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# SEC NEWS DIGEST

Issue 2001-125

June 28, 2001

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## COMMISSION ANNOUNCEMENTS

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### **SEC AND REGULATORS FROM AROUND THE WORLD CONDUCT A SECOND INTERNATIONAL INTERNET SURF DAY**

The Commission announced today that on April 23, 2001, it conducted a second International Internet Surf Day in collaboration with members of the International Organization of Securities Commissions (IOSCO). This event represents the continuing effort by securities regulators to detect and deter securities violations occurring on the Internet, particularly those involving cross-border activity.

Thirty-eight regulatory authorities dedicated approximately 300 staff members to surf the Internet for fraudulent solicitation of investors, manipulation, the circulation of false or misleading information and insider trading. Regulatory authorities collectively identified over 2,400 sites for follow-up review, with over 278 of the sites involving cross-border activity.

The SEC believes that cooperation with its counterparts around the world is critically important to identifying and combating illegal cross-border activity. The second International Internet Surf Day is an example of the cooperative effort between the SEC and its counterparts aimed at increasing investor protection and market confidence worldwide.

For further information, contact: John Heine at (202) 942-0020. (Press Rel. 2001-65)

### **SEC CAUTIONS INVESTORS ABOUT ANALYST RECOMMENDATIONS**

**Investor alert provides tips for assessing analyst recommendations and decodes commonly used disclosures**

The Commission has issued an investor alert urging investors not to rely solely on analyst recommendations when deciding to buy, hold, or sell stock. Instead, investors should consult multiple sources of information while considering their own investment goals and tolerance for risk.

Explaining the relationships between securities analysts and the investment banking and brokerage firms that employ them, the alert educates investors about potential conflicts of interest analysts may face. In particular, the alert notes, some analysts work for firms that underwrite—or even own—the securities of the companies the analysts cover. And in other cases, analysts themselves might own stocks in the companies they cover—either directly or indirectly through employee stock-purchase pools in which they and their colleagues participate.

Acting Chairman Laura S. Unger said, “Financial analysts have been the focus of intense public scrutiny in recent months, and I am hopeful the industry will eliminate the conflicts of interest that threaten the fairness and objectivity of analyst recommendations. Our first priority, however, is making sure individual investors are aware of the practices that have called analyst credibility into question. This investor alert should be required reading for anyone considering an investment decision based on an analyst recommendation.”

While analyst research reports can offer valuable insights about companies and industry trends, the investor alert urges investors to also study a company’s financial filings and read objective sources of information before making investment decisions. The alert also provides tips to help investors find out whether an analyst or the analyst’s firm has a financial interest in a company’s securities.

The investor alert is available on the SEC website at [www.sec.gov/investor/pubs/analysts.htm](http://www.sec.gov/investor/pubs/analysts.htm). Copies are also available by calling toll-free 1-800-732-0330. (Press Rel. 2001-66)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **SUN LIFE ASSURANCE COMPANY OF CANADA (U.S.), ET AL.**

An order has been issued pursuant to Section 11(a) of the Investment Company Act to Sun Life Assurance Company of Canada (U.S.), Sun Life Assurance Company of Canada (U.S.) Variable Account F, and Clarendon Insurance Agency, Inc. (together, Applicants) approving the terms of a proposed offer or exchange. An order has also been issued to the Applicants pursuant to Section 6(c) of the Act 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 of bonus payments credited to contracts issued pursuant to the exchange offer, when such contracts are returned during the free look period. (Rel. IC-25051 – June 26)

### **APEX MUNICIPAL FUND, INC., ET AL.**

A notice has been issued giving interested persons until July 23, 2001, to request a hearing on an application filed by Apex Municipal Fund, Inc., et al. for an order under

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Sections 6(c), 10(f) and 17(b) of the Investment Company Act for exemptions from Sections 10(f) and 17(a) of the Act. The order would permit certain management investment companies to purchase municipal securities through group orders where an affiliated broker-dealer is a member of the underwriting syndicate. (Rel. IC-25052 – June 26)

## **THE HUNTINGTON FUNDS, ET AL.**

A notice has been issued giving interested persons until July 23, 2001, to request a hearing on an application filed by The Huntington Funds, et al. for an order under Section 12(d)(1)(J) of the Investment Company Act for an exemption from Sections 12(d)(1)(A) and (B) of the Act, under Sections 6(c) and 17(b) of the Act for an exemption from Section 17(a) of the Act, and under Section 17(d) of the Act and Rule 17d-1 under the Act to permit certain joint transactions. The order would permit certain registered management investment companies to invest uninvested cash and cash collateral in affiliated money market funds. (Rel. IC-25053 – June 27)

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## **HOLDING COMPANY ACT RELEASES**

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### **AMEREN CORPORATION**

An order has been issued authorizing Ameren Corporation (Ameren), a registered holding company, to retain its percentage of limited liability company interests in the following nonutility subsidiaries: St. Louis Equity Funds & Housing Missouri, Inc.; Effingham Development Building II Limited Liability Company; Mattoon Enterprise Park, LLC; and MACC, LLC. (Rel. 35-27421)

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## **SELF-REGULATORY ORGANIZATIONS**

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

The Commission granted accelerated approval to a proposed rule change and Amendment No. 1 thereto submitted by the Boston Stock Exchange (SR-BSE-2001-03) under Rule 19b-4 of the Securities Exchange Act of 1934 extending its specialist performance evaluation pilot program. Publication is expected in the Federal Register during the week of June 25. (Rel. 34-44466)

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

A proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-2001-25), which proposes that the CBOE pay interest on funds collected through its marketing

fee program, periodically refund excess fee balances, and impose a new monthly administrative fee, has become immediately 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 June 25. (Rel. 34-44469)

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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 COMPASS GROUP PLC \ADR, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK,  
NY  
10286 (212) 495-1727 - 20,000,000 (\$1,000,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-13646 - JUN. 20) (BR.  
99)
- S-3 ADELPHIA COMMUNICATIONS CORP, 1 NORTH MAIN STREET, COUDERSPORT, PA  
16915  
(814) 274-9830 - 2,500,000 (\$102,525,000) COMMON STOCK. (FILE 333-  
63504 -  
JUN. 21) (BR. 7)
- S-8 EXOTICS COM INC, 4700 S. 900 E., SALT LAKE CITY, UT 84117 (801) 685-  
9573  
- 100,000 (\$277,000) COMMON STOCK. (FILE 333-63506 - JUN. 21) (BR. 9)
- S-8 WELLS FARGO & CO/MN, 420 MONTGOMERY ST, SIXTH & MARQUETTE,  
SAN FRANCISCO, CA 94163 (612) 667-1234 - 20,000,000 (\$861,400,000)  
COMMON STOCK. (FILE 333-63508 - JUN. 21) (BR. 7)
- S-11 BOSTON CAPITAL TAX CREDIT FUND IV LP, ONE BOSTON PLACE, STE 2100,  
BOSTON, MA 02108 (617) 624-8900 - 7,000,000 (\$70,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-63510 - JUN. 21) (BR. 8)
- S-3 ELECTRIC FUEL CORP, 120 WOOD AVE S, STE 300, ISELIN, NJ 08830  
(212) 826-5536 - 350,000 (\$857,500) COMMON STOCK. (FILE 333-63514 -  
JUN. 21) (BR. 4)

S-1 STRUCTURED PRODUCTS CORP, 390 GREENWICH ST, NEW YORK, NY 10013  
(212) 783-6645 - 10,500,000 (\$51,000,000) RETAINS. (FILE 333-63516 -  
JUN. 21) (BR. 8)

S-8 FIFTH THIRD BANCORP, 38 FOUNTAIN SQ PLZ, FIFTH THIRD CENTER,  
CINCINNATI,  
OH 45263 (513) 579-5300 - 227,400 (\$13,489,368) COMMON STOCK. (FILE  
333-63518 - JUN. 21) (BR. 7)

S-4 CROWN CASTLE INTERNATIONAL CORP, 510 BERING DRIVE, SUITE 500,  
HOUSTON,  
TX 77057 (713) 570-3000 - 450,000,000 (\$450,000,000) STRAIGHT BONDS.  
(FILE 333-63520 - JUN. 21) (BR. 7)

S-8 PARAVANT INC, 89 HEADQUARTERS PLZ N, SUITE 1421, MORRISTOWN, NJ  
07960  
(321) 727-3672 - 101,000 (\$161,600) COMMON STOCK. (FILE 333-63522 -  
JUN. 21) (BR. 3)

S-8 PARAVANT INC, 89 HEADQUARTERS PLZ N, SUITE 1421, MORRISTOWN, NJ  
07960  
(321) 727-3672 - 2,700,000 (\$4,320,000) COMMON STOCK. (FILE 333-63524  
-  
JUN. 21) (BR. 3)

S-8 ASTRO MED INC /NEW/, 600 E GREENWICH AVE, WEST WARWICK, RI 02893  
(401) 828-4000 - 600,000 (\$2,568,000) COMMON STOCK. (FILE 333-63526 -  
JUN. 21) (BR. 3)

S-8 PARAVANT INC, 89 HEADQUARTERS PLZ N, SUITE 1421, MORRISTOWN, NJ  
07960  
(321) 727-3672 - 350,000 (\$560,000) COMMON STOCK. (FILE 333-63528 -  
JUN. 21) (BR. 3)

S-8 INTERCEPT GROUP INC, 3150 HOLCOMB BRIDGE ROAD SUITE 200, NORCROSS,  
GA  
30071 (770) 248-9600 - 500,000 (\$16,195,000) COMMON STOCK. (FILE  
333-63530 - JUN. 21) (BR. 7)

S-3 FLORIDA PUBLIC UTILITIES CO, 401 S DIXIE HWY, PO BOX 3395,  
WEST PALM BEACH, FL 33401 (561) 832-2461 - 100,000 (\$1,681,000)  
COMMON STOCK. (FILE 333-63532 - JUN. 21) (BR. 2)

S-8 KOSAN BIOSCIENCES INC, 3832 BAY CENTER PLACE, HAYWARD, CA 94545  
(510) 732-8400 - 350,000 (\$3,348,750) COMMON STOCK. (FILE 333-63534 -  
JUN. 21) (BR. 1)

SB-2 RUBIN PROPERTY GROUP INC, 2121 AVENUE OF THE STARS, SUITE 101,  
LOS ANGELES, CA 90067 (310) 407-0100 - 3,000,000 (\$3,000,000) COMMON  
STOCK.  
(FILE 333-63538 - JUN. 21) (NEW ISSUE)

S-8 HEROES INC, 1355 TERRELL MILL RD, BUILDING 1466, MARIETTA, GA 30067  
(817) 731-4439 - 20,000,000 (\$200,000) COMMON STOCK. (FILE 333-63540 -  
JUN. 21) (BR. 4)

SB-2 AMERICAN ACCESS TECHNOLOGIES INC, 37 SKYLINE DR, SUITE 1101, LAKE MARY, FL 32746 (407) 333-1446 - 1,485,860 (\$1,857,325) COMMON STOCK. (FILE 333-63542 - JUN. 21) (BR. 3)

S-8 PUBLIX SUPER MARKETS INC, PO BOX 407, LAKELAND, FL 33802 (863) 688-1188 - 500,000 (\$24,250,000) COMMON STOCK. (FILE 333-63544 - JUN. 21) (BR. 2)

SB-2 BREAM VENTURES INC, 5277 MARINE DRIVE, WEST VANCOUVER V7W 2P5, CANADA, - 1,800,000 (\$90,000) COMMON STOCK. (FILE 333-63548 - JUN. 21) (NEW ISSUE)

S-8 APPLIX INC /MA/, 112 TURNPIKE RD, WESTBORO, MA 01581 (508) 870-0300 - 1,000,000 (\$2,250,000) COMMON STOCK. (FILE 333-63550 - JUN. 21) (BR. 3)

S-3 MSC SOFTWARE CORP, 815 COLORADO BLVD, LOS ANGELES, CA 90041 (323) 258-9111 - 4,025,000 (\$73,053,750) COMMON STOCK. (FILE 333-63554 - JUN. 21) (BR. 3)

S-8 SKILLSOFT CORP, 20 INDUSTRIAL PARK DRIVE, NASHUA, NH 03062 (603) 324-3000 - 3,714,000 (\$132,496,950) COMMON STOCK. (FILE 333-63556 - JUN. 21) (BR. 3)

S-8 US MICROBICS INC, 5922 B FARNSWORTH COURT, CARLSBAD, CA 92008 (760) 918-1860 - 2,000,000 (\$1,600,000) COMMON STOCK. (FILE 333-63558 - JUN. 21) (BR. 1)

S-4 NESTOR INC, ONE RICHMOND SQ, PROVIDENCE, RI 02906 (401) 331-9640 - 32,338,602 (\$8,016,999) COMMON STOCK. (FILE 333-63560 - JUN. 21) (BR. 3)

S-8 MISSION RESOURCES CORP, 1331 LAMAR, SUITE 1455, HOUSTON, TX 77010 (713) 495-3000 - 2,000,000 (\$14,650,000) COMMON STOCK. (FILE 333-63562 - JUN. 21) (BR. 4)

S-3 APPLIX INC /MA/, 112 TURNPIKE RD, WESTBORO, MA 01581 (508) 870-0300 - 100,000 (\$225,000) COMMON STOCK. (FILE 333-63564 - JUN. 21) (BR. 3)

S-3 NORTHERN BORDER PARTNERS LP, 1400 SMITH ST, C/O ENRON BLDG, HOUSTON, TX 77002 (713) 853-6161 - 5,711,901 (\$211,226,099) COMMON STOCK. (FILE 333-63566 - JUN. 21) (BR. 2)

S-3 BIOJECT MEDICAL TECHNOLOGIES INC, 7620 S W BRIDGEPORT RD, PORTLAND,  
OR  
97224 (503) 639-7221 - 2,036,898 (\$25,654,730) COMMON STOCK. (FILE  
333-63568 - JUN. 21) (BR. 5)

S-8 CARESIDE INC, C/O CARESIDE INC, 6100 BRISTOL PARKWAY, CULVER CITY,  
CA  
90230 (310) 338-6767 - 190,000 (\$450,300) COMMON STOCK. (FILE 333-  
63570 -  
JUN. 21) (BR. 5)

S-8 ARTISTDIRECT INC, 5670 WILSHIRE BLVD., SUITE # 200, LOS ANGELES, CA  
90036 (323) 634-4000 - 1,133,883 (\$714,347) COMMON STOCK. (FILE 333-  
63572  
- JUN. 21) (BR. 8)

S-3 GUILFORD PHARMACEUTICALS INC, 6611 TRIBUTARY ST, BALTIMORE, MD 21224  
(410) 631-6300 - 3,000,000 (\$65,805,000) COMMON STOCK. (FILE 333-63576  
-  
JUN. 21) (BR. 1)

S-3 STAR SCIENTIFIC INC, 801 LIBERTY WAY, CHESTER, VA 23836 (804) 861-  
0681  
- 210,000 (\$478,800) COMMON STOCK. (FILE 333-63578 - JUN. 21) (BR. 4)

S-8 WORLD HEART CORP, 1 LASER STREET, OTTAWA ONTARIO, CANADA K2E 7V1, A6  
00000 (613) 237-4278 - 2,320,000 (\$15,474,400) COMMON STOCK. (FILE  
333-63580 - JUN. 21) (BR. 5)

SB-2 AMERICAN ENERGY SERVICES INC, 7224 LAWDALE, HOUSTON, TX 77012  
(713) 928-5311 - 4,529,174 (\$2,324,938.79) COMMON STOCK. (FILE 333-  
63582 -  
JUN. 21) (BR. 6)

S-3 TETRA TECH INC, 670 N ROSEMEAD BOULEVARD, PASADENA, CA 91107  
(626) 351-4664 - 386,044 (\$9,747,611) COMMON STOCK. (FILE 333-63584 -  
JUN. 21) (BR. 6)

SB-2 GMX RESOURCES INC, ONE BENHAM PLACE, SUITE 600, OKLAHOMA CITY, OK  
73114  
(405) 600-0711 - 460,000 (\$11,500,000) PREFERRED STOCK. 40,000  
(\$1,200,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-63586 - JUN. 21)  
(BR. 4)

S-4 SOUTHTRUST CORP, 420 N 20TH ST, BIRMINGHAM, AL 35203 (205) 254-5000  
-  
5,435,502 (\$123,466,951) COMMON STOCK. (FILE 333-63588 - JUN. 21) (BR.  
7)

S-8 DATA RACE INC, 6509 WINDCREST DRIVE SUITE 120, PLANO, TX 75024  
(210) 263-2000 - 500,000 (\$80,000) COMMON STOCK. (FILE 333-63590 -  
JUN. 21) (BR. 3)

SB-2 L & B INC, 118 E ESCALON #120, L&B INC, FRESNO, CA 93710 (559) 436-4573

- 300,000 (\$4,500,000) COMMON STOCK. (FILE 333-63592 - JUN. 21)  
(NEW ISSUE)

S-3 SCHEIN HENRY INC, 135 DURYE RD, MELVILLE, NY 11747 (516) 843-5500 -  
3,913,593 (\$126,996,093) COMMON STOCK. (FILE 333-63594 - JUN. 22) (BR.  
2)

S-4 QUEST SOFTWARE INC, 8001 IRVINE CENTER DRIVE, IRVINE, CA 92618  
(949) 754-8000 - 4,000,000 (\$100,100,000) COMMON STOCK. (FILE 333-  
63596 -  
JUN. 22) (BR. 3)