

North Pearl Street, Dallas, Texas 75201-2272:

1. *Premier Bancshares, Inc.*, La Grange, Texas, and Premier Holdings - Nevada, Inc., Carson City, Nevada; to acquire 100 percent of the voting shares of Citizens State Bank, Hempstead, Texas.

**G. Federal Reserve Bank of San Francisco** (Kenneth R. Binning, Director, Bank Holding Company) 101 Market Street, San Francisco, California 94105-1579:

1. *Imperial Bancorp*, Inglewood, California; to acquire 100 percent of the voting shares of Imperial Bank Arizona, Phoenix, Arizona, a *de novo* bank (in formation).

Board of Governors of the Federal Reserve System, April 1, 1997.

**Jennifer J. Johnson**,

*Deputy Secretary of the Board.*

[FR Doc. 97-8772 Filed 4-4-97; 8:45 am]

BILLING CODE 6210-01-F

## FEDERAL TRADE COMMISSION

### Granting of Request for Early Termination of the Waiting Period Under the Premerger Notification Rules

Section 7A of the Clayton Act, 15 U.S.C. § 18a, as added by Title II of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, requires persons contemplating certain mergers or acquisitions to give the Federal Trade

Commission and the Assistant Attorney General advance notice and to wait designated periods before consummation of such plans. Section 7A(b)(2) of the Act permits the agencies, in individual cases, to terminate this waiting period to its expiration and requires that notice of this action be published in the **Federal Register**.

The following transactions were granted early termination of the waiting period provided by law and the premerger notification rules. The grants were made by the Federal Trade Commission and the Assistant Attorney General for the Antitrust Division of the Department of Justice. Neither agency intends to take any action with respect to these proposed acquisitions during the applicable waiting period.

### TRANSACTIONS GRANTED EARLY TERMINATION BETWEEN 3-17-97 AND 3-28-97

Name of acquiring person, name of acquired person, name of acquired entity	PMN No.	Date terminated
American General Corporation, USLIFE Corporation, USLIFE Corporation .....	97-1159	03/17/97
British Aerospace plc, Reflectone, Inc., Reflectone, Inc. ....	97-1372	03/17/97
Vestar Equity Partners, L.P., Westinghouse Air Brake Company, Westinghouse Air Brake Company .....	97-1405	03/17/97
The President and Fellow of Harvard College, Westinghouse Air Brake Company, Westinghouse Air Brake Company .....	97-1433	03/17/97
HCC Insurance Holdings, Inc., AVEMCO Corporation, AVEMCO Corporation .....	97-1434	03/17/97
John Hancock Mutual Life Insurance Company, Estate of Henry Penn Wagner, Detroit & Canada Tunnel Corporation .....	97-1457	03/17/97
R.A.B. Holdings, Inc., McKesson Corporation, Millbrook Distribution Services, Inc. ....	97-1459	03/17/97
Vereniging AEGON, Providian Corporation, Providian Corporation .....	97-1460	03/17/97
Jim L. Turner, Seven-Up/RC Bottling Company of Southern California Inc., Seven-Up/RC Bottling Company of Southern California Inc. ....	97-1471	03/17/97
Airtours plc, ST Pacific Holdings, Inc., ST Pacific Holdings, Inc. ....	97-1476	03/17/97
Thayer Equity Investors III, L.P., Software AG (a German company), Software AG Systems, Inc. ....	97-1486	03/17/97
Owens Corning, James C. Allen, Falcon Manufacturing of California, Inc., CADA .....	97-1327	03/18/97
Apartment Investment and Management Company, NHP Incorporated, NHP Incorporated .....	97-1396	03/18/97
ITC Holding Company, Inc., SCANA Corporation, Gulf States FiberNet, a Georgia general partnership .....	97-1420	03/18/97
The York Group, Inc., Howard Joe Trulove, West Point Casket Company .....	97-1477	03/18/97
Robert R. Dyson, Ralph G. Ridenour, Universal Enterprises, Inc. ....	97-1481	03/18/97
Pierce Leahy Corp., Records Management Storage, Inc., Records Management Storage, Inc. ....	97-1368	03/19/97
Pacific Dunlop Limited, Harold F. Plemmons, Golden Needles Knitting & Glove Co. Ltd .....	97-1428	03/19/97
Pacific Dunlop Limited, Michael G. Conniff, Golden Needles Knitting & Glove Co. Ltd .....	97-1442	03/19/97
Westinghouse Electric Corporation, Peter A. Bordes, Greater Los Angeles Radio, Inc. ....	97-1538	03/19/97
Peter A. Bordes, Westinghouse Electric Corporation, Infinity WOAZ-FM, Inc. ....	97-1539	03/19/97
Rifkin Acquisition Partners, L.L.L.P., American Cable TV Investors 5, Ltd, American Cable TV Investors 5, Ltd .....	97-1331	03/20/97
Brooks Fiber Properties, Inc., Gus Constantin and Mary Jane Constantin, Phoenix Fiberlink of Utah, Inc., Phoenix Communications .....	97-1348	03/20/97
American Disposal Service, Inc., WMX Technologies, Inc., Waste Management of Indiana, L.L.C. ....	97-1399	03/20/97
Evergreen Media Corporation, Sumner M. Redstone, Redstone Subsidiaries WAXQ Inc. ....	97-1421	03/20/97
Hicks, Muse, Tate & Furst Equity Fund II, L.P., Sumner M. Redstone, KIBB, Inc., KYSR, Inc., WDRQ, Inc. & WLIT, Inc. ....	97-1423	03/20/97
General Electric Company, Xerox Corporation, Coregis Group, Inc. ....	97-1449	03/20/97
The Washington Post Company, Tele-Communications, Inc., TCI American Cable Holdings II, L.P. ....	97-1463	03/20/97
S.C.R.-Sibelco S. A., Watts Blake Bearne & Company, PLC (a British company), Watts Blake Bearne & Company, PLC .....	97-1464	03/20/97
Robert F. X. Sillerman, Kenneth A. Brown, ABS Communications, L.L.C. ....	97-1470	03/20/97
New York University, New York Downtown Hospital, New York Downtown Hospital .....	97-1400	03/21/97
Fortis AMEV N.V., Robert S. and Rita DeLue (Husband and Wife), Associated California State Insurance Agencies, Inc. ....	97-1425	03/21/97
Fortis AG S.A., Robert S. and Rita DeLue (Husband and Wife), Associated California State Insurance Agencies, Inc. ....	97-1426	03/21/97
Tele-Communications, Inc., The Washington Post Company, Post-Newsweek Cable, Inc. ....	97-1456	03/21/97
Foundation Health Corporation, Fund American Enterprises Holdings, Inc., Christiania General Insurance Corporation .....	97-1487	03/21/97
Sigma-Aldrich Corporation, Riverside Fund I, L.P., Research Biochemicals Limited Partnership .....	97-1489	03/21/97
Duferco Participations Holding Limited, Deutsche Babcock AG, Baldwin Steel Company .....	97-1490	03/21/97
Richard and Roberta Snyder, Inter-City Products Corporation (a Canadian company), Inter-City Products Corporation .....	97-1491	03/21/97

## TRANSACTIONS GRANTED EARLY TERMINATION BETWEEN 3-17-97 AND 3-28-97—Continued

Name of acquiring person, name of acquired person, name of acquired entity	PMN No.	Date terminated
Freedom Communications, Inc., Kenneth R. Thomson, Thompson Newspapers Inc. ....	97-1492	03/21/97
Smith Investment Company, Joseph Motors, Inc., Joseph Motors, Inc. ....	97-1500	03/21/97
Smith Investment Company, Estate of Jerome Joseph, UPPCO, Inc. ....	97-1501	03/21/97
United/Harvey Holdings L.P., Bass PLC (a British company), Holiday Inns, Inc. ....	97-1502	03/21/97
E.I. duPont de Nemours and Company, Pfister Hybrid Corn Company, Pfister Hybrid Corn Company ....	97-1507	03/21/97
Aon Corporation, Innovative Services International, L.L.C., Innovative Services International, L.L.C. ....	97-1508	03/21/97
Marsh & McLennan Companies, Inc., Johnson & Higgins, Johnson & Higgins ....	97-1511	03/21/97
TRW, Inc., RF Micro Devices, Inc., RF Micro Devices, Inc. ....	97-1513	03/21/97
Gordon Lee & Melissa W. Dickens, James Erickson, ProAmerica Systems, Inc. ....	97-1540	03/21/97
Cementos Lemona, S.A. (a Spanish company), Cementos Portland, S.A. (a Spanish company), CDN-USA, Inc. ....	97-1543	03/21/97
Eos Partners, L.P., Union Pacific Corporation, Pacific Motor Transport Company ....	97-1545	03/21/97
Vencor, Inc., Andy L. Schoepf, American Elderserve Corporation ....	97-1418	03/24/97
Robert S. and Rita DeLue, Fortis AMEV N.V., Fortis, Inc. ....	97-1452	03/24/97
Robert S. and Rita DeLue, Fortis AG S.A., Fortis, Inc. ....	97-1453	03/24/97
Hermann Hirsch, and Austrian citizen, Textron Inc., Hirsch-Speidel L.L.C. ....	97-1495	03/24/97
The Energy Group, plc (a British company), Lehman Brothers Holdings, Inc., Citizens Lehman Power L.L.C. ....	97-1503	03/24/97
WMX Technologies, Inc., Neil Vacarro, N. Vacarro, Inc., Hi-Tech Recycling, Inc. ....	97-1509	03/24/97
The Walt Disney Company, Steven P. Jobs, Pixar ....	97-1510	03/24/97
Gordon Lee & Melissa W. Dickens, G. Jodene Ballew, ProAmerica Systems, Inc. ....	97-1544	03/24/97
Cypress Semiconductor Corporation, QuickLogic Corporation, QuickLogic Corporation ....	97-1548	03/24/97
S.A. Latingy (a/k/a Groupe Latingy), The Times Mirror Company, Harry N. Abrams, Inc. ....	97-1549	03/24/97
Culligan Water Technologies, Inc., Ametek, Inc., Ametek, Inc. (Post Spin-off) ....	97-1553	03/24/97
Hyperion Partners II L.P., Transworld Home HealthCare, Inc., Transworld Home HealthCare, Inc. ....	97-1556	03/24/97
Memorial Health Alliance, West Jersey Health System, West Jersey Health System ....	97-1564	03/24/97
West Jersey Health System, Memorial Health Alliance, Memorial Health Alliance ....	97-1565	03/24/97
PacificCorp, TPC Corporation, TPC Corporation ....	97-1566	03/24/97
Caradon plc, Fred M. Schildwachter & Sons, Inc., Fred M. Schildwachter & Sons, Inc. ....	97-1571	03/24/97
Peconic Health Corporation, 1905 Enterprises, Inc., Eastern Long Island Hospital ....	97-1379	03/25/97
Harvard Pilgrim Health Care, Inc., Dartmouth-Hitchcock Medical Center, Matthew Thornton Health Plan, Inc. ....	97-1390	03/25/97
Tele-Communications, Inc., Oscar I Corporation, Oscar I Corporation ....	97-1474	03/25/97
Lehman Brothers Holdings, Inc., Oscar I Corporation, Oscar I Corporation ....	97-1475	03/25/97
Trustees of Princeton University (The), Castle Tower Holding Corp, Castle Tower Holding Corp ....	97-1493	03/25/97
Chase Manhattan Corporation, Fund American Enterprises Holdings, Inc., Source One Mortgage Services Corporation ....	97-1506	03/26/97
Norman Barham, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1514	03/26/97
William C. Bauman, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1515	03/26/97
S. Robert Beane, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1516	03/26/97
Rodney D. Day, III, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1517	03/26/97
John V. Deitchman, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1518	03/26/97
Theodore J. Fuller, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1519	03/26/97
John W. Gussenhoven, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1520	03/26/97
Brian R. Hall, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1521	03/26/97
William S. Jennings, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1522	03/26/97
John P. Keyser, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1523	03/26/97
Willis T. King, Jr., Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1524	03/26/97
Christine LaSala, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1525	03/26/97
James W. McElvany, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1526	03/26/97
John A. McMahon, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1527	03/26/97
Gardner M. Mundy, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1528	03/26/97
Richard A. Nielsen, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1529	03/26/97
David A. Olsen, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1530	03/26/97
Alan G. Page, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1531	03/26/97
Thomas G. Patzau, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1532	03/26/97
Joseph P. Platt, Jr., Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1533	03/26/97
Joseph D. Roxe, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1534	03/26/97
Gerald R. Swanson, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1535	03/26/97
Richard E. Valliere, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1536	03/26/97
Rufus J. Williams, III, Marsh & McLennan Companies, Inc., Marsh & McLennan Companies, Inc. ....	97-1537	03/26/97
Autodesk, Inc., Softdesk, Inc., Softdesk, Inc. ....	97-0935	03/28/97
Jacor Communication, Inc., Edward F. McLaughlin, EFM Media Management, Pam Media, Inc. & EFM Publishing ..	97-1496	03/28/97
First Data Corporation, Douglas B. Bosch, Consumer Credit Associates, Inc. ....	97-1557	03/28/97
Media General, Inc., Scudder Family Voting Trust for ANI, Garden State Newspapers, Inc. ....	97-1559	03/28/97
The Walt Disney Company, Paul Allen, Starwave Corporation ....	97-1572	03/28/97
Pride Petroleum Services, Inc., Noble Drilling Corporation, Noble Drilling Corporation ....	97-1576	03/28/97
John E. and Elaine A. Fellowes, James K. Sankey, Alpha Enterprises, Inc. ....	97-1579	03/28/97
Joseph M. Field, Westinghouse Electric Corporation, Group W Broadcasting, Inc. ....	97-1580	03/28/97
Westinghouse Electric Corporation, Joseph M. Field, Entertainment Communications, Inc. ....	97-1581	03/28/97
U.S. Office Products Company, The Walt Disney Company, Childcraft Education Corp./Bird-In-Hand Woodworks, Inc. ....	97-1582	03/28/97
NGC Corporation, The Dow Chemical Company, Destec Energy, Inc. ....	97-1583	03/28/97
Rolls-Royce plc, LucasVarity plc, Geared Systems, Inc. ....	97-1584	03/28/97

## TRANSACTIONS GRANTED EARLY TERMINATION BETWEEN 3-17-97 AND 3-28-97—Continued

Name of acquiring person, name of acquired person, name of acquired entity	PMN No.	Date terminated
Calpine Corporation, Enron Corporation, Enron/Dominion Cogen Corporation .....	97-1586	03/28/97
Cox Enterprises, Inc., El Dorado Communications, Inc., El Dorado Communications, Inc. ....	97-1592	03/28/97
Deseret Management Corporation, Westinghouse Electric Corporation, Group W Broadcasting, Inc. ....	97-1594	03/28/97
Mr. Keith Rupert Murdoch, The News Corporation Limited, an Australian company, The News Corporation Limited, an Australian company .....	97-1595	03/28/97
Reliance Steel & Aluminum Co., Nashville Steel Corporation, AMI Metals, Inc. ....	97-1596	03/28/97
Frank M. Late, David E. Culiver, Firebird Investments, Inc.; Culiver Infinity, Inc. ....	97-1597	03/28/97
Clear Channel Communications, Philip D. Marella, Pinnacle Broadcasting Company, Inc. ....	97-1610	03/28/97
Granite Construction Incorporated, TIC Holdings, Inc., TIC Holdings, Inc. ....	97-1614	03/28/97
Just For Feet, Inc., Bruce E. and Emily A. Mommsen, Imperial Acquisition Corporation .....	97-1615	03/28/97
United Auto Group, Inc., Gary W. Hanna, Gary Hanna Nissan, Inc. ....	97-1618	03/28/97

**FOR FURTHER INFORMATION CONTACT:**

Sandra M. Peay or Parcellena P. Fielding, Contact Representatives, Federal Trade Commission, Premerger Notification Office, Bureau of Competition, Room 303, Washington, DC 20580, (202) 326-3100.

By Direction of the Commission.

**Donald S. Clark,**

Secretary.

[FR Doc. 97-8796 Filed 4-4-97; 8:45 am]

BILLING CODE 6750-01-M

**FEDERAL TRADE COMMISSION**

[File No. 962-3224]

**2943174 Canada Inc., Also d/b/a United Research Center, Inc.; Analysis To Aid Public Comment**

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed consent agreement.

**SUMMARY:** In settlement of alleged violations of federal law prohibiting unfair or deceptive acts or practices and unfair methods of competition, this consent agreement, accepted subject to final Commission approval, would prohibit, among other things, the Quebec-based company and its president from making health benefits, performance, or efficacy claims regarding the "Svelt-PATCH" or any other drug or device unless, at the time the representation is made, the respondents possess and rely upon competent and reliable scientific evidence that substantiates the representation, and from misrepresenting the existence, contents, validity, results, conclusions, or interpretations of any test or study. In addition, the proposed consent agreement would require the respondents to pay \$375,000 in consumer redress or disgorgement.

**DATES:** Comments must be received on or before June 6, 1997.

**ADDRESSES:** Comments should be directed to: FTC/Office of the Secretary, Room 159, 6th St. and Pa. Ave., N.W., Washington, D.C. 20580.

**FOR FURTHER INFORMATION CONTACT:**

Michael Bloom or Ronald Waldman, Federal Trade Commission, New York Regional Office, 150 William St, 13th Floor, New York, N.Y. 10038-2603, (212) 264-1201 or 264-1242.

**SUPPLEMENTARY INFORMATION:** Pursuant to Section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46 and Section 2.34 of the Commission's Rules of Practice (16 CFR 2.34), notice is hereby given that the above-captioned consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of sixty (60) days. The following Analysis to Aid Public Comment describes the terms of the consent agreement, and the allegations in the complaint. An electronic copy of the full text of the consent agreement package can be obtained from the FTC Home page (for March 25, 1997), on the World Wide Web, at "http://www.ftc.gov/os/actions/htm." A paper copy can be obtained from the FTC Public Reference Room, Room H-130, Sixth Street and Pennsylvania Avenue, N.W., Washington, D.C. 20580, either in person or by calling (202) 326-3627. Public comment is invited. Such comments or views will be considered by the Commission and will be available for inspection and copying at its principal office in accordance with Section 4.9(b)(6)(ii) of the Commission's Rules of Practice (16 CFR 4.9(b)(6)(ii)).

**Analysis of Proposed Consent Order**

The Federal Trade Commission has accepted, subject to final approval, an agreement to a proposed Consent Order ("proposed order") from 2943174 Canada Inc., also doing business as

United Research Center, Inc., and its principal, Patrice Runner.

The proposed order has been placed on the public record for sixty (60) days for receipt of comments by interested persons. Comments received during this period will become part of the public record. After sixty (60) days, the Commission will again review the agreement and the comments received and will decide whether it should withdraw from the agreement or make final the agreement's proposed order.

This matter concerns print advertisements for proposed respondents' Svelt-PATCH, a purported weight loss product. The Commission's complaint alleges that proposed respondents engaged in deceptive advertising in violation of Sections 5 and 12 of the FTC Act by making unsubstantiated claims that: (1) Svelt-PATCH controls appetite; (2) Svelt-PATCH significantly increases human metabolism; (3) Svelt-PATCH significantly reduces body fat; (4) Svelt-PATCH causes significant weight loss; (5) Svelt-PATCH causes long-term or permanent weight loss; and (6) Svelt-PATCH lowers serum cholesterol levels.

The complaint further alleges that proposed respondents made a false claim that clinical evidence proves that Svelt-PATCH causes users to lose weight.

The proposed order contains provisions designed to remedy the violations charged and to prevent proposed respondents from engaging in similar acts in the future.

Paragraph I of the proposed order prohibits proposed respondents from claiming that Svelt-PATCH or any other product or program: (1) controls appetite; (2) increases human metabolism; (3) reduces body fat; (4) causes weight loss; (5) causes long-term or permanent weight loss; and (6) reduces cholesterol; (7) provides any weight loss, fat loss, weight regulation, weight control, or weight maintenance benefit, unless, at the time the