

sec news digest

Issue 94-164

August 29, 1994

COMMISSION ANNOUNCEMENTS

CHANGE IN THE MEETINGS: Additional Items

The following item will be considered at an open meeting scheduled for Wednesday, August 31, 1994, at 10:00 a.m.

The Commission will consider whether to propose amendments regarding limited partnership roll-up transactions that would implement the provisions of the Limited Partnership Rollup Reform Act of 1993 (Act). The proposed amendments would revise the current definition of "roll-up transaction" in Regulation S-K to conform more closely to the definition of that term in the Act, and would add to the Commission's rules certain disclosure and other requirements with respect to roll-up transactions. For further information, please contact Robert B. Toomey at (202) 942-2910.

The following item was considered at a closed meeting held on Thursday, August 25, 1994, at 10:00 a.m.: Personal matter.

Commissioner Roberts, as duty officer, determined that Commission business required the above change and 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 (202) 942-7070.

ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS AGAINST ROBERT SANFORD

The Commission today announced the institution of administrative proceedings as to Robert C. Sanford (R. Sanford). These proceedings are related to the activities of Transmark USA, Inc. (Transmark) and its primary subsidiary, Guarantee Security Life Insurance Company (GSL), which were the subject of the Commission's civil injunctive action (SEC v. Transmark USA, Inc. et al., No. 94-569-CIV-J-16, M.D. Fla., June 13, 1994, LR-14124).

In the Order, the Commission found that R. Sanford violated Rule 13b2-1 under the Securities Exchange Act of 1934 and caused Transmark's violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.

R. Sanford, without admitting or denying the findings set forth therein, consented to the issuance of the Order. (Rel. 34-34542; AAE Rel. 583)

SELF-REGULATORY ORGANIZATIONS

WITHDRAWAL GRANTED

An order has been issued granting the application of MEDIQ/PRN Life Support Services, Inc. to withdraw from listing and registration 11 1/8% Senior Secured Notes, due 1999, on the American Stock Exchange. (Rel. 34-34605)

PROPOSED RULE CHANGES

The National Securities Clearing Corporation filed a proposed rule change (SR-NSCC-94-15) to modify NSCC's rules and procedures to replace NSCC's current CNS and Non-CNS Compared Trade Summaries with a new Consolidated Trade Summary. Publication of the proposed rule change is expected in the Federal Register during the week of August 29. (Rel. 34-34595)

The American Stock Exchange filed a proposed rule change (SR-Amex-94-27) and Amendment No. 1 to the proposed rule change relating to the listing and trading of Indexed Term Notes. Publication of the proposed rule change is expected in the Federal Register during the week of August 29. (Rel. 34-34597)

The Municipal Securities Rulemaking Board filed a proposed rule change (SR-MSRB-94-12) to amend MSRB Rule A-13 to preclude brokers, dealers and municipal dealers from passing through Rule A-13 fees to issuers. (Rel. 34-34601)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The Municipal Securities Rulemaking Board has filed two proposed rule changes that have become effective pursuant to Section 19(b)(3)(A) of the Securities Exchange Act.

Proposed rule SR-MSRB-94-11 would establish prices for backlog document collections for years 1991 and 1993 relating to its Official Statement/Advance Refunding Document (OS/ARD) subsystem of the Municipal Securities Information Library system, previously unavailable through the OS/ARD subsystem. (Rel. 34-34602)

Proposed rule SR-MSRB-94-15 would provide interpretative guidance concerning MSRB Rule G-37 on political contributions and prohibitions on municipal securities business. Publication of the notice in the Federal Register is expected during the week of August 29. (Rel. 34-34603)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change (SR-NYSE-93-37) filed by the New York Stock Exchange to amend its rules relating to receipt of proxy and other issuer materials and voting of proxies in certain circumstances where a registered investment adviser has been designated by the beneficial owner to receive the materials and vote the proxies. (Rel. 34-34596)

The Commission approved a proposed rule change (SR-DTC-94-05) filed by The Depository Trust Company to establish a service for the routing of securities certificates and related documentation directed to DTC. (Rel. 34-34600)

The Commission approved a proposed rule change filed by the Chicago Stock Exchange (SR-CHX-94-17) to allow the admission of entities with new organizational structures as members. (Rel. 34-34604)

EXTENSION OF COMMENT PERIOD OF PROPOSED RULE CHANGE

The Commission extended the comment period until September 30, 1994 for The Depository Trust Company's proposed rule change (SR-DTC-94-10) which would establish a fee schedule for inter-depository deliveries. Publication of the extension notice is expected in the Federal Register during the week of August 29. (Rel. 34-34594)

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 ICM PHARMACEUTICALS INC /DE/, 3300 HYLAND AVE, COSTA MESA, CA 92626
(714) 545-0113 - 172,500,000 (\$172,500,000)
CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-55167 - AUG. 22) (BR. 2)
- S-4 FIRST TENNESSEE NATIONAL CORP, 165 MADISON AVE, MEMPHIS, TN 38103
(901) 523-4027 - 244,000 (\$1,178,908) COMMON STOCK. (FILE 33-55175 -
AUG. 22) (BR. 1)
- S-4 OAKWOOD HOMES CORP, 2225 S HOLDEN RD, P O BOX 7386, GREENSBORO, NC 27617
(919) 855-2400 - 699,992 (\$17,499,800) COMMON STOCK. (FILE 33-55177 -
AUG. 22) (BR. 10)
- S-3 KOGER EQUITY INC, 3986 BLVD CTR DR STE 101, JACKSONVILLE, FL 32207
(904) 398-3403 - 100,000,000 (\$100,000,000) PREFERRED STOCK. (FILE
33-55179 - AUG. 22) (BR. 5)
- S-3 BRINKER INTERNATIONAL INC, 6820 LBJ FREEWAY #200, DALLAS, TX 75240
(214) 980-9917 - 505,930 (\$11,952,596) COMMON STOCK. (FILE 33-55181 -
AUG. 22) (BR. 12)
- S-2 PLM INTERNATIONAL INC, STEUART ST TOWER STE 900, ONE MARKET PLZ,
SAN FRANCISCO, CA 94105 (415) 974-1399 - 410,000 (\$1,254,600) COMMON STOCK.
(FILE 33-55183 - AUG. 22) (BR. 5)
- S-1 FERRELLGAS PARTNERS L P, ONE LIBERTY PLAZA, LIBERTY, MO 64068
(816) 792-1600 - 2,400,000 (\$50,700,000) COMMON STOCK. (FILE 33-55185 -
AUG. 22) (BR. 2)
- SB-2 GMI 94 LLC, 1217 SOUTH GRANDVIEW BLVD, WAUKESHA, WI 53188 (414) 521-2500
- 2,000,000 (\$2,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER:
LISS JE & CO INC. (FILE 33-82722-C - AUG. 11) (BR. 5 - NEW ISSUE)
- S-11 STORAGE TRUST REALTY, 2407 RANGELINE ST, COLUMBIA, MO 65202
(314) 449-0091 - 6,095,000 (\$127,995,000)
COMMON SHARES OF BENEFICIAL INTEREST. (FILE 33-83016 - AUG. 19) (BR. 6
- NEW ISSUE)
- S-8 BRYN MAWR BANK CORP, 801 LANCASTER AVE, BRYN MAWR, PA 19010
(610) 525-1700 - 54,430 (\$1,761,540) COMMON STOCK. (FILE 33-83024 -
AUG. 19) (BR. 1)
- S-8 FIDELITY NATIONAL FINANCIAL INC /DE/, 2100 S E MAIN ST STE 400, IRVINE,
CA 92714 (714) 852-9770 - 1,250,000 (\$14,609,375) COMMON STOCK. (FILE
33-83026 - AUG. 19) (BR. 9)