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# SEC NEWS DIGEST

Issue 2000-170

September 5, 2000

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## COMMISSION ANNOUNCEMENT

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Today the Commission released the following agenda for public hearings on proposed auditor independence rules to be held in New York City on September 13, 2000:

8:45 am: Opening Remarks

### MORNING SESSION

9:00 am: PANEL 1

Laurence H. Meyer, Governor  
Board of Governors of the Federal Reserve System

Paul A. Volcker, Former Chairman  
Board of Governors of the Federal Reserve System

9:30 am: PANEL 2

David A. Brown, Chairman  
Ontario Securities Commission

John C. Whitehead, Retired Chairman  
Goldman Sachs & Co.

10:00 am: PANEL 3

Gary M. Pfeiffer, Chief Financial Officer  
E. I. Du Pont De Nemours and Company

Judy Lewent, Senior Vice President & Chief Financial Officer  
Merck & Co., Inc.

10:30 am: PANEL 4

George Kim Johnson, General Counsel  
Public Employees' Retirement Association of Colorado

Kayla J. Gillan, General Counsel  
California Public Employees' Retirement System

Alan P. Cleveland, Special Legal Counsel  
New Hampshire Retirement System

Ralph Whitworth, Managing Member  
Relational Investors, LLC

11:30 am: PANEL 5

Jo Ann Golden, Vice President  
New York Society of Certified Public Accountants

Dennis Paul Spackman, Chairman  
David Costello, President and Chief Executive Officer  
National Association of State Boards of Accountancy

William G. Bishop, III, President, Institute of Internal Auditors  
Jacqueline K. Wagner, Comptroller, General Motors Corporation  
[Representing Institute of Internal Auditors]

12:15 pm: Lunch Break

AFTERNOON SESSION

1:00 pm: PANEL 1

Tom Gardner, Co-Founder  
The Motley Fool, Inc.

Bernard Blum  
Blum Shapiro Financial Services Inc.  
[Representing Financial Planning Association]

1:30 pm: PANEL 2

Domenick J. Esposito, Chief Executive Officer  
Grant Thornton LLP

Thomas S. Goodkind  
Formerly with Arthur Andersen & Co.

2:00 pm: PANEL 3

Robert M. Morgenthau, District Attorney  
County of New York

2:15 pm PANEL 4

Jay W. Eisenhofer  
Grant & Eisenhofer, P.A.

Charles R. Drott

2:45 pm PANEL 5

Stephen G. Butler, Chairman  
KPMG LLP

Robert K. Elliott, Chairman  
Barry Melancon, President and Chief Executive Officer  
Harold L. Monk, Jr., Chairman of the PCPS Executive Committee  
Gordon A. Viere, Chairman of the Practice Group B Advisory Committee  
Gary S. Shamis, Chairman of the PCPS Management of an Accounting Practice  
Committee  
[Representing the American Institute of Certified Public Accountants]

3:15 pm: PANEL 6

Robert Fox  
New York State Board for Public Accountancy

Larry Gelfond  
Colorado Accountancy Board

Baxter Rice  
California State Board of Accountancy

Anne Ross  
Robert Wilkes  
South Carolina Accountancy Board

4:15 pm: Break

4:30 pm: PANEL 7

Graham Ward, President

The Institute of Chartered Accountants in England and Wales

Elise Neils, Director  
Brand Finance plc

5:00 pm: PANEL 8

Thomas C. DeFazio, Executive Vice President & Chief Financial Officer  
VirtualCom Incorporated

Richard J. Stegemeier, Chairman Emeritus of the Board of Directors  
UnoCal Corporation

5:30 pm: PANEL 9

Daniel Dustin  
New York State Education Department

Rajib Doogar, Professor  
Department of Accountancy  
University of Illinois at Champaign Urbana

David Dasgupta  
Former AICPA Official

6:15 pm: Conclusion

(Press Rel. 2000-123)

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## **ENFORCEMENT PROCEEDINGS**

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### **COMMISSION SETTLES ADMINISTRATIVE PROCEEDING AGAINST RICHARDT-ALYN & CO AND ITS PRINCIPALS, RICHARD AND ALAN FEINBERG**

The Commission issued an Order Making Findings, Imposing Remedial Sanctions and Ordering Respondents to Cease And Desist. The Order Instituting Proceedings alleges that, between January 1994 and March 1995, Richardt-Alyn & Co., Richard B. Feinberg and Alan S. Feinberg violated the federal securities laws by executing approximately 184 trades in the over-the-counter market, primarily on behalf of registered broker-dealer customers, and misrepresenting the price at which the trades were executed, thereby obtaining approximately \$18,000 in undisclosed trading profits.

Administrative Law Judge Carol Fox Foelak issued an initial decision in this matter dated September 30, 1999. Subsequently, both sides filed Petitions for Review before the

Commission. The Commission's Order sets aside the initial decision; censures the Respondents and orders them to cease and desist from violating Section 17(a)(2) and (3) of the Securities Act of 1933 and Section 17(a) of the Securities Exchange Act of 1934 and Rule 17a-3 thereunder; orders Richardt-Alyn to comply with an undertaking to repay undisclosed profits totaling \$17,477; and orders Richard and Alan Feinberg each to pay a civil money penalty in the amount of \$5,000. (Rel. 34-37727)

### **NICK SKANSI AND DAVID SKANSI FOUND LIABLE FOR INSIDER TRADING IN THE SECURITIES OF FREEPORT-MCMORAN OIL AND GAS ROYALTY TRUST**

The Commission announced that on August 18, 2000, the Honorable Ivan L. R. Lemelle, U.S. District Court Judge for the Eastern District of Louisiana, entered a Final Judgment of Permanent Injunction against Nick L. Skansi and David J. Skansi, both residents of New Orleans, Louisiana. The Final Judgment was entered following a jury trial on January 24-27, 2000, at which Nick L. Skansi and David J. Skansi were found to have engaged in insider trading in the securities of Freeport-McMoRan Oil and Gas Royalty Trust (FMR) when they purchased FMR securities prior to FMR's announcement in June 1994 of a large oil discovery in the Gulf of Mexico in which FMR held a royalty interest. The jury also found that Chok-Tat Tan, Jody L. Lafont and George S. Pharis were not liable for insider trading when they purchased FMR securities in June 1994.

The Court permanently enjoined Nick L. Skansi and David J. Skansi from further violations of Section 10(b) of the Securities Exchange Act of 1934, 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated thereunder, 17 C.F.R. § 240.10b-5. The Court also ordered them to pay the disgorgement of illicit profits, prejudgment interest, and civil penalties, in the following amounts: Nick L. Skansi, \$53,579.90 and David J. Skansi, \$31,323.30.

Immediately before trial commenced, the Commission reached a settlement with Nick A. Skansi, who consented to a final judgment that permanently enjoined him from violating the antifraud provisions of the Exchange Act, and ordered him to pay disgorgement of illicit profits, prejudgment interest, and civil penalties of \$37,498.51. Previously, the Commission had announced that it had reached settlements with the other defendants in this action, David R. Pfister, Richard G. Pfister, Ty Bartel, Jeffrey J. Jandegian and Randolph R. Blackburn.

The Commission expresses its appreciation to the New York Stock Exchange, Inc. for its substantial assistance in the investigation of this matter. [SEC v. Nick L. Skansi, et al., Civil Action No. 98-1001, USDC, E.D.La.] (LR-16675)

### **SEC AND U.S ATTORNEY CHARGE FORMER INTEL EMPLOYEE AND OTHERS WITH INSIDER TRADING**

On September 1, the Commission and the United States Attorney for the Central District of California announced the filing of civil and criminal actions against a former Intel Corporation employee, his cousin and the cousin's business partner for illegal insider trading. The defendants traded in the securities of Ancor Communications Inc., a Minnesota computer technology company, before the December 7, 1999 public announcement that Ancor was

entering into two significant business transactions with Intel. The Commission's complaint alleges that the defendants realized profits in excess of \$232,000.

According to the Commission's complaint, in the summer and fall of 1999, within months of first being employed at Intel, Brian E. Pridgeon, a product marketing engineer, learned that the company planned to enter into an agreement with Ancor in which the two companies would collaborate to develop Intel's Spider chip for use in Ancor's products and Intel would purchase \$14 million in Ancor stock. Prior to the public announcement of those transactions, Pridgeon used that information to purchase 5,600 shares of Ancor stock, ultimately realizing approximately \$137,000 in unlawful insider trading profits.

The Commission's complaint further alleges that Pridgeon, of San Jose, California, also tipped his cousin, Stephon A. Carradine, who, in turn, tipped his business partner Craig L. Smith. Smith and Carradine, both of Long Beach, California, then used the inside information to purchase \$15,000 in options that would have been worthless unless the price of Ancor's stock rose approximately \$12.00 over the following two weeks. The day of the public announcement of Ancor's deal with Intel, Smith sold the options, realizing \$95,000 in unlawful insider trading profits. Carradine and Smith own a Century 21 – Coastline Realty office in Long, Beach, California.

Valerie Caproni, the Regional Director for the Commission's Pacific Regional Office, stated, "These actions affirm the Commission's commitment to ferreting out and prosecuting members of the high-tech community who engage in insider trading. These actions should serve as notice to those in the high-tech industry and elsewhere that, where appropriate, we will continue to work together with the criminal authorities to punish those who participate in insider trading and thereby compromise the fairness of the securities market."

"These cases represent the latest in a series of collaborative efforts between the SEC and this office," said United States Attorney Alejandro N. Mayorkas. "Those who engage in insider trading and any other forms of market manipulation are put on notice that federal law enforcement is committed to protecting the integrity of the trading markets which now impact nearly every American."

The Commission is seeking an injunction against the defendants from future violations of the antifraud provisions of the federal securities laws, disgorgement of their insider trading profits and civil penalties of up to three times their trading profits. The criminal action charges Pridgeon, Smith and Carradine with conspiracy and two counts of securities fraud, charges which carry a penalty of up to 25 years in federal prison.

The Commission acknowledges the assistance provided by the Chicago Board Options Exchange. For further information, please contact Diana K. Tani, Assistant Regional Director, Enforcement, SEC at (323) 965-3991 or Michele Wein Layne, Deputy Assistant Regional Director, Enforcement, SEC at (323) 965-3850 and Assistant United States Attorney Paul Watford at (213) 894-2417. [SEC v. Brian E. Pridgeon, Stephon A. Carradine and Craig L. Smith, Civil Action No. 00-009375 FMC, RZx, C.D.Cal.] (LR-16676, Press Rel. 2000-121)

## **ORDER ENTERED AGAINST TEXAS CORPORATION COMPELLING PRODUCTION OF CORPORATE DOCUMENTS**

The Securities and Exchange Commission announced that an Order requiring compliance with a subpoena duces tecum was entered recently against Texas Titan Resources, Inc. (Titan) in SEC v. Texas Titan Resources, Inc., Civil Action No. 00C4801, N.D. Illinois, Eastern Division. Titan initially refused to produce certain corporate documents called for by the Commission's subpoena based on a presumed right against compelled self-incrimination under the Fifth Amendment to the United States Constitution.

On August 17, 2000, the Honorable George W. Lindberg of the United States District Court for the Northern District of Illinois entered the Order requiring Texas Titan Resources, Inc. to comply with the Commission's subpoena. Specifically, Judge Lindberg held that Titan and its current and former officers, directors or employees could not refuse to comply with a subpoena for corporate documents on Fifth Amendment grounds, even though Titan has been dissolved. [SEC v. Texas Titan Resources, Inc., Civil Action No. 00C4801, N.D. Illinois, Eastern Division] (LR-16675)

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## **INVESTMENT COMPANY ACT**

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### **PEGASUS VARIABLE FUNDS**

An order has been issued pursuant to Section 8(f) of the Investment Company Act declaring that Pegasus Variable Funds has ceased to be an investment company as defined by the Act. (Rel. IC-24630 - August 31, 2000)

### **STATE STREET BANK AND TRUST COMPANY, ET AL.**

A notice has been issued giving interested persons until September 22 to request a hearing on an application filed by State Street Bank and Trust Company, et al., for an order under the Investment Company Act that would permit certain open-end management investment companies, whose portfolios will consist of the component securities of certain indices, to issue shares of limited redeemability; permit secondary market transactions in the shares of the companies at negotiated prices; and permit affiliated persons of the companies to deposit securities into, and receive securities from, the companies in connection with the purchase and redemption of aggregations of the companies' shares. (Rel. IC-24631 - September 1)

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## **HOLDING COMPANY ACT RELEASES**

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### **ENERGY CORP.**

An order has been issued authorizing Entergy Corporation (Entergy), a registered public utility holding company, to issue up to 30 million shares of Entergy common stock (Common Stock) through December 31, 2010 in connection with the intended grant of Common Stock, options on the Common Stock, and other equity awards under a new equity awards plan. (Rel. 35-27223)

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## SELF-REGULATORY ORGANIZATIONS

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### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change (SR-CBOE-00-36) filed by the Chicago Board Options Exchange relating to the Exchange policy prohibiting harassment and other improper trading practices has become effective under Section 19(b)(3)(A)(i) of the Securities Exchange Act of 1934. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. 34-43227)

The Commission issued a notice of a proposed rule change (SR-NYSE-00-22) filed by the New York Stock Exchange relating to decimal pricing. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. 34-43230)

The Commission issued a notice of a proposed rule change (SR-Amex-00-41) filed by the American Stock Exchange relating to rules regarding decimal pricing. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. 34-43231)

The Commission issued a notice of a proposed rule change (SR-NYSE-00-22) filed by the New York Stock Exchange relating to decimal pricing. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. 34-43230)

### ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission has granted accelerated approval of a proposed rule change (SR-Amex-00-51) by the American Stock Exchange to extend for an additional 90 days its pilot program relating to facilitation cross transactions. Publication of the order is expected to appear in the Federal Register during the week of September 4. (Rel. 34-43229)

The Commission granted accelerated approval to a proposed rule change (SR-BSE-00-10), and Amendment No. 1 thereto filed by the Boston Stock Exchange under Rule 19b-4 of the Securities Exchange Act of 1934 relating to listing of portfolio depositary receipts. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. No. 34-43234)

### TEMPORARY SUMMARY EFFECTIVENESS OF PROPOSED SIXTEENTH AMENDMENT TO THE ITS PLAN



The Intermarket Trading System has filed a proposed amendment to the ITS Plan (4-208) under Rule 11Aa3-2 of the Exchange Act relating to decimal pricing in listed securities. The Commission has determined to make this amendment summarily effective upon publication on a temporary basis pursuant to Exchange Act Rule 11Aa3-2(c)(4). (Rel. 34-43236)

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

The Commission approved a proposed rule change under Rule 19b-4 filed by the American Stock Exchange (SR-Amex-00-03) relating to the reporting of options transactions. Publication of the proposal is expected in the Federal Register during the week of September 4. (Rel. 34-43233)

#### **DELISTING**

An order has been issued granting the application of The Cooper Companies, Inc., to withdraw its Common Stock, \$.10 par value, from listing and registration on the Pacific Exchange. (Rel. 34-43237)

#### **WITHDRAWAL**

An order has been issued granting the applications of MAXXAM Inc. to withdraw its Common Stock, \$.50 par value, from listing and registration on the Pacific Exchange and on the Philadelphia Stock Exchange. (Rel. 34-43242)

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#### **CORRECTIONS**

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In some copies of the Digest for September 1, in the listing of public appearances by senior Commission officials, three entries contained errors and should have read as follows:

When: Wednesday, September 13 – Saturday, September 16  
Who: Marisa Lago  
What: International Symposium on Economic Crime  
Where: Cambridge, United Kingdom  
Contact: John Heine, SEC Office of Public Affairs, (202) 942-0020

When: Saturday, September 16 – Monday, September 18  
Who: Marisa Lago  
What: The Financial Stability Forum  
Where: Basle, Switzerland

Contact: Betsy Roberts, 011-4161-280-9580

When: Saturday, September 23 – Tuesday, September 26

Who: Paul Maco

What: National Council of State Housing Agencies

Where: San Francisco, CA

Contact: John McEvoy, (202) 624-7710

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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 MARCONI CORP PLC, ONE BROTON ST, LONDON UNITED KINGDOM, W1X 8AQ, X0  
00000 (011) 442-0749 - 1,500,000,000 (\$1,500,000,000) STRAIGHT BONDS.  
(FILE 333-12430 - AUG. 25) (BR. 7 - NEW ISSUE)
- S-8 COGNICASE INC, 1080 BEAVER HALL HILL STE 2000, QUEBEC, E6 00000  
(514) 866-6161 - 150,000 (\$2,001,570) FOREIGN COMMON STOCK. (FILE  
333-12440 - AUG. 24) (BR. 3)
- S-1 ADEXA INC, 5933 WEST CENTURY BLVD., 12TH FLOOR, LOS ANGELES, CA 90053  
(310) 338-8444 - \$75,000,000 COMMON STOCK. (FILE 333-44618 - AUG. 28)  
(BR. 3 - NEW ISSUE)
- F-1 ADVANCED SEMICONDUCTOR ENGINEERING INC, 26 CHIN THIRD ROAD,  
NANTZE EXPORT PROCESSING ZONE, KAOHSIUNG TAIWAN, F5 00000 - 115,000,000  
(\$226,550,000) FOREIGN COMMON STOCK. (FILE 333-44622 - AUG. 28) (BR. 36  
- NEW ISSUE)
- S-8 ENNIS BUSINESS FORMS INC, 1510 N HAMPTON SUITE 300, DESOTO, TX 75115  
(972) 228-7801 - 300,000 (\$2,512,500) COMMON STOCK. (FILE 333-44624 -  
AUG. 28) (BR. 5)
- S-8 ASIAINFO HOLDINGS INC, 4TH FLOOR LIGONG SCIENCE & TECHNOLOGY CE,  
11 BACHINGJAO RD HONDIAN DISTRICK, BEUJING CHINA, 10009 (011) 861-0684 -  
6,255,857 (\$215,076,364) COMMON STOCK. (FILE 333-44626 - AUG. 28) (BR. 8)
- S-3 MEADOW VALLEY CORP, 4411 S 40TH ST, STE D-11, PHOENIX, AZ 85040  
(602) 437-5400 - 2,261,250 (\$11,674,750) COMMON STOCK. (FILE 333-44628 -

AUG. 28) (BR. 6)

- S-3 ALLSTATE LIFE INSURANCE CO OF NEW YORK, ONE ALLSTATE DR, PO BOX 9095,  
FARMINGVILLE, NY 11738 (516) 451-5300 - 18,181,818 (\$18,181,818)  
OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-44630 - AUG. 28)  
(BR. 20)
- S-8 UICI, 4001 MCEWEN STE 200, DALLAS, TX 75244 (972) 392-6700 - 3,800,000  
(\$26,125,000) COMMON STOCK. (FILE 333-44632 - AUG. 28) (BR. 1)
- S-3 KANEB PIPE LINE OPERATING PARTNERSHIP LP, 2435 NORTH CENTRAL EXPRESSWAY,  
RICHARDSON, TX 75080 (972) 699-4031 - 500,000,000 (\$500,000,000)  
STRAIGHT BONDS. (FILE 333-44634 - AUG. 28) (BR. 4 - NEW ISSUE)
- S-8 THEHEALTHCHANNEL COM INC, 3101 W COAST HIGHWAY, SUITE 175,  
NEWPORT BEACH, CA 92663 (714) 962-0259 - 1,250,000 (\$375,000) COMMON STOCK.  
(FILE 333-44638 - AUG. 28) (BR. 9)
- S-3 AXA FINANCIAL INC, 1290 AVENUE OF THE AMERICAS, NEW YORK, NY 10104  
(212) 554-1234 (FILE 333-44640 - AUG. 28) (BR. 1)
- S-8 MASTERPIECE TECHNOLOGY GROUP INC, 455 WARD CORNER RD, STE 110, LOVELAND,  
OH 45140 (425) 643-0777 - COMMON STOCK. (FILE 333-44642 - AUG. 28)  
(BR. 9)
- S-8 SCIQUEST COM INC, 5151 MCCRIMMON PARKWAY, SUITE 208, MORRISVILLE, NC  
27560 (919) 659-2100 - 1,100,000 (\$7,903,649) COMMON STOCK. (FILE  
333-44646 - AUG. 28) (BR. 8)
- S-3 METRICOM INC / DE, 980 UNIVERSITY AVE, LOS GRATOS, CA 95030  
(408) 399-8200 (FILE 333-44648 - AUG. 28) (BR. 7)
- S-8 MCB FINANCIAL CORP, 1248 FIFTH AVE, SAN RAFAEL, CA 94901 (415) 459-2265  
- 633,663 (\$5,088,314) COMMON STOCK. (FILE 333-44650 - AUG. 28) (BR. 7)
- S-8 MOLEX INC, 2222 WELLINGTON CT, LISLE, IL 60532 (630) 527-4253 -  
2,941,169 (\$145,771,688.56) COMMON STOCK. (FILE 333-44652 - AUG. 28)  
(BR. 5)
- S-8 CINTAS CORP, 6800 CINTAS BLVD, P O BOX 625737, CINCINNATI, OH 45262  
(513) 459-1200 - 9,000,000 (\$372,690,000) COMMON STOCK. (FILE 333-44654 -  
AUG. 28) (BR. 2)
- S-8 METRICOM INC / DE, 980 UNIVERSITY AVE, LOS GRATOS, CA 95030  
(408) 399-8200 - 3,300,000 (\$112,944,320) COMMON STOCK. (FILE 333-44656 -  
AUG. 28) (BR. 7)
- S-8 METRICOM INC / DE, 980 UNIVERSITY AVE, LOS GRATOS, CA 95030  
(408) 399-8200 - 1,500,000 (\$52,204,876) COMMON STOCK. (FILE 333-44658 -  
AUG. 28) (BR. 7)
- S-8 TEXAS INSTRUMENTS INC, 8505 FOREST LANE, P O BOX 660199, DALLAS, TX  
75266 (972) 995-3773 - 125,891,685 (\$7,891,799,196.49) COMMON STOCK.  
(FILE 333-44662 - AUG. 28) (BR. 5)
- S-3 MSI HOLDINGS INC/, 1121 EAST 7TH, AUSTIN, TX 78702 (512) 476-6925 -  
999,999 (\$4,249,996) COMMON STOCK. (FILE 333-44666 - AUG. 28) (BR. 3)

- S-3 AKSYS LTD, TWO MARRIOTT DR, STE 300, LIBERTYVILLE, IL 60069  
(847) 247-6051 - 959,678 (\$8,524,820) COMMON STOCK. (FILE 333-44668 -  
AUG. 28) (BR. 5)
- S-8 MIRACOR DIAGNOSTICS INC, 9191 TOWNE CENTRE DR, STE 420, SAN DIEGO, CA  
92122 (858) 455-7127 - 2,500,000 (\$625,000) COMMON STOCK. (FILE 333-44670  
- AUG. 28) (BR. 1)
- SB-2 BALLYHOO CAPITAL VENTURES INC, 300 GLENWOOD CIRCLE, #159, MONTEREY, CA  
93920 (843) 686-5590 - 1,100,000 (\$1,100) COMMON STOCK. (FILE 333-44672 -  
AUG. 28) (BR. 9)
- S-8 TELEGLOBE INC, 1000 RUE DE LA GAUEHETIERE OUEST, ST LAURENT,  
QUEBEC CANADA H4T 1, A8 (212) 868-7272 - 7,000,000 (\$139,562,500)  
COMMON STOCK. (FILE 333-44674 - AUG. 28) (BR. 7)
- S-8 CHICOS FAS INC, 11215 METRO PKWY, FT MYERS, FL 33912 (813) 433-5505 -  
30,000 (\$960,000) COMMON STOCK. (FILE 333-44678 - AUG. 28) (BR. 2)
- S-8 SERVICEWARE TECHNOLOGIES INC/ PA, 333 ALLEGHENY AVE, OAKMONT, PA 15139  
(412) 826-1158 - 500,000 (\$2,975,000) COMMON STOCK. (FILE 333-44680 -  
AUG. 28) (BR. 3)
- S-8 MUSICLAND STORES CORP, 10400 YELLOW CIRCLE DR, MINNETONKA, MN 55343  
(612) 931-8000 - 2,200,000 (\$15,812,500) COMMON STOCK. (FILE 333-44682 -  
AUG. 28) (BR. 2)
- S-3 PACIFIC AEROSPACE & ELECTRONICS INC, 430 OLDS STATION RD, WENATCHEE, WA  
98801 (509) 667-9600 - 5,279,150 (\$7,760,351) COMMON STOCK. (FILE  
333-44686 - AUG. 28) (BR. 5)
- SB-2 FOOD & BEVERAGE MASTERS KAZAKSTAN INC, 13144 LAKE ARROW ROAD SE,  
CALAGARYALBERTA, A0 - 4,000,000 (\$1,000,000) COMMON STOCK. (FILE  
333-44688 - AUG. 28)
- S-8 HORIZON HEALTH CORP /DE/, 1500 WATERS RIDGE DR, STE 320, LEWISVILLE, TX  
75057 (972) 420-8200 - 500,000 (\$2,407,500) COMMON STOCK. (FILE 333-44690  
- AUG. 28) (BR. 1)
- S-8 MINNESOTA MINING & MANUFACTURING CO, 3M CENTER, ST PAUL, MN 55144  
(651) 733-1110 - 400,000 (\$38,075,000) COMMON STOCK. (FILE 333-44692 -  
AUG. 29) (BR. 6)
- S-8 3SI HOLDINGS INC, 6886 S. YOSEMITE STREET, MAIN FLOOR, ENGLEWOOD, CO  
80112 (303) 741-9123 - 3,000,000 (\$3,000) COMMON STOCK. (FILE 333-44694 -  
AUG. 28) (BR. 3)
- S-3 GULFMARK OFFSHORE INC, 5 POST OAK PARK, STE 1170, HOUSTON, TX 77027  
(713) 963-9522 (FILE 333-44696 - AUG. 28) (BR. 4)
- S-3 AES CORPORATION, 1001 N 19TH ST, STE 2000, ARLINGTON, VA 22209  
(703) 522-1315 - 54,173 (\$2,999,997.81) COMMON STOCK. (FILE 333-44698 -  
AUG. 29) (BR. 2)
- S-8 DEVON ENERGY CORP/DE, 20 N BROADWAY, STE 1500, OKLAHOMA CITY, OK 73102  
(405) 235-3611 - 200,000 (\$11,300,000) COMMON STOCK. (FILE 333-44702 -

AUG. 29) (BR. 4)

S-3 AXT INC, 4821 TECHNOLOGY DRIVE, FREMONT, CA 94538 (510) 683-5900 -  
2,530,000 (\$106,339,063) COMMON STOCK. (FILE 333-44704 - AUG. 29) (BR. 5)

S-8 QUANTUM CORP /DE/, 500 MCCARTHY BLVD, MILPITAS, CA 95035 (408) 894-4000  
- 15,500,000 (\$176,851,562.50) COMMON STOCK. (FILE 333-44706 - AUG. 29)  
(BR. 3)