

# SEC NEWS DIGEST

Issue 99-91

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## COMMISSION ANNOUNCEMENTS

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### **PAUL LEDER, INTERNATIONAL AFFAIRS DEPUTY DIRECTOR AND SENIOR ADVISOR TO THE CHAIRMAN FOR INTERNATIONAL ISSUES, TO LEAVE SEC**

Paul A. Leder, Deputy Director of the Securities and Exchange Commission's Office of International Affairs and Senior Advisor to the Chairman for International Issues, announced today that he will leave the Commission in June to join the law firm of Richards Spears Kibbe & Orbe in its Washington, D.C. Office.

Mr. Leder has been a primary architect of the Commission's international enforcement and regulatory programs. He has represented the SEC in a wide range of U.S. Government initiatives, including projects with the G-7 (regulatory and enforcement cooperation), the OECD (corporate governance, foreign illicit payments), and the World Trade Organization (professional services negotiations). Mr. Leder also is the Chair of IOSCO's Working Party on Multinational Accounting and Disclosure, which deals with cross-border accounting and disclosure requirements for companies.

Prior to joining the Office of International Affairs in 1990, Mr. Leder was an Assistant Chief Litigation Counsel in the Commission's Division of Enforcement.

SEC Chairman Arthur Levitt said, "Domestically, Paul has been a key player in designing and implementing the Commission's regulatory and enforcement responses to the globalization of the markets. Internationally, I have relied on him to represent the Commission on an extraordinarily wide range of issues. He is both a forceful advocate and a fair broker. He has earned my respect and that of my foreign colleagues."

Mr. Leder, 42, began his legal career with the District of Columbia Public Defender Service, where he practiced criminal law for six years. Mr. Leder received his J.D. in 1981 from the University of Michigan Law School, and an undergraduate degree in history from the University of Michigan in 1978. (Press Rel. 99-50)

## COMMISSION MEETINGS

### CLOSED MEETING - THURSDAY, MAY 13, 1999 - 11:00 A.M.

The subject matter of the closed meeting scheduled for Thursday, May 13, 1999, at 11:00 a.m. will be: Institution of injunctive actions; Settlement of injunctive actions; and Institution 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.

### ADVISORY COMMITTEE ON TECHNOLOGY

Chairman Levitt, with the concurrence of the other members of the Commission, has established the Securities and Exchange Commission's Advisory Committee on Technology to advise the Commission regarding how technological advances have impacted the markets, how market professionals and investors use technology to interact in our markets, and how the Commission's regulatory, examination, enforcement, and internal programs and operations can more effectively use technology and respond to changes in technology. FOR FURTHER INFORMATION CONTACT: Jonathan G. Katz, Secretary, at (202) 942-7070. (Rel. 34-41385; File No. 265-21)

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### RULES AND RELATED MATTERS

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#### LIST OF FOREIGN ISSUERS WHICH HAVE SUBMITTED INFORMATION UNDER THE EXEMPTION RELATING TO CERTAIN FOREIGN SECURITIES

The Commission has issued a list of foreign issuers that have claimed exemptions from the registration provisions of Section 12(g) of the Securities Exchange Act of 1934 pursuant to Rule 12g3-2(b). FOR FURTHER INFORMATION, CONTACT: Elliot Staffin, Office of International Corporate Finance, Division of Corporation Finance, at (202) 942-2990. (Rel. 34-41384; International Series Rel. 1196)

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### ENFORCEMENT PROCEEDINGS

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#### CEASE AND DESIST PROCEEDINGS INSTITUTED AGAINST GARY PIERCE AND C.S.I. AG. FOR FRAUDULENT INTERNET OFFERING

The Commission today instituted cease and desist proceedings against Gary J. Pierce, of Studio City, California, and C.S.I. Ag., a Turks & Caicos company. In the instituting order, the Division of Enforcement (Division) alleges that from July 1997 to February 1999,

Pierce and CSI solicited investments in a \$500 million unregistered bond offering for the Government of Free Vietnam, a political association, via its Internet website and other vehicles. The Division further alleges that potential investors were promised an average annual return of 19.6%. According to the Division, the respondents represented that the bond offering was collateralized by \$500 million of CSI's \$20 billion gold reserves in Chile, when, in fact, they had no reasonable basis for assigning any value to any such reserves. The Division also alleges that the respondents failed to disclose that 70% of the money invested would be used for activities that would generate no revenue, and that only 30% would be invested in an unspecified "yield rich trading program," which would have to generate more than 56% annually for five years to pay investors the rates of return promised. The Division alleges violations of Sections 5(c), 17(a)(1) and 17(a)(3) of the Securities Act of 1933. (Rel. 33-7676; File No. 3-9892)

#### **PUBLIC CEASE AND DESIST PROCEEDINGS INSTITUTED AGAINST DERRICK JOHNSON**

The Commission announced that it instituted public cease and desist proceedings against Derrick C. Johnson (Johnson). The Order Instituting Proceedings (Order) alleges that the Johnson made material misrepresentations in connection with the offer of "prime bank" securities through the use of the Internet.

Specifically, the Order alleges that from approximately May 1998 through February 1999, Johnson offered securities to potential investors through three websites on the Internet. In each case, Johnson established the website under the d.b.a. Global Financial Group (Global). The Order further alleges that on the Global websites, Johnson made several misrepresentations of material facts regarding Global and the securities it was offering. The Order alleges that Johnson misrepresented the returns available (from 50% to 1600% in 3 to 120 plus days) on the investments and the existence of the securities themselves. Johnson also misrepresented that the securities would be "100% insured" and "guaranteed in writing." Finally, the Order alleges that Johnson falsely represented that Global had clients in over twenty countries when, in fact, Global had no clients and no operations aside from the three websites Johnson created.

The Order alleges violation of the Sections 17(a)(1) and (3) of the Securities Act of 1933, which prohibit fraudulent conduct in connection with the offer or sale of securities.

A hearing will be scheduled to determine if the allegations in the Order are true and, if so, whether a cease and desist order is appropriate against Johnson. (Rel. 33-7677; File No. 3-9893)

#### **PROCEEDINGS INSTITUTED AGAINST LILA KEITH**

The Commission announced the institution of cease and desist proceedings against Lila Keith for violations of the antifraud provisions of the federal securities laws and for acting as a unregistered broker-dealer. In 1998, operating under the name Keith

Financial Services, Keith provided account receivable services, attempted to broker commercial loans, and offered over the Internet certain prime bank investment interests. In the Order the Commission alleges that from approximately July to September 1998, Keith sold interests in a prime bank investment program on behalf of the program's promoter, offering a 20-to-1 return to investors within thirty days of an investment. Keith raised over \$300,000 from at least three investors. The Commission also alleges that Keith sold the interests in the program as an unregistered broker and made false statements to investors and to prospective investors regarding the existence of the program, potential rates of return, the use of investor proceeds, and her failure to investigate the claims made by the promoter of the program.

A hearing will be scheduled to determine whether the allegations are true and, if so, whether a cease and desist order should be issued and whether Keith should be required to make an accounting and pay disgorgement, including reasonable interest. (Rel. 33-7678; File No. 3-9894)

#### **COMMISSION FILES CEASE AND DESIST PROCEEDINGS AGAINST FOUR INDIVIDUALS AFTER ARIZONA PRIME BANK STING**

The Commission instituted an administrative proceeding against three individuals to determine whether they should be ordered to cease and desist from violating Sections 17(a)(1) and 17(a)(3) of the Securities Act of 1933. In the Order Instituting Proceedings, the Division of Enforcement alleges that the individuals -- Robert J. Stahl of Chandler, Arizona, Elizabeth A. Boyd of Canada and Ft. Myers, Florida, and Bobby L. Rodgers of Germantown, Tennessee -- violated the antifraud provision of the Securities Act in connection with offers of prime bank investments. The Order further alleges that the individuals offered to an Arizona state investigator, during the spring and summer of 1998, interests in various "high yield" investment programs involving the use of so-called "prime bank guarantees" or the trading of putative bank instruments on overseas markets. The Order further alleges that these programs were fictitious and that the respondents' solicitations, which raised no investor funds, were materially false and misleading. The Order also alleges that Rodgers, who provided information and documents on one high yield program and conveyed them to the investigator through Boyd and a fourth individual, David V. Francis, II of Bowling Green, Kentucky, caused violations of the Securities Act's antifraud provision.

A hearing will be held to determine whether the Division's allegations are true, to afford each of the respondents an opportunity to establish any defenses, and to determine whether the Commission should issue a cease-and-desist order against the respondents.

In a related action, the Commission instituted and settled a proceeding against Francis ordering him to cease and desist from current and future violations of the Securities Act's antifraud

provisions. Francis consented to the issuance of the order, neither admitting nor denying its allegations. (In the Matter of David V. Francis, II - Rel. 33-7679, File No. 3-9895; In the Matter of Robert J. Stahl, Elizabeth A. Boyd, and Bobby L. Rodgers - Rel. 33-7680, File No. 3-9896)

**CEASE AND DESIST PROCEEDINGS INSTITUTED AGAINST LAWRENCE ARTZ, NEUROTECH CORP., ENHANCE RESOURCES, INC. AND BRUCE LYNCH**

The Commission today announced the entry of an order instituting cease and desist proceedings against Lawrence M. Artz (Artz), Neurotech Corp. (Neurotech), Enhance Resources, Inc. (Enhance) and Bruce W. Lynch (Lynch). Artz resides in Roslyn, New York and Neurotech is located in Manhasset, New York. Enhance is located, and Lynch resides in Brookline, Massachusetts.

The Order alleges that Artz, Neurotech, Enhance and Lynch conducted a fraudulent Internet offering of notes in the nominal amount of \$15 million, the proceeds of which were to be used to construct prefabricated hospitals in Turkey. The Order alleges that Artz falsely represented to Lynch that Neurotech had received five purchase orders for prefabricated hospitals in Turkey, and that three well-known Turkish banks had agreed to guarantee the notes. The Order alleges that, thereafter, without investigating Artz's claims, Lynch posted an offering of the notes on two Internet websites that he created. The Order alleges that, on the websites, Lynch attempted to solicit investors by repeating the false statements about the notes. The Order also alleges that Lynch went beyond Artz's representations by publishing revenue and earnings (before taxes) projections for a completed hospital of, respectively, \$27 million and \$4 million, when his only basis for these statements was projections for a hypothetical hospital in Cambodia.

The Order alleges that, by these activities, Artz, Neurotech, Enhance and Lynch violated Sections 5(c), 17(a)(1), and 17(a)(3) of the Securities Act of 1933. (Rel. 33-7681; File No. 3-9897)

**CIVIL ACTION AGAINST JASON ROSENTHAL**

The Commission announced the filing of a complaint against Jason R. Rosenthal (Rosenthal), a resident of Dunedin, Florida and a former resident of Gloucester, Massachusetts, charging him with violating the antifraud and registration provisions of the federal securities laws in connection with a fraudulent offering of unregistered securities on the Internet. The Commission's complaint alleges that since at least November 1998, Rosenthal used the Internet to solicit investors to purchase unregistered securities in entities formed to purchase and operate franchises which would sell and support software for operating commercial websites. The securities were issued by a company known as VentureLink Capital Corporation or one of its affiliates. According to the complaint, Rosenthal's Internet solicitations falsely projected investment returns of 500% to 2000% within two years, and misrepresented the investment as an opportunity to invest in a company that had obtained millions of

dollars of start-up capital from the same venture capitalists who had provided the initial capital for Microsoft and Intel. Further, Rosenthal misled investors to believe that the entities in which they would be investing were planning an initial public offering that would generate substantial profits for investors. The Commission alleges that Rosenthal's solicitations yielded investments from three investors, totalling \$50,000, and commissions to Rosenthal in the amount of \$5,000. Rosenthal was not registered with the Commission as a broker-dealer, nor was he associated with any broker-dealer registered with the Commission.

The complaint, which was filed in the United States District Court for the District of Massachusetts, alleges that Rosenthal violated 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. In its complaint, the Commission is seeking a permanent injunction prohibiting Rosenthal from further violations of the antifraud and registration provisions of the federal securities laws, disgorgement of Rosenthal's ill-gotten gains plus prejudgment interest thereon, and a civil monetary penalty in an amount to be determined by the Court. The investigation into this matter is continuing. [SEC v. Jason R. Rosenthal, USDC, District of Massachusetts, 99CV11010GAO] (LR-16133)

#### **COMPLAINT FILED AGAINST RICHARD BRIDEN IN CONNECTION WITH PRIME BANK INTERNET OFFERING**

The Commission announced the filing of a complaint in the United States District Court for the District of Massachusetts against Richard J. Briden (Briden), an Ashland, Massachusetts business consultant, and two corporations Briden founded, Empowerment Funding Group, LLC and Infopro Group, Ltd. The complaint alleges that Briden conducted a fraudulent Internet offering of a prime bank trading program, and that he sold interests in another prime bank trading program to seven investors.

The complaint alleges that Briden used Internet websites, electronic bulletin board postings and Internet e-mails to offer purportedly risk-free, high-yield investment opportunities in prime bank trading programs to persons with a minimum of \$1 million to invest. Although three investors provided Briden with powers of attorney and proof that they had \$1 million, no investments took place. The Commission also alleges that, in October 1998, Briden convinced seven investors to invest \$295,000 in another prime bank trading program called Mutual Assets Limited (Mutual). Briden promised the Mutual investors a return of 640% per 40 week period. The investors have not received any of their promised return. The Commission alleges that Briden has explained the failure to pay returns with excuses such as bank holidays, the sickness of some of the traders, bank mix-ups and various other reasons. According to the Commission's complaint, however, the funds are now beyond Briden's control and never will be invested in any legitimate manner. [SEC v. Richard J. Briden, et al., Civil Action No. 99CV11009RCL, USDC, District of Massachusetts] (LR-16134)

## EMERGENCY RELIEF SOUGHT AGAINST ITALIAN ENTITY PROMOTING PYRAMID SCHEME OVER THE INTERNET

The Commission announced that on May 11 it filed a complaint in the United States District Court for the Northern District of Georgia, seeking a temporary restraining order, preliminary and permanent injunctions, disgorgement with prejudgment interest, a civil penalty, and other equitable relief against Future Strategies Srl (Future Strategies), an Italian entity headquartered in Carpi, Modena, Italy. The complaint alleges that Future Strategies is engaged in an ongoing, worldwide pyramid scheme, known as "Pentagono," promoted over the Internet. Such conduct violates the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 as well as the registration provisions of the Securities Act.

The Commission's complaint alleges that from at least May 1998, Future Strategies solicited United States residents to purchase Pentagono "Certificates," now called Card Purchase Orders (CPOs), which Future Strategies prepared and issued. At least 400 investors throughout the United States have invested in this scheme. The complaint alleges that Future Strategies, as part of its solicitation, claims on its Website that an investor can earn up to \$116,400 from an investment of approximately \$120. The complaint further alleges that Future Strategies also misleadingly implied that the Pentagono scheme is legal in the United States and guaranteed that an investor will reach the top position in the Pentagono pyramid.

The complaint alleges that the Pentagono scheme involves the offer and sale of Pentagono Certificates/CPOs by Future Strategies through existing participants. Each new investor makes a payment to Future Strategies, as well as to the person purportedly offering the Certificate/CPO and to a person who had previously purchased Certificates/CPOs. Upon payment, Future Strategies provides the new investor with three new Certificates/CPOs to sell. The investor then becomes eligible to receive a portion of the proceeds raised from the sale of subsequent Certificates/CPOs. The complaint further alleges that the Pentagono scheme involves the offer and sale of investment contracts whereby persons invest money in a common enterprise and are led to expect that profits will come predominately from the efforts of others.

On the same day the action was filed, the Honorable Jack T. Camp, United States District Judge, entered an order temporarily restraining Future Strategies from future violations of the antifraud provisions of the Securities Act and Securities Exchange Act and the registration provisions of the Securities Act. The Court also entered an order, inter alia, requiring Future Strategies to provide a sworn accounting of all funds received from persons in the United States pursuant to the scheme and of the disposition and use of such funds. A hearing on the Commission's motion to show cause why Future Strategies should not be preliminarily enjoined is scheduled for May 21, 1999. [SEC v. Future Strategies Srl a/k/a Future Strategies International, USDC, ND GA, Civil Action No.

**COMPLAINT CHARGES PETER ROOR, RONALD TEMPLIN AND LAURIE ELIZABETH WEISS WITH FRAUD**

The Commission announced that it filed an action in federal court in Manhattan today charging three individuals with securities fraud. The Commission seeks to have these three individuals temporarily and permanently restrained from offering and promoting five fraudulent offshore investment schemes. The Commission further alleges that thousands of investors were defrauded of at least \$1.25 million through their investments in these five fraudulent offshore investment schemes.

The complaint alleges that since November 1998, Peter Roor, Ronald L. Templin and Laurie Elizabeth Weiss (Defendants) have bilked thousands of investors of at least \$1.25 million by engaging in five fraudulent offshore securities schemes. As part of their schemes, Defendants promised investors astronomical returns with little or no risk. The Defendants knew, or were reckless in not knowing, that such promises were false. In fact, the Defendants do not have the ability to pay such returns and investors are at risk of losing their entire investment. Roor continues to operate and promote Oxford, an offshore investment scheme now known as Manumit, which Templin and Weiss promoted until March 1999. Templin currently operates and promotes four offshore investment schemes, SPP, 650, IMP and PPL. Between January and March 1999, Weiss also promoted SPP and 650. Roor and Templin continue to lull investors using false promises of high returns and low risk.

The Commission alleges that by engaging in the foregoing conduct, Defendants violated Section 17(a) of the Securities Act of 1933, and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934. The Commission seeks to enjoin permanently the Defendants from future violations of the federal securities laws. The Commission also seeks other equitable relief, including a temporary restraining order, and preliminary injunction enjoining and restraining the Defendants from future violations of the federal securities laws. Against Roor and Templin, the Commission also seeks: (a) disgorgement of ill-gotten gains plus prejudgment interest; (b) an asset freeze pendente lite; (c) an accounting; (d) an order requiring the repatriation of all assets abroad which were obtained or derived from the violation of the federal securities laws; (e) an order prohibiting the acceptance or deposit of funds received from investors; and (f) such other equitable relief that may be deemed appropriate. The litigation is pending. [SEC v. Peter Roor (Individually and d/b/a Oxford Savings Club, Ltd. and Manumit Unlimited), Ronald L. Templin (Individually and d/b/a American Leadership Network, Saratoga Holdings LLC, Secured Private Placements, The 650 Club, Internet Marketing Partners and Private Party Loan Program), and Laurie Elizabeth Weiss, 99 Civ. 3372, SDNY, JSM] (LR-16136)



## **CIVIL ACTION AGAINST DAVID ABRAMSON D/B/A AMERICAN BRIGHTSTAR GOLD**

On May 11, the Commission filed a civil injunctive action in federal court in Manhattan against David Abramson (Abramson) d/b/a American Brightstar Gold (Brightstar). According to the Commission's complaint, from late 1997 through at least February 1999, Abramson used the Internet to sell fraudulently at least \$50,000 of securities in Brightstar, a company that purportedly had access to a more efficient process to extract gold from magnetite concentrate, a type of ore.

In its complaint, the Commission alleges that Abramson violated the antifraud provisions of the federal securities laws. The Commission seeks a permanent injunction against future violations of the Section 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, an accounting, disgorgement of Abramson's ill-gotten gains plus prejudgment interest, and civil penalties. The litigation is pending. [SEC v. David Abramson d/b/a American Brightstar Gold, 99 CV 3438 DB, SDNY] (LR-16137)

## **CIVIL INJUNCTIVE ACTION FILED AGAINST ABACUS INTERNATIONAL HOLDING CORP. AND ARTHUR AGUSTIN ALLEGING FRAUD ON THE INTERNET**

On May 11, the Commission filed a complaint in the United States District Court for the Northern District of California against Abacus International Holding Corp. (Abacus) and its sole owner and employee, Arthur Agustin (Agustin), of Alameda, California. The Commission's complaint alleges that Agustin, acting by and through Abacus, and through Abacus' Internet website which he created, has since July 1998 fraudulently offered and sold "prime bank" securities in violation of the securities registration and antifraud provisions of the Securities Act of 1933 and the antifraud and broker-dealer registration provisions of the Securities Exchange Act of 1934. The Commission seeks permanent injunctions, disgorgement, prejudgment interest and civil penalties against Abacus and Agustin.

In its complaint, the Commission alleges that Agustin created a website, at [www.abacusintl.com](http://www.abacusintl.com), through which he and Abacus offer non-existent securities to investors and promise extravagant, risk-free guaranteed returns of 80% per month and higher. Using materials found on other Internet websites, Agustin falsely describes Abacus as an international company with access to a wide variety of investment opportunities when, in reality, it is nothing more than a website operated by Agustin out of his home. The website offers several different investment programs, descriptions of which Agustin also obtained from other websites, all of which bear the indicia of prime bank securities.

The complaint alleges that Agustin, through Abacus and the website, has made numerous material misrepresentations and omissions concerning the offered investments. Most importantly, the defendants falsely suggest that prime bank securities exist, when they do not. As a result of these fraudulent statements, at least one investor sent Agustin \$170,000, and was induced by Agustin to

send an additional \$80,000 to a third party. Agustin misappropriated at least \$60,000 of the investor's funds for his own use. [SEC v. Abacus International Holding Corp. and Arthur Agustin, C99-2191TEH, N.D. Cal.] (LR-16138)

#### **CIVIL ACTION ALLEGES FRAUD BY HDG INVESTMENT CORPORATION AND PAUL EDWARDS**

On May 11, the Commission filed a civil action charging HDG Investment Corporation and Paul J. Edwards with fraudulently raising over \$300,000 from investors through a prime bank investment scheme. The Commission alleges in its complaint that HDG and Edwards defrauded investors by offering and selling over the Internet, and through other means, interests in a fictitious prime bank investment program that was to produce a 20-to-1 return in thirty days. According to the Commission, HDG's purported investment program does not exist. The Commission further alleges that Edwards continued to give investors false assurances that they would receive their promised returns months after diverting at least \$100,000 of investor proceeds to his personal use.

The Commission seeks preliminary and permanent injunctions to prevent HDG and Edwards from continuing to violate the antifraud provisions of the securities laws, as well as an accounting, disgorgement, prejudgment interest, and the imposition of civil penalties. [SEC v. HDG Investment Corporation and Paul J. Edwards, 99-K-911 (D. Colo.)] [LR-16139]. The Commission also instituted cease-and-desist proceedings against Lila Keith (Keith) of Aurora, Colorado, for violations of the antifraud provisions of the federal securities laws and for acting as a unregistered broker-dealer in connection with her sales activities on behalf of HDG and Edwards. [SEC v. HDG Investment Corporation and Paul J. Edwards, Civil Action No. 99-K-911, D. Colo.] (LR-16139)

#### **PALO ALTO MAN SUED FOR FRAUDULENT SALES OF SECURITIES OVER THE INTERNET**

The Commission announced that on May 10 it filed a complaint against Theodore O. Pollard (Pollard) of Palo Alto for his offer and sale of securities over his Internet Website, the "Winsell Exchange." This action is part of a coordinated action by the Commission to combat the fraudulent offer and sale of securities

The Commission's complaint alleges that Pollard, using the names "Winsell Exchange" and "World Investment Network, Ltd." maintained an Internet website over which he fraudulently offered and sold so-called "prime bank" securities. The complaint alleges that Pollard solicited investments in the "Winsell \$35K Lease \$1M" program during early 1998. Pollard told investors their funds were to be used to "lease" larger amounts of money that would in turn be used to purchase "Top Bank" investments. Pollard promised investors a \$3,000,000 return in 10 months in exchange for each \$35,000 investment. Pollard further stated the investment was "non-risk." These representations were baseless, as "prime bank" investments do not exist; given this, the returns were unattainable. Further, the complaint alleges by offering the securities in this manner, Pollard

acted as an unregistered broker. Pollard's solicitations led to at least one individual investing \$35,000.

The complaint alleges that by these acts, Pollard violated Section 17(a) of the Securities Act of 1933 and Sections 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder, and seeks a permanent injunction, disgorgement with interest, an accounting, and a civil penalty. The Commission's complaint is pending. [SEC v. Theodore O. Pollard, C-99-20421RMW, N.D. Cal.] (LR-16140)

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## HOLDING COMPANY ACT RELEASES

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### NEW CENTURY ENERGIES, INC.

A notice has been issued giving interested persons until June 2, 1999, to request a hearing on a proposal by New Century Energies, Inc., a registered holding company, and its wholly owned nonutility subsidiary, NC Enterprises, Inc. under Sections 9(a)(1) and 10 of the Public Utility Holding Company Act in connection with their proposed participation in the Congressionally-mandated privatization efforts of the U.S. Department of Defense with respect to electric, gas, water and other military base distribution systems. (Rel. 35-35-27018)

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## SELF-REGULATORY ORGANIZATIONS

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### ACCELERATED APPROVAL OF PROPOSED RULE CHANGES

The Commission granted accelerated approval to a proposed rule change filed by the New York Stock Exchange (SR-NYSE-99-15) relating to listed company fees. (Rel. 34-41375)

The Commission granted accelerated approval to a proposed rule change filed by the New York Stock Exchange (SR-NYSE-99-09) relating to NYSE Rule 79A.15. Publication of the notice and order in the Federal Register is expected during the week of March 10. (Rel. 34-41386)

### IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGE

A proposed rule change filed by the Chicago Board Options Exchange to terminate its lease deposit fee program (SR-CBOE-99-18) 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 March 10. (Rel. 34-41389)

### WITHDRAWAL GRANTED

An order has been issued granting the application of Viacom Inc. to withdraw its Class A Common Stock, \$.01 par value, and its Class B

Common Stock, \$.01 par value, from listing and registration on the American Stock Exchange. (Rel. 34-41387)

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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>.

- S-3 NORTEL NETWORKS CORP, 8200 DIXIE ROAD, SUITE 100, BRAMPTON ONT CANA, A6 00000 (905) 863-1103 - 4,171,673 (\$290,849,041.56) FOREIGN COMMON STOCK. (FILE 333-10310 - MAY. 03) (BR. 7)
- F-10 INCO LTD, ROYAL TRUST TOWER, 145 KING ST W STE 1500, TORONTO ONTARIO CAN, A6 M5H 4 (416) 361-7511 - 7,500,000 (\$157,500,000) FOREIGN COMMON STOCK (FILE 333-10314 - MAY 03) (BR 6)
- S-3 GENERAL MOTORS CORP, 100 RENAISSANCE CTR, DETROIT, MI 48265 (313) 556-5000 - \$575,000,000 COMMON STOCK (FILE 333-77761 - MAY 05) (BR 5)
- S-3 AMF BOWLING INC, 8100 AMF DRIVE, RICHMOND, VA 23111 (804) 730-4000 - \$140,000,000 COMMON STOCK (FILE 333-77763 - MAY 05) (BR. 5)
- S-3 XYBERNAUT CORP, 12701 FAIR LAKES CIRCLE, STE 550, FAIRFAX, VA 22033 (703) 631-6925 - 4,929,635 (\$19,958,531.25) COMMON STOCK (FILE 333-77769 - MAY 04) (BR 3)
- S-8 DUPONT PHOTOMASKS INC, 131 OLD SETTLERS BLVD, ROUND ROCK, TX 78664 (512) 244-0024 - 1,500,000 (\$65,062,500) COMMON STOCK. (FILE 333-77771 - MAY 05) (BR. 5)
- S-3 GALILEO INTERNATIONAL INC, 9700 WEST HIGGINS ROAD, ROSEMONT, IL 60018 (847) 518-4000 - 38,727,600 (\$1,795,061,450) COMMON STOCK (FILE 333-77773 - MAY 05) (BR 3)
- S-8 NAVISTAR INTERNATIONAL CORP /DE/NEW, 455 N CITYFRONT PLAZA DR, CHICAGO, IL 60611 (312) 836-2000 - 6,000,000 (\$291,186,000) COMMON STOCK (FILE 333-77781 - MAY. 05) (BR 5)
- S-8 GUARANTY BANCSHARES INC /TX/, P O BOX 1158, MT PLEASANT, TX 75456 (903) 572-9881 - 600,000 (\$5,925,000) COMMON STOCK (FILE 333-77783 - MAY 05) (BR. 7)
- S-3 PATINA OIL & GAS CORP, 1625 BROADWAY, STE 2000, DENVER, CO 80202 (303) 592-8500 - \$150,000,000 PREFERRED STOCK (FILE 333-77785 - MAY 05) (BR 4)
- S-8 SILKNET SOFTWARE INC, 50 PHILLIPPE COTE ST, MANCHESTER, NH 03101 (603) 625-0070 - 350,000 (\$5,250,000) COMMON STOCK (FILE 333-77789 - MAY 05) (BR 3)

S-8 COMPS COM INC, 9888 CARROLL CENTRE ROAD, SUITE 100, SAN DIEGO, CA 92126  
(619) 578-3000 - 3,100,000 (\$46,500,000) COMMON STOCK. (FILE 333-77791 -  
MAY. 05) (BR. 3)

S-3 PROXYMED INC /FT LAUDERDALE/, 2555 DAVIE ROAD, SUITE 110,  
FORT LAUDERDALE, FL 33317 (954) 473-1001 - 1,968,106 (\$30,259,629)  
COMMON STOCK. (FILE 333-77793 - MAY. 05) (BR 1)

S-1 EFFICIENT NETWORKS INC, 4201 SPRING VALLEY ROAD, SUITE 1200, DALLAS, TX  
75244 (972) 991-3884 - \$60,000,000 COMMON STOCK (FILE 333-77795 -  
MAY 05) (NEW ISSUE)

S-8 TICKETMASTER ONLINE CITYSEARCH INC, 790 E COLORADO BLVD, STE 200,  
PASADENA, CA 91101 (626) 405-0050 - 671,929 (\$21,206,079.24) COMMON STOCK  
6,274 (\$2,258 64) WARRANTS, OPTIONS OR RIGHTS (FILE 333-77797 - MAY 05)  
(BR 3)

S-8 STEWART & STEVENSON SERVICES INC, 2707 N LOOP W, HOUSTON, TX 77008  
(713) 868-7700 - 155,500 (\$1,593,875) COMMON STOCK (FILE 333-77799 -  
MAY. 05) (BR. 5)

S-8 COCA COLA ENTERPRISES INC, 2500 WINDY RIDGE PKWY, ATLANTA, GA 30339  
(770) 989-3000 - 1,000,000 (\$34,750,000) COMMON STOCK. (FILE 333-77801 -  
MAY. 05) (BR 2)

S-8 IDENTIX INC, 510 N PASTORIA AVE, SUNNYVALE, CA 94086 (408) 731-2000 -  
2,074,974 (\$18,934,137.75) COMMON STOCK. (FILE 333-77803 - MAY. 05)  
(BR. 3)

S-8 COCA COLA ENTERPRISES INC, 2500 WINDY RIDGE PKWY, ATLANTA, GA 30339  
(770) 989-3000 - 200,000 (\$6,950,000) COMMON STOCK. (FILE 333-77805 -  
MAY. 05) (BR 2)

S-8 COCA COLA ENTERPRISES INC, 2500 WINDY RIDGE PKWY, ATLANTA, GA 30339  
(770) 989-3000 - 200,000 (\$6,950,000) COMMON STOCK. (FILE 333-77807 -  
MAY. 05) (BR. 2)

S-8 COCA COLA ENTERPRISES INC, 2500 WINDY RIDGE PKWY, ATLANTA, GA 30339  
(770) 989-3000 - 200,000 (\$6,950,000) COMMON STOCK (FILE 333-77809 -  
MAY. 05) (BR 2)

S-4 TEREX CORP, 500 POST ROAD EAST, STE 320, WESTPORT, CT 06880  
(203) 222-7170 - \$100,000,000 STRAIGHT BONDS (FILE 333-77811 - MAY 05)  
(BR. 5)

S-3 SUIZA FOODS CORP, 2515 MCKINNEY AVENUE LB 30, SUITE 1200, DALLAS, TX  
75201 (214) 528-9922 - 77,233 (\$2,674,192 60) COMMON STOCK (FILE  
333-77813 - MAY. 05) (BR 4)

S-3 BELLSOUTH TELECOMMUNICATIONS INC, 675 W PEACHTREE ST NE, ATLANTA, GA  
30375 (404) 529-8611 - \$1,300,000,000 STRAIGHT BONDS (FILE 333-77815 -  
MAY. 05) (BR. 7)

S-8 UNITED TECHNOLOGIES CORP /DE/, UNITED TECHNOLOGIES BLDG,  
ONE FINANCIAL PLZ, HARTFORD, CT 06101 (203) 728-7000 - 300,000  
(\$44,006,250) COMMON STOCK. (FILE 333-77817 - MAY. 05) (BR. 5)

S-3 NEXTLINK COMMUNICATIONS INC / DE, 500 108TH AVE N E, SUITE 2200,  
BELLEVUE, WA 98004 (206) 519-8900 - 432,125,000 (\$750,000,000)  
STRAIGHT BONDS. (FILE 333-77819 - MAY 05) (BR. 7)

S-8 MASTEC INC, 3155 N W 77TH AVE, MIAMI, FL 33122 (305) 599-1800 -  
1,100,000 (\$28,567,000) COMMON STOCK. (FILE 333-77823 - MAY. 05) (BR 6)

S-3 LASERSIGHT INC /DE, 3300 UNIVERSITY BLVD, SUITE 140, WINTER PARK, FL  
32792 (407) 678-9900 - 2,887,466 (\$22,637,733) COMMON STOCK. (FILE  
333-77825 - MAY. 05) (BR 5)

S-3 MARRIOTT INTERNATIONAL INC /MD/, 10400 FERNWOOD ROAD,  
DEPARTMENT 52-924.20, BETHESDA, MD 20817 (301) 380-3000 - 2,081,951  
(\$88,352,796) COMMON STOCK. (FILE 333-77827 - MAY. 05) (BR 8)

- S-3 CONCORD EFS INC, 2525 HORIZON LAKE DR STE 120, MEMPHIS, TN 38133  
(901) 371-8000 - 35,603,125 (\$1,170,452,734) COMMON STOCK. (FILE  
333-77829 - MAY 05) (BR. 7)
- S-8 HAMMONS JOHN Q HOTELS INC, 300 JOHN Q HAMMONS PKWY STE 900, SPRINGFIELD,  
MO 65806 (417) 864-4300 - 500,000 (\$1,906,250) COMMON STOCK (FILE  
333-77831 - MAY. 05) (BR. 8)
- S-8 GENERAL BINDING CORP, ONE GBC PLZ, NORTHBROOK, IL 60062 (708) 272-3700  
- 297,275 (\$6,019,818.75) COMMON STOCK. (FILE 333-77833 - MAY. 05)  
(BR 3)
- N-2 ALLIANCE ALL MARKET ADVANTAGE FUND INC, 1345 AVE OF THE AMERICAS,  
NEW YORK, NY 10105 (212) 969-1000 - 1,048,230 (\$49,332,325) COMMON STOCK.  
(FILE 333-77839 - MAY. 05) (BR 17)
- SB-2 FULL TILT SPORTS INC, 5525 ERINDALE DR SUITE 201, SUITE 201,  
COLORADO SPRINGS, CO 80918 (719) 260-8500 - 826,653 (\$2,686,622)  
COMMON STOCK (FILE 333-77841 - MAY 05) (BR. 9)
- S-3 SEMPRE ENERGY, 101 ASH STREET, P O BOX 129400, SAN DIEGO, CA 92101  
(619) 696-2000 - \$1,000,000,000 COMMON STOCK. (FILE 333-77843 - MAY 05)  
(BR. 2)
- S-1 M2DIRECT INC, 2300 POWERS FERRY ROAD SUITE 120, ATLANTA, GA 30339  
(770) 644-1850 - \$45,000,000 COMMON STOCK (FILE 333-77847 - MAY. 05)  
(NEW ISSUE)
- S-4 FEI CO, 7451 NE EVERGREEN PWY, HILLSBORO, OR 97124 (503) 690-1500 -  
5,117,875 (\$19,192,032) COMMON STOCK. (FILE 333-77849 - MAY. 05) (BR. 5)
- S-8 NORTHPOINT COMMUNICATIONS GROUP INC, 222 SUTTER STREET, SAN FRANCISCO,  
CA 94108 (415) 403-4003 - 4,000,000 (\$1,600,000) COMMON STOCK (FILE  
333-77853 - MAY. 06) (BR. 37)
- S-1 BE INC, 800 EL CAMINO RD, SUITE 300, MENLO PARK, CA 94025 (650) 462-4100  
- \$57,500,000 COMMON STOCK. (FILE 333-77855 - MAY. 06)

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## RECENT 8K FILINGS

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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<br>CODE | 8K ITEM NO. |   |   |   |   |   |   |   |   | DATE     | COMMENT |
|---|---------------|-------------|---|---|---|---|---|---|---|---|----------|---------|
|   |               | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |          |         |
| ACE LTD   |               |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| ADVEST GROUP INC  | DE            |             |   |   | X |   |   |   |   |   | 05/11/99 |         |
| ALLTRISTA CORP  | IN            | X           |   |   |   | X |   |   |   |   | 04/26/99 |         |
| AMAZON COM INC  | DE            |             |   |   | X |   |   |   |   |   | 04/26/99 |         |
| AMWEST INSURANCE GROUP INC                                      | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| ANNAPOLIS NATIONAL BANCORP INC                                  | MD            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| ARISTAR INC   | DE            |             |   |   |   | X |   |   |   |   | 05/03/99 |         |
| ASIA MEDIA COMMUNICATIONS LTD                                   | NV            |             |   |   |   | X |   |   |   |   | 02/24/99 | AMEND   |
| ASPEN TECHNOLOGY INC /DE/                                       | DE            |             |   |   | X | X |   |   |   |   | 04/27/99 |         |
| AVERT INC   | CO            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| AVONDALE INDUSTRIES INC   | LA            |             |   |   | X | X |   |   |   |   | 05/06/99 |         |
| BEAR STEARNS ASSET BACKED SECURITIE<br>S INC                    | DE            |             |   |   | X | X |   |   |   |   | 05/04/99 |         |
| BEDFORD PROPERTY INVESTORS INC/MD                               | MD            | X           |   |   |   |   |   |   |   |   | 03/31/99 |         |
| BELL ATLANTIC CORP  | DE            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| BERKLEY W R CORP  | DE            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| BION ENVIRONMENTAL TECHNOLOGIES INC                             | CO            |             |   |   | X |   |   |   |   |   | 03/15/99 |         |
| CANISCO RESOURCES INC   | DE            |             |   |   | X |   |   |   |   |   | 04/16/99 | AMEND   |
| CAPITAL ONE MASTER TRUST  | VA            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| CASEYS GENERAL STORES INC                                       | IA            |             |   |   | X | X |   |   |   |   | 04/27/99 |         |
| CASINOVATIONS INC   | WA            |             |   |   | X | X |   |   |   |   | 04/30/99 |         |
| CENTURY MAINTENANCE SUPPLY INC                                  | DE            |             |   | X | X |   |   |   |   |   | 05/03/99 |         |
| CHEC ASSET RECEIVABLES CORP                                     | NV            |             |   |   |   | X |   |   |   |   | 04/26/99 |         |
| CHEM INTERNATIONAL INC  | DE            |             |   | X | X |   |   |   |   |   | 05/05/99 |         |
| CITIGROUP INC   | DE            |             |   |   |   | X |   |   |   |   | 05/06/99 |         |
| COASTAL CORP  | DE            |             |   |   |   | X |   |   |   |   | 05/10/99 |         |
| COLUMBUS ENERGY CORP  | CO            | X           |   |   |   |   |   |   |   |   | 05/05/98 |         |
| COMFORCE OPERATING CO   |               |             |   | X | X |   |   |   |   |   | 05/05/99 |         |
| COMMERCIAL LABOR MANAGEMENT INC                                 | NV            |             |   |   |   | X |   |   |   |   | 05/05/99 |         |
| COMPAQ COMPUTER CORP  | DE            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   |   | X | X |   |   |   |   | 06/24/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 06/30/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 08/17/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 09/15/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 10/15/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 11/16/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 12/15/98 |         |
| COMPASS AUTO RECEIVABLES TRUST 1998<br>-A                       | DE            |             |   | X | X |   |   |   |   |   | 01/15/99 |         |
| COMPUTER MARKETPLACE INC  | DE            | X           | X |   | X | X |   |   |   |   | 04/23/99 |         |
| COMPUTER TASK GROUP INC   | NY            |             |   |   | X | X |   |   |   |   | 02/23/99 | AMEND   |
| CONNECTIV INC   | DE            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| CONSOLIDATED TOMOKA LAND CO                                     | FL            | X           |   |   |   |   |   |   |   |   | 05/10/99 |         |
| CONSUMAT SYSTEMS INC  | VA            |             |   |   | X | X |   |   |   |   | 05/05/99 |         |
| COSTILLA ENERGY INC   | DE            |             |   |   | X | X |   |   |   |   | 04/27/99 |         |
| COURTYARD BY MARRIOTT LIMITED PARTN<br>ERSHIP                   | DE            |             | X |   |   |   |   |   |   |   | 04/30/99 |         |
| COVENTRY INDUSTRIES CORP  | FL            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| CSX CORP  | VA            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| CVD EQUIPMENT CORP  | NY            | X           |   |   |   |   |   |   |   |   | 04/29/99 |         |
| DADE BEHRING INC  | DE            |             |   |   | X | X |   |   |   |   | 05/11/99 |         |
| DELTA FUNDING CORP /DE/   | NY            |             |   |   |   | X |   |   |   |   | 04/15/99 |         |
| DLJ MORTGAGE ACCEPT CORP FIR NAT TR<br>SE 1999-2 MOR PAS TH CER |               |             |   |   | X | X |   |   |   |   | 04/30/99 |         |

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| DYNAMICWEB ENTERPRISES INC                                  | NJ            |             |   |   | X | X |   |   |   |   | 04/26/99 |         |
| EATON CORP  | OH            | X           |   |   |   |   |   |   |   |   | 05/10/99 | AMEND   |
| EL PASO ENERGY CORP/DE                                      | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| ELECTRONIC CLEARING HOUSE INC                               | NV            | X           |   |   |   |   |   |   |   |   | 04/27/99 |         |
| EN POINTE TECHNOLOGIES INC                                  | DE            |             |   |   | X |   |   |   |   |   | 05/07/99 |         |
| FAVORITE BRANDS INTERNATIONAL INC                           | DE            |             |   |   |   | X |   |   |   |   | 05/11/99 |         |
| FEDERAL REALTY INVESTMENT TRUST                             | DC            |             |   |   | X | X |   |   |   |   | 05/05/99 |         |
| FINANCIAL ASSET SECS CORP ASSET BAC<br>KED CERTS SRS 1999-1 | DE            |             |   |   |   | X |   |   |   |   | 04/26/99 |         |
| FINOVA CAPITAL CORP   | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| FIRST SIERRA RECEIVABLES II INC                             | DE            | X           |   |   |   | X |   |   |   |   | 04/26/99 |         |
| FIRST SIERRA RECEIVABLES III INC                            | DE            | X           |   |   |   | X |   |   |   |   | 04/26/99 |         |
| FIRST UNION COMMERCIAL MORTGAGE SEC<br>URITIES INC          | NC            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| FLAG FINANCIAL CORP   | GA            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| FORD CREDIT AUTO LOAN MASTER TRUST                          | MI            |             |   |   | X | X |   |   |   |   | 04/30/99 |         |
| FORD CREDIT AUTO RECEIVABLES TWO L<br>P                     | DE            |             |   |   | X | X |   |   |   |   | 04/30/99 |         |
| FORESTRY INTERNATIONAL INC                                  | CO            | X           |   |   |   |   |   |   |   |   | 05/10/99 |         |
| FRANKLIN ELECTRONIC PUBLISHERS INC                          | PA            |             |   |   | X | X |   |   |   |   | 05/05/99 |         |
| GENERAL CIGAR HOLDINGS INC                                  | DE            | X           |   |   |   | X |   |   |   |   | 04/30/99 |         |
| GENESIS DIRECT INC  | DE            |             |   |   | X |   |   |   |   |   | 04/23/99 |         |
| GENTA INCORPORATED /DE/                                     | DE            |             |   |   | X | X |   |   |   |   | 05/03/99 |         |
| GOLDEN CYCLE GOLD CORP                                      | CO            | X           |   |   |   |   |   |   |   |   | 05/07/99 |         |
| GRADCO SYSTEMS INC  | CA            |             |   |   | X | X |   |   |   |   | 03/11/99 |         |
| GRANITE BROADCASTING CORP                                   | DE            |             |   |   | X | X |   |   |   |   | 04/28/99 |         |
| GROUP MAINTENANCE AMERICA CORP                              | TX            |             |   |   | X | X |   |   |   |   | 05/05/99 |         |
| GTE CORP  | NY            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| GUARANTY BANCSHARES INC /TX/                                | TX            |             |   |   | X | X |   |   |   |   | 04/22/99 |         |
| GUARDIAN TECHNOLOGIES INTERNATIONAL<br>INC                  | DE            | X           |   |   |   | X |   |   |   |   | 04/23/99 |         |
| GUEST SUPPLY INC  | NJ            | X           |   |   |   | X |   |   |   |   | 04/23/99 |         |
| HEALTHY PLANET PRODUCTS INC                                 | DE            |             |   |   | X |   |   |   |   |   | 05/04/99 |         |
| HECLA MINING CO/DE/   | DE            |             |   |   |   | X |   |   |   |   | 05/07/99 |         |
| HELLER FUNDING CORP   | DE            |             |   |   | X | X |   |   |   |   | 04/26/99 |         |
| HERCULES INC  | DE            |             |   |   | X | X |   |   |   |   | 04/19/99 |         |
| HOMECON COMMUNICATIONS INC                                  | DE            | X           |   |   |   | X |   |   |   |   | 04/23/99 |         |
| HOUSEHOLD CONSUMER LOAN TRUST 1996-<br>1                    | DE            | X           |   |   |   |   |   |   |   |   | 04/14/99 |         |
| HOUSEHOLD CONSUMER LOAN TRUST 1996-<br>2                    | DE            | X           |   |   |   |   |   |   |   |   | 04/14/99 |         |
| HOUSEHOLD CONSUMER LOAN TRUST 1997-<br>1                    | DE            | X           |   |   |   |   |   |   |   |   | 04/14/99 |         |
| HOUSEHOLD CONSUMER LOAN TRUST 1997-<br>2                    | DE            | X           |   |   |   |   |   |   |   |   | 04/14/99 |         |
| HOUSEHOLD CREDIT CARD MASTER TRUST<br>I                     | DE            | X           |   |   |   |   |   |   |   |   | 04/15/99 |         |
| HOUSEHOLD PRIVATE LABEL CREDIT CARD<br>MASTER TRUST II      | DE            | X           |   |   |   |   |   |   |   |   | 04/20/99 |         |
| HOUSEHOLD REVOLVING HOME EQUITY LOA<br>N TRUST 1995-1       | DE            | X           |   |   |   |   |   |   |   |   | 04/20/99 |         |
| HOUSEHOLD REVOLVING HOME EQUITY LOA<br>N TRUST 1995-2       | DE            | X           |   |   |   |   |   |   |   |   | 04/20/99 |         |
| HOUSEHOLD REVOLVING HOME EQUITY LOA<br>N TRUST 1996-1       | DE            | X           |   |   |   |   |   |   |   |   | 04/20/99 |         |
| HOUSEHOLD REVOLVING HOME EQUITY LOA<br>N TRUST 1996-2       | DE            | X           |   |   |   |   |   |   |   |   | 04/20/99 |         |
| INTERIORS INC   | DE            |             |   |   |   | X |   |   |   |   | 02/22/99 | AMEND   |
| INTERNATIONAL SPEEDWAY CORP                                 | FL            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| IRON MOUNTAIN INC /DE                                       | DE            |             |   |   |   | X |   |   |   |   | 04/19/99 |         |



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|  |               | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |          |         |
| IRWIN HOME EQUITY TRUST ASSET BACKE<br>D CERTIFICATES SER 1999-1 | NY            |             |   |   |   |   |   |   | X |   | 04/15/99 |         |
| JORDAN INDUSTRIES INC  | IL            | X           |   |   |   |   |   |   |   |   | 03/22/99 | AMEND   |
| KROGER CO  | OH            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| LAMINATING TECHNOLOGIES INC                                      | DE            | X           |   |   |   | X |   |   |   |   | 05/10/99 |         |
| LAZARE KAPLAN INTERNATIONAL INC                                  | DE            |             |   |   |   | X |   |   |   |   | 04/13/99 |         |
| LEAR CORP /DE/   | DE            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| LEE ENTERPRISES INC  | DE            |             |   |   |   | X |   |   |   |   | 05/11/99 |         |
| LITTON INDUSTRIES INC  | DE            |             |   |   | X | X |   |   |   |   | 05/06/99 |         |
| MAGNETEK INC   | DE            | X           |   | X | X |   |   |   |   |   | 04/26/99 |         |
| MARC GROUP   | TX            |             |   |   | X |   | X |   |   |   | 05/10/99 |         |
| MATTHEWS INTERNATIONAL CORP                                      | PA            |             |   |   |   | X |   |   |   |   | 05/04/99 |         |
| MEDITRUST CORP   | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| MEDITRUST OPERATING CO   | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| MENLO ACQUISITION CORP   | DE            | X           | X | X |   |   | X |   |   |   | 05/10/99 | AMEND   |
| MERRILL LYNCH DEPOSITOR INC                                      | DE            |             |   |   |   | X | X |   |   |   | 04/15/99 |         |
| MERRILL LYNCH MORTGAGE INVESTORS IN<br>C                         | DE            | X           |   |   |   |   | X |   |   |   | 04/28/99 |         |
| MS ACQUISITION   | DE            |             |   |   |   | X | X |   |   |   | 05/07/99 |         |
| NATIONSLINK FUNDING CORP 1999-LTL-1<br>COMMER LOAN PAS THR CER   | DE            | X           |   |   |   |   |   |   |   |   | 03/22/99 |         |
| NATIONSLINK FUNDING CORP 1999-LTL-1<br>COMMER LOAN PAS THR CER   | DE            | X           |   |   |   |   |   |   |   |   | 04/22/99 |         |
| NCI BUILDING SYSTEMS INC   | DE            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| NEIMAN MARCUS FUNDING CORP                                       | DE            | X           |   |   |   |   |   |   |   |   | 04/30/99 |         |
| NEWPARK RESOURCES INC  | DE            |             |   | X |   | X |   |   |   |   | 04/26/99 | AMEND   |
| NEWPORT NEWS SHIPBUILDING INC                                    | DE            |             |   |   | X | X |   |   |   |   | 05/06/99 |         |
| NEXTLINK COMMUNICATIONS INC / DE                                 | DE            | X           |   |   |   | X |   |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999 1 TRUST   | NY            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999 2 TRUST   | NY            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999 3 TRUST   | NY            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999-4 TRUST   | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999-5         | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999-6         | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SEC CORP MORT PASS TH<br>R CERT SER 1999-7         | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SECURITIES CORP MOR P<br>AS TH CERT SER 1999-9     | NY            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SECURITIES CORP MOR P<br>AS THR CER SER 1999-10 TR | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST ASSET SECURITIES CORP MOR P<br>ASS THR CER SER 1999-8 TR | NY            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NORWEST INTEGRATED STRUCTURED ASSET<br>S INC SERIES 1999-1 TRUST | DE            |             |   |   |   |   | X |   |   |   | 04/26/99 |         |
| NSC CORP   | DE            |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| NUCO2 INC /FL  | FL            |             |   |   | X | X |   |   |   |   | 05/04/99 |         |
| OAKWOOD MORTGAGE INVESTORS INC                                   | NC            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| OCWEN ASSET INVESTMENT CORP                                      | VA            |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| OFFICIAL INFORMATION CO  | DE            | X           |   |   |   |   |   |   |   |   | 04/30/99 |         |
| ONELINK COMMUNICATIONS INC                                       | MN            |             |   |   | X | X |   |   |   |   | 05/06/99 |         |
| ONEWORLD SYSTEMS INC   | DE            |             |   |   | X | X |   |   |   |   | 04/29/99 |         |
| ORAVAX INC /DE/  | DE            | X           |   |   | X | X |   |   |   |   | 05/10/99 |         |
| ORBITAL SCIENCES CORP /DE/                                       | DE            |             |   |   | X |   |   |   |   |   | 05/10/99 |         |
| PACIFIC RESEARCH & ENGINEERING CORP                              | CA            |             |   |   | X | X |   |   |   |   | 05/03/99 |         |
| PACIFICORP /OR/  | OR            |             |   |   | X | X |   |   |   |   | 05/09/99 |         |

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|                                     |               | 1           | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |          |         |
| PALOMAR MEDICAL TECHNOLOGIES INC    | DE            | X           |   |   |   |   |   |   |   |   | 04/27/99 |         |
| PALOMAR MEDICAL TECHNOLOGIES INC    | DE            | X           |   |   |   |   |   |   |   |   | 04/27/99 |         |
| PARAGON AUTO RECEIVABLES CORP       | DE            |             |   | X | X |   |   |   |   |   | 04/15/99 |         |
| PEREGRINE SYSTEMS INC               | DE            | X           |   |   | X |   |   |   |   |   | 07/31/98 | AMEND   |
| PETSMART INC                        | DE            |             | X |   | X |   |   |   |   |   | 04/30/99 | AMEND   |
| PHAR MOR INC                        | PA            |             |   |   | X |   |   |   |   |   | 05/10/99 | AMEND   |
| PHILADELPHIA SUBURBAN CORP          | PA            |             |   |   | X |   |   |   |   |   | 03/10/99 | AMEND   |
| PHILADELPHIA SUBURBAN CORP          | PA            |             |   |   | X |   |   |   |   |   | 03/10/99 | AMEND   |
| PROCARE INDUSTRIES LTD              | CO            |             | X |   | X |   |   |   |   |   | 05/03/99 |         |
| PULASKI FURNITURE CORP              | VA            | X           |   |   |   |   |   |   |   |   | 02/28/99 | AMEND   |
| RADAR RESOURCES INC                 | NV            |             | X |   | X |   |   |   |   |   | 05/07/99 |         |
| RECKSON ASSOCIATES REALTY CORP      | MD            |             |   | X | X |   |   |   |   |   | 05/10/99 |         |
| REPUBLIC NEW YORK CORP              | MD            |             |   | X |   |   |   |   |   |   | 05/10/99 |         |
| ROOM PLUS INC                       | NY            |             | X |   |   |   |   |   |   |   | 04/26/99 |         |
| ROSECAP INC/NY                      | NY            | X           |   |   | X |   |   |   |   |   | 05/05/99 |         |
| RPM INC/OH/                         | OH            |             |   | X | X |   |   |   |   |   | 04/28/99 |         |
| RYANS FAMILY STEAKHOUSES INC        | SC            | X           |   |   |   |   |   |   |   |   | 05/05/99 |         |
| SAFETY KLEEN CORP/                  | DE            |             |   | X |   |   |   |   |   |   | 05/10/99 |         |
| SALOMON BROS MORT SEC VII INC FL RT | DE            |             |   |   |   | X |   |   |   |   | 04/26/99 |         |
| MRT PS THR CERT 1999 AQ1            |               |             |   |   |   |   |   |   |   |   |          |         |
| SALOMON BROTH MO SE VII INC FL RT M | DE            |             |   | X | X |   |   |   |   |   | 04/30/99 |         |
| OR PA TH CER SER 1999 NC2           |               |             |   |   |   |   |   |   |   |   |          |         |
| SALOMON BROTHERS MOR SEC VII INC MO | DE            |             |   | X | X |   |   |   |   |   | 04/30/99 |         |
| R PA THR CER SER 1999 NC1           |               |             |   |   |   |   |   |   |   |   |          |         |
| SANTA FE GAMING CORP                | NV            |             | X |   | X |   |   |   |   |   | 05/03/99 |         |
| SAXON ASSET SECURITIES CO           | VA            |             | X |   |   |   |   |   |   |   | 05/07/99 |         |
| SBM INDUSTRIES INC                  | DE            |             | X |   |   |   |   |   |   |   | 05/04/99 |         |
| SECURITY FINANCIAL CORP /OH/        | DE            |             | X |   |   |   |   |   |   |   | 05/07/99 |         |
| SILVERTHORNE PRODUCTION CO          | CO            |             |   |   |   | X |   |   |   |   | 03/30/99 |         |
| SLM FUNDING CORP                    | DE            |             | X |   | X |   |   |   |   |   | 04/26/99 |         |
| SOONER HOLDINGS INC /OK/            | OK            |             | X |   | X |   |   |   |   |   | 02/17/99 | AMEND   |
| SOUTHERN PACIFIC FUNDING CORP       | CA            |             |   | X | X |   |   |   |   |   | 04/30/99 |         |
| SOUTHERN PACIFIC FUNDING CORP       | CA            |             |   | X |   |   |   |   |   |   | 05/05/99 |         |
| SPIEKER PROPERTIES L P              | CA            |             |   | X | X |   |   |   |   |   | 05/11/99 |         |
| SPINTEK GAMING TECHNOLOGIES INC \CA | CA            |             | X | X |   |   |   |   |   |   | 04/26/99 |         |
| \                                   |               |             |   |   |   |   |   |   |   |   |          |         |
| SPORT HALEY INC                     | CO            |             | X |   |   |   |   |   |   |   | 04/22/99 |         |
| SPURLOCK INDUSTRIES INC             | VA            |             | X | X |   |   |   |   |   |   | 05/10/99 |         |
| STOCKGROUP COM HOLDINGS INC         | CO            |             | X | X |   |   |   |   |   |   | 03/11/99 | AMEND   |
| STRUCTURED ASSET SEC CORP MORT PAS  | DE            |             |   |   | X |   |   |   |   |   | 04/26/99 |         |
| THR CERT SER 1999-BC1               |               |             |   |   |   |   |   |   |   |   |          |         |
| STRUCTURED ASSET SEC CORP MORT PAS  | DE            |             |   |   | X |   |   |   |   |   | 04/26/99 |         |
| THR CERT SER 1999-BC1               |               |             |   |   |   |   |   |   |   |   |          |         |
| STRUCTURED ASSET SECURITIES CORP    | DE            |             | X | X |   |   |   |   |   |   | 05/10/99 |         |
| SUNTERRA CORP                       | MD            |             | X | X |   |   |   |   |   |   | 05/05/99 |         |
| SYNAGRO TECHNOLOGIES INC            | DE            | X           |   |   | X |   |   |   |   |   | 05/10/99 |         |
| T NETIX INC                         | CO            |             |   |   | X |   |   |   |   |   | 12/31/98 | AMEND   |
| TEJON RANCH CO                      | DE            | X           |   |   | X |   |   |   |   |   | 03/09/99 | AMEND   |
| TOWER REALTY TRUST INC              | MD            |             | X | X |   |   |   |   |   |   | 05/12/99 |         |
| TRANS WORLD ENTERTAINMENT CORP      | NY            | X           |   |   | X |   |   |   |   |   | 04/22/99 | AMEND   |
| TRAVEL SERVICES INTERNATIONAL INC   | FL            |             |   | X | X |   |   |   |   |   | 05/03/99 |         |
| TRI COUNTY BANCORP INC              | WY            |             |   | X |   |   |   |   |   |   | 03/31/99 |         |
| U S ENVIRONMENTAL INC               | DE            | X           |   |   |   |   |   |   |   |   | 01/15/99 |         |
| U S WIRELESS DATA INC               | CO            |             | X | X |   |   |   |   |   |   | 05/06/99 |         |
| UNILAB CORP /DE/                    | DE            |             | X | X |   |   |   |   |   |   | 05/10/99 |         |
| UNIQUE MOBILITY INC                 | CO            |             | X |   |   |   |   |   |   |   | 05/10/99 |         |
| UNITED AUTO GROUP INC               | DE            |             | X | X |   |   |   |   |   |   | 05/03/99 |         |
| UNITED STATES FILTER CORP           | DE            | X           |   |   | X |   |   |   |   |   | 04/28/99 |         |
| UNITY BANCORP INC /DE/              | DE            |             | X | X |   |   |   |   |   |   | 04/30/99 | AMEND   |
| URBAN SHOPPING CENTERS INC          | MD            |             | X | X |   |   |   |   |   |   | 05/05/99 |         |

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| USFREIGHTWAYS CORP                         | DE    |             |   |   | X | X |   |   |   |   | 04/29/99 |         |
| VAIL RESORTS INC                           | DE    |             |   |   | X | X |   |   |   |   | 05/07/99 |         |
| VEMCO INC /MI/                             | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VEMCO LEASING INC                          | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENCOR INC                                 | DE    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE HOLDINGS CORP                      | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE HOLDINGS TRUST                     | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE INDUSTRIES CORP                    | MA    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE LEASING CO                         | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE MOLD & ENGINEERING CORP            | MA    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VENTURE SERVICE CO                         | MI    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| VILLAGE BANCORP INC /CT/                   | CT    |             |   |   | X |   |   |   |   |   | 05/04/99 |         |
| VININGS INVESTMENT PROPERTIES TRUST<br>/GA | MA    | X           |   |   |   |   |   |   |   |   | 03/29/99 |         |
| VOICESTREAM WIRELESS CORP                  | DE    |             |   |   | X |   |   |   |   |   | 05/10/99 |         |
| WELLSFORD REAL PROPERTIES INC              | MD    |             |   |   | X | X |   |   |   |   | 05/06/99 |         |
| WESTERFED FINANCIAL CORP                   | DE    |             |   |   | X | X |   |   |   |   | 04/20/99 |         |
| WESTERN GAS RESOURCES INC                  | DE    | X           |   |   |   |   | X |   |   |   | 04/30/99 |         |
| WESTERN RESOURCES INC /KS                  | KS    |             |   |   | X |   |   |   |   |   | 05/11/99 |         |
| WESTERN WIRELESS CORP                      | WA    |             |   |   | X |   |   |   |   |   | 05/11/99 |         |
| WHIRLPOOL CORP /DE/                        | DE    |             |   |   | X | X |   |   |   |   | 05/10/99 |         |
| WHITMAN HART INC                           | DE    |             |   |   | X |   |   |   |   |   | 05/10/99 |         |
| WILEY JOHN & SONS INC                      | NY    | X           |   |   |   | X |   | X |   |   | 05/10/99 |         |
| ZEROS USA INC                              | TX    |             | X |   |   | X |   |   |   |   | 04/30/99 | AMEND   |