

# SEC NEWS DIGEST

Issue 2001-147

July 31, 2001

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## RULES AND RELATED MATTERS

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### **SEC EXTENDS COMMENT PERIOD ON THE NASDAQ STOCK MARKET INC.'S APPLICATION FOR REGISTRATION AS A NATIONAL SECURITIES EXCHANGE UNDER SECTION 6 OF THE SECURITIES EXCHANGE ACT OF 1934 TO AUGUST 29, 2001**

On July 30, the Securities and Exchange Commission extended the comment period for The Nasdaq Stock Market, Inc.'s application for registration as a national securities exchange to August 29, 2001.

A complete copy of The Nasdaq Stock Market, Inc.'s exchange application is available in the Commission's Public Reference Room. Significant portions of the application are also available on the Commission's website at <http://www/sec/gov>. The text of the release extending the comment period also will be available on the Commission's website. (Rel. 34-44625; Press Rel. 2001-79)

### **DELEGATION OF AUTHORITY TO THE DIRECTOR OF THE DIVISION OF MARKET REGULATION**

The Commission has delegated authority to the Director of the Division of Market Regulation to extend deadlines for submission of comments to applications for exchange registration or applications for exemption from registration based on limited volume, and amendments to such applications filed under Section 6 of the Securities Exchange Act of 1934. Publication of the Delegation of Authority in the Federal Register is expected during the week of July 30. (Rel. 34-44626)

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## ENFORCEMENT PROCEEDINGS

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### **SEC CHARGES FOUR INDIVIDUALS IN IPO OFFERING FRAUD**

Today, the Commission announced the filing of a complaint in the United States District Court for the District of Rhode Island against William E. Kraemer, Donald E. McCourt,

George T. Helm, Jr. and Robin L. Sampson alleging that, between January 1997 and March 2000, they engaged in a \$240,000 fraudulent offering scheme.

According to the Commission's complaint, Kraemer, McCourt, Helm and Sampson defrauded 14 investors out of approximately \$240,000 by inducing them to invest in Prexomet Corp., a now defunct Smithfield, Rhode Island-based corporation. Beginning in January 1997, the defendants told prospective investors that Prexomet owned a valuable Arizona mine and offered them an opportunity to purchase Prexomet stock at \$1 per share. They told the investors that Prexomet would soon go public through an initial public offering (IPO) and that they would earn a 500% return on their investments within several months. The defendants also told certain of the investors that their invested funds would be used to cover either mine development expenses or IPO costs. These statements were false because neither Prexomet, nor any of the defendants, ever owned a mine. Moreover, the Commission alleges that the defendants never had any intention of taking Prexomet public because none of them ever filed any document with the Commission or expended any funds to this end. Instead, the Commission alleges that the defendants diverted most of the funds for their personal benefit. Once some of the investors began raising questions about their investments, the defendants began making false "lulling statements" as early as April 1997 and continuing through at least March 2000, about how Prexomet was about to receive an infusion of capital and how the investors would receive their promised 500% returns. In reality, the investors never received back any portion of either their original investments or of their promised returns.

According to the complaint, Kraemer, of Bethlehem, Pennsylvania, was Prexomet's founder, owner, chairman and CEO. Kraemer fled to Europe shortly after the commencement of the Commission's investigation in this matter. McCourt, of Foxboro, Massachusetts, was the company's president, and Helm, of North Smithfield, Rhode Island, was its secretary and treasurer. During the time period at issue, Helm, a former C.P.A., did business as Helm Financial Services. Sampson, of Saunderstown, Rhode Island, was a manager of a Rhode Island water treatment corporation that subleased space to Helm Financial Services and Prexomet. Although he was not officially affiliated with Prexomet, Sampson did solicit investors on its behalf.

As a result of the conduct described in the complaint, the Commission charged Kraemer, McCourt, Helm and Sampson with violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder (the antifraud provisions of the securities laws). The Commission is seeking permanent injunctions, disgorgement of fraudulently-obtained investor funds, prejudgment interest and monetary penalties in the civil action. One of the defendants, Helm, has agreed to settle the civil action by consenting, without admitting or denying the Commission's allegations, to the entry of an order permanently enjoining him from future violations of the above-mentioned provisions and ordering him to pay a civil penalty of \$20,000. Helm, who was a registered representative of Royal Alliance Associates, Inc., a New-York based broker-dealer during the period at issue, has also agreed to the institution and settlement of a public administrative proceeding against him, pursuant to section 15(b)(6) of the Exchange Act, based upon the anticipated entry of the

civil injunction against him. Without admitting or denying the Commission's findings, Helm has consented to the settlement of the administrative proceeding by agreeing to be barred from: (1) participating in any offering of penny stock and (2) association with any broker or dealer, with the right to reapply for association after three years. [SEC v. Kraemer, et al., Civil Action No. 01-358 ML, D. Rhode Island] (LR-17080)

## **SEC CHARGES IVES HEALTH COMPANY, INC., TWO OFFICERS AND A STOCK PROMOTER FOR ROLES IN INTERNET MARKET MANIPULATION SCHEME**

The Commission announced today that it filed a civil injunctive action charging Ives Health Company, Inc., two company officers and a promoter for their roles in an Internet market manipulation scheme. Ives Health is a regional producer and distributor of nutritional supplements and other unregulated health products, based in Claremore, Oklahoma, according to the Commission's complaint. The Commission charges that the defendants pumped up the price of Ives Health stock through false press releases and Internet message board postings, claiming the company had a proven treatment for HIV and AIDS. The promoter is charged with dumping his holdings of the stock on the public, reaping almost \$500,000 in illicit gains. According to the complaint, Ives Health repeatedly made false statements in its public filings with the Commission concerning the testing and efficacy of the purported AIDS treatment.

Charged in the Commission's complaint filed in the U.S. District Court for the Southern District of New York, were the following:

- M. Keith Ives, age 44, of Claremore, Oklahoma, the founder and president of Ives Health;
- Michael Harrison, age 46, of Tulsa, Oklahoma, the former CEO of Ives Health;
- James Kosta, age 26, of Reno, Nevada, the "investor relations" and "financial consultant" of Ives Health.

The Commission's complaint alleges as follows:

As part of the scheme to pump up the price of Ives Health stock, the defendants made the following false and misleading statements:

Press Releases On February 15, 2001, Ives Health issued a press release announcing the release of a "drug," called T-Factor, which according to Ives Health's website, contains "bovine glandulars." Ives Health claimed in the press release that in tests purportedly done in affiliation with the World Health Organization, T-Factor had been proven to initiate "profound and sustained suppression of HIV replication." Within the next week, Ives Health issued two more press releases, which made reference to the great response from the HIV community and the "sheer amount of excitement" surrounding T-Factor.

These representations were false. No such tests had been performed and T-Factor had never been proven to have any effect on HIV.

Internet Message Board Contemporaneously with the publication of the false press releases, Kosta posted nearly 200 messages on a Raging Bull message board devoted to Ives Health. Using a screen name, Kosta posed as an average investor with no other affiliation with Ives Health. In fact, Kosta was receiving millions of shares of company stock from Ives Health. Kosta's messages disseminated the false press releases, and urged shareholders to buy more, and not to sell any, Ives Health stock. Kosta never disclosed the stock compensation he was receiving from Ives Health or the fact that, at the time he was posting his messages, he was selling stock. Kosta generated almost \$500,000 from his sales before the Commission suspended trading in Ives Health stock on March 5, 2001.

The Commission seeks the following relief: (i) permanent injunctions against Ives Health, Keith Ives and Harrison from further violations of the antifraud provisions (Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder), registration provisions (Section 5 of the Securities Act) and reporting provisions of the federal securities laws (Section 13(a) of the Exchange Act and Exchange Act Rules 12b-20, 12b-25, 13a-1 and 13a-13); (ii) permanent injunction against Kosta from further violations of the antifraud and registration provisions, as well as Section 17(b) of the Securities Act, which prohibits undisclosed touting; (iii) civil monetary penalties against Keith Ives, Harrison and Kosta; (iv) disgorgement from Keith Ives, Harrison and Kosta; and (v) an order barring Keith Ives from serving as an officer or director of a public company.

For tips on how to avoid Internet "pump-and-dump" stock manipulation schemes, visit <http://www.sec.gov/investor/online/pump.htm>. For more information about Internet fraud, visit <http://www.sec.gov/divisions/enforce/internet/enforce.htm>. To report suspicious activity involving possible Internet fraud, visit <http://www.sec.gov/complaint.shtml>. [SEC v. Ives Health Company Inc., M. Keith Ives, Michael Harrison, and James Kosta, 01 Civ. 6999, JEL, SDNY] (LR-17081)

#### **JUDGMENTS ENTERED AGAINST RICHARD STEINBERG, TIMOTHY BRASEL, JOSEPH PEIRCE, ROGER TAFT AND STUART TAFT**

The United States District Court for the District of Colorado has entered final judgments imposing permanent injunctive and other relief against all defendants in a case the Commission filed in August 1999 against Richard H. Steinberg, Timothy J. Brasel, Joseph J. Peirce, Roger M. Taft and Stuart J. Taft. The Commission alleged that all defendants violated Sections 5(a), 5(c) and 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 by engaging in a scheme to manipulate the market for the stock of Music Tones Limited by employing various deceptive trading practices, such as matched orders.

The Court entered final judgments against all defendants by consent on July 12, 2001. The judgments against Steinberg and Roger Taft permanently enjoining them from violating Sections 5(a), 5(c) and 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5. Steinberg was also ordered to pay disgorgement of \$118,684, prejudgment interest of \$34,954 and a civil penalty of \$85,000. The judgment against Roger Taft orders that he is liable for disgorgement of \$32,591 plus prejudgment interest, but payment of the disgorgement was waived and no civil penalties were imposed based upon Roger Taft's demonstrated inability to pay.

The judgments against Brasel, Peirce and Stuart Taft permanently enjoin these defendants from violating Sections 5(a) and 5(c) of the Securities Act. Brasel and Peirce were also ordered to pay disgorgement of \$27,109 and \$4,030, prejudgment interest of \$7,586 and \$1,093, and civil penalties of \$5,500 and \$5,000, respectively. The judgment against Stuart Taft orders that he is liable for disgorgement of \$51,610 plus prejudgment interest, but payment of the disgorgement was waived and no civil penalties were imposed based upon Stuart Taft's demonstrated inability to pay. [SEC v. Richard H. Steinberg, Timothy J. Brasel, Jowseph J. Peirce, Roger M. Taft and Stuart J. Taft, Civil Action No. 99-B-1488, USDC, D Colorado] (LR-17082)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **DEREGISTRATIONS UNDER THE INVESTMENT COMPANY ACT**

For the month of July, 2001, a notice has been issued giving interested persons until August 21, 2001, to request a hearing on any of the following applications for an order under Section 8(f) of the Investment Company Act declaring that the applicant has ceased to be an investment company:

Hambrecht & Quist Fund Trust [File No. 811-9383]  
Cohen & Steers Realty Income Fund, Inc. [File No. 811-5605]  
Jakarta Growth Fund, Inc. [File No. 811-6035]  
Fasciano Fund, Inc. [File No. 811-5602]  
ZFNB Asset Fund, Inc. [File No. 811-10033]  
CUFUND [File No. 811-6488]  
NBT Investment Company, Inc. [File No. 811-9967]  
Midas Magic, Inc. [File No. 811-4534]  
Prudential Global Genesis Fund, Inc. [File No. 811-5248]  
CypressTree Senior Floating Rate Fund, Inc. [File No. 811-8309]  
Reserve Institutional Trust [File No. 811-3141]  
The Fleming Emerging Europe Fund, Inc. [File No. 811-8400]  
Bartlett Capital Trust [File No. 811-3613]

## INVESTMENT ADVISERS ACT RELEASES

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### INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT AND INTERNATIONAL DEVELOPMENT ASSOCIATION

A notice has been issued giving interested persons until August 31, 2001, to request a hearing on an application filed by International Bank for Reconstruction and Development and International Development Association for an order under section 202(a)(11)(F) of the Investment Advisers Act of 1940. The order would declare International Bank for Reconstruction and Development and International Development Association to be persons not within the intent of Section 202(a)(11) of the Advisers Act, which defines the term "investment adviser." (Rel. IA-1955 - July 27)

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## SELF-REGULATORY ORGANIZATIONS

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### PROPOSED RULE CHANGES

The American Stock Exchange filed a proposed rule change (SR-AMEX-2001-27) under Section 19(b)(1) of the Securities Exchange Act of 1934 which restricts the entry of certain limit orders and prohibits the entry of electronically generated orders for automatic execution for equity derivative products. Publication of the notice in the Federal Register is expected during the week of July 30. (Rel. 34-44594)

A proposed rule change has been filed by the Options Clearing Corporation (SR-OCC-2001-02) under Section 19(b)(1) of the Exchange Act. The proposed rule change would amend OCC Rule 604(d) to allow Nasdaq SmallCap Market securities to be deposited as margin collateral and would make other certain technical changes to the rule. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44608)

A proposed rule change has been filed by the Options Clearing Corporation (SR-OCC-2001-07). The proposed rule change contains a full set of rule changes that would enable OCC to clear and settle security futures. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44610)

## APPROVAL OF PROPOSED RULE CHANGES

The Commission approved a proposed rule change submitted by the Philadelphia Stock Exchange (SR-Phlx-2001-50) relating to the inclusion of trade correction data and exemptive relief information in specialist evaluations. (Rel. 34-44599)

The Commission approved a proposed rule change (SR-NASD-2001-37) submitted by the National Association of Securities Dealers clarifying the extent of Nasdaq's authority to halt trading in a security in response to extraordinary market activity. Publication of the notice in the Federal Register is expected during the week of July 30. (Rel. 34-44609)

The Commission approved a proposed rule change (SR-PCX-2001-19) filed by the Pacific Exchange relating to Exchange rules under the Minor Rule Plan. (Rel. 34-44611)

The Commission approved a proposed rule change and Amendment No. 1 thereto, and noticed and granted accelerated approval to Amendment No. 3 to the proposed rule change submitted by the New York Stock Exchange (SR-NYSE-2001-08) to amend its rules to provide for the trading of Exchange-Trade<sup>d</sup> Funds on an Unlisted Trading Privileges basis. (Rel. 34-44616)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change filed by the Philadelphia Stock Exchange (SR-Phlx-2001-64) withdrawing the Exchange from the Options Exchanges' Joint Plan for selecting, listing, challenging and arbitrating the eligibility of new standardized equity options has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44601)

A proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-2001-38) withdrawing from the Joint-Exchange Options Plan has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44602)

A proposed rule change filed by the Pacific Exchange (SR-PCX-2001-27) to withdraw from the JEOP has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44603)

A proposed rule change filed by the American Stock Exchange (SR-Amex-2001-43) withdrawing from the Joint-Exchange Options Plan has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44604)

A proposed rule change filed by the International Securities Exchange (SR-ISE-2001-21) repealing certain listing procedures has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of July 30. (Rel. 34-44605)

A proposed rule change filed by the Chicago Board Options Exchange establishing a new exchange fee based on the number of order cancellations that are routed through its automated Order Routing System (SR-CBOE-2001-40) 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 July 30. (Rel. 34-44607)

## DELISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration the Common Stock of Berlitz International, Inc., effective at the opening of business on July 31, 2001. (Rel. 34-44619)

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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 NUTEK INC, 15722 CHEMICAL LN, HUNTINGTON BEACH, CA 92649 (714) 799-  
7266  
- 400,000 (\$64,000) COMMON STOCK. (FILE 333-65672 - JUL. 24) (BR. 9)

S-3 ALLIANT ENERGY RESOURCES INC, ALLIANT TOWER, 200 FIRST STREET SE,  
CEDAR RAPIDS, IA 52401 (319) 398-4411 - 259,026,814 (\$259,026,814)  
STRAIGHT BONDS. (FILE 333-65674 - JUL. 24) (BR. 2)

S-1 TELLUM INC, 2 CRESCENT PLACE, OCEANPORT, NJ 07757 - 21,633,336  
(\$305,462,704.32) COMMON STOCK. (FILE 333-65676 - JUL. 24) (BR. 7)

S-8 ORBIS DEVELOPMENT INC, 2008 CRAFTSMAN COURT SE, GRAND RAPIDS, MI  
49546



- 750,000 (\$1,147,500) COMMON STOCK. (FILE 333-65680 - JUL. 24) (BR. 9)
- S-8 TTI HOLDINGS OF AMERICA CORP, 76 N. BROADWAY, C, HIKSVILLE, NY 11801  
(516) 931-5700 - 39,250 (\$49,062.50) COMMON STOCK. (FILE 333-65682 - JUL. 23) (BR. 9)
- S-8 OLD POINT FINANCIAL CORP, 1 WEST MELLEN ST, P.O. BOX 3392, HAMPTON, VA  
23663 (757) 728-1247 - 200,000 (\$4,800,000) COMMON STOCK. (FILE 333-65684 - JUL. 24) (BR. 7)
- S-8 REMEDENT USA INC/AZ, 1220 BIRCH WAY, 602-596-8460, ESCONDIDO, CA 92027  
(760) 781-3333 - 300,000 (\$69,000) COMMON STOCK. (FILE 333-65686 - JUL. 24) (BR. 5)
- S-8 SECURITY CAPITAL GROUP INC/, 125 LINCOLN AVE, SANTA FE, NM 87501  
(505) 982-9292 - 400,000 (\$8,460,000) COMMON STOCK. (FILE 333-65688 - JUL. 24) (BR. 8)
- S-8 AOL TIME WARNER INC, 75 ROCKEFELLER PLAZA, NEW YORK, NY 10019  
(212) 484-8000 - 38,050 (\$2,539,837.50) COMMON STOCK. (FILE 333-65692 - JUL. 24) (BR. 3)
- S-8 ESC MEDICAL SYSTEMS LTD, PO BOX 240, YOKNEAM ISRAEL 20692, L5 00000  
(972) 959-9000 - 10,000,000 (\$205,800,000) FOREIGN COMMON STOCK. (FILE 333-65696 - JUL. 24) (BR. 5)
- S-3 IDACORP INC, 1221 WEST IDAHO STREET, BOISE, ID 83702 (208) 388-2200  
500,000 (\$18,415,000) COMMON STOCK. (FILE 333-65698 - JUL. 24) (BR. 2)
- S-8 GENESIS MICROCHIP INC, 200 TOWN CENTER BLVD, STE 400, MARKHAM ONTARIO CANA, A6 (905) 470-2742 - 1,000,000 (\$30,620,000) COMMON STOCK. (FILE 333-65700 - JUL. 24) (BR. 5)
- S-3 MORGAN STANLEY ABS CAPITAL I INC, 1585 BROADWAY 2ND FL, NEW YORK, NY 10036 (212) 761-4000 - 1,000,000 (\$1,000,000) STRAIGHT BONDS. (FILE 333-65702 - JUL. 24) (BR. 8)
- S-8 SECURITY CAPITAL GROUP INC/, 125 LINCOLN AVE, SANTA FE, NM 87501  
(505) 982-9292 - 2,000,000 (\$2,000,000)  
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-65704 - JUL. 24) (BR. 8)
- SB-2 RED BELL BREWING CO, 3100 WEST JEFFERSON STREET, PHILADELPHIA, PA 19121  
(215) 235-2460 - 1,682,970 (\$282,815.80) COMMON STOCK. (FILE 333-65706 - JUL. 24) (BR. 2)

SB-2 BAIL CORP, 7899 WEST FROST DRIVE, LITTLETON, CO 80128 (303) 979-3224  
 1,440,000 (\$360,000) COMMON STOCK. (FILE 333-65708 - JUL. 24) (BR. 5)

S-8 BOSTON PRIVATE FINANCIAL HOLDINGS INC, 10 POST OFFICE SQ, BOSTON, MA  
 02109 (617) 556-1900 - \$5,000,000 OTHER SECURITIES INCLUDING VOTING  
 TRUST.  
 (FILE 333-65710 - JUL. 24) (BR. 7)

S-8 HOLLIS EDEN PHARMACEUTICALS INC /DE/, 9333 GENESEE AVENUE, SUITE  
 200,  
 SAN DIEGO, CA 92121 (858) 587-9333 - 600,000 (\$3,846,000) COMMON STOCK.  
 (FILE 333-65712 - JUL. 24) (BR. 1)

S-8 STOCKERYALE INC, 32 HAMPSHIRE ROAD, SALEM, NH 03079 (603) 893-8778 -  
 2,000,000 (\$20,953,000) COMMON STOCK. (FILE 333-65714 - JUL. 24) (BR.  
 5)

S-3 VIROLOGIC INC, 270 EAST GRAND AVE., SAN FRANCISCO, CA 94080  
 (650) 635-1100 - 6,574,962 (\$19,757,761) COMMON STOCK. (FILE 333-65716  
 JUL. 24) (BR. 1)

S-3 SAXON ASSET SECURITIES CO, 4880 COX ROAD SUITE 100, GLEN ALLEN, VA  
 23060  
 (804) 967-7400 - 108,401,730 (\$108,401,730) MORTGAGE BONDS. (FILE  
 333-65718 - JUL. 24) (BR. 8)

S-3 TOREADOR RESOURCES CORP, 4809 COLE AVENUE SUITE 108, DALLAS, TX  
 75205  
 (214) 559-3933 - 280,000 (\$1,671,355) COMMON STOCK. (FILE 333-65720 -  
 JUL. 24) (BR. 4)

S-8 QUIKSILVER INC, 15202 GRAHAM STREET, HUNTINGTON BEACH, CA 92649  
 (714) -88-9-22 - 173,600 (\$3,793,160) COMMON STOCK. (FILE 333-65724 -  
 JUL. 24) (BR. 2)

S-8 ST PAUL COMPANIES INC /MN/, 385 WASHINGTON ST, SAINT PAUL, MN 55102  
 (612) 310-7911 - 3,200,000 (\$131,520,000) COMMON STOCK. (FILE 333-  
 65726 -  
 JUL. 24) (BR. 1)

S-8 ST PAUL COMPANIES INC /MN/, 385 WASHINGTON ST, SAINT PAUL, MN 55102  
 (612) 310-7911 - 2,500,000 (\$102,750,000) COMMON STOCK. (FILE 333-  
 65728 -  
 JUL. 24) (BR. 1)

S-3 TRITON PCS HOLDINGS INC, 1100 CASSATT ROAD, BERWYN, PA 19312  
 (610) 651-5900 - 220,800,000 (\$220,800,000) PREFERRED STOCK. (FILE  
 333-65730 - JUL. 24) (BR. 7)

S-8 KIEWIT MATERIALS CO, KIEWIT PLAZA, OMAHA, NE 68131 (402) 342-2052 -  
 100,000 (\$786,000) COMMON STOCK. (FILE 333-65732 - JUL. 24) (BR. 4)

S-8 EQUITY TECHNOLOGIES & RESOURCES INC, 1050 CHINOE ROAD SUITE 304,

LEXINGTON, KY 40502 (817) 497-3624 - 2,000,000 (\$2,000) COMMON STOCK.  
(FILE 333-65734 - JUL. 24) (BR. 4)

S-8 EQUITY TECHNOLOGIES & RESOURCES INC, 1050 CHINOE ROAD SUITE 304,  
LEXINGTON, KY 40502 (817) 497-3624 2,000,000 (\$2,000) COMMON STOCK.  
(FILE 333-65736 - JUL. 24) (BR. 4)

S-8 MAGNUM HUNTER RESOURCES INC, 600 E LAS COLINAS BLVD, STE 1200,  
IVRVING,  
TX 75039 (972) 401-0752 - 934,029 (\$8,154,073) COMMON STOCK. (FILE  
333-65738 - JUL. 24) (BR. 4)

S-8 FIRST DEFIANCE FINANCIAL CORP, 601 CLINTON ST, DEFIANCE, OH 43512  
(410) 782-5015 - 343,000 (\$5,220,460) COMMON STOCK. (FILE 333-65740 -  
JUL. 24) (BR. 7)

S-8 CYLINK CORP /CA/, 910 HERMOSA COURT, SUNNYVALE, CA 94086 (408) 735-  
5822  
- 326,811 (\$165,039.55) COMMON STOCK. (FILE 333-65746 - JUL. 24) (BR.  
3)

S-8 AMSURG CORP, 20 BURTON HILLS BLVD, STE 350, NASHVILLE, TN 37215  
(615) 665-1283 - 690,000 (\$18,681,750) COMMON STOCK. (FILE 333-65748 -  
JUL. 24) (BR. 1)

S-3 BANK OF AMERICA CORP /DE/, NATIONS BANK CORPORATE CENTER, 100 N TRYON  
ST,  
CHARLOTTE, NC 28255 (704) 386-5000 - 3,410,470,000 (\$3,410,470,000)  
STRAIGHT BONDS. (FILE 333-65750 - JUL. 24) (BR. 7)

S-8 VIALTA INC, 48461 FREMONT BLVD, FREMONT, CA 94538 (510) 492-1980 -  
20,217,969 (\$12,707,359) COMMON STOCK. (FILE 333-65752 - JUL. 24) (BR.  
2)

SB-2 NUWAVE TECHNOLOGIES INC, ONE PASSAIC AVE, FAIRFIELD, NJ 07004  
(973) 882-2810 - 9,098,402 (\$34,824,760) COMMON STOCK. (FILE 333-65756  
-  
JUL. 24) (BR. 7)

S-8 TRIMBLE NAVIGATION LTD /CA/, 645 N MARY AVE, SUNNYVALE, CA 94088  
(408) 481-8000 - 450,000 (\$8,084,250) COMMON STOCK. (FILE 333-65758 -  
JUL. 24) (BR. 5)

S-8 TRIMBLE NAVIGATION LTD /CA/, 645 N MARY AVE, SUNNYVALE, CA 94088  
(408) 481-8000 - 40,000 (\$537,500) COMMON STOCK. (FILE 333-65760 -  
JUL. 24) (BR. 5)

S-3 GIBRALTAR STEEL CORP, 3556 LAKE SHORE ROAD, P O BOX 2028, BUFFALO,  
NY  
14219 (716) 826-6500 - 3,450,000 (\$65,377,500) COMMON STOCK. (FILE  
333-65762 - JUL. 24) (BR. 6)

S-8 WACKENHUT CORP, 4200 WACKENHUT DRIVE, #100, PALM BEACH GARDEN, FL  
33410  
(561) 622-3656 - 150,000 (\$2,670,000) COMMON STOCK. (FILE 333-65764

JUL. 24) (BR. 8)

S-8 WACKENHUT CORP, 4200 WACKENHUT DRIVE, #100, PALM BEACH GARDEN, FL  
33410 (561) 622-5656 - 400,000 (\$7,120,000) COMMON STOCK. (FILE 333-65766 -  
JUL. 24) (BR. 8)

SB-2 DR OWL ONLINE INC, 777 POST OAK BLVD, SUITE 320, HOUSTON, TX 77056  
(713) 552-9777 - 2,057,000 (\$1,028,500) COMMON STOCK. (FILE 333-65768

JUL. 25)

S-8 EMAJIX COM INC, 7450 S WINSTON AVE, TULSA, OK 74136 (918) 494-0004 -  
3,000,000 (\$82,146) COMMON STOCK. (FILE 333-65770 - JUL. 24) (BR. 3)

S-3 GREATER BAY BANCORP, 2860 WEST BAYSHORE ROAD, PALO ALTO, CA 94303  
(415) 375-1555 - 3,450,000 (\$86,250,000) COMMON STOCK. (FILE 333-65772

JUL. 25) (BR. 7)

S-3 INSIGHT COMMUNICATIONS CO INC, 126 EAST 56TH STREET, NEW YORK, NY  
10022 (212) 371-2266 (FILE 333-65776 - JUL. 25) (BR. 7)