

# SEC NEWS DIGEST

Issue 97-21

January 31, 1997

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## ENFORCEMENT PROCEEDINGS

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### SETTLEMENT OFFER OF DAVID ARNOLD ACCEPTED

The Commission announced the acceptance of David L. Arnold's Offer of Settlement and the entry of an Order Making Findings and Imposing Remedial Sanctions. Arnold consented to the issuance of the Order without admitting or denying the Commission's findings.

The Order contains findings that from approximately November 1987 through March 1988, Arnold aided and abetted and caused the securities laws violations of another registered representative who engaged in a loss dumping and gain skimming scheme in the accounts of two of his customers. Specifically, the registered representative allocated unprofitable trades to the customer accounts and the profitable trades to his personal account or to Arnold's account. The Order finds that Arnold facilitated the scheme by arranging loans to the registered representative and to himself from customers of PaineWebber so that they could pay for the profitable trades allocated to their accounts.

The Commission ordered Arnold to cease and desist from future violations of the antifraud provisions of the federal securities laws. The Order also requires Arnold to disgorge \$8,962.82 plus interest but waives payment of the disgorgement and interest based on his inability to pay. (Rels. 33-7385; 34-38219)

### ADMINISTRATIVE PROCEEDING AGAINST JON EDELMAN

The Commission issued an Order Making Findings and Imposing Remedial Sanctions against Jon Edelman (Edelman), which permanently bars him from association with any broker, dealer, investment adviser, investment company or municipal securities dealer.

The Order states that on February 4, 1991, Edelman was convicted of twenty-four counts of felony tax fraud and of one felony count for conspiracy to defraud the Internal Revenue Service. The indictment underlying the convictions charged Edelman with participating in a scheme to defraud the United States government by means of bogus securities transactions that generated \$532 million in false and fraudulent tax deductions. The Order further states that the fraudulent scheme charged in the indictment occurred in 1982 and 1983, while Edelman was associated with Arbitrage Management and

Wharton Securities, both registered broker-dealers. (United States v. Bernhard F. Manko, a/a/a "Fred," and Jon Edelman, 89 Cr. 91, S.D.N.Y., February 4, 1991, aff'd, 979 F.2d 900, 2d Cir. 1992, cert. denied, 509 U.S. 903, 113 S. Ct. 2993, 1993).

The Order further provides that it will be vacated by the Commission, upon application by Edelman, if the United States District Court for the Southern District of New York or an appellate court enters an order vacating or reversing Edelman's convictions in the case captioned United States v. Bernhard F. Manko and Jon Edelman, 89 Cr. 91, S.D.N.Y., 1989, and such order is either not timely appealed or is not reversed on appeal. (Rel. 34-38220)

#### CIVIL ACTION ANNOUNCED AGAINST RICHARD ARNOLD

On December 30, 1996, the Honorable W. Earl Britt, United States District Judge for the Eastern District of North Carolina, entered an order of permanent injunction enjoining defendant, Richard L. Arnold (Arnold), from violating Section 17(a) of the Securities Act.

Arnold consented to the relief without admitting or denying the allegations set forth in a complaint filed by the Commission on August 23, 1995. The complaint alleged that Arnold violated the antifraud statute by offering for sale investment contracts which were part of a prime bank scheme. Arnold attempted to obtain funds from investors by misrepresenting or failing to disclose material facts in connection with the sale of prime bank notes. Among other misrepresentations, Arnold falsely represented that the investments were risk-free and that contractual guarantees of payment were being given by a major United States bank. [SEC v. Jerome E. Pinckney, Richard L. Arnold, Donald E. Elder, Fernando Cruz, Shaun K.R. Maxwell, Anthony Bukovich, Jr., and Six Capital Corporation, E.D.N.C., Civil Action No. 7:95-CV-122-BR-1] (LR-15231)

#### COMPLAINT FILED AGAINST RICHARD BROWN

The Commission announced that on January 28, a civil action was filed in the United States District Court for the District of Columbia against Richard P. Brown, seeking an order requiring Brown to comply with the Commission's administrative order entered in In the Matter of F.N. Wolf & Co., et al., A.P. File No. 3-8533, which, among other things, imposed a \$100,000 civil penalty against him and barred him from the securities industry. Brown is the former president and 100% owner of Hibbard Brown & Co., Inc. (Hibbard), a broker-dealer which was registered with the Commission. Brown and Hibbard were charged in the administrative proceeding with having fraudulently manipulated the price of Of Counsel Enterprises, Inc.'s securities, and having sold those securities to Hibbard's retail customers, for a profit to Hibbard of approximately \$3 million.

According to the Commission's complaint, Brown has failed to pay \$95,000 of the \$100,000 penalty imposed by the Commission in that proceeding. [SEC v. Brown, Civil Action No. 97-196-JHG, D.D.C.] (LR-15233)

## SEC V. MARTIN KAIDEN AND THE MARTIN KAIDEN COMPANY

On January 30, the Securities and Exchange Commission filed a civil injunctive action against Martin Kaiden (Kaiden) and the Martin Kaiden Company (Company), a New York Corporation, in the United States District Court for the Southern District of New York. Kaiden is chairman, president and sole shareholder of the Company and, during the time of the events alleged in the complaint, the Company was a registered broker-dealer. In its complaint, the Commission alleges that Kaiden and the Company offered to sell fictitious "prime bank" securities to an institutional investor through, among other material misrepresentations, the false claim that such instruments could be purchased at a substantial discount and then resold at a large profit by the investor. According to the Commission's complaint, the defendants could not supply the instruments offered because such securities do not exist. As such, there is no secondary market for, or guaranteed return on, the instruments described by Kaiden and the Company.

In its complaint, the Commission alleges that Kaiden and the Company violated Sections 17(a)(1) and 17(a)(3) of the Securities Act of 1933. The Commission also alleges that the Company violated Section 15(c)(1)(A) of the Securities Exchange Act of 1934 and Rule 15c1-2 thereunder, and that Kaiden is liable for these violations as a controlling person of the Company. The Commission seeks a permanent injunction and civil monetary penalties against both Kaiden and the Company. The litigation is pending. [SEC v. Martin Kaiden and the Martin Kaiden Company, 97 Civ.0641, DC] (LR-15234)

## JUDGMENT ENTERED IN SEC V. CITI FINANCIAL SERVICES, ET AL.

On January 24, the United States District Court in Los Angeles entered a default judgment, based upon the Commission's motion, against defendants Citi Financial Services, Citi Corp Realty Partners IV, Richard Thomas Mandell, a.k.a. Mark Morgenlender, and Mark Barquera, a.k.a. Mark Cabrerro. The default judgment permanently enjoins these defendants from future violations of 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 judgment orders Mandell to pay \$282,903.43 in disgorgement and prejudgment interest, plus \$250,000 in civil penalties, and imposes \$50,000 in civil penalties against Barquera. The defendants, who falsely claimed to be affiliated with Citicorp, engaged in the fraudulent offer and sale of purported brokered certificates of deposit. Defendants were not affiliated with Citicorp, and made no such purchases on behalf of investors. [SEC v. Citi Financial Services, Citi Corp Realty Partners IV, Harold Goldstein, Richard Thomas Mandell, a.k.a. Mark Morgenlender, Robert Singleton, Mark Barquera, a.k.a. Mark Cabrerro and Roberta Crampton, Civil No. 96-0349 WJR, BQRx, C.D. Cal.] (LR-15235)

## JUDGMENT ENTERED AGAINST MICHAEL LEVINE

The Commission announced today that on January 27, the United States District Court for the Southern District of New York entered the

Final Judgment against defendant Michael Levine in an insider trading action. Levine, a 48 year old resident of Weston, Connecticut, and the owner of MDM Copying Services, Inc., an office supply business located in New York, New York, violated the tender offer antifraud provisions of the federal securities laws by purchasing DeSoto, Inc. (DeSoto) stock. Levine purchased nearly \$450,000 of this stock on November 9, 1989, the day that Sutton Holding Corp. announced its intention to commence a \$50 per share tender offer for DeSoto. He sold those shares the next day for a profit of \$73,724.21.

The Final Judgment provides that the disgorgement (\$73,724.21) and prejudgment interest (\$63,855.87) to be paid by defendant Levine will be held by the Court for the benefit of persons who submit valid claims within one year after the date of entry of the Final Judgment. The Commission intends to petition the Court to appoint a special claims master to develop a distribution plan.

For further information see Litigation Release Nos. 14329 (Nov. 9, 1994); 14678 (Oct. 4, 1995); 14769 (Dec. 29, 1995); 14997 (Aug. 1, 1996); and 15188 (Dec. 16, 1996). [SEC v. Edward A. Cantor, Michael Levine and David P. Schwartz, 94 Civ. 8079, JGK, SDNY] (LR-15236)

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#### HOLDING COMPANY ACT RELEASE

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GULF POWER COMPANY, ET AL.

A supplemental order has been issued authorizing a proposal by Alabama Power Company, Georgia Power Company (Georgia), Gulf Power Company (Gulf), Mississippi Power Company (Mississippi), and Savannah Electric and Power Company (Savannah), electric public utility subsidiary companies of The Southern Company, a registered holding company, whereby Gulf will, among other things, borrow money from and make equity capital contributions to new special purpose subsidiaries organized as trusts and formed solely to issue and sell preferred securities in aggregate amounts of up to \$60 million. Jurisdiction has been reserved over the issuance and sale of additional preferred securities by Georgia, Mississippi and Savannah in respective aggregate amounts of \$100 million, \$60 million and \$35 million, through December 31, 2001. (Rel. 35-26657)

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#### SELF-REGULATORY ORGANIZATIONS

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IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the American Stock Exchange to extend its waiver of transaction charges for FLEX Equity Options (SR-Amex-97-03) has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is

expected in the Federal Register during the week of February 3.  
(Rel. 34-38216)

#### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the Government Securities Clearing Corporation (SR-GSCC-96-13) under Section 19(b) (2) of the Securities Exchange Act that will make the Department of Treasury's Treasury Inflation Protection Security eligible for clearance and settlement at GSCC. (Rel. 34-38215)

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#### SECURITIES ACT REGISTRATIONS

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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 INTERNATIONAL META SYSTEMS INC/DE/, 100 NORTH SEPULVEDA BOULEVARD,  
SUITE 601, EL SEGUNDO, CA 90245 (310) 524-9300 - 4,500,000 (\$7,734,150)  
COMMON STOCK (FILE 333-20297 - JAN 24) (BR 9)
- S-4 GROUP TECHNOLOGIES CORP, 10901 MALCOLM MCKINLEY DR, TAMPA, FL 33612  
(813) 972-6000 - 38,819,673 (\$24,291,000) COMMON STOCK (FILE 333-20299 -  
JAN 24) (BR 6)
- S-3 SANGSTAT MEDICAL CORP, 1505 ADAMS DR, MENLO PARK, CA 94025  
(415) 328-0300 - 2,300,000 (\$69,143,750) COMMON STOCK (FILE 333-20301 -  
JAN 24) (BR 1)
- S-8 CIRCUIT CITY STORES INC, 9950 MAYLAND DR, RICHMOND, VA 23233  
(804) 527-4000 - 3,000,000 (\$101,437,500) COMMON STOCK (FILE 333-20303 -  
JAN 24) (BR 2)
- S-3 APPALACHIAN POWER CO, 40 FRANKLIN RD SW, ROANOKE, VA 24011  
(703) 985-2300 - 75,000,000 (\$75,000,000) STRAIGHT BONDS (FILE 333-20305  
- JAN 24) (BR 4)
- S-4 POLAND COMMUNICATIONS INC, ONE COMMERCE PLZ, HARTFORD, CT 06103  
(860) 549-1679 - 130,000,000 (\$130,000,000) STRAIGHT BONDS (FILE  
333-20307 - JAN 24) (BR 3 - NEW ISSUE)
- S-3 INNKEEPERS USA TRUST/FL, 306 ROYAL POINCIANA WAY, STE 100, PALM BEACH,  
FL 33480 (407) 835-1800 (FILE 333-20309 - JAN 24) (BR 8)
- S-8 TRUSTED INFORMATION SYSTEMS INC, 3060 WASHINGTON ROAD, GLENWOOD, MD  
21738 (301) 854-6889 - 111,391 (\$76,860) COMMON STOCK (FILE 333-20311 -  
JAN 24) (BR 3)
- S-8 TRUSTED INFORMATION SYSTEMS INC, 3060 WASHINGTON ROAD, GLENWOOD, MD  
21738 (301) 854-6889 - 1,625,667 (\$9,359,846) COMMON STOCK (FILE  
333-20313 - JAN 24) (BR 3)
- S-1 AHL SERVICES INC, 3353 PEACHTREE RD NE, SUITE 1120, ATLANTA, GA 30326  
(404) 267-222 - 2,587,500 (\$37,518,750) COMMON STOCK (FILE 333-20315 -  
JAN 24) (BR 6 - NEW ISSUE)

S-6 VAN KAMPEN AMERICAN CAPITAL INSURED INCOME TRUST SER 64,  
ONE PARKVIEW PLAZA, UIT ADMN, C/O VAN KAMPEN MERRITT INC, OAKBROOK TERRACE,  
IL 60181 (NUL) L - - 1,000 (\$1,010,000) UNIT INVESTMENT TRUST (FILE  
333-20317 - JAN 24) (BR 18 - NEW ISSUE)

S 8 UNITED PARCEL SERVICE OF AMERICA INC, 55 GLENLAKE PARKWAY N E,  
GREENWICH OFFICE PK 5, ATLANTA, GA 30328 (404) 913-6000 - 6,900,000  
(\$201,825,000) COMMON STOCK (FILE 333-20319 - JAN 24) (BR 5)

S-3 CEPHALON INC, 145 BRANDYWINE PKWY, WEST CHESTER, PA 19380 (610) 344-0200  
- 1,524,000 (\$38,766,750) COMMON STOCK (FILE 333-20321 - JAN 24)  
(BR 1)

S-3 EQUITABLE RESOURCES INC /PA/, 420 BLVD OF THE ALLIES, PITTSBURGH, PA  
15219 (412) 261-3000 - 164,345 (\$4,889,264) COMMON STOCK (FILE 333-20323  
- JAN 24) (BR 4)

S-1 CFM TECHNOLOGIES INC, 1336 ENTERPRISE DRIVE, WEST CHESTER, PA 19380  
(610) 696-8300 - 1,920,500 (\$54,734,250) COMMON STOCK (FILE 333-20325 -  
JAN 24) (BR 5)

S-6 MUNICIPAL INVEST TR FD MULTI SERIES 125 DEF ASSET ASSET FDS,  
C/O DAVIS POLK & WARDWELL, 450 LEXINGTON AVENUE, NEW YORK, NY 10017  
(212) 450-4540 - INDEFINITE SHARES (FILE 333-20327 - JAN 24) (NEW ISSUE)

S-8 PRENTISS PROPERTIES TRUST/MD, 3890 WEST NORTHWEST HIGHWAY, STE 400,  
DALLAS, TX 75220 (214) 761-1440 - 500,000 (\$13,500,000) COMMON STOCK.  
(FILE 333 20329 - JAN 24) (BR 8)

S-8 XETEL CORP, 2525 BROCKTON DR, AUSTIN, TX 78758 (512) 834-2266 -  
1,000,000 (\$4,440,000) COMMON STOCK (FILE 333-20331 - JAN 24) (BR 6)

S-8 PRICE T ROWE ASSOCIATES INC /MD/, 100 EAST PRATT ST, BALTIMORE, MD 21202  
(301) 547 2000 - 8,000,000 (\$345,000,000) COMMON STOCK (FILE 333-20333 -  
JAN 24) (BR 22)

S-3 GREEN TREE FINANCIAL CORP, 500 LANDMARK TOWERS, 345 ST PETER ST,  
SAINT PAUL, MN 55102 (612) 293-3400 - 2,000,000,000 (\$2,000,000,000)  
EQUIPMENT TRUST CERTIFICATES (FILE 333-20335 - JAN 24) (BR 8)

S-8 PFF BANCORP INC, 350 SOUTH GAREY AVENUE, POMONA, CA 91766 (909) 623-2323  
- 1,983,750 (\$25,496,895) COMMON STOCK (FILE 333-20337 - JAN 24)  
(BR 7)

S-8 LIPOSOME CO INC, ONE RESEARCH WAY, PRINCETON FORRESTAL CTR, PRINCETON,  
NJ 08540 (609) 452-7060 - 225,000 (\$4,471,875) COMMON STOCK (FILE  
333-20339 - JAN 24) (BR 1)

S-8 LIPOSOME CO INC, ONE RESEARCH WAY, PRINCETON FORRESTAL CTR, PRINCETON,  
NJ 08540 (609) 452-7060 - 4,500,000 (\$89,437,500) COMMON STOCK (FILE  
333-20341 - JAN 24) (BR 1)

S-1 FIRST FORTIS LIFE INSURANCE CO, 220 SALINA MEADOWS PARKWAY,  
P O BOX 3209, SYRACUSE, NY 13220 (315) 451-0066 - \$20,000,000  
VARIABLE ANNUITY ISSUES (FILE 333-20345 - JAN 24) (BR 20)

S 8 AMERICAN HOMESTAR CORP, 2450 SOUTH SHARE BLVD, STE 300, LEAGUE CITY, TX  
77573 (713) 334-9700 - 450,000 (\$9,423,000) COMMON STOCK (FILE 333-20347  
JAN 24 (BR 6)

S-8 TRW INC, 1900 RICHMOND RD, CLEVELAND, OH 44124 (216) 291-7000 -  
75,000,000 (\$75,000,000) OTHER SECURITIES INCLUDING VOTING TRUST (FILE  
333-20351 - JAN 24) (BR 5)

S 8 PICO PRODUCTS INC, 12500 FOOTHILL BLVD, LAKEVIEW TERR, CA 91342  
(818) 897-0028 - 195,000 (\$416,484 38) COMMON STOCK (FILE 333-20353 -  
JAN 24) (BR 3)

S-1 PEGASUS COMMUNICATIONS CORP, 5 RADNOR CORPORATE CENTER STE 454,  
100 MATSONFORD ROAD, RADNOR, PA 19087 (610) 341-1801 - 193,600  
(\$2,904,000) COMMON STOCK (FILE 333-20357 - JAN 24) (BR 3)

S-8 WESTERN DIGITAL CORP, 8105 IRVINE CENTER DR, IRVINE, CA 92718  
(714) 932-5000 - 4,750,000 (\$334,590,000) COMMON STOCK (FILE 333-20359 -  
JAN 24) (BR 3)

S-8 INTUIT INC, 2525 GARCIA AVE, MOUNTAIN VIEW, CA 94043 (415) 322-0573 -  
115,141 (\$3,806,714 12) COMMON STOCK (FILE 333-20361 - JAN 24) (BR 3)

S-8 BANK JOS A CLOTHIERS INC /DE/, 500 HANOVER PIKE, HAMPSTEAD, MD 21074  
(410) 239-2700 - 954,486 (\$3,847,772) COMMON STOCK (FILE 333-20363 -  
JAN 24) (BR 2)

S-8 TRIPLE S PLASTICS INC, 14320 S PORTAGE RD, P O BOX E, VICKSBURG, MI  
49097 (616) 649-0545 - 150,000 (\$1,003,125) COMMON STOCK (FILE 333-20365  
- JAN 24) (BR 6)

S-8 KENT ELECTRONICS CORP, 7433 HARWIN DR, HOUSTON, TX 77036 (713) 780-7770  
- 1,980,900 (\$41,730,299) COMMON STOCK (FILE 333-20367 - JAN 24)  
(BR 6)

S-1 ADVANCED FIBRE COMMUNICATIONS INC, 1445 MCDOWELL BLVD NORTH,  
P O BOX 751239, PETALUMA, CA 94975 (707) 794-7700 - 2,990,000  
(\$155,106,250) COMMON STOCK (FILE 333-20369 - JAN 24) (BR 3)

S-3 MAGELLAN HEALTH SERVICES INC, 3414 PEACHTREE RD N E, STE 1400, ATLANTA,  
GA 30326 (912) 742-1161 - 2,000,000 (\$44,500,000) COMMON STOCK (FILE  
333-20371 - JAN 24) (BR 1)

S-3 UNISYS CORP, TOWNSHIP LINE & UNION MEETING RDS, BLUE BELL, PA 19424  
(215) 986-4011 (FILE 333-20373 - JAN 24) (BR 3)

S-3 MERCHANTS BANCSHARES INC, 123 CHURCH ST, BURLINGTON, VT 05401  
(802) 658-3400 - 300,000 (\$5,550,000) COMMON STOCK (FILE 333-20375 -  
JAN 24) (BR 7)

S-8 FIRSTBANK CORP, 311 WOODWORTH AVENUE, ALMA, MI 48801 (517) 463-3131 -  
100,000 (\$3,500,000) COMMON STOCK (FILE 333-20377 - JAN 24) (BR 7)

S-8 RELIANCE BANCORP INC, 585 STEWART AVE, GARDEN CITY, NY 11530  
(516) 222-9300 - 450,000 (\$8,221,050) COMMON STOCK (FILE 333-20379 -  
JAN 24) (BR 7)

S-8 OLD KENT FINANCIAL CORP /MI/, ONE VANDENBERG CTR, GRAND RAPIDS, MI 49503  
(616) 771-5000 - 3,000,000 (\$3,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-20381 - JAN 24)  
(BR 7)

S-8 OLD KENT FINANCIAL CORP /MI/, ONE VANDENBERG CTR, GRAND RAPIDS, MI 49503  
(616) 771-5000 - 5,000,000 (\$5,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-20383 - JAN 24)  
(BR 7)

S-8 TOYS R US INC, 461 FROM RD, PARAMUS, NJ 07652 (201) 262-7800 -  
1,000,000 (\$26,000,000) COMMON STOCK (FILE 333-20385 - JAN 24) (BR 2)

S-8 METRO ONE TELECOMMUNICATIONS INC, 8405 SW NIMBUS AVE, BEVERTON, OR 97008  
(503) 643-9500 - 1,428,500 (\$12,856,500) COMMON STOCK (FILE 333-20387 -  
JAN 24) (BR 3)

S-8 MEDI JECT CORP /MN/, 1840 BERKSHIRE LANE, MINNEAPOLIS, MN 55441  
(612) 553-1102 - 995,050 (\$5,099,631) COMMON STOCK (FILE 333-20389 -  
JAN 24) (BR 1)

S-3 CUC INTERNATIONAL INC /DE/, 707 SUMMER ST, STAMFORD, CT 06901  
(203) 324-9261 - 5,622,327 (\$146,883,293) COMMON STOCK (FILE 333-20391 -  
JAN 24) (BR 8)

S-8 WESTERN RESOURCES INC /KS, 818 KANSAS AVE, TOPEKA, KS 66612  
(913) 575-6300 - 10,000 (\$311,250) COMMON STOCK (FILE 333-20393 -  
JAN 24) (BR 4)

S-3 GULF SOUTH MEDICAL SUPPLY INC, 426 CHRISTINE DR, RIDGELAND, MS 39157  
(601) 856-5900 - 450,000 (\$11,700,000) COMMON STOCK (FILE 333-20395 -  
JAN 24) (BR 1)

S-4 RYDER TRS INC, 8669 NW 36TH ST, MIAMI, FL 33166 (305) 500-4545 -  
175,000,000 (\$175,000,000) STRAIGHT BONDS (FILE 333-20397 - JAN 24)  
(NEW ISSUE)

S-1 ASI SOLUTIONS INC, 780 THIRD AVENUE, NEW YORK, NY 10017 (212) 319-8400  
- \$20,240,000 COMMON STOCK \$2,200 WARRANTS, OPTIONS OR RIGHTS (FILE  
333-20401 - JAN 24) (NEW ISSUE)

S-8 TITANIUM METALS CORP, 1999 BROADWAY, STE 4300, DENVER, CO 80202  
303) 296-5600 - 3,125,000 (\$94,921,875) COMMON STOCK (FILE 333-20403 -  
JAN 24) (BR 6)

S-8 KOSS CORP, 4129 N PORT WASHINGTON AVE, MILWAUKEE, WI 53212  
(414) 964-5000 - 348,128 (\$3,524,796) COMMON STOCK (FILE 333-20405 -  
JAN 24) (BR 2)

S-8 CACI INTERNATIONAL INC /DE/, 1100 N GLEBE ST, ARLINGTON, VA 22201  
(703) 841-7800 - 1,500,000 (\$34,218,750) COMMON STOCK (FILE 333-20407 -  
JAN 24) (BR 4)

S-4 REPUBLIC NEW YORK CORP, 452 FIFTH AVE, NEW YORK, NY 10018 (212) 525-6100  
- 150,000,000 (\$150,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE  
(FILE 333-20409 - JAN 24) (BR 7)

S-8 BEVERLY ENTERPRISES INC /DE/, 1200 S WALDRON RD, STE 155, FORT SMITH, AR  
72903 (501) 452-6712 - 14,000,000 (\$14,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-20411 - JAN 24)  
(BR 1)

S-8 WESTERN RESOURCES INC /KS, 818 KANSAS AVE, TOPEKA, KS 66612  
(913) 575-6300 - 100,000 (\$3,112,500) COMMON STOCK (FILE 333-20413 -  
JAN 24) (BR 4)

S-4 COMPASS BANCSHARES INC, 15 SOUTH 20TH ST, P O BOX 10566, BIRMINGHAM, AL  
35233 (205) 933-3000 - 888,889 (\$32,175,486) COMMON STOCK (FILE  
333-20415 - JAN 24) (BR 7)

S-4 PARK NATIONAL CORP /OH/, 50 NORTH THIRD ST, NEWARK, OH 43055  
(614) 349-8451 - 2,345,000 (\$119,939,586) COMMON STOCK (FILE 333-20417 -  
JAN 24) (BR 7)

S-8 CARSON PIRIE SCOTT & CO /IL/, 331 W WISCONSIN AVE, MILWAUKEE, WI 53203  
(414) 347-4141 - 125,000 (\$3,296,875) COMMON STOCK (FILE 333-20419 -  
JAN 24) (BR 2)

S 8 STRATEGIC DIAGNOSTICS INC/DE/, 128 SANDY DR, ROYAL CENTER, NEWARK, DE  
19713 (302) 456-6789 - 1,700,000 (\$4,462,500) COMMON STOCK (FILE  
333-20421 - JAN 24)

S-3 DI INDUSTRIES INC, 450 GEARS RD STE 625, HOUSTON, TX 77067  
(713) 874-0202 - 1,750,000 (\$5,468,750) COMMON STOCK (FILE 333-20423 -  
JAN 24) (BR 4)

S-3 ONCOR INC, 209 PERRY PKWY, GAITHERSBURG, MD 20877 (301) 963-3500 -  
4,903,170 (\$20,053,965) COMMON STOCK (FILE 333-20425 - JAN 24) (BR 1)

S-3 JPM CAPITAL TRUST IV, C/O J P MORGAN & CO INC, 60 WALL ST 38TH FL,  
NEW YORK, NY 10260 (212) 483-2323 (FILE 333-20427-03 - JAN 24)

S-4 GENERAL MILLS INC, NUMBER ONE GENERAL MILLS BLVD, MINNEAPOLIS, MN 55426  
(612) 540-2311 - 1,012,259 (\$60,000,006) COMMON STOCK (FILE 333-20429 -  
JAN 24) (BR 2)

S-8 LTV CORP, 200 PUBLIC SQUARE, P O BOX 655003, CLEVELAND, OH 44115  
(216) 622-5000 - 1,000,000 (\$12,062,500) COMMON STOCK (FILE 333-20431 -  
JAN 24) (BR 6)

S-8 GENTNER COMMUNICATIONS CORP, 1825 RESEARCH WAY, SALT LAKE CITY, UT 84119  
(801) 975-7200 - 500,000 (\$461,000) COMMON STOCK (FILE 333-20433 -  
JAN 27) (BR 3)



S-1 HAMILTON BANCORP INC/FL, 3750 N W 87TH AVENUE, MIAMI, FL 33178  
 (305) 717-5613 - \$36,800,000 COMMON STOCK. (FILE 333-20435 - JAN. 27)  
 (BR 7)

S-4 HOME DEPOT INC, 2727 PACES FERRY RD, ATLANTA, GA 30339 (770) -43-3-82 -  
 5,252,321 (\$246,859,106) COMMON STOCK (FILE 333-20437 - JAN 27) (BR 6)

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

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. 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	8K ITEM NO								DATE	COMMENT
		1	2	3	4	5	6	7	8		
SECURITY CAPITAL PACIFIC TRUST	MD					X		X		01/22/97	
SFX BROADCASTING INC	DE					X		X		01/27/97	
SILGAN HOLDINGS INC	DE					X				09/13/96	
SIMIONE CENTRAL HOLDINGS INC	DE				X					01/27/97	
SIMIONE CENTRAL HOLDINGS INC	DE				X					01/27/97	
SIMTEK CORP	CO					X				01/23/97	
SLED DOGS CO	CO					X				01/27/97	
SOMATIX THERAPY CORPORATION	DE					X		X		01/12/97	
SOUTHERN PACIFIC SECURED ASSETS CORP	CA							X		12/11/96	
ST MARY LAND & EXPLORATION CO	DE							X		01/28/96	
STARBASE CORP	DE					X		X		01/14/97	
STARTECH ENVIRONMENTAL CORP	CO				X					01/28/97	
STRATOSPHERE CORP	DE			X						01/27/97	
STRUCTURED ASSET SECURITIES CORPORATION	DE					X		X		01/28/97	
SUNAMERICA INC	MD							X		12/31/96	
TANDYCRAFTS INC	DE					X		X		01/27/97	
TCF FINANCIAL CORP	DE					X		X		01/20/97	
TCSI CORP	NV	X								01/14/97	
TCSI CORP	NV	X								01/23/97	
TELTREND INC	DE					X		X		01/16/97	
TERRACE HOLDINGS INC	DE							X		01/24/97	
TEXAS PETROCHEMICALS CORP					X			X		01/28/97	AMEND
TMCI ELECTRONICS INC	DE							X		11/12/96	AMEND
TMS AUTO GRANTOR TRUST SERIES 1995-2	NJ					X		X		01/21/97	
TOLEDO EDISON CO	OH					X				01/28/97	
TRENWICK GROUP INC	DE					X				01/27/97	
U S TRUST CORP /NY	NY					X				01/28/97	
UMC ELECTRONICS CO	DE							X		09/30/96	
URETHANE TECHNOLOGIES INC	NV									01/13/97	
USB HOLDING CO INC	DE					X		X		01/28/97	
VALUE HEALTH INC / CT	DE					X		X		01/23/97	
VERITY INC \DE\	DE			X				X		01/13/97	
VOLT INFORMATION SCIENCES INC	NY					X		X		01/09/97	
WASHINGTON MUTUAL SAVINGS BANK MORT BACK	WA							X		10/31/96	

NAME OF ISSUER	STATE CODE	8K ITEM NO								DATE	COMMENT
		1	2	3	4	5	6	7	8		
WHITMAN EDUCATION GROUP INC	NJ		X					X		12/31/96	
WNC HOUSING TAX CREDIT FUND V LP SERIES	CA		X							12/31/96	
WORLD TALK COMMUNICATIONS CORP	DE							X		01/27/97	AMEND
ZAPATA CORP	DE				X	X				01/22/97	
AAMES CAPITAL CORP	CA				X	X				01/14/97	
ADVANCED MEDIA INC	DE					X				01/15/97	
AES CORPORATION	DE				X	X				01/30/97	
ALCO STANDARD CORP	OH				X	X				01/16/97	
ALEXANDER & ALEXANDER SERVICES INC	MD	X						X		01/15/97	
ALLIED WASTE INDUSTRIES INC	DE	X						X		01/15/97	
AMERIGON INC	CA				X					01/30/97	
AMPHENOL CORP /DE/	DE				X	X				01/23/97	
ANADIGICS INC	DE				X	X				01/30/97	
AON CORP	DE	X						X		01/15/97	
APARTMENT INVESTMENT & MANAGEMENT CO	MD				X	X				12/19/96	
ASHLAND INC	KY				X	X				01/30/97	
ASPEN TECHNOLOGY INC /MA/	MA				X	X				01/28/97	
BALCOR REALTY INVESTORS 84	IL				X	X				01/29/97	
BANC ONE CORP /OH/	OH				X	X				01/19/97	
BAXTER INTERNATIONAL INC	DE				X					01/29/97	
BEAR STEARNS COMPANIES INC	DE				X					01/29/97	
EION ENVIRONMENTAL TECHNOLOGIES INC	CO				X					06/30/97	
BLOCK MORTGAGE FINANCE INC	DE				X	X				01/29/97	
BOMBARDIER CREDIT RECEIVABLES CORP	DE	X								12/31/96	
BONTEX INC	VA	X								01/02/97	
BRADLEES INC	MA				X					01/28/97	
CAMBRIDGE NEUROSCIENCE INC	DE				X					09/19/96	AMEND
CAMBRIDGE NEUROSCIENCE INC	DE				X	X				12/23/96	AMEND
CAMERA PLATFORMS INTERNATIONAL INC	DE			X						01/22/97	
CAPITA EQUIPMENT RECEIVABLES TRUST 1996-					X					01/08/97	
CARE GROUP INC	DE				X	X				12/31/96	
CATERPILLAR FINANCIAL FUNDING CORP	NV					X				01/25/97	
CELLULAR COMMUNICATIONS OF PUERTO RICO I	DE				X	X				01/28/97	
CENTRAL MAINE POWER CO	ME				X					01/29/97	
CERPROBE CORP	DE	X						X		01/15/97	
CHADMOORE WIRELESS GROUP INC	CO				X	X				01/30/97	
CHAMPION FINANCIAL CORP	UT	X	X		X					01/14/97	
CHASE MANHATTAN BANK USA	DE				X	X				01/29/97	
CHECKERS DRIVE IN RESTAURANTS INC /DE	DE				X	X				01/24/97	
CITIBANK SOUTH DAKOTA N A	DE	X								12/26/96	
CITYSCAPE FINANCIAL CORP	DE					X				04/23/96	AMEND
CITYSCAPE FINANCIAL CORP	DE					X				06/14/96	AMEND
COMMONWEALTH EDISON CO	IL				X					01/29/97	
CONSOLIDATED GRAPHICS INC /TX/	TX				X	X				01/29/97	
CONTIMORTGAGE HOME EQUITY LN TR 1996-1	DE				X	X				01/15/97	
CONTIMORTGAGE HOME EQUITY LOAN TRUST 199					X	X				01/15/97	
CONTISECURITIES ASSET FUNDING CORP	DE				X	X				01/28/97	
CORNERSTONE PROPERTIES INC	NV	X						X		01/23/97	
CORNERSTONE REALTY INCOME TRUST INC	VA	X						X		10/31/96	
CORNERSTONE REALTY INCOME TRUST INC	VA	X						X		10/31/96	
CYPRESS EQUIPMENT FUND LTD	FL	X								03/31/97	
DAISYTEK INTERNATIONAL CORPORATION /DE/	DE				X	X				01/28/97	
DAUPHIN DEPOSIT CORP	PA				X	X				01/21/97	
DAYTON HUDSON RECEIVABLES CORP	MN				X					01/30/97	
DCX INC	CO				X					01/15/97	
DIAMOND OFFSHORE DRILLING INC	DE				X	X				01/23/97	
DUPONT E I DE NEMOURS & CO	DE					X				01/29/97	
EASTGROUP PROPERTIES	MD				X	X				01/30/97	
ELECTRONICS COMMUNICATIONS CORP	DE	X						X		06/28/96	AMEND
ENOVA CORP	CA	X								01/27/97	