

SEC NEWS DIGEST

Issue 2000-168

August 31, 2000

COMMISSION ANNOUNCEMENTS

MEDIA ADVISORY

News Conference to Announce Arrest of Student in Internet Stock Manipulation of Emulex

What: A news conference to announce civil and criminal securities fraud charges brought against a Southern California man for publishing a bogus news release concerning Emulex Corp. The defendant allegedly made nearly \$250,000 when the price of Emulex stock fell dramatically on Friday, August 25, 2000.

When: **TODAY**, Thursday, August 31, 2000 at 3:00 p.m. EDT

Who: U.S. Attorney Alejandro N. Mayorkas
FBI Assistant Director in Charge James V. DeSarno
SEC Pacific Regional Office Director Valerie Caproni

Where: U.S. Attorney's Office
U.S. Courthouse, 13th Floor
312 North Spring Street
Downtown, Los Angeles, CA

On-site contact: Thom Mrozek, 213.894.6947

(Press Rel. 2000-120)

CHAIRMAN TO TESTIFY ON AUDITOR INDEPENDENCE

Chairman Arthur Levitt will testify before the Senate Securities Subcommittee on September 19. The hearing where this testimony will be presented concerns SEC rulemaking relative to auditor independence and will begin at 9:30 AM in Room 538 of the Dirksen Senate Office Building.

COMMISSION MEETING

CLOSED MEETING – THURSDAY, SEPTEMBER 7, 2000

The subject matters of the closed meeting scheduled Thursday, September 7, 2000 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.

ENFORCEMENT PROCEEDINGS

INITIAL DECISION IN THE MATTER OF MICHAEL LAPP, ET AL.

On August 31, an administrative law judge issued an initial decision as to Respondent William Lucas in Administrative Proceeding No. 3-9144, In the Matter of Michael Lapp and William Lucas.

The law judge issued an Order Granting Motion for Partial Summary Disposition on March 29, 2000, based on Respondent Lucas's guilty plea and sentencing in district court arising from the same transactions that are the basis of this administrative proceeding. The law judge concluded that Respondent Lucas, using jurisdictional means, engaged in a scheme or artifice to defraud in willful violation 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 (72 SEC Docket 109, March 29, 2000).

Consequently, in the initial decision, Respondent Lucas was ordered to cease and desist from committing any violations or future violations of Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and to disgorge \$4,210.22, plus prejudgment interest. It was further ordered that Respondent Lucas be barred from participating in the offering of any penny stock, including acting as a promoter, finder, consultant, agent, or other person who engages in actions with a broker, dealer, or issuer for purposes of the issuance or trading of any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock. (Initial Decision Release No. 171, File No. 3-9144)

JUDGMENT ENTERED AGAINST DEFENDANT HULING IN PRIME BANK CASE

The Commission announced that on August 29, the Honorable Royce C. Lamberth of the United States District Court for the District of Columbia entered a Final Judgment of Permanent Injunction and Other Relief as to Defendant Edwin Earl Huling III in which

Huling, without admitting or denying the allegations against him, consented to be enjoined from violations of the broker-dealer registration provisions of Section 15 of the Securities Exchange Act of 1934, and the provisions of Sections 17(a)(2)-(3) of the Securities Act of 1933, and to pay a civil money penalty of \$15,000. The Commission's enforcement case against Defendant Lewis Allen Rivlin remains pending. See LR-16593 (June 15, 2000), LR-16389 (December 13, 1999), and LR-16179 (June 8, 1999). [SEC v. Lewis Allen Rivlin, Edwin Earl Huling III, and Alfred Huascar Velarde, as Defendants; and Z-Finance, S.A., Anthony P. Zioudas, Hedley Finance LTD., Christian Dante, and Chrysanthos Chrysostomou, as Relief Defendants, Civil Action No. 99-1455, RCL, U.S. District Court for the District of Columbia] (LR-16668)

INVESTMENT COMPANY ACT RELEASES

SECURITIES MANAGEMENT AND RESEARCH, INC., ET AL.

An order has been issued on an application filed by Securities Management and Research, Inc., et al. exempting applicants from Sections 12(d)(1)(A) and (B) and Section 17(a) of the Investment Company Act and permitting certain joint transactions under Section 17(d) of the Act and Rule 17d-1 under the Act. The order permits certain registered management investment companies to invest uninvested cash in an affiliated money market fund. (Rel. IC-24626 - August 29)

CIGNA FUNDS GROUP AND TIMESQUARE CAPITAL MANAGEMENT, INC.

An order has been issued on an application filed by CIGNA Funds Group and TimesSquare Capital Management, Inc. under Section 6(c) of the Investment Company Act exempting applicants from Section 15(a) of the Act and Rule 18f-2 under the Act. The order permits applicants to enter into and materially amend subadvisory agreements without shareholder approval. (Rel. IC-24627 - August 29)

HILLVIEW INVESTMENT TRUST II, ET AL.

An order has been issued on an application filed by Hillview Investment Trust II (Trust), Hillview Capital Advisors, LLC and CMS Concentrated Equity Fund, L.P. (Partnership) for an exemption from Section 17(a) of the Investment Company Act. The order permits the Partnership to transfer all of its assets to a corresponding new series of the Trust in exchange for shares of the new series. (Rel. IC-24628 - August 29)

AETNA LIFE INSURANCE AND ANNUITY COMPANY, ET AL.

A notice has been issued giving interested persons until September 19, 2000 to request a hearing on an application filed by Aetna Life Insurance and Annuity Company (ALIAC) and its Variable Annuity Account B, Aetna Insurance Company of America (AICA), and any other separate accounts of ALIAC or AICA that support in the future deferred variable

annuity contracts and certificates that are substantially similar in all material respects to the contracts described in the application (Applicants). Applicants seek an order under Section 6(c) of the Investment Company Act granting exemptions from the provisions of Sections 2(a)(32), 22(c) and 27(i)(2)(A) of the Act and Rule 22c-1 thereunder to permit the recapture of bonuses applied to purchase payments made under certain deferred variable annuity contracts and certificates. In addition, Applicants request that the order extend to any other National Association of Securities Dealers, Inc. member broker-dealer controlling or controlled by, or under common control with, ALIAC or AICA, whether existing or created in the future, that serves as a distributor or principal underwriter of such contracts. (Rel. IC-24629 - August 30)

SELF-REGULATORY ORGANIZATIONS

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change (SR-NASD-00-51) filed by the National Association of Securities Dealers under Rule 19b-4 of the Securities Exchange Act of 1934 to extend the Nasdaq International Service pilot program. Publication of the proposal is expected the Federal Register during the week of September 4, 2000. (Rel. 34-43218)

WITHDRAWALS

A notice has been issued giving interested persons until September 22, 2000, to comment on the application of RyperFeed Technologies, Inc., to withdraw its Common Stock, \$.001 par value, from listing and registration on the Pacific Exchange. (Rel. 34-43222)

DELISTINGS

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration American National Can Group, Inc., Common Stock, \$.01 par value. (Rel. 34-43223)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration McWhorter Technologies, Inc., Common Stock, \$.01 par value. (Rel. 34-43224)

An order has been issued granting the application of the New York Stock Exchange to strike from listing and registration Wynn's International, Inc., Common Stock, \$.01 par value. (Rel. 34-43225)

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

- S-1 VERIZON WIRELESS INC, 180 WASHINGTON VALLEY ROAD, BEDMINSTER, NJ
07921
(908) 306-7000 - \$5,000,000,000 COMMON STOCK. (FILE 333-44394 - AUG.
24)
(BR. 37 - NEW ISSUE)
- S-3 NEOPHARM INC, 100 CORPORATE NORTH, STE 215, BANNOCKBURN, IL 60015
(847) 295-8678 - 3,450,000 (\$69,000,000) COMMON STOCK. (FILE 333-44396
-
AUG. 24) (BR. 1)
- S-4 FISHER SCIENTIFIC INTERNATIONAL INC, LIBERTY LANE, HAMPTON, NH 03842
(603) 926-5911 - 23,809,925 (\$491,303,794) COMMON STOCK. (FILE 333-
44400 -
AUG. 24) (BR. 2)
- S-8 PROVIDENCE CAPITAL II INC, 735 BROAD STREET, SUITE 800, SUITE 800,
CHATTANOOGA, TN 37402 (423) -26-5-50 - 2,105,200 (\$7,999.76) COMMON
STOCK.
(FILE 333-44402 - AUG. 24) (BR. 9)
- S-1 COSMOZ COM INC/CA, 55 HAWTHORNE STREET, SUITE 550, SAN FRANCISCO, CA
94105 (415) 356-6800 - 40,763,635 (\$27,265,556) COMMON STOCK. (FILE
333-44406 - AUG. 24) (BR. 9)
- S-8 INTERSPEED INC, 39 HIGH STREET, NORTH ANDOVER, MA 01845 (978) 688-
6164
- 500,000 (\$5,848,162.81) COMMON STOCK. (FILE 333-44408 - AUG. 24)
(BR. 7)
- S-8 CELLULAR TECHNICAL SERVICES CO INC, 2401 FOURTH AVE, SUITE 808,
SEATTLE,
WA 98121 (206) 443-6400 - 265,000 (\$2,095,027.81) COMMON STOCK. (FILE
333-44410 - AUG. 24) (BR. 3)
- S-8 IMAX CORP, 2525 SPEAKMAN DRIVE, MISSISSAUGA L5K1B1, TORONTO ONTARIO,
A6

- M4Y1S (905) 403-6500 - 2,500,000 (\$66,718,750) COMMON STOCK. (FILE 333-44412 - AUG. 24) (BR. 5)
- S-8 ASTRO MED INC /NEW/, 600 E GREENWICH AVE, WEST WARWICK, RI 02893 (401) 828-4000 - 750,000 (\$3,750,000) COMMON STOCK. (FILE 333-44414 - AUG. 24) (BR. 3)
- S-8 KEYSTONE AUTOMOTIVE INDUSTRIES INC, 700 E BONITA AVE, POMONA, CA 91767 (909) 624-8041 - 1,100,000 (\$5,841,000) COMMON STOCK. (FILE 333-44416 - AUG. 24) (BR. 5)
- S-8 CRITICAL PATH INC, 320 FIRST STREET, SAN FRANCISCO, CA 94105 (415) 808-8800 - 185,316 (\$2,847,290) COMMON STOCK. (FILE 333-44418 - AUG. 24) (BR. 8)
- SB-2 GENETIC VECTORS INC, 2000 S DIXIE HIGHWAY, STE 100, MIAMI, FL 33133 (305) 859-7800 - 1,890,000 (\$10,668,140) COMMON STOCK. (FILE 333-44420 - AUG. 24) (BR. 9)
- S-8 MBNA CORP, 1100 N KING ST, C/O MBNA AMERICA BANK NA, WILMINGTON, DE 19884 (800) 362-6255 - 20,000,000 (\$670,000,000) COMMON STOCK. (FILE 333-44422 - AUG. 24) (BR. 7)
- S-8 INVERNESS MEDICAL TECHNOLOGY INC/DE, 200 PROSPECT STREET, WALTHAM, MA 02453 (781) 647-3900 - 600,000 (\$8,831,250) COMMON STOCK. (FILE 333-44424 - AUG. 24) (BR. 36)
- S-8 CONAGRA INC /DE/, ONE CONAGRA DR, OMAHA, NE 68102 (402) 595-4000 - 6,000,000 (\$118,860,000) COMMON STOCK. (FILE 333-44426 - AUG. 24) (BR. 4)
- S-8 OPNET TECHNOLOGIES INC, 3400 INTERNATIONAL DRIVE N.W., WASHINGTON, DC 20008 (202) 364-4700 - 4,658,701 (\$72,786,621) COMMON STOCK. (FILE 333-44430 - AUG. 24) (BR. 6)
- S-8 FAIRCHILD SEMICONDUCTOR INTERNATIONAL INC, 82 RUNNING HILL RD, SOUTH PORTLAND, ME 04106 (207) 775-8100 - 1,304,959 (\$50,084,326) COMMON STOCK. (FILE 333-44432 - AUG. 24) (BR. 5)
- S-8 CEC ENTERTAINMENT INC, PO BOX 152077, 4441 W AIRPORT FREEWAY, IRVING, TX 75015 (214) 258-8507 - 350,000 (\$10,259,375) COMMON STOCK. (FILE 333-44434 - AUG. 24) (BR. 5)
- S-8 NETWORK EQUIPMENT TECHNOLOGIES INC, 6500 PASEO PADRE PARKWAY, FREMONT, CA 94555 (510) 713-7300 - 4,450,657 (\$40,946,044) COMMON STOCK. (FILE 333-44436 - AUG. 24) (BR. 3)
- S-8 INDUS INTERNATIONAL INC, 60 SPEAR ST, SAN FRANCISCO, CA 94105

(415) 904-5000 - 3,500,000 (\$23,515,625) COMMON STOCK. (FILE 333-44438
 -
 AUG. 24) (BR. 3)

SB-2 HARTCOURT COMPANIES INC, 1198 EAST WILLOW STREET, LONG BEACH, CA
 90806
 (562) 426-9796 - 1,013,530 (\$12,503,821.80) COMMON STOCK. (FILE 333-
 44440
 - AUG. 24) (BR. 4)

SB-2 HARTCOURT COMPANIES INC, 1198 EAST WILLOW STREET, LONG BEACH, CA
 90806
 (562) 426-9796 - \$45,657,990.75 COMMON STOCK. (FILE 333-44442 - AUG.
 24)
 (BR. 4)

S-8 TESSA COMPLETE HEALTH CARE INC/GA, 138 ESCONDIDO AVENUE, SUITE 207,
 VISTA, CA 92084 (760) 643-3952 - 100,000 (\$20,000) COMMON STOCK. (FILE
 333-44444 - AUG. 24) (BR. 9)

S-8 ABOUT COM INC, 220 E 42ND ST, 24TH FL, NEW YORK, NY 10017 (212) 849-
 2000
 - 115,808 (\$1,189,571.73) COMMON STOCK. (FILE 333-44446 - AUG. 24)
 (BR. 3)

S-3 BERKSHIRE HATHAWAY INC, 1440 KIEWIT PLZ, OMAHA, NE 68131 (402) 346-
 1400
 - 2,529 (\$154,926,140) COMMON STOCK. (FILE 333-44448 - AUG. 24) (BR.
 1)

S-2 RADIANCE MEDICAL SYSTEMS INC /DE/, 13700 ALTON PARKWAY, STE 160,
 IRVINE,
 CA 92618 (949) 457-9546 - 3,278,150 (\$42,308,623) COMMON STOCK. (FILE
 333-44450 - AUG. 24) (BR. 5)

S-8 IASIAWORKS INC, 200 ALAMEDA DC LAS PULGAS, STE 125, SAN MATEO, CA
 94403
 (650) 524-1790 - 10,600,000 (\$71,868,000) COMMON STOCK. (FILE 333-
 44452 -
 AUG. 24) (BR. 7)

S-8 NETNATION COMMUNICATIONS INC, 555 WEST HASTINGS STREET,
 VANCOUVER B C V6B 4N6, CANADA, (604) 688-8946 - 2,000,000 (\$8,500,000)
 COMMON STOCK. (FILE 333-44454 - AUG. 24) (BR. 8)

S-3 DENTAL MEDICAL DIAGNOSTIC SYSTEMS INC, 200 N WESTLAKE BLVD SUITE
 202,
 PO BOX 74, WESTLAKE VILLAGE, CA 91362 (805) 381-2700 - 1,861,861
 (\$1,338,212.59) COMMON STOCK. (FILE 333-44456 - AUG. 24) (BR. 5)

S-3 IRWIN FINANCIAL CORPORATION, 500 WASHINGTON ST, PO BOX 929,
 COLUMBUS, IN
 47201 (812) 376-1020 - 4,370,000 (\$74,750,000) STRAIGHT BONDS. (FILE
 333-44458 - AUG. 24) (BR. 7)

S-3 OCEANEERING INTERNATIONAL INC, 11911 FM 529, HOUSTON, TX 77041
 (713) -32-9-45 (FILE 333-44460 - AUG. 25) (BR. 4)

S-8 PHARSIGHT CORP, 800 WEST EL CAMINO REAL, STE 200, PALO ALTO, CA
94040
(650) 314-3800 - 2,400,000 (\$20,775,000) COMMON STOCK. (FILE 333-44462

-
AUG. 25) (BR. 3)

S-8 LABRANCHE & CO INC, ONE EXCHANGE PLAZA, NEW YORK, NY 10006
(212) 820-0400 - 4,687,500 (\$109,881,375) COMMON STOCK. (FILE 333-

44464 -
AUG. 25) (BR. 7)