# UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION November 8, 2005

ADMINISTRATIVE PROCEEDING File No. 3-12100

In the Matter of

Microage, Inc.,
Network Computing Devices, Inc.,
Pacific Systems Control Technology, Inc.,
Pharmaprint, Inc.,
Pinnacle Micro, Inc.,
Sunrise Technologies International, Inc., and
thehealthchannel.com, inc.,

Respondents.

ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS AND NOTICE OF HEARING PURSUANT TO SECTION 12(j) OF THE SECURITIES EXCHANGE ACT OF 1934

I.

The Securities and Exchange Commission ("Commission") deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 ("Exchange Act").

II.

After an investigation, the Division of Enforcement alleges that:

# A. RESPONDENTS

1. Microage, Inc. ("MICAQ") (CIK 814249) is a Delaware corporation located in Tempe, Arizona with common stock registered with the Commission under Exchange Act Section 12(g). MICAQ is delinquent in its periodic filings, having last filed a periodic report for the period ending July 30, 2000, and has a void status with the Secretary of State of Delaware. MICAQ reported assets of \$413,448,000, liabilities of \$496,386,000, and a net loss of \$217,993,000 for the nine months ending July 30, 2000. On April 13, 2000, MICAQ filed for bankruptcy under Chapter 11 in the United States Bankruptcy Court for the District of Arizona. The bankruptcy proceeding terminated on December 2, 2004. MICAQ's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, MICAQ had an average daily trading volume of 9,082 shares.

- 2. Network Computing Devices, Inc. ("NCDI") (CIK 886138) is a Delaware corporation located in Portland, Oregon with common stock registered with the Commission under Exchange Act Section 12(g). NCDI is delinquent in its periodic filings, having last filed a periodic report for the period ending March 31, 2002, and has a void status with the Secretary of State of Delaware. NCDI reported assets of \$12,645,000, liabilities of \$12,606,000, and a net loss of \$38,000 for the three months ending March 31, 2002. As of May 10, 2005, NCDI's website contained a message that the company had ceased operations. NCDI's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, NCDI had an average daily trading volume of 12,912 shares.
- 3. Pacific Systems Control Technology, Inc. ("PFSY") (CIK 1034840) is a Delaware corporation located in Menlo Park, California with common stock registered with the Commission under Exchange Act Section 12(g). PFSY is delinquent in its periodic filings, having last filed a periodic report for the period ending September 30, 2003, and has a void status with the Secretary of State of Delaware. PFSY reported assets of \$12,539, liabilities of \$2,075,834, and a net loss of \$315,505 for the nine months ending September 30, 2003. PFSY's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, PFSY had an average daily trading volume of 5,307 shares.
- 4. Pharmaprint, Inc. ("PPRT") (CIK 935155) is a Delaware corporation located in Irvine, California with common stock registered with the Commission under Exchange Act Section 12(g). PPRT is delinquent in its periodic filings, having last filed a periodic report for the period ending December 31, 2000, and has a void status with the Secretary of State of Delaware. PPRT reported assets of \$1,413,304, liabilities of \$14,943,327, and a net loss of \$3,142,907 for the nine months ending December 31, 2000. PPRT's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, PPRT had an average daily trading volume of 6,573 shares.
- 5. Pinnacle Micro, Inc. ("PNLEQ") (CIK 904344) is a Delaware corporation located in Rancho Santa Margarita, California with common stock registered with the Commission under Exchange Act Section 12(g). PNLEQ is delinquent in its periodic filings, having last filed a periodic report for the period ending December 25, 1999, which places it in violation of a Commission order which, among other things, ordered that it cease and desist from future violations of Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder. *Pinnacle Micro, Inc., et al.*, Admin. Proc. No. 3-9473, Exchange Act Rel. No. 39194 (Oct. 3, 1997). PNLEQ also has a void status with the Secretary of State of Delaware. PNLEQ reported assets of \$4,275,000, liabilities of \$27,298,000, and a net loss of \$3,002,000 for the year ending December 25, 1999. On April 20, 2000, PNLEQ filed for bankruptcy under Chapter 11 in the United States Bankruptcy Court for the Central District of California. The bankruptcy proceeding closed on December 19, 2002. PNLEQ's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, PNLEQ had an average daily trading volume of 7,276 shares.

2

- 6. Sunrise Technologies International, Inc. ("SNRS") (CIK 846771) is a Delaware corporation located in Fremont, California with common stock registered with the Commission under Exchange Act Section 12. SNRS is delinquent in its periodic filings, having last filed a periodic report for the period ending September 30, 2001, and has a void status with the Secretary of State of Delaware. SNRS reported assets of \$18,863,000, liabilities of \$23,273,000, and a net loss of \$19,853,000 for the nine months ending September 30, 2001. On September 23, 2002, SNRS filed for bankruptcy under Chapter 7 in the United States Bankruptcy Court for the Northern District of California. The bankruptcy proceeding terminated on February 21, 2003. SNRS's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, SNRS had an average daily trading volume of 36,434 shares.
- 7. thehealthchannel.com, inc. ("THCH") (CIK 1042373) is a Delaware corporation located in Newport Beach, California with common stock registered with the Commission under Exchange Act Section 12(g). THCH is delinquent in its periodic filings, having last filed a periodic report for the period ending September 30, 2001, and has a void status with the Secretary of State of Delaware. THCH reported assets of \$46,260, liabilities of \$2,217,455, and a net loss of \$2,154,079 for the nine months ending September 30, 2001. THCH's common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending November 2, 2005, THCH had an average daily trading volume of 6,520 shares.

# B. <u>DELINQUENT PERIODIC FILINGS</u>

- 8. This case concerns seven companies with classes of securities registered with the Commission that are delinquent in their periodic reports with the Commission (*see* Chart of Delinquent Filings, attached hereto as Appendix 1). These registrants have the following facts in common. First, they have been delinquent in their periodic filing obligations with the Commission for at least 20 months. Second, all have registered securities that are quoted on the Pink Sheets. Third, they are located in the Western United States.
- 9. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers with classes of securities registered pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports (Forms 10-K or 10-KSB), and Rule 13a-13 requires issuers to file quarterly reports (Forms 10-Q or 10-QSB).
- 10. As a result of the foregoing, the Respondents failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder.

### III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors to institute public administrative proceedings to determine:

- A. Whether the allegations in Section II are true and, in connection therewith, to afford the Respondents an opportunity to establish any defenses to such allegations; and,
- B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of each class of securities of the Respondents identified in Section II registered pursuant to Section 12 of the Exchange Act.

## IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS FURTHER ORDERED that Respondents shall file Answers to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice [17 C.F.R. § 201.220].

If Respondents fail to file the directed Answers, or fail to appear at a hearing after being duly notified, the Respondents may be deemed in default and the proceedings may be determined against them upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice [17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f), and 201.310].

This Order shall be served forthwith upon Respondents personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision not later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Jonathan G. Katz Secretary

Attachment