

C.2

SEC NEWS DIGEST

Issue 2000-215

November 8, 2000

ENFORCEMENT PROCEEDINGS

ORDER INSTITUTING PUBLIC PROCEEDINGS, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTION ENTERED AGAINST WILLIAM BOLTON

The Commission announced that on November 7 it instituted and settled administrative proceedings against William C. Bolton, of Marlboro, New Jersey. Bolton consented, without admitting or denying the Commission's findings, to an order barring him from association with any broker or dealer. The action was based on an injunction entered against Bolton in SEC v. Paramount Capital Management, Inc. and John Doe a/k/a Kenneth Bridget, 97 Civ. 8577 (SHS) (Paramount action).

On November 18, 1997, the Commission filed a complaint in the Paramount action, alleging that Paramount Capital Management, Inc. (Paramount) and John Doe used material misrepresentations to induce investments in a sham initial public offering of securities of a non-existent company called Micronet Corp. (Micronet IPO). The complaint alleges, among other things, that Paramount purported to have underwritten the Micronet IPO and that an unknown person, sued as John Doe, used the alias Kenneth Bridget in contacts with prospective investors. The complaint charged the defendants with violations of Section 17(a) of the Securities Act of 1933 (Securities Act) and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder. In addition to permanent injunctions and disgorgement plus prejudgment interest, the complaint sought various forms of emergency relief, including preliminary injunctions and asset freezes, which the Court granted on December 3, 1997.

On March 8, 1999, the Commission filed an amended complaint substituting William Bolton for John Doe a/k/a/ Kenneth Bridget as a defendant in the Paramount action and seeking civil penalties against Bolton. On October 25, 2000, the United States District Court for the Southern District of New York entered a Final Consent Judgment of Permanent Injunction and Other Relief that, among other things, (i) permanently enjoins Bolton from violating Section 17(a) of the Securities Act, and Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder, (ii) orders Bolton to pay \$44,650 in disgorgement plus prejudgment interest but, based on his demonstrated inability to pay, waiving his obligation to pay disgorgement and prejudgment interest, and (iii) does not

impose a civil penalty based on Bolton's demonstrated inability to pay. Bolton consented to the entry of that Final Consent Judgment without admitting or denying the allegations in the Commission's complaint. (Rel. 34-43527; File No. 3-10356)

COMMISSION SUSTAINS NASD DISCIPLINARY ACTION AGAINST JOSEPH BARBERA

The Commission has sustained NASD disciplinary action against Joseph S. Barbera, formerly the limited principal -- financial and operations (FINOP), chief financial officer, and a registered general securities principal at KBC Securities, Inc., a former NASD member firm. The NASD censured Barbera, fined him \$2,000 plus costs, and ordered him to requalify as a FINOP.

The Commission found that Barbera was responsible for KBC's conducting, on three occasions, a securities business while it failed to maintain its minimum net capital requirements. The Commission further found that Barbera was responsible for KBC's failure to maintain an accurate general ledger and to evidence the creation of trial balances.

The Commission concluded that Barbera, by causing KBC's net capital and recordkeeping violations, violated NASD Conduct Rule 2110 which requires that a member, in conducting business, observe high standards of commercial honor and just and equitable principles of trade. Based on its review of the record, the Commission also concluded that the sanctions imposed by the NASD were not excessive, oppressive, or an undue burden on competition. (Rel. 34-43528; File No. 3-10076)

SEC CHARGES SOUTHERN CALIFORNIA COMPANY AND FORMER PRESIDENT AND CEO WITH ACCOUNTING FRAUD

The Commission yesterday charged Aviation Distributors, Inc. (ADI), an airline parts distribution company headquartered in Lake Forest, California, and Osamah S. Bakhit, ADI's founder and former President, Chief Executive Officer, and Chairman, with accounting fraud. Also named in the Commission's complaint is James Goulet, ADI's Director of Quality Control. The Complaint alleges that the three defendants engaged in a scheme to overstate ADI's financial results, which caused the registration statement filed in connection with the company's March 3, 1997 initial public offering, as well as two subsequent quarterly reports, to be materially false and misleading.

The complaint, which was filed in the United States District Court for the Central District of California, alleges that during fiscal years 1995 and 1996, and portions of 1997, ADI routinely recognized revenue in one reporting period on goods that were not shipped until subsequent periods; recognized revenue on goods that were never shipped; created false "inventory exchanges" to offset outstanding receivables; and altered invoices submitted to its bank for financing. ADI engaged in these practices in order to brighten its financial picture and to obtain vital bank financing. As a result of its fraudulent practices, ADI filed with the Commission and disseminated to the public a

materially false and misleading registration statement and two Forms 10-QSB that misstated ADI's financial results. In its financial statement for 1996, which was included in the company's registration statement, ADI fraudulently overstated its reported income by approximately 488 percent, overstating its revenues by approximately \$788,358 and understating its expenses by approximately \$319,500. Thus, ADI reported pre-tax net income of \$227,155 for 1996 when it should have shown a loss of over \$800,000. ADI's registration statement and quarterly reports also falsely stated that the company was in compliance with the terms of its lines of credit.

The complaint alleges that this fraudulent scheme was orchestrated and implemented by Bakhit, ADI's former President, CEO, and Chairman, who is currently a sales and marketing consultant for the company, as well as the company's largest shareholder. Bakhit directed ADI employees to recognize revenue fraudulently on out-of-period sales and fictitious transactions; falsify ADI's books and records; and submit false documents to ADI's bank. Bakhit signed both the registration statement and quarterly reports when he knew, or was reckless in not knowing, that these documents contained materially false and misleading information. Bakhit also made false statements to ADI's former independent auditor in order to conceal this fraudulent scheme.

In its complaint, the Commission charges Bakhit with: violating the antifraud provisions of the federal securities laws, Section 17(a) of the Securities Act of 1933 (Securities Act) and Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder; falsifying ADI's books and records, Section 13(b)(5) of the Exchange Act and Exchange Act Rule 13b2-1; making false statements to ADI's former independent auditor, Exchange Act Rule 13b2-2; aiding and abetting ADI's filing of false and misleading quarterly reports, Sections 13(a) of the Exchange Act and Rules 12b-20 and 13a-13 thereunder; and aiding and abetting ADI's books and records and internal accounting control violations, Sections 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act. The complaint seeks an injunction against Bakhit for future violations, a civil monetary penalty, and an order prohibiting him from serving as an officer or director of any public company.

The Commission's complaint alleges that Goulet falsified ADI's books and records and aided and abetted violations of the antifraud provisions. At Bakhit's direction, Goulet performed many of the day-to-day tasks necessary to carry out the fraudulent scheme, including creating false invoices, purchase orders, and shipping documents.

ADI and Goulet have agreed to settle the charges brought against them without admitting or denying the allegations set forth in the complaint. ADI consented to the entry of a final judgment permanently enjoining it from future violations of Section 17(a) of the Securities Act and Sections 10(b), 13(a), 13(b)(2)(A), and 13(b)(2)(B) of the Exchange Act and Rules 10b-5, 12b-20, and 13a-13 thereunder. Goulet consented to the entry of a final judgment permanently enjoining him from future violations of Sections 10(b) and 13(b)(5) of the Exchange Act and Rules 10b-5 and 13b2-1 thereunder. The proposed final judgment for Goulet does not impose a civil monetary penalty based upon his sworn representations concerning his financial condition.

Also today, the United States Attorney's Office for the Central District of California is announcing related criminal charges against the three defendants. [SEC v. Aviation Distributors, Inc., Osamah S. Bakhit, and James J. Goulet, Civil Action No. SACV 00-1089 DOC, EEx, C.D. Cal.] (LR-16792; AAE Rel. 1340)

SEC CHARGES HOUSTON INVESTMENT COMPLEX WITH \$70 MILLION SECURITIES FRAUD

On November 7, the Commission filed a civil lawsuit charging a Houston-based investment complex with fraud in connection with sales of \$70 million in investments in two offshore mutual funds. The SEC alleges that about 560 customers of the investment complex, most of whom reside in Latin American countries, stand to lose \$38 million as a result of the fraudulent scheme. Simultaneously with the filing of the SEC's lawsuit, the various companies comprising the investment complex, and their two principals, agreed to the entry of preliminary injunctions and the appointment of a Court-appointed Receiver to take over the operations of the complex and to take possession of what remains of investor funds.

The SEC's complaint names United American International, Inc. (UA), a broker-dealer registered with the SEC, United American Management, Inc. (UAM), an investment adviser registered with the SEC, and United American Company (UAC), their parent company. The complaint also names Luis Martinez, an officer and director of the three United American companies, and Guillermo Wydler, a former officer and director of UA and UAM and a current officer and director of UAC. The United American companies are headquartered at Galleria Financial Center, 5075 Westheimer Suite 1177, Houston, TX 77056. Martinez and Wydler are residents of The Woodlands, Texas. The Complaint also names the two offshore funds, United World Capital, Ltd. (UWC), a British Virgin Islands entity, and United World Capital Fund Limited (UWCF), a Bahamian corporation. The two funds were managed by UAM, Martinez and Wydler.

The SEC's complaint charges the defendants with violating the antifraud provisions of the federal securities laws. In particular, the complaint alleges the following:

- Since September 1996, the defendants have raised about \$70 million from at least 560 customers, most of whom reside in Latin America, which were placed in two offshore funds.
- The offshore funds issued notes to investors that promised a fixed rate of return between 7.5% and 8% annually for terms ranging from 30 days to 2 years.
- The defendants promised that the investment principal was secure and in conservative investments such as Eurobonds and money markets.

- In reality, client money was invested in risky and volatile bonds and notes issued by corporations and governments of emerging market countries, including Russia, Venezuela, Argentina and Brazil.
- As a result of significant losses sustained by the emerging markets in 1997 and 1998, a large percentage of the principal was lost. The funds never recovered from those losses.
- Nonetheless, defendants continued to send out account statements to their customers indicating that their principal was safe and that their investment was accruing interest. In fact, the funds did not have the financial capability of meeting their obligations to investors.
- Worse yet, without any disclosure of the devastating losses or the teetering state of the funds, the defendants continued to accept new customer monies, and permitted existing customers to roll over their investment, locking them in for a new term.
- At the same time, the defendants allowed some investors to withdraw all of their funds, putting the remaining investors' principal at greater risk.

The complaint charges that the defendants violated the antifraud provisions found in Section 17(a) of the Securities Act of 1933 (Securities Act) and Section 10(b) of the Securities and Exchange Act of 1934, and Rule 10b-5 thereunder, and that defendant UAM, aided and abetted by Martinez and Wydler, violated Section 206 of the Investment Advisers Act, based upon these same activities. In addition to the emergency relief mentioned above (preliminary injunction and Receiver), the complaint seeks a permanent injunction against, and disgorgement of any ill-gotten gains from, the defendants. The complaint also seeks civil money penalties against the defendants. [SEC v. United American International, Inc, et al., Civil Action No. H00-3904, USDC/Southern District of Texas, Houston Division] (LR-16793)

INVESTMENT COMPANY ACT RELEASES

AMERICAN SKANDIA LIFE ASSURANCE CORPORATION, ET AL.

An order has been issued pursuant to Section 26(b) of the Investment Company Act to American Skandia Life Assurance Corporation (ASLAC or the Company), American Skandia Life Assurance Corporation Variable Account B (Class 1) (Account B-1), American Skandia Life Assurance Corporation Variable Account B (Class 2) (Account B-2), American Skandia Life Assurance Corporation Variable Account B (Class 3) (Account B-3, together with Account B-1 and Account B-2, Account B), American Skandia Variable Account F (Account F and together with Account B, the Separate Account), and American Skandia Marketing, Incorporated (ASM) (collectively, Applicants) approving the substitution of shares of the AST Alger Growth Portfolio for

the Alger American Growth Portfolio and the AST Alger Mid-Cap Growth Portfolio for the Alger American Mid-Cap Growth Portfolio. The order also grants exemptions from Section 17(a) of the Act to permit certain in-kind redemption and purchase transactions in connection with the substitutions. (Rel. IC-24729 – November 6)

INVESTMENT ADVISERS ACT RELEASES

ML OKLAHOMA VENTURE PARTNERS, LIMITED PARTNERSHIP, ET AL.

A notice has been issued giving interested persons until November 28 to request a hearing on an application filed by ML Oklahoma Venture Partners, Limited Partnership (ML Oklahoma) and MLOK Co. Limited Partnership (Managing General Partner) for an order under Section 206A of the Investment Advisers Act. The order would permit ML Oklahoma to make in-kind distributions of its portfolio securities and, in connection with these distributions, deem gains or losses on the distributed securities to be realized, for purposes of the Managing General Partner's performance compensation, upon distribution to ML Oklahoma's limited partners. (Rel. IA-1905)

HOLDING COMPANY ACT RELEASES

THE SOUTHERN COMPANY

A notice has been issued giving interested persons until November 30 to request a hearing on a proposal by The Southern Company, a registered holding company, to issue and sell up to 35 million shares of its common stock, through September 30, 2004. (Rel. 35-27268)

EASTERN ENTERPRISES

An order has been issued authorizing Eastern Enterprises, a gas utility holding company claiming exemption from registration under Section 3(a)(1) of the Act by Rule 2, to acquire all of the issued and outstanding common stock of EnergyNorth, Inc., also a gas utility holding company claiming exemption from registration under Section 3(a)(1) of the Act by Rule 2. (Rel. 35-27269)

SELF-REGULATORY ORGANIZATIONS

AMENDMENT NO. 8

The National Association of Securities Dealers filed a proposed Amendment to its proposal to establish the Nasdaq Order Display Facility and modify the Nasdaq Trading

Platform (SuperMontage) pursuant to Rule 19b-4 (SR-NASD-99-53). Publication of the notice is expected in the Federal Register during the week of November 6. (Rel. 34-43514)

ORDER APPROVING PROPOSED SIXTEENTH AMENDMENT TO THE ITS PLAN

The Commission approved a proposed amendment to the ITS Plan (File No. 4-208) submitted under Rule 11Aa3-2 of the Securities Exchange Act of 1934 relating to Remote Specialists, the National Market System Test System, trade adjustment procedures, and technical revisions. Publication of the order is expected in the Federal Register during the week of November 6. (Rel. 34-43520)

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-8 REMEDY CORP, 1505 SALADO DR, MOUNTAIN VIEW, CA 94043 (415) 903-5200
- 3,000,000 (\$50,812,500) COMMON STOCK. (FILE 333-49054 - NOV. 01) (BR. 3)
- S-8 ESPEED INC, ONE WORLD TRADE CENTER, 103TH FLOOR, NEW YORK, NY 10048
- (212) 938-3773 - 1,500,000 (\$26,812,500) COMMON STOCK. (FILE 333-49056 NOV. 01) (BR. 8)
- SB-2 VIAVID BROADCASTING INC, 3955 GRAVELEY ST., V5C 3T4, BURNABY BC, A1
00000 (604) 669-0047 - 1,116,000 (\$1,209,000) COMMON STOCK. (FILE 333-49058 - NOV. 01) (BR. 9)
- S-8 PETER KIEWIT SONS INC /DE/, 1000 KIEWIT PLAZA, 3555 FARNAM STREET,
OMAHA, NE 68131 (402) 943-1321 - 5,300,000 (\$5,432,500)
CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-49064 - NOV. 01) (BR. 6)

S-8 POWER KIOSKS INC, 181 WHITEHALL DRIVE, MARKHAM ONTARIO, CANADA L3R
9T1,
A6 00000 (905) 948-9600 - 700,000 (\$3,290,000) COMMON STOCK. (FILE
333-49068 - NOV. 01) (BR. 9)

S-8 SENTIGEN HOLDING CORP, 580 MARSHALL STREET, PHILLIPSBURG, NJ 08863
49072
(908) 387-1673 - 2,711,080 (\$13,225,955.10) COMMON STOCK. (FILE 333-
- NOV. 01) (BR. 5)

SB-2 EC POWER INC, 236 WEST 27TH STREET 3RD FLOOR, 212-399-6082, NEW
YORK, NY
10001 (212) 399-6688 - 12,175,537 (\$24,351,074) COMMON STOCK. (FILE
333-49076 - NOV. 01) (BR. 9)

S-3 SOUTH FINANCIAL GROUP INC, 102 S MAIN ST, GREENVILLE, SC 29601
(864) 255-7900 - 150,000 (\$1,528,125) COMMON STOCK. (FILE 333-49078 -
NOV. 01) (BR. 7)

S-8 UGI CORP /PA/, 460 N GULPH RD, P O BOX 858, KING OF PRUSSIA, PA
19406
(610) 337-1000 - 1,600,000 (\$34,850,000) COMMON STOCK. (FILE 333-49080
-
NOV. 01) (BR. 2)

S-8 LIBBEY INC, 300 MADISON AVE, PO BOX 10060, TOLEDO, OH 43604
(419) 325-2100 - 1,000,000 (\$26,630,000) COMMON STOCK. (FILE 333-49082
-
NOV. 01) (BR. 6)

S-8 UPROAR INC, 240 W 35TH ST, 9TH FL, NEW YORK, NY 10001 (212) 714-9500
-
3,619,627 (\$8,822,840.82) COMMON STOCK. (FILE 333-49084 - NOV. 01)
(BR. 3)

S-3 ALLEGHENY ENERGY INC, 10435 DOWNSVILLE PIKE, HAGERSTOWN, MD 21740
49086 -
(301) 790-3400 - 5,000,000 (\$193,905,000) COMMON STOCK. (FILE 333-
NOV. 01) (BR. 2)

S-3 INTERNATIONAL ISOTOPES INC, 1500 SPENCER RD, DENTON, TX 76205
(940) 484-9492 - 100,000 (\$181,250) COMMON STOCK. (FILE 333-49088 -
NOV. 01) (BR. 1)

S-8 INSILICON CORP, 411 EAST PLUMCRIA DRIVE, SAN JOSE, CA 95134 -
750,607
(\$6,477,738.41) COMMON STOCK. (FILE 333-49090 - NOV. 01) (BR. 5)

S-3 RADISYS CORP, 5445 NE DAWSON CREEK DR, HILLSBORO, OR 97124
(503) 646-1800 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE
333-49092 - NOV. 01) (BR. 3)

S-3 ORANGE PRODUCTIONS INC, 277 ROYAL POINCIANA WAY, SUITE 202, PALM
BEACH,
FL 33480 (561) 832-5696 - \$1,200,000 COMMON STOCK. (FILE 333-49094 -
NOV. 01) (BR. 9)

S-8 RICHTON INTERNATIONAL CORP, 340 MAIN STREET, MADISON, NJ 07940
 (201) 966-0104 - 515,000 (\$8,948,125,000) COMMON STOCK. (FILE 333-
 49096 -
 NOV. 01) (BR. 6)

S-3 GREKA ENERGY CORP, 630 FIFTH AVE, STE 1501, NEW YORK, NY 10111
 (212) 218-4680 - 490,000 (\$6,936,685) COMMON STOCK. (FILE 333-49098 -
 NOV. 01) (BR. 4)

S-8 COI SOLUTIONS INC, 5300 WEST SAHARA SUITE 101, SUITE 101, LAS VEGAS,
 NV
 89102 (905) 201-1952 - 800,000 (\$204,000) COMMON STOCK. (FILE 333-
 49100 -
 NOV. 01) (BR. 9)

SB-2 DRUGMAX COM INC, 12505 STARKEY RD, SUITE A, LARGO, FL 33773
 (727) 533-0431 - 2,300,000 (\$14,743,000) COMMON STOCK. (FILE 333-49102
 -
 NOV. 01) (BR. 1)

S-8 LOUISIANA PACIFIC CORP, 111 SW FIFTH AVE, SUITE 4200, PORTLAND, OR
 97204
 (503) 221-0800 - 200,000 (\$1,782,000) COMMON STOCK. (FILE 333-49106 -
 NOV. 01) (BR. 6)

S-3 FUELCELL ENERGY INC, 3 GREAT PASTURE RD, DANBURY, CT 06813
 (203) 825-6000 (FILE 333-49108 - NOV. 01) (BR. 5)

S-1 NATIONWIDE MULTIPLE MATURITY SEPARATE ACCOUNT 2,
 C/O NATIONWIDE LIFE INSURANCE CO, P O BOX 182008, COLUMBUS, OH 43218
 (800) 860-3926 - \$250,000,000 VARIABLE ANNUITY ISSUES. (FILE 333-49112
 NOV. 01) (NEW ISSUE)

S-8 BENTON OIL & GAS CO, 6267 CARPINTERIA AVE., SUITE 200, CARPINTERIA,
 CA
 93013 (805) 566-5600 - 2,500,000 (\$5,306,389) COMMON STOCK. (FILE
 333-49114 - NOV. 01) (BR. 4)

S-8 ADVANTA CORP, P.O. BOX 844, WELSH & MCKEAN ROADS, SPRING HOUSE, PA
 19477
 (215) 444-5051 - 10,950,446 (\$79,390,734) COMMON STOCK. (FILE 333-
 49116 -
 NOV. 01) (BR. 7)

S-3 UNITED STATES LIME & MINERALS INC, 12221 MERIT DRIVE SUITE 500,
 DALLAS,
 TX 75251 (214) 991-8400 - \$10,000,000 COMMON STOCK. (FILE 333-49118 -
 NOV. 01) (BR. 4)

S-4 THORATEC LABORATORIES CORP, 6035 STONERIDGE DR, PLEASANTON, CA 94588
 (925) 847-8600 - 32,199,688 (\$382,371,295) COMMON STOCK. (FILE 333-
 49120 -
 NOV. 01) (BR. 5)

SB-1 COLUMBIA RIVER RESOURCES INC, 856 HOMER STREET, #304,
 VANCOUVER BRITISH CO, A1 (604) 662-7667 - 10,499,000 (\$4,624,750)
 COMMON STOCK. (FILE 333-49122 - NOV. 01)

- S-8 CITIGROUP INC, 153 E 53RD ST, NEW YORK, NY 10043 (212) 559-1000 -
120,000,000 (\$5,928,720,000) COMMON STOCK. (FILE 333-49124 - NOV. 01)
(BR. 7)
- S-3 CROSSWALK COM, 4100 LAFAYETTE CENTER DR, STE 110, CHANTILLY, VA
20151 (703) 968-4808 - 862,069 (\$2,000,000) COMMON STOCK. (FILE 333-49126 -
NOV. 01) (BR. 9)
- S-4 GENZYME CORP, ONE KENDALL SQ, CAMBRIDGE, MA 02139 (617) 252-7500 -
8,677,672 (\$587,819,210) COMMON STOCK. (FILE 333-49130 - NOV. 01) (BR.
1)
- S-8 HOOVERS INC, 1033 LA POSADA DR, STE 250, AUSTIN, TX 78752 (512) 374-
4500 - 1,760,897 (\$5,985,126.20) COMMON STOCK. (FILE 333-49132 - NOV. 01)
(BR. 8)
- S-3 GREKA ENERGY CORP, 630 FIFTH AVE, STE 1501, NEW YORK, NY 10111
(212) 218-4680 - 687,847 (\$7,525,731) COMMON STOCK. (FILE 333-49134 -
NOV. 01) (BR. 4)
- S-3 QUICKSILVER RESOURCES INC, 777 WEST ROSEDALE ST, FORT WORTH, TX
76104 (817) 665-5000 - 1,639,647 (\$13,018,797) COMMON STOCK. (FILE 333-49136
-
NOV. 01) (BR. 4)
- S-8 MESABA HOLDINGS INC, 7501 26TH AVE S, MINNEAPOLIS, MN 55450
(612) 726-5151 - 2,137,475 (\$22,643,983) COMMON STOCK. (FILE 333-49138
-
NOV. 02) (BR. 5)
- S-3 NATIONAL COMMERCE BANCORPORATION, ONE COMMERCE SQ, MEMPHIS, TN 38150
(901) 523-3242 - 1,700,000 (\$36,125,000) COMMON STOCK. (FILE 333-49140
-
NOV. 02) (BR. 7)
- S-3 ECHOSTAR COMMUNICATIONS CORP, 5701 SOUTH SANTA FE DRIVE, LITTLETON,
CO
80120 (303) 723-1000 - 61,200 (\$2,543,656) COMMON STOCK. (FILE 333-
49144 -
NOV. 02) (BR. 7)
- SB-2 ALLOY STEEL INTERNATIONAL INC, MILAGA DC 6945, WESTERN AUSTRALIA, -
5,586,250 (\$16,826,250) COMMON STOCK. (FILE 333-49146 - NOV. 02)
(NEW ISSUE)

RECENT 8K FILINGS

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			
ACCEPTANCE INSURANCE COMPANIES INC	DE					X						10/27/00	
ACTION PRODUCTS INTERNATIONAL INC	FL		X						X			10/15/00	
AETHLON MEDICAL INC	NV								X			04/10/00	AMEND
AETHLON MEDICAL INC	NV		X									11/01/00	
AETNA INC	CT									X		11/06/00	
AFFYMETRIX INC	DE					X						11/06/00	
AIR PRODUCTS & CHEMICALS INC /DE/	DE									X		11/06/00	
ALLIED WASTE INDUSTRIES INC	DE					X						11/07/00	
AMERADA HESS CORP	DE					X	X		X			11/06/00	
AMERICAN FILM TECHNOLOGIES INC /DE/	DE					X	X					11/07/00	
AMG OIL LTD	NV					X						10/23/00	
AMKOR TECHNOLOGY INC	DE					X	X					10/31/00	
ANTEON CORP	VA		X						X			10/20/00	
AUXER GROUP INC	DE	X										08/25/00	AMEND
AVAX TECHNOLOGIES INC	DE								X			09/08/00	AMEND
AXONYX INC	NV		X			X	X		X			10/20/00	
BALLY TOTAL FITNESS HOLDING CORP	DE					X	X					11/07/00	
BASE TEN SYSTEMS INC	NJ					X			X			10/31/00	
BICO INC/PA	PA						X					10/31/00	
BILLING CONCEPTS CORP	DE		X						X			10/23/00	
BIOMARIN PHARMACEUTICAL INC	DE						X					11/02/00	
BLC FINANCIAL SERVICES INC	DE						X	X				11/01/00	
BLUESTONE SOFTWARE INC	DE						X	X				10/24/00	
BROADCOM CORP	CA						X	X				11/06/00	
BUFFALO CAPITAL V LTD	CO						X					10/18/00	
BUSH BOAKE ALLEN INC	VA		X						X			11/06/00	
CANAAN ENERGY CORP	OK			X			X	X				10/23/00	
CAPITAL HOLDINGS INC	OH						X					10/24/00	
CARRAMERICA REALTY CORP	MD									X		11/06/00	
CATALYTICA INC	DE						X	X				10/24/00	
CCA INDUSTRIES INC	DE		X									11/01/00	
CECIL BANCORP INC	MD					X		X				11/01/00	
CHECKFREE CORP \GA\	DE						X	X				11/01/00	
CHEVY CHASE HOME LOAN TRUST 1997-1	MD						X					10/20/00	AMEND
CISCO SYSTEMS INC	CA						X					11/03/00	
CISCO SYSTEMS INC	CA						X	X				11/06/00	
CIT GROUP INC	DE								X			11/07/00	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
CIT GROUP SECURITIZATION CORP II	DE								X		11/07/00	
CLARK/BARDES HOLDINGS INC	DE	X							X		09/06/00	
COLORADO MEDTECH INC	CO	X									11/07/00	
COMMERCIAL MORTGAGE PASS-THROUGH CE RTIFICATES SERIES 2000-C2	MO	X							X		10/23/00	
CONSECO FINANCE CORP	DE								X		11/06/00	
CONSECO FINANCE SECURITIZATIONS CORP	DE								X		11/06/00	
P												
CONSOLIDATED GRAPHICS INC /TX/	TX					X		X			10/27/00	
CONTINENTAL AIRLINES INC /DE/	DE			X							11/06/00	
CONVERGENT COMMUNICATIONS INC /CO	CO					X		X			11/06/00	
COOPER INDUSTRIES INC	OH							X		X	11/06/00	
CORNING INC /NY	NY					X		X			11/02/00	
CORZON INC	TX					X		X			10/03/00	
COVALENT GROUP INC	NV			X				X			10/31/00	
CUBIST PHARMACEUTICALS INC	DE	X						X			10/23/00	
CURAGEN CORP	DE					X		X			11/06/00	
CURAGEN CORP	DE					X					11/06/00	
CURTISS WRIGHT CORP	DE	X									11/07/00	
CWMBS INC	DE					X		X			09/28/00	
CWMBS INC	DE					X		X			10/30/00	
DELTA AIR LINES INC /DE/	DE					X		X			09/25/00	
DELTA FUNDING HOME EQUITY LOAN TRUS T 2000-3	NY							X			10/16/00	
DETROIT EDISON CO	MI					X		X			11/02/00	
DIGITAL LAVA INC	DE					X		X			11/02/00	
DIGITAL RIVER INC /DE	DE	X						X			08/24/00	AMEND
DISPLAY TECHNOLOGIES INC	NV					X		X			10/31/00	
DLJ COMMERCIAL MORT COMM MOR PASS T HR CERT 2000-CKP1	DE					X		X			11/06/00	
DONALDSON LUFKIN & JENRETTE INC /NY	DE	X	X			X		X			11/03/00	
/												
DOT COM ENTERTAINMENT GROUP INC	FL					X					11/01/00	
DOT COM ENTERTAINMENT GROUP INC	FL					X					11/01/00	
DT INDUSTRIES INC	DE					X		X			11/07/00	
DTE ENERGY CO	MI					X		X			11/02/00	
DVI RECEIVABLES CORP VIII	DE					X		X			11/07/00	
DYAX CORP	DE							X		X	11/06/00	
DYNAMIC INFORMATION SYSTEM & EXCHAN GE INC	UT					X					10/20/00	
ENVISION DEVELOPMENT CORP /FL/	FL					X					11/01/00	
ENZON INC	DE					X					11/06/00	
ENZON INC	DE					X					11/07/00	
EPRESENCE INC	MA							X		X	11/06/00	
EPROMO COM	NV	X	X			X		X			08/21/00	AMEND
EQUITY ONE ABS INC	DE					X		X			11/03/00	
EVERGREEN RESOURCES INC	CO							X			11/02/00	
EVERLAST WORLDWIDE INC	DE		X					X			10/24/00	
FALCON ENTERTAINMENT CORP	DE					X		X			11/06/00	
FARM FAMILY HOLDINGS INC	DE					X		X			10/31/00	
FARWEST GROUP INC	NV	X									11/07/00	
FBR ASSET INVESTMENT CORP/VA	VA					X		X			11/01/00	
FIBERCORE INC	NV					X		X			10/30/00	
FIRST ENTERTAINMENT HOLDING CORP	NV	X									11/06/00	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
FIRST PHILADELPHIA CAPITAL CORP	DE	X	X				X	X			10/30/00	
FIRST UNION COMMERCIAL MORTGAGE SEC URITIES INC	NC						X	X			11/06/00	
FLOWERS INDUSTRIES INC /GA FMC CORP	GA DE					X	X			X	10/26/00 11/03/00	
FORESTRY INTERNATIONAL INC	CO	X									05/01/00	
FORESTRY INTERNATIONAL INC	CO	X									05/01/00	
FORESTRY INTERNATIONAL INC	CO	X									11/07/00	
FOUNDATION HEALTH SYSTEMS INC	DE					X	X				11/06/00	
FRONTLINE CAPITAL GROUP	DE							X		X	11/07/00	
FULLCOMM TECHNOLOGIES INC	DE						X	X			10/31/00	
GENERAL MAGIC INC	DE					X	X				11/06/00	
GENERAL MOTORS CORP	DE									X	11/01/00	
GENESEEE & WYOMING INC	DE	X									11/06/00	
GETTY PETROLEUM MARKETING INC /MD/ GFSB BANCORP INC	MD DE		X					X	X		11/02/00 10/31/00	
GLOBAL ENTERTAINMENT HOLDINGS/EQUIT IES INC						X					08/30/00	
GLOBALSCAPE INC	DE					X	X				11/07/00	
GLOBUS WIRELESS LTD	NV				X	X	X				04/26/00	AMEND
GO ONLINE NETWORKS CORP	CO		X					X			09/05/00	AMEND
GOODRICH B F CO	NY							X		X	11/07/00	
GRANT PRIDECO INC	DE					X	X				11/08/00	
GREENWICH CAPITAL ACCEPTANCE INC	NY					X	X				11/03/00	
HAGGAR CORP	NV									X	11/07/00	
HARKEN ENERGY CORP	DE							X		X	11/07/00	
HARLAND JOHN H CO	GA		X								08/23/00	AMEND
HARVARD INDUSTRIES INC	DE					X	X				11/07/00	
HCA-THE HEALTHCARE CO	DE					X	X				10/25/00	
HERCULES INC	DE							X		X	11/06/00	
HERTZ CORP	DE					X	X				11/06/00	
HSB GROUP INC	CT					X					11/06/00	
HUGHES ELECTRONICS CORP	DE									X	11/01/00	
IBP INC	DE					X	X				11/03/00	
IMMULABS CORP	CO					X	X				10/31/00	
INSILCO HOLDING CO	DE					X	X				11/07/00	
INSILCO TECHNOLOGIES INC	DE					X	X				11/07/00	
INTEGRATED FOOD RESOURCES INC	NV					X					10/30/00	AMEND
INTEGRATED FOOD RESOURCES INC	NV					X					10/30/00	AMEND
INTERMOST CORP	UT					X					10/30/00	
INTERNATIONAL FAST FOOD CORP	FL						X	X			11/06/00	
INTERNET BUSINESS INTERNATIONAL INC	NV	X									10/20/00	
JLK DIRECT DISTRIBUTION INC	PA						X	X			11/07/00	
KELLOGG CO	DE						X	X			10/26/00	
KENMAR PERFORMANCE PARTNERS LP	NY						X	X			10/18/00	
KINDER MORGAN ENERGY PARTNERS L P	DE							X		X	11/06/00	
KINDER MORGAN INC	KS							X		X	11/06/00	
KLAMATH FIRST BANCORP INC	OR						X	X			11/02/00	
LABORATORY CORP OF AMERICA HOLDINGS	DE						X	X			11/06/00	
LCC INTERNATIONAL INC	DE						X	X			11/01/00	
LIBERTY CORP	SC									X	11/07/00	
LIGAND PHARMACEUTICALS INC	DE					X		X			10/31/00	
LINCOLN NATIONAL CORP	IN									X	09/30/00	
LINENS N THINGS INC	DE						X	X			10/20/00	

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		1	2	3	4	5	6	7	8	9			
LINENS N THINGS INC	DE										X	10/23/00	
LITTLEFIELD CORP	DE					X		X				10/31/00	
LOEWEN GROUP INC						X		X				11/03/00	
LUCAS EDUCATIONAL SYSTEMS INC	DE					X		X				11/02/00	
LUMINART CORP	NV	X										11/01/00	
L90 INC	DE					X		X				11/06/00	
MACK CALI REALTY CORP	MD							X		X		11/07/00	
MANHATTAN ASSOCIATES INC	GA		X					X				10/24/00	
MARKETING SPECIALISTS CORP	DE					X		X				11/02/00	
MARSHALL & ILSLEY CORP/WI/	WI					X		X				11/01/00	
MAXICARE HEALTH PLANS INC	DE					X		X				11/07/00	
MCMORAN EXPLORATION CO /DE/	DE					X						11/06/00	
MEDICAL DYNAMICS INC	CO					X		X				10/30/00	
MERITAGE HOSPITALITY GROUP INC /MI/	MI					X		X				10/25/00	
MERRILL LYNCH DEPOSITOR INC	DE					X		X				10/15/00	
META GROUP INC	DE					X		X				10/21/00	
MICROSTRATEGY INC	DE	X										10/18/00	
MILACRON INC	DE					X		X		X		10/31/00	
MIM CORP	DE					X		X				11/06/00	
MOODYS CORP /DE/	DE					X		X				11/07/00	
MORGAN STANLEY ABS CAPITAL I TRUST 2000-1	DE					X		X				09/25/00	
MORROW SNOWBOARDS INC	OR					X						10/27/00	
MOTOROLA INC	DE							X				03/23/00	AMEND
NAPRO BIOTHERAPEUTICS INC	DE					X				X		10/31/00	
NATCO GROUP INC	DE					X						11/07/00	
NAVISTAR FINANCIAL DEALER NOTE MAST ER TRUST	DE					X		X				10/25/00	
NAVISTAR FINANCIAL RETAIL RECEIVABL ES CORPORATION	DE					X		X				10/15/00	
NAVISTAR FINANCIAL SECURITIES CORP	DE					X		X				10/25/00	
NEXMED INC	NV					X		X				11/02/00	
NISOURCE INC/DE	DE									X		11/01/00	
NISOURCE INC/DE	DE									X		11/06/00	AMEND
NISOURCE INC/DE	DE					X		X				11/07/00	
NISSAN AUTO RECEIVABLES CORP /DE	DE					X		X				11/06/00	
NN INC	DE					X		X				11/07/00	
NORTEL NETWORKS CORP												05/07/00	
NORTH BAY BANCORP/CA	CA							X				11/06/00	
NPS PHARMACEUTICALS INC	DE							X				11/07/00	
NS GROUP INC	KY									X		11/06/00	
OFFICE DEPOT INC	DE								X	X		11/06/00	
OMNI NUTRACEUTICALS	UT					X		X				10/23/00	
ONE WORLD ONLINE COM INC	NV							X		X		10/30/00	
ONEOK INC /NEW/	OK							X		X		11/07/00	
PACIFIC CENTURY FINANCIAL CORP	DE							X				11/03/00	
PACIFIC MERCANTILE BANCORP	CA					X			X			10/17/00	AMEND
PANORAMIC CARE SYSTEMS INC	CO		X						X			08/25/00	AMEND
PARA MAS INTERNET INC	NV								X			11/01/00	
PATTERSON ENERGY INC	DE							X	X			10/03/00	
PEOPLES FINANCIAL SERVICES CORP/	PA		X									05/05/00	
PETS COM INC								X	X			11/07/00	
PHILADELPHIA CONSOLIDATED HOLDING C ORP	PA							X	X			11/06/00	

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		1	2	3	4	5	6	7	8	9		
PILOT NETWORK SERVICES INC	DE					X					10/18/00	
PIPELINE TECHNOLOGIES INC	CO					X					10/27/00	
POORE BROTHERS INC	DE					X					11/06/00	
POWER ONE INC	DE					X					11/02/00	
PRICELINE COM INC	DE									X	11/02/00	
PROFIT RECOVERY GROUP INTERNATIONAL INC	GA					X		X			10/25/00	
PROVIDENT HOME EQUITY LOAN TRUST 20 00-A	OH					X		X			09/25/00	
QUAD CITY HOLDINGS INC	DE					X					11/07/00	
QUADRAMED CORP	DE					X		X			10/19/00	
RADIOLOGIX INC	DE					X					11/03/00	
REGENT COMMUNICATIONS INC	DE		X					X			08/24/00	AMEND
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE							X			11/06/00	
ROSEVILLE COMMUNICATIONS CO	CA		X								11/06/00	
RURAL CELLULAR CORP	MN							X	X		11/06/00	
RYANS FAMILY STEAKHOUSES INC	SC		X								11/01/00	
SALEM COMMUNICATIONS CORP /DE/	DE		X			X		X			08/24/00	AMEND
SALOMON BROTHERS MORT SEC VII INC M ORT PAS TH CE SER 2000-1	DE					X		X			10/25/00	
SAXON ASSET SEC TRUST 2000 1 MTG LN ASSET BK CERT SER 2000 1	VA					X		X			10/25/00	
SELECT MEDIA COMMUNICATIONS INC	NY					X		X			10/30/00	
SHAW INTERNATIONAL INC			X								06/30/00	
SHONEYS INC	TN					X					11/03/00	
SIGNAL APPAREL COMPANY INC	IN		X					X			11/02/00	
SOLETRON CORP	DE					X					11/03/00	
SPALDING HOLDINGS CORP	DE					X		X			09/30/00	
STEARNS & LEHMAN INC	OH				X			X			10/31/00	
STORAGE TECHNOLOGY CORP	DE					X		X			11/07/00	
STURM RUGER & CO INC	DE					X		X			10/24/00	
SUN HYDRAULICS CORP	FL							X		X	11/06/00	
SYNDICATION NET COM INC	DE	X	X		X		X	X			10/13/00	
SYSCO CORP	DE					X		X			11/03/00	
TAM RESTAURANTS INC	DE					X		X			10/18/00	
TELESERVICES INTERNET GROUP INC	FL		X					X			08/23/00	AMEND
TESSERACT GROUP INC	MN					X					11/07/00	
TRANSCRIPT INTERNATIONAL INC	DE					X		X	X		11/06/00	
TRAVELNOWCOM INC	FL					X		X			09/26/00	
TRIDEX CORP	CT					X					10/16/00	
TRUE NORTH COMMUNICATIONS INC	DE								X		11/03/00	
U S ENERGY SYSTEMS INC	DE							X			08/23/00	AMEND
U S WIRELESS DATA INC	CO					X		X			10/30/00	
UAL CORP /DE/	DE					X		X			11/06/00	
UMEMBER COM INC /CO/	CO		X					X			10/10/00	
UNITED HERITAGE CORP	UT								X		11/06/00	
UNIVERSAL BROADBAND NETWORKS INC	DE			X	X			X			10/31/00	
VION PHARMACEUTICALS INC	DE					X		X			11/07/00	
VOYUS LTD						X		X			10/24/00	
WAL MART STORES INC	DE					X		X			11/06/00	
WASHINGTON GAS LIGHT CO	DC					X					11/07/00	
WASTEMASTERS INC	MD		X					X			09/30/00	
WATERS CORP /DE/	DE								X		10/27/00	

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	CODE	1	2	3	4	5	6	7	8	9		
WFS RECEIVABLES CORP	CA									X	11/06/00	
WGL HOLDINGS INC	VA					X					11/07/00	
WINN DIXIE STORES INC	FL					X					10/30/00	
WISCONSIN PUBLIC SERVICE CORP	WI					X					11/07/00	
WSI INTERACTIVE CORP						X		X			11/06/00	
XCEED INC	DE					X					10/23/00	
XTRA CORP /DE/	DE					X					11/07/00	
ZEROS & ONES INC	NV					X					10/30/00	
ZIPLINK INC	DE					X		X			11/03/00	
3DFX INTERACTIVE INC	CA									X	11/07/00	