

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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FOR RELEASE February 8, 1965

CITIES SERVICE FILES STOCK PLAN. Cities Service Company, Sixty Wall St., New York, filed a registration statement (File 2-23150) with the SEC on February 5 seeking registration of 325,000 shares of common stock, to be offered pursuant to its Qualified Stock Option Plan.

BALDWIN-MONTROSE CHEMICAL PROPOSES RIGHTS OFFERING. Baldwin-Montrose Chemical Company, Incorporated, 123 S. Broad St., Philadelphia, Pa., filed a registration statement (File 2-23151) with the SEC on February 5 seeking registration of \$4,375,000 of 5½% convertible subordinated debentures, due 1980. The debentures are to be offered for subscription by stockholders at 100% of principal amount, and at the rate of \$500 principal amount of debentures for each 100 shares of common stock held. Directors of the company, holders of approximately 35% of the outstanding common stock, have indicated that they intend to subscribe for approximately \$1,454,000 of the debentures. Any unsubscribed debentures are to be offered for public sale through underwriters headed by Francis I. duPont, A. C. Allyn, Inc., One Wall St., New York. The record date and underwriting terms are to be supplied by amendment.

The company is principally engaged in the manufacture and distribution of chemicals and plastic products. A 70%-owned subsidiary, General Artists Corporation, is engaged in the talent agency business. Net proceeds from the debenture sale will be added to general funds available for use in connection with further acquisitions and diversification of the company's business. A portion of the proceeds may be used to expand the company's facilities and to make adjustments in its capital structure, which may entail the repurchase or redemption of certain of the company's securities. In addition to indebtedness and preferred stock, the company has outstanding 821,622 common shares, of which management officials own 36.9%. Herbert J. Siegel is board chairman and James J. Rochlis is president.

WEIS MARKETS FILES FOR SECONDARY. Weis Markets, Inc., 1000 S. Second St., Sunbury, Pa., filed a registration statement (File 2-23152) with the SEC on February 5 seeking registration of 611,000 outstanding shares of common stock, to be offered for public sale by the present holders thereof. Goldman, Sachs & Co., 20 Broad St., New York, is listed as the principal underwriter. The public offering price (\$22 per share maximum*) and underwriting terms are to be supplied by amendment.

The company operates retail food markets located in central Pennsylvania. It has outstanding 3,055,000 common shares, of which management officials own 28.1%. The prospectus lists nine selling stockholders, including Sigfried Weis (president), offering 65,000 of 391,950 shares held; Robert F. Weis (vice president), 60,000 of 466,700; Sigfried Weis, Claire Weis, Charles B. Degenstein and Girard Trust Bank, trustees under the will of Sigmund Weis, 164,060 of 691,600; Robert F. Weis, Stella Weis, Ellen Weis Platz and Girard Trust Bank, executors of the estate of Harry Weis, 155,000 of 592,800; Clare Weis Degenstein, 74,230 of 371,150; and Ellen Weis Platz, 75,530 of 377,650. The remaining selling stockholders are offering stock ranging in amounts from 2,210 to 11,590 shares.

PERKIN-ELMER FILES STOCK PLAN. The Perkin-Elmer Corporation, Main Ave., Norwalk, Conn., filed a registration statement (File 2-23153) with the SEC on February 5 seeking registration of 30,000 shares of common stock, to be offered under its Employees Stock Purchase Plan of 1965.

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. Photocopies thereof may be purchased from the Commission's Public Reference Section (please give News Digest's "Issue No." in ordering). Invoice will be included with the requested material when mailed. An index of the caption of the several items of the form was included in the February 2 News Digest.

Babcock Electronics Corp Dec 64, (2,4,7,8,11,13)	2-15403
Cal-Val Research & Development Corp Dec 64, (1)	2-18322
American Realty Trust Nov 64, (11,13)	2-18552
Onyx Chemical Corp Nov 64, (12)	2-16024
Federated Corp of Del Dec 64, (1,3,7,6,13)	2-14643
Keller Industries, Inc (Formerly: - Air Control Products, Inc. Dec 64, (11)	1-4234

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National Service Industries Inc. Jan 65, (2,7,10,11,13)	1-3208	Jacobsen Mfg Co Dec 61,62,63,64, & Mar 64 (4,7,11,13) (1 rept)	0-75
Bell Intercontinental Corp Dec 64, (7,9,12)	1-4354	Palomar Mortgage Co Dec 64, (11,13)	2-15841
Gridoll Freehold Leases Ltd. Oct 64, (3)	2-14731	Canaveral International Corp Sept 64, (7)	1-4486
May 62, (1,11)	2-14731	Dec 64, (2)	1-4486
July 62, (1)	2-14731	FWD Corporation Nov 64, (7)	1-3020
Apr 63, (11)	2-14731	Neiman-Marcus Co Dec 64, (12)	2-4581
Feb 63, (1)	2-14731	Aero-Flow Dynamics, Inc. Jan 65, (7,13)	1-690
Jan 63, (11, 1)	2-14731	Great Plains Dev. Co of Canada Ltd. Dec 64, (2,13)	2-8366
May 64, (11)	2-14731	Levingston Shipbuilding Co. Dec 64, (8)	2-13343
Luck's Incorporated Jan 65, (11,13)	0-112	Lortogs, Inc. Mar 64, (1)	2-18565
State Industries Dec 64, (1,2,3,4,5,6,11,13)	2-15689	Aug 64, (11)	2-18565
National Secur. Inc (Ariz) Dec 64, (7,12)	2-16334	Great Plains Life Ins. Co of Wyoming Amend #1 - 8K for Jan 64, (2)	2-14541
Kaymaro Consol Corp Dec 64, (6,11)	2-18231	B. C. Morton Realty Trust Amend #1 - 8K for Aug 64, (7,13)	2-21513
National Telefilm Associates, Inc. Dec 64, (6,12,13)	0-57	Cincinnati Enquirer Inc Amend #1 - 8K for Oct 64, (8)	0-81
Wayne-George Corp Dec 64, (11)	2-17771	Farmers Union Cooperative Marketing Assn Amend #1 - 8K for Dec 64, (13)	2-22230
		General Cigar Co Inc Amend #1 - 8K for Feb & Mar 64, (2,13)	1-1210

SECURITIES ACT REGISTRATION STATEMENTS. During the week ended February 4, 1965, 27 registration statements were filed, 22 became effective, and 257 were pending at the week-end.

CANADIAN JAVELIN OFFICIAL PLEADS GUILTY. The SEC announced February 5 (LR-3149) that John C. Doyle, Chairman of Canadian Javelin Limited, pleaded guilty (USDC Conn.) to mailing common stock of Canadian Javelin on July 23, 1957, in violation of the Securities Act registration requirements.

SECURITIES ACT REGISTRATIONS. Effective February 8: Investors Funding Corp. of New York (File 2-22825); Weinschel Engineering Co., Inc. (File 2-23109).

*As estimated for purposes of computing the registration fee.

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