

# SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



Washington, D.C. 20549

(In ordering full text of Releases from SEC Publications Unit cite number)

(Issue No. 71-81)

FOR RELEASE April 26, 1971

## DECISION IN ADMINISTRATIVE PROCEEDING

**DECISION AS TO CONRAD & CO. FINAL.** The Commission today announced that a decision of the Hearing Examiner with respect to Conrad & Company, Inc., Hyattsville, Md., revoking the firm's broker-dealer registration, has become final. No petition for review of the examiner's initial decision with respect to the firm has been filed, the time for filing has expired, and the Commission has determined on its own initiative not to review the issues involving the firm.

On March 12, Hearing Examiner Sidney Ullman filed a decision in which he ordered the firm's broker dealer registration revoked and its expulsion from the National Association of Securities Dealers and the Philadelphia-Baltimore-Washington Stock Exchange for violation of, among others, the registration and anti-fraud provisions of the Federal securities laws.

## INVESTMENT COMPANY ACT RELEASES

**PURITAN FUND.** The SEC has issued an order under the Investment Company Act giving interested persons until May 17 to request a hearing upon an application of Puritan Fund, Inc., Boston mutual fund, and United States Smelting, Refining and Mining Company, of New York, for an order exempting from certain provisions of the Act a transaction whereby U. S. Smelting will sell to the Fund and then repurchase from the Fund 11,600 shares of U. S. Smelting's \$5.50 cumulative preferred stock (\$100 liquidation value per share). The Fund owns 125,000 shares (5.01%) of U. S. Smelting's outstanding voting securities; there is no other affiliation between U. S. Smelting and the Fund. In January, the Fund sold to U. S. Smelting 11,600 preferred shares at \$66.50 per share. U. S. Smelting represents that its purpose in acquiring such shares was to satisfy a certain provision in its by-laws. No order exempting such sale from the provisions of the Act had been issued by the Commission. In order to avoid any question as to the propriety of that sale, U. S. Smelting now proposes to sell the 11,600 shares back to the Fund and immediately to repurchase said shares from the Fund.<sup>1/</sup> (Release IC-6478)

**B.S.F. CO.** The SEC has issued an order under the Investment Company Act giving interested persons until May 10 to request a hearing upon an application of B.S.F. Company, Los Altos, Calif. closed-end, non-diversified management investment company, for an order exempting from certain provisions of the Act the proposed purchase by Chicago Helicopter Industries, Inc. ("Industries") or one of its wholly-owned subsidiaries of B.S.F.'s entire holdings of 9,643 shares of common stock of Mercantile National Bank of Chicago at \$75 per share or an aggregate price of \$723,225. Industries is engaged through a wholly-owned subsidiary, Chicago Helicopter Airways, Inc., in chartering and servicing helicopters and of transporting persons and property by air. Through another wholly-owned subsidiary, Helicopter Air Service, Inc., Industries owns 89,279 shares (or 70%) of the outstanding common stock of Mercantile. B.S.F. also owns 7.6% of the outstanding common stock of Mercantile. El-Tronics, Inc., is also an affiliated person of B.S.F., by virtue of its ownership or control of about 32% of B.S.F.'s outstanding stock. Because of the intercompany affiliation, Commission approval of the proposed transaction is required.<sup>1/</sup> (Release IC-6479)

## SECURITIES ACT REGISTRATIONS

**\*WESTERN UNION INTERNATIONAL FILES FOR OFFERING AND SECONDARY.** Western Union International, Inc., 26 Broadway, New York 10004, filed a registration statement with the SEC on April 16 seeking registration of 559,000 shares of common stock, of which 204,500 are to be offered for public sale by the company and 354,500 (being outstanding shares) by the holders thereof. The offering is to be made (\*\*at \$51.25 per share maximum) through underwriters headed by Goldman, Sachs & Co., and American Securities Corporation.

The company is engaged in furnishing a wide variety of international communication services to individuals, industry and government. Of the net proceeds of its stock sale, \$6 million will be used for computers and related equipment and the balance will be added to the company's working capital and used for general corporate purposes. (File 2-40080).

**FORD SHARES IN REGISTRATION.** Ford Motor Company, The American Road, Dearborn, Mich. 48121, filed a registration statement with the SEC on April 16 seeking registration of 792,500 shares of common stock. These shares may be delivered by the company or by Ford International Capital Corporation (a wholly-owned subsidiary of Ford) upon conversion of 6% convertible guaranteed debentures, due 1986, issued and sold by International. (File 2-40082).

**MASSACHUSETTS INCOME INVESTORS PROPOSES OFFERING.** Massachusetts Income Investors, Inc. (the Fund), 155 Berkeley St., Boston, Mass. 02116, filed a registration statement with the SEC on April 16 seeking registration of 100,000 shares of common stock, to be offered for public sale at net asset value (\$10 per share maximum) with no sales charge. The Fund is an open-end, diversified investment company whose primary objective is maximum income. Studley, Shupert & Co., Inc. is the investment adviser. Barron P. Lambert, Jr., is president of the Fund and executive vice president of the adviser. (File 2-40085).

OVER

AMA SECURITIES IN REGISTRATION. American Medical Association, 535 North Dearborn St., Chicago 60610, filed a registration statement with the SEC on April 16 seeking registration of \$15 million of participations in American Medical Association Members Retirement Plan. (File 2-40088).

\*INDUSTRIAL NUCLEONICS TO SELL DEBENTURES. Industrial Nucleonics Corporation, 650 Ackerman Rd., Columbus, Ohio 43202, filed a registration statement with the SEC on April 20 seeking registration of \$15 million of convertible subordinated debentures, due 1991, to be offered for public sale through underwriters headed by William Blair & Company, 135 South LaSalle St., Chicago 60603.

The company is engaged in the development, manufacture and marketing of automation and management information systems to control users' business operations and enable the user to increase productivity, lower costs and improve product quality. Net proceeds of its debenture sale will be used primarily to finance expansion of its long-term lease program and for other corporate purposes. (File 2-40103).

INTER-CONTINENTAL COMPUTING SHARES TO BE DISTRIBUTED. Inter-Continental Computing, Inc. ("ICCI"), 2000 Johnson Drive, Shawnee Mission, Kansas 66205, filed a registration statement with the SEC on April 20 seeking registration of 828,030 shares of common stock. These shares are owned by Inter-Continental Services Corporation ("ICSC") and are to be distributed as a dividend to ICSC shareholders, at the rate of one ICCI share for each ICSC share held.

ICCI is engaged primarily in furnishing on-line accounting and information systems for savings and loan associations and credit unions. In addition to indebtedness, it has outstanding 900,000 common shares. Jerome E. Baker is board chairman and Sterling W. Weaver president. (File 2-40104)

\*LE GRAN FILES FOR OFFERING AND SECONDARY. Le Gran Corporation, 3090 Airport Way, Long Beach, Calif. filed a registration statement with the SEC on April 20 seeking registration of 250,000 shares of common stock, of which 100,000 are to be offered for public sale by the company and 150,000 (being outstanding shares) by the holders thereof. The offering is to be made through underwriters headed by Shields & Company Inc., 44 Wall Street, New York, New York 10005, and Mitchum, Jones & Templeton Inc., 510 South Spring, St., Los Angeles, Calif. 90013.

The company is engaged in the retail sale of jewelry and other items. Of the net proceeds of its stock sale, \$1 million will be used to eliminate outstanding indebtedness under a line of short-term credit and the balance for working capital and other corporate purposes. The company has outstanding 724,949 common shares, of which Jack Levine, board chairman, owns 36.2% and David Grand, president 38.6%. They propose to sell 100,000 and 50,000 shares, respectively. (File 2-40106).

QUEBEC TO SELL DEBENTURES. Providence of Quebec (U.S. Agent: Jean-Marc Roy, 17 W. 50th St., Rockefeller Center, New York 10020), filed a registration statement with the SEC on April 20 seeking registration of \$100,000,000 of debentures, due 1997, to be offered for public sale through underwriters headed by The First Boston Corporation, 20 Exchange Place, New York 10005. Net proceeds of the debenture sale will be added to the Consolidated Revenue Fund of the Province. (File 2-40107)

E.F. HUTTON FUND PROPOSES OFFERING. E.F. Hutton Tax-Exempt Fund, California Series 3, One Battery Park Plaza, New York 10004, filed a registration statement with the SEC on April 20 seeking registration of \$8,250,000 of units. The Fund is the third of a series of similar but separate trusts, created by a Trust Indenture and Agreement between E.F. Hutton & Company Inc., as Sponsor, and United States Trust Company of New York, as Trustee. It is a diversified portfolio of interest-bearing municipal bonds, the interest on which is, in the opinion of recognized bond counsel, exempt from all Federal and California income tax. (File 2-40108).

INVESTORS CATTLE CO. PROPOSES OFFERING. Investors Cattle Company (the "Partnership"), 5001 East Washington St., Phoenix, Ariz. 85034, filed a registration statement with the SEC on April 20 seeking registration of \$12,000,000 of limited partnership interests, to be offered for public sale at \$6,000 per interest. The offering is to be made on a best efforts basis by Dunbar & Pringle, Inc., 7414 E. Lincoln Dr., Scottsdale, Ariz. 85251, and William M. McNabb Co. The Partnership was organized to purchase, feed and market cattle and may purchase or construct and operate one or two feedlots. William L. LaFollette and Bovino Corporation are the general partners. LaFollette owns all the outstanding stock of Bovino. (File 2-40109)

SECURITIES ACT REGISTRATIONS. Effective April 22: Baker Oil Tools, Inc., 2-39649.  
Effective April 23: Fred S. James & Co., Inc., 2-39784; National Modular Systems, Inc., 2-37644 (90 days); No-Load Selected Funds, Inc., 2-37171; Norton Co., 2-40047; John Nuveen & Co., 2-39382; Pacific Supply Cooperative, 2-38496 (90 days); Sterling Electronics Corp., 2-38220 (90 days); Sunamerica Corp., 2-39632; Zeller & Danneberg Exploration, Ltd., 2-39322 (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.

\* This is a reporting company and further information with respect to its business and operations is available in the Commission's Public Reference files.

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

1/ Pending distribution of this Release by the Commission to the appropriate mailing lists, interested persons should consult the Federal Register for full details of the application.