SECURITIES AND EXCHANGE COMMISSION

NEWS DIGEST

A brief summary of financial proposals filed with and actions by the SEC

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(Issue No. 69-246)

FOR RELFASF Wednesday, December 24, 1969

VARIABLE ANNUITY FUND OF SOUTHWESTERN LIFE SEEKS ORDER. The SEC has issued an order under the Investment Company Act (Release IC-5936) giving interested persons until January 7 to request a hearing upon an application of Variable Annuity Fund I of Southwestern Life ("Fund") and Southwestern Life Insurance Company, Dallas, for exemption from certain provisions of the Act. Southwestern Life established Fund as the facility through which it will set aside and invest assets attributable to variable annuity contracts offered by Southwestern.

CAPITAL ESTATES SEEKS ORDER. The SEC has issued an order under the Investment Company Act (Release IC-5938) giving interested persons until January 21 to request a hearing upon an application of Capital Estates, Inc., Reno, for an order declaring that it is primarily engaged in a business other than that of an investment company. Labatt Breweries of British Columbia, Limited ("Breweries"), a Canadian brewing corporation, owns 61% of Capital Estates' outstanding common stock. In turn, about 97% of Breweries' outstanding common stock is owned by John Labatt Limited ("Labatt"), a Canadian corporation engaged primarily in the brewing business and also in the manufacture and sale of wines, fine chemicals and pharmaceutical products. Of capital Estates \$2,510,178 of assets, \$2,453,720 is represented by Capital Estates' holdings of 478,559 shares of common stock of General Brewing Corporation, equal to about 47.6% of General's outstanding common stock. Breweries owns 6% and Labatt 11% of General's outstanding common stock. Virtually all of Capital Estates' assets other than General Brewing stock are cash and government securities. The only major holding of General's common stock other than that of Capital Estates, Breweries and Labatt is the ownership by an individual and his wife of about 20%. Four directors of Capital Estates are also officers or directors of General, whose board of directors is comprised of six members. One of these individuals serves as board chairman of General and devotes 15% to 20% of his time to General. Capital Estates earned \$627,962 for the five fiscal years April 30, 1964 through April 30, 1968, of which \$597,226 was derived from dividends received from General and the balance from interests on short-term denosits

TRADING SUSPENSIONS CONTINUED. The SEC has ordered the further suspension of over-the-counter trading in the securities of Liquid Optics Corporation for the period December 27, 1969 through January 5, 1970, inclusive, and in the securities of Continental Vending Machine Corporation for the period December 28, 1969 through January 6, 1970, inclusive.

TRADING SUSPENDED IN STANDARD COMPUTER-PIC RES. The SEC today announced the issuance of an order (Release 34-8787) suspending over-the-counter trading in securities of Standard Computer and Pictures Corporation ("Standard"), of North Miami Beach, Fla., for the ten-day period December 24, 1969, through January 2, 1970. Standard's securities have not been registered with the Commission. The trading ban was ordered because it appears that, by reason of the unavailability of adequate and accurate information and/or the dissemination of false and misleading information about Standard, its operations, financial condition and prospects, an informed and realistic analysis and evaluation of its securities cannot be made by public investors. No income or profit and loss statements for Standard are available. A July 31 balance sheet shows 6,368,915 shares of 1c per common stock outstanding and to be issued, and an unspecified number of shares of convertible stock to be issued. A portion of Standard's stock was acquired by Spectrum, Ltd., of Fort Lauderdale, Fla.; the shares acquired by Spectrum were immediately spun off to Spectrum stockholders, following which a market for its shares developed. The bid price of Standard's common stock rose from \$9-3/4 on July 11 to \$15 on December 16, during the past four months the bid price ranged from \$12 to \$15 per share. Serious questions have arisen as to the value and ownership of properties carried on Standard's balance sheet at \$19,816,230. The Commission cautioned that, when trading in Standard shares resumes after January 2, present holders and prospective purchasers, as well as broker-dealer firms, should consider carefully all available information about the company, and should be particularly mindful of the fact that Standard securities have not been registered with the Commission and vital information which would be provided through registration is not available.

NEW ENGLAND ELECTRIC SYSTEMS SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16564) giving interested persons until January 15 to request a hearing upon a proposal of New England Electric System ("NEES"), Boston holding company, for investment interests in its subsidiary companies, as required by a Commission order of 1964 and affirmed on appeal. NEES has requested an extension until April 1970 to comply with the divestiture order, which is currently pending before the Commission. The Plan provides that NEES will transfer to Massachusetts Gas System ("Mass Gas') a Massachusetts business trust organized by NEES for this purpose, the shares of capital stocks of its eight gas-utility subsidiaries and notes of the subsidiaries which NEES may own at the time of consummation. In exchange for such securities, NEES will receive 1,466,275 common shares of Mass Gas. NEES states that the ultimate disposition of the gas properties will be the subject of a further plan or plans to be filed with the Commission.

DELISTING GRANTED. The SEC has issued an order under the Securities Exchange Act (Release 34-8781) granting an application of the American Stock Exchange to strike from listing and registration the common

stock of Magnetics, Inc. effective at the opening of business December 26 because of the company's failure to comply with the terms of its listing agreement with the Exchange relating to obtaining shareholder approval for issuance of additional shares as consideration for an acquisition of the stock or assets of another company.

JO MATTHEWS TO SELL STOCK. Jo Matthews Incorporated, 525 Seventh Ave., New York, N.Y. 10018, filed a registration statement (File 2-35707) with the SEC on December 19 seeking registration of 100,000 shares of common stock, to be offered for public sale through underwriters headed by Weinberg, Ost & Hayton, Inc., 52 Broadway, New York, N.Y. The offering price (\$8 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the Weinberg firm \$15,000 for expenses and to sell it 10,000 shares at 25c per share.

The company is engaged in the design, manufacture and sale of moderate priced, ready-to-wear women's sportswear to department stores and specialty shops. Net proceeds of its stock sale will be added to the company's working capital and used for general corporate purposes, including the development of new product lines, the employment of additional salesmen and the development of an advertising and sales promotion program. The company has outstanding 300,000 common shares (with a \$1.45 per share net tangible book value), of which Matthew Matluck, president, and Joseph Izzo, vice president, own 41.8% each.

EW INDUSTRIES PROPOSES OFFERING. EW Industries, Inc., 1410 Spruce St., Stroudsburg, Pa. 18360, filed a registration statement (File 2-35709) with the SEC on December 19 proposing the public offering of 100,000 of common stock and \$500,000 of $7\frac{1}{2}$ % subordinated convertible debentures, due 1980 (the latter at 100% of principal amount). The offering is to be made through underwriters headed by Hamborg Securities Corporation, the offering price of the common stock (\$5 per share maximum*) and underwriting terms for both issues are to be supplied by amendment. The company has agreed to pay the underwriters \$15,000 for expenses and to pay \$10,000 to Charles Bensinger, Esq., in consideration for his services as a finder. It also has agreed to issue the Bensinger firm five-year warrants to purchase 8,750 shares, exercisable after one year at \$5 per share, and to issue like warrants to purchase 1,250 shares to Charles Bensinger. Also included in this statement are \$143,000 of $7\frac{1}{2}$ % subordinated convertible debentures, due 1980, to be issued by the company to Mr. and Mrs. William S. Wyckoff (president), Mr. and Mrs. Paul L. Edinger (secretary), Edward R. Bollard and Lester E. Meyers, in exchange for an equal face amount of 60 day notes held by them.

The company manufactures and sells merchandising fixtures and decorative elements for use in department and specialty stores. Of the net proceeds of its financing, \$335,000 will be used to pay outstanding bank indebtedness and \$170,000 to enlarge and provide additional equipment for the company's plant at Stroudsburg. Pa.; the balance will be used for the company's working capital and possible acquisitions of other businesses. In addition to indebtedness, the company has outstanding 200,000 common shares (with a \$1.96 per share net tangible book value), of which Paul and Hazel Edinger own 38.78% and William S. Wyckoff and Elizabeth S. Wyckoff 26.86% each.

PHARMACARE TO SELL STOCK. Pharmacare, Inc., 1609 Pasadena Ave., South, St. Petersburg, Fla. 33707, filed a registration statement (File 2-35710) with the SEC on December 19 seeking registration of 150,000 shares of common stock, to be offered for public sale at \$5 per share. The offering is to be made through Spingarn, Heine & Associates, Inc., 37 Wall Street, New York, New York, which will receive a 45c per share commission plus \$13,000 for expenses. The company has agreed to pay John A. Weil \$3,000 as a finder's fee and to sell the Spingar firm 14,000 shares at 25c per share.

Organized in June 1969, the company is engaged in the operation of a pharmacy in the Palms of Pasadena Hospital in St. Petersburg, Florida, and intends to operate additional pharmacies in hospitals and nursing homes and similar institutions, principally in Florida. The company intends to implement a program called the "Pharmacare" (registered as a service mark with the U.S. Patent Office) plan through which individuals will be able to purchase from participating retail drug stores, at prices comparable to wholesale prices, prescription and non-prescription drugs, vitamins and certain other items. Of the net proceeds of its stock sale, \$295,000 will be used for advertising and promotion and the balance will be added to the company's working capital and used for general business purposes. The company has outstanding 150,000 common shares (with an 8c per share net tangible book value), of which Harold B. Siegel, president, owns 75% and management officials as a group 100%. Purchasers of the shares being registered will acquire a 48% stock interest in the company for their investment of \$750,000; the underwriter will then own 4% for which it will have paid \$3,500; and the present shareholders will own 48%, for which they contributed the Pharmacare service mark and program.

SPACE SYSTEMS LABORATORY FILES FOR OFFERING AND SECONDARY. Space Systems Laboratory, Inc., 1111 Sheridan Road, Melbourne, Fla. 32901, filed a registration statement (File 2-35711) with the SEC on December 19 seeking registration of 150,000 shares of common stock, of which 100,000 are to be offered for public sale by the company and 50,000 (being outstanding shares) by the present holders thereof. The offering is to be made on an "all-or-none" basis through Benjamin Werner Co., 19 Rector St., New York, New York; the offering price (S5 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the Werner firm \$15,000 for expenses and to sell it, for \$150, six-year warrants to purchase 15,000 shares.

The company is engaged in the production of various items of hardware of an optical nature pursuant to prime contracts with the Government and sub-contracts with prime contractors. Of the net proceeds of its sale of additional stock, \$195,000 will be applied to the liquidation of the remaining balance due and payable to Southeastern Capital Corporation and \$170,000 will be allocated to discharge of accounts payable; the balance will be added to the company's working capital and used for general corporate purposes. In addition to indebredness, the company has outstanding 465,635 common shares (with a 5¢ per share book value), of which Alfred K. Schiefner, president, owns 12% and management officials as a group 28%.

RECENT FORM 8-K FILINGS. The companies listed below have filed Form 8-K 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 (please give News Digest "Issue No." in ordering). 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 December 4 News Digest.

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Photosystems Corp. (11) Chicago & Eastern III RR Co. (12,13) Contemporary Institute Inc. (12,13) Hamco Machine & Electronics Corp. (12) Contex Nashville RR Co. (3) North American Royalties Inc. (2,7,8) Rudd-Melikain Inc. Jun 69 (7) Uniservices Inc. (6) Braden Ind. Inc. (11,13) Co-2270-2 Braden Ind. Inc. (11,13) Co-2270-2 Chemold Corp. (2) Marshall & Alsley Bank Stock Corp (12) Petrofunds Inc. (11) 2-27756-2 Petrofunds Inc. (11) 2-27756-2 Petrofunds Inc. (11) 2-27756-2 Frintogs LTD. (2,7,13) 1-5620-2 Simplex Development Corp. (1,2,7,13) 1-5635-2 Transcontinental Investing Corp. (12,13) 1-5635-2 Transcontinental Investing Corp. (12,13) 1-4945-2 Chemold Corp. (2) Marmon Group Inc. (7) Cregon National Life Insurance Co. (3,13) 2-22328-2 Furity Stores Inc. (2) C-1110-2	Gordon Jewelry Corp. (11,13)	1-4540-2		A 2112
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Marmon Group Inc. (7) 1-2466-2		0 2270 2	Chemold Corp. (2)	0-3359-2
Canadian Breweries LTD. Uct. 69 (11)	Braden Ind. 'nc. (11,13)	0-22/0-2		
Oct. 69 (11) 1-3374-2 Oregon National File Northwest Airlines Inc. Insurance Co. (3,13) 2-22328-2 Furity Stores Inc. (2) 0-1110-2	Canadian Breweries LTD.			2-00-2
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(3 7)		121302	Furity Stores Inc. (2)	C-111b-2
Kea Rolled Me. Virginia	(3,12)	1-3137-4	•	
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8-K Reports Cont'd

		Leisure Technology Corp	
Alleshamu Airlines Inc. (2)	1.2(2) 0	(2,7,13)	1-6011-2
Allegheny Airlines Inc. (3) DATA Processing Financial	1-3631-2	Maytag Co. (12,13)	1-655-2
& General Corp. (7)	1-5346-2	Penta Computer Assn. Inc.	2 22256 2
Kalvex Inc. (7,13)	1-3947-2	(9,12)	2-32354-2
Lyceum Companies Inc. (3)	0-3407-2	(10)	0-2103-2
ayeed companies the. (3)	0-3407-2	Silvey Corp. (12)	0-2720-2
Norton Simon Inc.(8,12,13)	1-5687-2	Transworld Corp. (2,13)	0-2/20-2
Pueblo Supermarkets Inc. (7)	1-5160-2	Trident Funding Corp. (7,11)	2-26965-2
		(7,117	2 20,03 2
Chicago Milwaukee St. Paul		Academic Press Inc.	
& Pac RR Co. (12,13)	1-3288-2	(1,2,8,11,13)	0-3251-2
Herbert Arthur Morris		Trans-Ind. Inc.(2,7,13)	2-30317-2
Advertising Inc. Inc. (12)	1-6195-2	Trans-rid. The.(2,7,13)	
URS Systems Corp. (12)	1-6067-2	Houston Oil & Minerals	
United Board & Carton Corp.		Corp. Amdt. #1 Aug 69 (13)	0-2562-2
(11,13)	1-2772-2	Cotp. Audt. WI Aug 05 (15)	0.2302.2
•		Electro-Nite Co. Amdt. #2	
Bourns Inc. (3)	1-5257-2	Aug 68 (12)	0-2729-2
Carolina Caribbean Corp.		nug oo (12)	
(2)	0-3895-2		
Mount Clemens Corp. Oct. 69		Duquesne Light Co.	
(3)	0-1669-2	(7,13)	1-956-2
Revenue Properties Co. LTD.		RAI Research Corp. (11)	2-28033-2
(3,12,13)	1-5827-2	RAI Research Colp	
St. Paul Ammonia Products		Agway Inc. (Plan) (7)	2-25865-2
Inc. (4,6,11,13)	0-1794-2	Akzo N.V. (6K)	2-10219-2
Schlumberger N.V. (6K)		ARZO MILL COM	
9-30-69	1-4601-2	Design-A-Phone Inc.(1,13)	2-30503-2
Topsy's International		besign it allend	
Inc. (8)	0-3324-2	I washuk MFG Corp. Nov 69	
Trans Canada Pipe Lines	0 10007 0	& Oct. 69 (2,7,11,13)	2-30888-2
LTD (7,8)	2-12927-2		
Vulcan Matl. Co. (7,13)	1-4033-2	Republic Color Inc.	
		(1,13)	2-29932-2
Chemical & Pollution	0.04040.0	,	
Sciences Inc. (13)	2-24062-2	Commercial Capital Systems	
Gibraltar Financial Corp.	1 4575 0	Inc. Dec. 69 (12,13)	2-32846-2
Of Calif. (12,13)	1-4575-2	Commercial Capital Systems	
Hospital Corp. of America	0.2577 (9.	Inc. Oct. 69 (2,7,13)	
(2,7,13)	0-3577- 2		
Philadelphia Elect. Co.	1 1 0 0	Walt Disney Productions	
(7,13)	1-1401-2	(7)	1-4083-2
Proteus Foods & Ind. Inc.	0-3828-2		
(12)	0-3620-2	Facicic Vegetable Uil	
Sierra Trading Corp. (1,2)	V-3020-2	Corp. (7,11,12,13)	0-1773-2
C T Co		Sheller-Globe Corp.	
Carpenter Technology Corp.	1-5828-2	(4,7,13)	1-4172-2
(11,12,13)	0-3067-2		
Mark Systems Inc. (7,13)	1-4177-2	Servico Inc. (2,7,11,13)	0-1082-2
Robintech Inc. (9,11,13)	1-71//-2		

SECURITIES ACT REGISTRATIONS. Effective December 22: American Building Maintenance Industries, 2-35383; American International Pictures, Inc., 2-35575; B.T.B. Corporation, 2-35359 (40 days); Bartell Media Corporation, 2-35620; Digital Information Devices, Inc., 2-35667; H.J. Heinz Company, 2-35628; International Controls Corp., 2-34192 (Jan. 31); International Controls Corp., 2-35092; International Funeral Service, Inc., 2-34545 (40 days); King Resources Company, 2-33707; Physics International Company, 2-33625 (Feb. 23); Print Corporation, 2-34361 (90 days); Leonard Refineries, Inc., 2-34935; Wilson Beef & Lamb Co., 2-34894 (90 days); Wilson Certified Foods, Inc., 2-34892 (90 days); Yoo-Hoo of the Midwest, Inc., 2-33871 (90 days); Effective December 23: American Depositary Receipts for Dollar Validated Common Stock of Mitsubishi Estate Company, Limited 2-35597; Biomedical Resources Corporation, 2-35371 (90 days); 3H Building Corporation, 2-34797 (Mar. 23); Capital Investments, Inc., 2-33966 (Feb. 1); Computer Careers Incorporated, 2-32230 (90 days); Forward Time, Inc., 2-34226 (90 days); Greiner Scientific Corporation, 2-33972 (90 days); Hemisphere Hotels, Corp., 2-31910 (90 days); Interstate United Corporation 535364; Popeil Brothers, Inc., 2-34859 (90 days); Sage Systems Corporation, 2-35572 (90 days); Scheutzon Helicopter Corporation, 2-33984 (40 days); Southern Pacific Company Southern Pacific Stock Purchase and Savings Plan for Employees of Southern Pacific Transportation Co., 2-3 63; Temco Service Industries, Inc., 2-34676 (90 days); Viatron Computer Systems Corporation, 2-35271 (Feb. 2); Ward Cut-Rate Drug Company, 2-34565 (90 days); Western Orbis Company, 2-32161; Wilson Laurel Farms, Inc., 2-34896 (90 days); Wilson-Sinclair Co., 2-34891 (90 days).

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.