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SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

(Prepared by the SEC Office of Public Information)

A Daily Summary of
S.E.C. Activities

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NEW RULES AND RULE PROPOSALS

RULE 5-02-1 OF REGULATION S-X AMENDED TO DELAY EFFECTIVE DATE OF COMPENSATING BALANCE DISCLOSURE. The Commission today amended a part of Regulation S-X which requires disclosure of compensating balances by registrants. The amendment delayed effectiveness of the requirement to cover financial statements for periods beginning on or after December 30, 1972, but in no event for financial statements filed prior to June 30, 1973. Previously, the rule had been effective for financial statements for periods ending on or after December 31, 1972. (Rel. 33-5351)

COMMISSION ANNOUNCEMENTS

FINANCIAL STATEMENTS FOR LIFE INSURANCE COMPANIES. The Commission today acknowledged that it would accept financial statements from life insurance companies prepared on the basis set forth in the industry audit guide, "Audits of Stock Life Insurance Companies," adopted by the American Institute of Certified Public Accountants in December of 1972. This ended the period during which its Chief Accountant had asked companies to refrain from following principles contained in an exposure draft of that guide which were subject to change. (Rel. 33-5352)

NEW SEC OFFICE. Chairman Casey today announced the establishment of the Office of International Corporate Finance in the Division of Corporation Finance. The Chairman stated that there was a need to plan now, rather than react later, on the growing internationalization of capital markets and securities business.

American corporations are showing increasing interest in arranging for partial distribution of their new issues abroad and the new office will deal with accounting and disclosure problems arising from the need to meet the requirements of more than one jurisdiction. Some countries require American companies selling securities to their citizens to meet requirements of our securities laws and even where that requirement is not imposed it is desirable to the confidence of foreign investors in American companies that they be assured of the same quality of disclosure that American investors get. For this purpose and to guard against violations that can occur if part of an issue is inadvertently distributed in the United States, because of resales, an increasing number of American corporations are registering offerings they make abroad.

Among other matters, the new office will be responsible for supervision over: (1) offerings by U.S. companies of registered securities to foreign investors; (2) offerings by foreign issuers of registered securities to U.S. investors; (3) financial reporting by foreign issuers under the 1934 Act; (4) promulgation of special 1933 Act registration forms and rules for U.S. issuers including mutual funds who offer their securities in foreign markets; (5) offerings of American Depository Receipts to U.S. investors; (6) development of guidelines as to when securities issued by foreign issuers and not registered with the Commission may be traded by U.S. broker-dealers in this country without violation of the 1933 Act; (7) development of guidelines as to when offerings by U.S. issuers to foreign investors must be registered; (8) a centralized collation of information on international capital markets.

The new office will advise the Commission's processing branches and issuers on disclosure problems which may arise as the result of differences in disclosure, financial reporting and auditing requirements of various jurisdictions. It will be charged with developing specialized forms, rules and regulations to encourage and facilitate the handling of any offerings originating or to be sold abroad.

The Chairman named Carl T. Bodolus as Chief of this office. Mr. Bodolus joined the staff of the Commission in December, 1957 as a Financial Analyst in the Division of Corporation Finance. In August, 1962, he was appointed Branch Chief and has served in that capacity since. Mr. Bodolus received his A.B. degree from George Washington University in 1954 and his L.L.B. from George Washington University in 1960. He is a member of the District of Columbia Bar.

TRADING SUSPENDED IN AVM STOCK. The SEC on January 10 ordered the temporary suspension of over-the-counter trading in the common stock of AVM Corporation (AVM) with principal offices in Jamestown, N. Y. for the ten-day period commencing on January 10 and continuing through January 19, 1973. The suspension was ordered because of the announcement by the U.S. Attorney's Office in Buffalo that AVM and Lloyd Dixon, Jr., a director and president of AVM had been indicted in connection with, among other things, the filing of a false annual report on Form 10-K for its fiscal year ended December 31, 1970 and the solicitation by means of proxy material which omitted and failed to disclose the indebtedness of Dixon to AVM. (Rel. 34-9936)

INVESTMENT COMPANY ACT RELEASES

PASCO. The SEC has issued an order declaring that Pasco, Inc., of Wilmington, Del., has ceased to be an investment company. (Rel. IC-7614)

OVER

INTERNATIONAL TELEPHONE & TELEGRAPH CORP. The Commission announced that it has issued a notice and order for hearing on an application filed by International Telephone & Telegraph Corporation, Hamilton Management Corporation and ITT Variable Annuity Insurance Company for an exemption from the provisions of Section 9(a) of the Investment Company Act. (Rel. IC-7615)

BLYTH EASTMAN DILLON & CO. The SEC has issued a notice giving interested persons until January 25 to request a hearing on an application of Blyth Eastman Dillon & Co., Inc. for an order exempting Blyth and its co-underwriters in a public offering of the shares of Montgomery Street Income Securities, Inc., a registered closed-end investment company, from the provisions of Section 30(f) of the Investment Company Act to the extent that such section in its adoption of the short-term insider trading provisions of Section 16(b) of the Securities Exchange Act of 1934 would be applicable to transactions by the underwriters in connection with such distribution. (Rel. IC-7618)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER CO., INC. The SEC has issued a supplemental order authorizing American Electric Power Company, Inc., a New York holding company, and its subsidiary companies to modify the method of allocating consolidated Federal income tax liability among system companies. (Rel. 35-17851)

NEW ENGLAND POWER CO. The SEC has issued a notice giving interested persons until February 8 to request a hearing on a proposal of New England Power Company, Westborough, Mass. subsidiary of New England Electric System regarding the continuation of an increase in permitted short-term unsecured indebtedness. The SEC has also issued an order authorizing the solicitation of proxies in connection with the above proposal. (Rel. 35-17853)

SECURITIES ACT REGISTRATIONS FILED

LCA CORPORATION, G St. and Erie Ave., Philadelphia, Pa. 19134 - 1,449,275 shares of common stock, to be offered in exchange for the subordinated debentures, due 1988, offered by Walter Kidde & Company, Inc. LCA designs, manufactures and distributes lighting products. (File 2-46716 - Dec 29)

WALTER KIDDE & COMPANY, INC., 9 Brighton Rd., Clifton, N. J. 07012 - \$65 million of subordinated debentures, due 1998, exchangeable for common stock of LCA Corporation (71% owned subsidiary of Kidde), to be offered for sale through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York. Kidde is a multimarket manufacturing and service organization. Net proceeds will be added to the general funds of Kidde and will be available for capital expenditures, possible acquisitions and possible repurchase of outstanding Kidde capital stock. (File 2-46717 - Dec 29)

OSR CORPORATION, 88 Hazel St., Glen Cove, N. Y. 11542 - 500,000 shares of common stock, of which 200,000 may be offered for sale from time to time by Hal H. Glist, principal and selling stockholder, and 300,000 may be issued in mergers or in the exchange for the business or shares of capital stock of other companies and the payment of certain obligations of the company with respect to businesses previously acquired. (File 2-46724 - Dec 29)

PACIFIC WESTERN CORPORATION, 152 N. Durbin St., Casper, Wyo. 82601 - 615,003 shares of common stock. It is proposed to exchange these shares for substantially all the assets of First Cheyenne Corporation, a holding company, which is engaged, through subsidiaries, in the savings and loan and related businesses, the pickle packing and insurance businesses. Pacific Western through a subsidiary is principally engaged in the life insurance business. (File 2-46725 - Dec 29)

DAMSON OIL CORPORATION, 366 Madison Ave., New York 10017 - 500,000 shares of common stock. It is proposed to offer these shares in exchange for the limited partnership interests owned by the participants in the Damson 1969 Limited Partnership, an oil and gas exploration fund. The company primarily explores for and produces oil and gas. (File 2-46726 - Dec 29)

INTAROME FRAGRANCE CORPORATION, 429 W. 53rd St., New York 10019 - 180,000 shares of common stock, to be offered for sale at \$3 per share by Braun, Hess & Co., 25 Broadway, New York 10004. The company custom creates and manufactures fragrance compounds for use in the production of a variety of consumer products. Of the net proceeds, \$175,000 will be used for additional personnel and promotional activities and the balance for working capital and other corporate purposes. (File 2-46727 - Dec 29)

NOBLE LUMBER CORP., 175 Jericho Turnpike, Syosset, L. I., New York 11791 - \$900,000 of 8% convertible debentures, due 1982, and 75,000 warrants to purchase 7,500 shares of common stock, to be offered for sale in units, each consisting of a \$600 debenture and 50 warrants. The offering is to be made at \$600 per unit by Jay W. Kaufmann & Co., 111 Broadway, New York 10006. The company sells lumber, and also operates two retail lumber yards. Net proceeds will be used for general corporate purposes. (File 2-46728 - Dec 29)

CRESTED BUTTE OVERLOOK (the Partnership), 4560 Harris Trail, N. W., Atlanta, Ga. 30327 - \$10 million of partnership interests, to be offered for sale at \$2,500 per interest through underwriters headed by E. F. Hutton & Co. Inc., One Battery Park Plaza, New York 10004. The Partnership was organized to own and use a year-round recreation resort development to be constructed adjacent to the Crested Butte Ski Area in the Colorado Rocky Mountains. Of the net proceeds, \$1,200,000 will be used to construct the support facilities for the project and the balance for working capital and other corporate purposes. Snowfall Management, Inc., Robert C. Bowden and Richard A. Bird are the general partners. (File 2-46729 - Dec 29)

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:

Page Airways, Inc., Rochester, N. Y. (File 2-46710) - 145,264 shares
 Sanitas Service Corporation, Hartford, Conn. (File 2-46715) - 175,000 shares
 Merck & Co., Inc., Rahway, N. J. 07065 (File 2-46731) - 58,639 shares

MISCELLANEOUS

RECENT FORM 8-K FILINGS. The companies listed below have filed Form 8-K reports for the month indicated, responding to the item on the 8K form numbered in the parentheses. Photocopies may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An index of the captions of the several items of the form was included in the January 2 News Digest.

8K Reports for Nov 72

Intercontinental Electronics Corp (7,14)	0-6508-2	Mile High Kennel Club Oct 72(2)	0-1419-2
Intl. Harvester Credit Corp (7,14)	1-4146-2	Modern Merchandising, Inc. Oct 72(2,14)	0-6570-2
International Hydronics Corp (13,14)	2-40549-2	Modern Merchandising, Inc. Aug 72(2,14)	0-6570-2
Intl. Te & Tel Corp(7)	1-5627-2	Morton-Norwich Products, Inc. (13)	1-6170-2
Interepublic Group Co's, Inc (2,7,11,14)	1-6686-2	Mountain Equities, Inc. (7,9,13,14)	0-3308-2
Investors Funding Corp(7)	1-4600-2	Movielab, Inc.(2,3,7,8,9,11,13,14)	1-4500-2
J K Industries, Inc(7,9,13)	0-1734-2	Multivox Corp of America(13,14)	0-6491-2
Joremi Enterprises, Inc(2,7,13)	0-6400-2	Multivest, Inc.(2,14)	0-6605-2
Jupiter Ind., Inc(3,13,14)	1-5565-2	Murphy Pacific Marine Salvage Co. (9,11,14)	0-2198-2
Kalvex, Inc Oct. 72(3)	1-6356-2	The National Cash Register Co. Nov 70(7,14)	1-0395-2
Kay Corp(1,7)	1-4233-2	Nat'l Student Marketing Corp. (13,14)	0-4854-2
The Kirk Corp (11,13)	0-4182-2	Nat'l Systems Corp Dec 72(9)	1-5715-2
C. F. Kirk Lab.'s, Inc(12)	0-3266-2	Natural Gas Pipeline Co. of America(13)	1-6599-2
Klystronics, Inc(8,11,12,13)	0-5203-2	New York State Electric & Gas Corp. (13,14)	1-3103-2
Knudsen Corp (3)	0-1584-2	Norco Oil Corp (12,14)	0-5970-2
Kolpak Ind., Inc(2,14)	2-42476-2	Northern States Financial Corp (13)	2-42626-2
Lafayette Fds., Inc(7)	2-38428-2	Ocean Drilling & Exploration Co. (7,14)	0-336-2
The Learning Aids Group, Inc(1)	2-33565-2	Official Inds., Inc.(2,4,7,13,14)	0-1922-2
Leasco Financial Services Corp(3)	1-7080-2	Oklahoma Natural Gas Co. Dec 72 (13,14)	1-2572-2
Lectro Mgt. Inc(11)	1-6266-2	Optical Radiation Corp(11,14)	2-45040-2
Leeds Shoes, Inc (3,7,8,13)	0-2216-2	Optical Systems Corp(4,7,9,14)	0-5156-2
Lehigh Valley Ind., Inc(13)	1-155-2	Oriole Homes Corp(13)	1-6963-2
Leisure Dynamics, Inc(13)	0-2608-2	Pacific Plantronics, Inc. Oct 72 (11)	1-6642-2
The Liberty Corp(2)	1-5846-2	Pan American Bancshares, Inc. (9,14)	0-4845-2
Lifestyle Co's, Inc(13)	0-4323-2	Paramount Leasing Corp(4,7,11,13)	2-31093-2
Lincoln American Corp(3)	1-4730-2	Paterson Parchment Paper Co.(13)	1-5295-2
Los Angeles Airways, Inc(12,13)	0-2543-2	Paysaver Catalog/Showrooms, Inc. (7)	2-45492-2
Lowe's Co's, Inc(11)	0-94-2	Pease & Elliman Realty Trust(7)	2-45261-2
Luminall Paints, Inc Aug. 72 (12,14)	0-4345-2	Peerless Chain Co.(7)	2-45586-2
MEI Corp Sep 72(7,14)	1-6276-2	Pell Inds., Inc.(12)	0-5383-2
Jerome Mackey's Judo Inc.(13,14)	0-6614-2	Penn Central Co.(3)	1-6134-2
Macrodyne-Chatillon Corp (2,3,6,9,11,13,14)	1-5592-2	Pittsburgh National Corp(7)	0-4610-2
Magic Marker Corp(7,14)	1-4428-2		
Major League Bowling & Recreation, Inc.(11,13)	0-1958-2		
Manati Industries, Inc.(2,10,14)	0-3471-2		
Marhoefer Packing Co., Inc.(10)	1-5158-2		
Mattel, Inc.(3)	1-5647-2		
Maule Inds., Inc. Oct 72(4,7,13)	1-4081-2		
J. Ray McDermott & Co., Inc. (7,13,14)	1-4095-2		
Medical Analytics, Inc.(3,10)	0-5830-2		
Medicenters of America, Inc. (12,14)	0-2785-2		
Mego Int'l Inc.(7,11)	1-6573-2		
Metro-Goldwyn-Mayer, Inc.(11,14)	1-2500-2		
Michigan National Corp(2,14)	2-42333-2		

8K Reports for Nov 72

Possis Corp(11)	0-944-2	South Shore Publishing Co., Inc.	
Power Physics Corp(11,12,13,14)	0-6396-2	(11,12)	1-6661-2
Precision Instrument Co.(6)	0-96-2	Southeastern Inns Corp(2,7,11,14)	2-43443-2
Prevor-Mayrsohn Int'l Inc.		Southern Pacific Transportation	
(4,11,14)	0-3181-2	Co.(3,13)	1-6146-2
Primary Medical Communications,		Southwest Bancshares, Inc. Oct 72	
Inc.(13)	0-6613-2	(4,7,11,14)	0-5549-2
ProChemco Cattle Partners Ltd.		Sovereign American Arts Corp	
(4,7,14)	2-44314-2	(1,11,13)	1-6637-2
Prudential 1971 Annual Drilling		Speed Equipment Worlds of America,	
Fund (7,14)	2-38644-2	Inc.(12)	2-42862-2
Prudential Funds, Inc.(7,14)	1-6277-2	Stassal Inds., Inc.(2,7,14)	2-42691-2
Publishers Broadcasting Corp		Ann Stevens, Inc.(11,14)	2-33393-2
(11,13,14)	0-5479-2	Suburban Water Systems(7,14)	0-1172-2
Puget Sound Power & Light Co.		Summit Group, Inc.(7,8,9,14)	2-36186-2
(7)	1-4393-2	Systematics General Corp(13)	0-5536-2
Qi Corporation(3,13,14)	2-42923-2	TCI Travel Corporation	
Randy Int'l Ltd.(13)	1-5750-2	Formerly: Transportation Consultants	
Real Estate Data, Inc.(7)	2-45601-2	Int'l. (7,13,14)	0-4498-2
Regency Electronics, Inc. Oct 72		T.N.B. Financial Corp(14)	0-6675-2
(11)	1-1877-2	Tad's Enterprises, Inc.(8,11)	0-3967-2
Revco D. S., Inc.(13,14)	1-5025-2	Technitrend, Inc. Apr 72(13)	0-5401-2
Ring Around Products, Inc.		Terminal Equipment Corp(13)	0-4354-2
(2,7,14)	0-5456-2	Tia Maria, Inc.(3)	2-44450-2
H. H. Robertson Co.(7)	1-5697-2	Tidal Marine Int'l Corp(2,13,14)	0-5660-2
Rollins Int'l Inc.(9)	1-5728-2	Tocom, Inc.(2,14)	0-6713-2
The Rouse Co.(7)	0-1743-2	Toscany Imports, Ltd. Dec 72(11)	0-6681-2
Safeco Corp(3)	1-6563-2	Transcanada Pipelines Ltd.	
St. Johnsbury Trucking Co., Inc.		(7,8,13)	2-12927-2
(9,14)	1-5040-2	Trio Laboratories, Inc. Aug 72	
Sedco, Inc.(11)	1-5981-2	(7,14)	1-6158-2
Service Merchandise Co., Inc.		United States Equity & Mortgage	
(2,14)	0-6269-2	Trust(10)	0-2308-2
Shareholders Capital Corp(7)	0-3597-2	Universal Housing & Development	
Shaw Inds., Inc. Dec 72(4,7,14)	1-6853-2	Co. Aug 72(3)	1-6768-2
The Signal Companies, Inc.(3)	1-1727-2	The Upjohn Co.(13)	1-4147-2
Silver Bell Inds., Inc.		Vernitron Corp.(3,14)	1-5665-2
(1,2,3,7,9,13,14)	0-5054-2	Volusia Jai Alai, Inc.(12)	0-660-2
Sinteral Corp Oct 72(11,14)	2-39021-2	Weil-McLain Co., Inc.(7,13,14)	1-6945-2

TRADING SUSPENSIONS CONTINUED. The SEC has ordered the suspension of over-the-counter trading in the securities of Meridian Fast Food Services, Inc. and Monarch General, Inc. for the further ten-day period January 11-20, inclusive.

SECURITIES ACT REGISTRATIONS. Effective December 20: Systron-Donner Corp., 2-46586. Effective January 9: General Automation, Inc., 2-46474. Effective January 10: Bache & Co., Inc., 2-41459; Brown's Limousine Service, Inc., 2-45133 (Apr 10); Cities Service Co., 2-46534; Consultants & Designers Inc., 2-44347; Forest City Enterprises, Inc., 2-44920; General Host Corp., 2-46191; John Deere Credit Co., 2-46652; Medenco, Inc., 2-45024; The Montana Power Co., 2-46553; Northern Indiana Public Service Co., 2-46569; Oklahoma Gas and Electric Co., 2-46491; Savin Business Machines Corp., 2-46310; Sierra Pacific Power Co., 2-46592; Weeden & Co., 2-46570; Wyoming Bancorporation, 2-46326.

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.

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