

sec news digest

Issue 95-120

June 22, 1995

COMMISSION ANNOUNCEMENTS

CARREL APPLICATIONS ARE NOW BEING ACCEPTED

Pursuant to the rules of the Public Reference Room (PRR), the July allocation of carrels/telephone privileges for recognized user organizations (information dissemination companies) are now being accepted. Application forms are available in the Public Reference Room. Information dissemination companies that are unable to pick up forms in Washington may submit applications by writing to:

U.S. Securities and Exchange Commission
Stephen L. McConnell, Chief
Public Reference Branch (Mail Stop 1-2)
450 5th Street, NW
Washington, DC 20549

Applications must include: a brief description of the business, business address and telephone number, the name of all persons who work everyday in the PRR, the name of a person who will serve as on-site contact in the PRR, number of employees assigned to research/sale of SEC filings, regardless of work location, and number of carrels requested. Applicants may also submit a supplemental statement in support of their request for carrels/telephone privileges. The applications must be certified and signed by a responsible company official, and submitted by close of business July 7, 1995. As in the past, assignment of carrels/telephones privileges is discretionary and applicants should not assume they will receive use of the full number carrels for which they apply. The Commission intends to continue to reserve carrels for the general public. Revised carrel allocations will be effective July 24, 1995.

Any questions concerning carrel applications should be addressed to Stephen L. McConnell, Chief, Public Reference Branch, at (202) 942-8078.

RULES AND RELATED MATTERS

ORDER GRANTING APPLICATION OF CROWN LIFE INSURANCE COMPANY

The Commission has issued an order under Section 304(d) of the Trust Indenture Act of 1939 on an application filed by Crown Life Insurance Company with respect to indentures (Indentures) between the Company and Montreal Trust Company of Canada, as trustee, exempting the Indentures from the operation of Sections 310(a)(3) and 310(a)(4), Sections 310(b) through 316(a) and Sections 316(c) through 318(a) of the Act. (Rel. 39-2332; File No. 22-26752)

ENFORCEMENT PROCEEDINGS

INJUNCTION ENTERED AGAINST HERBERT GLASS

The Commission announced that on June 15 the United States District Court in Cleveland, Ohio entered an Order of Permanent Injunction against Herbert I. Glass (Glass). Glass consented to the entry of the injunction without admitting or denying the allegations in the Commission's complaint. In that complaint, the Commission alleged that Glass, the sole owner and controlling person of H.I. Glass & Co. (Glass & Co.), a registered investment adviser, violated the antifraud provisions of the Securities Act of 1933, the Securities Exchange Act of 1934 and the Investment Advisers Act of 1940, and violated certain books and records and filing requirements of the Advisers Act.

The Commission alleged, among other things, that between 1986 and 1989, Glass, through Glass & Co., sold securities in the form of investment partnership interests and, in connection therewith, reimbursed Glass & Co. at least \$202,264.88 from investor funds for expenses not related to the operation of the partnerships. The Commission further alleged that between 1986 and 1988, Glass, through Glass & Co., may have received at least \$1,497,581.90 in illegal performance fees. [SEC v. Herbert I. Glass and H.I. Glass & Company, N.D. Ohio, Civil Action No. 1:93 CV 959] (LR-14539)

PERMANENT INJUNCTION ENTERED AGAINST JOSEPH GIEWARTOWSKI, JOAN GIEWARTOWSKI AND INVESTORS INCOME SYSTEMS OF FLORIDA, INC.

The Commission announced that on June 19 the United States District Court for the Middle District of Florida entered a permanent injunction and other equitable relief, by consent, against Joseph Edwin Giewartowski (Giewartowski), Joan Marie Giewartowski, and Investors

Income Systems of Florida, Inc. (IISF), a corporation controlled by Giewartowski. IISF was not named as a defendant in the Commission's complaint filed May 30, 1995, but consented to the entry of the permanent injunction and other relief as if named.

The permanent injunction enjoins Giewartowski and IISF from further violations of the antifraud provisions of the Securities Act of 1933, the Securities Exchange Act of 1934, and the Investment Advisers Act of 1940 (Advisers Act), the rules thereunder, and the investment adviser registration provisions of the Advisers Act. Giewartowski and IISF also consented to the entry of orders imposing an asset freeze and appointing and agreeing to cooperate with a receiver. All of the defendants consented to an order requiring them to preserve records and to provide an accounting. Other relief, including determining the appropriateness and the amount of civil money penalties against Giewartowski and/or IISF and the appropriateness and the amount of disgorgement to be made by all of the defendants is pending. [SEC v. Joseph Edwin Giewartowski and Joan Marie Giewartowski, Civil Action No. 95-554-CIV-ORL-22, M.D. Fla.] (14540)

FINAL JUDGMENT ENTERED AGAINST JOSEPH CONTINI

The Commission announced that a Final Judgment was entered against defendant Joseph Contini (Contini) enjoining him from violating Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder, and Sections 206(1) and (2) of the Investment Advisers Act of 1940.

Contini consented to the entry of the Final Judgment without admitting or denying the allegations in the Commission's amended complaint. The Final Judgment orders the payment of \$1,253,772.76 in disgorgement and prejudgment interest, but waives payment of \$130,254.53, in light of a release executed by one investor. In addition, a civil penalty of \$1,048,689.81 was imposed on Contini.

The amended complaint alleges as follows: Contini misappropriated at least approximately \$1,057,000 from investors in investment partnerships called Personal Portfolio Watch Limited Partnerships and the Real Estate Club. Contrary to his fraudulent representations that the funds were to be invested in securities and real estate, Contini actually used most of the investors' funds to pay his personal and business expenses and to pay withdrawals of principal and "profits" to other investors.

Contini previously pleaded guilty to federal fraud charges stemming from some of the conduct described above, and is awaiting sentencing. [SEC v. Joseph Contini, individually and d/b/a Personal Portfolio Watch, 93 Civ. 4400, RWS, SDNY] (LR-14541)

INVESTMENT COMPANY ACT RELEASES

SMITH BARNEY FMA TRUST

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by Smith Barney Shearson FMA Trust for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-21142 - June 19)

HERCULES FUNDS INC.

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by Hercules Funds Inc. for an order under Sections 6(c) and 17(b) of the Investment Company Act granting an exemption from Section 17(a). The requested order would permit certain securities dealers that are affiliated persons of affiliated persons (second-tier affiliates) of each present or future portfolio of applicant to engage in principal transactions with a portfolio solely because of subadvisory relationships with one or more of applicant's other portfolios. (Rel. IC-21144 - June 19)

COUNTDOWN TO RETIREMENT FUNDS

An order has been issued under Section 8(f) of the Investment Company Act declaring that Countdown to Retirement Funds has ceased to be an investment company. (Rel. IC-21149 - June 20)

NATIONS FUND, INC., ET AL.

An order has been issued on an application filed by Nations Fund, Inc., et al. under Section 6(c) of the Investment Company Act granting an exemption from Sections 13(a)(2), 18(f)(1), 22(f), and 22(g) of the Act, and Rule 2a-7 thereunder, under Sections 6(c) and 17(b) of the Act granting an exemption from Section 17(a)(1), and under Section 17(d) of the Act and Rule 17d-1 thereunder. The order permits certain investment companies to enter into deferred compensation arrangements with their directors. (Rel. IC-21150 - June 20)

AMERICAN PARTNERS LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by American Partners Life Insurance Company, APL Variable Annuity Account 1, and American Express

Financial Advisors Inc. Applicants request an order under Section 6(c) of the Investment Company Act exempting them from Sections 26(a)(2)(C) and 27(c)(2) of the Act to permit American Partners Life Insurance Company to deduct a mortality and expense risk charge from the assets of APL Variable Annuity Account 1. (Rel. IC-21151 - June 20)

VAN KAMPEN AMERICAN CAPITAL EQUITY OPPORTUNITY TRUST, SERIES 10

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by Van Kampen American Capital Equity Opportunity Trust, Series 10 on behalf of itself and subsequent series (Series) for an order under Section 6(c) of the Investment Company Act exempting the Series from Section 12(d)(3) of the Act. The order would permit each Series to invest up to 10.5% of its total assets in securities of issuers that derived more than 15% of their gross revenues in their most recent fiscal year from securities related activities. (Rel. IC-21152 - June 20)

UNITED OF OMAHA LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until July 14 to request a hearing on an application filed by United of Omaha Life Insurance Company (United of Omaha), United of Omaha Separate Account C (Separate Account), and Mutual of Omaha Investors Services, Inc. (Services) (collectively, Applicants). Applicants seek an order under Section 6(c) of the Investment Company Act granting exemptions from Sections 2(a)(32), 22(c), 26(a)(2)(C), 27(c)(1), and 27(c)(2) of the 1940 Act and Rule 22c-1 thereunder. The order would provide exemptions to the extent necessary to permit the deduction of a mortality and expense risk charge and an enhanced death benefit charge from the assets of the Separate Account or any other separate account established by United of Omaha to support certain flexible premium individual deferred variable annuity contracts (Contracts) as well as other variable annuity contracts that are substantially similar in all material respects to the Contracts (Future Contracts). In addition, Applicants propose that the order extend to any broker-dealer other than Services, that may in the future serve as principal underwriter for the Contracts or Future Contracts, the same exemptions granted to Services. Any such broker-dealer will be registered under the Securities Exchange Act of 1934 as a broker-dealer and will be a member of the National Association of Securities Dealers, Inc. (Rel. IC-21153 - June 20)

SLH CONVERTIBLE SECURITIES FUND

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by SLH Convertible Securities Fund for an order pursuant to Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-21154 - June 20)

IDS CERTIFICATE COMPANY

An order has been issued on an application filed by IDS Certificate Company (IDSC), a registered face-amount certificate company under Section 28(b) of the Investment Company Act to permit IDSC to hold as "qualified investments" those investments permitted under the Minnesota life insurance code and to value those investments in accordance with the Minnesota code; under Section 6(c) to adopt a different formula to calculate its minimum reserve requirements; under Section 18(j)(1) to engage in certain hedging transactions that are permitted under the Minnesota code; and under Section 28(c) to authorize certain custodial arrangements. (Rel. IC-21155 - June 21)

NATIONAR FUNDS, INC.

A notice has been issued giving interested persons until July 17 to request a hearing on an application filed by Nationar Funds, Inc. for an order under Section 8(f) of the Investment Company Act declaring that applicant has ceased to be an investment company. (Rel. IC-21156 - June 21)

HOLDING COMPANY ACT RELEASES

EUA ENERGY INVESTMENT CORPORATION

An order has been issued authorizing a proposal by EUA Energy Investment Corporation (EEIC), a subsidiary of Eastern Utilities Associates, a registered holding company, to participate in a joint venture partnership with a nonaffiliate, which would develop and market biomass-fired power generation facilities and related products and services. EEIC has been authorized to make up to \$3.907 million in capital contributions and to advance up to \$3 million to the partnership. (Rel. 35-26314)

SELF-REGULATORY ORGANIZATIONS

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until July 11 to comment on the application of Westbridge Capital Corp. to withdraw its Common Stock, \$.10 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-35865)

A notice has been issued giving interested persons until July 11 to comment on the application of Elan International Finance, Ltd. to withdraw its Liquid Yield Option Notes, due 2012, from listing and registration on the American Stock Exchange. (Rel. 34-35866)

A notice has been issued giving interested persons until July 11 to comment on the application of Elan Corporation plc to withdraw its American Depositary Shares Evidenced by American Depositary Receipts, Representing Ordinary Shares, Par Value 4 Irish Pence; Warrants to Purchase Ordinary Shares, Par Value 4 Irish Pence, Represented by American Depositary Shares, Evidenced by American Depositary Receipts of Elan Corporation, plc, from listing and registration on the American Stock Exchange. (Rel. 34-35867)

A notice has been issued giving interested persons until July 11 to comment on the application of Great Pines Water Company, Inc. to withdraw its Common Stock, \$.01 Par Value, from listing and registration on the Boston Stock Exchange. (Rel. 34-35868)

DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration Sunrise Energy Services, Inc., Common Stock, \$1.00 Par Value. (Rel. 34-35869)

PROPOSED RULE CHANGE

The Philadelphia Stock Exchange filed a proposed rule change (SR-PHLX-95-31) to amend its rules to require PHLX members who trade non-PHLX listed option contracts and who are not members of the exchange where the options are traded to comply with the option position and exercise limits set by the exchange where the transactions are effected. Publication of the notice is expected in the Federal Register during the week of June 26. (Rel. 34-35864)

SECURITIES ACT REGISTRATIONS

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

S-8 SYNAGRO TECHNOLOGIES INC, 20515 SH249, STE 380, HOUSTON, TX 77070
(713) 370-6700 - 550,000 (\$396,000) COMMON STOCK. (FILE 33-93320 -
JUN. 09) (BR. 8)

REGISTRATIONS CONT.

- S-8 INSO CORP, 31 ST JAMES STREET, 11TH FLOOR, BOSTON, MA 02116
(617) 351-3000 - 1,000,000 (\$55,625,000) COMMON STOCK. (FILE 33-93324 -
JUN. 09) (BR. 10)
- S-8 JPE INC, 900 VICTORS WAY SUITE 140, ANN ARBOR, MI 48108 (313) 662-2323
- 50,000 (\$712,500) COMMON STOCK. (FILE 33-93326 - JUN. 09) (BR. 4)
- S-8 JPE INC, 900 VICTORS WAY SUITE 140, ANN ARBOR, MI 48108 (313) 662-2323
- 100,000 (\$1,402,500) COMMON STOCK. (FILE 33-93328 - JUN. 09) (BR. 4)
- S-8 ENDOSONICS CORP, 6616 OWENS DRIVE, PLEASANTON, CA 94588 (510) 734-0464
- 400,000 WARRANTS, OPTIONS OR RIGHTS. 400,000 (\$3,175,000) COMMON STOCK.
(FILE 33-93330 - JUN. 09) (BR. 8)
- S-8 FIRST MERCHANTS ACCEPTANCE CORP, 570 LAKE COOK RD, STE 126, DEERFIELD,
IL 60015 (708) 948-9300 - 360,000 (\$5,648,400) COMMON STOCK. (FILE
33-93332 - JUN. 09) (BR. 11)
- F-6 KAUFHOF HOLDING AG/ADR/, 48 WALL STREET, C/O BANK OF NEW YORK, NEW YORK,
NY 10286 (718) 754-4000 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93336 - JUN. 09)
- F-6 KAUFHOF HOLDING AG/ADR/, 48 WALL STREET, C/O BANK OF NEW YORK, NEW YORK,
NY 10286 (718) 754-4000 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93338 - JUN. 09)
- S-8 AGRI-NUTRITION GROUP LTD, 13801 RIVERPORT DRIVE STE 111,
RIVERPORT EXECUTIVE CENTER II, MARYLAND HEIGHTS, MO 63043 (314) 298-7330 -
500,000 (\$1,750,000) COMMON STOCK. (FILE 33-93340 - JUN. 09) (BR. 4)
- F-6 GUANGZHOU SHIPYARD INTERNATIONAL CO LTD /FI,
1 FANG CUN MAIN ROAD, POSTAL CODE 510382, PEOPLES REPUBLIC OF CHINA, F5 -
10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-93342 - JUN. 09) (NEW ISSUE)
- S-11 HUMPHREY HOSPITALITY TRUST INC, 12301 OLD COLUMBIA PIKE, SILVER SPRING,
MD 20904 (301) 680-4343 - 1,010,000 (\$8,080,000) COMMON STOCK. (FILE
33-93346 - JUN. 09) (BR. 5)
- S-8 SINCLAIR BROADCAST GROUP INC, 2000 WEST 41ST ST, BALTIMORE, MD 21211
(410) 467-5005 - 468,000 (\$9,828,000) COMMON STOCK. (FILE 33-93348 -
JUN. 09) (BR. 7)
- S-8 EMPHESYS FINANCIAL GROUP INC, 1100 EMPLOYERS BLVD, DEPERE, WI 54115
(414) 336-1100 - 150,000 (\$3,918,750) COMMON STOCK. (FILE 33-93350 -
JUN. 09) (BR. 9)
- S-8 EMPHESYS FINANCIAL GROUP INC, 1100 EMPLOYERS BLVD, DEPERE, WI 54115
(414) 336-1100 - 950,000 (\$24,818,750) COMMON STOCK. (FILE 33-93352 -
JUN. 09) (BR. 9)
- S-8 LEVEL ONE COMMUNICATIONS INC /CA/, 9750 GOETHE RD, SACRAMENTO, CA 95627
(916) 855-5000 - 24,951 (\$16,717.17) COMMON STOCK. (FILE 33-93360 -
JUN. 09) (BR. 3)

REGISTRATIONS CONT.

- S-8 ATHENA NEUROSCIENCES INC/DE, 800 GATEWAY BLVD, SOUTH SAN FRANCISCO, CA 94080 (415) 877-0900 - 348,371 (\$2,743,421.63) COMMON STOCK. (FILE 33-93364 - JUN. 09) (BR. 4)
- S-8 DIALOGIC CORP, 1515 US RTE 10, PARSIPPANY, NJ 07054 (201) 993-3000 - 300,000 (\$6,075,000) COMMON STOCK. (FILE 33-93366 - JUN. 08) (BR. 10)
- S-8 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901 (203) 324-9261 - 150,000 (\$5,236,875) COMMON STOCK. (FILE 33-93372 - JUN. 08) (BR. 10)
- S-8 CSB BANCORP INC /OH, 6 W JACKSON ST, P O BOX 232, MILLERSBURG, OH 44654 (216) 674-9015 - 20,000 (\$1,237,600) COMMON STOCK. (FILE 33-93382 - JUN. 12) (BR. 2)
- S-4 SELMER INDUSTRIES INC, 600 INDUSTRIAL PARKWAY, ELKHART, IN 46516 (219) 522-1675 - 110,000,000 (\$110,000,000) STRAIGHT BONDS. (FILE 33-93216 - JUN. 07) (BR. 11)
- S-4 MCAFEE ASSOCIATES INC, 2710 WALSH AVE STE 200, SANTA CLARA, CA 95051 (408) 988-3832 - 1,445,020 (\$39,557,422.50) COMMON STOCK. (FILE 33-93296 - JUN. 09) (BR. 10)
- F-3 SCANDINAVIAN BROADCASTING SYSTEM SA, 8-10 RUE MATHIAS HARDT, L 1724 LUXEMBOURG, LUXEMBOURG, N4 (303) 920-3329 - 115,000,000 (\$115,000,000) STRAIGHT BONDS. (FILE 33-93312 - JUN. 09) (BR. 7)
- S-8 SEPRACOR INC /DE/, 33 LOCKE DRIVE, MARLBOROUGH, MA 01752 (508) 481-6700 - 3,450,000 (\$42,478,125) COMMON STOCK. (FILE 33-93316 - JUN. 09) (BR. 8)
- S-8 TEXAS BIOTECHNOLOGY CORP /DE/, DOCTORS CENTER, 7000 FANNIN STE 1920, HOUSTON, TX 77030 (713) 796-8822 - 1,000,000 (\$1,720,000) COMMON STOCK. (FILE 33-93368 - JUN. 08) (BR. 4)
- S-8 TRUMP HOTELS & CASINO RESORTS INC, MISSISSIPPI AVE & THE BOARDWALK, ATLANTIC CITY, NJ 08401 (212) 832-2000 - 1,000,000 (\$14,125,000) COMMON STOCK. (FILE 33-93374 - JUN. 12) (BR. 12)
- S-8 JPE INC, 900 VICTORS WAY SUITE 140, ANN ARBOR, MI 48108 (313) 662-2323 - 100,000 (\$1,402,500) COMMON STOCK. (FILE 33-93328 - JUN. 09) (BR. 4)
- S-8 ENDOSONICS CORP, 6616 OWENS DRIVE, PLEASANTON, CA 94588 (510) 734-0464 - 400,000 WARRANTS, OPTIONS OR RIGHTS. 400,000 (\$3,175,000) COMMON STOCK. (FILE 33-93330 - JUN. 09) (BR. 8)
- S-8 FIRST MERCHANTS ACCEPTANCE CORP, 570 LAKE COOK RD, STE 126, DEERFIELD, IL 60015 (708) 948-9300 - 360,000 (\$5,648,400) COMMON STOCK. (FILE 33-93332 - JUN. 09) (BR. 11)
- F-6 KAUFHOF HOLDING AG/ADR/, 48 WALL STREET, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (718) 754-4000 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93336 - JUN. 09)
- F-6 KAUFHOF HOLDING AG/ADR/, 48 WALL STREET, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (718) 754-4000 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93338 - JUN. 09)

REGISTRATIONS CONT.

- S-8 AGRI-NUTRITION GROUP LTD, 13801 RIVERPORT DRIVE STE 111,
RIVERPORT EXECUTIVE CENTER II, MARYLAND HEIGHTS, MO 63043 (314) 298-7330 -
500,000 (\$1,750,000) COMMON STOCK. (FILE 33-93340 - JUN. 09) (BR. 4)
- F-6 GUANGZHOU SHIPYARD INTERNATIONAL CO LTD /FI,
1 FANG CUN MAIN ROAD, POSTAL CODE 510382, PEOPLES REPUBLIC OF CHINA, F5 -
10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE
33-93342 - JUN. 09) (NEW ISSUE)
- S-11 HUMPHREY HOSPITALITY TRUST INC, 12301 OLD COLUMBIA PIKE, SILVER SPRING,
MD 20904 (301) 680-4343 - 1,010,000 (\$8,080,000) COMMON STOCK. (FILE
33-93346 - JUN. 09) (BR. 5)
- S-8 SINCLAIR BROADCAST GROUP INC, 2000 WEST 41ST ST, BALTIMORE, MD 21211
(410) 467-5005 - 468,000 (\$9,828,000) COMMON STOCK. (FILE 33-93348 -
JUN. 09) (BR. 7)
- S-8 EMPHESYS FINANCIAL GROUP INC, 1100 EMPLOYERS BLVD, DEPERE, WI 54115
(414) 336-1100 - 150,000 (\$3,918,750) COMMON STOCK. (FILE 33-93350 -
JUN. 09) (BR. 9)
- S-8 EMPHESYS FINANCIAL GROUP INC, 1100 EMPLOYERS BLVD, DEPERE, WI 54115
(414) 336-1100 - 950,000 (\$24,818,750) COMMON STOCK. (FILE 33-93352 -
JUN. 09) (BR. 9)
- S-8 LEVEL ONE COMMUNICATIONS INC /CA/, 9750 GOETHE RD, SACRAMENTO, CA 95627
(916) 855-5000 - 24,951 (\$16,717.17) COMMON STOCK. (FILE 33-93360 -
JUN. 09) (BR. 3)
- S-8 ATHENA NEUROSCIENCES INC/DE, 800 GATEWAY BLVD, SOUTH SAN FRANCISCO, CA
94080 (415) 877-0900 - 348,371 (\$2,743,421.63) COMMON STOCK. (FILE
33-93364 - JUN. 09) (BR. 4)
- S-8 DIALOGIC CORP, 1515 US RTE 10, PARSIPPANY, NJ 07054 (201) 993-3000 -
300,000 (\$6,075,000) COMMON STOCK. (FILE 33-93366 - JUN. 08) (BR. 10)
- S-8 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901
(203) 324-9261 - 150,000 (\$5,236,875) COMMON STOCK. (FILE 33-93372 -
JUN. 08) (BR. 10)
- S-8 CSB BANCORP INC /OH, 6 W JACKSON ST, P O BOX 232, MILLERSBURG, OH 44654
(216) 674-9015 - 20,000 (\$1,237,600) COMMON STOCK. (FILE 33-93382 -
JUN. 12) (BR. 2)
- SB-1 NEIGHBORHOOD BANCORP, 530 B STREET STE 810, SAN DIEGO, CA 92101 -
5,000,000 (\$5,000,000) COMMON STOCK. (FILE 33-92888 - JUN. 13) (BR. 1
- NEW ISSUE)
- S-1 VACATION BREAK USA INC, 6400 N ANDREWS AVE, PARK PLAZA STE 200,
FORT LAUDERDALE, FL 33309 (305) 351-8500 - 2,300,000 (\$18,400,000)
COMMON STOCK. 200,000 WARRANTS, OPTIONS OR RIGHTS. 200,000 (\$1,920,000)
COMMON STOCK. (FILE 33-92890 - JUN. 15) (BR. 6 - NEW ISSUE)
- SB-2 MYRTLEDALE ASSOCIATES ONE INC, 60 EAST 42ND ST, STE 763, NEW YORK, NY
10017 (212) 983-1062 - 575,000 (\$2,875,000) COMMON STOCK. (FILE
33-93150-NY - JUN. 06) (BR. 14 - NEW ISSUE)

REGISTRATIONS CONT.

- SB-2 ONTRAK SYSTEMS INC, 1753 MAIN ST, MILPITAS, CA 95035 (408) 262-5200 - 35,880,000 (\$35,880,000) COMMON STOCK. UNDERWRITER: MONTGOMERY SECURITIES, NEEDHAM & CO INC, UBS SCURITIES INC. (FILE 33-93260-LA - JUN. 07) (BR. 10 - NEW ISSUE)
- S-4 AM GENERAL CORP, 105 N NILES AVE, SOUTH BEND, IN 46617 (219) 284-2907 - 75,500,000 (\$75,500,000) STRAIGHT BONDS. (FILE 33-93302 - JUN. 09) (BR. 4 - NEW ISSUE)
- S-11 95 TCI INC, 150 SECOND AVE NORTH, STE 800, ST PETERSBURG, FL 33701 (813) 898-1500 - 12,000,000 (\$12,000,000) STRAIGHT BONDS. (FILE 33-93310 - JUN. 09) (BR. 11 - NEW ISSUE)
- F-1 PIRATE DRILLING INC, 300 555 4TH AVE S W, CALGARY, ALBERTA CANADA, A0 (403) 233-9342 - 1,725,000 (\$5,577,500) FOREIGN COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 692,500 (\$2,414,750) FOREIGN COMMON STOCK. (FILE 33-93318 - JUN. 09) (NEW ISSUE)
- S-1 FIRST DEFIANCE FINANCIAL CORP, 601 CLINTON ST, DEFIANCE, OH 43512 (419) 782-5015 - 10,350,028 (\$94,794,141) COMMON STOCK. (FILE 33-93354 - JUN. 09) (BR. 1 - NEW ISSUE)
- F-6 NERA AS /ADR/, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93378 - JUN. 12) (BR. 99 - NEW ISSUE)
- S-1 STATEWIDE FINANCIAL CORP, 70 SIP AVE, JERSEY CITY, NJ 07306 (201) 795-7700 - 5,290,000 (\$52,900,000) COMMON STOCK. (FILE 33-93380 - JUN. 12) (BR. 2 - NEW ISSUE)
- S-8 XCELLENET INC /GA/, 5 CONCOURSE PKWY STE 200, ATLANTA, GA 30328 (404) 804-8100 - 550,000 (\$12,123,500) COMMON STOCK. (FILE 33-93384 - JUN. 12) (BR. 10)
- S-1 FIRST SAVINGS BANK OF WASHINGTON BANCORP INC, 10 S FIRST AVE, WALLA WALLA, WA 99362 (509) 527-3636 - 10,910,625 (\$109,106,250) COMMON STOCK. (FILE 33-93386 - JUN. 12) (BR. 1 - NEW ISSUE)
- S-3 LONE STAR CASINO CORP, ONE RIVERWAY, SUITE 2550, TEXAS, TX 77056 (713) 225-6800 - 6,830,728 (\$5,123,046) COMMON STOCK. (FILE 33-93388 - JUN. 13) (BR. 12)
- S-8 ZURICH REINSURANCE CENTRE HOLDINGS INC, ONE CHASE MANHATTAN PLAZA, 43RD FLOOR, NEW YORK, NY 10005 (212) 898-5000 - 200,000 (\$5,762,500) COMMON STOCK. (FILE 33-93390 - JUN. 13) (BR. 10)
- S-8 EPL TECHNOLOGIES INC, 200 FOUR FALLS CORPORATE CENTER, SUITE 315, WEST CONSHOHOCKEN, PA 19428 (610) 834-9600 - 1,500,000 (\$2,625,000) COMMON STOCK. (FILE 33-93392 - JUN. 12) (BR. 12 - NEW ISSUE)
- S-8 INSITE VISION INC, 2020 CHALLENGER DR, ALAMEDA, CA 94501 (510) 865-8800 - 100,000 (\$293,750) COMMON STOCK. (FILE 33-93394 - JUN. 12) (BR. 4)
- S-8 NATHANS FAMOUS INC, 1400 OLD COUNTRY RD, WESTBURY, NY 11590 (516) 338-8500 - 525,000 (\$657,000) COMMON STOCK. (FILE 33-93396 - JUN. 12) (BR. 11)

REGISTRATIONS CONT.

- S-8 UNILEVER N V, BURGEMEESTERS JACOBPLEIN 1, 3015 CA,
ROTTERDAM THE NETHERLANDS, P7 - 2,500,000 (\$316,406,250)
FOREIGN COMMON STOCK. (FILE 33-93398 - JUN. 12) (BR. 4)
- S-8 FAHNESTOCK VINER HOLDINGS INC, 181 UNIVERSITY AVE STE 1204, PO BOX 16,
TORONTO ONTARIO M5H 3M7, A6 (416) 364-3397 - 311,000 (\$2,215,875)
COMMON STOCK. (FILE 33-93400 - JUN. 12) (BR. 12)
- S-8 PURUS INC, 2713 NORTH FIRST ST, SAN JOSE, CA 95134 (408) 955-1000 -
400,000 (\$312,500) COMMON STOCK. (FILE 33-93402 - JUN. 12) (BR. 10)
- S-8 CENTURA BANKS INC, 134 N CHURCH ST, ROCKY MOUNT, NC 27804 (919) 977-4400
- 250,000 (\$6,640,000) COMMON STOCK. (FILE 33-93404 - JUN. 12) (BR. 1)
- S-8 ENVIRO GREEN TECH INC, 3500 N STATE RD 7 SUITE 345, FORT LAUDERDALE, FL
33319 (305) 730-7070 - 4,200,000 (\$2,518,000) COMMON STOCK. (FILE
33-93406 - JUN. 12) (BR. 12)
- F-6 GENCOR LTD /ADR/, ONE MARINE MIDLAND CENTER, C/O MARINE MIDLAND BANK,
BUFFALO, NY 14203 (716) 841-2424 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93410 - JUN. 13) (BR. 0)
- F-6 IMPALA PLATINUM HOLDINGS LTD, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (716) 841-2424 - 10,000,000
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93412 - JUN. 13)
(BR. 99)
- F-6 RANDFONTEIN ESTATES GOLD MINING CO WITWATERSRAND LTD/ADR,
ONE MARINE MIDLAND CENTER, C/O MARINE MIDLAND BANK, BUFFALO, NY 14203
(716) 841-2424 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. DEPOSITOR: MARINE MIDLAND BANK.
(FILE 33-93416 - JUN. 13) (BR. 99)
- F-6 DE BEERS CONSOLIDATED MINES LTD/ADR/, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (716) 841-2424 - 10,000,000
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-93418 - JUN. 13)
(BR. 0)
- F-6 RUSTENBURG PLATINUM HOLDINGS LTD/ADR/, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (716) 841-2424 - 10,000,000
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. DEPOSITOR:
MARINE MIDLAND BANK. (FILE 33-93420 - JUN. 13) (BR. 99)
- F-6 VAAL REEFS EXPLORATION & MINING CO LTD/ADR/, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (716) 841-2424 - 10,000,000
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. DEPOSITOR:
MARINE MIDLAND BANK. (FILE 33-93422 - JUN. 13) (BR. 99)
- F-6 WESTERN AREAS GOLD MINING CO LTD/ADR/, ONE MARINE MIDLAND CENTER,
C/O MARINE MIDLAND BANK, BUFFALO, NY 14203 (000) 000-0000 - 10,000,000
(\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. DEPOSITOR:
MARINE MIDLAND BANK. (FILE 33-93424 - JUN. 13) (BR. 0)
- S-1 SMARTFLEX SYSTEMS INC, 14312 FRANKLIN AVE, TUSTIN, CA 92680
(714) 838-8737 - 3,220,000 (\$35,420,000) COMMON STOCK. (FILE 33-93426 -
JUN. 13) (BR. 9 - NEW ISSUE)