

SEC NEWS DIGEST

Issue 96-183

September 25, 1996

COMMISSION ANNOUNCEMENTS

MICHAEL MANN TO LEAVE SEC TO ESTABLISH FIRM'S INTERNATIONAL PRACTICE

The Commission today announced that Michael D. Mann, Director of its Office of International Affairs, is joining the law firm of Richards, Spears, Kibbe and Orbe as a partner effective November 1. Mr. Mann will open the New York City law firm's Washington office and establish its international securities practice. (Press Rel. 96-114)

COMMISSION MEETINGS

CLOSED MEETING - MONDAY, SEPTEMBER 30, 1996 - 10:00 A.M.

The subject matter of the closed meeting scheduled for Monday, September 30, 1996, at 10:00 a.m., will be: Institution and settlement of injunctive actions; Institution and settlement of administrative proceedings of an enforcement nature; and Formal orders of investigation.

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

JAMES WARREN SUSPENDED FROM SUPERVISING FOR NINE MONTHS

The Commission today issued an administrative order finding that James Warren (Warren), a former branch manager in PaineWebber Incorporated's (PaineWebber) Omaha, Nebraska office, failed reasonably to supervise an Omaha broker who engaged in fraudulent sales practices. Warren, who is now a broker at PaineWebber, consented to the Order without admitting or denying the Commission's findings. The Commission found that from June 25, 1991 through July 15, 1991, Warren failed to detect and prevent the broker's

unsuitable sales of direct investments. The Order suspends Warren from supervising for nine months and imposes a \$10,000 civil penalty. (Rel. 34-37715)

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST AND SIMULTANEOUSLY SETTLED WITH ROBERT MCCLERNON

The Commission simultaneously instituted and settled an administrative proceeding against Robert McClernon (McClernon), a certified public accountant. In an action filed in federal district court, the Commission alleged that between February 1991 and May 1992, McClernon violated the antifraud and books and records provisions of the federal securities laws. The complaint alleged that McClernon recorded fictitious gains from fraudulent real estate sales and fraudulent management fee income in the books and records of The Keith Group of Companies, Inc., a public company, and that he knew or was reckless in not knowing that the real estate sales were not recorded in conformity with generally accepted accounting principles. SEC v. Keith Group of Companies, Inc. Civil Action No. 95-6702-CIV-GONZALEZ (S.D. Fla. 1995). McClernon consented to the entry of a final judgment of permanent injunction against him. The Rule 102(e) proceedings were instituted against McClernon based on that permanent injunction. The Order instituting administrative proceedings permanently denies McClernon the privilege of appearing and practicing before the Commission with the right to reapply after five years. (Rel. 34-37716; AAE Rel. 820)

COMMISSION ISSUES CEASE-AND-DESIST ORDER AGAINST WILSHIRE TECHNOLOGIES, INC.

The Commission entered an Order pursuant to Section 21C of the Securities Exchange Act (Exchange Act), ordering Wilshire Technologies, Inc. (Wilshire) of Carlsbad, California to cease and desist from committing or causing violations of certain antifraud, reporting, record-keeping and internal control provisions of the Exchange Act. Wilshire consented to the Order without admitting or denying the Commission's findings.

The Order finds that Wilshire fraudulently overstated its quarterly revenues, reported in Forms 10-QSB filed with the Commission and/or in press releases, during fiscal 1993 in amounts ranging from \$216,000, or 9%, to \$1.6 million, or 81%, and its fiscal 1993 revenues by \$2.66 million, or 32%. As a result of this overstatement of revenue and certain other improper accounting transactions, Wilshire also materially overstated its reported fiscal 1993 quarterly pre-tax income in amounts ranging from \$131,760 to over \$6 million and its fiscal 1993 pre-tax income by over \$6.6 million. Wilshire overstated revenue principally by improperly reporting revenue from conditional sales of two new products. (Rel. 34-37719)

ADMINISTRATIVE PROCEEDING INSTITUTED AGAINST MOORS & CABOT, INC.

The Commission announced that public administrative proceedings have

been instituted against Moors & Cabot, Inc. (Moors & Cabot), a registered broker-dealer. The Commission simultaneously accepted Moors & Cabot's Offer of Settlement. The Commission's Order, which institutes public administrative proceedings pursuant to Sections 15(b), 19(h) and 21C of the Securities Exchange Act of 1934 (Exchange Act) requires Moors & Cabot to cease and desist from committing or causing any violations or any future violations of the books and records provision of Section 17(a) of the Exchange Act and Rule 17a-4 thereunder. The Order also requires Moors & Cabot to comply with certain undertakings and pay a civil money penalty of \$50,000. Moors & Cabot consented to the Order without admitting or denying the findings contained therein.

The Order was based on findings that from April 1991 through the present, Moors & Cabot failed to keep, for a period of at least three years, documentation evidencing certain wire transfers executed in Moors & Cabot's customer accounts. This documentation was part of the firm's correspondence files and constituted inter-office communications within the meaning of Rule 17a-4. By failing to keep these documents, Moors & Cabot violated Section 17(a) and Rule 17a-4 thereunder. (Rel. 34-37720)

CIVIL ACTION AGAINST JURY HANSEN, FERGUS SLOAN, NILDA ZIM, ROBERT ROWE, PACIFIC INLAND BANK, ET AL.

The Commission announced that on September 11 Judge Richard Owen of the United States District Court for the Southern District of New York entered a Final Judgment by Default against Nilda Zim (Zim). Pursuant to the Final Judgment, Zim is permanently enjoined from further violations of Section 17(a) of the Securities Act of 1933, Sections 7(f) and 10(b) of the Securities Exchange Act of 1934, Rule 10b-5 thereunder and Regulation X promulgated by the Board of Governors of the Federal Reserve System. The Final Judgment also orders Zim to disgorge \$1,256,614.21, including prejudgment interest, and to pay a \$785,636 civil penalty pursuant to the Securities Enforcement Remedies and Penny Stock Reform Act of 1990. In addition, Zim is permanently enjoined from offering for sale any security, opening or trading in any brokerage accounts or engaging in the purchase or sale of any security. This restraint is absolute, and is effective regardless of whether such solicitation, purchases or sales are made in furtherance of a scheme or artifice to defraud.

The Commission's complaint alleged that beginning in approximately December 1989, Zim and the other individual defendants launched a free-riding scheme. When Zim opened cash accounts at brokerage firms, she misrepresented her identity and net worth to give the brokers the false impression that she had substantial assets. During the course of the scheme Zim and the other individual defendants opened over 645 brokerage accounts, at more than 62 brokerage firms using approximately 40 different assumed names.

When Zim ordered trades, she misrepresented her intent and ability legitimately to pay for the securities purchases with her own funds. Instead, to settle her transactions, Zim instructed her clearing

agents to rely upon the proceeds from offsetting same-day sales to pay for the purchases. Zim and the other individual defendants traded in this fashion over a period of at least 4 years; and as a result over \$260 million worth of securities in cash accounts with little or no capital were purchased and sold and the risk of loss was shifted onto unwitting brokerage firms. As a result of the scheme Zim realized \$785,637.12 in profits, a portion of which she is jointly and severally liable for with two other individual defendants. [SEC v. Nilda Zim, et al., 95 Civ. 9143, RO, SDNY] (LR-15065)

ROBERT MCCLERNON, C.P.A., DENIED THE PRIVILEGE OF PRACTICING BEFORE THE COMMISSION

The Commission has entered an Order Instituting Proceedings and Opinion and Order Pursuant to Rule 102(e) of the Commission's Rules of Practice (Order) against Robert McClernon (McClernon). The Commission simultaneously accepted McClernon's Offer of Settlement, in which he agreed to the entry of the Order, without admitting or denying the findings contained therein, except as to the Commission's jurisdiction and the following findings which he admitted that McClernon, age 34, is a certified public accountant who has been licensed by the State of Florida Board of Accountancy since February 1988; that McClernon has practiced before the Commission within the meaning of Rule 102(f) of the Commission's Rules of Practice in that as controller from August 1989 to July 1992 for the Keith Group of Companies, Inc. (Keith Group), he prepared financial statements that were contained in Forms 10-Q and 10-K filed by Keith Group with the Commission; and that on August 29, 1996, a final judgment of permanent injunction and other relief was entered, by consent, against McClernon, permanently enjoining him from violations of Section 10(b) and 13(b)(5) of the Exchange Act, and Rules 10b-5 and 13b2-1, thereunder. SEC v. Keith Group of Companies, Inc. et al. Civil Action No. 95-6702-CIV-GONZALEZ (S.D. Fla. 1995). The Order denies McClernon the privilege of appearing or practicing before the Commission as an accountant. However, pursuant to the Order, five years from the date of its entry, McClernon may apply to the Commission by submitting an application to the Office of the Chief Accountant which requests that he be permitted to resume appearing or practicing before the Commission. [SEC v. Robert McClernon, et al., USDC, SD Fla., Civil Action No. 95-6702-CIV-GONZALEZ] (LR-15066; AAE Rel. 822)

COMMISSION FILES INJUNCTIVE ACTION AGAINST HEALTHCARE SERVICES GROUP, INC., AND PRESENT AND FORMER OFFICERS

The Commission announced today that on September 24 it filed a lawsuit in federal district court in Philadelphia, Pennsylvania, alleging violations of the antifraud, reporting, and books and records provisions of the federal securities laws by Healthcare Services Group, Inc. (HSG), HSG chief executive officer and chairman of the board, Daniel P. McCartney, HSG president and former chief financial officer Thomas A. Cook, and former vice-president Melvyn B. Mason. HSG, headquartered in Huntingdon Valley, Pennsylvania,

supplies housekeeping, laundry and linen services to healthcare facilities. HSG's common stock is quoted on the National Association of Securities Dealers' Automated Quotation System.

In its complaint, the Commission alleged that HSG, McCartney and Cook violated the antifraud provisions of the federal securities laws by failing to disclose, in connection with a July 1990 \$22 million public offering, that a substantial number of HSG's customers presented a material risk of cancelling their contracts with HSG. The complaint further alleges that HSG's financial statements during calendar years 1990 and 1991, as incorporated in its Commission reports, were materially false and misleading due to a variety of accounting failures. The complaint also alleges that HSG and Mason violated the antifraud provisions by failing to disclose that, between 1988 and 1991, HSG made over \$400,000 in payments to certain third parties for no valid business purpose.

Simultaneously with the filing of the complaint, the Commission filed with the Court proposed Orders, consented to by all defendants, without admitting or denying the allegations in the Commission's complaint, pursuant to which, upon entry by the Court all defendants will be permanently enjoined from future violations of the antifraud and other provisions of the securities laws, HSG will be required to pay a civil penalty of \$650,000, McCartney a penalty of \$100,000, and Cook and Mason penalties of \$50,000 each, and Mason will be prohibited from serving as an officer or director of any public company for a period of 7 years. The Court has scheduled a hearing on the matter of this proposed settlement for October 15, 1996. [SEC v. Healthcare Services Group, Inc., Daniel P. McCartney, Thomas A. Cook and Melvyn B. Mason, Civil Action No. 96cv-6464, E.D. Pa.] (LR-15068; AAE Rel. 823)

DEFENDANTS BERNARD BRADSTREET, THOMAS CAMPBELL AND DEBRA MURRAY AGREE TO SETTLE INJUNCTIVE ACTION

On September 25, defendants Bernard F. Bradstreet (Bradstreet), Thomas E. Campbell (Campbell) and Debra J. Murray (Murray), former managers of Kurzweil Applied Intelligence, Inc. (Kurzweil), consented, without admitting or denying the allegations of the Commission's complaint, to the entry of a final judgment enjoining each of them from violations of Section 17(a) of the Securities Act and Sections 10(b) and 13(b)(5) of the Exchange Act and Rules 10b-5, 13b2-1 and 13b2-2, barring each of them from serving as an officer or director of any public company, waiving disgorgement by Bradstreet and Campbell, and not assessing penalties against Bradstreet, Campbell and Murray, based on their demonstrated inability to pay. The consents have been submitted to the court for approval. The Commission's litigation is continuing as to a fourth defendant, David R. Earl. The Commission's complaint alleged that, from at least January 1992 through May 1994, the defendants engaged in a fraudulent revenue recognition scheme which inflated Kurzweil's revenues and earnings as reported by the company in financial statements filed with the Commission. [SEC v. Bradstreet, et al., USDC for the District of Massachusetts, Civ. Action No. 95-11647-DPW] (LR-15069; AAE Rel. 824)

INVESTMENT COMPANY ACT RELEASES

NORTH CAROLINA LIMITED MATURITY MUNICIPALS PORTFOLIO
ARIZONA LIMITED MATURITY MUNICIPALS PORTFOLIO
VIRGINIA LIMITED MATURITY MUNICIPALS PORTFOLIO

Orders have been issued under Section 8(f) of the Investment Company Act declaring the above-mentioned companies have ceased to be investment companies. (Rel. Nos. IC-22238; IC-22239; and IC-22240, respectively - September 23)

FIRST AMERICAN STRATEGY FUNDS, INC., ET AL.

An order has been issued under Section 6(c) of the Investment Company Act exempting applicants from Section 12(d)(1) of the Act and under Sections 6(c) and 17(b) of the Act exempting applicants from Section 17(a) of the Act. The order permits First American Strategy Funds, Inc. to invest primarily in the securities of certain affiliated investment companies in excess of the limits of Section 12(d)(1). (Rel. IC-22241 - September 23)

QUANTITATIVE GROUP OF FUNDS, ET AL.

An order has been issued under Section 6(c) of the Investment Company Act exempting Quantitative Group of Funds, et al. from Section 15(a) of the Act. The order permits the implementation, without shareholder approval, of a new sub-advisory contract for a period of up to 120 days following the date of the change in control of Boston International Advisors, Inc. (BIA), the sub-adviser to applicant investment companies (Trusts). The order also permits BIA to receive from the Trusts fees earned under the new sub-advisory contracts following approval by the Trusts' shareholders. (Rel. IC-22242 - September 23)

THE PILOT FUNDS, ET AL.

A notice has been issued giving interested persons until October 15 to request a hearing on an application filed by The Pilot Funds, et al. for an order under Section 17(b) of the Investment Company Act exempting applicants from Section 17(a) of the Act. The order would permit four series of The Pilot Trust to acquire all of the assets and assume all of the stated liabilities of six series of FUNDS IV Trust. (Rel. IC-22243 - September 23)

THE JEFFERSON FUNDS TRUST

An order has been issued under Section 8(f) of the Investment Company Act declaring that The Jefferson Funds Trust has ceased to be an investment company. (Rel. IC-22244 - September 24)

FIRST AMERICAN INVESTMENT FUNDS, INC., ET AL.

An order has been issued on an application filed by First American Investment Funds, Inc., et al. under Rule 17d-1 of the Investment Company Act. The order permits an affiliated person of certain investment companies to receive a fee for acting as lending agent for the companies' portfolio securities. (Rel. IC-22245 - September 24)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change filed by the Pacific Stock Exchange (SR-PSE-96-17) to eliminate a provision that prohibits members who are registered to trade for the same joint account from having overlapping primary appointment zones on the Options Floor. (Rel. 34-37711)

The Commission approved a proposed rule change submitted by the New York Stock Exchange (SR-NYSE-96-20) to retroactively reduce, from January 1, 1996, the Exchange's odd-lot equity transaction charges and its specialist odd-lot charge. (Rel. 34-37714)

DELISTINGS GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration MicroTel International, Inc., Common Stock, \$0.0033 Par Value. (Rel. 34-37713)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration AmeriData Technologies, Inc., Common Stock, \$.0.01 Par Value. (Rel. 34-37721)

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.

F-1 SCOR, 1 AVE DU PRESIDENT WILSON 92074, PARIS LA DEFENXE CEDEX, FRANCE,
10 - 100,000 (\$3,950,000) FOREIGN COMMON STOCK. (FILE 333-5568 - SEP. 13)
(BR. 1 - NEW ISSUE)

- F-6 ASSOCIATED BRITISH FOODS PLC /ADR, 16 WALL ST, C/O BANKERS TRUST CO,
NEW YORK, NY 10015 (212) 250-2500 - 20,000 (\$1,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-5582 - SEP. 17)
- F-1 ENI SPA, PIAZZALE ENRICO MATTEI 1, ROME 00144 ITALY, L6 0000
(212) 246-0145 - 4,091,653 (\$199,999,998.64) FOREIGN COMMON STOCK. (FILE
333-5586 - SEP. 18) (BR. 4)
- S-8 CHARTWELL RE CORP, 300 ATLANTIC ST, STE 400, STAMFORD, CT 06901
(203) 961-7300 - 50,000 (\$1,168,750) COMMON STOCK. (FILE 333-12203 -
SEP. 18) (BR. 1)
- S-6 NUVEEN TAX FREE UNIT TRUST SERIES 896, 333 W. WACKER, CHICAGO, IL 60606
(312) 917-7786 - INDEFINITE SHARES. (FILE 333-12205 - SEP. 18) (NEW ISSUE)
- S-4 ACCUSTAFF INC, 6440 ATLANTIC BLVD, JACKSONVILLE, FL 32211 (904) 725-5574
- 43,348,854 (\$880,170,008) COMMON STOCK. (FILE 333-12207 - SEP. 18)
(BR. 1)
- S-1 UNICOMP INC, 1800 SANDY PLAINS PKWY STE 305, MARIETTA, GA 30066
(770) 424-3684 - 2,415,000 (\$14,225,859) COMMON STOCK. (FILE 333-12209 -
SEP. 18) (BR. 3)
- S-3 EQUITY RESIDENTIAL PROPERTIES TRUST, TWO N RIVERSIDE PLZ, STE 400,
CHICAGO, IL 60606 (312) 474-1300 (FILE 333-12211 - SEP. 18) (BR. 8)
- S-3 ERP OPERATING LTD PARTNERSHIP, TWO NORTH RIVERSIDE PLZ, STE 450,
CHICAGO, IL 60606 (312) 474-1300 (FILE 333-12213 - SEP. 18) (BR. 8)
- S-8 AUTOLEND GROUP INC, 930 WASHINGTON AVE 4TH FLOOR, MIAMI BEACH, FL 33139
(305) 673-2700 - 525,000 (\$1,391,250) COMMON STOCK. (FILE 333-12215 -
SEP. 18) (BR. 1)
- S-8 GLOBAL SPILL MANAGEMENT INC /NV/, 2550 BLVD OF THE GENERALS, STE 160,
NORRISTOWN, PA 19403 (610) 631-5500 - 750,000 (\$1,545,000) COMMON STOCK.
(FILE 333-12217 - SEP. 18) (BR. 4)
- S-1 HOMECOM COMMUNICATIONS INC, BUILDING 14 SUITE 100 PIEDMONT CENTER,
3535 PIEDMONT ROAD, ATLANTA, GA 30305 (404) 237-4646 - 1,437,500
(\$10,062,500) COMMON STOCK. (FILE 333-12219 - SEP. 18) (NEW ISSUE)
- S-8 BOSTON BEER CO INC, 75 ARLINGTON ST, BOSTON, MA 02116 (617) 482-1332 -
100,000 (\$1,956,250) COMMON STOCK. (FILE 333-12221 - SEP. 18) (BR. 2)
- S-8 PERFORMANCE FOOD GROUP CO, 6800 PARAGON PL, STE 500, RICHMOND, VA 23230
(804) 285-7340 - 937,500 (\$14,624,744) COMMON STOCK. (FILE 333-12223 -
SEP. 18) (BR. 2)
- S-8 XIRCOM INC, 2300 CORPORATE CENTER DRIVE, THOUSAND OAKS, CA 91320
(805) 376-9300 - 700,000 (\$9,975,000) COMMON STOCK. (FILE 333-12225 -
SEP. 18) (BR. 3)
- S-8 COMPDENT CORP, 8800 ROSWELL RD, STE 244, ATLANTA, GA 30350
(770) 998-936 - 220,000 (\$7,515,000) COMMON STOCK. (FILE 333-12227 -
SEP. 18) (BR. 1)
- S-8 SOFTDESK INC, 7 LIBERTY HILL RD, HENNIKER, NH 03242 (603) 428-5000 -
400,000 (\$2,750,000) COMMON STOCK. (FILE 333-12229 - SEP. 18) (BR. 3)
- SB-2 GRILL CONCEPTS INC, 11661 SAN VICENTE BLVD STE 404, LOS ANGELES, CA
90049 (301) 820-5559 - 651,620 (\$1,472,192.50) COMMON STOCK. (FILE
333-12231 - SEP. 18) (BR. 9)
- S-1 SEACHANGE INTERNATIONAL INC, 124 ACTON ST, 2ND FLOOR, MAYNARD, MA 01754
(508) 897-0100 - \$25,000,000 COMMON STOCK. (FILE 333-12233 - SEP. 18)
- S-1 PANAVISION INC, 6219 DE SOTO AVENUE, WOODLAND HILLS, CA 91367
(818) 316-1000 - \$69,000,000 COMMON STOCK. (FILE 333-12235 - SEP. 18)
(NEW ISSUE)

- S-8 COMPUTER TASK GROUP INC, 800 DELAWARE AVE, BUFFALO, NY 14209
(716) 882-8000 - 750,000 (\$21,609,375) COMMON STOCK. (FILE 333-12237 -
SEP. 18) (BR. 3)
- S-1 AMERUS LIFE HOLDINGS INC, 418 SIXTH AVE, DES MOINES, IA 50309
(515) 280-1331 - \$115,000,000 COMMON STOCK. (FILE 333-12239 - SEP. 18)
(NEW ISSUE)
- S-3 INTERNATIONAL NURSING SERVICES INC, 360 S GARFIELD ST, STE 400, DENVER,
CO 80209 (303) 394-2900 - 8,293,133 (\$22,681,718.76) COMMON STOCK. (FILE
333-12241 - SEP. 18) (BR. 9)
- S-8 NORTH FACE INC, 2013 FARALLON DR, SAN LEANDRO, CA 94577 (510) 618-3500
- 150,000 (\$4,284,375) COMMON STOCK. (FILE 333-12243 - SEP. 18) (BR. 1)
- S-3 GOLDEN CYCLE GOLD CORP, 2340 ROBINSON ST SUITE 209, COLORADO SPRINGS, CO
80904 (719) 471-9013 - 170,000 (\$1,530,000) COMMON STOCK. (FILE 333-12245
- SEP. 18) (BR. 4)
- S-8 ACROSS DATA SYSTEMS INC, 382 MAIN ST, SALEM, NH 03079 (603) 898-9800 -
900,000 (\$5,821,924.40) COMMON STOCK. (FILE 333-12247 - SEP. 18) (BR. 3)
- S-3 BARRETT RESOURCES CORP, 1515 ARAPAHOE ST, TOWER 3 STE 1000, DENVER, CO
80202 (303) 297-3900 - 585,661 (\$20,241,908) COMMON STOCK. (FILE
333-12251 - SEP. 18) (BR. 4)
- S-4 HOLLYWOOD PARK INC/NEW/, P O BOX 369, INGLEWOOD, CA 90301 (310) 419-1500
- 6,652,581 (\$46,167,392) COMMON STOCK. (FILE 333-12253 - SEP. 18)
(BR. 5)
- S-3 SINCLAIR BROADCAST GROUP INC, 2000 WEST 41ST ST, BALTIMORE, MD 21211
(410) 467-5005 - 5,564,253 (\$207,268,424.20) COMMON STOCK. (FILE
333-12255 - SEP. 18) (BR. 3)
- S-3 SINCLAIR BROADCAST GROUP INC, 2000 WEST 41ST ST, BALTIMORE, MD 21211
(410) 467-5005 - 5,750,000 (\$214,187,500) COMMON STOCK. (FILE 333-12257 -
SEP. 18) (BR. 3)
- S-1 BROOKDALE LIVING COMMUNITIES INC, 77 W WACKER DRIVE, CHICAGO, IL 60601
(312) 917-1500 - 7,187,500 (\$122,187,500) COMMON STOCK. (FILE 333-12259 -
SEP. 18) (NEW ISSUE)
- S-3 HARKEN ENERGY CORP, 5605 N MACARTHUR STE 400, IRVING, TX 75038
(214) 753-6900 - 1,550,000 (\$4,464,000) COMMON STOCK. (FILE 333-12261 -
SEP. 18) (BR. 4)
- S-4 UNISON HEALTHCARE CORP, 7272 E INDIAN SCHOOL RD, STE 214, SCOTTSDALE, AZ
85251 (602) 423-1954 - 540,000 (\$1,737,000) COMMON STOCK. (FILE 333-12263
- SEP. 18) (BR. 1)
- S-8 RAMTRON INTERNATIONAL CORP, 1850 RAMTRON DR, COLORADO SPRINGS, CO 80921
(719) 481-7000 - 3,450,000 (\$27,841,500) COMMON STOCK. (FILE 333-12265 -
SEP. 19) (BR. 6)
- S-1 LINENS N THINGS INC, 6 BRIGHTON RD, CLIFTON, NJ 07015 (201) 778-1300 -
\$275,000,000 COMMON STOCK. (FILE 333-12267 - SEP. 18) (NEW ISSUE)
- SB-2 TGC INDUSTRIES INC, 1304 SUMMIT AVE STE 2, PLANO, TX 75074
(214) 881-1099 - 9,456,680 (\$7,048,696.25) COMMON STOCK. (FILE 333-12269 -
SEP. 19) (BR. 4)

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		
ACROSS DATA SYSTEMS INC	NY	X						X		09/09/96	
AIRWAYS CORP	DE						X	X		09/23/96	
ALASKA AIR GROUP INC	DE	X								09/23/96	
ALASKA AIRLINES INC	AK	X								09/23/96	
AMERICAN BUSINESS INFORMATION INC /DE	NE	X						X		09/10/96	
AMERICAN INDUSTRIAL PROPERTIES REIT INC	TX					X	X			09/20/96	
AMERICAN STORES CO /NEW/	DE					X				03/08/95	
APACHE CORP	DE					X				09/24/96	
ARTS WAY MANUFACTURING CO INC	DE	X						X		09/06/96	
BALTIC INTERNATIONAL USA INC	TX			X						08/30/96AMEND	
BANC ONE HOME EQUITY LOAN TRUST 1996-A	DE					X	X			09/16/96	
BIOCONTROL TECHNOLOGY INC	PA					X				09/20/96	
BIOCONTROL TECHNOLOGY INC	PA					X				09/20/96	
BOMBARDIER CREDIT RECEIVABLES CORP	DE	X								08/31/96	
BRAUVIN CORPORATE LEASE PROGRAM IV L P	DE					X				09/17/96	
BRAUVIN HIGH YIELD FUND L P	DE					X				09/17/96	
BRAUVIN HIGH YIELD FUND L P II	DE					X				09/17/96	
BRAUVIN INCOME PLUS L P III	DE					X				09/17/96	
CAFETERIA OPERATORS LP	DE			X			X			09/17/96	
CALIBER SYSTEM INC	OH					X				09/23/96	
CALIFORNIA INDEPENDENT BANCORP	CA					X	X			09/17/96	
CAREER HORIZONS INC	DE						X			09/16/96	
CARSON PIRIE SCOTT & CO /IL/	IL					X				09/23/96	
CASINO RESOURCE CORP	MN	X								07/01/96	
CENTENNIAL TECHNOLOGIES INC	DE							X		09/23/96AMEND	
CERPLEX GROUP INC	DE					X	X			09/20/96	
CHANTAL PHARMACEUTICAL CORP	DE			X						09/16/96	
CHANTAL SKIN CARE CORP	DE			X						09/16/96	
CHASE MANHATTAN BANK /NY/	NY					X	X			09/16/96	
CHASE MANHATTAN BANK /NY/	NY					X	X			09/16/96	
CHASE MANHATTAN BANK /NY/	NY					X	X			09/16/96	
CHASE MANHATTAN BANK /NY/	NY						X			09/16/96	
CHASE MANHATTAN BANK USA	DE					X	X			08/31/96	
CHASE MANHATTAN BANK USA	DE					X	X			09/10/96	
CHASE MANHATTAN BANK USA NATIONAL ASSOCI	NY					X	X			09/10/96	
CHEMED CORP	DE		X							09/24/96	
CHEMFIX TECHNOLOGIES INC	DE		X				X			09/10/96	
CHEVY CHASE AUTO RECEIVABLES TRUST 1995-	MD					X				09/16/96	
CHEVY CHASE AUTO RECEIVABLES TRUST 1995-	MD					X				09/16/96	
CHEVY CHASE AUTO RECEIVABLES TRUST 1996-	MD					X				09/16/96	
CHEVY CHASE HOME LOAN TRUST 1996-1	MD					X				08/15/96	
CHEVY CHASE MASTER CREDIT CARD TRUST	MD					X				09/16/96	
CHEVY CHASE MASTER CREDIT CARD TRUST II	MD					X				09/16/96	
CHICAGO RIVET & MACHINE CO	IL			X			X			09/18/96	
CITIBANK SOUTH DAKOTA N A	DE					X				05/01/96	
COLUMBUS REALTY TRUST	TX					X				09/19/96	

NAME OF ISSUER	STATE CODE	BK ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			
COLUMBUS REALTY TRUST	TX					X					09/19/96	
COMFORCE CORP	DE								X		10/17/95	AMEND
COMFORCE CORP	DE								X		03/01/96	AMEND
COMFORCE CORP	DE								X		05/23/96	AMEND
COMPTRONIX CORPORATION	DE					X					09/20/96	
COUNTRY WIDE TRANSPORT SERVICES INC	DE					X	X				09/23/96	
COUNTRY WORLD CASINOS INC	NV					X		X			09/13/96	
CRAIG CORP	DE								X		09/13/96	
CREATIVE PROGRAMMING & TECHNOLOGY VENTUR	CO		X						X		09/13/96	
CRESTAR FINANCIAL CORP	VA					X					09/16/96	
CUMBS INC	DE					X	X				07/25/96	
CUMBS INC MORT PASS THR CERT SER 1996-E	DE					X	X				07/25/96	
CUMBS INC MORT PASS THR CERT SER 1996-1						X	X				07/25/96	
CUMBS INC MORT PASS THRO CERT SER 1996-A	DE					X	X				07/25/96	
CUMBS INC MORTGAGE PASS THROUGH CERT SER	DE					X	X				07/25/96	
CUMBS INC MORTGAGE PASS THROUGH CERTIFIC	DE					X	X				07/25/96	
DDL ELECTRONICS INC	DE					X	X				09/18/96	
DONNKENNY INC	DE	X				X	X	X	X		09/06/96	
DT INDUSTRIES INC	DE								X		07/19/96	AMEND
DYNAGEN INC	DE								X		08/19/96	
DYNAMIC ASSOCIATES INC	NV	X						X			09/11/96	
ENOVA CORP	CA					X					09/23/96	
EQCC ASSET BACKED CORP	DE					X	X				09/17/96	
EQCC RECEIVABLES CORP	DE					X	X				09/17/96	
EQUIMED INC	PA					X	X				03/18/96	
EQUITY CORP INTERNATIONAL	DE	X						X			09/18/96	
EXECUTONE INFORMATION SYSTEMS INC	VA	X									05/31/96	AMEND
FHP INTERNATIONAL CORP	DE					X	X				09/17/96	
FINANCIAL ASSETS SEC CORP MEGO MORT FHA	DE	X									05/31/96	
FINANCIAL ASSETS SEC CORP MEGO MORT FHA	DE	X									06/30/96	
FINANCIAL ASSETS SEC CORP MEGO MORT FHA	DE	X									07/31/96	
FINANCIAL ASSETS SEC CORP MEGO MORT FHA	DE	X									08/31/96	
FIRST FINANCIAL HOLDINGS INC /DE/	DE	X									07/29/96	
FORD MOTOR CREDIT CO	DE					X	X				09/20/96	
FREEPORT MCMORAN COPPER & GOLD INC	DE					X					09/11/96	
FREMONT FUNDING INC	DE								X		09/16/96	
FURRS BISHOPS INC	DE					X	X				09/17/96	
GE CAPITAL MORTGAGE SERVICES INC	NJ					X	X				09/20/96	
GENTA INCORPORATED /DE/	DE					X	X				09/17/96	
GRAPHIC INDUSTRIES INC	GA					X					09/23/96	
GUILFORD PHARMACEUTICALS INC	DE					X	X				08/13/96	
HBO & CO	DE					X	X				09/23/96	
HEFTEL BROADCASTING CORP	DE					X					09/09/96	
HILTON HOTELS CORP	DE					X	X				09/19/96	
HOLLINGER INTERNATIONAL INC	DE					X	X				08/07/96	
HOMELAND HOLDING CORP	DE	X									05/31/96	
HUBCO INC	NJ							X			09/13/96	AMEND
INNOVO GROUP INC	DE					X	X				09/23/96	
INSCI CORP	DE					X					09/10/96	
INSCI CORP	DE					X					09/16/96	
INSILCO CORP/DE/	DE	X						X			07/10/96	AMEND
INTEGON CORP /DE/	DE					X					09/30/96	
KENT ELECTRONICS CORP	TX					X	X				09/05/96	
KLA INSTRUMENTS CORP	DE					X	X				04/25/96	
LEHMAN ABS CORP PROVIDENT BANK HOME EQUI	DE					X	X				09/19/96	
LEHMAN HOME EQUITY LOAN TRUST 1996-1	NY					X	X				09/16/96	
LOEWEN GROUP INC						X	X				09/20/96	
MAGELLAN PETROLEUM CORP /DE/	DE					X					09/24/96	
MAJOR REALTY CORP	DE					X	X				09/05/96	
MARKET DATA CORP	TX					X	X				09/12/96	
MARS ACQUISITIONS INC	NV					X					09/11/96	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT
		1	2	3	4	5	6	7	8		
McAFEE ASSOCIATES INC	DE					X				08/30/96	
MCNEIL REAL ESTATE FUND V LTD	CA	X								06/30/96	
MEDIQ INC	DE			X	X					09/09/96	
MERIT SECURITIES CORP	VA			X						09/20/96	
MOOG INC	NY			X	X					09/23/96	
MRI BUSINESS PROPERTIES FUND LTD	CA	X				X				09/04/96	
NATIONAL INSURANCE GROUP /CA/	CA			X	X					09/23/96	
NATIONSBANK CORP	NC					X				09/23/96AMEND	
NATIONSLINK FUNDING CORP	DE					X				08/27/96	
NEOZYME II CORP						X				09/23/96	
NETWORK LONG DISTANCE INC	DE	X					X			09/16/96	
NEW ENGLAND INVESTMENT COMPANIES L P	DE					X	X			09/23/96	
NEWCOURT RECEIVABLES CORP	DE					X	X			09/17/96	
NOMURA ASSET SECURITIES COR COM MORT PAS	DE	X								09/15/96	
OGDEN McDONALD & CO	CO	X								09/19/96	
OSICOM TECHNOLOGIES INC	NJ	X					X			09/23/96	
PALM HARBOR HOMES INC /FL/	FL						X			09/19/96AMEND	
PANAMSAT CORP	DE					X				09/23/96	
PATTERSON DENTAL CO	MN					X				09/12/96	
PEOPLES FINANCIAL CORP \OH\	OH			X		X				09/16/96	
PHYSICIANS RESOURCE GROUP INC	DE	X		X	X					08/30/96AMEND	
PICTURETEL CORP	DE					X				08/30/96	
PIEDMONT MINING CO INC	NC		X							09/09/96	
PRUDENTIAL BANK & TRUST CO /GA/	GA					X	X			09/13/96	
PUBLIC STORAGE PROPERTIES X INC	CA	X					X			09/16/96	
PUBLIC STORAGE PROPERTIES XII INC	CA	X					X			09/16/96	
RESIDENTIAL FUNDING MORTGAGE SECURITIES	DE					X	X			09/24/96	
RHODES INC	GA	X					X			09/17/96	
SALOMON BROTHERS MORT SEC VII INC MOR PA	NY					X	X			09/20/96	
SAN DIEGO GAS & ELECTRIC CO	CA					X				09/23/96	
SECURITY CAPITAL PACIFIC TRUST	MD					X	X			09/12/96	
SOFTTECH INC	MA	X					X			09/12/96	
SOMATIX THERAPY CORPORATION	DE					X	X			09/24/96	
SPATIALIGHT INC	NY					X	X			07/10/96AMEND	
SPECIALTY CHEMICAL RESOURCES INC	DE					X	X			09/23/96	
SPORTS AUTHORITY INC /DE/	DE					X				09/23/96	
SSE TELECOM INC	DE					X	X			09/06/96	
STANLY CAPITAL CORP	NC					X				08/31/96AMEND	
STERLING COMMERCE INC	DE					X				09/23/96	
STERLING SOFTWARE INC	DE					X				09/23/96	
STOKELY USA INC	WI					X				09/10/96	
SUIZA FOODS CORP	DE						X			07/19/96AMEND	
SUIZA FOODS CORP	DE	X					X			09/09/96	
SUPERIOR NATIONAL INSURANCE GROUP INC	CA					X	X			09/17/96	
S3 INC	DE					X				09/23/96	
TBC CORP	DE	X								07/10/96AMEND	
TOKHEIM CORP	IN	X					X			09/06/96	
TOMPKINS COUNTY TRUSTCO INC	NY					X	X			09/23/96	
TPI ENTERPRISES INC	NJ	X					X			09/09/96	
TRANZONIC COMPANIES	OH					X				03/29/96AMEND	
U S ALCOHOL TESTING OF AMERICA INC	DE						X			05/21/96AMEND	
UNIQUE MOBILITY INC	CO							X		09/11/96	
UNITED INTERNATIONAL HOLDINGS INC	DE					X				09/24/96	
UNITED WISCONSIN SERVICES INC /WI	WI							X		09/30/96	
USX CORP	DE					X				09/24/96	
VENTURA COUNTY NATIONAL BANCORP	CA					X				09/15/96	
VENTURA COUNTY NATIONAL BANCORP	CA					X				09/15/96	
VIEW TECH INC	CA	X					X			09/24/96	
VIVRA INC	DE					X	X			09/24/96	
WASHINGTON BANCORPORATION	DE					X	X			07/15/96	

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		1	2	3	4	5	6	7	8			
WEIS MARKETS INC	PA								X		09/17/96	
WELLS FARGO & CO	DE					X	X				09/20/96	AMEND
WESTPOINT STEVENS REC MAS TR FL RT TRAD	NY					X	X				09/18/96	
WINTHROP APARTMENT INVESTORS LIMITED PAR	MD					X	X				09/19/96	
WINTHROP GROWTH INVESTORS I LP	MA					X	X				09/19/96	
WINTHROP PARTNERS 79 LTD PARTNERSHIP	MA					X	X				09/19/96	
WINTHROP PARTNERS 80 LTD PARTNERSHIP	MA					X	X				09/19/96	
WINTHROP PARTNERS 81 LTD PARTNERSHIP	MA					X	X				09/19/96	
WINTHROP RESIDENTIAL ASSOCIATES I	MD					X	X				09/19/96	
WINTHROP RESIDENTIAL ASSOCIATES II	MD					X	X				09/19/96	
WINTHROP RESIDENTIAL ASSOCIATES III	MD					X	X				09/19/96	
1ST BERGEN BANCORP	NJ						X	X			09/19/96	
1626 NEW YORK ASSOCIATES LTD PARTNERSHIP	DE					X	X				09/19/96	
1999 BROADWAY ASSOCIATES LTD PARTNERSHIP	DE					X	X				09/19/96	
3CI COMPLETE COMPLIANCE CORP	DE					X	X				09/10/96	



FOR IMMEDIATE RELEASE

96-114

**MICHAEL MANN TO LEAVE SEC TO ESTABLISH
FIRM'S INTERNATIONAL PRACTICE**

Washington, D.C., September 25, 1996 – The Securities and Exchange Commission today announced that Michael D. Mann, Director of its Office of International Affairs, is joining the law firm of Richards, Spears, Kibbe and Orbe as a partner effective November 1. Mr. Mann will open the New York City law firm's Washington office and establish its international securities practice.

Mr. Mann joined the SEC in 1981 as an attorney in the Division of Enforcement. In December 1989, while an Associate Director in the Enforcement Division, he was appointed as the first Director of the Commission's Office of International Affairs. In this capacity, Mr. Mann has been responsible for initiating, directing and coordinating the Commission's international capital markets program.

Chairman Levitt said, "Michael Mann has played an instrumental role in leading and developing the SEC's international program. He is the world recognized expert in the areas of international cooperation and regulation. With Michael as our Director of International Affairs, we have broken through the barriers of foreign secrecy laws and blocking statutes. The unprecedented number of international agreements and understandings that Michael has negotiated have provided us the ability to investigate and prosecute some of the Commission's most significant cases. Moreover, with Michael's leadership we have dramatically increased the listing of foreign companies on the American market and, at the same time, worked to open foreign markets for American business. Finally, Michael has played the leading role in the SEC's effort to establish the premier technical assistance program for emerging securities markets. This program has helped officials from countless nations in developing their markets' regulatory and enforcement procedures. I am certain that he will have success in his new endeavor and I know I speak for the entire Commission in wishing him well."

Mr. Mann earned his B.A. degree in 1975 from Hampshire College and his J.D. from Antioch School of Law in 1981. In 1990, he received the SEC Chairman's Award for Excellence. In 1993, Mr. Mann was awarded the rank of Distinguished Executive in the Senior Executive Service by President Clinton. He is a member of the Council on Foreign Relations.