

sec news digest

Issue 76-191
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September 30, 1976

DECISIONS IN ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND
EXCHANGE COMMISSION

CROYLE COMPUTER SERVICES, INC.
STOP ORDER ISSUED

The Commission has suspended the effectiveness of the registration statement filed on December 11, 1972 by Croyle Computer Services, Inc., of Phoenix, Arizona. The Commission held, as had the administrative law judge, that: (1) Croyle's prospectus misleadingly suggested that negotiations with prospective purchasers of registrant's services were in progress when in fact there had been no such negotiations; (2) Unsubstantiated and illusory claims of competitive advantage were made in the prospectus; (3) The disclosures with respect to the cost of flotation were incomplete, misleading and contradictory; (4) The aforementioned deficiencies were serious; (5) A stop order ought to issue because it is the most effective means of warning the investing public that unreliable statements have been filed and counteracting the false and misleading information publicized by the filing.

Croyle argued that further proceedings were unnecessary because the subscribers' money had been refunded to them. The Commission disagreed. It said "There are two flaws in this argument. The first is that the refunds have not been complete. All that has been returned is the net sales price. The 5% sales charge has never been returned. Secondly, in a Securities Act proceeding of this character it is the deceptive filing that constitutes the offense. Investor losses, if any, are among the factors that we take into account in considering whether a stop order should or should not issue. But the result does not hinge on that alone." (Rel. 33-5742)

COMMISSION ANNOUNCEMENTS

NATIONAL MARKET ADVISORY BOARD
MEETING ANNOUNCED; MEETING CANCELED

The National Market Advisory Board will conduct open meetings on October 18 and 19, 1976 in New York City, beginning at 9:30 a.m. on October 18 and at 8:30 a.m. on October 19. Initial notice of this meeting was published in the Federal Register on August 26, 1976.

The Board will also conduct open meetings on November 15 and 16 and December 13 and 14, 1976 in Room 776, 500 North Capitol Street, Washington, D.C. The summarized agenda for these meetings will be published in the Federal Register at a later date.

The meeting of the Board scheduled for October 6, 7, and 8, 1976, notice of which was published in the Federal Register on August 26, 1976, has been cancelled.

The summarized agenda for the meeting on October 18 and 19 is as follows: (1) Discussion of the Board's report to the Securities and Exchange Commission regarding the establishment of a consolidated limit order book; (2) Discussion of the Board's report to the Congress pursuant to Section 11A(d)(3)(B) of the Securities Exchange Act of 1934; and (3) Discussion of such other matters as may properly be brought before the Board.

Further information may be obtained by writing Martin L. Budd, Executive Director, National Market Advisory Board Staff, Securities and Exchange Commission, Washington, D.C. 20549.

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

LISTING ACTION

An order has been issued granting the application of Georgia Power Company to list its 9-7/8% first mortgage bonds, Series due July 1, 2006 and 2.52 Class A preferred stock on the New York Stock Exchange, Inc., effective as of September 16, 1976. (Rel. 34-12844)

UNLISTED TRADING GRANTED

Orders have been issued granting the requests of the following stock exchanges for unlisted trading privileges in the common stocks of the listed companies: Boston Stock Exchange - Albany International Corp., Commonwealth Edison Co., Congoleum Corp., Nalco Chemical Co., Northern Telecom Ltd., Rio Algom Ltd., Spencer Companies, Inc.; Colt Industries Inc. (Pennsylvania); Emhart Corporation (Virginia); MGIC Investment Corporation (Wisconsin); and Nicor, Inc. Philadelphia Stock Exchange - Colt Industries Inc. (Pennsylvania); Gould Inc.; Inmont Corp., McDermott (J. Ray) & Co., Inc.; Nicor, Inc.; and MGIC Investment Corporation (Wisconsin). (Rel. 34-12845)

SECURITIES ACT REGISTRATIONS

(S-1) ALASKA BANCORPORATION

507 E. St., Anchorage, Alaska 99501 - 750,000 shares of common stock, to be offered by Alaska Bancorporation. Such shares are to be offered for sale by officers and employees of the company. Alaska Bancorporation is a bank holding company owning indirectly 50.2% of the common stock of Alaska Statebank, Anchorage, Alaska. (File 2-57134 - Sept. 7)

(S-16) CENTRONICS DATA COMPUTER CORP.

Hudson, New Hampshire 03051 - 31,000 shares of common stock, which may be offered for sale from time to time by a selling shareholder at prices current at the time of sale. Centronics Data Computer Corp. develops, produces, and sells printers for use in computer and information processing systems. (File 2-57259 - Sept. 24)

(S-14) NBSF LIQUIDATING TRUST

29201 Telegraph Rd., Southfield, Mich. 48034 - 470,547 units of beneficial interest in the liquidating trust, to be distributed to stockholders of NBS Financial Corporation pursuant to the complete liquidation and dissolution of that corporation, at the rate of one unit for each one share of issued and outstanding common stock. The registrant is a newly-formed trust that has been created to effectuate the sale of assets for the corporation under the corporation's Plan of Liquidation. NBS Financial Corporation is a bank holding company with two banking subsidiaries. (File 2-57261 - Sept. 24)

(S-7) FARM HOUSE FOODS CORPORATION

733 North Van Buren St., Milwaukee, Wis. 53202 - \$5 million of subordinated capital notes, due 1986 (interest rate to be determined), to be offered for sale through Offerman & Co. Inc., 5100 Gamble Dr., Minneapolis, Minn. 55416. The company is principally engaged in the business of wholesale distribution of foods and related products and of operating retail drug and mass merchandising stores. (File 2-57262 - Sept. 24)

(S-7) ILLINOIS TOOL WORKS INC.

8501 West Higgins Rd., Chicago, Ill. 60631 - 362,250 shares of common stock, to be offered for sale by certain stockholders through underwriters headed by White, Weld & Co. Inc., One Liberty Plaza, 91 Liberty St., New York, N.Y. 10006, and Goldman, Sachs & Co., 55 Broad St., New York, N.Y. 10019. Illinois Tool Works Inc. develops, manufactures and sells a wide range of specialty products, primarily engineered components serving a variety of industries in world-wide markets. (File 2-57267 - Sept. 27)

(S-1) P&W INDUSTRIES, INC.

East Providence, R.I. 02194 - 700,000 shares of common stock, to be offered in exchange for the outstanding shares of common stock of Providence And Worcester Company, a Delaware corporation, which operates a railroad in Rhode Island, eastern Connecticut and central Massachusetts. The exchange will be on the basis of 20 P&W shares for each share of Providence And Worcester common stock. P&W has no other business and, if the exchange offer is accepted, will function as a holding company. (File 2-57268 - Sept. 27)

(S-1) AMERICANA HOMES CORPORATION

U. S. Route 11 North, P.O. Box 250, New Market, Va. 22844 - 1,204,000 shares of common stock. Of these shares, 93,000 are issuable in exchange for a plan site, 100,000 are reserved for issue to organizers for cash pursuant to non-transferrable stock options, 11,000 are issuable to organizers for cash, and 1,000,000 shares are issuable to the public for cash through Storer Ware & Co. Inc., First Federal Savings and Loan Bldg.,

Roanoke, Va. 24011, and Strader & Co. Inc., First & Merchants National Bank Bldg., Lynchburg, Va. 24505. The company intends to establish an entirely new manufactured residential housing business. (File 2-57270 - Sept. 27)

(S-6) THE CORPORATE BOND TRUST, SERIES 11

c/o Paine, Webber, Jackson & Curtis Inc., 140 Broadway, New York, N.Y. 10005 and Hornblower & Weeks-Hemphill, Noyes Inc., 8 Hanover St., New York, N.Y. 10005 - \$5 million of units. The Trust will be created under a trust indenture among Paine, Webber, Jackson & Curtis Inc. and Hornblower & Weeks-Hemphill, Noyes Inc., as sponsors, United States Trust Company of New York, as trustee, and Interactive Data Services Incorporated, as evaluator. The Trust will consist of corporate debt securities rated at the time of deposit within the highest four grades assigned by Moody's Investors Service, Inc., Standard & Poor's Corporation or Fitch Investors Service. (File 2-57271 - Sept. 27)

(S-7) SEARS, ROEBUCK AND CO.

Sears Tower, Chicago, Ill. 60684 - 250,000 common shares, to be issued and sold pursuant to a dividend reinvestment plan. Sears is a retailer. (File 2-57274 - Sept. 28)

(S-7) THE UNITED ILLUMINATING COMPANY

80 Temple St., New Haven, Conn. 06506 - 250,000 shares of common stock, to be offered in connection with the company's automatic dividend reinvestment and common stock purchase plan. The company is an operating electric public utility. (File 2-57275 - Sept. 28)

In a separate statement the company seeks registration of 60,000 shares of an initial series of \$25 par value cumulative preferred stock, to be offered for sale through underwriters headed by Morgan Stanley & Co. Inc., 1251 Avenue of the Americas, New York, N.Y. 10020. (File 2-57276 - Sept. 28)

(S-7) GENERAL MOTORS ACCEPTANCE CORPORATION

767 Fifth Ave., New York, N.Y. 10022 - \$250 million of debentures, due 1996, to be offered for sale through underwriters headed by Morgan Stanley & Co. Inc., 1251 Avenue of the Americas, New York, N.Y. 10020. The company provides wholesale financing to, and acquires retail instalment obligations from, dealers in General Motors products. (File 2-57277 - Sept. 28)

(S-1) FUTURE FLORIDA CORPORATION

5505 West Gray St., Tampa, Fla. 33622 - 400,000 shares of common stock, to be offered for sale at a proposed offering price of \$5.00 per share. The offering is being made by the company through its officers and licensed salesmen of securities to be employed by the company. Future Florida Corporation is a life insurance holding company and through its wholly-owned subsidiary, American Sun Life Insurance Company, is engaged in the business of writing life and accident and health insurance. (File 2-57278 - Sept. 28)

(S-1) OSMONICS, INC.

15404 Industrial Rd., Hopkins, Minn. 55343 - 45,000 company shares, are to be offered by the company and selling shareholders. The company will offer 30,000 common shares and selling shareholders will offer 15,000 common shares, of which 10,000 common shares will be offered by one of the selling shareholders upon the exercise of warrants. The offering is to be made at a price to be negotiated and on a best efforts basis through Margolis & Co. Inc. and selected subagents. The company develops, manufactures and markets chemical processing systems that utilize semi-permeable membranes to separate fluids through the processes of reverse osmosis and ultrafiltration. (File 2-57280 - Sept. 28)

(S-1) THE STRATTON CORPORATION

Stratton Mountain, Vermont 95115 - \$3 million of subordinated debentures, due 1996. These debentures are proposed to be offered to the general public for cash at 100% of their principal amount and it is proposed that the holders of the company's two classes of outstanding subordinated debentures will be permitted to tender their debentures to the company, at face amount, in payment of all or part of the purchase price of the new debentures. The company owns, develops, and operates a multi-seasonal recreation resort on Stratton Mountain in southern Vermont. (File 2-57282 - Sept. 28)

(S-5) DREYFUS MONEY MARKET INSTRUMENTS, INC.

767 Fifth Ave., New York, N.Y. 10022 - 500,000 shares of common stock. It is proposed to offer these shares for sale from time to time at net asset value. The offering price will be \$1.00 per share. Dreyfus Money Market Instruments, Inc. is a diversified open-end investment company with an investment policy of investing in government securities and money market instruments. (File 2-57284 - Sept. 28)

(S-7) SOUTHERN RAILWAY COMPANY, THE ATLANTA AND CHARLOTTE AIR LINE
RAILWAY COMPANY, GEORGIA SOUTHERN AND FLORIDA RAILWAY COMPANY
AND SOUTHERN RAILWAY-CAROLINA DIVISION

920 15th St., N.W., P.O. Box 1808, Washington, D.C. 20013 - \$75 million of first and general mortgage bonds, Series B, due 2001, to be offered for sale through underwriters headed by Salomon Brothers, One New York Plaza, New York, N.Y. 10004. (File 2-57285 - Sept. 28)

(S-1) WOODS 1977 DRILLING PROGRAM AND THE WOODS
1977-II DRILLING PROGRAM

500 National Foundation West Bldg., 3555 N.W. 58th St., Oklahoma City, Okla. 73112 - \$15 million of preformation limited partnership interests in the Woods 1977 Drilling Program and Woods 1977-II Drilling Program, to be offered for sale in units of \$5,000 by selected NASD members. The partnership is to be formed to conduct oil and gas drilling operations. Woods Petroleum Corp. is the general partner. (File 2-57286 - Sept. 28)

(S-7) PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE

1000 Elm St., Manchester, NH 03105 - \$15 million of first mortgage bonds, Series V, due 2006, and 1,000,000 shares of common stock, to be offered for sale at prices to be determined through underwriters managed by Kidder, Peabody & Co. Inc., 10 Hanover Sq., New York, N.Y. 10005 and Blyth Eastman Dillon & Co. Inc., One Chase Manhattan Plaza, New York, N.Y. 10005. The company is an electric utility. (File 2-57289 - Sept. 28)

(S-6) TAX-EXEMPT SECURITIES TRUST, SERIES 10

42 Wall St., New York, N.Y. 10005 - \$10 million of units. The Trust is one of a series of unit investment trusts created under a trust indenture and agreement among Loeb, Rhoades & Co., Smith Barney, Harris Upham & Co. Inc., and Blyth Eastman Dillon & Co. Inc., as sponsors, United States Trust Company of New York, as trustee, and Standard & Poor's Corporation, as evaluator. The Trust consists of interest-bearing obligations of states, counties, territories, possessions and municipalities of the United States and authorities or political subdivisions thereof, the interest on which is, in the opinion of bond counsel, exempt from all Federal income tax under existing law. (File 2-57290 - Sept. 28)

(S-1) SAVANNAH ELECTRIC AND POWER COMPANY

P.O. Box 968, Savannah, Ga. 31402 - \$20 million of notes, due 1986, to be offered for sale in a negotiated underwriting managed by Reynolds Securities Inc., 120 Broadway, New York, N.Y. 10005 and Johnson, Lane, Space, Smith & Co. Inc., 34 Broad St., N.W., Atlanta, Ga. 30303. The company is an electric utility. (File 2-57291 - Sept. 28)

(S-1) FIRST BANCSHARES OF FLORIDA, INC.

150 East Palmetto Park Rd., Boca Raton, Fla. 33432 - 1,255,279 shares of common stock, to be offered for sale without underwriting to existing shareholders on the basis of one new share for each three outstanding shares. The company is a registered bank holding company with 14 banks and three bank-related subsidiaries. (File 2-57292 - Sept. 28)

(S-1) WESTLAND DEVELOPMENT CO., INC.

401 Coors Blvd., N.W., Albuquerque, N.M. 87105 - 736,668 shares of Class A stock. It is proposed to offer these shares for subscription by the original shareholders of the company at \$1.45 per share. The principal business done and intended to be done by the company is the ownership, development, sale and lease of approximately 48,000 acres that the company owns to the west of Albuquerque. (File 2-57293 - Sept. 28)

(S-1) ANACOMP, INC.

6161 Hillside Ave., Indianapolis, Ind. 46220 - \$4 million of convertible subordinated debentures, for issuance and sale to underwriters headed by City Securities Corp.,

400 Circle Sq., Indianapolis, Ind. 46204. Anacomp, Inc. provides computer software and computer data retention services. (File 2-57294 - Sept. 28)

(S-7) ILLINOIS POWER COMPANY

500 South 27th St., Decatur, Ill. 62525 - 2,500,000 shares of common stock. The stock will be sold to a group of underwriters managed by The First Boston Corporation and Merrill Lynch, Pierce, Fenner & Smith Incorporated. The company is an operating public utility engaged in supplying electric and gas service. (File 2-57295 - Sept. 29)

(S-14) BRUNSWICK CORPORATION

One Brunswick Plaza, Skokie, Ill. 60076 - 1,100,000 shares of common stock. It is proposed to offer these shares pursuant to an agreement of merger with Sherwood Medical Industries Inc. (an 85% owned subsidiary of Brunswick) whereby Sherwood would become a wholly-owned subsidiary of Brunswick. Each share of Sherwood common stock would be converted into an equivalent of \$20.00 payable in Brunswick common stock valued as provided in the agreement of merger. Brunswick is a diversified manufacturer of recreational, medical (through its 85% interest in Sherwood) and technical products. (File 2-57296 - Sept. 29)

(S-6) CORPORATE SECURITIES TRUST,
PREFERRED STOCK SERIES 1

\$14,700,000 of units of beneficial interest, to be offered for sale through underwriters headed by Loeb, Rhoades & Co., 42 Wall St., New York, N.Y. 10005; Smith Barney, Harris Upham & Co. Inc., 1345 Avenue of the Americas, New York, N.Y. 10019; Blyth Eastman Dillon & Co. Inc., One Chase Manhattan Plaza, New York, N.Y. 10005; Shearson Hayden Stone Inc., 767 Fifth Avenue, New York, N.Y. 10022 and Thomson & McKinnon Auchincloss Kohlmeyer Inc., One New York Plaza, New York, N.Y. 10004. The Trust, a unit investment trust, is to be created by a trust agreement among Loeb, Rhoades & Co., Smith Barney, Harris Upham & Co. Inc., Blyth Eastman Dillon & Co. Inc., Shearson Hayden Stone Inc. and Thomson & McKinnon Auchincloss Kohlmeyer Inc., as sponsors; New England Merchants National Bank, as trustee, and Interactive Data Services, Inc., as evaluator. The Trust's primary objective is providing a high level of current income and preservation of capital through investment in a diversified portfolio of cumulative preferred stocks. (File 2-57297 - Sept. 29)

STOCK PLANS FILED

The following have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered pursuant to employee stock and related plans:

The Bureau of National Affairs, Inc., Washington, D.C. (File 2-57226 - Sept. 21) - 50,000 shares

California Microwave, Inc., Sunnyvale, Cal. (File 2-57224 - Sept. 21) - 40,000 shares

Oklahoma Natural Gas Co., Tulsa, Okla. (File 2-57228 - Sept. 22) - 50,000 shares

Information International, Inc., Culver City, Cal. (File 2-57237 - Sept. 22) - 75,000 shares

Associated Dry Goods Corp., New York, N.Y. (File 2-57238 - Sept. 22) - 250,000 shares

The Procter & Gamble Co., Cincinnati, Ohio (File 2-57240 - Sept. 22) - 75,000 shares

Digital Equipment Corp., Maynard, Mass. (File 2-57249 - Sept. 23) - 600,000 shares

Kentucky Utilities Co., Lexington, Ky. (File 2-57255 - Sept. 24) - 150,000 shares

Roosevelt National Investment Company, Springfield, Ill. (File 2-57264 - Sept. 24) - 145,000 shares

Plantronics, Inc., Santa Cruz, Cal. (File 2-57266 - Sept. 27) - 100,000 shares

Central and South West Corp., Wilmington, Del. (File 2-57269 - Sept. 27) -

350,000 shares

Sanders Associates, Inc., Nashua, N.H. (File 2-57279 - Sept. 28) - 400,000 shares

STP Corp., Fort Lauderdale, Fla. (File 2-57281 - Sept. 28) - 150,000 shares

Wisconsin Power and Light Co., Madison, Wis. (File 2-57283 - Sept. 28) - 50,000 shares

REGISTRATIONS EFFECTIVE

Sept. 22: National Detroit Corp., 2-57042.

Sept. 23: The Cleveland-Cliffs Iron Co., 2-56918; Merrill Bankshares Co., 2-55700; Sambo's Group '76-'77, 2-56689.

Sept. 24: Jack Eckerd Corp., 2-56639; K-V Pharmaceutical Co., 2-56793 & 2-56794; Multiple Maturity Tax-Exempt Bond Trust, Fourth Series, 2-57006; NAPCO Industries Inc., 2-56799; New AMI Inc., 2-56659; Oscar Mayer & Co. Inc., 2-57159; United Telecommunications, Inc., 2-56943; Wards Co., Inc., 2-56987.

REGISTRATIONS EFFECTIVE CONT.

Sept. 27: Barnett Banks of Florida, Inc., 2-57072; Houston Lighting & Power Co., 2-57123; Westvaco Corp., 2-57193.

NOTE TO DEALERS. When applicable the 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

RECENT 8K FILINGS

Form 8K is a report which must be filed with the SEC by the 10th of the month after any of the following important events or changes: changes in control of the registrant; acquisition or disposition of assets; legal proceedings; changes in securities (i.e., collateral for registered securities); defaults upon senior securities; increase or decrease in the amount of securities outstanding; options to purchase securities; revaluation of assets; submission of matters to a vote of security holders.

The companies listed below have filed Form 8-K reports for the month indicated, responding to the item of the form specified. Photocopies may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An index of the captions of the items of the form was included in Monday's News Digest.

COMPANY	ITEM NO.	MONTH
BROWNS LIMOUSINE SERVICE INC	11	08/76
CENTRAL VERMONT PUBLIC SERVICE CORP	7	08/76
DETMASO INDUSTRIES INC	2,14	05/76
ECKERD JACK CORP	13	09/76
EMERSONS LTD	12,14	08/76
ENVIRONMENTAL HYDRONICS INC	2,14	07/76
FAIRLANE INDUSTRIES INC	13,14	08/76
FARM & RANCH FINANCIAL INC	3,14	08/76
FRIENDLY ICE CREAM CORP	11	08/76
MARIFARMS INC	11,14	08/76
NEVADA NATIONAL BANCORP	7,13	08/76
SERVISCO	13,14	08/76
WARWICK HOTEL ASSOCIATES	13	07/76
WARWICK HOTEL CO	13	08/76
ABITIBI ASBESTOS MINING CO LTD	7,11,13,14	07/76
AMELCO CORP	1,6,7,8,14	09/76
AUTOMATIC SWITCH CO	14	09/76
CI REALTY INVESTORS	11	08/76
CIP CORP	14	08/76
COMPUTER IMAGE CORP	7	07/76
ELECTRONIC DATA SYSTEMS CORP	3	09/76
EQUITY EDUCATORS ASSURANCE CO	14	08/76
FINANCIAL SERVICES CORP OF THE MIDWEST	13	09/76
FIRST FIDELITY INVESTMENT TRUST	2,14	09/76
FIRST TULSA BANCORPORATION INC	13	08/76
PET INC	13	09/76
WEYERHAEUSER CO	13,14	09/76
WYLY CORP	2,3,6,7,10,14	08/76
AMENDMENTS TO REPORTS ON FORM 8-K		
DATRON SYSTEMS INC	10,14	05/76
EQUITY INVESTORS OF AMERICA INC	14	03/76
EQUITY INVESTORS OF AMERICA INC	2,4	06/76
INTERNATIONAL CONTROLS CORP	10,14	05/76
KANE MILLER CORP	3	05/76
KANE MILLER CORP	3	06/76
KANE MILLER CORP	3	07/76
SOUTHWESTERN BELL TELEPHONE CO	3	07/76
UNICARE SERVICES INC	14	07/76
BEVERLY ENTERPRISES	7,9	08/76
GAYNOR STAFFORD INDUSTRIES INC	6	06/75
GAYNOR STAFFORD INDUSTRIES INC	6	07/75
GAYNOR STAFFORD INDUSTRIES INC	6	10/75

RECENT 8K FILINGS CONT.

GAYNOR STAFFORD INDUSTRIES INC	6	01/76
GAYNOR STAFFORD INDUSTRIES INC	6	04/76
GAYNOR STAFFORD INDUSTRIES INC	6	06/76
GAYNOR STAFFORD INDUSTRIES INC	6	07/76
VERIT INDUSTRIES	7	08/76
WINN DIXIE STORES INC	2	08/76

NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. The reproduction cost is 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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