

# SEC NEWS DIGEST

Issue 2001-15

January 23, 2001

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## RULES AND RELATED MATTERS

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### ADOPTION OF UPDATED EDGAR FILER MANUAL

On January 16, 2001, the Commission issued a release adopting an updated Volume II of the EDGAR Filer Manual. The Filer Manual describes the technical formatting requirements for the preparation and submission of electronic filings through the Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system. Volume II describes the requirements for filing using modernized EDGARLink, Version 7.5. EDGAR Release 7.5, the most recent step in the Commission's modernization project, was implemented on November 27, 2000.

For further information about updated Volume II of the Filer Manual, please contact Peggy Favor, (202) 942-8900, in the Office of Filings and Information Services (Rels 33-7933; 34-43843, 35-27338, 39-2388, IC-24827)

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## ENFORCEMENT PROCEEDINGS

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### IN THE MATTER OF DEAN WITTER REYNOLDS INC., HENRY AUWINGER AND DENNIS PETERSON

On January 22, an administrative law judge issued an initial decision as to Respondents Dean Witter Reynolds Inc., and Dennis W. Peterson dismissing the above-referenced proceeding. Respondent Henry L. Auwinger had previously submitted an offer of settlement that was accepted by the Commission. Respondents Dean Witter and Peterson were charged with violating Section 15(b)(4) of the Securities Exchange Act of 1934 by failing reasonably to supervise a registered representative with a view toward preventing the registered representative's violations of the securities laws. Respondent Dean Witter was also charged with violating Section 17(a) of the Exchange Act and Rule 17a-3 thereunder by maintaining inaccurate books and records.

The law judge concluded that the registered representative violated the securities laws, but such violations occurred before Respondent Peterson was the registered representative's supervisor. Therefore, Respondent Peterson was not liable for a failure to supervise the registered representative. Assuming the registered representative did violate the securities laws while under Respondent Peterson's supervision, the law judge held that Respondent Peterson's supervision of the registered representative was in fact reasonable.

The law judge also concluded Respondent Dean Witter did not fail reasonably to supervise the registered representative. He found that Dean Witter's supervisory procedures were reasonably expected to prevent and detect the registered representative's violations and that Dean Witter reasonably discharged its duties under such procedures without cause to believe its procedures were not being complied with. The law judge also held that there was insufficient evidence to establish the Commission's allegations that Dean Witter maintained inaccurate books and records. (Initial Decision No. 179, File No. 3-9686)

### **SEC APPROVES DISGORGEMENT DISTRIBUTION PLAN IN ADMINISTRATIVE PROCEEDING AGAINST FORMER J.B. HANAUER BROKER**

The Commission today approved the Plan for the Administration and Distribution of Disgorgement Fund that the Division of Enforcement previously proposed and that the Commission published for comment in In re Geoffrey A. Newman (Administrative Proceeding file no. 3-9992). In an Order issued on September 2, 1999, the Commission found that Newman willfully violated Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder by churning six client bond accounts and making unsuitable investment recommendations to several of these clients while employed as a broker at J.B. Hanauer & Co. between 1992 and 1995. The Commission ordered that Newman pay \$738,165 in disgorgement, plus prejudgment interest, but waived payment of all but \$131,219 of this amount based on Newman's demonstrated inability to pay. Today's Order approves the Plan proposed by the Division of Enforcement to distribute the disgorged amount *pro rata* among the six investors whom the Commission found that Newman defrauded. (Rels. 33-7942, 34-43875, File No. 3-9992)

### **THREE SETTLE SEC CHARGES IN NEI WEBWORLD INTERNET STOCK MANIPULATION CASE; TWO SENTENCED TO PRISON IN RELATED CRIMINAL PROSECUTION**

The Commission today announced settlements in its previously filed NEI Webworld, Inc. Internet stock-price manipulation case. That case was originally filed as an emergency action seeking preliminary relief including asset freezes on December 15, 1999. The Commission alleged that the three defendants, all recent college graduates, acquired large blocks of stock of NEI Webworld for pennies per share, created demand for the stock by disseminating false statements on the Internet that NEI Webworld, Inc. would be acquired by another company, and then sold their stock into the rising market for profits totaling nearly \$364,000. The Commission subsequently amended its complaint to allege

a scheme to use the Internet to manipulate the market for eleven additional issuers that continued for nearly six months. Yesterday Hootan Melamed and Allen Derzakharian, two of three defendants named in the Commission's complaint, agreed to settle the case, without admitting or denying the allegations in the amended complaint, by disgorging their trading profits and consenting to the entry of permanent injunctions against future violations of the Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. Melamed and Derzakharian agreed to surrender the contents of a previously frozen brokerage account containing their \$211,250 in illegal trading profits from trading in NEI Webworld, together with prejudgment interest earned thereon. Melamed agreed to disgorge an additional \$2,066 in profits and prejudgment interest from his trading in two other securities. Neither Melamed nor Derzakharian will be ordered to pay penalties based on the sworn statements of financial condition that each submitted. The Commission also filed a new action naming a fourth individual, Arash (Danny) Molayem, for participating in the NEI Webworld and other Internet manipulations. Simultaneous with the filing of the Complaint against him, Molayem also consented to the entry of a permanent injunction and agreed to disgorge his trading profits of \$16,006 plus prejudgment interest. Because of Molayem's early and substantial cooperation in the investigation of this matter, the Commission did not seek to freeze his assets, and settled without seeking civil penalties against him. The Commission's complaint against Arash Aziz-Golshani, the third defendant in the original case, remains pending.

Separately, the United States Attorney for the Central District of California prosecuted Aziz-Golshani and Melamed criminally for their manipulation of NEI Webworld. Aziz-Golshani pled guilty to one count of securities fraud and one count of conspiracy to commit securities fraud. Melamed pled guilty to one count of conspiracy to commit securities fraud. Aziz-Golshani was sentenced on January 22, 2001 to 15 months incarceration, and ordered to pay restitution in an amount to be determined. Melamed was sentenced on January 12, 2001 to 10 months incarceration and also ordered to pay restitution in an amount to be determined. [SEC v Arash Aziz-Golshani, et al., USDC, CD Cal., Civil Action No. 99-13139, CBM, AJWx], [SEC v Arash Molayem, USDC, CD Cal., Civil Action No. 01-00649, CBM, CTx] (LR-16867)

### **SEC CHARGES MULTI-MILLION DOLLAR FINANCIAL REPORTING FRAUD AGAINST FORMER CHAIRMAN AND OTHER FORMER SENIOR OFFICERS AND EMPLOYEES OF AURORA FOODS INC.**

The Commission announced today that it has brought securities fraud charges against three former senior officers and four employees of Aurora Foods Inc. (Aurora or the Company), a producer and marketer of branded food products, in connection with a scheme that caused Aurora to under-report trade marketing expenses and substantially inflate reported earnings in 1998 and 1999. In addition, the complaint charges Aurora and another former employee with corporate reporting and record keeping violations. The Commission further announced that, simultaneous with the filing of the complaint, it settled the charges against Aurora and two of the individual defendants.

The complaint alleges that, during 1998 and the first three quarters of 1999, Aurora under-reported trade marketing expenses by more than \$43 million. Aurora's senior management, consisting of defendants Ian R. Wilson (Wilson), M. Laurie Cummings (Cummings) and Ray Chung (Chung), was aware that Aurora was not accurately reporting trade marketing expense, which is the expense Aurora incurs to induce grocery stores to buy its products, for example, a case discount or other similar incentive. Instead of properly booking the expense, Wilson, Cummings and Chung tried to conceal it from the auditors by directing division level officers and employees to make false entries in various accounts on the Company's books. The effect was to falsely and substantially inflate the Company's financial results

The defendants are as follows

**Aurora** is a Delaware corporation with its principal place of business in St Louis, Missouri. During the relevant time period, Aurora had its principal places of business in St Louis, Missouri and Columbus, Ohio, and its corporate headquarters at the offices of Dartford Partnership, LLC in San Francisco, California. Aurora's common stock trades on the New York Stock Exchange. At all relevant times, Aurora's business was divided into two divisions, the Aurora Foods division (AFI) and the Van de Kamp's division (VDK). Aurora markets products including Duncan Hines baking mix, Mrs Butterworth's and Log Cabin syrup, Van de Kamp's and Mrs Paul's frozen seafood, Aunt Jemima frozen breakfast products and Celeste frozen pizza.

**Wilson**, age 71, was Chairman of the Board and Chief Executive Officer of Aurora from June 1998 until he resigned on February 17, 2000. Wilson is a resident of San Francisco, California.

**Cummings**, age 36, was the Chief Financial Officer of Aurora from June 1998 until she resigned on February 17, 2000. Cummings is a resident of San Francisco, California.

**Chung**, age 51, was the Executive Vice-President of Aurora from June 1998 until he resigned on February 17, 2000. Chung is a resident of Houston, Texas.

**Dirk Grizzle** (Grizzle) was the vice-president of finance and principal financial officer of Aurora's AFI division until June 2000. Grizzle is a resident of Westerville, Ohio.

**Tammy Fancelli** (Fancelli) was a Senior Financial Analyst at Aurora's AFI division until September 2000. Fancelli is a resident of Columbus, Ohio.

**James Elliott** (Elliott) was the Manager of Customer Financial Services at Aurora's AFI division until September 2000. Elliott is a resident of Powell, Ohio.

**Timothy B. Andersen** (Andersen) was the vice-president of finance and principal financial officer at Aurora's VDK division until June 2000. Andersen is a resident of St Louis, Missouri.

**Keith Luechtefeld** (Luechtefeld) was the Controller at Aurora's VDK division until June 2000. Luechtefeld is a resident of St. Louis, Missouri.

The complaint alleges as follows:

During 1998 and the first three quarters of 1999, defendants Wilson, Cummings and Chung systematically understated Aurora's trade promotion expense associated with the marketing of the Company's products. They accomplished this by directing the division-level defendants to (i) make inadequate or no accruals for known trade marketing expenses incurred in connection with sales already booked and (ii) hide these inadequate accruals from the Company's auditors by making false entries in various accounts on the Company's books. The result was materially to understate expenses and liabilities on the Company's publicly filed financial statements. The object of the scheme was to conceal from the investing public the fact that the Company had not met its earnings targets from quarter to quarter.

At the Company's AFI division, the key participant was defendant Grizzle, AFI's principal financial officer. Beginning in or about March 1999, Grizzle and Cummings discussed putting known trade promotion expenses in accounts receivable, rather than simply recording them on the books of the Company. The effect would be to conceal these expenses from the auditors. Thereafter, on a regular basis, Cummings and/or Chung instructed Grizzle to move large portions of the expense to accounts receivable. Grizzle carried out these instructions by directing defendants Fancelli and Elliott to make false entries in the accounts receivable ledgers and subsidiary ledgers. Beginning in about April 1999, Grizzle also prepared, at least quarterly, two versions of AFI's trade promotions reserve analysis, one for the Company's internal use, which showed an ever-growing trade underaccrual, consisting primarily of items of actual, known expense, and the other to be provided to the auditors, which falsely showed AFI in an overaccrued position.

At the Company's VDK division, defendant Andersen, VDK's principal financial officer, carried out Cummings' and Chung's instructions to reduce expenses on the books to enable Aurora to hit "must make" numbers on a quarterly or more frequent basis. In almost every instance, in order to hit these earnings targets, Andersen reduced trade promotion expense and the accompanying trade promotion accrual, even though he knew that VDK had already recorded insufficient trade expense and had underaccrued the trade promotion reserve.

Andersen accomplished this by directing VDK's Director of Budget and Planning to reduce the trade promotion accrual. Because the division's computers automatically posted accruals to the reserve account as sales were posted, the automated entries had to be adjusted manually. However, as Cummings eventually became concerned that these manual entries would draw audit scrutiny, Cummings directed Andersen to turn off the automated posting system. Thereafter, all accruals were posted by hand at the levels dictated by Cummings.

In order to conceal further the underaccrual from the auditors, Cummings directed VDK's Director of Budgeting and Planning to prepare for the auditors a version of the trade reserve analysis employing incorrect assumptions, which, had they been disclosed, would have immediately revealed the inadequacy of the accruals

Defendant Luechtefeld, VDK's Controller, was aware of these deliberate underaccruals, and, on at least one occasion, carried out Andersen's instruction to conceal the underaccruals by shifting \$2 million from other liability accounts on VDK's books to the trade promotion reserve. These entries had no purpose other than to make it appear to the auditors that the accrual was adequate, when, in fact, it was not.

Throughout 1999, division officers at both AFI and VDK regularly informed Aurora CEO Wilson of the substantial trade accrual deficit, but Wilson refused to take action to correct the problem and, from time to time, noted his concurrence in actions directed by his subordinates Cummings and Chung to conceal the underaccrual. Wilson also made several public statements in 1999 concerning the Company's financial condition, which failed to disclose the substantial unrecorded trade marketing expense. By January 2000, Wilson actively participated in efforts to conceal the false accounting entries from the auditors and personally directed division employees to lie to the auditors.

The Commission alleges that, as a result of the foregoing, Wilson, Chung, Cummings, Grizzle, Fancelli, Andersen and Luechtefeld violated, or aided and abetted violations of, Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act), and Rule 10b-5, that all of the individual defendants violated Section 13(b)(5) of the Exchange Act and Rule 13b2-1 in connection with a financial reporting fraud involving Aurora; that Wilson, Chung and Cummings also violated Rule 13b2-2 promulgated under the Exchange Act, that Aurora violated Sections 13(a) and 13(b)(2) of the Exchange Act and Rules 12b-20, 13a-1 and 13a-13, and that Wilson, Chung and Cummings, as control persons of Aurora, are liable for Aurora's violations of Sections 13(a) and 13(b)(2) of the Exchange Act and Rules 12b-20 and 13a-13.

The Commission seeks a Final Judgment (i) permanently enjoining each defendant from future violations of the securities laws, (ii) ordering Wilson, Chung, Cummings and Grizzle to disgorge performance bonuses paid to them on the basis of materially overstated earnings, plus prejudgment interest, (iii) imposing civil penalties against each defendant (except Aurora), and (iv) barring Wilson, Chung, Cummings and Grizzle from serving as an officer or director of a public company.

The Company has consented to the entry of a final judgment that permanently enjoins the Company from further violations of the reporting and internal control provisions of the federal securities law.

Defendant Fancelli has consented to the entry of a final judgment that permanently enjoins her from further violations of the antifraud and reporting and internal control provisions of the federal securities laws and that orders her to pay a civil penalty in the amount of \$20,000.

Defendant Elliott has consented to the entry of a final judgment that permanently enjoins him from further violations of the reporting and internal control provisions of the federal securities laws and that orders him to pay a civil penalty in the amount of \$10,000.

The litigation is pending in the United States District Court for the Southern District of New York

The Commission acknowledges the assistance of the United States Attorney's Office, Southern District of New York, in this investigation [SEC v Aurora Foods Inc , et al , 01 CIV 0554, AKH, SDNY] (LR-16866)

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## SELF-REGULATORY ORGANIZATIONS

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### PROPOSED RULE CHANGES

The New York Stock Exchange filed a proposed rule change (SR-NYSE-00-62) relating to specialists' specialty stock option transactions and amendments to NYSE Rule 98 and to the Guidelines to NYSE Rule 105. Publication of the proposal is expected in the Federal Register during the week of January 22 (Rel 34-43859)

The Commission noticed for comment a proposed rule change (SR-Phlx-01-06) filed by the Philadelphia Stock Exchange to amend Phlx Rule 1063(a) and Phlx Options Floor Procedure Advices A-10 and C-1, which concern trading in foreign currency options. Publication of the proposal is expected in the Federal Register during the week of January 22 (Rel 34-43864, International Series Rel 1245)

### APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change, as amended, as well as noticed and granted accelerated approval of Amendment No 9 thereto, filed by the National Association of Securities Dealers (SR-NASD-99-53) relating to the establishment of the Nasdaq Order Display Facility and Order Collector Facility and modifications of the Nasdaq Trading Platform (collectively referred to as the SuperMontage). Publication is expected in the Federal Register during the week of January 22 (Rel 34-43863)

The Commission approved an amended proposal by the National Association of Securities Dealers (SR-NASD-99-65) pursuant to Section 19(b)(2) of the Securities Exchange Act of 1934, to require NASD members to report transaction information on certain corporate bonds and to establish a facility to collect and publicly distribute that transaction information. The Commission also granted accelerated approval to Amendment No 4 to that proposal pursuant to Section 19(b)(2) of the Act. Publication of the notice in the Federal Register is expected during the week of January 22 (Rel 34-43873)

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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>.

- S-8 TRAMFORD INTERNATIONAL LTD, C/O JING TAI INDUSTRIAL INVEST CO LTD,  
RM1010-12 WEST TOWER 200 CONNAUGHT RD, SHUN TAK CENTER CENT, K3 -  
4,372,882 (\$2,322,874.92) FOREIGN COMMON STOCK. (FILE 333-13046 - JAN.  
08)  
(BR. 3)
- S-8 ROYAL BANK OF CANADA \, P O BOX 6001, MONTREAL QUEBEC, H3C 3A9, A6  
(416) 974-6234 - 2,244,580 (\$49,044,073) FOREIGN COMMON STOCK. (FILE  
333-13050 - JAN. 10) (BR. 7)
- S-8 ROYAL BANK OF CANADA \, P O BOX 6001, MONTREAL QUEBEC, H3C 3A9, A6  
(416) 974-6234 - 2,058,824 (\$70,000,016) FOREIGN COMMON STOCK. (FILE  
333-13052 - JAN. 10) (BR. 7)
- S-8 DESCARTES SYSTEMS GROUP INC, 120 RANDALL ST, WATERLOO ONTARIO CAN,  
A6  
(519) 746-8110 - 43,466 (\$335,930.54) FOREIGN COMMON STOCK. (FILE  
333-13058 - JAN. 11) (BR. 3)
- S-8 XDOGS COM INC, 527 MARQUETTE AVE, SUITE 2130, MINNEAPOLIS, MN 55402  
(612) 359-9020 - 300,000 (\$300,000) COMMON STOCK. (FILE 333-53710 -  
JAN. 16) (BR. 5)
- S-8 IMS HEALTH INC, 200 NYALA FARMS, WESTPORT, CT 06880 (203) 222-4523 -  
16,674,797 (\$478,541,673) COMMON STOCK. (FILE 333-53712 - JAN. 16)  
(BR. 3)
- S-8 SYNTROLEUM CORP, 1350 SOUTH BOULDER, SUITE 1100, TULSA, OK 74119  
(918) 592-7900 - 28,000 (\$217,640) COMMON STOCK. (FILE 333-53714 -  
JAN. 16) (BR. 4)
- S-8 STAR GAS PARTNERS LP, 2187 ATLANTIC ST, STAMFORD, CT 06902  
(203) 328-7300 (FILE 333-53716 - JAN. 16) (BR. 2)



SB-2 MEDI HUT CO INC, 1935 SWARTHMORE AVENUE, LAKEWOOD, NJ 08701  
 (732) 901-0606 - 2,250,000 (\$15,679,687.50) COMMON STOCK. (FILE 333-53718  
 - JAN. 16) (BR. 9)

S-3 SANGSTAT MEDICAL CORP, 6300 DUMBARTON CIRCLE, FREMONT, CA 94555  
 (510) 789-4300 - 1,315,800 (\$15,460,650) COMMON STOCK. (FILE 333-53720  
 -  
 JAN. 16) (BR. 1)

S-8 AREMISSOFT CORP /DE/, 216 HADDON AVE, SUITE 607, WESTMONT, NJ 08108  
 -  
 440,000 (\$6,568,750) COMMON STOCK. (FILE 333-53722 - JAN. 16) (BR. 3)

SB-2 FIRST SCIENTIFIC INC, 1877 WEST 2800 SOUTH SUITE 200, UNIT A, OGDEN,  
 UT  
 84401 (714) 660-1500 - 21,000,000 (\$6,195,000) COMMON STOCK. (FILE  
 333-53724 - JAN. 16) (BR. 2)

S-8 SBI COMMUNICATIONS INC, 1239 S GLENDALE AVE, SUITE 104, GLENDALE, CA  
 91205 (818) 550-6148 - 1,500,000 (\$1,500,000) COMMON STOCK. (FILE  
 333-53726 - JAN. 16) (BR. 7)

S-8 HAND BRAND DISTRIBUTION INC, 9845 N E 2ND AVE, MIAMI SHORES, FL  
 33138  
 (305) 759-8710 - 250,000 (\$135,000) COMMON STOCK. (FILE 333-53730 -  
 JAN. 16) (BR. 9)

S-8 BROCADE COMMUNICATIONS SYSTEMS INC, 1901 GUADALUPE PARKWAY, SUITE E,  
 SAN JOSE, CA 95131 - 25,091,900 (\$1,847,346,854.68) COMMON STOCK.  
 (FILE  
 333-53734 - JAN. 16) (BR. 3)

S-8 RIGHTCHOICE MANAGED CARE INC /DE, 1831 CHESTNUT ST,  
 BLUE CROSS BLUE SHIELD PLZ, ST LOUIS, MO 63103 (314) 923-4444 - 300,000  
 (\$9,159,000) COMMON STOCK. (FILE 333-53736 - JAN. 16) (BR. 1)

SB-2 WATCHOUT INC, 20283 STATE ROAD 7, SUITE #400, BOCA RATON, FL 33498  
 (561) 482-9420 - 5,000,000 (\$4,068,715) COMMON STOCK. (FILE 333-53738  
 -  
 JAN. 16) (BR. 4)

SB-2 ORDERPRO LOGISTICS INC, 7400 N ORACLE ROAD #372, TUCSON, AZ 85704 -  
 5,066,667 (\$1,520,000) COMMON STOCK. (FILE 333-53740 - JAN. 16) (BR.  
 9)

S-8 VERTICALBUYER INC, 40 LINNELL CIRCLE, BILLERICA, MA 01821 (978) 663-  
 7598  
 - 50,000 (\$50,000) COMMON STOCK. (FILE 333-53742 - JAN. 16) (BR. 7)

S-8 PEGASYSTEMS INC, 101 MAIN ST, CAMBRIDGE, MA 02142 (617) 374-9600 -  
 2,000,000 (\$5,750,000) COMMON STOCK. (FILE 333-53746 - JAN. 16) (BR.  
 3)

S-8 WILLBROS GROUP INC, DRESDNER BANK BUILDING,  
50TH STREET 8TH FLOOR PO BOX 850048, PANAMA 5 REPUBLIC OF PANAMA, R1  
00000  
(507) 263-9282 - 1,000,000 (\$5,820,000) COMMON STOCK. (FILE 333-53748  
-  
JAN. 16) (BR. 4)

S-8 HAMPSHIRE GROUP LTD, 215 COMMERCE BLVD, PO BOX 2667, ANDERSON, SC  
29625  
(864) 225-6232 - 750,000 (\$5,625,000) COMMON STOCK. (FILE 333-53750 -  
JAN. 16) (BR. 2)

S-8 ENGAGE INC, 100 BRICKSTONE SQUARE, ANDOVER, MA 01810 (978) 684-3884  
-  
8,504,188 (\$13,171,016) COMMON STOCK. (FILE 333-53752 - JAN. 16) (BR.  
8)

S-3 STUDENT ADVANTAGE INC, 280 SUMMER STREET, BOSTON, MA 02210  
(617) 912-2011 - 3,000,000 (\$10,312,500) COMMON STOCK. (FILE 333-53754  
-  
JAN. 16) (BR. 5)

S-3 IBASIS INC, 20 SECOND AVE, BURLINGTON, MA 01803 (781) 505-7500 -  
10,232,974 (\$43,490,139.50) COMMON STOCK. (FILE 333-53756 - JAN. 16)  
(BR. 8)

S-3 RETURN ASSURED INC, 2240-885 WEST GEORGIA STREET, SUITE 1701,  
VANCOUVER,  
A1 00000 (888) 884-8809 - 7,916,685 (\$8,791,212) COMMON STOCK. (FILE  
333-53758 - JAN. 16) (BR. 3)

SB-2 GLOBUS WIRELESS LTD, 1955 MOSS COURT, KELOWA B C CANADA V1Y 9L3, A1  
(604) 860-3130 - 4,611,528 (\$9,080,499) COMMON STOCK. (FILE 333-53760  
-  
JAN. 16) (BR. 7)

S-3 EFFICIENT NETWORKS INC, 4849 ALPHA RD, SUITE 1200, DALLAS, TX 75244  
(972) 991-3884 - 1,221,456 (\$12,104,629) COMMON STOCK. (FILE 333-53764  
-  
JAN. 16) (BR. 7)

S-3 COLLAGENEX PHARMACEUTICALS INC, 41 UNIVERSITY DRIVE, NEWTON, PA  
18940  
(215) 579-7388 - 259,462 (\$1,369,959) COMMON STOCK. (FILE 333-53766 -  
JAN. 16) (BR. 1)

S-3 CADIZ INC, 100 WILSHIRE BLVD., SUITE 1600, SANTA MONICA, CA 90401  
(310) 899-4700 - 2,667,861 (\$24,427,602.28) COMMON STOCK. (FILE 333-  
53768  
- JAN. 16) (BR. 4)

S-4 SPECTRASITE HOLDINGS INC, 100 REGENCY FOREST DR, STE 400, CARY, NC  
27511  
(919) 468-0112 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE  
333-53770 - JAN. 16) (BR. 7)

S-8 VION PHARMACEUTICALS INC, 4 SCIENCE PARK, NEW HAVEN, CT 06511

(203) 498-4210 - 450,000 (\$3,526,200) COMMON STOCK. (FILE 333-53772 - JAN. 16) (BR. 1)

S-8 GLOBAL PAYMENTS INC, FOUR CORPORATE SQUARE, ATLANTA, GA 30329  
 (404) 728-2363 - 7,600,000 (\$117,800,000) COMMON STOCK. (FILE 333-53774 - JAN. 16) (BR. 7)

S-8 NETWORK APPLIANCE INC, 495 EAST JAVA DR, SUNNYVALE, CA 94089  
 (408) 822-6000 - 255,341 (\$6,819,635.64) COMMON STOCK. (FILE 333-53776 - JAN. 16) (BR. 3)

S-8 TERAYON COMMUNICATION SYSTEMS, 2952 BUNKER HILL LN, SANTA CLARA, CA 95054 (408) 727-4400 - 126,061 (\$27,733.42) COMMON STOCK. (FILE 333-53778 - JAN. 16) (BR. 7)

S-8 EVOLVE SOFTWARE INC, 615 BATTERY ST, STE 400, SAN FRANCISCO, CA 94111  
 (415) 439-4011 - 7,155,287 (\$33,594,072) COMMON STOCK. (FILE 333-53780 - JAN. 16) (BR. 5)

S-8 ANGEION CORP/MN, 350 OAK GROVE PARKWAY, ST PAUL, MN 55127 (612) 315-2000  
 - 100,000 (\$100,000) COMMON STOCK. (FILE 333-53782 - JAN. 16) (BR. 5)

S-8 ANGEION CORP/MN, 350 OAK GROVE PARKWAY, ST PAUL, MN 55127 (612) 315-2000  
 - 100,000 (\$100,000) COMMON STOCK. (FILE 333-53784 - JAN. 16) (BR. 5)

S-8 AMEDISYS INC, 11100 MEAD ROAD STE 300, BATON ROUGE, LA 70816  
 (225) 292-2031 - 75,000 (\$252,625) COMMON STOCK. (FILE 333-53786 - JAN. 16) (BR. 1)

S-8 TERAYON COMMUNICATION SYSTEMS, 2952 BUNKER HILL LN, SANTA CLARA, CA 95054 (408) 727-4400 - 6,500,000 (\$103,525,624) COMMON STOCK. (FILE 333-53788 - JAN. 16) (BR. 7)

S-1 PRACTICE WORKS INC, 1765 THE EXCHANGE, SUITE 500, ATLANTA, GA 30339  
 - 9,000,000 (\$37,890,000) COMMON STOCK. (FILE 333-53792 - JAN. 16) (BR. 8)

S-8 MILLENNIUM PLASTICS CORP, 5631 S PECOS RD, LAS VEGAS, NV 89120  
 (702) 454-2121 - 148,598 (\$124,822.32) COMMON STOCK. (FILE 333-53794 - JAN. 17) (BR. 9)

S-3 REYNOLDS & REYNOLDS CO, 115 S LUDLOW ST, DAYTON, OH 45402 (937) 485-2000  
 - 24,590 (\$507,292) COMMON STOCK. (FILE 333-53798 - JAN. 17) (BR. 5)

SB-2 INTELISPAN INC /WA/, 1720 WINDWARD CONCOURSE SUITE 100, ALPHARETTA, GA 30005 (678) 256-0300 - 88,789,128 (\$44,394,564) COMMON STOCK. FILE 333-53800 - JAN. 17) (BR. 9)