

SEC NEWS DIGEST

Issue 99-29

February 12, 1999

COMMISSION ANNOUNCEMENTS

COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. Meetings will be scheduled according to the requirements of agenda items under consideration.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, D.C. Visitors are welcome at all open meetings, insofar as space is available. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

Any member of the public who requires auxiliary aids such as a sign language interpreter or material on tape to attend a public meeting should contact Rochelle Franks, Office of Administrative and Personnel Management, to make arrangements. Ms. Franks can be reached at TTY number (202) 942-9558. If you are calling from a non-TTY number, please call the Relay Service at 1-800-877-8339.

CLOSED MEETING - THURSDAY, FEBRUARY 18, 1999 - 11:00 A.M.

The subject matter of the closed meeting scheduled for Thursday, February 18, at 11:00 a.m., will be: Institution and settlement of administrative proceedings of an enforcement nature; Institution and settlement of injunctive actions; Formal order of investigation; and Opinions.

OPEN MEETING - FRIDAY, FEBRUARY 19, 1999 - 10:00 A.M.

The subject matter of the open meeting scheduled for Friday, February 19, at 10:00 a.m., will be:

- 1) Consideration of whether to adopt revisions to Rule 701 of the Securities Act to remove the \$5 million aggregate offering price ceiling and set the maximum amount of securities that may be sold in a 12-month period to a more appropriate limit based upon the size of

the issuer. The revised rule also would require specific disclosure from all issuers that sell more than \$5 million in a 12-month period and harmonize the definition of consultant and advisor to the definition in Form S-8. For further information, please contact Richard K. Wulff at (202) 942-2950.

- 2) Consideration of whether to adopt amendments to Securities Act Form S-8, the streamlined form companies use to register sales of securities to their employees, and Securities Act Form S-3. The amendments would: (a) restrict the use of Form S-8 for the sale of securities to consultants and advisors; (b) allow Form S-8 to be used for the exercise of employee benefit plan stock options by family members of employee optionees; and (c) make Form S-3 available to register securities to be received upon the exercise of outstanding warrants and options, whether or not transferable. The Commission also will consider proposing further amendments to Form S-8 designed to deter abuse of that form to register securities for capital-raising or promotional purposes. For further information, please contact Anne Krauskopf at (202) 942-2900.
- 3) Consideration of whether to repropose amendments to Rule 15c2-11 under the Securities Exchange Act of 1934. Rule 15c2-11 governs the publication of quotations by broker-dealers for over-the-counter securities. For further information contact: Irene A. Halpin or Florence E. Harmon at (202) 942-0772.

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

RANDY DEPOISTER BARRED FROM THE SECURITIES INDUSTRY

Randy Depoister has been barred from working in the securities industry. This sanction was imposed in an administrative proceeding before an administrative law judge.

Depoister, of Chicago, Illinois, had served a prison term following his 1995 conviction for mail fraud, wire fraud, money laundering and causing the interstate transportation of property obtained by fraud. He had also been enjoined from violating the antifraud and other provisions of the federal securities laws. The criminal and civil proceedings were based on Depoister's offer and sale of unsecured promissory notes in Jarco, Inc. (Jarco) to eighteen investors. He had knowingly misrepresented and omitted to state material facts regarding the returns, duration, risks, safety and true nature of the investment, his own investment in Jarco and his conversion of

\$90,200 raised from investors for his own use.

Depoister declined to defend the proceeding, stating he had decided not to oppose being barred. Accordingly, the law judge declared him in default, and based on his criminal conviction and civil injunction, barred him from the securities industry. The law judge stated that his misconduct by its nature flows across various security professions, was clearly egregious, and requires a comprehensive response to protect the public. (Rel. 34-41031; IA-1788; File No. 3-9728)

CEASE AND DESIST ORDER ENTERED AGAINST STEPHEN MCERLAIN

On February 11, the Commission issued an Order pursuant to Section 21C of the Securities Exchange Act of 1934 (Exchange Act) against Stephen J. McErlain (McErlain), requiring him to cease and desist from committing or causing any violations of, or future violations of, the beneficial ownership reporting provisions, Section 16(a) of the Exchange Act and Rules 16a-2 and 16a-3 thereunder. McErlain was a Vice President of Unidigital, Inc. (Unidigital) from its inception until June 1, 1996, and served as a director of Unidigital until July 15, 1996, and is a beneficial owner of more than ten percent of the equity securities of Unidigital. The shares of Unidigital are listed on the NASDAQ National Market System (NASDAQ).

McErlain, without admitting or denying the allegations in the Commission's Order, consented to the entry of the Order finding that: (1) he failed to timely file a Form 5, resulting in a delinquency of more than one year and two months, and for periods ranging from two weeks to seven months, McErlain was delinquent in filing five Forms 4. The value of McErlain's stock transactions reported in late Form 4 filings for Unidigital is approximately \$587,730. (Rel. 34-41042; File No. 3-9827)

COMMISSION ORDERS MICRO COMPONENT TECHNOLOGY, INC. AND FOUR FORMER EMPLOYEES TO CEASE AND DESIST FROM VIOLATING THE FEDERAL SECURITIES LAWS AND BARS THE COMPANY'S FORMER CHIEF FINANCIAL OFFICER FROM APPEARING OR PRACTICING BEFORE THE COMMISSION FOR THREE YEARS

On February 11, the Commission instituted a settled administrative proceeding against Micro Component Technology, Inc. (MCT), a Minnesota corporation that designs, manufactures, markets and services automatic test equipment for the semiconductor industry, and four former officers or employees of the company, for engaging in improper revenue recognition and other improper accounting practices. According to the Commission's order, these improper accounting practices resulted in the issuance of materially overstated financial results contained in MCT's 1993 Registration Statement and its first and second quarterly reports for its 1994 fiscal year. The improper accounting practices included: the recording of sales revenue, when, in fact, MCT products were shipped with rights of return or other terms that did not permit revenue recognition; the recording of revenue upon shipment of MCT's product without customer authorization; and the failure to record and improper recording of certain expenses.

The Commission's order finds that MCT's improper recording of certain sales and expenses caused the company to materially overstate its revenue and net income. In connection with the company's initial public offering in 1993, MCT filed a registration statement that materially overstated MCT's net income for its fiscal year by ninety-eight percent. In addition, MCT materially overstated its net income in its first two quarterly reports filed for fiscal 1994. In those quarterly reports, MCT reported net income of \$75,000 and \$686,000, respectively, when it should have reported losses of approximately \$2 million for each quarter.

According to the order, Duane Wille (Wille), MCT's former chief financial officer, violated the antifraud provisions of the federal securities laws by reviewing and signing certain financial statements at a time when he knew, or was reckless in not knowing, that those financial statements were materially misstated. The order specifically finds that Wille knew that MCT had entered into certain sales contracts which contained rights of return or other terms that precluded the recording of revenue under generally accepted accounting principles. Wille nevertheless improperly permitted the recording of that revenue. In addition, the order finds that in two instances, Wille directed the improper recording of a material amount of expenses.

The order also finds that Steve Turner (Turner), MCT's former Vice President of Sales and Marketing, violated the antifraud provisions of the federal securities laws by creating two sham transactions in which Turner falsely claimed that potential customers had agreed to purchase MCT product. In one such sham transaction, Turner directed that an MCT tester be sent to MCT's sales office in San Jose without customer authorization. In another sham transaction, Turner falsely claimed that another customer had agreed to purchase a demonstration unit located in the sales office. Turner also negotiated three other material transactions that contained rights of return or other terms that Turner knew, or was reckless in not knowing, would preclude the recording of revenue.

The order finds that Jeff Stewart (Stewart), MCT's former Controller, prepared MCT's quarterly financial statements for the second quarter of MCT's 1994 fiscal year and knew, or should have known, that these statements were materially overstated. Earlier in the quarter, Stewart had, at the direction of Wille, recorded a material expense in a manner that he knew was improper. Stewart had also discovered that MCT recorded a material sales transaction that contained a right of return, a term which he knew precluded the recording of revenue.

The order finds that Daniel J. Hill (Hill), MCT's former President, CEO and Chairman, was on notice that MCT's internal controls were inadequate and had instructed Wille to review and improve the company's internal controls. By November 1993, Hill knew that Wille had taken no action. Further, Hill was told by MCT's auditors that Wille lacked sufficient technical expertise with respect to knowing whether something should be recorded. Despite these red flags, Hill

failed to remove Wille from his accounting responsibilities and failed to take corrective steps. Wille continued to oversee the drafting of MCT's quarterly financial statements for the second quarter of MCT's 1994 fiscal year.

Without admitting or denying the findings of the Commission, each of the respondents has consented to the entry of the Commission's Order. The order directs that MCT cease and desist from committing violations of Sections 13(a) and 13(b)(2)(A) and (B) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 13a-13 and 12b-20 thereunder. The order directs that Wille and Turner each cease and desist from committing violations of 17(a) of the Securities Act of 1933 and Sections 10(b) and 13(b)(5) of the Exchange Act and Rules 10b-5 and 13b2-1 thereunder. The order further directs that Wille and Turner disgorge \$20,000 each, representing executive bonuses awarded to each in connection with the successful completion of MCT's IPO. In addition, the order bars Wille from appearing or practicing before the Commission for three years. The order directs that Stewart cease and desist from committing violations of Exchange Act Rule 13b2-1 and causing violations of Sections 13(a) and 13(b)(2)(A) and (B) of the Exchange Act and Rules 13a-13 and 12b-20 thereunder. Finally, the order directs Hill to cease and desist from causing violations of Section 13(b)(2)(A) and (B) of the Exchange Act. (Rel. 33-7639; 34-41043; AAE Rel. 1109; File No. 3-9828)

INVESTMENT COMPANY ACT RELEASES

THE LINCOLN NATIONAL LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 26(b) of the Investment Company Act to The Lincoln National Life Insurance Company (Lincoln National), Lincoln Life & Annuity Company of New York (LLANY), Lincoln National Variable Annuity Account L (Lincoln National Account L) and Lincoln Life & Annuity Variable Annuity Account L (together with Lincoln National Account L, the Accounts) approving the substitution of securities issued by certain management investment companies and held by the Accounts to support certain group variable annuity contracts issued by Lincoln National and LLANY. (Rel. IC-23687 - February 10)

THE INFINITY MUTUAL FUNDS, INC., ET AL.

A notice has been issued giving interested persons until March 8, 1999, to request a hearing on an application filed by The Infinity Mutual Funds, Inc., et al. for an order under Sections 6(c) and 17(b) of the Investment Company Act that would grant an exemption from Section 17(a) of the Act and under Rule 17d-1 to permit certain joint transactions. The order would permit certain registered investment companies (a) to pay BISYS Fund Services Limited Partnership and certain of its affiliated persons fees for acting as

lending agent with respect to a securities lending program (Program); (b) to lend portfolio securities to affiliated broker-dealers; (c) to deposit the cash collateral received in connection with the Program and other uninvested cash in one or more joint trading accounts; and (d) to use cash collateral received in connection with the Program to purchase shares of an affiliated private investment company. (Rel. IC-23688 - February 10)

AMERICAN SKANDIA LIFE ASSURANCE CORPORATION, ET AL.

A notice has been issued giving interested persons until March 5, 1999, to request a hearing on an application filed by American Skandia Life Assurance Corporation, American Skandia Life Assurance Corporation Variable Account B (Class 1), American Skandia Life Assurance Corporation Variable Account B (Class 2), American Skandia Life Assurance Corporation Variable Account B (Class 3) and American Skandia Marketing, Incorporated seeking an order pursuant to Section 26(b) of the Investment Company Act (Act) approving certain proposed substitutions of securities, and pursuant to Section 17(b) of the Act exempting related transactions from Section 17(a) of the Act. (Rel. IC-23689 - February 10)

ZWEIG/GLASER ADVISERS, ET AL.

A notice has been issued giving interested persons until March 4, 1999, to request a hearing on an application filed by Zweig/Glaser Advisers and Zweig Advisors Inc. for an order under Section 6(c) of the Investment Company Act exempting applicants from Section 15(a) of the Act. The order would permit the implementation, without prior shareholder approval, of certain new sub-advisory agreements (New Agreements) in connection with the acquisition of applicants by Phoenix Investment Partners, Ltd. (Acquisition). The order would cover a period of up to 150 days following the later of: (i) the date on which the Acquisition is consummated, or (ii) the date on which the requested order is issued (but in no event later than July 23, 1999) (Interim Period). The order also would permit applicants to receive all fees earned under the New Agreements during the Interim Period following shareholder approval. (Rel. IC-23690 - February 11)

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.

F-6 PRIMACOM AG /ADR/, ONE WALL ST, NEW YORK, NY 10286 - 50,000,000
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK (FILE 333-9870 -
FEB. 01) (BR 99 - NEW ISSUE)

S-8 CANADIAN IMPERIAL BANK OF COMMERCE (000) 000-0000 - 3,000,000
(\$74,730,000) FOREIGN COMMON STOCK. (FILE 333-9874 - FEB. 03) (BR 7)

S-8 CRYSTALLEX INTERNATIONAL CORP, 700 W PENDER ST, STE 902,
VANCOUVER BRITISH COLUMBIA, A1 (604) 683-0672 - 1,912,500 (\$1,348,447.38)
FOREIGN COMMON STOCK. (FILE 333-9876 - FEB 03) (BR. 4)

F-6 NEDCOR LTD /ADR/, 60 WALL STREET, NEW YORK, NY 10017 - 20,000,000
(\$1,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-9878 -
FEB. 03) (BR 99)

S-8 LAIDLAW INC, 3221 N SERVICE RD, P O BOX 5028, BURLINGTON ONTARIO C, A6
L7R 3 (905) 336-1800 - 100,000 (\$909,370) FOREIGN COMMON STOCK. (FILE
333-9880 - FEB. 04) (BR. 5)

S-8 LAIDLAW INC, 3221 N SERVICE RD, P O BOX 5028, BURLINGTON ONTARIO C, A6
L7R 3 (905) 336-1800 - 7,500,000 (\$68,202,750) FOREIGN COMMON STOCK
(FILE 333-9882 - FEB 04) (BR. 5)

S-8 MSB FINANCIAL INC, 107 N PARK ST, MARSHALL, MI 49068 (616) 781-5103 -
67,848 (\$1,090,557.33) COMMON STOCK. (FILE 333-71837 - FEB 05) (BR 7)

S-8 LEE SARA CORP, THREE FIRST NATIONAL PLZ, STE 4600, CHICAGO, IL 60602
(312) 726-2600 - 60,000,000 (\$1,441,800,000) COMMON STOCK 10,000,000
(\$10,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-71839 -
FEB 05) (BR 4)

S-8 COLONIAL BANCGROUP INC, ONE COMMERCE ST STE 800, P O BOX 1108,
MONTGOMERY, AL 36104 (334) 240-5000 - 2,000,000 (\$23,375,000) COMMON STOCK
(FILE 333-71841 - FEB 05) (BR. 7)

S-3 BONE CARE INTERNATIONAL INC, ONE SCIENCE CT, MADISON, WI 53711
(608) 274-2663 - 50,000 (\$558,504) COMMON STOCK (FILE 333-71845 -
FEB 05) (BR 1)

S-8 CNH HOLDINGS CO, P O. BOX 832, SUITE 3235, KILGORE, TX 75663
(903) 984-6425 - 1,000,000 (\$1,000,000) COMMON STOCK (FILE 333-71847 -
FEB 05) (BR 3)

S-8 ALGOS PHARMACEUTICAL CORP, 4900 ROUTE 33, NEPTUNE, NJ 07753
(908) 938-5959 - 800,000 (\$23,329,974.25) COMMON STOCK (FILE 333-71851 -
FEB 05) (BR 1)

S-1 NORTH COAST ENERGY INC / DE/, 1993 CASE PKWY, STE 320, TWINSBURG, OH
44087 (330) 425-2330 - 21,647,847 (\$13,638,143.61) COMMON STOCK. (FILE
333-71855 - FEB. 05) (BR. 4)

S-8 STONE & WEBSTER INC, 245 SUMMER STREET, BOSTON, MA 02210 (617) 589-5111
- 980,777 (\$30,708,127 87) COMMON STOCK. (FILE 333-71857 - FEB 05)
(BR 6)

S-4 BIG FLOWER PRESS HOLDINGS INC /PRED/, 3 E 54TH ST, 19TH FLR, NEW YORK,
NY 10022 (212) 521-1600 - 250,000,000 (\$256,250,000) STRAIGHT BONDS
(FILE 333-71859 - FEB 05) (BR 5)

S-8 AMERICAN REALTY TRUST INC, 10670 N CENTRAL EXPRESSWAY, STE 300, DALLAS,
TX 75231 (214) 692-4700 - 40,000 (\$657,600) COMMON STOCK (FILE 333-71861
- FEB. 05) (BR. 8)

S-3 CMGI INC, 100 BRICKSTONE SQUARE, STE B110, ANDOVER, MA 01810
(978) 684-3600 - 1,932,560 (\$243,019,420) COMMON STOCK (FILE 333-71863 -
FEB. 05) (BR 2)

S-8 E TEK DYNAMICS INC, 1885 LUNDY AVE, SAN JOSE, CA 95131 - 11,568,769
(\$232,372,397) COMMON STOCK (FILE 333-71865 - FEB 05) (BR. 5)

S-8 BANKBOSTON CORP, 100 FEDERAL ST, BOSTON, MA 02110 (617) 434-2200 -
8,200,000 (\$291,612,500) COMMON STOCK. (FILE 333-71867 - FEB 05) (BR 7)

S-8 S3 INC, 2801 MISSION COLLEGE BLVD, SANTA CLARA, CA 95052 (415) 588-8000
- 6,180,776 (\$49,832,506) COMMON STOCK (FILE 333-71869 - FEB. 05)
(BR. 3)

S-4 ANCHOR FINANCIAL CORP, 2002 OAK ST, MYRTLE BEACH, SC 29577
(803) 448-1411 - 95,140 (\$16,155,723.40) COMMON STOCK. (FILE 333-71871 -
FEB 05) (BR. 7)

S-8 LEVEL ONE COMMUNICATIONS INC /CA/, 9750 GOETHE RD, SACRAMENTO, CA 95627
(916) 855-5000 - 486,088 (\$131,243.76) COMMON STOCK. (FILE 333-71873 -
FEB. 05) (BR 5)

SB-2 U S TRUCKING INC, 10602 TIMBERWOOD CIRCLE, SUITE 9, LOUISVILLE, KY 40223
(502) 339-4000 - 1,166,667 (\$6,562,502) COMMON STOCK (FILE 333-71875 -
FEB. 05) (BR 9)

S-8 SUMMIT BANCORP/NJ/, 301 CARNEGIE CENTER, P O BOX 2066, PRINCETON, NJ
08543 (609) 987-3200 - 7,000,000 (\$268,170,000) COMMON STOCK. (FILE
333-71877 - FEB. 05) (BR. 7)

S-8 ALEXION PHARMACEUTICALS INC, 25 SCIENCE PARK, STE 360, NEW HAVEN, CT
06511 (203) 776-1790 - 1,300,000 (\$17,387,500) COMMON STOCK (FILE
333-71879 - FEB 05) (BR 1)

S-8 ATMEL CORP, 2325 ORCHARD PKWY, SAN JOSE, CA 95131 (408) 441-0311 -
2,500,000 (\$37,525,000) COMMON STOCK. (FILE 333-71881 - FEB. 05) (BR. 5)

S-3 GALAGEN INC, 1275 RED FOX ROAD, M-S 7420, ARDEN HILLS, MN 55112
(651) 634-4240 - 318,800 (\$761,932) COMMON STOCK (FILE 333-71883 -
FEB 05) (BR. 1)

S-8 PRODUCERS ENTERTAINMENT GROUP LTD, 575 WILSHIRE BLVD, PENTHOUSE ONE,
LOS ANGELES, CA 90036 (323) 634-8634 - 300,000 (\$150,000) COMMON STOCK
(FILE 333-71885 - FEB 05) (BR 5)

S-3 SOFTNET SYSTEMS INC, 520 LOGUE AVE, MOUNTIAN VIEW, CA 94043
(650) 965-3700 - 1,717,587 (\$28,984,281) COMMON STOCK (FILE 333-71887 -
FEB 05) (BR 7)

S 3 FIRST USA CREDIT CARD MASTER TRUST, 201 NORTH WALNUT ST,
C/O FIRST USA BANK, WILMINGTON, DE 19801 (302) 594-4117 - 1,000,000
(\$1,000,000) EQUIPMENT TRUST CERTIFICATES (FILE 333-71889 - FEB 05)
(BR 8)

S-8 PRODUCERS ENTERTAINMENT GROUP LTD, 575 WILSHIRE BLVD, PENTHOUSE ONE,
LOS ANGELES, CA 90036 (323) 634-8634 - 2,000,000 (\$4,200,000) COMMON STOCK
(FILE 333-71891 - FEB 05) (BR. 5)

S-1 NETOBJECTS INC, 301 GALVESTON DRIVE, STE 250, REDWOOD CITY, CA 94063
(650) 482-3200 - \$70,000,000 COMMON STOCK (FILE 333-71893 - FEB. 05)

S-3 CYBERCASH INC, 2100 RESTON PARKWAY, 3RD FLOOR, RESTON, VA 20191
(703) 620-4200 - 2,301,586 (\$34,730,932 74) COMMON STOCK (FILE 333-71895
- FEB 05) (BR 3)

S-4 SPEEDFAM INTERNATIONAL INC, 305 NORTH 54TH STREET, CHANDLER, AZ 85226
(602) 705-2100 - 13,046,200 (\$253,592,036) COMMON STOCK. (FILE 333-71897 -
FEB 05) (BR 5)

S-8 DELPHI AUTOMOTIVE SYSTEMS CORP, 5725 DELPHI DRIVE, TROY, MI 48098
(248) 447-1500 - 151,760 (\$2,579,920) COMMON STOCK (FILE 333-71899 -
FEB 05) (BR 5)

S-3 IAT MULTIMEDIA INC, GESCHAFTSHAUS WASSERSCHLOSS, AARESTRASSE 17 CH 5300,
VOGELSSANG TURGI SWITZERLAND, V8 10022 - 1,629,503 (\$13,850,775 50)
COMMON STOCK. (FILE 333-71901 - FEB. 05) (BR. 3)

S-8 LINENS N THINGS INC, 6 BRIGHTON RD, CLIFTON, NJ 07015 (973) 778-1300 -
75,000 (\$2,667,187 50) COMMON STOCK. (FILE 333-71903 - FEB 05) (BR. 2)

S-8 LEVEL ONE COMMUNICATIONS INC /CA/, 9750 GOETHE RD, SACRAMENTO, CA 95627
(916) 855-5000 - 1,750,000 (\$69,125,000) COMMON STOCK (FILE 333-71905 -
FEB. 05) (BR 5)

S-3 EGGHEAD COM INC, 22705 EAST MISSION, LIBERTY LAKE, WA 99019
(509) 922-7031 - 5,520,000 (\$89,037,600) COMMON STOCK (FILE 333-71907 -
FEB. 05) (BR 3)

S-1 FLYCAST COMMUNICATIONS CORP, 181 FREMONT STREET SUITE 120,
SAN FRANCISCO, CA 94105 (415) 977-1000 - \$40,250,000 COMMON STOCK (FILE
333-71909 - FEB. 05) (NEW ISSUE)

S-3 ISIS PHARMACEUTICALS INC, 2292 FARADAY AVE, CARLSBAD, CA 92008
(619) 931-9200 - 4,000,000 (\$53,000,000) COMMON STOCK (FILE 333-71911 -
FEB. 05) (BR. 1)

S-8 SECURE COMPUTING CORP, ONE ALMADEN BLVD, STE 400, SAN JOSE, CA 95113
(612) 628-2700 - 2,500,000 (\$36,946,705) COMMON STOCK. (FILE 333-71913 -
FEB. 05) (BR. 3)

S-3 SCM MICROSYSTEMS INC, 160 KNOWLES DRIVE, LOS GATOS, CA 95030
(408) 370-4888 - 827,792 (\$61,695,337 46) COMMON STOCK (FILE 333-71915 -
FEB 05) (BR 3)

S-8 MCKESSON HBOC INC, ONE POST ST, MCKESSON PLAZA, SAN FRANCISCO, CA 94104
(415) 983-8300 - 700,000 (\$47,337,500) COMMON STOCK (FILE 333-71917 -
FEB 05) (BR 1)

S-1 NET PERCEPTIONS INC, 7901 FLYING CLOUD DR, MINNEAPOLIS, MN 55344
(612) 903-1270 - \$40,000,000 COMMON STOCK (FILE 333-71919 - FEB 05)
(NEW ISSUE)

S-1 EXTREME NETWORKS INC, 10460 BANDLEY DRIVE, CUPERTINO, CA 95014
(408) 342-0999 - \$51,750,000 COMMON STOCK (FILE 333-71921 - FEB 05)
(NEW ISSUE)

S-8 HNC SOFTWARE INC/DE, 5930 CORNERSTONE CT W, SAN DIEGO, CA 92121
(619) 546-8877 - 1,100,532 (\$29,439,848) COMMON STOCK (FILE 333-71923 -
FEB. 05) (BR 3)

S-4 ARCHIBALD CANDY CORP, 1137 W JACKSON BLVD, CHICAGO, IL 60607
(312) 243-2700 - 30,000,000 (\$30,000,000) STRAIGHT BONDS (FILE 333-71925
- FEB 05) (BR 4)

S-3 MERRILL LYNCH MUNICIPAL ABS INC, WORLD FINANCIAL CENTER,
NORTH TOWER 9TH FLR, NEW YORK, NY 10281 (212) 449-9938 - 1,000,000
(\$1,000,000) PASS-THROUGH MORTGAGE-BACKED CERTIFICATE (FILE 333-71927 -
FEB 05) (BR. 8)

S-3 LAMAR ADVERTISING CO, 5551 CORPORATE BLVD, BATON ROUGE, LA 70808
(504) 926-1000 (FILE 333-71929 - FEB 05) (BR. 2)

S-8 TRANS ENERGY INC, 210 SECOND ST, PO BOX 393, ST MARYS, WV 26170
(304) 684-7053 - 50,000 (\$37,500) COMMON STOCK (FILE 333-71931 - FEB 08)
(BR 4)

S-4 CENTRACAN INC, 4255 ROUTE 9 SUITE D, FREEHOLD, NJ 07728 (732) 409-1212
- 12,200,000 (\$41,175,000) COMMON STOCK (FILE 333-71935 - FEB 08)
(NEW ISSUE)

S-1 IXL ENTERPRISES INC, 1888 EMERY STREET, ATLANTA, GA 30318 (404) 267-3800
- \$86,250,000 COMMON STOCK. (FILE 333-71937 - FEB 08)

S-1 AMERICAN TOWER CORP /MA/, 116 HUNTINGTON AVE, BOSTON, MA 02116
(617) 375-7500 - 500,000 (\$12,765,000) COMMON STOCK (FILE 333-71939 -
FEB 08) (BR 7)

S-3 AFFILIATED COMPUTER SERVICES INC, 2828 N HASKELL AVE, PO BOX 219002,
DALLAS, TX 75221 (214) 841-6111 - 4,025,000 (\$197,386,000) COMMON STOCK
(FILE 333-71941 - FEB 08) (BR. 3)

RECENT 8-K FILINGS

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 <public info @ sec> 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		
AIMCO PROPERTIES LP	MD				X	X					11/02/98	AMEND
AIMCO PROPERTIES LP	MD				X	X					12/21/98	AMEND
AIRPLANES LTD					X						02/11/99	
AIRPLANES US TRUST	DE				X						02/11/99	
ALPINE GROUP INC /DE/	DE					X					11/27/98	
AMERICA ONLINE INC	DE				X	X					02/01/99	
AMERICA SERVICE GROUP INC /DE	DE		X			X					01/26/99	
AMERICAN EDUCATION CORPORATION	CO				X						12/01/98	AMEND
AMERICAN RESIDENTIAL SERVICES INC	DE		X			X					11/25/98	AMEND
APARTMENT INVESTMENT & MANAGEMENT C	MD				X	X					11/02/98	AMEND
o												
APARTMENT INVESTMENT & MANAGEMENT C	MD				X	X					12/21/98	AMEND
o												
APARTMENT INVESTMENT & MANAGEMENT C	MD				X	X					01/21/99	
o												
APPLEBEES INTERNATIONAL INC	DE				X						02/10/99	
AQUAGENIX INC/DE	DE				X						02/01/99	
ARETE INDUSTRIES INC	CO						X				02/10/99	
ARONEX PHARMACEUTICALS INC	DE					X					11/12/98	AMEND
ASPEC TECHNOLOGY INC	DE				X	X					02/10/99	
ASSET SECURITIZATION CORP COM MOR P	NY				X						12/11/98	
AS THR CER SER 1997 MDV11												
ASSET SECURITIZATION CORP COMM MOR	NY				X						12/11/98	
PASS THR CER 1996-MD VI												
ASSET SECURITIZATION CORP COMM MORT	NY				X						12/11/98	
PASS THR CER SER 1997-D4												
ASSET SECURITIZATION CORP SERIES 19	DE				X						12/11/98	
97-D5												
ASV INC /MN/	MN	X				X					01/29/99	
ATRIX LABORATORIES INC	DE					X					11/24/98	AMEND
BARON CAPITAL TRUST	DE		X								02/11/99	
BIKERS DREAM INC	CA				X	X					02/08/99	
BISCAYNE APPAREL INC /FL/	FL		X	X							02/12/99	
BLIMPIE INTERNATIONAL INC	NJ				X	X					02/10/99	
BORG WARNER AUTOMOTIVE INC	DE					X					02/10/99	AMEND
BOSTON LIFE SCIENCES INC /DE	DE				X	X					02/05/99	

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		1	2	3	4	5	6	7	8	9		
BOYDS WHEELS INC	CA		X				X				01/27/99	
BPI PACKAGING TECHNOLOGIES INC	DE	X			X	X					01/27/99	
BRIDGE BANCORP INC	NY				X						01/31/99	
BUILDING ONE SERVICES CORP	DE				X	X					02/08/99	
CAPCO AMERICA SEC CORP COMM MORT PA SS THRU CERT SER 1998-D7	DE				X						12/11/98	
CARDIMA INC	DE				X	X					02/05/99	
CARLISLE COMPANIES INC	DE	X					X				01/28/98	
CATERPILLAR FINANCIAL FUNDING CORP	NV	X									12/28/98	
CATERPILLAR FINANCIAL FUNDING CORP	NV	X									12/28/98	
CENDANT CORP	DE				X	X					02/10/99	
CFI PROSERVICES INC	OR	X									01/26/99	
CHASE MORTGAGE FINANCE CORP	DE				X	X					02/10/99	
CHUBB CORP	NJ				X	X					02/06/99	
CIGNA CORP	DE				X	X					02/09/99	
CLEVELAND CLIFFS INC	OH				X	X					01/21/99	
CODORUS VALLEY BANCORP INC	PA		X								02/10/99	
COFFEE PEOPLE INC	OR				X	X					02/08/99	
COLUMBIA ENERGY GROUP	DE				X						02/11/99	
COMMONWEALTH EDISON CO	IL				X						02/10/99	
COMPUTER POWER INC	NJ	X									01/27/99	
COOPER LIFE SCIENCES INC	DE	X					X				01/04/99	AMEND
CORPORATE PROPERTY ASSOCIATES 14 IN C	MD						X				12/28/98	AMEND
COYOTE SPORTS INC	NV				X	X					02/02/99	
CRESTLINE CAPITAL CORP	MD				X						01/21/99	
CRIIMI MAE FINANCIAL CORP	MD				X						02/15/99	
CSI COMPUTER SPECIALISTS INC	DE		X								02/04/99	
CVS CORP	DE						X				02/11/99	
CWMBS INC ASSET SEC TRUST 1998-A7	DE				X	X					11/25/98	
CWMBS INC MORTGAGE PASS THRU CERTIF ICATES SERIES 1998-A	DE				X	X					11/25/98	
CWMBS INC RESIDENTIAL ASSET SECURIT IZATION TRUST 1998-A2	DE				X	X					11/25/98	
CWMBS INC RESIDENTIAL ASSET SECURIT IZATION TRUST 1998-A3	DE				X	X					11/25/98	
CYCOMM INTERNATIONAL INC	WY				X						02/04/99	
DAILY JOURNAL CORP	SC	X				X					01/27/99	
DAISYTEK INTERNATIONAL CORPORATION /DE/	DE				X	X					02/03/99	
DECISIONONE CORP /DE							X				01/26/99	
DECISIONONE HOLDINGS CORP	DE						X				01/26/99	
DELTA FUNDING HOME EQUITY LOAN TRUS T 1998-4	NY				X	X					01/15/99	
DELTA MILLS INC	DE				X						02/08/99	
DELTA WOODSIDE INDUSTRIES INC /SC/	SC				X						02/08/99	
DERMA SCIENCES INC	PA	X				X					10/29/98	AMEND
DEUTSCHE MORTGAGE & ASSET RECEIVING CORP	DE				X	X					02/09/99	
DIEDRICH COFFEE INC	CA				X	X					02/08/99	
DIGITAL BIOMETRICS INC	DE				X						02/10/99	
DISCOVER CARD MASTER TRUST I	DE				X	X					02/09/99	
DT INDUSTRIES INC	DE				X						02/11/99	
DUKE ENERGY CORP	NC				X	X					02/09/99	
ENTREMED INC	DE				X	X					02/09/99	
FALCON BUILDING PRODUCTS INC	DE				X	X					01/22/99	
FEDERAL REALTY INVESTMENT TRUST	DC				X	X					12/31/98	
FINET HOLDINGS CORP	DE		X								01/15/99	
FIRST AMERICAN FINANCIAL CORP	CA				X	X					02/09/99	
FIRST BOSTON MORTGAGE SEC CORP CON MOR PAS THR CER SR 1992-3	DE				X	X					08/25/92	

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		1	2	3	4	5	6	7	8	9		
FIRST BOSTON MORTGAGE SEC CORP CON MOR PAS THR CER SR 1992-5	DE				X	X					01/25/93	
FIRST BOSTON MORTGAGE SEC CORP CON MOR PAS THR CER SR 1993-1	DE				X	X					04/26/93	
FIRST FINANCIAL BANKSHARES INC	TX				X						02/10/99	
FIRST USA CREDIT CARD MASTER TRUST	DE				X	X					02/10/99	
FISCHER WATT GOLD CO INC	NV				X	X					02/04/99	
FOREST CITY ENTERPRISES INC	OH				X						02/11/99	
FRESH FOODS INC	NC				X	X					02/10/99	
GOODNOISE CORP			X				X				01/31/99	
GREEN TREE FINANCIAL CORP	MN				X	X					12/30/98	
GROVE PROPERTY TRUST	MD					X					12/02/98	AMEND
GUIDANT CORP	IN						X				02/11/99	
HALIS INC	GA				X	X					02/05/99	
HARMONY HOLDINGS INC	DE				X	X					02/10/99	
HARRAHS ENTERTAINMENT INC	DE				X	X					02/11/99	
HEALTH RISK MANAGEMENT INC /MN/	MN		X								01/27/99	
HEARST ARGYLE TELEVISION INC	DE				X	X					12/16/98	AMEND
HEMAGEN DIAGNOSTICS INC	DE				X	X					01/27/99	
HERTZ TECHNOLOGY GROUP INC							X				01/25/99	
HOLMES PRODUCTS CORP	MA		X			X					02/05/99	
HORIZONTAL VENTURES INC	CO			X							02/03/99	
HOSPITALITY PROPERTIES TRUST	MD				X	X					02/11/99	
HUDSON GENERAL CORP	DE				X	X					02/09/99	
ICC TECHNOLOGIES INC	DE				X	X					12/31/98	
IDF INTERNATIONAL INC	NY				X						02/11/99	
IMPERIAL CREDIT COMMERCIAL MORTGAGE INVESTMENT CORP	MD				X	X					02/04/99	
INDYMAC RAST 1998-A5	DE				X	X					06/25/98	
INDYMAC RAST 1998-A5	DE				X	X					07/25/98	
INDYMAC RAST 1998-A5	DE				X	X					08/25/98	
INDYMAC RAST 1998-A5	DE				X	X					09/25/98	
INDYMAC RAST 1998-A5	DE				X	X					11/25/98	
INDYMAC RAST 1998-A5	DE				X	X					12/25/98	
INFINITE GRAPHICS INC	MN		X			X					01/28/99	
INFOSEEK CORP /DE/	DE					X					01/15/99	AMEND
INSIGNIA PROPERTIES TRUST /	MD		X		X	X					10/16/98	
INTEGRATED ORTHOPEDICS INC	TX				X	X	X				02/03/99	
INTERLAKE CORP	DE		X				X				02/03/99	
INTERNATIONAL LEASE FINANCE CORP	CA						X				02/11/99	
INTERNATIONAL THOROUGHBRED BREEDERS INC	DE		X		X	X					01/28/99	
IPC INFORMATION SYSTEMS INC	DE						X				12/18/99	AMEND
ITRON INC /WA/	WA				X	X					02/11/99	
KERAVISION INC /CA/	DE				X	X					02/10/99	
KING POWER INTERNATIONAL GROUP CO L TD	NV				X		X				01/14/99	AMEND
KTI INC	NJ				X	X					01/27/99	
LAHAINA ACQUISITIONS INC	CO				X	X					02/03/99	
LCA VISION INC	DE		X								02/08/99	
LEADING EDGE EARTH PRODUCTS INC						X					02/10/99	
LEGACY SOFTWARE INC	DE				X						02/04/99	
LG&E ENERGY CORP	KY				X	X					02/08/99	
LIFESTYLE FURNISHINGS INTERNATIONAL LTD	DE				X						02/11/99	
LJL BIOSYSTEMS INC	DE				X	X					02/10/99	
LOCKHEED MARTIN CORP	MD				X	X					02/10/99	
LOGANS ROADHOUSE INC	TN				X	X					02/08/99	
LYCOS INC	DE				X	X					02/09/99	
MAGNUM HUNTER RESOURCES INC	NV				X						02/03/99	

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	CODE	1	2	3	4	5	6	7	8	9		
MCCLAIN INDUSTRIES INC	MI				X						02/09/99	
MCLEODUSA INC	DE				X	X					02/10/99	
MECHANICAL TECHNOLOGY INC	NY	X									02/10/99	
MEDIAONE GROUP INC	DE				X						02/05/99	
MEGABIOS CORP	DE				X	X					02/10/99	
METRISA INC	DE				X	X					02/10/99	
MICROTEL INTERNATIONAL INC	DE				X						12/31/99	
MILESTONE PROPERTIES INC	DE				X						03/31/99	
MMCA AUTO OWNER TRUST 1995-1	DE						X				01/31/99	
MMCA AUTO OWNER TRUST 1997-1	DE						X				01/31/99	
MMI PRODUCTS INC	DE				X	X					02/09/99	
MOBILEMEDIA COMMUNICATIONS INC	DE				X						02/08/99	
MOBILEMEDIA CORP	DE				X						02/08/99	
MONACO FINANCE INC	CO				X	X					01/16/99	
MOOG INC	NY						X				11/30/98	AMEND
MOUNTAINS WEST EXPLORATION INC	NM		X								02/05/99	
MPM TECHNOLOGIES INC	WA					X					02/01/99	AMEND
NATIONSLINK FUNDING CORP	DE				X	X					02/10/99	
NATIONSLINK FUNDING CORP	DE				X	X					02/10/99	
NATIONWIDE FINANCIAL SERVICES INC/	DE				X	X					02/10/99	
NEIMAN MARCUS FUNDING CORP	DE		X								01/31/99	
NETWORK SOLUTIONS INC /DE/	DE				X	X					02/10/99	
NEW PARADIGM SOFTWARE CORP	NY				X	X					02/10/99	
NOMURA ASSET SECURITIES CORP SERIES 1998-D6	DE				X						12/11/98	
NTS PROPERTIES PLUS LTD	FL				X						02/11/99	
OCWEN FINANCIAL CORP	FL				X	X					01/29/99	
OHIO VALLEY BANC CORP	OH				X	X					02/10/99	
OPEN TEXT CORP						X					06/03/98	AMEND
ORPHAN MEDICAL INC	MN				X	X					02/09/99	
PACIFICAMERICA HOME EQ LN AB NOTES SERIES 1998-2F CLASS A-F					X	X					12/28/98	
PACIFICAMERICA HOME EQUITY LN AB NO TES SERIES 1998-1	DE				X	X					12/28/98	
PANACO INC	DE		X								02/08/99	
PERFORMANCE ASSET MANAGEMENT FUND I II LTD	CA						X				02/01/99	
PERFORMANCE ASSET MANAGEMENT FUND I II LTD	CA						X				02/01/99	
PERITUS SOFTWARE SERVICES INC	MA				X	X					02/03/99	
PLANET HOLLYWOOD INTERNATIONAL INC	DE				X	X					02/05/99	
PLUM CREEK TIMBER CO L P	DE				X						02/08/99	
PURADYN FILTER TECHNOLOGIES INC	DE			X		X					02/09/99	AMEND
PUROFLOW INC	DE		X								01/31/99	
QUALITY SYSTEMS INC	CA	X									02/09/99	
R B RUBBER PRODUCTS INC	OR		X			X					01/29/99	
RECOTON CORP	NY				X	X					02/04/99	
REGENCY BANCORP	CA				X	X					02/10/99	
RELIABILITY INC	TX	X									02/11/99	AMEND
RENAL CARE GROUP INC	DE		X			X					01/29/99	
RESIDENTIAL ASSET SECURITIZATION TR UST 1998-A9	DE				X	X					08/25/98	
RESIDENTIAL MORTGAGE LOAN TRUST 199 8-1 CERT	RI				X	X					11/25/88	
ROANOKE ELECTRIC STEEL CORP	VA				X						02/10/99	
SAF T LOK INC	FL						X				11/12/97	AMEND
SAFEWAY INC	DE				X						02/11/99	
SAKS INC	TN				X	X					02/04/99	
SANMINA CORP/DE	DE		X			X					11/30/98	AMEND
SCOTLAND BANCORP INC	NC				X	X					02/05/99	

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		1	2	3	4	5	6	7	8	9		
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					08/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					09/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					10/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					11/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					12/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A4	DE				X	X					01/25/99	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A6	DE				X	X					07/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A6	DE				X	X					08/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A6	DE				X	X					09/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A6	DE				X	X					11/25/98	
SELLER & MASTER SERVICER RESIDENTIA L ASS SEC TR 1998-A6	DE				X	X					12/25/98	
SEMICONDUCTOR LASER INTERNATIONAL C ORP	NY				X	X					02/09/99	
SEQUUS PHARMACEUTICALS INC	DE				X	X					08/01/86	AMEND
SEQUUS PHARMACEUTICALS INC	DE				X	X					01/01/95	AMEND
SERVICE CORPORATION INTERNATIONAL	TX				X	X					12/31/98	
SIGNAL TECHNOLOGY CORP	DE				X	X					01/26/99	
SMARTSOURCE COM INC	CO				X	X					01/28/99	
SOUTHERN PACIFIC FUNDING CORP	CA				X						02/08/99	
SOUTHERN STATES POWER CO INC	CA				X						02/09/99	
SOUTHWEST GAS CORP	CA				X	X					02/10/99	
SPECTRAN CORP	DE				X	X					02/11/99	
ST JOHN KNITS INC	CA				X	X					02/10/99	
SUNRISE MEDICAL INC	DE				X	X					02/09/99	
SUPERIOR TELECOM INC	DE					X					11/27/98	
SUPREME INTERNATIONAL CORP	FL				X	X					01/28/99	
TCC INDUSTRIES INC	TX		X			X					01/26/99	
TECHDYNE INC	FL			X							02/08/99	
TECHNOLOGY 80 INC	MN		X			X					01/26/99	
THOMAS & BETTS CORP	TN				X	X					02/03/99	
TIDEWATER INC	DE				X	X					01/29/99	
TOYOTA AUTO LEASE TRUST 1997-A	CA			X							12/31/98	
TOYOTA AUTO LEASE TRUST 1998 C	CA			X							12/31/98	
TOYOTA AUTO LEASE TRUST 1998-B	CA			X							12/31/98	
TR FINANCIAL CORP	DE				X	X					01/26/99	AMEND
TREMONT CORPORATION	DE				X	X					02/10/99	
TRIANGLE PHARMACEUTICALS INC	DE				X	X					02/01/99	
TRIDEX CORP	CT		X								01/11/99	
TRUSTMARK CORP	MS				X						02/09/99	
U S PLASTIC LUMBER CORP	NV		X			X					01/28/99	
UNICOM CORP	IL				X						02/10/99	
UNION PLANTERS MORTGAGE FINANCE COR P	DE				X						02/08/99	
UNITED STATES ANTIMONY CORP	MT				X						02/11/99	
UNOCAL CORP	DE					X					02/08/99	
VENUS EXPLORATION INC	DE		X			X					01/27/99	
W R GRACE & CO	DE				X	X					02/04/99	
WADE COOK FINANCIAL CORP	UT		X								01/11/99	
WATERFORD GAMING FINANCE CORP	DE		X								12/31/98	

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WATERFORD GAMING LLC	DE	X									12/31/98	
WIRELESS ONE INC	DE							X			02/11/99	
WNC HOUSING TAX CREDIT FUND IV L P SERIES 1	CA							X			02/03/99	AMEND
XATA CORP /MN/	MN			X	X						02/05/99	
XENOMETRIX INC \DE\	DE			X							02/03/99	
XTRA CORP /DE/	DE			X							02/11/99	
ZIONS COOPERATIVE MERCANTILE INSTIT UTION	UT			X							01/30/99	
1ST BERGEN BANCORP	NJ			X	X						02/08/99	