

# SEC NEWS DIGEST

Issue 2000-177

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## COMMISSION ANNOUNCEMENTS

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### **JENNIFER SCARDINO, CHIEF OF STAFF TO THE CHAIRMAN, TO LEAVE THE SEC AFTER SEVEN YEARS OF SERVICE**

#### **TRACEY ARONSON NAMED AS SUCCESSOR**

Jennifer A. Scardino, Chief of Staff to Securities and Exchange Commission Chairman Arthur Levitt, today announced that she will leave the Commission to join the London office of Citigroup as Director of Corporate Affairs for Europe, the Middle East, and Africa. Ms. Scardino will begin her new duties in October. Chairman Levitt today named Tracey E. Aronson as his new Chief of Staff, who will begin her duties October 1, 2000.

Chairman Levitt said, "Jennifer has been by my side since my first day at the Commission. She has been an integral part of every significant policy action the Commission has undertaken. Her strategic skills are unparalleled, her insightfulness is refreshing, and her commitment to quality is unending. I will miss her counsel but always treasure her warm friendship. America's investors have benefited greatly from her total commitment to this agency. I wish Jennifer and her family the best of what life has to offer."

Ms. Scardino said, "My years at the SEC have been both professionally challenging and personally rewarding. I've had the opportunity to be involved in interesting and important issues and to work with bright and wonderful people. Most of all, I have enjoyed the great fortune of Arthur Levitt's leadership and friendship. I take away many special memories and experiences and leave behind a talented team to carry out the important issues on Chairman Levitt's agenda."

Before becoming Chief of Staff, Ms. Scardino was Director of the SEC's Office of Public Affairs, Policy Evaluation and Research from 1993 to 1996. In that capacity, she served as the Chairman's chief media strategist and the agency's chief spokesperson.

From 1989 to 1993, Ms. Scardino was Assistant Press Secretary to New York City Mayor David N. Dinkins.

Ms. Scardino, 32, earned her B.A. *cum laude* and with honors from Barnard College, Columbia University.

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Chairman Levitt today named Tracey E. Aronson as his new Chief of Staff. Chairman Levitt said, "I am pleased to welcome Tracey to this important role. Throughout her career at the Commission, Tracey has demonstrated excellent judgment, gracious tenacity, and keen problem solving skills. I rely on Tracey's counsel and judgment and look forward to a smooth transition. There are many important issues facing the Commission, and we will continue to work tirelessly on behalf of America's investors."

Ms. Aronson said, "I am honored to have the opportunity to work with Chairman Levitt and to serve the Commission during this dynamic time for our markets and for America's investors. I look forward to the challenge of my new responsibilities and to furthering the initiatives and goals that are important to the Chairman, this Commission, and U.S. investors."

Before her appointment as Chief of Staff, Ms. Aronson was Director of the SEC's Office of Congressional and Legislative Affairs. She served as Counsel to the Chairman prior to assuming that position. Before joining the executive staff, Ms. Aronson worked as Special Trial Counsel in the Commission's Office of General Counsel, as well as Special Counsel in the Division of Enforcement. She was a litigation associate with the Washington, DC office of Kaye, Scholer, Fierman, Hayes & Handler, LLP before coming to the Commission in 1992.

Ms. Aronson, 39, earned her A.B. *magna cum laude* and with honors from Brown University and her J.D from the Georgetown University Law Center. (Press Rel. 2000-128)

## **SEC COMMEMORATES THE 60<sup>TH</sup> ANNIVERSARY OF THE INVESTMENT COMPANY ACT OF 1940**

To commemorate the 60<sup>th</sup> Anniversary of the enactment of the Investment Company Act of 1940, the Securities and Exchange Commission will host a panel discussion on October 4, 2000, featuring noted experts in the mutual fund and investment management industry. Current and former directors of the Commission's Division of Investment Management will speak about the impact of the Act during his or her tenure and industry leaders will discuss the fund industry today and how the Act has served to maintain the integrity of the industry while facilitating tremendous growth and innovation.

This panel discussion is the latest installment in the Commission's ongoing Major Issues Lecture Series.

**Who:** Paul Roye, Director of the SEC's Division of Investment Management  
Barry Barbash, former Director of the SEC's Division of Investment Management  
Marianne Smythe, former Director of the SEC's Division of Investment Management  
Kathryn McGrath, former Director of the SEC's Division of Investment Management  
Joel Goldberg, former Director of the SEC's Division of Investment Management  
Sydney Mendelsohn, former Director of the SEC's Division of Investment Management  
Anne P. Jones, former Director of the SEC's Division of Investment Management  
Allan Mostoff, former Director of the SEC's Division of Investment Management  
John Brennan, Chairman and CEO of The Vanguard Group  
Robert Pozen, Vice Chairman of Fidelity Investments  
Matthew Fink, President of the Investment Company Institute

**When:** October 4, 2000; 12:30 p.m. to 2:00 p.m.

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

**Other:** The event is free of charge and open to the public. No RSVP is necessary.  
(Press Rel. 2000-129)

### **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 – WEDNESDAY, SEPTEMBER 20, 2000 – 9:00 A.M.**

On Wednesday, September 20, at 9:00 a.m. the Commission will hold public hearings on its proposed rule amendments concerning auditor independence. The purpose of the hearings is to give the Commission the benefit of the views of interested members of the public regarding the issues raised and questions posed in the Proposing Release (33-7870). For further information, contact: John M. Morrissey, Deputy Chief Accountant or W. Scott Bayless, Associate Chief Accountant, Office of the Chief Accountant at (202) 942-4400.

**OPEN MEETING – THURSDAY, SEPTEMBER 21, 2000 – 8:30 A.M.**

On Thursday, September 21, at 8:30 a.m. the Commission will hold public hearings on its proposed rule amendments concerning auditor independence. The purpose of the hearings is to give the Commission the benefit of the views of interested members of the public regarding the issues raised and questions posed in the Proposing Release (33-7870). For further information, contact: John M. Morrissey, Deputy Chief Accountant or W. Scott Bayless, Associate Chief Accountant, Office of the Chief Accountant at (202) 942-4400.

**CLOSED MEETING – THURSDAY, SEPTEMBER 21, 2000 – 11:00 A.M.**

The subject matter of the closed meeting scheduled for Thursday, September 21, at 11:00 a.m. 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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**IN THE MATTER OF ERICK CHAN**

An administrative law judge ordered Erik W. Chan to cease and desist from committing or causing any violations or any future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5. Mr. Chan was found to have caused Empower Telecommunications, Corp.'s (Empower Telecom) fraudulent activities in four private offerings that raised \$7.6 million in 1993-1995. Among other things, Erik Chan knew that Empower Telecom did not disclose to investors that his father, William Chan, Empower Telecom's major shareholder, took most of the money from the first offering for activities other than achieving the offering's stated purpose of building telephone lines and telephone exchanges in Indonesia. Erik Chan also knew that in the offer and sale of securities Empower

Telecom did not reveal that William Chan had filed for personal bankruptcy in 1991 with debts of over \$13 million and assets, including exempt property, of less than \$20,000. (Initial Decision No. 172; File No. 3-9697)

## **SEC CHARGES TWO REGISTERED REPRESENTATIVES WITH FRAUD AND BROKER-DEALER REGISTRATION VIOLATIONS**

The Commission has instituted public administrative proceedings against Vincent W. Beale, Sr. (Beale), 52, of The Woodlands, Texas, and Tyrone Killebrew (Killebrew), 39, of Spring, Texas, charging them with violating the anti-fraud and broker-dealer registration provisions of the federal securities laws. The Commission also charged a broker-dealer affiliated with the two, BNB Capital, Inc. (f/k/a BNB Securities, Inc.) (BNB), with violating the broker-dealer registration provisions.

The Division of Enforcement (Division) alleges that in April and May 1996, Beale and Killebrew made various material misrepresentations and omissions in the offer and sale of unregistered one year promissory notes, convertible into common stock, issued by a start-up communications company. The issuer is no longer in business, and investors in the convertible notes never received any return on their investment.

Additionally, the Division alleges that at the direction of Beale and Killebrew, BNB undertook a private placement of the unregistered common stock of a lighting company between February 1997 and July 1997, before registering as a broker-dealer. Beale, Killebrew and BNB raised approximately \$1.5 million from the sale of the lighting manufacturer's stock to 34 investors in five states. (Rels. 33-7890; 34-43286; File No. 3-10286)

## **ADMINISTRATIVE PROCEEDINGS SETTLED AGAINST LUIS BULAS, JR.**

On September 13, the Commission settled administrative proceedings against Luis Bulas, Jr. (Bulas) of Miami, Florida. Previously, on June 21, 2000, the Commission entered a Corrected Order Instituting Administrative Proceedings Pursuant to Sections 15(b) and 19(h) of the Securities Exchange Act of 1934 (Order Instituting Proceedings) against Bulas based on the entry of his October 5, 1999 injunction, which enjoined him from future violations of the anti-fraud and broker-dealer registration provisions (SEC v. Bulas, Case No. 98-2238-CIV-LENARD, S.D. Fla.). The Commission's Order Instituting Proceedings alleged that while Bulas was associated with various broker-dealers registered with the Commission, he falsely represented his association with other unregistered broker-dealers and misappropriated approximately \$700,000 from eleven investors. The Order Instituting Proceedings alleged that Bulas obtained funds from investors on the false pretense that he would invest their monies in stocks, mutual funds, secured promissory notes and other investments when, in reality, he misappropriated their funds. In his Offer of Settlement, Bulas agreed to an Order barring him from association with any broker or dealer. (Rel. 34-43287; File No. 3-10235)

## **SEC FILES LAWSUIT IN AFFINITY INVESTMENT SCHEME THAT TARGETED THE HOUSTON HISPANIC COMMUNITY**

The Commission announced that on September 13 it filed a civil lawsuit against Bernard Taalib-Din Hasan (a/k/a C. Bernard Caldwell) (Hasan) and Maria Elena Gonzalez, in an affinity investment scheme that targeted the Houston Hispanic community through advertisements on Latino radio stations, seminars, and the Internet. According to the SEC's complaint, from 1993 through January 1998, Hasan and his common-law wife, Gonzalez, raised approximately \$1.5 million from 223, mostly Hispanic, investors through their two companies, TDH Unlimited, Inc., and Unalat, Inc. Hasan and Gonzalez sold investments purportedly representing participation interests in overseas trading of rice, diamonds, and precious metals. The SEC alleges that, in connection with the offer and sale of these securities, Hasan and Gonzalez made numerous materially false and misleading statements to investors concerning the rate of return on the investment, the risks associated with the investment, and their receipt of undisclosed commissions. In May 1998, TDH and Unalat defaulted and ceased making any principal or interest payments to investors, resulting in investor losses of approximately \$860,000.

The defendants in the SEC lawsuit are:

Bernard Taalib-Din Hasan (Hasan has also been known by the alias C. Bernard Caldwell) age 50, is a resident of Houston, Texas. Hasan and Gonzalez controlled TDH and Unalat at all relevant times.

Maria Elena Gonzalez, age 48, is a resident of League City, Texas. Hasan and Gonzalez were each indicted by Harris County Grand Jury in July 1999, on charges related to this investment scheme. They are currently being held in the Harris County jail.

TDH Unlimited, Inc., a Texas corporation with its principal place of business in Houston, Texas, was incorporated on July 27, 1989. TDH offers a variety of financial services to the Hispanic community. Hasan is TDH's president, and Hasan and Gonzalez are the controlling shareholders.

Unalat, Ltd., is an Antiguan company formed by Hasan and Gonzalez in 1996. Unalat is controlled by Hasan and Gonzalez and purportedly engaged in the "overseas trading" of rice, diamonds and precious metals.

In settlement of the SEC's charges, Hasan, Gonzalez, TDH and Unalat have consent to the entry of a final judgment enjoining them from future violations of the antifraud and broker-dealer registration provisions of the federal securities laws contained in Section 17(a) of the Securities Act of 1933, and Sections 10(b), 15(a)(1) and 15(c)(1) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 10b-5 and 15c1-2 thereunder. The final judgment also orders the defendants to disgorge \$857,686, plus \$147,223 in prejudgment interest, but waives the payment of disgorgement and prejudgment interest and does not seek to impose a civil money penalty based upon their demonstrated financial inability to pay.

Investors are advised to read the SEC's "Affinity Fraud" Investor Alert which provides tips on how to avoid being a victim in an affinity fraud. The Affinity Fraud alert tells investors how to spot an affinity investment scam and describes actions taken by the Commission to stop such scams. The investor alert can be found on the SEC's web site, at [www.sec.gov](http://www.sec.gov). [SEC v. Bernard Taalib-Din Hasan, a/k/a C. Bernard Caldwell, Maria Elena Gonzalez, TDH Unlimited, Inc. and Unalat, Inc., Civil Action No. H-00-3179, USDC/SDTX/Houston Division] (LR-16699)

## **SEC FILES LAWSUIT AGAINST AUSTIN, TEXAS INTERNET RETAILER IN "PRE-IPO" STOCK SCHEME**

The Commission announced that on September 14 it filed a civil lawsuit against 1stBuy.com, Inc. (1stBuy) and its founder and CFO, Roger D. Pringle. The SEC's action pertains to an Internet stock offering conducted by 1stBuy during 1999 and early 2000 in which the company raised approximately \$3.8 million from 1,200 investors nationwide. The stock offering was conducted pursuant to Regulation A, or the "small issues" exemption, of the Securities Act of 1933. The SEC's complaint alleges that 1stBuy and Pringle played off the recent Internet IPO frenzy by referring to the offering as a "pre-IPO," and inducing investments through false and misleading statements about the timing of a purported IPO, the projected value of its stock and the ability of the company to generate stockholder returns. The SEC's complaint further alleges that the 1stBuy offering failed to meet the delivery and timing requirements of Regulation A in violation of the registration provisions of the Securities Act.

The defendants are:

- 1stBuy.com, Inc., a Texas corporation located in Austin, Texas, that operates an Internet retail website, sometimes known as an "e-mall"; and
- Roger D. Pringle, age 43, a resident of Austin, Texas, and 1stBuy's founder, CFO and a member of its board of directors.

The SEC alleges that in statements made on 1stBuy's website and in unsolicited e-mail messages, known as "spams," the defendants described 1stBuy's offering as a "pre-IPO" offering and claimed that an IPO price range of \$12 - \$18 had already been set. The defendants further projected that a \$5,000 investment would grow 1,200% in just one year and an additional 21,000% over the following three years. The defendants also represented that after the conclusion of its small business offering, 1stBuy would have a market capitalization of over \$28 million and would easily meet the listing requirements of the NASDAQ small capitalization market.

In reality, the SEC claims, 1stBuy was rejected by the one brokerage firm it approached about underwriting an IPO; the projected returns had no basis in fact; the company failed to meet NASDAQ listing requirements; and the \$28 million market capitalization figure was based on arbitrary and unsupported share price figure.

The SEC also alleges that 1stBuy did not comply with the Regulation A small issues exemption, which permits public offers and sales of securities up to \$5 million during any 12-month period by companies meeting certain eligibility requirements. When selling stock under the small issues exemption on the Internet, a company must provide an investor with direct access to a final offering circular with financial information about the company. Used correctly, this exemption allows small businesses to sell stock without full registration, making the process easier and less costly.

1stBuy, the SEC alleges, offered stock after the 12-month period permitted by Regulation A. More importantly, the defendants offered 1stBuy stock without simultaneously providing investors with a copy of the company's offering circular. Rather than allowing potential investors direct access to the company's offering circular, which contained audited financial information and numerous risks disclosures about the company, 1stBuy required Internet investors to navigate through a series of website links before viewing the offering circular. While navigating 1stBuy's website, potential investors were repeatedly exposed to the false claims concerning the company's financial future, prospects for an IPO, NASDAQ listing and the potential for shares to increase in value.

The SEC filed the civil action after 1stBuy failed to remedy problems identified by SEC staff as part of an "early intervention" conference in December 1999.

1stBuy and Pringle, without admitting or denying any of the allegations of the SEC's complaint, simultaneously agreed to settle the charges that they violated the fraud and registration provisions of the federal securities laws. Under terms of the settlement, 1stBuy and Pringle will be permanently enjoined from future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. In addition, the proposed judgment orders Pringle to pay a civil penalty of \$25,000.

The SEC has recently observed a number of securities offerings made over the Internet, or by Internet companies, which claim to involve "pre-IPOs" or to offer "pre-IPO" stock. Often, the offering will include claims about the imminency of an IPO and predicted value of the stock after the IPO, and make references to successful IPOs by legitimate Internet companies. In some instances, these claims may be false or misleading and the issuer may be attempting to exploit investors who scour the Internet looking for e-businesses in which to invest. The SEC has recently charged three Internet companies with fraud for making false IPO claims. *See New World Web Vision.com* (Lit Rel. No. 16498, March 31, 2000); *Y2K Highway, Inc.* (Lit Rel. No. 16556, May 16, 2000); *Stadt Media, L.L.C.* (Lit Rel. No. 16626, July 13, 2000). Investors are strongly encouraged to investigate thoroughly claims such as these before making an investment.

Investors are advised to read the SEC's "Cyberspace" Alert before purchasing any investment promoted on the Internet. The free publication, which alerts investors to the telltale signs of online investment fraud, is available on the Investor Assistance and Complaints link of the SEC's Home Page on the World Wide Web [www.sec.gov](http://www.sec.gov). It can also be obtained by calling 800-SEC-0330.



Investors are encouraged to report suspicious Internet offerings (or other suspicious offerings) via e-mail to [enforcement@sec.gov](mailto:enforcement@sec.gov). A user friendly form to assist you in making a report is available at the SEC Home Page [www.sec.gov](http://www.sec.gov). Investors can also mail a report to SEC's Enforcement Complaint Center, Mail Stop 8-4, 450 Fifth Street, N.W., Washington, D.C. 20549. [SEC v. 1STBUY.COM, INC., AND ROGER D. PRINGLE, CIVIL ACTION NO. A-00-CA-599SF, USDC/WDTX/Austin] (LR-16700)

## **SEC CHARGES FORMER FORE SYSTEMS VICE-PRESIDENT WITH INSIDER TRADING ON REVENUE SHORTFALL**

The Commission announced that on September 14 it filed a complaint in the United States District Court for the Western District of Pennsylvania, alleging that David W. Butler, a former vice-president of sales for Warrendale, Pennsylvania-based Fore Systems, Inc., engaged in insider trading by purchasing and selling options on the common stock of Fore Systems while he possessed nonpublic information that the company was unlikely to meet its projected revenue for the quarter ending March 31, 1997. Butler, who now resides in Woodside, California, resigned from the company in December 1998. Fore Systems, a producer of data transfer systems for computer networks, was traded on NASDAQ until it was acquired by The General Electric Company, P.L.C., a British company not affiliated with the U.S. company of a similar name, in June 1999. The Commission's complaint alleges that Butler's trading profits on his options transactions was more than \$364,000.

The Commission's complaint alleges that Butler purchased puts and sold calls on Fore Systems common stock within hours of participating in confidential teleconferences on March 17, 1997 and March 24, 1997 with senior executives of Fore Systems, during which they discussed the fact that the company was unlikely to meet its projected revenues for the quarter ending March 31, 1997. The Commission's complaint further alleges that Butler sold his puts immediately following Fore Systems' April 1, 1997 public announcement that the company's quarterly revenue would be approximately \$101 million, well below the consensus of stock analysts' expectations for the company. On the day of the April 1, 1997 public announcement, Fore Systems' stock price dropped 33 percent, from \$15.00 per share to a low of \$10.00, before recovering to \$13.06 later that day.

The Commission's complaint alleges that Butler violated 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 seeks the entry of permanent injunctive relief against Butler, disgorgement of his unlawful trading profits plus prejudgment interest, and the imposition of civil penalties of up to three times his unlawful trading profits. [SEC v. David W. Butler, Civil Action No. 00-CV-1827, W.D. Pa., DWA] (LR-16701)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **FIRST AMERICAN INSURANCE PORTFOLIOS, INC., ET AL.**

An order has been issued pursuant to Section 6(c) of the Investment Company Act exempting First American Insurance Portfolios, Inc. (Company) and U.S. Bank National Association (U.S. Bank) from Sections 9(a), 13(a), 15(a), and 15(b) of the Act and Rules 6e-2(b)(15) and 6e-3(T)(b)(15) thereunder, to permit shares of any current or future series of the Company and shares of any future fund that is designed to fund variable insurance products and for which U.S. Bank or any person controlling, controlled by or under common control with U.S. Bank may serve as investment adviser, investment sub-adviser, administrator, manager, principal underwriter or sponsor (Future Company) to be offered and sold to and held by: (1) separate accounts funding variable annuity and variable life insurance contracts issued by both affiliated and unaffiliated life insurance companies; (2) qualified pension and retirement plans outside of the separate account context; and (3) the Company's or Future Company's investment adviser or a person related to such investment adviser (representing seed money investments in the Company or Future Company). (Rel. IC-24640 – September 13)

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## **HOLDING COMPANY ACT RELEASES**

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### **ENERGY EAST CORP., ET AL.**

An order has been issued authorizing Energy East Corp., CMP Group, Inc., CTG Resources, Inc. and Berkshire Energy Resources, to engage in various types of financing transactions related to the merger of these companies. By order dated August 31, 2000, the Commission authorized Energy East to acquire by merger, CMP Group, Inc., a holding company exempt from registration under Section 3(a)(1) of the Act, CTG Resources, Inc., a holding company exempt from registration under Section 3(a)(1) of the Act, and Berkshire Energy Resources, a holding company exempt from registration under Section 3(a)(1) of the Act. Energy East registered with the Commission as a public-utility holding company under Section 5 of the Act, following the merger. (Rel. 35-27228)

### **DTE ENERGY COMPANY**

An order has been issued authorizing a proposal by DTE Energy Company (DTE), a public utility holding company claiming exemption from registration under Section 3(a)(1) of the Public Utility Holding Company Act by Rule 2 under the Act. DTE has been authorized to acquire all of the issued and outstanding voting securities of International Transmission Company, a corporation being organized by DTE to own and

operate certain transmission assets currently owned by DTE's public utility subsidiary company, Detroit Edison Company. (Rel. 35-27229)

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## SELF-REGULATORY ORGANIZATIONS

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### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

The American Stock Exchange filed pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 a proposed rule change (SR-Amex-00-44) relating to an increase in the fees for Associate Members and off-floor traders. Publication of the proposal is expected in the Federal Register during the week of September 18. (Rel. 34-43279)

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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-6      ADVANCED SEMICONDUCTOR ENGINEERING INC /ADR/, 111 WALL STREET, NEW YORK, NY 10043 - 150,000,000 (\$7,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-12468 - AUG. 31) (BR. 99 - NEW ISSUE)

F-1      BOOKHAM TECHNOLOGY PLC, 90 MILTON PARK ABINGDON OXFORDSHIRE, OX14 4RY 011-44-1235-827200, ENGLAND, X0 00000 - 21,286,518 (\$1,214,821,582.26) FOREIGN COMMON STOCK. (FILE 333-12478 - SEP. 06) (BR. 5)

S-8      SERONO S A, 15 BIS CHEMIN DES MINES CASE POSTALE 54, CH-1211 GENEVA 20, SWITZERLAND, V8 - 406,443 (\$403,180,880.30) FOREIGN COMMON STOCK. (FILE 333-12480 - SEP. 06) (BR. 1)

S-3      INFORMATICA CORP, 3350 W BAYSHORE RD, PALO ALTO, CA 94303 (650) 687-6200 - 2,875,000 (\$277,527,344) COMMON STOCK. (FILE 333-45304 - SEP. 07) (BR. 3)

SB-2 CELERITY SYSTEMS INC, 122 PERIMETER PARK DR, KNOXVILLE, TN 37922  
(865) 539-5300 - 4,646,548 (\$2,764,696.06) COMMON STOCK. (FILE 333-  
45306 -  
SEP. 07) (BR. 3)

S-8 EQUITY TECHNOLOGIES & RESOURCES INC, 1050 CHINOE ROAD SUITE 304,  
LEXINGTON, KY 40502 (817) 497-3624 - 1,350,000 (\$1,350) COMMON STOCK.  
(FILE 333-45308 - SEP. 07) (BR. 4)

S-8 SYNCOR INTERNATIONAL CORP /DE/, 6464 CANOGA AVENUE, WOODLAND HILLS,  
CA  
91367 (818) .73-7.40 - 4,000,000 (\$151,750,000) COMMON STOCK. (FILE  
333-45310 - SEP. 07) (BR. 1)

S-8 SYNCOR INTERNATIONAL CORP /DE/, 6464 CANOGA AVENUE, WOODLAND HILLS,  
CA  
91367 (818) .73-7.40 - 50,000 (\$868,750) COMMON STOCK. (FILE 333-45312  
-  
SEP. 07) (BR. 1)

S-3 NORTHWEST AIRLINES CORP, 2700 LONE OAK PKWY, EAGAN, MN 55121  
(612) 726-2111 - \$975,000,000 STRAIGHT BONDS. (FILE 333-45314 - SEP.  
07)  
(BR. 5)

S-3 EVERCEL INC, 2 LEE MAC AVENUE, DANBURY, CT 06810 (203) 825-6000 -  
1,555,200 (\$24,883,200) COMMON STOCK. (FILE 333-45316 - SEP. 07) (BR.  
9)

SB-2 MAJOR LEAGUE COMMUNICATIONS CORP, 24330 WEST ALYSSUM PLACE, NONE,  
VALENCIA, CA 91354 (661) 294-5009 - 2,000,000 (\$100,000) COMMON STOCK.  
(FILE 333-45318 - SEP. 07) (BR. 9 - NEW ISSUE)

S-8 KEYCORP /NEW/, 127 PUBLIC SQ, CLEVELAND, OH 44114 (216) 689-6300 -  
1,000,000 (\$20,190,000) COMMON STOCK. (FILE 333-45320 - SEP. 07) (BR.  
7)

S-8 KEYCORP /NEW/, 127 PUBLIC SQ, CLEVELAND, OH 44114 (216) 689-6300 -  
5,000,000 (\$100,950,000) COMMON STOCK. (FILE 333-45322 - SEP. 07) (BR.  
7)

S-3 META GROUP INC, 208 HARBOR DR, STAMFORD, CT 06912 (203) 973-6700 -  
263,690 (\$3,757,582.50) COMMON STOCK. (FILE 333-45324 - SEP. 07) (BR.  
6)

S-8 ARENA PHARMACEUTICALS INC, 6166 NANCY RIDGE DR, SAN DIEGO, CA 92121  
(858) 453-7200 - 562,325 (\$19,487,935) COMMON STOCK. (FILE 333-45330 -  
SEP. 07) (BR. 1)

S-8 ARENA PHARMACEUTICALS INC, 6166 NANCY RIDGE DR, SAN DIEGO, CA 92121  
(858) 453-7200 - 2,000,000 (\$69,312,000) COMMON STOCK. (FILE 333-45332  
-  
SEP. 07) (BR. 1)

S-3 GALILEO INTERNATIONAL INC, 9700 WEST HIGGINS ROAD, ROSEMONT, IL  
60018  
(847) 518-4000 - 2,749,815 (\$50,789,083) COMMON STOCK. (FILE 333-45334  
-  
SEP. 07) (BR. 3)

S-3 ML ASSET BACKED CORP, 250 VESEY ST RM 15-097 NORTH TOWER,  
WORLD FINANCIAL CENTER 10TH FL, NEW YORK, NY 10281 (212) 449-0336 -  
1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-45336 -  
SEP. 07) (BR. 8)

S-8 AMCON DISTRIBUTING CO, 10228 L ST, POST OFFICE BOX 241230, OMAHA, NE  
68127 (402) 331-3727 - 250,000 (\$1,437,500) COMMON STOCK. (FILE 333-  
45338  
- SEP. 07) (BR. 4)

S-8 CONRAD INDUSTRIES INC, 1501 FRONT ST, MORGAN CITY, LA 70381  
(504) 384-3060 - 950,000 (\$7,448,019) COMMON STOCK. (FILE 333-45342 -  
SEP. 07) (BR. 6)

S-3 ADVANCED MICRO DEVICES INC, ONE AMD PL, P O BOX 3453, SUNNYVALE, CA  
94088 (408) 732-2400 - \$1,517,500,000 STRAIGHT BONDS. (FILE 333-45346  
-  
SEP. 07) (BR. 5)

S-8 INTERNATIONAL REMOTE IMAGING SYSTEMS INC /DE/, 9162 ETON AVE,  
CHATSWORTH, CA 91311 (818) 709-1244 - 1,400,000 (\$2,843,750) COMMON  
STOCK.  
(FILE 333-45348 - SEP. 07) (BR. 5)

S-3 KESTREL ENERGY INC, 999 18TH ST #2490, DENVER, CO 80202 (303) 295-  
1939  
- 374,000 (\$525,844) COMMON STOCK. (FILE 333-45350 - SEP. 07) (BR. 4)

S-2 GREKA ENERGY CORP, 630 FIFTH AVE, STE 1501, NEW YORK, NY 10111  
(212) 218-4680 - 4,000,000 (\$51,375,000) COMMON STOCK. (FILE 333-45352  
-  
SEP. 07) (BR. 4)

S-8 SWIFT ENERGY CO, 16825 NORTHCHASE DR STE 400, HOUSTON, TX 77060  
(281) 874-2700 - 1,660,548 (\$21,673,297) COMMON STOCK. (FILE 333-45354  
-  
SEP. 07) (BR. 4)

S-1 NETGATEWAY INC, 300 OCEANGATE, 5TH FLR, LONG BEACH, CA 90802  
(582) 308-0010 - 32,955,902 (\$39,279,946) COMMON STOCK. (FILE 333-  
45356 -  
SEP. 07) (BR. 6)

S-8 REPEATER TECHNOLOGIES INC, 1150 MORSE AVE, SUNNYVALE, CA 94089  
(408) 747-1900 - 10,666,521 (\$120,034,080) COMMON STOCK. (FILE 333-  
45358 -  
SEP. 07) (BR. 7)

S-3 FRESH AMERICA CORP, 6600 LBJ FREEWAY, SUITE 180, DALLAS, TX 75240  
(972) 774-0575 - 300,000 (\$714,000) COMMON STOCK. (FILE 333-45360 -  
SEP. 07) (BR. 4)