

# SEC NEWS DIGEST

Issue 2000-128

July 6, 2000

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## COMMISSION ANNOUNCEMENTS

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### COMMISSION MEETINGS

#### CLOSED MEETING – THURSDAY, JULY 13, 1000 – 11:00 A.M.

The subject matter of the closed meeting scheduled Thursday, July 13 will be: Institution and settlement of injunctive actions; and Institution and settlement of administrative proceedings of an enforcement nature.

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.

#### **SEC CHAIRMAN LEVITT PRAISES GAO ON MUTUAL FUND FEE STUDY**

Chairman Arthur Levitt praised the General Accounting Office's report on mutual fund fees. The report, which was delivered to the House Chairman of the Subcommittee on Finance and Hazardous Materials and the Ranking Member of the Committee on Commerce, was issued today.

Chairman Levitt said, "The report provides a comprehensive analysis of mutual fund fees and the market forces that impact those fees. I commend the GAO for this important effort. Just as our investor education and disclosure efforts are designed to provide mutual fund investors the tools they need to make wise investment choices, the GAO's report also will contribute to the public dialogue on this important issue."

In recent years, the Commission has focused on mutual fund disclosure in an effort to make fund fees and expenses more transparent to investors. Most recently, the Commission proposed a rule that would require mutual funds to report standardized investment returns on an after-tax basis in prospectuses and shareholder reports so that investors can compare funds and understand the impact of taxes on performance.

The Commission has mounted an extensive investor education campaign designed to improve the financial literacy of investors. The Commission is a major sponsor of the Facts on Saving and Investing Campaign, a joint effort among government agencies, financial industry associations, and consumer organizations to help Americans get the facts they need to invest wisely. In addition, the Commission has posted on its website ([www.sec.gov](http://www.sec.gov)) information and tools designed to educate fund investors. For example, the website contains a brochure about investing in mutual funds ([www.sec.gov/consumer/mperf.htm](http://www.sec.gov/consumer/mperf.htm)), as well as a Mutual Fund Cost Calculator, which is a tool investors can use to calculate and compare the costs of mutual funds with various fee structures ([www.sec.gov/mfcc/mfcc-int.htm](http://www.sec.gov/mfcc/mfcc-int.htm)).

Moreover, the Commission is now considering a rule proposal designed to strengthen the role of mutual fund directors and to assist them in performing their duties as watchdogs for the interests of shareholders, including the important duty of overseeing mutual fund fee levels. (Press Rel. 2000-92)

## **PUBLIC APPEARANCES OF SENIOR COMMISSION OFFICIALS -- JULY 2000**

The following is a schedule for July 2000 of the public appearances of SEC officials, including the Chairman, Commissioners and senior staff members. For additional information on events hosted by groups other than the Commission, please call the contact numbers listed. As events are subject to change, please confirm them with the SEC's Office of Public Affairs or the sponsoring organizations.

When: Monday, July 10, 9:40 am -10:30 am

Who: Chairman Arthur Levitt

Lynn Turner, Chief Accountant

What: O'Malley Hearings, Testimony Concerning Audit Effectiveness

Where: TIAA-CREF Building, 730 Third Avenue, New York

Contact: Charles Reis, (212) 840-1661

When: Monday, July 10 (Martin 8:00 am – 9:30 am; Nazareth 10:30 am – 12:30 pm)

Who: David Martin, Director, Division of Corporation Finance

Annette Nazareth, Director, Division of Market Regulation

What: American Bar Association, Annual Meeting

Where: Marriot Marquis, New York

Contact: Robert Snoddy (212) 333-6380

When: Tuesday, July 25, 6:00 pm

Who: Chairman Arthur Levitt

What: Investors Town Meeting

Where: Cleveland Convention Center

Contact: John Nester, (202) 942-7083

When: Friday, July 28, 9:00 am

Who: Commissioner Unger

What: Practising Law Institute

7 Securities Law on the Internet  
Where: The Sheraton Palace Hotel, San Francisco, CA  
Contact: Office of Public Affairs (202) 942-0020

When: Friday, July 28  
Who: Paul Roye, Director, Division of Investment Management  
What: SEC-SIC Career Fair  
Where: New York  
Contact: Joseph Hairston, (202) 942-0050

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## ENFORCEMENT PROCEEDINGS

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### **HENRY SCHMIDT FOUND TO HAVE COMMITTED SECURITIES FRAUD IN OPERATION OF CINCINNATI-BASED PONZI SCHEME**

The Commission announced that in a decision dated June 9, 2000, the Honorable Sandra S. Beckwith of the United States District Court for the Southern District of Ohio has held that Henry Benjamin Schmidt violated the antifraud provisions, as well as other provisions, of the federal securities laws. Schmidt, age 66, resides in St. Petersburg, Florida. Schmidt co-founded, owned, and operated Ben Mar Investments, Inc. (Ben Mar), an unregistered investment adviser in the Greater Cincinnati area. Ben Mar effectively operated as a Ponzi scheme from 1992 through March 1995, resulting in investor losses in excess of \$12 million. Mark Gatch, the co-founder and owner of Ben Mar, of Amelia, Ohio, previously settled the Commission's civil action against him, and is serving a five-year prison term in connection with his operation of Ben Mar.

The Court, in ruling for the Commission on all counts of the complaint, found that Schmidt: (1) recklessly made representations to investors regarding Ben Mar's trading strategy and performance, in violation of the antifraud provisions of the federal securities laws; (2) sold unregistered securities in violation of Section 5 of the Securities Act of 1933; (3) aided and abetted Mark Gatch's violations of Section 203 of the Investment Advisers Act of 1940; and (4) failed to provide for an independent annual audit of funds and securities held on behalf of clients, in violation of Section 206(4) of the Investment Advisers Act of 1940 and Rule 206(4)-2 thereunder.

Judge Beckwith permanently enjoined Schmidt from further violations of these provisions of the federal securities laws, finding that Schmidt had a past history of defying court orders, that he had demonstrated a nonchalant attitude towards manners of compliance, and that he had shown an inclination to engage in risky enterprises with little regard for the legal requirements attendant to the project. Judge Beckwith further ordered that Schmidt disgorge over \$1.8 million dollars in ill-gotten gains, representing amounts Schmidt withdrew from the Ben Mar Fund before its March 1995 collapse. Judge Beckwith found that third-tier civil penalties against Schmidt were also appropriate, but declined to impose the penalty in light of the amount of disgorgement

ordered. The parties are to submit proposals to the Court for the schedule and terms for payment of disgorgement.

For further information, see Litigation Release No. 15394 (June 25, 1997) and Litigation Release No. 15530 (October 7, 1997). [SEC v. Mark Gatch and Henry Benjamin Schmidt, Case No. C-1-97-599, SSB, S.D. Ohio, W.D.] (LR-16618)

### **CIVIL ACTION AGAINST INTERNET BROADCAST GROUP, ET AL.**

The Commission announced that on June 19, 2000, the Honorable Stanley S. Harris, United States District Court Judge for the District of Columbia entered a Final Judgment as to Relief Defendants Able Private Cable and Satellite Corp. (Able), Martha Kittay (personal representative of the estate of Michael Kittay), William Trower and James Osborn (Relief Defendants). The Commission's complaint, which was filed on September 26, 1996, alleged that the Relief Defendants received funds from the defendants which, unbeknownst to Relief Defendants, had been unlawfully raised from investors. More specifically, the complaint alleged that the Relief Defendants were paid investor funds for the purchase of Able by defendants, and that upon defendants' default under the purchase agreement, the Relief Defendants retained the monies in a constructive trust for the benefit of investors.

Without admitting or denying the Commission's allegations, the Relief Defendants consented to the entry of the final judgment which requires them, jointly and severally, to pay the amount of \$50,000. These monies will be deposited into the IBG Disgorgement Fund in settlement of the Commission's claim. For further information see Lit. Rel. Nos. 15074, 15383 and 15778. [SEC v. Internet Broadcast Group et al., Civil Action No. 96-2226, SSH, D.D.C.] (LR-16617)

### **SEC FILES NEW AND EXPANDED CHARGES AGAINST TWO DEFENDANTS IN NEI WEBWORLD INTERNET STOCK MANIPULATION CASE; BOTH PLEAD GUILTY TO CRIMINAL CHARGES**

The Commission today filed an amended complaint against two Southern California residents detailing new and expanded civil fraud charges of manipulating the prices of thinly-traded stocks by spreading false information on Internet message boards. The SEC charges that defendants Arash Aziz-Golshani and Hootan Melamed carried out an Internet fraud scheme relating to the securities of several issuers, in addition to the securities of NEI Webworld, Inc., the subject of the SEC's original complaint filed in December 1999. In related criminal proceedings, the United States Attorney's Office for the Central District of California announced today that Aziz-Golshani and Melamed have pled guilty to charges based on the same conduct alleged in the SEC's original complaint.

The original complaint charged Aziz-Golshani, Melamed, and a third defendant, Allen Derzakharian, with stock price manipulation in violation of federal securities laws for disseminating fraudulent statements on the Internet in November 1999 falsely claiming

that NEI Webworld, Inc. would be acquired, and trading to take advantage of that fraudulent information. The amended complaint alleges that Aziz-Golshani and Melamed engaged in similar fraudulent conduct with respect to the securities of other issuers during the time period April 1999 to October 1999. It alleges that Aziz-Golshani did so with respect to eleven issuers: JustWebbit.com, iChargeit, Inc., WorldTradeShow.com, Inc., E\*twoMedia.com, Inc., Encounter.com, Inc., Classified Online.com, Virtual Games, Inc., Foodvision.com, Inc., YouTicket.com, Inc., Fashionmall.com, Inc., and Casino Pirata.com LTD; and that Melamed did so with respect to JustWebbit.com and Foodvision.com, Inc. It alleges that Aziz-Golshani made illicit profits of approximately \$321,000, in addition to the \$152,742 in illicit profits from his trading in NEI Webworld, Inc., for a total of \$473,742. It alleges that Melamed made illicit profits of approximately \$1928 in addition to the \$211,250 in illicit profits held in a joint account with Derzakharian from his trading in NEI Webworld, Inc. A preliminary injunction and asset freeze against the three defendants remains in effect. [SEC v. Aziz-Golshani, et al., Case No. 99-13139 CBM, AJWx] (LR-16620)

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## **SELF-REGULATORY ORGANIZATIONS**

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### **PROPOSED RULE CHANGES**

The Government Securities Clearing Corporation filed a proposed rule change (SR-GSCC-00-04) under Section 19(b) (1) of the Exchange Act. The proposed rule change would allow GSCC to accept non-Fedwire eligible mortgage-backed securities for processing in GSCC's GCF Repo Service. Publication of the proposal is expected in the Federal Register during the week of July 3. (Rel. 34-42996)

The Government Securities Clearing Corporation filed a proposed rule change (SR-GSCC-00-01) under Section 19(b)(1) of the Exchange Act. The proposed rule change would allow GSCC to amend its rules to allow it enter into repurchase transactions with GSCC netting members and clearing agent bank members. Publication of the proposal is expected in the Federal Register during the week of July 3. (Rel. 34-42997)

### **IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE**

A proposed rule change filed by the National Association of Securities Dealers relating to SelectNet fees (SR-NASD-00-41) has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. (Rel. 34-43001)

### **WITHDRAWALS SOUGHT**

A notice has been issued giving interested persons until July 25 to comment on the application of FuelCell Energy, Inc. to withdraw its Common Stock, \$.0001 par value, from listing and registration on the American Stock Exchange. (Rel. 34-43007)

A notice has been issued giving interested persons until July 25 to comment on the application of Diodes Incorporated to withdraw its Common Stock, \$.66-2/3 par value, from listing and registration on the American Stock Exchange. (Rel. 34-43008)

## DELISTING GRANTED

An order has been issued granting the application of Reunion Industries, Inc. to withdraw its Common Stock, \$.01 par value, from listing and registration on the Pacific Exchange. (Rel. 34-43009)

## NATIONAL MARKET SYSTEM PLANS

The Commission extended the pilot approval of the Reporting Plan for Nasdaq/National Market Securities Traded on an Exchange on an Unlisted or Listed Basis (OTC/UTP Plan) through March 31, 2001. Publication of the proposal is expected in the Federal Register during the week of July 3. (Rel. 34-43005)

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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.

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>.

F-6 INFOVISTA SA /ADR/, MANUEL ORILLAC/SHERMAN & STERLING,  
114 AVENUE DES CHAMPS-ELYSEES, 75009 PARIS FRANCE, IO - 20,000,000  
(\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12152 -  
JUN. 21) (BR. 99 - NEW ISSUE)

F-6 LIBERTEL NV /ADR/, MORGAN GUARANTY TRUST CO OF NEW YORK, 60 WALL ST,  
NEW YORK, NY 10260 (212) 648-3250 - 20,000,000 (\$1,000,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12166 - JUN. 22) (BR.  
99  
- NEW ISSUE)

F-6 PRUDENTIAL PLC /ADR/, MORGAN GUARANTY TRUST CO OF NY, 60 WALL ST,  
NEW YORK, NY 10260 (212) 648-3250 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12168 - JUN. 22) (BR.  
99  
- NEW ISSUE)

S-8 MI SCHOTTENSTEIN HOMES INC, 3 EASTON OVAL S<sup>m</sup> 500, COLUMBUS, OH  
43219 (614) 418-8000 - 100,000 (\$1,590,625) COMMON STOCK. (FILE 333-40256 - JUN. 28) (BR. 6)

S-8 FORD MOTOR CO, THE AMERICAN RD, DEARBORN, MI 48121 (313) 322-3000 -  
250,000 (\$10,476,575) COMMON STOCK. (FILE 333-40258 - JUN. 28) (BR. 5)

S-8 FORD MOTOR CO, THE AMERICAN RD, DEARBORN, MI 48121 (313) 322-3000 -  
1,253,108 (\$52,513,119.78) COMMON STOCK. (FILE 333-40260 - JUN. 28)  
(BR. 5)

S-3 EUROGAS INC, 942 EAST 7145 SOUTH, #101A, MIDVALE, UT 84047  
(801) 255-0862 - 21,000,000 (\$16,170,000) COMMON STOCK. (FILE 333-  
40262 - JUN. 28) (BR. 2)

S-8 PROCTER & GAMBLE CO, ONE PROCTER & GAMBLE PLZ, CINCINNATI, OH 45202  
(513) 983-1100 - 100,000 (\$5,537,500) COMMON STOCK. (FILE 333-40264 -  
JUN. 28) (BR. 2)

S-8 SUN BANCORP INC, P O BOX 57, 2-16 SOUTH MARKET ST, SELINSGROVE, PA  
17870 (570) 374-1131 - 100,000 (\$1,512,500) COMMON STOCK. (FILE 333-40266 -  
JUN. 28) (BR. 7)

S-8 CENTRA SOFTWARE INC, 430 BEDFORD STREET, LEXINGTON, MA 02420  
(781) 861-7000 - 6,420,989 (\$44,910,535.33) COMMON STOCK. (FILE 333-  
40268 - JUN. 28) (BR. 8)

S-8 TRANS ENERGY INC, 210 SECOND ST, PO BOX 393, ST MARYS, WV 26170  
(304) 684-7053 - 1,000,000 (\$110,000) COMMON STOCK. (FILE 333-40270 -  
JUN. 28) (BR. 4)

S-8 TRANS ENERGY INC, 210 SECOND ST, PO BOX 393, ST MARYS, WV 26170  
(304) 684-7053 - 30,000 (\$3,300) COMMON STOCK. (FILE 333-40272 - JUN.  
28) (BR. 4)

N-2 HANCOCK JOHN VENTURE TECHNOLOGY FUND, 101 HUNTINGTON AVE, BOSTON, MA  
02199 (617) 375-1702 - \$100,000,000 COMMON SHARES OF BENEFICIAL  
INTEREST.  
(FILE 333-40274 - JUN. 28) (BR. 17)

S-8 PAREXEL INTERNATIONAL CORP, 195 WEST ST, WALTHAM, MA 02151  
(781) 487-9900 - 800,000 (\$7,300,000) COMMON STOCK. (FILE 333-40276 -  
JUN. 28) (BR. 1)

S-8 ELECTRONIC IDENTIFICATION INC, 1200 W PENDER ST SUITE 411,  
VANCOUVER BRITISH COLUMBIA, CANADA V6E 2S9, A1 00000 (310) 229-5722 -  
500,000 (\$703,000) COMMON STOCK. (FILE 333-40278 - JUN. 28) (BR. 9)

S-8 BOK FINANCIAL CORP ET AL, BANK OF OKLAHOMA TOWER, PO BOX 2300,  
TULSA, OK  
74192 (918) 588-6416 - 10,000 (\$168,125) COMMON STOCK. (FILE 333-40280  
- )

JUN. 28) (BR. 7)

S-8 MERCK & CO INC, ONE MERCK DR, P O BOX 100, WHITEHOUSE STATION, NJ  
08889  
(908) 423-4044 - 150,939 (\$10,910,067.14) COMMON STOCK. (FILE 333-  
40282 -  
JUN. 28) (BR. 1)

S-8 STEREOSCAPE COM INC, 3440 HIGHWAY 9 SOUTH, FREEHOLD, NJ 07728  
(732) 462-7767 - 600,000 (\$600,000) COMMON STOCK. (FILE 333-40284 -  
JUN. 28) (BR. 9)

S-8 COMMAND SYSTEMS INC, 76 BATTERSON PARK ROAD, FARMINGTON, CT 06032  
(860) 409-2000 - 150,000 (\$271,875) COMMON STOCK. (FILE 333-40288 -  
JUN. 28) (BR. 3)

S-8 NUTRACEUTIX INC, 8340 154TH AVENUE NE, REDMOND, WA 98052 (425) 883-  
9518  
- 1,000,000 (\$437,500) COMMON STOCK. (FILE 333-40290 - JUN. 28) (BR.  
9)

S-8 INSILICON CORP, 411 EAST PLUMCRIA DRIVE, SAN JOSE, CA 95134 -  
4,098,680  
(\$35,785,764) COMMON STOCK. (FILE 333-40292 - JUN. 28) (BR. 5)

S-1 INDUSTRIAL ECOSYSTEMS INC, 2040 WEST BROADWAY, STE 10, BLOOMFIELD,  
NM  
87413 (505) -63-2-17 - 21,900,000 (\$2,190,000) COMMON STOCK. (FILE  
333-40296 - JUN. 28) (BR. 9)

S-8 ABINGTON BANCORP INC, 536 WASHINGTON STREET, ABINGTON, MA 02351  
(781) 882-9822 - 150,000 (\$1,345,312.50) COMMON STOCK. (FILE 333-40298  
-  
JUN. 28) (BR. 7)

S-8 INTERGRAPH CORP, THIGPEN HQ011 #9384, HUNTSVILLE, AL 35894  
(256) 730-2000 - 3,000,000 (\$20,625,000) COMMON STOCK. (FILE 333-40300  
-  
JUN. 28) (BR. 3)

S-3 PRIDE INTERNATIONAL INC, 5847 SAN FELIPE ST ST 3300, HOUSTON, TX  
77057  
(713) 789-1400 - 6,000,000 (\$147,540,000) COMMON STOCK. (FILE 333-  
40302 -  
JUN. 28) (BR. 4)

S-1 GLOBAL WATER TECHNOLOGIES INC, 1767 DENVER WEST BOULEVARD, SUITE C-  
500,  
GOLDEN, CO 80401 (303) 215-1100 - 1,608,500 (\$257,360) COMMON STOCK.  
(FILE 333-40306 - JUN. 28) (BR. 6)

S-3 COMMUNITY BANCORP /VT, DERBY ROAD, DERBY, VT 05829 (802) 334-7915 -  
250,000 (\$2,531,250) COMMON STOCK. (FILE 333-40308 - JUN. 28) (BR. 7)

S-8 DOUBLECLICK INC, 450 W 33RD ST, 16TH FL, NEW YORK, NY 10001



12) 381-5784 - 32,296 (\$69,436.40) COMMON STOCK. (FILE 333-40310 - JUN. 28) (BR. 2)

SB-2 BERGAMO ACQUISITION CORP, 2600 MICHAELSON DRIVE, SUITE 490, IRVINE, CA 92612 (949) 475-9600 - 500,000 (\$500,000) COMMON STOCK. (FILE 333-40312 - JUN. 28) (BR. 9)

S-4 REGIONS FINANCIAL CORP, PO BOX 10247, BIRMINGHAM, AL 35202 (205) 944-1300 - 1,025,135 (\$4,756,610) COMMON STOCK. (FILE 333-40314 - JUN. 28) (BR. 7)

SB-2 WESTNET COMMUNICATION GROUP INC, 2921 N TENAYA WAY SUITE 218, LAS VEGAS, NV 89128 (702) 947-4877 - 3,500,000 (\$140,000) COMMON STOCK. (FILE 333-40318 - JUN. 28) (BR. 9)

S-3 SAFESCIENCE INC, 31 ST. JAMES AVENUE, 8TH FLOOR, BOSTON, MA 02116 (617) -42-2-06 - 401,962 (\$2,041,204) COMMON STOCK. (FILE 333-40322 - JUN. 28) (BR. 1)

S-8 QUERYOBJECT SYSTEMS CORP, ONE EXPRESS PLAZA, SUITE 208, ROSLYN HEIGHTS, NY 11577 - 1,391,667 (\$5,016,809.57) COMMON STOCK. (FILE 333-40324 - JUN. 28) (BR. 9)

S-8 APTARGROUP INC, 475 W TERRA COTTA AVE, STE E, CRYSTAL LAKE, IL 60014 (815) 477-0424 - 2,080,000 (\$58,240,000) COMMON STOCK. (FILE 333-40326 - JUN. 28) (BR. 6)

S-8 QUIKSILVER INC, 15202 GRAHAM STREET, HUNTINGTON BEACH, CA 92649 (714) -88-9-22 - 770,000 (\$8,806,875) COMMON STOCK. (FILE 333-40328 - JUN. 28) (BR. 2)

S-8 GENUS INC, 1139 KARLSTAD DR, SUNNYVALE, CA 94089 (408) 747-7120 - 1,100,000 (\$8,736,718.75) COMMON STOCK. (FILE 333-40332 - JUN. 28) (BR. 5)

S-4 STRYKER CORP, 2725 FAIRFIELD ROAD, KALAMAZOO, MI 49002 (616) 385-2600 - 5,287,198 (\$9,939,932) COMMON STOCK. (FILE 333-40334 - JUN. 28) (BR. 5)

S-8 ISIS PHARMACEUTICALS INC, 2292 FARADAY AVE, CARLSBAD, CA 92008 (760) 931-9200 - 2,190,000 (\$17,235,811) COMMON STOCK. (FILE 333-40336 - JUN. 28) (BR. 1)

S-1 KANA COMMUNICATIONS INC, 740 BAY RD, REDWOOD CITY, CA 94063 (650) 325-9850 - 2,500,000 (\$134,843,750) COMMON STOCK. (FILE 333-40338 - JUN. 28) (BR. 8)

S-3 EXODUS COMMUNICATIONS INC, 2831 MISSION COLLEGE BLVD, SANTA CLARA,  
CA 95054 (408) 346-2200 (FILE 333-40340 - JUN. 28) (BR. 8)

S-8 PETER KIEWIT SONS INC /DE/, 1000 KIEWIT PLAZA, 3555 FARNAM STREET,  
OMAHA, NE 68131 (402) 943-1321 - 1,600,000 (\$22,560,000) COMMON STOCK.  
(FILE 333-40342 - JUN. 28) (BR. 6)

S-8 HNC SOFTWARE INC/DE, 5935 CORNERSTONE CT W, SAN DIEGO, CA 92121  
(858) 546-8877 - 2,150,000 (\$111,396,875) COMMON STOCK. (FILE 333-  
40344 - JUN. 28) (BR. 3)

S-8 BRAUN CONSULTING INC, 30 WEST MONROE STREET, SUITE 300, CHICAGO, IL  
60603 (312) 984-7000 - 500,000 (\$11,750,000) COMMON STOCK. (FILE  
333-40346 - JUN. 28) (BR. 8)

S-8 WORLDQUEST NETWORKS INC, 16990 DALLAS PARKWAY, SUITE 220, DALLAS, TX  
75248 (972) 818-0460 - 167,867 (\$1,164,578) COMMON STOCK. (FILE 333-  
40348 - JUN. 28) (BR. 9)

S-8 WORLDQUEST NETWORKS INC, 16990 DALLAS PARKWAY, SUITE 220, DALLAS, TX  
75248 (972) 818-0460 - 500,000 (\$3,468,750) COMMON STOCK. (FILE 333-  
40350 - JUN. 28) (BR. 9)

S-4 AVIATION GROUP INC, 700 N PEARL ST, SUITE 2170, DALLAS, TX 75201  
(214) 922-8100 - 120,000,000 (\$270,000,000) COMMON STOCK. 2,160  
(\$21,600,000) PREFERRED STOCK. (FILE 333-40352 - JUN. 28) (BR. 5)

S-8 ADC TELECOMMUNICATIONS INC, 12501 WHITEWATER DR, MINNETONKA, MN  
55343 (952) 946-2324 - 4,350,000 (\$358,061,550) COMMON STOCK. (FILE 333-  
40354 - JUN. 28) (BR. 7)

S-8 BLAZE SOFTWARE INC, 150 ALMADEN BOULEVARD, SAN JOSE, CA 95113  
(408) -27-5-69 - 6,192,090 (\$31,369,443.81) COMMON STOCK. (FILE 333-  
40366 - JUN. 29) (BR. 3)

S-8 SYNOVUS FINANCIAL CORP, 901 FRONT AVENUE, STE 301, COLUMBUS, GA  
31901 (706) 649-2267 - 11,000,000 (\$198,660,000) COMMON STOCK. (FILE 333-  
40368 - JUN. 29) (BR. 7)

S-8 PERINI CORP, 73 MT WAYTE AVE, FRAMINGHAM, MA 01701 (508) 628-2000 -  
3,000,000 (\$12,600,000) COMMON STOCK. (FILE 333-40370 - JUN. 29) (BR.  
6)

S-8 FLUOR CORP/DE/, ONE ENTERPRISE DRIVE, ALISO VIEJO, CA 92656  
(949) 34-9-20 - 1,000,000 (\$32,062,500) COMMON STOCK. (FILE 333-40372  
- JUN. 29) (BR. 6)

S-8 MODINE MANUFACTURING CO, 1500 DEKOVEN A RACINE, WI 53403  
(414) 636-1200 - 500,000 (\$13,531,250) COMMON STOCK. (FILE 333-40374 -  
JUN. 29) (BR. 5)

S-8 IVEX PACKAGING CORP /DE/, 100 TRI STATE DR, SUITE 200, LINCOLNSHIRE,  
IL  
60069 (708) 945-9100 - 1,500,000 (\$14,203,125) COMMON STOCK. (FILE  
333-40376 - JUN. 29) (BR. 6)

S-8 GALILEO INTERNATIONAL INC, 9700 WEST HIGGINS ROAD, ROSEMONT, IL  
60018  
(847) 518-4000 - 500,000 (\$11,078,000) COMMON STOCK. (FILE 333-40378 -  
JUN. 29) (BR. 3)

S-8 RANGE RESOURCES CORP, 500 THROCKMORTON ST, FORTH WORTH, TX 76102  
(817) 870-2601 - 450,000 (\$1,406,250) COMMON STOCK. (FILE 333-40380 -  
JUN. 29) (BR. 4)

N-2 VCVILLAGE COM OPPORTUNITY FUND LLC, 325 W 38TH ST, STE 1504, NEW  
YORK,  
NY 10018 (212) 736-2223 - 100,000,000 (\$100,000,000) COMMON STOCK.  
(FILE  
333-40382 - JUN. 29) (BR. 16)

S-4 HERITAGE COMMERCE CORP, 150 ALMADEN BOULEVARD, SAN JOSE, CA 95113  
(408) 947-6900 - 3,760,000 (\$33,725,373) COMMON STOCK. (FILE 333-40384  
-  
JUN. 29) (BR. 7)

S-8 COMMERCE BANCORP INC /NJ/, COMMERCE ATRIUM, 1701 RTE 70 E, CHERRY  
HILL,  
NJ 08034 (609) 751-9000 - 5,000,000 (\$225,937,500) COMMON STOCK. (FILE  
333-40386 - JUN. 29) (BR. 7)

S-3 FORTEL INC /CA/, 46328 LAKEVIEW BLVD, FREMONT, CA 94538 (510) 440-  
9600  
- 387,500 (\$811,328) COMMON STOCK. (FILE 333-40388 - JUN. 29) (BR. 4)

S-8 LIBERTY DIGITAL INC, 67 IRVING PLACE NORTH 4TH FLOOR, NEW YORK, NY  
10003  
(212) 387-7700 - 381,696 (\$13,275,864) COMMON STOCK. (FILE 333-40390 -  
JUN. 29) (BR. 7)

S-8 JAKKS PACIFIC INC, 22761 PACIFIC COAST HWY, #B202, MALIBU, CA 90265  
(310) 456-7799 - 650,000 (\$10,034,375) COMMON STOCK. (FILE 333-40392 -  
JUN. 29) (BR. 5)

S-8 VULCAN MATERIALS CO, 1200 URBAN CENTER DRIVE, BIRMINGHAM, AL 35224  
(205) 298-3000 - 500,000 (\$62,625,000) COMMON STOCK. (FILE 333-40394 -  
JUN. 29) (BR. 4)

S-8 VIASAT INC, 6155 EL CAMINO REAL, CARLSBAD, CA 92009 (760) -47-6-22 -  
250,000 (\$11,625,000) COMMON STOCK. (FILE 333-40396 - JUN. 29) (BR. 7)

S-8 IBT BANCORP INC, 309 MAIN ST, IRWIN, PA 15642 (724) 863-3100 -  
300,000  
(\$7,111,000) COMMON STOCK. (FILE 333-40398 - JUN. 29) (BR. 7)

S-8 PULITZER INC, 900 N TUCKER BLVD, ST LOUIS, MO 63101 (314) 340-8402 -  
300,000 (\$12,009,375) COMMON STOCK. (FILE 333-40400 - JUN. 29) (BR. 5)

SB-2 AJK PERFECT RENAISSANCE INC, 20533 BISCAYNE BLVD, #4-108, AVENTURA,  
FL  
33180 (305) 932-1006 - 2,204,095 (\$3,300,160) COMMON STOCK. (FILE  
333-40402 - JUN. 29) (BR. 9 - NEW ISSUE)

S-8 DATUM INC, 9975 TOLEDO WAY, IRVINE, CA 92618 (949) 598-7500 -  
200,000  
(\$4,087,600) COMMON STOCK. (FILE 333-40404 - JUN. 29) (BR. 5)

S-3 FIBERCORE INC, 253 WORCESTER RD, PO BOX 180, CHARLTON, MA 01507  
(508) 248-3900 - 8,385,871 (\$41,929,355) COMMON STOCK. (FILE 333-40406  
-  
JUN. 29) (BR. 6)

S-3 BOSTON LIFE SCIENCES INC /DE, 137 NEWBURY STREET, 8TH FLOOR, BOSTON,  
MA  
02116 (617) 425-0200 - 2,383,956 (\$21,121,850) COMMON STOCK. (FILE  
333-40408 - JUN. 29) (BR. 1)

S-8 FAIRCHILD SEMICONDUCTOR INTERNATIONAL INC, 82 RUNNING HILL RD,  
SOUTH PORTLAND, ME 04106 (207) 775-8100 - 3,500,000 (\$136,172,050)  
COMMON STOCK. (FILE 333-40412 - JUN. 29) (BR. 5)

S-8 FAIRCHILD SEMICONDUCTOR INTERNATIONAL INC, 82 RUNNING HILL RD,  
SOUTH PORTLAND, ME 04106 (207) 775-8100 - 3,873,664 (\$150,709,933)  
COMMON STOCK. (FILE 333-40416 - JUN. 29) (BR. 5)

S-8 K2 DESIGN INC, C/O NEW YORK INFORMATION TECHNOLOGY CENT,  
30 BROAD STREET, NEW YORK, NY 10004 - 800,000 (\$4,816,800) COMMON  
STOCK.  
(FILE 333-40418 - JUN. 29) (BR. 8)

S-8 ORAPHARMA INC, 732 LOUIS DRIVE, STE 2000, WARMINSTER, PA 18974  
(215) 956-2200 - 586,772 (\$206,200) COMMON STOCK. (FILE 333-40420 -  
JUN. 29) (BR. 1)

S-1 WESTPORT RESOURCES CORP, 410 17TH ST, STE 2300, DENVER, CO 80202  
(303) 573-5404 - \$100,000,000 COMMON STOCK. (FILE 333-40422 - JUN. 29)  
(BR. 4 - NEW ISSUE)

S-3 STATE BANCORP INC, 2 JERICHO PLZ, JERICHO, NY 11753 (516) 437-1000 -  
1,000,000 (\$12,500,000) COMMON STOCK. (FILE 333-40424 - JUN. 29) (BR.  
7)

S-3 SALOMON BROTHERS MORTGAGE SECURITIES VII INC, 390 GREENWICH STREET,  
4TH FLOOR, NEW YORK, NY 10013 (212) 723-8604 - 100,000,000  
(\$100,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-40426 - JUN. 29) (BR. 8)

S-8 INTEGRATED CIRCUIT SYSTEMS INC, 2435 BLVD OF THE GENERALS,  
NORRISTOWN,  
PA 19403 (610) 630-5300 - 7,000,000 (\$99,750,000) COMMON STOCK. (FILE  
333-40428 - JUN. 29) (BR. 5)

S-8 INTERNAP NETWORK SERVICES CORP/WA, TWO UNION SQUARE 601 UNION ST,  
SUITE 1000, SEATTLE, WA 98101 (206) 441-8800 - 1,346,840 (\$10,532,289)  
COMMON STOCK. (FILE 333-40430 - JUN. 29) (BR. 8)

S-8 ALLEGHENY ENERGY INC, 10435 DOWNSVILLE PIKE, HAGERSTOWN, MD 21740  
(301) 790-3400 - 1,000,000 (\$28,468,750) COMMON STOCK. (FILE 333-40432  
-  
JUN. 29) (BR. 2)

S-8 EDWARDS LIFESCIENCES CORP, 17221 RED HILL AVE, IRVINE, CA 92614  
(949) 250-2500 - 125,000 (\$2,492,500) COMMON STOCK. (FILE 333-40434 -  
JUN. 29) (BR. 1)

S-8 ORAPHARMA INC, 732 LOUIS DRIVE, STE 2000, WARMINSTER, PA 18974  
(215) 956-2200 - 1,250,000 (\$14,925,000) COMMON STOCK. (FILE 333-40438  
-  
JUN. 29) (BR. 1)

S-8 ANTIGENICS INC /DE/, 630 FIFTH AVENUE SUITE 2170, NEW YORK, NY 10111  
(212) 332-4774 - 300,000 (\$4,354,800) COMMON STOCK. (FILE 333-40440 -  
JUN. 29) (BR. 1)

S-8 ANTIGENICS INC /DE/, 630 FIFTH AVENUE SUITE 2170, NEW YORK, NY 10111  
(212) 332-4774 - 4,800,000 (\$69,676,800) COMMON STOCK. (FILE 333-40442  
-  
JUN. 29) (BR. 1)

SB-2 BODYGUARD RECORDS COM INC, 138 FULTON STREET, NEW YORK, NY 10038  
(212) 571-2179 - 400,000 (\$1,000,000) COMMON STOCK. (FILE 333-40444 -  
JUN. 29) (BR. 9 - NEW ISSUE)

S-8 INTERLIANT INC, TWO MANHATTANVILLE ROAD, PURCHASE, NY 10577  
(914) 640-9000 - 5,288,183 (\$109,399,285) COMMON STOCK. (FILE 333-  
40446 -  
JUN. 29) (BR. 8)

S-3 SOCRATES TECHNOLOGIES CORP, 8133 LEESBURG PIKE, SUITE 760, VIENNA,  
VA  
22183 (703) 356-5353 - 8,000,000 (\$8,000,000) COMMON STOCK. (FILE  
333-40448 - JUN. 29) (BR. 3)

S-8 INTERLIANT INC, TWO MANHATTANVILLE ROAD, PURCHASE, NY 10577  
(914) 640-9000 - 1,500,000 (\$31,031,250) COMMON STOCK. (FILE 333-40450  
-  
JUN. 29) (BR. 8)

S-3 AMERIGON INC, 5462 IRWINDALE AVENUE, IRWINDALE, CA 91760 (626) 815-  
7400  
- 2,500,000 (\$18,281,250) COMMON STOCK. (FILE 333-40454 - JUN. 29)  
(BR. 5)

S-8 CONCORD COMMUNICATIONS INC, 600 NICKERSON RD, MARLBORO, MA 01752  
(508) 460-4646 - 785,000 (\$29,879,062.50) COMMON STOCK. (FILE 333-  
40456 -  
JUN. 29) (BR. 3)

S-8 MGC COMMUNICATIONS INC, 171 SULLYS TRAIL, SUITE 202, PITTSFORD, NY  
14534 (716) 218-6550 - 46,674 (\$2,348,285.62) COMMON STOCK. (FILE 333-40458  
- JUN. 29) (BR. 7)

S-1 INTERNATIONAL FUEL TECHNOLOGY INC, 7777 BONHOMME, SUITE 1920, ST.  
LOUIS, MO 63105 (314) 727-3333 - 8,000,000 (\$4,800,000) COMMON STOCK. (FILE  
333-40460 - JUN. 29) (BR. 9)

S-8 DIGITAS INC, 800 BOYLSTON STREET, PRUDENTIAL TOWER, BOSTON, MA 02199  
40462 - (617) 867-1000 - 40,425,186 (\$269,907,668) COMMON STOCK. (FILE 333-  
JUN. 29) (BR. 8)

S-4 MOLECULAR DEVICES CORP, 1311 ORLEANS DR, SUNNYVALE, CA 94089  
40464 - (408) 747-1700 - 5,057,135 (\$324,499,503) COMMON STOCK. (FILE 333-  
JUN. 29) (BR. 5)

S-8 CALIPER TECHNOLOGIES CORP, 605 FAIRCHILD DRIVE, STE 405, MOUNTAIN  
VIEW, CA 94043 (650) 623-0700 - 1,624,521 (\$73,611,107.81) COMMON STOCK.  
(FILE 333-40466 - JUN. 29) (BR. 5)

S-8 WESTINGHOUSE AIR BRAKE TECHNOLOGIES CORP, 1001 AIR BRAKE AVE,  
WILMERDING, PA 15148 (412) 825-1000 - 400,000 (\$3,950,000) COMMON  
STOCK. (FILE 333-40468 - JUN. 29) (BR. 5)

S-8 ZAMBA CORP, 7301 OHMS LANE STE 200, MINNEAPOLIS, MN 55439 (612) 832-  
9800 - 750,000 (\$3,984,375) COMMON STOCK. (FILE 333-40470 - JUN. 29) (BR.  
3)

S-8 KEYSpan CORP, 175 EAST OLD COUNTRY ROAD, HICKSVILLE, NY 11801  
40472 - (516) 755-6650 - 6,200,000 (\$196,656,250) COMMON STOCK. (FILE 333-  
JUN. 29) (BR. 2)

S-8 CRITICAL PATH INC, 320 FIRST STREET, SAN FRANCISCO, CA 94105  
(415) 808-8800 - 8,469,372 (\$464,756,788.50) COMMON STOCK. (FILE  
333-40476 - JUN. 29) (BR. 8)

S-4 AES RED OAK LLC, 777 WASHINGTON RD, PARLIN, NJ 08859 (732) 238-1462  
- 384,000,000 (\$384,000,000) STRAIGHT BONDS. (FILE 333-40478 - JUN. 30)  
(NEW ISSUE)

S-1 FX ENERGY INC, 3006 HIGHLAND DR, STE 206, SALT LAKE CITY, UT 84106  
(801) 486-5555 - 2,969,000 (\$15,958,375) COMMON STOCK. (FILE 333-40480  
- JUN. 29) (BR. 4)

S-8 AMERICA WEST HOLDINGS CORP, 51 W THIRD STREET,

C/O AMERICA WEST AIRLINES, TEMPE, AZ 85281 (602) 693-0800 - 500,000  
 (\$8,406,250) COMMON STOCK. (FILE 333-40486 - JUN. 30) (BR. 5)

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## RECENT 8K FILINGS

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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.
- Item 9. Regulation S Offerings.

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. 8-K reports 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>.

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
ADOBE SYSTEMS INC	DE				X		X				07/01/00	
AMERI-CAN RAILWAY SYSTEMS INC	NH					X					06/29/00	
AMERICAN ENTERPRISE COM CORP	FL		X								06/20/00	
BIOSHIELD TECHNOLOGIES INC	GA				X		X				06/14/00	
BOWL AMERICA INC	MD				X						07/03/00	
BRITESMILE INC	UT				X		X				06/29/00	
CABLEVISION SYSTEMS CORP /NY	DE				X		X				06/30/00	
CAPITOL REVOLVING HOME EQUITY LOAN TRUST 1996-1	MD				X						06/20/00	AMEND
CIRCLE INTERNATIONAL GROUP INC /DE/	DE				X		X				07/02/00	
CNH HOLDINGS CO	NV	X	X								06/28/00	
COVEST BANCSHARES INC	DE				X		X				07/03/00	
CSC HOLDINGS INC	DE				X		X				06/30/00	
DYNAMIC HOMES INC	MN						X				06/27/00	
FIBERCORE INC	NV		X					X			06/20/00	
FIRST SECURITY AUTO OWNER TRUST 200 0-1	UT				X						06/29/00	
FIRST SECURITY BANK NA					X						06/29/00	
GANNETT CO INC /DE/	DE				X						06/28/00	
INDUSTRIAL HOLDINGS INC	TX		X				X				07/03/00	
IQROM COMMUNICATIONS INC	NV	X					X				04/20/00	AMEND
LEXMARK INTERNATIONAL INC /KY/	DE				X						07/03/00	
PROXICOM INC	DE						X				04/19/00	AMEND
PUBLIC SERVICE CO OF NEW MEXICO	NM				X						06/08/00	AMEND
QWEST COMMUNICATIONS INTERNATIONAL INC	DE				X		X				06/30/00	

RYANS FAMILY STEAKHOUSES INC	SC				06/28/00
SCB COMPUTER TECHNOLOGY INC	TN	X	X	X	06/30/00
SEQUESTER HOLDINGS INC/NV	NV	X	X		03/10/00
SMITH GARDNER & ASSOCIATES INC	FL		X	X	06/16/00
SYSTEM SOFTWARE ASSOCIATES INC	DE		X		06/30/00
U S WEST INC /DE/	DE	X		X	06/30/00
VALLEY MEDIA INC	DE		X	X	07/03/00
VEREX LABORATORIES INC/CO	CO	X			06/23/00
WASHINGTON POST CO	DE		X	X	06/27/00
WASHINGTON TRUST BANCORP INC	RI		X		06/26/00
WELLS FARGO ASSET SECURITIES CORP	DE		X	X	06/20/00 AMEND
WELLS FARGO ASSET SECURITIES CORP	DE		X	X	06/20/00 AMEND
XCEL MANAGEMENT INC/UT	UT			X	07/03/00 AMEND