



SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A Daily Summary of
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COMMISSION ANNOUNCEMENT

OFFSHORE FUNDS. In accordance with the recommendation made to the Congress in its transmittal letter of the Institutional Investor Study Report, the SEC announced today formation of an interagency task force to explore the possibility of the establishment and regulation under Federal securities laws of Foreign Portfolio Sales Corporations and offshore investment companies which invest in U. S. securities. (See Institutional Investor Study Report, House Doc. 92-64, 92d Cong. 1st Sess., Vol. 3, Ch. VII and Letter of Transmittal of March 10, 1971, pp. XVI and XVII.) The Task Force will consider appropriate tax treatment for such funds and for non-resident foreign investors in such funds, the regulatory issues under the Federal securities laws, various methods of gathering data with respect to foreign institutional investors in order to facilitate further study of development in this area and related matters. The Task Force consists of representatives of this Commission, the Department of State, the Department of the Treasury, and the Board of Governors of the Federal Reserve System. (Release 33-5178)

COURT ENFORCEMENT ACTIONS

SEC COMPLAINT NAMES THREE. The SEC Denver Regional Office announced August 3 the filing of a complaint in the Federal court in Salt Lake City seeking to enjoin violation of the registration provisions of the Federal securities law by George I. Norman, Jr., Nolan H. Schneider and Richard C. Head, all of Salt Lake City, in the sale of stock of Newport Pharmaceuticals International, Inc. (LR-5127)

SEC COMPLAINT NAMES SENTINEL AIRLINES, OTHERS. The SEC Fort Worth Regional Office announced August 5 the filing of a complaint in the Federal court in Dallas seeking to enjoin violations of the registration and anti-fraud provisions of the Federal securities laws in connection with the offer and sale of common stock of Sentinel Airlines, Inc. by the following: Sentinel Airlines, a Texas corporation, James G. McCollom, Albert Lee Woolard, Sy Yoakum Guthrie III and Alexander Alexander, all of Dallas, Armand Mucci of Cleveland, and James W. Marchbanks of Fort Worth, Tex. (LR-5128)

INVESTMENT COMPANY ACT RELEASES

ALEX BROWN & SONS. The SEC has issued a notice under the Investment Company Act giving interested persons until August 23 to request a hearing upon an application of Alex. Brown & Sons (Alex Brown), Baltimore, Md. broker-dealer and prospective co-representative of a group of underwriters with E.F. Hutton & Co., Inc., as co-representative, of a proposed offering of shares of American General Bond Fund, Inc., a closed-end investment company, for exemption from Section 30(f) of the Act to the extent that it adopts Section 16(b) of the Securities Exchange Act of 1934, with respect to the distribution of Bond Fund shares. It is possible that Alex. Brown and its co-underwriters will not be exempted from Section 16(b) since they may fail to meet the requirement for exemption in that the aggregate participation of persons not exempted be at least equal to the participation of person receiving the exemption, since it is possible that one or more of the underwriters who purchase more than 10% of the shares may be obligated to purchase more than 50% of the shares being offered pursuant to the underwriting agreement. 1/ (Release IC-6668)

HOLDING COMPANY ACT RELEASES

VERMONT YANKEE. The SEC has issued a notice under the Holding Company Act giving interested persons until August 27 to request a hearing upon an application of Vermont Yankee Nuclear Power Corporation, Rutland subsidiary of both Northeast Utilities and New England Electric System, to issue and sell to its sponsors an aggregate of \$49,500,000 of subordinated notes. Five of its sponsors have agreed to acquire 34.5% of the \$49,500,000 of notes in the following percentages: New England Power Company, 20%; The Connecticut Light & Power Company, 6%; The Hartford Electric Light Company, 3.5%; Montaup Electric Company, 2.5% and Western Massachusetts Electric Company, 2.5%. The remaining amount will be issued to the remaining five sponsors, but the acquisition thereof is not subject to approval of the Commission. Net proceeds will be used as required by a bank loan agreement (\$21 million), to meet additional plant construction requirements (\$10 million), for payment of bank notes (\$15 million) and to refund outstanding subordinated notes, due 1971 (\$3.5 million). 1/ (Release 35-17222)

OHIO POWER. The SEC has issued a notice under the Holding Company Act giving interested persons until August 26 to request a hearing upon an application of Ohio Power Company, Canton subsidiary of American Electric Power Company, Inc., to increase from \$95,500,000 to \$129,500,000 the amount of short-term notes to banks and commercial paper dealers. Ohio Power proposes to issue and sell \$20,480,000 such short-term notes to 53 banks. Net proceeds will be used in connection with its construction program and for other corporate purposes. 1/ (Release 35-17223)

OVER

ARKANSAS POWER. The SEC has issued an order under the Holding Company Act authorizing Arkansas Power & Light Company, Little Rock subsidiary of Middle South Utilities, Inc., to issue and sell \$30,000,000 of first mortgage bonds, due 2001, at competitive bidding. It also proposes to issue and sell 800,000 shares of common stock to the parent for \$12.50 per share for an aggregate of \$10,000,000. Net proceeds of its securities sale will be used for payment of short-term notes (estimated to be \$15 million at the time proceeds are received), to finance in part its 1971 construction program (estimated at \$130,400,000) and for other corporate purposes. (Release 35-17224)

SECURITIES ACT REGISTRATIONS

FARMLAND INDUSTRIES, INC., 3315 N. Oak Trafficway, Kansas City, Mo. 64116, filed a registration statement on August 5 seeking registration of \$30 million of 7½% subordinated certificates of investment, \$1 million of 8½% subordinated certificates of investment, and 120,000 shares of 6% preferred stock. The company proposes to offer to holders of its outstanding subordinated certificates of indebtedness and 5½% preferred stock the right to exchange such securities for an equivalent principal amount of any of the subordinated certificates of investment or 6% preferred stock or any combination thereof. The Association is operated on a cooperative basis as a supply source for local farmer's cooperative association. (File 2-41392)

AMERICAN NATIONAL GROWTH FUND SHARE ACCUMULATION PLANS, filed a registration statement on August 5 seeking registration of \$5 million of Plans. Plan investments purchase shares of American National Growth Fund Inc., a mutual fund. Securities Management and Research, Inc., 2302 Postoffice St., Galveston, Tex. 77550, is the depositor. (File 2-41399)

REALTY AND MORTGAGE INVESTORS OF THE PACIFIC (the Trust), 44 Montgomery St., San Francisco, Calif. 94104, filed a registration statement on August 5 seeking registration of \$50 million of units, each consisting of five shares and a \$100 debenture, to be offered for public sale at \$200 per unit. The offering is to be made through underwriters headed by White, Weld & Co., 20 Broad St., New York, N.Y. 10005, and Dean Witter and Co., Inc., 45 Montgomery St., San Francisco, Calif. 94106. The Trust was established to make long-term investments in income-producing properties, including mortgage loans. Bankoh Advisory Corp., a wholly-owned subsidiary of Bank of Hawaii, will act as investment adviser. (File 2-41400)

REDMAN INDUSTRIES, INC., 7800 Carpenter Freeway, Dallas, Texas 75247, filed a registration statement on August 5 seeking registration of 383,538 outstanding shares of common stock, which may be offered for sale from time to time by the holders thereof, at prices current at the time of sale (*\$19.50 per share maximum). The company is engaged in manufacturing and selling mobile homes and related products. (File 2-41401)

JAVELIN CORPORATION, 614 North First St., Minneapolis, Minn. 55401, filed a registration statement on August 6 seeking registration of 200,000 shares of common stock, of which 150,000 are to be offered for public sale by the company and 50,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$10 per share maximum) through underwriters headed by Piper, Jaffray & Hopwood Inc., 115 South 7th St., Minneapolis, Minn. 55402. The company engages principally in the wholesale marketing of new tires. Of the net proceeds of its stock sale, some \$800,000 will be used to retire bank indebtedness and the balance for working capital and other corporate purposes. (File 2-41404)

NATIONAL MINE SERVICE COMPANY, 3000 Koppers Bldg., Pittsburgh, Pa. 15219, filed a registration statement on August 6 seeking registration of 450,000 shares of common stock of which 125,000 are to be offered for public sale by the company and 325,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$16.50 per share maximum) through underwriters headed by Smith, Barney & Co., Inc., 1345 Avenue of the Americas, New York 10019, and Parker/Hunter Inc., 1146 Union Trust Bldg., Pittsburgh, Pa. 15219, The company manufactures and sells mining machinery and distributor products for use in mines. Of the net proceeds of its stock sale, \$750,000 will be used to purchase machine tools and the balance for working capital and other corporate purposes. (File 2-41407)

IMPERIAL INDUSTRIES, INC., 8600 N.W. South River Drive, Miami, Fla. 33166, filed a registration statement on August 6 seeking registration of 280,000 shares of common stock, of which 225,000 are to be offered for public sale by the company and 55,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$15 per share maximum); the underwriter is to be named later. The company is primarily engaged in the manufacture and distribution of building materials, products and supplies. Of the net proceeds of its stock sale, \$900,000 will be used to reduce outstanding short-term debt and the balance for working capital and other corporate purposes. (File 2-41408)

MEDIAN MORTGAGE INVESTORS, (the Trust), 30 Federal St., Boston, Mass. 02110, filed a registration statement on August 6 seeking registration of \$20 million of senior debentures, due 1981, with warrants to purchase shares of beneficial interest, to be offered for public sale in units, each consisting of a \$100 debenture and warrants (the number to be specified later), and at \$100 per unit. The offering is to be made through underwriters headed by Eastman Dillon, Union Securities & Co., Inc., One Manhattan Plaza, New York 10005. The Trust was organized to invest in a broad range of mortgage loans and other real estate investments. Median Mortgage Advisory Corporation is the investment adviser. (File 2-41412)

CAREER INVESTORS CORPORATION, (the Company) and CAREER INVESTORS--SIERRA FOOTHILLS, (the Partnership), 1459 W. Shaw Ave., Fresno, Calif. 93755, filed a registration statement on August 6 seeking registration of 700,000 shares of common stock and warrants to purchase 350,000 common shares of the company and 500,000 limited partnership interests in the Partnership. The shares are to be offered for public sale by the company at \$1 per share and the partnership interests by the Partnership at \$2000 per unit. The company was organized to participate in various investment opportunities. It will serve as general partner for the partnership under a program for investing in undeveloped property. Of the net proceeds of its stock sale, \$500,000 will be used by the company for investment in real estate or other investments; net proceeds of the sale of partnership units will be used for the general purposes of the partnership. (File 2-41413)

OPTEL CORPORATION, P.O. Box 2215, Princeton, N.J. 08540, filed a registration statement on August 6 seeking registration of 400,000 shares of common stock, to be offered for public sale (*at \$10 per share maximum) through underwriters headed by Philips, Appel & Walden, Inc., 111 Broadway, New York 10006. The company was organized in 1969 to develop, manufacture and sell opto-electronic devices. Of the net proceeds of its stock sale, \$1,200,000 will be used for product development and marketing and the balance for working capital and other corporate purposes. (File 2-41410)

CLINICAL SCIENCES, INC., Old Chester Rd., Gladstone, N.J. 07934, filed a registration statement on August 6 seeking registration of 200,000 shares of common stock, to be offered for public sale at \$10 per share through underwriters headed by F. L. Salomon & Co., 50 Broadway, New York 10004. The company was formed primarily to develop, manufacture and market certain serological reagents and related devices for use in the clinical, veterinary and food processing fields. Of the net proceeds of its stock sale, \$660,000 will be used to purchase and install in a proposed new facility additional laboratory equipment and machinery, furniture and fixtures, and the balance for working capital and other corporate purposes. (File 2-41411)

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:

American Seating Company, Grand Rapids, Mich. (File 2-41390) - 18,000 shares
 ITEL Corporation, San Francisco, Calif. (File 2-41403) - 869,755 shares
 North American Philips Corp., New York, (File 2-41402) - 100,000 shares
 Synercon Corp., Nashville, Tenn. (File 2-41405) - 60,000 shares
 Optics Technology, Inc, Palo Alto, Calif. (File 2-41406) - 47,525 shares

MISCELLANEOUS

RECENT FORM 8-K FILINGS. The companies listed below have filed Form 8-K reports for the month indicated and responding to the item of the Form specified in parentheses. Photocopies thereof may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). Invoice will be included with the requested material when mailed. An index of the captions of the several items of the form was included in the August 3 News Digest.

8K's for April 1971

The Chesapeake & Potomac Tel Co Of Va (13)	2-24752-2	Michael Baker Jr Inc (11,13)	1-6627-2
Grow Chemical Corp (12)	1-4596-2	Computing & Software Inc (3)	1-5586-2
The Clorox Co (2,7,13)	1-5659-2	Diversa Inc (3,6,12)	1-5808-2
Filmways Inc (12)	1-5979-2	Investing Funding Corp Of N Y (7)	1-4600-2
First Penna Corp (11)	0-4617-2	Coffee-Mat Corp (7) May 71	1-5367-2
Frontier Airlines Inc (12)	1-4877-2	The Cyclotron Corp Mar 71 (12)	0-2554-2
Halliburton Co (8)	1-3492-2	Detroit Gray Iron & Steel Foundries Inc (1,11)	0-4848-2
Kentucky Central Life Insur Co (11,13)	2-15521-2	First Realty Invst Corp (2,7,11,13)	0-4159-2
Kentucky Finance Co Inc (7,13)	0-2846-2	Humanics Inc (8)	0-4246-2
Dynascan Corp (7,10)	0-511-2	Interlake Inc (8,10)	1-6345-2
Easco Corp (11,13)	1-1329-2	Kardar Canadian Oils Ltd Sept 70 (2,13)	2-9782-2
Leslie Salt Co (3,11)	1-2897-2	Dec 70 (2,13)	2-9782-2
Richard D Brew & Co Inc (11)	2-15258-2	Economy Finance Corp (4,7,8,13)	0-2352-2
Colgate Palmolive Co (11,12,13)	1-644-2		
Chemical Lehman Tank Lines Inc (11,12)	0-2155-2		
Guardian Care Inc (11) Feb 71	0-4340-2		

8K's for April 1971 (Con't)

El Paso Elec Co May 71 (11)	0-296-2	Ethyl Corp (7,13)	1-5112-2
First Faramount Equity Corp (2,13)	0-4763-2	California Medical Centers (2,12,13)	0-3661-2
CPC International Inc (11,13)	1-4199-2	Central Louisiana Elec Co Inc (3,7,11,13)	1-5663-2
Citizens Holding Co (11,12)	0-2675-2	Cleveland Cliffs Iron Co (11,13)	1-3443-2
Columbia Corp (11)	0-3283-2	Crown Central Petroleum Corp (7)	1-1059-2
Consolidated Freightways Inc (11,13)	1-5046-2	Curtis Publishing Co (6)	1-69-2
Dennison Mfg Co (11)	1-4643-2	Florida Public Utilities Co May 71 (11,13)	0-1055-2
Eastern Airlines Inc (7,8)	1-3049-2	General Binding Corp May 71 (11)	0-2604-2
E I Du Pont De Nemours & Co (11,13)	1-815-2	Walter E Heller & Co (11,12,13)	1-6157-2
Florida Power & Light Co (7,12)	1-3545-2	Walter E Heller International Corp (11,13)	1-5919-2
Institute Of Broadcast Arts Inc (1,2,7,12,13)	0-5117-2	Hoffman Products Inc (2)	0-2229-2
Black Hills Power & Light Co (11)	0-164-2	International Funeral Serv Inc (2,7,13)	1-6585-2
Boyertown Burial Casket Co (4,13)	0-1944-2	K-T Oil Corp (11,13)	0-2144-2
Diversified Computer & Management Services Inc (2,7,13)	0-5133-2	Munford Inc (11,13)	1-5432-2
Dorsey Corp (7,11,13)	1-1982-2	Brown & Grist Inc (2,13)	0-2714-2
Garan Inc (11)	1-4506-2	Central Coal & Coke Corp (11)	0-1392-2
Golden West Financial Corp (7,8,13)	0-3694-2	Midwest Lackaging Corp Mar 71 (11)	0-4403-2
Haven Inds Inc (12,13)	1-4647-2	Sargent-Welch Scientific Co (12,13)	1-4711-2
Disc Inc (6)	0-1466-2	Sensormatic Electronics Corp (4,8,13)	0-3953-2
Dunkin Donuts Inc (4,7,13)	0-3456-2	Siboney Corp (6,12)	1-3952-2
Edison Bros Stores Inc (12,13)	1-1394-2	Steak 'N Shake Inc (3,11,13)	0-90-2
IteI Corp (2,7,11,13)	1-5989-2	The Stern Metals Corp (11,12)	1-5147-2
Centex Corp Mar 71 (7,10)	0-3860-2	L S Homes Inc (13)	0-5041-2
Cessna Aircraft Co (12)	1-31452-2	Wagner Mining Equipment Inc (12,13)	0-5522-2
J W Edgerly & Co (11)	0-4542-2	Wisconsin Centrifugal Inc (13)	0-3862-2
Fas International Inc (12)	1-4692-2	S W Industries Inc (8)	0-846-2
Fibreboard Corp (7,11,13)	1-271-2	Sears Inds Inc (7,11,13)	1-574-2
Ling-Temco Vought Inc (3,11,13) (3,13) March 71	1-4368-2 1-4368-2	Seligman & Latz Inc (11)	1-4437-2
Cenco Hospital & Convalescent Homes Corp (2,4,7,12,13)	2-34916-2	Southwestern Electric Serv Co (7)	0-22-2
		Squibb Corp (2,3,4,7,11,13)	1-5514-2
		United-Overton Corp (7,8,13)	0-4913-2
		Wometco Enterprises Inc (11,13)	1-5085-2

SECURITIES ACT REGISTRATION. Effective August 9: Collins & Aikman Corp., 2-41162; Neuwirth Income Development Corp., 2-38225; John Nuveen & Co., Inc., 2-40677; Petroleum Fund Management Co., 2-36858 (90 days); Southern Indiana Gas and Electric Co., 2-41209.

NOTE TO DEALER. The period of time dealers are required to use the prospectus in trading transactions is shown above in parentheses after the name of issuer.

* As estimated for purpose of computing the registration fee.

1/ Pending distribution of this release by the Commission by the appropriate mailing lists, interested persons should consult the Federal Register for details of the release.