U.S. PINCHUES AT

NOTICE OF COMMISSION MEETINGS

Issue 81-170

EXCIDAÇAL COTALICATION

Following is a schedule of Commission meetings which will be conducted pursuant to provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration. The Commission will not normally meet on Mondays or Fridays.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room on the eighth floor of the Commission's headquarters building at 500 North Capitol Street, Washington, D.C. All visitors are required to sign in and obtain passes at the Reception Desk in the lobby. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

CLOSED MEETING - WEDNESDAY, SEPTEMBER 9, 1981 - 10:00 A.M.

The subject matter of the September 9 closed meeting will be: Freedom of Information Act appeals; Settlement of administrative proceedings of an enforcement nature; Formal orders of investigation; Settlement of injunctive action; Institution of administrative proceeding of an enforcement nature; Institution of injunctive actions; Subpoena enforcement action; Litigation matter.

OPEN MEETING - WEDNESDAY, SEPTEMBER 9, 1981 - 2:30 P.M.

The subject matter of the September 9 open meeting will be:

The Commission will review and discuss major policy issues with respect to options trading with representatives of the Options Committee of the Securities Industry Association. These policy issues include multiple trading, side-by-side trading, the development of a national market system in options, entry of the New York Stock Exchange, Inc. and National Association of Securities Dealers Inc. into the options markets, Government National Mortgage Association debt options, Trans Canada Options and commodity options. FOR FURTHER INFORMATION, PLEASE CONTACT Richard T. Chase at (202) 272-2411.

OPEN MEETING - THURSDAY, SEPTEMBER 10, 1981 - 10:00 A.M.

The subject matter of the September 10 open meeting will be:

- (1) Consideration of whether to grant the appeal of Gerald J. Newbrough from the determination of the Freedom of Information Act Officer denying him access to internal memoranda and other material pursuant to Exemption 5 of the FOIA, 5 USC 552(b)(5). FOR FURTHER INFORMATION, PLEASE CONTACT Robert Lipsher at (202) 272-2493.
- (2) Consideration of whether to release to the public a study, entitled <u>Staff Report on the Securities Industry in 1980</u>. FOR FURTHER INFORMATION, PLEASE CONTACT William J. Atkinson at (202) 523-5493.

CLOSED MEETING - THURSDAY, SEPTEMBER 10, 1981 - FOLLOWING THE OPEN MEETING

The subject matter of the September 10 closed meeting will be: Regulatory matter bearing enforcement implications.

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: Arthur C. Delibert at (202) 272-2467.

RULES AND RELATED MATTERS

CORRECTIONS ON RELEASE OF PROPOSAL TO ADOPT RULE 17a-8

In the News Digest of August 28, under the heading "Rules and Related Matters," the item relating to the proposal to adopt Rule 17a-8 contained an incorrect File No. for comments, and an incorrect release number. The release was re-issued on August 31 under a new number. The correct Release No. is 34-18073 and the correct File No. is S7-904. The balance of the August 28 summary was correct.

FOR FURTHER INFORMATION CONTACT: Elizabeth S. York at (202) 272-2376

CIVIL PROCEEDINGS

AUTOMATED TECHNOLOGY CORP. ENJOINED

The Commission announced that on August 28 the U.S. District Court for the District of Columbia entered a Final Judgment of Permanent Injunction against Automated Technology Corp. (ATC) of Hackensack, New Jersey, a professional engineering firm, restraining and enjoining ATC from failing to timely file periodic reports with the Commission and ordering it to comply with certain undertakings.

The Commission's complaint, filed on July 27, alleged that as part of a continuing course of conduct extending over several years, ATC failed to timely file certain annual and quarterly reports. ATC, in consenting to the entry of the Judgment against it, admitted failure to file timely reports on 14 separate occasions. (SEC v. Automated Technology Corp., U.S.D.C. D.C., Civil Action No. 81-1742). (LR-9434)

ACTION FOR INJUNCTIVE AND OTHER EQUITABLE RELIEF ENTERED AGAINST HERBERT G. PAIGE AND PASHA SERVICE CORPORATION

The Commission today announced the institution of an action for injunctive and other equitable relief in the U.S. District Court for the District of Columbia against Herbert G. Paige of Coral Gables, Florida, and Pasha Service Corporation, a Florida corporated alleged to be controlled by Paige. The complaint alleges that Paige and Pasha violated antifraud and proxy solicitation provisions of the Securities Exchange Act of 1934 and Rules thereunder and aided and abetted violations of periodic reporting provisions and rules. The complaint alleges that while Paige was the principal officer of the bottling operations of General Cinema Corporation, a supplier of cans and bottle caps to the bottling operations, made periodic payments totalling \$5.9 million at Paige's direction to Pasha. The complaint alleges that such funds were misappropriated and wrongfully converted by Paige and Pasha. In addition the complaint alleges that Paige received loans totalling \$1.75 million from a subsidiary of the supplier, which also financed the purchase of an airplane used by Paige. It is also alleged that Paige used his authority to negotiate leases to permit the then president of the supplier to become co-owner of a warehouse that was leased by the bottling subsidiary. The complaint alleges that Paige made untrue and misleading statements to General Cinema concerning his remuneration and transactions with the supplier and thus aided and abetted and caused misstatements and omissions in General Cinema's Annual Reports on Form 10-K from 1970 through 1978 and proxy statements of 1977 The Commission is seeking injunctive relief and appropriate disgorgement. (SEC v. Herbert G. Paige and Pasha Service Corporation, U.S.D.C. D.C., Civil Action No. 81-2066). (LR-9436)

CROWN CORK & SEAL CO., INC. ENJOINED, ORDERED TO COMPLY WITH UNDERTAKINGS

The Commission announced today that the U.S. District Court for the District of Columbia entered a Final Judgment of Permanent Injunction against Crown Cork & Seal Co., Inc. in a Commission enforcement action. The complaint alleged that Crown Cork violated antifraud, periodic reporting and books and records provisions of the Securities Exchange Act of 1934 and rules thereunder. The complaint alleged that the defendant failed to disclose certain payments made at the direction of an officer of a customer and certain transactions with that officer. The complaint further alleged that the defendant failed to make and keep books, records and accounts, which in reasonable detail accurately and fairly reflect the transactions and dispositions of its assets, in that Crown Cork recorded the payments made to a corporate entity, alleged to be controlled by the officer of the customer, as payments to the customer for competitive allowances, discounts or rebates when, in fact, Crown Cork should have known and was reckless in not knowing that the payments were for the benefit and use of the officer of the customer. The Final Judgment enjoined Crown Cork from violating the foregoing provisions in connection with competitive allowances or payments in the nature of competitive allowances paid by check. Crown Cork was also ordered to comply with certain undertakings concerning competitive allowances or payments in the nature of competitive allowances and loans or extension of credit to officers, directors, employees or agents of customers; the composition of the Audit Committee of its Board of Directors and actions to be taken by the Audit Committee and the Board of Directors; and disclosure of the enforcement action in a Current Report on Form 8-K. Crown Cork consented to entry of the Final Judgment without admitting or denying the allegations of the Commission's complaint. (SEC v. Crown Cork & Seal Co., Inc., U.S.D.C. D.C., Civil Action No. 81-2065). (LR-9437)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGES

The Commission has approved proposed rule changes filed by the following:
The Boston Stock Exchange, Inc. (SR-BSE-81-7) which provides for a full-time
Chairman, creates a Hearing Committee for disciplinary proceedings, and redefines
the duties of the Business Conduct Committee. (Rel. 34-18067); and The National
Association of Securities Dealers, Inc. (SR-NASD-80-18) which amends Schedule D
of the NASD's By-Laws concerning the inclusion of rights and warrants on the
NASDAQ System. (Rel. 34-18070)

NOTICE AND APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved, on an accelerated basis, a proposed rule change filed by the Chicago Board Options Exchange, Incorporated (SR-CBOE-81-17) containing the specifications of its Interest Rate Options Qualification Examination. (Rel. 34-18069)

NOTICE OF EFFECTIVENESS OF PROPOSED RULE CHANGE

A rule change filed by The Depository Trust Company (SR-DTC-81-4), pursuant to Rule 19b-4, has become effective in accordance with Section 19(b)(3)(A) of the Securities Exchange Act of 1934. The rule change provides for the deposit and handling of Units (a combination of two or more component securities, such as stocks and warrants, initially sold as though they were one) at DTC. Publication of the proposal is expected to be made in the Federal Register during the week of August 31. (Rel. 34-18071)

NOTICE OF PROPOSED RULE CHANGES

The following have filed proposed rule changes under Rule 19b-4: The American Stock Exchange, Inc. (SR-Amex-81-16) to provide for the implementation of an electronic system to store and automatically report executions of market orders for options received before the opening of trading. (Rel. 34-18068); and The Options Clearing Corporation (SR-OCC-81-8) that would eliminate the requirement that Clearing Members maintain exercised positions in a separate exercise settlement account with their correspondent clearing corporation and would alter the terms of OCC's obligation to holders of option contracts. Under the proposed rule change OCC would no longer guarantee performance by correspondent clearing

corporations. Instead, OCC's obligations with respect to exercised contracts would terminate at the opening of business on the exercise settlement date after which time an exercising Clearing Member must look to its correspondent clearing corporation for performance. (Rel. 34-18072)

Publication of the proposals are expected to be made in the <u>Federal Register</u> during the week of August 31.

TRUST INDENTURE ACT RELEASES

DART & KRAFT, INC. AND DART INDUSTRIES INC.

A notice has been issued giving interested persons until September 21 to request a hearing on an application filed by Dart & Kraft, Inc. and Dart Industries Inc., pursuant to Section 310(b)(1)(ii) of the Trust Indenture Act of 1939, declaring that the trusteeship of Morgan Guaranty Trust Company of New York under two indentures of the Trust is not so likely to involve a material conflict of interest as to make it necessary to disqualify Morgan Guaranty from acting as trustee. (Rel. TI-653)

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-6) THE CORPORATE INCOME FUND, ONE HUNDRED FORTY-NINTH 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 2-73866 Aug. 28) (Br. 17 New Issue)
- (S-8) ALCAN ALUMINIUM LIMITED, 1 Place Ville Marie, Montreal, Quebec, Canada (mail address: Box 6090, Montreal, Quebec, Canada H3C 3H2) (514) 877-2340 1,000,000 common shares. (File 2-73874 Aug. 31) (Br. 6)
- (S-14) 795 FIFTH AVENUE CORPORATION AND 795 FIFTH AVENUE LIMITED PARTNERSHIP (IN FORMATION), 2 East 61st St., New York, NY 10021 (212) 838-8000 130,065 units. (File 2-73877 Aug. 31) (Br. 5 New Issue)
- (S-6) INSURAMERICA SERIES SEPARATE ACCOUNT, Great-West Plaza, 1675 Broadway, Denver, CO 80202 - an indefinite number of variable annuity contracts. Depositor: Insuramerica Corporation. (File 2-73879 - Aug. 31) (Br. 20 - New Issue)
- (S-1) UNITED CABLE TELEVISION OF DENVER, INC., 1080 Fourteenth St., Denver, CO 80202 (303) 573-6366 - 510,000 shares of Class A stock. Underwriter: Boettcher & Company. (File 2-73880 - Sept. 1) (Br. 8 - New Issue)
- (S-8) GENSTAR CORPORATION, 1177 West Hastings St., Suite 2600, Vancouver, British Columbia, Canada V6E 3Y3 (604) 689-1611 - 250,000 second preferred shares Series SP-81. (File 2-73881 - Sept. 1) (Br. 9)
- (S-16) DUQUESNE LIGHT COMPANY, 435 Sixth Ave., Pittsburgh, PA 15219 (412) 456-6000 -4,000,000 shares of common stock. Underwriters: The First Boston Corporation and Blyth Eastman Paine Webber Incorporated. The company is engaged in the production, transmission, distribution and sale of electric energy. (File 2-73882 - Sept. 1) (Br. 7)
- (S-8) GELCO CORPORATION, One Gelco Dr., Eden Prairie, MN 55344 (612) 944-4500 731,738 shares of common stock. (File 2-73883 Sept. 1) (Br. 4)

- (S-14) SOUTHLAND CAPITAL INVESTORS, INC., 2699 Lee Rd., Winter Park, FL 32789 (305) 647-3111 2,845,808 shares of common stock. (File 2-73886 Aug. 31) (Br. 9)
- (S-7) PHILADELPHIA ELECTRIC COMPANY, P.O. Box 8699, 2301 Market St., Philadelphia, PA 19101 (215) 841-4000 7,800,000 shares of common stock. Underwriters: Drexel Burnham Lambert Incorporated and The First Boston Corporation. The company provides electric, gas and steam service to the public in southeastern Pennsylvania. (File 2-73885 Sept. 1) (Br. 7)
- (S-15) OMAHA NATIONAL CORPORATION, 1700 Farnam St., Omaha, NB 68102 (402) 348-7906 13,704 shares of common stock. (File 2-73887 Sept. 1) (Br. 3)
- (S-16) THE CLEVELAND ELECTRIC ILLUMINATING COMPANY, 55 Public Sq., P.O. Box 5000, Cleveland, OH 44101 (216) 622-9800 3,500,000 shares of common stock. Underwriters: Morgan Stanley & Co. Incorporated, Merrill Lynch White Weld Capital Markets Group, McDonald & Company and Prescott, Ball & Turben. The company furnishes electric service in northeastern Ohio. (File 2-73888 Sept. 1) (Br. 8)
- (S-16) TEXAS EASTERN TRANSMISSION CORPORATION, 1221 McKinney St., P.O. Box 2521, Houston, TX 77001 (713) 759-3131 \$50 million of % debentures, due September 1, 2001, and \$100 million of % notes, due September 1, 1991. Underwriter: Dillon, Read & Co. Inc. The company operates pipeline systems supplying natural gas to the east and west coasts. (File 2-73889 Sept. 1) (Br. 8)
- (S-8) PHH GROUP, INC., 11333 McCormick Rd., Hunt Valley, MD 21031 (301) 667-4000 910,214 shares of common stock. (File 2-73890 Sept. 1) (Br. 5)
- (S-1) SHERWOOD & ROBERTS, INC., 1417 Fourth Ave., Seattle, WA 98101-2289 \$60 million of debentures, Series C. (File 2-73892 Sept. 1) (Br. 1)
- (S-15) ALLIED CORPORATION, P.O. Box 4000R, Morristown, NJ 07960 (201) 455-2000 1,630,319 shares of \$12 Series D cumulative convertible preferred shares. (File 2-73893 Sept. 1) (Br. 2)
- (S-8) AMERICAN ELECTRIC POWER COMPANY, Inc., 180 East Broad St., Columbus, OH 43215 (212) 440-9210 \$30 million of units of participation, and 150,000 shares of common stock. (File 2-73894 Sept. 1) (Br. 8)
- (S-8) ONEOK INC., 624 South Boston Ave., Tulsa, OK 74119 (918) 583-6161 18,420 shares of common stock. (File 2-73895 Sept. 1) (Br. 8)
- (S-15) MERCANTILE BANKSHARES CORPORATION, Mercantile Bank and Trust Bldg., 2 Hopkins Plaza, Baltimore, MD 21201 (301) 237-5900 236,250 shares of common stock. (File 2-73899 Sept. 1) (Br. 1)
- (S-14) FIRST DEKALB BANCSHARES, INC., 141 West Lincoln Highway, DeKalb, IL 60115 (815) 758-2411 20,000 shares of common stock. (File 2-73903 Sept. 1) (Br. 2 New Issue)
- (S-1) SEAWAY BANCSHARES, INC., 645 East 87th St., Chicago, IL 60619 (312) 487-4800 85,101 shares of common stock. (File 2-73904 Sept. 1) (Br. 1)

REGISTRATIONS EFFECTIVE

Aug. 27: Energysearch 1981/82 Development Drilling Program, 2-73559; Fenco Industries, Inc., 2-70995-NY; Institution of North America, Inc., 2-72323; Pawnee Energy Exploration 1981 Program, 2-73361.

Aug. 28: Rainier Energy Drilling Fund 1981, 2-72947.

Aug. 31: Century Telephone Enterprises, 2-73641; Excepticon, Inc., 2-73284; Idaho

Power Co., 2-73668; Indiana Bell Telephone Co., Inc., 2-73635; Rex Railcars Covered

Hopper Railcar Management Program 1981, 2-73008.

Sept. 1: Stan West Mining Corp., 2-70096.

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.

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DETENT LEGITE HANDINGTONING CONT	2-6	08/01/77 AMEND
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PETRO LEWIS OIL INCOME PROGRAM YIT	5	07/01/81
PHOENTY MATERIAL C CORP	2.7	07/23/81
PICNEER TEYAS CORP	2.5.7	07/21/81
PORTLAND GENERAL FLECTRIC CO	5.7	05/20/81
PRIMA ENERGY CORP	2.5.7	07/28/81
PROFILE SPORTS CORP	2.7	07/09/81
RANSBURG CORP	5	06/28/81
REGAL BELOTT CORP	5	07/29/81
RID VERDE ENERGY CORP	2.7	07/17/81
RMS ELECTRONICS INC	4	08/04/81
ROLFITE CO	2	07/23/81
ROYALTY DEVELOPMENT CORP	5	07/01/81
SATELLITE TELEVISION & ASSOCIATED RESOUR	2.7	07/01/81
SATELLITE TELEVISION & ASSOCIATED RESOUR	2.7	07/13/81
SAVANNAH FOGOS & INDUSTRIES INC	5	04/20/81
SAVOY INDUSTRIES INC	5,6	07/23/81
SB PARTNERS	2.7	07/22/81
SB PARTNERS	2,7	07/30/81
SCOTTS SEABUARD CORP	5	07/27/81
SEARLE G D & CO	5•7	07/15/81
SEATRAIN LINES INC	2,5,7	07/01/81
SECURITY CAPITAL CORP/DE/	5.7	07/08/81
SECURITY PACIFIC CORP	5,7	07/24/81
SEISCOM DELTA INC	2 • 7	07/28/81
SHAPELL INDUSTRIES INC	4	07/22/81
SHEARSON MURRAY REAL ESTATE FUND V LTD	5	07/10/81
SOFTWARE AG INTERNATIONAL INC	5	07/30/81
SCLAR TECHNOLOGY CORP	1.6	07/15/81
SOUNDESIGN CORP	5	08/04/81
SPM GROUP INC	5 • 7	07/22/81
SRC LABORATORIES INC	5 • 7	07/06/81
SUPER FOOD SERVICES INC	5 • 1	07/24/81
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SURVEYOR INDUSTRIES INC	6+1	07/24/81
SWEET N LEGAL USA INC	5 7	07/08/81
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RECENT 8K FILINGS CONT.

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TCLEDO EDISON CO	5	07/15/81
TPEX EXPLORATION INC	5	07/01/81
TRANE CO	7	08/06/81
TRI AMERICAN COPP	5	07/13/81
TRIANGLE INDUSTRIES INC	5,7	07/01/81
TRIO INDUSTRIES INC	1	07/18/81
TRITON GROUP LTC	5	07/13/81
TURNER BROADCASTING SYSTEM INC	5,7	07/20/81
TWIN CITY BARGE INC	5	07/28/81
UNICEA CORP	4,7	07/27/81
UNITED BANKS OF WISCONSIN INC	2	07/10/81
UNITED REPUBLIC INVESTMENT CO	1.7	07/30/81
UNIVERSITY REAL ESTATE INVESTORS-80	2	06/19/81
UNIVERSITY REAL ESTATE TRUST	2	07/24/81
VETA GRANDE COMPANIES INC	5 . 7	07/20/81
VILLAGE SUPER MARKET INC	5	07/16/81
VISTA MORTGAGE & REALTY INC/TX	1 • 7	07/17/81
VISUAL GRAPHICS CORP	2	08/10/81
WATSCO INC	2.7	07/31/81
WEBB DEL E CORP	2,5	07/17/81
WEINSCHEL ENGINEERING CO INC	5	07/01/81
WESTCALIND CORP	5	07/02/81
WESTERN NATURAL GAS CO/DE/	5.7	07/20/81
WESTERN UNION CORP /DE/	5	07/07/81
WESTERN UNION TELEGRAPH CO /NY/	5	07/07/81
WESTGATE CALIFORNIA CORP	5	08/10/81
WORDTRONICS CORP	7	06/15/81 AMEND
WORLD WIDE COIN INVESTMENTS LTD	2 • 4 • 5	07/01/81
YUBA GOLDFIELDS INC	5	08/03/81

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, registration statements, and other filings may be ordered by writing to the Public Reference Branch, Securities and Exchange Commission, Washington, D.C. 20549. When you are ordering more than one, we prefer that the documents be listed in alphabetical order by registrant name to expedite service. Cost estimates are given on request. Two types of service are available through the Public Reference Branch, one of which (priority service) is also available directly from the SEC's service contractor.

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.

PRIORITY SERVICE — Copies of documents may be ordered by telephone directly from the SEC's service contractor by calling 301/951-1350 (Maryland callers), or the toll-free number, 800-638-8241. The priority reproduction cost is 35¢ per page plus postage and applicable sales taxes (\$10.00 minimum order). Priority service orders will be shipped by 4:00 PM of the working day following the day of your telephoned request for materials already in the contractor's master files. Cost estimates are given on request.

All other reference material is available in the SEC Docket.

SEC NEWS DIGEST is published daily. Subscription rates: \$100.00/yr in U.S. first class mail: \$125.00 elsewhere.

SEC DOCKET is published weekly. Subscription rates: \$110.00/yr in U.S. first class mail; \$137.50 elsewhere.

SEC MONTHLY STATISTICAL REVIEW is published monthly. Subscription rates: \$19.00/yr in U.S. first class mail; \$23.75 elsewhere.

The News Digest, the Docket, and the Statistical Review are for sale by the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402.

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