

# SEC NEWS DIGEST

Issue 2000-148

August 3, 2000

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## COMMISSION ANNOUNCEMENTS

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### 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.

### **OPEN MEETING – THURSDAY, AUGUST 10, 2000 – 10:00 A.M.**

The subject matter of the open meeting scheduled for Thursday, August 10, will be:

The Commission will consider adopting new rules to address three issues: (1) the selective disclosure by issuers of material nonpublic information (Regulation FD); (2) whether insider trading liability requires "use" or "knowing possession" of material nonpublic information (Rule 10b5-1); and (3) when a family or other non-business relationship gives rise to liability under the misappropriation theory of insider trading (Rule 10b5-2).

FOR FURTHER INFORMATION CONTACT: Richard A. Levine, Assistant General Counsel; or Sharon Zamore, Senior Counsel; or Jacob Lesser, Attorney, Office of the General Counsel (202-942-0890).

**CLOSED MEETING – THURSDAY, AUGUST 10, 2000 – 11:00 A.M.**

The subject matter of the closed meeting scheduled Thursday, August 10, 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.

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**ENFORCEMENT PROCEEDINGS**

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**COMMISSION BARS ADDITIONAL BROKERAGE EMPLOYEE IN IBM/LOTUS INSIDER TRADING CASE**

On August 2, the Commission issued an order by consent barring Samuel Lederman of Upper Saddle River, New Jersey from associating with any broker or dealer for five years based upon a permanent injunction entered against him for committing insider trading on June 2, 1995, in advance of International Business Machines Corporation's takeover of Lotus Development Corporation. Lederman previously had agreed to the entry of the injunction as well as disgorgement and pre-judgment interest of \$70,223, and a monetary penalty of \$47,463. (Rel. 34-43106; File No. 3-10260)

**SEC WINS SUMMARY JUDGMENT AGAINST AN INVESTMENT ADVISOR FOR VIOLATING A COMMISSION BAR ORDER AND FRAUDULENTLY SELLING UNREGISTERED SECURITIES**

The Commission announced today that on July 25, 2000, the District Court in Massachusetts entered a final judgment against Defendants Sanjay Saxena and Mumtaz Saxena enjoining them from further violations of the registration provisions and the general antifraud and investment advisor antifraud provisions of the federal securities laws. The judgment also directed the Saxenas to pay disgorgement in the total amount of \$304,703 plus prejudgment interest in the total amount of \$62,501 and to pay civil monetary penalties in the total amount of \$354,703.

On September 18, 1998, the Commission filed a complaint alleging that in 1995 the Commission barred Sanjay Saxena from the securities industry due to prior securities law violations. Months later, Saxena and his wife, Mumtaz Saxena, implemented a scheme to evade the bar by setting up an investment adviser, Saxena Capital

Management Inc., and two investment companies, Index Timing Fund L.P. and Saxena Growth Fund, for which Mumtaz Saxena was nominally the principal. In reality Sanjay Saxena was actively associated with these entities from the outset and their investment decisions tracked the recommendations in newsletters that he published over an Internet website entitled "Vital Information." The Commission alleged that Sanjay Saxena violated the bar by associating with the entities as well as by continuing to receive fees under a separate consulting agreement with a broker-dealer. Further, the Saxenas made material misrepresentations and omissions to investors in their companies and they failed to register the two investment companies with the Commission. Accordingly, the Saxenas violated the antifraud provisions of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and Sections 206(1) and 206(2) of the Investment Advisers Act and violated Sections 5(a) and 5(c) of the Securities Act of 1933 by offering and selling unregistered securities. Sanjay Saxena also violated Section 206(4) of the Investment Advisers Act. On June 30, 2000, the Commission filed a motion for summary judgment against the Saxenas which the Court granted on July 18, 2000. [SEC v. Sanjay Saxena and Mumtaz Saxena, Civil Action No. 98-11918-EFH, D. Mass.] (LR-16641)

### **COURT ORDERS TEMPORARY RESTRAINING ORDER AGAINST PHOENIX TELECOM, L.L.C. AND JEROLD CLAWSON, APPOINTS A RECEIVER FOR PHOENIX AND FREEZES ASSETS OF THE DEFENDANTS**

The Commission announced that on August 2 it filed a civil law suit with an application for a temporary restraining order against Phoenix Telecom, L.L.C. (Phoenix) and Jerold Benjamin Clawson (Clawson) and other emergency relief against all of the defendants. The complaint seeks permanent injunctions against Phoenix, Clawson, and two other individual defendants, Jerry Deland Beacham (Beacham) and H. Ellis Ragland, Jr. (Ragland). The complaint alleges that Phoenix, Clawson, Beacham, and Ragland engaged in fraud in the offer and sale of unregistered securities in the form of investment contracts. The Commission also announced that, on August 2, 2000, Judge Jack T. Camp of the United States District Court for the Northern District of Georgia entered a temporary restraining order against Phoenix and Clawson, appointed a receiver for Phoenix, and directed that assets of all of the defendants be frozen.

The Commission's complaint alleges that the defendants promoted a massive fraudulent scheme through the use of insurance agents and over the Internet, in which Phoenix raised more than \$74 million from more than 2,000 mostly elderly investors. The complaint asserts that the scheme is based upon purported investments in customer owned, coin-operated telephones offered and sold in units, involving a telephone, site lease, lease/back agreement and buy/back agreement, that constitute securities. In addition, the lease/back agreements contain a provision that, under certain circumstances, would allow Phoenix to substitute shares of common stock for the securities. No registration statement was filed with the Commission in connection with these securities. The complaint also asserts that although Phoenix is the source of lease payments on the telephones and is the insurer of the investment, investors were not told that Phoenix was losing money, had a negative net worth, and was dependent on revenue

from new investors to sustain its operations. It further contends that a prior securities law injunction and related criminal prosecution against Ragland was not disclosed, and that Phoenix failed to meet its monthly lease obligations to investors for the month of July 2000.

The complaint seeks preliminary injunctions against defendants Phoenix and Clawson and permanent injunctions against all defendants to prevent 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. The complaint also seeks an accounting, disgorgement and prejudgment interest as well as civil penalties from the defendants. [SEC v. Phoenix Telecom, L.L.C., Jerold Benjamin Clawson, Jerry Deland Beacham and H. Ellis Ragland, Jr., Civil Action File No. 1:00-CV-1970-JTC, NDGa.] (LR-16642)

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## **INVESTMENT COMPANY ACT**

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### **SECURITIES MANAGEMENT AND RESEARCH, INC., ET AL.**

A notice has been issued giving interested persons until August 28 to request a hearing on an application filed by Securities Management and Research, Inc., et al. for an order 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 would permit certain registered management investment companies to invest uninvested cash in an affiliated money market fund. (Rel. IC-24588 – August 1)

### **GOLDMAN SACHS TRUST, ET AL.**

A notice has been issued giving interested persons until August 24 to request a hearing on an application filed by Goldman Sachs Trust, et al. for an order under Section 10(e)(3) of the Investment Company Act. The order would suspend the operation of Section 10(b) of the Act and extend until August 31 the thirty-day period provided for by Section 10(e)(1) of the Act during which a vacancy on the boards of trustees (Boards) of Goldman Sachs Trust and Goldman Sachs Variable Insurance Trust may be filled by action of the Boards in order to bring the composition of the Boards into compliance with Section 10(b). (Rel. IC-24589 – August 1)

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## **HOLDING COMPANY ACT**

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### **ALLIANT ENERGY CORPORATION, ET AL.**

An order has been issued authorizing Alliant Energy Corporation (Alliant), a registered public utility holding company under the Public Utility Holding Company Act of 1935,

as amended, and its wholly owned electric-utility subsidiary company, Wisconsin Power & Light Company, to (1) acquire a membership interest in American Transmission Company, LLC (American Transmission), a Wisconsin limited liability company; and (2) acquire a percentage of the capital stock of ATC Management Co., a Wisconsin corporation. The order also authorizes Alliant to guarantee certain obligations of American Transmission to third parties, and to enter into a reimbursement agreement with American Transmission. (Rel. 35-27206)

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## **SELF-REGULATORY ORGANIZATIONS**

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### **PROPOSED RULE CHANGE**

The American Stock Exchange filed a proposed rule change (SR-Amex-00-36) creating an Options Principal Membership Seat Upgrade Program. Publication of the proposal is expected in the Federal Register during the week of August 7. (Rel. 34-43092)

### **APPROVAL OF PROPOSED RULE CHANGE**

The Commission approved a proposed rule change filed by the National Association of Securities Dealers (SR-NASD-99-76) relating to amendments to the Code of Procedure and other provisions. (Rel. 34-43102)

### **DELISTINGS GRANTED**

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration The Thermo Opportunity Fund, Inc., Common Stock, \$.001 par value. (Rel. 34-43101)

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration AppOnline.com, Inc., Common Stock, \$.001 par value. (Rel. 34-43104)

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## **SECURITIES ACT REGISTRATIONS**

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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>.

- F-1 PARTNER COMMUNICATIONS CO LTD, 8 AMAL STREET AFEQ INDUSTRIAL PARK, 972 3 905 4888, ROSH HAAYIN 48103 ISRAEL, L3 00000 - 250,000,000 (\$250,000,000) FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE 333-12340 - JUL. 25) (BR. 7)
- S-8 ELAN CORP PLC, LINCOLN HOUSE LINCOLN PLACE, COUNTY WESTMEATH, DUBLIN 2 IRELAND, L2 (353) 709-4000 - 15,774,997 (\$595,772,771) FOREIGN COMMON STOCK. (FILE 333-12344 - JUL. 26) (BR. 1)
- F-3 AUDIOCODES LTD, 4 HAHORESH RD, YEHUD 56470, ISRAEL, L3 - 2,075,336 (\$246,446,150) FOREIGN COMMON STOCK. (FILE 333-12346 - JUL. 24) (BR. 7)
- F-1 GUARDIAN PROTECTIVE CLOTHING INC, 613 MANITOV ROAD SE, 403-287-8891, CALGARY AB CANADA, A1 T2G 4 - 2,400,000 (\$144,000) FOREIGN COMMON STOCK. 1,200,000 (\$600,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-12354 - JUL. 24) (NEW ISSUE)
- S-4 MEDIA METRIX INC, 250 PARK AVENUE SOUTH, 7TH FLOOR, NEW YORK, NY 10003 (212) 515-8700 - 19,046,596 (\$485,783,430.98) COMMON STOCK. (FILE 333-42316 - JUL. 27) (BR. 8)
- S-1 REGISTER COM INC, 575 EIGHTH AVE, 11TH FLOOR, NEW YORK, NY 10018 - 4,600,000 (\$147,487,500) COMMON STOCK. (FILE 333-42318 - JUL. 27) (BR. 8)
- S-8 WHIRLPOOL CORP /DE/, WHIRLPOOL CNTR 2000 M 63, C/O CORPORATE SECRETARY, BENTON HARBOR, MI 49022 (616) 923-5000 - 3,500,000 (\$150,391,500) COMMON STOCK. (FILE 333-42322 - JUL. 27) (BR. 2)
- SB-2 FORE INC, 14601 BELLAIRE BLVD, SUITE 338, HOUSTON, TX 77083 (281) 564-6418 - 3,000,000 (\$75,000) COMMON STOCK. (FILE 333-42324 - JUL. 27) (BR. 9 - NEW ISSUE)
- S-8 TRIMFAST GROUP INC, 777 S HARBOUR ISLAND BLVD 260, TAMPA, FL 33602 (813) 275-0050 - 15,000 (\$31,800) COMMON STOCK. (FILE 333-42326 - JUL. 27) (BR. 1)
- S-8 COMMUNITY FINANCIAL GROUP INC, 401 CHURCH ST, PO BOX 198986, NASHVILLE, TN 37219 (615) 271-2025 - 250,000 (\$3,171,875) COMMON STOCK. (FILE 333-42328 - JUL. 27) (BR. 7)
- S-8 COMMUNITY FINANCIAL GROUP INC, 401 CHURCH ST, PO BOX 198986, NASHVILLE, TN 37219 (615) 271-2025 - 100,000 (\$1,268,750) COMMON STOCK. (FILE 333-42330 - JUL. 27) (BR. 7)

S-8 COMMUNITY FINANCIAL GROUP INC, 401 CHURCH ST, PO BOX 198986,  
NASHVILLE,  
TN 37219 (615) 271-2025 - 542,091 (\$6,877,780) COMMON STOCK. (FILE  
333-42332 - JUL. 27) (BR. 7)

S-4 WESTECH CAPITAL CORP, 1250 CAPITAL OF TEXAS HIGHWAY SOUTH, SUITE  
500,  
AUSTIN, TX 78746 (512) 306-8222 - 2,710,883 (\$7,617,581) COMMON STOCK.  
(FILE 333-42334 - JUL. 27) (BR. 7)

S-8 L90 INC, 2020 SANTA MONICA BLVD, STE 400, SANTA MONICA, CA 90404  
(310) 315-1199 - 6,841,736 (\$51,177,766) COMMON STOCK. (FILE 333-42336  
-  
JUL. 27) (BR. 5)

S-8 LUBRIZOL CORP, 29400 LAKELAND BLVD, WICKLIFFE, OH 44092 (216) 943-  
4200  
- 4,000,000 (\$91,375,200) COMMON STOCK. (FILE 333-42338 - JUL. 27)  
(BR. 2)

S-8 INFOSPACE INC, 601 108TH AVE NE, SUITE 1200, BELLEVUE, WA 98004  
(425) 882-1602 - 5,967,866 (\$269,113,457) COMMON STOCK. (FILE 333-  
42340 -  
JUL. 27) (BR. 3)

S-8 RADIO ONE INC, 5900 PRINCESS GARDEN PARKWAY, 8TH FL, LANHAM, MD  
20706  
(301) 306-1111 - 2,816,198 (\$49,411,074) COMMON STOCK. (FILE 333-42342  
-  
JUL. 27) (BR. 7)

S-8 EXCHANGE APPLICATIONS INC, 89 SOUTH STREET, BOSTON, MA 02111  
(617) 737-2244 - 4,758,959 (\$113,144,250) COMMON STOCK. (FILE 333-  
42344 -  
JUL. 27) (BR. 3)

S-8 STANLEY WORKS, 1000 STANLEY DR, P O BOX 7000, NEW BRITAIN, CT 06053  
(806) 225-5111 - 500,000 (\$13,125,000) COMMON STOCK. (FILE 333-42346 -  
JUL. 27) (BR. 6)

S-3 AMERICAN POWER CONVERSION CORPORATION, 132 FAIRGROUNDS RD,  
WEST KINGSTON, RI 02892 (401) 789-5735 - 84,955 (\$3,971,646.25)  
COMMON STOCK. (FILE 333-42348 - JUL. 27) (BR. 5)

S-8 COMARCO INC, 1551 NORTH TUSTIN AVENUE, SUITE 840, SANTA ANA, CA  
92705  
(714) 796-1808 - 200,000 (\$6,725,000) COMMON STOCK. (FILE 333-42350 -  
JUL. 27) (BR. 6)

S-3 LIGHTNING ROD SOFTWARE INC, 7301 OHMS LANE, SUITE 600, MINNEAPOLIS,  
MN  
55439 (612) 837-4000 - 2,095,549 (\$10,936,041) COMMON STOCK. (FILE  
333-42352 - JUL. 27) (BR. 3)

S-8 CIMA LABS INC, 10000 VALLEY VIEW ROAD, EDEN PRAIRIE, MN 55344  
(612) 947-8700 - 250,000 (\$7,282,500) COMMON STOCK. (FILE 333-42354 -  
JUL. 27) (BR. 1)

S-8 GREEN MOUNTAIN POWER CORP, 163 ACORN LANE, P.O.BOX 850, COLCHESTER,  
VT  
05446 (802) 864-5731 - 500,000 (\$3,918,750) COMMON STOCK. (FILE 333-  
42356  
- JUL. 27) (BR. 2)

S-8 QUANTUM CORP /DE/, 500 MCCARTHY BLVD, MILPITAS, CA 95035 (408) 894-  
4000  
- 14,472,195 (\$160,205,474) COMMON STOCK. (FILE 333-42358 - JUL. 27)  
(BR. 3)

S-1 MCE COMPANIES INC, 310 DINO DRIVE, ANN ARBOR, MI 48103 (734) 426-  
1230 -  
\$140,000,000 COMMON STOCK. (FILE 333-42360 - JUL. 27)

S-8 INTERNET MULTI-MEDIA CORP, 2533 NORTH CARSON STREET SUITE 3358,  
CARSON CITY, NV 89706 (702) 841-4779 - 3,253,000 (\$422,890) COMMON  
STOCK.  
(FILE 333-42362 - JUL. 27) (BR. 9)

N-2 MFS MUNICIPAL INCOME TRUST, 500 BOYLSTON ST, 15TH FLOOR, BOSTON, MA  
02116 (617) 954-5268 - 40 (\$1,000,000) PREFERRED STOCK. (FILE 333-  
42364 -  
JUL. 27) (BR. 18)

S-8 UNITED STATES CELLULAR CORP, 8410 W BRYN MAWR AVE, STE 700, CHICAGO,  
IL  
60631 (312) 399-8900 - 200,000 (\$13,581,250) COMMON STOCK. (FILE  
333-42366 - JUL. 27) (BR. 7)

S-1 SKYAUCTION COM INC, 501 MADISON AVE, NEW YORK, NY 10022 -  
\$70,000,000  
COMMON STOCK. (FILE 333-42368 - JUL. 27)

S-8 STYLECLICK INC, 152 WEST 57TH STREET, NEW YORK, NY 10019 (212) 314-  
7300  
- 15,200,000 (\$32,072,000) COMMON STOCK. (FILE 333-42370 - JUL. 27)  
(BR. 9)

S-8 MAINSPRING INC, ONE MAIN STREET, 7TH FLOOR, CAMBRIDGE, MA 02142  
(617) 588-2300 - 9,217,669 (\$79,694,577.36) COMMON STOCK. (FILE 333-  
42372  
- JUL. 27) (BR. 5)

S-3 PRICESMART INC, 4649 MORENA BLVD, SAN DIEGO, CA 92117 (619) 581-4530  
-  
646,498 (\$24,366,510) COMMON STOCK. (FILE 333-42374 - JUL. 27) (BR. 2)

S-8 SCM MICROSYSTEMS INC, 160 KNOWLES DRIVE, LOS GATOS, CA 95030  
(408) 370-4888 - 1,221,733 (\$61,610,669) COMMON STOCK. (FILE 333-42376  
-  
JUL. 27) (BR. 3)

S-3 PILOT NETWORK SERVICES INC, 1080 MARINA VILLAGE PKWY, ALAMEDA, CA  
94501



(510) 433-7800 - 4,511,572 (\$67,673,580) COMMON STOCK. (FILE 333-42380  
 -  
 JUL. 27) (BR. 8)

S-4 REGIONS FINANCIAL CORP, PO BOX 10247, BIRMINGHAM, AL 35202  
 (205) 944-1300 - 523,250 (\$7,694,000) COMMON STOCK. (FILE 333-42382 -  
 JUL. 27) (BR. 7)

S-3 BACKWEB TECHNOLOGIES LTD, 2077 GATEWAY PL, SUITE 500, SAN JOSE, CA  
 95110  
 (408) 933-1763 - 704,408 (\$14,722,127) FOREIGN COMMON STOCK. (FILE  
 333-42384 - JUL. 27) (BR. 3)

S-3 ACCREDO HEALTH INC, 1640 CENTURY CENTER PARKWAY, SUITE 101, MEMPHIS,  
 TN  
 38134 (877) 222-7336 - 2,300,000 (\$78,775,000) COMMON STOCK. (FILE  
 333-42386 - JUL. 27) (BR. 1)

S-8 BLUE MARTINI SOFTWARE INC, 2600 CAMPUS DR, SUITE 175, SAN MATEO, CA  
 94403 - 18,707,567 (\$445,670,908) COMMON STOCK. (FILE 333-42388 - JUL.  
 27)  
 (BR. 4)

S-3 HYPERTENSION DIAGNOSTICS INC /MN, 2915 WATERS ROAD SUITE 108,  
 612-687-9999, EAGAN, MN 55121 (612) 687-9999 - 1,568,175 (\$12,357,219)  
 COMMON STOCK. (FILE 333-42390 - JUL. 27) (BR. 9)

S-8 INTEGRATED CIRCUIT SYSTEMS INC, 2435 BLVD OF THE GENERALS,  
 NORRISTOWN,  
 PA 19403 (610) 630-5300 - 8,838,786 (\$6,921,025) COMMON STOCK. (FILE  
 333-42392 - JUL. 28) (BR. 5)

S-8 SIERRA HEALTH SERVICES INC, 2724 N TENAYA WAY, LAS VEGAS, NV 89128  
 (702) 242-7000 - 4,173,150 (\$13,953,970) COMMON STOCK. (FILE 333-42394  
 -  
 JUL. 28) (BR. 1)

S-8 AGENCY COM LTD, 20 EXCHANGE PL, NEW YORK, NY 10005 (212) 358-8220 -  
 1,045,489 (\$23,230,765.58) COMMON STOCK. (FILE 333-42396 - JUL. 28)  
 (BR. 8)

S-8 MANUFACTURERS SERVICES LTD, 300 BAKER AVENUE, CONCORD, MA 01742  
 (617) 330-7682 - 750,000 (\$19,312,500) COMMON STOCK. (FILE 333-42398 -  
 JUL. 28) (BR. 5)

S-8 MANUFACTURERS SERVICES LTD, 300 BAKER AVENUE, CONCORD, MA 01742  
 (617) 330-7682 - 2,045,882 (\$25,867,859.32) COMMON STOCK. (FILE 333-  
 42400  
 - JUL. 28) (BR. 5)

S-8 MANUFACTURERS SERVICES LTD, 300 BAKER AVENUE, CONCORD, MA 01742  
 (617) 330-7682 - 2,668,350 (\$54,669,236.75) COMMON STOCK. (FILE 333-  
 42402  
 - JUL. 28) (BR. 5)

S-8 MANUFACTURERS SERVICES LTD, 300 BAKER AVENUE, CONCORD, MA 01742  
 (617) 330-7682 - 225,000 (\$5,793,750) COMMON STOCK. (FILE 333-42404 -

JUL. 28) (BR. 5)

S-3 ZORAN CORP \DE\, 3112 SCOTT BOULEVARD, SUITE 255, SANTA CLARA, CA  
95054

(408) 919-4111 - 334,682 (\$14,936,857.66) COMMON STOCK. (FILE 333-  
42406 -

JUL. 28) (BR. 5)

S-8 INTEL CORP, 2200 MISSION COLLEGE BLVD, SANTA CLARA, CA 95052

(408) 765-8080 - 7,500 (\$1,048,593.75) COMMON STOCK. (FILE 333-42408 -

JUL. 28) (BR. 5)

S-8 PETS COM INC, 435 BRANNAN STREET, SAN FRANCISCO, CA 94107 (415) 222-  
9999

- 7,715,327 (\$20,600,715) COMMON STOCK. (FILE 333-42410 - JUL. 28)  
(BR. 2)

SB-2 IBIZ TECHNOLOGY CORP, 1919 WEST LONE CACTUS, PHOENIX, AZ 85201

(623) 920-0 - 780,000 (\$573,300) COMMON STOCK. (FILE 333-42414 -

JUL. 28) (BR. 9)