal court order prohibiting the fraudulent sale and valuation of historical bonds, including bonds issued in the 19th century by now defunct railroads and allegedly backed by gold. According to the Commission's 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 \$330,000 each. The emergency restraining order, issued December 1, by Judge G. Kendall Sharp, prohibits Two-Thirds International, Inc. (TTI) and its president, Peter J. Zaccagnino III, of Kissimmee, Florida, from offering and selling the bonds as investment quality instruments. The order also prohibits TTI and Zaccagnino from fraudulently offering to place the bonds in a prime bank-type trading program. Additionally, the order prohibits Sterling International Bahamas Ltd., and its officers, John L. Klein (J. Klein) and Merrill H. Klein (M. Klein), both of Miami, Florida, from preparing and disseminating fraudulent authentication and valuation documents relating to the historical bonds. Judge Sharp's order also freezes the assets of TTI, Zaccagnino, J. Klein and Sterling and requires them to provide an accounting of investor monies received.

The Commission's complaint alleges that the defendants violated the antifraud provisions of the federal securities laws from late 1997 through at least June 1998 in offering, selling, authenticating and valuing the bonds. Zaccagnino and TTI raised approximately \$4.8 million through the sale of virtually worthless historical bonds to scores of investors. According to the complaint, Zaccagnino and TTI sold historical bonds at prices ranging from \$14,000 to \$330,000 each, falsely representing that the bonds were worth up to \$908 million each. The complaint further alleged that Zaccagnino falsely claimed that he and TTI could place the bonds in a fictitious prime bank-type "trading program," purportedly approved by the Federal Reserve Board, that would generate exorbitant rates of return. Judge Sharp's order also freezes the assets of two relief defendants, Best Systems, Inc. and Wonder Glass Products, Inc., which received a total of more than \$1.5 million in investor proceeds from the fraud.

The complaint includes allegations that J. Klein, M. Klein, and Sterling prepared and issued documents falsely authenticating and valuing a variety of historical bonds, including bonds held by, or for the benefit of, Zaccagnino's investors. These valuations falsely represented that the historical railroad bonds remained backed by gold and that the bonds were worth between \$492,000 and \$10.8 billion each. Also J. Klein and M. Klein misrepresented their qualifications as appraisers as well as the nature of the process used to "authenticate" the bonds prior to valuation. For their services, J. Klein, M. Klein and Sterling were paid \$1,500 per valuation and received a total of approximately \$400,000 between April and October 1998.

Various law enforcement agencies worked closely with the Commission in obtaining emergency relief in this matter. The Commission wishes to thank both the Bureau of the Public Debt of Department of Treasury, and the Division of Banking Supervision and Regulation of the Board of Governors of the Federal Reserve System for their assistance in this matter. [SEC v. Two-Thirds International, Inc., et al., No. 98-1324-Civ. ORL-18A, USDC M.D. Fla./Orlando Division] (LR-15989)

INVESTMENT COMPANY ACT RELEASES

SIMMS FUNDS, ET AL.

An order has been issued on an application filed by Simms Funds, Simms Capital Management, Inc., Simms Partners (U.S.) L.P., Simms Partners (International) L.P., Robert A. Simms, and Thomas L. Melly exempting applicants from Section 17(a) of the Investment Company Act. The order permits certain limited partnerships to transfer their assets and liabilities to corresponding series of a new registered open-end management investment company in exchange for the series' shares. (Rel. IC-23578 - November 30)

THE WRIGHT MANAGED BLUE CHIP SERIES TRUST, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting The Wright Managed Blue Chip Series Trust (the Trust) and Wright Investors' Service, Inc. (Wright) from the provisions of Sections 9(a), 13(a), 15(a) and 15(b) of the Act, and Rules 6e-2(b)(15) and 6e-3(T)(b)(15) thereunder, to the extent necessary to permit shares of the Trust and any similar investment companies for which Wright or any of its affiliates may in the future serve as investment adviser, administrator, principal underwriter or sponsor to be sold to and held by: (1) separate accounts funding variable annuity and variable life insurance contracts issued by both affiliated and unaffiliated participating life insurance companies; and (2) qualified pension and retirement plans outside of the separate account context. (Rel. IC-23579 - November 30)

JOHN HANCOCK BOND TRUST, ET AL.

An order has been issued to John Hancock Bond Trust, John Hancock Capital Series, John Hancock Current Interest, John Hancock Investment Trust, John Hancock Investment Trust II, John Hancock Investment Trust III, John Hancock Series Trust, John Hancock Bond Fund, John Hancock Special Equities Fund, John Hancock Strategic Series, John Hancock World Fund (the Funds), John Hancock Funds, Inc. (JHFI), John Hancock Variable Life Insurance Company (JHVLICO) and John Hancock Mutual Life Insurance Company (John Hancock) pursuant to Section 11(a) of the Investment Company Act. The order approves the terms of offers of exchange by the Funds and JHFI to certain holders of variable annuity contracts issued by Variable Annuity Accounts U and V of John Hancock and Variable Annuity Account I of JHVLICO. (Rel. IC-23580 - November 30)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER CO., INC., ET AL.

An order has been issued authorizing American Electric Power Company, Inc. (AEP), a registered holding company, American Electric Power Service Corporation, a nonutility subsidiary of AEP, AEP Energy Services, Inc., (AEP Energy) an energy-related subsidiary of AEP, and eight electric utility subsidiary companies, Appalachian Power Company, Columbus Southern Power Company, Indiana Michigan Power Company, Kentucky Power Company, Ohio Power Company, AEP Generating Company, Kingsport Power Company, and Wheeling Power Company (collectively Applicants) to engage in financing. Specifically, the Commission authorized the Applicants, through December 31, 2002, to: 1) extend the period of authorization by which AEP may guarantee the debt and other obligations of certain nonutility subsidiaries (New Subsidiaries) (Guarantee Authority); and 2) increase the Guarantee Authority of debt of New Subsidiaries from \$50 million up to \$100 million. In addition, the Commission reserved jurisdiction on the proposal by AEP Energy and the New subsidiaries to broker and market energy commodities at wholesale and retail in Canada. (Rel. 35-26947)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by the Municipal Securities Rulemaking Board (SR-MSRB-97-15) to amend Rules G-11, on sales of new issue municipal securities during the underwriting period, G-12, on uniform practice, and G-8, on books and records. Publication in the Federal Register is expected during the week of November 30. (Rel. 34-40717)

The Commission approved a proposed rule change, as amended, submitted by the National Association of Securities Dealers (SR-NASD-98-52) to amend NASD Rule 3010 to state that member firms must review incoming, written correspondence to identify customer complaints and funds. Publication of the order is expected in the Federal Register during the week of November 30. (Rel. 34-40723)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the National Association of Securities Dealers to correct cross-references in rules to NASD By-laws (SR-NASD-98-86) has become immediately 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 7. (Rel. 34-40718)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until December 22 to comment on the application of Unity Bancorp, Inc. to withdraw its Common Stock, No Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-40733)

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration Windsor Energy Corporation, Common Shares, Without Par Value. (Rel. 34-40735)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

S-3 GOLDEN TRIANGLE INDUSTRIES INC/, 6314 ASPEN COVE COURT, P O BOX 1629,
SUGAR LAND, TX 77479 (281) -56-5-73 - 300,000 (\$2,400,000) COMMON STOCK.
(FILE 333-67915 - NOV. 25) (BR. 4)

S-8 UNITED WISCONSIN SERVICES INC, 401 WEST MICHIGAN STREET, MILWAUKEE, WI
53203 - 509,000 (\$4,390,125) COMMON STOCK. (FILE 333-67917 - NOV. 25)
(BR. 1)

S-8 RELIV INTERNATIONAL INC, 136 CHESTERFIELD INDUSTRIAL BLVD, P O BOX 405,
CHESTERFIELD, MO 63006 (314) 537-9715 - 600,000 (\$1,728,000) COMMON STOCK.
(FILE 333-67921 - NOV. 25) (BR. 1)

S-3 WEBCO INDUSTRIES INC, 9101 WEST 21ST STREET, SAND SPRINGS, OK 74063
(918) 241-1000 - 830,000 (\$5,810,000) COMMON STOCK. (FILE 333-67923 -
NOV. 25) (BR. 6)

S-8 BWAY CORP, 8607 ROBERTS DR, STE 250, ATLANTA, GA 30350 (404) 587-0888 - 300,000 (\$4,781,250) COMMON STOCK. (FILE 333-67925 - NOV. 25) (BR. 6)

S-8 ELCOM INTERNATIONAL INC, 10 OCEANA WAY, SUITE 102, NORWOOD, MA 02062 (781) 440-3333 - 1,000,000 (\$1,410,000) COMMON STOCK. (FILE 333-67927 - NOV. 24) (BR. 3)

S-3 LNR PROPERTY CORP, 760 NW 107TH AVE, MIAMI, FL 33172 (305) 485-2000 (FILE 333-67929 - NOV. 25) (BR. 8)

S-8 SCIENTIFIC ATLANTA INC, ONE TECHNOLOGY PKWY S, NORCROSS, GA 30092 (770) 903-5000 - 3,000,000 (\$50,437,500) COMMON STOCK. (FILE 333-67931 - NOV. 25) (BR. 7)

S-8 CANADA SOUTHERN PETROLEUM LTD, SUITE 1410 ONE PALLISER SQ 125 9TH AVE, SE CALGARY, CALGARY, A0 06443 (203) 245-8380 - 700,000 (\$3,458,000) COMMON STOCK. (FILE 333-67933 - NOV. 25) (BR. 4)

S-3 ARGUSS HOLDINGS INC, ONE CHURCH STREET, SUITE 302, ROCKVILLE, MD 20850 (301) 315-0027 - 101,089 (\$1,554,243.38) COMMON STOCK. (FILE 333-67935 - NOV. 25) (BR. 5)

S-3 NORFOLK SOUTHERN CORP, THREE COMMERCIAL PL, NORFOLK, VA 23510 (804) 629-2680 (FILE 333-67937 - NOV. 25) (BR. 5)

S-3 OPTICAL SECURITY GROUP INC, 535 16TH STREET, STE 920, DENVER, CO 80202 (303) 534-4500 - 903,018 (\$4,578,301.26) COMMON STOCK. (FILE 333-67939 - NOV. 25) (BR. 6)

S-8 PULASKI FURNITURE CORP, P O BOX 1371, ONE PULASKI SQ, PULASKI, VA 24301 (703) 980-7330 - 100,000 (\$2,075,000) COMMON STOCK. (FILE 333-67941 - NOV. 25) (BR. 6)

S-3 AMERICAN STANDARD INC, ONE CENTENNIAL AVE, P O BOX 6820, PISCATAWAY, NJ 08855 (908) 980-6000 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 333-67943 - NOV. 25) (BR. 6)

S-8 TANGRAM ENTERPRISE SOLUTIONS INC, 5511 CAPITAL CNTR DR STE 400, GREAT VALLEY CORPORATE CTR, RALEIGH, NC 27606 (912) 985-6000 - 1,469,824 (\$2,695,605) COMMON STOCK. (FILE 333-67945 - NOV. 25) (BR. 3)

S-1 CYTOGEN CORP, 600 COLLEGE RD EAST CN 5308, PRINCETON, NJ 08540 (609) 987-8200 - 6,300,000 (\$7,466,400) COMMON STOCK. (FILE 333-67947 - NOV. 25) (BR. 1)

S-8 PHARMACEUTICAL RESOURCES INC, ONE RAM RIDGE RD, SPRING VALLEY, NY 10977 (914) 425-7100 - 500,000 (\$1,446,598) COMMON STOCK. (FILE 333-67949 - NOV. 25) (BR. 1)

S-8 QUEEN SAND RESOURCES INC, 3500 OAK LAWN, STE 380, LB #31, DALLAS, TX 75219 (214) 521-9959 - 3,500,000 (\$21,000,000) COMMON STOCK. (FILE 333-67951 - NOV. 25) (BR. 9)

S-8 PHARMACEUTICAL RESOURCES INC, ONE RAM RIDGE RD, SPRING VALLEY, NY 10977 (914) 425-7100 - 750,000 (\$2,742,188) COMMON STOCK. (FILE 333-67953 - NOV. 25) (BR. 1)

S-8 HASKEL INTERNATIONAL INC, 100 EAST GRAHAM PL, BURBANK, CA 91502 (818) 843-4000 - 1,600,000 (\$17,800,000) COMMON STOCK. (FILE 333-67955 - NOV. 25) (BR. 6)

S-1 MOLECULAR CIRCUITRY INC, 321 SPRUCE STREET, SUITE 525, SCRANTON, PA 18503 (717) 207-7200 - 3,450,000 (\$44,850,000) COMMON STOCK. (FILE 333-67957 - NOV. 25) (NEW ISSUE)

S-3 U S DIAGNOSTIC INC, 777 S FLAGLER DR, STE 1201 EAST TOWER, WEST PALM BEACH, FL 33401 (561) 832-0006 - 1,470,590 (\$1,470,590) COMMON STOCK. (FILE 333-67959 - NOV. 25) (BR. 1)

S-3 PEOPLES HERITAGE FINANCIAL GROUP INC, ONE PORTLAND SQ, P O BOX 9540, PORTLAND, ME 04112 (207) 761-8500 - \$3,815,000 COMMON STOCK. (FILE 333-67961 - NOV. 25) (BR. 7)

S-8 MCMORAN EXPLORATION CO /DE/, 1615 POYDRAS ST, NEW ORLEANS, LA 70112
(504) 582-4000 - 75,000 (\$1,050,000) COMMON STOCK. (FILE 333-67963 -
NOV. 25) (BR. 4)

S-8 GENTIA SOFTWARE PLC, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY
10286 (212) 815-1727 - 3,090,000 (\$11,877,187.50) FOREIGN COMMON STOCK.
(FILE 333-67965 - NOV. 25)

S-8 DONNELLY CORP, 414 E FORTIETH ST, HOLLAND, MI 49423 (616) 786-7000 -
850,000 (\$12,909,375) COMMON STOCK. (FILE 333-67967 - NOV. 25) (BR. 6)

S-8 DONNELLY CORP, 414 E FORTIETH ST, HOLLAND, MI 49423 (616) 786-7000 -
300,000 (\$4,556,250) COMMON STOCK. (FILE 333-67969 - NOV. 25) (BR. 6)

S-8 CONSOLIDATED MEDICAL MANAGEMENT INC, 13005 JUSTICE AVENUE, STE 310,
BATON ROUGE, LA 70816 (801) 292-3100 - 1,500,000 (\$6,187,500) COMMON STOCK.
(FILE 333-67971 - NOV. 25) (BR. 4)

S-8 TANGRAM ENTERPRISE SOLUTIONS INC, 5511 CAPITAL CNTR DR STE 400,
GREAT VALLEY CORPORATE CTR, RALEIGH, NC 27606 (912) 985-6000 - 2,198,000
(\$9,971,665) COMMON STOCK. (FILE 333-67973 - NOV. 25) (BR. 3)

S-4 ALBECCA INC, 3900 STEVE REYNOLDS BOULEVARD, NORCROSS, GA 30093
(770) 279-5200 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE
333-67975 - NOV. 25) (BR. 2)

S-8 IDG BOOKS WORLDWIDE INC, 919 EAST HILLSDALE BLVD, SUITE 400,
FOSTER CITY, CA 94404 (650) 655-3000 - 3,200,000 (\$40,809,500)
COMMON STOCK. (FILE 333-67977 - NOV. 25) (BR. 5)

S-3 WISCONSIN PUBLIC SERVICE CORP, 700 N ADAMS ST, PO BOX 19001, GREEN BAY,
WI 54307 (414) 433-1466 - 102,000,000 (\$104,040,000) STRAIGHT BONDS.
(FILE 333-67979 - NOV. 25) (BR. 2)

S-8 ST PAUL COMPANIES INC /MN/, 385 WASHINGTON ST, SAINT PAUL, MN 55102
(612) 310-7911 - 9,000 (\$330,750) COMMON STOCK. (FILE 333-67983 - NOV. 25)
(BR. 1)

S-3 AMERISOURCE DISTRIBUTION CORP, 300 CHESTER FIELD PWKY, MALVERN, PA 19355
(610) 296-4480 - 1,000,000 (\$62,630,000) COMMON STOCK. (FILE 333-67985 -
NOV. 25) (BR. 1)

S-8 TRANSACTION SYSTEMS ARCHITECTS INC, 224 SOUTH 108TH AVE, OMAHA, NE 68154
(402) 390-7600 - 30,000,000 (\$30,000,000)
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-67987 - NOV. 25)
(BR. 3)

S-8 AMERICAN RESIDENTIAL SERVICES INC, POST OAK TOWER 5051 WESTHEIMER,
STE 725, HOUSTON, TX 77056 (713) 599-0100 - 350,000 (\$1,249,500)
COMMON STOCK. (FILE 333-67989 - NOV. 25) (BR. 6)

S-3 CHEMED CORP, 2600 CHEMED CTR, 255 EAST FIFTH ST, CINCINNATI, OH 45202
(513) 762-6900 - 469,560 (\$14,805,696.36) COMMON STOCK. (FILE 333-67991 -
NOV. 25) (BR. 2)

S-1 GREEN TREE LEASE FINANCE II INC, 1100 LANDMARK TOWERS, 345 ST PETER ST,
SAINT PAUL, MN 55102 (612) 293-3400 - 1,000,000 (\$1,000,000)
STRAIGHT BONDS. (FILE 333-67993 - NOV. 25) (BR. 8)

S-4 LYCOS INC, 400-2 TOTTEN POND ROAD, WALTHAM, MA 02154 (781) 370-2700 -
6,300,000 (\$20,008,000) COMMON STOCK. (FILE 333-67995 - NOV. 25) (BR. 2)

S-8 LIFE USA HOLDING INC /MN/, STE 95 INTERCHANGE N BLDG, 300 S HWY 169,
MINNEAPOLIS, MN 55426 (612) 546-7386 - 1,000,000 (\$12,500,000)
COMMON STOCK. (FILE 333-67997 - NOV. 25) (BR. 1)

S-8 LIFE USA HOLDING INC /MN/, STE 95 INTERCHANGE N BLDG, 300 S HWY 169,
MINNEAPOLIS, MN 55426 (612) 546-7386 - 300,000 (\$3,750,000) COMMON STOCK.
(FILE 333-67999 - NOV. 25) (BR. 1)

S-3 NOBLE INTERNATIONAL LTD, 33 BLOOMFIELD HILLS PKWY STE 155,
BLOOMFIELD HILLS, MI 48304 (248) 433-3093 - 2,111,580 (\$17,948,430)
COMMON STOCK. (FILE 333-68001 - NOV. 25) (BR. 5)

S-8 NORTHROP GRUMMAN CORP, 1840 CENTURY PK E, LOS ANGELES, CA 90067
(310) 201-3215 - 5,550,000 (\$445,734,375) COMMON STOCK. (FILE 333-68003 -
NOV. 25) (BR. 5)

S-8 ADVANCED MICRO DEVICES INC, ONE AMD PL, P O BOX 3453, SUNNYVALE, CA
94088 (408) 732-2400 - 4,700,000 (\$127,046,875) COMMON STOCK. (FILE
333-68005 - NOV. 25) (BR. 5)

S-4 WATSON PHARMACEUTICALS INC, 311 BONNIE CIRCLE, CORONA, CA 91720
(909) 270-1400 - 6,300,612 (\$283,985,243) COMMON STOCK. (FILE 333-68007 -
NOV. 25) (BR. 1)

S-3 SYNOPSIS INC, 700 E MIDDLEFIELD RD, MOUNTAIN VIEW, CA 94043
(415) 962-5000 - 638,462 (\$31,643,772.88) COMMON STOCK. (FILE 333-68011 -
NOV. 25) (BR. 3)

S-4 MEGABIOS CORP, 863A MITTEN RD, BURLINGAME, CA 94010 (650) 697-1900 -
10,000,000 (\$27,810,000) COMMON STOCK. (FILE 333-68013 - NOV. 25) (BR. 1)

S-3 SCHEIN HENRY INC, 135 DURYE RD, MELVILLE, NY 11747 (516) 843-5500 -
1,058,961 (\$39,711,037) COMMON STOCK. (FILE 333-68015 - NOV. 25) (BR. 2)

S-3 MATTEL INC /DE/, 333 CONTINENTAL BLVD, EL SEGUNDO, CA 90245
(310) 252-2000 (FILE 333-68017 - NOV. 25) (BR. 5)

S-3 MARVEL ENTERPRISES INC, 685 THIRD AVENUE, NEW YORK, NY 10017
(212) 682-4700 - 88,905,151 (\$313,928,130) COMMON STOCK. (FILE 333-68019 -
NOV. 25) (BR. 5)

S-4 PACIFIC AEROSPACE & ELECTRONICS INC, 430 OLDS STATION RD, WENATCHEE, WA
98801 (509) 667-9600 - 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE
333-68023 - NOV. 25) (BR. 5)

S-8 INTERNET MEDIA CORP, 8748 QUARTERS LAKE RD, BATON ROUGE, LA 70809
(504) 922-7744 - 75,000 (\$48,750) COMMON STOCK. (FILE 333-68025 - NOV. 25)
(BR. 7)

S-8 AMERICAN TECHNOLOGIES GROUP INC, 1017 S MOUNTAIN AVE, MONROVIA, CA 91016
(818) 357-5000 - 100,000 (\$72,000) COMMON STOCK. (FILE 333-68027 -
NOV. 25) (BR. 5)

S-8 NORTHROP GRUMMAN CORP, 1840 CENTURY PK E, LOS ANGELES, CA 90067
(310) 201-3215 - 102,922 (\$8,504,445) COMMON STOCK. (FILE 333-68029 -
NOV. 25) (BR. 5)

S-3 APRIA HEALTHCARE GROUP INC, 3560 HYLAND AVE, COSTA MESA, CA 92626
(714) 427-2000 - \$51,779,000 STRAIGHT BONDS. (FILE 333-68031 - NOV. 25)
(BR. 1)

S-3 INTERNATIONAL FIBERCOM INC, 3410 E UNIVERSITY, SUITE 180, PHOENIX, AZ
85034 (602) 941-1900 - 2,036,873 (\$16,294,984) COMMON STOCK. (FILE
333-68035 - NOV. 27) (BR. 7)

S-8 COMPUMED INC, 1230 ROSECRANS AVE STE 1000, MANHATTAN BEACH, CA 90266
(310) 643-5106 - 320,000 (\$176,000) COMMON STOCK. (FILE 333-68039 -
NOV. 27) (BR. 3)

S-3 SIEBEL SYSTEMS INC, 1885 SOUTH GRANT STREET, SAN MATEO, CA 94402
(650) 295-5000 - 245,996 (\$5,965,403) COMMON STOCK. (FILE 333-68041 -
NOV. 27) (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		
AAMES CAPITAL CORP	CA								X		11/16/98	
ABN AMRO MORTGAGE CORP	DE	X									11/30/98	
ABRAXAS PETROLEUM CORP	NV		X					X			11/30/98	
ACRODYNE COMMUNICATIONS INC	DE				X	X					11/23/98	
AES CORPORATION	DE				X						11/24/98	
AFFINITY GROUP HOLDING INC	DE				X	X					11/13/98	
ALLIANCE IMAGING INC /DE/	DE				X						11/13/98	
AM PAC INTERNATIONAL INC	NY	X	X					X			05/07/98	
AMBANC HOLDING CO INC	DE		X								12/01/98	
AMERICAN RETIREMENT CORP	TN					X	X				11/30/98	
AMERICAN SHARED HOSPITAL SERVICES	CA		X				X				11/13/98	
AMERICAN TOWER CORP /MA/	DE		X				X				11/16/98	
AMSCAN HOLDINGS INC	DE						X				09/17/98	AMEND
AMTRAN INC	IN						X				11/25/98	
ANDREA ELECTRONICS CORP	NY					X					11/13/98	
ARI NETWORK SERVICES INC /WI	WI						X				09/15/98	AMEND
ARIS CORP/	WA					X					11/30/98	
ARTERIAL VASCULAR ENGINEERING INC	DE					X					11/29/98	
ASSET BACKED FLOATING RATE CERTIFIC	DE					X	X				11/30/98	
ATES SERIES 1998-NC2												
ASSET BACKED SECURITIES CORP	DE					X	X				11/30/98	
ASSISTED LIVING CONCEPTS INC	NV					X	X				11/18/98	
ASTORIA FINANCIAL CORP	DE					X					10/31/98	
BANK OF AMERICA FSB/CA						X					09/30/98	
BANK OF AMERICA FSB/CA						X					10/31/98	
BANK OF AMERICA NATIONAL TRUST & SA VING ASSOCIATION						X					09/30/98	
BANK OF AMERICA NATIONAL TRUST & SA VING ASSOCIATION						X					10/31/98	
BANK PLUS CORP	DE					X					11/30/98	
BEAR STEARNS ASSET BK SEC INC CHAMP ION HOME EQ LN TR 1998-1						X	X				11/30/98	
BELL MICROPRODUCTS INC	CA		X								11/13/98	
CALIFORNIA MICRO DEVICES CORP	CA		X								11/30/98	
CALUMET BANCORP INC /DE	DE					X					11/23/98	
CAPITOL REVOLVING HOME EQUITY LOAN TRUST 1996-1						X					11/20/98	
CAPITOL REVOLVING HOME EQUITY LOAN TRUST 1997-1	MD					X					11/20/98	
CARLYLE INCOME PLUS LTD	IL					X		X			11/19/98	
CASE CORP	DE					X	X				10/15/98	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
CASE RECEIVABLES II INC	DE				X	X					11/16/98	
CASE RECEIVABLES II INC	DE				X	X					11/18/98	
CATERPILLAR FINANCIAL FUNDING CORP	NV	X									11/25/98	
CATERPILLAR FINANCIAL FUNDING CORP	NV	X									11/25/98	
CAVALRY BANCORP INC	TN	X									11/30/98	
CC MASTER CREDIT CARD TRUST	MD				X	X					10/02/98	
CC MASTER CREDIT CARD TRUST II	MD				X	X					10/02/98	
CEC PROPERTIES INC	DE					X					10/31/97	AMEND
CECIL BANCORP INC	MD	X				X					09/30/98	AMEND
CECIL BANCORP INC	MD	X				X					09/30/98	AMEND
CENTRAL PARKING CORP	TN				X	X					11/23/98	
CHANDLER INSURANCE CO LTD		X									11/25/98	
CHASE COMMERCIAL MORTGAGE SECURITIE S CORP	NY				X	X					11/19/98	
CHASE MANHATTAN AUTO GRANTOR TRUST 1996-B	NY				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 96-C	DE				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 97-A	DE				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 97-B	DE				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 98-A	DE				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 98-B	NY				X	X					11/16/98	
CHASE MANHATTAN AUTO OWNER TRUST 19 98-C	NY				X	X					11/16/98	
CHASE MANHATTAN BANK /NY/	NY				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN BANK USA	DE				X	X					11/16/98	
CHASE MANHATTAN RV OWNER TRUST 1997 -A	DE				X	X					11/16/98	
CHURCHILL TECHNOLOGY INC	CO		X								10/31/98	
CIT HOME EQUITY LOAN TRUST 1998-1	NY				X	X					11/15/98	
CITADEL BROADCASTING CO	NV				X	X					11/19/98	
CITADEL COMMUNICATIONS CORP	NV				X	X					11/19/98	
CITATION CORP /AL/	DE				X	X					11/30/98	
CITICORP MORTGAGE SECURITIES INC	DE		X								11/25/98	
COLLINS INDUSTRIES INC	MO	X									11/24/98	
COMMAND SECURITY CORP	NY	X									11/30/98	
COMMERCIAL MORTGAGE PASS THR CERT S ER 1998-C2	MO				X	X					10/15/97	
COMMERCIAL MORTGAGE PASS THR CERT S ER 1998-C2	MO				X	X					11/17/97	
COMMERCIAL MORTGAGE PASS THR CERT S ER 1998-C2	MO				X	X					11/17/97	AMEND
COMMERCIAL MORTGAGE PASS THROUGH CE RTIFICATES SERIES 1998 C1	NY				X	X					11/15/97	
COMMODORE APPLIED TECHNOLOGIES INC	DE				X	X					11/25/98	
COMMSCOPE INC	DE				X	X					11/30/98	
CONCAP INC	TX	X				X					11/15/98	
CONNECTIVITY TECHNOLOGIES INC	DE				X						12/01/98	
CONSUMER PORTFOLIO SERVICES INC	CA				X	X					12/01/98	
COPLEY PHARMACEUTICAL INC	DE		X								12/31/98	AMEND

NAME OF ISSUER	STATE	BK ITEM NO.									DATE	COMMENT	
	CODE	1	2	3	4	5	6	7	8	9			
CORNERSTONE PROPERTIES INC	NV					X	X					12/01/98	
CORTLAND FIRST FINANCIAL CORP	NY					X						11/25/98	
CSX TRADE RECEIVABLES CORP	DE					X	X					11/25/98	
DAKTRONICS INC /SD/	SD					X						11/19/98	
DERMA SCIENCES INC	PA		X				X					09/09/98	AMEND
DESERT SPRINGS MARRIOTT LIMITED PARTNERSHIP	DE					X						06/10/98	
DISCOVERY LABORATORIES INC /DE/	DE					X						12/01/98	
DIY HOME WAREHOUSE INC	OH		X		X	X						11/20/98	
DUKE CAPITAL CORP	DE					X	X					11/20/98	
DUKE ENERGY CORP	NC					X	X					11/20/98	
EASTERN ENVIRONMENTAL SERVICES INC	DE		X			X						11/17/98	
ECHOSTAR COMMUNICATIONS CORP	NV					X	X					11/30/98	
EDGE PETROLEUM CORP	DE					X	X					11/30/98	
EDUTREK INT INC	GA							X				11/18/98	
ENERGY RESERVE INC	AZ					X						11/23/98	
ENSTAR GROUP INC	GA					X	X					11/24/98	
ENTERGY CORP /DE/	DE					X						11/30/98	
ENTERGY POWER UK PLC						X						11/30/98	
EQCC HOME EQUITY LOAN TRUST 1998-1	DE					X	X					11/16/98	
EQCC HOME EQUITY LOAN TRUST 1998-2	DE					X	X					11/16/98	
EQCC HOME EQUITY LOAN TRUST 1998-3	DE					X	X					11/16/98	
ERGO SCIENCE CORP	DE					X	X					11/23/98	
ESCALADE INC	IN					X	X					06/26/98	AMEND
EXXON CORP	NJ					X	X					11/27/98	
FACTORY CARD OUTLET CORP	DE					X	X					11/24/98	
FACTUAL DATA CORP	CO		X									09/16/98	AMEND
FEDERAL EXPRESS CORP	DE							X				11/17/98	
FGIC SECURITIES PURCHASE INC	DE					X	X					11/24/98	
FINANCIAL ASSET SEC INC MORT PART SECURITIES SER 1997-NAMC2						X	X					11/30/98	
FINANCIAL ASSET SECURITIES CORP	DE					X	X					11/30/98	
FIRST VIRTUAL HOLDINGS INC	DE					X	X					11/18/98	
FLEMING COMPANIES INC /OK/	OK					X						11/30/98	
FORMAN PETROLEUM CORP	LA					X	X					12/01/98	
FPA MEDICAL MANAGEMENT INC	DE					X	X					11/16/98	
FRETTER INC	MI					X	X					11/20/98	
FRONTIER NATIONAL CORP	AL					X	X					11/23/98	
FTI CONSULTING INC	MD							X				09/17/98	AMEND
GALILEO CORP	DE					X	X					11/19/98	
GEORGIA POWER CO	GA					X	X					11/19/98	
GLAMIS GOLD LTD						X	X					11/19/98	
GLOBAL IMAGING SYSTEMS INC	DE		X				X					09/16/98	AMEND
GRANT GEOPHYSICAL INC	DE					X		X				11/23/98	
GREENPOINT CREDIT CORP	DE					X	X					11/30/98	
GSE SYSTEMS INC	DE		X									11/30/98	
HALLIBURTON CO	DE					X	X					11/19/98	
HBO & CO	DE					X	X					11/30/98	
HEIST C H CORP	NY		X				X					11/17/98	
HF BANCORP INC	DE					X	X					11/14/98	
HOMEGOLD FINANCIAL INC	SC		X				X					11/13/98	
HOUSEHOLD CONSUMER LOAN TRUST 1997-1	DE		X									11/13/98	
HOUSEHOLD CONSUMER LOAN TRUST 1997-2	DE		X									11/13/98	
HOUSEHOLD CREDIT CARD MASTER TRUST I	DE		X									11/16/98	
HOUSEHOLD REVOLVING HOME EQUITY LOAN TRUST 1995-1	DE		X									11/20/98	
IDS JMB BALANCED INCOME GROWTH LTD	IL					X		X				11/19/98	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
ILX RESORTS INC	AZ				X						11/20/98	
INPUT OUTPUT INC	DE				X	X					11/16/98	
INTERNATIONAL NETWORK SERVICES	CA	X				X					11/20/98	
INTERNATIONAL PAPER CO /NEW/	NY				X	X					11/24/98	
INTERPORE INTERNATIONAL /CA/	CA				X	X					11/15/98	
ISRAMCO INC	DE				X	X	X				11/23/98	
IVC INDUSTRIES INC	DE				X						11/30/98	
JMB MORTGAGE PARTNERS LTD III	IL				X		X				11/19/98	
JMB MORTGAGE PARTNERS LTD IV	IL				X	X	X				11/19/98	
JSCE INC	DE				X	X					11/24/98	
KALAN GOLD CORP	CO	X									11/30/98	
KONOVER PROPERTY TRUST INC	MD	X				X					09/16/98	AMEND
LACLEDE STEEL CO /DE/	DE				X		X				11/30/98	
LEGGETT & PLATT INC	MO				X						11/11/98	
LEHMAN ABS CORP	DE				X	X					11/30/98	
LITCHFIELD FINANCIAL CORP /MA	MA				X	X					12/01/98	
LOEWEN GROUP INC					X	X					12/01/98	
LOUISIANA CASINO CRUISES INC	LO				X	X					11/25/98	
MAIL WELL INC	CO				X						12/01/98	
MALLON RESOURCES CORP	CO	X									11/30/98	
MARRIOTT RESIDENCE INN II LIMITED P ARTNERSHIP	DE				X						06/12/98	
MARRIOTT RESIDENCE INN LIMITED PART NERSHIP	DE				X	X					06/11/98	
MATRIX CAPITAL CORP /CO/	CO				X						11/30/98	
MCMORAN EXPLORATION CO /DE/	DE	X				X					11/17/98	
MDU RESOURCES GROUP INC	DE				X	X					11/12/98	
MEDIMMUNE INC /DE	DE				X						12/01/98	
MEDTRONIC INC	MN				X	X					11/30/98	
MERCURY FINANCE CO	DE				X	X					11/18/98	
MERRILL LYNCH & CO INC	DE				X	X					12/01/98	
MERRILL LYNCH MORTGAGE INVT INC MOR PA THR CR SR 1998-C1-CTL	NY					X					11/17/98	
MID-STATE HOMES INC	FL				X	X					11/30/98	
MILLENNIUM PHARMACEUTICALS INC	DE				X	X					11/10/98	
MONRO MUFFLER BRAKE INC	NY					X					09/17/98	AMEND
MORGAN STANLEY CAPITAL I INC COM MO RT PS THR CER SE 1998-CF1	DE	X				X					11/12/98	
MORGAN STANLEY CAPITAL I INC COMM M ORT PA TH CERT 1998-WF2	NY					X					11/16/98	
MORTGAGE PARTICIPATION SECURITIES S ERIES 1997 NAMC1	VA				X	X					11/30/98	
MULTIMEDIA ACCESS CORP	DE				X	X					11/30/98	
NASHVILLE SUPER 8 LTD	CA	X									11/16/98	
NATIONAL EQUIPMENT SERVICES INC	DE					X					09/17/98	AMEND
NAVIGANT INTERNATIONAL INC	DE	X				X					09/17/98	AMEND
NETOPIA INC	DE					X					08/05/98	AMEND
NETWORK SIX INC	RI	X									12/01/98	
NEW CENTURY ASSET BACKED FLOATING R ATE CERT SER 1998-NC1	DE				X	X					11/30/98	
NEWELL CO	DE					X					11/20/98	AMEND
OMNICARE INC	DE					X					09/16/98	AMEND
ONYX ACCEPTANCE GRANTOR TRUST 1998- 1	DE				X						11/15/98	
ONYX ACCEPTANCE OWNER TRUST 1998-A	DE				X						11/15/98	
ONYX ACCEPTANCE OWNER TRUST 1998-B	DE				X						11/15/98	
PAINE WEBBER GROWTH PROPERTIES LP	DE	X				X					11/18/98	
PAINE WEBBER INCOME PROPERTIES SIX LTD PARTNERSHIP	DE	X				X					11/16/98	
PAINEWEBBER INCOME PROPERTIES SEVEN LIMITED PARTNERSHIP	DE	X				X					11/17/98	

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		1	2	3	4	5	6	7	8	9		
PATRIOT AMERICAN HOSPITALITY INC/DE	DE				X						11/30/98	
PEASE OIL & GAS CO /CO/	NV				X						12/01/98	
PERVASIVE SOFTWARE INC	DE	X			X						11/12/98	
PRIME RECEIVABLES CORP	DE				X						11/16/98	
PROFESSIONAL BANCORP INC	PA				X						11/25/98	
PROVANT INC	DE				X	X					11/16/98	
Q MED INC	DE				X	X					11/16/98	
RECKSON SERVICES INDUSTRIES INC	DE				X	X					11/09/98	
RELIASTAR FINANCIAL CORP	DE				X	X					12/01/98	
ROCK BOTTOM RESTAURANTS INC	DE				X	X					11/17/98	
S&K FAMOUS BRANDS INC	VA				X	X					11/30/98	
SAFELITE GLASS CORP	DE				X	X					12/02/98	
SALOMON BROTHERS MORT SEC VII INC A	DE				X	X					11/30/98	
SST BACK CERT SE 1998-NC3												
SANTA FE GAMING CORP	NV				X	X					11/27/98	
SEAGULL ENERGY CORP	TX				X	X					11/24/98	
SEARS ROEBUCK & CO	NY				X	X					12/02/98	
SECOM GENERAL CORP	DE				X						11/23/98	
SECOND BANCORP INC	OH				X						11/27/98	
SECOND BANCORP INC	OH				X						11/27/98	
SECURED INVESTMENT RESOURCES FUND L	MO				X						11/03/98	AMEND
P III												
SMURFIT STONE CONTAINER CORP	DE				X	X					11/24/98	
SNYDER COMMUNICATIONS INC	DE				X						10/31/98	
SOFTWARE NET CORP	DE				X	X					11/18/98	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X					11/25/98	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X					11/30/98	
STANDARD AUTOMOTIVE CORP	DE					X					09/18/98	AMEND
STONE CONTAINER CORP	DE				X	X					11/24/98	
STORAGE USA INC	TN	X			X						12/01/98	AMEND
STRATFORD ACQUISITION CORP	MN	X			X						11/30/98	AMEND
STRATFORD ACQUISITION CORP	MN	X			X						11/30/98	AMEND
STRIDE RITE CORP	MA						X				11/28/97	
SUMMIT PROPERTIES INC	DE					X					11/04/98	AMEND
SUMMIT PROPERTIES PARTNERSHIP L P	DE					X					11/04/98	AMEND
SUNBEAM CORP/FL/	DE				X	X					11/20/98	
SUPERIOR BANK FSB	IL				X	X					11/25/98	
SUPERIOR BANK FSB	IL				X	X					11/25/98	
SUPERIOR BANK FSB	IL				X	X					11/25/98	
SURETY CAPITAL CORP /DE/	DE				X						11/19/98	
SUSA PARTNERSHIP LP	TN	X			X						12/01/98	
SYMANTEC CORP	DE	X			X						11/16/98	
SYNCRONYS SOFTCORP	NV	X									10/31/98	
TECHNITROL INC	PA	X			X						11/16/98	
TETRA TECH INC	DE	X			X						09/22/98	AMEND
TEXACO INC	DE				X						11/30/98	
TOYOTA AUTO LEASE TRUST 1997-A	CA		X								10/31/98	
TOYOTA AUTO LEASE TRUST 1998-B	CA		X								10/31/98	
TSI INTERNATIONAL SOFTWARE LTD	DE	X			X						11/13/98	
UNION CAMP CORP	VA				X	X					11/24/98	AMEND
UNITED HEALTHCARE CORP	MN				X	X					11/20/98	
UNUM CORP	DE				X	X					11/23/98	AMEND
URSUS TELECOM CORP	FL	X			X						09/17/98	
US MICROBICS	CO	X									11/30/98	
USA BRIDGE CONSTRUCTION OF NY INC	NY				X						11/17/98	AMEND
USABG CORP	DE				X						11/17/98	AMEND
VERILINK CORP	DE	X			X						11/16/98	
VORNADO REALTY LP	DE				X	X					11/12/98	
VORNADO REALTY TRUST	MD				X	X					11/12/98	
WALLACE COMPUTER SERVICES INC	DE				X						12/01/98	

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	CODE	1	2	3	4	5	6	7	8	9		
WASHINGTON MUTUAL INC	WA		X					X			10/01/98	AMEND
WELLSFORD REAL PROPERTIES INC	MD				X	X					12/02/98	
WEST COAST ENTERTAINMENT CORP	DE			X		X					11/20/98	
WESTERN BANCORP	CA				X	X					11/25/98	
WESTMED VENTURE PARTNERS LP	DE					X					12/31/98	
WFS FINANCIAL 1998 A OWNER TRUST	CA				X	X					11/20/98	
WORLD ACCESS INC /NEW/	DE		X			X					11/30/98	
WYNDHAM INTERNATIONAL INC	DE				X						11/30/98	
X CEED INC	DE					X					09/09/98	AMEND
ZD INC						X	X				11/17/98	