

sec news digest

Issue 95-171

September 5, 1995

COMMISSION ANNOUNCEMENTS

CLOSED MEETING - FRIDAY, SEPTEMBER 8, 1995 - 10:00 A.M.

The subject matter of the closed meeting scheduled for Friday, September 8, 1995, at 10:00 a.m., will be: Institution of administrative proceedings of an enforcement nature; Settlement of administrative proceedings of an enforcement nature; Institution of injunctive actions; Settlement of injunctive actions; Formal order of investigation; and Opinions.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary (202) 942-7070.

ENFORCEMENT PROCEEDINGS

CEASE AND DESIST PROCEEDINGS INSTITUTED AND SETTLED AGAINST DONALD STOECKLEIN

The Commission instituted and settled cease and desist proceedings pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934 against Donald J. Stoecklein for violating the securities registration and the antifraud provisions of the federal securities laws.

Stoecklein has submitted an Offer of Settlement which the Commission has determined to accept. In his Offer, Stoecklein, without admitting or denying the findings, consents to the issuance of an Order by the Commission which finds that Stoecklein directed the sale in the United States public markets of 190,000 shares of SoftPoint, Inc. stock that had been purportedly issued to foreign entities under Regulation S promulgated under the Securities Act, which is a safe harbor from registration for offshore offerings. The Order further finds that Stoecklein then distributed the proceeds from the sale of the "Reg S" stock to SoftPoint and other individuals and entities. The Order also finds that Stoecklein's sale of the Reg S stock that had been issued to the foreign entities, and his subsequent distribution of most of the

proceeds to SoftPoint, were part of a fraudulent scheme engaged in by SoftPoint, Inc. and certain other individuals and entities to raise capital for SoftPoint.

Pursuant to the Order, Stoecklein is ordered to cease and desist from committing or causing any violations and any future violations of the securities registration and the antifraud provisions of the federal securities laws. Stoecklein is also ordered to pay disgorgement in the amount of \$19,975, plus prejudgment interest. (Rel. 34-36177; AAER-706)

INVESTMENT COMPANY ACT RELEASES

KEYPORT LIFE INSURANCE COMPANY, ET AL.

A notice has been issued giving interested persons until September 25 to request a hearing on an application by Keyport Life Insurance Company, KMA Variable Account, Keyport Variable Account I, Independence Life and Annuity Company (formerly, Keyport America Life Insurance Company), Independence Variable Annuity Separate Account (formerly, Keyport America Variable Annuity Separate Account), Independence Variable Life Separate Account (formerly, Keyport America Variable Life Separate Account), Liberty Life Assurance Company of Boston and Variable Account-K. The applicants seek an order, pursuant to Sections 17(b) and 26(b) of the Investment Company Act, approving the substitution of shares of the Managed Assets Fund for shares of the Strategic Managed Assets Fund, each of which is a portfolio of SteinRoe Variable Investment Trust (SteinRoe Trust); shares of SteinRoe Trust's Mortgage Securities Income Fund for shares of the Colonial-Keyport U.S. Government Fund of Keyport Variable Investment Trust (Keyport Trust); and shares of Keyport Trust's Colonial-Keyport Strategic Income Fund for shares of SteinRoe Trust's Managed Income Fund. (Rel. IC-21330 - August 31, 1995)

VAN KAMPEN MERRITT EQUITY TRUST, ET AL.

A notice has been issued giving interested persons until September 25 to request a hearing on an application filed by Van Kampen Merritt Equity Trust, et al., for an order under Section 17(b) of the Investment Company Act that would exempt applicants from Section 17(a) of the Act. The order would permit the Van Kampen Merritt Utility Fund, a sub-trust of the Van Kampen Merritt Equity Trust, to acquire all of the assets of the American Capital Utilities Income Fund, Inc. Because of certain affiliations, the two funds may not rely on Rule 17a-8 under the Act. (IC-21331 - August 31)

HOLDING COMPANY ACT RELEASES

LEIDY HUB, INC., ET AL.

An order has been issued authorizing a proposal by National Fuel Gas Company (NFG), a registered public utility holding company, and Leidy Hub, Inc. (Leidy Hub), its nonutility subsidiary. Leidy Hub proposes to acquire an interest in Enerchange, a company formed to develop, implement and operate an electronic gas trading and nomination system to be incorporated as QuickTrade. In addition, Leidy Hub and NFG propose to make loans to Enerchange and to guarantee certain obligations of Leidy Hub, Enerchange and QuickTrade. (Rel. 35-26365)

SELF REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The National Securities Clearing Corporation filed a proposed rule change (SR-NSCC-95-12) under Section 19(b)(2) of the Securities Exchange Act. The proposed rule change modifies the amount of a member's required clearing fund deposit that may be collateralized by letters of credit. Publication of the proposed rule change is expected in the Federal Register during the week of September 4. (Rel.34-36172)

The Commission received a proposed rule change filing (SR-Amex-95-32) by the American Stock Exchange on July 31, 1995, proposing to list and trade options on the Amex HMO Index. Publication of the notice is expected to appear in the Federal Register during the week of September 4. (Rel. 34-36175)

APPROVAL OF PROPOSED RULE CHANGE

The Commission has granted approval of a proposed rule change (SR-Phlx-95-43) by the Philadelphia Stock Exchange relating to the minimum opening transaction size for customized foreign currency options. Publication of the order is expected to appear in the Federal Register during the week of September 4. (Rel.34-36176; ISR-847)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-95-35), and the Commission issued an order granting accelerated approval, to delay the implementation of the NASD's Primary Market Maker standards and extend the duration of the pilot program for the NASD's Short Sale Rule from March 5, 1996 until June 3, 1996. (Rel. 34-36171)

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-4 WHITMAN CORP, 3501 ALGONQUIN RD, ROLLING MEADOWS, IL 60008
(708) 818-5000 - 800,000 (\$15,800,000) COMMON STOCK. (FILE 33-62113 -
AUG. 25) (BR. 11)
- S-3 LTX CORP, LTX PARK AT UNIVERSITY AVE, WESTWOOD, MA 02090 (617) 461-1000
- 4,600,000 (\$52,325,000) COMMON STOCK. (FILE 33-62125 - AUG. 25) (BR. 8)
- S-4 BARD C R INC /NJ/, 730 CENTRAL AVE, MURRAY HILL, NJ 07974 (908) 277-8000
- 11,225,517 (\$99,626,463.38) COMMON STOCK. (FILE 33-62127 - AUG. 25)
(BR. 8)
- S-6 VAN KAMPEN AMERICAN CAPITAL EQUITY OPPORTUNITY TRUST SERIES,
ONE PARKVIEW PLAZA UIT ADMN, C/O VAN KAMPEN MERRITT INC, OAKBROOK TERRACE,
IL 60181 (MUL) L - - INDEFINITE SHARES. (FILE 33-62131 - AUG. 25)
(BR. 18 - NEW ISSUE)
- S-4 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000
- 125,000,000 (\$142,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE
33-62133 - AUG. 25) (BR. 7)
- S-3 HEALTH & RETIREMENT PROPERTIES TRUST, 400 CENTRE ST, NEWTON, MA 02158
(617) 332-3990 - 2,791,416 (\$41,871,240) COMMON STOCK. (FILE 33-62135 -
AUG. 25) (BR. 6)
- S-8 SERV TECH INC /TX/, 5200 CEDAR CREST BLVD, HOUSTON, TX 77087
(713) 644-9974 - 883,000 (\$6,044,734.38) COMMON STOCK. (FILE 33-62139 -
AUG. 25) (BR. 6)
- S-4 UNION PLANTERS CORP, 7130 GOODLETT FARMS PKWY, CORDOVA, TN 38018
(901) 383-6000 - 317,459 (\$11,428,524) COMMON STOCK. (FILE 33-62141 -
AUG. 25) (BR. 1)
- S-3 SOUTHWEST GAS CORP, 5241 SPRING MOUNTAIN RD, PO BOX 98510, LAS VEGAS, NV
89193 (702) 876-7252 (FILE 33-62143 - AUG. 25) (BR. 8)
- S-3 CYPRUS AMAX MINERALS CO, 9100 E MINERAL CIRCLE, ENGLEWOOD, CO 80112
(303) 643-5000 (FILE 33-62145 - AUG. 25) (BR. 1)
- S-1 ROCKY MOUNTAIN CHOCOLATE FACTORY INC, 265 TURNER DR, DURANGO, CO 81301
(303) 259-0554 - 1,035,000 (\$18,630,000) COMMON STOCK. (FILE 33-62149 -
AUG. 25) (BR. 4)
- S-3 MELLON BANK CORP, ONE MELLON BANK CENTER, 500 GRANT ST, PITTSBURGH, PA
15258 (412) 234-5000 - 1,500,000,000 (\$1,500,000,000) STRAIGHT BONDS.
(FILE 33-62151 - AUG. 25) (BR. 1)
- S-8 ATLANTA GAS LIGHT CO, 303 PEACHTREE ST NE, ONE PEACHTREE CENTER,
ATLANTA, GA 30308 (404) 584-4000 - 50,000 (\$1,781,250) COMMON STOCK.
(FILE 33-62155 - AUG. 28) (BR. 7)

REGISTRATIONS CONT.

- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201
(414) 221-2345 - 400,000 (\$10,775,000) COMMON STOCK. (FILE 33-62157 -
AUG. 28) (BR. 7)
- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201
(414) 221-2345 - 500,000 (\$13,468,750) COMMON STOCK. (FILE 33-62159 -
AUG. 28) (BR. 7)
- S-3 VLSI TECHNOLOGY INC, 1109 MCKAY DRIVE, M-STOP 19, SAN JOSE, CA 95131
(408) 434-3000 (FILE 33-62161 - AUG. 28) (BR. 3)
- S-8 IMCLONE SYSTEMS INC/DE, 180 VARICK ST, NEW YORK, NY 10014 (212) 645-1405
- 4,090,220 (\$14,700,251) COMMON STOCK. (FILE 33-95894 - AUG. 24) (BR. 4)
- S-4 MANPOWER INC /WI/, 5301 N IRONWOOD RD, MILWAUKEE, WI 53217
(414) 961-1000 - 500,000 (\$14,125,000) COMMON STOCK. (FILE 33-95896 -
AUG. 24) (BR. 6)
- S-3 DANKA BUSINESS SYSTEMS PLC, 11201 DANKA CIRCLE NORTH, ST PETERSBURG, FL
33716 (813) 576-6003 - 14,000,000 (\$97,160,000) FOREIGN COMMON STOCK.
(FILE 33-95898 - AUG. 24) (BR. 12)
- S-8 ITEX CORPORATION, 10300 S W GREENBURG RD SUITE 370, PORTLAND, OR 97223
(503) 244-4673 - 1,120,000 (\$3,215,040) COMMON STOCK. (FILE 33-95900 -
AUG. 24) (BR. 6)
- S-3 ISIS PHARMACEUTICALS INC, 2292 FARADAY AVE, CARLSBAD, CA 92008
(619) 931-9200 - 3,450,000 (\$48,300,000) COMMON STOCK. (FILE 33-96138 -
AUG. 24) (BR. 4)
- S-3 HOLLYWOOD ENTERTAINMENT CORP, 10300 SW ALLEN BLVD, BEAVERTON, OR 97005
(503) 677-1600 - 2,127,452 (\$59,036,793) COMMON STOCK. (FILE 33-96140 -
AUG. 24) (BR. 12)
- S-8 AMERICAN TOYS INC, 448 WEST 16TH ST, 7TH FLR, NEW YORK, NY 10011
(212) 391-2272 - 120,000 (\$311,250) COMMON STOCK. (FILE 33-96142 -
AUG. 24) (BR. 2)
- S-8 VISTA 2000 INC, 11660 ALPHARETTA HWY, STE 330, ROSWELL, GA 30076
(404) 751-3776 - 750,000 (\$5,507,812.50) COMMON STOCK. (FILE 33-96146 -
AUG. 23) (BR. 5)
- S-8 TR FINANCIAL CORP, 1122 FRANKLIN AVE, GARDEN CITY, NY 11530
(516) 742-9300 - 717,968 (\$14,269,614) COMMON STOCK. (FILE 33-96152 -
AUG. 23) (BR. 2)
- S-3 BELL & HOWELL HOLDINGS CO, 5215 OLD ORCHARD RD, SKOKIE, IL 60077
(708) 470-7660 - 3,245,564 (\$71,531,250) COMMON STOCK. (FILE 33-96156 -
AUG. 24) (BR. 9)
- S-1 ASPEN TECHNOLOGY INC /MA/, TEN CANAL PARK, CAMBRIDGE, MA 02141
(617) 577-0100 - 215,062 (\$5,619,570.06) COMMON STOCK. (FILE 33-96158 -
AUG. 24) (BR. 10)
- S-8 CHS ELECTRONICS INC, 2153 NW 86TH AVE, MIAMI, FL 33122 (305) 716-8273 -
994,000 (\$3,727,731.25) COMMON STOCK. (FILE 33-96160 - AUG. 24) (BR. 9)
- S-1 SPORTS AUTHORITY INC /DE/, 3383 N STATE RD 7, FORT LAUDERDALE, FL 33319
(305) 735-1701 - 6,660,500 (\$193,154,500) COMMON STOCK. (FILE 33-96166 -
AUG. 24) (BR. 2)
- SB-2 MICROCARB INC, 300 PROFESSIONAL DRIVE, GAITHERSBURG, MD 20879
(301) 590-0129 - 20,143,260 (\$24,574,778) COMMON STOCK. (FILE 33-96168 -
AUG. 24) (BR. 4)

REGISTRATIONS CONT.

- S-8 ORTHOFIX INTERNATIONAL N V, 7 ABRAHAM DE VEERSTRAAT, CURACAO, NETHERLANDS ANTILLES, P8 - 106,900 (\$1,506,150) COMMON STOCK. (FILE 33-96172 - AUG. 24) (BR. 8)
- S-4 WHITMAN CORP, 3501 ALGONQUIN RD, ROLLING MEADOWS, IL 60008 (708) 818-5000 - 800,000 (\$15,800,000) COMMON STOCK. (FILE 33-62113 - AUG. 25) (BR. 11)
- S-3 LTX CORP, LTX PARK AT UNIVERSITY AVE, WESTWOOD, MA 02090 (617) 461-1000 - 4,600,000 (\$52,325,000) COMMON STOCK. (FILE 33-62125 - AUG. 25) (BR. 8)
- S-4 BARD C R INC /NJ/, 730 CENTRAL AVE, MURRAY HILL, NJ 07974 (908) 277-8000 - 11,225,517 (\$99,626,463.38) COMMON STOCK. (FILE 33-62127 - AUG. 25) (BR. 8)
- S-6 VAN KAMPEN AMERICAN CAPITAL EQUITY OPPORTUNITY TRUST SERIES, ONE PARKVIEW PLAZA UIT ADMN, C/O VAN KAMPEN MERRITT INC, OAKBROOK TERRACE, IL 60181 (NUL) L - - INDEFINITE SHARES. (FILE 33-62131 - AUG. 25) (BR. 18 - NEW ISSUE)
- S-4 WILLIAMS COMPANIES INC, ONE WILLIAMS CTR, TULSA, OK 74172 (918) 588-2000 - 125,000,000 (\$142,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-62133 - AUG. 25) (BR. 7)
- S-3 HEALTH & RETIREMENT PROPERTIES TRUST, 400 CENTRE ST, NEWTON, MA 02158 (617) 332-3990 - 2,791,416 (\$41,871,240) COMMON STOCK. (FILE 33-62135 - AUG. 25) (BR. 6)
- S-8 SERV TECH INC /TX/, 5200 CEDAR CREST BLVD, HOUSTON, TX 77087 (713) 644-9974 - 883,000 (\$6,044,734.38) COMMON STOCK. (FILE 33-62139 - AUG. 25) (BR. 6)
- S-4 UNION PLANTERS CORP, 7130 GOODLETT FARMS PKWY, CORDOVA, TN 38018 (901) 383-6000 - 317,459 (\$11,428,524) COMMON STOCK. (FILE 33-62141 - AUG. 25) (BR. 1)
- S-3 SOUTHWEST GAS CORP, 5241 SPRING MOUNTAIN RD, PO BOX 98510, LAS VEGAS, NV 89193 (702) 876-7252 (FILE 33-62143 - AUG. 25) (BR. 8)
- S-3 CYPRUS AMAX MINERALS CO, 9100 E MINERAL CIRCLE, ENGLEWOOD, CO 80112 (303) 643-5000 (FILE 33-62145 - AUG. 25) (BR. 1)
- S-1 ROCKY MOUNTAIN CHOCOLATE FACTORY INC, 265 TURNER DR, DURANGO, CO 81301 (303) 259-0554 - 1,035,000 (\$18,630,000) COMMON STOCK. (FILE 33-62149 - AUG. 25) (BR. 4)
- S-3 MELLON BANK CORP, ONE MELLON BANK CENTER, 500 GRANT ST, PITTSBURGH, PA 15258 (412) 234-5000 - 1,500,000,000 (\$1,500,000,000) STRAIGHT BONDS. (FILE 33-62151 - AUG. 25) (BR. 1)
- S-8 ATLANTA GAS LIGHT CO, 303 PEACHTREE ST NE, ONE PEACHTREE CENTER, ATLANTA, GA 30308 (404) 584-4000 - 50,000 (\$1,781,250) COMMON STOCK. (FILE 33-62155 - AUG. 28) (BR. 7)
- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201 (414) 221-2345 - 400,000 (\$10,775,000) COMMON STOCK. (FILE 33-62157 - AUG. 28) (BR. 7)
- S-8 WISCONSIN ENERGY CORP, 231 W MICHIGAN ST, MILWAUKEE, WI 53201 (414) 221-2345 - 500,000 (\$13,468,750) COMMON STOCK. (FILE 33-62159 - AUG. 28) (BR. 7)
- S-3 VLSI TECHNOLOGY INC, 1109 MCKAY DRIVE, M-STOP 19, SAN JOSE, CA 95131 (408) 434-3000 (FILE 33-62161 - AUG. 28) (BR. 3)

REGISTRATIONS CONT.

- S-8 IMCLONE SYSTEMS INC/DE, 180 VARICK ST, NEW YORK, NY 10014 (212) 645-1405 - 4,090,220 (\$14,700,251) COMMON STOCK. (FILE 33-95894 - AUG. 24) (BR. 4)
- S-4 MANPOWER INC /WI/, 5301 N IRONWOOD RD, MILWAUKEE, WI 53217 (414) 961-1000 - 500,000 (\$14,125,000) COMMON STOCK. (FILE 33-95896 - AUG. 24) (BR. 6)
- S-3 DANKA BUSINESS SYSTEMS PLC, 11201 DANKA CIRCLE NORTH, ST PETERSBURG, FL 33716 (813) 576-6003 - 14,000,000 (\$97,160,000) FOREIGN COMMON STOCK. (FILE 33-95898 - AUG. 24) (BR. 12)
- S-8 ITEX CORPORATION, 10300 S W GREENBURG RD SUITE 370, PORTLAND, OR 97223 (503) 244-4673 - 1,120,000 (\$3,215,040) COMMON STOCK. (FILE 33-95900 - AUG. 24) (BR. 6)
- S-3 ISIS PHARMACEUTICALS INC, 2292 FARADAY AVE, CARLSBAD, CA 92008 (619) 931-9200 - 3,450,000 (\$48,300,000) COMMON STOCK. (FILE 33-96138 - AUG. 24) (BR. 4)
- S-3 HOLLYWOOD ENTERTAINMENT CORP, 10300 SW ALLEN BLVD, BEAVERTON, OR 97005 (503) 677-1600 - 2,127,452 (\$59,036,793) COMMON STOCK. (FILE 33-96140 - AUG. 24) (BR. 12)
- S-8 AMERICAN TOYS INC, 448 WEST 16TH ST, 7TH FLR, NEW YORK, NY 10011 (212) 391-2272 - 120,000 (\$311,250) COMMON STOCK. (FILE 33-96142 - AUG. 24) (BR. 2)
- S-8 VISTA 2000 INC, 11660 ALPHARETTA HWY, STE 330, ROSWELL, GA 30076 (404) 751-3776 - 750,000 (\$5,507,812.50) COMMON STOCK. (FILE 33-96146 - AUG. 23) (BR. 5)
- S-8 TR FINANCIAL CORP, 1122 FRANKLIN AVE, GARDEN CITY, NY 11530 (516) 742-9300 - 717,968 (\$14,269,614) COMMON STOCK. (FILE 33-96152 - AUG. 23) (BR. 2)
- S-3 BELL & HOWELL HOLDINGS CO, 5215 OLD ORCHARD RD, SKOKIE, IL 60077 (708) 470-7660 - 3,245,564 (\$71,531,250) COMMON STOCK. (FILE 33-96156 - AUG. 24) (BR. 9)
- S-1 ASPEN TECHNOLOGY INC /MA/, TEN CANAL PARK, CAMBRIDGE, MA 02141 (617) 577-0100 - 215,062 (\$5,619,570.06) COMMON STOCK. (FILE 33-96158 - AUG. 24) (BR. 10)
- S-8 CHS ELECTRONICS INC, 2153 NW 86TH AVE, MIAMI, FL 33122 (305) 716-8273 - 994,000 (\$3,727,731.25) COMMON STOCK. (FILE 33-96160 - AUG. 24) (BR. 9)
- S-1 SPORTS AUTHORITY INC /DE/, 3383 N STATE RD 7, FORT LAUDERDALE, FL 33319 (305) 735-1701 - 6,660,500 (\$193,154,500) COMMON STOCK. (FILE 33-96166 - AUG. 24) (BR. 2)
- SB-2 MICROCARB INC, 300 PROFESSIONAL DRIVE, GAITHERSBURG, MD 20879 (301) 590-0129 - 20,143,260 (\$24,574,778) COMMON STOCK. (FILE 33-96168 - AUG. 24) (BR. 4)
- S-4 MEDPARTNERS INC, 3000 RIVERCHASE GALLERIA, STE 1000, BIRMINGHAM, AL 35244 (205) 733-8996 - 686,109 (\$14,751,344) COMMON STOCK. (FILE 33-96170 - AUG. 24) (BR. 5)
- S-8 ORTHOFIX INTERNATIONAL N V, 7 ABRAHAM DE VEERSTRAAT, CURACAO, NETHERLANDS ANTILLES, P8 - 106,900 (\$1,506,150) COMMON STOCK. (FILE 33-96172 - AUG. 24) (BR. 8)
- S-4 RIO HOTEL & CASINO INC, 3700 W FLAMINGO RD, LAS VEGAS, NV 89103 (702) 252-7733 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-62163 - AUG. 28) (BR. 11)

REGISTRATIONS CONT.

- S-3 TIMES MIRROR CO /NEW/, TIMES MIRROR SQUARE, 220 WEST FIRST STREET, LOS ANGELES, CA 90053 (213) 237-3700 (FILE 33-62165 - AUG. 28) (BR. 12)
- S-8 UNITED PARCEL SERVICE OF AMERICA INC, 400 PERIMETER CNTR TERRACES NORTH, GREENWICH OFFICE PK 5, ATLANTA, GA 30346 (404) 913-6000 - 20,000,000 (\$505,000,000) COMMON STOCK. (FILE 33-62169 - AUG. 28) (BR. 4)
- S-8 CIRCON CORP, 460 WARD DR, SANTA BARBARA, CA 93111 (805) 967-0404 - 1,069,446 (\$18,848,969) COMMON STOCK. (FILE 33-62171 - AUG. 28) (BR. 8)
- S-8 XETA CORP, 4500 S GARNETT STE 1000, TULSA, OK 74146 (918) 664-8200 - 813,000 (\$1,118,153) COMMON STOCK. (FILE 33-62173 - AUG. 28) (BR. 7)
- S-8 TEXOIL INC /NV/, 1600 SMITH STREET, SUITE 4000, HOUSTON, TX 77002 (713) 652-5741 - 350,000 (\$634,375) COMMON STOCK. (FILE 33-62175 - AUG. 28) (BR. 4)
- S-6 VOYAGEUR EQUITY TRUST SERIES 1, 90 SOUTH SEVENTH STREET SUITE 4400, MINNEAPOLIS, MN 55402 (612) 376-7000 - INDEFINITE SHARES. (FILE 33-62179 - AUG. 28) (BR. 22 - NEW ISSUE)
- S-8 TECH DATA CORP, 5350 TECH DATA DR, CLEARWATER, FL 34620 (813) 539-7429 - 100,000 (\$1,269,000) COMMON STOCK. (FILE 33-62181 - AUG. 28) (BR. 10)
- S-3 NATIONAL CITY BANCSHARES INC, 227 MAIN ST P OBOX 868, EVANSVILLE, IN 47705 (812) 464-9800 - 150,000 (\$6,412,500) COMMON STOCK. (FILE 33-62183 - AUG. 28) (BR. 2)
- S-8 MATTEL INC /DE/, 333 CONTINENTAL BLVD, EL SEGUNDO, CA 90245 (310) 524-4600 - 3,000,000 (\$86,250,000) COMMON STOCK. (FILE 33-62185 - AUG. 28) (BR. 11)
- S-1 GLENBROOK LIFE & ANNUITY CO, 3100 SANDERS ROAD, NORTHBROOK, IL 60062 (708) 402-5000 - \$290,000 VARIABLE ANNUITY ISSUES. (FILE 33-62193 - AUG. 29) (BR. 20)
- S-1 RADISYS CORP, 15025 SW KOLL PARKWAY, BEAVERTON, OR 97006 (503) 646-1800 - 2,875,000 (\$34,500,000) COMMON STOCK. (FILE 33-95892 - AUG. 24) (BR. 8 - NEW ISSUE)
- SB-2 THANKSGIVING COFFEE CO INC, 19100 SOUTH NOJO HARBOR DR, FORT BRAGG, CA 95437 (707) 964-0118 - 500,000 (\$2,500,000) COMMON STOCK. (FILE 33-96070-LA - AUG. 21) (BR. 4 - NEW ISSUE)
- N-2 SHERRY LANE GROWTH FUND INC, 5949 SHERRY LANE, STE 1450, DALLAS, TX 75225 (214) 692-8177 - 5,000,000 (\$50,000,000) COMMON STOCK. (FILE 33-96108 - AUG. 23) (BR. 17 - NEW ISSUE)
- S-1 CFC INTERNATIONAL INC, 500 STATE ST, CHICAGO HEIGHTS, IL 60411 (708) 891-3456 - 1,380,000 (\$15,180,000) COMMON STOCK. (FILE 33-96110 - AUG. 23) (BR. 2 - NEW ISSUE)
- S-1 SONUS PHARMACEUTICALS INC, 22026 20TH AVE SE, STE 102, BOTHELL, WA 98021 (206) 487-9500 - \$34,500,000 COMMON STOCK. (FILE 33-96112 - AUG. 23) (BR. 4 - NEW ISSUE)
- N-1A WATERHOUSE INVESTORS CASH MANAGEMENT FUND INC, ONE EXCHANGE PL, 10TH FL, BOSTON, MA 02109 (617) 248-3789 - INDEFINITE SHARES. (FILE 33-96132 - AUG. 23) (BR. 18 - NEW ISSUE)
- S-1 LOGIC WORKS INC, 1060 ROUTE 206, PRINCETON, NJ 08540 (609) 252-1177 - 3,680,000 (\$40,480,000) COMMON STOCK. (FILE 33-96134 - AUG. 24) (BR. 9 - NEW ISSUE)

REGISTRATIONS CONT.

- S-1 ELANTEC SEMICONDUCTOR INC, 1996 TAROB COURT, MILPITAS, CA 95035
(408) 945-1323 - 3,220,000 (\$32,200,000) COMMON STOCK. (FILE 33-96136 -
AUG. 24) (BR. 3 - NEW ISSUE)
- S-3 MIDISOFT CORPORATION, 1605 NW SAMMAMISH RD STE 205, ISSAQUAH, WA 98027
(206) 391-3610 - 211,318 (\$1,109,419.50) COMMON STOCK. (FILE 33-96150 -
AUG. 23) (BR. 10)
- S-1 BOSTON BEER CO INC, 75 ARLINGTON ST, BOSTON, MA 02116 (617) 482-1332 -
5,119,721 (\$76,795,815) COMMON STOCK. (FILE 33-96162 - AUG. 24) (BR. 11
- NEW ISSUE)
- S-1 BOSTON BEER CO INC, 75 ARLINGTON ST, BOSTON, MA 02116 (617) 482-1332 -
990,000 (\$14,850,000) COMMON STOCK. (FILE 33-96164 - AUG. 24) (BR. 11)
- S-1 CBT GROUP PLC, 2B CLONSKEAGH SQ, DUBLIN 14 IRELAND, L2 - 2,380,000
(\$101,171,250) FOREIGN COMMON STOCK. (FILE 33-96174 - AUG. 25) (BR. 9)
- S-3 JUST FOR FEET INC, 153 CAHABA VALLEY PARKWAY NORTH, PELHAM, AL 35124
(205) 403-8000 - 3,086,082 (\$103,383,747) COMMON STOCK. (FILE 33-96176 -
AUG. 25) (BR. 1)
- S-3 QUINTILES TRANSNATIONAL CORP, 4709 CREEKSTONE DR,
RIVERBIRCH BLDG SUITE 300, MORRISVILLE, NC 27560 (919) 941-2000 -
2,012,500 (\$122,510,937.50) COMMON STOCK. (FILE 33-96180 - AUG. 25)
(BR. 8)
- S-2 BANKATLANTIC BANCORP INC, 1750 E SUNRISE BLVD, FORT LAUDERDALE, FL 33304
(305) 760-5000 - 23,000 (\$23,000,000) STRAIGHT BONDS. (FILE 33-96184 -
AUG. 25) (BR. 2)
- S-3 LCI INTERNATIONAL INC /VA/, 8180 GREENSBORO DR STE 400, MCLEAN, VA 22102
(703) 442-0220 (FILE 33-96186 - AUG. 25) (BR. 7)
- S-8 MACROMEDIA INC, 600 TOWNSEND ST, SAN FRANCISCO, CA 94103 (415) 252-2000
- 613,072 (\$29,963,894) COMMON STOCK. (FILE 33-96188 - AUG. 25) (BR. 10)
- F-6 COMPANHIA SIDERURGICA BELGO-MINEIRA, 111 WALL ST, C/O CITIBANK NA,
NEW YORK, NY 10043 (212) 657-7691 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-96232 - AUG. 22) (BR. 99
- NEW ISSUE)

RECENT 8-K 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.

The companies listed below 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. Copies of the reports may be purchased from the Commission's Public Reference Room (when ordering, please give the date of the report). An invoice will be included with the

requested material when mailed.

NAME OF ISSUER	STATE CODE	BK ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
ADVANCED DISPLAY TECHNOLOGIES INC	CO				X					08/17/95	
ADVANTA HOME EQUITY LOAN TRUST 1995-2					X	X				07/25/95	
AGES HEALTH SERVICES INC	MA				X	X				08/09/95	
AMERICAN MEDICAL ALERT CORP	NY	X								08/31/95AMEND	
AMERICAN PHARMACEUTICAL CO /DE	DE				X					08/18/95	
APPLIED POWER INC	WI				X					08/16/95	
ASA INTERNATIONAL LTD	DE			X		X				08/31/95	
AUTO ONE SECURITIZATION CORP	DE				X	X				08/15/95	
AUTOMOBILE CREDIT FINANCE III INC	TX		X			X				08/14/95	
AUTOMOBILE CREDIT FINANCE INC	TX		X			X				08/14/95	
AUTOMOBILE CREDIT FINANCE IV INC	TX		X			X				08/14/95	
AUTOMOBILE CREDIT FINANCE V INC	TX		X			X				08/14/95	
AUTOMOBILE CREDIT FINANCE VI INC	TX		X			X				08/14/95	
AUTOMOBILE CREDIT FINANCE 1992 II INC	TX		X			X				08/14/95	
BANYAN SHORT TERM INCOME TRUST	MA		X							08/17/95	
BOGEN COMMUNICATIONS INC	DE	X	X		X	X	X			08/21/95	
BOSTON CELTICS LIMITED PARTNERSHIP	DE				X	X				08/31/95	
CAPCO AUTOMOTIVE PRODUCTS CORP	MI				X					08/17/95	
CAPITAL ASSOCIATES INC	DE	X								08/31/95	
CAPITOL MULTIMEDIA INC /DE/	DE		X			X				08/11/95	
CARDINAL HEALTH INC	OH				X	X				06/30/95	
CARSON PIRIE SCOTT & CO /IL/	IL				X	X				08/10/95	
CATO CORP	DE				X					08/24/95	
CENTRAL BANCORPORATION /WA/	WA				X	X				08/23/95	
CHANNEL I INC	NV				X	X				08/18/95	
CHASE CORP	MA				X					07/18/95	
CHASE MANHATTAN CORP	DE				X	X				08/28/95	
CHEVY CHASE MASTER CREDIT CARD TRUST II					X	X				08/15/95	
CHOICE DRUG SYSTEMS INC	NY				X	X				08/31/95	
CLUCKERS WOOD ROASTED CHICKEN INC	FL					X				06/12/95AMEND	
COMMUNICATIONS CENTRAL INC	GA					X				07/21/95AMEND	
CORPORATE EXPRESS INC	CO	X			X	X				05/23/95	
CVD FINANCIAL CORP	DE				X					08/22/95	
CWMBS INC MORT PASS THRO CERT SER 1995-N					X	X				08/24/95	
DAIMLER BENZ AUTO GRANTOR TRUST 1993-A	DE				X	X				08/15/95	
DAIMLER BENZ VEHICLE TRUST 1994-A	DE				X	X				08/15/95	
DEERE & CO	DE				X					08/14/95	
DR STRUCT FIN COR DR SECURIT LEA TR PA T	DE					X				08/24/95	
DR STRUCT FIN CORP DR SECURI LEA TR PA T	DE					X				08/24/95	
DR STRUCTURED FIN CORP DR SEC LE TR PA T						X				08/24/95	
ENVIROMETRICS INC /DE/	DE				X	X				08/11/95AMEND	
ENVIROTEST SYSTEMS CORP /DE/	DE				X	X				08/25/95	
F&E RESOURCE SYSTEMS TECHNOLOGY INC	MD				X					08/23/95	
FIBERCHEM INC	DE				X	X				06/15/95AMEND	
FINANCIAL SECURITY CORP / DE	DE				X	X				08/16/95AMEND	
FIRST BANCORP /NC/	NC				X					08/16/95	
FIRST BANK SYSTEM INC	DE					X				08/29/95AMEND	
FIRST CAPITAL HOLDINGS CORP	NV				X	X				08/25/95	
FIRST UNION CORP	NC				X					08/30/95	
FIRST USA BANK	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS	DE				X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS					X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS					X	X				08/15/95	
FIRST USA BANK FIRST USA CREDIT CARD MAS					X	X				08/15/95	
FLEET FINANCIAL GROUP INC	RI				X	X				08/23/95	
FLORIDA GAMING CORP	DE				X	X				08/28/95	
FRANKLIN CONSOLIDATED MINING CO INC	DE	X	X		X	X				08/24/95	
GFS BANCORP INC	DE				X					08/18/95	
GRANCARE INC	CA					X				07/20/95	AMEND
HAWAIIAN AIRLINES INC/HI	HI				X	X				08/22/95	
HILLHAVEN CORP	NV					X				06/30/95	AMEND
HILLHAVEN CORP	NV				X					07/31/95	
HOMESTAKE MINING CO /DE/	DE	X								08/25/95	
HUGHES RESOURCES INC	CO		X		X	X				03/03/95	
IMMUNOGEN INC	MA				X					08/17/95	
INCOMNET INC	CA				X					08/18/95	
INPHYNET MEDICAL MANAGEMENT INC	DE				X	X				08/22/95	
INSO CORP	DE				X	X				08/03/95	
INTEK DIVERSIFIED CORP	DE		X							08/21/95	
INTERNATIONAL FAST FOOD CORP	FL				X					08/21/95	
INTERNATIONAL PAPER CO /NEW/	NY					X				08/30/95	
INTRENET INC	IN	X								08/30/95	
IOWA BANCORP INC	DE	X				X				08/21/95	
ITEL CORP	DE				X					08/31/95	
JAMES RIVER CORP OF VIRGINIA	VA		X			X				08/25/95	
KOGER EQUITY INC	FL		X							08/21/95	
LAUREL CAPITAL GROUP INC	PA				X	X				08/17/95	
LAWTER INTERNATIONAL INC	DE				X	X				08/30/95	
LAWTER INTERNATIONAL INC	DE				X	X				08/30/95	
LIFE RE CORP	DE				X	X				08/25/95	
MACC PRIVATE EQUITIES INC	DE				X	X				08/30/95	
MAJOR REALTY CORP	DE				X					08/18/95	
MARIETTA CORP	NY				X					08/18/95	
MATHSOFT INC	MA				X	X				08/24/95	
MAYFAIR SUPER MARKETS INC	DE	X				X				07/28/95	
MEDAPHIS CORP	DE				X					08/25/95	
MORELLIS NONA II INC	CO				X		X			08/18/95	
MOTOROLA INC	DE				X	X				08/29/95	AMEND
NATIONAL CITY CORP	DE				X	X				08/29/95	
NATIONSBANK CORP	NC				X	X				08/29/95	
NORTHWESTERN PUBLIC SERVICE CO	DE				X					06/25/95	AMEND
OMNI USA INC	NV				X					08/25/95	
ONYX ACCEPTANCE FINANCIAL CORP	DE				X	X				08/15/95	
OPPENHEIMER CAPITAL L P /DE/	DE				X	X				08/30/95	
ORGANOGENESIS INC	DE				X	X				08/24/95	
OXFORD CAPITAL CORP	CT				X					08/18/95	
PACIFIC CAPITAL BANCORP	CA				X					08/22/95	
PERSONNEL MANAGEMENT INC	IN				X					08/24/95	
PETRIE STORES CORP	NY		X							08/15/95	
PHYSICIANS CLINICAL LABORATORY INC	DE				X					08/24/95	
PREMIER PARKS INC	DE		X		X					08/15/95	
PRICELLULAR CORP	DE				X					08/14/95	
PRIME HOSPITALITY CORP	DE				X					08/29/95	
PRIME RECEIVABLES CORP	DE				X	X				08/15/95	
PRINS RECYCLING CORP	NY				X	X				08/22/95	
QUALITY DINING INC	IN		X			X				08/14/95	
RADIANT TECHNOLOGY CORP	CA			X						08/18/95	
REPUBLIC WASTE INDUSTRIES INC	DE				X	X				08/24/95	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
RESORT INCOME INVESTORS INC	DE					X				08/08/95	
RIGHTCHOICE MANAGED CARE INC	MO		X					X		08/24/95	
ROBOTIC LASERS INC	NJ	X	X					X		08/11/95	
ROYCE LABORATORIES INC /FL/	FL					X				08/25/95	
RYAN MURPHY INC	CO					X				08/25/95	
SAFETY KLEEN CORP	WI					X				08/30/95	
SHARED TECHNOLOGIES INC	DE		X					X		08/29/95AMEND	
SHAWMUT NATIONAL CORP	DE					X	X			08/23/95	
SINECURE FINANCIAL CORP	CO		X					X		08/17/95	
SOURCE ONE MORTGAGE SERVICES CORP	DE					X	X			07/25/95	
SOUTHSTAR PRODUCTIONS INC	FL	X	X			X	X			08/21/95	
SOUTHWESTERN PUBLIC SERVICE CO	NM					X	X			08/30/95	
SPECIALIZED HEALTH PRODUCTS INTERNATIONA	DE	X				X				08/18/95	
STILLWATER MINING CO /DE/	DE					X	X			08/21/95	
TAPISTRON INTERNATIONAL INC	GA					X		X		08/07/95AMEND	
TESCORP INC	TX					X				03/27/95AMEND	
TESCORP INC	TX		X					X		07/03/95AMEND	
TEXAS STAR RESOURCES CORP						X		X		08/22/95	
TOTAL RENAL CARE HOLDINGS INC	DE		X					X		07/17/95	
TRI COUNTY BANCORP INC	WY					X	X			08/25/95	
UNITED NATIONAL BANCORP	NJ					X	X			08/14/95	
UNITED STATES FILTER CORP	DE					X	X			08/30/95	
UTAH RESOURCES INTERNATIONAL INC	UT							X		06/14/95AMEND	
VALUEVISION INTERNATIONAL INC	MN					X				08/24/95	
VIP GLOBAL CAPITAL INC	CO					X	X			08/14/95	
VLSI TECHNOLOGY INC	DE					X	X			08/28/95	
ACCUSTAFF INC	FL							X		07/02/95AMEND	
ADVANTA CREDIT CARD MASTER TRUST I	NY					X	X			08/10/95	
ADVANTA CREDIT CARD MASTER TRUST II						X	X			08/09/95	
ADVANTA HOME EQUITY LOAN TRUST 1994-4	NY					X	X			08/25/95	
ADVANTA HOME EQUITY LOAN TRUST 1995-1	NY					X	X			08/25/95	
AIRTRAN CORP	MN					X	X			08/29/95	
AIRWAYS CORP	DE					X	X			08/29/95	
ALMA INTERNATIONAL INC	FL					X				08/25/95	
AMEDISYS INC	DE		X					X		06/30/95AMEND	
AMERICA FIRST PARTICIPATING PREFERRED EQ	DE		X							05/22/95	
AMERICA FIRST PARTICIPATING PREFERRED EQ	DE		X							05/22/95	
AMERICA FIRST PREP FUND 2 PENSION SERIES	DE		X							05/22/95	
AMERICAN ONCOLOGY RESOURCES INC /DE/	DE		X					X		08/15/95	
AMERICAN TECHNOLOGIES GROUP INC	NV							X		04/21/95AMEND	
AMGEN INC	DE					X				08/31/95	
AUTOMATIC DATA PROCESSING INC	DE		X							08/31/95	
BANC ONE CREDIT CARD MASTER TRUST	NY					X	X			08/15/95	
BELL INDUSTRIES INC	CA					X	X			08/31/95	
BION ENVIRONMENTAL TECHNOLOGIES INC	CO					X	X			08/01/95	
BOCA RESEARCH INC	FL					X	X			08/24/95	
CABLEVISION SYSTEMS CORP	DE							X		08/14/95	
CAPITAL BRANDS INC	FL					X	X			08/29/95	
CARSON PIRIE SCOTT & CO /IL/	IL					X	X			08/24/95	
CHAMPION INTERNATIONAL CORP	NY					X				08/29/95	
CMC SECURITIES CORP II	DE					X	X			08/25/95	
CMI INDUSTRIES INC	DE							X		08/24/95	
CODE ALARM INC	MI					X				09/01/95AMEND	
CODED COMMUNICATIONS CORP /DE/	DE							X		08/24/95	
COLONIAL CREDIT CARD TRUST 1992-A	NY					X	X			08/07/95	
COMDATA HOLDINGS CORP	DE					X	X			08/24/95	
COMMUNICATIONS & ENTERTAINMENT CORP	NV					X				08/25/95	
CONTIMORTGAGE HOME EQUITY LOAN TRUST 199	NY					X	X			08/15/95	
CONTIMORTGAGE HOME EQUITY LOAN TRUST 199	DE					X	X			08/15/95	