

# SEC NEWS DIGEST

Issue 2001-28

February 9, 2001

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## ENFORCEMENT PROCEEDINGS

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### CEASE AND DESIST ORDER ENTERED AGAINST M. MAHMUD AWAN

On February 8, the Commission issued an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) against M. Mahmud Awan (Awan), requiring Awan to cease and desist from committing or causing any violations or future violations of Sections 13(g) and 16(a) of the Exchange Act and Rules 13d-1, 13d-2, 16a-2 and 16a-3 thereunder. Awan served as Chairman of the Board, Director and a beneficial owner of more than ten percent of the equity securities of Technical Communications Corp. (Technical Communications). Technical Communications common stock is registered with the Commission pursuant to Section 12(g) of the Exchange Act, and is traded on the NASDAQ SmallCap Market System.

Awan, without admitting or denying the allegations in the Commission's Order, consented to the entry of the Order finding that: (1) he failed to timely file a Schedule 13G for one month, and failed to file an amendment to Schedule 13G for more than eleven months, and (2) failed to file or failed to timely file thirteen Forms 4 (with delinquency periods ranging from one month to more than one year and six months), and two Forms 5 (resulting in delinquencies of more than one month and two months). The total value of the transactions in Technical Communications stock for which Awan filed late or failed to file Forms 4 and 5 is approximately \$727,249. (Rel. 34-43942; File No. 3-10418)

### BIOSONICS, INC. CONSENTS TO INJUNCTION

On February 7, the Commission filed a complaint in the United States District Court for the District of Columbia against Biosonics, Inc. The complaint alleges that Biosonics, a Pennsylvania-based medical device company whose securities trade in the pink sheets, failed to make available to the investing public current and accurate information about its financial condition and results of operation through the filing of periodic reports with the Commission as required by the Securities Exchange Act of 1934 (Exchange Act). Specifically, the complaint alleges that Biosonics has not filed its Annual Report on Form 10-K for the fiscal year ended December 31, 1999; its Quarterly Reports on Form 10-Q for the fiscal quarters ended March 31, June 30 and September 30, 2000; and three Notifications of Late Filing with respect to its delinquent reports.

Simultaneously with the filing of the complaint, Biosonics admitted the violations and consented to the entry of a final judgment enjoining it from further violations of Section 13(a) of the Exchange Act of 1934 and rules 12b-25 and 13a-13 thereunder, and ordering it to file its delinquent reports sixty days after the entry of the final judgment. [SEC v. Biosonics, Inc., Civil No. 1:01CV00307, D.D.C.] (LR-16891)

## **SEC CHARGES CENTRAL MAINE POWER EMPLOYEE WITH INSIDER TRADING THROUGH 401(k) PLAN**

On February 8, the Commission filed an injunctive action against David M. Brooks for illegal insider trading in the common stock of CMP Group, Inc. The complaint alleges that Brooks, an employee of Central Maine Power Company, a subsidiary of CMP, invested more than \$80,000 in the CMP stock fund through his 401(k) plan on June 14, 1999, the day before CMP publicly announced its plan to merge with Energy East Corporation. When the merger was announced, Brooks made an illegal profit of \$21,117. Brooks, a resident of Winthrop, Maine, is a financial analyst for Central Maine.

The Commission's complaint alleges that the day before CMP's merger was announced, Brooks moved \$80,000, representing half of his entire 401(k) assets, to the CMP stock fund while in possession of nonpublic information about the merger. According to the complaint, on Sunday, the day before his transfer, Brooks received a highly unusual call at home from his supervisor requesting him to come into the office immediately to provide certain financial information to Central Maine's Coordinator of Financial Communications. When he arrived at the office that Sunday, Brooks allegedly noted a number of senior executives there and discussed with his supervisor his view that CMP must be planning to make a public announcement. The following day, Brooks discussed the financial information he had gathered with Central Maine's Corporate Treasurer. Immediately afterward, the complaint alleges, he ordered the move of his assets to the CMP stock fund. The following day, June 15, Energy East and CMP publicly announced that their companies had signed a merger agreement and the price of CMP stock rose approximately 28%. The complaint alleges that through his insider trading Brooks made a profit of \$21,117.

According to the complaint, Brooks violated Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. The Commission seeks to enjoin Brooks from continuing to violate these laws. The Commission also seeks disgorgement of the ill-gotten gains Brooks realized, plus prejudgment interest. The Commission's complaint further seeks a civil monetary penalty from Brooks of up to three times the amount of his profits. [SEC v. David M. Brooks, Civil Action No. 01-26-B-S, USDC, D. Maine] (LR-16893)

## **COMMISSION CHARGES ALEXIS ARLETT AND ARLETT AND ASSOCIATES, INC. WITH MISAPPROPRIATING \$4.1 MILLION FROM CLIENTS**

On February 8, the Commission filed a complaint in the United States District Court for the District of New Jersey, alleging that defendants Arlett and Associates, Inc. (Arlett and Associates), an investment adviser registered in New Jersey, and Alexis A. Arlett, of Skillman, New Jersey, its president and owner, misappropriated approximately \$4.1 million from their advisory clients. The complaint also names as a relief defendant Michael H. Kochmann, Arlett's husband, alleging that Arlett deposited a portion of the stolen funds into a bank account jointly owned by Arlett and Kochmann.

The complaint alleges that, between September 1995 and November 2000, Arlett, through Arlett and Associates, misappropriated approximately \$4.1 million in client funds from accounts maintained at a broker-dealer, falsely claiming that these funds represented fees owed by clients. Arlett's clients had signed agreements allowing her to obtain the funds directly from the broker-dealer upon presentation of a request for fees. The defendants took approximately \$2.5 million of this total from the accounts of one family. During this period, the total value of assets under management by Arlett and Arlett and Associates never exceeded \$6.04 million. The complaint further alleges that, in order to perpetrate and conceal the fraud, Arlett created and distributed false account statements to clients, and made misrepresentations and omissions of material fact in correspondence, e-mails and oral statements to investors. Arlett transferred the stolen funds to several bank accounts and used these funds for lavish personal living expenses, including more than \$1.3 million spent on jewelry, and hundreds of thousands of dollars on artwork.

The complaint seeks permanent injunctions, disgorgement and civil penalties from Arlett and Associates and Arlett; and disgorgement from Kochmann. Kochmann is not charged with violating any of the provisions of the federal securities laws. Without admitting or denying the Commission's allegations, Arlett and Associates and Arlett consented to the entry of an Order of Permanent Injunction (Reserving the Issues of Disgorgement and Civil Penalties) permanently enjoining them from violating Section 17(a) of the Securities Act of 1933; Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and Sections 206(1) and 206(2) of the Investment Advisers Act of 1940. In addition, Arlett and Associates, Arlett and Kochmann consented to the entry of an order freezing their assets and granting other relief.

The Commission acknowledges the assistance of the New Jersey Bureau of Securities in the investigation of this matter. [SEC v. Alexis A. Arlett, et al., Civil Action No. 01-621, AET, USDC, D.N.J.] (LR-16894)

## **SEC CHARGES GORDON ROLLERT, FORMER PRINCIPAL OF REGISTERED INVESTMENT ADVISERS SAGE ADVISORY SERVICES AND STANDARD ASSET GROUP, IN FRAUDULENT SOFT DOLLAR SCHEME**

On February 8, the Commission filed a complaint in the U.S. District Court for the District of Massachusetts alleging that between 1990 and April 1997, Defendant Gordon

J. Rollert, a Wellesley, Massachusetts investment adviser, defrauded an advisory client, the Pakachoag Church, of more than \$1.1 million. In its complaint, the Commission alleges that Rollert misappropriated the assets of the small Auburn, Massachusetts church through fraudulent soft dollar practices and by fraudulently offering investments in his own advisory business to the church

According to the complaint, Rollert misappropriated soft dollar credits generated by trades effected for the Church's endowment fund, for which he served as investment adviser. The complaint alleges that between August 1994 and April 1997, Rollert fraudulently submitted invoices to a Boston area broker-dealer for soft dollar services that FA Partners purportedly provided. In fact, FA Partners was a shell that Rollert controlled. After receiving soft dollar checks payable to FA Partners, Rollert deposited the checks into an account that he controlled. Rollert then withdrew the majority of the funds for his personal use.

In addition, the complaint alleges that Rollert, without disclosure to its clients, improperly used soft dollar credits to pay for over \$180,000 in business and in undocumented expenses. The Commission also alleges that Rollert set the commissions paid by the Church at a rate five times the average commission rate paid by other investment advisers for soft dollar trades and that Rollert churned the Church's endowment account. Further, the complaint alleges that between 1990 and 1996 Rollert fraudulently induced the Church to invest \$250,000 in Rollert's advisory entities. Finally, according to the complaint, the Forms ADV filed with the Commission by Rollert's investment adviser businesses, Sage Advisory Services and Standard Asset Group, were false because they failed to disclose that Rollert's entities received economic benefits from non-clients, including soft dollars.

As a result of the conduct described in the complaint, the Commission has charged Rollert with violations of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, Section 17(a) of the Securities Act of 1933 and Section 207 of the Investment Advisers Act of 1940, and aiding and abetting Sage's violations of Sections 206(1), and 206(2) of the Advisers Act. The Commission's complaint seeks injunctive relief, disgorgement of \$1.1 million in improperly-obtained benefits, plus prejudgment interest, and civil penalties. [SEC v. Gordon J. Rollert, Civil Action No. 01CV10237-JLT, USDC, D. MA] (LR-16895)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **MUTUAL FUND SELECT GROUP, ET AL.**

A notice has been issued giving interested persons until February 28 to request a hearing on an application filed by Mutual Fund Select Group, et al., for an order exempting applicants from Section 17(a) of the Investment Company Act. The order would permit the proposed reorganization of a series of Mutual Fund Select Group with and into a

series of Mutual Fund Group and the proposed reorganization of a series of Mutual Fund Group with and into a series of Mutual Fund Select Group. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-24856 - February 8)

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## **SELF-REGULATORY ORGANIZATIONS**

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

A proposed rule change (SR-Phlx-00-109) filed by the Philadelphia Stock Exchange proposing changes to certain Exchange fees 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 February 12. (Rel. 34-43931)

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

The Commission approved a proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-00-21) relating to the operation of its Automatic Book Priority System to permit split-price executions, under Section 19(b)(2) of the Securities Exchange Act of 1934. Publication of the notice is expected in the Federal Register during the week of February 12. (Rel. 34-43932)

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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>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

S-8      ERICSSON LM TELEPHONE CO, TELEFONPLAN S 126 25, STOCKHOLM SWEDEN, V7  
-  
23,000,000 (\$317,170,000) FOREIGN COMMON STOCK. (FILE 333-13162 - JAN.  
31)  
(BR. 7)

S-B REPUBLIC OF ARGENTINA, 1901 L ST NW STE 606,  
OFFICE OF FINANCIAL REP OF ARGENTINA, WASHINGTON, DC 20036 -  
5,000,000,000  
(\$5,000,000,000) STRAIGHT BONDS. (FILE 333-13120 - JAN. 30) (BR. 99)

F-6 HALIFAX GROUP PLC /ADR/, 60 WALL ST, NEW YORK, NY 10260 (212) 648-  
3250  
- 30,000,000 (\$1,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE  
333-13122 - JAN. 31) (BR. 99 - NEW ISSUE)

S-8 COMTEC INTERNATIONAL INC, 9350 EAST ARAPAHOE ROAD, SUITE 340,  
ENGLEWOOD,  
CO 80112 (303) 662-1198 - 1,111,111 (\$99,999.99) COMMON STOCK. (FILE  
333-54832 - FEB. 02) (BR. 5)

S-8 ASIAINFO HOLDINGS INC, 4TH FLOOR LIGONG SCIENCE & TECHNOLOGY CE,  
11 BACHINGJAO RD HONDIAN DISTRICK, BEUJING CHINA, 10009 (011) 861-0684  
-  
3,613,640 (\$58,938,468.40) COMMON STOCK. (FILE 333-54836 - FEB. 02)  
(BR. 8)

S-8 BACTROL TECHNOLOGIES INC /FL, 1109 NORTH 21 AVENUE, SUITE 120,  
HOLLYWOOD, FL 33020 (954) 923-6002 - 340,000 (\$340,000) COMMON STOCK.  
(FILE 333-54838 - FEB. 02) (BR. 9)

S-3 TRIANGLE PHARMACEUTICALS INC, 4 UNIVERSITY PLACE, 4611 UNIVERSITY  
DRIVE,  
DURHAM, NC 27707 (919) 493-5980 - 7,700,000 (\$58,443,000) COMMON STOCK.  
(FILE 333-54840 - FEB. 02) (BR. 1)

S-3 GAP INC, ONE HARRISON, SAN FRANCISCO, CA 94105 (415) 952-4400 -  
250,000,000 (\$250,000,000) STRAIGHT BONDS. (FILE 333-54842 - FEB. 02)  
(BR. 2)

S-8 CNB FINANCIAL CORP /NY/, 24 CHURCH ST, CANAJOHARIE, NY 13317  
(518) 673-4221 - 60,000 (\$660,000) COMMON STOCK. (FILE 333-54844 -  
FEB. 02) (BR. 7)

S-8 NORTH SHORE CAPITAL I INC, 5627 BELLINGTON AVE, SPRINGFIELD, VA  
22151  
(703) 307-2562 - 2,000,000 (\$4,000) COMMON STOCK. (FILE 333-54850 -  
FEB. 02) (BR. 9)

S-8 ELCOM INTERNATIONAL INC, 10 OCEANA WAY, SUITE 102, NORWOOD, MA 02062  
(781) 440-3333 - 2,750,000 (\$11,773,575) COMMON STOCK. (FILE 333-54852  
-  
FEB. 02) (BR. 3)

S-3 SILVERSTREAM SOFTWARE INC, TWO FEDERAL ST, BILLERICA, MA 01821  
(978) 262-3000 - 759,300 (\$10,914,937.50) COMMON STOCK. (FILE 333-  
54854 -  
FEB. 02) (BR. 3)

S-4 CHORDIANT SOFTWARE INC, 20400 STEVENS CREEK BLVD, SUITE 400,  
CUPERTINO,  
CA 95014 (408) 517-6100 - 14,257,906 (\$54,750,359) COMMON STOCK. (FILE  
333-54856 - FEB. 02) (BR. 3)

S-3 RUDOLPH TECHNOLOGIES INC, ONE RUDOLPH RD, FLANDERS, NJ 07836  
 (973) 691-1300 - 4,025,000 (\$157,216,500) COMMON STOCK. (FILE 333-  
 54860 -  
 FEB. 02) (BR. 5)

S-3 EXABYTE CORP /DE/, 1685 38TH ST, BOULDER, CO 80301 (303) 442-4333 -  
 \$25,000,000 STRAIGHT BONDS. (FILE 333-54862 - FEB. 02) (BR. 3)

S-8 ALLIANCE FIBER OPTIC PRODUCTS INC, 735 NORTH PASTORIA AVE.,  
 SUNNYVALE,  
 CA 94085 (408) -73-6-69 - 346,443 (\$2,446,753.69) COMMON STOCK. (FILE  
 333-54864 - FEB. 02) (BR. 5)

N-2 PACHOLDER HIGH YIELD FUND INC, 8044 MONTGOMERY RD STE 382,  
 CINCINNATI,  
 OH 45236 (513) 985-3200 - 3,174,053 (\$33,867,146) COMMON STOCK. (FILE  
 333-54866 - FEB. 02) (BR. 22)

S-8 EXELIXIS INC, 170 HARBOR WAY, P O BOX 511, SOUTH SAN FRANCISCO, CA  
 94083  
 (650) 825-2200 - 37,333 (\$555,328) COMMON STOCK. (FILE 333-54868 -  
 FEB. 02) (BR. 1)

S-8 LANTRONIX, 15353 BARNANCA PARKWAY, IRVINE, CA 92618 (949) 453-3990 -  
 203,369 (\$203,369) COMMON STOCK. (FILE 333-54870 - FEB. 02) (BR. 5)

SB-2 ROSE GROUP OF NEVADA, 1748 INDEPENDENCE BLVD, BUILDING A, SARASOTA,  
 FL  
 34234 (941) 371-1622 - 4,890,000 (\$1,369,200) COMMON STOCK. (FILE  
 333-54872 - FEB. 02) (BR. 9)

S-8 ALLIANCE FIBER OPTIC PRODUCTS INC, 735 NORTH PASTORIA AVE.,  
 SUNNYVALE,  
 CA 94085 (408) -73-6-69 - 1,459,333 (\$10,306,539.31) COMMON STOCK.  
 (FILE  
 333-54874 - FEB. 02) (BR. 5)

S-3 TRUETIME INC, 2835 DUKE COURT, SANTA ROSA, CA 95407 (707) 528-1230 -  
 200,000 (\$598,000) COMMON STOCK. (FILE 333-54876 - FEB. 02) (BR. 37)

S-8 INFOGRAMES INC, 417 FIFTH AVENUE, NEW YORK, NY 10016 (212) 726-6500  
 -  
 13,306,345 (\$99,014,086.80) COMMON STOCK. (FILE 333-54878 - FEB. 02)  
 (BR. 3)

S-8 RESOURCES CONNECTION INC, 695 TOWN CTR DR, STE 600, COSTA MESA, CA  
 92626  
 (800) 900-1131 - 1,200,000 (\$25,992,000) COMMON STOCK. (FILE 333-54880  
 -  
 FEB. 02) (BR. 8)

S-8 ROUSE COMPANY, 10275 LITTLE PATUXENT PKWY, COLUMBIA, MD 21044  
 (410) 992-6000 - 7,000,000 (\$187,950,000) COMMON STOCK. (FILE 333-  
 54882 -  
 FEB. 02) (BR. 8)

S-8 HOMESTORE COM INC, 225 WEST HILLCREST DRIVE, STE. 100, THOUSAND OAKS, CA  
91360 (805) 557-2300 - 4,138,058 (\$120,779,567) COMMON STOCK. (FILE 333-54886 - FEB. 02) (BR. 8)

S-8 TASTY FRIES INC, 650 SENTRY PKWY STE ONE, BLUE BELL, PA 19422  
(610) 941-2109 - 500,000 (\$210,000) COMMON STOCK. (FILE 333-54888 - FEB. 02) (BR. 4)

S-8 3 DIMENSIONAL PHARMACEUTICALS INC, 665 STOCKTON DRIVE, SUITE 104, EXTON, PA 19341 (610) 458-8959 - 4,312,438 (\$42,493,542) COMMON STOCK. (FILE 333-54890 - FEB. 02) (BR. 1)

S-3 LOOKSMART LTD, 625 SECOND STREET, SAN FRANCISCO, CA 94107 (415) 348-7000  
- 612,628 (\$2,113,566.60) COMMON STOCK. (FILE 333-54894 - FEB. 02) (BR. 3)

S-3 KINDER MORGAN INC, 500 DALLAS, SUITE 1000, HOUSTON, TX 77002  
(303) 914-4752 - 3,663,093 (\$191,836,285) COMMON STOCK. (FILE 333-54896 - FEB. 02) (BR. 2)

S-4 CHARTER COMMUNICATIONS HOLDINGS LLC, 12444 POWERSCOURT DRIVE, SUITE 400, ST. LOUIS, MO 63131 (314) 965-0555 - 2,075,000,000 (\$1,749,841,510) STRAIGHT BONDS. (FILE 333-54902 - FEB. 02) (BR. 7)

S-8 E TRADE GROUP INC, 4500 BOHANNON DRIVE, MENLO PARK, CA 94025  
(650) 842-2500 - 14,923,512 (\$201,467,412) COMMON STOCK. (FILE 333-54904 - FEB. 02) (BR. 7)

S-8 GLOBALNET FINANCIAL COM INC, 7284 W PALMETTO PARK RD, SUITE 210, BOCA RATON, FL 33433 (561) 417-8053 - 1,000,000 (\$2,750,000) COMMON STOCK. (FILE 333-54906 - FEB. 02) (BR. 7)

S-3 GLOBAL CAPITAL PARTNERS INC, 6000 FAIRVIEW RD, STE 1410, CHARLOTTE, NC  
28210 (704) 643-8220 - 2,092,063 (\$3,501,460) COMMON STOCK. (FILE 333-54908 - FEB. 02) (BR. 7)

N-2 ING PILGRIM SENIOR INCOME FUND, 210 S FOURTH AVE, PHOENIX, AZ 85003  
- 1,000,000 (\$15,000,000) COMMON STOCK. (FILE 333-54910 - FEB. 02) (BR. 20)

S-3 INSITE VISION INC, 445 MARINE VIEW AVE, SUITE 100, DEL MAR, CA 92014  
(510) 865-8800 - 40,000,000 (\$40,000,000) COMMON STOCK. (FILE 333-54912 - FEB. 02) (BR. 1)



S-3 CENTRAL PARKING CORP, 2401 21ST AVE S, STE 200, NASHVILLE, TN 37212  
(615) 297-4255 - 7,562,416 (\$172,500,010) COMMON STOCK. (FILE 333-  
54914 -  
FEB. 02) (BR. 5)

S-3 PALATIN TECHNOLOGIES INC, 103 CARNEGIE CENTER, SUITE 200, SUITE 100,  
PRINCETON, NJ 08540 (609) -52-0-19 - 203,960 (\$759,751) COMMON STOCK.  
(FILE 333-54918 - FEB. 02) (BR. 1)

S-8 E-NET FINANCIAL COM CORP, 3200 BRISTOL STREET, SUITE 710, COSTA  
MESA, CA  
92626 (714) 557-2222 - 1,000,000 (\$460,000) COMMON STOCK. (FILE 333-  
54920  
- FEB. 02) (BR. 7)

S-1 BRIAZZ INC, 3901 7TH AVE SOUTH, STE 200, SEATTLE, WA 98108  
(206) 467-0994 - \$23,000,000 COMMON STOCK. (FILE 333-54922 - FEB. 02)

S-3 ASYST TECHNOLOGIES INC /CA/, 48761 KATO RD, FREMONT, CA 94538  
(510) 661-5000 - 1,061,267 (\$17,773,326) COMMON STOCK. (FILE 333-54924  
-  
FEB. 02) (BR. 5)

S-4 ANDRX CORP /DE/, 4001 SW 47 AVE STE 201, FORT LAUDERDALE, FL 33314  
(954) 584-0300 - 11,731,459 (\$7,156,190) COMMON STOCK. (FILE 333-54926  
-  
FEB. 02) (BR. 1)

S-4 MACROMEDIA INC, 600 TOWNSEND ST, STE 310 W, SAN FRANCISCO, CA 94103  
(415) 252-2000 - 39,142,137 (\$236,027,087) COMMON STOCK. (FILE 333-  
54930 -  
FEB. 02) (BR. 3)

S-3 WELLS FARGO FINANCIAL INC, 206 EIGHTH ST, DES MOINES, IA 50309  
(515) 243-2131 - 4,000,000,000 (\$4,000,000,000)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-54934 - FEB. 02) (BR. 7)

S-8 CYBERSOURCE CORP, 1295 CHARLESTON ROAD, SUITE 301, MOUNTAIN VIEW, CA  
94043 (408) 556-9100 - 1,000,000 (\$4,187,500) COMMON STOCK. (FILE  
333-54936 - FEB. 05) (BR. 3)

S-8 CYBERSOURCE CORP, 1295 CHARLESTON ROAD, SUITE 301, MOUNTAIN VIEW, CA  
94043 (408) 556-9100 - 2,850,380 (\$11,935,966.25) COMMON STOCK. (FILE  
333-54938 - FEB. 05) (BR. 3)

S-4 SYSCO CORP, 1390 ENCLAVE PKWY, HOUSTON, TX 77077 (281) 584-1390 -  
7,946,072 (\$200,479,396.56) COMMON STOCK. (FILE 333-54940 - FEB. 05)  
(BR. 4)

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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			
AAIPHARMA INC	DE				X	X						02/05/01	
ACCORD NETWORKS LTD					X	X						02/07/01	
ADEPT TECHNOLOGY INC	CA				X	X						02/08/01	
ADVANCED MICRO DEVICES INC	DE				X	X						01/29/01	
ADVANTAGE MARKETING SYSTEMS INC/OK	OK	X										02/03/01	
AES CORPORATION	DE				X	X						02/08/01	
AIRGATE PCS INC /DE/	DE					X						02/08/01	
ALAMOSA DELAWARE INC	DE				X	X						01/31/01	
ALAMOSA PCS HOLDINGS INC /DE/	DE				X	X						01/31/01	
ALASKA AIR GROUP INC	DE								X			02/06/01	
ALLIANCE CAPITAL MANAGEMENT HOLDING LP	DE							X	X			02/02/01	
ALLIANCE CAPITAL MANAGEMENT L P	DE							X	X			02/02/01	
AMERICA SERVICE GROUP INC /DE	DE	X						X				02/05/01	
AMERICAN EXPRESS CO	NY				X				X			02/08/01	
AMERINET GROUP COM INC	DE				X	X						01/26/01	
AMERIVEST PROPERTIES INC	MD							X	X			11/16/00	AMEND
AMKOR TECHNOLOGY INC	DE				X	X						02/08/01	
AMTRAN INC	IN								X			02/06/01	
APPLEBEES INTERNATIONAL INC	DE				X	X						02/06/01	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/98	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/98	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/98	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/98	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						05/15/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						04/15/00	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						04/15/00	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X						04/15/00	
ARIS CORP/	WA				X							02/08/01	
ARVIDA JMB PARTNERS L P II	DE				X							02/07/01	
ATWOOD OCEANICS INC	TX				X							02/07/01	
AUDIOMONSTER ONLINE INC	NV	X							X			09/25/00	

NAME OF ISSUER	STATE	BK ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
AURORA BIOSCIENCES CORP	DE					X					02/07/01	
AVIATION GROUP INC	TX		X			X		X	X		01/24/01	
AVON PRODUCTS INC	NY									X	01/25/01	
AVTEAM INC	FL					X		X			02/08/01	
AZUREL LTD				X							02/05/01	
BALLY TOTAL FITNESS HOLDING CORP	DE					X					02/07/01	
BANC ONE FINANCIAL SERVICES HOME EQ UNITY LOAN TRUST 1999-1	NY								X		01/25/01	
BB&T CORP	NC					X		X			02/08/01	
BEAR STEARNS ARM TRUST MORTGAGE PAS S THROUGH CERT SER 2000 2	DE								X		01/25/01	
BEAR STEARNS ARM TRUST MORTGAGE PAS S THROUGH CERT SER 2000-1	DE								X		01/25/01	
BERGER HOLDINGS LTD	PA					X		X			01/12/01	
BLOUNT INTERNATIONAL INC	DE					X		X			02/08/01	
BROADBASE SOFTWARE INC	DE							X			12/18/00	AMEND
BURLINGTON RESOURCES INC	DE							X			02/07/01	
CALENERGY MINERALS LLC	DE					X		X			02/07/01	
CALENERGY OPERATING CORP	DE					X		X			02/07/01	
CARDINAL HEALTH INC	OH							X			02/08/01	
CARE CONCEPTS INC	DE	X			X	X		X			02/02/01	
CASTLE BANCGROUP INC	DE				X			X			02/01/01	
CE CASECNAN WATER & ENERGY CO INC						X		X			02/08/01	
CE SALTON SEA INC	DE					X		X			02/07/01	
CE TURBO LLC	DE					X		X			02/07/01	
CENDANT CORP	DE					X		X			02/07/01	
CENDANT CORP	DE					X					02/08/01	
CENTURYTEL INC	LA					X					01/30/01	
CHANGE TECHNOLOGY PARTNERS INC	DE		X					X			10/18/00	
CHANGE TECHNOLOGY PARTNERS INC	DE		X					X			11/30/00	
CHARLES RIVER LABORATORIES INC										X	02/07/01	
CHARLES RIVER LABORATORIES INTERNAT IONAL INC										X	02/07/01	
CHASE FUNDING INC	NY					X		X			01/25/01	
CHASE MANHATTAN BANK USA	DE					X		X			12/15/00	AMEND
CHASE MANHATTAN CREDIT CARD MASTER TRUST	DE					X		X			12/15/00	AMEND
CHASE MORTGAGE FINANCE CORP	DE					X		X			01/25/01	
CHASE MORTGAGE FINANCE CORP	DE		X					X			01/26/01	
CHINAB2BSOURCING COM INC	DE			X							02/05/01	
CISCO SYSTEMS INC	CA					X					02/05/01	
CISCO SYSTEMS INC	CA					X		X			02/06/01	
CITICORP MORTGAGE SECURITIES INC	DE					X					02/08/01	
CITIGROUP INC	DE							X			02/02/01	
CMI INDUSTRIES INC	DE					X		X			12/04/00	
CNET NETWORKS INC	DE					X		X			02/06/01	
COAST FEDERAL LITIGATION CONTINGENT PAYMENT RIGHTS TRUST	DE					X		X			02/07/01	
COAST HOTELS & CASINOS INC	NV		X								02/02/01	
COAST RESORTS INC	NV		X								02/02/01	
COLORADO MEDTECH INC	CO					X		X			01/31/01	
COLUMBIA LABORATORIES INC	DE					X		X			01/31/01	
COMPUTER LEARNING CENTERS INC	DE			X				X			02/08/01	
CONCEPTS DIRECT INC	DE					X		X			03/31/01	

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	CODE	1	2	3	4	5	6	7	8	9		
CONEJO ENERGY CO	CA					X		X			02/07/01	
CONSECO FINANCE CORP	DE							X			02/06/01	
CONSECO FINANCE SECURITIZATIONS CORP	DE							X			02/06/01	
P												
CONSTELLATION 3D INC	FL					X		X			02/08/01	
COUNTRYWIDE CREDIT INDUSTRIES INC	DE		X								02/28/01	
COVER ALL TECHNOLOGIES INC	DE					X		X			02/08/01	
CSX TRADE RECEIVABLES CORP	DE					X		X			01/25/01	
CTI GROUP HOLDINGS INC	DE					X					02/08/01	
CWABS INC ASSET-BACKED CERTIFICATES	DE					X		X			01/25/01	
SERIES 2000-3												
CWMBIS INC	DE					X		X			12/29/00	
CYPRESS EQUIPMENT FUND II LTD	FL		X								12/31/00	
DEL RANCH LP	CA					X		X			02/07/01	
DERBY CYCLE CORP	DE					X		X			01/01/01	
DIMON INC	VA							X	X		02/07/01	
DIVINE INTERVENTURES INC	DE		NO	ITEMS							05/07/00	
DOVER CORP	DE					X		X			02/07/01	
DT INDUSTRIES INC	DE					X		X			02/08/01	
E SPIRE COMMUNICATIONS INC	DE							X	X		01/22/01	
EAGLE WIRELESS INTERNATIONAL INC	TX		X					X			02/02/01	
EGREETINGS NETWORK INC	CA					X		X			02/05/01	
ELECTRIC CITY CORP	DE							X			08/31/00	AMEND
ELIZABETH ARDEN INC	FL		X					X			01/23/01	
ELMORE LP	CA					X		X			02/07/01	
EMC CORP	MA					X					02/07/01	
ENCORE WIRELESS INC	NV					X					02/02/01	
ENDOCARDIAL SOLUTIONS INC	DE							X	X		01/22/01	AMEND
EVERLERT INC	NV					X					05/11/00	AMEND
EVOLVING SYSTEMS INC	DE					X					01/07/01	
EXECUTIVE HELP SERVICES INC	DE					X					01/31/01	
EXPRESS SCRIPTS INC	DE			X							02/07/01	
FARMERS & MERCHANTS BANCORP	DE					X					02/08/01	
FIRST BANCORP OF INDIANA INC	IA					X		X			01/30/01	
FIRST FORTIS LIFE INSURANCE CO	NY					X					01/25/01	
FIRST HORIZON ASSET SECURITIES INC	DE					X		X			01/26/01	
FISH LAKE POWER LLC	DE					X		X			02/07/01	
FLEXTRONICS INTERNATIONAL LTD								X			02/01/01	AMEND
FORTIS BENEFITS INSURANCE CO	MN					X					01/25/01	
FVNB CORP	TX					X		X			02/08/01	
GENERAL MOTORS ACCEPTANCE CORP	DE					X					02/08/01	
GENERAL MOTORS CORP	DE					X					02/06/01	
GENERAL SEMICONDUCTOR INC	DE					X		X			02/08/01	
GENFINITY CORP	DE					X					02/01/01	
GLOBAL PAYMENTS INC									X		02/01/01	
GLOBAL WEB INC	UT					X					02/06/01	AMEND
GLOBALTRON CORP	FL					X		X			02/02/01	
GOLD & GREEN INC	NV		X								02/05/01	
GREAT LAKES AVIATION LTD	IA					X		X			02/07/01	
GREENHOLD GROUP INC	FL		X					X			01/24/01	
HANOVER COMPRESSOR CO /	DE					X					02/05/01	
HARRAHS ENTERTAINMENT INC	DE					X		X			02/07/01	
HARTCOURT COMPANIES INC	UT					X					02/08/01	
HASBRO INC	RI					X		X			02/08/01	

NAME OF ISSUER	STATE	BK ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
HEALTHCARE INTEGRATED SERVICES INC	DE				X	X					02/06/01	
HEALTHCARE RECOVERIES INC	DE				X	X					02/02/01	
HESKA CORP	DE				X	X					02/06/01	
HEWLETT PACKARD CO	DE				X						02/02/01	
HIGH CASH PARTNERS L P	DE				X	X					02/08/01	
HITCOM CORP	DE			X							02/06/01	
HOME SECURITY INTERNATIONAL INC	DE	X				X					12/22/00	AMEND
HORSESHOE GAMING HOLDING CORP	DE				X	X					02/07/01	
HOST MARRIOTT CORP/	MD				X	X					02/01/01	
HOST MARRIOTT L P	DE				X	X					02/01/01	
HOVNIANIAN ENTERPRISES INC	DE	X				X					01/23/01	
HUDSONS GRILL INTERNATIONAL INC	TX	X									02/06/01	
HYDRIL CO	DE				X						02/08/01	
HYPERCOM CORP	DE				X	X					02/05/01	
INID CORP	WY	X									02/08/01	
INSWEB CORP	DE	X				X					01/24/01	
INTERACTIVE MARKETING TECHNOLOGY IN C	NV			X		X					02/01/01	
INTERMOST CORP	UT			X							02/02/01	
INTERNATIONAL FUEL TECHNOLOGY INC	NV				X	X					02/08/01	
IPI INC	MN	X									01/23/01	
IVILLAGE INC	DE				X	X					02/05/01	
KARTS INTERNATIONAL INC	NV				X						02/05/01	
KB HOME	DE				X	X					02/02/01	
KESTREL ENERGY INC	CO				X						01/24/01	
KITTY HAWK INC	DE				X	X					12/20/00	
LANDSTAR SYSTEM INC	DE				X						02/08/01	
LBP INC	DE				X						01/23/01	
LCA VISION INC	DE				X	X					02/02/01	
LCA VISION INC	DE					X	X				02/07/01	
LEARNCOM INC /NV/	NV	X				X					01/24/01	
LEATHERS L P	CA				X	X					02/07/01	
LIBERTY CORP	SC						X				02/06/01	
LIBERTY CORP	SC						X				02/06/01	
LIGHTPATH TECHNOLOGIES INC	DE					X	X				02/08/01	
LIL MARC INC	NV				X						01/26/01	
LINCOLN NATIONAL CORP	IN						X				12/31/00	
LOCAL FINANCIAL CORP /NV	DE				X	X					02/05/01	
LYON INVESTMENTS B V	DE				X	X					01/01/01	
M WAVE INC	DE				X	X					02/07/01	
MAIL COM INC	DE				X	X					02/01/01	
MAIL COM INC	DE				X	X					02/05/01	
MATHSOFT INC	MA	X				X					01/23/01	
MATTHEWS STUDIO EQUIPMENT GROUP	CA	X				X					01/23/01	
MAXIMUS INC	VA						X				02/07/01	
MCDATA CORP	DE				X	X					02/07/01	
MCMORAN EXPLORATION CO /DE/	DE				X	X					02/08/01	
MELLON AUTO GRANTOR TRUST 2000-2					X	X					01/12/00	
METRO-GOLDWYN-MAYER INC	DE				X	X					02/06/01	
MGM MIRAGE	DE				X						02/07/01	
MINDARROW SYSTEMS INC	NV				X	X					02/06/01	
MONTEREY BAY BANCORP INC	DE				X						02/08/01	
MORGAN STANLEY CAPITAL I INC HOME E Q LN AS BK CER SER 1999-2	NY					X					01/25/01	

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	CODE	1	2	3	4	5	6	7	8	9			
NATIONAL DATA CORP	DE										X	02/01/01	
NATIONAL HEALTH & SAFETY CORP	UT	X										01/22/01	
NCT GROUP INC	DE							X				12/31/00	AMEND
NELX INC	KS					X	X					02/06/01	
NETERGY NETWORKS INC	DE					X	X					01/22/01	
NETPLEX GROUP INC	NY					X						02/08/01	
NETWORK SYSTEMS INTERNATIONAL INC	NV				X							01/31/01	AMEND
NEWFIELD EXPLORATION CO /DE/	DE	X			X	X						01/23/01	
NEWSTAR MEDIA INC	CA				X							01/25/01	
NIGUEL ENERGY CO	CA				X	X						02/07/01	
NISSAN AUTO RECEIVABLES 2001-A OWNE R TRUST	DE				X	X						02/01/01	
NORFOLK SOUTHERN CORP	VA				X	X						02/06/01	
NORTEL NETWORKS CORP					X							02/06/01	
NTL COMMUNICATIONS CORP	DE				X	X						02/05/01	
NUEVO ENERGY CO	DE					X	X		X			02/08/01	
OCWEN FINANCIAL CORP	FL				X	X						02/07/01	
OFFICIAL INFORMATION CO	DE				X							01/19/01	
OLD KENT FINANCIAL CORP /MI/	MI				X	X						02/07/01	
OMNISKY CORP					X	X						02/08/01	
ONYX SOFTWARE CORP/WA	WA				X	X						02/06/01	
OWOSSO CORP	PA	X				X						01/24/01	
OXFORD HEALTH PLANS INC	DE				X	X						02/05/01	
PACIFICORP /OR/	OR				X	X						02/05/01	
PALADYNE CORP	DE	X				X						02/01/01	
PAPA JOHNS INTERNATIONAL INC	DE				X	X						02/07/01	
PAYFORVIEW COM CORP /NV/	NV				X	X						02/22/00	
PAYFORVIEW COM CORP /NV/	NV				X	X						02/22/00	
PEGASUS COMMUNICATIONS CORP	DE				X							12/04/00	
PEMSTAR INC	MN				X							01/24/01	
PEPSICO INC	NC				X	X						02/08/01	
PHH CORP	MD				X	X						01/30/01	
PICTURETEL CORP	DE				X	X						01/08/01	
PILGRIMS PRIDE CORP	DE	X										01/27/01	
PITNEY BOWES INC /DE/	DE	X										02/08/01	
PLANET ZANETT INC			X				X					12/18/00	
PLANET ZANETT INC			X				X					12/21/00	
PLANET411 COM INC	DE	X					X					01/30/01	
PMA CAPITAL CORP	PA				X	X		X				02/07/01	
POOLED AUTO SECURITIES SHELF LLC	DE				X	X						01/17/01	
PRECISION OPTICS CORPORATION INC	MA				X							02/07/01	
PRICELINE COM INC	DE				X	X						02/06/01	
PRIME GROUP REALTY TRUST	MD				X							01/15/01	
PRINTWARE INC	MN	X										02/07/01	
PRO NET LINK CORP					X	X						02/06/01	
PROTECTIVE LIFE CORP	DE								X			02/08/01	
PROXIM INC /DE/	DE						X					12/22/99	AMEND
PSE&G TRANSITION FUNDING LLC					X	X						01/31/01	
PYR ENERGY CORP	DE				X	X						02/07/01	
QUAKER OATS CO	NJ				X	X						02/08/01	
QUENTRA NETWORKS INC	DE				X	X						01/24/01	
RADIO ONE INC	DE				X							02/07/01	
RADIO ONE INC	DE	X					X					02/07/01	
RATIONAL SOFTWARE CORP	DE	X					X					02/05/01	

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	CODE	1	2	3	4	5	6	7	8	9		
REALNETWORKS INC	WA								X		12/29/00	AMEND
REGAN HOLDING CORP	CA					X					12/08/00	
REUNION INDUSTRIES INC	DE	X									10/27/00	
SAFECO CORP	WA					X					02/08/01	
SALTON SEA BRINE PROCESSING L P	CA					X	X				02/07/01	
SALTON SEA FUNDING CORP	DE					X	X				02/07/01	
SALTON SEA MINERALS CORP	DE					X	X				02/07/01	
SALTON SEA POWER GENERATION L P	CA					X	X				02/07/01	
SALTON SEA POWER LLC	DE					X	X				02/07/01	
SALTON SEA ROYALTY CO	DE					X	X				02/07/01	
SAN FELIPE ENERGY CO						X	X				02/07/01	
SAUER DANFOSS INC	DE					X					01/22/01	
SAZTEC INTERNATIONAL INC	CA					X	X				02/08/01	
SCHOLASTIC CORP	DE						X				02/08/01	
SHOPKO STORES INC	WI					X	X				01/25/01	
SIX FLAGS INC	DE					X					02/07/01	
SL GREEN REALTY CORP	MD						X	X			02/07/01	
SL GREEN REALTY CORP	MD						X	X			02/08/01	
SOFTQUAD SOFTWARE LTD	DE						X				11/20/00	AMEND
SOLV EX CORP	NM		X								02/01/01	
SOVEREIGN BANCORP INC	PA					X	X				02/02/01	
ST JUDE MEDICAL INC	MN					X					01/31/01	
STONE ENERGY CORP	DE	X			X	X					02/07/01	
STONEHAVEN REALTY TRUST	MD				X						02/02/01	
STORAGE USA INC	TN					X					02/07/01	
SUNTERRA CORP	MD					X	X				01/23/01	
SUSA PARTNERSHIP LP	TN					X					02/07/01	
SWITCHBOARD INC	DE						X				11/24/00	AMEND
TCPI INC	FL					X					02/07/01	
TECHNOLOGY SYSTEMS INTERNATIONAL IN C /FL/	FL					X					02/07/01	
TECO ENERGY INC	FL					X	X				02/08/01	
TELEGEN CORP /CO/	CA						X				10/20/00	AMEND
TENNANT CO	MN					X	X				02/07/01	
TENNECO AUTOMOTIVE INC	DE					X	X				01/31/01	
TEXACO INC	DE					X	X				02/04/01	
THAON COMMUNICATIONS INC	NV					X					12/29/00	
TIDEWATER INC	DE								X		02/07/01	
TRANSOCEAN SEDCO FOREX INC	TX	X			X	X					01/29/01	
TREMONT CORPORATION	DE	X									02/06/01	
URECOATS INDUSTRIES INC	DE					X					01/30/01	
VENDINGDATA CORP	NV					X					02/01/01	
VERIZON COMMUNICATIONS INC	DE					X	X				02/07/01	
VIALINK CO	DE					X	X				02/07/01	
VPC GEOTHERMAL LLC	DE					X	X				02/07/01	
VULCAN MATERIALS CO	NJ						X				02/02/01	
VULCAN POWER CO /NV	NV					X	X				02/07/01	
VULCAN/BN GEOTHERMAL POWER CO	NV					X	X				02/07/01	
WASTE MANAGEMENT INC	DE					X	X				02/02/01	
WELLCARE MANAGEMENT GROUP INC	NY	X									02/08/01	
WELLS FARGO ASSET SECURITIES CORP	DE					X	X				02/07/01	
WELLS FARGO ASSET SECURITIES CORP	DE					X	X				02/08/01	
WET SEAL INC	DE					X	X				02/08/01	
WILLIAMS COMMUNICATIONS GROUP INC	DE					X	X				02/05/01	

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	CODE	1	2	3	4	5	6	7	8	9			
WILLIAMS COMPANIES INC	DE						X	X				02/05/01	
WOLVERINE WORLD WIDE INC /DE/	MI							X	X			02/07/01	
WORLDCOM INC/GA//	GA										X	02/08/01	