

# sec news digest

Issue 81-237

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## COMMISSION ANNOUNCEMENTS

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### ORDER REINSTATING APPEARANCE AND PRACTICE BEFORE THE COMMISSION

The Commission announced that on December 1 it granted the application of William N. Levy, an attorney, for reinstatement of his privilege of appearing and practicing before the Commission pursuant to Rule 2(e) of the Commission's Rules of Practice. 17 CFR 201.2(e). Mr. Levy had been permanently disqualified under Rule 2(e) from appearing and practicing before the Commission based upon the entry of a permanent injunction against him in a Commission injunctive action [SEC v. Management Dynamics, Inc., No. 73 Civ. 2642, S.D.N.Y. Dec. 30, 1976]. (Rel. 34-18322)

### PUBLIC REFERENCE WILL CLOSE EARLY ON DECEMBER 18

The SEC Public Reference Room, located at 1100 L Street, N.W., Washington, D.C., will close at 3:30 p.m. on Friday, December 18, to permit the staff to hold their Christmas Party. They will resume normal business hours on Monday, December 21.

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## CIVIL PROCEEDINGS

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### COMPLAINT NAMES MICHAEL B. ROSENBAUM, OTHERS

The Boston Regional Office announced on November 30 the filing of a complaint in the U.S. District Court for the District of Massachusetts against Michael B. Rosenbaum, individually and doing business as Financial Systems, Ltd., and Herbert Rosenbaum, and Herbert and Michael Rosenbaum, doing business as H & M Investment Company. The complaint and supporting papers allege that the defendants violated and are continuing to violate the antifraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 as well as Regulation X promulgated by the Board of Governors of the Federal Reserve System.

The Commission's complaint and supporting papers allege that since August, 1981 to the present, the defendants engaged in a scheme to defraud a number of brokers and dealers in securities by placing orders or causing orders to be placed, in brokerage accounts at such brokers and dealers for the purchase of Exeter Oil, Braniff and Petrofina securities without intending to make proper and timely payments for the securities so ordered and without informing said brokers of their intentions. The Commission's papers go on to allege that the course of conduct of the defendants violated the Federal Reserve System's regulations since the defendants obtained credit from various brokers without in good faith contemplating making full cash payment for securities for which orders were placed.

The Commission seeks a Temporary Restraining order and Preliminary and Permanent Injunction against the defendants preventing them from continuing such activities. (SEC v. Michael B. Rosenbaum, et al., D.C. Mass.). (LR-9516)

### TARGET INDUSTRIES, INC., OTHERS ENJOINED

The Los Angeles Regional Office announced that on November 10 the Honorable Manuel Real of the U.S. District for the Central District of California, issued Final Judgments of Permanent Injunction against Target Industries, Inc., Joseph L. Roberts, also known as Joel Martin Roberts and Thomas Kimball Clevenger enjoining them from further violations of Sections 5(a) and 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. Roberts is the Chairman of the Board, President and a controlling shareholder of Target;

Clevenger is a principal and a controlling shareholder of Target. The Commission complaint alleged that the defendants violated the aforementioned Sections and Rule in connection with a false and misleading Form S-18 registration statement and preliminary prospectus filed by Target with the Los Angeles Regional Office. Further, the complaint alleged that the Form S-18 contained false and misleading statements concerning, among other things: the financial condition of the company; and existence of assets; the existence of personnel; management, officers and directors; and, the background, business experience and reputation of the principals, officers and directors. The defendants consented to the entry of the judgments without admitting or denying the allegations in the Commission's complaint. (SEC v. Target Industries, Inc., et al., U.S.D.C. CD Cal., Civil Action No. 81-5592 R). (LR-9525)

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## INVESTMENT COMPANY ACT RELEASES

### MANLEX CORPORATION

A notice has been issued giving interested persons until January 4, 1982, to request a hearing on an application filed by Manlex Corporation, Lexington Growth Fund, Inc., Lexington Research Fund, Inc., Lexington Tax Free Daily Income Fund, Inc., Lexington GNMA Income Fund, Inc. and Lexington Money Market Trust, pursuant to Section 11 of the Investment Company Act of 1940, for an order approving certain offers of exchange. (Rel. IC-12090 - Dec. 9)

### SHAREHOLDERS' TRUST OF BOSTON, OTHERS

Notices have been issued giving interested persons until January 4, 1982, to request hearings on applications by Shareholders' Trust of Boston; Phoenix Capital Fund, Inc.; Chase Special Fund of Boston, Inc.; Chase Frontier Capital Fund of Boston, Inc.; and Phoenix Fund, Inc., all registered open-end, diversified, management investment companies, for an order declaring that they have ceased to be investment companies. (Rel. IC-12091, IC-12092, IC-12093, IC-12094 and IC-12095, respectively - Dec. 9)

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## HOLDING COMPANY ACT RELEASES

### CENTRAL AND SOUTH WEST CORPORATION

A supplemental order has been issued authorizing Central and South West Corporation, a registered holding company, to issue and sell up to 6,000,000 shares of common stock by January 31, 1982. (Rel. 35-22310 - Dec. 10)

### NORTHEAST UTILITIES

An order has been issued authorizing Northeast Utilities, a registered holding company, to issue and sell, from time to time, up to 9,800,000 additional shares of its common stock, par value \$5 per share, pursuant to its Dividend Reinvestment and Common Share Purchase Plan. The proceeds of such sale will be used to repay Northeast's short-term debt, to make capital contributions or loans to Northeast's subsidiaries, and for general corporate purposes. (Rel. 35-22311 - Dec. 10)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

### WITHDRAWALS GRANTED

Orders have been issued granting the application of the following companies to withdraw the specified securities from listing and registration on the American Stock Exchange, Inc.: Wainoco Oil Corporation, common stock (no par value). (Rel. 34-18319); and Energy & Utility Shares, Inc., common stock (\$1 par value). (Rel. 34-18323)

### WITHDRAWALS SOUGHT

Notices have been issued giving interested persons until January 4, 1982 to comment on the application of the following companies to withdraw the specified securities from listing and registration on the American Stock Exchange, Inc.: Integrated Resources, Inc., common stock (\$.10 par value). (Rel. 34-18324); and Flow General Inc., common stock (\$.10 par value). (Rel. 34-18325)

## SELF-REGULATORY ORGANIZATIONS

### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved proposed rule changes filed under Rule 19b-4 by the National Association of Securities Dealers, Inc. and the Municipal Securities Rulemaking Board (SR-NASD-81-12 and SR-MSRB-81-7) to provide plans and specifications for the new General Securities Sales Supervisor Examination and has approved a proposed rule change filed by the NASD (SR-NASD-81-13) to create the new category of registration of Limited Principal - General Securities Sales Supervisor. (Rel. 34-18316)

## SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form; Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

- (S-8) TOWLE MANUFACTURING COMPANY, 144 Addison St., Boston, MA 02128 (617) 482-0100 - 27,650 shares of common stock, and 172,350 shares of Series A preferred stock. The company and its subsidiaries manufacture, purchase and distribute giftware. (File 2-75249 - Dec. 9) (Br. 9)
- (N-1) AMERICAN PLAN VARIABLE ACCOUNT, 2202 E. Camelback, Phoenix, AZ 85016 (602) 955-0300 - an indefinite amount of securities. (File 2-75250 - Dec. 9) (Br. 20 - New Issue)
- (S-16) LONG ISLAND LIGHTING COMPANY, 250 Old Country Rd., Mineola, NY 11501 (516) 228-2890 - \$50 million of general and refunding bonds, % Series, due 2011, and \$50 million of general and refunding bonds, % Series, due 1991. Underwriters: Lehman Brothers Kuhn Loeb Incorporated, Bache Halsey Stuart Shields Incorporated, Blyth Eastman Paine Webber Incorporated and Salomon Brothers Inc. (File 2-75252 - Dec. 9) (Br. 7)
- (S-7) UNION TANK CAR COMPANY, 111 West Jackson Blvd., Chicago, IL 60604 (312) 431-3111 - \$75 million of equipment trust certificates (Series 20). Underwriter: Salomon Brothers Inc. The company leases railway tank cars and other rail cars. (File 2-75253 - Dec. 10) (Br. 5)
- (S-16) HUGHES TOOL COMPANY, 5425 Polk Ave., Houston, TX 77023 (713) 924-2222 - \$100 million of % notes, due December 15, 1988. Underwriter: Merrill Lynch White Weld Capital Markets Group. The company is engaged in providing equipment and services to the oil and gas exploration and production industry. (File 2-75254 - Dec. 10) (Br. 3)
- In a separate statement the company seeks registration of \$100 million of % convertible subordinated debentures, due December 15, 2006. (File 2-75256 - Dec. 10)
- (S-1) FIRST COMMUNITY BANK GROUP, INCORPORATED, 400 Milwaukee Ave., Burlington, WI 53105 (414) 763-3581 - 69,250 shares of common stock. (File 2-75255 - Dec. 9) (Br. 1 - New Issue)
- (S-16) UNIVERSAL RESOURCES CORPORATION, 13601 Preston Rd., Dallas, TX 75240 - \$55 million of % subordinated debentures, due December 15, 1996. Underwriter: Drexel Burnham Lambert Incorporated. The company is engaged in onshore oil and gas exploration, development and production. (File 2-75257 - Dec. 10) (Br. 3)
- (S-8) MONOLITHIC MEMORIES, INC., 1165 East Arques Ave., Sunnyvale, CA 94086 (408) 739-3535 - 925,251 shares of common stock. (File 2-75258 - Dec. 10) (Br. 7)
- (S-16) STORER BROADCASTING COMPANY, 1177 Kane Concourse, Miami Beach, FL 33154 (305) 866-0211 - \$75 million of % notes, due December 1, 1991. Underwriter: Lehman Brothers Kuhn Loeb Incorporated. (File 2-75259 - Dec. 10) (Br. 7)

- (S-16) BANGOR PUNTA CORPORATION, One Greenwich Plaza, Greenwich, CT 06830 (203) 622-8100 - \$70 million of ½ subordinated debentures, due 2001. Underwriter: Merrill Lynch White Weld Capital Markets Group. The company is a diversified, multi-business company. (File 2-75260 - Dec. 10) (Br. 2)
- (S-1) BELDEN & BLAKE AND COMPANY LIMITED PARTNERSHIP NO. 80, 7555 Freedom Avenue NW, North Canton, OH 44720 - 1,980 limited partnership units. (File 2-75262 - Dec. 10) (Br. 3 - New Issue)
- (S-8) INFORMATICS, INC., 21031 Ventura Blvd., Suite 800, Woodland Hills, CA 91364 (213) 887-9040 - 716,632 shares of common stock. (File 2-75263 - Dec. 10) (Br. 9)
- (N-1) SAFECO MONEY MARKET MUTUAL FUND, INC., Safeco Plaza, Seattle, WA 98185 (206) 545-5000 - 100,000,000 shares of common stock. (File 2-75272 - Dec. 12) (Br. 16 - New Issue)

REGISTRATIONS EFFECTIVE

- Nov. 13: Richardson-Cetron Company/Richardson Electronics Ltd., 2-74270.
- Nov. 30: FDC 1981 Drilling Funds, 2-74097.
- Dec. 3: General Telephone and Electronics Corporation, 2-74812; Nevada Power Company, 2-74929; New York State Electric & Gas Corporation, 2-74969; Public Service Co. of Colorado, 2-74923; UGI Corporation, 2-74700.
- Dec. 4: Acton Corporation, 2-74544; CMI Corporation, 2-74772; First Enid, Inc., 2-74972; Hawkins Exploration 1982 Program, 2-74719; Indianapolis Water Company, 2-74933; Kelly-Johnston Enterprises, Inc., 2-74771; NBC Bancshares, Inc., 2-74224; National Fuel Gas Company, 2-74780; Northwest Bancorporation, 2-75031; Rigco Ltd. - I, 2-73300; Savings Industry Primary Liquidity Fund, Inc., 2-73983; Savoy Industries, Inc., 2-74449; U. S. Home Corporation, 2-75081; United Banks of Colorado, Inc., 2-74917; United States Leasing Corporation, 2-73461.
- Dec. 7: Electromedics, Inc., 2-74198; First Commerce Bancorp, Inc., 2-74728; Henderson Petroleum 1982 Oil & Gas Income & Development Program, 2-74385; Southern Natural Gas Co., 2-72741; Southwest Forest Industries, Inc., 2-75175.
- Dec. 8: Hasegawa Komuten (USA), Inc. and Kona by the Sea Partners, 2-74588; Healthdyne, Inc., 2-74494; Savannah Electric & Power Company, 2-74982.