

# SEC NEWS DIGEST

Issue 97-30

February 13, 1997

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## COMMISSION ANNOUNCEMENTS

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### COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding open meetings on Wednesday mornings. Otherwise, meetings will be scheduled according to the requirements of agenda items under consideration.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, D.C. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

Any member of the public who requires auxiliary aids such as a sign-language interpreter or material on tape to attend a public meeting should contact Lawrence Cohen, Office of Administrative and Personnel Management, to make arrangements. Mr. Cohen can be reached at (202) 942-4066 or at a TTY number (202) 942-4075. Staff members at the Commission are encouraged to contact Mr. Cohen if they receive inquiries on availability of auxiliary aids.

### OPEN MEETING - TUESDAY, FEBRUARY 18, 1997 - 10:00 A.M.

The subject matter of the open meeting scheduled for Tuesday, February 18, 1997, at 10:00 a.m., will be:

- (1) whether to issue a release adopting amendments shortening the holding periods under Rule 144. FOR FURTHER INFORMATION, PLEASE CONTACT: Martin P. Dunn or Elizabeth M. Murphy, Office of Chief Counsel, Division of Corporation Finance, at (202) 942-2900.

- (2) whether to issue a release proposing amendments to the Regulation S safe harbor procedures and related changes for offshore sales of equity securities. FOR FURTHER INFORMATION, PLEASE CONTACT: Paul M. Dudek or Walter G. Van Dorn, Jr., Office of International Corporate Finance, Division of Corporation Finance, at (202) 942-2990.

Commissioner Hunt, as duty officer, determined that no earlier notice thereof was possible.

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 at (202) 942-7070.

#### SECOND EDGAR EXTENSION

The Commission has extended the due date for responses to the EDGAR RFP until February 28, 1997. Offers are due not later than 3:00 p.m. on that date.

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#### ENFORCEMENT PROCEEDINGS

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#### PUBLIC ADMINISTRATIVE AND CEASE AND DESIST PROCEEDINGS INSTITUTED AGAINST MARSH BLOCK & CO., INC., ALFRED BLOCK, KENNETH MARSH AND JEFFREY MILLER

On February 11, the Commission issued an Order Instituting Public Administrative and Cease and Desist Proceedings Pursuant to Sections 15(b), 19(h) and 21C of the Securities Exchange Act of 1934, And Notice of Hearing (Order) against Marsh Block & Co., Inc. (Marsh Block), a broker-dealer registered with the Commission, Alfred G. Block (Block), Marsh Block's CEO, Kenneth L. Marsh (Marsh), a co-founder of the firm, and Jeffrey M. Miller (Miller).

The Order alleges that Marsh Block willfully violated Sections 15(b)(7) and 17(a)(1) of the Securities Exchange Act of 1934 and Rules 15b7-1 and 17a-3(a). It also alleges that Block willfully aided and abetted, and was a cause of, those violations by allowing Miller and two other persons to be associated unlawfully with Marsh Block, and by creating and causing others to maintain false books and records. Marsh also willfully aided and abetted, and was a cause of, those violations by participating in decisions that permitted Miller and two other persons to be associated unlawfully with Marsh Block, and permitted Marsh Block to create and maintain false books and records. Finally, the Order alleges that Miller willfully aided and abetted, and was a cause of, those violations by unlawfully associating with Marsh Block.

A hearing will be scheduled to determine whether the allegations against the respondents, are true and, if so, what, if any, remedial action is appropriate, whether a cease-and-desist order should be

issued against respondents, and whether respondents should be ordered to pay disgorgement and civil penalties. The Commission thanks the National Association of Securities Dealers, Inc. for its assistance. (Rel. 34-38263)

HOWARD RUBIN CONSENTS TO ISSUANCE OF ORDER FINDING HE UNLAWFULLY ASSOCIATED WITH REGISTERED BROKER-DEALER AND ORDERING HIM TO CEASE AND DESIST

The Commission announced today that on February 11, it issued an Order Instituting Proceedings Pursuant to Sections 15(b), 19(h) and 21C of the Securities Exchange Act of 1934, Making Findings, And Order of the Commission (Order) against Howard F. Rubin (Rubin). In the Order, the Commission ordered Rubin to cease and desist from causing any violation and future violation of Sections 15(b)(7) and 17(a)(1) of the Securities Exchange Act of 1934 and Rules 15b7-1 and 17a-3(a), and to disgorge \$241,051 plus prejudgment interest thereon, but the Commission waived payment of disgorgement and prejudgment interest. In the Order, the Commission imposed a civil penalty of \$15,000.

The Commission found that Rubin, who previously had been permanently enjoined from violating the antifraud provisions of the securities laws, effected securities transactions at Marsh Block & Co., Inc. although he was statutorily disqualified, and caused Marsh Block to make and keep inaccurate books and records relating to his association. Rubin consented to issuance of the Order without admitting or denying the findings.

The Commission barred Rubin from associating with any broker, dealer, investment adviser, investment company or municipal securities dealer on February 9, 1995. For further information see release 34-35349. The Commission thanks the NASD for its assistance. (Rel. 34-38264)

JUDGMENT ENTERED AGAINST THOMAS FARRELL

On February 3, the Honorable Michael A. Telesca, United States District Judge, entered an Amended Final Judgment of Permanent Injunction and Other Relief against Defendant Thomas J. Farrell. The Amended Final Judgment, which was based upon the Court's November 6, 1996 Decision and Order granting the Commission's motion for summary judgment, orders Farrell to disgorge profits of \$32,187.50 along with prejudgment interest of \$10,421.36 from his insider trading in the stock of Rochester Community Savings Bank, and also orders Farrell to pay a penalty of \$32,187.50 under the Insider Trading and Securities Fraud Enforcement Act of 1988 (ITSFEA). The Amended Final Judgment also permanently restrains and enjoins Farrell from violating Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and permanently bars Farrell from serving as an officer or director of any publicly traded banking or financial institution. [SEC v. Thomas J. Farrell, USDC, WDNY, Civil Action No. 95-CV-6133T.] (LR-15254)

CIVIL INJUNCTIVE ACTION FILED AGAINST JOHN HALL, JOEL CINIERO AND MARK KECKEISEN

The Commission has filed a civil injunctive action against John T. Hall, Joel Ciniero and Mark Keckeisen. The complaint alleges that Hall and Ciniero violated 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, by participating in a fraudulent scheme at Qualis Care, L.P., a joint venture funded with assets from the bankrupt Towers Financial Corporation. Specifically, the complaint alleges that Hall and Ciniero engaged in a complex scheme to obtain Towers assets by assuming control of and looting Qualis, while transferring to Qualis securities at an inflated price and documenting phony investments. Whereas Qualis was funded with \$27 million in cash, and accounts receivable worth at least \$13 million, for a total of \$40 million (plus the value of TIRC), Qualis had total assets of approximately \$14,726,154 as of March 31, 1996, according to Qualis's recent bankruptcy filing, or less than half of Towers' original investment in Qualis. The Commission's complaint alleges that Hall's violations of Section 10(b) and Rule 10b-5 were aided and abetted by the third defendant, Mark Keckeisen.

The Commission is seeking a permanent injunction against Hall, Ciniero and Keckeisen, and, with respect to Hall and Ciniero, disgorgement of ill-gotten gains, plus pre-judgment interest, an officer-and-director bar, and civil penalties. Without admitting or denying the allegations in the Commission's complaint, Keckeisen has consented to the requested injunctive relief. [SEC v. John T. Hall, Joel Ciniero and Mark Keckeisen, 97 Civ. 0985, WK, SDNY] (LR-15255)

COURT ISSUES FINAL JUDGMENT AGAINST DEFENDANTS HARVEY TABB, DONALD GOLAN, AMERICAN TICKETING SYSTEMS, INC., BUSINESS INVESTMENT GROUP, INC. AND SOCIAL AMERITIX LIMITED PARTNERSHIP

On February 5, United States District Court Judge Claudia Wilken entered a Final Judgment against all of the defendants in the action SEC v. Tabb, et al.

The Final Judgment orders defendants Harvey P. Tabb, Donald R. Golan and American Ticketing Systems, Inc. to pay disgorgement in the amounts of \$296,543, \$281,498 and \$200,471, respectively, plus prejudgment interest, payment of which is waived by the Court based upon defendants' sworn representations of their inability to pay. Based upon such representations, the Court did not order defendants to pay civil penalties.

This action involved the alleged fraudulent offer and sale of a series of unregistered partnership interests by the defendants. On October 4, 1995, the Court permanently enjoined the defendants from future violations of the antifraud and registration provisions of the federal securities laws. [SEC v. Harvey P. Tabb, et al., Civil Action No. C-95-03459-CW, ND Cal.] (LR-15256)

## CRIMINAL INDICTMENT AND GUILTY PLEAS ANNOUNCED IN SOFT DOLLAR CASE

The United States Attorney for the Southern District of New York announced that on February 12 a grand jury indicted William F. Branston on two counts of wire fraud, one count of conspiracy, nine counts of investment adviser fraud (including fraudulent soft dollar practices and false performance advertising), three counts of false statements in Forms ADV filed with the Commission, and one count of perjury in testimony in a Commission investigation. Branston is president of Tandem Management Inc., a registered investment adviser located in New York City.

The United States Attorney also announced that Eugene Deveney and Peter Alsop, who were both formerly associated with Tandem, each pleaded guilty in January 1997 to one count of conspiring with Branston and with each other.

On October 2, 1995, the Commission filed a complaint in the United States District Court for the Southern District of New York against Branston, Deveney, Alsop and Tandem. The Commission's complaint was based upon the same underlying conduct as that charged in the criminal prosecutions. See Litigation Release No. 14670.

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## INVESTMENT COMPANY ACT RELEASES

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### LIBERTY TERM TRUST, INC.----1999

An order has been issued on an application filed by Liberty Term Trust, Inc.----1999 (Trust) under Section 12(d)(1)(J) of the Investment Company Act. The order exempts the Trust, a closed-end management investment company, from the 1.5% sales load limitation of Section 12(d)(1)(F)(ii). (Rel. IC-22503 - February 11)

### SPECIAL PORTFOLIOS, INC.

An order has been issued under Section 8(f) of the Investment Company Act declaring that Special Portfolios, Inc. has ceased to be an investment company. (Rel. IC-22504 - February 11)

### AMERICAN ODYSSEY FUNDS, INC., ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting American Odyssey Funds, Inc. (AOF), American Odyssey Funds Management, Inc. and certain life insurance companies and their separate accounts investing now or in the future in AOF from the provisions of Sections 9(a), 13(a), 15(a) and 15(b) of the Act and Rules 6e-2(b)(15) and 6e-3(T)(b)(15) thereunder. The order provides exemptions to the extent necessary to permit shares of AOF to be sold to and held by separate accounts funding variable annuity and variable life insurance contracts issued by both affiliated and unaffiliated life insurance companies and qualified pension and retirement plans outside the separate account context. (Rel. IC-

22505 - February 12)

CITYFED FINANCIAL CORP.

An order has been issued on an application filed by Cityfed Financial Corp. (Cityfed) for an order under Sections 6(c) and 6(e) of the Investment Company Act exempting applicant from all provisions of the Act, except Sections 9, 17(a) (modified as discussed in the application), 17(d) (modified as discussed in the application), 17(e), 17(f), and 36 through 45, and 47 through 51 of the Act, and the rules thereunder, until the earlier of February 12, 1999 or such time as Cityfed would no longer be required to register as an investment company under the Act. The order extends an exemption granted until February 21, 1997. (Rel. IC-22506 - February 12)

WEBS INDEX FUND, INC., ET AL.

A notice has been issued giving interested persons until March 10 to request a hearing on an application filed by WEBS Index Fund, Inc. (Fund) and Barclays Global Fund Advisors for an order under Section 17(d) of the Investment Company Act and Rule 17d-1 thereunder. The order would permit the series of the Fund to pool some or all of their uninvested cash balances and the cash collateral they receive in connection with securities lending activities in one or more joint accounts that invest in certain short-term, high quality debt securities. (Rel. IC-22507 - February 12)

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**HOLDING COMPANY ACT RELEASES**

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UNITIL CORPORATION

An order has been issued authorizing Unitil Corporation, a registered holding company, to issue and sell up to an additional 100,000 shares of its common stock, no par value, under its Dividend Reinvestment and Stock Purchase Plan. (Rel. 35-26663)

ENTERGY CORPORATION

A supplemental order has been issued correcting an order issued by the Commission on January 31, 1997, (HCAR No. 26659), authorizing Entergy Corporation, a registered holding company, to issue and sell shares of Entergy common stock to employees under an employee stock option plan, through March 31, 2000. (Rel. 35-26664)

NORTHEAST UTILITIES, ET AL.

A supplemental order has been issued authorizing Northeast Utilities (NU), a registered holding company, and its subsidiary companies, Holyoke Water Power Company (Holyoke), Western Massachusetts Electric Company (WMECO), Public Service Company of New Hampshire

(PSNH), North Atlantic Energy Corporation (NAEC) and The Connecticut Light & Power Company (CL&P) (collectively, Applicants) to engage in financing and related transactions. Specifically, Applicants propose to: (1) make short-term borrowings through December 31, 2000, evidenced (a) in the case of NU, CL&P, WMECO, and PSNH, by notes and (b) in the case of CL&P, WMECO and NU, by commercial paper; (2) continue to use, through December 31, 2000, the Northeast Utilities System Money Pool (Money Pool); and (3) allow NU, under the terms of the Money Pool, to borrow funds to, in turn, lend those funds through the Money Pool to its subsidiaries. Borrowings shall not exceed the following amounts: NU--\$150 million, CL&P--\$313.75 million; WMECO--\$150 million; PSNH--\$225 million; Holyoke--\$5 million; and NAEC--\$50 million. (Rel. 35-26665)

#### NATIONAL FUEL GAS COMPANY, ET AL.

An order has been issued authorizing National Fuel Gas Company (NFG), a registered holding company, through its wholly-owned nonutility subsidiary, National Fuel Resources, Inc. (NFR), which markets and brokers natural gas, to engage in wholesale and retail marketing and brokering of electric power and other fuels, such as propane, fuel oil and other hydrocarbons, wood chips, wastes and other combustible substances (collectively, Energy Commodities). NFR will fund the activities from its current capitalization of \$3.5 million. The order also authorizes NFG to guarantee, through December 31, 1998, the Energy Commodity transactions of NFR in an amount that, when aggregated with other guarantees for NFR's gas related transactions, does not exceed \$50 million. To manage risks, NFR may enter into futures, forwards, swaps and options contracts related to Energy Commodities. (Rel. 35-26666)

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#### SELF-REGULATORY ORGANIZATIONS

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#### ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change submitted by the American Stock Exchange (SR-Amex-97-08) to extend the Exchange's pilot program concerning the execution of odd-lot orders until May 12, 1997. (Rel. 34-38266)

#### PROPOSED RULE CHANGES

The New York Stock Exchange has filed a proposed rule change (SR-NYSE-96-33) to, under certain circumstances, price odd-lot transactions according to the next, rather than the previous, round lot execution to occur on the Exchange. Publication of the proposal is expected in the Federal Register during the week of February 17. (Rel. 34-38267)

The Pacific Stock Exchange filed a proposed rule (SR-PSE-97-02) to adopt a policy establishing a pilot program relating to floor broker hand-held computers that are owned and operated by member and member

firms on the options floor. Publication of the notice is expected in the Federal Register during the week of February 17. (Rel. 34-38270)

The Pacific Stock Exchange filed a proposed rule change (SR-PSE-96-45) relating to expansion of the options book pilot program. Publication of the notice is expected in the Federal Register during the week of February 17. (Rel. 34-38273)

#### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change (SR-Phlx-96-41) filed by Philadelphia Stock Exchange relating to the designation of options as Tier I securities. Publication of the proposal is expected in the Federal Register during the week of February 17. (Rel. 34-38269)

#### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The Depository Trust Company filed a proposed rule change (SR-DTC-96-23), which became effective upon filing, revising the fees charged to users who are not DTC participants for automated reports that list the positions of DTC participants in an issue. Publication of the proposal is expected in the Federal Register during the week of February 17. (Rel. 34-38271)

The Chicago Board Options Exchange filed a proposed (SR-CBOE-97-04) to adopt certain foreign examination modules for the United Kingdom, Canada and Japan. (Rel. 34-38274)

The Depository Trust Company filed a proposed rule change (SR-DTC-96-25) under Section 19(b)(3)(A) of the Securities Exchange Act. The proposed rule change, which became effective upon filing, amends DTC's by-laws to coincide with DTC's new internal management structure. Publication of the proposal is expected in the Federal Register during the week of February 17. (Rel. 3-38278)

#### WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until March 6 to comment on the application of Chyron Corporation to withdraw from listing and registration on the Chicago Stock Exchange, Common Stock, \$.01 Par Value. (Rel. 34-38275)

#### DELISTINGS GRANTED

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration Synergistic Holdings Corp., Common Stock, \$.01 Par Value and its Warrants to Purchase Common Stock. (Rel. 34-38276)

An order has been issued granting the application of the Boston Stock Exchange to strike from listing and registration Interstate National Dealer Services, Inc. Common Stock, \$.01 Par Value and its



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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.

- SB-2 LOOKAWAY PARTNERS, 4219 UPPER MOUNTAIN RD PO BOX 82, BUCKINGHAM, PA 18912 (215) 345-4501 - \$4,022,005 LIMITED PARTNERSHIP CERTIFICATE \$1,112,500 WARRANTS, OPTIONS OR RIGHTS (FILE 333-6354 - JAN 30) (BR 9 - NEW ISSUE)
- S-B REPUBLIC OF COLOMBIA, 10 EAST 46TH ST, C/O CONSUL REPUBLIC OF COLOMBIA, NEW YORK, NY 10017 - 1,000,000,000 (\$1,000,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT (FILE 333-6356 - JAN 30) (BR 99)
- F-1 ESPRIT TELECOM GROUP PLC, MINERVA HOUSE VALPY STREET, READING UNITED KINGDOM RG1 1AR, X0 00000 - 43,470,000 (\$93,025,800) FOREIGN COMMON STOCK (FILE 333-6374 - JAN 31) (BR 3 - NEW ISSUE)
- F-6 ESPRIT TELECOM GROUP PLC /ADR/, 48 WALL ST, NEW YORK, NY 10286 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-6376 - JAN 31) (BR 99 - NEW ISSUE)
- F-6 NEFTECHIMBANK /ADR/, 48 WALL ST, NEW YORK, NY 10286 - 20,000,000 (\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-6382 - FEB 03) (BR 99 - NEW ISSUE)
- F-1 FREEPAGES GROUP PLC, INFORMATION HOUSE PARKWAY COURT, OXFORD ENGLAND, X0 00000 - 115,000,000 (\$80,500,000) FOREIGN COMMON STOCK (FILE 333-6384 - FEB 04) (BR 5 - NEW ISSUE)
- F-6 HANSON PLC /ADR/, 111 WALL ST, C/O MORGAN GUARANTY TRUST CO OF NY, NEW YORK, NY 10043 - 200,000,000 (\$6,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-6386 - FEB 03) (BR 99)
- SB-1 VIVA GOLF MANUFACTURING INC, NATIONSBANK BUILDING STE 1, 3900 NO FEDERAL HIGHWAY, BOCA RATON, FL 33431 (561) 361-9236 - 1,960,000 (\$8,996,000) COMMON STOCK (FILE 333-6388 - FEB 04) (BR 7 - NEW ISSUE)
- S-8 SGS THOMSON MICROELECTRONICS NV, TECHNOPARC DU PAYS DE GEX BP 112, 165 RUE EDOUARD BRANLY, FRANCE, 01630 ST GENIS POUIL, 10 (335) 040-2640 - 1,000,000 (\$68,190,000) COMMON STOCK (FILE 333-6390 - FEB 04) (BR 6)
- F-3 NATIONAL AUSTRALIA BANK LTD, 825 8TH AVE, NEW YORK, NY 10019 (613) 605-3500 - 862,500,000 (\$862,500,000) FOREIGN COMMON STOCK (FILE 333-6394 - FEB 04) (BR. 7)
- S-8 GYRODYNE COMPANY OF AMERICA INC, 17 FLOWERFIELD ST SUITE 15, ST JAMES, NY 11780 (516) 584-5400 - 125,000 (\$1,513,801 29) COMMON STOCK (FILE 333-6400 - FEB 05) (BR 8)
- S-1 INTERCELL CORP, 4455 E CAMELBACK RD, STE E-160, PHOENIX, AZ 85028 (602) 852-1524 - 1,804,064 (\$7,216,256) COMMON STOCK 2,709,645 (\$10,838,580) PREFERRED STOCK 1,837,450 (\$7,349,800) COMMON STOCK (FILE 333-21239 - FEB 06) (BR 3)
- S-4 UNITED SECURITY BANCSHARES INC, P O BOX 249, 131 WEST FRONT STREET, THOMASVILLE, AL 36784 (205) 636-5424 - 1,400,000 (\$18,094,000)

COMMON STOCK (FILE 333-21241 - FEB 06) (BR 7)

- S-1 IMAGING DIAGNOSTIC SYSTEMS INC /FL/, 10281 NW 46TH ST, SUNRISE, FL 33351  
(305) 746-0500 - 2,000,000 (\$5,500,000) COMMON STOCK (FILE 333-21243 -  
FEB 06) (BR 1)
- S-8 BOGEN COMMUNICATIONS INTERNATIONAL INC, 50 SPRING ST,  
C/O MITCHELL & CO INC, RAMSEY, NJ 07446 (201) 934-8500 - 1,253,335  
(\$5,021,236 01) COMMON STOCK (FILE 333-21245 - FEB 06) (BR 3)
- S-8 SANCHEZ COMPUTER ASSOCIATES INC, 40 VALLEY STREAM PARKWAY, MALVERN, PA  
19355 (610) 296-8877 - 2,055,533 (\$17,472,031) COMMON STOCK. (FILE  
333-21247 - FEB 06) (BR 3)
- S-6 TAX EXEMPT SECURITIES TRUST NEW JERSEY TRUST 130, 75 EAST 55TH ST,  
NEW YORK, NY 10022 (212) 856-6858 - INDEFINITE SHARES. (FILE 333-21249 -  
FEB 06) (BR 16 - NEW ISSUE)
- S-6 TAX EXEMPT SECURITIES TRUST NEW JERSEY TRUST 131, C/O BATTLE FOWLER LLP,  
75 EAST 55TH STREET, NEW YORK, NY 10022 (212) 856-7000 - INDEFINITE SHARES  
(FILE 333-21251 - FEB 06) (NEW ISSUE)
- S-8 SMITHWAY MOTOR EXPRESS CORP, RURAL ROUTE 5, BOX 404, FORT DODGE, IA 50501  
(515) 576-7418 - 1,000,000 (\$9,062,500) COMMON STOCK. (FILE 333-21253 -  
FEB 06) (BR 5)
- S-8 STANDARD PRODUCTS CO, 2401 S GULLEY ROAD, DEARBORN, MI 48124  
(216) 281-8300 - 350,000 (\$7,983,500) COMMON STOCK (FILE 333-21255 -  
FEB 06) (BR 5)
- S-8 BIOCIRCUITS CORP, 1324 CHESAPEAKE TERRACE, SUNNYVALE, CA 94089  
(408) 745-1961 - 175,000 (\$426,650) COMMON STOCK (FILE 333-21257 -  
FEB 06) (BR 1)
- S-8 CU BANCORP, 16030 VENTURA BLVD, ENCINO, CA 91436 (818) 907-9122 -  
194,915 (\$2,436,437) COMMON STOCK (FILE 333-21259 - FEB. 06) (BR. 7)
- S-3 SYLVAN LEARNING SYSTEMS INC, 1000 LANCASTER ST, BALTIMORE, MD 21202  
(410) 843-8000 - \$11,764,010 COMMON STOCK. (FILE 333-21261 - FEB. 06)  
(BR 7)
- S-3 NORWEST ASSET SECURITIES CORP, 7485 NEW HORIZON WAY, FREDERICK, MD 21703  
(301) 846-8881 - 1,000,000 (\$1,000,000)  
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE (FILE 333-21263 - FEB. 06)  
(BR 8)
- S-3 ADVANTA MORTGAGE CONDUIT SERVICES INC, 16875 W BERNARDO DR, SAN DIEGO,  
CA 92127 - 1,000,000 (\$1,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE  
(FILE 333-21265 - FEB 06) (BR 8)
- S-3 TRIATHLON BROADCASTING CO, SYMPHONY TOWERS, 750 B ST STE 1920,  
SAN DIEGO, CA 92101 (619) 239-4242 - 389,808 (\$3,142,632) COMMON STOCK  
(FILE 333-21267 - FEB 06) (BR 9)
- S-8 WHITE PINE SOFTWARE INC, 542 AMHERST ST, SUITE 201, NASHUA, NH 03060 -  
1,505,223 (\$4,946,741) COMMON STOCK (FILE 333-21269 - FEB 06) (BR 9)
- S-8 CU BANCORP, 16030 VENTURA BLVD, ENCINO, CA 91436 (818) 907-9122 -  
400,000 (\$5,000,000) COMMON STOCK (FILE 333-21271 - FEB. 06) (BR. 7)
- S-3 SHURGARD STORAGE CENTERS INC, 1201 THIRD AVE, STE 2200, SEATTLE, WA  
98101 (206) 624-8100 (FILE 333-21273 - FEB 06) (BR. 8)
- S-3 PARKER & PARSLEY PETROLEUM CO, 303 W WALL STE 101, MIDLAND, TX 79701  
(915) 683-4768 (FILE 333-21275 - FEB 06) (BR 4)
- S-8 SNAP ON INC, 2801 80TH ST, P O BOX 1410, KENOSHA, WI 53141  
(414) 656-5200 - 99,000 (\$3,719,430) COMMON STOCK. (FILE 333-21277 -  
FEB 06) (BR 5)
- S-8 STEEL TECHNOLOGIES INC, 15415 SHELBYVILLE RD, LOUISVILLE, KY 40245  
(502) 245-2110 - 400,000 (\$4,400,000) COMMON STOCK (FILE 333-21279 -

