

sec news digest

Issue 86-95

May 16, 1986

NOTICE OF COMMISSION MEETINGS

CHANGES IN THE MEETING: TIME

The closed meeting scheduled for May 20, following the 2:30 p.m. open meeting, has been changed to 10:00 a.m. that day. The open meeting scheduled for May 22, at 11:00 a.m., has been changed to 12:00 noon that day.

CIVIL PROCEEDINGS

KIRIT GORADIA PERMANENTLY ENJOINED

The Fort Worth Regional Office announced that on April 18 the U.S. District Court for the Western District of Arkansas, Ft. Smith Division, entered an order of permanent injunction against Kirit Goradia, of Ft. Smith, Arkansas. The order permanently enjoins Goradia from violations of the registration and antifraud provisions of the securities laws. Goradia consented to the order without admitting or denying the allegations in the Commission's complaint, which was filed on January 21.

The complaint alleged that: (1) from November 1979 through February 1984, Goradia, along with two other named defendants, offered and sold demand promissory notes issued by Farmers Co-Op of Arkansas and Oklahoma, Inc. to over 1,600 investors residing in at least two states, Arkansas and Oklahoma, raising approximately \$9 million, in violation of the registration and antifraud provisions of the securities laws; (2) approximately \$6 million of investor funds was invested in undisclosed and unprofitable loans to White Flame Fuels, Inc., a gasohol company; and (3) Goradia misrepresented and omitted to state material facts in the offer and sale of the promissory notes, including the financial condition of Co-Op, the security of the investment, and the rate of return offered by Co-Op. (SEC v. Jack E. White, et al., USDC WDAR, Ft. Smith Division). (LR-11087)

CRIMINAL PROCEEDINGS

RICHARD J. SINGEWALD INDICTED

Robert N. Miller, U.S. Attorney for the District of Colorado, and the Denver Regional Office announced that on April 25 Richard J. Singewald, formerly president of Metro National Bank and Fidelity Bank, both of Denver, Colorado, was indicted by a U.S. grand jury for the District of Colorado. The indictment charged that a loan made on May 26, 1981 to a fictitious person supposedly located in Geneva, Switzerland was, in fact, made to Joseph V. Pignatiello, J. Carlos Schidlowski, Kim D. Rust and Daniel Walters, all former principals of OTC Net Inc., a defunct Denver penny stock firm. On April 3, Pignatiello and Schidlowski pleaded guilty to a March 1985 indictment which charged that the proceeds of the loan were used to secretly purchase stock of OTC underwritings to benefit the four principals.

Singewald was charged with two counts of violating 18 USC §1005, making false entries in bank records; one count of violating 18 USC §1001, making a false statement in a matter within the jurisdiction of the Comptroller of Currency; and two counts of violating 18 USC §215, accepting securities and money in return for processing the loan. (U.S. v. Richard J. Singewald, USDC CO, Criminal Action No. 86-CR-124). (LR-11098)

INVESTMENT COMPANY ACT RELEASES

MUTUAL OF AMERICA LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until June 9 to request a hearing on an application filed by Mutual of America Life Insurance Company, Mutual of America Separate Account No. 2 and Mutual of America Investment Corporation (Fund) (collectively, Applicants), for an order exempting them from the provisions of Section 17(a) of the Investment Company Act, and approving certain transactions to permit the reorganization of Account No. 2, a management investment company, into a unit investment trust issuing variable annuity contracts funded by the Fund. The application also requests an order exempting Applicants from the provisions of Sections 26(a)(2) and 27(c)(2) of the Act to permit the deduction of a mortality risk charge and a distribution charge. (Rel. IC-15097 - May 14)

HOLDING COMPANY ACT RELEASES

PENNSYLVANIA ELECTRIC COMPANY

An order has been issued authorizing Pennsylvania Electric Company, subsidiary of General Public Utilities Corporation, to enter into Repayment Agreements in order to obtain unsecured bank letters of credit. (Rel. 35-24094 - May 13)

TRUST INDENTURE ACT RELEASES

CITICORP

An order has been issued under the Trust Indenture Act on an application by Citicorp that the trusteeship of United States Trust Company under four existing, previously qualified indentures, and two Pooling and Servicing Agreements each dated February 1, 1986 under which certificates evidencing interests in a pool of mortgage loans have been issued, is not so likely to involve a material conflict of interest as to make it necessary to disqualify the Trust Company from acting as trustee. (Rel. TI-2006)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-3 ITT CORP. 320 PARK AVE. NEW YORK, NY 10022 (212) 752-6000 - 300,000,000 (\$300,000,000) STRAIGHT BONDS. (FILE 33-5413 - MAY. 09) (BR. 13)
- S-3 MISSISSIPPI POWER CO. 2992 W BEACH. GULFPORT, MS 39501 (601) 864-1211 - 35,000,000 (\$35,000,000) MORTGAGE BONDS. (FILE 33-5414 - MAY. 09) (BR. 13)
- S-3 MASSACHUSETTS ELECTRIC CO. 25 RESEARCH DR. WESTBOROUGH, MA 01582 (617) 366-9011 - 25,000,000 (\$26,250,000) MORTGAGE BONDS. (FILE 33-5415 - MAY. 09) (BR. 13)
- S-18 CANDELA LASER CORP. 19 STRATHMORE RD. NATICK, MA 01760 (617) 653-7373 - 805,000 (\$4,830,000) COMMON STOCK. 70,000 (\$70) WARRANTS, OPTIONS OR RIGHTS. 70,000 (\$504,000) COMMON STOCK. (FILE 33-5448-B - MAY. 05) (BR. 8 - NEW ISSUE)
- N-1A RODNEY SQUARE BENCHMARK U S TREASURY FUND, RODNEY SQUARE NORTH, WILMINGTON, DE 19890 - INDEFINITE SHARES. (FILE 33-5501 - MAY. 07) (BR. 17 - NEW ISSUE)
- S-11 PSB FINANCIAL III TRUST A, RODNEY SQUARE NORTH, C/O WILMINGTON TRUST CO, WILMINGTON, DE 19890 - 500,000,000 (\$500,000,000) MORTGAGE BONDS. UNDERWRITER: FIRST BOSTON CORP. (FILE 33-5503 - MAY. 07) (BR. 12 - NEW ISSUE)
- S-1 MICROBILT CORP. 2030 POWERS FERRY RD STE 110, ATLANTA, GA 30339 (404) 955-0313 - 200,000 (\$2,200,000) COMMON STOCK. 950,000 (\$10,450,000) COMMON STOCK. UNDERWRITER: BRADFORD J C & CO. (FILE 33-5504 - MAY. 08) (BR. 10 - NEW ISSUE)

- S-18 PRO DEX INC. 3744 MOUNT DIABLO BLVD STE 210, LAFAYETTE, CA 94549 (415) 283-3906 - 575,000 (\$2,875,000) COMMON STOCK. UNDERWRITER: PAULSON INVESTMENT CO INC. (FILE 33-5512 - MAY. 08) (BR. 6 - NEW ISSUE)
- S-1 ADAPTEC INC. 580 COTTENWOOD DR. MILPITAS, CA 95035 (408) 946-8600 - 325,000 (\$3,575,000) COMMON STOCK. 1,198,750 (\$13,186,250) COMMON STOCK. (FILE 33-5519 - MAY. 08) (BR. 9 - NEW ISSUE)
- S-8 ENVIRONMENTAL PROCESSING INC. 1321 N PLAND RD, RICHARDSON, TX 75081 (214) 669-0830 - 316,000 (\$642,000) COMMON STOCK. 184,000 (\$522,750) COMMON STOCK. (FILE 33-5520 - MAY. 07) (BR. 3)
- S-11 AMERICA FIRST TAX EXEMPT MORTGAGE FUND 2 LTD PARTNERSHIP, 1004 FARNAM ST, OMAHA, NE 68102 - 500,000 (\$10,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-5521 - MAY. 08) (BR. 11 - NEW ISSUE)
- S-8 RADTECH INC. 2610 SAN MATEO NE STE D, ALBUQUERQUE, NM 87110 (505) 842-5677 - 1,000,000 (\$503,650) COMMON STOCK. (FILE 33-5523 - MAY. 07) (BR. 8)
- S-8 ANGELICA CORP /NEW/. 10176 CORPORATE SQUARE DR, ST LOUIS, MO 63132 (314) 991-4150 - 10,000,000 (\$10,000,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 33-5524 - MAY. 08) (BR. 7)
- S-3 ICN PHARMACEUTICALS INC. 3300 HYLAND AVE, COSTA MESA, CA 92626 (714) 545-0100 - 871,429 (\$9,912,505) COMMON STOCK. (FILE 33-5525 - MAY. 08) (BR. 4)
- S-8 OWENS ILLINOIS INC. ONE SEAGATE, TOLEDO, OH 43666 (419) 247-5000 - 25,000 (\$1,752,000) COMMON STOCK. (FILE 33-5526 - MAY. 08) (BR. 10)
- S-3 TEXAS UTILITIES ELECTRIC CO. 2001 BRYAN TWR. DALLAS, TX 75201 (214) 653-4600 - 1,500,000 (\$150,000,000) PREFERRED STOCK. (FILE 33-5528 - MAY. 08) (BR. 8)
- S-1 COMMTRON CORP. 1501 50TH ST. WEST DES MOINES, IA 50265 (515) 224-1784 - 2,200,000 (\$30,800,000) COMMON STOCK. (FILE 33-5529 - MAY. 08) (BR. 4 - NEW ISSUE)
- S-3 BERGEN BRUNSWIG CORP. 4000 METROPOLITAN DR, ORANGE, CA 92668 (714) 385-4000 - 40,000,000 (\$40,000,000) STRAIGHT BONDS. (FILE 33-5530 - MAY. 08) (BR. 4)
- S-8 OWENS ILLINOIS INC. ONE SEAGATE, TOLEDO, OH 43666 (419) 247-5000 - 25,000 (\$1,725,000) COMMON STOCK. (FILE 33-5531 - MAY. 08) (BR. 10)
- N-2 RENAISSANCE FUND INC. 70 MAPLE AVE. KATONAH, NY 10536 (914) 232-3800 - 2,000,000 (\$20,000,000) COMMON STOCK. (FILE 33-5532 - MAY. 08) (BR. 18)
- S-1 CYTOGEN CORP. 201 COLLEGE RD E PRINCETON FORRESTAL CTR, PRINCETON, NJ 08540 (609) 452-8838 - 2,300,000 (\$29,900,000) COMMON STOCK. (FILE 33-5533 - MAY. 08) (BR. 8)
- S-1 CIRCLE EXPRESS INC. 9001 WESLEYAN RD STE 104, INDIANAPOLIS, IN 46268 (317) 872-4011 - 400,000 (\$4,400,000) COMMON STOCK. 980,000 (\$10,780,000) COMMON STOCK. (FILE 33-5534 - MAY. 08) (BR. 4)
- S-6 SECURITY EQUITY VARIABLE LIFE SEPARATE ACCOUNT, COURT HOUSE SQUARE, P O BOX 1625, BINGHAMTON, NY 13902 (607) 723-3551 - INDEFINITE SHARES. (FILE 33-5535 - MAY. 08) (BR. 20)
- S-8 MOTOROLA INC. 1303 E ALCONCUIN RD, SCHAUMBURG, IL 60196 (312) 397-5000 - 5,000,000 (\$225,000,000) COMMON STOCK. (FILE 33-5536 - MAY. 08) (BR. 7)
- S-3 MORTGAGE & REALTY TRUST. 7320 OLD YORK RD, MELROSE PARK, PA 19126 (215) 782-2055 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 33-5537 - MAY. 08) (BR. 5)
- S-8 LIBERTY FINANCIAL GROUP INC. 1000 BUSINESS CTR DR, HORSHAM, PA 19044 (215) 864-7630 - 45,116 (\$1,466,270) COMMON STOCK. (FILE 33-5538 - MAY. 08) (BR. 2)
- S-11 LOMAS & NETTLETON CMO TRUST ONE 1986, RODNEY SQUARE NCRTH, C/O WILMINGTON TRUST COMPANY, WILMINGTON, DE 19890 (302) 651-1000 - 2,000,000,000 (\$2,000,000,000) MORTGAGE BONDS. UNDERWRITER: FIRST BOSTON CORP, MERRILL LYNCH CAPITAL MARKETS, SALOMON BROTHERS INC. (FILE 33-5539 - MAY. 09) (BR. 11 - NEW ISSUE)
- S-1 CROSBY PHILIP ASSOCIATES INC. 807 W MORSE BLVD, WINTER PARK, FL 32789 (305) 645-1733 - 100,000 (\$2,600,000) COMMON STOCK. (FILE 33-5540 - MAY. 08) (BR. 5)

- S-3 CHAMPION INTERNATIONAL CORP. ONE CHAMPION PLZ, STAMFORD, CT 06921 (203) 358-7000 - 500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-5541 - MAY. 09) (BR. 8)
- S-1 MATTERHORN COMMODITY PARTNERS II, 17 BATTERY PLACE, C/O HAYDEN COMMODITIES CORP, NEW YORK, NY 10004 (212) 623-9565 - 15,000 (\$26,954,250) LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-5542 - MAY. 09) (BR. 12)
- S-1 RYAN BECK & CO INC, 80 MAIN ST, WEST ORANGE, NY 07052 (201) 325-3000 - 1,000,000 (\$18,000,000) COMMON STOCK. 1,300,000 (\$23,400,000) COMMON STOCK. UNDERWRITER: MERRILL LYNCH CAPITAL MARKETS, RYAN BECK & CO. (FILE 33-5543 - MAY. 09) (BR. 12 - NEW ISSU)
- S-3 DYNATECH CORP, 3 NEW ENGLAND EXECUTIVE PK, BURLINGTON, MA 01803 (617) 272-3304 - 119,313 (\$3,668,874.70) COMMON STOCK. (FILE 33-5544 - MAY. 09) (BR. 9)
- S-1 PACIFIC LUMBER CO, 500 WASHINGTON ST, SAN FRANCISCO, CA 94111 (415) 421-3000 - 150,000,000 (\$150,000,000) STRAIGHT BONDS. \$250,000,000 STRAIGHT BONDS. 75,000,000 (\$75,000,000) STRAIGHT BONDS. (FILE 33-5549 - MAY. 09) (BR. 2)
- S-1 ROTHSCHILD L F UNTERBERG TOWBIN HOLDINGS INC, 55 WATER ST, NEW YORK, NY 10041 (212) 412-1000 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-5550 - MAY. 09) (BR. 11)
- S-3 NATIONAL EDUCATION CORP, 18400 VON KARMAN AVE, IRVINE, CA 92715 (714) 546-7360 - 57,500,000 (\$57,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-5552 - MAY. 09) (BR. 5)
- S-3 BROWNING FERRIS INDUSTRIES INC, 14701 ST MARYS, HOUSTON, TX 77079 (713) 870-8100 - 2,300,000 (\$81,218,750) COMMON STOCK. (FILE 33-5553 - MAY. 09) (BR. 8)

REGISTRATIONS EFFECTIVE

April 11: Chartwell Group Ltd., 33-3802; Collins Futures Fund III, 33-3813-C; Cotter & Company, 33-4347; General Electric Company, 33-4668; Growth Development Corp., 33-1393-NY; Knoll International, Inc., 33-4318; Meritor II Finance Inc., 33-3979; Meritor III Finance Inc., 33-3980; SRS Technical, Inc., 33-3358-NY; Virtusonics Corporation, 33-2602-NY.

April 15: Allied-Signal, Inc., 33-4551; Banc One Corporation, 33-4502; BancServe Group, Inc., 33-3467; Central Maine Power Company, 33-4409; GMAC 1986-B Grantor Trust/General Motors Acceptance Corporation, 33-4669/33-4669-01; General Telephone Company of Florida, 33-4557; Great Northern Nekoosa Corporation, 33-4329; H&S Treat & Release, Inc., 33-2621-NY; The Hertz Corporation, 33-4725; Interstate Securities, Inc., 33-4177; Intertrans Corporation, 33-4130; Long Island Lighting Company, 33-3872; Merrill Lynch & Co., Inc., 33-3602; Public Finance Service, Inc., 33-4439; Reebok International Ltd., 33-3810; Scott Cable Communications, Inc., 33-3789; Stone Container Corporation, 33-4365; Zenith Electronics Corporation, 33-3993.

April 16: Asset Ventures, Inc., 33-3247; Associates Corporation of North America, 33-4753; Borg-Warner Corporation, 33-4670; Calico Corporation, 33-2280-D; Central Fidelity Banks Inc., 33-4634; Endevco, Inc., 33-3961; INVG Mortgage Securities Corp., 33-4881; Lazard Freres Institutional Tax-Exempt Fund, Inc., 33-2647; Lazard Freres Institutional Fund, Inc., 33-2648; Magna Group, Inc., 33-4571; Nynex Corporation, 33-4671; PSA, Inc., 33-4321, 33-4322; Public Service Company of New Mexico, 33-2031; Ryland Acceptance Corporation Four, 33-4691; Super 8 Lodging V, Ltd., 33-3842; Telephone and Data Systems, Inc., 33-4419; Transamerica Financial Corporation, 33-4799; U.S. Trust Corporation, 33-4743; Walbro Corporation, 33-4470.