sec news digest Issue 81-79

APR 27 1981

CIVIL PROCEEDINGS

U.S. GROUNTED AND EXCHANOL: COMMENCE

GERALD L. ROGERS ENJOINED

The Commission announced that on April 6 the Honorable Mariana R. Pfaelzer, U.S. District Judge for the Central District of California, filed a preliminary injunction, together with findings of fact and conclusion of law, against Gerald L. Rogers of Seattle, Washington and Westlake Village, California. On April 7 Judge Pfaelzer entered an order holding Harry L. Abercrombie of Alhambra, California, and other persons in contempt of court and imposing sanctions. The orders were issued in connection with a suit filed by the Commission against Rogers, Abercrombie, and others on October 30, 1980, alleging that the defendants had engaged in a fraudulent scheme to sell unregistered securities in a tax shelter program called "Gold for Tax Dollars." (SEC v. Gerald L. Rogers, International Monetary Exchange, S.A., et al., C.D. Cal., Civil Action No. 80-04841-MRP [mx]). (LR-9345)

THEOPHILE N. PICARD, OTHERS ENJOINED

The Commission announced that on April 17 the Honorable A. David Mazzone of the U.S. District Court for the District of Massachusetts entered Final Judgments of Permanent Injunction enjoining Theophile N. Picard and MA-OP Company and PA-OP Company, both Massachusetts limited partnerships, from further violations of the registration provisions of the Securities Act of 1933 and the antifraud provisions of the securities laws. In addition, Picard and the two partnerships were respec-tively enjoined from acting as an investment adviser and investment companies without registering in such capacities with the Commission. The defendants consented to the injunctions without admitting or denying the allegations of the Commission's complaint. The complaint alleged that the defendants sold approximately \$750,000 of unregistered securities to investors in Massachusetts and Rhode Island and in connection therewith made false statements and omitted material facts concerning the safety of the investment, the net asset value of the partnerships, the distribution of audited financial statements and dilution of investments. The complaint also alleged a fraudulent course of business including failing to disclose risks involved, failing to have annual audits of the partnerships, redeeming interests other than at net asset value and retaining an undisclosed portion of partnership profits for future distributions. (SEC v. Theophile N. Picard, et al., D.C. Mass.). (LR-9347)

FORMER BROKER-DEALER ENJOINED

The Chicago Regional Office announced that on April 16 the Honorable Bernard M. Decker of the U.S. District Court for the Northern District of Illinois entered a Final Judgment of Permanent Injunction against Dennis L. Mirus of Lake Forest, Illinois. Mirus, a former registered broker-dealer, was enjoined from violating the antifraud, broker-dealer registration, confirmation and recordkeeping provisions of the securities laws. Mirus was also enjoined from failing to make his broker-dealer records available to the staff for review pursuant to its statutory authority. Mirus consented to the entry of the permanent injunction without admitting or denying the allegations of the Commission's complaint. In a related administrative matter, Mirus consented to be barred from association with any broker, dealer or investment advisor and also to the revocation of his brokerdealer registration.

The complaint, filed on February 11, alleged that Mirus converted monies to his own personal use which had been entrusted to him by his customers for investment on their behalf. The complaint further alleged that Mirus tendered his personal checks to certain customers as disbursement of purported trading profits when there were insufficient funds in Mirus' bank accounts to cover these checks. In a related matter on March 17, upon the application of the Securities Investor Protection Corporation, the Honorable Bernard M. Decker ordered that the securities customers of Mirus were in need of the protection afforded by the Securities Investor Protection Act of 1970 and appointed a trustee for the liquidation of the business of Mirus. In addition, it was ordered that the liquidation proceeding be removed to the U.S. Bankruptcy Court for the Northern District of Illinois where Mirus had previously filed his Chapter 11 bankruptcy petition. (SEC v. Dennis L. Mirus, U.S.D.C., N.D. Ill., Eastern Division, Civil Action No. 81-C-0700). (IR-9348)

CRIMINAL PROCEEDINGS

WILLIAM H. MARTZ AND DANIEL R. GIBB SENTENCED

The Denver Regional Office announced that on March 9 U.S. District Court Judge Ronald N. Davies imposed sentence on Daniel R. Gibb of Phoenix, Arizona and Ogden, Utah, and William H. Martz of Colorado Springs, Colorado and Moose Lake, Minnesota. A suspended sentence was granted to both and a two year probation period was imposed after their conviction in the U.S. District Court at Fargo, North Dakota, of violations of the antifraud provisions of the securities laws, interstate transportation of money and securities obtained by fraud, and other charges. (U.S. v. Gibb and Martz, USDC, N.D., C2-80-39). (LR-9346)

INVESTMENT COMPANY ACT RELEASES

TRUST FOR CASH MANAGEMENT

An order has been issued on an application of Trust For Cash Management, registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, exempting it, subject to specific conditions, from the provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 thereunder, to the extent necessary to permit it to use the amortized cost valuation method for the purpose of pricing its shares for sale, repurchase and redemption. (Rel. IC-11744 - Apr. 22)

MAGELLAN FUND, INC.

A notice has been issued giving interested persons until May 18 to request a hearing on an application filed by Magellan Fund, Inc. and Salem Fund, Inc., each registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, Fidelity Management & Research Company (FMR), the Funds' investment adviser, Salem Investment Plans (Salem Plans), a registered unit investment trust, Caleb Loring, Jr., and Edward C. Johnson, 3rd, officers and directors of Salem, for an order exempting from the provisions of Section 17(a) of the Act, pursuant to Section 17(b) of the Act, the proposed merger of Salem into Magellan, and certain affiliated transactions, through the exchange of shares of Magellan, at net asset value, for the assets of Salem, and for an order pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder permitting certain affiliated persons of Magellan and Salem to participate in transactions incidental to the proposed merger. (Rel. IC-11745 - Apr. 23)

TEMPORARY INVESTMENT FUND, INC.

A notice has been issued giving interested persons until May 18 to request a hearing on an application filed by Temporary Investment Fund, Inc., Municipal Fund for Temporary Investment, Inc., and Trust for Short-Term Federal Securities, each an open-end, diversified, management investment company (collectively, the Funds), Provident Institutional Management Corporation, adviser for each of the Funds, Provident National Bank, sub-adviser for each of the Funds, Shearson Loeb Rhoades Inc., principal underwriter for each of the Funds, and Henry M. Watts, Jr., requesting an order, pursuant to Section 6(c) of the Investment Company Act of 1940, declaring that Mr. Watts shall not be deemed to be an "interested person" within the meaning of Section 2(a)(19) of the Act, of any of the Funds or their adviser, sub-adviser or principal underwriter. (Rel. IC-11746 - Apr. 23)

HOLDING COMPANY ACT RELEASES

CONSOLIDATED NATURAL GAS COMPANY

A supplemental order has been issued correcting an error in the captioned file number (70-6556) designated in the order of a voluntary plan pursuant to Section 11(e) filed by Consolidated Natural Gas Company, a registered holding company, and its subsidiaries, CNG Producing Company and CNG Development Company Ltd., which would result in the divestiture of most of CNG Producing Company's Canadian production properties in the Province of Alberta. The order issued April 21 (Rel. 35-22016) recited an incorrect captioned file number (70-6556). The correct file number should have read 70-6559. (Rel. 35-22018 - Apr. 23)

VERMONT YANKEE NUCLEAR POWER CORPORATION

A notice has been issued giving interested persons until May 15 to request a hearing on a proposal by Vermont Yankee Nuclear Power Corporation, subsidiary of New England Electric System and Northeast Utilities, to enter into a nuclear fuel sales agreement with the Vernon Energy Trust, a non-affiliate. The Trust will finance up to \$40 million of nuclear fuel inventory through bank borrowings and commercial paper sales. To ensure Vermont Yankee's payments under the agreement, Vermont Yankee will issue a promissory note and New England Power Company, Montaup Electric Company, The Connecticut Light and Power Company, The Hartford Electric Light Company and Western Massachusetts Electric Company, which own portions of Vermont Yankee, will enter guarantee agreements. (Rel. 35-22019 -Apr. 23)

GULF POWER COMPANY

A supplemental order has been issued authorizing Gulf Power Company, subsidiary of The Southern Company, to obtain the authentication and delivery of up to \$3,609,000 of certain series of its first mortgage bonds and to surrender such bonds to the indenture trustee in order to satisfy the sinking fund requirements of the indenture. Jurisdiction has been reserved over a similar proposal by Georgia Power Company, subsidiary of Southern, pending completion of the record. (Rel. 35-22020 - Apr. 23)

MIDDLE SOUTH UTILITIES, INC.

An order has been issued authorizing a proposal by Middle South Utilities, Inc., a registered holding company, and Arkansas Power & Light Company, subsidiary of Middle South, whereby the subsidiary will issue and sell up to an aggregate of 1,200,000 shares of common stock, at the par value of \$12.50 per share, to the holding company from time to time during the 1981 calendar year. The proceeds of such sales, which will aggregate up to \$15 million, will be used by the subsidiary to repay short-term debt and for financing its construction program. (Rel. 35-22021 - Apr. 23)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until May 14 to comment on the applications of the <u>Philadelphia Stock Exchange</u> for unlisted trading privileges in three stocks which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-17751)

UNLISTED TRADING GRANTED

An order has been issued granting the application of the <u>Cincinnati Stock Exchange</u> for unlisted trading privileges in the common stock (\$1-1/4 par value) of Richardson-Vicks, Inc. which is listed and registered on one or more other national securities exchanges and is reported in the consolidated transaction reporting system. (Rel. 34-17752)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF EFFECTIVENESS OF A PROPOSED RULE CHANGE

A rule change filed by the National Securities Clearing Corporation pursuant to Rule 19b-4 (SR-NSCC-81-4) has become effective in accordance with Section 19(b)(3) (A) of the Securities Exchange Act of 1934. The rule change establishes a fee to be billed to participants for each broker-dealer on whose behalf participants have indicated they will act as provided in NSCC's Rule 3 Section 4. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of April 27. (Rel. 34-17749)

NOTICE OF PROPOSED RULE CHANGE

The New York Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-NYSE-81-11) to make permanent its Rule 103A which establishes procedures for the evaluation of specialist performance and the reallocation of securities for substandard specialist performance. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of April 27. (Rel. 34-17750)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form; Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

- (S-18) GATEWAY FOODS FINANCIAL CORPORATION, P.O. Box 1957, La Crosse, WI 54601 (608) 785-1330 - \$5 million of Series A 14% thirteen-month demand notes. The company is a finance company making loans to its subsidiaries and retail customers. (File 2-71763-C - Apr. 13) (Br. 1 - New Issue)
- (S-18) ANDROS ANALYZERS INCORPORATED, 2332 Fourth St., Berkeley, CA 94710 (415) 849-1377 - 500,000 shares of common stock. Underwriter: Birr, Wilson & Co., Inc. The company prodices non-dispersive infrared (NDIR) gas analyzers in a variety of configurations. (File 2-71764-LA - Apr. 13) (Br. 8 - New Issue)
- (S-18) PIEZO ELECTRIC PRODUCTS, INC., 186 Massachusetts Ave., Cambridge, MA 02139
 (617) 547-1777 10,000,000 shares of Class A common stock. The company is a development-stage company which plans to acquire rights to, develop and market certain inventions and devices. (File 2-71802-B - Apr. 14) (Br. 7 - New Issue)
- (S-1) PETROXX, INC., 3229 D'Amico, Houston, TX 77019 (713) 524-2893 1,500,000 shares of common stock. Underwriter: John Muir & Co., 61 Broadway, New York, NY 10006. (File 2-71860 - Apr. 16) (Br. 9 - New Issue)
- (S-18) PRIME TIME COMMUNICATIONS, INC., 1700 Broadway, New York, NY 10019 (212) 246-6969 - 750,000 shares of Class A common stock. Underwriter: Faherty & Faherty Inc. The company is engaged in the production, publication and distribution of Prime Time magazine. (File 2-71861-NY - Apr. 16) (Br. 1 - New Issue)
- (S-1) THE GOOD SPORTS COMPANY, c/o Gatchell & Neufeld, Ltd., 165 West 46th St., Suite 810, New York, NY 10036 - 50 units of pre-formation limited partnership interests. (File 2-71891 - Apr. 20) (Br. 3 - New Issue)
- (S-2) KINGS ROAD PRODUCTIONS, INC., The Burbank Studios, Burbank, CA 91522 (213) 954-6602 - 1,800,000 shares of common stock. Underwriter: Bache Halsey Stuart Shields Incorporated. The company intends to engage in the production of motion pictures. (File 2-71901 - Apr. 21) (Br. 4 - New Issue)
- (S-1) LAS VEGAS HOTEL AND CASINO INVESTORS LTD., 3953 Las Vegas Blvd. South, Las Vegas, NV 89119 (702) 739-6616 - 20,000,000 shares of common stock. Underwriter: Alstead, Strangis & Dempsey Incorporated. The company is in the development stage and is seeking financing for the construction and operation of a 15-story hotel-casino project. (File 2-71907 - Apr. 21) (Br. 3 - New Issue)

- (S-16) DENNY'S, INC., 14256 East Firestone Blvd., La Mirada, CA 90637 (714) 521-4152
 1,000,000 shares of common stock. Underwriters: Merrill Lynch White Weld Capital Markets Group, Dean Witter Reynolds Inc. and Montgomery Securities. The company is engaged in the foodservice business. (File 2-71910 - Apr. 22) (Br. 4)
- (N-1) FIRST INVESTORS INTERNATIONAL SECURITIES FUND, INC., 120 Wall St., New York, NY 10005 (212) 825-7900 - an indefinite number of securities. (File 2-71911 -Apr. 22) (Br. 16 - New Issue)
- (S-16) NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION, 1115 30th St., N.W., Washington, DC 20007 (202) 337-6700 - \$100 million of collateral trust bonds, Series K, due 2011. Underwriter: Lehman Brothers Kuhn Loeb Incorporated. (File 2-71912 - Apr. 22) (Br. 7)
- (S-7) GEORGIA BANCSHARES, INC., 515 Mulberry St., Macon, GA 31202 (912) 746-0511 -47,212 shares of common stock. (Rights Offering) (File 2-71913 - Apr. 21) (Br. 1)
- (S-16) FEDERAL SIGNAL CORPORATION, 1415 West 22nd St., Oak Brook, IL 60521 (312) 920-2700 - 800,000 shares of common stock. Underwriter: Goldman, Sachs & Co. The company is a manufacturer and supplier of visual and audible warning and signaling devices. (File 2-71916 - Apr. 22) (Br. 8)
- (S-7) HOTEL INVESTORS TRUST, Suite 1148, 5530 Wisconsin Ave., Chevy Chase, MD 20015 (301) 656-1802 and HOTEL INVESTORS CORPORATION, Suite 1149, 5530 Wisconsin Ave., Chevy Chase, MD 20015 (301) 656-1809 400,000 shares of beneficial interest paired with 400,000 shares of common stock. Underwriters: Warburg Paribas Becker and Alex. Brown & Sons. The Trust is a real estate investment trust, and the Corporation is engaged in the operation of hotels. (File 2-71918 Apr. 22) (Br. 6)
- (S-1) FAIN-PORTER PRODUCTION COMPANY, INC., 7201 N. Classen Blvd., Oklahoma City, OK 73116 (405) 840-5574 - 1,250,000 shares of common stock. Underwriter: A.G. Edwards & Sons, Inc. The company is engages in exploration for and production of oil and natural gas. (File 2-71919 - Apr. 22) (Br. 10 - New Issue)
- (S-16) PENGO INDUSTRIES, INC., 1400 Everman Pkwy., Fort Worth, TX 76140 (817) 293-7110 - 396,541 shares of common stock. The company is engaged in providing oil and gas well completion and workover services, among other things. (File 2-71920 - Apr. 22) (Br. 9)
- (S-1) PIZZA TIME THEATRE, INC., 1213 Innsbruch Dr., Sunnyvale, CA 94086 (408) 745-6051 - 386,113 common shares. The company operates and franchises "Chuck E. Cheese's Pizza Time Theatre" family-oriented restaurant and entertainment centers. (File 2-71921 - Apr. 22) (Br. 4)
- (S-1) INTEGRATED CATTLE SYSTEMS V, 10900 Richmond Suite 5, Houston, TX 77042 -\$25 million in limited partnership interests. (File 2-71922 - Apr. 23) (Br. 4)
- (S-15) INDEPENDENT BANKSHARES CORPORATION, 1108 Fifth Ave., San Rafael, CA 94901
 (415) 457-8790 441,945 shares of common stock. (File 2-71924 Apr. 23) (Br. 1)
- (S-15) SPECTRA-PHYSICS, INC., 3333 North First St., San Jose, CA 95134 (408) 946-6080 - 242,085 shares of common stock. (File 2-71925 - Apr. 23) (Br. 8)
- (S-14) THE ADVEST GROUP, INC., Six Central Row, Hartford, CT 06103 (203) 525-1421 -55,784 shares of common stock. (File 2-71926 - Apr. 23) '(Br. 1)
- (S-16) THE CINCINNATI GAS & ELECTRIC COMPANY, 139 East Fourth St., Cincinnati, OH 45202 (513) 381-2000 - \$75 million of first mortgage bonds, & Series, due 1991. Underwriters: Morgan Stanley & Co. Incorporated and E. F. Hutton & Company Inc. The company is engaged in providing electric and gas service. (File 2-71927 -Apr. 23) (Br. 7)
- (N-1) THE VALUE LINE BOND FUND, INC., 711 Third Ave., New York, NY 10017 (212) 687-3965 - an indefinite number of shares of capital stock. (File 2-71928 -Apr. 20) (Br. 16 - New Issue)
- (S-8) CENTRAL VERMONT PUBLIC SERVICE CORPORATION, 77 Grove St., Rutland, VT 05701
 (802) 773-2711 \$2,925,000 of participations and 200,000 shares of common stock.
 (File 2-71933 Apr. 23) (Br. 7)

Apr. 10: Datapoint Corp., 2-71514.
Apr. 15: Brock Exploration Corporation 1981 Oil and Gas Drilling Program, 2-71129; Tax Exempt Securities Trust, Series 49, 2-70847.
Apr. 16: J. C. Penney Company, Inc., 2-71780.
Apr. 17: Church Loans and Investments Trust, 2-69842; Datapoint Corp., 2-71770; New England Merchants Co., Inc., 2-71261; Spectrum Control Inc., 2-71292.
Apr. 20: Global Futures Fund, 2-70103; Middle South Utilities Inc., 2-71342; Pengo Industries, Inc., 2-71805; Wisconsin Electric Power Co., 2-71555.
Apr. 21: Humana, Inc., 2-71745; New York State Electric and Gas Corp., 2-69988; Virginia Electric & Power Co., 2-71612.

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within 10 days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds 5%. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period <u>March 26 - April 1, 1981</u>. The number of shares of the security which are beneficially owned, and the number of shares concerning which there is a right to acquire are set forth for each beneficial owner. *Amended Acquisition Reports.

	REPORTING COMPANY OR INDIVIDUAL	ISSUER & NUMBER OF SHARES	DATE FILED
*	Dorothy Dann Collins	Wayne-Gossard Corporation (Indianapolis, IN) Common Stock - 87,800 shs. Common Stock - 11,200 shs. on conversion of Preferred Stock	3-26-81
*	Telvest, Inc. Telco Leasing, Inc. Technical Equipment Leasing Corp. Libco Corporation Clyde Wm. Engle	Wellco Enterprises, Inc. (Waynesville, NC) Common Stock - 116,000 shs. (27.5%)	3-30-81
	Pechelbronn (France)	Woodway Realty Corporation (NYC) Common Stock - 165,000 shs.	3-30-81
*	Permal International, Inc. (Controlled by M. M. Worms & Cie France)	Woodway Realty Corporation (NYC) Common Stock - 175,826.5 shs. Common Stock - 155,592 shs. on exercise of warrants	3-30-81
	George Leon	Zwicker Electric Co., Inc. (NYC) Common Stock - 146,075 shs. (20.13%) Common Stock - 54,000 shs. on exercise of options	3-30-81
*	Gulf Capital Corp. J. Mack Robinson	Atlantic American Corp. (Atlanta, GA) Common Stock - 688,004 shs. Common Stock - 3,000 shs. on exercise of options (Included above are shares owned by Mr. Robinson's wife.)	3-31-81
	Lehman Brothers Kuhn Loeb Holding Co., Inc. Alexander Abraham Banca della Svizzera Italiana (Overseas) Ltd. (Nassau)	Energy Reserve, Inc. (Phoenix, AZ) Common Stock - 200,000 shs. Common Stock - 300,000 shs. on exercise of warrants	3-31-81
*	Bishopric, Inc. E. Thomas Layton Edwin P. Steinebrey S. John Davies, Jr. Jack E. Brown	KDI Corporation (Cincinnati, OH) Common Stock - 458,827 shs. (This amendment corrects previously reported ownership.)	3-31-81

* Wilkinson Sword, Inc.	Scripto, Inc. (Atlanta, GA) Common Stock - 4,647,015 shs. (80%) (1,362,311 of above shares were acquired pursuant to the Tender Offer.)	3-31-81
Robert W. Wilson	Telepictures Corporation (NYC) Common Stock - 330,000 shs. Common Stock - 27,777 shs. on conversion of Debentures	3-31-81
* Arthur A. Feiner Michael A. Feiner	U. S. Realty Investments (Cleveland, OH) Shares of Beneficial Interest - 156,019 (Included above are shares owned by their wives.)	3-31-81
* F. Larry Tunnell Danny P. Wells Western Investors Frederick H. Gunther, et al	Western Preferred Corporation (Engelwood, CO) Common Stock - 1,212,534 shs. (10.7%)	3-31-81
* Stryker Oil Corp.	Alaska Airlines, Inc. (Seattle, WA) Common Stock - 344,558 shs.	4-1-81
Green Fund	Alaska Airlines, Inc. (Seattle, WA) Conv. Preferred Stock - 34,000 shs.	4-1-81
North American Realty Corporation	Alpex Computer Corp. (Danbury, CT) Common Stock - 885,560 shs. (27.9%)	4-1-81
* Charles J. Wyly, Jr., Indivi- dually and as Trustee	Bonanza International, Inc. (Dallas, TX) Common Stock - 796,874 shs. (17.4%)	4-1-81
* Sam Wyly, Individually and as Trustee	Bonanza International, Inc. (Dallas, TX) Common Stock - 1,031,432 shs. (22.5%)	4-1-81
Raymond H. Stevens Harold H. Taylor Bernard Leff	C I P Corporation (Cincinnati, OH) Common Stock - 34,086 shs.	4-1-81
* SAFECO Corporation	Iowa-Illinois Gas & Electric Co. (Davenport, IA) \$4.36 Preferred Stock - 8,600 shs. (14.3%)	4-1-81
* Gulf + Western Industries Inc. Charles G. Bluhdorn	Libbey-Owens-Ford Company (Toledo, OH) Common Stock - 1,359,800 shs. (12.27%)	4-1-81
* Gulf + Western Industries Inc. Charles G. Bluhdorn	Mohasco Corporation (Amsterdam, NY) Common Stock - 962,300 shs. (14.66%)	4-1-81
* Gulf + Western Industries Inc. Charles G. Blundorn	Munsingwear, Inc. (Minnespolis, MN) Common Stock - 307,500 shs. (16.23%)	4-1-81
* Robert H. Orchard Orchard Corporation of America Wilbur A. Cowett	Sorg Paper Company (Middletown, OH) Common Stock - 130,838 shs. (18.8%)	4-1-81
Gary J. Driggs D. H. Driggs Holding Company John D. Driggs	Western Financial Corporation (Phoenix, AZ) Common Stock - 273,009 shs.	4-1-81
* Welsh, Carson, Anderson & Stowe	Xonics, Inc. (Des Plaines, IL) Common Stock - 387,500 shs. (11.7%) on exercise of warrants	4-1-81

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REGULAR SERVICE — The regular service reproduction cost is 10c per page, including applicable sales taxes, plus postage (\$5.00 minimum order). Regular service orders will be shipped within seven calendar days of the receipt by the SEC's service contractor of your request, forwarded from the Public Reference Branch. Slight delays may occur if the materials to be copied are not already in the contractor's master files.

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