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# SEC NEWS DIGEST

Issue 99-161

August 20, 1999

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## COMMISSION ANNOUNCEMENTS

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### ORDER APPROVING ASSOCIATION OF KENT JOHNSON AS PRINCIPAL

On August 19, the Commission issued an Order approving the application of the National Association of Securities Dealers for relief from a statutory disqualification, to permit the association of Kent W. Johnson as a General Securities Principal with Nations Financial Group, Inc., a member of the NASD. The Order states that, based on the representations made regarding the supervision of Mr. Johnson and the terms and conditions of his association, the Commission will not institute proceedings pursuant to Sections 15(b) or 19(h) of the Securities Exchange Act of 1934 and will not direct the NASD to bar the proposed association pursuant to Section 15A(g)(2) of the Exchange Act. The Order is necessary because Mr. Johnson is subject to a 1976 order of the Commission barring him from association in a supervisory or proprietary capacity with any broker or dealer, investment company, or investment adviser, with the proviso that he may apply to become so associated after eighteen months from the date of that order. (Rel. 34-41763)

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## ENFORCEMENT PROCEEDINGS

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### DANIEL KOEHLER BARRED FROM ASSOCIATION WITH ANY BROKER OR DEALER

On August 19, an Order Making Findings and Imposing Remedial Sanctions (Order) was entered, by consent, against Daniel L. Koehler (Koehler) barring him from association with any broker or dealer. Koehler neither admitted nor denied the findings of this Order, except as to the entry of an Order of Permanent Injunction By Default entered against him on December 4, 1998, in SEC v. Omni International Trading, Inc., et al., 97 CIV 2116, D.Minn. The injunction was based on the Commission's complaint.

The complaint alleged that, from in or about January 1991 through in or about February 1995, Omni and the other defendants, including Koehler, defrauded public investors through the offer and sale of over \$4 million in Omni securities. These securities were not registered with the Commission. Throughout this time period, the

complaint alleged that Koehler and the other defendants, in connection with the offer and sale of these Omni shares, made numerous misrepresentations and omitted to state material facts regarding, among other things, Omni's future revenues, the use of proceeds, the listing of Omni securities for trading on the National Association of Securities Dealers Automated Quotations system, a purported tender offer, the expected profit to be made on the tender offer and the commissions to be earned. In addition, the complaint alleged that Koehler and others acted as an unregistered broker or dealer. The bar order against Koehler is based on the injunction. (Rel. 34-41764; File No. 3-9849)

**DAVID COLVIN AND JOHN LARSON A/K/A JOHN ST. JOHN INCARCERATED FOR FAILURE TO PAY DISGORGEMENT; BENCH WARRANT ISSUED FOR JOB HOVIK**

On August 16, the Honorable Alicemarie H. Stotler, United States District Judge for the Central District of California, granted the Commission's motion for judgment of civil contempt against Defendants David A. Colvin, Job Kjell Hovik and John Larson a/k/a John St. John. Judge Stotler found these Defendants in contempt of the provisions of the Court's April 14, 1999, final judgment requiring them to disgorge monies they received from defrauded investors. The Court found that none of the three Defendants had paid any portion of the ordered disgorgement, or made the required showing of inability to pay. Accordingly, Defendants Colvin and Larson, who appeared at the contempt hearing, were immediately taken into custody. The Court issued a bench warrant for the arrest of Hovik and granted the Commission's motion that he be required to surrender his passport until he pays the full amount of disgorgement or until he makes the required showing of inability to pay.

Defendant Colvin had been ordered by the final judgment to disgorge \$939,459 plus interest; Hovik had been ordered to disgorge \$397,265.50 plus interest; and Larson had been ordered to disgorge \$224,513 plus interest. [SEC v. David A. Colvin, Intellinet Publishing, Inc., Intellinet Holding Group, Inc., Medical Advantage, Inc., Lamelli, Inc. a/k/a Lamelli Medical Technology, Inc., Wall Street Research Company, Inc., Job Kjell Hovik, Lamar Ellis, and John Larson a/k/a John St. John, Civil Action No. SA98-135 AHS, EEx, C.D. Cal.] (LR-16255)

**COMMISSION FILES COMPLAINT ALLEGING THAT VICTOR WANG, GREGG THALER, CHARLES BENNETT AND JEFFREY HONIGMAN MANIPULATED THE MARKET OF PARAVANT COMPUTER SYSTEMS, INC. SECURITIES**

On August 19, the Commission filed an injunctive action in the United States District Court for the Eastern District of New York against Victor M. Wang, the former Chief Executive Officer of Duke & Company, Inc. (Duke), a broker-dealer; and Gregg A. Thaler, Charles T. Bennett, and Jeffrey S. Honigman, who were former principals of, and brokers at Duke. In its complaint, the Commission alleged that Wang, Thaler, Bennett and Honigman orchestrated a massive market manipulation designed to increase the price of Paravant Computer Systems, Inc. (Paravant) securities,

which Duke had taken public, from approximately June 3, 1996 through June 21, 1996.

Specifically, the Commission alleges in its complaint that in June 1996, Duke served as the underwriter for Paravant's initial public offering (IPO) of common stock and warrants. In the IPO, Paravant's common stock was offered to the public at \$5.00 per share and its warrants were offered at \$0.10 per warrant. On June 3, 1996, the IPO was declared effective and trading commenced in Paravant securities. During the first day of trading, the price of Paravant's common stock shot up to \$9.875 per share and the price of the warrants increased to \$8.4375 per warrant.

The price of Paravant common stock dramatically increased because Duke, which served as a market maker for Paravant securities, and Wang, Thaler, Bennett and Honigman artificially restricted the supply of Paravant common stock and created significant demand for the common stock. For instance, Wang and Thaler allocated a large percentage of the common stock issued in the Paravant IPO to certain affiliated customer accounts on the condition that these customers immediately flip this common stock back to Duke after the commencement of trading following the IPO. This arrangement ensured that Duke had a large supply of Paravant common stock in its inventory account. Prior to the IPO, Bennett and Honigman, as well as other Duke RRs, pre-solicited customers to purchase Paravant common stock once aftermarket trading in Paravant securities commenced to ensure demand for the common stock. Thus, as a result of the artificially small supply of common stock and the artificially created demand, once aftermarket trading commenced, the price of Paravant common stock increased. On June 4, 1996, after the price of Paravant common stock had increased to prices ranging from \$10.75 to \$13.375 per share, Duke resold the common stock that it had repurchased from the affiliated customer accounts, as well as stock Duke did not own (thus taking an enormous short position in the stock), to the retail customers Duke had pre-solicited to purchase common stock. To facilitate these sales, Bennett and Honigman, and other Duke RRs, made material misrepresentations and failed to disclose material information to their retail customers. As a result of its manipulative activities in connection with Paravant common stock, Duke generated over \$1,885,137 in ill-gotten gains.

Duke, Wang, Thaler, Bennett and Honigman also manipulated the market for Paravant warrants. Just as Duke had done with Paravant common stock, Duke restricted the supply of warrants by allocating a large block of Paravant warrants in the IPO to the affiliated customer accounts, who had agreed to flip the warrants back to Duke immediately after trading commenced. From June 3, 1996 to June 20, 1996, Duke repurchased the Paravant warrants from the affiliated customer accounts and then continued to purchase Paravant warrants in the market until it had amassed a huge inventory of approximately 1.2 million warrants (approximately 74% of the available supply of Paravant warrants). While Duke accumulated this massive position of warrants, the price of the warrants gradually increased to a price of \$12.00 per warrant on June 21, 1996. On June 21, 1996, Duke then

dumped over one million warrants on its retail customers at \$12.00 per warrant. To facilitate these sales, Duke's RRs employed high-pressure sales tactics to induce their retail customers to purchase the Paravant warrants. Duke generated over \$8,444,445 in ill-gotten gains from its manipulation of the market for Paravant warrants.

In its complaint, the Commission alleged that Wang, Thaler, Bennett and Honigman violated Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934, and Rules 10b-5 and 10b-6 thereunder. Additionally, the Commission alleged that Wang, Thaler, Bennett and Honigman aided and abetted Duke's violations of Sections 10(b) and 15(c) of the Exchange Act and Rules 10b-3 and 15c1-2. The Commission is seeking to enjoin the Defendants from future violations of these provisions of the federal securities laws. The Commission is also seeking disgorgement and civil penalties from each of the Defendants. [SEC v. Wang, et al., CV 99-4917-JG, EDNY] (LR-16256)

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#### INVESTMENT COMPANY ACT RELEASES

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#### THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES, ET AL.

A notice has been issued giving interested persons until September 13, 1999, to request a hearing on an application filed by The Equitable Life Assurance Society of the United States (Equitable), Separate Account A of Equitable, Separate Account No. 301 of Equitable, Separate Account No. 45 of Equitable, Separate Account No. 49 of Equitable, Separate Account I of Equitable, Separate Account FP of Equitable, Separate Account No. 51 of Equitable, and Separate Account No. 65 of Equitable (collectively Applicants). All of the Applicants, except Separate Account No. 51 of Equitable and Separate Account No. 65 of Equitable, seek an order pursuant to Section 26(b) of the Investment Company Act approving the substitution of securities issued by 14 newly-organized portfolios of EQ Advisors Trust (EQAT) for securities issued by 14 portfolios of The Hudson River Trust (HRT) and currently used as the underlying investment options for certain variable annuity contracts and/or variable life insurance policies issued by Equitable. In addition, all of the Applicants request an order pursuant to Section 17(b) of the Act exempting them from Section 17(a) of the Act to the extent necessary to permit the Applicants to carry out the proposed substitutions by redeeming securities issued by HRT in-kind and using the portfolio securities received from the HRT portfolios to purchase securities issued by the corresponding EQAT portfolios. (Rel. IC-23953 - August 19)

#### VAN WAGONER FUNDS, INC., ET AL.

A notice has been issued giving interested persons until September 13, 1999 to request a hearing on an application filed by Van Wagoner Funds, Inc. and Van Wagoner Capital Management, Inc. for an order

under Sections 6(c) and 17(d) of the Investment Company Act and Rule 17d-1 under the Act. The order would permit the applicants to co-invest in the same issuers of securities with each other and certain affiliates. (Rel. IC-23954 - August 19)

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## SELF-REGULATORY ORGANIZATIONS

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### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change (SR-CBOE-99-42) filed by the Chicago Board Options Exchange relating to the market-maker surcharge 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 August 23. (Rel. 34-41752)

### WITHDRAWAL

An order has been issued granting the application of The Quaker Oats Company to withdraw its Common Stock, \$5.00 par value, and attached Preferred Stock Purchase Rights from listing and registration on the Pacific Exchange. (Rel. 34-41757)

### DELISTING

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Meadowcraft, Inc., Common Stock, \$.01 par value. (Rel. 34-41758)

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

F-10 TORONTO DOMINION BANK, TORONTO DOMINION CENTER, PO BOX 1 TORONTO,  
PROVINCE ONTARIO, A6 (416) 982-8222 - \$210,000,000 FOREIGN COMMON STOCK.  
(FILE 333-10686 - AUG. 11) (BR. 7)

F-6 DEUTSCHE BETEILIGUNGS HOLDING AG, BANK OF NEW YORK, ONE WALL STREET,  
NEW YORK, NY 10286 - 10,000,000 (\$500,000)

DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10688 - AUG. 11) (BR. 99  
- NEW ISSUE)

F-3 AGNICO EAGLE MINES LTD, 401 BAY ST STE 2302, C/O BARRY LANDEN,  
TORONTO ONTARIO CANADA M5H 2Y4, A6 (416) 947-1212 - 500,000 (\$2,843,750)  
FOREIGN COMMON STOCK. (FILE 333-10690 - AUG 12) (BR. 4)

F-6 MARKS & SPENCER PLC /ADR/, 30 W BROADWAY,  
C/O MORGAN GUARANTY TRUST CO OF NEW YORK, NEW YORK, NY 10015 (212) 587-6018  
- 50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE  
333-10692 - AUG. 11) (BR 99)

SB-2 ACTIVeworlds COM INC, 95 PARKER STREET, NEWBURYPORT, MA 01950  
(978) 499-0222 - 1,500,000 (\$12,192,000) COMMON STOCK. (FILE 333-85095 -  
AUG. 13)

S-8 OAK BROOK CAPITAL II, 360 THAMES STREET, NEWPORT, RI 02840  
(401) -84-1-94 - 510,000 (\$1,938) COMMON STOCK. (FILE 333-85097 - AUG. 13)  
(BR 9)

S-4 KIMBERLY CLARK CORP, P O BOX 619100, DFW AIRPORT STATION, DALLAS, TX  
75261 (972) 281-1200 - 14,563,637 (\$774,984,343) COMMON STOCK. (FILE  
333-85099 - AUG. 13) (BR. 4)

S-4 ADELPHIA COMMUNICATIONS CORP, MAIN AT WATER STREET, COUDERSPORT, PA  
16915 (814) 274-9830 - 48,700,000 (\$692,369,192) COMMON STOCK. (FILE  
333-85101 - AUG. 13) (BR 7)

S-1 VERITAS SOFTWARE CORP /DE/, 1600 PLYMOUTH STREET, MOUNTAIN VIEW, CA  
94043 (650) 335-8000 - 12,460,000 (\$12,460,000) STRAIGHT BONDS. (FILE  
333-85103 - AUG. 13) (BR 3)

S-8 EPICOR SOFTWARE CORP, 195 TECHNOLOGY DR, IRVINE, CA 92718 (949) 585-4000  
- 2,900,000 (\$16,703,424) COMMON STOCK. (FILE 333-85105 - AUG. 13)  
(BR. 3)

S-8 ELTRAX SYSTEMS INC, 2000 TOWN CENTER STE 690, SOUTHFIELD, MI 48075  
(248) 358-1699 - 5,500,000 (\$18,218,750) COMMON STOCK. (FILE 333-85107 -  
AUG 13) (BR. 3)

S-8 ZONIC CORP, PARK 50 TECHNECENTER, 50 WEST TECHNECENTER DR, MILFORD, OH  
45150 (513) 248-1911 - 250,000 (\$42,500) COMMON STOCK. (FILE 333-85109 -  
AUG 13) (BR. 5)

S-8 UICI, 4001 MCEWEN STE 200, DALLAS, TX 75244 (972) 392-6700 - 4,000,000  
(\$60,000,000) COMMON STOCK (FILE 333-85113 - AUG. 13) (BR. 1)

S-3 GREEN TREE FINANCIAL CORP, 1100 LANDMARK TOWERS, 345 ST PETER ST,  
SAINT PAUL, MN 55102 (651) 293-3400 - 5,000,000,000 (\$1,896,456,881)  
EQUIPMENT TRUST CERTIFICATES. (FILE 333-85119 - AUG. 13) (BR. 8)

S-8 KLA TENCOR CORP, 160 RIO ROBLES, SAN JOSE, CA 95134 (408) 434-4200 -  
1,250,000 (\$85,703,125) COMMON STOCK. (FILE 333-85121 - AUG. 13) (BR. 5)

S-8 KLA TENCOR CORP, 160 RIO ROBLES, SAN JOSE, CA 95134 (408) 434-4200 -  
2,660,462 (\$182,407,926) COMMON STOCK. (FILE 333-85123 - AUG. 13) (BR. 5)

S-8 TWIN FACES EAST ENTERTAINMENT CORP, 1850 E FLAMINGO RD 111-A, LAS VEGAS,  
NV 89119 (702) 866-5858 - 175,000 (\$218,204) COMMON STOCK (FILE  
333-85127 - AUG. 13) (BR. 9)

SB-2 U LINK INC, 1000 CONSHOHOCKEN RD, 4TH FL, CONSHOHOCKEN, PA 19428  
(610) 940-1515 - 1,875,000 (\$26,670,000) COMMON STOCK. (FILE 333-85129 -  
AUG 13)

S-8 ABAXIS INC, 1320 CHESAPEAKE TERRACE, SUNNYVALE, CA 94089 (408) 734-0200  
- 1,000,000 (\$3,027,560.32) COMMON STOCK. (FILE 333-85131 - AUG. 13)  
(BR. 1)

S-8 INTERNATIONAL PAPER CO /NEW/, TWO MANHATTANVILLE RD, PURCHASE, NY 10577  
(914) 397-1500 - 1,000,000 (\$52,000,000) COMMON STOCK. (FILE 333-85133 -  
AUG 13) (BR. 4)

S-8 DIGITAL MICROWAVE CORP /DE/, 170 ROSE ORCHARD WAY, SAN JOSE, CA 95134  
(408) 943-0777 - 2,500,000 (\$27,031,250) COMMON STOCK. (FILE 333-85135 -  
AUG. 13) (BR. 7)

S-8 EATON VANCE CORP, 255 STATE STREET, BOSTON, MA 02109 (617) 482-8260 -  
691,924 (\$15,922,639 82) COMMON STOCK (FILE 333-85137 - AUG 13) (BR. 7)

S-1 MOTHERNATURE COM INC, ONE CONCORD FARMS, 490 VIRGINIA ROAD, CONCORD, MA  
01742 (978) 929-2000 - \$57,500,000 COMMON STOCK. (FILE 333-85139 -  
AUG. 13)

S-4 HUNTSMAN ICI CHEMICALS LLC, 500 HUNTSMAN WAY, SALT LAKE CITY, UT 84108  
(801) 584-5700 - 800,000,000 (\$800,000,000) STRAIGHT BONDS. (FILE  
333-85141 - AUG. 13)

S-8 ENCAD INC, 6059 CORNERSTONE COURT W, SAN DIEGO, CA 92121 (619) 677-5179  
- 580,000 (\$4,150,654) COMMON STOCK. (FILE 333-85143 - AUG. 13) (BR. 3)

S-1 CENTURY ELECTRONICS MANUFACTURING INC, 274 CEDAR HILL ROAD, MARLBORO, MA  
01752 (508) 485-0275 - 4,600,000 (\$46,000,000) COMMON STOCK (FILE  
333-85145 - AUG 13) (NEW ISSUE)

SB-2 MPHASE TECHNOLOGIES INC, 587 CONNECTICUT AVE, PO BOX 566, NORWALK, CT  
06854 (203) 831-2212 - 6,610,698 (\$39,870,772 31) COMMON STOCK (FILE  
333-85147 - AUG. 13) (BR. 9)

S-8 ADMINISTAFF INC \DE\, 19001 CRESCENT SPRINGS DR, KINGWOOD, TX 77339  
(713) 358-8986 - 1,200,000 (\$18,108,000) COMMON STOCK. (FILE 333-85151 -  
AUG. 13) (BR. 8)

S-8 PULASKI BANCORP INC, 130 MOUNTAIN AVENUE, SPRINGFIELD, NJ 07081 -  
56,319 (\$471,672) COMMON STOCK. (FILE 333-85153 - AUG. 13) (BR. 9)

S-8 CONNETICS CORP, 3400 W BAYSHORE RD, PALO ALTO, CA 94303 (415) 843-2800  
- 1,524,250 (\$9,729,807) COMMON STOCK. (FILE 333-85155 - AUG 13) (BR. 1)

S-8 PULASKI BANCORP INC, 130 MOUNTAIN AVENUE, SPRINGFIELD, NJ 07081 -  
133,308 (\$1,116,569) COMMON STOCK (FILE 333-85157 - AUG 13) (BR. 9)

S-8 ULTRATECH STEPPER INC, 3050 ZANKER RD, SAN JOSE, CA 95134 (408) 321-8835  
- 1,195,480 (\$16,210,708.80) COMMON STOCK (FILE 333-85161 - AUG 13)  
(BR. 5)

SB-2 PREDICT IT INC, 41 E. 11TH ST, NEW YORK, NY 10003 (212) 331-1120 -  
10,206,750 (\$14,595,652.50) COMMON STOCK. (FILE 333-85163 - AUG. 13)  
(NEW ISSUE)

S-1 STYLING TECHNOLOGY CORP, 7400 TIERRA BUENA LANE, STE 435, SCOTTSDALE, AZ  
85260 (602) -60-9-60 - 4,600,000 (\$48,587,500) COMMON STOCK. (FILE  
333-85165 - AUG. 13) (BR. 2)

S-8 SARATOGA BRANDS INC, 1835 SWARTHMORE AVENUE, LAKEWOOD, NJ 08701  
(310) 315-4979 - 1,000,000 (\$712,916) COMMON STOCK. (FILE 333-85167 -  
AUG. 13) (BR. 4)

S-3 COLLATERAL THERAPEUTICS INC, 11622 EL CAMINO REAL, SAN DIEGO, CA 91230  
(619) 824-6500 - 2,150,000 (\$39,506,250) COMMON STOCK. (FILE 333-85171 -  
AUG. 13) (BR. 1)

S-8 CENTRAL ILLINOIS BANCORP INC, N27 W24025 PAUL COURT, PEWAUKEE, WI 53072  
(414) 695-6010 - 8,230 (\$12,874,136.69) COMMON STOCK. (FILE 333-85173 -  
AUG. 13) (BR. 7)

S-8 REYNOLDS & REYNOLDS CO, 115 S LUDLOW ST, DAYTON, OH 45402 (937) 485-2000  
- 3,006,225 (\$67,068,880) COMMON STOCK. (FILE 333-85177 - AUG. 13)  
(BR. 5)

S-8 REYNOLDS & REYNOLDS CO, 115 S LUDLOW ST, DAYTON, OH 45402 (937) 485-2000  
- 3,712,978 (\$82,836,539) COMMON STOCK. (FILE 333-85179 - AUG. 13)  
(BR. 5)

S-8 ASCHE TRANSPORTATION SERVICES INC, 10214 N MT VERNON RD, SHANNON, IL  
61078 (815) 864-2421 - 254,000 (\$1,016,000) COMMON STOCK. (FILE 333-85181

- AUG. 13) (BR. 5)
- S-8 DAUGHERTY RESOURCES INC, 120 PROSPEROUS PLACE, SUITE 201, LEXINGTON, KY 40509 (602) 279-2070 - 142,170 (\$66,070) COMMON STOCK. (FILE 333-85185 - AUG. 13) (BR. 4)
- S-8 BROCADE COMMUNICATIONS SYSTEMS INC, 1901 GUADALUPE PARKWAY, SUITE E, SAN JOSE, CA 95131 - 3,303,610 (\$87,245,624.60) COMMON STOCK. (FILE 333-85187 - AUG. 13) (BR 3)
- S-3 KEYCORP /NEW/, 127 PUBLIC SQ, CLEVELAND, OH 44114 (216) 689-6300 - 1,000,000 (\$1,000,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 333-85189 - AUG. 13) (BR 7)
- S-3 KNOLL INC, 1235 WATER ST, EAST GREENVILLE, PA 18041 (215) 679-7991 - 1,384,858 (\$36,657,191.26) COMMON STOCK. (FILE 333-85191 - AUG. 13) (BR. 6)
- S-1 ATLAS PIPELINE PARTNERS LP, 311 ROUSER ROAD, MOON TOWNSHIP, PA 15108 (412) 262-2830 - 2,208,000 (\$39,744,000) COMMON STOCK (FILE 333-85193 - AUG. 13) (NEW ISSUE)
- S-8 TIFFANY & CO, 727 FIFTH AVE, NEW YORK, NY 10022 (212) 755-8000 - 1,691,848 (\$72,802,418.84) COMMON STOCK. (FILE 333-85195 - AUG. 13) (BR 2)
- S-8 TIFFANY & CO, 727 FIFTH AVE, NEW YORK, NY 10022 (212) 755-8000 - 96,632 (\$4,158,200.58) COMMON STOCK. (FILE 333-85197 - AUG. 13) (BR. 2)
- S-8 TIFFANY & CO, 727 FIFTH AVE, NEW YORK, NY 10022 (212) 755-8000 - 250,000 (\$10,757,825) COMMON STOCK (FILE 333-85199 - AUG 13) (BR. 2)
- S-8 TIFFANY & CO, 727 FIFTH AVE, NEW YORK, NY 10022 (212) 755-8000 - 1,557,891 (\$67,038,074.99) COMMON STOCK. (FILE 333-85201 - AUG 13) (BR. 2)
- S-8 WIT CAPITAL GROUP INC, 826 BROADWAY 6TH FL, NEW YORK, NY 10003 (212) 253-4400 - 23,354,666 (\$208,256,650.20) COMMON STOCK. (FILE 333-85203 - AUG. 13) (BR. 7)
- S-1 PICK COMMUNICATIONS CORP, 115 ROUTE 46 WEST, WAYNE INTERCHANGE PLAZA II, WAYNE, NJ 07470 (201) 334-2929 - 6,107,249 (\$17,236,345) COMMON STOCK (FILE 333-85205 - AUG. 13) (BR. 7)
- S-4 CHARTER ONE FINANCIAL INC, 1215 SUPERIOR AVE, CLEVELAND, OH 44114 (216) 566-5300 - 44,317,368 (\$1,002,680,451) COMMON STOCK. (FILE 333-85207 - AUG 13) (BR. 7)
- S-1 AMERICANGREETINGS COM INC, ONE AMERICAN RD, CLEVELAND, OH 44144 (216) 252-7300 - \$60,000,000 COMMON STOCK. (FILE 333-85209 - AUG 13) (NEW ISSUE)
- S-3 DEVON DELAWARE CORP, 20 N BROADWAY, STE 1500, OKLAHOMA CITY, OK 73102 (405) 235-3611 - 5,008,464 (\$191,886,777) COMMON STOCK. (FILE 333-85211 - AUG. 13) (BR. 4)
- S-8 DIGITAL ORIGIN INC, 460 E.MIDDLEFIELD ROAD, MOUNTAIN VIEW, CA 94043 (650) 404-6000 - 933,485 (\$3,792,773.25) COMMON STOCK. (FILE 333-85213 - AUG. 13) (BR. 3)
- S-8 DRUG EMPORIUM INC, 155 HIDDEN RAVINES DR, POWELL, OH 43065 (740) 548-7080 - 1,500,000 (\$11,295,000) COMMON STOCK. (FILE 333-85215 - AUG. 13) (BR. 1)
- S-8 STAGE STORES INC, 10201 MAIN ST, HOUSTON, TX 77025 (713) 667-5601 - 2,000,000 (\$12,250,000) COMMON STOCK. (FILE 333-85217 - AUG 13) (BR. 2)
- S-3 LUCENT TECHNOLOGIES INC, 600 MOUNTAIN AVE, MURRAY HILL, NJ 07974 (908) 582-8500 - 1,800,000,000 (\$1,800,000,000) PREFERRED STOCK. (FILE 333-85219 - AUG 13) (BR. 7)
- S-3 GALVESTONS STEAKHOUSE CORP, 10200 WILLOW CREEK ROAD, SAN DIEGO, CA 92131



(619) 689-2333 - 705,197 (\$5,200,828) COMMON STOCK. (FILE 333-85223 - AUG. 13) (BR. 9)

S-8 ARTESYN TECHNOLOGIES INC, 7900 GLADES RD STE 500, BOCA RATON, FL 33434 (561) 451-1000 - 500,000 (\$11,093,750) COMMON STOCK (FILE 333-85225 - AUG. 13) (BR. 6)

S-3 CAPITAL ONE FINANCIAL CORP, 11013 WEST BOARD STREET, STE 1300, GLENN ALLEN, VA 23060 (804) 967-1000 (FILE 333-85227 - AUG 13) (BR 7)

S-3 UNION PLANTERS CORP, UNION PLANTERS ADMINISTRATIVE CENTER, 7130 GOODLETT FARMS PARKWAY, MEMPHIS, TN 38018 (901) 580-6000 - \$600,000,000 STRAIGHT BONDS. (FILE 333-85231 - AUG 13) (BR. 7)

S-4 MARKETING SERVICES GROUP INC, 333 SEVENTH AVENUE, 20TH FLOOR, NEW YORK, NY 10001 (212) 594-7688 - 2,253,470 COMMON STOCK. (FILE 333-85233 - AUG. 13) (BR. 8)

S-4 LODGIAN FINANCING CORP, C/O LODGIAN INC, 3445 PEACHTREE RD NE STE 700, ATLANTA, GA 30326 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 333-85235 - AUG. 13) (NEW ISSUE)

S-4 AMERICAN RIVERS OIL CO /DE/, 700 EAST NINTH AVENUE SUITE 106, DENVER, CO 80203 (303) 832-117 - 53,684,336 (\$4,648,256) COMMON STOCK (FILE 333-85237 - AUG. 13) (BR. 4)

S-4 AMSOUTH BANCORPORATION, 1900 FIFTH AVENUE NORTH, AMSOUTH SONAT TOWER, BIRMINGHAM, AL 35203 (205) 320-7151 - 122,928,915 (\$4,871,058,256) COMMON STOCK. (FILE 333-85239 - AUG 13) (BR. 7)

S-3 AAMES FINANCIAL CORP/DE, 350 SOUTH GRAND AVE, 52ND FLOOR, LOS ANGELES, CA 90071 (213) 210-5000 - \$31,016,964 PREFERRED STOCK (FILE 333-85241 - AUG. 13) (BR 7)

S-3 CAFE ODYSSEY INC, 4801 WEST 81 STREET, SUITE 112, BLOOMINGTON, MN 55437 (612) 837-9917 - \$6,650,000 COMMON STOCK. (FILE 333-85243 - AUG. 13) (BR 9)

S-8 VIDEOSERVER INC, NORHTWEST PARK, 63 THIRD AVE, BURLINGTON, MA 01803 (617) 863-2000 - 300,000 (\$2,343,750) COMMON STOCK. (FILE 333-85245 - AUG. 13) (BR. 3)

S-8 BOSTON COMMUNICATIONS GROUP INC, 100 SYLVAN RD, STE 100, WOBURN, MA 01801 (617) 476-3570 - 110,000 (\$861,300) COMMON STOCK (FILE 333-85247 - AUG. 16) (BR. 7)

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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 S Offerings.

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		
ACCUIMAGE DIAGNOSTICS CORP	NV	X									08/16/99	
ADC TELECOMMUNICATIONS INC	MN			X	X						08/18/99	
ADVANTA MORTGAGE LOAN TRUST 1999-3	NV			X	X						08/16/99	
AGATE TECHNOLOGIES INC DE	DE				X						06/28/99	AMEND
ALABAMA POWER CO	AL			X	X						08/13/99	
AMB PROPERTY CORP	MD	X			X						08/04/99	
AMB PROPERTY LP	CA	X			X						08/04/99	
AMERICA FIRST PREP FUND 2 PENSION S ERIES LTD PARTNERSHIP	DE	X									05/21/99	
AMERICAN PHYSICIAN PARTNERS INC		X				X					08/03/99	
AMERICAN RESIDENTIAL EAGLE BOND TRU ST 1992-2	DE			X	X						07/29/99	
ARCADIA RECEIVABLES FINANCE CORP	DE			X	X						08/06/99	
ARCADIA RECEIVABLES FINANCE CORP	DE			X	X						08/06/99	
ARCHIBALD CANDY CORP	IL				X						06/08/99	AMEND
ARM FINANCIAL GROUP INC	DE	X			X						08/03/99	
AVAX TECHNOLOGIES INC	DE			X	X						08/18/99	
BANC ONE ABS CORP	OH			X	X						08/16/99	
BANC ONE AUTO GRANTOR TRUST 1996-A	NY			X	X						08/16/99	
BANK OF AMERICA MORTGAGE SECURITIES INC	DE			X	X						08/18/99	
BAR TECHNOLOGIES INC	DE			X							08/13/99	
BATTLE MOUNTAIN GOLD CO	NV			X	X						07/25/99	
BENCHMARK ELECTRONICS INC	TX			X	X						08/13/99	AMEND
BIOGAN INTERNATIONAL INC	DE			X							08/11/99	
BOK FINANCIAL CORP ET AL	OK			X							08/19/99	
BURLINGTON NORTHERN SANTA FE CORP	DE			X							08/16/99	
BURLINGTON RESOURCES INC	DE			X	X						08/18/99	
BURLINGTON RESOURCES INC	DE			X	X						08/18/99	
CAPITAL ONE MASTER TRUST	VA			X	X						08/16/99	
CAPITAL ONE MASTER TRUST	VA			X	X						08/16/99	AMEND
CASE CORP	DE			X	X						08/18/99	
CASE CREDIT CORP	DE			X	X						08/17/99	
CELLEX BIOSCIENCES INC	MN		X								06/30/99	
CENTEX HOME EQUITY LOAN TRUST 1999- 2	NV			X	X						08/12/99	
CENTURA SOFTWARE CORP	CA	X			X						08/20/99	AMEND
CEPHALON INC	DE			X	X						08/05/99	
CERIDIAN CORP	DE			X							06/07/99	AMEND
CHASE COMMERCIAL MORTGAGE SECURITIE S CORP	NY			X	X						08/13/99	
CHASE COMMERCIAL MORTGAGE SECURITIE S CORP	NY			X	X						08/16/99	
CHASE FUNDING INC	NY			X	X						08/17/99	
CHESAPEAKE ENERGY CORP	OK			X	X						08/18/99	
CIT GROUP INC	DE			X							08/18/99	
CITIBANK SOUTH DAKOTA N A	DE	X									07/27/99	
CLAYTON HOMES INC	DE			X	X						08/17/99	
CLEAR CHANNEL COMMUNICATIONS INC	TX	X									06/25/98	AMEND
COASTAL PHYSICIAN GROUP INC	DE			X							07/29/99	
CODDLE CREEK FINANCIAL CORP				X	X						08/17/99	
COMPAQ COMPUTER CORP	DE			X	X						08/19/99	
COMPUWARE CORPORATION	MI	X			X						08/04/99	
CONCENTRA MANAGED CARE INC	DE		X								08/17/99	
CONNING CORP	MO		X		X						08/10/99	
CONVERGENT COMMUNICATIONS INC /CO	CO			X	X						08/18/99	
COOPER COMPANIES INC	DE			X	X						08/09/99	
CORIXA CORP	DE	X			X						08/18/99	
CRIMI MAE INC	MD			X							08/18/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
CULP INC	NC	X									08/01/99	
CYBERCASH INC	DE			X	X						08/19/99	
DATA PROCESSING RESOURCES CORP	CA	X			X						06/09/99	AMEND
DELTA FUNDING HOME EQUITY LOAN TR 1 999-2 HOME EQU LOAN ASS B	NY			X	X						06/17/99	
DEUTSCHE RECREATIONAL ASSET FUNDING CORP	NV			X	X						07/31/99	
DEVELOPERS DIVERSIFIED REALTY CORP	OH			X	X						04/23/99	
DEVON DELAWARE CORP	DE	X			X						08/17/99	
DIAL CORP /NEW/	DE	X									08/18/99	
DIGI INTERNATIONAL INC	DE			X	X						07/29/98	AMEND
DIGITAL VIDEO SYSTEMS INC	DE				X						06/30/99	AMEND
DISCOVERY INVESTMENTS INC	NV			X							05/24/99	
DOCTORS HEALTH INC	MD			X							08/10/99	
DOLLAR TREE STORES INC	VA			X							07/31/99	
E TRADE GROUP INC	DE	X			X						07/13/99	AMEND
EASTERN ENTERPRISES	MA			X	X						08/16/99	
EQUITY ONE ABS INC	DE			X	X						08/19/99	
EXTENDED SYSTEMS INC	DE	X			X						08/19/99	
FEATHERRLITE INC	MN			X	X						08/17/99	
FIDELITY FINANCIAL OF OHIO INC	OH			X	X						08/16/99	
FINE COM INTERNATIONAL CORP /WA/	WA			X	X						08/05/99	
FIRST BANK CORPORATE CARD MASTER TR UST	NY			X	X						08/18/99	
FIRST ENTERTAINMENT HOLDING CORP	NV							X			08/18/99	
FIRST FINANCIAL CORP /IN/	IN	X									08/06/99	AMEND
FIRST ROBINSON FINANCIAL CORP	DE			X	X						08/10/99	
FIRST SECURITY AUTO GRANTOR TRUST 1 997-A	UT	X									07/25/99	
FIRST SECURITY AUTO GRANTOR TRUST 1 997-B	UT	X									07/25/99	
FIRST SECURITY AUTO GRANTOR TRUST 1 998-A	UT	X									07/23/99	
FIRST SECURITY AUTO OWNER TRUST 199 8-1	DE	X									07/23/99	
FIRST SECURITY AUTO OWNER TRUST 199 9 1	UT	X									07/25/99	
FIRST SECURITY AUTO OWNER TRUST 199 9-2	UT	X									07/25/99	
FOOD LION INC	NC			X	X						08/18/99	
FOREST OIL CORP	NY				X						08/17/99	
FRESHSTART VENTURE CAPITAL CORP	NY			X							08/17/99	
GE CAPITAL MORTGAGE SERVICES INC	NJ			X	X						08/19/99	
GLOBAL IMAGING SYSTEMS INC	DE	X			X						06/24/99	AMEND
GMAC COMMERCIAL MORTGAGE SECURITIES INC	DE			X	X						08/16/99	
GOLDEN STAR RESOURCES LTD				X							08/18/99	
GORGES QUIK TO FIX FOODS INC	DE			X	X						07/17/99	
GO2NET INC	DE	X									08/04/99	
GRANT GEOPHYSICAL INC	DE			X	X						08/11/99	
GREEN TREE FINANCIAL CORP	DE				X						06/30/99	
GREEN TREE FINANCIAL CORP	DE				X						08/18/99	
GROUP 1 SOFTWARE INC	DE			X	X						08/17/99	
GUARDIAN TECHNOLOGIES INTERNATIONAL INC	DE	X			X						04/23/99	AMEND
HANNAFORD BROTHERS CO	ME			X	X						08/19/99	
HEADLANDS HOME EQUITY LOAN TR 1998- 2 REV HOME EQ LN AS BK NO	DE			X	X						06/15/99	
ILM II SENIOR LIVING INC /VA	VA			X	X						08/13/99	
ILM II SENIOR LIVING INC /VA	VA			X	X						08/13/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.								DATE	COMMENT	
		1	2	3	4	5	6	7	8			9
IMH ASSETS CORP COLLATERALIZED ASSE T-BACKED BDS SER 1999-2	CA				X	X					07/26/99	
INAMED CORP	DE	X									08/17/99	
INFERENCE CORP /CA/	DE			X	X						08/19/99	
INFORMATION ADVANTAGE INC	DE	X				X					08/18/99	
INNOVEX INC	MN	X				X					08/09/99	
INTELECT COMMUNICATIONS INC	DE			X	X						08/13/99	
INTREPID CAPITAL CORP	DE	X				X					08/04/99	
IRT INDUSTRIES INC	FL	X	X			X					08/02/99	
JSB FINANCIAL INC	DE			X	X						08/16/99	
LABRANCHE & CO INC	DE			X	X						08/19/99	
LETS TALK CELLULAR & WIRELESS INC	FL	X				X					08/19/99	
LOUISIANA PACIFIC CORP	DE			X	X						08/12/99	
LUBRIZOL CORP	OH			X	X						08/17/99	
MALLINCKRODT INC /MO	NY			X	X						08/18/99	
MALLON RESOURCES CORP	CO	X									08/19/99	
MAS ACQUISITION VII CORP		X									08/16/99	
MBNA CORP	MD			X							08/18/99	
MEDIMMUNE INC /DE	DE	X									08/18/99	
MERRILL LYNCH MORT INVEST INC MRT L N AS BCKD CRT SR 1999 CB2	DE			X	X						07/26/99	
METROPOLITAN EDISON CO	PA			X	X						08/11/99	
MICRO INTEGRATION CORP /DE/	DE			X	X						08/16/99	
MOTIVEPOWER INDUSTRIES INC	PA				X						08/18/99	
MTI TECHNOLOGY CORP	DE			X	X						08/12/99	
MYSOFTWARE CO	DE	X									08/18/99	
NATIONAL AUTO CREDIT INC /DE	DE			X	X						08/08/99	
NBT BANCORP INC	DE			X	X						08/16/99	
NBT BANCORP INC	DE			X	X						08/16/99	
NETSOL INTERNATIONAL INC	NV	X									08/17/99	
NETWORKS ELECTRONIC CORP	CA			X							08/12/98	
NEXTEL COMMUNICATIONS INC	DE			X	X						08/10/99	
NIELSEN MEDIA RESEARCH INC	DE			X	X						08/15/99	
NPC INTERNATIONAL INC	KS			X							08/16/99	AMEND
OAK TREE MEDICAL SYSTEMS INC	DE			X	X						08/13/99	
OCWEN ASSET INVESTMENT CORP	VA			X	X						08/18/99	
OCWEN FINANCIAL CORP	FL			X	X						08/18/99	
PACIFIC GAS & ELECTRIC CO	CA			X							08/18/99	
PAREXEL INTERNATIONAL CORP	MA	X									06/30/99	
PEC ISRAEL ECONOMIC CORP	ME			X	X						08/18/99	
PEERLESS SYSTEMS CORP	DE			X	X						08/19/99	
PERLE SYSTEMS LTD				X	X						08/17/99	
PG&E CORP	CA			X							08/18/99	
PHYSICIAN COMPUTER NETWORK INC /NJ	NJ			X	X						08/18/99	
PLANET HOLLYWOOD INTERNATIONAL INC	DE			X	X						08/17/99	
PLAYERS INTERNATIONAL INC /NV/	NV	X		X	X						08/19/99	
POINT WEST CAPITAL CORP	DE			X							08/16/99	
POWER ONE INC	DE				X						01/29/99	AMEND
PRIME RETAIL INC/BD/	MD			X	X						08/11/99	
PRINCETON VIDEO IMAGE INC	NJ			X	X						07/22/99	
PROLOGIC MANAGEMENT SYSTEMS INC	AZ			X	X						08/04/99	
PUROFLOW INC	DE			X							08/17/99	
QUADRAMED CORP	DE			X							08/11/99	
QUIZNOS CORP	CO			X							08/18/99	
REEVES TELECOM LTD PARTNERSHIP	SC	X									08/17/99	
REYNOLDS METALS CO	DE			X	X						08/18/99	
SAVILLE SYSTEMS PLC				X	X						08/18/99	
SBA COMMUNICATIONS CORP	FL			X	X						08/18/99	
SEEC INC	PA			X	X						08/04/99	
SENECA FOODS CORP /NY/	NY	X									06/30/97	AMEND