

SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

Nationwide Capital Corporation; Order of Suspension of Trading

October 1, 2002.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Nationwide Capital Corporation ("Nationwide") because of questions regarding the accuracy of assertions by or about Nationwide on its Internet website, marketing materials, company press releases and other publicly available sources to investors concerning, among other things: (a) The company's business operations, (b) the company's business relationships, (c) the company's current financial condition, (d) the company's acquisition of Your Corner Office ("YCO"), a privately held company, and (e) trading in the company's common stock by related shareholders.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above listed company.

Therefore, it is ordered, pursuant to section 12(k) of the Securities Exchange Act of 1934, that trading in the above listed company is suspended for the period from 9:30 a.m. EDT, October 1, 2002 through 11:59 p.m. EDT, on October 14, 2002.

By the Commission.

Jonathan G. Katz,
Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-46568; File No. SR-Amex-2002-23]

Self-Regulatory Organizations; the American Stock Exchange LLC; Order Granting Approval to a Proposed Rule Change To Make Permanent a Pilot Program Under Amex Rule 126(g), Commentary .01, Relating to Size Precedence

September 27, 2002.

On March 22, 2002, the American Stock Exchange LLC ("Amex" or "Exchange") filed with the Securities and Exchange Commission ("Commission") a proposed rule change pursuant to section 19(b)(1) of the Securities Exchange Act of 1934

("Act")¹ and Rule 19b-4 thereunder.² The proposed rule change would make permanent a pilot program under Amex Rule 126(g), Commentary .01, regarding a 5,000 share minimum block cross size to establish size precedence. The pilot program was established in SR-Amex-2001-01, and has been in operation since March 28, 2001.³ Notice of the proposed rule change was published in the **Federal Register** on April 3, 2002.⁴ The Commission received no comments on the proposal.

The Commission has reviewed carefully the Amex's proposed rule change, and finds, for the reasons set forth below, that the proposal is consistent with the requirements of the Act and the rules and regulations thereunder applicable to a national securities exchange, and, in particular, with the requirements of section 6(b)(5)⁵ of the Act. Section 6(b)(5) requires the rules of a registered national securities exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in regulating, clearing, settling, processing information with respect to, and facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest. The Exchange has represented that the reduction in the size precedence for clean crosses does not impair the application of Amex Rule 152, which provides price improvement opportunities for all or a portion of one side of a proposed cross.⁶ Moreover, the Commission finds that the size precedence reduction for clean crosses from 25,000 to 5,000 shares reflects an appropriate adjustment to a decimalized environment in which the minimum price variation for equity quotes has been reduced from the fractional equivalent of slightly over six cents to one cent. For these reasons, the Commission finds that the proposed rule change is consistent with the provisions of the Act, in general, and with section 6(b)(5).⁷

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ See Securities Exchange Act Release No. 44122 (March 28, 2001), 66 FR 18125 (April 5, 2001).

⁴ Securities Exchange Act Release No. 45660 (March 27, 2002), 67 FR 15841.

⁵ 15 U.S.C. 78f(b)(5).

⁶ See September 17, 2002 letter from Michael Cavalier, Associate General Counsel, Amex, to Nancy Sanow, Assistant Director, Division of Market Regulation, Commission.

⁷ 15 U.S.C. 78f(b)(5).

It is therefore ordered, pursuant to section 19(b)(2) of the Act,⁸ that the proposed rule change (SR-Amex-2002-23) be, and hereby is, approved.⁹

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.¹⁰

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 02-25225 Filed 10-3-02; 8:45 am]

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-46554; File No. SR-CSE-2002-12]

Self-Regulatory Organizations; Notice of Filing and Order Granting Accelerated Approval of Proposed Rule Change by the Cincinnati Stock Exchange, Inc. Relating to an Extension and Expansion of an Existing Pilot Amending CSE Rule 12.6, Customer Priority, to Require Designated Dealers to Better Customer Orders at the National Best Bid or Offer by Whole Penny Increments

September 25, 2002.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),¹ and Rule 19b-4 thereunder,² notice is hereby given that on September 19, 2002, the Cincinnati Stock Exchange, Inc. ("CSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I and II below, which Items have been prepared by the Exchange. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons and to grant accelerated approval of the proposed rule change for a pilot period through December 1, 2002.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The Exchange proposes to extend the initial pilot that amended CSE Rule 12.6, Customer Priority, by adding new Interpretation .02 and requiring a CSE Designated Dealer ("Specialist") to better the price of a customer limit order that is held by that Specialist if that Specialist determines to trade with an

⁸ 15 U.S.C. 78s(b)(2).

⁹ In approving the proposal, the Commission has considered the rule's impact on efficiency, competition, and capital formation. 15 U.S.C. 78c(f).

¹⁰ 17 CFR 200.30-3(a)(12).

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.