sec news digest

Issue 74-99 (SEC Docket, Vol. 4, No. 8 - May 28) RECEIVED

May 21, 1974

COMMISSION ANNOUNCEMENTS

MAY 22 1974

ROBERT H. DAVENPORT NAMED ADMINISTRATOR, DENVER REGIONAL OFFICE

LIBRARY

Chairman Ray Garrett, Jr. announced today the appointment of Robert H. Davenport as Administrator of the Denver Regional Office of the Securities and Exchange Commission. Mr. Davenport succeeds Donald J. Stocking, who has retired.

Mr. Davenport, a native of Earlington, Kentucky, attended the University of Kentucky and, after serving in the United States Army, continued his education at the University of Denver where he received his undergraduate degree. He received his LL.B. degree from the University of Denver in 1957, and was admitted to the Colorado Bar in that year. He is admitted to practice in the United States District Court for the District of Colorado, the United States Court of Appeals for the Tenth Circuit, and the United States Supreme Court.

Mr. Davenport joined the Securities and Exchange Commission on May 5, 1958 as a staff attorney in the Denver Regional Office. He was promoted to progressively more responsible attorney positions and has served, since 1968, as the Chief Enforcement Attorney of that Office, having direct responsibility, in that capacity, for a number of difficult enforcement matters handled by the Commission's Denver Regional Office.

In announcing the appointment of Mr. Davenport, Chairman Garrett paid tribute to retiring Regional Administrator Donald J. Stocking, who has completed 36 years of service with the Commission. Mr. Stocking, who served as Administrator of the Commission's Denver Regional Office since 1963, was the recipient, in 1967, of the Commission's highest award -- the SEC Distinguished Service Award.

ORDERS FOR PUBLIC PROCEEDINGS

DENNIS MCCAULEY AND CO., OTHERS

Administrative proceedings under the Securities Exchange Act of 1934 have been instituted against Denis McCauley and Company, Inc. (Registrant) of Minneapolis, Minn. Also named as respondents are Denis M. McCauley, a director; Robert E. Abrams, a director and president; Philip K. Schneiderman, vice president; and Robert J. Gallivan, Jr., a registered representative.

The proceedings are based upon allegations of the Commission's staff that Registrant and the individual respondents from October 1971 to October 1972 violated the antifraud and antimanipulative provisions of the securities laws in the offer and sale of Bio-Medicus, Inc. stock. The Commission's staff further alleged violations of the net capital provisions. A hearing will be scheduled by further order on the charges. (Rel. 34-10817)

COURT ENFORCEMENT ACTIONS

COASTAL STATES LAND AND DEVELOPMENT CORP., OTHERS, ENJOINED.

The Atlanta Regional Office announced that on May 8, 1974 the Federal court in Augusta, Georgia entered a consent order permanently enjoining: Douglas R. Smith of North Augusta, South Carolina, and Dale Simpson of Augusta; Coastal States Land and Development Corporation, also of Augusta; Frank Dowdy of Forsyth, Georgia, and Jerry E. Noles of Swainsboro, Georgia; and Southeastern Land and Development Corporation, of Augusta, from violations of the registration and antifraud provisions of the securities laws in the offer and sale of various securities. (LR-6373)

INVESTMENT COMPANY ACT RELEASES

GIBRALTAR GROWTH FUND, INC.

An order has been issued on an application of Gibraltar Growth Fund, Inc., declaring that the Fund has ceased to be an investment company. (Rel. IC-8354)

SECURITIES ACT REGISTRATIONS

(S-1) THE SCARAMOUCHE COMPANY

147-50 78th Avenue, Kew Garden Hills, N.Y. - Jerry Olinick, as general partner of The Scaramouche Company, a New York limited partnership to be formed, proposes to offer for subscription pre-formation limited partnership interests, aggregating \$700,000, in units of \$7,000 each, in The Scaramouche Company. The company is to be formed for the purpose of producing the dramatico-musical play presently entitled "Change". (File 2-50795 - Apr. 17)

(S-1) DOCTOR JAZZ COMPANY

654 Madison Ave., New York, NY. 10021 - \$600,000 of limited partnership interests to be offered for sale in units of \$12,000 per unit and in smaller fractional units at discretion of offeror. There are no underwriters. The company is being formed to produce the musical play "Doctor Jazz." (File 2-50897 - Apr. 29)

(S-1) THE FOXBORO COMPANY

38 Neponset Avenue, Foxboro, Mass. 02035 - \$25 million of convertible subordinated debentures due 1994 and 150,000 outstanding shares of common stock. The debentures are to be offered for sale by the company and the shares by selling stockholders. through underwriters managed by Paine, Webber, Jackson & Curtis Incorporated, 100 Federal Street, Boston, Mass. 02101. Foxboro is a multi-national manufacturer and distributor of instrumentation and systems for process management and control. (File 2-50912 - Apr. 30)

(S-1) HAMMERMILL PAPER COMPANY

1540 East Lake Road, Erie, Pa. 16542 - 327,096 shares of common stock. These shares have been or may be offered by Hammermill in connection with certain completed acquisitions and, at the time of their offering, will be held by certain stock-holders of Hammermill. Hammermill principally manufactures and sells fine and printing papers, envelopes and other paper and paper related products. (File 2-50920 - Apr 29)

(S-7's) JEWEL COMPANIES, INC.

5725 East River Rd., Chicago, Ill. 60631 - (a) 200,000 shares of common stock issuable under the company's Employee Stock Plan; and (b) 200,000 shares of common stock issuable to a limited number of key executives under the company's stock option plan. Jewel is a diversified retailer engaged primarily in the retail sale of food, drugs and general merchandise for personal and household use. (File 2-50968 and 2-50969 - May 2)

(S-16) STANDARD BRANDS INCORPORATED

625 Madison Ave., New York, N. Y. 10022 - 42,762 shares of common stock to be offered for sale from time to time by certain shareholders at prices current at the time of sale. The company is a diversified producer of foods and distilled products. (File 2-50983 - May 2)

(S-1) OMNI-EXPLORATION, INC. (General Partner)

124 North Narberth Ave., Narberth, Pa. 19072 - \$50 million of units of participation in Omni 1974 Oil and Gas Program, a series of up to two general partnerships to be formed during 1974, and one general partnership to be formed in 1975, each of which will invest, as a limited partner, in not fewer than five drilling programs organized by independent operators selected by Omni for the purpose of engaging in the acquisition, exploration and development of oil and gas properties. The offering is to be made at \$1,000 per unit (minimum subscription is five units) through selected NASD member firms as selling agents on a "best efforts" basis. (File 2-51021 - May 13)

(S-6) MUNICIPAL INVESTMENT TRUST FUND, TENTH PENNSYLVANIA SERIES

> \$5 million of units of beneficial interest to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, N. Y. 10006. The Fund, a unit investment trust, is to be created by a trust agreement among Merrill Lynch, Bache & Co. Incorporated and Reynolds Securities Inc., as sponsors, United States Trust Company of New York, as trustee, and Standard & Poor's Corporation, as Evaluator. The Fund's primary objective is providing income exempt from Federal and Pennsylvania State income taxes through investment in a fixed portfolio of interest-bearing, long-term state, municipal and public authority bonds. (File 2-51097 - May 15)

(S-11) CONSOLIDATED EQUITIES PARTNERS, LTD.

1280 W. Peachtree St., Atlanta, Ga. 30309 - 10,000 of limited partnership interests, to be offered for sale at \$500 per interest through selected NASD members (with a minimum purchase of five or more interests). The partnership will invest in unspecified income producing real estate. (File 2-51104 - May 16)

(S-7) CUMMINS ENGINE COMPANY, INC.

432 Washington St., Columbus, Ind. 47201 - 250,000 shares of cumulative convertible preference stock, to be offered for sale through underwriters headed by The First Boston Corporation, 20 Exchange Place, New York, N. Y. 10005. Cummins is primarily engaged in the production of high speed diesel engines and related parts. (File 2-51107 - May 16)

(S-7's) LONG ISLAND LIGHTING COMPANY

250 Old Country Rd., Mineola, N. Y. 11501 - \$60 million of first mortgage bonds, Series Y, due 2004, to be offered for sale at competitive bidding. (File 2-51101 - May 15)

In a separate statement Long Island seeks registration of 800 shares of common stock, to be issued pursuant to its Automatic Dividend Reinvestment Plan. The company supplies electric and gas service in Long Island, New York. (File 2-51102 - May 15)

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: Iowa Beef Processors, Inc., Dakota City, Neb. (File 2-51055 - May 13) -406.415 shares Gilford Instrument Laboratories Inc., Oberlin, Ohio (File 2-51056 - May 13) -85,000 shares Coquina Oil Corp., Midland, Tex. (File 2-51057 - May 13) - 60,000 shares FMC Corp., Chicago, Ill. (File 2-51061 - May 13) - 600,000 shares New England Gas and Electric Association, Cambridge, Mass. (File 2-51063 -May 13) - 200,000 shares The Huffman Manufacturing Company, Miamisburg, Ohio (File 2-51064 - May 13) -10.000 shares Cooper Tire & Rubber Company, Findlay, Ohio (File 2-51065 - May 13) - 73,913 shares Gilford Instrument Laboratories Inc., Oberlin, Ohio (File 2-51067 - May 13) -30.000 shares Western Air Lines, Inc., Los Angeles, Cal. (File 2-51068 - May 14) - 1,000.000 shares Finnigan Corp., Sunnyvale, Cal. (File 2-51018 - May 9) - 57,000 shares Speidel Newspapers Inc., Reno, Nevada (File 2-51069 - May 14) - 300,000 shares Tennant Co., Minneapolis, Minn. (File 2-51070 - May 13) - 270,000 shares The Marine Corp., Milwaukee, Wis. (File 2-51072 - May 13) - 61,900 shares Indian Head Inc., New York, N. Y. (File 2-51073 - May 14) - 799,084 shares Marshall Field & Co., Chicago, Ill. (File 2-51077 - May 14) - 300,000 shares Turbodyne Corp., Minneapolis, Minn. (File 2-51080 - May 14) - 50,000 shares Onan Corp., Minneapolis, Minn. (File 2-51081 - May 14) - 120,000 shares Clarke-Gravely Corp., Muskegon, Mich. (File 2-51082 - May 14) - 60,000 shares Builders Investment Group, Valley Forge, Pa. (File 2-51086 - May 10) -189,800 shares The May Department Stores Co., St. Louis, Mo. (File 2-51078 - May 14) - 500,000 shares Seatrain Lines, Inc., New York, N. Y. (File 2-51085 - May 15) - 200,000 shares First Financial Corp., Tampa, Fla. (File 2-51088 - May 15) - 300,000 shares Siliconix Inc., Santa Clara, Cal. (File 2-51089 - May 15) - 190,000 shares Kansas-Nebraska Natural Gas, Hastings, Neb. (File 2-51091 - May 15) - 250,000 shares

REGISTRATIONS EFFECTIVE

<u>May 20</u>: D. H. Baldwin Co., 2-50927; The Huffman Manufacturing Co., 2-51064; Long Island Lighting Co., 2-51102; Marine Midland Banks, Inc., 2-50820; Merck & Co., Inc., 2-50907; Minnesota Mining and Manufacturing Co., 2-50987; Murphy Oil Corp., 2-50774; Olinkraft, Inc., 2-50884; Sun Electric Corp., 2-50913; Tennant Co., 2-51070; United States Tobacco Co., 2-50994.

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 for mailing within four days (\$2 minimum) and 30¢ per page plus postage for over-night mailing (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.
	SEC NEWS DIGEST is published daily. Subscription rates: \$35.45/yr in U.S. first class mail; \$44.35 elsewhere.
	SEC DOCKET is published weekly. Subscription rates: \$21.35/yr in U.S. first class mail, \$26.70 elsewhere. The News Digest and the Docket are for sale by the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402.