

# SEC NEWS DIGEST

Issue 2000-209

October 31, 2000

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## COMMISSION ANNOUNCEMENTS

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### PUBLIC APPEARANCES OF SENIOR COMMISSION OFFICIALS NOVEMBER - 2000

The following is a schedule for November 2000 of the public appearances of SEC officials, including the Chairman, Commissioners, and senior staff members. For additional information on events hosted by groups other than the Commission, please call the contact numbers listed. As events are subject to change, please confirm them with the SEC's Office of Public Affairs or the sponsoring organizations.

When: Wednesday, November 1  
Who: Chairman Arthur Levitt  
What: Investors Town Meeting  
Where: Atlanta, Georgia  
Contact: John Nester, 202-942-7083

When: Thursday, November 2  
Who: David Martin, Director, Division of Corporation Finance  
What: Practising Law Institute  
Where: Waldorf Astoria, New York  
Contact: Sandra Geller, 212-824-5796

When: Thursday, November 2  
Who: Paul Roye, Director, Division of Investment Management  
What: LIMRA/LOMA/IMSA Market Conduct Exchange 2000 Conference  
Where: Orlando, Florida  
Contact: Paul Mason (202) 624-2441

When: Thursday, November 2  
Who: Commissioner Isaac Hunt  
What: Securities Industry Diversity Symposium  
Where: Atlanta, GA  
Contact: Ron Crawford, 404-842-7630

When: Friday, November 3  
Who: David Becker, General Counsel, Office of General Counsel  
What: PLI 32<sup>nd</sup> Annual Institute On Securities Regulation  
Where: Waldorf Astoria, New York  
Contact: Sandra Geller, 212-824-5796

When: Friday, November 3  
Who: Chairman Arthur Levitt  
What: A.A. Sommer, Jr. Corporate Securities Financial Law Lecture  
Where: New York City  
Contact: Helen Harmon, 212-636-6885

When: Saturday, November 4  
Who: Richard Walker, Director, Division of Enforcement  
What: Practising Law Institute  
Where: New York City  
Contact: Barbara Diao, 212-824-5798

When: Tuesday, November 7  
Who: Lynn Turner, Chief Accountant, Office of the Chief Accountant  
What: Financial Executives Institute  
Where: New York City  
Contact: Chris Allen, 973-898-4658

When: Tuesday, November 7  
Who: Annette Nazareth, Director, Division of Market Regulation  
What: Future Industry Association Futures & Options Expo  
Where: Chicago, Illinois  
Contact: Adoncia Boykins, 202-466-5460

When: Thursday, November 9  
Who: Chairman Arthur Levitt  
What: Securities Industry Association  
Where: Boca Raton, FL  
Contact: Amy Speranza, 212-618-0525

When: Thursday, November 9  
Who: Paul Roye, Director, Division of Investment Management  
What: 4th Annual Institute on Investment Management Regulation  
Where: New York City, NY  
Contact: Lynn Glasser (973) 890-0008

When: Thursday, November 9 – Friday, November 10  
Who: Commissioner Laura Unger  
What: ALI-ABA  
Where: Westin Fairfax Hotel, DC  
Contact: William Stevens, 215-243-1639

When: Friday, November 10  
Who: Lynn Turner, Chief Accountant, Office of the Chief Accountant  
What: ALI/ABA 8<sup>th</sup> Annual Corp. Governance Institute  
Where: Washington, D.C.  
Contact: William Stevens, 215-243-1639

When: Tuesday, November 14  
Who: Commissioner Laura Unger  
Annette Nazareth, Director, Division of Market Regulation  
What: 12<sup>th</sup> Annual National Conference on the Securities Industry  
Where: New York City  
Contact: Carol Bertolotti Cooke, 201-938-3570

When: Thursday, November 19 – Friday, November 20  
Who: Commissioner Isaac Hunt  
What: Gulf International Conference on Cyber Ethics  
Where: Abu Dhabi, United Arab Emirates  
Contact: Alex Zalami 971 2 6 264 133

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## **INVESTMENT COMPANY ACT RELEASES**

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### **SCUDDER PATHWAY SERIES, ET AL.**

An order has been issued on an application filed by Scudder Pathway Series, Scudder Portfolio Trust and Scudder Kemper Investments, Inc. for an order under Section 17(b) of the Investment Company Act exempting applicants from Section 17(a) of the Act. The order permits a series of a registered open-end management investment company to acquire substantially all of the assets and all of the liabilities of another series of the investment company. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-24716 – October 27)

### **GE ASSET MANAGEMENT INCORPORATED AND GE INSTITUTIONAL FUNDS**

An order has been issued on an application filed by GE Asset Management Incorporated and GE Institutional Funds under Section 17(b) of the Investment Company Act exempting applicants from Section 17(a) of the Act. The order permits certain series of GE Institutional Funds to accept an investment in-kind from certain affiliated investors in exchange for shares of the series. (Rel. IC-24717 – October 30)

## **EQUITY MANAGERS TRUST, ET AL.**

An order has been issued on an application filed by Equity Managers Trust, 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 to permit certain joint transactions. The order permits certain registered open-end management investment companies to invest uninvested cash and cash collateral in affiliated money market funds. (Rel. IC-24718 – October 30)

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## **SELF-REGULATORY ORGANIZATIONS**

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### **IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES**

Two proposed rule changes (SR-PHLX-00-86 and SR-PHLX-00-87) filed by the Philadelphia Stock Exchange to amend the Phlx's payment for order flow program and to rebate certain fees, have become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication is expected in the Federal Register during the week of October 30. (Rel. 34-43480)

Two proposed rule changes (SR-PHLX-00-88 and SR-PHLX-00-89) filed by the Philadelphia Stock Exchange to amend the Phlx's payment for order flow program and to rebate certain fees, have become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication is expected in the Federal Register during the week of October 30. (Rel. 34-43481)

A proposed rule change filed by the Chicago Stock Exchange (SR-CHX-00-33) relating to the trading of the streetTracks<sup>sm</sup> Dow Jones Global Titans Index Fund 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 October 30. (Rel. 34-43483)

A proposed rule change (SR-ISE-00-08) filed by the International Securities Exchange to make various changes to its fee schedule, 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 October 30. (Rel. 34-43485)

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

The Commission has granted accelerated approval to a proposed rule change (SR-BSE-00-17) filed by the Boston Stock Exchange relating to Fortune indexes. (Rel. 34-43484)

## WITHDRAWAL GRANTED

An order has been issued granting the application of Citizens First Financial Corp. to withdraw its Common Stock, \$.01 par value, from listing and registration on the American Stock Exchange. (Rel. 34-43490)

## DELISTING GRANTED

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration the 6% Convertible Monthly Income Preferred Securities of St. Paul Capital L.L.C. (Rel. 34-43491)

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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 WATERFORD WEDGWOOD PLC, KILBARRY WATERFORD, REPUBLIC OF IRELAND, L2 (201) 493-2900 - 12,000,000 (\$13,752,000) FOREIGN COMMON STOCK. (FILE 333-12716 - OCT. 19) (BR. 6)
- F-10 CORUS ENTERTAINMENT INC, 181 BAY STREET, SUITE 1630, TORONTO ONTARIO CANA, A6 00000 - 1,406,172 (\$34,591,831.20) FOREIGN COMMON STOCK. (FILE 333-12722 - OCT. 20) (BR. 9)
- F-10 RESEARCH IN MOTION LTD, 295 PHILLIP ST, WATERLOO, ONTARIO CANADA, A6 (519) 888-7465 - 6,900,000 (\$645,012,000) FOREIGN COMMON STOCK. (FILE 333-12724 - OCT. 20) (BR. 7)
- S-3 TERAYON COMMUNICATION SYSTEMS, 2952 BUNKER HILL LN, SANTA CLARA, CA 95054 (408) 727-4400 - 394,329 (\$8,034,453.30) COMMON STOCK. (FILE 333-48486 - OCT. 24) (BR. 7)
- S-8 TERAYON COMMUNICATION SYSTEMS, 2952 BUNKER HILL LN, SANTA CLARA, CA 95054 (408) 727-4400 - 168,193 (\$419,002.40) COMMON STOCK. (FILE 333-48488 - OCT. 24) (BR. 7)
- S-8 CIRRUS LOGIC INC, 4210 SOUTH INDUSTRIAL DR, AUSTIN, TX 78744

(510) 623-8300 - 3,500,000 (\$133,875,000) COMMON STOCK. (FILE 333-48490 - OCT. 24) (BR. 5)

S-3 FAMOUS DAVES OF AMERICA INC, 7657 ANAGRAM DR, EDEN PRAIRIE, MN 55344 (612) -55-7-57 - 195,000 (\$731,250) COMMON STOCK. (FILE 333-48492 - OCT. 24) (BR. 5)

S-3 UNITED AIR LINES INC, 1200 EAST ALGONQUIN ROAD, ELK GROVE TOWNSHIP, IL 60007 (847) 700-4000 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-48494 - OCT. 24) (BR. 5)

S-8 XIRCOM INC, 2300 CORPORATE CENTER DR, THOUSAND OAKS, CA 91320 (805) 376-9300 - 4,000,000 (\$54,000,000) COMMON STOCK. (FILE 333-48496 - OCT. 24) (BR. 3)

SB-2 FIRST PRIORITY GROUP INC, 51 E BETHPAGE ROAD, PLAINVIEW, NY 11803 (516) 938-1010 - 6,896,148 (\$10,454,101.56) COMMON STOCK. (FILE 333-48502 - OCT. 24) (BR. 1)

N-2 BLACKROCK 2012 TERM TRUST, 345 PARK AVENUE, NEW YORK, NY 10154 (212) 754-5300 - 10,000 (\$100,000) COMMON STOCK. (FILE 333-48504 - OCT. 24)

S-8 XRAYMEDIA COM INC, 555 WEST HASTINGS ST., SUITE 800, BRITISH COLUMBIA, VANCOUVER, WA 98101 (506) 964-0404 - 3,300,000 (\$1,848,000) COMMON STOCK. (FILE 333-48506 - OCT. 24) (BR. 9)

S-8 ENVIRONMENTAL SOLUTIONS WORLDWIDE INC, 30 WERTHEIM COURT SUITE 24, RICHMOND ONTARIO, CANADA L4B 1B9, A6 00000 (905) 763-3799 - 50,000 (\$75,000) COMMON STOCK. (FILE 333-48508 - OCT. 24) (BR. 9)

S-3 INVERNESS MEDICAL TECHNOLOGY INC/DE, 200 PROSPECT STREET, WALTHAM, MA 02453 (781) 647-3900 - 4,140,000 (\$106,734,375) COMMON STOCK. (FILE 333-48510 - OCT. 24) (BR. 36)

S-8 AT ROAD INC, 47200 BAYSIDE PARKWAY, FREMONT, CA 94538 (945) 38 - 23,094,773 (\$133,218,037.73) COMMON STOCK. (FILE 333-48514 - OCT. 24) (BR. 3)

S-1 OTG SOFTWARE INC, 6701 DEMOCRACY BLVD 8TH FLOOR, BETHESDA, MD 20817 (301) 897-1400 - 3,795,000 (\$137,454,900) COMMON STOCK. (FILE 333-48516 - OCT. 24) (BR. 7)

S-3 APPLIEDTHEORY CORP, 1500 BROADWAY 3RD FL, NEW YORK, NY 10036 (516) 466-8422 - 211,000 (\$1,015,438) COMMON STOCK. (FILE 333-48518 - OCT. 24) (BR. 3)

S-8 ASTROPOWER INC, SOLAR PARK, NEWARK, DE 19716 (302) 366-0400 -  
1,552,000  
(\$33,382,571) COMMON STOCK. (FILE 333-48520 - OCT. 24) (BR. 5)

S-8 PORT FINANCIAL CORP, 689 MASSACHUSETTS AVENUE, CAMBRIDGE, MA 02139  
(617) 661-4900 - 1,041,995 (\$16,867,815) COMMON STOCK. (FILE 333-48522

OCT. 24) (BR. 7)

S-1 CAPSTONE TURBINE CORP, 6430 INDEPENDENCE, WOODLAND HILLS, CA 91367  
(818) 716-2929 - 8,050,000 (\$387,446,500) COMMON STOCK. (FILE 333-  
48524 -  
OCT. 24) (BR. 5)

S-8 CALICO COMMERCE INC/, 333 WEST SAN CARLOS ST STE 300, SAN JOSE, CA  
95110  
- 10,269,050 (\$37,011,104.93) COMMON STOCK. (FILE 333-48528 - OCT. 24)  
(BR. 8)

S-1 STORAGENETWORKS INC, 100 FIFTH AVE, WALTHAM, MA 02451 (781) 434-6700  
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10,350,000 (\$684,393,950) COMMON STOCK. (FILE 333-48530 - OCT. 24)  
(BR. 8)

S-4 US BANCORP \DE\, FIRST BANK PL, 601 SECOND AVE S, MINNEAPOLIS, MN  
55402  
(612) 973-1111 - 1,002,000,000 (\$6,873,680,000) COMMON STOCK. (FILE  
333-48532 - OCT. 24) (BR. 7)

S-8 CENTILLIUM COMMUNICATIONS INC, 47211 LAKEVIEW BLVD, FREMONT, CA  
94538  
(510) 771-3700 - 3,142,204 (\$141,070,116) COMMON STOCK. (FILE 333-  
48534 -  
OCT. 24) (BR. 7)

S-3 TERAYON COMMUNICATION SYSTEMS, 2952 BUNKER HILL LN, SANTA CLARA, CA  
95054 (408) 727-4400 - 500,000,000 (\$500,000,000)  
CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-48536 - OCT. 24) (BR. 7)

S-8 BIOZHEM COSMECEUTICALS INC, 32238 PASEO ADELANTO, SUITE A,  
SAN JUAN CAPISTRANO, CA 92675 (714) 488-2183 - 150,000 (\$75,000)  
COMMON STOCK. (FILE 333-48538 - OCT. 24) (BR. 2)

S-3 SUPERCONDUCTOR TECHNOLOGIES INC, 460 WARD DR, STE F, SANTA BARBARA,  
CA  
93111 (805) 683-7646 - 5,121,508 (\$62,738,473) COMMON STOCK. (FILE  
333-48540 - OCT. 25) (BR. 7)