

# SEC NEWS DIGEST

Issue 2001-213

November 5, 2001

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## COMMISSION ANNOUNCEMENTS

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### **PETER BRESNAN NAMED DEPUTY CHIEF LITIGATION COUNSEL OF SEC'S DIVISION OF ENFORCEMENT**

The Commission today named Peter H. Bresnan Deputy Chief Litigation Counsel of the Commission's Division of Enforcement. As Deputy Chief Litigation Counsel, Mr. Bresnan will assist in supervising the Division's nationwide litigation program. Mr. Bresnan succeeds Stephen J. Crimmins, who left the Commission in July.

Stephen M. Cutler, the SEC's Director of Enforcement, said, "I am very pleased that Peter will be helping us lead our litigation efforts. Peter is a brilliant trial lawyer who has achieved superb results in a number of precedent-setting Commission cases. The Division and the Commission will benefit greatly from his impeccable judgment and deep knowledge of the federal securities laws."

David L. Kornblau, the Division's Chief Litigation Counsel, said, "The Division is extremely fortunate to have Peter as Deputy Chief Litigation Counsel. Through his superb work here and his extraordinary personal qualities, he has already earned the respect and confidence of Enforcement litigators and investigative staff throughout the Division. I look forward to having his sage counsel in overseeing our litigation program."

Mr. Bresnan, who joined the Commission in April 1995 as an Assistant Chief Litigation Counsel, has prosecuted a number of ground-breaking cases for the Commission, including its first litigated yield-burning case. He also spearheaded the Commission's first fraud case against an offshore hedge fund, Manhattan Investment Fund Ltd., and its manager Michael Berger, involving an alleged \$393 million in investor losses. Mr. Bresnan is currently litigating the Commission's first insider trading case alleging the passing of inside information over the internet, which involves nineteen defendants and alleged illegal trading profits of over \$8 million.

From 1982 until he joined the Commission, Mr. Bresnan was a litigator at the law firm of Davis Polk & Wardwell in New York. Mr. Bresnan, 46, earned his undergraduate degree

in history from Kenyon College and his law degree from Fordham University Law School. (Press Rel. 2001-128)

## **RESPONSES TO FREQUENTLY ASKED QUESTIONS ABOUT AFTER-TAX RETURN REQUIREMENTS**

The Division of Investment Management has issued responses to frequently asked questions about the mutual fund after-tax return rule and form amendments that the Commission adopted on January 18, 2001. These amendments require mutual funds to disclose in their prospectuses after-tax returns based on standardized formulas comparable to the formula currently used to calculate before-tax average annual total returns. The amendments also require certain funds to include standardized after-tax returns in advertisements and other sales materials. The Division's responses to these frequently asked questions will be posted on the Commission's website at [www.sec.gov](http://www.sec.gov). The responses represent the views of the Division of Investment Management and do not necessarily reflect the views of the Commission. FOR FURTHER INFORMATION CONTACT: Katy Mobedshahi, Division of Investment Management, at (202) 942-0699.

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## **ENFORCEMENT PROCEEDINGS**

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### **SEC CHARGES CALIFORNIA MAN WITH DEFRAUDING MORE THAN 100 INVESTORS, INCLUDING PROFESSIONAL ATHLETES AND RETIREES, IN MULTI-YEAR SCHEME; SEC ALSO ACTS TO PREVENT BANKRUPTCY DISCHARGE**

On November 1, the Commission filed a civil injunctive action in federal district court in Los Angeles, California accusing Don D. Lukens of defrauding at least 100 investors of millions of dollars in a series of schemes throughout the late 1990s. In a separate action on November 1, 2001, the Commission also commenced a related adversary proceeding against Lukens in United States Bankruptcy Court in Santa Barbara, California, where Lukens is a debtor, seeking to prevent the discharge of the substantial portion of Lukens' indebtedness incurred through securities fraud.

Lukens, 50, of Camarillo, California, conducted business through two unincorporated proprietorships that he owned: Community Group Funding, a mortgage broker, and Global Sports and Entertainment, an unregistered investment advisory firm that catered to professional athletes and other wealthy individuals. The district court complaint also names James Carter Allison, 50, of Roscoe, Texas, and J.C. Inc., a Nevada shell corporation established in 1998 and secretly controlled by Lukens. Allison, at Lukens' direction, conducted transactions through two shell entities, J.C. Inc. and Select Assets, aiding Lukens' misappropriation and diversion of client funds.

Lukens fraudulently induced more than 100 investors – including his pastor, fellow parishioners at his church, his children’s former teacher, retirees and the disabled – to entrust him with millions of dollars to invest in a series of unsuitable, mortgage-backed securities laden with significant undisclosed risks. In soliciting these funds, Lukens routinely and falsely described the investments as “safe” and “secure,” promised high returns, provided baseless personal guarantees, made other materially false or misleading statements -- including overstating the value of collateral underlying the mortgage-backed securities. The mortgage-backed securities that Lukens peddled shared a common characteristic: they secretly enriched Lukens through his receipt of undisclosed commissions or fees. Lukens also misappropriated or diverted millions of dollars that clients and customers entrusted to him for investment in these mortgage-backed securities.

In another series of transactions, Lukens induced investors to entrust him with millions of additional dollars by falsely representing that he would invest those funds in a number of other purported securities. Lukens did not invest these funds, but instead misappropriated or diverted the money. Of the more than 100 victims thus far identified, the complaint alleges that Lukens misappropriated or diverted between \$12.5 and \$18 million. The complaint alleges, however, that the total number of Lukens’ victims may well exceed 200 investors and that the total amount of investor loss possibly exceeds \$25 million

The Commission’s district court complaint charges that Lukens acted as an unregistered securities broker-dealer in violation of Section 15(a) of the Securities Exchange Act of 1934 (Exchange Act) and that Lukens defrauded more than one hundred advisory clients and brokerage customers in violation of Section 17(a) of the Securities Act of 1933; Sections 10(b) and 15(c) of the Exchange Act; Exchange Act Rules 10b-5 and 15c1-2; and Sections 206(1) and 206(2) of the Investment Advisers Act of 1940. The complaint also charges, under Section 20(e) of the Exchange Act, that James Carter Allison and J.C. Inc. knowingly provided substantial assistance to Lukens in furtherance of his fraud, thus aiding and abetting Lukens’ violations of Section 10(b) of the Exchange Act and Exchange Act Rule 10b-5. [SEC v. Don D. Lukens, individually and doing business as Community Group Funding and Global Sports & Entertainment; J.C., Inc.; and James Carter Allison, individually and doing business as Select Assets, no. CV 01-09410 SVW (AJWx) (C.D. Cal.)] (LR-17218)

**SEC FILES SUBPOENA ENFORCEMENT ACTION AGAINST ROLAND THIBODEAU, FORMER SENIOR VICE-PRESIDENT OF JNI CORPORATION, IN CONNECTION WITH INSIDER TRADING INVESTIGATION**

The Commission today announced the filing of a subpoena enforcement action in the United States District Court for the District of Columbia, against Roland J. Thibodeau of San Diego, California, the former Senior Vice-President of Sales for JNI Corporation. JNI, with headquarters in San Diego, California, is listed on the NASDAQ National Market System. Thibodeau has failed to comply with the Commission’s August 2, 2001, subpoena for documents and testimony.

In its Application to the Court, the Commission requested that the Court enter an Order to Show Cause why Thibodeau should not be ordered to comply with the Commission's subpoena, as well as an Order Requiring Obedience to the Subpoena. The Application asserted that Thibodeau failed to appear for testimony, and did not produce any documents in response to twelve of fourteen categories of the subpoena. The staff of the Commission is conducting a non-public investigation, pursuant to Formal Order, to determine whether there have been violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities and Exchange Act of 1934, and Rule 10b5-1 promulgated thereunder, in connection with the trading of JNJ securities. [SEC v. Roland J. Thibodeau, USDC District of Columbia, Miscellaneous Action No.1:01MS00437 (LR-17219)]

## **SEC CHARGES SIX INDIVIDUALS WITH SPOOFING**

The SEC filed four cases today against six individuals who engaged in a fraudulent trading practice known as "spoofing." Spoofing occurs when a person trading in the stock markets uses a displayed limit order to manipulate prices, typically in The Nasdaq Stock Market, and thereby obtains an improper trading advantage.

The specific actions filed by the Commission today include complaints and settlements involving Israel Shenker; Joseph Blackwell, Timothy Blackwell, Bradford Blackwell; and Leonid Shpilsky in three separate cases. All these individuals agreed, without admitting or denying the Commission's allegations, to cease and desist or be permanently enjoined from violating the Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934. Collectively, these individuals will pay \$43,860.63 in disgorgement, prejudgment interest and civil penalties. The civil action against Shpilsky also names two other individuals as relief defendants, who will pay a total of \$13,430 in disgorgement and prejudgment interest.

The Commission also filed a complaint against Alexander Pomper alleging that he engaged in a manipulative spoofing strategy designed to obtain fraudulent price improvements in Nasdaq stocks. The complaint seeks an order permanently enjoining Pomper from future violations of the above-referenced antifraud provisions, and seeks disgorgement, prejudgment interest and a civil penalty.

"Spoofing misuses rules that protect investors, and it defrauds market makers. These cases today make clear that the Commission will take strong action against spoofing, even in cases involving relatively small profits. Were spoofing to become widespread, it could reduce liquidity for *bona fide* investors," said Thomas C. Newkirk, Associate Director in the Commission's Division of Enforcement.

The assistance of the National Association of Securities Dealers (NASD) in these matters is acknowledged. To date, the Commission has brought six actions against spoofing and the NASD has brought seven actions against spoofing.

## Background

Stock prices on Nasdaq are quoted in the form of bid and offer prices. The bid price is a proposal to purchase at a specified price, and the offer price is a proposal to sell at a specified price. The highest bid and lowest offer prices quoted Nasdaq are displayed publicly as the "National Best Bid and Offer" or NBBO. Market-making firms on Nasdaq regard the NBBO as an important indicator of the prices they should provide to their customers, and often guarantee customers that their orders will be given the NBBO prices, at a minimum, for smaller orders. In other words, a customer seeking to sell stock will receive at least the bid price shown in the NBBO and a customer seeking to buy will pay not more than the offer price shown in the NBBO.

The SEC's Limit Order Display Rule generally requires that market makers display customer limit orders of 100 shares or more, if the price of the limit order is better than the previously displayed NBBO. A customer limit order with a superior price changes the NBBO when displayed, by either raising the bid side or lowering the offer side of the NBBO.

A trader engaged in spoofing typically places a limit order for the purchase or sale of a thinly-traded Nasdaq security that is for a better price than the then-current NBBO. This generally results in the limit order being publicly displayed, which changes the NBBO by improving prices on one side of the market. The trader proceeds by immediately obtaining execution through other market making firms of one or more other orders on the opposite side of the market at the improved price, and then endeavors to cancel the initial limit order.

For example, the Commission's complaint against Alexander Pomper alleges that Pomper placed a limit order to buy 300 shares of Gumtech International ("GUMM") at \$11.375 per share when the best bid side of the NBBO was \$11.0625 per share and the best offer side was \$11.4375 per share. Due to the Limit Order Display Rule, Pomper's \$11.375 per share buy order became the new best bid price. Pomper then placed an order to sell 2000 shares of GUMM at \$11.375 per share through another market making firm. Pomper obtained immediate execution at \$11.375 per share (rather than \$11.0625 per share) because the other market maker honored the \$11.375 best bid price created by Pomper's buy order. After Pomper obtained his price improvement of \$.3125 per share, or \$625.00, he canceled his order to buy at \$11.375. Pomper's conduct was deceptive because he improved the NBBO with a limit order he did not actually want filled.

By engaging in these manipulative practices, "spoofers" cause market makers to buy or sell stock at prices that were created by a deception. Spoofing undermines the integrity of the prices quoted by the market makers by inserting into the NBBO prices that do not reflect *bona fide* proposals to trade. It improperly injures market makers, and violates the federal securities laws. [SEC v. Leonid Shpilsky, Alexander Shushkovsky and Grigory Kagan, (D.D.C. Nov. 5, 2001)]; [SEC v. Israel M. Shenker, (D.D.C. Nov. 5, 2001) and In the Matter of Israel M. Shenker, Administrative Proceeding File No. 3-10631,

Securities Act of 1933 Release No. 33-8029 and Securities Exchange Act Release No. 34-45017] ; [SEC v. Joseph Ronald Blackwell, Bradford Dylan Blackwell and Timothy Ryan Blackwell, (D.D.C. Nov. 5, 2001) and In the Matter of Joseph R. Blackwell, Bradford D. Blackwell and Timothy R. Blackwell, Administrative Proceeding File No. 3-10632, Securities Act of 1933 Release No. 33-8030 and Securities Exchange Act Release No. 34-45018.]; [SEC v. Alexander M. Pomper, (E.D.N.Y. Nov. 5, 2001)] (LR-17221); (Press Rel. 2001-129)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **HERITAGE CAPITAL APPRECIATION TRUST, ET AL.**

A notice has been issued giving interested persons until November 27 to request a hearing on an application filed by Heritage Capital Appreciation Trust, et al. for an order granting an exemption from Section 15(a) of the Investment Company Act and Rule 18f-2 under the Act. The order would permit the applicants to enter into and materially amend subadvisory agreements without shareholder approval. (Rel. IC-25252 – November 2)

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## **HOLDING COMPANY ACT RELEASES**

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### **RELIANT ENERGY, INC., ET AL.**

A notice has been issued giving interested persons until November 26 to request a hearing on a proposal by Reliant Energy, Incorporated (REI), an exempt holding company, and CenterPoint Energy, Inc. (Regco), REI's wholly owned subsidiary formed for purposes of the proposed transactions. Regco proposes to acquire the securities of certain intermediate holding companies and other subsidiaries as part of a corporate restructuring of REI mandated by Texas state law. REI and Regco request that the Commission reserve jurisdiction over the acquisition of certain gas utility subsidiaries to be formed as part of the restructuring. Texas Genco Holdings and GP LLC, intermediate holding companies that will be formed as part of the restructuring, request exemption from the Act under Section 3(a)(1). Regco requests exemption from the Act under Section 3(a)(1) conditioned upon completion of the restructuring and complete satisfaction of the requirements for exemption within two years of the proposed acquisitions. (Rel. 35-27462)

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## **SELF-REGULATORY ORGANIZATIONS**

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## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change filed by the Chicago Stock Exchange (SR-CHX-2001-22) extending the pilot program relating to trading Nasdaq/National Market securities on the Exchange has become effective under Section 19(b)(3)(A) of the Act. Publication of the proposal is expected in the Federal Register during the week of November 5. (Rel. 34-45010)

A proposed rule change (SR-NASD-2001-78) filed by the National Association of Securities Dealers, through its subsidiary, The Nasdaq Stock Market, Inc., to amend the Manning pilot on the OTCBB has become immediately effective pursuant to Rule 19b-4 under the Securities Exchange Act of 1934. (Rel. 34-45011)

## APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change submitted by the New York Stock Exchange amending NYSE Rule 103 to eliminate the New York Stock Exchange's discretion to exempt relief specialists from registration and approval (SR-NYSE-2001-29). (Rel. 34-45012)

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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-B PROVINCE OF MANITOBA, 1251 AVE OF THE AMERICAS,  
C/O CANADIAN CONSULATE GENERAL, NEW YORK, NY 10020 - 650,000,000  
(\$650,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-14038 -  
OCT. 25) (BR. 99)

S-B UNITED MEXICAN STATES, 375 PARK AVENUE, SUITE 1905, NEW YORK, NY  
10152 - 3,000,000,000 (\$3,000,000,000) STRAIGHT BONDS. (FILE 333-14040 -  
OCT. 26) (BR. 99)

F-10 ACETEX CORP, 750 WORLD TRADE CENTRE, 999 CANADA PLACE, VANCOUVER BC,  
A1 (604) 688-9600 - 190,000,000 (\$190,000,000) STRAIGHT BONDS. (FILE  
333-14042 - OCT. 26) (BR. 2)

F-10 BIOVAIL CORP, 2488 DUNWIN DR MISSISSAUGA, ONTARIO CANADA L5L 1J9, A6  
00000 (416) 285-6000 - 1,500,000,000 (\$1,500,000,000) FOREIGN COMMON  
STOCK.  
(FILE 333-14048 - OCT. 29) (BR. 4)

S-8 LVMH MOET HENNESSY LOUIS VUITTON, 30 AVE HOICHE, 75008 PARIS FRANCE,  
IO 00000 (212) 587-6018 - 250,000 (\$18,555,000) FOREIGN COMMON STOCK.  
(FILE 333-14050 - OCT. 26) (BR. 2)

S-3 WACHOVIA CORP NEW, ONE FIRST UNION CTR, CHARLOTTE, NC 28288  
(704) 374-6565 - 4,000,000,000 (\$4,000,000,000) STRAIGHT BONDS. (FILE  
333-72374 - OCT. 29) (BR. 7)

S-8 EBAIT INC, 2279 SEGUNDO COURT #4, PLEASANTON, CA 94588 (925) 462-  
6280 - 600,000 (\$780,000) COMMON STOCK. (FILE 333-72382 - OCT. 29) (BR. 8)

S-8 ALBERTO CULVER CO, 2525 ARMITAGE AVE, MELROSE PARK, IL 60160  
(708) 450-3039 - 5,000,000 (\$177,200,000) COMMON STOCK. (FILE 333-  
72388 -  
OCT. 29) (BR. 2)

S-8 WEB4BOATS COM INC, PO BOX 1028, LA JOLLA, CA 92038 (858) 551-8160 -  
4,590,000 (\$137,700) COMMON STOCK. (FILE 333-72390 - OCT. 29) (BR. 8)

S-8 TCF FINANCIAL CORP, 801 MARQUETTE AVE, MAIL CODE 100-01-A,  
MINNEAPOLIS,  
MN 55402 (612) 661-6500 - 750,000 (\$30,592,500) COMMON STOCK. (FILE  
333-72394 - OCT. 29) (BR. 7)

S-3 ILEX ONCOLOGY INC, 4545 HORIZON HILL BLVD, SAN ANTONIO, TX 78229  
(210) 949-8200 - 5,750,000 (\$164,737,500) COMMON STOCK. (FILE 333-  
72396 -  
OCT. 29) (BR. 1)

S-3 NORTHWEST BANCORP INC, LIBERTY & SECOND STS, WARREN, PA 16365  
(814) 728-7260 - 2,300,000 (\$57,500,000) PREFERRED STOCK. (FILE 333-  
72400  
- OCT. 29) (BR. 7)

S-8 INTEGRATED PERFORMANCE SYSTEMS INC, 17300 N DALLAD PARKWAY SUITE  
2040,  
DALLAS, TX 75248 (972) 381-1212 - 35,000 (\$46,900) COMMON STOCK. (FILE  
333-72402 - OCT. 29) (BR. 7)

S-11 GEN-NET LEASE INCOME TRUST INC, 200 EAST BIG BEAVER RD, TROY, MI  
48083



(800) 546-2630 - 2,500,000 (\$25,000,000) COMMON STOCK. (FILE 333-72404  
 -  
 OCT. 29) (NEW ISSUE)

S-8 AMERICAN HOME MORTGAGE HOLDINGS INC, 12 EAST 49TH STREET, NEW YORK,  
 NY  
 10017 (212) 755-8600 - 1,500,000 (\$26,670,000) COMMON STOCK. (FILE  
 333-72406 - OCT. 29) (BR. 7)

S-3 DUQUESNE LIGHT CO, 411 SEVENTH AVENUE (15-040), P O BOX 1930,  
 PITTSBURGH, PA 15219 (412) 393-6000 - 400,000,000 (\$400,000,000)  
 MORTGAGE BONDS. (FILE 333-72408 - OCT. 29) (BR. 2)

S-8 FRONT PORCH DIGITAL INC, 1810 CHAPEL AVE W, SUITE 130, CHERRY HILL,  
 NJ  
 08002 (856) 633-3500 - 150,000 (\$178,500) COMMON STOCK. (FILE 333-  
 72410 -  
 OCT. 29) (BR. 8)

S-8 MAI SYSTEMS CORP, 9600 JERONIMO RD, IRVINE, CA 92718 (714) 580-0700  
 -  
 250,000 (\$60,000) COMMON STOCK. (FILE 333-72412 - OCT. 29) (BR. 3)

S-8 MAI SYSTEMS CORP, 9600 JERONIMO RD, IRVINE, CA 92718 (714) 580-0700  
 -  
 1,250,000 (\$300,000) COMMON STOCK. (FILE 333-72414 - OCT. 29) (BR. 3)

S-3 SMARTFORCE PUBLIC LTD CO, 900 CHESAPEAKE DRIVE, REDWOOD CITY, CA  
 94063  
 (650) 817-6900 - 157,654 (\$2,869,302.80) FOREIGN COMMON STOCK. (FILE  
 333-72416 - OCT. 29) (BR. 3)

S-8 MAI SYSTEMS CORP, 9600 JERONIMO RD, IRVINE, CA 92718 (714) 580-0700  
 -  
 750,000 (\$180,000) COMMON STOCK. (FILE 333-72418 - OCT. 29) (BR. 3)

S-8 HOOPER HOLMES INC, 170 MT AIRY RD, BASKING RIDGE, NJ 07920  
 (908) 766-5000 - 2,000,000 (\$13,550,000) COMMON STOCK. (FILE 333-72422  
 -  
 OCT. 29) (BR. 1)

S-8 ADOBE SYSTEMS INC, 345 PARK AVE, SAN JOSE, CA 95110 (408) 536-6000 -  
 13,800,000 (\$345,000,000) COMMON STOCK. (FILE 333-72424 - OCT. 29)  
 (BR. 3)

S-8 H-ENTERTAINMENT INC, 4695 MACARTHUR COURT, STE 1450, NEWPORT BEACH,  
 CA  
 92660 (714) 833-5380 - 7,125,000 (\$1,792,500) COMMON STOCK. (FILE  
 333-72426 - OCT. 29) (BR. 5)

S-8 TWEETER HOME ENTERTAINMENT GROUP INC, 10 PEQUOT WAY, CANTON, MA  
 02021  
 (781) 830-3000 - 788,876 (\$12,314,354.36) COMMON STOCK. (FILE 333-  
 72428 -  
 OCT. 29) (BR. 2)

S-3 HEALTHEXTRAS INC, 2275 RESEARCH BOULEVARD, 7TH FLOOR, ROCKVILLE, MD  
20850 (301) 548-2900 - 3,866,598 (\$25,712,877) COMMON STOCK. (FILE  
333-72430 - OCT. 29) (BR. 1)

S-8 VIROPHARMA INC, 405 EAGLEVIEW BLVD, PO BOX 5000, EXTON, PA 19341  
(610) 458-7300 - 1,000,000 (\$25,650,000) COMMON STOCK. (FILE 333-72432  
OCT. 29) (BR. 1)

S-3 ARCHER DANIELS MIDLAND CO, 4666 FARIES PKWY, DECATUR, IL 62526  
(217) 424-4798 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE  
333-72434 - OCT. 29) (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		
ACCESS HEALTH ALTERNATIVES INC	FL		X				X	X			10/31/01	
AGL RESOURCES INC	GA						X			X	11/02/01	
ALL STAR GAS CORP	MO					X	X				11/02/01	
ALLIANCE CAPITAL MANAGEMENT HOLDING LP	DE							X		X	11/01/01	
ALLIANCE CAPITAL MANAGEMENT L P	DE							X		X	11/01/01	
AMERICA FIRST MORTGAGE INVESTMENTS INC	MD					X	X				11/01/01	
AT HOME CORP	DE					X	X				10/31/01	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT	
	CODE	1	2	3	4	5	6	7	8	9			
ATCHISON CASTING CORP	KS					X	X					11/02/01	
ATMI INC	DE					X	X					11/01/01	
BANC OF AMERICA COMMERCIAL MORTGAGE INC	DE					X	X					10/31/01	
BERKLEY W R CORP	DE					X	X					11/01/01	
BIOMARIN PHARMACEUTICAL INC	DE					X						11/02/01	
BIOSOURCE INTERNATIONAL INC	DE					X	X					10/25/01	
BOEING CAPITAL CORP	DE									X		11/01/01	
BRAZOS SPORTSWEAR INC /DE/ C COR NET CORP	DE					X	X					10/23/01	
CALIFORNIA COMMUNITY BANCSHARES INC	PA						X			X		11/02/01	
CAPITAL ONE FINANCIAL CORP	DE					X						11/02/01	
CARRAMERICA REALTY CORP	VA							X				11/02/01	
CENTURY INDUSTRIES INC /DC/ CENTURYTEL INC	MD							X	X			11/02/01	
CHASE MORTGAGE FINANCE CORP	NV					X	X					08/31/01	
CHESAPEAKE ENERGY CORP	LA					X						08/30/01	
CMS ENERGY CORP	DE					X	X					11/02/01	
CNET NETWORKS INC	OK									X		11/02/01	
COMDISCO INC	MI						X	X				11/02/01	
CONSOLIDATED CONTAINER CO LLC	DE						X	X				09/30/01	
CORINTHIAN COLLEGES INC	DE					X						09/30/01	
CYSIVE INC	DE						X	X				11/02/01	
DATA RETURN CORP	TX						X	X				10/30/01	
DATA SYSTEMS & SOFTWARE INC	DE						X	X				11/01/01	
DIGITAL LAVA INC	DE					X	X	X				10/31/01	
DRKOOP COM INC	DE					X			X			11/01/01	
EAGLE WIRELESS INTERNATIONAL INC	DE								X			08/20/01	AMEND
EDIETS COM INC	TX								X			04/16/01	AMEND
EXTREME NETWORKS INC	DE					X			X			10/19/01	
FIRST CENTURY BANKSHARES INC	DE						X					11/01/01	
FIRST CENTURY BANKSHARES INC	WV					X	X					11/01/01	
FIRST CITIZENS BANC CORP /OH	OH						X	X				11/01/01	
FIRST ECOM COM INC	NV					X			X			10/22/01	
FOOT LOCKER INC	NY						X	X				11/01/01	
GASCO ENERGY INC	NV						X		X			10/29/01	
GENERAL DATACOMM INDUSTRIES INC	DE						X					12/31/01	
GENERAL MILLS INC	DE					X		X	X			10/31/01	
GENERAL SEMICONDUCTOR INC	DE					X			X			11/02/01	
GENESIS ENERGY LP	DE						X					10/31/01	
GLOBALNET INC	NV						X	X				11/01/01	
GS FINANCIAL SERVICES INC	FL					X		X				10/19/01	AMEND
HANCOCK JOHN FINANCIAL SERVICES INC							X					11/01/01	
HOME PROPERTIES OF NEW YORK INC	MD							X	X			11/02/01	
HOMESTORE COM INC	DE						X	X				11/02/01	
HUNTSMAN INTERNATIONAL HOLDINGS LLC	DE						X	X				11/02/01	
IEMI	NV						X					10/29/01	
INTEGRATED SPATIAL INFORMATION SOLU TIONS INC /CO/	CO						X					11/01/01	
INTERLIANT INC	DE						X	X				10/19/01	
INTERNATIONAL MERCANTILE CORP	MO						X	X				10/17/01	
KETTLE RIVER GROUP INC	NV					X						10/18/01	
KING PHARMACEUTICALS INC	TN						X	X				10/29/01	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
KRAFT FOODS INC	VA					X		X			11/02/01	
KYZEN CORP	TN				X			X			10/29/01	
LEXINGTON PRECISION CORP	DE					X		X			10/31/01	
LYDALL INC /DE/	DE					X		X			10/22/01	
MATTHEWS STUDIO EQUIPMENT GROUP	CA			X							09/30/01	
MEDIX RESOURCES INC	CO					X					12/31/01	
MERRILL LYNCH & CO INC	DE					X		X			11/02/01	
METRICOM INC / DE	DE					X		X			09/19/01	
MGM MIRAGE	DE					X		X			10/30/01	
MID AMERICA APARTMENT COMMUNITIES I NC	TN							X		X	09/30/01	
MOTOROLA INC	DE					X					10/31/01	
NET2PHONE INC	DE	X				X					10/19/01	
ODWALLA INC	CA					X		X			11/01/01	
ON TECHNOLOGY CORP	DE					X		X			10/24/01	
OUTSOURCE INTERNATIONAL INC	FL					X		X			10/18/01	
PANAGRA INTERNATIONAL CORP/	NY							X			11/02/01	AMEND
PERFORMANCE FOOD GROUP CO	TN		X			X		X			09/10/01	AMEND
PORTLAND BREWING CO /OR/	OR				X			X			10/29/01	
PRICELINE COM INC	DE								X		11/01/01	
PROFESSIONAL BENEFITS INSURANCE CO	TX							X			09/30/01	
PROGRESS ENERGY INC	NC					X		X			10/30/01	
PSS WORLD MEDICAL INC	FL					X					10/30/01	
QLT INC/BC	AL					X		X			10/19/01	
REALMARK PROPERTY INVESTORS LTD PAR TNSHIP III	DE		X					X			10/18/01	
ROHN INDUSTRIES INC	DE							X			10/31/01	
STERICYCLE INC	DE					X					11/02/01	
STILWELL FINANCIAL INC	DE							X	X		11/02/01	
STRAYER EDUCATION INC	MD					X		X			10/31/01	
SURGE COMPONENTS INC	NY		X					X			10/23/01	
SUSA PARTNERSHIP LP	TN					X		X			10/31/01	AMEND
SUSQUEHANNA MEDIA CO	DE					X		X			11/02/01	
TEAMSTAFF INC	NJ		X					X			08/31/01	AMEND
TECHNEST HOLDINGS INC	NV				X			X			10/31/01	AMEND
TEKINSIGHT COM INC	DE					X		X			09/28/01	
TEKINSIGHT COM INC	DE					X		X			10/22/01	
THERMO ELECTRON CORP	DE					X		X			10/24/01	
THERMO ELECTRON CORP	DE							X	X		10/26/01	
THREE FIVE SYSTEMS INC	DE								X		11/05/01	
TORCHMARK CORP	DE					X		X			11/02/01	
TRUSERV CORP	DE					X		X			10/31/01	
TS&B HOLDINGS INC			X			X		X			10/26/01	
USX CORP	DE					X		X			11/02/01	
VALUESTAR CORP	CO		X					X			11/02/01	
VEREX LABORATORIES INC/CO	CO					X					10/25/01	
WATERLINK INC	DE					X		X			11/01/01	
WESTERN MEDIA GROUP CORP	MN				X			X			10/22/01	AMEND
WESTPORT RESOURCES CORP /NV/	NV					X		X			11/01/01	
WESTPORT RESOURCES CORP /NV/	NV					X		X			11/01/01	
WHITE MOUNTAINS INSURANCE GROUP LTD	DE							X	X		11/02/01	
WILLIAMS COMMUNICATIONS GROUP INC	DE					X		X			11/01/01	

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	CODE	1	2	3	4	5	6	7	8	9		
WORONOCO BANCORP INC	DE					X	X				11/02/01	
XL CAPITAL LTD						X	X				11/01/01	