

# SEC NEWS DIGEST

Issue 99-44

March 8, 1999

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## COMMISSION ANNOUNCEMENTS

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### CHANGE IN THE MEETING: CANCELLATION

The closed meeting scheduled for Thursday, March 11, 1999, at 11:00 a.m., has been cancelled.

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 (202) 942-7070.

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## RULES AND RELATED MATTERS

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### PROPOSED RULES REGARDING OPERATIONAL CAPABILITY TRANSFER AGENTS AND BROKER-DEALERS

The Commission has published proposed rules for comment regarding operational capability of non-bank transfer agents and broker-dealers. In addition, the Commission published proposed rules for comment regarding non-bank transfer agents and broker-dealers that are not Year 2000 compliant. For further information, contact: Kevin An, Special Counsel at (202) 942-0198 or Kevin Ehrlich, Staff Attorney at (202) 942-0778, Office of Market Supervision, Division of Market Regulation, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. (Rel. 34-41142; File No. S7-8-99).

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## ENFORCEMENT PROCEEDINGS

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### IN THE MATTER OF SKY SCIENTIFIC, INC., ET AL.

An administrative law judge today issued an Initial Decision in the above-referenced matter. The law judge concluded that Respondents Jerry L. Foster (Foster); Robert Schlien (Schlien); American Capital Network, Inc. (ACN); Melvin L. Levine (Levine); William David Jones (Jones); Philip M. Georgeson (Georgeson); Smith, Benton & Hughes, Inc. (SBH); Michael Zaman (Zaman); George T. Hellen (Hellen); Gilbert Marshall & Co. (GM); Michael A. Usher (Usher); and Daniel R. Lehl (Lehl) willfully violated Section 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder (antifraud provisions) by perpetrating a scheme to defraud involving the sale of Sky Scientific, Inc (Sky) stock. The law judge found that the Respondents had furthered the scheme acting as promoters, broker-dealers, and, in the case of Foster, a Sky insider. The law judge further concluded that: Schlien, ACN, Jones, Levine, Georgeson, SBH, Zaman, Hellen, GM, Usher, and Lehl violated Sections 5(a) and 5(c) of the Securities Act by distributing unregistered stock to the public; GM, Usher, and Respondents Strategic Resource Management, Inc. (SRM) and William A. Moler (Moler) charged customers excessive markups in violation of the antifraud provisions; Respondents Schlien, ACN, Levine, and Jones violated Securities Act Section 17(b) by circulating tout sheets without disclosing that they had received and would receive consideration from Sky Scientific; and Sky chief financial officer Foster caused violations of certain filing and accounting records provisions of the Exchange Act.

The law judge ordered the following Respondents to disgorge the following amounts: Foster \$29,325; Schlien and ACN \$2,606,729; Levine \$79,350; Jones \$4,546,500; Georgeson \$273,572; SBH and Zaman \$536,921; Hellen \$12,962; GM and Usher \$5,435,183; Lehl \$269,759; SRM and Moler \$68,469. The law judge ordered the following Respondents to pay civil penalties in the following amounts: SBH \$250,000; Zaman \$175,000; Hellen \$150,000; Usher \$250,000; Lehl \$350,000; Moler \$50,000. Collateral bars were imposed against Zaman, Hellen, Usher, and Lehl; and Moler was barred from association with any broker or dealer with a right to reapply in 18 months. The law judge revoked GM's registration and suspended SRM's registration for 90 days. Cease and desist orders were issued as to all Respondents except GM. (Initial Decision No. 137; File No. 3-9201)

**ADMINISTRATIVE PROCEEDING SETTLED WITH DEAN WITTER REYNOLDS INC. BRANCH  
MANAGER**

The Commission has settled a failure to supervise proceeding against Henry L. Auwinger (Auwinger), a branch manager at Dean Witter Reynolds Inc. (Dean Witter). Without admitting or denying the Commission's findings, Auwinger has agreed to a three-month suspension from association with any broker or dealer, an additional nine-month supervisory and proprietary suspension, and the payment of a \$10,000 civil penalty.

This settlement resulted from an action the Commission brought on August 26, 1998, against Dean Witter and two branch managers, Auwinger and Dennis W. Peterson (Peterson). The Commission alleged that Dean Witter, Auwinger, and Peterson failed reasonably to supervise Michael J. Oberholzer (Oberholzer), a former broker in the Hayward, California, branch of Dean Witter. From 1989 until September 1995, the Commission alleged, Oberholzer defrauded four Dean Witter customers and caused investor losses totaling \$320,000 by engaging in a pattern of fraudulent sales practices that included churning, unauthorized margin trading, unsuitable trading, and material misrepresentations and omissions.

Specifically, the Order finds that Auwinger failed to respond to significant warning signs about the broker's conduct from at least October 1992 until September 12, 1994, when Auwinger was transferred from the Hayward branch. Auwinger was aware of the active trading and extensive use of margin in the accounts of the four elderly women, and he received warnings about the way the broker was conducting his business. Even though the activity continued for several years, Auwinger's response was limited to "activity" letters and phone calls with three of the customers. For the most part, Auwinger simply obtained assurances from the broker that the customers were actively managing their accounts. This response was insufficient.

The administrative proceeding against the remaining respondents, Dean Witter and Peterson, is scheduled to begin on March 8, 1999, before Administrative Law Judge Robert G. Mahony in San Francisco, California. (Rel. 34-41145; File No. 3-9686)

**FINAL JUDGMENT ENTERED AGAINST PATRICK ANTRIM AND LORETTA ANTRIM OF THE  
OSTRICH GROUP, INC. FOR FRAUD AND BROKER-DEALER REGISTRATION VIOLATIONS**

The Commission announced that on February 19, 1999, the Honorable Gary L. Taylor of the United States District Court for the Central District of California entered a Final Judgment against defendants Patrick L. Antrim (P. Antrim) and Loretta Antrim (L. Antrim). The Final Judgment permanently enjoins P. Antrim and L. Antrim from future violations of the antifraud and broker-dealer registration provisions of the federal securities laws, and orders P. Antrim

and L. Antrim to pay disgorgement in the amount of \$819,108.61, plus prejudgment interest.

The Complaint alleged that P. Antrim and L. Antrim, through The Ostrich Group, Inc. (Ostrich Group), raised approximately \$800,000 from the offer and sale of investment contracts for the sale and boarding of ostrich breeder birds to about 83 investors in several states. The principals of Ostrich Group, including the Antrims, misused investors' funds by transferring most of the funds to themselves and their family members instead of purchasing and boarding ostrich breeders. In addition, the Antrims misrepresented the ostrich services provided by Ostrich Group and acted as unregistered broker-dealers in offering and selling interests in the ostrich investment program. [SEC v. Patrick L. Antrim, David Hudson III, Loretta Antrim and Michael S. Whitney, Civil Action No. 98-535, GLT, EEx, C.D. Cal.] (LR-16077)

**LASER PHOTONICS' PRINCIPAL FINANCIAL OFFICER ENJOINED AND BARRED; LASER PHOTONICS' VICE PRESIDENT ENJOINED AND PENALIZED**

The Commission announced today that Andrew L. O'Connell of Orlando, Florida, the former principal financial and accounting officer of Laser Photonics, Inc., has been enjoined and barred from appearing before the Commission for his role in the financial fraud uncovered at Laser Photonics. The Commission also announced that Robert J. Anselmo of Longwood, Florida, a former vice president of Laser Photonics, has been enjoined and penalized \$17,500 for his role in the fraudulent scheme. Laser Photonics is an Orlando based manufacturer of medical and scientific lasers.

On February 26, 1999, Judge G. Kendall Sharp of the United States District Court for the Middle District of Florida entered Final Judgments Of Permanent Injunction against Anselmo and O'Connell in the lawsuit filed against them by the Commission in 1997. The Final Judgments enjoin O'Connell and Anselmo from future violations of the antifraud and the books and records provisions of the federal securities laws. The Final Judgment against Anselmo also requires that he pay a civil penalty in the amount of \$17,500. No civil penalty was imposed against O'Connell based upon his demonstrated financial inability to pay. O'Connell and Anselmo consented to the Final Judgments without admitting or denying the Commission's allegations. O'Connell, a certified public accountant licensed to practice in Florida, also consented to the Commission's issuance of an Order under Rule 102(e) of the Commission's Rules of Practice which denies him the privilege of practicing before the Commission as an accountant.

The Commission's civil complaint alleged that O'Connell, Anselmo and Mark T. Fukuhara, Laser Photonics' former president, engaged in a scheme to defraud the company's investors by materially

inflating its publicly reported revenues and profits and by falsifying its books and records. O'Connell, Anselmo and Fukuhara ordered the booking of fictitious sales, failed to reduce recorded revenues for sales returns and billing errors, and prematurely recognized future revenues. The defendants hid the fraudulent scheme from the company's independent auditors by forging, altering and concealing corporate records, and by procuring false sales confirmations and other misleading statements from certain customers of the company in order to circumvent the auditors' verification procedures. While the scheme lasted, Laser Photonics filed with the Commission its 1992 annual report on Form 10-K, two 1993 quarterly reports on Form 10-Q, and a stock sale registration statement on Form S-1, all of which were materially false and misleading.

The Final Judgments entered by Judge Sharp permanently enjoin O'Connell and Anselmo from violating Section 17(a) of the Securities Act of 1933, Sections 10(b) and 13(b)(5) of the Securities Exchange Act of 1934, and Commission Rules 10b-5, 13b2-1 and 13b2-2 promulgated thereunder, and further enjoin them from aiding and abetting violations of Sections 13(a), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934 and Commission Rules 12b-20, 13a-1 and 13a-13 promulgated thereunder.

These settlements conclude the Commission's enforcement actions with respect to the fraudulent accounting scheme at Laser Photonics. Previously, former president Mark T. Fukuhara consented, without admitting or denying the allegations in the Commission's complaint, to a permanent injunction from violations of the antifraud and the books and records provisions of the federal securities laws, to payment of a \$40,000 civil penalty, and to an order barring him from acting as an officer or director of a public company for five years. [See Litigation Release No. 15715 and Accounting and Auditing Enforcement Release No. 1026 (April 22, 1998).] Laser Photonics, Inc. and John R. Alfson, the company's former director of manufacturing, previously consented to the issuance of Commission Orders ordering the company and Alfson to Cease and Desist from violations of the anti-fraud and the books and records provisions of the federal securities laws. [See Litigation Release No. 15518 and Accounting and Auditing Enforcement Release No. 973 (September 30, 1997).] For further information you may contact Linda Chatman Thomsen at (202) 942-4501. [SEC v. Mark T. Fukuhara, Andrew L. O'Connell and Robert J. Anselmo, USDC, MD Fla., Civil Action No. 97-1191-CIV-ORL-18A] (LR-16078, AAE Rel. 1115); Administrative Proceedings in the Matter of Andrew L. O'Connell, CPA - (Rel. 34-41144; AAE Rel. 1114; File No. 3-9844)

## **GOLDEN EAGLE INTERNATIONAL, INC. ENJOINED BY CONSENT**

The Commission announced that on March 4 the Honorable Zita L. Weinshienk, United States District Judge for the District of Colorado entered an order of permanent injunction against Golden Eagle International, Inc. (Golden Eagle) The order, which was entered pursuant to the company's consent, in which in which it neither admitted nor denied the allegations of the complaint, prohibits the company from further violations of various provisions of the federal securities laws, including the antifraud, periodic filings, and books and records provisions. Specifically the company is prohibited from further violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder, Section 13(b)(2)(B) of the Exchange Act, Section 13(a) of the Exchange Act and Rules 13a-1, 13a-11, 13a-13, and 12b-20 thereunder.

The complaint, which was filed in May 1998 charged that Golden Eagle had issued a series of false public statements, including false filings with the Commission concerning ownership of mineral properties and reserves on those properties. The complaint also charged that Golden Eagle had been delinquent in filing periodic reports with the Commission. In November 1998 the Commission amended its complaint alleging that Terry Turner, Golden Eagle's president had issued a false press release in May 1998 that fraudulently claimed that Golden Eagle's Bolivian properties had substantial amounts of gold reserves.

Litigation is continuing against the remaining defendants who include, Terry Turner, Ronald Knittle, Mary Erickson, Greg Vernon Timberline Consulting Inc. For further information see, Litigation Release No. 15733, May 7, 1998 and Litigation Release No. 15862, August 28, 1998. [SEC v. Golden Eagle International, Inc., et al., Civ. Action No. 98-Z-1020, D. Colo.] (LR-16079)

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## **INVESTMENT COMPANY ACT RELEASES**

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### **ZWEIG/GLASER ADVISERS, ET AL.**

An order has been issued on an application filed by Zweig/Glaser Advisers and Zweig Advisers Inc. under Section 6(c) of the Investment Company Act of 1940 for an exemption from Section 15(a) of the Act. The order permits the implementation, without prior shareholder approval, of certain new sub-advisory agreements (New Agreements) in connection with the acquisition of applicants by Phoenix Investment Partners, Ltd. (Acquisition). The order covers

a period of up to 150 days following the later of: (i) the date on which the Acquisition is consummated, or (ii) the date on which the requested order is issued (but in no event later than July 23, 1999) (Interim Period). The order also permits applicants to receive all fees earned under the New Agreements during the Interim Period following shareholder approval. (Rel. IC-23727 - March 5)

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## **HOLDING COMPANY ACT RELEASES**

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### **COLUMBIA ENERGY GROUP, ET AL.**

An order has been issued authorizing Columbia Energy Group (Columbia), a registered holding company and its wholly owned subsidiary, Columbia Electric Corporation (Columbia Electric), to acquire a 50% partnership interest in a cogeneration facility, which, once operational, will be a "qualifying facility" as defined under the Public Utility Regulatory Policies Act of 1978, and to issue guarantees in an aggregate amount not to exceed \$200 million. (Rel. 35-26985)

### **NIAGARA MOHAWK HOLDINGS, INC.**

An order has been issued authorizing Niagara Mohawk Holdings, Inc. (Holdings), a company not currently subject to the Act and a wholly owned subsidiary of Niagara Mohawk Power Corporation (Niagara Mohawk), a New York public utility holding exempt from registration under Section 3(a)(2) of the Act, to acquire all of the outstanding shares of common stock of Niagara Mohawk. Through the acquisition, Niagara Mohawk could acquire 86% of the outstanding common stock of Beebee Island Corporation, 67% of the outstanding common stock of Moreau Manufacturing Corporation, and 50% of Canadian Niagara Power Company Limited. The order also grants Holdings an exemption under Section 3(a)(1) of the Act. (Rel. 35-26986)

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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: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

- F-1 THOMSON MULTIMEDIA, 46 QUAI A LE GALLO, 92100, BOULOGNEFRANCE, IO 00000  
- 2,871,606 (\$65,610,231) FOREIGN COMMON STOCK. (FILE 333-10032 - FEB. 22)  
(BR. 2 - NEW ISSUE)
- F-6 GRUPO FINANCIERO SERFIN SA /ADR/, BANK OF NEW YORK,  
101 BARCLAY STREET 22ND FLOOR, NEW YORK, NY 10286 - 50,000,000  
(\$2,500,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 333-10042 -  
FEB. 22) (BR. 99 - NEW ISSUE)
- S-3 ANNALY MORTGAGE MANAGEMENT INC, 1500 HARBOR ST, WEEHAWKEN, NJ 07087  
(201) 223-1900 - 2,000,000 (\$18,562,000) COMMON STOCK. (FILE 333-72985 -  
FEB. 26) (BR. 8)
- S-3 TETRA TECH INC, 670 N ROSEMEAD BOULEVARD, PASEDNA, CA 91107  
(626) 351-4664 - 920,354 (\$21,513,275) COMMON STOCK. (FILE 333-72989 -  
FEB. 26) (BR. 6)
- S-1 METROPOLITAN FINANCIAL CORP /OH/, 6001 LANDERHAVEN DR, MAYFIELD HEIGHTS,  
OH 44124 (216) 646-1111 - 690,000 (\$7,162,200) COMMON STOCK. 3,450,000  
(\$34,500,000) PREFERRED STOCK. (FILE 333-72991 - FEB. 26) (BR. 7)
- S-8 TELEBANC FINANCIAL CORP, 1111 N HIGHLAND STREET, ARLINGTON, VA 22201  
(703) 247-3700 - 242,106 (\$1,233,190) COMMON STOCK. (FILE 333-72993 -  
FEB. 26) (BR. 7)
- S-8 RHYTHMS NET CONNECTIONS INC, 7337 S REVERE PKWY SUITE 100, ENGLEWOOD, CO  
80112 (303) 476-4200 - 3,384,254 (\$15,778,665 41) COMMON STOCK. (FILE  
333-72995 - FEB. 26) (BR. 7)
- S-1 PORTAL SOFTWARE INC, 20883 STEVENS CREEK BLVD, CUPERTINO, CA 95014  
(408) 343-4400 - \$70,000,000 COMMON STOCK. (FILE 333-72999 - FEB. 26)  
(NEW ISSUE)
- S-8 DONNEBROOKE CORP, 16910 DALLAS PARKWAY, STE 100, DALLAS, TX 75248  
(972) 248-1922 - 3,602,300 (\$36,023) COMMON STOCK. (FILE 333-73001 -  
FEB. 26) (BR. 9)
- S-8 PRIMUS TELECOMMUNICATIONS GROUP INC, 1700 OLD MEADOW ROAD, STE 425,  
MCLEAN, VA 22102 (703) 902-2800 - 750,000 (\$8,812,500) COMMON STOCK.  
(FILE 333-73003 - FEB. 26) (BR. 7)
- S-8 DIGITAL MICROWAVE CORP /DE/, 170 ROSE ORCHARD WAY, SAN JOSE, CA 95134  
(408) 943-0777 - 300,000 (\$2,287,650) COMMON STOCK. (FILE 333-73007 -  
FEB. 26) (BR. 7)
- S-3 NEOTHERAPEUTICS INC, 157 TECHNOLOGY DR, STE J-821, IRVINE, CA 92618  
(949) 788-6700 - 733,500 (\$6,261,255) COMMON STOCK. (FILE 333-73009 -  
FEB. 26) (BR. 1)
- S-8 EXABYTE CORP /DE/, 1685 38TH ST, BOULDER, CO 80301 (303) 442-4333 -  
1,000,000 (\$5,359,400) COMMON STOCK. (FILE 333-73011 - FEB. 26) (BR. 3)
- S-8 DYNATEM INC, 23263 MADERO SUITE C, STE B, MISSION VIEJO, CA 92691  
(714) 855-3235 - 375,000 (\$165,000) COMMON STOCK. (FILE 333-73013 -  
FEB. 26) (BR. 3)
- S-8 ACTUATE SOFTWARE CORP, 999 BAKER WAY, STE 270, SAN MATEO, CA 94404  
(650) 425-2300 - 838,967 (\$18,352,403) COMMON STOCK. (FILE 333-73015 -  
FEB. 26) (BR. 3)
- S-8 LUMISYS INC \DE\, 225 HUMBOLDT CT, SUNNYVALE, CA 94089 (408) 733-6565 -



550,000 (\$1,804,000) COMMON STOCK. (FILE 333-73017 - FEB. 26) (BR. 3)

S-8 LUMISYS INC \DE\, 225 HUMBOLDT CT, SUNNYVALE, CA 94089 (408) 733-6565 - 500,000 (\$1,640,000) COMMON STOCK. (FILE 333-73019 - FEB. 26) (BR. 3)

S-3 DIGITAL MICROWAVE CORP /DE/, 170 ROSE ORCHARD WAY, SAN JOSE, CA 95134 (408) 943-0777 - 65,000,000 (\$65,000,000) STRAIGHT BONDS. (FILE 333-73021 - FEB. 26) (BR. 7)

S-3 CNET INC /DE, 150 CHESTNUT ST, SAN FRANCISCO, CA 94111 (415) 395-7800 - 78,577 (\$9,007,281.51) COMMON STOCK. (FILE 333-73023 - FEB. 26) (BR. 5)

S-3 ADELPHIA COMMUNICATIONS CORP, MAIN AT WATER STREET, COUDERSPORT, PA 16915 (814) 274-9830 - 4,000,000 (\$224,120,000) COMMON STOCK. (FILE 333-73025 - FEB. 26) (BR. 7)

S-8 TRANSACTION SYSTEMS ARCHITECTS INC, 224 SOUTH 108TH AVE, OMAHA, NE 68154 (402) 390-7600 - 1,250,000 (\$49,765,625) COMMON STOCK. (FILE 333-73027 - FEB. 26) (BR. 3)

S-8 AXENT TECHNOLOGIES INC, 2400 RESEARCH BLVD, STE 200, ROCKVILLE, MD 20850 (301) 258-5403 - 46,806 (\$44,933.76) COMMON STOCK. (FILE 333-73029 - FEB. 26) (BR. 3)

S-8 ELANTEC SEMICONDUCTOR INC, 675 TRADE ZONE BOULEVARD, MILPITAS, CA 95035 (408) 945-1323 - 1,100,000 (\$5,362,500) COMMON STOCK. (FILE 333-73031 - FEB. 26) (BR. 5)

S-3 MORGAN KEEGAN INC, 50 N FRONT ST, MEMPHIS, TN 38103 (901) 524-4100 - 139,536 (\$2,275,832.16) COMMON STOCK. (FILE 333-73033 - FEB. 26) (BR. 7)

S-8 P F CHANGS CHINA BISTRO INC, 5090 N 40TH ST STE 160, PHOENIX, AZ 85018 - 1,693,385 (\$16,056,187.05) COMMON STOCK. (FILE 333-73035 - FEB. 26) (BR. 5)

S-8 PUBLICARD INC, ONE POST RD, FAIRFIELD, CT 06430 (203) 254-3900 - 256,658 (\$2,447,142.66) COMMON STOCK. (FILE 333-73037 - FEB. 26) (BR. 6)

S-3 DUSA PHARMACEUTICALS INC, 181 UNIVERSITY AVE, STE 1208, TORONTO, ONTARIO,, CANADA M5H 3M7, A6 L4V 1 (416) 363-5059 - 2,180,978 (\$13,840,694.06) COMMON STOCK. (FILE 333-73039 - FEB. 26) (BR. 1)

S-8 OTTEF TAIL POWER CO, 215 S CASCADE ST, PO BOX 496, FERGUS FALLS, MN 56538 (218) 739-8200 - 1,300,000 (\$46,800,000) COMMON STOCK. (FILE 333-73041 - FEB. 26) (BR. 2)

S-8 NAVIDEC INC, 14 IVERNESS DR, BLDG F SUITE 116, ENGLEWOOD, CO 80112 - 1,000,000 (\$4,256,028) COMMON STOCK. (FILE 333-73043 - FEB. 26) (BR. 9)

S-8 BANKATLANTIC BANCORP INC, 1750 E SUNRISE BLVD, FORT LAUDERDALE, FL 33304 (954) 760-5000 - 750,000 (\$5,578,125) COMMON STOCK (FILE 333-73047 - FEB. 26) (BR. 7)

S-3 INTELLIGROUP INC, 499 THORNALL STREET, EDISON, NJ 08837 (732) 590-1600 - 980,532 (\$15,168,830) COMMON STOCK. (FILE 333-73051 - FEB. 26) (BR. 9)

S-8 KING PHARMACEUTICALS INC, 0, 501 FIFTH ST, BRISTOL, TN 37620 (423) 989-8000 - OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 333-73053 - FEB. 26) (BR. 1)

S-8 CONDOR TECHNOLOGY SOLUTIONS INC, 170 FENNIFER ROAD, SUITE 325, ANNAPOLIS, MD 21401 (703) 847-3290 - 125,000 (\$1,476,562.50) COMMON STOCK. (FILE 333-73055 - FEB. 26) (BR. 3)

S-4 US AIRWAYS INC, 2345 CRYSTAL DRIVE, ARLINGTON, VA 22227 (703) 872-5306 - 141,366,000 (\$141,366,000) EQUIPMENT TRUST CERTIFICATES. (FILE 333-73057 - FEB. 26) (BR. 5)

S-1 MEDICONSULT COM INC, 33 REID ST, 4TH FLOOR, HAMILTON, DO 00000 (441) 296-0736 - \$35,000,000 COMMON STOCK. (FILE 333-73059 - FEB. 26) (BR. 9)

S-8 SCM MICROSYSTEMS INC, 160 KNOWLES DRIVE, LOS GATOS, CA 95030 (408) 370-4888 - 85,571 (\$1,526,586.64) COMMON STOCK. (FILE 333-73061 - FEB. 26) (BR. 3)

- SB-2 BUSINESS ONLINE COM, 1100 FIRST AVE, SPRING LAKE, NJ 07762 (732) 280-6408  
- 2,300,000 (\$20,700,000) COMMON STOCK. 200,000 (\$200)  
WARRANTS, OPTIONS OR RIGHTS. 200,000 (\$2,700,000) COMMON STOCK. (FILE  
333-73067 - FEB. 26) (NEW ISSUE)
- S-3 STARWOOD HOTELS & RESORTS, 777 WESTCHESTER AVENUE, STE 410,  
WHITE PLAINS, NY 10604 (914) 640-8100 - 12,129,584 (\$359,035,687)  
COMMON STOCK. (FILE 333-73069 - FEB. 26) (BR. 8)
- S-1 MIPS TECHNOLOGIES INC, 1225 CHARLESTON ROAD, MOUNTAIN VIEW, CA 94043  
(650) 567-5000 - 6,900,000 (\$292,387,500) COMMON STOCK. (FILE 333-73071 -  
FEB. 26) (BR. 5)
- S-4 CHUBB CORP, 15 MOUNTAIN VIEW RD P O BOX 1615, WARREN, NJ 07061  
(908) 903-2000 - 16,037,808 (\$1,153,218,631.50) COMMON STOCK. (FILE  
333-73073 - FEB. 26) (BR. 1)
- S-8 OTTER TAIL POWER CO, 215 S CASCADE ST, PO BOX 496, FERGUS FALLS, MN  
56538 (218) 739-8200 - 200,000 (\$7,200,000) COMMON STOCK. (FILE 333-73075  
- FEB 26) (BR. 2)
- S-8 YORK INTERNATIONAL CORP /DE/, 631 S RICHLAND AVE, YORK, PA 17403  
(717) 771-7890 - 725,000 (\$27,187,500) COMMON STOCK. (FILE 333-73077 -  
FEB 26) (BR. 6)
- S-8 YORK INTERNATIONAL CORP /DE/, 631 S RICHLAND AVE, YORK, PA 17403  
(717) 771-7890 - 12,000 (\$450,000) COMMON STOCK. (FILE 333-73079 -  
FEB 26) (BR. 6)
- S-8 YORK INTERNATIONAL CORP /DE/, 631 S RICHLAND AVE, YORK, PA 17403  
(717) 771-7890 - 100,000 (\$3,750,000) COMMON STOCK. (FILE 333-73081 -  
FEB 26) (BR. 6)
- S-3 CATERPILLAR FINANCIAL SERVICES CORP, 3322 W END AVE, NASHVILLE, TN 37203  
(615) 386-5931 - 4,000,000,000 (\$4,000,000,000) STRAIGHT BONDS. (FILE  
333-73083 - FEB. 26) (BR. 7)
- S-3 NATIONAL RECORD MART INC /DE/, 507 FOREST AVE, CARNEGIE, PA 15106  
(412) 276-6200 - 39,990 (\$172,456.88) COMMON STOCK. (FILE 333-73085 -  
FEB. 26) (BR. 2)
- S-4 NCO GROUP INC, 515 PENNSYLVANIA AVE, FT WASHINGTON, PA 19034  
(215) 793-9300 - 3,722,134 (\$15,002,895) COMMON STOCK. (FILE 333-73087 -  
FEB. 26) (BR. 2)
- S-8 ENHANCED SERVICES CO INC, 3415 S SEPULVEDA BLVD, SUITE 500, LOS ANGELES,  
CA 90034 (310) 397-3003 - 456,500 (\$273,900) COMMON STOCK. (FILE  
333-73091 - MAR. 01) (BR. 9)
- S-8 ENHANCED SERVICES CO INC, 3415 S SEPULVEDA BLVD, SUITE 500, LOS ANGELES,  
CA 90034 (310) 397-3003 - 200,000 (\$100,000) COMMON STOCK (FILE  
333-73093 - MAR. 01) (BR. 9)
- S-8 ENHANCED SERVICES CO INC, 3415 S SEPULVEDA BLVD, SUITE 500, LOS ANGELES,  
CA 90034 (310) 397-3003 - 300,000 (\$714,000) COMMON STOCK (FILE  
333-73095 - MAR. 01) (BR. 9)
- S-2 INTRAV INC, 7711 BONHOMME AVE, ST LOUIS, MO 63105 (314) 727-0500 -  
2,875,000 (\$54,625,000) COMMON STOCK. (FILE 333-73101 - MAR 01) (BR. 5)

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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: <public info @ sec>. 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		
ACNB CORP	PA				X	X					03/01/99	
ACORN PRODUCTS INC	DE				X	X					03/03/99	
ADVANCED FINANCIAL INC	DE	X	X			X					02/17/99	
ADVANTA CORP	DE				X						03/03/99	
ADVANTA MORTGAGE CONDUIT SERVICES I NC	DE				X	X					01/31/99	
ADVANTA MORTGAGE CONDUIT SERVICES I NC	DE				X	X					02/28/99	
ADVANTA MORTGAGE LOAN TRUST 1998-4A	DE				X	X					01/31/99	
ADVANTA MORTGAGE LOAN TRUST 1998-4A	DE				X	X					02/28/99	
AGRILINK FOODS INC	NY				X						02/23/99	
ALLEN TEST CO INC/1	VA	X									01/15/99	
AMERICAN BINGO & GAMING CORP	DE				X	X					02/26/99	
AMERIKING INC	DE	X									02/16/99	
AMRESCO CAPITAL TRUST	TX				X	X					02/25/99	
APPLIED MAGNETICS CORP	DE	X			X	X					02/11/99	AMEND
APS HOLDING CORPORATION	DE	X			X						02/01/99	
ARCADIA RECEIVABLES FINANCE CORP	DE				X	X					03/01/99	
ARCH COMMUNICATIONS GROUP INC /DE/	DE				X						02/23/99	
ARVIN INDUSTRIES INC	IN				X	X					02/26/99	
AUTOZONE INC	NV				X	X					03/02/99	
BARTON BEERS LTD	MD					X					02/25/99	
BARTON BRANDS LTD /DE/	DE					X					02/25/99	
BARTON BRANDS OF CALIFORNIA INC	CT					X					02/25/99	
BARTON BRANDS OF GEORGIA INC	GA					X					02/25/99	
BARTON DISTILLERS IMPORT CORP	NY					X					02/25/99	
BARTON FINANCIAL CORP	DE					X					02/25/99	
BARTON INC	DE					X					02/25/99	
BATAVIA WINE CELLARS INC	NY					X					02/25/99	
BCAM INTERNATIONAL INC	NY	X									03/04/99	
BE AEROSPACE INC	DE	X				X					02/26/99	
BEYOND COM CORP	DE				X	X					02/22/99	
BFX HOSPITALITY GROUP INC	DE				X	X					02/11/99	
BIG SMITH BRANDS INC	DE				X						02/26/99	
BLOCK MORTGAGE FINANCE ASSET BACKED CERTIFICATES SER 1999 1	NY				X	X					02/25/99	
BOYKIN LODGING CO	OH				X						02/01/99	
BRADLEY OPERATING L P	DE				X	X					03/03/99	
BRADLEY REAL ESTATE INC	MD				X	X					03/03/99	
BROTHERS GOURMET COFFEES INC	DE				X	X					02/19/99	
BURLINGTON NORTHERN SANTA FE CORP	DE				X	X					02/08/99	
BURLINGTON RESOURCES INC	DE					X					03/02/99	
CALLON PETROLEUM CO	DE	X									02/26/99	
CANANDAIGUA BRANDS INC	DE					X					02/25/99	
CANANDAIGUA EUROPE LTD	NY					X					02/25/99	
CANANDAIGUA LTD	NY					X					02/25/99	
CANANDAIGUA WINE CO INC /NY/	NY					X					02/25/99	
CARAUSTAR INDUSTRIES INC	NC				X	X					03/04/99	
CB RICHARD ELLIS SERVICES INC	DE					X					02/17/99	
CERES GROUP INC	DE	X				X					02/17/99	

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		1	2	3	4	5	6	7	8	9		
CHADMOORE WIRELESS GROUP INC	CO			X		X					03/03/99	
CHANCELLOR CORP	MA			X		X					03/04/99	
CHEC ASSET RECEIVABLES CORP	NV			X	X						02/25/99	
CHRYSLER FINANCIAL CO LLC	MI			X	X						03/02/99	
CIMARRON GRANDVIEW GROUP INC	WA	X									02/28/99	
CIT MARINE TRUST 1999-A	DE		X			X					02/23/99	
CITA BIOMEDICAL INC	CO	X									08/12/98	
COHO ENERGY INC	TX				X	X					02/12/99	
COINSTAR INC	DE				X						02/19/99	
COLTEC INDUSTRIES INC	PA			X	X						03/04/99	
COMMUNITY BANCSHARES INC /DE/	DE			X							03/03/99	
CONCENTRA MANAGED CARE INC	DE			X	X						03/02/99	
CONNECTICUT ENERGY CORP	CT			X							02/18/99	
CONSOLIDATED GRAPHICS INC /TX/	TX			X	X						02/19/99	
CORINTHIAN COLLEGES INC				X							02/04/99	
CORPORATE EXECUTIVE BOARD CO	DE			X							02/26/99	
CORRECTIONAL SERVICES CORP	DE			X	X						03/02/99	
CS WIRELESS SYSTEMS INC	DE			X	X						03/19/99	
CSL LIGHTING MANUFACTURING INC	DE			X	X						03/02/99	
CUTCO INDUSTRIES INC	NY	X			X						03/03/99	
DAIMLER BENZ AUTO GRANTOR TRUST 1997 A	DE			X	X						01/22/99	
DAIMLER BENZ VEHICLE OWNER TRUST 1998-A	DE			X	X						02/22/99	
DAIMLER BENZ VEHICLE TRUST 1996-A	DE			X	X						02/22/99	
DEUTSCHE MORTGAGE & ASSET RECEIVING CORP	DE			X	X						03/03/99	
DIAMOND EQUITIES INC	NV			X	X						02/25/99	
DISCOVER CARD MASTER TRUST I	DE			X	X						03/02/99	
DUKE REALTY INVESTMENTS INC	IN			X	X						02/28/99	
EAGLE BANCGROUP INC	DE			X							03/02/99	
EAGLE HARDWARE & GARDEN INC/WA/	WA			X	X						02/25/99	
ECLIPSYS CORP	DE			X	X						02/17/99	
ELLIGENT CONSULTING GROUP INC	NV			X							01/25/99	AMEND
ENSTAR INCOME PROGRAM IV-2 LP	GA			X	X						02/24/99	
EQCC RECEIVABLES CORP	DE			X	X						03/04/99	
EVOLVING SYSTEMS INC	DE			X	X						02/23/99	
FIRST SECURITY AUTO OWNER TRUST 1999 1	UT			X							02/25/99	
FIRST VIRGINIA BANKS INC	VA	X									02/24/99	
FOILMARK INC	DE			X	X						03/01/99	
FPA MEDICAL MANAGEMENT INC	DE			X	X						02/16/99	
FRETTER INC	MI		X		X						03/03/99	
FRUIT OF THE LOOM INC /DE/	DE			X	X						03/04/99	
FX ENERGY INC	NV			X							03/02/99	
GA FINANCIAL INC/PA	DE			X							02/24/99	
GEOKINETICS INC	DE			X	X						03/01/99	
GMAC COMMERCIAL MORTGAGE SECURITIES INC	DE	X									03/03/99	
GULFMARK OFFSHORE INC	DE		X								12/31/98	
HOLLYWOOD THEATERS INC	DE			X	X						03/03/99	
HOLLYWOOD THEATRE HOLDINGS INC	DE			X	X						03/03/99	
I STORM INC	NV			X							02/18/99	
ICG COMMUNICATIONS INC /DE/	DE		X								03/04/99	
ICG FUNDING LLC	DE		X								03/04/99	
ICG SERVICES INC	DE		X								03/04/99	
IDG BOOKS WORLDWIDE INC	DE		X		X						12/18/98	AMEND
ILLINI CORP	IL			X	X						03/04/99	
ILLINOIS POWER CO	IL			X	X						03/03/99	
ILLINOVA CORP	IL			X	X						03/03/99	
IMC MORTGAGE CO	FL			X	X						02/19/99	
INACOM CORP	DE			X	X						02/17/99	AMEND
INAMED CORP	FL			X	X						03/04/99	
INSITE VISION INC	DE			X	X						01/28/99	
INTERIORS INC	DE			X	X						03/02/99	
INTRANET SOLUTIONS INC	MN		X								09/26/97	
IRIDIUM CAPITAL CORP	DE			X	X						03/01/99	
IRIDIUM FACILITIES CORP	DE			X	X						03/01/99	
IRIDIUM IP LLC	DE			X	X						03/01/99	
IRIDIUM LLC	DE			X	X						03/01/99	

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		1	2	3	4	5	6	7	8	9		
IRIDIUM OPERATING LLC	DE				X	X					03/01/99	
IRIDIUM ROAMING LLC	DE				X	X					03/01/99	
IRIDIUM WORLD COMMUNICATIONS LTD					X	X					03/01/99	
IRON MOUNTAIN INC /DE	DE				X	X					03/01/99	
IRWIN NATURALS 4 HEALTH	UT	X				X					03/04/99	
IVEX PACKAGING CORP /DE/	DE				X	X					02/10/99	
J CREW GROUP INC	NY				X	X					03/03/99	
J CREW OPERATING CORP	DE				X	X					03/03/99	
JMB INCOME PROPERTIES LTD V	IL	X				X					02/17/99	
JONES APPAREL GROUP INC	PA				X	X					03/02/99	
JPS TEXTILE GROUP INC /DE/	DE				X	X					02/27/99	
KINGSLEY COACH INC	DE	X				X					11/08/98	AMEND
L 3 COMMUNICATIONS CORP	DE				X	X					03/01/99	
L 3 COMMUNICATIONS HOLDINGS INC	DE				X	X					03/01/99	
LAM RESEARCH CORP	DE				X	X					03/03/99	
MACERICH CO	MD	X			X	X					03/04/99	
MATTEL INC /DE/	DE				X	X					03/05/99	
MAXIMUS INC	VA	X				X					02/26/99	
MAXXAM GROUP HOLDINGS INC					X						03/31/99	
MAXXAM INC	DE				X						03/31/99	
MERIDIAN INDUSTRIAL TRUST INC	MD				X	X					03/04/99	
MERRILL LYNCH MORTGAGE INVESTORS IN C	DE				X	X					03/03/99	
METALINE MINING & LEASING CO	WA	X									02/28/99	
MOBILEMEDIA COMMUNICATIONS INC	DE				X						02/19/99	
MOBILEMEDIA COMMUNICATIONS INC	DE				X						03/01/99	
MOBILEMEDIA CORP	DE				X						02/19/99	
MOBILEMEDIA CORP	DE				X						03/01/99	
MODTECH HOLDINGS INC	CA	X				X					03/01/99	
MONARCH IMPORT CO	IL					X					02/25/99	
MORGAN PRODUCTS LTD	DE	X				X					02/19/99	
MORGAN STANLEY CAPITAL I INC	DE	X									03/03/99	
MOUNTAIN STATES GUARANTY MORTGAGE C O	CO				X		X				02/23/99	AMEND
MSI HOLDINGS INC/	UT				X						03/31/99	
NCC INDUSTRIES INC	DE				X	X					02/24/99	
NINE WEST GROUP INC /DE	DE				X						03/02/99	
NM HOLDINGS INC		X			X	X					12/15/98	AMEND
OACIS HEALTHCARE HOLDINGS CORP	DE				X	X					02/21/99	
OAK TECHNOLOGY INC	DE				X	X					02/25/99	
OMNICOMM SYSTEMS INC	DE				X	X					03/03/99	
ONCOR INC	MD				X						02/26/99	
OPEN MARKET INC	DE				X	X					02/17/99	
PARTNERS FIRST RECEIVABLES FUNDING LLC	DE				X	X					02/16/99	
PATRIOT AMERICAN HOSPITALITY INC/DE	DE				X	X					02/26/99	
PENN OCTANE CORP	DE				X						03/04/99	
PERITUS SOFTWARE SERVICES INC	MA				X	X					02/18/99	
POLYPHENOLICS INC	NY					X					02/25/99	
POWER EXPLORATION INC	NV				X	X					03/04/99	
PREMIERE TECHNOLOGIES INC	GA				X	X					02/17/99	
PRIMARK CORP	MI	X				X					02/22/99	
PRO FAC COOPERATIVE INC	NY				X						02/23/99	
PROVIDENT BANK HM EQ LN TR 1998 HM EQ LN AS BK NT SR 1998 A	DE	X									01/25/99	
PULTE CORP	MI				X	X					01/31/99	
QUINTILES TRANSNATIONAL CORP	NC				X	X					03/03/99	
RACOM SYSTEMS INC	DE				X						03/01/99	
RADISYS CORP	OR	X				X					03/01/99	
RELTEC CORP	DE				X	X					03/01/99	
REPUBLIC FIRST BANCORP INC	PA				X						02/01/99	
REPUBLIC FIRST BANCORP INC	PA				X						02/18/99	
REPUBLIC INDUSTRIES INC	DE				X	X					03/03/99	
REYNOLDS METALS CO	DE				X						03/03/99	
RF MICRO DEVICES INC	NC				X	X					03/03/99	
RICKS CABARET INTERNATIONAL INC	TX				X						03/02/99	
ROBERTS TRADING CORP	NY					X					02/25/99	
ROSELAND OIL & GAS INC	OK				X	X					03/03/99	
SA TELECOMMUNICATIONS INC /DE/	DE				X	X					02/05/99	
SALIENT 3 COMMUNICATIONS INC	DE				X						03/03/99	
SIERRAWEST BANCORP	CA	X									02/25/99	

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		1	2	3	4	5	6	7	8			9
SIMON PROPERTY GROUP INC /DE/	DE					X	X				03/03/99	
SISTERSVILLE BANCORP INC	DE					X	X				03/01/99	
SMART & FINAL INC/DE	DE					X					03/04/99	
SONAT INC	DE					X					03/03/99	
SOUTHERN SECURITY LIFE INSURANCE CO	FL	X									02/26/99	
SOVRAN ACQUISITION LTD PARTNERSHIP	MD		X								03/03/99	
SOVRAN SELF STORAGE INC	MD		X								03/03/99	
SPECTRA PHYSICS LASERS INC	DE	X									02/22/99	
ST PAUL COMPANIES INC /MN/	MN					X					03/04/99	
STERLING CHEMICAL INC	DE					X	X				02/12/99	
STERLING CHEMICALS HOLDINGS INC /TX /	DE					X	X				02/12/99	
STEVENS POINT BEVERAGE CO	WI						X				02/25/99	
T NETIX INC	CO					X	X				02/11/99	
TAPISTRON INTERNATIONAL INC	GA					X					03/03/99	
TIFFANY & CO	DE					X					03/03/99	
TRANSCRIPT INTERNATIONAL INC	DE					X	X				02/22/99	
TRIDENT MEDIA GROUP INC	NV				X						03/01/99	
UNAPIX ENTERTAINMENT INC	DE					X					02/26/99	
UNION ACCEPTANCE CORP	IN				X						02/25/99	
UNITED INTERNATIONAL HOLDINGS INC	DE		X								02/17/99	
UNITED MORTGAGE TRUST			X			X					12/01/98	
UNITED NATIONAL BANCORP	NJ					X	X				02/18/99	
UNITED PAN EUROPE COMMUNICATIONS NV			X				X				02/17/99	
UNOCAL CORP	DE					X					03/03/99	
USTEL INC	MN					X	X				03/03/99	
UTI ENERGY CORP	DE					X	X				02/26/99	
VIKING DISTILLERY INC	GA						X				02/25/99	
VIRTUALFUND COM INC	MN						X				12/18/98	AMEND
VISTA ENERGY RESOURCES INC	DE						X				12/18/98	AMEND
WHIRLPOOL CORP /DE/	DE					X	X				03/01/99	
WIRELESS DATA SOLUTIONS INC						X					03/04/99	
WORLD OMNI DEALER FUNDING INC	FL	X									01/31/99	
WORLDWIDE ENTERTAINMENT & SPORTS CO RP	DE					X	X				03/03/99	AMEND
WYNDHAM INTERNATIONAL INC	DE					X	X				02/26/99	
YOUTH SERVICES INTERNATIONAL INC	MD					X	X				03/02/99	