

SEC NEWS DIGEST

Issue 2000-112

June 13, 2000

COMMISSION ANNOUNCEMENTS

CHAIRMAN LEVITT TO TESTIFY

Chairman Levitt will testify before the House Subcommittee on Finance and Hazardous Materials on Tuesday, June 13, concerning Decimal Pricing in the Securities and Options Markets. The hearing will begin at 2:30 p.m. in Room 2123 of the Rayburn House Office Building.

ANNETTE NAZARETH TO TESTIFY

Annette L. Nazareth, Director of the Commission's Division of Market Regulation, will testify before the House Subcommittee on Risk Management, Research and Specialty Crops on Wednesday, June 14, concerning H.R. 4541, the Commodity Futures Modernization Act of 2000. The hearing will begin at 10:00 a.m. in Room 1300 of the Longworth House Office Building.

ENFORCEMENT PROCEEDINGS

CEASE AND DESIST PROCEEDINGS SETTLED AGAINST AL AVASSO

On June 12, the Commission entered an Order by the Commission ordering Al Avasso to cease and desist from committing or causing any violations and any future violations of the antifraud provisions of the federal securities laws, barring Avasso from participation in penny stock offerings, and ordering Avasso to pay \$5,625 in disgorgement, plus prejudgment interest.

In his Offer, Avasso, without admitting or denying the findings, consents to the issuance of an Order by the Commission which finds that on or about September 26, 1996, Avasso, directly or indirectly, transferred or caused to be transferred, 15,000 shares of Grayhound Electronics, Inc. to a broker-dealer which was undisclosed compensation for

a previous purchase of 50,000 shares of Grayhound Electronics, Inc. at approximately \$0.375 per share by the broker-dealer. (Rel. 33-7862; 34-42920; File No. 3-9162)

PUBLIC PROCEEDINGS INSTITUTED AGAINST JOHN REGER II AND BUSINESS & FINANCIAL ADVISORS, INC.

On June 9, the Commission filed public administrative proceedings against John S Reger II and his company Business & Financial Advisors, Inc. for allegedly accepting an undisclosed payment of \$104,000 in connection with the sale of U.S. Treasury securities to a West Virginia public entity in a tax-exempt advance refunding transaction. According to the Division of Enforcement, the payment was made pursuant to a pre-existing undisclosed payment arrangement, generated various conflicts of interest, and potentially jeopardized the tax-exempt status of the refunding bonds. Reger's alleged failure to disclose to the issuer, the underwriter, or to potential bond purchasers the existence of the payment arrangement or the various implications of that payment arrangement violated the antifraud provisions of the federal securities laws.

The Division is seeking a cease and desist order to prevent future violations of the securities laws, disgorgement, civil penalties, and other remedial action. A hearing will be held before an administrative law judge to determine if these allegations are true and, if so, what, if any, sanctions are appropriate in the public interest. (Rel. 33-7861; 34-42918; File No. 3-10221)

MPI INVESTMENT MANAGEMENT, DAVID PEQUET AND ASHOK SHENDE

The Commission entered an Order Making Findings and Imposing Sanctions (Order) against MPI Investment Management (MPI) and two of its principals, David Pequet (Pequet) and Ashok Shende (Shende). MPI, Pequet and Shende, while neither admitting nor denying the Order's findings, consented to the entry of the Order and the imposition of sanctions against them. The Order finds that MPI failed to disclose to its clients that it had entered into payment agreements pursuant to which MPI agreed to direct trades of their investment advisory clients to former MPI partners as compensation for their partnership interests. The Order finds that MPI's failure to disclose these payment agreements constituted violations of Sections 206(1), 206(2) and 207 of the Investment Advisers Acts. The Order finds that Pequet also violated Section 207 and caused and willfully aided and abetted MPI's violations of Sections 206(1) and 206(2) and that Shende caused and willfully aided and abetted MPI's violations.

The Order requires MPI, Pequet and Shende to cease and desist from committing or causing any current or future violations of Sections 206(1), 206(2) and 207 of the Advisers Act. The Order censures MPI and requires it to deliver a copy of the Order to all current clients and all future clients for a period of twelve months. Pequet is required to pay \$52,916.80 in disgorgement as well as a civil penalty of \$5,000. Based upon his demonstrated inability to pay, Shende is required to pay disgorgement in the amount of \$10,000. (Rel. IA-1876; File No. 3-9922)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The National Association of Securities Dealers, through its wholly owned subsidiary, the Nasdaq Stock Market, Inc., has filed a proposed rule change (SR-NASD-00-22) to implement a pilot program that would prohibit member firms from trading ahead of customer limit orders in designated non-Nasdaq stocks. (Rel. 34-42908)

The Depository Trust Company filed a proposed rule change (SR-DTC-99-6) to allow DTC to establish a matured-book-entry only (BEO) certificate destruction service whereby DTC will offer to destroy matured BEO debt security certificates on behalf of redemption agents. Publication of the proposal is expected in the Federal Register during the week of June 12. (Rel. 34-42912)

The New York Stock Exchange filed a proposed rule change (SR-NYSE-00-18) relating to NYSe Direct+, the Exchange's automatic execution facility for certain limit orders of 1099 shares or less. Publication of the proposal is expected in the Federal Register during the week of June 12. (Rel. 34-42913)

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.

Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <publicinfo@sec.gov>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

S-1 NEXT LEVEL COMMUNICATIONS INC, 6085 STATE FARM DRIVE, LOHNERT PARK,
CA
94928 (707) 584-6820 - 1,725,000 (\$113,473,088) COMMON STOCK. (FILE
333-38618 - JUN. 06) (BR. 7)

S-8 IMCLONE SYSTEMS INC/DE, 180 VARICK ST, NEW YORK, NY 10014 (212) 645-1405
- 3,150,000 (\$129,247,500) COMMON STOCK. (FILE 333-38620 - JUN. 05)
(BR. 1)

S-8 BELDEN & BLAKE CORP /OH/, 5200 STONEHAM RD, P O BOX 2500, NORTH CANTON, OH 44720 (330) 499-1660 - 1,824,195 (\$547,258.50) COMMON STOCK. (FILE 333-38624 - JUN. 06) (BR. 4)

S-8 FORRESTER RESEARCH INC, 400 TECHNOLOGY SQUARE, CAMBRIDGE, MA 02139 (617) 497-7090 - 3,000,000 (\$157,875,000) COMMON STOCK. (FILE 333-38626 - JUN. 06) (BR. 6)

S-8 RESTAURANT TEAMS INTERNATIONAL INC, 911 N.W. LOOP 281, SUITE 111, LONGVIEW, TX 75604 (903) .75-8.28 - 1,000,000 (\$500,000) COMMON STOCK. (FILE 333-38628 - JUN. 06) (BR. 9)

S-8 RESTAURANT TEAMS INTERNATIONAL INC, 911 N.W. LOOP 281, SUITE 111, LONGVIEW, TX 75604 (903) .75-8.28 - 100,000 (\$56,000) COMMON STOCK. (FILE 333-38630 - JUN. 06) (BR. 9)

S-8 MOLDFLOW CORP, 91 HARTWELL AVE, LEXINGTON, MA 02421 (781) 674-0085 - 500,000 (\$7,609,375) COMMON STOCK. (FILE 333-38632 - JUN. 06) (BR. 3)

S-4 TNP ENTERPRISES INC, 2 ROBBINS LANE, SUITE 201, JERICHO, NY 11753 (817) 731-0099 - 275,000,000 (\$275,000,000) STRAIGHT BONDS. (FILE 333-38634 - JUN. 06) (BR. 2)

S-8 CENDANT CORP, 9 W 57TH ST 57TH FL, NEW YORK, NY 10019 (212) 413-1800 - 10,700,000 (\$138,765,625) COMMON STOCK. (FILE 333-38638 - JUN. 06) (BR. 8)

S-8 DIRECTRIX INC, 236 W 26TH STREET, 12TH FLOOR, NEW YORK, NY 10001 (212) 741-6511 - 220,000 (\$3,025,000) COMMON STOCK. (FILE 333-38642 - JUN. 06) (BR. 9)

S-8 CYTYC CORP, 237 CEDAR HILL ST, MARLBOROUGH, MA 01752 (508) 263-8000 - 871,332 (\$42,808,541.16) COMMON STOCK. (FILE 333-38644 - JUN. 06) (BR. 5)

S-8 MOTHERNATURE COM INC, ONE CONCORD FARMS, 490 VIRGINIA ROAD, CONCORD, MA 01742 (978) 929-2000 - 1,851,280 (\$3,496,687.99) COMMON STOCK. (FILE 333-38646 - JUN. 06) (BR. 1)

S-8 URBAN OUTFITTERS INC, 1809 WALNUT ST, PHILADELPHIA, PA 19103 (215) 564-2313 - 1,250,000 (\$11,640,625) COMMON STOCK. (FILE 333-38648 - JUN. 06) (BR. 2)

S-3 FLEET BANK NATIONAL ASSOCIATION /RI/, 111 WESTMINSTER STREET,
PROVIDENCE, RI 02903 (401) 278-5451 - COMMON STOCK. (FILE 333-38650 -
JUN. 06) (BR. 8)

S-8 GRAPHIC PACKAGING INTERNATIONAL CORP, 4455 TABLE MOUNTAIN DRIVE,
GOLDEN,
CO 80403 (303) 215-4600 - 3,350,000 (\$11,524,000) COMMON STOCK. (FILE
333-38652 - JUN. 06) (BR. 4)

S-3 AMERICAN INTERNATIONAL PETROLEUM CORP /NV/, 440 MADISON AVE STE
3203,
NEW YORK, NY 10022 (212) 956-3333 - 1,417,361 (\$797,974) COMMON STOCK.
(FILE 333-38654 - JUN. 06) (BR. 4)

S-8 KEYSTONE FINANCIAL INC, ONE KEYSTONE PLZ - FRONT & MARKET STS,
P O BOX 3660, HARRISBURG, PA 17105 (717) 233-1555 - 250,000
(\$5,375,000)
COMMON STOCK. (FILE 333-38656 - JUN. 06) (BR. 7)

S-8 BURNS INTERNATIONAL SERVICES CORP, 200 S MICHIGAN AVE, NULL,
CHICAGO, IL
60604 (312) 322-8500 - 1,486,000 (\$17,832,000) COMMON STOCK. (FILE
333-38658 - JUN. 06) (BR. 7)

S-8 BURLINGTON INDUSTRIES INC /DE/, 3330 WEST FRIENDLY AVE, GREENSBORO,
NC
27410 (336) 379-2000 - 150,000 (\$515,625) COMMON STOCK. (FILE 333-
38660 -
JUN. 06) (BR. 6)

S-3 SHIRE PHARMACEUTICALS GROUP PLC, EAST ANTON ANDOVER, HAMPSHIRE
ENGLAND,
ENGLAND SP10 5RG, X0 (126) 433-3455 - 533,279 (\$7,764,542.24) COMMON
STOCK.
(FILE 333-38662 - JUN. 06) (BR. 1)

S-3 ARIAD PHARMACEUTICALS INC, 26 LANDSDOWNE ST, CAMBRIDGE, MA 02139
(617) 494-0400 - 3,500,000 (\$39,812,500) COMMON STOCK. (FILE 333-38664
-
JUN. 06) (BR. 1)

SB-2 NEWSGURUS COM INC, 1460 PANDOSY STREET SUITE 106,
KELLOWNA BRITISH COLUMBIA V1Y 1P5, BRITISH COLUMBIA, (250) 868-8177 -
4,000,000 (\$9,000,000) COMMON STOCK. (FILE 333-38666 - JUN. 06) (BR.
9)

SB-2 NEUROBIOLOGICAL TECHNOLOGIES INC /CA/, 1387 MARINA WAY S, RICHMOND,
CA
94804 (510) 215-8000 - 1,200,000 (\$7,762,500) COMMON STOCK. (FILE
333-38668 - JUN. 06) (BR. 1)

S-3 RENAISSANCERE HOLDINGS LTD, RENAISSANCE HOUSE, 8-12 EAST BROADWAY,
PEMBROKE HM 19 BERMUDA, D0 00000 (441) 295-4513 - 1,000,000
(\$42,437,500)
COMMON STOCK. (FILE 333-38670 - JUN. 06) (BR. 1)

S-8 IMAGINON INC /DE/, 1313 LAUREL STREET, SUITE 1, SAN CARLOS, CA 94070
 (650) 596-9300 - 2,500,000 (\$2,475,000) COMMON STOCK. (FILE 333-38672
 -
 JUN. 06) (BR. 3)

S-2 FRANKLIN FINANCIAL CORP /TN/, FRANKLIN FINANCIAL CORP, PO BOX 625,
 FRANKLIN, TN 37065 (615) 790-2265 - 16,000 (\$16,000,000) PREFERRED
 STOCK.
 (FILE 333-38674 - JUN. 06) (BR. 7)

S-3 AMSOUTH AUTO RECEIVABLES LLC, P O BOX 11007, BIRMINGHAM, AL 35203
 (205) 326-5300 - 1,000,000 (\$1,000,000) STRAIGHT BONDS. (FILE 333-
 38676 -
 JUN. 06) (NEW ISSUE)

S-4 3DFX INTERACTIVE INC, 4435 FORTRAN DR, SAN JOSE, CA 95134 (408) 935-
 4400
 - 15,037,810 (\$120,603,236.20) COMMON STOCK. (FILE 333-38678 - JUN.
 06)
 (BR. 3)

S-8 INCHORUS COM, 2041 MISSION COLLEGE BLVD, SUITE 259, SANTA CLARA, CA
 95054 (408) 496-6668 - 1,196,493 (\$990,696.20) COMMON STOCK. (FILE
 333-38680 - JUN. 06) (BR. 9)

S-8 BMC INDUSTRIES INC/MN/, ONE MERIDIAN CROSSING, SUITE 850,
 MINNEAPOLIS,
 MN 55423 (612) 851-6000 - 2,000,000 (\$7,625,000) COMMON STOCK. (FILE
 333-38684 - JUN. 06) (BR. 6)

S-3 CWABS INC, 4500 PARK GRANADA, CALABASAS, CA 91302 (818) 225-3240 -
 8,000,000,000 (\$8,000,000,000) STRAIGHT BONDS. (FILE 333-38686 - JUN.
 06)
 (BR. 8)

S-3 COVAD COMMUNICATIONS GROUP INC, 2330 CENTRAL EXPRESSWAY, 300,
 SANTA CLARA, CA 95050 (408) 844-7500 - 5,536,231 (\$162,433,017.54)
 COMMON STOCK. (FILE 333-38688 - JUN. 06) (BR. 7)

S-3 ARROW ELECTRONICS INC, 25 HUB DR, MELVILLE, NY 11747 (516) 391-1300
 -
 775,000 (\$29,504,250) COMMON STOCK. (FILE 333-38692 - JUN. 06) (BR. 5)

S-3 MICROSOFT CORP, ONE MICROSOFT WAY #BLDG 8, NORTH OFFICE 2211,
 REDMOND,
 WA 98052 (425) 882-8080 - 3,000,000 (\$184,500,000) COMMON STOCK. (FILE
 333-38694 - JUN. 06) (BR. 3)

S-8 ALLOS THERAPEUTICS, 7000 NORTH BROADWAY, SUITE 400, DENVER, CO 80221
 (303) 426-6262 - 2,583,183 (\$10,602,440) COMMON STOCK. (FILE 333-38696
 -
 JUN. 06) (BR. 1)

S-3 INAMED CORP, 5540 EKWILL STREET, SUITE D, SANTA BARBARA, CA 93111
 (805) 692-5400 - 5,530,052 (\$213,460,008) COMMON STOCK. (FILE 333-
 38698 -
 JUN. 06) (BR. 5)

S-3 LABORATORY CORP OF AMERICA HOLDINGS, 358 S MAIN ST, BURLINGTON, NC
27215
(336) 229-1127 - 2,500,000 (\$170,546,875) COMMON STOCK. (FILE 333-
38700 -
JUN. 06) (BR. 1)

S-3 WAVO CORP, 3131 E. CAMELBACK RD., SUITE 320, PHOENIX, AZ 85016
(602) 952-5500 - 12,271,425 (\$12,655,521) COMMON STOCK. (FILE 333-
38702 -
JUN. 06) (BR. 3)

S-8 BION ENVIRONMENTAL TECHNOLOGIES INC, 555 17TH ST, STE 3310, DENVER,
CO
80202 (303) 294-0750 - 1,000,000 (\$2,500,000) COMMON STOCK. (FILE
333-38704 - JUN. 06) (BR. 6)

S-8 MCAFEE COM CORP, 2805 BOWERS AVE, SANTA CLARA, CA 95051 (408) 572-
1500
- 3,185,050 (\$65,632,956.25) COMMON STOCK. (FILE 333-38706 - JUN. 06)
(BR. 8)

SB-2 AMERICAN ACCESS TECHNOLOGIES INC, 37 SKYLINE DR, SUITE 1101, LAKE
MARY,
FL 32746 (407) 333-1446 - 5,085,404 (\$17,798,914) COMMON STOCK. (FILE
333-38708 - JUN. 06) (BR. 9)

S-3 NEOTHERAPEUTICS INC, 157 TECHNOLOGY DR, STE J-821, IRVINE, CA 92618
(949) 788-6700 - 660,000 (\$8,221,875) COMMON STOCK. (FILE 333-38710 -
JUN. 06) (BR. 1)

S-8 KOGER EQUITY INC, 8880 FREEDOM CROSSING TRAIL, JACKSONVILLE, FL
32256
(904) 732-1000 - 1,000,000 (\$17,890,000) COMMON STOCK. (FILE 333-38712
-
JUN. 06) (BR. 8)

S-3 STARTEC GLOBAL COMMUNICATIONS CORP, 10411 MOTOR CITY DR, BETHESDA,
MD
20817 (301) 365-8959 - 2,897,988 (\$32,254,606) COMMON STOCK. (FILE
333-38714 - JUN. 06) (BR. 7)

S-1 NET VALUE HOLDINGS INC, 1085 MISSION STREET, SAN FRANCISCO, CA 94103
(415) 575-4755 - 4,942,238 (\$22,400,693) COMMON STOCK. (FILE 333-38716
-
JUN. 06) (BR. 8)

S-1 RELM WIRELESS CORP, 7505 TECHNOLOGY DRIVE, WEST MELBOURNE, FL 32904
(215) 430-3900 - 1,000 (\$2,375,000) COMMON STOCK. 466,153
(\$1,514,999.25)
WARRANTS, OPTIONS OR RIGHTS. (FILE 333-38718 - JUN. 07) (BR. 5)