sec news.digest

Issue 81-132

JUL 13 1981

July 10, 1981

U.S. SECURITIES AND EXCHANGE COMMISSION

CIVIL PROCEEDINGS

MAXWELL E. MEEK AND MAJOR IMPROVEMENT CORPORATION ENJOINED

The Fort Worth Regional Office announced that on June 24 the Honorable Ralph C. Thompson of the U.S. District Court for the Western District of Oklahoma, entered an order permanently enjoining Maxwell E. Meek (M. E. Meek) and Major Improvement Corporation, both of Tulsa, Oklahoma, from further violations of the antifraud provisions of the securities laws. M. E. Meek and Major Improvement consented to the entry of the order without admitting or denying the allegations in the Commission's complaint.

The complaint, filed on February 24 against James Robert Meek (J. R. Meek), M. E. Meek and Major Improvement, alleges that Guaranty Trust Company of Ponca City, Oklahoma, issued passbook savings accounts and certificates of deposit to investors in various states. The complaint further alleges that M. E. Meek was responsible for Guaranty's day-to-day operations, J. R. Meek was the president of Guaranty, and Major Improvement was M. E. Meek's wholly-owned corporation.

Specifically, the complaint alleges that the Meeks made material misrepresentations and omitted to state material facts concerning, among other things, that: Guaranty's funds, bank accounts, brokerage accounts, and credit were used for the benefit of the Meeks and Major Improvement; and, Guaranty was in a precarious financial condition. These material misrepresentations and omissions occurred, the complaint alleged, when Guaranty sold its certificates of deposit and passbook savings accounts to the public; and when Guaranty purchased and sold, ostensibly for its own investment portfolio, certain government and other securities.

The entry of the order of permanent injunction does not preclude the Commission from pursuing its request for an accounting and disgorgement from M. E. Meek and Major Improvement. (SEC v. James Robert Meek, et al., WD/Okla.--CIV-81-227T). (LR-9391)

INVESTMENT COMPANY ACT RELEASES

HEIZER CORPORATION

An order has been issued on an application filed by Heizer Corporation, a business development company within the meaning of Section 2(a)(48)(A) and (B) of the Investment Company Act of 1940 that has elected to be subject to the provisions of Section 55 through 65 of the Act, pursuant to Section 6(c), permitting Heizer under Section 57(a)(4) of the Act and Rule 17d-1 thereunder to engage in certain transactions. (Rel. IC-11853 - July 9)

ALEX. BROWN CASH RESERVE FUND, INC.

A notice has been issued giving interested persons until August 3 to request a hearing on an application by Alex. Brown Cash Reserve, Inc., registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, requesting an order of the Commission, pursuant to Section 6(c) of the Act, exempting Applicant, subject to 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 Applicant to use the amortized cost method of valuation in pricing its shares for sale and redemption. (Rel. IC-11854 - July 9)

MATHERS AND COMPANY, INC.

A notice has been issued giving interested persons until August 3 to request a hearing on an application of Mathers and Company, Inc., a registered investment adviser (Mathers), and Mathers Fund, Inc., a registered, open-end, management investment company advised by Mathers, for an order of exemption from Section 15(f)(1)(A) of the Act in connection with a proposed transfer of a controlling interest in Mathers from Mr. Thomas N. Mathers to its other current shareholders. (Rel. IC-11856 - July 9)

HOLDING COMPANY ACT RELEASES

ARKANSAS POWER & LIGHT COMPANY

A notice has been issued giving interested persons until August 3 to request a hearing on a proposal by Arkansas Power & Light Company (AP&L) and Mississippi Power & Light Company (MP&L), each a subsidiary of Middle South Utilities, Inc., whereby AP&L proposes to sell a 25 percent undivided ownership interest in the unfinished Independence Steam Electric Station to MP&L for approximately \$70.5 million. AP&L also plans to transfer a 25 percent ownership interest in related pollution control facilities and a 50 percent interest in related coal handling facilities. (Rel. 35-22127 - July 9)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING GRANTED

Orders have been issued granting the applications of the following stock exchanges for unlisted trading privileges in the specified securities of the following companies which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system:

Pacific Stock Exchange Incorporated - Texas Oil & Gas Corporation, common stock (\$.50 par value). (Rel. 34-17924); and the Midwest Stock Exchange, Incorporated - Kenai Corporation, common stock (\$.05 par value). (Rel. 34-17925)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF EFFECTIVENESS OF A PROPOSED RULE CHANGE

The National Securities Clearing Corporation has filed a proposed rule change which became effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934 (SR-NSCC-81-8) to establish a processing time schedule for NSCC's Denver clearing facility. Publication of the proposal was made in the Federal Register during the week of July 6. (Rel. 34-17918)

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-1) ORIENT LEASING CO., LTD., World Trade Center Bldg., 2-4-1, Hamamatsu-cho, Minato-ku, Tokyo 105, Japan - \$30 million of % convertible debentures, due September 30, 1996. Underwriters: Goldman, Sachs & Co., Daiwa Securities America Inc. and Nomura Securities International, Inc. The company's principal business consists of leasing various types of transportation, office, industrial, retailing and other equipment to lessees in a broad range of industries in Japan. (File 2-73147 - July 8) (Br. 1 - New Issue)

- In a separate (S-B) statement the company seeks registration of American Depositary Receipts for 10,000,000 American Depositary Shares for the common stock of the company. (File 2-73148 July 8) (Br. 9 New Issue)
- (S-2) INSOLAR INC., 212 East Main St., Port Jervis, NY 12771 30,000,000 shares of common stock. Underwriter: J. W. Weller & Co., Inc. The company was recently formed to engage in the design, research, engineering, manufacturing and marketing of products and processes in the fields of thermal storage. (File 2-73150 July 8) (Br. 10 New Issue)
- (S-6) THE CORPORATE INCOME FUND, ONE HUNDRED THIRTY-FOURTH SHORT TERM SERIES,
 One Liberty Plaza, 165 Broadway, New York, NY 10080 an indefinite number of units
 of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds
 Inc., Bache Halsey Stuart Shields Incorporated and Shearson Loeb Rhoades Inc.
 (File 2-73151 July 8) (Br. 17 New Issue)
- (S-1) DALE ELECTRONICS, INC., 2064 Twelfth Ave., Columbus, NB 68601 (402) 564-3131 3,000,000 shares of common stock. Underwriters: Bear, Stearns & Co. and New Court Securities Corporation. The company designs, manufactures and markets electronic components, principally precision wirewound and metal film resistors and resistor networks (microcircuits). (File 2-73152 July 8) (Br. 7 New Issue)
- (N-1) ENERGY & UTILITY SHARES, INC., Axe Wood, Bulter & Skippack Pikes, Blue Bell, PA 19422 (215) 542-8025 - an indefinite number of shares of common stock. (File 2-73153 - July 8) (Br. 18)
- (S-11) ROTAN MOSLE REALTY FUND I, LTD., 1700 Pennzoil Pl., South Tower, Houston, TX 77002 - 3,020 units of limited partnership interest. (File 2-73154 - July 9) (Br. 6 - New Issue)
- (S-16) STORER BROADCASTING COMPANY, 1177 Kane Concourse, Miami Beach, FL 33154 (305) 866-0211 - 2,000,000 shares of common stock. Underwriter: Lehman Brothers Kuhn Loeb Incorporated. The company is engaged in broadcasting and cable communications. (File 2-73155 - July 9) (Br. 7)
- (S-1) NU PETRO OIL & GAS CORP., 350 Fifth Ave., Suite 3720, New York, NY 10118 10,000 units of preformation limited partnership interests. Underwriter: Seaboard Planning Corporation. The Partnership is being formed to engage in an exploratory and development oil and gas drilling program. (File 2-73156 July 9) (Br. 9 New Issue)
- (S-11) SUNBELT INCOME PROPERTIES FUND, 2850 Ocean Park Blvd., Suite 320, Santa Monica, CA 90405 20,000 units. (File 2-73157 July 9) (Br. 6 New Issue)
- (S-16) THE EQUITABLE LIFE MORTGAGE AND REALTY INVESTORS, One Federal St., Boston, MA 02110 (617) 542-0592 - 500,000 common shares. The company is engaged in making real estate investments. (File 2-73158 - July 9) (Br. 5)
- (S-1) CERON RESOURCES CORPORATION, 1529 19th St., Denver, CO 80202 2,000,000 units. Underwriters: Columbine Securities, Inc. and Coughlin & Co., Inc. The company is engaged in a broad range of activities associated with the oil and gas business in an effort to develop oil and gas reserves. (File 2-73159 - July 9) (Br. 3 -New Issue)
- (S-1) THE INTEGRITY GROUP, INC., Macke Centre II, Mack Centre Dr., Paramus, NJ 07652 - 1,360,000 shares of common stock. Underwriters: Donaldson, Lufkin & Jenrette Securities Corporation and Merrill Lynch White Weld Capital Markets Group. (File 2-73160 - July 9) (Br. 9 - New Issue)
- (S-16) COMMONWEALTH EDISON COMPANY, 37th Floor, One First National Plaza, P.O. Box 767, Chicago, IL 60690 (312) 294-4321 10,000,000 shares of common stock. Underwriters: Merrill Lynch White Weld Capital Markets Group, Bache Halsey Stuart Shields Incorporated, The First Boston Corporation and Dean Witter Reynolds Inc. The company is engaged in the production, purchase, transmission, distribution and sale of electricity. (File 2-73161 July 9) (Br. 7)
- (S-16) CHIEFTAIN DEVELOPMENT CO. LTD., 1201 Toronto Dominion Tower, Edmonton Centre, Edmonton, Alberta, Canada %tJ 221 - 835,200 common shares. (File 2-73162 - July 9) (Br. 3)

- (S-8) AMERICAN HOIST & DERRICK COMPANY, 63 South Robert St., St. Paul, MN 55107 (612) 293-4210 - 10,000 shares of common stock. (File 2-73165 - July 9)
- (S-15) MARK TWAIN BANCSHARES, INC., 8820 Ladue Rd., St. Louis, MO 63124 (314) 727-1000 \$148,928.40 Series 1 variable interest convertible secured notes, due 1991, and \$16,547.60 Series 2 variable interest secured notes, due 1991. (File 2-73166 -
- (S-1) ARISTAR, INC., 201 Alhambra Circle, Coral Gables, FL 33134 \$50 million of % senior notes, due 1991. Underwriter: Warburg Paribas Becker Incorporated, 55 Water St., New York, NY 10041. (File 2-73167 - July 9) (Br. 2)
- (S-16) HUMANA INC., 1800 First National Tower, Louisville, KY 40202 (502) 561-2000 -166,000 shares of common stock. The company is engaged in the development, owernship and operation of hospitals. (File 2-73168 - July 9) (Br. 6)
- (S-15) FARM HOUSE FOODS CORPORATION, 733 North Van Buren St., Milwaukee, WI 53202 (414) 271-5050 - \$3,047,304 of 8% installment notes, due 1987. (File 2-73171 -July 9) (Br. 4)
- (S-8) HONEYWELL INC., Honeywell Plaza, Minneapolis, MN 55408 (617) 870-2786 1,866,000 shares of common stock. (File 2-73172 - July 9) (Br. 8)
- (S-11) SOUTHMARK PROPERTIES, 3300 Holcomb Bridge Rd., Norcross, GA 30092 2,500,000 shares of Series A cumulative convertible preferred shares of beneficial interest. (File 2-73173 - July 9) (Br. 5)
- (S-6) THE CORPORATE INCOME FUND, ONE HUNDRED THIRTY-FIFTH SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Bache Halsey Stuart Shields Incorporated and Shearson Loeb Rhoades Inc. (File 2-73174 - July 9) (Br. 17 - New Issue)

REGISTRATIONS EFFECTIVE

June 24: Radiant Technology Corp., 2-72528-LA.

June 25: Investors' Quality Tax-Exempt Trust Short Term, Series 1, 2-72329.

June 30: CSX Corp., 2-72777.

July 1: Alliance International Fund, Inc., 2-70428; American Express Co., 2-72927; Dana Corp., 2-72976; Mercantile Texas Corp., 2-72377; Sea Containers Atlantic Ltd./Sea Containers Inc., 2-72773.

July 2: American Bancshares of Houma, Inc., 2-72194; Citizens Fidelity Corp.,

2-72494; BSD Bancorp., Inc., 2-72080; Western Capital Fund I, 2-71783.

July 6: Sassco Corp., 2-71977-A; U.S. Design Corp., 2-71687.

July 8: Municipal Investment Trust Fund, One Hundred Eighty-Sixth Monthly Payment Series 2-72847.

SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS

The following is a list of significant no-action and interpretative letters recently issued by the Division of Corporation Finance and the Division of Investment Management. These letters express the view of the Division with respect to novel or important questions arising under the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, and the Investment Advisers Act of 1940. Copies of these letters may be obtained by writing to the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Section, 1100 L Street, N.W., Room 6101, Washington, D.C., stating the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date. Copies cost 10 cents per page.

DIVISION OF INVESTMENT MANAGEMENT

COMPANY ACT/SECTION/RULE DATE PUBLIC OR RELEASE MAILED AVAILABILITY DATE Institutional Liquid ICA '40/Rule 17j-1(e)(5) 6/5/81 7/6/81 Assets, Inc.

SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS CONT.

DIVISION OF INVESTMENT MANAGEMENT CONT.

Oppenheimer Management Corporation

ICA '40/Rule 17a-7

4/3/81

4/3/81

DIVISION OF CORPORATION FINANCE

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
Fair Valley Properties No. 2	'33 Act/Rule 147	4/2/81	5/4/81
The Parsons Corporation/ RMP International, Ltd.	'33 Act/\$3(a)(10)	5/4/81	6/4/81
Dauphin Deposit Bank and Trust Company	'33 Act/\$3(a)(2) '40 Act/\$3(c)(3)	5/4/81	6/4/81
Sperry Corporation	'34 Act/Rule 14a-8(c)(12)	5/13/81	6/15/81
Raymond International, Inc.	'34 Act/Rule 16a-11	5/21/81	6/22/81
Sabine Corporation	'34 Act/Rule 16b—3(b)	5/26/81	6/26/81

RECENT 8K FILINGS

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

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

The companies listed below 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. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

ITEMS NO.	DATE
2,7	04/30/81
2,7	04/30/81
5,7	06/01/81
7	02/25/81 AMEND
2,7	04/28/81
5	05/12/81
3,7	05/29/81
5,7	05/20/81
1	03/17/81 AMEND
5	05/06/81
5	06/10/81
5	06/01/81
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AIR PRODUCTS & CHEMICALS INC /DE/	,	00/09/01
AIR AISCONSIN INC	2,5,7	05/16/81
AISLIET INTERNATIONAL INC	5	05/26/81
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AIRLIFT INTERNATIONAL INC	-	34/01/91
ALABAMA BY PRODUCTS COMP	2	00/01/31
ALASKA AIRLINES INČ	2	04/28/81
ALASKA AIRLINES INC	2	05/18/81
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ALL AMENICAN BONDER 1 40	£ .	06/04/91
ALLEGHANY CURP	· -	00/04/81
ALLYN & BACON INC	1,7	04/25/81
ALLYN & BACON INC	5	05/15/81
ALDEY COMPHIER CORP	5	05/08/81
ALDED THE THEORY ATTIONS FOLD	5	05/01/81
ALPINE INTERNATIONAL CORP	3	07/01/01
ALPINE INTERNATIONAL CORP	2	06/09/61
ALTAIR CORP	2,5,7	04/27/81
ALTAIR CHÉP/PHERTH ÉIGH	2.5.7	04/27/81
ALTAIR CORPIDENTS SICH	2.5.7	04/27/81
ALTAIN CORPYPOLITO NICO	Z y y y y	04/27/01
AMBER RESOURCES CO	2	04/2//31
AMERICAN AGRI FUELS CURP	5	05/05/81
ABURICAN BANK TRUST SHARES INC	5	05/28/81
AA DICAM BANCING DOWNER OF THE	2.7	06/05/81
AMERICAN CASTAL COOR	2 7 '	06/05/01
AMERICAN CAPITAL CORP	2	04/10/01
AMERICAN COMMONWEALTH FINANCIAL CORP	5 • 7	04/19/81
AMERICAN CONTINENTAL CORP /OH/	4	05/27/81
AMERICAN DISTRICT TELEGRAPH CO	5	05/12/81
AMERICAN DISTRICT TERESTATION TOC	1.6	04/30/91
A TERICAN FRUNTIER EXPLORATION INC	112	04/30/81
AMERICAN INDUSTRIES LID	1,2,3,4,5	36/10/81
AMERICAN MONITER CORP	4,6	04/29/81
AMERICAN PROPERTY INVESTIGES X	2.7	03/27/81
AMERICAN CNACAC THE	1	05/04/31
AMERICAN SNACKS INC	L No. 175MS	03/04/61
AMERICAN SULAR KING CURP	NU TIEMS	02/21/89
AMERICARE CORP /OH/	4,7	04/20/81
AMINEY RESOURCES CORP	5 • 7	05/08/81
AMARICA RESOURCES COM	5.7	36/05/81
AMINER RESOURCES CORP	211	00/03/01
AMINEX RESOURCES CORP	5,1	06/22/81
AMGELES CORPICAL	5.7	05/07/81
ASSOCIATION NAMED AND STREET	7	03/30/81 AMEND
ANGLES PARK COMMONITIES ETD	· - •	05/11//01
ANSURIA DERBY WAILK CO	2 • 1	05/14/81
APPALACHIAN NATIONAL CURP	5	65/08/8L
APPLICON INC	5	04/22/81
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AKISTEK CGRP	5,1	05/01/81
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ATLANTA COAST INDUSTRIES INC	. 5.7	05/22/81
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AVERY COAL CO INC	5	05/28/81
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BALCUR PENSION INVESTURS	2,5,7	05/21/81
BALCOR PENSION INVESTORS BALCOR REALTY INVESTORS LTD 61	2,5,7 5,7	05/21/81 04/23/81
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