

# 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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**PENNSYLVANIA ELECTRIC RECEIVES ORDER.** The SEC has issued an order under the Holding Company Act (Release 35-15878) authorizing Pennsylvania Electric Company, Johnstown, Pa. subsidiary of General Public Utilities Corporation ("GPU"), to issue and sell, at competitive bidding, \$10,000,000 of debentures, due 1992. Net proceeds of its sale of debentures will be used by Penelec for the purpose of financing its business as a public utility, including the reimbursement of its treasury for a portion of expenditures for construction purposes and the payment of a portion of its short-term bank loans outstanding at the time of the sale of the debentures. Its 1967 construction program is estimated at \$52,000,000, part of which is to be financed from funds received from the sale of bonds, from funds generated internally, and by a capital contribution from GPU.

**SOUTHWESTERN ELECTRIC SEEKS ORDER.** The Southwestern Electric Power Company ("Southwestern"), Shreveport, La. subsidiary of Central and South West Corporation, has applied to the SEC for an order under the Holding Company Act authorizing it to issue and sell, at competitive bidding, \$20,000,000 of first mortgage bonds, due 1997; and the Commission has issued an order (Release 35-15879) giving interested persons until November 13 to request a hearing thereon. Net proceeds from the sale of the bonds will be used to finance the construction program of Southwestern and its subsidiaries (including repayment of \$5,200,000 of short-term bank loans incurred therefor). Construction expenditures for the fourth quarter of 1967 and for 1968 are presently estimated at \$4,891,000 and \$23,737,700, respectively.

**ROTO AMERICAN TRADING BAN CONTINUED.** The SEC has issued an order under the Securities Exchange Act suspending exchange and over-the-counter trading in securities of Roto American Corp., for the further ten-day period October 19-28, 1967, inclusive.

**BANGOR PUNTA FILES EXCHANGE PROPOSAL.** Bangor Punta Corporation, 84 Harlow St., Bangor, Maine, filed a registration statement (File 2-27490) with the SEC on October 16 seeking registration of \$5,000,000 of 5 $\frac{1}{2}$ % convertible subordinated debentures, due 1987, and \$19,954,700 of 5-3/4% subordinated collateral trust bonds, due 1992. Bangor proposes to purchase all outstanding shares of common stock of Producers Cotton Oil Company for a consideration per share of Producers consisting of (a) \$1.00 in cash; (b) \$6 in "market value" of Bangor debentures and (c) \$18 in principal amount of Bangor bonds. Bangor will pay a commission of 63¢ per share (not exceeding \$400 with respect to any one shareholder) to any member of a national securities exchange or any NASD member who procures the tender of shares of Producers common stock.

Bangor is a diversified holding company with subsidiaries active in the consumer products, textile, process equipment and service fields. In addition to indebtedness and preference stock, the company has outstanding 1,625,514 common shares, of which management officials own 20.55% (including 10.1% owned by Nicholas M. Salgo, board chairman). David W. Wallace is president. Producers engages in all aspects of the raw cotton business.

**ESSEX SYSTEMS FILES FOR OFFERING AND SECONDARY.** Essex Systems Company, Inc., 40 E. 49th St., New York, filed a registration statement (File 2-27491) with the SEC on October 17 seeking registration of 153,000 shares of common stock, to be offered for public sale at \$8.50 per share. Of this stock, 100,000 shares are to be offered by the company and 53,000 (being outstanding shares) by the present holders thereof. The offering is to be made on a "best efforts--all or none basis" through underwriters headed by Amos Treat Associates, Inc., 79 Wall St., New York 10005, which will receive an 85¢ per share selling commission. The company has agreed to sell to the underwriter, for \$150, 15,000 four-year common stock purchase warrants, exercisable initially at \$9.10; it has also agreed to pay to the underwriter \$6,500 for expenses.

The company is engaged in the manufacture and sale of computer forms. Of the net proceeds of its sale of additional stock, \$450,000 will be used for the purchase of new equipment, \$150,000 for expansion of its sale organization and advertising, and the balance for working capital requirements. In addition to indebtedness, the company has outstanding 253,000 shares of common stock. The prospectus lists two selling stockholders. Leonard Clark (president) and Gerald B. Sanderoff (secretary-treasurer) each proposes to sell 26,500 of his holdings of 126,500 shares.

**TRANS-EAST AIRLINES PROPOSES OFFERING.** Trans-East Airlines Incorporated, 1180 Avenue of the Americas, New York 10036, filed a registration statement (File 2-27493) with the SEC on October 17 seeking registration of 300,000 shares of common stock. The shares are to be offered for public sale through company representatives. The public offering price (\$12.00 per share maximum\*) is to be supplied by amendment.

The company (formerly "Statewide Airlines Inc.") operates as a scheduled air-taxi commuter airline. Organized under New York law in 1963, it has at all times operated at a loss; and during the year 1966 it restricted its operations and in November of 1966 temporarily ceased flight operations and surrendered its operating certificate to the Federal Aviation Agency. The operating certificate was reissued on September 13, 1967, incident to the company's preparation for new operations. Net proceeds of the stock sale will be applied toward the purchase of equipment, the discharge of indebtedness, the leasing of land and construction of an aircraft hangar at Grenier Field, Manchester, N.H., and the cost of proceedings before the Civil Aeronautics Board relating to the "Northern New England-Great Lakes Service Investigation"; the balance will

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be added to working capital for miscellaneous uses including maintenance, station facilities, communication and salaries. In addition to indebtedness, the company has outstanding 523,080 common shares, of which management officials own 55.22%. Walter S. Blandford is president and Norman Kaye is board chairman. Also included in the statement are 188,801 common shares reserved for offering to certain noteholders who hold options to purchase the shares at \$1.25 per share in satisfaction of the principal amount of the notes plus interest (shares not issued upon the exercise of these options will be offered for public sale); and 320,17 shares which may be issued to certain stockholder-creditors who may exercise the right to convert company indebtedness of about \$380,224, representing advances for working capital, into stock at a conversion price of \$1.25 per share.

**PENNSYLVANIA P&L PROPOSES OFFERING.** Pennsylvania Power & Light Company, 901 Hamilton St., Allentown, 18101, today filed a registration statement (File 2-27494) with the SEC seeking registration of \$30,000,000 of first mortgage bonds, due 1997, to be offered for public sale at competitive bidding.

Net proceeds of its bond sale will be added to general funds and applied to the reduction of some \$38,000,000 of bank loans incurred in 1967 to provide interim financing for construction expenditures. Construction expenditures are estimated at \$120,000,000 for 1967 and \$500,000,000 for the five-year period 1968-1972. In addition to indebtedness and preferred stock, the company has outstanding 13,038,299 common shares. Jack K. Busby is president.

**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 in parentheses. 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 captions of the several items of the form was included in the October 2 News Digest.

Itek Corp Sept 67 (2,11,12,13)	1-5255-2	A E Staley Mfg Co Sept 67 (8)	1-4754-2
International Ind Inc Sept 67 (11,13)	1-5036-2	Susan Thomas Inc Sept 67 (2,7,12,13)	1-5165-2
Interstate Engineering Corp Sept 67 (2,3)	0-1643-2	Thrift Drug Co of Penn Sept 67 (7)	0-1-2
Intex Cil Co Sept 67 (1)	1-3473-2	Tropical Gas Co Inc Oct 67 (6K)	1-4937-2
Kaneb Pipe Line Co Sept 67 (2,3,7,13)	1-5083-2	UTD Corp Sept 67 (11,13)	1-233-2
Mem Co Inc Sept 67 (8)	1-5292-2	United States Lumber Co Sept 67 (12)	0-601-2
M R B Inc Sept 67 (8)	0-1895-2	Vorando Inc Sept 67 (2,7,11,13)	1-5098-2
Martin-Marietta Corp Sept 67 (3)	1-4552-2	Vulcan Materials Co Sept 67 (7,8,13)	1-4033-2
Natl Equities Inc Sept 67 (7,13)	0-2140-2	Ward Leonard Elec Co Sept 67 (1)	0-2293-2
Natl Telefilm Assoc Inc Sept 67 (8)	0-57-2	Whirlpool Corp Sept 67 (12,13)	1-3932-2
Natural Gas Pipeline Co of Amer Sept 67 (7,12)	2-14243-2	Wisconsin Elec Power Co Sept 67 (7)	1-1245-2
Nodaway Valley Packing Co Sept 67 (2,12,13)	0-2168-2	Wisconsin Natural Gas Co Sept 67 (7)	2-2066-2
Pennsylvania Elec Co Sept 67 (11)	1-3522-2	Vulcan Materials Co Amend #1 to 8K for Aug 66 (7,13)	1-4033-2
Peoples Gas Light & Coke Co Sept 67 (12)1-1573-2	0-2168-2	Agway Inc Sept 67 (7,13)	0-2011-2
Peter Paul Inc Sept 67 (11,13)	0-1798-2	Agway Inc Employee Incentive Thrift Plan Sept 67 (7)	2-25865-2
Pilot Radio-Television Corp Sept 67 (12)1-4336-2	0-1798-2	Allied Mills Inc Sept 67 (11)	1-90-2
Prentice-Hall Inc Sept 67 (11)	0-681-2	American Export Isbrandtsen Co Inc Sept 67 (7,11,13)	1-5054-2
Pueblo Supermarkets Inc Sept 67 (2,13)	1-5160-2	Ansul Co Sept 67 (4,12)	1-4606-2
Purex Corp Ltd Sept 67 (2,7,13)	1-4816-2	Apache Corp Sept 67 (2,7,8,13)	1-4300-2
Richardson-Merrell Inc Sept 67 (3)	1-1029-2	Armstrong Rubber Co Sept 67 (4,7,13)	1-3558-2
Rochester Gas and Elec Corp Sept 67 (7,13)	1-672-2	Associated Investors Secs Inc Sept 67 (2,13)	0-1468-2
B F Saul Real Estate Inv Trust Sept 67 (7,12)	2-21825-2	Associated Mortgage Co Inc Sept 67 (1,7,8,13)	0-2360-2
Savannah Sugar Refining Corp Sept 67 (8)	0-922-2	Bockman Instruments Inc Sept 67 (4,13)	1-3664-2
Signal Oil & Gas Co Sept 67 (2,4,7,13)	1-1727-2	Canadian Javelin Ltd Sept 67 (1,2,7,11,12,13)	1-4192-2
Southern Bell Tel & Tel Co Sept 67 (7,13)	1-1049-2	Colanese Corp Sept 67 (7,13)	1-1308-2
Southwestern Public Service Co Sept 67 (12,13)	1-3789-2	Central Charge Service Inc Sept 67 (4,7,12,13)	1-4755-2
		Commercial Credit Co Sept 67 (7,13)	1-1969-2

**SECURITIES ACT REGISTRATIONS.** Effective October 17: Calif. Computer Products, Inc., 2-27118 (Nov 26) Computer Airlines, Inc., 2-27162 (90 days); Household Finance Corp., 2-27323 (40 days); Jet Air Freight, 2-27053 (90 days); Platronics, Inc., 2-27246 (90 days); Province of Nova Scotia, 2-27317; Scope Inc., 2-27280 (40 days); Wallace Business Forms, Inc., 2-27277 (40 days); Weyenberg Shoe Manufacturing Co., 2-27317 (40 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.

\*As estimated for purposes of computing the registration fee.