

SEC NEWS DIGEST

Issue 99-184

September 23, 1999

COMMISSION ANNOUNCEMENTS

COMMISSION MEETINGS

CLOSED MEETING - WEDNESDAY, SEPTEMBER 29, 1999 - 11:00 A.M.

The subject matter of the closed meeting scheduled for Wednesday, September 29, at 11:00 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.

ADVISORY COMMITTEE ON TECHNOLOGY MEETING

The Securities and Exchange Commission Advisory Committee on Technology will meet on October 6, 1999, in room 6600 at the Commission's main offices, 450 Fifth Street, N.W., Washington, D.C., beginning at 1:00 p.m. The meeting will be closed to the public, however, the public is invited to submit written comments to the Committee.

Written comments should be submitted in triplicate and should refer to File No. 265-21. Comments should be submitted to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

FOR FURTHER INFORMATION CONTACT: Russell Horwitz, Committee Staff Director, at 202-942-0100. (Rel. 34-41897)

ENFORCEMENT PROCEEDINGS

FORMER COLORADO STOCKBROKER BARRY BATES BARRED

On September 22, the Commission instituted and simultaneously settled public proceedings pursuant to Sections 15(b)(6) and 19(h) of the Securities Exchange Act of 1934, against Barry A. Bates (Bates) of Kalispell, Montana based upon a consent injunction entered against Bates in SEC v. Anderson, et al., Case No. 92-M-1905, in the United States District Court for the District of Colorado.

Bates consented to the entry of an Order that finds that on September 14 he was enjoined, by consent, from violating Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934, Rule 10b-5 and Rules 101 and 102 of Regulation M thereunder. Further, the Order finds that the Commission alleged in SEC v. Anderson, et al. that Bates engaged in fraudulent conduct involving the securities of a now-defunct corporation, U.S. Mint, Inc. (U.S. Mint). U.S. Mint was primarily in the business of manufacturing gaming tokens for Las Vegas area casinos and destroying used gaming tokens to recover the precious metals. The complaint against Bates alleged, among other things, that he accepted undisclosed compensation, in the form of free trading stock, in return for promoting and selling this microcap stock. During the period of the alleged violations, 1989 and 1990, Bates was the president and a 45% owner of Brennan Ross Securities, Inc., a former broker-dealer in the Denver area.

The Order bars Bates from association with any broker or dealer. (Rel. 34-41893; File No. 3-10019)

COMMISSION SETTLES PUBLIC ADMINISTRATIVE PROCEEDINGS AGAINST HERBERT WOLL

On September 22, the Commission instituted and simultaneously settled public administrative proceedings, pursuant to Section 15(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 102(e) of the Commission's Rules of Practice, against Herbert Woll, C.P.A. (Woll). The order instituting the proceedings (Order) bars Woll from (i) participating in any offering of penny stock, and (ii) appearing or practicing before the Commission as an accountant. The Commission's Order finds that between 1996 and 1997, Woll practiced before the Commission as an accountant. The Order further finds that on September 13 the U.S. District Court for the Eastern District of Tennessee permanently enjoined Woll, by consent, from further violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. The permanent injunction followed a civil action initiated by a complaint filed by the Commission on September 23, 1998, alleging that Woll, a certified public accountant, prepared fraudulent financial documents for Genesis International Financial Services,

Inc. (Genesis). The complaint further alleged that Genesis used the fraudulent documents prepared by Woll in Commission filings and the company's press releases in order to promote and sell its stock. (Rel. 34-41894; AAE Rel. 1159; File No. 3-10020)

COMMISSION ENTERS ORDER SANCTIONING WILLIAM MOLER AND STRATEGIC RESOURCE MANAGEMENT

On September 22, the Commission entered an order sanctioning William A. Moler (Moler) and Strategic Resource Management, Inc. (Strategic). Moler, is a resident of Denver, Colorado. Strategic was formerly a broker-dealer with offices in Denver. The order, which was entered pursuant to an offer of settlement by Moler and Strategic entered the following sanctions: Moler was barred from association with any broker or dealer with a right to reapply in 18 months; the broker-dealer registration of Strategic was suspended for 90 days; Moler and Strategic were ordered to cease and desist future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934. In the Order the Commission waived payment by Moler and Strategic of \$68,469 and declined to impose a penalty based on their demonstrated inability to pay such sums.

The Commission's order found that Moler and Strategic excessively marked-up stock of Sky Scientific, Inc. in 115 sales to retail customers from December 21, 1993 through February 17, 1994.

On March 5, 1999, an Administrative Law Judge had entered an initial decision making findings and imposing sanctions on Moler and Strategic, among others. (Rels. 33-7740; 34-41895; File No. 3-9201)

EMPLOYEE OF INVESTMENT ADVISER SANCTIONED

The Commission announced that Edward A. Patterson of Fort Worth, Texas, formerly an associated person and employee of Wren Hart (Hart), a registered investment adviser doing business under the name Financial Management Services (FMS), consented to the entry of an administrative proceeding order on September 22, finding that between 1994 and 1995, Patterson misappropriated a total of \$155,000 from two FMS client accounts. The order further finds that from 1994 through 1997, Patterson provided approximately 33 FMS clients with FMS account statements that materially overstated the collective value of their accounts by in excess of \$807,000, and with respect to at least five of these accounts, Patterson provided clients with altered or fictitious mutual fund statements that purportedly confirmed the figures contained in the FMS statements. The order further notes that Patterson also forged client signatures on at least two account opening documents. The order bars Patterson from association with any investment adviser.

The order notes that Patterson has paid \$20,000 to one investor from whose account he misappropriated funds, and Hart has paid his adviser clients approximately \$540,000 as compensation for the overstated account statements, and has paid approximately \$135,000 to the clients whose funds were misappropriated by Patterson. Hart

previously consented to an order finding that he failed reasonably to supervise Patterson, suspending him from association with any investment advisor for 3 months, and thereafter, in any supervisory or proprietary capacity for 9 months, and ordering him to pay a civil penalty of \$10,000 (IA-1798).

On September 8, an order of permanent injunction was entered against Patterson by the United States District Court for the Northern District of Texas, pursuant to the Commission's civil injunctive action against Patterson. The Commission's case alleged that as a result of the above described conduct, Patterson violated the antifraud provisions contained in 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. Moreover, the Commission's complaint alleged that Patterson aided and abetted violations of the antifraud and books and records provisions contained in Sections 204 and 206 of the Investment Advisers Act. Patterson consented to the entry of the injunction without admitting or denying the Commission's allegations. Patterson was also ordered to pay disgorgement of \$136,857, however, payment was waived due to his demonstrated inability to pay. (Rel. IA-1829; File No. 3-10021)

COMMISSION BARS GARY PITTSFORD FOR ONE YEAR FROM SECURITIES INDUSTRY

On September 22, Gary L. Pittsford of Anderson, Indiana, president and sole shareholder of G.L. Pittsford & Associates, Inc., an investment adviser, consented to the entry of an Order Instituting Public Administrative and Cease and Desist Proceedings, Making Findings, and Imposing Sanctions. The Order requires Pittsford to cease and desist from committing or causing any violations and any future violations of the fraud and reporting provisions of the Investment Advisers Act; censures him; and bars him from association with any investment adviser, with the right to reapply for association after one year. It also orders Pittsford to pay a civil money penalty in the amount of \$5,000. The order makes findings that, between approximately July 1994 and December 1997, Pittsford, through the firm, caused four of its advisory clients to invest approximately \$1.2 million in the unregistered stock or promissory notes of Sulphur Implement Corporation, an Indiana corporation, without adequately disclosing material conflicts of interest arising from their financial interests in and relationship with the company. (Rel. IA-1830; File No. 3-10023)

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST PHILIP LEHMAN AND TOWER EQUITIES, INC.

On September 22, the Commission instituted public administrative proceedings and cease and desist proceedings pursuant to Sections 8A of the Securities Act of 1933, Sections 15(b), 19(h), 21B and 21C of the Securities Exchange Act of 1934, Sections 203(e), 203(f), 203(i) and 203(k) of the Investment Advisers Act and Section 9(b) of the Investment Company Act against Philip A. Lehman and Tower Equities, Inc.

The Order Instituting Proceedings alleges that, from February 1997 through December 1998, Tower Equities, a broker-dealer and investment adviser, and Lehman, its owner, made misrepresentations and omitted facts while offering and selling over \$10 million worth of investment contracts in Tower Venture 97-A, Ltd., Lifetime Assets, LLC, Baylor/Gavic, LLC and Wellington, LLC. According to the Order, the Respondents represented that Tower Venture would use investors' funds to make a one-time \$10 million payment to Credit Austerlitz Finances, Ltd., a European entity, in exchange for a \$30 million loan. The Order alleges that this loan transaction could not, and did not, exit. The Order further alleges that Respondents, with no reasonable basis, represented that Tower Venture would enter into a loan transaction with a European entity that would ultimately provide investors with returns as high as 33 percent annually and that Lifetime, Baylor and Wellington would enter into transactions with unidentified overseas entities which would result in a return to investors of as much as 100 percent in 25 days. A hearing will be scheduled to determine what, if any, remedial action is appropriate against Lehman and Tower Equities and whether they should be ordered to pay civil penalties. (Rels. 33-7742; 34-41898; IA-1831; IC-24049; File No. 3-10024)

FORMER DENVER STOCKBROKER ROBIN HEINEY BARRED

On September 22, the Commission settled public proceedings pursuant to Sections 15(b)(6) and 19(h) of the Securities Exchange Act of 1934, against Robin A. Heiney (Heiney) of Aurora, Colorado, based upon his previous criminal conviction. The proceedings were instituted against Heiney on March 3, 1999.

Heiney consented to the entry of an Order that contains findings that on January 18, 1995, he was convicted, on his plea of guilty, of one count of securities fraud involving the securities of a now-defunct corporation, U.S. Mint, Inc. (U.S. Mint). U.S. Mint was primarily in the business of manufacturing gaming tokens for Las Vegas area casinos and destroying used gaming tokens to recover the precious metals. The indictment underlying Heiney's conviction alleged, among other things, that Heiney made false statements to investors concerning U.S. Mint's business and that he accepted \$13,249 in bribes in return for promoting and selling this microcap stock. From approximately August 1989 to April 1990, Heiney was a registered representative of Brennan Ross Securities Inc., formerly a broker-dealer firm in Denver. From May 1990 through August 1990, he was a registered representative of National Securities Corp. Heiney was sentenced in 1995 to five years probation and ordered to pay a \$2,000 fine.

The Order bars Heiney from association with any broker or dealer. (Rel. 34-41899; File No. 3-9840)

SEC CHARGES FORMER VICE PRESIDENT OF GTE LABORATORIES WITH INSIDER TRADING

On September 22, the Commission filed insider trading charges against William G. Griffin, a resident of Newton, Massachusetts and

former Vice-President and Director of the Advanced Systems Laboratory at GTE Laboratories, Inc. (GTE Labs). GTE Labs is a wholly-owned subsidiary of GTE Corporation. The Commission alleged that Griffin illegally bought BBN Corporation stock ahead of GTE's public announcement on May 6, 1997, that it intended to acquire BBN via a tender offer. Griffin agreed, without admitting or denying the Commission's allegations, to pay \$15,485 in disgorgement and civil penalties and to the entry of an injunction prohibiting him from further insider trading violations.

The Commission alleged that, from March 27 to March 28, 1997, Griffin was part of a GTE team performing due diligence for the purpose of determining whether GTE should acquire BBN. On March 28, at the completion of the due diligence session, Griffin's supervisor, who had also been involved in the due diligence, recommended to a GTE mergers and acquisition specialist that GTE "do something" with BBN. Griffin and at least two other GTE Labs employees present concurred with Griffin's supervisor's recommendation. Additionally, on April 7, Griffin was involved in a follow-up conference call related to the due diligence that had been performed at BBN. During that call, BBN was referred to by a code name and Griffin was asked by a superior whether he had any "technical concerns" or had spotted any technical "red flags" during the BBN due diligence project. Griffin responded that he had not. Finally, on the evening of April 29, approximately nine hours after receiving a copy of a due diligence related e-mail suggesting that a GTE-BBN transaction was imminent, Griffin placed an order for the purchase of 1,000 shares of BBN stock. Griffin's order was executed the following day at \$21.625 per share. Griffin tendered his 1,000 shares of BBN stock on June 6, at the tender offer price of \$29 per share, for a net profit of \$7,188.

The Commission charged Griffin with violating Sections 10(b) and 14(e) of the Securities Exchange Act of 1934 and Rules 10b-5 and 14e-3 thereunder. On a neither admit nor deny basis, Griffin agreed to disgorge \$7,188, constituting the ill-gotten gain on his BBN purchase, plus prejudgment interest in the amount of \$1,109, and a civil penalty of \$7,188. Griffin also consented to the entry of a permanent injunction prohibiting him from future violations of the above-referenced provisions. [SEC v. William G. Griffin, C.A. No. 99CV11955, DPW, D. Mass.] (LR-16286)

SEC CHARGES FORMER PRESIDENT OF GTE LABORATORIES WITH INSIDER TRADING

The Commission announced the filing of insider trading charges on September 22 against C. David Decker, a resident of Sudbury, Massachusetts and the former President of GTE Laboratories, Inc., a wholly-owned subsidiary of GTE Corporation (GTE). The Commission alleged that Decker illegally bought BBN Corporation (BBN) stock ahead of GTE's public announcement on May 6, 1997 that it intended to acquire BBN via a tender offer. The Commission also alleged that Decker illegally recommended to a relative that she purchase BBN stock and loaned her money to do so. Decker had been part of a GTE team which had performed due diligence for the purpose of

determining whether GTE should acquire BBN and had also recommended to a GTE mergers and acquisitions specialist that GTE undertake some form of transaction with BBN. Decker and his relative respectively made profits of \$5,495 and \$11,201 on their BBN purchases.

Decker agreed to pay \$36,290 in disgorgement and civil penalties and to the entry of a permanent injunction prohibiting him from further insider trading violations. [SEC v. C. David Decker, C.A. No. 99CV11961, REK, D. Mass.] (LR-16287)

SEC SUES DAVID BLUNK, AUBREY ELAM AND STANLEY EAVES FOR OFFERING TO SELL FICTITIOUS PRIME BANK SECURITIES TO MERCER UNIVERSITY

On September 22, the Commission filed a complaint in the U.S. District Court for the Middle District of Georgia, alleging that a Texas lawyer, W. David Blunk, and two Charlotte, North Carolina businessmen, Aubrey John Elam and Stanley C. Eaves, committed securities fraud by repeatedly offering to sell fictitious prime bank securities to Mercer University. According to the complaint, when officials of Mercer became suspicious that the defendants' proposals were too good to be true, they met with members of the Commission's staff and other law enforcement authorities. Subsequently, Mercer instructed Blunk, Elam and Eaves to conduct all future negotiations with an undercover FBI agent posing as the University's investment consultant.

The complaint alleges that Blunk, Elam, and Eaves made numerous misrepresentations in connection with their offers of securities to Mercer. According to the complaint, they repeatedly misrepresented that an investment of \$5 - \$10 million dollars would generate returns of 120% per year and that the safety of Mercer's principal would be guaranteed by one of several well-known European banks. The SEC alleges that Eaves and Elam also misrepresented what they were told about the investment by officials of a prominent Charlotte bank and by an FBI agent they spoke with in London. At other times, they misrepresented that the University could earn a return of 50% on an investment of \$10 million in just 25 days. The SEC's complaint asks the court to enjoin the defendants from future violations of Section 17(a) of the Securities Act of 1933 and to impose civil penalties on each of them. [SEC v. W. David Blunk, Aubrey John Elam and Stanley C. Eaves, Civil Action No. 5:99-CV-372-3, M.D.Ga.] (LR-16288)

RONALD KNITTLE AND MARY ERICKSON ENJOINED BY CONSENT

The Commission announced that on September 21 the Honorable Zita L. Weinshienk, United States District Judge for the District of Colorado entered orders of permanent injunction against Ronald A. Knittle (Knittle) and Mary A. Erickson (Erickson) of Parker, Colorado. The order, which was entered pursuant to the consent of Erickson and Knittle, in which they neither admitted nor denied the allegations of the complaint, prohibits them from further violations of the registration, anti-fraud, and filing provisions of the federal securities laws. The order also requires Knittle and Erickson to jointly and severally disgorge \$150,000, but waives

payment of such amount and does not impose a civil penalty based on their demonstrated inability to pay such sums.

The Court's order enjoins Knittle from further violations of Sections 10(b), 13(b)(2)(A), 13(b)(2)(B), 13(a), and 13(d) of the Securities Exchange Act of 1934 and Rules 10b-5, 13a-1, 13a-11, 13a-13, 12b-20, and 13d-1 thereunder and Section 5(a), 5(c), and 17(a) of the Securities Act of 1933. The Court's order enjoins Erickson from further violations of Sections 10(b), 13(b)(2)(A), 13(b)(2)(B), and 13(a) of the Securities Exchange Act of 1934 and Rules 10b-5, 13a-1, 13a-11, 13a-13, and 12b-20 thereunder and Section 5(a), 5(c), and 17(a) of the Securities Act of 1933. [SEC v. Ronald A. Knittle and Mary A. Erickson, Civil Action No. 98-Z-1020, D. Colo.] (LR-16289)

INVESTMENT COMPANY ACT RELEASES

INTEGRITY LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 26(b) of the Investment Company Act to Integrity Life Insurance Company (Integrity), Separate Account VUL of Integrity, National Integrity Life Insurance Company (National Integrity), and Separate Account VUL of National Integrity approving the substitution of securities issued by six newly-organized portfolios of EQ Advisors Trust (EQAT) for securities issued by six portfolios of The Hudson River Trust (HRT) and currently used as the underlying investment options for certain variable life insurance policies issued by Integrity and National Integrity. (Rel. IC-24024 - September 22)

FRANKLIN LIFE VARIABLE ANNUITY FUND B

An order has been issued under Section 8(f) of the Investment Company Act declaring that Franklin Life Variable Annuity Fund B has ceased to be an investment company. (Rel. IC-24025 - September 22)

FRANKLIN LIFE MONEY MARKET VARIABLE ANNUITY FUND C

An order has been issued under Section 8(f) of the Investment Company Act declaring that Franklin Life Money Market Variable Annuity Fund C has ceased to be an investment company. (Rel. IC-24026 - September 22)

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>.

F-6 TIETE ELECTRICAL ENERGY GENERATION CO, ONE WALL STREET, NEW YORK, NY
10286 - 10,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE
333-10802 - SEP. 10) (BR 99)

F-6 TIETE ELECTRICAL ENERGY GENERATION CO, ONE WALL STREET, NEW YORK, NY
10286 - 100,000,000 (\$500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK
(FILE 333-10804 - SEP. 10) (BR. 99 - NEW ISSUE)

F-6 PAULISTA ELECTRICAL ENERGY TRANSMISSION CO, ONE WALL STREET, NEW YORK,
NY 10286 (212) 815-2084 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10806 - SEP. 10) (BR 99
- NEW ISSUE)

F-6 PAULISTA ELECTRICAL ENERGY TRANSMISSION CO, ONE WALL STREET, NEW YORK,
NY 10286 (212) 815-2084 - 10,000,000 (\$500,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-10808 - SEP. 10) (BR 99)

F-6 ULTRAPAR HOLDINGS INC/ADR/, ONE WALL STREET, NEW YORK, NY 10286 -
50,000,000 (\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE
333-10816 - SEP 10) (BR 99 - NEW ISSUE)

F-3 RHODIA, 25 QUAI PAULDOUMER, 92408 COUBEVOIE CEDEX FRANCE, IO -
17,964,482 (\$373,840,870.42) FOREIGN COMMON STOCK (FILE 333-10832 -
SEP. 15) (BR 2)

F-8 CANADIAN REAL ESTATE INVESTMENT TRUST, 130 BLOORSTREET WEST, SUITE 1001,
TORONTO ONTARIO M5S 1N5, A6 00000 (416) 921-7771 - 7,700 (\$49,203)
UNIT INVESTMENT TRUST. (FILE 333-10834 - SEP 15) (BR. 8 - NEW ISSUE)

F-9 NOVA CORP /CN/, 801 SEVENTH AVE SW, CALGARY ALBERTA CANA, A0
(403) 290-7636 - 250,000,000 (\$250,000,000)
FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-10836 - SEP. 15) (BR. 4)

S-3 ARTHROCARE CORP, 595 N PASTORIA AVE, SUNNYVALE, CA 94086 (408) 736-0224
- 1,150,000 (\$64,112,500) COMMON STOCK. (FILE 333-87187 - SEP. 16)
(BR 5)

S-8 USWEB CORP, 410 TOWNSEND STREET, SAN FRANCISCO, CA 94107 (415) 369-6700
- 1,363,358 (\$29,329,239) COMMON STOCK. (FILE 333-87189 - SEP. 16)
(BR. 3)

S-8 MINIMED INC, 12744 SAN FERNANDO RD, SYLMAR, CA 91342 (818) 362-5958 -
3,000,000 (\$288,750,000) COMMON STOCK. (FILE 333-87191 - SEP. 16) (BR 5)

S-3 IMATRON INC, 389 OYSTER POINT BLVD, S SAN FRANCISCO, CA 94080
(415) 583-9964 - 12,439,858 (\$14,430,235 30) COMMON STOCK (FILE
333-87195 - SEP. 16) (BR 5)

S-3 CELGENE CORP /DE/, 7 POWDER HORN DR, WARREN, NJ 07059 (908) 271-1001 -
1,319,686 (\$33,981,915) COMMON STOCK. (FILE 333-87197 - SEP 16) (BR 1)

S-4 TEXAS INSTRUMENTS INC, 8505 FOREST LANE, P O BOX 660199, DALLAS, TX
75266 (972) 995-3773 - 35,511,855 (\$1,572,464,939) COMMON STOCK (FILE
333-87199 - SEP. 16) (BR. 5)

S-8 CHAMPION INTERNATIONAL CORP, ONE CHAMPION PLAZA, STAMFORD, CT 06921
(203) 358-7000 - 7,000,000 (\$394,187,500) COMMON STOCK. (FILE 333-87201 -
SEP. 16) (BR. 4)

S-4 FIRST CAPITAL INC, 220 FEDERAL DRIVE N W, CORYDON, IN 47112
(812) 738-2198 - 1,245,812 (\$12,139,328) COMMON STOCK. (FILE 333-87203 -
SEP 16) (BR. 7)

S-4 HEALTHCORE MEDICAL SOLUTIONS INC, 11904 BLUE RIDGE BLVD, GRANDVIEW, MO
64030 (816) 736-4900 - 10,689,489 (\$27,365,092) COMMON STOCK. (FILE
333-87207 - SEP. 16) (BR. 9)

S-8 RANDERS KILLAM GROUP INC, 570 SEMINOLE ROAD, PO BOX 9046, WALTHAM, MA
49444 (616) 733-0036 - 2,215,700 (\$7,477,987.50) COMMON STOCK. (FILE
333-87211 - SEP. 16) (BR. 6)

S-8 SCIENTIFIC LEARNING CORP, 1995 UNIVERSITY AVENUE, STE 400, BERKELEY, CA
94704 (510) 665-9700 - 2,325,277 (\$22,397,271) COMMON STOCK. (FILE
333-87213 - SEP. 16) (BR. 8)

S-3 AVALONBAY COMMUNITIES INC, 2900 EISENHOWER AVENUE, SUITE 300,
ALEXANDRIA, VA 22314 (703) 329-6300 - 267,553 (\$9,464,687.38) COMMON STOCK.
(FILE 333-87219 - SEP. 16) (BR. 8)

S-8 VERITAS DGC INC, 3701 KIRBY DR, STE 112, HOUSTON, TX 77098
(713) 512-8300 - 123,975 (\$2,680,959.38) COMMON STOCK (FILE 333-87223 -
SEP 16) (BR 4)

S-8 CATHAY BANCORP INC, 777 N BROADWAY, LOS ANGELES, CA 90012 (213) 625-4700
- 1,075,000 (\$39,775,000) COMMON STOCK. (FILE 333-87225 - SEP. 16)
(BR 7)

S-3 KOMA LTD, 2910 SEVENTH ST, BERKELEY, CA 94710 (512) 644-1170 - 768,751
(\$3,797,629.90) COMMON STOCK (FILE 333-87227 - SEP 16) (BR. 1)

S-8 QUAD CITY HOLDINGS INC, 3551 7TH STREET, MOLINE, IL 61265 (309) 736-3580
- 150,000 (\$2,662,500) COMMON STOCK (FILE 333-87229 - SEP. 16) (BR. 7)

SB-2 BIOMERICA INC, 1533 MONROVIA AVENUE, NEWPORT BEACH, CA 92663
(949) 645-2111 - \$20,000,000 COMMON STOCK. (FILE 333-87231 - SEP. 16)
(BR. 5)

S-8 RECKSON ASSOCIATES REALTY CORP, 225 BROADHOLLOW RD, MELVILLE, NY 11747
(516) 694-6900 - 200,000 (\$3,888,000) COMMON STOCK (FILE 333-87235 -
SEP. 16) (BR 8)

S-1 MFS FINANCIAL INC, 110 E CHARLES STREET, MUNCIE, IN 47305 (765) 747-2800
- 6,601,900 (\$66,019,000) COMMON STOCK. (FILE 333-87239 - SEP. 16)
(NEW ISSUE)

S-3 FNB CORP/PA, ONE FNB BLVD, HERMITAGE SQUARE, HERMITAGE, PA 16148
(724) 981-6000 - 163,496 (\$4,210,022) COMMON STOCK (FILE 333-87245 -
SEP. 16) (BR 7)

S-8 GENRAD INC, 7 TECHNOLOGY PARK DR, WESTFORD, MA 01886 (978) 589-7000 -
500,000 (\$8,970,000) COMMON STOCK. (FILE 333-87249 - SEP 16) (BR 5)

SB-2 PLAY CO TOYS & ENTERTAINMENT CORP, 550 RANCHEROS DR, SAN MARCOS, CA
92069 (619) 471-4505 - 1,850,000 (\$2,716,400) COMMON STOCK (FILE
333-87251 - SEP 16) (BR. 2)

S-3 CAPITAL CITY BANK GROUP INC, 217 N MONROE ST, TALLAHASSEE, FL 32301
(850) 671-0610 - 1,279,560 (\$27,710,151.40) COMMON STOCK (FILE 333-87253
- SEP. 16) (BR. 7)

S-8 MULTIPLE ZONES INTERNATIONAL INC, 707 SOUTH GRADY WAY, RENTON, WA 98055
(425) 430-3000 - 1,150,000 (\$6,217,188) COMMON STOCK. (FILE 333-87255 -
SEP 16) (BR. 2)

S-1 ANDOVER NET INC, 532 GREAT ROAD, ACTON, MA 01720 (978) 635-5300 -
\$69,000,000 COMMON STOCK. (FILE 333-87257 - SEP. 16) (NEW ISSUE)

S-8 VANGUARD AIRLINES INC \DE\, 533 MEXICO CITY AVENUE,
KANSAS CITY INTERNATIONAL AIRPORT, KANSAS CITY, MO 64153 (913) 789-1388 -
680,883 (\$1,695,233 50) COMMON STOCK. (FILE 333-87265 - SEP. 17) (BR 5)

S-1 POET HOLDINGS INC, 999 BAKER WAY, STE 100, SAN MATEO, CA 94404
(650) 286-4640 - \$65,550,000 COMMON STOCK. (FILE 333-87267 - SEP 17)

S-3 WASTE CONNECTIONS INC/DE, 2260 DOUGLAS BLVD, SUITE 280, ROSEVILLE, CA
95661 (916) 772-2221 - 534,815 (\$10,395,467) COMMON STOCK (FILE
333-87269 - SEP. 17) (BR. 6)

S-1 HANCOCK JOHN FINANCIAL SERVICES INC, JOHN HANCOCK PLACE,
200 CLARENDON STREET, BOSTON, MA 02117 - \$2,040,000,000 COMMON STOCK
(FILE 333-87271 - SEP 17)

S-1 DPEC INC, 851 WEST THIRD AVENUE, BUILDING 3, COLUMBUS, OH 43212
(614) 781-7300 - \$57,500,000 COMMON STOCK (FILE 333-87273 - SEP. 17)