

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



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(Issue No. 70-143)

FOR RELEASE July 24, 1970

HOLDING COMPANY ACT RELEASE

JERSEY CENTRAL P&L RECEIVES ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16790) authorizing Jersey Central Power & Light Company, Morristown subsidiary of General Public Utilities Corporation, to issue and sell or to renew, up to \$48,000,000 of short-term promissory notes. Net proceeds will be used for construction expenditures and/or to repay other short-term borrowings, the proceeds from which have been so applied. Proceeds may also be applied to reduction, or in total payment, of any permanent debt securities issued and sold by the company prior to the maturity of all the notes proposed to be issued.

INVESTMENT COMPANY ACT RELEASES

FIDUCIARY MUTUAL INVESTING CO. RECEIVES ORDER. The SEC has issued an order under the Investment Company Act (Release IC-6132) declaring that Fiduciary Mutual Investing Company, has ceased to be an investment company.

MERCER FUND RECEIVES ORDER. The SEC has issued an order under the Investment Company Act (Release IC-6133) declaring that Mercer Fund, Inc. has ceased to be an investment company.

CORRECTION RE U.S. COMMUNICATIONS ACQUISITION. The Commission's decision in this matter, referred to in SEC News Digest of July 22, carries Investment Company Act Release No. 6122, not 5122.

COURT ENFORCEMENT ACTIONS

LAWRENCE GOTTLIEB ENJOINED. The SEC New York Regional Office announced July 20 (LR-4689) that, without admitting or denying the allegations in an SEC complaint for injunctive action, Lawrence Gottlieb of Staten Island, N. Y., consented to a court order of permanent injunction against violations of the anti-fraud provisions of the Federal securities laws.

UNIREX, OTHERS, CONSENT TO COURT ORDER. The SEC Denver Regional Office announced July 21 (LR-4690) that Unirex, Inc., a Colorado corporation, Doherty & Co., Edward F. Doherty, Melvin D. Rueckhaus and Richard J. Scanlon had consented to entry of an order by the Federal court in Albuquerque, N. M., prohibiting their violations of the Securities Act registration provisions in the offer and sale of stock of Unirex, Rex Uranium Corporation, Universal Industries, Inc., or Montana Land and Exploration Company. The consent order also prohibits Unirex, Rueckhaus and Scanlon from violating the anti-fraud provisions of the Federal securities laws in the purchase or sale of such securities, and prohibits Doherty & Co. and Doherty from purchasing such securities in the course of their distribution in violation of Rule 10b-6. In consenting to the court order, the defendants did not admit or deny the violations alleged.

SECURITIES ACT REGISTRATIONS

HOLIDAY INNS INVESTORS PROPOSES OFFERING. Holiday Inns Investors (the "Trust"), 260 Cochituate Rd., Framingham, Mass. 01701, filed a registration statement (File 2-38013) with the SEC on July 22 seeking registration of 3,750,000 shares of beneficial interest and \$75,000,000 of convertible subordinated debentures due 1990, to be offered for public sale in units, each consisting of 5 shares and a \$100 debenture, and at \$200 per unit. The offering is to be made through underwriters headed by Eastman Dillon, Union Securities & Co., One Chase Manhattan Plaza, and three other firms, all of New York City; the underwriting terms are to be supplied by amendment.

The Trust intends, as its primary investment objective, to obtain a fixed return through investments in construction and long-term mortgage loans and an opportunity for additional income and capital gain through revenue and equity participations in the properties financed by it. It intends to invest a substantial portion of its assets in licensees and prospective licensees of Holiday Inns, Inc. pursuant to a financing program designed to provide funds for land acquisition, construction and long-term financing of licensee Holiday Inns. The Trust intends to qualify as a real estate investment trust under provisions of the Internal Revenue Code. HIM Associates, a limited partnership 63% owned by Holiday Inns, will serve as investment adviser. Wallace E. Johnson is chairman of the trustees and vice chairman of Holiday Inns and Robert E. Slater is president of the trustees and a director of Holiday Inns.

UNITED GAS PIPE LINE TO SELL DEBENTURES. United Gas Pipe Line Company, 1500 Southwest Tower, Houston, Tex. 77002, filed a registration statement (File 2-38015) with the SEC on July 22 seeking registration of \$15,000,000 of debentures, due 1990, to be offered for public sale through underwriters headed by White, Weld & Co., 20 Broad St., and Lehman Brothers, One William St., both of New York City. The interest rate, offering price and underwriting terms are to be supplied by amendment.

OVER

The company is a natural gas transmission company. Net proceeds of its debenture sale will be added to the company's general funds to replenish working capital expended in connection with its continuing construction program and for other corporate purposes. In addition to indebtedness, the company has outstanding 500,000 common shares, all owned by Pennzoil United, Inc. R. U. Haslanger is president.

ACME MARKETS TO SELL DEBENTURES. Acme Markets, Inc., 124 North 15th St., Philadelphia, Pa., filed a registration statement (File 2-38016) with the SEC on July 22 seeking registration of \$25,000,000 of sinking fund debentures, due 1990, to be offered for public sale through underwriters headed by Lehman Brothers, One William St., New York 10004. The interest rate, offering price and underwriting terms are to be supplied by amendment.

The company is engaged primarily in the retail food business through the operation of supermarkets. Net proceeds of its debenture sale will be added to general funds and will initially be used to reduce short-term borrowings (which aggregated \$27,555,000 on June 27) incurred principally for capital expenditures and working capital requirements. In addition to indebtedness, the company has outstanding 3,239,372 common shares. Paul J. Cupp is board chairman and John R. Park president.

CENTRAL ILLINOIS LIGHT TO SELL BONDS. Central Illinois Light Company, 300 Liberty St., Peoria, Ill. 61602, filed a registration statement (File 2-38018) with the SEC on July 23 seeking registration of \$25,000,000 of first mortgage bonds, to be offered for public sale at competitive bidding. A public utility, the company will use the net proceeds of its bond sale to provide in part for the cost of its construction program, including repayment of interim loans payable incurred for such purposes which, at May 31, amounted to \$14,256,000. Construction expenditures for the years 1970 and 1971 are estimated at \$87,464,000.

MID-CONTINENT TELEPHONE TO SELL DEBENTURES. Mid-Continent Telephone Corporation, 100 Executive Parkway, Hudson, Ohio 44236, filed a registration statement (File 2-38019) with the SEC on July 23 seeking registration of \$20,000,000 of sinking fund debentures, due 2000, to be offered for public sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., 70 Pine St., New York 10005, and The Ohio Company, 51 N. High St., Columbus, Ohio 43215. The interest rate, offering price and underwriting terms are to be supplied by amendment. An independent telephone holding company, the company will use the net proceeds of its debenture sale to repay short-term indebtedness incurred in connection with acquisitions and investments in and advances to subsidiaries (which were used by the subsidiaries to extend service to new customers and to modernize and improve the efficiency of existing service). At March 31, short-term debt totaled \$37,470,838. Construction expenditures are estimated at \$39,000,000 for 1970.

OXFORD LABORATORIES FILES FOR SECONDARY. Oxford Laboratories, 107 North Bayshore Blvd., San Mateo, Calif. 94401, filed a registration statement (File 2-38020) with the SEC on July 23 seeking registration of 226,968 outstanding shares of common stock, to be offered for public sale by the holders thereof. The offering is to be made through underwriters headed by Hambrecht & Quist, 235 Montgomery St., San Francisco, Calif. 94104. The offering price (\$14 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is engaged in the design, production and marketing of instruments and diagnostic reagent sets used for medical testing, primarily by clinical laboratories in the United States and abroad. It has outstanding 1,222,400 common shares, of which William C. Kuzell, board chairman, owns 18.66%, Decker G. McAllister, vice chairman, 12.64% and management officials as a group 63.56%. Kuzell proposes to sell 45,600 of 228,000 shares held, McAllister, 30,880 of 154,400, John E. Lucas, president, 20,000 of 100,000, James A. Hamilton, vice president, 27,200 of 127,700, James S. Miller, secretary, 26,168 of 130,840 and 14 others the remaining shares being registered.

REX CHAINBELT TO SELL DEBENTURES. Rex Chainbelt Inc., 2000 Marine Plaza, 111 East Wisconsin Ave., Milwaukee, Wis., filed a registration statement (File 2-38021) with the SEC on July 23 seeking registration of \$30,000,000 of debentures, due 1995, to be offered for public sale through underwriters headed by Morgan Stanley & Co. Inc., 2 Wall St., New York, and Robert W. Baird & Co. Inc., 731 North Water St., Milwaukee, Wis. The interest rate, offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the production and marketing of mechanical and fluid power transmission components, conveyor equipment, construction equipment and environmental control equipment. The net proceeds of the company's debenture sale will be applied to the reduction of short-term indebtedness, which aggregated \$25,000,000 at June 30; any balance will be added to the company's general funds and will be available for general corporate purposes, including capital outlays. In addition to indebtedness and preferred stock, the company has outstanding 2,992,524 common shares. William C. Messinger is chairman and Robert V. Krikorian president.

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:

- U. S. Financial, San Diego, Calif. 92101 (File 2-38014) - 129,939 shares
- Gamble-Skogmo, Inc., Minneapolis, Minn. 55416 (File 2-38017) - 100,000 shares
- Servicemaster Industries Inc., Grove, Ill. 60515 (File 2-38022) - 118,270 shares
- NN Corporation, Milwaukee, Wis. 53202 (File 2-38023) - 33,798 shares

MISCELLANEOUS

TRADING SUSPENSION CONTINUED. The SEC has ordered the suspension of over-the-counter trading in the securities of Continental Vending Machine Corporation for the further ten-day period July 25 through August 3, inclusive.

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 June 2 News Digest.

8K Reports for April 1970

Computer Technology Inc. (11,13)	0-3510-2	Denver U.S. Bancorporation Inc. (11)	0-573-2
Jan 70(1,13)	0-3510-2	Diamond Shamrock Corp (11)	1-3638-2
Feb 70(12,13)	0-3510-2	Draco Industrial Corp (11,13)	0-2658-2
Mar 70(2,12,13)	0-3510-2	GAC Corporation (9,11)	1-3453-2
Golden United Investment Co. (11,13)	0-4690-2	G. Heileman Brewing Co., Inc. (2)	1-4738-2
Hollymatic Corporation May 70 (7)	0-4317-2	Kin Ark Corporation (11,12)	1-3920-2
International Textbook Co. (12)	0-800-2	Lance Inc. (11)	0-398-2
Jones & Laughlin Steel Corp (7,8,13)	1-463-2	Mid-America Great Plains Financial Corp (12,13)	0-3560-2
Southern Connecticut Gas Co. (11,12,13)	0-2376-2	Northern and Central Gas Corp. Ltd. Mar 70(7)	1-6365-2
Textone, Inc. (11,13)	0-4798-2	Pioneer Ins. Co. (3,12)	2-23340-2
Trailer Train Co. (11)	2-20540-2	Precision Instrument Co.(42,13)	0-96-2
Zenith Radio Corp (12)	1-4115-2	Rohr Corp(7,8,10,12,13)	1-6101-2
		Speedata Inc. (12)	0-4335-2
		Supercrete Ltd. (11)	1-4309-2
Allied Thermal Corporation (11,13)	0-818-2	American Tel & Tel Co. (11)	1-1105-2
Binks Mfg Co. (11,13)	1-1416-2	Banner Industries Inc. (12)	1-4453-2
Colt Industries Inc. (12)	1-5882-2	Acmatic Industries, Inc.(12,13)	0-3345-2
First Commonwealth Corp (7)	2-32401-2	Clow Corporation (7)	0-1140-2
ITI Corp (7)	1-3819-2	Commuter Airlines (3,13)	0-1697-2
Mangurian's Inc. (7,13)	1-6087-2	Duquesne Light Co. (11,13)	1-956-2
Pocono Downs, Inc. (2)	0-2149-2	Financiera Metropolitana S.A. (7,11)	2-29641-2
Southern Railway Co. (7,13)	1-4793-2	Harcourt, Brace & World, Inc. (12,13)	1-4464-2
Stanley Works (11)	1-5224-2	National Presto Industries, Inc. (12,13)	1-2451-2
ABKCO Industries, Inc. (3,12)	1-4672-2	Raybestos Manhattan Inc. (11,13)	1-158-2
Alliance Medical Inns, Inc. (2,7,13)	2-33086-2	Reliance Insurance Co. (11,13)	2-10601-2
Allis Chalmers Mfg. Co. (7,13)	1-2199-2	Wisconsin Centrifugal, Inc. Jan 70(13)	0-3862-2
American-Zinc Company(7,8,13)	1-59-2		
Baker Oil Tools Inc. (2,7,13)	1-4509-2	Aluminum Co. of Canada Ltd. (11)	1-3677-2
Barclay Industries Inc.(3,12)	2-34492-2	American Savings & Loan Association (11)	0-585-2
Bergen Brunawig Corp (7,8,13)	1-5110-2	Boston Edison Co. (11,12,13)	1-2301-2
California Medical Centers (2)	0-3661-2	Chesapeake & Ohio Ry Co (11)	1-1261-2
California Water Service Co. (7,8,13)	0-464-2	Computer Image Corporation(2,13)	0-4612-2
Chicago Musical Instrument Co. (11)	1-4846-2	Contemporary Institute Inc. (11)	0-4794-2
Diversey Corp(2,4,11,12,13)	1-6333-2	Empire Financial Corp (11,13)	1-5628-2
Frontier-Tower Life Ins. Co. (11)	0-2650-2	General Electric Co. (11)	1-35-2
Inmont Corporation (11,13)	1-965-2	Gould Inc. Mar 70(8)	1-3278-2
Roberts & Porter Inc.(7,10)	0-2510-2	Hydraulic Press Brick Co. (7)	0-1000-2
Signode Corp (11,12,13)	1-1282-2	KMS Industries Inc. Feb 70(9)	0-2917-2
Spiral Metal Co., Inc.(2,7,13)	0-2367-2	Weyerhaeuser Company (11,13)	1-4825-2
Sterling Stores Co., Inc.(11)	0-4745-2		
Air Products & Chemicals Inc. (7)	1-4534-2	Beck Industries Inc. (7,8,13)	1-3267-2
American Alloys Corp (6)	0-2938-2	Cleary Petroleum Corporation (11)	0-3481-2
Cincinnati Gas & Electric Co. (4,11,13)	1-1232-2	Cousins Properties, Inc. (7,13)	0-3576-2
Comcorp, Inc. (12,13)	2-34761-2	First Bank System, Inc.(11,13)	0-975-2
Computer Applications Inc. (3,11,12,13)	1-5048-2	Hydro-Ski International Corp (1,13)	9-4089-2
Comatrix Corporation Mar 70 (2,3,7,13)	0-3844-2	International Patents & Development Corp (3,8)	2-30850-2
Crouse Hinds Co. (11,13)	1-5238-2	Monsanto International Finance Co. (9)	1-5181-2
		Prudential Building Maintenance Corp (4,11,13)	1-5600-2

8K Reports for April 1970 (Con't)

Colgate Palmolive Company(12,13)	1-844-2		
Cam Rad Inc. (7)	2-31215-2		
Non Industries Inc. (7)	0-2648-2	Schenley Industries, Inc. (3)	1-2377-2
Instrument Systems Corp (7)	1-5643-2	Transitron Electronic Corp (7,8,13)	1-4261-2
Medical Computer Systems, Inc. (4,7,11,12,13)	2-31494-2	Avco Corporation (11,12,13)	1-124-2
Northeast Utilities (11,13)	1-5324-2	The Bali Company, Inc. Aug 69 (4,13)	1-5378-2
United Utilities, Inc. (7)	1-4721-2	Brunswick Corp (11,13)	1-1043-2
Western Massachusetts Electric Co. (11)	2-11114-2	Farinon Electric (2)	2-31336-2
Applied Synthetics Corporation (7,11,13)	1-5678-2	General Cinema Corporation (11,13)	1-4925-2
Base Ten Systems, Inc. Dec 69 (2,7,13)	2-29956-2	Gulf States Utilities Co.(3,12)	1-2703-2
Briggs Mfg. Co.(1,2,4,7,11,13)	1-1399-2	St. Regis Paper Co. (11,13)	1-3418-2
John Deere Credit Co. (11)	2-17065-2	Seaboard Finance Co. (7,11,12)	1-3440-2
Empire Petroleum Co. (2,12,13)	0-788-2	Levi Strauss & Co. (11)	0-3509-2
Freeport Savings and Loan Association, Ltd. 6K Mar 70	0-2835-2	Wells Management Corporation (2,12,13)	0-3890-2
Telephone Utilities Inc.(11,13)	0-873-2	Allegheny Ludlum Industries Inc. (8,11,13)	1-52-2
U. S. Smelting Refining & Mining Co. (7)	1-5172-2	CPC International Inc. (11,13)	1-4199-2
American Funding Corp Programs To Acquire Mutual Fund Shs & Ins. (11,13)	2-30485-2	Chrysler Corp (3)	1-686-2
Bacardi Corp (11)	2-19912-2	Coachmen Industries, Inc. (11)	2-30889-2
Circle Seal Corporation (11)	2-34119-2	Denny's Restaurants, Inc. (3,12,13)	1-5124-2
First National of Nebraska, Inc. (11)	0-3502-2	Financial Security Corporation of Kansas (3,8,12)	0-3712-2
Ford Motor Credit Company (7)	1-6368-2	General Testing Laboratories, Inc. (11)	2-30225-2
Foster Forbes Glass Co. (12,13)	0-2192-2	Genge Industries, Inc. (2,7,11,13)	1-6082-2
Granby Mining Co. Ltd. (1)	1-702-2	Heritage Rembrandt Corp. (12)	0-4199-2
Levin-Townsend Computer Corp (3,13)	1-5242-2	Houmet Corp (7)	1-4122-2
Amerada Hess Corp (7,13)	1-1204-2	Hubbard Real Estate Investments (12)	1-6309-2
Milton Bradley Co. (7,12,13)	1-5251-2	Medalist Industries Inc.(11,12,13)	1-6322-2
C.I.T. Financial Corp (11,13)	1-1861-2	Time Share Corporation Mar 70(11)	0-4483-2
Computer Utilities Corp Mar 70(2,7,13)	2-28149-2	Alexander & Alexander Inc.(11,13)	0-4585-2
Geothermal Resources International Inc. (3)	0-3140-2	Cameron-Brown Investment Group (12)	0-4575-2
Kate Greenaway Industries, Inc. (4,13)	0-4873-2	Commercial State Life Ins. Co. (11)	2-22871-2
John H. Harland Company (11)	1-6352-2	Emhart Corporation (3,10,12,13)	1-4012-2
Madjac Data Co Inc. (12)	0-4632-2	Genuine Parts Co. (7)	1-5690-2
Management Information Systems, Inc. (2,11,13)	2-30592-2	Golden West Financial Corp (2,7,11,13)	0-3694-2
Safeguard Industries Inc. (8,11,13)	1-5620-2	Sternco Industries Inc. (4,7,11,13)	1-5159-2

SECURITIES ACT REGISTRATIONS. Effective July 23: American Equity Investment Trust, 2-37299 (40 days); Aquapure, Inc., 2-36797 (90 days); Building Systems, Inc., 2-36419 (90 days); B-W Acceptance Corp., 2-37582 (90 days); Carolina Power & Light Co., 2-37505; The Gatsby Co., 2-37137 (90 days); King's Mare Co., 2-36189 (90 days); National General Corp., 2-37810 (40 days); Ryder Systems, Inc., 2-37661; Society Corp., 2-37861 (40 days); Sonex, Inc., 2-33647 (90 days); United Gas, Inc., 2-37954.

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

*As estimated for purposes of computing the registration fee.