

c:1

SEC NEWS DIGEST

Issue 2000-31

February 17, 2000

COMMISSION ANNOUNCEMENTS

SEC APPROVES CONCEPT RELEASE ON INTERNATIONAL ACCOUNTING STANDARDS

At an open meeting on February 16 the Commission approved issuance of a concept release about international accounting standards. This release solicits public comment about conditions for accepting financial statements of foreign private issuers that are prepared using the standards promulgated by the International Accounting Standards Committee, as well as about the necessary elements of a high quality global financial reporting framework.

For further information, contact Donald J. Gannon at (202) 942-4400. (Rels. 33-7801, 34-42430, International Series Rel. 1215, File No. S7-04-00); (Press Rel. 2000-11)

ENFORCEMENT PROCEEDINGS

CEASE AND DESIST ORDER ISSUED AGAINST JAMES MONTGOMERY, II

The Commission announced that it issued an Order Making Findings and Imposing a Cease and Desist Order (Order) against James D. Montgomery, II of Auburn, GA. Montgomery was a director of sales for Computone Corporation of Alpharetta, GA. The Order directs Montgomery to cease and desist from committing or causing violations of the antifraud, reporting and books and records provisions of the securities laws. The Order finds that Montgomery altered a customer purchase order to remove a contingency so that Computone could recognize the sale and subsequently misled Computone's auditors regarding the transaction. As a result Computone, among the things, overstated its sales revenue on a quarterly report filed with the Commission. (Rel. 34-42432; AAE Rel. 1230; File No. 3-10042)

CEASE AND DESIST ORDER ENTERED AGAINST KILLEARN, INC., AND JOSEPH WILLIAMS, JR.

On February 17, the Commission issued an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) against Killearn, Inc. (Killearn), and Joseph T. Williams, Jr. (Williams), requiring (1) Killearn to cease and desist from committing or

causing any violations or future violations of Sections 13(d) and 16(a) of the Exchange Act and Rules 13d-1, 13d-2, 16a-2 and 16a-3 thereunder; and (2) Williams to cease-and-desist from committing or causing any violations or future violations of Sections 13(d), 13(g) and 16(a) of the Exchange Act and Rules 13d-1, 13d-2, 16a-2 and 16a-3 thereunder. Killearn is a privately held company which was the beneficial owner of more than ten percent of the equity securities of Killearn Properties, Inc. (Killearn Properties). Williams is President of Killearn, was an executive officer and director of Killearn Properties and was the beneficial owner of more than ten percent of the equity securities of Killearn Properties. Effective August 11, 1999, the registration of Killearn Properties' common stock under Section 12(g) of the Exchange Act was terminated and its common stock was delisted from the American Stock Exchange on August 30, 1999.

Killearn, without admitting or denying the allegations in the Commission's Order, consented to the entry of the Order finding that: (1) it failed to timely file a Schedule 13D and two amendments to its Schedule 13D, resulting in delinquencies ranging from over one month to five months, and (2) failed to file a Form 3, three Forms 4 and one Form 5, resulting in delinquencies ranging from over three months to over nine months. The total value of the transactions in Killearn Properties stock for which Killearn filed late Forms 4 and 5 is approximately \$612,950. Williams, 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 13D and twelve amendments to Schedules 13D and 13G, resulting in delinquencies ranging from one week to eighteen years and six months, and (2) failed to timely file fourteen Forms 4 and three Forms 5, resulting in delinquencies ranging from one week to over two years and ten months. The total value of the transactions in Killearn Properties stock for which Williams filed late Forms 4 and 5 is approximately \$3.1 million. (Rel. 34-42436; File No. 3-10148)

TWO MORE TRADERS SETTLE LOTUS INSIDER TRADING CHARGES BY AGREEING TO PAY MORE THAN \$156,000 IN DISGORGEMENT AND PENALTIES

The Commission announced today that Carmine DeSantis and Lawrence DeMonte, both of Staten Island, New York, have agreed to settle Commission charges that they engaged in insider trading in advance of IBM's takeover of Lotus Development Corporation in June 1995. DeSantis has consented to the entry of a final judgment requiring him to pay \$16,101 in disgorgement, \$6,796 in prejudgment interest and a civil penalty of \$16,101. DeMonte has consented to the entry of a final judgment requiring him to pay \$48,360 in disgorgement, \$20,864 in prejudgment interest and a civil penalty of \$48,360. DeSantis and DeMonte have also each agreed to be enjoined from future violations of the tender offer insider trading provisions of the federal securities laws. The Commission filed this matter on May 26, 1999, charging a total of twenty-five individuals with insider trading in Lotus call options and common stock on the basis of inside information misappropriated from IBM by one of its

secretaries. DeSantis and DeMonte are the seventh and eighth defendants to settle. The Commission is continuing to litigate against the remaining defendants. [SEC v. Lorraine K. Cassano, Civil Action No. 99-CV-3822, SDNY] (LR-16438)

COMMISSION SEEKS EMERGENCY RELIEF IN CONNECTION WITH "PUMP AND DUMP" SCHEME OVER THE INTERNET

The Commission announced that on February 16 in the United States District Court for the Southern District of New York, it sought a temporary restraining order against Wellness Universe Corporation (Wellness), Synpan Corporation (Synpan) and, their Chief Executive Officer, George Charles Pappas (George Pappas) (collectively, Defendants). The complaint also names Paul George Pappas, Karyn L. Pappas, Kyriak W. Pappas, Makypa, Brooks Williams, Tobias Weissman, Iris B. Coleman, Joann Cingari, and Louise Fiorenza as Relief Defendants. The complaint seeks to freeze Defendants' and Relief Defendants' assets and temporarily restrain Defendants from violating the antifraud provisions of the securities laws.

The complaint alleges that, since December 1999, George Pappas caused Wellness and Synpan to issue false and misleading press releases, largely over the internet, which boosted the price of Wellness stock from approximately \$.10 per share in December 1999 to over \$1.00 per share in early February 2000. The complaint also alleges that, during this time, George Pappas, through Relief Defendants -- members of George Pappas' family and other nominees -- sold 3.7 million shares of Wellness stock to the public for an aggregate of approximately \$2.5 million.

The Commission seeks permanently to enjoin Defendants from further 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 Commission also seeks disgorgement from Defendants and Relief Defendants of all ill-gotten gains obtained as a result of Defendants' scheme, and prejudgment interest thereon, and civil penalties against Defendants. The litigation is pending. [SEC v. Wellness Universe Corporation, Synpan Corporation, George Charles Pappas, Defendants, Paul George Pappas, Kyriak W. Pappas, Makypa, Brooks Williams, Tobias Weissman, Iris B. Coleman, Joann Cingari, and Louise Fiorenza, Relief Defendants, 00 Civ. 1147, RMB, SDNY] (LR-16439)

INVESTMENT COMPANY ACT RELEASES

FIRST AMERICAN INVESTMENT FUNDS, INC. AND U.S. BANK NATIONAL ASSOCIATION

An order has been issued on an application filed by First American Investment Funds, Inc. and U.S. Bank National Association exempting applicants from Section 17(a) of the Investment Company Act. The order permits certain series of a registered open-end management investment company to acquire all of the assets, subject to the

liabilities, of certain other series of the investment company. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-24290 - February 16)

HOLDING COMPANY ACT RELEASES

JERSEY CENTRAL POWER & LIGHT COMPANY

A notice has been issued giving interested persons until March 9, 2000, to request a hearing on a proposal by Jersey Central Power & Light Company (JCP&L), a public utility subsidiary of GPU, Inc., a registered holding company. JCP&L requests authority to form and acquire all of the common equity interests in a new wholly owned subsidiary (Special Purpose Issuer) and to form one or more subsidiaries that would directly or indirectly own interests in the Special Purpose Issuer. In addition, JCP&L requests authority for the Special Purpose Issuer to issue and sell up to \$587 million in stranded cost recovery bonds through December 31, 2001. JCP&L further requests authority to enter into a servicing agreement with the Special Purpose Issuer under an exemption from the cost standards of Section 13(b) of the Public Utility Holding Company Act. (Rel. 35-27138)

SELF-REGULATORY ORGANIZATIONS

WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until March 8, 2000, to comment on the application of American Heritage Life Investment Corporation to withdraw its FELINE PRIDES from listing and registration on the New York Stock Exchange. (Rel. 34-42428)

A notice has been issued giving interested persons until March 8, 2000, to comment on the application of Southwestern Bell Telephone Company to withdraw its Forty Year 6-7/8% Debentures, due February 1, 2011, from listing and registration on the American Stock Exchange. (Rel. 34-42429)

SECURITIES ACT REGISTRATIONS

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 CYPRESS COMMUNICATIONS INC, FIFTEEN PIEDMONT CENTER, SUITE 710, ATLANTA, GA 30305 (404) 869-2500 - 900,000 (\$14,400,000) COMMON STOCK. (FILE 333-30004 - FEB 10) (BR 7)
- S-1 FREESHOP COM INC, 95 SOUTH JACKSON, STE 300, SEATTLE, WA 98104 (206) 441-9100 - 3,450,000 (\$122,906,250) COMMON STOCK (FILE 333-30006 - FEB 10) (BR 8)
- S-8 STANDEX INTERNATIONAL CORP/DE/, 6 MANOR PKWY, SALEM, NH 03079 (603) 893-9701 - 800,000 (\$13,650,000) COMMON STOCK (FILE 333-30008 - FEB 10) (BR 6)
- S-3 KIDS STUFF INC, 4450 BELDEN VILLAGE ST NW, STE 406, CANTON, OH 44718 (330) 492-8090 - 270,000 (\$621,000) COMMON STOCK (FILE 333-30010 - FEB 10) (BR 5)
- S-4 LAMAR ADVERTISING CO/NEW, C/O LAMAR ADVERTISING COMPANY, 5551 CORPORATE BOULEVARD, BATON ROUGE, LA 70808 (225) 926-1000 - \$183,060,071 06 COMMON STOCK (FILE 333-30012 - FEB 10) (BR 2)
- S-3 CREATIVE HOST SERVICES INC, 6335 FERRIS SQUARE, STES G-H, SAN DIEGO, CA 92126 (619) 587-7300 - 1,835,378 (\$11,082,844 40) COMMON STOCK (FILE 333-30014 - FEB 10) (BR 9)
- S-8 WATER PIK TECHNOLOGIES INC, 660 NEWPORT CENTER DRIVE, STE 470, NEWPORT BEACH, CA 92660 (949) 719-3700 - 10,000,000 (\$10,000,000) OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-30016 - FEB 10) (BR 2)
- S-8 ECONTENT INC, 20505 US 19N #12-283, CLEARWATER, FL 34624 (727) 441-4442 - 500,000 (\$100,000) COMMON STOCK (FILE 333-30020 - FEB 10) (BR 8)
- S-8 ECONNECT, 2500 VIA CABRILLO MARINA SUITE 112, SAN PEDRO, CA 90731 (310) 541-4393 - 6,000,000 (\$6,000) COMMON STOCK (FILE 333-30022 - FEB 10) (BR 5)
- S-6 EARTHLINK INC, 3100 NEW YORK DRIVE, PASADENA, CA 91107 (626) 296-2483 - 12,534,499 (\$349,461,832) COMMON STOCK (FILE 333-30024 - FEB 10) (BR 3)
- S-8 PHARMACYCLICS INC, 995 EAST ARQUES AVE, SUNNYVALE, CA 94086 (408) 774-0330 - 1,204,862 (\$79,075,094) COMMON STOCK (FILE 333-30026 - FEB 10) (BR 1)
- S-8 BANKUNITED FINANCIAL CORP, 255 ALHAMBRA CIRCLE, CORAL GABLES, FL 33134 (305) 569-2000 - 500,000 (\$3,687,500) COMMON STOCK (FILE 333-30030 - FEB 10) (BR 7)
- S-8 LAKOTA TECHNOLOGIES INC, 4828 LOOP CENTRAL DRIVE, SUITE 150, HOUSTON, TX 77081 (713) 592-0371 - 7,880,000 (\$5,516,000) COMMON STOCK (FILE 333-30034 - FEB 10) (BR 9)
- S-8 NUCO2 INC /FL, 2820 S E MARKET PLACE, STUART, FL 34997 (561) 221-1754 - 1,201,500 (\$14,319,375) COMMON STOCK (FILE 333-30042 - FEB 10) (BR 9)
- S-8 DITECH CORP, 825 E MIDDLEFIELD RD, MOUNTAIN VIEW, CA 94043 (650) 623-1300 - 500,000 (\$58,662,902 25) COMMON STOCK (FILE 333-30044 - FEB 10) (BR 7)
- S-8 RARE HOSPITALITY INTERNATIONAL INC, 8215 ROSWELL RD, BLDG 200, ATLANTA, GA 30350 (770) 399-9595 - 5,000,000 (\$5,000,000) OTHER SECURITIES INCLUDING VOTING TRUST (FILE 333-30046 - FEB 10) (BR 5)

S-3 BAY VIEW SECURITIZATION CORP, C/O BAY VIEW BANK, 1840 GATEWAY DRIVE,
SAN MATEO, CA 94404 (650) 312-7396 - 1,000,001,904 (\$1,000,001,904)
EQUIPMENT TRUST CERTIFICATES (FILE 333-30048 - FEB. 10) (BR 8)

S-4 SYSCO CORP, 1390 ENCLAVE PKWY, HOUSTON, TX 77077 (281) 584-1390 -
2,850,000 (\$92,981,250) COMMON STOCK (FILE 333-30050 - FEB. 10) (BR. 4)

S-8 STARCRAFT CORP /IN/, PO BOX 1903, 2703 COLLEGE AVE, GOSHEN, IN 46526
(219) 553-1105 - 250,000 (\$1,890,625) COMMON STOCK. (FILE 333-30052 -
FEB 10) (BR 5)

S-3 GREG MANNING AUCTIONS INC, 775 PASSAIC AVE, WEST CALDWELL, NJ 07006
(201) 882-0004 - 310,551 (\$6,919,697.38) COMMON STOCK. (FILE 333-30054 -
FEB 10) (BR 8)

S-8 SAVOIR TECHNOLOGY GROUP INC/DE, 254 E HACIENDA AVENUE, CAMPBELL, CA
95008 (408) 379-0177 - 825,000 (\$5,940,000) COMMON STOCK. (FILE 333-30058
- FEB 10) (BR 3)

S-3 DOVER DOWNS ENTERTAINMENT INC, 1131 N DUPONT HIGHWAY, DOVER, DE 19901
(302) 764-4600 - 3,047,500 (\$46,855,312.50) COMMON STOCK. (FILE 333-30060
- FEB 10) (BR 5)

S-8 GOTO COM INC, 74 NORTH PASADENA AVENUE, THIRD FLOOR, PASADENA, CA 91103
((62) 6) -685- - 214,833 (\$324,398) COMMON STOCK (FILE 333-30062 -
FEB 10) (BR 8)

S-6 GENLYTE GROUP INC, 4360 BROWNSBORO ROAD, LOUISVILLE, KY 40207
(908) 964-7000 - 100,000 (\$2,012,500) COMMON STOCK. (FILE 333-30066 -
FEB 10) (BR 5)

S-4 PEROT SYSTEMS CORP, 12377 MERIT DRIVE, SUITE #1100, DALLAS, TX 75251
(703) 709-3000 - 5,000,000 (\$117,200,000) COMMON STOCK (FILE 333-30068 -
FEB 10) (BR 3)

S-8 IPC HOLDINGS LTD, 29 RICHMOND RD, C/O AMERICAN INTERNATIONAL BLDG,
PEMBROKE HM 08 BERMU, DO (441) 295-2121 - 300,000 (\$3,543,750)
COMMON STOCK (FILE 333-30070 - FEB 10) (BR 1)

S-8 GALILEO TECHNOLOGY LTD, 142 CHARCOTT AVENUE, #308, SAN JOSE, CA 95131 -
2,879,608 (\$55,882,392) FOREIGN COMMON STOCK (FILE 333-30072 - FEB 10)
(BR 5)

S-1 NETTAXI INC, 2165 S BASCOM AVENUE, SAN JOSE, CA 95008 (408) 879-9880 -
8,411,721 (\$22,127,123) COMMON STOCK (FILE 333-30074 - FEB 10) (BR 8)

S-8 ECO SOIL SYSTEMS INC, 10740 THORN MINT ROAD, SAN DIEGO, CA 92127
(858) 675-1660 - 5,721,696 (\$26,521,299) COMMON STOCK (FILE 333-30076 -
FEB 10) (BR 9)

S-8 GALILEO TECHNOLOGY LTD, 142 CHARCOTT AVENUE, #308, SAN JOSE, CA 95131 -
66,592 (\$1,680,426) FOREIGN COMMON STOCK (FILE 333-30078 - FEB 10)
(BR 5)

S-3 CHASE COMMERCIAL MORTGAGE SECURITIES CORP, 270 PARK AVENUE, NEW YORK, NY
10017 (212) 270-6000 - 3,000,000,000 (\$3,000,000,000)
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE (FILE 333-30082 - FEB 10)
(BR 8)

S-8 WIT CAPITAL GROUP INC, 826 BROADWAY 6TH FL, NEW YORK, NY 10003
(212) 253-4400 - 7,988,115 (\$13,222,116.40) COMMON STOCK. (FILE 333-30084
- FEB 10) (BR. 7)

S-8 CONDUCTUS INC, 969 W MAUDE AVE, SUNNYVALE, CA 94086 (408) 523-9950 -
700,000 (\$10,543,750) COMMON STOCK (FILE 333-30086 - FEB. 10) (BR 5)

S-8 TIBCO SOFTWARE INC, 3165 PORTER DRIVE, PALO ALTO, CA 94304
(650) 846-5000 - 5,936,688 (\$946,569,337) COMMON STOCK. (FILE 333-30088 -
FEB 10) (BR 3)

S-8 REYNOLDS & REYNOLDS CO, 115 S LUDLOW ST, DAYTON, OH 45402 (937) 485-2000
- 4,550 (\$100,964.50) COMMON STOCK (FILE 333-30090 - FEB 10) (BR 5)

S-4 NUI HOLDING CO, 550 ROUTE 202-206, BO BOX 760, BODMINSTER, NJ 07921
(908) 781-0500 - 12,918,121 (\$353,633,562) COMMON STOCK (FILE 333-30092 -
FEB 11) (NEW ISSUE)

S-3 MARINEMAX INC, 18167 US 19 N, SUITE 499, CLEARWATER, FL 33764
(813) 531-1700 - 941,457 (\$9,973,607) COMMON STOCK (FILE 333-30094 -
FEB 11) (BR 2)

S-8 MODEM MEDIA POPPE TYSON INC, 230 EAST AVENUE, NORWALK, CT 06855
(203) 299-7000 - 605,824 (\$2,817,081 60) COMMON STOCK (FILE 333-30096 -
FEB 11) (BR 8)

S-4 INSMED INC, 800 EAST LEIGH STREET, SUITE 206, RICHMOND, VA 23219
(604) 681-8817 - 116,500,000 (\$194,263,640) COMMON STOCK (FILE 333-30098
- FEB 11) (NEW ISSUE)

S-8 MCKESSON HBOC INC, ONE POST ST, MCKESSON PLAZA, SAN FRANCISCO, CA 94104
(415) 983-8300 - 414,346 (\$8,402,937) COMMON STOCK (FILE 333-30104 -
FEB 11) (BR 1)