

# SEC NEWS DIGEST

Issue 98-125

June 30, 1998

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## COMMISSION ANNOUNCEMENTS

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### COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. Meetings will be scheduled according to the requirements of agenda items under consideration.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, D.C. Visitors are welcome at all open meetings, insofar as space is available. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

Any member of the public who requires auxiliary aids such as a sign language interpreter or material on tape to attend a public meeting should contact Rochelle Franks, Office of Administrative and Personnel Management, to make arrangements. Ms. Franks can be reached at TTY number (202) 942-9558. If you are calling from a non-TTY number, please call the Relay Service at 1-800-877-8339.

#### OPEN MEETING - TUESDAY, JULY 7, 1998 - 10:00 A.M.

The open meeting scheduled for Tuesday, July 7, 1998, at 10:00 a.m., will be:

The Commission will hear oral argument on an appeal by Valicenti Advisory Services, Inc. (VAS), a registered investment adviser, and the Division of Enforcement from an administrative law judge's initial decision.

#### CLOSED MEETING - TUESDAY, JULY 7, 1998 - FOLLOWING THE OPEN MEETING

The closed meeting scheduled for Tuesday, July 7, 1998, following the 10:00 a.m. open meeting, will be: Post argument discussion.

**CLOSED MEETING - THURSDAY, JULY 9, 1998 - 10:00 A.M.**

The closed meeting scheduled for Thursday, July 9, 1998, at 10:00 a.m., will be: Institution and settlement of injunctive actions; and Institution and settlement of administrative proceedings of an enforcement nature.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary at (202) 942-7070.

**CHANGE IN THE MEETING: TIME CHANGE**

The time for the closed meeting scheduled for Wednesday, July 1, 1998, at 2:30 p.m., has been changed to 11:00 a.m.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary (202) 942-7070.

**EDGAR MODERNIZATION CONTRACT AWARDED**

Today the Commission announced that it has awarded to BDM International, Inc. (BDM), a wholly owned subsidiary of TRW Inc., a three year contract for the modernization of the EDGAR system. The contract will be effective on July 1, 1998. The estimated three year cost of modernization is \$22.4 million. The total award amount for both the modernization and ongoing operation of the system through June 2001 will be approximately \$49 million.

EDGAR modernization will improve substantially the presentation quality and structure of SEC filings. The EDGAR architecture will be converted to an internet-based system using HTML as the official filing format, and will also support the attachment of graphical files such as PDF. Filers will realize reduced costs and effort associated with the preparation and submission of SEC required documents.

The new dissemination system will reduce dramatically the annual subscription cost for the entire, real-time database of filings. The rate for each of the current nine subscribers will be reduced from the present cost of \$278,000 to \$79,686. If the number of subscribers increases to 16, the subscription rate for each subscriber will be reduced to \$47,439.

At the end of the three-year modernization contract, the SEC has the option of a full recompetition or may extend the contract with BDM for up to five years, in one year increments. If all five extensions are exercised, the total eight year cost for this contract would be approximately \$102 million. (Press Rel. 98-59)

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## ENFORCEMENT PROCEEDINGS

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### PERMANENT INJUNCTION AND OTHER RELIEF ORDERED AGAINST CHARLES YOUNG AND SELIG ADLER; CEASE AND DESIST PROCEEDINGS INSTITUTED AS TO VENATOR GROUP, INC., FORMERLY KNOWN AS WOOLWORTH CORPORATION, E. RONALD GAMBLE, AND LAURA KIRSNER; RULE 102(e) PROCEEDING INSTITUTED AS TO CHARLES YOUNG

The Commission announced that on June 29 it filed and simultaneously settled enforcement proceedings against Venator Group, Inc., formerly known as Woolworth Corporation (hereinafter referred to as Woolworth or the company), and four of its former senior officers, based on a Woolworth's material misstatement of its quarterly financial results for the first three quarters of its fiscal year 1993 in filings with the Commission, and for the fourth quarter of fiscal 1993 in a company press release. In a cease and desist proceeding against Woolworth, which the company simultaneously settled without admitting or denying the Commission's allegations, the Commission found that former officers at Woolworth and two of its major subsidiaries, Kinney Shoe Corporation (Kinney Shoe) and Woolworth Canada Inc. (Woolworth Canada), engaged in a scheme to manage the company's reported earnings by inflating profits in early quarters, so that Woolworth could report positive earnings. Results were then adjusted in subsequent quarters so that results would be accurate by year-end.

In a separate complaint, seeking permanent injunctions and monetary relief in the United States District Court for the Southern District of New York against former Woolworth officers Charles T. Young (Young) and Selig Adler (Adler), the Commission alleged that the fraud was accomplished at the direction, or with the knowledge, of Young, the former senior vice-president of finance and chief financial officer of Woolworth. The complaint also alleges that the fraud was conducted by the chief financial officers of two Woolworth subsidiaries, including Adler at Kinney Shoe Corporation U.S. (Kinney) and the chief financial officer of Woolworth Canada, Inc. (Woolworth Canada), both of whom falsified the subsidiaries' quarterly results by understating cost of sales and improperly deferring expenses reported by the subsidiaries. The Commission named E. Ronald Gamble (Gamble), former chief financial officer at Woolworth Canada, in a related cease and desist proceeding filed, and simultaneously settled by Gamble without admitting or denying the allegations, today.

The complaint against Young and Adler alleges that they violated Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 10b-5 and 13b2-1 thereunder, and Young violated Rule 13b2-2 of the Exchange Act by signing management representation letters for each quarter of fiscal 1993 in which he falsely represented information relating to Woolworth's true financial condition. It is also alleged that each of the defendants aided and abetted Woolworth's violations of Sections 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act and Rules 12b-20 and 13a-13

thereunder. [SEC v. Charles T. Young and Selig Adler, USDC, SDNY, 98 Civ. 4564, J. Batts] (LR-15794; AAE Rel. 1048); Administrative Proceedings in the Matter of Venator Group, Inc., formerly known as Woolworth Corporation, E. Ronald Gamble and Laura T. Kirsner - (Rel. 34-40142, AAE Rel. 1049, File No. 3-9638)

**FINAL JUDGMENT ENTERED AGAINST PHOENIX METALS U.S.A. II, INC. AND ROBERT FLAHERTY**

The Commission announced that the Honorable Stephen V. Wilson, United States District Court Judge for the Central District of California, entered a final judgment on May 28, 1998, in the above-referenced action (Final Judgment) which completed the litigation of this action. The Commission's complaint alleged that Phoenix Metals U.S.A. II, Inc. (Phoenix Metal) and Robert F. Flaherty (Flaherty) made material misrepresentations to investors in connection with the offer and sale of cinder ore investment contracts and the stock of Phoenix Metals. In the complaint, the Commission sought a permanent injunction, disgorgement and an accounting against Phoenix Metals and Flaherty. Phoenix Metals and Flaherty previously consented to the entry of a judgment of permanent injunction, without admitting or denying the allegations in the complaint, which enjoined them from future violations of Section 17(a) of the Securities Act of 1933 [15 U.S.C. § 77q(a)], Section 10(b) of the Securities Exchange Act of 1934 [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

The Final Judgment did not require Phoenix Metals and Flaherty to pay disgorgement or prejudgment interest thereon based upon Phoenix Metals' and Flaherty's representations that they subsequently spent that sum in purchasing and operating the Phoenix Metals refinery. [SEC v. Phoenix Metals U.S.A. II, Inc. and Robert F. Flaherty, Civil Action No. CV-97-7153-SVW, AJWx, C.D. Cal.] (LR-15793)

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**INVESTMENT COMPANY ACT RELEASES**

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**JANUS INVESTMENT FUND, ET AL.**

An order has been issued on an application filed by Janus Investment Fund, et al., under Section 12(d)(1)(J) of the Investment Company Act for an exemption from Sections 12(d)(1)(A) and (B) of the Act, under Sections 6(c) and 17(b) of the Act for an exemption from Section 17(a) of the Act, and under Section 17(d) of the Act and Rule 17d-1 under the Act permitting certain joint transactions. The order supersedes an existing order to permit certain registered management investment companies to invest excess cash in affiliated money market funds in excess of the limits of Sections 12(d)(1)(A) and (B) of the Act. (Rel. IC-23286 - June 26)

## **CASH MANAGEMENT PORTFOLIO, ET AL.**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on an application filed by Cash Management Portfolio, et al. for an order under Sections 6(c) and 17(b) of the Investment Company Act granting an exemption from Section 17(a) of the Act. The order would permit in-kind redemptions of shares of certain registered investment companies by certain affiliated persons of the investment companies. (Rel. IC-23287 - June 26)

## **PHOENIX HOME LIFE MUTUAL INSURANCE COMPANY, ET AL.**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on an application filed by Phoenix Home Life Mutual Insurance Company and Phoenix Home Life Variable Accumulation Account (collectively, Applicants). Applicants seek an order pursuant to Section 26(b) of the Investment Company Act (Act) approving the substitution of shares of the Phoenix Money Market Series of the Phoenix Edge Series Fund (Substitute Fund) for shares of the Templeton Money Market Series of the Templeton Variable Products Series Fund (Current Fund). Applicants also seek an order pursuant to Section 17(b) of the Act, granting exemptions from Section 17(a) of the Act to permit Applicants to: (1) effect the substitution by redeeming shares of the Current Fund in-kind and using the proceeds to purchase shares of the Substitute Fund, and (2) merge two investment divisions of the Phoenix Home Life Variable Accumulation Account which will be holding shares of the same Substitute Fund as a result of the substitution. (Rel. IC-23288 - June 26)

## **THE EVERGREEN EQUITY TRUST, ET AL.**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on an application filed by Evergreen Equity Trust, Evergreen Select Equity Trust, Evergreen International Trust, Evergreen Fixed Income Trust, Evergreen Select Fixed Income Trust, Evergreen Municipal Trust, Evergreen Money Market Trust, Evergreen Select Money Market Trust (together with their series, the Evergreen Funds), CoreFunds, Inc. (with its series, the CoreFunds), and First Union National Bank for an order under Section 17(b) of the Investment Company Act granting an exemption from Section 17(a) of the Act. The order would permit certain series of the Evergreen Funds to acquire all of the assets and certain stated liabilities of certain series of CoreFunds. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-23289 - June 26)

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## **HOLDING COMPANY ACT RELEASES**

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## **INDIANA MICHIGAN POWER COMPANY**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on a proposal by Indiana Michigan Power Company (I&M), a public utility subsidiary company of American Electric Power Company, Inc., a registered holding company. I&M proposes to guarantee a loan of one of its industrial customers for the financing of certain utility and other assets (Assets). In the alternative, I&M proposes to directly make a loan to finance the Assets. (Rel. 35-26891)

## **NEW ENGLAND ELECTRIC SYSTEM**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on a proposal by New England Electric System (NEES), a registered holding company, to issue through December 31, 2002, up to one million additional shares of its common stock to be used to acquire the stock or assets of one or more "energy-related companies," as defined in Rule 58 under the Public Utility Holding Company Act of 1935, as amended. (Rel. 35-26891)

## **CENTRAL AND SOUTH WEST CORPORATION, ET AL.**

A notice has been issued giving interested persons until July 21, 1998, to request a hearing on a proposal by Central and South West Corporation (CSW), a registered holding company, and CSW's wholly owned service company subsidiary, Central and South West Services, Inc., to engage in the marketing, selling, leasing and renting of certain electric vehicles and related products. (Rel. 35-26891)

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## **SELF-REGULATORY ORGANIZATIONS**

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### **APPROVAL OF PROPOSED RULE CHANGES**

The Commission approved a proposed rule change (SR-OCC-97-02) filed by The Options Clearing Corporation under Section 19(b)(2) of the Securities Exchange Act. The rule change will permit OCC to issue, clear, and settle options on unit investment trust interests and investment company shares that hold portfolios or baskets of common stock. (Rel. 34-40132)

The Commission has approved a proposed rule change (SR-NASD-97-26) filed by the National Association of Securities Dealers to extend through July 31, 1998, the pilot for the NASD's rule permitting market makers to display their actual quotation size for the 150 stocks in the pilot program. Publication is expected in the Federal Register during the week of June 29. (Rel. 34-40139)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the National Association of Securities Dealers to extend the date by which registered representatives who currently trade equity securities in the Nasdaq Stock Market and/or over-the-counter must apply for the Series 55 examination (SR-NASD-98-43) has become effective pursuant to 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 June 29. (Rel. 34-40137)

## ACCELERATED PARTIAL APPROVAL OF PROPOSED RULE CHANGE

The Commission noticed and granted accelerated partial approval to an amendment to a proposed rule change (SR-NASD-98-26) submitted by the National Association of Securities Dealers instituting, on a pilot basis, new primary Nasdaq market maker standards for Nasdaq national market securities. Publication is expected in the Federal Register during the week of June 29. (Rel. 34-40140)

## CORRECTIONS

Release Nos. 34-40013 and 34-40014, which appeared in the June 25 issue of the Digest, inadvertently contained inaccurate release numbers. The correct release numbers are 34-40103 and 34-40114, respectively.

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

S-8 KINROSS GOLD CORP, 185 SOUTH STATE STREET, STE 400, SALT LAKE CITY, UT  
84111 (801) 363-9152 - 6,000,000 (\$21,720,000) COMMON STOCK. (FILE  
333-9004 - JUN. 19) (BR. 4)

S-8 HORIZON GROUP INC, 5000 HAKES DR, NORTON SHORES, MI 49441 (616) 798-9100  
- 707,108 (\$7,785,783) COMMON STOCK. (FILE 333-9008 - JUN. 11) (BR. 8)

F-3 ECSOFT GROUP PLC, 269 HIGH ST, BERKHAMSTED HERTFORDSHIRE,  
ENGLAND HP4 1EG, X0 (171) 638-6688 - 2,300,000 (\$62,031,000) COMMON STOCK  
(FILE 333-9010 - JUN. 05) (BR. 8)

S-8 TRC COMPANIES INC /DE/, 5 WATERSIDE CROSSING, WINDSOR, CT 06095

(203) 289-8631 - 500,000 (\$2,205,000) COMMON STOCK. (FILE 333-57463 - JUN. 23) (BR. 6)

S-8 VANGUARD AIRLINES INC \DE\, 30 NW ROME CIRCLE, MEZZANINE LEVEL, KANSAS CITY, MO 64153 (816) 243-2100 - 8,300,000 (\$8,300,000) COMMON STOCK. (FILE 333-57465 - JUN. 23) (BR. 5)

S-4 HADCO CORP, 12A MANOR PKWY, SALEM, NH 03079 (603) 898-8000 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 333-57467 - JUN. 23) (BR. 5)

S-3 SS&C TECHNOLOGIES INC, 705 BLOOMFIELD AVE, CORPORATE PLACE, BLOOMFIELD, CT 06002 (860) 242-7887 - 480,000 (\$8,970,000) COMMON STOCK. (FILE 333-57469 - JUN. 23) (BR. 3)

S-8 SAFETY 1ST INC, 210 BOYLSTON ST, CHESTNUT HILL, MA 02167 (617) 964-7744 - 1,500,000 (\$10,365,821 97) COMMON STOCK. (FILE 333-57471 - JUN 23) (BR. 6)

S-3 NATIONSLINK FUNDING CORP, NATIONSBANK CORPORATE CTR, 100 NORTH TYRON ST, CHARLOTTE, NC 28255 (704) 386-5000 - 1,500,000,000 (\$1,500,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 333-57473 - JUN. 23) (BR. 8)

S-8 IMAGE GUIDED TECHNOLOGIES INC, 5710 B FLATIRON PARKWAY, BOULDER, CO 80301 (303) 447-0248 - 700,000 (\$1,378,122) COMMON STOCK. (FILE 333-57477 - JUN. 23) (BR 9)

S-4 SECOND NATIONAL FINANCIAL CORP, 102 SOUTH MAIN ST, PO BOX 71, CULPEPER, VA 22701 (504) 825-4800 - 533,716 (\$21,348,640) COMMON STOCK. (FILE 333-57479 - JUN. 23) (BR. 7)

S-3 RESIDENTIAL FUNDING MORTGAGE SECURITIES I INC, 8400 NORMANDALE LAKE BLVD STE 600, MINNEAPOLIS, MN 55437 (612) 832-7000 - 15,000,000,000 (\$5,000,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE. (FILE 333-57481 - JUN. 23) (BR. 8)

S-8 MEDITRUST OPERATING CO, 197 FIRST AVE, STE 100, NEEDHAM, MA 02194 (781) 453-8062 - 450,898 (\$1,846,463.20) COMMON STOCK. (FILE 333-57483 - JUN 23) (BR. 8)

S-8 UNIGRAPHICS SOLUTIONS INC, 13736 RIVERPORT DR, ST LOUIS, MO 63043 (314) 344-8244 - 1,300,000 (\$18,200,000) COMMON STOCK. (FILE 333-57485 - JUN 23) (BR. 3)

S-8 AMF BOWLING INC, 8100 AMF DRIVE, RICHMOND, VA 23111 (804) 730-4000 - 2,000,000 (\$46,875,000) COMMON STOCK. (FILE 333-57487 - JUN. 23) (BR. 5)

S-2 COMMUNITY BANCSHARES INC /DE/, MAIN ST P O BOX 1000, BLOUNTSVILLE, AL 35031 (205) 429-1000 - 500,000 (\$9,500,000) COMMON STOCK. (FILE 333-57491 - JUN. 23) (BR. 7)

S-8 BAY NETWORKS INC, 4401 GREAT AMERICA PKWY, SANTA CLARA, CA 95054 (408) 988-2400 - 2,552,737 (\$63,655,482) COMMON STOCK (FILE 333-57493 - JUN. 23) (BR. 3)

S-3 TRUE NORTH COMMUNICATIONS INC, 101 E ERIE ST, CHICAGO, IL 60611 (415) 425-6500 - 82,092 (\$2,226,745.50) COMMON STOCK. (FILE 333-57495 - JUN. 23) (BR. 2)

S-8 COMMERCE BANCORP INC /NJ/, COMMERCE ATRIUM, 1701 RTE 70 E, CHERRY HILL, NJ 08034 (609) 751-9000 - 3,025,000 (\$157,118,500) COMMON STOCK (FILE 333-57497 - JUN 23) (BR. 7)

S-4 REGIONS FINANCIAL CORP, 417 N 20TH ST, BIRMINGHAM, AL 35203 (205) 326-7100 - 64,764,991 (\$2,481,070,577) COMMON STOCK. (FILE 333-57499 - JUN. 23) (BR. 7)

S-3 ALPHARMA INC, ONE EXECUTIVE DR, P O BOX 1399, FORT LEE, NJ 07024 (201) 947-7774 - 88,320,000 (\$88,320,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-57501 - JUN. 23) (BR. 1)



S-8 CHEROKEE INC, 6835 VALJEAN AVE, VAN NUYS, CA 91406 (818) 951-1002 - 300,000 (\$3,273,000) COMMON STOCK. (FILE 333-57503 - JUN. 23) (BR. 2)

S-3 ALLIED WASTE INDUSTRIES INC, 15880 NORTH GREENWAY-HADEN LOOP, SUITE 100, SCOTTSDALE, AZ 85260 (602) 423-2946 (FILE 333-57507 - JUN 23) (BR. 6)

S-8 ALLIEDSIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962 (201) 455-2000 - 925,000 (\$38,763,282) COMMON STOCK. (FILE 333-57509 - JUN. 23) (BR. 5)

S-1 SFX ENTERTAINMENT INC, 650 MADISON AVENUE, NEW YORK, NY 10022 (212) 838-3100 - 3,740,034 (\$156,370,822) COMMON STOCK. (FILE 333-57511 - JUN. 23) (BR. 5)

S-8 HERITAGE FINANCIAL CORP /WA/, 201 5TH AVE SW, P O BOX 1578, OLYMPIA, WA 98507 (360) 943-1500 - 257,460 (\$3,524,627.40) COMMON STOCK (FILE 333-57513 - JUN. 23) (BR. 7)

S-8 ALLIEDSIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962 (201) 455-2000 - 80,000 (\$3,352,500) COMMON STOCK. (FILE 333-57515 - JUN. 23) (BR. 5)

S-8 ALLIEDSIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962 (201) 455-2000 - 250,000 (\$10,476,562 50) COMMON STOCK. (FILE 333-57517 - JUN. 23) (BR. 5)

S-8 ALLIEDSIGNAL INC, 101 COLUMBIA RD, PO BOX 4000, MORRISTOWN, NJ 07962 (201) 455-2000 - 20,000 (\$838,125) COMMON STOCK. (FILE 333-57519 - JUN 23) (BR. 5)

S-8 THRUSTMASTER INC, 7175 NW EVERGREEN PARKWAY, #400, HILLSBORO, OR 97124 (503) 615-3200 - 1,000,000 (\$7,375,000) COMMON STOCK. (FILE 333-57521 - JUN. 23) (BR. 3)

S-3 TRINET CORPORATE REALTY TRUST INC, ONE EMBARCADERO CENTER 33RD FLOOR, STE 3150, SAN FRANCISCO, CA 94111 (415) 391-4300 - 258,894 (\$8,850,939) COMMON STOCK. (FILE 333-57523 - JUN. 23) (BR 8)

S-8 ADVANCED MICRO DEVICES INC, ONE AMD PL, P O BOX 3453, SUNNYVALE, CA 94088 (408) 732-2400 - 3,700,000 (\$71,176,068) COMMON STOCK. (FILE 333-57525 - JUN. 23) (BR. 5)

S-8 ATS MEDICAL INC, 3905 ANNAPOLIS LA, SUITE 105, MINNEAPOLIS, MN 55447 (612) 553-7736 - 200,000 (\$1,334,375) COMMON STOCK (FILE 333-57527 - JUN 23) (BR 5)

S-1 MRC GROUP, 23240 CHAGRIN BOULEVARD, SUITE 400, CLEVELAND, OH 44122 (216) -46-4224 - 69,000,000 (\$69,000,000) COMMON STOCK. (FILE 333-57529 - JUN. 23) (NEW ISSUE)

S-3 I2 TECHNOLOGIES INC, 909 E LAS COLINAS BLVD, 16TH FL, IRVING, TX 75039 (214) 860-6000 - 3,266,470 (\$107,181,047) COMMON STOCK (FILE 333-57531 - JUN. 23) (BR. 3)

S-3 CHENIERE ENERGY INC, TWO ALLEN CENTER, 1200 SMITH SUITE 1710, HOUSTON, TX 77002 (281) 578-4600 - 1,302,550 (\$2,401,577) COMMON STOCK. (FILE 333-57533 - JUN. 23) (BR. 4)

S-8 DEPOTECH CORP, 10450 SCIENCE CENTER DRIVE, STE 100, SAN DIEGO, CA 92037 (619) 625-2424 - 695,000 (\$1,118,950) COMMON STOCK. (FILE 333-57535 - JUN. 23) (BR. 1)

S-3 CINTAS CORP, 6800 CINTAS BLVD, P O BOX 625737, CINCINNATI, OH 45262 (513) 459-1200 - 20,626 (\$987,470) COMMON STOCK. (FILE 333-57537 - JUN. 23) (BR. 2)

S-3 CINTAS CORP, 6800 CINTAS BLVD, P O BOX 625737, CINCINNATI, OH 45262 (513) 459-1200 - 32,245 (\$1,543,730) COMMON STOCK. (FILE 333-57539 - JUN. 23) (BR 2)

S-8 SIMULA INC, 2700 NORTH CENTRAL AVE, STE 1000, PHOENIX, AZ 85004 (602) 752-8918 - 955,000 (\$15,071,093) COMMON STOCK. (FILE 333-57541 - JUN. 24) (BR. 6)

- S-8 CARBIDE GRAPHITE GROUP INC /DE/, ONE GATEWAY CTR, 19TH FL, PITTSBURGH,  
PA 15222 (412) 562-3700 - 500,000 (\$14,031,250) COMMON STOCK. (FILE  
333-57543 - JUN. 23) (BR. 5)
- S-8 ASPECT TELECOMMUNICATIONS CORP, 1730 FOX DR, SAN JOSE, CA 95131  
(408) 441-2200 - 1,350,000 (\$33,834,375) COMMON STOCK. (FILE 333-57545 -  
JUN. 23) (BR. 7)
- S-3 MERRILL LYNCH MORTGAGE INVESTORS INC, WORLD FINANCIAL CENTER N TOWER,  
250 VESEY ST 17TH FL, NEW YORK, NY 10281 (212) 449-1000 - 1,000,000  
(\$1,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE (FILE 333-57547 -  
JUN. 23) (BR. 8)