

SEC NEWS DIGEST

Issue 2000-121

June 26, 2000

COMMISSION ANNOUNCEMENTS

MEDIA BRIEFING ON PROPOSED AUDITOR INDEPENDENCE RULES

Embargoed Fact Sheet Available

What: Securities and Exchange Commission staff will conduct a media briefing on the auditor independence rule proposals that the Commission will consider tomorrow at its open meeting. The proposed rules will be considered at 10:00 a.m. and the briefing will take place immediately after the open meeting (approximately 11:00 a.m.).

Who: Lynn E. Turner, Chief Accountant
David M. Becker, General Counsel
Harvey J. Goldschmid, Special Senior Advisor to the Chairman

Where: William O. Douglas Room
Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC

When: Tuesday, June 27, 2000, 11:00 a.m. EDT

Fact Sheet: To receive a fact sheet on the proposed rulemaking, please call 202.942.0020. The fact sheet is available to credentialed media only and information in it is embargoed until the Commission votes on the measure.

Teleconference: To receive the teleconference call-in number, please call 202.942.0020.

Other: Credentialed media only allowed to participate in the briefing. (Press 2000-85)

JOHN MCCARTHY NAMED ASSOCIATE DIRECTOR FOR MARKET OVERSIGHT, OFFICE OF COMPLIANCE INSPECTIONS AND EXAMINATIONS

Securities and Exchange Commission Director of the Office of Compliance Inspections and Examinations, Lori Richards, today announced that John McCarthy has been appointed as Associate Director for Market Oversight, a newly-created senior management position that will oversee the equities and options markets' trading, disciplinary and surveillance programs. In this position, Mr. McCarthy will, among other things, spearhead the SEC's oversight of the markets' compliance with the Order Handling Rules, best execution responsibilities, and oversee new trading systems and electronic communications networks.

SEC Chairman Levitt said, "John has been an outstanding leader and has made significant contributions to the Commission's regulatory programs. I am very pleased that he will rejoin the SEC as an important member of our senior staff team."

Lori Richards, Director of OCIE, said, "Having worked with John in the past, I am delighted to have been able to convince him to return to the SEC to fill this new senior management position. John has made tremendous contributions to the oversight of our markets, and I am glad that he and Mary Ann Gadziala will be leading our oversight efforts in the future."

Mr. McCarthy, formerly Chief Regulatory Officer of Knight Securities, L.P., had previously served as Assistant Director of OCIE, and in other positions with the SEC. Mr. McCarthy served as Judicial Law Clerk at the Court of Special Appeals of Maryland, and received a B.S. from the University of Michigan, a M.Sc. in Finance from the London School of Economics and a J.D. with honors from the University of Maryland School of Law. (Press Rel. 2000-86)

ENFORCEMENT PROCEEDINGS

SEC CHARGES PENNSYLVANIA COMPANY AND FIVE INDIVIDUALS WITH DEFRAUDING INVESTORS OF \$2.3 MILLION THROUGH THE SALE OF UNREGISTERED STOCK AND NOTES

On June 22, the Commission filed a complaint in the United States District Court for the Western District of Pennsylvania against National Institute Companies of America, Inc. (NICA), Raymond P. Sobieralski (Sobieralski), John A. D'Onofrio (D'Onofrio), Robert C. Walters (Walters), Dennis J. Oslosky (Oslosky) and Jason J. Riley (Riley). NICA is located in Washington, PA, and was previously named Mortgage Bankers Holding Corp (Mortgage Bankers). The individual defendants reside in Western Pennsylvania.

Sobieralski was Mortgage Bankers' Chief Executive Officer, and its majority shareholder. D'Onofrio is an attorney and was an officer and director of Mortgage

Bankers, as well as president of Mortgage Bankers' subsidiary, Commonwealth Capital Investment Corp. (Commonwealth Capital). The Commission's complaint alleges that Mortgage Bankers, a mortgage broker, through Sobieralski and D'Onofrio, devised a fraudulent scheme to raise money, ostensibly to provide working capital for Mortgage Bankers, by selling investors unregistered shares of Mortgage Bankers common and preferred stock, as well as unregistered subordinated notes of Commonwealth Capital. In addition to soliciting and selling these investments, Sobieralski and D'Onofrio enlisted Walters, Oslosky and Riley to solicit investors, many of whom are elderly and retired.

The complaint alleges that, from August 1996 through August 1998, defendants fraudulently raised more than \$2.3 million from approximately 250 investors in Western Pennsylvania and elsewhere. As part of the scheme, defendants made material misrepresentations and omissions to investors concerning, among other things, the risk of the investment, the poor financial condition of the issuers, and the use of proceeds. The individual defendants misappropriated approximately \$650,000 of the funds raised for their personal use, and the remainder was used for salaries, operating expenses, payments to other investors, and to keep Mortgage Bankers afloat. The complaint further alleges that Sobieralski, D'Onofrio, Walters and Oslosky were acting as unregistered broker-dealers during the offerings.

The complaint seeks to permanently enjoin the defendants from future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and to permanently enjoin Sobieralski, D'Onofrio, Walters and Oslosky from future violations of Section 15(a) of the Exchange Act. The complaint also seeks disgorgement, together with prejudgment interest, and civil penalties against each of the defendants, and an officer and director bar against Sobieralski and D'Onofrio. [SEC v. National Institute Companies of America, Inc., et al., Civil Action No. 00CV1216, RJC, W.D. Pa.] (LR-16605)

COURT FREEZES DEFENDANT'S ASSETS AFTER COMMISSION FILES CONTEMPT MOTION CONTENDING BEVERLEE KAMERLING VIOLATED TERMS OF FINAL JUDGMENT

On Friday, June 16, District Judge Barbara Jacobs Rothstein continued an asset freeze previously ordered against Beverlee Kamerling and Bobby D's Slacks, Inc on June 9, 2000. Judge Rothstein had ordered the asset freeze pursuant to the motion of the Securities and Exchange Commission to hold Kamerling and Bobby D's in civil contempt for violating the Court's August 1999 final judgment that directed Kamerling to disgorge nearly \$1.5 million in ill-gotten gains and prejudgment interest. Kamerling, age 56, resides in Kirkland, Washington. Bobby D's, a British Columbia corporation, has its principal place of business in Bellevue, Washington.

In its motion for contempt, the Commission alleged that Kamerling has not paid any of the approximately \$1.5 million owed under the judgment, despite the fact that she had funds to pay at least part of the judgment. Instead of paying disgorgement during the three months following the entry of the judgment, Kamerling used nearly \$400,000 for

personal expenses, including the purchase of \$68,000 of items from an October 1999 auction of Marilyn Monroe's personal property. Kamerling displayed some of the Marilyn Monroe items she purchased on an Oprah Winfrey broadcast on November 8, 1999. The Commission seeks to have Kamerling held in civil contempt for failing to pay disgorgement as required by the judgment, and to have Bobby D's held in civil contempt as Kamerling's alter ego.

Judge Rothstein has scheduled a trial on the Commission's contempt motion in Seattle, Washington, on August 15 and 16, 2000. Pending the trial, Judge Rothstein ordered that the assets of Kamerling and Bobby D's remain frozen in the amount of \$1.5 million, that Kamerling and Bobby D's provide an accounting of their assets and income. Kamerling and Bobby D's were also restrained from making any further asset transfers pending the trial.

The Commission originally sued Kamerling on July 15, 1997, alleging that Kamerling controlled United Fire Technology, Inc. (UFT), and directed UFT to conduct an unregistered distribution of common stock and to disseminate materially misleading information about UFT to investors. The complaint also alleged that Kamerling, among others, sold UFT common stock to investors in violation of the registration provisions of the federal securities laws. The Commission further asserted that Kamerling violated the antifraud provisions of the federal securities laws by making false and misleading statements and by failing to disclose material information about UFT's "Flamex" products and about Kamerling's involvement with UFT.

Kamerling consented to the entry of the final judgment without admitting or denying liability on August 31, 1999. The final judgment permanently enjoined her from selling unregistered securities and from violating the antifraud provisions of the federal securities laws. In addition to being ordered to disgorge her ill-gotten gains of \$1,066,515.80 together with pre-judgment interest of \$412,570.71, Kamerling was permanently barred from serving as an officer or director of any public corporation. For further information, see Commission Litigation Releases No. 15415, July 16, 1997, and 16271, September 2, 1999. [SEC v. United Fire Technology, Inc., et al., C97-1151R, USDC, W.D. Wash.] (LR-16606)

SEC FILES AMENDED COMPLAINT IN ENTERPRISES SOLUTIONS LITIGATION

On June 23, the Commission filed an amended complaint in its securities fraud case against Enterprises Solutions, Inc. (ESI), Herbert S. Cannon, and John A. Solomon. The amended complaint, filed in the United States District Court for the Southern District of New York, alleges the same securities fraud violations as did the original complaint, but, in accordance with a direction from the court during a hearing held on May 26, 2000, provides further specificity as to defendant Cannon's role with Enterprises Solutions and his relationship with brokers in the Fort Lauderdale office of Global Financial Group.

As previously announced, the Commission temporarily suspended trading in ESI's stock for a ten-day period beginning March 30, 2000, based on questions concerning the

accuracy and completeness of assertions made by ESI in its filings with the Commission, in its recent press releases, and on its Internet website, including questions about the identity of persons in control of the operations and management of the company (See 34-42593 (March 30, 2000). The Commission originally filed its securities fraud case against ESI and the other defendants on April 6, 2000, at which time it also obtained an immediate asset freeze preventing the removal of more than \$23 million in assets from the securities accounts of relief defendants Rowen House Limited and Montville Limited, both based in Gibraltar (See LR-16506 (April 7, 2000). On May 1, 2000, after the Commission presented further evidence in the case, the court entered a preliminary injunction extending the asset freeze pending a final resolution of the matter at trial (See LR-16543 (May 9, 2000). The case has been proceeding against all defendants, and the court has not yet set a date for trial. [SEC v Enterprises Solutions, Inc., et al., Case No 00 Civ 2685, Cedarbaum, J, SDNY] (LR-16607)

CIVIL ACTION AGAINST TERESA FERNANDEZ

The staff of the Securities and Exchange Commission seeks to identify individuals who lost money at the hands of Teresa V. Fernandez, who acted through Wharton Investments, Inc., a registered investment advisory firm, from approximately 1983 through approximately September 1995.

In 1996, the SEC sued Fernandez for defrauding her advisory clients, most of whom were residents of the Philippines, by misappropriating their funds and/or misrepresenting the status of their investments. As a result of consent judgments entered in the case in 1996 and 1999, Fernandez and Wharton have deposited approximately \$600,000.00 with the District Court for the Southern District of New York to compensate the victims of Fernandez's fraud (Disgorgement Fund).

You may be eligible to receive a portion of the Disgorgement Fund if you:

- Were an investment advisory client of Fernandez and/or Wharton during some or all of the period beginning October 1983 through September 1995; and
- Suffered an out-of-pocket loss on your investments with Fernandez.

If you wish to make a claim against the Disgorgement Fund, you should promptly contact Elizabeth Baier of the SEC's Northeast Regional Office to obtain a claim form. You may reach Ms. Baier at 212-748-8273, or by e-mail at BaierE@sec.gov. Claim forms must be completed and submitted by July 15, 2000. For further information about the SEC's complaint against Fernandez, see Litigation Release No. 15159 (November 19, 1996). [SEC v. Teresa V. Fernandez, SDNY, 96 Civ. 8702, JES, USDC, SDNY] (LR-16608)

SEC FILES MICROCAP ACCOUNTING FRAUD CASE AGAINST DCI TELECOMMUNICATIONS, INC. AND TWO OF ITS OFFICERS, AND SETTLES RELATED PROCEEDINGS AGAINST AUDITORS

On June 23, the Commission filed a microcap accounting fraud complaint against DCI Telecommunications, Inc. (DCI) and its Chief Executive Officer, Joseph J. Murphy, and Chief Financial Officer, Russell B. Hintz. The complaint also names Murphy's wife, Grace P. Murphy, as a relief defendant who is alleged to have received tainted proceeds from the fraudulent conduct of the other defendants. This enforcement action follows a temporary trading suspension that the Commission ordered on May 3, 1999 based on questions raised regarding the accuracy and adequacy of DCI's financial statements (See Rel. 34-41358; May 3, 1999).

The Commission's complaint, filed in the United States District Court for the Southern District of New York, alleges that between March 1995 and June 1999, DCI improperly accounted for seven acquisitions and grossly overvalued a purported \$15 million contract and \$5 million promissory note. According to the complaint, DCI's improper accounting caused the financial statements in five of DCI's Forms 10-K and twelve of its Forms 10-Q to be materially false and misleading. The complaint alleges that DCI's accounting fraud victimized investors who were deceived into believing DCI was a vibrant, high-growth telecommunications company, as well as the owners of several small businesses who sold their companies to DCI in exchange for near-worthless DCI stock.

In addition, the complaint alleges that DCI used its false financial statements to raise \$9 million in equity financing through Regulation D and Regulation S private placements and to acquire a distribution contract that DCI subsequently sold for an additional \$9 million. The complaint further alleges that DCI improperly raised additional funds by using its employees as conduits to sell S-8 stock to the public and kick back the sale proceeds to DCI.

The Commission charges DCI with violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 (Securities Act) and Sections 10(b), 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 10b-5, 12b-20, 13a-1 and 13a-13 thereunder, and seeks a permanent injunction, disgorgement of ill-gotten gains with prejudgment interest, and civil penalties from and against DCI.

According to the complaint, the persons responsible for DCI's accounting fraud were its CEO, defendant Joseph J. Murphy, and its CFO, defendant Russell B. Hintz. The complaint alleges that both Murphy and Hintz knew, or were reckless in not knowing, that DCI's acquisitions accounting did not comply with generally accepted accounting principles and that DCI grossly overvalued the purported \$15 million contract and \$5 million promissory note. The complaint further alleges that Murphy and his wife were unjustly enriched by DCI's payment of their personal expenses, and that the Murphys and Hintz were unjustly enriched by the sale of DCI common stock during the fraud. The Commission charges Murphy and Hintz with violations of Section 17(a) of the

Securities Act and Section 10(b) of the Exchange Act and Rules 10b-5, 13b2-1 and 13b2-2 thereunder, and with aiding and abetting DCI's violations of Sections 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act and Rules 12b-20, 13a-1 and 13a-13 thereunder. The complaint seeks a permanent injunction, disgorgement of ill-gotten gains with prejudgment interest, and civil penalties from and against both Murphy and Hintz, and disgorgement with prejudgment interest from Murphy's wife.

The complaint further alleges that Murphy is liable as a control person, under Section 20(a) of the Exchange Act, for DCI's violations of Sections 10(b), 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act and Rules 10b-5, 12b-20, 13a-1 and 13a-13 thereunder, because he failed to exercise due care in his supervision of the company's accounting practices. The complaint also charges Murphy with orchestrating the scheme by which DCI improperly raised capital by using its employees as conduits to sell S-8 stock to the public in violation of Sections 5(a) and 5(c) of the Securities Act. The Commission alleges that, by engaging in the conduct described in the complaint, Murphy has demonstrated his substantial unfitness to serve as an officer or director of a publicly traded company, and thus seeks a permanent officer and director bar against him pursuant to Section 20(e) of the Securities Act and Section 21(d) of the Exchange Act.

In a related matter, also on June 23, 2000, the Commission instituted and settled administrative proceedings against DCI's independent auditor, Schnitzer & Kondub, PC, and its two partners, Richard B. Kondub, CPA, and Ross J. Schnitzer, CPA, pursuant to Rule 102(e) of the Commission's Rules of Practice. Without admitting or denying the Commission's substantive findings, the accounting firm consented to an order denying it the privilege of appearing or practicing before the Commission as an accountant, and both Kondub and Schnitzer consented to an order denying them the privilege of appearing or practicing before the Commission as accountants with the right to apply for reinstatement after 5 years (See Rel. 34-42979; AAE Rel. 1278; June 23, 2000). [SEC v. DCI Telecommunications, Inc., et al., No. 00 Civ. 4664, RWS, USDC, SDNY] (LR-16609; AAE Rel. 1279)

INVESTMENT COMPANY ACT RELEASES

POTOMAC INSURANCE TRUST, ET AL.

A notice has been issued giving interested persons until July 17, 2000, to request a hearing on an application filed by Potomac Insurance Trust (Fund) and Rafferty Asset Management, L.P. (Adviser, together with Fund, Applicants). Applicants seek exemptive relief to the extent necessary to permit shares of the Fund and shares of any other investment company that is designed to fund variable insurance products, for which the Adviser or any of its affiliates may serve now or in the future as investment adviser, to be sold to, and held by separate accounts funding variable annuity and variable life insurance contracts issued by both affiliated and unaffiliated life insurance companies, qualified pension and retirement plans outside the separate account context

and the Adviser or any of its affiliates (as seed money investment). (Rel. IC-24544 – June 22)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGE

The American Stock Exchange filed a proposed rule change (SR-Amex-00-30) relating to the allocation of, and participation in, options and index share trades. Publication of the proposal is expected in the Federal Register during the week of June 26. (Rel. 34-42964)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change (SR-Phlx-00-43) filed by the Philadelphia Stock Exchange adopting enhancements to the PACE Systems Automatic Price Improvement feature has become immediately effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of June 26. (Rel. 34-42973)

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 ASAT HOLDINGS LTD /ADR/, ONE WALL ST, NEW YORK, NY 10286 -
50,000,000
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12126 -
JUN. 15) (BR. 99 - NEW ISSUE)

S-B BANQUE CENTRALE DE TUNISIE, 1515 MASS AVE N W,
EMBASSY OF REPUBLIC OF TUNISIA, WASHINGTON, DC 20005 - 300,000,000
(\$300,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-12128 -
JUN. 15) (BR. 99)

F-3 BCE INC, 1000 RUE DE LA GAUCHETIERE OUEST, BUREAU 4100,
MONTREAL QUEBEC CANA, A8 (514) 397-7000 - 2,000,000 (\$49,140,000)
FOREIGN COMMON STOCK. (FILE 333-12130 - JUN. 15) (BR. 7)

F-3 QIAO XING UNIVERSAL TELEPHONE INC,
QIAO XING BUILDING WU SHI INDUSTRIAL ZON, 011-86-752-2808188,
HUIZHOU CITY GUANG D, F4 80111 - 640,000 (\$21,576,400)
FOREIGN COMMON STOCK. (FILE 333-12132 - JUN. 16) (BR. 7)

S-3 ALPHARMA INC, ONE EXECUTIVE DR, P O BOX 1399, FORT LEE, NJ 07024
(201) 947-7774 - \$500,000,000 STRAIGHT BONDS. (FILE 333-39554 - JUN.
19)
(BR. 1)

S-8 DATAKEY INC, 407 W TRAVELERS TRAIL, BURNSVILLE, MN 55337 (612) 890-
6850
- 600,000 (\$2,964,000) COMMON STOCK. (FILE 333-39556 - JUN. 19) (BR.
5)

S-8 CHATTEM INC, 1715 W 38TH ST, CHATTANOOGA, TN 37409 (423) 821-4571 -
750,000 (\$9,382,500) COMMON STOCK. (FILE 333-39558 - JUN. 19) (BR. 1)

S-8 INFOTOPIA INC, 43 TAUNTON GREEN, SUITE 100, TAUNTON, MA 02780
((50) 8) -884- - 5,500,000 (\$385,000) COMMON STOCK. (FILE 333-39564 -
JUN. 19) (BR. 9)

S-8 ENGELHARD CORP, 101 WOOD AVENUE, ISELIN, NJ 08830 (908) 205-5000 -
2,700,000 (\$45,306,000) COMMON STOCK. (FILE 333-39570 - JUN. 19) (BR.
6)

S-4 WEBMETHODS INC, 3877 FAIRFAX RIDGE ROAD, 4TH FLOOR, FAIRFAX, VA
22030
(703) 460-2500 - \$1,708,184,337 COMMON STOCK. (FILE 333-39572 - JUN.
19)
(BR. 3)

S-8 AXSYS TECHNOLOGIES INC, 910 SYLVAN AVE, ENGLEWOOD CLIFFS, NJ 07632
(201) 871-1500 - 200,000 (\$2,956,351.50) COMMON STOCK. (FILE 333-39574
-
JUN. 19) (BR. 5)

S-8 MATRIX PHARMACEUTICAL INC/DE, 34700 CAMPUS DR, FREMONT, CA 94555
(415) 742-9900 - 1,100,000 (\$13,406,250) COMMON STOCK. (FILE 333-39580
-
JUN. 19) (BR. 1)

S-8 INFOWAVE SOFTWARE INC, 4664 LOUGHEED HIGHWAY, SUITE 188,
BURNABY B C CANADA V, A1 00000 - 1,067,038 (\$11,214,569.38) COMMON
STOCK.
(FILE 333-39582 - JUN. 19) (BR. 3)

S-8 UNIT CORP, 1000 KENSINGTON TOWER, SUITE 1000, TULSA, OK 74136
(918) 493-7700 - 1,200,000 (\$15,708,000) COMMON STOCK. (FILE 333-39584
-
JUN. 19) (BR. 4)

S-8 MAIL COM INC, 11 BROADWAY, NEW YORK, NY 10004 (212) 425-4200 -
7,279,289 (\$41,821,736) COMMON STOCK. (FILE 333-39586 - JUN. 19) (BR.
2)

S-8 TEKELEC, 26580 W AGOURA RD, CALABASAS, CA 91302 (818) 880-5656 -
2,800,000 (\$107,548,000) COMMON STOCK. (FILE 333-39588 - JUN. 19) (BR.
7)

S-8 RURAL CELLULAR CORP, 3905 DAKOTA ST SW, P O BOX 2000, ALEXANDRIA, MN
56308 (320) 762-2000 - 1,000,000 (\$74,062,500) COMMON STOCK. (FILE
333-39590 - JUN. 19) (BR. 7)

S-4 HEALTHEON WEBMD CORP, 400 LENOX BUILDING, 3399 PEACHTREE ROAD NE,
ATLANTA, GA 30326 (404) 495-7600 - 133,695,845 (\$1,573,688,867)
COMMON STOCK. (FILE 333-39592 - JUN. 19) (BR. 3)

S-8 SILICON VALLEY GROUP INC, 277 PARK AVENUE, NEW YORK, NY 10172
(408) 441-6700 - 1,500,000 (\$39,258,900) COMMON STOCK. (FILE 333-39594
-
JUN. 19) (BR. 5)

S-8 LASV ENTERPRISES INC, 201 1736 152ND STREET, SUITE 200, SURREY BC,
CA
92629 (949) 488-8494 - 1,200,000 (\$450,000) COMMON STOCK. (FILE 333-
39596
- JUN. 19) (BR. 9)

S-1 HEALTHGRADES COM INC, 44 UNION BLVD, STE 600, LAKEWOOD, CO 80228
(303) 716-0041 - 12,465,000 (\$19,320,750) COMMON STOCK. (FILE 333-
39600 -
JUN. 19) (BR. 1)

S-8 PFIZER INC, 235 E 42ND ST, NEW YORK, NY 10017 (212) 573-2323 -
55,622,092 (\$2,543,042,046.24) COMMON STOCK. (FILE 333-39606 - JUN.
19)
(BR. 1)

S-8 PFIZER INC, 235 E 42ND ST, NEW YORK, NY 10017 (212) 573-2323 -
32,779,940 (\$1,498,698,856.80) COMMON STOCK. (FILE 333-39610 - JUN.
19)
(BR. 1)

S-3 SPORTSLINE COM INC, 6340 NW 5TH WAY, FORT LAUDERDALE, FL 33309
(954) 351-2120 - 392,095 (\$5,685,377.50) COMMON STOCK. (FILE 333-39618
-
JUN. 19) (BR. 3)

S-3 GOLF TRUST OF AMERICA INC, 14 NORTH ADGER'S WHARF, CHARLESTON, SC
29401
(714) 723-4653 - 800,000 (\$20,000,000) PREFERRED STOCK. (FILE 333-
39622 -
JUN. 19) (BR. 8)

S-3 GOLF TRUST OF AMERICA INC, 14 NORTH ADGER'S WHARF, CHARLESTON, SC
29401 (714) 723-4653 - 213,536 (\$3,409,956.38) COMMON STOCK. (FILE 333-39624
- JUN. 19) (BR. 8)

S-8 GOLF TRUST OF AMERICA INC, 14 NORTH ADGER'S WHARF, CHARLESTON, SC
29401 (714) 723-4653 - 500,000 (\$7,984,500) COMMON STOCK. (FILE 333-39628 -
JUN. 19) (BR. 8)

S-8 DENDREON CORP, 3005 FIRST AVENUE, SEATTLE, WA 98121 (206) 254-545 -
7,463,700 (\$57,443,592) COMMON STOCK. (FILE 333-39634 - JUN. 19) (BR.
1)

S-3 INFORMATION ARCHITECTS CORP, 4064 COLONY RD, CHARLOTTE, NC 28211
39638 (704) 365-2324 - 3,615,330 (\$26,494,945.91) COMMON STOCK. (FILE 333-
- JUN. 19) (BR. 3)

S-3 ALLSTATE CORP, 2775 SANDERS ROAD, NORTHBROOK, IL 60062 (847) 402-
5000 (FILE 333-39640 - JUN. 19) (BR. 1)

S-3 AMKOR TECHNOLOGY INC, 1345 ENTERPRISE DR, WEST CHESTER, PA 19380
(610) 431-9600 - 258,750,000 (\$254,545,313) STRAIGHT BONDS. (FILE
333-39642 - JUN. 19) (BR. 5)

S-4 PF NET COMMUNICATIONS INC, 1625 B STREET, WASHOUGAL, WA 98671
(360) 835-4700 - 225,000,000 (\$172,000,000) STRAIGHT BONDS. (FILE
333-39646 - JUN. 19) (NEW ISSUE)

S-8 POLITICS COM INC, 2530 SOUTH RURAL ROAD, TEMPE, AZ 85282 (480) 858-
0016 - 2,500,000 (\$2,000,000) COMMON STOCK. (FILE 333-39650 - JUN. 19) (BR.
2)

SB-2 COMPUTERIZED THERMAL IMAGING INC, 476 HERITAGE PARK BLVD SUITE 210,
LAYTON, UT 84041 (801) 776-4700 - 23,427,338 (\$222,559,712) COMMON
STOCK. (FILE 333-39654 - JUN. 20) (BR. 9)

SB-2 SITESTAR CORP, 16133 VENTURA BLVD, STE 635, ENCINO, CA 91436
(818) 981-4519 - 3,857,272 (\$3,375,114) COMMON STOCK. (FILE 333-39660
- JUN. 20) (BR. 9)

S-8 KERAVISION INC /DE/, 48630 MILMONT DR, FREMONT, CA 94538 (510) 353-
3000 - 800,000 (\$4,684,000) COMMON STOCK. (FILE 333-39662 - JUN. 20) (BR.
5)

RECENT 8K 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: <publicinfo@sec.gov>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
ABN AMRO MORTGAGE CORP SERIES 1998- 5	DE	X									05/25/00	
ALKERMES INC	PA				X	X					06/12/00	
AMERICAN SOUTHWEST FINANCIAL SECURI TIES CORP	AZ	X									05/25/00	
AMERICAN TOWER CORP /MA/	DE	X		X	X	X					06/19/00	
AMERIQUEST MORTGAGE SECURITIES INC	DE			X	X						06/21/00	
AMERIQUEST MORTGAGE SECURITIES INC	DE				X						06/21/00	
APPLIED MICRO CIRCUITS CORP	DE	X				X					06/08/00	
ASSOCIATES CORPORATION OF NORTH AME RICA	DE						X				06/23/00	
BARNES & NOBLE INC	DE			X	X						06/14/00	
BATTLE MOUNTAIN GOLD CO	NV			X	X						06/21/00	
BLUEPOINT LINUX SOFTWARE CORP	IN			X	X						06/20/00	
CHURCHILL DOWNS INC	KY			X	X						06/23/00	
CMC SECURITIES CORP II	DE			X	X						05/25/00	
COLONIAL DOWNS HOLDINGS INC	VA			X							06/22/00	
COMMUNITY TRUST FINANCIAL SERVICES CORPORATION	GA			X	X						06/20/00	
CONAGRA INC /DE/	DE			X	X						06/22/00	
CONSECO FINANCE CORP	DE			X	X						06/15/00	
CONSECO FINANCE CORP	DE			X	X						06/15/00	
CONSECO FINANCE CORP	DE			X	X						06/15/00	
CONSECO FINANCE CORP	DE			X	X						06/15/00	
CONSECO FINANCE SECURITIZATIONS COR P	DE			X	X						06/15/00	
CONSECO FINANCE SECURITIZATIONS COR P	DE			X	X						06/15/00	
CSK AUTO CORP	DE			X	X						06/23/00	
CYTRX CORP	DE			X	X						06/18/00	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
DEUTSCHE RECREATIONAL ASSET FUNDING CORP	NV					X		X			05/31/00	
DIVOT GOLF CORP	DE			X							06/21/00	
DLJ MORTGAGE ACCEPTANCE CORP	DE				X		X				06/30/00	
DURASWITCH INDUSTRIES INC	NV				X						06/19/00	
E FINANCIAL DEPOT COM	DE		X								06/08/00	
EDUCATION LOANS INC /DE	DE				X		X				06/22/00	
ENERGY BIOSYSTEMS CORP	DE				X		X				06/08/00	
EQUALNET COMMUNICATIONS CORP	TX			X			X				06/21/00	
ETOYS INC	DE				X						06/23/00	
EXCHANGE NATIONAL BANCSHARES INC	MI				X		X				06/16/00	
EXPRESS SCRIPTS INC	DE		X								06/19/00	
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									05/10/00	AMEND
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									05/10/00	AMEND
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									06/12/00	AMEND
FARMER MAC MORTGAGE SECURITIES CORP	DE	X									06/12/00	AMEND
FIRST ALLIANCE CORP /DE/	DE			X							06/22/00	
FIRST AVIATION SERVICES INC	DE				X						06/23/00	
FOCUS AFFILIATES INC	DE				X		X				06/16/00	
FREEPORT MCMORAN COPPER & GOLD INC	DE				X		X				06/23/00	
GENERAL AUTOMATION INC	DE				X		X				06/23/00	
GLENOIT ASSET CORP	DE				X		X				06/19/00	AMEND
GLENOIT CORP	DE				X		X				06/19/00	AMEND
GREEN TREE FLOORPLAN RECIEVABLES MA STER TRUST	MN				X		X				06/15/00	
GREEN TREE FLOORPLAN RECIEVABLES MA STER TRUST	MN				X		X				06/15/00	
GREEN TREE FLOORPLAN RECIEVABLES MA STER TRUST	MN				X		X				06/15/00	
GREEN TREE FLOORPLAN RECIEVABLES MA STER TRUST	MN				X		X				06/15/00	
GST EQUIPMENT FUNDING INC					X		X				06/12/00	
GST NETWORK FUNDING INC	DE				X		X				06/12/00	
GST TELECOMMUNICATIONS INC	DE				X		X				06/12/00	
GST USA INC	DE				X		X				06/12/00	
HARTFORD FINANCIAL SERVICES GROUP I NC/DE	DE				X		X				06/05/00	
HECTOR COMMUNICATIONS CORP	MN				X		X				06/09/00	
HOME BANCORP/IN	IN				X						06/21/00	
IDX SYSTEMS CORP	VT	X									06/23/00	
IMPERIAL INDUSTRIES INC	DE		X				X				06/13/00	
INAMED CORP	DE				X		X				06/19/00	
INCOME OPPORTUNITY REALTY INVESTORS INC /TX/	CA				X						06/15/00	
INFORMATION MANAGEMENT ASSOCIATES I NC	CT				X		X				06/23/00	
INTACTA TECHNOLOGIES INC	NV	X									05/31/00	
INTACTA TECHNOLOGIES INC	NV	X									06/15/00	
INTERIORS INC	DE				X		X				06/15/00	
INTERNATIONAL HOME FOODS INC	DE				X		X				06/22/00	
INTERNET CAPITAL GROUP INC	DE		X				X				06/09/00	
INTERNET STOCK MARKET RESOURCES INC	DE		X				X				06/13/00	
IRON MOUNTAIN INC /DE	DE				X		X				06/23/00	
ISRAMCO INC	DE				X						06/23/00	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
KING PHARMACEUTICALS INC	TN					X					06/22/00	
LCA VISION INC	DE	X									06/13/00	
LCA VISION INC	DE	X									06/13/00	
LEADING EDGE PACKAGING INC	DE			X	X	X					06/23/00	
LITHIUM TECHNOLOGY CORP	DE				X	X					06/06/00	
MARKETING SPECIALISTS CORP	DE				X	X					06/13/00	
MASCO CORP /DE/	DE				X						06/14/00	
MBNA CORP	MD				X						06/23/00	
MERIDIAN HOLDINGS INC	CO				X	X					06/21/00	
NETGAIN DEVELOPMENT INC	CO						X				03/31/00	AMEND
NEW CENTURY MORT SEC INC NEW CENT H M EQ LN TR SER 2000-NC1	DE				X	X					06/30/00	
OPTICARE HEALTH SYSTEMS INC	DE				X	X					06/19/00	
P D C INNOVATIVE INDUSTRIES INC	NV				X						06/01/00	
PACIFIC CENTURY FINANCIAL CORP	HI	X									06/20/00	
PARKER HANNIFIN CORP	OH				X	X					06/13/00	
PERFICIENT INC	DE	X				X					05/01/00	AMEND
PHOTOLOFT COM	NV	X				X					06/08/00	
PINNACLE RESOURCES INC	WY				X						06/01/00	
PREMIER BRANDS INC/UT	UT				X						06/08/00	
PROGRESS FINANCIAL CORP	DE			X							04/20/00	
PROGRESS FINANCIAL CORP	DE	X									04/26/00	
PROGRESS FINANCIAL CORP	DE	X									05/23/00	
PRUDENTIAL SECURITIES SECURED FINAN CING CORP	DE				X	X					06/14/00	
QUESTAR PIPELINE CO	UT				X						06/15/00	
RAMTRON INTERNATIONAL CORP	DE				X						06/15/00	AMEND
REDDI BRAKE SUPPLY CORP	NV	X									06/20/00	
RESIDENTIAL ASSET MORTGAGE PRODUCTS INC	DE				X	X					06/23/00	
RESIDENTIAL ASSET SECURITIES CORP	DE				X	X					06/22/00	
SAXON ASSET SECURITIES CO	VA				X	X					06/14/00	
SBS TECHNOLOGIES INC	NM					X					04/12/00	AMEND
SEDONA CORP	PA	X				X					04/09/00	AMEND
ST JOSEPH LIGHT & POWER CO	MO	X									06/23/00	
STAR RECEIVABLES FUNDING INC	DE						X				06/15/00	
TECUMSEH PRODUCTS CO	MI				X						06/22/00	
TERAGLOBAL COMMUNICATIONS CORP	DE				X						06/23/00	
TRANSCONTINENTAL REALTY INVESTORS I NC	NV				X						06/15/00	
U S DIGITAL COMMUNICATIONS INC	NV				X						06/14/00	
UNOCAL CORP	DE				X						06/15/00	
VDC COMMUNICATIONS INC	DE	X				X					06/14/00	
VISION TWENTY ONE INC	FL				X	X					06/20/00	
VISUAL EDGE SYSTEMS INC	DE	X		X		X					06/13/00	
YELLOW CORP	DE				X						06/23/00	
YOUNG INNOVATIONS INC	MO				X	X					06/14/00	
ZIONS BANCORPORATION /UT/	UT				X	X					06/23/00	