

SEC NEWS DIGEST

Issue 99-104

June 1, 1999

RULES AND RELATED MATTERS

GRANT OF EXEMPTIVE RELIEF FROM CERTAIN PROVISIONS OF THE TENDER OFFER REGULATIONS

The Commission granted an exemptive order from certain provisions of the Securities Exchange Act of 1934 (Exchange Act) to Total with regard to a tender offer for the shares and American Depositary Shares of PetroFina. The order granted relief from certain withdrawal rights provisions of Section 14(d)(5) of the Exchange Act and Rules 14d-7 and 14d-10 thereunder, and confirmed that the offer could employ certain practices consistent with Belgian law and practice. For further information contact Tina Chalk at (202) 942-2920. (Rel. 34-41465)

ENFORCEMENT PROCEEDINGS

TEMPORARY RESTRAINING ORDER AND ASSET FREEZE ENTERED AGAINST GLEN EUGENE MILLER AND LD&B MANAGEMENT IN CONNECTION WITH A PONZI SCHEME

On May 28, the Commission obtained an order temporarily restraining Glen Eugene Miller and LD&B Management, Inc. from making fraudulent sales of interests in a Ponzi scheme. The court also froze the assets of Miller, LD&B, Rich Barlow and Acquire Venture Fund Group. It is alleged that since 1996 Miller and LD&B have sold over \$8.6 million in promissory notes to nearly 200 investors, with stated returns of up to 77%, and that since at least 1998 the investment program has been operated as a Ponzi scheme in which new investments have been used to pay interest and principal owed to earlier investors. Miller allegedly told investors these funds would be reinvested in largely unspecified income-producing investments, but instead, Miller used most of the funds invested in notes to pay money owed to earlier investors and for his personal use. It is also alleged that some of the funds invested in promissory notes were designated for reinvestment into a "prime bank" investment program operated by Barlow under the name of Acquire.

The complaint charged Miller, LD&B, Barlow and Acquire with violating Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5

thereunder. The complaint also named Lori Miller, Reflex Body & Fitness, LLC and Canyon Rim, LLC. as relief defendants. A hearing on the Commission's motion for a preliminary injunction has been scheduled for June 9, 1999. [SEC v. Glen Eugene Miller, Rich Barlow, LD&B Management, Inc., Acquire Venture Fund Group, Lori Miller, Reflex Body & Fitness, LLC, and Canyon Rim, LLC, Civil Action No. 2:99CV-0383K, USDC Utah] (LR-16168)

COURT IMPOSES \$2.6 MILLION IN PENALTIES AND DISGORGEMENT ON HUSBAND AND WIFE FOR SELLING UNREGISTERED SECURITIES

The Commission announced May 12 the Honorable James Lawrence King of the United States District Court for the Southern District of Florida imposed \$200,000 in penalties against Scott and Sabrina Levine (the Levines), the principals of Miami-based Friendly Power Company (Friendly Power), finding that they blatantly and inexcusably violated Section 5 of the Securities Act of 1933 by participating in a scheme to sell unregistered securities to the investing public. The \$100,000 penalty imposed upon each of the Levines is part of a final judgment following a four-day trial in April 1999, and the SEC's institution of an emergency action in July 1998 against the Levines, Friendly Power, and a network of Florida-based telemarketers. After the Commission filed its emergency action, the Court halted what the Commission alleged to be the fraudulent sales of the unregistered Friendly Power securities by the telemarketers, and froze Friendly Power's funds. The Court's final judgment also enjoins the Levines, who the Court noted have a pattern of past and present questionable business practices, from offering or selling unregistered securities, and ordered them to disgorge \$2.4 million that they raised from the public.

The Court's decision found that in 1997, the Levines launched Friendly Power in order to enter the recently deregulated utility industry in the state of California. In a "deliberate scheme through which they sought investors in such a way as to avoid the securities laws," the Levines raised money for Friendly Power by selling franchises in the company to a network of telemarketers on credit. Individual investors, however, paid the franchise fee by purchasing investments, called "partnership units," in general partnerships sold by the telemarketers. By the time the Commission brought its emergency action in July 1998, Friendly Power had received \$2.4 million from the sale of these partnership units to 308 investors, and the Commission alleged that the Levines would have raised \$70 million from the public. The Court found that the Levines, "as the sole owners of [Friendly Power] clearly were substantial factors in the conception and planning of the scheme by which partnership units were to be sold in the franchises, such that the securities laws might be avoided."

The Court determined that the scheme put in place by the Levines relied on individuals to invest passively for the benefit of Friendly Power and the telemarketing operations, and that the investors could not meaningfully control the profitability of their franchise. Furthermore, the Levines' failure to register their

securities with the SEC created a substantial risk that the investors would lose their investments. In early August 1998, shortly after the SEC brought its emergency action, Friendly Power ceased supplying power to its customers. [SEC v. Friendly Power Co., LLC, Friendly Power Co., Inc., Friendly Power Franchise Co., Scott J. Levine, Sabrina Levine and Dwight Stephens, Case No. 98-2902-CIV-KING, SD Fla.] (LR-16169)

INVESTMENT COMPANY ACT RELEASES

WARBURG PINCUS ASSET MANAGEMENT, INC., ET AL.

An order has been issued on an application filed by Warburg Pincus Asset Management, Inc., Credit Suisse Asset Management, Abbott Capital Management, LLC and Blackrock Institutional Management Corporation under Section 6(c) granting an exemption from Section 15(a) of the Investment Company Act. The order permits the implementation, without prior shareholder approval, of certain new advisory and sub-advisory agreements (New Agreements) for a period of up to 150 days following the later of: (i) the date on which the acquisition of Warburg, Pincus Asset Management Holdings, Inc. by Credit Suisse Group is consummated, or (ii) the date on which the requested order is issued, and continuing through the date the New Agreements are approved or disapproved by the shareholders (but in no event later than December 31, 1999) (Interim Period). The order also permits applicants to receive all fees earned under the New Agreements during the Interim Period following shareholder approval. (Rel. IC-23854 - May 28)

NOTICES OF DEREGISTRATIONS UNDER THE INVESTMENT COMPANY ACT

For the month of May, 1999, a notice has been issued giving interested persons until June 22, 1999, to request a hearing on any of the following applications for an order under Section 8(f) of the Investment Company Act declaring that the applicant has ceased to be an investment company:

Alameda-Contra Costa Medical Association Collective
Investment Trust For Retirement Plans [File No. 811-5887]
Bascom Hill Balanced Fund, Inc. [File No. 811-4825]
Bascom Hill Investors, Inc. [File No. 811-2825]
Madison Bond Fund, Inc. [File No. 811-5952]
The Highland Family of Funds (File No. 811-7867)
Marquis Funds [File No. 811-7830]
Oppenheimer Mortgage Income Fund [File No. 811-4712]
Principal Tax-Exempt Cash Management Fund, Inc. [File No. 811-5548]
Stonehridge Growth Fund, Inc. [File No. 811-916]
(Rel. IC-23856 - May 28)

HOLDING COMPANY ACT RELEASES

CONECTIV, ET AL.

A notice has been issued giving interested persons until June 22, 1999, to request a hearing on a proposal by Conectiv (Conectiv), a registered public utility holding company, and Conectiv's utility subsidiaries, Atlantic City Electric Company and Delmarva Power & Light Company, to pay dividends to common and preferred stockholders out of capital or unearned surplus. (Rel. 35-27033)

NEW CENTURY ENERGIES, INC., ET AL.

An order has been issued authorizing New Century Energies, Inc. (New Century Energies), a registered holding company, Public Service Company of Colorado (PSCo) an electric and gas utility subsidiary company of New Century Energies, and NC Enterprises, Inc. an intermediate holding company for nonutility subsidiaries to engage in a sale and leaseback transaction regarding certain gas assets. Specifically, Enterprises proposes to: 1) acquire 50% of the securities of WYCO Development LLC (WYCO), a nonutility company formed for the purpose of acquiring the Front Range Pipeline project (Front Range) from PSCo and Powder River Lateral Expansion pipeline project (Powder River) from Wyoming Interstate Company (WIC), a nonassociate company; and 2) leaseback Front Range and Powder River to PSCo and WIC, respectively. (Rel. 35-27034)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by The Options Clearing Corporation (SR-OCC-98-10) amending OCC's expiration date exercise procedures to impose filing fees for exercise notices that are tendered after prescribed deadlines. (Rel. 34-41455)

The Commission approved a proposed rule change filed by The Options Clearing Corporation (SR-OCC-99-05) amending OCC's rules and by-laws to allow clearing members to maintain joint back office accounts for broker-dealers with which they have joint back office arrangements. (Rel. 34-41456)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission granted accelerated approval of a proposed rule change (SR-DTC-99-12) filed by The Depository Trust Company extending the Commission's temporary approval of DTC's criteria for entities that are organized in a country other than the United States to become direct DTC participants. Publication of the

proposal is expected in the Federal Register during the week of May 31. (Rel. 34-41466)

The Commission granted partial accelerated approval to a proposed rule change (SR-NYSE-99-17) submitted by the New York Stock Exchange. The Commission approved a 90-day pilot program, pending permanent approval by the Commission, implementing a new original listing standard for domestic and non-U.S. companies with \$1 billion market capitalization and \$250 million in revenues in the most recent fiscal year. The Exchange is also proposing to amend its pre-tax earnings standard for non-U.S. issuers. Publication of the proposal is expected in the Federal Register during the week of May 31. (Rel. 34-41459)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Municipal Securities Rulemaking Board filed a notice of filing and immediate effectiveness of a proposed rule change (SR-MSRB-99-03) relating to reports of sales and purchases, pursuant to Rule G-14. Publication of the notice in the Federal Register is expected during the week of May 31. (Rel. 34-41457)

PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-99-08) to amend the code of arbitration procedure relating to claims of employment discrimination. Publication of the proposal is expected in the Federal Register during the week of May 31. (Rel. 34-41461)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until June 17, 1999, to comment on the application of SoftNet Systems, Inc. to withdraw its Common Stock, \$.01 par value per share, from listing and registration on the American Stock Exchange. (Rel. 34-41462)

DELISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Disco S.A., American Depositary Shares (each representing three shares of Common Stock). (Rel. 34-41463)

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: <publicinfo@sec.gov>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

- F-6 TRION TECHNOLOGY AG/ADR, BANK OF NEW YORK, 101 BARCLAY ST - 22ND FLR,
NEW YORK, NY 10286 (212) 815-2009 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10368 - MAY. 20) (BR. 99
- NEW ISSUE)
- F-6 CADBURY SCHWEPPE'S PUBLIC LIMITED CO /ADR/, 60 WALL ST, NEW YORK, NY
10260 (212) 648-3200 - 50,000,000 (\$2,500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10370 - MAY. 20)
- S-8 INTERGRAPH CORP, THIGPEN HQ011 #9384, HUNTSVILLE, AL 35894
(256) 730-2000 - 250,000 (\$1,625,000) COMMON STOCK. (FILE 333-79129 -
MAY. 24) (BR. 3)
- S-8 VISTA BANCORP INC, 305 ROSEBERRY ST, P O BOX 5360, PHILLIPSBURG, NJ
08865 (908) 859-9500 - 25,000 (\$468,750) COMMON STOCK. (FILE 333-79131 -
MAY 24) (BR. 7)
- S-3 ENTERPRISE BANCORP INC /MA/, 222 MERRIMACK ST, LOWELL, MA 01852
(508) 459-9000 - 250,000 (\$2,175,000) COMMON STOCK. (FILE 333-79135 -
MAY. 24) (BR 7)
- S-8 INTERGRAPH CORP, THIGPEN HQ011 #9384, HUNTSVILLE, AL 35894
(256) 730-2000 - 5,000,000 (\$32,500,000) COMMON STOCK. (FILE 333-79137 -
MAY. 24) (BR. 3)
- S-3 MAGNUM HUNTER RESOURCES INC, 600 EAST LAS COLINAS BLVD, STE 1200,
IVRVING, TX 75039 (972) 401-0752 - 10,512,149 (\$68,328,989) COMMON STOCK.
(FILE 333-79139 - MAY. 24) (BR. 4)
- S-8 ITERATED SYSTEMS INC, 3525 PIEDMONT ROAD,
SEVEN PIEDMONT CENTER SUITE 600, ATLANTA, GA 30305 (404) 264-8000 -
1,000,000 (\$860,000) COMMON STOCK. (FILE 333-79141 - MAY. 24) (BR. 3)
- S-8 NORTHWESTERN STEEL & WIRE CO, 121 WALLACE ST, STERLING, IL 61081
(815) 625-2500 - 1,000,000 (\$1,109,350) COMMON STOCK. (FILE 333-79143 -
MAY. 24) (BR. 6)
- S-8 PLM INTERNATIONAL INC, STEUART ST TOWER STE 800, ONE MARKET PLZ,
SAN FRANCISCO, CA 94105 (415) 974-1399 - 820,000 (\$5,343,450) COMMON STOCK.
(FILE 333-79145 - MAY. 24) (BR. 6)
- S-3 PATTERSON DENTAL CO, 1031 MENDOTA HEIGHTS RD, ST PAUL, MN 55120
(612) 686-1600 - 214,317 (\$7,809,176) COMMON STOCK. (FILE 333-79147 -
MAY. 24) (BR. 1)
- S-8 BIOSHIELD TECHNOLOGIES INC, 4405 INTERNATIONAL BOULEVARD, SUITE B109,
NORCROSS, GA 30083 (770) 925-3432 - 1,200,000 (\$20,700,000) COMMON STOCK.
(FILE 333-79149 - MAY. 24) (BR. 9)
- S-8 KEYSpan CORP, 175 EAST OLD COUNTRY ROAD, HICKSVILLE, NY 11801
(516) 755-6650 - 10,500,000 (\$282,843,750) COMMON STOCK. (FILE 333-79151 -
MAY. 24) (BR. 2)
- S-3 GETTY IMAGES INC, 2101 FOURTH AVENUE, FIFTH FL, SEATTLE, WA 98121
(206) 695-3400 - 6,163,590 (\$159,482,892) COMMON STOCK. (FILE 333-79155 -
MAY. 24) (BR. 8)
- S-8 SELECT COMFORT CORP, 6105 TRENTON LANE NORTH SUITE 100, PLYMOUTH, MN
55442 (612) 551-7000 - 100,000 (\$1,521,875) COMMON STOCK. (FILE 333-79157

- MAY. 24) (BR. 6)

S-8 TUBOSCOPE INC /DE/, 2835 HOLMES RD, HOUSTON, TX 77051 (713) 799-5100 - 2,250,000 (\$21,101,368) COMMON STOCK. (FILE 333-79159 - MAY. 24) (BR. 4)

S-1 PAPER WAREHOUSE INC, 7630 EXCELSIOR BLVD, ST LOUIS PARK, MN 55426 (612) 936-1000 - 6,000,000 (\$6,000,000) STRAIGHT BONDS. (FILE 333-79161 - MAY. 24) (BR. 2)

S-8 NATIONAL CITY BANCSHARES INC, 227 MAIN ST P O BOX 868, EVANSVILLE, IN 47705 (812) 464-9677 - 760,099 (\$20,264,239) COMMON STOCK. (FILE 333-79163 - MAY. 24) (BR. 7)

S-8 TOTAL TEL USA COMMUNICATIONS INC, OVERLOOK AT GREAT NOTCH 150 CLOVE RD, BOX 449, LITTLE FALLS, NJ 07054 (973) 812-1100 - 600,000 (\$10,800,000) COMMON STOCK (FILE 333-79165 - MAY. 24) (BR. 7)

S-8 HOLOGIC INC, 590 LINCOLN ST, WALTHAM, MA 02154 (781) 890-2300 - 1,600,000 (\$11,500,000) COMMON STOCK. (FILE 333-79167 - MAY. 24) (BR. 5)

S-8 KSB BANCORP INC, P O BOX 105, KINGFIELD, ME 04947 (207) 265-2181 - 70,000 (\$1,237,750) COMMON STOCK. (FILE 333-79171 - MAY. 24) (BR. 7)

S-4 ENTRADE INC, 500 CENTRA AVE, NORTHFIELD, IL 60093 (847) 441-6650 - 16,385,799 (\$203,798,375) COMMON STOCK. (FILE 333-79175 - MAY. 24)

S-3 STANDARD MOTOR PRODUCTS INC, 37 18 NORTHERN BLVD, LONG ISLAND CITY, NY 11101 (718) 392-0200 - 86,250,000 (\$86,250,000) STRAIGHT BONDS. (FILE 333-79177 - MAY. 24) (BR. 5)

S-8 NORTHWESTERN STEEL & WIRE CO, 121 WALLACE ST, STERLING, IL 61081 (815) 625-2500 - 2,100,000 (\$2,329,635) COMMON STOCK. (FILE 333-79179 - MAY. 24) (BR. 6)

S-8 STAGE II APPAREL CORP, 1385 BROADWAY, NEW YORK, NY 10018 (212) 564-5865 - 5,200,000 (\$9,750,000) COMMON STOCK. (FILE 333-79181 - MAY. 24) (BR. 2)

S-3 WACHOVIA CORP/ NC, 100 N MAIN ST, P O BOX 3099, WINSTON SALEM, NC 27150 (336) 770-5000 - 1,700,000,000 (\$1,700,000,000) STRAIGHT BONDS (FILE 333-79183 - MAY. 24) (BR. 7)

S-3 SAPIENT CORP, ONE MEMORIAL DR, CAMBRIDGE, MA 02142 (617) 621-0200 - 73,250 (\$5,182,438) COMMON STOCK. (FILE 333-79185 - MAY. 24) (BR. 3)

S-1 AIRGATE PCS INC, 230 PEACHTREE ST NW, STE 1700, ATLANTA, GA 30303 - \$100,000,000 COMMON STOCK. \$150,000,000 STRAIGHT BONDS. (FILE 333-79189 - MAY. 24) (BR. 37 - NEW ISSUE)

S-4 INTERIM SERVICES INC, 2050 SPECTRUM BLVD, FT LAUDERDALE, FL 33309 (954) 938-7600 - 24,158,149 (\$398,609,458.50) COMMON STOCK. (FILE 333-79191 - MAY. 24) (BR. 8)

S-4 CERRITOS VALLEY BANCORP, 12100 FIRESTONE BLVD, NORWALK, CA 90650 (562) 868-3221 - 1,152,667 (\$32,874,062.84) COMMON STOCK. 86,000 (\$860) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-79193 - MAY. 24)

S-4 FRUIT OF THE LOOM INC /DE/, 5000 SEARS TWR, 233 S WACKER DR, CHICAGO, IL 60606 (312) 876-1724 - 250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 333-79195 - MAY. 24) (BR. 2)

S-8 EXCEL SWITCHING CORP, 255 INDEPENDENCE DR, HYANNIS, MA 02601 (508) 862-3000 - 64,710 (\$272,325) COMMON STOCK. (FILE 333-79197 - MAY. 24) (BR. 7)

S-8 ZENITH NATIONAL INSURANCE CORP, 21255 CALIFA ST, WOODLAND HILLS, CA 91367 (818) 713-1000 - 250,000 (\$5,665,000) COMMON STOCK. (FILE 333-79199 - MAY. 24) (BR. 1)

S-8 REYNOLDS METALS CO, 6601 W BROAD ST, PO BOX 27003, RICHMOND, VA 23261 (804) 281-2000 - 2,250,000 (\$140,414,062.50) COMMON STOCK. (FILE 333-79203 - MAY. 24) (BR. 6)

S-8 EXPERT SOFTWARE INC, 802 DOUGLAS RD, 6TH FLOOR, CORAL GABLES, FL 33134

(305) 567-9990 - 1,000,000 (\$2,055,381.90) COMMON STOCK. (FILE 333-79205 - MAY. 24) (BR. 3)

S-8 EXPERT SOFTWARE INC, 802 DOUGLAS RD, 6TH FLOOR, CORAL GABLES, FL 33134
(305) 567-9990 - 250,000 (\$456,236) COMMON STOCK. (FILE 333-79207 - MAY 24) (BR. 3)

S-1 U S AGGREGATES INC, 400 SOUTH EL CAMINO REAL, SUITE 500,
ATTN: CHIEF FINANCIAL OFFICER, SAN MATEO, CA 94402 (650) 685-4880 -
\$150,000,000 COMMON STOCK. (FILE 333-79209 - MAY. 25) (NEW ISSUE)

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: <publicinfo@sec.gov>. 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		
ABSOLUTE FUTURE COM	NV	X	X			X	X				05/25/99	
ADVANCED TISSUE SCIENCES INC	DE					X					05/10/99	
AFG RECEIVABLES CORP	CA					X					05/17/99	
AFG RECEIVABLES CORP	CA					X					05/17/99	
AFG RECEIVABLES CORP	CA					X					05/17/99	
AFG RECEIVABLES CORP	CA					X					05/17/99	
AFG RECEIVABLES CORP	CA					X					05/17/99	
AGRIBIOTECH INC	NV					X					05/28/99	
ALEXANDERS J CORP	TN					X	X				05/28/99	
ALLIANCE BANCORP OF NEW ENGLAND INC	DE					X	X				05/25/99	
AMERICAN DIVERSIFIED GROUP INC	NV					X					05/20/99	
AMERICAN VANTAGE COMPANIES	NV					X					05/20/99	
AMERILINK CORP	OH					X	X				05/20/99	
ANKER COAL GROUP INC	DE					X	X				05/28/99	
APPLEWOODS INC	DE					X					05/18/99	
ARNOLD PALMER GOLF CO	TN					X	X				05/27/99	
ASSOCIATES CORPORATION OF NORTH AME RICA	DE					X	X				05/27/99	
ASSOCIATES FIRST CAPITAL CORP	DE					X	X				05/27/99	
BASIN EXPLORATION INC	DE						X				05/28/99	
BLUE DOLPHIN ENERGY CO	DE					X	X				05/27/99	
BLYTH INDUSTRIES INC	DE					X	X				05/27/99	
BOMBARDIER CREDIT RECEIVABLES CORP	DE						X				04/30/99	
BRYN MAWR BANK CORP	PA					X					05/26/99	
CAPITAL ONE FINANCIAL CORP	DE					X	X				05/18/99	
CAPITAL ONE MASTER TRUST	VA					X	X				05/18/99	
CAPITOL REVOLVING HOME EQUITY LOAN TRUST 1996-1						X					05/20/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
CAPITOL REVOLVING HOME EQUITY LOAN TRUST 1997-1	MD					X					05/20/99	
CASINO MAGIC OF LOUISIANA CORP	LA				X	X					03/31/99	
CASTLE BANCGROUP INC	DE				X						05/20/99	
CENTRAL EUROPEAN DISTRIBUTION CORP	DE				X	X					05/24/99	
CENTURY TELEPHONE ENTERPRISES INC	LA				X						05/25/99	
CFC INTERNATIONAL INC	DE	X									05/28/99	AMEND
CHASE FUNDING INC	NY				X	X					05/25/99	
CHESAPEAKE CORP /VA/	VA				X	X					03/18/99	AMEND
CITIZENS UTILITIES CO	DE				X	X					05/28/99	
CNB INC /FL	FL				X	X					06/19/99	
COLONIAL DOWNS HOLDINGS INC	VA				X						05/27/99	
COMMONWEALTH EDISON CO	IL				X						05/27/99	
CONTINENTAL CHOICE CARE INC	NJ				X	X					05/15/99	
COUNTRYWIDE HOME EQUITY LOAN TRUST 1999-A	CA				X	X					05/31/99	
CREATIVE COMPUTERS INC	DE				X	X					05/27/99	
DAISY PARTS INC	OH	X				X					04/14/99	AMEND
DEVON ENERGY CORP /OK/	OK				X	X					05/20/99	
DIGITAL ORIGIN INC	CA	X				X					05/17/99	
DIGITAL VIDEO SYSTEMS INC	DE	X									05/05/99	
DISCOVER CARD MASTER TRUST I	DE				X	X					04/22/99	AMEND
DLJ MORTGAGE ACCEPT CORP FIR NAT TR SE 1999-3 MOR PAS TH CER					X	X					05/31/99	
EAGLE PICHER DEVELOPMENT CO INC	OH	X				X					04/14/99	AMEND
EAGLE PICHER FAR EAST INC	OH	X				X					04/14/99	AMEND
EAGLE PICHER FLUID SYSTEMS INC	OH	X				X					04/14/99	AMEND
EAGLE PICHER HOLDINGS INC	DE	X				X					04/14/99	AMEND
EAGLE PICHER INDUSTRIES INC	OH	X				X					04/14/99	AMEND
EAGLE PICHER MINERALS INC	OH	X				X					04/14/99	AMEND
EAGLE PICHER TECHNOLOGIES LLC	OH	X				X					04/14/99	AMEND
EBAY INC	DE	X				X					05/18/99	
EDISON BROTHERS STORES INC	DE				X	X					05/28/99	
EQCC HOME EQUITY LOAN TRUST 1999-1	DE				X	X					05/15/99	
EVERGREEN RESOURCES INC	CO					X					05/28/99	
EXPRESS SCRIPTS INC	DE	X									05/24/99	
FINE COM INTERNATIONAL CORP /WA/	WA				X	X					05/17/99	
FIRST TARGET ACQUISITION INC	NV		X	X	X	X	X				05/25/99	
FIRST UNION COMMERCIAL MORTGAGE SECURITIES INC	NC					X					05/17/99	
FORWARD AIR CORP	TN				X	X					05/18/99	
FUISZ TECHNOLOGIES LTD	DE				X	X					05/25/99	
FUND AMERICAN ENTERPRISES HOLDINGS INC	DE				X						05/27/99	
GATEFIELD CORP	DE				X	X					05/28/99	
GE CAPITAL MORTGAGE SERVICES INC	NJ				X	X					04/22/99	AMEND
GE CAPITAL MORTGAGE SERVICES INC	NJ				X	X					05/25/99	
GENERAL HOUSEWARES CORP	DE					X	X				05/26/99	
GENERAL MOTORS CORP	DE				X						05/28/99	
GO2NET INC	DE	X									05/13/99	
GREEN TREE FINANCIAL CORP	MN					X					05/27/99	
GULF STATES STEEL INC /AL/	AL				X						05/15/99	
HALTER MARINE GROUP INC	DE				X	X					05/28/99	
HARRIS FINANCIAL INC	PA				X	X					05/14/99	
HAWAIIAN ELECTRIC CO INC	HI				X						05/26/99	
HAWAIIAN ELECTRIC INDUSTRIES INC	HI				X						05/26/99	
HEFTEL BROADCASTING CORP	DE				X	X					05/28/99	
HILLSIDE TOOL & MANUFACTURING CO	OH	X				X					04/14/99	AMEND
IMMUNEX CORP /DE/	DE				X	X					05/20/99	
IMPERIAL CREDIT INDUSTRIES INC	CA				X	X					05/17/99	
INFOAMERICA INC	CO				X	X					05/20/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
INTEGRATED ELECTRICAL SERVICES INC	DE	X		X	X						05/28/99	AMEND
INTERNATIONAL ISOTOPES INC	TX			X	X						05/28/99	
IT GROUP INC	DE			X	X						05/26/99	
JACOBS JAY INC	WA			X	X						05/05/99	
KEANE INC	MA			X	X						05/26/99	
KEY CONSUMER ACCEPTANCE CORP	DE			X	X						05/17/99	
KEY CONSUMER ACCEPTANCE CORP	DE			X	X						05/17/99	
KROGER CO	OH	X		X	X						05/28/99	
KROGER CO	OH				X						05/28/99	AMEND
LA JOLLA PHARMACEUTICAL CO	DE			X	X						05/26/99	
LEGATO SYSTEMS INC	DE			X	X						05/28/99	AMEND
LOCAL FINANCIAL CORP /NV	DE			X	X						05/26/99	
LSI LOGIC CORP	DE	X			X						08/06/98	AMEND
LYDALL INC /DE/	DE			X	X						05/20/99	
MACE SECURITY INTERNATIONAL INC	DE	X			X						05/17/99	
MATTEL INC /DE/	DE	X			X						05/13/99	
MEDISYS TECHNOLOGIES INC	UT			X							03/25/99	AMEND
MERRILL LYNCH & CO INC	DE			X	X						05/28/99	
MERRILL LYNCH INV/FIRST FRAN MOR LN AS BK CER SR 1998-FF3				X	X						05/20/99	
METRO GLOBAL MEDIA INC	DE		X								05/28/99	AMEND
METROPOLITAN EDISON CO	PA			X	X						05/24/99	
MICHIGAN AUTOMOTIVE RESEARCH CORP	OH	X			X						04/14/99	AMEND
MORGAN STANLEY CAPITAL I INC COM MO R PA TH CER SER 1999-WF1	DE				X						05/17/99	
MORGAN STANLEY CAPITAL I INC DEPOSI TOR FOR SERIES 1999-FNV1	DE				X						05/17/99	
N-VISION INC	DE			X	X						05/28/99	
NAC RE CORP	DE			X	X						05/26/99	
NETMED INC	OH			X	X						05/26/99	
ON STAGE ENTERTAINMENT INC	NV			X	X						05/24/99	
ONYX ACCEPTANCE FINANCIAL CORP	DE			X	X						05/18/99	
ONYX ACCEPTANCE OWNER TRUST 1999-A	DE			X							05/15/99	
PARAGON AUTO RECEIVABLES CORP	DE			X	X						05/13/99	
POGO PRODUCING CO	DE			X	X						05/26/99	
PREMIER LASER SYSTEMS INC	CA			X							05/14/99	
QUICKSILVER RESOURCES INC	DE	X			X						05/17/99	
QUINTILES TRANSNATIONAL CORP	NC			X							04/30/99	
RADIO UNICA CORP	DE	X			X						05/14/99	
RARE MEDIUM GROUP INC	DE	X			X						05/17/99	
RECEIPTS ON CORPORATE SECURITIES TR UST SERIES NSC 1998-1	NY	X	X	X	X	X	X	X	X		05/15/99	
REGENCY BANCORP	CA			X	X						05/11/99	
REPUBLIC BANCORP INC	MI	X			X						05/17/99	
RESIDENTIAL ASSET FUNDING CORP	NC			X	X						05/26/99	
REYNOLDS METALS CO	DE			X							05/20/99	
RIBOZYME PHARMACEUTICALS INC	DE			X							11/23/98	AMEND
RIDE INC	WA		X		X						05/21/99	
ROCKY MOUNTAIN CHOCOLATE FACTORY IN C	CO		X	X							05/18/99	
SATCON TECHNOLOGY CORP	DE		X								05/25/99	
SELFCARE INC	DE			X							05/20/99	
SHAMPAN LAMPORT HOLDINGS LTD	WA			X							05/28/99	
SMARTSOURCE COM INC	CO	X			X						05/19/99	
SMTEK INTERNATIONAL INC	DE			X	X						05/20/99	
SOLOMON BROS MORT SEC VII INC FL RT MRT PS THR CERT 1999 3	DE	X			X						05/14/99	
SOUTHERN PACIFIC FUNDING CORP	CA			X							05/21/99	
STARBUCKS CORP	WA							X			06/04/98	AMEND

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT	
		1	2	3	4	5	6	7	8	9			
STARWOOD HOTEL & RESORTS WORLDWIDE INC	MD					X	X					05/17/99	
STARWOOD HOTELS & RESORTS	MD					X	X					05/17/99	
SUPERIOR BANK FSB AFC MORTGAGE LN A SSET BK CERT SER 1999 1	IL					X	X					05/26/99	
TOUCHSTONE SOFTWARE CORP /CA/	DE					X	X					05/28/99	
TRITON ACQUISITION CORP	NV	X										05/27/99	
TURBOSONIC TECHNOLOGIES INC	DE							X				05/29/97	AMEND
UNICOM CORP	IL					X						05/27/99	
VENCOR INC	DE					X	X					05/28/99	
WESTERN BANCORP	CA					X	X					05/19/99	
WESTOWER CORP	WA		X					X				05/14/99	
WIRELESS DATA SOLUTIONS INC								X				05/28/99	
ZEROS USA INC	TX					X		X				04/30/99	AMEND