

SEC NEWS DIGEST

Issue 99-98

May 21, 1999

ENFORCEMENT PROCEEDINGS

SEC SETTLES FAILURE TO DISCLOSE VOTING GROUP CASE AGAINST FORMER AND CURRENT FERROFLUIDICS CORP. EMPLOYEES

On May 20, the Commission entered a settled cease and desist order against Kedar Gupta, formerly the General Manager of the Systems Division of Ferrofluidics Corporation, and Alvan Chorney, a Ferrofluidics Vice President, for failing to disclose a voting agreement with Ferrofluidics' former chief executive officer (Release No. 34-41429). The Commission previously instituted contested administrative proceedings against Gupta and Chorney on September 25, 1997 (Securities Exchange Act of 1934 Release No. 39128, Accounting and Auditing Enforcement Release No. 965). In the settled Order, the Commission finds that the chief executive officer of Ferrofluidics separately asked Gupta and Chorney to exercise their warrants and options in anticipation of a vote on a shareholder proposal on executive compensation and arranged for Ferrofluidics to provide them with loans to fund the exercise. In addition, the CEO arranged to have Chorney's unvested warrants accelerated. Chorney and Gupta exercised their warrants and options on October 26, 1992 (the record date for the annual meeting), and, in accordance with their agreement with the CEO, who was beneficial owner of over five percent of the equity securities of Ferrofluidics, voted their shares to oppose the shareholder's proposal. Gupta and Chorney failed to file a Schedule 13D with the Commission disclosing the agreement with respect to voting against the shareholder's proposal, which involved more than five percent of the outstanding common stock.

The Order finds that Gupta and Chorney each violated Section 13(d) of the Exchange Act and Rule 13d-1 thereunder. Without admitting or denying the allegations of the Order, Gupta and Chorney have each consented to cease and desist from committing or causing any violations of, and committing or causing any future violations of, Section 13(d) of the Exchange Act and Rule 13d-1 thereunder. The Commission previously filed a related civil injunctive action, SEC v. Ferrofluidics Corp., et al., 97 Civ. 7174 (RMB) (S.D.N.Y.), and instituted four related administrative proceedings: In the Matter of Paul Y. Okuda, Stephen A. Thorpe, and David J. Chester, Admin. Proc. File No. 3-9345; In the Matter of Helen T. Chalut and Saleem Noorani, Admin. Proc. File No. 3-9344; In the Matter of Sheldon S.

Traube and George F. Sweeney, Admin. Proc. File No. 3-9283; and In the Matter of Dickenson & Co. and T. Marshall Swartwood, Admin. Proc. File No. 3-9321. (Rel. 34-41429; File No. 3-9435)

SELF-REGULATORY ORGANIZATIONS

IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The Depository Trust Company filed a proposed rule change (SR-DTC-99-04), which became effective upon filing, revising DTC's MBS division rules with respect to financial reporting requirements. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-41418)

The Depository Trust Company filed a proposed rule change (SR-DTC-99-09), which became effective upon filing, revising fees associated with DTC's transfer agent drop service. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-41419)

PROPOSED RULE CHANGES

The Options Clearing Corporation filed a proposed rule change (SR-OCC-99-06) to amend its Certificate of Incorporation, By-Laws, and Stockholders Agreement with respect to the purchase of OCC stock by participant exchanges and the rights of those exchanges in the event of OCC's liquidation. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-41422)

The Midwest Clearing Corporation filed a proposed rule change (SR-MCC-99-01) that will increase the minimum contribution that MCC requires its sponsored participants to make to the sponsored account fund. Publication of the proposal is expected in the Federal Register during the week of May 24. (Rel. 34-41427)

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>.

- F-6 EUROPEAN COMMUNICATIONS CO INC /ADR/, BANK OF NEW YORK, 48 WALL ST,
NEW YORK, NY 10286 (212) 495-1784 - 20,000,000 (\$1,000,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10342 - MAY. 11) (BR. 99)
- S-8 FIAT S P A, CORSO MARCONI 10, TURIN ITALY, L6 - 36,500,000
(\$122,943,043.84) FOREIGN COMMON STOCK. (FILE 333-10344 - MAY. 11)
(BR. 5)
- F-3 PETROLEUM GEO SERVICES ASA, STRANDVIEN 50E, PO BOX 89 N 1234 LYSAKER,
NORWAY, Q8 - \$750,000,000 FOREIGN GOVERNMENT AND AGENCY DEBT. (FILE
333-10348 - MAY. 12) (BR. 4)
- F-1 VIDATRON ENTERTAINMENT GROUP INC, 1132 HAMILTON ST, 3RD FL,
VANCOUVER BC, A1 - \$20,700,000 WARRANTS, OPTIONS OR RIGHTS. (FILE
333-10354 - MAY. 13) (BR. 5)
- S-3 AT HOME CORP, 425 BROADWAY ST, REDWOOD CITY, CA 94063 (650) 569-5000 -
437,000,000 (\$450,110,000) STRAIGHT BONDS. (FILE 333-78419 - MAY. 14)
(BR. 3)
- S-4 SUPREME INTERNATIONAL CORP, 3000 NW 107TH AVENUE, MIAMI, FL 33172
(305) 592-2830 - 95,000,000 (\$95,000,000) STRAIGHT BONDS. (FILE 333-78427
- MAY. 14) (BR. 2)
- S-8 RYERSON TULL INC /DE/, 2621 WEST 15TH PLACE, CHICAGO, IL 60608
(773) 762-2121 - 1,300,000 (\$28,237,625) COMMON STOCK. (FILE 333-78429 -
MAY. 14) (BR. 6)
- S-1 ALLSCRIPTS INC /IL, 2401 COMMERCE DRIVE, 847-680-3515, LIBERTYVILLE, IL
60048 (847) 680-3515 - \$90,000,000 COMMON STOCK. (FILE 333-78431 -
MAY. 14) (BR. 1)
- S-8 BRISTOL HOTELS & RESORTS, 14295 MIDWAY RD, DALLAS, TX 75244
(972) 391-3910 - 250,000 (\$1,922,500) COMMON STOCK. (FILE 333-78433 -
MAY. 14) (BR. 5)
- S-4 CORT BUSINESS SERVICES CORP, 4401 FAIR LAKES CT STE 300, FAIRFAX, VA
22033 (703) 968-8500 - 14,027,512 (\$36,119,000) PREFERRED STOCK. (FILE
333-78435 - MAY. 14) (BR. 6)
- S-8 PROTOSOURCE CORP, 2300 TULARE STREET, STE 210, FRESKO, CA 93721
(209) 490-8600 - 150,000 (\$1,106,250) COMMON STOCK. (FILE 333-78437 -
MAY. 14) (BR. 3)
- SB-2 TRAVELSTORE COM INC, 1320 FLYNN ROAD, SUITE 402, CAMARILLO, CA 93102
(805) 482-8210 - 500,000 (\$5,000,000) COMMON STOCK. (FILE 333-78443 -
MAY. 14) (NEW ISSUE)
- S-4 PENNSYLVANIA COMMERCE BANCORP INC, 100 SENATE AVE, CAMP HILL, PA 17001
(717) 975-5630 - 1,797,839 (\$51,472,131) COMMON STOCK. 40,000
(\$1,037,600) PREFERRED STOCK. (FILE 333-78445 - MAY. 14) (NEW ISSUE)
- S-8 EAGLE BANCORP INC, 8101 GLENBROOK RD, BETHESDA, MD 20814 (301) 986-9288
- 2,589,500 (\$2,589,500) COMMON STOCK. (FILE 333-78449 - MAY. 14) (BR. 7)
- S-8 VISTA INFORMATION SOLUTIONS INC, 5060 SHOREHAM PL. #300, SAN DIEGO, CA
92122 (619) 450-6100 - 100,000 (\$1,056,250) COMMON STOCK. (FILE 333-78451
- MAY. 14) (BR. 8)
- S-8 APPLIED ANALYTICAL INDUSTRIES INC, 5051 NEW CENTRE DR, WILMINGTON, NC
28403 (910) 393-1606 - 1,158,000 (\$15,158,220) COMMON STOCK. (FILE
333-78453 - MAY. 14) (BR. 1)
- S-8 BETTING INC, 3360 WEST SAHARA AVENUE, SUITE 200, LAS VEGAS, NV 89102
(702) 732-2253 - 900,000 (\$9,000) COMMON STOCK. (FILE 333-78455 - MAY. 14)
(BR. 2)

S-8 BETTING INC, 3360 WEST SAHARA AVENUE, SUITE 200, LAS VEGAS, NV 89102
(702) 732-2253 - 900,000 (\$9,000) COMMON STOCK. (FILE 333-78457 - MAY. 14)
(BR 2)

S-4 NEXTEL PARTNERS INC, 4500 CARILLON POINT, KIRKLAND, WA 98033
(425) 828-1713 - 800,000,000 (\$406,376,000) STRAIGHT BONDS. (FILE
333-78459 - MAY 14) (NEW ISSUE)

S-8 STERLING SOFTWARE INC, 300 CRESCENT COURT, SUITE 1200, DALLAS, TX 75201
(214) 981-1000 - 4,000,000 (\$79,750,000) COMMON STOCK. (FILE 333-78463 -
MAY. 14) (BR. 3)

S-8 CHEAP TICKETS INC, 1440 KAPIOLANI BLVD, STE 800, HONOLULU, HI 96814
(808) 945-7439 - 1,987,200 (\$43,263,948) COMMON STOCK. (FILE 333-78465 -
MAY. 14) (BR. 5)

S-8 BOTTOMLINE TECHNOLOGIES INC /DE/, 155 FLEET ST, PORTSMOUTH, NH 03801
(603) 436-0700 - 2,700,000 (\$151,537,500) COMMON STOCK. (FILE 333-78467 -
MAY 14) (BR. 3)

S-8 BOTTOMLINE TECHNOLOGIES INC /DE/, 155 FLEET ST, PORTSMOUTH, NH 03801
(603) 436-0700 - 315,000 (\$17,679,375) COMMON STOCK. (FILE 333-78469 -
MAY. 14) (BR. 3)

S-8 BOTTOMLINE TECHNOLOGIES INC /DE/, 155 FLEET ST, PORTSMOUTH, NH 03801
(603) 436-0700 - 750,000 (\$42,093,750) COMMON STOCK. (FILE 333-78471 -
MAY 14) (BR. 3)

S-8 BOTTOMLINE TECHNOLOGIES INC /DE/, 155 FLEET ST, PORTSMOUTH, NH 03801
(603) 436-0700 - 300,000 (\$16,837,500) COMMON STOCK (FILE 333-78473 -
MAY 14) (BR. 3)

S-8 CENDANT CORP, 9 WEST 57TH STREET 57TH FLOOR, NEW YORK, NY 10019
(212) 413-1800 - 80,000 (\$1,445,000) COMMON STOCK. (FILE 333-78475 -
MAY 14) (BR 8)

S-3 TELETECH HOLDINGS INC, 1700 LINCOLN STREET, SUITE 1400, DENVER, CO 80203
(303) 894-4000 - 410,457 (\$2,488,396) COMMON STOCK. (FILE 333-78477 -
MAY. 14) (BR. 8)

S-4 LIBERTY SELF STOR INC, 8500 STATION ST, STE 100, MENTOR, OH 44060
(440) 974-3770 - 9,807,887 (\$5,516,936) COMMON STOCK. (FILE 333-78479 -
MAY. 14) (NEW ISSUE)

F-1 CREO PRODUCTS INC, 3700 GILMORE WAY,
BURNABY BRITISH COLUMBIA V5G 4M1 CANADA, (604) 451-2700 - 5,750,000
(\$86,250,000) FOREIGN COMMON STOCK. (FILE 333-78481 - MAY. 14) (NEW ISSUE)

S-1 CONVERGENT COMMUNICATIONS INC /CO, 67 IVERNESS DRIVE EAST, 303-749-3000,
ENGLEWOOD, CO 80112 (303) 749-3000 - \$115,000,000 COMMON STOCK. (FILE
333-78483 - MAY. 14) (BR. 7)

S-3 INTIMATE BRANDS INC, THREE LIMITED PKWY, COLUMBUS, OH 43230
(614) 479-7000 - 750,000 (\$38,390,625) STRAIGHT BONDS. (FILE 333-78485 -
MAY. 14) (BR. 2)

S-3 VALSPAR CORP, 1101 THIRD ST SOUTH, MINNEAPOLIS, MN 55415 (612) 332-7371
(FILE 333-78487 - MAY. 14) (BR. 2)

S-8 WSI INDUSTRIES INC, 2605 W WAYZATA BLVD, BOX 340, LONG LAKE, MN 55356
(612) 473-1271 - 200,000 (\$700,000) COMMON STOCK. (FILE 333-78491 -
MAY. 14) (BR. 5)

SB-2 AMERICLEAN INC, 1177 W HASTING ST, VANCOUVER BC A1, A6 00000 -
1,200,000 (\$3,000,000) COMMON STOCK. (FILE 333-78493 - MAY. 14)

S-1 N2H2 INC, 900 FOURTH AVE, SUITE 3400, SEATTLE, WA 98164 (206) 336-1555
- \$50,000,000 COMMON STOCK. (FILE 333-78495 - MAY. 14) (BR. 37)

S-8 PROTOSOURCE CORP, 2300 TULARE STREET, STE 210, FRESNO, CA 93721
(209) 490-8600 - 150,000 (\$1,106,250) COMMON STOCK. (FILE 333-78497 -
MAY. 14) (BR. 3)

S-8 QRS CORP, 1400 MARINA WAY SOUTH, RICHMOND, CA 94804 (510) 215-5000 - 400,000 (\$26,424,000) WARRANTS, OPTIONS OR RIGHTS. 10,000 (\$25,000) COMMON STOCK. (FILE 333-78499 - MAY. 14) (BR. 3)

S-4 SARATOGA RESOURCES INC, 301 CONGRESS AVENUE, SUITE 1550, AUSTIN, TX 78701 (512) 478-5717 - 8,800,000 (\$7,975,000) COMMON STOCK. (FILE 333-78501 - MAY. 14) (BR. 4)

S-8 MPATH INTERACTIVE INC/CA, 665 CLYDE AVENUE, 650-429-3900, MOUNTAIN VIEW, CA 95139 (650) 429-3611 - 5,934,010 (\$98,881,188) COMMON STOCK. (FILE 333-78503 - MAY. 14) (BR. 2)

S-1 CHEMDEX CORP, 3950 FABIAN WAY, # 105, PALO ALTO, CA 94304 (650) 813-0300 - \$86,250,000 COMMON STOCK. (FILE 333-78505 - MAY. 14) (BR. 2)

S-1 AIRONET WIRELESS COMMUNICATIONS INC, 3875 EMBASSY PARKWAY, FAIRLAWN, OH 44334 (330) 664-7900 - 6,900,000 (\$75,900,000) COMMON STOCK. (FILE 333-78507 - MAY. 14) (BR. 3 - NEW ISSUE)

S-8 INTERDENT INC, 222 N SEPULVEDA BLVD, SUITE 740, EL SEGUNDO, CA 90245 (310) 765-2400 - 4,000,000 (\$27,250,000) COMMON STOCK. (FILE 333-78509 - MAY. 14) (BR. 1)

S-8 INTERDENT INC, 222 N SEPULVEDA BLVD, SUITE 740, EL SEGUNDO, CA 90245 (310) 765-2400 - 772,033 (\$5,259,476) COMMON STOCK (FILE 333-78511 - MAY. 14) (BR. 1)

S-1 NETCOM SYSTEMS INC, 20550 NORDHOFF ST, C/O NETCOM SYSTEMS INC, CHATSWORTH, CA 91311 (818) 700-5100 - \$86,250,000 COMMON STOCK. (FILE 333-78513 - MAY. 14) (BR. 3)

S-1 AVERSTAR INC, 23 FOURTH AVENUE, BURLINGTON, MA 01803 (781) 221-6990 - \$46,000,000 COMMON STOCK. (FILE 333-78517 - MAY. 14) (NEW ISSUE)

S-3 RESOURCE ASSET INVESTMENT TRUST, 1521 LOCUST ST, 6TH FL, PHILADELPHIA, PA 19102 (215) 546-5119 - 500,000 (\$5,720,000) COMMON STOCK (FILE 333-78519 - MAY. 14) (BR. 8)

S-8 THQ INC, 5016 N PKWY CALABASAS, SUITE 100, CALABASAS, CA 91302 (818) 591-1310 - 4,935 (\$118,748) COMMON STOCK. (FILE 333-78521 - MAY. 14) (BR. 3)

S-8 TARGETED GENETICS CORP /WA/, 1100 OLIVE WAY, STE 100, SEATTLE, WA 98101 (206) 623-7612 - 1,500,000 (\$2,414,250) COMMON STOCK. (FILE 333-78523 - MAY. 14) (BR. 1)

S-3 UNIQUE MOBILITY INC, 425 CORPORATE CIRCLE, GOLDEN, CO 80401 (303) 278-2002 - 625,000 (\$3,518,750) COMMON STOCK. (FILE 333-78525 - MAY. 14) (BR. 5)

S-8 CARBIDE GRAPHITE GROUP INC /DE/, ONE GATEWAY CTR, 19TH FL, PITTSBURGH, PA 15222 (412) 562-3700 - 450,000 (\$6,412,500) COMMON STOCK. (FILE 333-78527 - MAY. 14) (BR. 5)

F-1 COMMTOUCH SOFTWARE LTD, C/O COMMTOUCH SOFTWARE INC, 3945 FREEDOM CIRCLE SUITE 730, SANTA CLARA, CA 95054 (408) 653-4330 - \$60,000,000 FOREIGN COMMON STOCK. (FILE 333-78531 - MAY. 14) (NEW ISSUE)

S-4 P B FINANCIAL SERVICES CORP, 9570 MEDLOCK BRIDGE ROAD, DULUTH, GA 30097 (770) 814-8100 - 775,375 (\$7,753,750) COMMON STOCK. (FILE 333-78533 - MAY. 14) (NEW ISSUE)

S-4 TV GUIDE INC, 7140 S LEWIS AVENUE, TULSA, OK 74136 (918) 488-4000 - 400,000,000 (\$400,000,000) STRAIGHT BONDS. (FILE 333-78535 - MAY. 14) (BR. 7)

S-8 FIRST AMERICAN FINANCIAL CORP, 114 E FIFTH ST, SANTA ANA, CA 92701 (714) 558-3211 - 360,000 (\$6,418,057) COMMON STOCK. (FILE 333-78537 - MAY. 14) (BR. 1)

S-4 ISMIE HOLDINGS INC, 20 NORTH MICHIGAN AVENUE, CHICAGO, IL 60602 (312) 782-2749 - 10,100,000 (\$233,677,000) COMMON STOCK. (FILE 333-78539 - MAY. 14) (NEW ISSUE)

S-8 GLAMIS GOLD LTD, 5190 NEIL ROAD, SUITE 310, RENO, NV 89502
(775) 827-4600 - 4,470,145 (\$9,958,934.35) COMMON STOCK. (FILE 333-78541 -
MAY. 14) (BR. 4)

S-8 SUNRISE ASSISTED LIVING INC, 9401 LEE HIGHWAY, STE 300, FAIRFAX, VA
22031 (703) 273-7500 - 125,821 (\$4,277,914) COMMON STOCK. (FILE 333-78543
- MAY. 14) (BR. 8)

S-1 MP3 COM INC, 10350 SCIENCE CENTER DRIVE, BUILDING 14, SAN DIEGO, CA
92121 (619) 558-9422 - \$115,000,000 COMMON STOCK. (FILE 333-78545 -
MAY. 14) (BR. 2)

S-8 FLYCAST COMMUNICATIONS CORP, 181 FREMONT STREET SUITE 120,
SAN FRANCISCO, CA 94105 (415) 977-1000 - 550,000 (\$13,058,500)
COMMON STOCK. (FILE 333-78547 - MAY. 14) (BR. 2)

S-8 BANYAN SYSTEMS INC, 120 FLANDERS ROAD, WESTBORO, MA 01581 (508) 898-1000
- 150,000 (\$1,856,250) COMMON STOCK. (FILE 333-78551 - MAY. 14) (BR. 3)

S-8 BANYAN SYSTEMS INC, 120 FLANDERS ROAD, WESTBORO, MA 01581 (508) 898-1000
- 950,000 (\$11,756,250) COMMON STOCK. (FILE 333-78553 - MAY. 14) (BR. 3)

S-8 PHARMAPRINT INC, 2600 MICHELSON DRIVE, SUITE 1600, IRVINE, CA 92612
(94) 9--794- - 190,000 (\$1,710,000) COMMON STOCK. (FILE 333-78555 -
MAY. 14) (BR. 9)

S-1 FSC SEMICONDUCTOR CORP, 333 WESTERN AVENUE, MAIL STOP 01 00,
SOUTH PORTLAND, MA 04106 (207) 775-8100 - \$350,000,000 COMMON STOCK.
(FILE 333-78557 - MAY. 14) (BR. 5)

S-3 AVT CORP, 11410 NE 122ND WAY, KIRKLAND, WA 98034 (206) 820-6000 -
1,596,498 (\$42,658,426.56) COMMON STOCK. (FILE 333-78559 - MAY. 14)
(BR. 3)

S-3 MCLEODUSA INC, 6400 C ST SW, PO BOX 3177, CEDAR RAPIDS, IA 52406
(319) 364-0000 - 939,847 (\$53,834,437) COMMON STOCK. (FILE 333-78561 -
MAY. 14) (BR. 7)

S-3 GTE CORP, 1255 CORPORATE DRIVE, SVCO4C08, IRVING, TX 75038
(972) 507-5000 - 2,380,000,000 (\$2,380,000,000) STRAIGHT BONDS. (FILE
333-78563 - MAY. 14) (BR. 7)

S-1 PLASTIC SURGERY CO, 104 W ANAPAMU ST, STE G, SANTA BARBARA, CA 93101
(805) 963-0400 - \$31,700,000 COMMON STOCK. (FILE 333-78565 - MAY. 14)

S-8 THQ INC, 5016 N PKWY CALABASAS, SUITE 100, CALABASAS, CA 91302
(818) 591-1310 - 1,650,000 (\$39,703,125) COMMON STOCK. (FILE 333-78567 -
MAY. 14) (BR. 3)

S-4 PANOLAM INDUSTRIES INTERNATIONAL INC, 20 PROGRESS DRIVE, SHELTON, CT
06484 (203) 925-1556 - 135,000,000 (\$135,000,000) STRAIGHT BONDS. (FILE
333-78569 - MAY. 14) (NEW ISSUE)

S-4 MUZAK LLC, 2901 THIRD AVENUE SUITE 400, SEATTLE, WA 98121 (206) 633-3000
- 115,000,000 (\$115,000,000) STRAIGHT BONDS. (FILE 333-78571 - MAY. 17)
(NEW ISSUE)

S-4 MUZAK HOLDINGS LLC, 2901 THIRD AVENUE SUITE 400, SEATTLE, WA 98121
(206) 633-3000 - 75,000,000 (\$39,996,000) STRAIGHT BONDS. (FILE 333-78573
- MAY. 17)

S-1 MERRILL LYNCH PIERCE FENNER & SMITH INC,
NORTH TOWER WORLD FINANCIAL CENTER,
NORTH TOWER WORLD FINANCIAL CENTER 5TH F, NEW YORK, NY 10281 (212) 449-6202
- 100,000 (\$10,000,000) WAREHOUSE RECEIPTS. (FILE 333-78575 - MAY. 14)

S-3 ORGANOGENESIS INC, 150 DAN RD, CANTON, MA 02021 (617) 575-0775 -
2,096,333 (\$23,845,788) COMMON STOCK. (FILE 333-78577 - MAY. 17) (BR. 1)

S-3 GLENBOROUGH REALTY TRUST INC, 400 SOUTH EL CAMINO REAL, STE 1100,
SAN MATEO, CA 94402 (650) 343-9300 - 1,905,093 (\$32,029,376.06)
COMMON STOCK. (FILE 333-78579 - MAY. 14) (BR. 8)

S-1 SAGE LIFE ASSURANCE OF AMERICA INC, 300 ATLANTIC ST, SUITE 302,
STAMFORD, CT 06901 (203) 324-6338 - \$338,983 VARIABLE ANNUITY ISSUES.
(FILE 333-78583 - MAY. 17) (BR. 20)

S-3 CNET INC /DE, 150 CHESTNUT ST, SAN FRANCISCO, CA 94111 (415) 395-7800 -
11,737 (\$1,332,032.13) COMMON STOCK. (FILE 333-78585 - MAY. 17) (BR. 5)

S-1 E2ENET COM INC, 570 LEXINGTON AVE, 23RD FL, NEW YORK, NY 10019
(212) 702-9500 - \$172,500,000 COMMON STOCK. (FILE 333-78587 - MAY. 17)
(NEW ISSUE)

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.
- Item 8. Change in Fiscal Year.
- Item 9. Regulation S Offerings.

The following companies have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. 8-K reports may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address. <publicinfo@sec.gov>. In most cases, this information is also available on the Commission's website <www.sec.gov>.

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
AAMES FINANCIAL CORP/DE	DE				X	X					05/17/99	
ACE LTD							X				05/19/99	
ADVANTA AUTOMOBILE RECEIVABLES TRUS T 1997-1	NV						X				05/15/99	
ADVANTA AUTOMOBILE RECEIVABLES TRUS T 1997-2	NV						X				05/15/99	
ADVANTA AUTOMOBILE RECEIVABLES 1998 -1	DE						X				05/15/99	
AFFILIATED COMPUTER SERVICES INC	DE				X	X					04/02/99	
ALCOHOL SENSORS INTERNATIONAL LTD	NY				X	X					05/19/99	
ALCOHOL SENSORS INTERNATIONAL LTD	NY						X				05/20/99	AMEND
AMAZON COM INC	DE		X				X				05/14/99	
AMERICAN ECO CORP					X	X					05/07/99	
AMERICAN GENERAL CORP /TX/	TX				X						05/18/99	
AMERICAN GENERAL FINANCE INC	IN				X						05/18/99	
AMERICAN RICE INC	TX		X								03/31/99	
AMERICAN TELECASTING INC/DE/	DE				X	X					05/19/99	
ANTIGUA FUNDING CORP	DE				X						05/06/99	
ANTIGUA FUNDING CORP	DE				X						05/06/99	
APPLIED CAPITAL FUNDING INC	CO	X			X						04/29/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X						05/07/99	
ARCH COMMUNICATIONS GROUP INC /DE/	DE				X	X					05/14/99	
ARIZONA PUBLIC SERVICE CO	AZ				X	X					05/14/99	
AVATEX CORP	DE		X				X				05/07/99	
BANC ONE AUTO GRANTOR TRUST 1997-B	NY				X	X					05/20/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
BANC ONE FINANCIAL SERVICES HOME EQ UNITY LOAN TRUST 1999-1	DE								X		04/26/99	
BANK OF AMERICA MORTGAGE SECURITIES INC	DE				X	X					05/19/99	
BANK OF NEW ENGLAND CORP	MA								X		05/01/99	
BANK ONE TEXAS NATIONAL ASSOCIATION					X	X					05/20/99	
BAR TECHNOLOGIES INC	DE				X						05/05/99	
BIG SKY TRANSPORTATION CO	MT	X									05/20/99	
BLAIR CORP	DE				X	X					05/20/99	
BLUE FISH CLOTHING INC	PA				X	X					04/30/99	
BOWATER INC	DE				X	X					05/19/99	
BROOKDALE LIVING COMMUNITIES INC	DE				X	X					04/27/99	
BUILDERS TRANSPORT INC	DE				X	X					05/17/99	
CADENCE DESIGN SYSTEMS INC	DE				X	X					12/08/98	AMEND
CAPITA EQUIPMENT RECEIVABLES TRUST 1996-1	NY				X						05/06/99	
CAPITAL CITY BANK GROUP INC	FL	X									05/07/99	
CARPENTER TECHNOLOGY CORP	DE				X						05/12/99	
CENCOR INC	DE				X						05/18/99	
CFM TECHNOLOGIES INC	PA				X						05/13/99	
CHASE FUNDING INC	NY				X	X					04/26/99	
CHASE MORTGAGE FINANCE CORP	DE				X	X					04/26/99	
CITIBANK SOUTH DAKOTA N A	DE	X									04/27/99	
CITIZENS FIRST FINANCIAL CORP	DE				X						05/20/99	
CLIFFS DRILLING CO	DE			X		X					05/19/99	
CMC SECURITIES CORP II	DE				X	X					03/25/99	
CMC SECURITIES CORP II	DE				X	X					04/25/99	
CNA SURETY CORP	DE				X	X					05/19/99	
COSENSYS INC	DE		X			X					05/18/99	
COLE COMPUTER CORP	NV					X					12/23/98	AMEND
COLORADO WYOMING RESERVE CO	WY			X		X					05/14/99	
COMMERCE GROUP CORP /WI/	DE				X						05/19/99	
COMMONWEALTH BIOTECHNOLOGIES INC	VA				X	X					05/17/99	
COMPREHENSIVE CARE CORP	DE			X							05/17/99	
CONSOLIDATED NATURAL GAS CO	DE				X						05/11/99	
COWLITZ BANCORPORATION	WA							X			05/14/99	
CV REIT INC	DE				X	X					03/31/99	AMEND
CV THERAPEUTICS INC	DE				X	X					05/05/99	
CVB FINANCIAL CORP	CA				X	X					05/18/99	
CWABS INC	DE				X	X					05/17/99	
CYBEROPTICS CORP	MN		X			X					05/05/99	
DATAPOINT CORP	DE	X									05/19/99	
DEUTSCHE MORTGAGE & ASSET RECEIVING CORP	DE	X									05/17/99	
DIAMOND CABLE COMMUNICATIONS PLC		X		X	X	X					03/08/99	
DVI RECEIVABLES CORP	DE					X					04/30/99	
ECOS GROUP INC	CO			X							11/06/98	AMEND
EDIFY CORP	DE				X	X					05/16/99	
EQCC HOME EQUITY LOAN TRUST 1999-1	DE				X	X					05/20/99	
EXECUTIVE TELECARD LTD	DE				X	X					05/14/99	
FARNSWORTH BANCORP INC	NJ				X	X					05/14/99	
FBR CAPITAL CORP /NV/	NV			X		X					05/13/99	
FINANCIAL ASSET SECS CORP ASSET BAC KED CERTS SRS 1999-1	DE				X	X					05/20/99	
FIRST CAPITAL INCOME PROPERTIES LTD SERIES XI	IL		X			X					05/11/99	
FIRST COMMERCE BANCSHARES INC	NE		X								05/20/99	
FIRST NATIONAL BANK OF ATLANTA					X	X					04/30/99	
FIRST OF AMERICA CRED CAR MA TRU FL RA AS BAC CE SER 1995-1						X					05/12/99	

NAME OF ISSUER	STATE		BK ITEM NO.									DATE	COMMENT
	CODE		1	2	3	4	5	6	7	8	9		
FIRST ROBINSON FINANCIAL CORP	DE					X	X					05/19/99	
FIRST UNION COMMERCIAL MORTGAGE SEC URITIES INC	NC					X	X					05/10/99	
FIRST UNION COMMERCIAL MORTGAGE SEC URITIES INC	NC					X	X					05/10/99	
FIRST UNITED CORP/MD/	MD	X										05/20/99	
FIRST USA CREDIT CARD MASTER TRUST	DE					X	X					05/10/99	
FIRST USA CREDIT CARD MASTER TRUST	DE					X	X					05/19/99	
FIRSTAR CORP /NEW/	WI					X						03/31/99	
FRANKLIN RECEIVABLES LLC	DE	X										04/30/99	
FRENCH FRAGRANCES INC	FL					X	X					05/17/99	
FX ENERGY INC	NV					X						05/18/99	
GILMER FINANCIAL SERVICES INC	DE					X	X					05/17/99	
GLENOIT ASSET CORP	DE						X					02/12/99	AMEND
GLENOIT CORP	DE						X					02/12/99	AMEND
GLOBAL MEDIA CORP	NV					X	X					05/06/99	
GMAC COMMERCIAL MORTGAGE SECURITIES INC	DE	X										05/17/99	
GOLDEN BOOKS FAMILY ENTERTAINMENT I NC	DE					X	X					05/20/99	
GOLDEN STAR RESOURCES LTD						X						05/18/99	
HALLIBURTON CO	DE					X	X					05/18/99	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X					05/15/99	
HEADLANDS MORTGAGE SECURITIES INC	DE					X	X					05/15/99	
HEARTLAND TERRITORIES HOLDINGS INC		X				X	X					05/20/99	
HECLA MINING CO/DE/	DE						X					05/18/99	
HELLER FINANCIAL COMMERCIAL MORT AS SET CORP SER 1999-PH-1	DE					X	X					05/18/99	
HERTZ CORP	DE					X	X					05/13/99	
HIGH PLAINS CORP	KS	X										05/18/99	
IKON OFFICE SOLUTIONS INC	OH					X	X					03/17/99	
ILLINI CORP	IL					X	X					05/20/99	
IMMUNE RESPONSE CORP	DE					X						05/17/99	
IMPAC COMMERCIAL HOLDINGS INC	MD	X				X	X					05/05/99	
INFORMATION HOLDINGS INC	DE					X						05/17/99	
INSIGNIA FINANCIAL GROUP INC /DE/	DE						X					05/19/99	AMEND
INSILCO CORP/DE/	DE					X	X					05/19/99	
INSILCO HOLDING CO	DE					X	X					05/19/99	
INTERFOODS OF AMERICA INC	NV	X					X					05/17/99	
INTERFOODS OF AMERICA INC	NV	X					X					05/17/99	
IOS CAPITAL INC	DE					X	X					03/17/99	
IPC INFORMATION SYSTEMS INC	DE						X					12/18/98	AMEND
IRIDIUM CAPITAL CORP	DE					X	X					05/13/99	
IRIDIUM FACILITIES CORP	DE					X	X					05/13/99	
IRIDIUM IP LLC	DE					X	X					05/13/99	
IRIDIUM LLC	DE					X	X					05/13/99	
IRIDIUM OPERATING LLC	DE					X	X					05/13/99	
IRIDIUM ROAMING LLC	DE					X	X					05/13/99	
IRIDIUM WORLD COMMUNICATIONS LTD						X	X					05/13/99	
IT GROUP INC	DE					X	X					05/10/99	
I2 TECHNOLOGIES INC	DE					X	X					05/12/99	
JACKSONVILLE BANCORP INC	TX					X	X					05/19/99	
JOULE INC	DE	X					X					05/16/99	
KCS ENERGY INC	DE					X	X					05/18/99	
KENILWORTH SYSTEMS CORP	NY	X										05/17/99	
KEYSTONE FINANCIAL INC	PA					X						05/20/99	
LA-Z-BOY INC	MI	X										04/24/99	
LAKELAND BANCORP INC	NJ					X						05/10/99	
LAS VEGAS ENTERTAINMENT NETWORK INC	DE					X						04/19/99	
LIFE USA HOLDING INC /MN/	MN					X	X					05/17/99	
LITTLE SWITZERLAND INC/DE	DE					X	X					05/07/99	

NAME OF ISSUER	STATE CODE	8K ITEM NO.									DATE	COMMENT
		1	2	3	4	5	6	7	8	9		
MARKETSPAN CORP	NY					X					05/20/99	
MBNA AMERICA BANK NATIONAL ASSOCIAT ION	DE					X	X				10/15/98	
MBNA AMERICA BK NAT ASSOC MBNA MAST ER CREDIT CARD TRUST II						X	X				10/15/98	
MDSI MOBILE DATA SOLUTIONS INC /CAN /	A1					X					03/25/99	
MDSI MOBILE DATA SOLUTIONS INC /CAN /	A1					X					04/27/99	
MEDIC MEDIA INC	DE		X								03/25/99	AMEND
MELLON BANK PREMIUM FINANCE LOAN MA STER TRUST	NY					X	X				03/31/99	
METRO GLOBAL MEDIA INC	DE			X							05/19/99	AMEND
METROMEDIA INTERNATIONAL GROUP INC	DE					X	X				05/18/99	
MORGAN STANLEY ABS CAPITAL I INC	DE					X	X				05/19/99	
MORGAN STANLEY CAPITAL I INC MORT P ASS THR CERT SER 1998-HF1	DE	X									05/17/99	
N TANDEM TRUST	CA		X				X				05/11/99	
NATIONAL AUTO FINANCE CO INC	DE					X	X				05/18/99	
NORTH FACE INC	DE					X					05/07/99	
NORWEST ASSET SEC CORP MORT PASS TH R CERT SER 1999-11 TRUST	DE					X	X				04/29/99	
NORWEST ASSET SEC CORP MORT PASS TH R CERT SER 1999-12 TRUST	DE					X	X				04/28/99	
NORWEST ASSET SECURITIES CORP	DE					X	X				05/20/99	
NORWEST ASSET SECURITIES CORP MOR P AS THR CER SER 1999-10 TR	DE					X	X				03/29/99	
NORWEST INTEGRATED STRUCTURED ASSET S INC SERIES 1999-1 TRUST	DE					X	X				03/29/99	
OGE ENERGY CORP	OK					X	X				05/20/99	
OMI TRUST 1998-D	PA					X	X				05/15/99	
OMI TRUST 1999-A	PA					X	X				05/15/99	
OPTICAL COATING LABORATORY INC	DE	X									05/19/99	
OSULLIVAN INDUSTRIES HOLDINGS INC	DE					X	X				05/17/99	
PAINWEBBER MORTGAGE ACCEPTANCE COR P V	DE					X	X				05/14/99	
PAINWEBBER MORTGAGE ACCEPTANCE COR PORATION IV	DE					X	X				05/19/99	
PINNACLE WEST CAPITAL CORP	AZ					X	X				05/14/99	
PLD TELEKOM INC	DE					X	X				05/18/99	
PORTAL SOFTWARE INC	CA					X	X				05/20/99	
POSSIS MEDICAL INC	MN		X								05/12/99	
POWERCOLD CORP	NV						X				05/07/99	
PROVIDIAN FINANCIAL CORP	DE					X	X				05/14/99	
Q MED INC	DE					X	X				05/17/99	
QLT PHOTO THERAPEUTICS INC	A1					X	X				05/05/99	
QUICKTURN DESIGN SYSTEMS INC	DE					X	X				12/08/98	AMEND
R&B FALCON CORP	DE					X	X				05/19/99	
REDWOOD BROADCASTING INC	CO					X	X				05/17/99	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE					X	X				05/20/99	
RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC	DE					X	X				05/21/99	
SATCON TECHNOLOGY CORP	DE					X	X				05/12/99	
SCOOP INC/DE	DE					X	X				05/18/99	
SEAGATE SOFTWARE INC	DE					X					04/27/99	
SECURITY FIRST TECHNOLOGIES CORP	DE					X	X				05/17/99	
SEQUENT COMPUTER SYSTEMS INC /OR/ SIMMONS FIRST NATIONAL CORP	OR					X					05/17/99	
SIMMONS FIRST NATIONAL CORP	AR					X					03/31/99	
SIMON PROPERTY GROUP INC /DE/	DE					X	X				05/19/99	

NAME OF ISSUER	STATE	BK ITEM NO.									DATE	COMMENT	
	CODE	1	2	3	4	5	6	7	8	9			
SINGING MACHINE CO INC	DE					X						05/19/99	
SLOAN ELECTRONICS INC /DE/	DE					X						05/19/99	AMEND
SOFTWARE AG SYSTEMS INC	DE					X						05/20/99	
SPELLING ENTERTAINMENT GROUP INC	DE					X	X					05/17/99	
ST PAUL BANCORP INC	DE					X	X					05/17/99	
STAGE STORES INC	DE					X	X					05/06/99	
STATEFED FINANCIAL CORP	DE					X	X					05/06/99	
STATEFED FINANCIAL CORP	DE					X	X					05/10/99	
STEEL DYNAMICS INC	IN					X	X					04/19/99	AMEND
TCSI CORP	NV					X						05/06/99	
TIERS ASSET BACKED SECURITIES SER C HAMT TR 1997-7	DE									X		05/15/99	
TOP AIR MANUFACTURING INC	IA							X				03/05/99	AMEND
TOP AIR MANUFACTURING INC	IA							X				03/05/99	AMEND
TWEETER HOME ENTERTAINMENT GROUP IN C	DE					X	X					05/19/99	
UACSC AUTO TRUSTS	DE					X	X					05/17/99	
UNITED DIAGNOSTIC INC	DE					X						05/10/99	
UNITED FOODS INC	DE					X	X					05/14/99	
VANGUARD AIRLINES INC \DE\	DE	X										05/19/99	
VIALINK CO	OK					X	X					05/03/99	
VISKASE COMPANIES INC	DE					X	X					05/13/99	
WASTEMASTERS INC	MD		X	X			X	X				03/05/99	
WHITEHALL ENTERPRISES INC	DE		X					X				05/10/99	
WNC HOUSING TAX CREDIT FUND II LP	CA								X			05/13/99	
YAGER KUESTER PUBLIC FUND 1986 LIM TED PARTNERSHIP	NC					X						05/18/99	