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SEC NEWS DIGEST

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COMMISSION ANNOUNCEMENTS

SEC INTRODUCES MARGIN CALCULATOR -- WEB-BASED TOOL WILL HELP INVESTORS QUANTIFY MARGIN INVESTING COSTS AND RISKS

Securities and Exchange Commission Acting Chairman Laura S. Unger today unveiled a new Internet-based tool to help individual investors estimate their likelihood—based on their actual holdings—of getting a dreaded margin call in the next thirty days, three months, or year.

The SEC's Margin Calculator, available for free on the Commission's website <www.sec.gov>, also explains how margin accounts work—including the fact that margin account agreements may give brokers the right to sell an investor's shares without warning to cover a margin call.

“While investing on margin increases an investor's purchasing power and multiplies gains when stock prices rise, it will also magnify losses if the price falls,” Chairman Unger said. “The Margin Calculator will help investors better balance their investment objectives with their tolerance for risk.”

The Margin Calculator is actually three calculators in one:

- The Leverage Effect calculator compares a margin investor's potential gain or loss from a change in a stock's price depending on the amount of money borrowed.
- The Margin Cost calculator computes the dollar amount of interest that an investor will pay over the life of a margin loan.
- The Risk of a Margin Call calculator estimates the likelihood, based on up-to-date historical data, that an investor will receive a margin call in coming months. The greater a portfolio's volatility, the greater the risk.

As the use of margin has risen in recent years, so has the number of investor complaints to the SEC about margin calls. In 2000, margin call complaints to the SEC more than doubled, and they are the Commission's sixth-leading investor complaint this year.

Many of the investors complained that they suffered serious financial losses—sometimes their entire life's savings—because their securities were sold to cover a margin call.

Margin calls occur when the equity in an investor's margin account drops below a certain percentage—typically 35-40 percent—of the account's value. Equity is determined by subtracting the amount of money borrowed from the value of the securities in the account.

If investors are unable to cover a margin call by depositing more cash or securities into their account, the broker will sell the investor's securities to bring the account back into balance. Even if a firm offers to give an investor time to increase his or her equity, most margin account agreements reserve the firm's right to sell the investor's securities without waiting for the investor to cover the call.

Investors can access the Margin Calculator <www.tradeworx.com/sec/cgi-bin/tutorialmargin.cgi> by clicking on "Interactive Tools" under "Investor Information" on the SEC website.

For more information about margin, visit www.sec.gov/investor/pubs/margin.htm. (Press Rel. 2001-38)

ENFORCEMENT PROCEEDINGS

ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST ALPHA TECH STOCK TRANSFER AND JAMES FARRELL

On April 17, the Commission issued an Order Instituting Administrative Proceedings against James W. Farrell and Alpha Tech Stock Transfer. In the Order, the Division of Enforcement alleges that Alpha Tech, a registered transfer agent, willfully violated Sections 17(a)(3) and 17A(d) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 17Ad-10 thereunder by failing to keep accurate books and records and by failing to buy in over-issued shares. It is also alleged that Farrell, who controls Alpha Tech, willfully aided and abetted Alpha Tech's violations.

The Division alleges that Farrell caused Alpha Tech to issue stock certificates in April and June 1996 representing an aggregate of 3.4 million shares of the common stock of Say Yes Foods, Inc. without the authorization or knowledge of Say Yes. It is also alleged that Alpha Tech and Farrell failed to accurately record these issuances of stock in Alpha

Tech's master securityholder and subsidiary files and failed to buy in shares equal to the over-issuance as required by regulation.

The Order requires that a public administrative hearing be conducted not earlier than 30 days and not later than 60 days after the Order is served, to determine if the Commission's allegations are true, to accord Farrell and Alpha Tech an opportunity to respond, and to determine whether it is in the public interest to sanction Farrell and Alpha Tech. (Rel. 34-44192; File No. 3-10456)

SEC SETTLES CASE AGAINST FORMER EXECUTIVES OF BANKERS TRUST CO.

The Commission today announced that it dismissed civil injunctive proceedings previously filed against Bruce J. Kingdon, Kenneth Goglia, and Harvey Plante, all former executives of Bankers Trust Company. The Commission further announced that Kingdon, Goglia and Plante have agreed to consent to the entry of a cease and desist order to settle charges arising out of their participation in the transferring of unclaimed funds to various reserve accounts, expense accounts, and income accounts to an income account.

The Commission found that for at least three years ending in 1996, respondents, while employed in the Client Processing Services unit of Bankers Trust Company, transferred unclaimed funds in the bank's custody to other Bankers Trust accounts. In transferring the unclaimed funds, respondents directly or indirectly falsified the books and records of the Global Institutional Services unit, Bankers Trust, and Bankers Trust's immediate corporate parent, BTNY, thereby violating Exchange Act Rule 13b2-1.

Without admitting or denying the findings in the Commission's order, Kingdon, Goglia and Plante agreed to cease and desist from committing or causing any violations and any future violations of Exchange Act Rule 13b2-1. [SEC v. Bruce J. Kingdon, Kenneth Goglia, and Harvey Plante, Civil Action No. 99-CIV-5720, SDNY] (LR-16968, AAE Rel. 1384); (Admin. Proceedings - Rel. 34-44193, AAE Rel. 1383; File No. 3-10457)

COMMISSION SETTLES ADMINISTRATIVE PROCEEDING AGAINST BROKER-DEALER AND THREE OTHERS

On April 18, the Commission issued Orders settling a previously instituted public administrative and cease and desist proceeding against Shamrock Partners, Ltd. (ROCK), James Kelly (Kelly), John Doyle (Doyle), and Stephen Fischer (Fischer). ROCK is a registered broker-dealer based in Media, Pennsylvania, Kelly is ROCK's owner, Doyle is ROCK's principal trader, and Fischer was a trader at a second brokerage firm. The Commission simultaneously accepted Offers of Settlement from all four respondents in which, without admitting or denying the Commission's findings, they consented to the entry of the Orders.

The Orders find that the respondents had a role in the trading of The L.L. Knickerbocker Co. Inc. stock (KNIC) during the summer of 1995. From July 3 to August 11, 1995, KNIC's stock price rose from \$6 to \$52. Shortly thereafter the stock dropped 38%. The Orders find that ROCK and Kelly failed reasonably to supervise Rafi Khan, a broker subject to their supervision during KNIC's price rise. The Orders also find that Doyle, who acted as a KNIC market maker, had an undisclosed arrangement with Fischer, who also acted as a KNIC market maker at another brokerage firm, whereby Fischer entered bid quotes for and purchased KNIC shares and resold the shares to Doyle. This undisclosed arrangement gave a misleading appearance that the two market makers were competing for the same stock.

Pursuant to the Orders: ROCK is censured, ordered to cease and desist from causing violations of Section 15(c)(2) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 15c2-7 thereunder, ordered to pay a penalty of \$50,000, and ordered to comply with certain undertakings; Kelly is suspended from acting in a supervisory capacity with any broker or dealer for a period of six months, and ordered to pay a penalty of \$25,000; and Doyle and Fischer are suspended from associating with any broker or dealer for three months, ordered to cease and desist from causing violations of Section 15(c)(2) of the Exchange Act and Rule 15c2-7 thereunder, and ordered to pay a penalty of \$5,000. (In the Matter of Shamrock Partners, Ltd., James T. Kelly, John R. Doyle, and Stephen J. Fischer - Rels. 33-7971; 33-7972; 34-44195; 34-44196; File No. 3-10344)

SEC OBTAINS EMERGENCY RELIEF TO HALT FRAUDULENT TRADING SCHEME THAT VICTIMIZED MEMBERS OF THE CHRISTIAN SCIENCE CHURCH

The Commission announced today that the United States District Court for the District of Massachusetts issued temporary restraining orders against two individuals and two Massachusetts-based companies relating to a fraudulent trading scheme that raised approximately \$22 million from at least 50 investors, many of whom were members of the Christian Science Church. The Commission sought the emergency relief in a civil fraud action it filed April 16, 2001, against Voldemar A. VonStrasdas of Nassau, the Bahamas, Charles G. Dyer of Manchester, Massachusetts, and two Danvers, Massachusetts-based companies controlled by Dyer, Resource F, LLC and Bunker Hill Aviation, LLC. The Commission's complaint also charged two other individuals, Eric E. Resteiner, most recently of Nassau, the Bahamas, and Miles M. Harbur of Jupiter, Florida, for their participation in the fraudulent trading scheme. In its ruling, the Court prohibited VonStrasdas, Dyer, Resource F and Bunker Hill from engaging in further fraudulent activity related to the trading scheme and froze the assets of all Defendants.

According to the complaint, the Defendants fraudulently offered and sold unregistered securities in an international bank-related financial instrument trading program that was completely fictitious. The Commission alleged that Resteiner, Harbur, VonStrasdas, and Dyer solicited investors using misrepresentations typical of "Prime Bank"-type investment frauds, including that the investment involved high-quality debt instruments

of very large international banks, that the investors' principal was never at risk and could be returned after one year, and that investors would receive profits of approximately 4-5% every month (or 48-60% annually).

During the initial stages of the fraud, investors received monthly payments that the Defendants represented were "profits" on their investment. However, monthly payments to investors ceased by May 2000. Despite numerous requests, no known investors have received the return of their investment. Furthermore, since the cessation of monthly payments, VonStrasdas has regularly sent lulling letters to investors making excuses for the cessation of payments, and making the false statements that he expected trading and monthly payments to investors to resume soon. More recently, VonStrasdas and Dyer have each solicited investors to contribute money to purported legal efforts to obtain the return of investors' funds.

According to the complaint, Resteiner, Harbur, VonStrasdas, Dyer, Resource F, and Bunker Hill Aviation, variously, violated the antifraud, securities registration, and broker registration provisions of the federal securities laws, including Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933, and Sections 10(b) and 15(a) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. Eric E. Resteiner, et al., Civil Action No. 01-CV-10637, PBS, D. Mass., USDC, D. Mass.] (LR-16969)

ATTORNEY CHARGED WITH INSIDER TRADING IN MERGER OF FORTE SOFTWARE AND SUN MICROSYSTEMS

The Commission today announced that it has sued a San Francisco attorney for insider trading prior to the August 1999 merger of Forte Software, Inc. (Forte) and Sun Microsystems, Inc. (Sun). The Commission's action alleges that Malcolm Wittenberg learned about the merger while providing legal services to Forte and then profited by purchasing Forte securities before the merger announcement drove the price of Forte stock up nearly 25%. In a related action, the United States Attorney's Office for the Northern District of California today announced criminal insider trading charges against Wittenberg based on his Forte trades.

Simultaneous with the filing of the Commission's civil complaint, Wittenberg consented, without admitting or denying the allegations in the Commission's complaint, to the entry of a permanent injunction against future violations of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and to pay a total of \$29,224.67, including \$14,000 in disgorgement of trading profits, \$1,224.67 in prejudgment interest and a civil penalty of \$14,000.

According to the Commission's complaint, Wittenberg is a partner in the San Francisco office of an Oakland, California-based law firm that served as patent counsel to Forte. The complaint alleges that not later than August 16, 1999, Forte's general counsel informed Wittenberg that Forte was considering a merger with Sun. In connection with the merger negotiations, Forte's general counsel directed Wittenberg to provide

information about Forte's patents to the attorneys conducting due diligence for Sun. Forte's general counsel also told Wittenberg that information about the proposed merger was confidential.

Over the next several days, Wittenberg purchased 2,000 shares of Forte common stock at an average price of \$14.125 per share. After the merger was announced on August 23, 1999, Forte closed at \$21.125 per share, up 24.2% from its prior day closing price. Although Wittenberg retained his Forte shares after the announcement, Wittenberg's profits from his illegal insider trading were \$14,000. The Commission acknowledges the assistance of NASD Regulation, Inc. in this matter. [SEC v. Malcolm B. Wittenberg, USDC, NDCA, Civil Action No. C 01 1477 MMC] (LR-16970)

SEC FILES INSIDER TRADING ACTION AGAINST TEXAS RESIDENT

The Commission today filed an insider trading action against J. Van Oliver, a Texas resident. The Commission alleges that Oliver bought securities of Enserch Corporation in advance of the April 15, 1996 announcement of the merger between Enserch and Texas Utilities, after receiving information about the merger from his brother, an attorney in a firm involved in the merger transaction. Oliver has consented, without admitting or denying the allegations of the Complaint, to the entry of a judgment providing for an injunction against future violations, and the payment of disgorgement of \$11,369.17, prejudgment interest and a civil penalty in the amount of the disgorgement. [SEC v. Oliver, et al., Civil Action No. 1:01CV00859, DDC] (LR-16971)

INVESTMENT COMPANY ACT RELEASES

GOLDEN AMERICAN LIFE INSURANCE COMPANY, ET AL.

An order has been issued pursuant to Section 6(c) of the Investment Company Act granting exemptive relief from Sections 2(a)(32) and 27(i)(2)(A) of the Act and Rule 22c-1 thereunder to Golden American Life Insurance Company (Golden American), Separate Account B of Golden American and Directed Services, Inc. (collectively, Applicants) to the extent necessary to permit the recapture of certain credits made in consideration of deferred variable annuity contracts which Golden American currently issues (Contracts) and substantially similar variable annuity contracts that Golden American may issue in the future. The order also extends to any other separate accounts of Golden American and its successors in interest that support in the future variable annuity contracts that are similar in all material respects to the Contracts and principal underwriters of such contracts. (Rel. IC-24941 - April 17)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

A proposed rule change (SR-NASD-2001-20) filed by the National Association of Securities Dealers relating to online communications and its suitability rule (NASD Rule 2310) 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 April 16. (Rel. 34-44178)

A proposed rule change filed by the Municipal Securities Rulemaking Board (SR-MSRB-2001-01) to provide guidance on specific electronic primary offering and trading systems and electronic recordkeeping 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 April 16. (Rel. 34-44181)

A proposed rule change filed by the Philadelphia Stock Exchange extending a pilot program under Phlx Rule 229 (SR-Phlx 2001-20) 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 April 16. (Rel. 34-44185)

PROPOSED RULE CHANGE

The New York Stock Exchange filed a proposed rule change (SR-NYSE-2001-05) relating to the expansion of the maximum share size parameter for single orders entered into the SuperDot System. Publication of the proposal is expected in the Federal Register during the week of April 16. (Rel. 34-44179)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval to a proposed rule change submitted by the Chicago Stock Exchange (SR-CHX-2001-06) to allow price improvement for odd lot orders. (Rel. 34-44180)

EXEMPTION FROM CLEARING AGENCY REGISTRATION

The Commission granted an exemption from clearing agency registration to Global Joint Venture Matching Services – US, LLC (GJVMS) (File No. 600-32). Under the exemption, GJVMS will be permitted to provide central matching services for securities trades. (Rel. 34-44188)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by The Depository Trust Company (SR-DTC-00-10) allowing DTC to combine its TradeSuite family of institutional trade processing services with the institutional trade processing services offered by Thomson Financial ESG in a proposed joint venture between The Depository Trust & Clearing Corporation, Thomson Financial Inc., and Interavia, A.G. (Rel. 34-44189)

DELISTINGS GRANTED

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration the Common Stock, \$0.01 par value, of Host Funding, Inc., effective at the opening of business on April 19, 2001. (Rel. 34-44199)

An order has been issued granting the application of the American Stock Exchange to strike from listing and registration the Common Stock, no par value, of Bethlehem Corporation, effective at the opening of business on April 19, 2001. (Rel. 34-44200)

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 FLEXIBLE SOLUTIONS INTERNATIONAL INC, 2614 QUEENSWOOD DR,
VICTORIA B C V8N 1X5, A1 (250) 477-9969 - 636,000 (\$50,165) COMMON STOCK.
(FILE 333-58740 - APR. 12) (BR. 2)
- S-8 MAXTOR CORP, 510 COTTONWOOD DR, MILPITAS, CA 95035 (408) 432-1700 -
33,642,573 (\$205,281,559) COMMON STOCK. (FILE 333-58742 - APR. 12)
(BR. 3)
- S-8 BUCKTV COM INC, 743 GOLD HILL PLACE, PMB 294 PO BOX 220, WOODLAND, CO
80866 (800) 410-2225 - 22,625,000 (\$203,625) COMMON STOCK. (FILE
333-58744 - APR. 12) (BR. 9)

S-8 ENTERTAINMENT TECHNOLOGIES & PROGRAMS INC, 16055 SPACE CENTER BLVD,
SUITE 230, HOUSTON, TX 77062 (281) 486-6115 - 1,218,217 (\$134,003.87)
COMMON STOCK. (FILE 333-58746 - APR. 12) (BR. 4)

S-8 ROYAL FINANCE INC, 1481 S. MILLING TRAIL, SUITE 14, WEST PALM BEACH, FL
33415 (561) 649-3901 - 126,000 (\$186,100) COMMON STOCK. (FILE 333-58748 -
APR. 12) (BR. 7)

S-8 GAMECOM INC, 440 NORTH CENTER, ARLINGTON, TX 76011 (817) 265-0440 -
50,000 (\$15,500) COMMON STOCK. (FILE 333-58750 - APR. 12) (BR. 8)

S-3 NEON COMMUNICATIONS INC, 2200 W PARK DR, WESTBOROUGH, MA 01581
(508) 616-7800 (FILE 333-58752 - APR. 12) (BR. 7)

S-8 INCARA PHARMACEUTICALS CORP, 3200 E HIGHWAY STE 300,
PO BOX 14287 CAPE FEAR BLDG STE 101, RESEARCH TRIANGLE PK, NC 27709
(919) 558-8688 - 1,000,000 (\$1,656,250) COMMON STOCK. (FILE 333-58754 -
APR. 12) (BR. 1)

S-8 NAVTECH INC, 2340 GARDON ROAD, SUITE 102, MONTEREY, CA 93940
(519) 747-9883 - 1,500,000 (\$1,218,759) COMMON STOCK. (FILE 333-58756 -
APR. 12) (BR. 3)

N-2 EATON VANCE SENIOR INCOME TRUST, 24 FEDERAL ST, BOSTON, MA 02110
4,400 (\$110,000,000) PREFERRED STOCK. (FILE 333-58758 - APR. 12) (BR. 16)

S-3 ARVINMERITOR INC, 2135 W MAPLE ROAD, TROY, MI 48084 (248) 435-1000 -
750,000,000 (\$750,000,000) STRAIGHT BONDS. (FILE 333-58760 - APR. 12)
(BR. 5)

S-8 ECLICKMD INC, 201 EAST MAIN ST, BRADY, TX 78625 (915) 792-8400 -
4,063,764 (\$4,970,854) COMMON STOCK. (FILE 333-58762 - APR. 12) (BR. 3)

S-3 VESTA INSURANCE GROUP INC, 3760 RIVER RUN DR, BIRMINGHAM, AL
35243
(205) 970-7000 - 750,000 (\$5,025,000) PREFERRED STOCK. (FILE 333-58764 -
APR. 12) (BR. 1)

S-3 MEMRY CORP, 57 COMMERCE DR, BROOKFIELD, CT 06804 (203) 740-7311 -
4,892,667 (\$3,669,500.20) COMMON STOCK. (FILE 333-58766 - APR. 12)
(BR. 5)

S-8 CREATIVE HOST SERVICES INC, 6335 FERRIS SQUARE, STES G-H, SAN DIEGO, CA
92126 (619) 587-7300 - 20,000 (\$42,500) COMMON STOCK. (FILE 333-58768 - APR. 12) (BR. 5)

S-3 DATAKEY INC, 407 W TRAVELERS TRAIL, BURNSVILLE, MN 55337 (612) 890-6850
- 3,280,268 (\$6,418,529.30) COMMON STOCK. (FILE 333-58770 - APR. 12) (BR. 5)

S-8 MAXIM INTEGRATED PRODUCTS INC, 120 SAN GABRIEL DR, SUNNYVALE, CA 94086
(408) 737-7600 - 29,858,964 (\$1,156,710,844) COMMON STOCK. (FILE 333-58772 - APR. 12) (BR. 5)

SB-2 APOLLO HOLDINGS INC, 999 THIRD AVENUE, SUITE 3800, SEATTLE, WA 98104
(981) 04 - - 2,000,000 (\$600,000) COMMON STOCK. (FILE 333-58774 - APR. 12)

S-8 INTERPORE INTERNATIONAL INC /DE/, 181 TECHNOLOGY DR, IRVINE, CA 92718
(714) 453-3200 - 1,000,000 (\$3,740,000) COMMON STOCK. (FILE 333-58776 - APR. 12) (BR. 5)

S-8 AMERICAN ITALIAN PASTA CO, 4100 N MULBERRY DRIVE SUITE 200, KANSAS CITY, MO 64116 (816) 502-6000 - 1,000,000 (\$32,330,000) COMMON STOCK. (FILE 333-58778 - APR. 12) (BR. 4)

S-8 NORTHERN TRUST CORP, 50 S LASALLE ST, CHICAGO, IL 60675 (312) 630-6000
- 1,691,761 (\$100,000,000) COMMON STOCK. (FILE 333-58784 - APR. 12) (BR. 7)

S-3 CITIZENS FINANCIAL SERVICES INC, 15 S MAIN ST, MANSFIELD, PA 16933
(717) 662-2121 - 100,000 (\$1,250,000) COMMON STOCK. (FILE 333-58786 - APR. 12) (BR. 7)

SB-2 CONTINENTAL SPORTS MANAGEMENT INC, 5580 MONROE STREET, SYLVANIA, OH 43560 (419) 885-7325 - 1,500,000 (\$6,000,000) COMMON STOCK. (FILE 333-58788 - APR. 12) (NEW ISSUE)

- S-4 NATIONAL OILWELL INC, 10000 RICHMOND AVENUE, 4TH FLOOR,
HOUSTON, TX
77042 (713) 346-7500 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. (FILE
333-58790 - APR. 12) (BR. 4)
- S-8 GENERAL CABLE CORP /DE/, 4 TESSENEER DRIVE, HIGHLAND HEIGHTS, KY
41076
(606) 572-8000 - 1,000,000 (\$8,500,860) COMMON STOCK. (FILE 333-58792 -
APR. 12) (BR. 6)
- S-4 EMERGENT GROUP INC/NY, 375 PARK AVENUE 36TH FL, NEW YORK, NY
10152
(718) 369-4160 - 9,537,595 (\$3,806,372) COMMON STOCK. (FILE 333-58794 -
APR. 12) (BR. 2)
- S-8 TESSA COMPLETE HEALTH CARE INC/GA, 35 FULFORD AVE, SUITE 101, BEL
AIR,
MD 21014 (410) 893-0134 - 12,000,000 (\$750,000) COMMON STOCK. (FILE
333-58796 - APR. 12) (BR. 9)
- S-8 ALASKA PACIFIC BANCSHARES INC, 2094 JORDAN AVE., JUNEAU, AK 99801
(907) 789-4844 - 91,759 (\$1,037,794) COMMON STOCK. (FILE 333-58798 -
APR. 12) (BR. 7)
- S-3 CAROLINA POWER & LIGHT CO, 411 FAYETTEVILLE ST, RALEIGH, NC 27601
(919) 546-6111 - 1,000,000,000 (\$1,000,000,000) STRAIGHT BONDS. (FILE
333-58800 - APR. 12) (BR. 2)
- S-3 E LOAN INC, 5875 ARNOLD RD., SUITE 100, DUBLIN, CA 94568 (925) 241-2402
- 300,000 (\$321,000) COMMON STOCK. (FILE 333-58802 - APR. 12) (BR. 7)
- S-3 STORAGE USA INC, 165 MADISON AVE STE 1300, STE 1100, MEMPHIS, TN
38103
(901) 252-2000 - 1,250,000 (\$40,187,500) COMMON STOCK. (FILE 333-58806 -
APR. 12) (BR. 8)
- S-3 KEY3MEDIA GROUP INC, 300 FIRST AVE, NEEDHAM, MA 02494 (781) 449-6600
-
375,000,000 (\$375,000,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 333-58808 -
APR. 12) (BR. 5)
- S-3 CATERPILLAR FINANCIAL FUNDING CORP, 2950 EAST FLAMINGO RD, SUITE
E-4,
LAS VEGAS, NV 89121 (615) 341-1000 - 1,000,000 (\$1,000,000) STRAIGHT BONDS.
(FILE 333-58814 - APR. 12) (BR. 8)

- S-3 IRVINE SENSORS CORP/DE/, 3001 REDHILL AVE, COSTA MESA, CA 92626
(714) 549-8211 (FILE 333-58816 - APR. 12) (BR. 5)
- S-3 DUKE ENERGY CORP, 526 SOUTH CHURCH STREET, CHARLOTTE, NC 28201
(704) 594-6200 (FILE 333-58820 - APR. 12) (BR. 2)
- S-4 BB&T CORP, 200 WEST SECOND STREET, WINSTON-SALEM, NC 27101
(336) 733-2000 - 31,500,000 (\$1,083,722,382) COMMON STOCK. (FILE
333-58824 - APR. 12) (BR. 7)
- S-8 INET TECHNOLOGIES INC, 1255 WEST 15TH STREET, SUITE 600, PLANO, TX
75075
(972) 578-6100 - 916,323 (\$4,975,634) COMMON STOCK. (FILE 333-58826 -
APR. 12) (BR. 7)
- S-8 DEL WEBB CORP, 6001 NORTH 24TH STREET, PHOENIX, AZ 85016 (602) 808-
8000
- 500,000 (\$13,295,000) COMMON STOCK. (FILE 333-58828 - APR. 12) (BR. 6)
- S-8 ITRONICS INC, PO BOX 10725, BLDG C STE 23, RENO, NV 89510 (702) 689-7696
- 2,000,000 (\$380,000) COMMON STOCK. (FILE 333-58830 - APR. 12) (BR. 8)
- S-8 UTI WORLDWIDE INC, C/O UNION TRANSPORT CORP,
19443 LAUREL PARK RD SUITE 107, RANCHO DOMINQUEZ, CA 90220 (310) 604-
3311
- 400,000 (\$6,460,000) COMMON STOCK. (FILE 333-58832 - APR. 12) (BR. 5)
- S-3 DTE ENERGY CO, 2000 2ND AVENUE, ROOM 2412, DETRIOT, MI 48226
(313) 235-4000 - \$1,700,000,000 STRAIGHT BONDS. (FILE 333-58834 - APR. 12)
(BR. 2)
- S-8 UTI WORLDWIDE INC, C/O UNION TRANSPORT CORP,
19443 LAUREL PARK RD SUITE 107, RANCHO DOMINQUEZ, CA 90220 (310) 604-
3311
- 2,359,109 (\$38,099,610.35) COMMON STOCK. (FILE 333-58836 - APR. 12)
(BR. 5)
- S-3 PLATO LEARNING INC, POPLAR CREEK OFFICE PLZ, 1721 MOON LAKE BLVD,
HOFFMAN ESTATES, IL 60194 (847) 781-7800 - 2,300,000 (\$40,537,500)
COMMON STOCK. (FILE 333-58838 - APR. 12) (BR. 5)
- S-8 UTI WORLDWIDE INC, C/O UNION TRANSPORT CORP,
19443 LAUREL PARK RD SUITE 107, RANCHO DOMINQUEZ, CA 90220 (310) 604-
3311
- 400,000 (\$6,460,000) COMMON STOCK. (FILE 333-58840 - APR. 12) (BR. 5)

SB-2 MENTOR CAPITAL CONSULTANTS INC, 4950 PEARL EAST CIRCLE, SUITE
104,
BOULDER, CO 80301 (303) 444-7755 - 4,000,000 (\$11,000,000) COMMON STOCK.
(FILE 333-58844 - APR. 12) (BR. 7)

S-4 FAIRCHILD SEMICONDUCTOR CORP, 333 WESTERN AVENUE, MAIL STOP 01
00,
SOUTH PORTLAND, ME 04106 (207) 775-8100 - 350,000,000 (\$350,000,000)
STRAIGHT BONDS. (FILE 333-58848 - APR. 13) (BR. 5)

SB-2 ELAST TECHNOLOGIES INC, 2505 RANCHO BEL AIR, LAS VEGAS, NV 89107
(702) 878-8310 - 7,500,000 (\$1,875,000) COMMON STOCK. (FILE 333-58850 -
APR. 13) (BR. 8)