

SEC NEWS DIGEST

Issue 2000-110

June 9, 2000

RULES AND RELATED MATTERS

NEW RULES AND RULE AMENDMENTS CONCERNING THE OFFER AND SALE OF SECURITIES TO CANADIAN RETIREMENT ACCOUNTS; ORDER CONDITIONALLY EXEMPTING CANADIAN BROKER-DEALERS FROM THE BROKER-DEALER REGISTRATION REQUIREMENTS

The Commission issued a release adopting new Rule 237 under the Securities Act of 1933, new Rule 7d-2 under the Investment Company Act, and amendments to Rule 12g3-2 under the Securities Exchange Act of 1934. The new rules and amendments permit investors in the United States who hold securities in certain Canadian tax-deferred retirement accounts to manage their investments by purchasing and selling foreign securities in those accounts. The new rules and rule amendments permit securities of foreign investment companies and other foreign issuers to be offered and sold to those accounts without the securities or the investment companies being registered under the U.S. securities laws.

The Commission also issued an order conditionally exempting Canadian broker-dealers from the broker-dealer registration requirements and related provisions of the Exchange Act, to the extent they effect transactions for certain Canadian tax-deferred individual retirement accounts.

The new rules, amendments and order do not affect the applicability of antifraud provisions of the U.S. securities laws. FOR FURTHER INFORMATION ON THE RULE RELEASE, CONTACT Curtis A. Young at (202) 942-0598. (Rel. IC-24491) FOR FURTHER INFORMATION ON THE ORDER, CONTACT Barbara Stettner at (202) 942-0073. (Rel. 34-42906)

ENFORCEMENT PROCEEDINGS

PUBLIC ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST SHARP CAPITAL, INC. AND MAURICIO GUTIERREZ

On June 8, the Commission instituted and simultaneously settled administrative proceedings against Sharp Capital, Inc. (Sharp), an investment adviser registered with the Commission since 1987, and its president, Mauricio Gutierrez (Gutierrez). The Commission's order found that a final judgement had been entered against Sharp and Gutierrez in a civil action filed by the Commission. According to the Commission's complaint in the civil action, Sharp and Gutierrez misrepresented the nature and quality of investments purchased with advisory clients' funds. Although clients were told that their funds would be segregated and used to purchase specific, safe debt instruments issued by Mexican and European companies, in reality, their funds were pooled and invested in risky securities issued by companies in emerging markets in Asia and Latin America. When these risky securities suffered significant losses in late 1998, the value of the advisory clients' holdings declined from in excess of \$85 million to less than \$30 million.

The Commission accepted the offers submitted by Sharp and Gutierrez in which each consents, without admitting or denying the Commission's findings, to the entry of an order, which revokes Sharp's registration as an investment adviser and bars Gutierrez from association with any registered investment adviser. (Rel. IA-1875, File No. 3-10218)

COMMISSION ISSUES CEASE AND DESIST ORDER AGAINST FIRSTMARK CORP. FOR FILING MATERIALLY FALSE QUARTERLY AND ANNUAL REPORTS

On June 8, the Commission issued an order against Firstmark Corp., a Maine corporation headquartered in Virginia. For the periods ended September 30, 1994 through March 31, 1996, the company filed materially false quarterly and annual reports by grossly inflating and improperly accounting for the value of its investments in two start-up companies. The Order finds that Firstmark failed to write off its investment in one of the start-up companies even though the investment had become worthless. The Order further finds that Firstmark mischaracterized its investment in the other start-up company as a trading security in order to record income from unrealized gains in the company's stock. As a result of its improper accounting, Firstmark inflated its net income before taxes on several quarterly and annual reports. For example, the Order finds that, for the quarter ended December 31, 1994, Firstmark reported a net income of \$144,471 when it should have reported a loss of \$880,529. For the fiscal year ended June 30, 1995, Firstmark reported a net income of \$771,895 when it should have reported a loss of \$54,886. As a further consequence of these accounting irregularities, for the periods ended September 30, 1994 through March 31, 1996, Firstmark overstated its assets by ten to eighteen percent. The Commission accepted Firstmark's offer of settlement, in which it agreed, without admitting or denying the findings, to an order requiring Firstmark to cease and desist from committing or causing any current or future violation 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. (Rel. 34-42909; AAE Rel. 1270; File No. 3-10219)

PROCEEDINGS INSTITUTED AGAINST CERTIFIED PUBLIC ACCOUNTANT, SCOTT EDWARDS, ALLEGING IMPROPER PROFESSIONAL CONDUCT

On June 8, the Commission entered an order instituting proceedings against certified public accountant Scott E. Edwards (Edwards). Edwards resides in Bangor, Maine.

The Order alleges that Edwards engaged in improper professional conduct with respect to his audit of the financial statements of Firstmark Corp. (Firstmark) for the fiscal year ended June 30, 1995. The Order alleges that, in its Form 10-KSB for that period, Firstmark inflated and improperly accounted for the value of its investments in two companies. As a result, Firstmark reported pre-tax income of \$771,895 when it should have reported a loss of \$54,886. The Order alleges that, during the audit, Edwards learned that: (1) Firstmark's investment in one of the companies should have been written off because the company had become worthless and (2) Firstmark had improperly recognized income on the appreciation in the value of its investment in the second company by inappropriately reclassifying its stock in that company as a trading security. The Order alleges that, despite what he knew about the matters set forth above, Edwards issued an audit report containing an unqualified opinion. The Order alleges that, by these activities, Edwards engaged in improper professional conduct under Rule 102(e) of the Commission's Rules of Practice. (Rel. 34-42910; AAE Rel. 1271; File No. 3-10220)

INVESTMENT COMPANY ACT RELEASES

LIFETIME ACHIEVEMENT FUND, INC., ET AL.

An order has been issued on an application filed by Lifetime Achievement Fund, Inc (Fund), et al. under Section 12(d)(1)(J) of the Investment Company Act that permits the Fund to charge a sales load in excess of the 1½ percent limit contained in Section 12(d)(1)(F)(ii) of the Act. (Rel. IC-24489 – June 7)

AMERICAN GENERAL SERIES PORTFOLIO COMPANY 2, ET AL.

A notice has been issued giving interested persons until June 29 to request a hearing on an application filed by American General Series Portfolio Company 2 (AGSPC2), North American Funds (NAF), The Variable Annuity Life Insurance Company, and American General Corporation for an exemption from Section 17(a) of the Investment Company Act. The order would permit certain series of NAF to acquire all of the assets and liabilities of certain series of AGSPC2. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-24490 – June 7)

SIT LARGE CAP GROWTH FUND, INC., ET AL.

A notice has been issued giving interested persons until June 29 to request a hearing on an application filed by Sit Large Cap Growth Fund, Inc., et al. for an exemption from Section 17(a) of the Investment Company Act. The order would permit Sit Large Cap Growth Fund, Inc. to acquire the assets and liabilities of Sit Regional Growth Fund, a series of Sit Mutual Funds, Inc. Because of certain affiliations, applicants may not rely on Rule 17a-8 under the Act. (Rel. IC-24492 – June 7)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission issued notice of an order approving, on a pilot basis, a proposed rule change (SR-CBOE-99-40) filed by the Chicago Board Options Exchange relating to the operation of CBOE's Retail Automatic Execution System. Publication was expected in the Federal Register during the week of May 29, 2000. (Rel. 34- 42824)

The Commission approved a proposed rule change filed by the Chicago Board Options Exchange (SR-CBOE-97-37) relating to eligibility requirements for market maker participation on the RAES system. (Rel. 34-42870)

PROPOSED RULE CHANGE

The Options Clearing Corporation filed a proposed rule change (SR-OCC-00-03) to revise OCC's By-Laws to eliminate the requirement that clearing members designate a specific individual (a "designee") for service as a member director or a member of the nominating committee. Instead, a new by-law will provide that a member director or a member of the nominating committee must be a "representative" of a clearing member. Publication of the proposal is expected in the Federal Register during the week of June 12. (Rel. 34-42900)

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the National Association of Securities Dealers regarding the extension of Nasdaq's Third Market Transaction Credit Pilot Program (SR-NASD-00-32) has become 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 12. (Rel. 34-42907)

WITHDRAWALS GRANTED

An order has been issued granting the application of Audiovox Corporation to withdraw its Class A Common Stock, \$.01 par value, from listing and registration on the American Stock Exchange. (Rel. 34-42902)

An order has been issued granting the application of Rogers Corporation to withdraw its Capital Stock, \$1 par value, from listing and registration on the Pacific Exchange. (Rel. 34-42903)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <publicinfo@sec.gov>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

S-8 VIA NET WORKS INC, 12100 SUNSET HILLS RD, SUITE 110, RESTON, VA
20190
(703) 464-0300 - 9,038,411 (\$93,898,063.32) COMMON STOCK. (FILE 333-
38392
- JUN. 02) (BR. 3)

S-8 DEL MONTE FOODS CO, ONE MARKET PLZ, C/O DEL MONTE CORP, SAN
FRANCISCO,
CA 94105 (415) 247-3000 - 5,000,000 (\$5,000,000) COMMON STOCK. (FILE
333-38394 - JUN. 02) (BR. 2)

S-8 DOMINION RESOURCES INC /VA/, 120 TREDEGAR STREET, P O BOX 26532,
RICHMOND, VA 23219 (804) 819-2000 - 19,000,000 (\$869,843,750) COMMON
STOCK.
(FILE 333-38396 - JUN. 02) (BR. 2)

S-8 DOMINION RESOURCES INC /VA/, 120 TREDEGAR STREET, P O BOX 26532,
RICHMOND, VA 23219 (804) 819-2000 - 10,000,000 (\$457,812,500) COMMON
STOCK.
(FILE 333-38398 - JUN. 02) (BR. 2)

SB-2 SYCONET COM INC, 9208A VENTURE CT, MANASSAS, VA 20111 (703) 366-3900
-
4,552,533 (\$2,851,823.76) COMMON STOCK. (FILE 333-38400 - JUN. 02)
(BR. 9)

S-8 OLD KENT FINANCIAL CORP /MI/, ONE VANDENBERG CTR, 111 LYON ST NW,
GRAND RAPIDS, MI 49503 (616) 771-5000 - 25,000 (\$807,812.50) COMMON
STOCK.
(FILE 333-38406 - JUN. 02) (BR. 7)

S-3 ARONEX PHARMACEUTICALS INC, 8707 TECHNOLOGY FOREST PLACE, THE
WOODLANDS,
TX 77381 (281) 367-1666 - 4,060,098 (\$10,150,245) COMMON STOCK. (FILE
333-38408 - JUN. 02) (BR. 1)

S-8 E T CAPITAL INC, 3525 S TAMARAK, STE 120, DENVER, CO 80237
(303) 220-0227 - 20,000,000 (\$1,900,000) COMMON STOCK. (FILE 333-38410
-
JUN. 02) (BR. 4)

S-3 DURAMED PHARMACEUTICALS INC, 7155 EAST KEMPER ROAD, CINCINNATI, OH
45249
(513) 731-9900 - 3,515,092 (\$18,179,529) COMMON STOCK. (FILE 333-38412
-
JUN. 02) (BR. 1)

S-3 BENCHMARK ELECTRONICS INC, 3000 TECHNOLOGY DRIVE, ANGLETON, TX 77515
(409) 849-6550 - 3,162,500 (\$108,410,500) COMMON STOCK. (FILE 333-
38414 -
JUN. 02) (BR. 5)

S-8 OFFICIAL PAYMENTS CORP, THREE LANDMARK SQUARE, SUITE 450, STAMFORD,
CT
06901 (203) 356-4200 - 1,250,000 (\$5,097,657) COMMON STOCK. (FILE
333-38416 - JUN. 02) (BR. 3)

S-1 ADVANCE POWER TECHNOLOGY INC, 405 SW COLUMBIA STREET, BEND, OR 97702
(541) 382-8028 - \$69,000,000 COMMON STOCK. (FILE 333-38418 - JUN. 02)
(BR. 36 - NEW ISSUE)

S-4 APPLIED DIGITAL SOLUTIONS INC, 400 ROYAL PALM WAY, SUITE 410,
PALM BEACH, FL 33480 (561) 366-4800 - 22,390,196 (\$97,957,106)
COMMON STOCK. (FILE 333-38420 - JUN. 02) (BR. 3)

S-3 STORAGE COMPUTER CORP, 11 RIVERSIDE STREET, NASHUA, NH 03062
(603) 880-3005 - 3,320,000 (\$21,165,000) COMMON STOCK. (FILE 333-38422
-
JUN. 02) (BR. 3)

S-8 APPLIED FILMS CORP, 6797 WINCHESTER CIRCLE, BOULDER, CO 80301
(303) 530-1411 - 100,000 (\$2,131,000) COMMON STOCK. (FILE 333-38426 -
JUN. 02) (BR. 5)

S-8 CREDENCE SYSTEMS CORP, 215 FOURIER AVE, FREMONT, CA 94539 (510) 657-
7400
- 174,678 (\$1,952,900) COMMON STOCK. (FILE 333-38428 - JUN. 02) (BR.
5)

S-8 DIGITAL ISLAND INC, 45 FREMONT STREET SUITE 1200, SAN FRANCISCO, CA
94105 (415) 738-4100 - 5,000,000 (\$89,843,750) COMMON STOCK. (FILE
333-38434 - JUN. 02) (BR. 8)

F-3 SANTA FE INTERNATIONAL CORP/, 5420 LBJ FRWY, SUITE 1100, DALLAS, TX
75240 (972) 701-7300 - 34,500,000 (\$1,226,906,200) COMMON STOCK. (FILE
333-38436 - JUN. 02) (BR. 4)

S-8 GLOBAL MAINTECH CORP, 7578 MARKET PLACE DRIVE, EDEN PRAIRIE, MN
55344
(612) 944-0400 - 1,200,000 (\$2,737,440) COMMON STOCK. (FILE 333-38440
-
JUN. 02) (BR. 3)

S-8 ECONNECT, 2500 VIA CABRILLO MARINA SUITE 112, SAN PEDRO, CA 90731
(310) 541-4393 - 600,000 (\$375,000) COMMON STOCK. (FILE 333-38442 -
JUN. 02) (BR. 5)

S-8 ROCKWELL INTERNATIONAL CORP, 600 ANTON BLVD STE 700, COSTA MESA, CA
92626 (714) 424-4200 - 16,000,000 (\$648,000,000) COMMON STOCK. (FILE
333-38444 - JUN. 02) (BR. 5)

S-8 ECONNECT, 2500 VIA CABRILLO MARINA SUITE 112, SAN PEDRO, CA 90731
(310) 541-4393 - 100,000 (\$70,000) COMMON STOCK. (FILE 333-38448 -
JUN. 02) (BR. 5)

S-8 DATA RACE INC, 12400 NETWORK BLVD, SAN ANTONIO, TX 78249 (210) 263-
2000
- 1,000,000 (\$2,585,509) COMMON STOCK. (FILE 333-38450 - JUN. 02) (BR.
3)

S-8 ECONNECT, 2500 VIA CABRILLO MARINA SUITE 112, SAN PEDRO, CA 90731
(310) 541-4393 - 2,000,000 (\$20,000) COMMON STOCK. (FILE 333-38452 -
JUN. 02) (BR. 5)

S-8 ECONNECT, 2500 VIA CABRILLO MARINA SUITE 112, SAN PEDRO, CA 90731
(310) 541-4393 - 400,000 (\$174,800) COMMON STOCK. (FILE 333-38454 -
JUN. 02) (BR. 5)

S-1 RDA CORP, 1966 GREENSPRING DRIVE, SUITE 506, TIMONIUM, MD 21093
(410) 561-9028 - \$56,000,000 COMMON STOCK. (FILE 333-38456 - JUN. 02)
(BR. 3 - NEW ISSUE)

S-8 LONE STAR TECHNOLOGIES INC, 15660 N DALLAS PKWY, SUITE 500, DALLAS,
TX
75248 (972) 770-6401 - 200,000 (\$10,018,000) COMMON STOCK. (FILE
333-38458 - JUN. 02) (BR. 6)

S-8 VERITAS SOFTWARE CORP /DE/, 1600 PLYMOUTH STREET, MOUNTAIN VIEW, CA
94043 (650) 335-8000 - 21,367,360 (\$2,248,914,640) COMMON STOCK. (FILE
333-38460 - JUN. 02) (BR. 3)

S-8 GENSYM CORP, 125 CAMBRIDGE PARK DR, CAMBRIDGE, MA 02140 (617) 547-
2500
- 200,000 (\$675,000) COMMON STOCK. (FILE 333-38464 - JUN. 02) (BR. 3)

S-3 LSI LOGIC CORP, 1551 MCCARTHY BLVD, MS D 106, MILPITAS, CA 95035
(408) 433-8000 - 1,196,890 (\$55,094,342.81) COMMON STOCK. (FILE 333-
38466
- JUN. 02) (BR. 5)

S-8 TALK CITY INC, 1919 SOUTH BASCOM AVENUE, STE 304, CAMPBELL, CA 95008
 (408) /87-1-52 - 3,500,000 (\$6,146,596.15) COMMON STOCK. (FILE 333-
 38468 -
 JUN. 02) (BR. 8)

S-8 AZTEC MANUFACTURING CO, 400 N TARRANT RD, CROWLEY, TX 76036
 (817) 297-4361 - 1,070,000 (\$15,926,192) COMMON STOCK. (FILE 333-38470
 -
 JUN. 02) (BR. 5)

S-8 MILLENNIUM PHARMACEUTICALS INC, 75 SIDNEY STREET, CAMBRIDGE, MA
 02139
 (617) 679-7000 - 222,107 (\$17,879,613) COMMON STOCK. (FILE 333-38472 -
 JUN. 02) (BR. 1)

S-4 INTELEFILM CORP, 5501 EXCELSIOR BLVD, MINNEAPOLIS, MN 55416
 (612) 925-8840 - 244,880 (\$635,158) COMMON STOCK. (FILE 333-38474 -
 JUN. 02) (BR. 7)

S-1 VIASOURCE COMMUNICATIONS INC, 1001 WEST CYPRESS CREEK ROAD, SUITE
 118,
 FORT LAUDERDALE, FL 33309 (800) 683-0253 - \$200,000,000 COMMON STOCK.
 (FILE 333-38476 - JUN. 02) (NEW ISSUE)

S-4 VIGNETTE CORP, 901 SOUTH MOPAC EXPRESSWAY, SUITE 300, AUSTIN, TX
 78746
 (512) 306-4300 - 39,931,160 (\$1,098,106,900) COMMON STOCK. (FILE
 333-38478 - JUN. 02) (BR. 3)

S-8 BROADBASE SOFTWARE INC, 172 CONSTITUTION DR, MENLO PARK, CA 94025 -
 3,000,000 (\$51,660,000) COMMON STOCK. (FILE 333-38480 - JUN. 02) (BR.
 8)

S-3 BIOSPHERE MEDICAL INC, 111 LOCKE DR, MALBOROUGH, MA 01752 (508) 481-
 6802
 - 817,355 (\$12,006,945) COMMON STOCK. (FILE 333-38482 - JUN. 02) (BR.
 2)

S-3 MONONGAHELA POWER CO /OH/, 1310 FAIRMONT AVE, PO BOX 1392, FAIRMONT,
 WV
 26554 (304) 366-3000 - 253,475 (\$253,475,000) STRAIGHT BONDS. (FILE
 333-38484 - JUN. 02) (BR. 2)

S-3 ISTAR FINANCIAL INC, 1114 AVENUE OF THE AMERICAS 27TH FLOOR, NEW
 YORK,
 NY 10036 (212) 930-9494 - 8,000,000 (\$153,200,000) COMMON STOCK. (FILE
 333-38486 - JUN. 02) (BR. 8)

S-8 GENSYM CORP, 125 CAMBRIDGE PARK DR, CAMBRIDGE, MA 02140 (617) 547-
 2500
 - 800,000 (\$2,700,000) COMMON STOCK. (FILE 333-38488 - JUN. 02) (BR.
 3)

S-8 GENZYME TRANSGENICS CORP, 175 CROSSING BLVD, FRAMINGHAM, MA 01701
 (508) 620--970 - 400,000 (\$7,288,000) COMMON STOCK. (FILE 333-38490 -
 JUN. 02) (BR. 1)

S-3 WINSTAR COMMUNICATIONS INC, 685 THIRD AVE, NEW YORK, NY 10017
(212) 584-4000 - 2,000,000 (\$2,000,000,000) STRAIGHT BONDS. (FILE
333-38492 - JUN. 02) (BR. 7)

S-8 GENZYME TRANSGENICS CORP, 175 CROSSING BLVD, FRAMINGHAM, MA 01701
(508) 620--970 - 750,000 (\$13,665,000) COMMON STOCK. (FILE 333-38494 -
JUN. 02) (BR. 1)

S-3 HOMETOWN AUTO RETAILERS INC, 831 STRAITS TURNPIKE, WATERTOWN, CT
06795
(860) 945-4900 - 15,000 (\$48,984) COMMON STOCK. (FILE 333-38496 - JUN.
02)
(BR. 2)

S-8 AMERICAN ENERGY SERVICES INC, 7224 LAWNSDALE, HOUSTON, TX 77012
(713) 928-5311 - 4,000,000 (\$2,000,000) COMMON STOCK. (FILE 333-38498
-
JUN. 02) (BR. 6)

S-8 PLANET POLYMER TECHNOLOGIES INC, 9985 BUSINESS PARK WAY STE A,
SAN DIEGO, CA 92131 (619) 549-5130 - 500,000 (\$1,156,250) COMMON STOCK.
(FILE 333-38500 - JUN. 02) (BR. 6)

S-1 INSESSION TECHNOLOGIES INC, 907 NORTH ELM STREET, HINSDALE, IL 60521
(630) 789-2881 - \$70,000,000 COMMON STOCK. (FILE 333-38502 - JUN. 02)
(NEW ISSUE)

S-8 MNS EAGLE EQUITY GROUP I INC, 1901 AVE OF THE STAR, SUITE 1710,
LOS ANGELES, CA 90067 (303) 337-3384 - 2,000,000 (\$2,200,000) COMMON
STOCK.
(FILE 333-38504 - JUN. 02) (BR. 9)

S-8 CARDIMA INC, 47266 BENICIA STREET, FREMONT, CA 94538 (510) 354-0300
-
2,000,000 (\$2,376,000) COMMON STOCK. (FILE 333-38506 - JUN. 02) (BR.
5)

S-3 ABC NACO INC, 2001 BUTTERFIELD ROAD, SUITE 502, DOWNES GROVE, IL
60515
(312) 322-4614 - 311,110 (\$1,983,326.25) COMMON STOCK. (FILE 333-38508
-
JUN. 02) (BR. 6)

S-8 STORAGE TECHNOLOGY CORP, ONE STORAGETEK DRIVE, LOUISVILLE, CO 80028
(303) 673-5151 - 14,750,000 (\$163,171,875) COMMON STOCK. (FILE 333-
38514 -
JUN. 02) (BR. 3)

S-4 QLOGIC CORP, 26650 LAGUNA HILLS DR, ALLISO VIEJO, CA 92656
(714) 438-2200 - 16,247,219 (\$749,066,068.48) COMMON STOCK. (FILE
333-38516 - JUN. 02) (BR. 6)

S-1 WJ COMMUNICATIONS INC, 3333 HILLVIEW AVE, PALO ALTO, CA 94304
(650) 493-4141 - \$100,000,000 COMMON STOCK. (FILE 333-38518 - JUN. 02)
(BR. 5)

S-8 CAMPBELL SOUP CO, CAMPBELL PL, CAMDEN, NJ 08103 (609) 342-4800 -
25,000,000 (\$792,200,000) COMMON STOCK. (FILE 333-38520 - JUN. 02)
(BR. 4)

S-8 OLYMPIC CASCADE FINANCIAL CORP, 1001 FOURTH AVENUE, STE 2200,
SEATTLE,
WA 98154 (312) 751-8833 - 500,000 (\$3,250,000) COMMON STOCK. (FILE
333-38522 - JUN. 02) (BR. 7)

S-8 ORTHALLIANCE INC, 23848 HAWTHORNE BLVD STE 200, TORRANCE, CA 90505 -
500,000 (\$2,937,500) COMMON STOCK. (FILE 333-38524 - JUN. 02) (BR. 1)

S-8 TANDY BRANDS ACCESSORIES INC, 690 E LAMAR BLVD STE 200, ARLINGTON,
TX
76011 (817) 265-4113 - 100,000 (\$650,000) COMMON STOCK. (FILE 333-
38526 -
JUN. 02) (BR. 2)

S-3 CV THERAPEUTICS INC, 3172 PORTER DR, PALO ALTO, CA 94304 (650) 812-
0585
- 196,250,000 (\$196,250,000) COMMON STOCK. (FILE 333-38528 - JUN. 02)
(BR. 1)

S-8 SOUTHWALL TECHNOLOGIES INC /DE/, 1029 CORPORATION WAY, PALO ALTO, CA
94303 (415) 962-9111 - 75,000 (\$581,250) COMMON STOCK. (FILE 333-38530
-
JUN. 02) (BR. 6)

S-8 NUANCE COMMUNICATIONS, 1005 HAMILTON CT, MENLO PARK, CA 94025
(650) 847-0000 - 8,871,482 (\$165,512,226) COMMON STOCK. (FILE 333-
38532 -
JUN. 02) (BR. 3)

SB-2 FAR GROUP INC, SUITE 210, 580 HORNBY STREET,
VANCOUVER, BC V6C, 3B6, CANADA, (604) 687-6991 - 1,000,000 (\$10,000)
COMMON STOCK. (FILE 333-38534 - JUN. 02) (NEW ISSUE)

SB-2 SLW ENTERPRISES INC, SUITE 210, 580 HORNBY STREET,
VANCOUVER, BC V6C, 3B6, CANADA, (604) 687-6991 - 1,000,000 (\$10,000)
COMMON STOCK. (FILE 333-38536 - JUN. 02) (NEW ISSUE)

S-1 NETTAXI INC, 1696 DELL AVE, CAMPBELL, CA 95008 (408) 879-9880 -
4,325,245 (\$8,526,538.60) COMMON STOCK. (FILE 333-38538 - JUN. 02)
(BR. 8)

S-8 CAVION TECHNOLOGIES INC, 6446 S KENTON STREET, SUITE 607, ENGLEWOOD,
CO
80111 (720) -87-5-19 - 245,000 (\$1,898,750) COMMON STOCK. (FILE 333-
38548
- JUN. 05) (BR. 8)

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		
ABLE TELCOM HOLDING CORP	FL	X						X			07/02/98	AMEND
ABLEAUCTIONS COM INC	FL	X						X			05/16/00	
ACCREDITED HOME LENDERS INC	CA							X			05/25/00	
ADVANCED TECHNICAL PRODUCTS INC	DE					X	X				05/24/00	
ALTERRA HEALTHCARE CORP	DE					X	X				05/31/00	
AMERICREDIT FINANCIAL SERVICES INC	DE	X				X	X				05/18/00	
AMERISERVE FOOD DISTRIBUTION INC /D E/	DE					X	X				05/18/00	
ANTENNAS AMERICA INC	UT	X				X	X				05/24/00	
ANTHEM RECORDING WEST INC	CA	X	X			X	X				06/08/00	
APACHE MEDICAL SYSTEMS INC	DE					X	X				06/01/00	
APPLIED POWER INC	WI					X					06/08/00	
ARC INTERNATIONAL CORP	DE					X					05/26/00	
ARC INTERNATIONAL CORP	DE					X					06/05/00	
ATTORNEYS COM INC	FL					X					06/05/00	
BANC ONE FINANCIAL SERVICES HOME EQ UNITY LOAN TRUST 1999-1	NY							X			05/25/00	
BANK OF AMERICA CORP /DE/	DE					X	X				06/02/00	
BBB HUNTER ASSOCIATES INC	NV	X									06/08/00	
BBJ ENVIRONMENTAL TECHNOLOGIES INC	NV	X	X		X		X				06/01/00	
BEACON CAPITAL PARTNERS INC	MD					X	X				06/01/00	
BSQUARE CORP /WA	WA	X					X				05/10/00	AMEND
BUILDERS TRANSPORT INC	DE					X	X				05/26/00	
CALIFORNIA WATER SERVICE GROUP	DE	X									05/25/00	
CAMBIO INC	DE					X	X				06/07/00	
CANADIAN OCCIDENTAL PETROLEUM LTD	AO					X					05/24/00	
CARNEGIE FINANCIAL CORP /PA/	PA					X					05/25/00	
CATALINA LIGHTING INC	FL					X	X				06/07/00	
CELLNET DATA SYSTEMS INC	DE	X	X				X				06/08/00	
CELLNET FUNDING LLC		X	X				X				06/08/00	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
CENTRAL AMERICA FUEL TECHNOLOGY INC			X								03/01/00	
CENTRAL BANCORP INC /MA/	MA				X	X					05/22/00	
CENTRAL GARDEN & PET COMPANY	DE				X	X					06/07/00	
CHEC FUNDING LLC	DE				X	X					06/05/00	
CHECKFREE HOLDINGS CORP \GA\	DE				X	X					06/06/00	
CISCO SYSTEMS INC	CA				X						06/05/00	
CITIZENS BANKING CORP	MI				X	X					05/23/00	
CLEARWORKS NET INC	DE					X					12/30/99	AMEND
COBALT NETWORKS INC	DE		X			X					05/23/00	
COMMUNITY FINANCIAL GROUP INC	TN				X	X					06/05/00	
CONSECO FINANCE CORP	DE					X					06/06/00	
CONSECO FINANCE SECURITIZATIONS CORP	DE					X					06/06/00	
CONSOLIDATED CAPITAL OF NORTH AMERICA INC	CO				X						06/05/00	
CORRECTIONS SERVICES INC	FL	X									06/06/00	
CURAGEN CORP	DE				X	X					06/05/00	
CV REIT INC	DE				X	X					06/07/00	
CWABS INC	DE		NO ITEMS								05/07/00	AMEND
CWMBBS INC	DE				X	X					05/26/00	
CWMBBS INC	DE					X					05/30/00	AMEND
DCH TECHNOLOGY INC	CO				X	X					05/30/00	
DELICIOUS BRANDS INC	DE		X		X	X					06/01/00	
DISCOVER CARD MASTER TRUST I	DE				X	X					06/06/00	
DLJ COMMERCIAL MORTGAGE CORP	DE				X	X					06/07/00	
DLJ COMMERCIAL MORTGAGE CORP	DE				X	X					06/07/00	AMEND
DOLLAR GENERAL CORP	TN				X	X					06/08/00	
DOMINGUEZ SERVICES CORP	CA		X			X					05/25/00	
DPL INC	OH				X	X					06/07/00	
DSL NET INC	DE		X			X					05/26/00	
E PIPHANY INC	DE		X			X					05/31/00	
EA ENGINEERING SCIENCE & TECHNOLOGY INC	DE				X						06/08/00	
EARTHGRAINS CO	DE					X					03/18/00	
EDUTREK INT INC	GA				X	X					06/01/00	
ELECTRO CATHETER CORP	NJ				X						06/08/00	
ELITE TECHNOLOGIES INC /TX/	TX		X			X					06/06/00	
ENERGROUP TECHNOLOGIES CORP	UT				X						06/08/00	
ENZON INC	DE				X						05/30/00	
EQUITABLE RESOURCES INC /PA/	PA				X						05/30/00	
ESOFTBANK COM INC	NV	X	X			X					03/27/00	AMEND
EXCELSIOR HENDERSON MOTORCYCLE MANUFACTURING CO	MN				X	X					05/23/00	
EXCO RESOURCES INC	TX					X					03/24/00	AMEND
EXPLORE TECHNOLOGIES INC	NV		X			X	X				05/23/00	
FAMILY GOLF CENTERS INC	DE				X	X					06/01/00	
FIBERNET TELECOM GROUP INC\	DE				X	X					06/08/00	
FIRST SCIENTIFIC INC	DE		X			X					06/02/00	
FIRST STERLING BANKS INC	GA		X			X					05/24/00	
FIRST UNION REAL ESTATE EQUITY & MORTGAGE INVESTMENTS	OH				X	X					06/06/00	
FOREFRONT INC	NV		X			X					05/25/00	
FOUNTAIN COLONY VENTURES INC	CO	X	X	X		X					04/06/00	AMEND
FX ENERGY INC	NV				X						06/05/00	

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		1	2	3	4	5	6	7	8	9		
FX ENERGY INC	NV					X					06/05/00	
GE CAPITAL MORTGAGE SERVICES INC 20 00-4 TRUST	NJ					X	X				04/27/00	
GE CAPITAL MORTGAGE SERVICES INC 20 00-5 TRUST	NJ					X	X				04/27/00	
GLOBE HOLDINGS INC	MA					X					06/07/00	
GLOBE MANUFACTURING CORP	AL					X					06/07/00	
GOTHIC ENERGY CORP	OK							X			06/05/00	
GREATER ATLANTIC FINANCIAL CORP	DE					X	X				06/02/00	
GREENWICH CAPITAL ACCEPTANCE INC	DE							X			05/25/00	
GYMBOREE CORP	DE					X	X				05/16/00	
HANOVER COMPRESSION INC	DE					X					06/05/00	
HENLEY HEALTHCARE INC	TX					X	X				05/23/00	
HOMESIDE LENDING INC	FL					X	X				06/06/00	
HOOPER HOLMES INC	NY					X	X				05/23/00	AMEND
HOOPER HOLMES INC	NY					X	X				06/01/00	
HOWMET INTERNATIONAL INC	DE					X	X				06/02/00	
IMATEC LTD	DE					X	X				06/06/00	
IMH ASSETS CORP COLLATERALIZED ASSE T BACKED BONDS SER 2000 1	DE							X			05/25/00	
IMPAC SECURED ASSETS CORP	NY							X			05/25/00	
INSCI STATEMENTS COM CORP	DE		X								05/24/00	
INSIDERSTREET COM INC	NV				X						06/01/00	
INSWEB CORP	DE					X					06/06/00	
INTERACTIVE MARKETING TECHNOLOGY IN C	NV					X					06/02/00	
INTERCORP EXCELLE INC						X	X				06/08/00	
INTERNATIONAL THOROUGHBRED BREEDERS INC	DE		X					X			05/22/00	
INTRUSION COM INC	DE					X	X				06/01/00	
IVEX PACKAGING CORP /DE/	DE		X					X			05/26/00	
JONES APPAREL GROUP INC	PA					X					06/02/00	
KANAKARIS WIRELESS		X				X	X				05/24/00	
KEY COMPONENTS FINANCE CORP	DE							X			05/23/00	
KEY COMPONENTS LLC	DE							X			05/23/00	
KINNARD INVESTMENTS INC	MN					X	X				06/05/00	
KRANZCO REALTY TRUST	MD					X	X				06/07/00	
LABORATORY CORP OF AMERICA HOLDINGS	DE					X	X				06/06/00	
LABORATORY CORP OF AMERICA HOLDINGS	DE							X			06/07/00	AMEND
LIDLAW INC						X	X				05/16/00	
LJL BIOSYSTEMS INC	DE					X	X				06/08/00	
LOWES COMPANIES INC	NC							X			06/08/00	
LUNAR CORP	WI					X	X				06/02/00	
MAGNA ENTERTAINMENT CORP						X	X				06/07/00	
MANUFACTURED HOME COMMUNITIES INC	MD					X					06/07/00	
MARION CAPITAL HOLDINGS INC	IN					X	X				06/07/00	
MATLACK SYSTEMS INC	DE				X		X				06/01/00	
MEDIMMUNE INC /DE	DE					X					12/31/00	
MELLON RESIDENTIAL FUNDING COR MOR PAS THR CER SER 2000-TBC1	NY							X			05/25/00	
MFS FINANCIAL INC	MD					X	X				06/07/00	
MIDWAY AIRLINES CORP	DE					X	X				06/08/00	
MORGAN STANLEY CAPITAL I INC HOME E Q LN AS BK CER SER 1999-2	NY							X			05/25/00	

NAME OF ISSUER	STATE	8K ITEM NO.									DATE	COMMENT
	CODE	1	2	3	4	5	6	7	8	9		
MS CARRIERS INC	TN				X						08/08/00	
MUSE TECHNOLOGIES INC	DE				X	X					06/01/00	
N-VIRO INTERNATIONAL CORP	DE				X						05/11/00	
NATURAL WONDERS INC	DE				X						05/23/00	
NEBCO EVANS HOLDING CO	DE				X	X					05/18/00	
NORTH FACE INC	DE	X		X			X				06/01/00	
NORWEST ASSET SEC CORP MORT PAS THR CER SER 2000-2 TR	DE							X			05/25/00	
NORWEST ASSET SECURITIES CORP MORT PASS THR CERT SER 2000 1	DE							X			05/25/00	
NORWEST INTEGRATED STRUCTURED ASSET S INC SERIES 2000-1 TRUST	DE							X			05/25/00	
NTL INC/DE/	DE		X		X	X					05/17/00	
OGDEN CORP	DE				X	X					06/05/00	
ONYX ACCEPTANCE FINANCIAL CORP	DE				X						05/25/00	
OPTION ONE MORT ACCEP CORP ASSET BA CKED CERT SER 2000-1	DE							X			05/25/00	
OPTION ONE MORT ACCEPT CORP ASSET B ACKED CERT SER 2000-2	DE							X			05/25/00	
ORBIT INTERNATIONAL CORP	DE				X						06/08/00	
ORION FINANCIAL LTD	CO						X				03/08/00	AMEND
OSICOM TECHNOLOGIES INC	NJ	X									03/09/00	
PACIFIC GATEWAY EXCHANGE INC	DE				X						05/31/99	
PAINWEBBER MORTGAGE ACCEPTANCE COR P IV SERIES 2000-HE-1	DE				X	X					05/25/00	
PARTY CITY CORP	DE				X	X					02/17/00	
PC CONNECTION INC	NH				X						05/23/00	
PECO ENERGY CO	PA				X						06/08/00	
PHYSICIANS RESOURCE GROUP INC	DE				X	X					05/19/00	
PNC MORTGAGE SECURITIES CORP MORT P ASS THRU CERT SER 2000 4	DE		X								06/08/00	
POINTE COMMUNICATIONS CORP	NV	X					X				06/02/00	
POTOMAC ELECTRIC POWER CO	VA				X	X					02/03/00	
PROCTER & GAMBLE CO	OH				X						06/08/00	
PROFESSIONAL BENEFITS INSURANCE CO	TX						X				04/30/00	
PROVIDENT BANK	OH						X				05/25/00	
PRUDENTIAL SECURITIES SECURED FINAN CING CORP	DE						X				05/25/00	
PSC INC	NY				X						06/06/00	
PUBLIC SERVICE CO OF NEW MEXICO	NM				X						06/08/00	
QLT INC/BC	AL				X	X					05/05/00	
QLT INC/BC	AL				X	X					06/01/00	
RELIANCE GROUP HOLDINGS INC	DE				X	X					05/25/00	
RESIDENTIAL ACCREDIT LOANS INC	DE						X				06/05/00	
RESIDENTIAL ASSET MORTGAGE PRODUCTS INC	DE						X				06/08/00	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE						X				06/06/00	
RGS ENERGY GROUP INC	NY				X	X					05/25/00	
ROBERDS INC	OH				X	X					05/22/00	
ROCHESTER GAS & ELECTRIC CORP	NY				X	X					05/25/00	
RSL COMMUNICATIONS LTD					X	X					05/24/00	
RYERSON TULL INC /DE/	DE				X	X					06/06/00	

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	CODE	1	2	3	4	5	6	7	8	9		
SALOMON BROTHERS MOR SEC VII FL RT MR PA TH CER SER 2000 LB1	DE								X		05/25/00	
SALOMON BROTHERS MORT SEC VII INC C OM PAS THR CER SE 2000-C1	DE					X		X			06/05/00	
SATCON TECHNOLOGY CORP	DE					X		X			05/23/00	
SEAHAWK DEEP OCEAN TECHNOLOGY INC	CO					X					06/06/00	
SEARS CREDIT ACCOUNT MASTER TRUST I I	IL	X									06/06/00	
SECURED INCOME L P	DE					X					06/07/00	
SHANEY INC	DE					X		X			05/22/00	
SIGA PHARMACEUTICALS INC	DE					X		X			06/01/00	
SONOSITE INC						X		X			05/16/00	
SFRG INC	DE	X									06/06/00	
STAGE STORES INC	DE		X		X	X					06/01/00	
STEWART & STEVENSON SERVICES INC	TX				X	X					06/07/00	
STEWART ENTERPRISES INC	LA				X						06/06/00	
STOCKWALK COM GROUP INC	MN				X						06/06/00	
STRATOSPHERE CORP	DE			X							06/07/00	AMEND
STRUCTURED ASSET MORTGAGE INVESTMEN TS INC	DE							X			06/07/00	AMEND
STRUCTURED ASSET SECURITIES CORP MO PA TH CE SE 2000-BC1	NY							X			05/25/00	
SYNAGRO TECHNOLOGIES INC	DE							X			06/07/00	AMEND
S1 CORP /DE/	DE					X		X			05/26/00	
TANDYCRAFTS INC	DE					X		X			06/07/00	
TANDYCRAFTS INC	DE					X		X			06/08/00	
TAPISTRON INTERNATIONAL INC	GA					X		X			06/07/00	
TBC CORP	DE	X									06/05/00	
TECHNICAL CHEMICALS & PRODUCTS INC	FL					X		X			05/20/00	
TECHNICLONE CORP/DE/	DE					X		X			06/02/00	
TESSERACT GROUP INC	MN			X				X			06/01/00	
TRANSNATIONAL FINANCIAL CORP	CA							X			07/30/99	AMEND
TRISTAR CORP	DE					X					06/07/00	
TRUSTCO BANK CORP N Y	NY					X					06/07/00	
ULTRADATA SYSTEMS INC	DE					X					05/30/00	
UNITEL VIDEO INC/DE	DE	X						X			05/30/00	
UNIVERSAL COMPRESSION HOLDINGS INC	TX					X		X			06/08/00	
UNIVERSAL COMPRESSION INC	TX					X		X			06/08/00	
USA DETERGENTS INC	DE					X		X			05/19/00	
VARIAN MEDICAL SYSTEMS INC	DE					X		X			06/06/00	
VIROPRO INC	NV	X									06/30/00	
VISTA EYECARE INC	GA					X					06/07/00	
VITESSE SEMICONDUCTOR CORP	DE							X			03/31/00	AMEND
WASHINGTON MUTUAL FINANCE CORP	DE							X			06/08/00	
WELLS FARGO ASSET SECURITIES CORP	DE							X			05/25/00	
WHITEHALL ENTERPRISES INC	DE	X						X			05/18/00	
WIND RIVER SYSTEMS INC	DE							X			03/31/00	AMEND
WIRELESS TELECOM GROUP INC	NJ					X					06/07/00	
WWW EBIZNET COM INC	FL					X					06/01/00	
XCL LTD	DE					X					06/01/00	
ZAPWORLD COM	CA					X					06/05/00	
ZEBRAMART COM INC	NV	X				X		X			05/24/00	
ZIASUN TECHNOLOGIES INC	NV	X									05/22/00	
1ST ATLANTIC GUARANTY CORP	MD					X					05/30/00	