sec news digest

Issue 94-226

November 29, 1994

ENFORCEMENT PROCEEDINGS

JUDGMENTS ENTERED AND ADMINISTRATIVE SANCTIONS IMPOSED AGAINST ANN HILES, THOMAS GREULICH, SR. AND ROBERT MCMAHON

The Commission announced the entry of final judgments of permanent injunction and other relief against Ann E. Hiles, Thomas L. Greulich, Sr. and Robert T. McMahon. The judgments enjoin them from further violations of Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 and Rules 10b-5 and 14e-3 thereunder, order disgorgement, and note the appropriateness of civil penalties under the Insider Trading Sanctions Act of 1984.

The Commission alleged that Hiles, Greulich, and McMahon engaged in illegal insider trading in Anchor Glass Container Corporation stock prior to the announcement of a tender offer for the stock. Hiles, Greulich and McMahon consented, without admitting or denying the allegations, to the entry of the judgments. The Commission waived payment of penalties and disgorgement based upon the defendants' demonstrated inability to pay.

Hiles, Greulich and McMahon also consented to the entry of orders instituting administrative proceedings against them pursuant to Section 15(b) of the Exchange Act, making findings and imposing remedial sanctions. The orders permanently bar Hiles and Greulich from association with any broker, dealer, municipal securities dealer, investment adviser or investment company. McMahon is permanently barred with a right to reapply after four years. [SEC v. Ann Hiles, et al., USDC, ED MO, Civil Action No. 4:93CV02005CAS] (LR-14334); (Rel. 34-34994 - Ann E. Hiles; Rel. 34-34995 - Thomas L. Greulich, Sr.; Rel. 34-34996 - Robert T. McMahon)

PERMANENT INJUNCTIONS, PENALTIES AND CONTEMPT ORDER ENTERED AGAINST ERIK SCHRADER AND CREATIVE INCOME SYSTEMS, A/K/A C.I. SYSTEMS

The Commission announced that on November 22 the United States District Court for the District of Columbia entered an Order of Contempt and Final Default Judgment of Permanent Injunction and Other Relief against Erik E. Schrader of Fairfax County, Virginia, and his company, Creative Income Systems a/k/a C.I. Systems (CIS). In its action, the Commission alleged that defendants were engaged in a fraudulent scheme to offer and sell so-called "prime bank securities" to investors in the D.C. metropolitan area through the use of classified advertisements, recorded telephone messages, and training seminars or workshops, during which investors were assured unrealistic returns on investment without any disclosed risk or effort on their part.

Defendant Schrader was also found in contempt of Court for having violated two prior court orders requiring him, among other things, to cease the offer and sale of unregistered securities and to account for investor funds. The Court ordered the incarceration aspect of its Order held in abeyance pending further order of the Court. The Court ordered defendants to disgorge the sum of \$170,352, and pay a penalty of \$170,352. The Court also permanently enjoined defendants from violations of the registration and antifraud provisions of the federal securities laws. [SEC v. Creative Income Systems, a/k/a C.I. Systems, and Erik E. Schrader, USDC/District of Columbia, Civil Action No. 94 Civ. 0981, HHG] (14337)

HOLDING COMPANY ACT RELEASES

SYSTEM ENERGY RESOURCES, INC., ET AL.

A notice has been issued giving interested persons until December 22 to request a hearing on a proposal by Entergy Corporation, a registered holding company, and its wholly owned subsidiary companies System Energy Resources, Inc. (SERI), Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power & Light Company, and New Orleans Public Service Inc. SERI proposes from time to time through December 31, 1996 to issue and sell one or more series of its First Mortgage Bonds in an aggregate principal amount not to exceed \$265 million and to enter into arrangements for the issuance and sale of tax-exempt revenue bonds in an aggregate principal amount not to exceed \$235 million. (Rel. 35-26173)

SELF-REGULATORY ORGANIZATIONS

DELISTING GRANTED

An order has been issued granting the application of the <u>American Stock Exchange</u> to strike from listing and registration Megafoods Stores, Inc., 10.25% Senior Notes, due 2000. (Rel. 34-35006)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission approved on an accelerated basis a proposed rule change (SR-PTC-94-05) filed by the <u>Participants Trust Company</u> providing for the early principal and interest distribution on Government National Mortgage Association II securities. Publication of the approval order was expected in the <u>Federal Register</u> during the week of November 21. (Rel. 34-34988)

The Commission granted accelerated approval to a proposed rule change (SR-Amex-94-48) filed by the <u>American Stock Exchange</u> relating to exercise cut-off procedures for expiring equity options. Publication of the notice and approval order is expected in the <u>Federal Register</u> during the week of November 28. (Rel. 34-34992)

The Commission granted accelerated approval to a proposed rule change and Amendment No. 1 to the proposed rule change (SR-CBOE-94-36) filed by the <u>Chicago Board Options Exchange</u> granting permanent approval of the Exchange's Modified Trading System Pilot Program. Publication of the notice and approval order is expected in the <u>Federal Register</u> during the week of November 28. (Rel. 34-34999)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-CBOE-94-31) filed by the <u>Chicago Board Options Exchange</u> relating to the substitution of component securities of the CBOE Mexico Index. Publication of the notice and approval order is expected in the <u>Federal Register</u> during the week of November 28. (Rel. 34-34991; International Series Rel. 753)

The Commission approved a proposed rule change (SR-NASD-94-40) filed by the <u>National Association of Securities Dealers</u> that amends the exam specifications and study outline for the Investment Company/Variable Contracts Products Limited Representative (Series 6) Examination. Publication of the order in the <u>Federal Register</u> is expected during the week of November 28. (Rel. 34-34997)

PROPOSED RULE CHANGE

The <u>American Stock Exchange</u> filed a proposed rule change (SR-Amex-94-30) to list and trade intermediate term notes whose value will be linked in part to changes in the level of an index consisting of various commodity prices. Publication of the notice is expected in the <u>Federal Register</u> during the week of November 28. (Rel. 34-35005)

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 CARE GROUP INC, ONE HOLLOW LANE, LAKE SUCCESS, NY 11042 (516) 869-8383 70,000 (\$301,700) COMMON STOCK. (FILE 33-86460 NOV. 17) (BR. 5)
- S-8 UNDERWRITERS FINANCIAL GROUP INC, 80 MAIDEN LANE, ATTN: HOWARD MILLER, NEW YORK, NY 10038 (212) 233-7171 15,000 (\$31,875) COMMON STOCK. (FILE 33-86462 NOV. 17) (BR. 9)
- S-8 ALADDIN KNOWLEDGE SYSTEMS LTD, 15 BEIT IVED ST, TEL AVIV 61110 ISRAEL, L5 (972) 537-5795 112,500 (\$1,082,812.50) COMMON STOCK. (FILE 33-86466 NOV. 17) (BR. 9)
- S-8 TSI INC /MN/, 500 CSRDIGAN ROAD, SHOREVIEW, MN 55126 (612) 483-0900 300,000 (\$2,175,000) COMMON STOCK. (FILE 33-86468 NOV. 17) (BR. 8)
- S-1 COLLECTIVE INVESTMENT FUNDS FOR UMB BANK AS TRUSTEE, 1010 GRAND, KANSAS CITY, MO 64141 (816) 860-7000 110,000 (\$6,147,089.25) EQUIPMENT TRUST CERTIFICATES. (FILE 33-86470 NOV. 17) (BR. 18 NEW ISSUE)
- S-8 SHOWSCAN ENTERTAINMENT INC, 3939 LANDMARK ST, CULVER CITY, CA 90232 (310) 553-2364 827,000 (\$6,166,609.38) COMMON STOCK. (FILE 33-86472 NOV. 18) (BR. 11)
- S-3 ABBEY HEALTHCARE GROUP INC/DE, 3560 HYLAND AVE, COSTA MESA, CA 92626 (714) 957-2000 34,588 (\$734,995) COMMON STOCK. (FILE 33-86476 NOV. 18) (BR. 5)
- S-8 MOTTS HOLDINGS INC, 59-63 LEGGETT ST, EAST HARTFORD, CT 06108 (203) 289-3301 300,000 (\$1,223,520) COMMON STOCK. (FILE 33-86478 NOV. 18) (BR. 1)
- S-8 UNITED MERIDIAN CORP, 1201 LOUISIANA, STE 1400, HOUSTON, TX 77002 (713) 654-9110 1,500,000 (\$16,785,000) COMMON STOCK. (FILE 33-86480 NOV. 18) (BR. 4)

- S-8 ADOBE SYSTEMS INC, 1585 CHARLESTON RD, MOUNTAIN VIEW, CA 94043 (415) 961-4400 2,000,000 (\$56,525,000) COMMON STOCK. (FILE 33-86482 NOV. 18) (BR. 9)
- S-8 OLYMPIC FINANCIAL LTD, 7825 WASHINGTON AVE SOUTH, MINNEAPOLIS, MN 55439 (612) 942-9880 - 550,000 (\$2,612,500) COMMON STOCK. (FILE 33-86484 -NOV. 18) (BR. 12)
- S-3 CHILDRENS COMPREHENSIVE SERVICES INC, 805 S CHURCH ST, MURFREESBORD, TN 37130 (615) 896-3100 - 1,809,577 (\$4,686,804.43) COMMON STOCK. (FILE 33-86486 - NOV. 18) (BR. 5)
- S-8 ORGANOGENESIS INC, 150 DAN RD, CANTON, MA 02021 (617) 575-0775 75,000 (\$1,125,000) COMMON STOCK. (FILE 33-86506 NOV. 18) (BR. 4)
- s-8 ORGANOGENESIS INC, 150 DAN RD, CANTON, MA 02021 (617) 575-0775 200,000 (\$3,000,000) COMMON STOCK. (FILE 33-86508 NOV. 18) (BR. 4)
- F-6 THAI TELEPHONE & TELECOMMUNICATION PUBLIC LTD CO /FI,
 333 LAKSI PLAZA TOWER 2 5TH FL, CHAENGWATANA, W1 10210 25,000,000
 (\$1,250,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-86510 NOV. 18) (NEW ISSUE)
- S-3 PRIMADONNA RESORTS INC, PO BOX 95997, LAS VEGAS, NV 89193 (702) 382-1212
 3,450,000 (\$92,287,500) COMMON STOCK. (FILE 33-86512 NOV. 18) (BR. 11)
- S-8 SHIVA CORP, 63 THIRD AVE, BURLINGTON, MA 01803 (617) 270-8300 3,059,353 (\$24,381,649.91) COMMON STOCK. (FILE 33-86514 NOV. 18) (BR. 9)
- S-1 MRV COMMUNICATIONS INC, 8917 FULLBRIGHT AVE, CHATSWORTH, CA 91311 (818) 773-9044 1,150,000 (\$16,387,500) COMMON STOCK. 100,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$1,710,000) COMMON STOCK. (FILE 33-86516 NOV. 18) (BR. 3)
- N-5 FRESHSTART VENTURE CAPITAL CORP, 313 w 53RD ST, NEW YORK, NY 10019 (212) 265-2249 805,000 (\$5,755,750) COMMON STOCK. UNDERWRITER: RAS SECURITIES CORP. (FILE 33-86518 NOV. 18) (BR. 16)
- S-8 ABR INFORMATION SERVICES INC, 34125 US HGHWY 19 N, PALM HARBOR, FL 34684 (813) 785-2819 328,316 (\$5,129,937.50) COMMON STOCK. (FILE 33-86520 NOV. 18) (BR. 6)
- S-8 SPORTS AUTHORITY INC /DE/, 3383 N STATE RD 7, FORT LAUDERDALE, FL 33319 (305) 735-1701 2,626,934 (\$49,911,746) COMMON STOCK. (FILE 33-86522 NOV. 18) (BR. 2)
- S-3 NATIONAL RE CORP, 777 LONG RIDGE RD, P. O. BOX 10167, STAMFORD, CT 06902 (203) 329-7700 125,000,000 (\$125,000,000) STRAIGHT BONDS. (FILE 33-86534 NOV. 21) (BR. 10)
- S-3 CWM MORTGAGE HOLDINGS INC, 35 N LAKE AVE, 7TH FLOOR, PASADENA, CA 91101 (818) 304-8400 6,900,000 (\$62,100,000) COMMON STOCK. (FILE 33-56547 NOV. 22) (BR. 6)
- S-6 DEFINED ASSET FUNDS MUNICIPAL INVT TR FD INTERM TERM SER 245,
 C/O DAVIS POLK & WARDWELL, 450 LEXINGTON AVE, NEW YORK, NY 10017 INDEFINITE SHARES. DEPOSITOR: DEAN WITTER REYNOLDS INC,
 MERRILL LYNCH PIERCE FENNER & SMITH INC, PAINEWEBBER INC,
 PRUDENTIAL SECURITIES INC, SMITH BARNEY INC. (FILE 33-56549 NOV. 22)
 (NEW ISSUE)

- S-4 MARSHALL & ILSLEY CORP/WI/, 770 N WATER ST, MILWAUKEE, WI 53202 (414) 765-7801 1,491,600 (\$28,928,000) COMMON STOCK. (FILE 33-56551 NOV. 22) (BR. 1)
- S-3 COMMERCIAL CREDIT CO, 300 ST PAUL PL, BALTIMORE, MD 21202 (410) 332-3000 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE 33-56553 NOV. 22) (BR. 12)
- S-8 CANANDAIGUA WINE CO INC, 116 BUFFALO ST, CANANDAIGUA, NY 14424 (716) 394-7900 - 2,963,100 (\$88,974,487) COMMON STOCK. (FILE 33-56557 - NOV. 22) (BR. 11)
- S-3 TURNER BROADCASTING SYSTEM INC, ONE CNN CENTER, 100 INTERNATIONAL BLVD, ATLANTA, GA 30303 (404) 827-1700 2,150,000 (\$37,367,000) COMMON STOCK. (FILE 33-56559 NOV. 22) (BR. 7)
- S-3 HAWAIIAN ELECTRIC INDUSTRIES INC, 900 RICHARDS ST, HONOLULU, HI 96813 (808) 543-5662 2,500,000 (\$76,562,500) COMMON STOCK. (FILE 33-56561 NOV. 22) (BR. 7)
- S-8 CLOROX CO /DE/, 1221 BROADWAY, OAKLAND, CA 94612 (510) 271-7000 1,700,000 (\$96,050,000) COMMON STOCK. (FILE 33-56563 NOV. 22) (BR. 2)
- S-8 CLOROX CO /DE/, 1221 BROADWAY, OAKLAND, CA 94612 (510) 271-7000 100,000 (\$5,650,000) COMMON STOCK. (FILE 33-56565 NOV. 22) (BR. 2)
- S-8 RUDDICK CORP, 2000 TWO FIRST UNION CTR, CHARLOTTE, NC 28282 (704) 372-5404 500,000 (\$9,625,000) COMMON STOCK. (FILE 33-56567 NOV. 22) (BR. 1)
- S-3 FEDERAL EXPRESS CORP, 2005 CORPORATE AVENUE, MEMPHIS, TN 38132 ((90) 1)--395- - 430,432,000 (\$430,432,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-56569 - NOV. 22) (BR. 3)
- S-1 AMERISERV FOOD CO, ONE GALLERIA TWR STE 2225, 13355 NOEL RD, DALLAS, TX 75240 (214) 385-8595 2,587,500 (\$33,637,500) COMMON STOCK. (FILE 33-86428 NOV. 17) (BR. 3)
- S-8 VIDEO LOTTERY TECHNOLOGIES INC/DE, 115 PERIMETER CENTER PLACE STE 911, ATLANTA, GA 30346 (404) 481-1800 1,000,000 (\$10,199,093.75) COMMON STOCK. (FILE 33-86430 NOV. 17) (BR. 11)
- S-1 COUNTY SEAT INC, 17950 PRESTON RD, STE 1000, DALLAS, TX 75725 (214) 248-5100 6,484,500 (\$99,361,098) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE SECS CORP. (FILE 33-86440 NOV. 18) (BR. 1 NEW ISSUE)
- S-2 NORSTAN INC, 6900 WEDGWOOD RD STE 150, P O BOX 9003, MAPLE GROVE, MN 55311 (612) 420-1100 1,150,000 (\$22,281,250) COMMON STOCK. UNDERWRITER: BAIRD ROBERT W & CO INC, DAIN BOSWORTH INC. (FILE 33-86448 NOV. 18) (BR. 7)
- S-8 BIOVAIL CORPORATION INTERNATIONAL, 460 COMSTOCK RD, ETOBICOKE, SCARBOROUGH ONTARIO CANADA M1L, A6 (416) 285-6000 830,000 (\$6,847,500) COMMON STOCK. (FILE 33-86490 NOV. 21) (BR. 4)
- S-8 LIFESTAR CORP, 201 WILSHIRE BLVD, ATRIUM LEVEL, SANTA MONICA, CA 90401 (310) 472-5189 10,000,000 (\$100,000) COMMON STOCK. (FILE 33-86492 NOV. 21) (BR. 6)

- SB-2 ENVIRONMENTAL TECHNOLOGIES CORP, 550 JAMES STREET, LAKEWOOD, NJ 08701 (908) 370-3400 1,280,699 (\$10,245,592) COMMON STOCK. 360,699 (\$575,981) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-86494 NOV. 21) (BR. 7)
- S-8 WALLACE COMPUTER SERVICES INC, 4600 W ROOSEVELT RD, HILLSIDE, IL 60162 (312) 626-2000 500,000 (\$13,406,250) COMMON STOCK. (FILE 33-86496 NOV. 22) (BR. 11)
- S-8 EQUITY RESIDENTIAL PROPERTIES TRUST, TWO N RIVERSIDE PLZ, STE 600, CHICAGO, IL 60606 (312) 474-1300 1,600,000 (\$42,800,000) COMMON STOCK. (FILE 33-86498 NOV. 22) (BR. 5)
- S-6 AMERITAS LIFE INSURANCE CORP SEPARATE ACCOUNT LLVL, 5900 O ST, C/O AMERITAS LIFE INSURANCE CORP, LINCOLN, NE 68510 INDEFINITE SHARES. (FILE 33-86500 NOV. 21) (BR. 20 NEW ISSUE)
- S-1 RENTERS CHOICE INC, 2720 N STEMMONS FREEWAY, STE 300, DALLAS, TX 75207 (214) 638-6633 - 2,587,500 (\$36,225,000) COMMON STOCK. (FILE 33-86504 -NOV. 18) (BR. 5 - NEW ISSUE)
- N-2 TEMPLETON LATIN AMERICA SMALL CAP FUND INC, 700 CENTRAL AVE, ST PETERSBURG, FL 33701 (813) 823-8712 4,600,000 (\$69,000,000) COMMON STOCK. UNDERWRITER: PRUDENTIAL SECURITIES INC. (FILE 33-86526 NOV. 18) (BR. 18 NEW ISSUE)
- S-8 LODGENET ENTERTAINMENT CORP, 808 WEST AVENUE NORTH, SIOUX FALLS, SD 57104 (605) 330-1330 50,000 (\$412,500) COMMON STOCK. (FILE 33-86532 NOV. 21) (BR. 7)
- S-3 PEMEX FINANCE CORP, TWO WALL ST, C/O LORD SECURITIES CORP, NEW YORK, NY 10005 (212) 346-9008 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 33-86538 NOV. 21) (BR. 11 NEW ISSUE)
- S-1 ACTV INC /DE/, 1270 AVE OF THE AMERICAS, NEW YORK, NY 10020 (212) 262-2571 3,000,000 (\$15,000,000) COMMON STOCK. (FILE 33-86540 NOV. 21) (BR. 11)
- S-4 SYNOVUS FINANCIAL CORP, ONE ARSENAL PLACE STE 301, 901 FRONT AVE, COLUMBUS, GA 31902 (706) 649-2197 307,010 (\$8,098,000) COMMON STOCK. (FILE 33-86542 NOV. 21) (BR. 1)
- F-1 CERAMIC INTERNATIONAL INC, PROL AVE PACHECO Y VIAS DEL FFCC CH-P, CHIHAUHUA CHIH MEXICO, O5 (521) 429-1111 8,807,017 (\$45,884,558.57) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-86544 NOV. 21) (BR. 9)
- S-3 UNITED VIDEO SATELLITE GROUP INC, 7140 S LEWIS AVENUE, TULSA, OK 74136 (918) 665-6690 193,691 (\$3,583,283.50) COMMON STOCK. (FILE 33-86546 NOV. 21) (BR. 7)
- S-3 RENTRAK CORP, 7227 NE 55TH, PORTLAND, OR 97218 (503) 284-7581 1,888,950 (\$15,111,600) COMMON STOCK. (FILE 33-86548 NOV. 21) (BR. 12)
- S-1 ICAD INC /DE/, 201 BROADWAY, CAMBRIDGE, MA 02139 (617) 868-2800 2,990,000 (\$38,870,000) COMMON STOCK. UNDERWRITER: DONALDSON LUFKIN & JENRETTE, SOUNDVIEW FINANCIAL GROUP INC, VOLPE WELTY & CO. (FILE 33-86550 NOV. 21) (BR. 10 NEW ISSUE)
- S-4 CORPORATE EXPRESS INC, 325 INTERLOCKEN PKWY, BROOMFIELD, CO 80021 (303) 373-2800 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE 33-86552 NOV. 21) (BR. 7)

- F-6 HONG KONG AIRCRAFT ENGINEERING CO LTD/, 48 WALL STREET,
 C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 50,000,000
 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-86554 NOV. 21) (BR. 99 NEW ISSUE)
- S-8 AMERICAN BUILDINGS CO /DE/, STATE DOCKS RD, P O BOX 800, EUFAULA, AL 36027 (205) 687-2032 320,000 (\$3,907,200) COMMON STOCK. (FILE 33-86556 NOV. 21) (BR. 10)
- S-8 AMERICAN BUILDINGS CO /DE/, STATE DOCKS RD, P O BOX 800, EUFAULA, AL 36027 (205) 687-2032 160,000 (\$2,300,800) COMMON STOCK. (FILE 33-86558 NOV. 21) (BR. 10)
- S-8 AMERICAN BUILDINGS CO /DE/, STATE DOCKS RD, P O BOX 800, EUFAULA, AL 36027 (205) 687-2032 235,050 (\$1,297,829.64) COMMON STOCK. (FILE 33-86560 NOV. 21) (BR. 10)
- S-1 CIDCO INC, 220 COCHRANE CIRCLE, MORGAN HILL, CA 95037 (408) 779-1162 2,875,000 (\$78,343,750) COMMON STOCK. UNDERWRITER: ALEX BROWN & SONS INC, MONTGOMERY SECURITIES, SMITH BARNEY INC. (FILE 33-86562 NOV. 21) (BR. 8)
- S-8 GRACE DEVELOPMENT INC, 75 BRIDGEPORT ROAD EAST, WATERLOO, ONTARIO CANADA N2J 2K1, A6 (604) 767-3494 - 50,000 (\$250,000) COMMON STOCK. (FILE 33-86564 - NOV. 21) (BR. 12)
- S-8 FOUNDATION HEALTH CORPORATION, 3400 DATA DR, RANCHO CORDOVA, CA 95670 (916) 631-5000 2,500,000 (\$91,875,000) COMMON STOCK. (FILE 33-86566 NOV. 21) (BR. 9)
- S-8 FOUNDATION HEALTH CORPORATION, 3400 DATA DR, RANCHO CORDOVA, CA 95670 (916) 631-5000 500,290 (\$18,385,657.50) COMMON STOCK. (FILE 33-86568 NOV. 21) (BR. 9)
- S-3 EQUITABLE COMPANIES INCORPORATED, 787 SEVENTH AVE, NEW YORK, NY 10019 (212) 554-1234 604,000,000 STRAIGHT BONDS. UNDERWRITER:

 DONALDSON LUFKIN & JENRETTE SECURITIES C. (FILE 33-86570 NOV. 22) (BR. 10)
- N-1A GABELLI INCOME SERIES FUNDS INC, ONE CORPORATE CENTER, RYE, NY 10580 (800) 422-3554 INDEFINITE SHARES. (FILE 33-86572 NOV. 18) (BR. 17 NEW ISSUE)
- S-8 CORPORATE EXPRESS INC, 325 INTERLOCKEN PKWY, BROOMFIELD, CO 80021 (303) 373-2800 500,000 (\$11,125,000) COMMON STOCK. (FILE 33-86574 NOV. 22) (BR. 7)
- S-8 ANALYSIS & TECHNOLOGY INC, TECHNOLOGY PARK RTE 2, PO BOX 220, NORTH STONINGTON, CT 06359 (203) 599-3910 100,000 (\$1,506,250) COMMON STOCK. (FILE 33-86576 NOV. 22) (BR. 9)
- S-8 INTELLICALL INC, 2155 CHENAULT STE 410, CARROLLTON, TX 75006 (214) 416-0022 2,225,000 (\$4,665,937.50) COMMON STOCK. (FILE 33-86592 NOV. 21) (BR. 7)
- S-8 AUTOMOBILE PROTECTION CORP APCO, 15 DUNWOODY PARK DRIVE STE 100, ATLANTA, GA 30338 (404) 394-7070 1,090,000 (\$2,790,400) COMMON STOCK. (FILE 33-86594 NOV. 21) (BR. 5)