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# SEC NEWS DIGEST

Issue 2000-236

December 11, 2000

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## COMMISSION ANNOUNCEMENTS

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### FEE RATE ADVISORY #10

The Congress has passed and the President has signed an extension of the current continuing resolution. Until the SEC receives a permanent appropriation for fiscal 2001, the fee rate on filings made pursuant to Section 6(b) of the Securities Act of 1933 will remain at the current rate of \$264 per \$1,000,000. Please note that when an appropriations bill is enacted, the fee rate will decrease to \$250 per \$1,000,000.

We will issue further notices as appropriate to keep filers and registrants informed of developments affecting the Section 6(b) fee rate. This information will be posted at the SEC's Internet website at <http://www.sec.gov>.

Please contact the Filer Support Unit in the Office of Filings and Information Services at (202) 942-8900 if you have any questions. (Press Rel. 2000-184)

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## ENFORCEMENT PROCEEDINGS

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### COMMISSION SUSTAINS NYSE DISCIPLINARY ACTION AGAINST WILLIAM HIRSH

The Commission has sustained NYSE disciplinary action against William D. Hirsh, formerly a registered representative with Bear Stearns and Co., Inc., a member firm of the New York Stock Exchange. The NYSE found that Hirsh effected unauthorized, unsuitable, and excessive trades in the accounts of two customers, and violated NYSE rules by exercising discretion without prior written authorization and by mismarking order tickets for the customers' accounts. The NYSE censured Hirsh and suspended him for eighteen months from membership, allied membership, approved person status, and from employment or association in any capacity with any member or member firm.

Hirsh sought to have the sanctions against him reduced to reflect only the violations related to his handling of one of the customer accounts because of the age of these violations. The Commission, however, determined that the age of the violations did not necessarily require dismissal. The Commission further concluded that Hirsh's conduct with respect to the other customer's account could justify the Exchange's sanctions. Based on its review of the record, the Commission found that the sanctions imposed by the NYSE were not excessive or oppressive, and sustained the eighteen month suspension. (Rel. 34-43691; File No. 3-10129)

### **COURT ENJOINS DAVID BLECH FROM VIOLATING NUMEROUS PROVISIONS OF THE FEDERAL SECURITIES LAWS, AND COMMISSION ISSUES ORDER BARRING BLECH FROM BEING ASSOCIATED WITH A BROKER OR DEALER**

The Commission announced today that on December 5 the Southern District of New York entered a permanent injunction against David Blech, enjoining him from violating numerous provisions of the federal securities laws in SEC v. David Blech et al., 99 Civ. 4770 (RWS). The Commission also issued an Order Instituting Public Administrative Proceedings, Making Findings and Imposing Remedial Sanctions against Blech. This Order barred Blech from being associated with a broker or dealer. Blech consented to both the injunctive and administrative relief without admitting or denying the Commission's allegations against him.

In the underlying injunctive action, the Commission alleged that from approximately June through September 1994, Blech, the Chief Executive Officer of D. Blech & Co., Inc. (D. Blech & Co.) orchestrated a massive manipulative scheme designed to increase and/or stabilize the prices of a number of the biotechnology securities that D. Blech & Co. took public and in which it made a market. Specifically, D. Blech & Co. specialized in underwriting and making markets in biotechnology securities. In 1994, the biotechnology industry experienced a cyclical downturn and the price of securities that D. Blech & Co. made a market in declined. Because D. Blech & Co. held large inventory positions in these biotechnology securities, and the equity value of the securities decreased, D. Blech & Co. experienced a net capital crisis. In an attempt to keep D. Blech & Co. afloat, Blech engaged in unlawful and unauthorized trading in a number of biotechnology securities. Blech routinely sold biotechnology stocks from D. Blech & Co.'s inventory accounts to brokerage accounts Blech controlled that were in the names of other individuals and entities. These controlled accounts then sold the biotechnology stocks back to D. Blech & Co. or to other accounts controlled by Blech. Additionally, Blech engaged in other practices such as wash sales and matched orders in the biotechnology stocks. Blech also engaged in unauthorized trading in customer accounts. These trades created the appearance of active trading in the biotechnology stocks. Additionally, through this trading, Blech was also able to reduce D. Blech & Co.'s inventory position in the biotechnology stocks, yet still artificially withhold from the market the supply of the biotechnology stocks. While this illegal trading was occurring, D. Blech & Co. failed to maintain adequate net capital and failed to keep accurate books and records, and Blech, who controlled D. Blech & Co., was liable for these violations.

In addition, Blech again engaged in unlawful and unauthorized trading of several biotechnology stocks between approximately November 1997 and January 1998.

The injunction enjoins Blech from violating Section 17(a) of the Securities Act of 1933 and Sections 10(b), 15(c) and 17(a) of the Exchange Act and Rules 10b-3, 10b-5, 15c1-2, 15c3-1, 17a-3, 17a-4, 17a-5 and 17a-11. Disgorgement was waived, and civil penalties were not imposed, based on Blech's inability to pay.

As noted above, the Commission also issued an order barring Blech from associating with a broker or dealer. This order was based both on the entry of the injunction, and Blech's criminal conviction. On March 28, 1998, Blech pled guilty and was convicted of two counts of securities fraud. (Rel. 34-43693; File No. 3-10379)

### **IN INSIDER TRADING ACTION INVOLVING MICHAEL SARGENT AND OTHERS, COURT OF APPEALS HOLDS THAT THE COMMISSION'S CASE SHOULD GO TO A JURY**

The Commission announced today that the United States Court of Appeals for the First Circuit has issued a mandate pertaining to its October 11, 2000, decision holding that the Commission's case against Michael G. Sargent, Robert J. Scharn and Dennis J. Shepard should be decided by a jury. In its decision, the Court of Appeals held that the Commission is not required to produce direct evidence of an illegal tip to raise a triable issue of fact. The Court of Appeals reversed the trial court's decision excluding from evidence Sargent's and Scharn's criminal convictions for making false statements to the Commission staff during its inquiry of possible insider trading in the common stock of Purolator Products Company. Finally, the Court of Appeals took issue with the district court's decision not to allow the Commission to conduct any pretrial discovery, and held that discovery should not be denied merely because the Commission conducted a pre-filing investigation. [SEC v. Michael G. Sargent, et al., Case No. 00-1293, 1<sup>st</sup> Cir.] (LR-16820)

### **SEC CHARGES KEVIN KYES, JOHN DI PIETRO, CRAIG HAWKINS, JERRY EATON, PERENNIAL FUND I LP, PERENNIAL INVESTMENTS, LLC, SENTINEL FUND I LP AND SENTINEL INVESTMENTS LLC WITH SECURITIES FRAUD**

On November 20, 2000, Judge James Ware, United States District Court for the Northern District of California, San Jose Division issued an Ex Parte Order Freezing Assets, Requiring an Accounting, Requiring Preservation of Documents and Authorizing Expedited Discovery, and appointed a receiver for all defendants and relief defendants. The Commission's complaint alleged that Kyes, Di Pietro and Hawkins raised \$5 million from investors through false and misleading claims that investor monies would be invested in very safe instruments, and that without any risk to these investments, Perennial would conduct secondary trading. Subsequently, they falsely claimed to investors that Perennial Fund had been purchased at an enormous profit and sent investors a false statement setting forth fictitious profits; at about the same time, they

began to offer Sentinel, a new, but very similar, investment. In reality, Kyes, Di Pietro, Hawkins and Eaton simply misappropriated the money.

The complaint charges that Kyes, Di Pietro, Hawkins, Eaton, Perennial Fund, Perennial Investments, Sentinel Fund and Sentinel Investments violated the antifraud provisions of the Securities Exchange Act of 1934 and the Securities Act of 1933, as well as registration provisions of the Securities Act. Additionally, the complaint charges that Perennial Investments LLC, aided and abetted by Kyes, De Pietro and Hawkins, violated the antifraud provisions of the Advisers Act of 1940, and that Perennial Fund and Sentinel Fund violated the registration provisions of the Investment Company Act of 1940. The complaint seeks preliminary and permanent injunctions, an asset freeze, accounting, disgorgement with prejudgment interest and civil penalties. The Commission acknowledges the assistance of the California Department of Corporations in this matter. [SEC v. Perennial Fund I LP, et al., USDC/Northern District of California/San Jose Division, Civil Action No. C00-21181] (LR-16821)

#### **CIVIL ACTION AGAINST EUGENE YELVERTON, JR.**

The Commission announced today that the Honorable Tom S. Lee, United States District Judge for the Southern District of Mississippi, entered a Judgment against defendant Eugene J. Yelverton, Jr. (Yelverton) to compel his payment of \$27,000 in disgorgement, plus \$1,605 in prejudgment interest.

On March 31, 1999, the Commission's order issued in the administrative proceeding In the Matter of Eugene J. Yelverton, Jr., File No. 3-9859, found that Yelverton violated the antifraud provisions of the federal securities laws in connection with numerous offerings of urban renewal revenue notes. Yelverton was ordered to pay disgorgement in the amount of \$877,350, but all except \$30,000 of that amount was waived due to a demonstrated inability to pay. Yelverton consented to the issuance of the order, but has failed to pay \$27,000 of the disgorgement.

On April 24, 2000, the Commission filed a complaint which sought to have an order issued pursuant to Section 21(e) of the Securities Exchange Act of 1934, requiring Yelverton to comply with the Commission's order by paying the \$27,000 disgorgement, plus prejudgment interest.

Yelverton was a consultant, subsequent shareholder, and municipal securities principal of Thorn, Welch & Co., Inc. [SEC v. Eugene J. Yelverton, Jr., Civil Action No. 3:00-CV-324LN, SDMS] (LR-16822)

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#### **INVESTMENT COMPANY ACT RELEASES**

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## **THE TRAVELERS INSURANCE COMPANY, ET AL.**

A notice has been issued giving interested persons until January 2, 2001, to request a hearing on an application filed by The Travelers Insurance Company, The Travelers Life and Annuity Company (together, Insurers), The Travelers Fund BD III for Variable Annuities, The Travelers Fund BD IV for Variable Annuities (Fund BD III, together with Fund BD IV, Accounts) and Travelers Distribution LLC (collectively, Applicants). Applicants seek an order under Section 6(c) of the Investment Company Act granting exemptions from Sections 2(a)(32), 22(c), and 27(i)(2)(A) of the Act and Rule 22c-1 thereunder to permit the recapture of credits added to purchase payments of certain variable annuity contracts (Contracts). Applicants request that the order extend to (i) any other contracts that may be issued in the future by the Insurers that are substantially similar in all material respects to the Contracts (Future Contracts) but are issued through the Accounts or through separate accounts to be established in the future (Future Accounts), and (ii) any other National Association of Securities Dealers, Inc. member broker-dealers controlling or controlled by, or under common control with the Insurers, whether existing or created in the future, that acts as a distributor of and/or principal underwriter for the Contracts or Future Contracts offered through the Accounts or Future Accounts. (Rel. IC-24787 – December 8)

## **INTEGRITY LIFE INSURANCE COMPANY, ET AL.**

A notice has been issued giving interested persons until January 2, 2001, to request a hearing on an application filed by Integrity Life Insurance Company (Integrity), National Integrity Life Insurance Company (National Integrity, together with Integrity, the Companies), Separate Account I of Integrity Life Insurance Company, Separate Account I of National Integrity Life Insurance Company (together with Separate Account I of Integrity Life Insurance Company, the Accounts), and Touchstone Securities, Inc. (Touchstone) (collectively, Applicants). Applicants seek an order under Section 6(c) of the Investment Company Act, as amended granting exemptions from the provisions of Sections 2(a)(32), 22(c), and 27(i)(2)(A) of the Act and Rule 22c-1 thereunder, to permit the recapture, under specified circumstances, of credits applied to contributions made under certain flexible premium variable annuity contracts that the Companies will issue through the Accounts (the Contracts), as well as other contracts that the Companies may issue in the future through their existing or future separate accounts (Other Accounts) that are substantially similar to the Contracts in all material respects (Future Contracts). Applicants further request that the order extend to any other National Association of Securities Dealers, Inc. (NASD) member broker-dealer controlling or controlled by, or under common control or affiliated with, Touchstone, whether existing or created in the future, that serves as distributor or principal underwriter for the Contracts or Future Contracts. (Rel. IC-24788 – December 8)

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## **SELF-REGULATORY ORGANIZATIONS**

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## **PROPOSED RULE CHANGES**

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-00-48) relating to RAES Eligibility Requirements for OEX and DJX Options. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43676)

The Chicago Board Options Exchange filed a proposed rule change (SR-CBOE-00-49) relating to RAES Eligibility Requirements for SPX Options. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43677)

The Boston Stock Exchange filed a proposed rule change (SR-BSE-00-04) relating to an amendment to its Post Primary Session. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43685)

A proposed rule change has been filed by the Philadelphia Stock Exchange (SR-Phlx-00-20) relating to trading certain over-the-counter securities, Nasdaq National Market Securities. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43692)

## **APPROVAL OF PROPOSED RULE CHANGE**

The Commission approved a proposed rule change (SR-PCX-00-08) filed by the Pacific Exchange relating to the dissolution of the Appointments Committee. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43678)

## **ACCELERATED APPROVAL OF PROPOSED RULE CHANGE**

The Commission granted accelerated approval to a proposed rule change (SR-PHLX-00-67) filed by the Philadelphia Stock Exchange that will allow the PHLX to list and trade narrow-based stock index options pursuant to Rule 19b-4(e) under the Securities Exchange Act of 1934. Publication of the order is expected in the Federal Register during the week of December 11. (Rel. 34-43683)

## **PARTIAL ACCELERATED APPROVAL OF PROPOSED RULE CHANGE**

The Commission granted partial accelerated approval to a proposed rule change (SR-Phlx-00-93) submitted by the Philadelphia Stock Exchange relating to providing automatic executions for public customer orders at the national best bid or offer. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43684)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The Depository Trust Company filed a proposed rule change (SR-DTC-00-20), which became effective upon filing, to establish fees for DTC's DALI service. Publication of the proposal and order is expected in the Federal Register during the week of December 11. (Rel. 34-43686)

A proposed rule change (SR-ISE-00-24) filed by the International Securities Exchange relating to a marketing fee to fund payment for order flow, has become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of December 11. (Rel. 34-43688)

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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-10 ROYAL BANK OF CANADA \, P O BOX 6001, MONTREAL QUEBEC, H3C 3A9, A6  
(416) 974-6234 - 7,670,000 (\$241,844,687.50) FOREIGN COMMON STOCK.  
(FILE 333-12934 - NOV. 30) (BR. 7)

F-6 ANDINA BOTTLING CO INC /ADR/, CITIBANK N A, 111 WALL ST, NEW YORK,  
NY  
10043 (212) 657-7531 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12938 - NOV. 30)

F-6 ANDINA BOTTLING CO INC /ADR/, CITIBANK N A, 111 WALL ST, NEW YORK,  
NY  
10043 (212) 657-7531 - 50,000,000 (\$2,500,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12940 - NOV. 30)

S-B JAPAN FINANCE CORPORATION FOR MUNICIPAL ENTERPRISES,  
4-1 KIOI CHO CHIYODA KU, TOKYO 102 JAPAN, MO - 600,000,000  
(\$600,000,000)  
STRAIGHT BONDS. (FILE 333-12942 - NOV. 30) (BR. 99)

S-8 TORONTO DOMINION BANK, TD TOWER 12TH FLOOR 55 KING STREET WEST,  
PO BOX 1 TORONTO, PROVINCE ONTARIO, A6 (416) 982-8222 - 1,000,000  
(\$26,345,000) FOREIGN COMMON STOCK. (FILE 333-12948 - NOV. 30) (BR. 7)

SB-2 DATAWORLD SOLUTIONS INC, 920 CONKLIN STREET, FARMINGDALE, NY 11735  
(516) 293-1610 - 22,743,871 (\$9,154,408.08) COMMON STOCK. (FILE 333-  
51170  
- DEC. 01) (BR. 5)

S-8 GREENLAND CORP, 1935 AVENIDA DEL ORO, SUITE D, OCEANSIDE, CA 92056  
(619) 458-4226 - 1,294,958 (\$77,697.48) COMMON STOCK. (FILE 333-51172  
-  
DEC. 04) (BR. 7)

S-8 EMERGENT INFORMATION TECHNOLOGIES INC, 4695 MACARTHUR COURT, 8TH  
FLOOR,  
NEWPORT BEACH, CA 92660 (949) 975-1550 - 500,000 (\$656,250) COMMON  
STOCK.  
(FILE 333-51174 - DEC. 04) (BR. 3)

S-3 PUMA TECHNOLOGY INC, 2550 N FIRST ST, STE 500, SAN JOSE, CA 95131  
(408) 321-7650 - 439,379 (\$3,583,685) COMMON STOCK. (FILE 333-51176 -  
DEC. 04) (BR. 3)

S-3 AMERICAN ENERGY GROUP LTD, P O BOX 489, 1861 BROWN BLVD, STE 655,  
SIMONTON, TX 77476 (281) 346-2652 - 14,564,093 (\$13,763,067.88)  
COMMON STOCK. (FILE 333-51178 - DEC. 04) (BR. 4)

SB-2 OFFICE MANAGERS INC, 136 E. SOUTH TEMPLE, SUITE 1600, SALT LAKE  
CITY, UT  
84111 (801) 363-2656 - 18,000,000 (\$10,800,000) COMMON STOCK. (FILE  
333-51180 - DEC. 04)

SB-2 TRANSLATION GROUP LTD, 30 WASHINGTON AVE, HADDONFIELD, NJ 08033  
(609) 795-8669 - 2,313,768 (\$2,711,504.70) COMMON STOCK. (FILE 333-  
51182 -  
DEC. 04) (BR. 8)

S-8 RIGEL PHARMACEUTICALS INC, 240 E GRAND AVE, SOUTH SAN FRANCISCO, CA  
94080 - 8,051,358 (\$30,809,084) COMMON STOCK. (FILE 333-51184 - DEC.  
04)  
(BR. 1)

S-3 TORO CO, 8111 LYNDALE AVE SOUTH, BLOOMINGTON, MN 55420 (612) 888-  
8801 -  
27,757 (\$929,859.50) COMMON STOCK. (FILE 333-51186 - DEC. 04) (BR. 5)

S-8 NU HORIZONS ELECTRONICS CORP, 70 MAXESS RD, MELVILLE, NY 11747  
(516) 396-5000 - 300,000 (\$2,587,500) COMMON STOCK. (FILE 333-51188 -  
DEC. 04) (BR. 5)

S-8 NU HORIZONS ELECTRONICS CORP, 70 MAXESS RD, MELVILLE, NY 11747  
(516) 396-5000 - 210,000 (\$1,811,250) COMMON STOCK. (FILE 333-51190 -  
DEC. 04) (BR. 5)



- S-8 NU HORIZONS ELECTRONICS CORP, 70 MAXESS RD, MELVILLE, NY 11747  
(516) 396-5000 - 600,000 (\$5,175,000) COMMON STOCK. (FILE 333-51192 -  
DEC. 04) (BR. 5)
- S-3 GENEREX BIOTECHNOLOGY CORP, 33 HARBOUR SQ, STE 202,  
TORONTO ONTARIO CANA, A1 (416) 364-2551 - 2,689,866 (\$33,871,399.60)  
COMMON STOCK. (FILE 333-51194 - DEC. 04) (BR. 1)
- S-8 WATCHGUARD TECHNOLOGIES INC, 505 FIFTH AVENUE SOUTH SUITE 500,  
SEATTLE,  
WA 98104 (206) 521-8340 - 100,000 (\$46,393.76) COMMON STOCK. (FILE  
333-51196 - DEC. 04) (BR. 3)
- S-8 ADAPTIVE BROADBAND CORP, 1143 BORREGAS AVE, SUNNYVALE, CA 94089  
(408) 732-4000 - 3,500,000 (\$25,235,000) COMMON STOCK. (FILE 333-51198  
DEC. 04) (BR. 7)
- S-8 CYBEROPTICS CORP, 5900 GOLDEN HILLS DR, MINNEAPOLIS, MN 55416  
(612) 542-5000 - 375,000 (\$6,903,750) COMMON STOCK. (FILE 333-51200 -  
DEC. 04) (BR. 5)
- S-3 WATCHGUARD TECHNOLOGIES INC, 505 FIFTH AVENUE SOUTH SUITE 500,  
SEATTLE,  
WA 98104 (206) 521-8340 - 1,292,997 (\$27,678,152) COMMON STOCK. (FILE  
333-51204 - DEC. 04) (BR. 3)
- S-8 ONE VOICE TECHNOLOGIES INC, 6333 GREENWICH DR #240, SAN DIEGO, CA  
92122  
(619) 552-4466 - 500,000 (\$3,687,500) COMMON STOCK. (FILE 333-51206 -  
DEC. 04) (BR. 9)
- S-8 PROVIDENCE CAPITAL IX INC, 735 BROAD STREET, SUITE 800, SUITE 800,  
CHATTANOOGA, TN 37402 (423) 265-5062 - 2,105,200 (\$7,999.76) COMMON  
STOCK.  
(FILE 333-51208 - DEC. 04) (BR. 9)
- S-1 INTACTA TECHNOLOGIES INC, 235 PEACHTREE ST NE, 2215 NORTH TOWER,  
ATLANTA, GA 30303 (404) 880-9919 - 5,905,948 (\$7,105,741) COMMON STOCK.  
(FILE 333-51210 - DEC. 04) (BR. 3)
- S-8 TRANSCONTINENTAL REALTY INVESTORS INC, 10670 N CENTRAL EXPRWY STE  
300,  
DALLAS, TX 75231 (214) 692-4700 - 140,000 (\$2,010,750) COMMON STOCK.  
(FILE 333-51212 - DEC. 04) (BR. 8)
- S-3 WFS FINANCIAL AUTO LOANS INC, 23 PASTEUR RD, IRVINE, CA 92618  
(714) 727-1000 - 1,500,000,000 (\$1,500,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-51214 - DEC. 04) (BR. 8)
- S-8 MCK COMMUNICATIONS INC, 117 KENDRICK STREET, NEEDHAM, MA 02494  
(617) 454-6100 - 500,000 (\$2,843,750) COMMON STOCK. (FILE 333-51218 -  
DEC. 05) (BR. 37)

- S-2 IMAGING DIAGNOSTIC SYSTEMS INC /FL/, 6531 NW 18TH COURT, PLANTATION,  
FL  
33313 (305) 746-0500 - 6,973,987 (\$10,670,200.11) COMMON STOCK. (FILE  
333-51220 - DEC. 05) (BR. 5)
- S-8 ADOLOR CORP, 371 PHOENIXVILLE PIKE, MALVERN, PA 19355 - 2,440,015  
(\$46,677,487) COMMON STOCK. (FILE 333-51222 - DEC. 04) (BR. 1)
- S-3 NISSAN AUTO RECEIVABLES CORP /DE, 990 W 190TH ST, TORRANCE, CA 90502  
(310) 719-8013 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES.  
(FILE 333-51224 - DEC. 04) (BR. 8)
- S-8 FIRST NATIONAL OF NEBRASKA INC, ONE FIRST NATIONAL CENTER,  
16TH & DODGE STREETS, OMAHA, NE 68102 (402) 341-0500 - 5,000  
(\$10,062,500)  
COMMON STOCK. 20,000,000 (\$20,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-51226 - DEC. 05)  
(BR. 7)
- S-8 NORTH LILY MINING CO, 1800 GLENARM PL, STE 210, DENVER, CO 80202  
(303) 294-0427 - 270,000 (\$688,500) COMMON STOCK. (FILE 333-51228 -  
DEC. 05) (BR. 4)
- S-3 PAN PACIFIC RETAIL PROPERTIES INC, 1631-B S MELROSE DR, VISTA, CA  
92083  
(760) 727-1002 - 3,000,000 (\$62,160,000) COMMON STOCK. (FILE 333-51230  
DEC. 05) (BR. 8)

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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 FD Disclosure.

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		
ABIGAIL ADAMS NATIONAL BANCORP INC	DE	X									12/01/00	AMEND
ABN AMRO MORTGAGE CORP SERIES 2000-3	DE		X						X		11/22/00	
ADVANCEPCS	DE				X	X					12/07/00	
AMAZON NATURAL TREASURES INC	NV				X						02/10/00	AMEND
AMERICAN BANKNOTE CORP	DE				X	X					11/03/00	
AMERICAN EAGLE OUTFITTERS INC	DE		X					X			12/01/00	
AMERICAN TIRE CORP	NV					X					12/01/00	
AMERICASBANK CORP	MD				X			X			12/08/00	
AMERIPATH INC	DE					X	X				11/30/00	
ANC RENTAL CORP	DE					X	X				12/07/00	
AREMISSOFT CORP /DE/	DE									X	12/08/00	
ARGO BANCORP INC /DE/	DE					X					12/01/00	
ASSET BACKED FDG CORP C BASS MTG LN AS BKD CRT SER 2000-CB2						X	X				06/26/00	
AUXER GROUP INC	DE	X									09/27/00	AMEND
BCS INVESTMENT CORP	CO	X	X			X					09/25/00	AMEND
BEAR STEARNS ASSET BACKED SECURITIE S INC	DE					X	X				12/08/00	
BEST BUY CO INC	MN				X	X					12/06/00	
BRAUVIN HIGH YIELD FUND L P	DE					X					12/01/00	
BRAUVIN HIGH YIELD FUND L P II	DE					X					12/08/00	
BRAZOS SPORTSWEAR INC /DE/	DE					X	X				11/27/00	
CENTAUR PHARMACEUTICALS INC	DE					X	X				11/30/00	
CENTER TRUST INC	MD		X					X			12/08/00	
CEPHALON INC	DE					X					12/07/00	
CHEC FUNDING LLC	DE							X			12/04/00	
CHINA PREMIUM FOOD CORP	DE		X			X	X				12/04/00	
COLUMBUS NETWORKS CORP	NV	X	X			X	X				12/08/00	
DATA SYSTEMS & SOFTWARE INC	DE					X					12/01/00	
DELTA PETROLEUM CORP/CO	CO							X			09/29/00	AMEND
DLJ ABS TR SER 2000-2 MOR PAS THR C ERT SER 2000-2	DE					X	X				07/25/00	
DORSEY TRAILERS INC	DE			X	X	X					12/04/00	
EARTHWEB INC	DE					X					12/11/00	
EASTPORT REDS INC /UT		X	X					X			12/01/00	AMEND
EL PASO ENERGY CORP/DE	DE							X			12/08/00	
ELITE TECHNOLOGIES INC /TX/	TX				X						05/31/00	AMEND
ELITE TECHNOLOGIES INC /TX/	TX				X						11/09/00	AMEND
EPHONE TELECOM INC	FL					X	X				12/01/00	
EQUALNET COMMUNICATIONS CORP	TX					X	X				08/20/00	
FAIC II ISSUER TRUST 2000-1	MA	X									12/01/00	
FIDELITY NATIONAL CORP /GA/	GA					X					12/08/00	
FINET COM INC	DE					X	X				10/13/00	AMEND
FLORIDA POWER CORP /	FL	X									11/30/00	
FLORIDA PROGRESS CORP	FL	X									11/30/00	
FULLCOMM TECHNOLOGIES INC	DE						X	X			12/01/00	
FUSION NETWORKS HOLDINGS INC	DE							X			11/09/00	AMEND
GENERAL MOTORS CORP	DE					X					12/07/00	
GENESIS ENERGY LP	DE					X					12/07/00	
GIANT GROUP LTD	DE					X					11/30/00	
GREENPOINT HELOC 2000 2						X	X				11/15/00	
GREENPOINT HM EQ LN TR 1999-2 REV H M EQ ASS BK NOT SE 1999-2	DE					X	X				11/15/00	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
GREENPOINT MORTGAGE SECURITIES INC/	DE					X		X			12/06/00	
HARTCOURT COMPANIES INC	UT					X					11/23/00	
HOUSEHOLD FINANCE CORP HOUSEHOLD AF	DE				X						10/01/00	
F CRE CAR MAS TR I												
HYDROGIENE CORP/NV	FL				X			X			11/14/00	AMEND
INCO LTD						X		X			11/28/00	
INFORM WORLDWIDE HOLDINGS INC	CO					X					11/15/00	AMEND
INTEL CORP	DE					X		X			12/07/00	
INTERCEPT GROUP INC	GA					X	X				11/29/00	
INTERNATIONAL RECTIFIER CORP /DE/	DE					X					11/21/00	
JDS UNIPHASE CORP /CA/	DE					X					12/08/00	
KELLYS COFFEE GROUP INC	CO								X		12/08/00	
KNOLL INC	DE					X					12/31/00	
LCA VISION INC	DE					X		X			12/07/00	
LITTLEFIELD CORP	DE					X		X			11/20/00	
LYNCH MERRILL MTG INV INC CBAS MTG	DE					X		X			10/25/00	
LN AS BK CRT SER 2000-CB1												
MACROVISION CORP	DE					X					11/29/00	
MAGELLAN PETROLEUM CORP /DE/	DE					X					12/08/00	
MANUGISTICS GROUP INC	DE					X		X			12/07/00	
MCLAREN PERFORMANCE TECHNOLOGIES IN	DE					X					12/05/00	
C												
MERCHANTS NEW YORK BANCORP INC	DE					X		X			12/05/00	
METLIFE INC	DE							X	X		12/07/00	
ML ASSET BACKED CORP	DE					X		X			12/05/00	
MONEY STORE COMMERCIAL MORTGAGE INC	NJ					X		X			09/18/00	
MONEYZONE COM	NV					X		X			12/01/00	
MUSICLAND STORES CORP	DE					X		X			12/06/00	
NAVISTAR FINANCIAL DEALER NOTE MAST	DE					X		X			11/22/00	
ER TRUST												
NAVISTAR FINANCIAL RETAIL RECEIVABL	DE	X									10/31/00	
ES CORPORATION												
NAVISTAR FINANCIAL SECURITIES CORP	DE					X		X			11/22/00	
NETWORK COMMERCE INC	WA					X		X			12/08/00	
NEW YORK HEALTH CARE INC	NY					X		X			11/28/00	
NUPRO INNOVATIONS INC								X			12/06/00	
OAKHURST CO INC	DE		X					X			11/29/00	
OCWEN ASSET INVESTMENT CORP	VA					X		X			12/08/00	
OPEN MARKET INC	DE					X					12/04/00	
ORION ACQUISITION CORP II	DE					X		X			12/08/00	AMEND
PACIFIC GAS & ELECTRIC CO	CA					X					12/08/00	
PAMECO CORP	DE					X		X			12/06/00	
PCSUPPORT COM INC	NV		X					X			11/27/00	
PERFORMANCE FOOD GROUP CO	TN		X			X		X			12/08/00	AMEND
PG&E CORP	CA					X					12/08/00	
PHOENIX MEDICAL TECHNOLOGY INC	DE					X		X			11/17/00	
PRICELINE COM INC	DE					X					12/07/00	
PRUDENTIAL SEC C BASS MTG LN ASSET						X		X			09/25/00	
BKD CERT SER 2000-CB3												
QLT INC/BC	AI					X		X			11/10/00	
QUANEX CORP,	DE		X					X			11/30/00	
QUANTUM CORP /DE/	DE					X		X			12/08/00	
QUESTAR MARKET RESOURCES INC	UT					X		X			12/08/00	
RESIDENTIAL ASSET FUNDING CORP	NC					X		X			12/06/00	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT	
	CODE	1	2	3	4	5	6	7	8	9			
ROBERDS INC	OH					X	X					11/20/00	
RPC INC	DE					X	X					12/08/00	
SEAGRAM CO LTD	CA					X	X					12/08/00	
SENTIGEN HOLDING CORP	DE					X	X					12/07/00	
SEQUOIA MORT TRUST 4 MORT LOAN ASSE	DE					X	X					11/22/00	
T BACK PASS-THROUGH CERT													
SOUTHWESTERN ENERGY CO	AR							X	X			12/07/00	
SPANISH BROADCASTING SYSTEM INC	DE					X						12/08/00	
SPRINGS INDUSTRIES INC	SC					X	X					12/06/00	
STATE STREET CORP	MA		X									12/07/00	
STRAYER EDUCATION INC	MD					X	X					11/28/00	
SUN MICROSYSTEMS INC	DE		X				X					12/07/00	
SYNOPSYS INC	DE					X	X					11/29/00	
TELEGEN CORP /CO/	CA					X		X				03/09/99	
TELEGEN CORP /CO/	CA		X					X				10/20/00	
UNITED THERAPEUTICS CORP	DE					X	X					12/07/00	
UNIVERSAL CORP /VA/	VA					X	X					12/08/00	
VANDERBILT MORT & FIN INC SEN SUB P	TN					X	X					11/28/00	
ASS THR CERT SER 2000-D													
VANGUARD AIRLINES INC \DE\	DE	X										12/06/00	
VDC COMMUNICATIONS INC	DE					X						12/07/00	
VIRTUALFUND COM INC	MN					X	X					11/24/00	
WESTVACO CORP	DE							X				11/16/00	
WHITNEY INFORMATION NETWORK INC	CO					X						09/30/00	
WHITNEY INFORMATION NETWORK INC	CO					X						09/30/00	AMEND