

sec news digest

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MAR 30 1979

Issue 79-61

March 29, 1979

U.S. SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDINGS

GROUP FINANCIAL SERVICES, INC., OTHERS CITED

Public administrative proceedings have been instituted against Group Financial Services, Inc. (GFS), a registered investment adviser located at Rockville, Maryland, and the firm's principals, Marvin Yoder and John McQueary, also of Rockville. The proceeding was instituted based on staff allegations that GFS, Yoder and McQueary wilfully violated the antifraud provisions of the Investment Advisers Act of 1940, the Securities Act of 1933 and the Securities Exchange Act of 1934, and the books and records provisions of the Advisers Act; and failed to register as broker-dealers pursuant to the Exchange in sales of investment packages composed of shares of a no-load mutual fund, deposit term life insurance and a savings account type rider to the life insurance.

A hearing will be scheduled to take evidence on the staff allegations and to afford the respondents an opportunity to offer any defenses thereto. The purpose of the hearing is to determine whether the allegations are true and, if so, whether any action of a remedial nature should be ordered by the Commission. (Rel. IA-672)

COMMISSION ANNOUNCEMENTS

REGULATION A EXEMPTION OF NATIONAL BREAST CARE CENTERS, INC. TEMPORARILY SUSPENDED

An order has been issued temporarily suspending the Regulation A exemption from registration under the Securities Act of 1933 with respect to a proposed public offering of securities of National Breast Care Centers, Inc. of Newport Beach, California. (Rel- 33-6042)

INVESTMENT COMPANY ACT RELEASES

ANCHOR SPECTRUM FUND, INC.

An order has been issued declaring that Anchor Spectrum Fund, Inc. has ceased to be an investment company. (Rel. IC-10646 - Mar. 28)

HOLDING COMPANY ACT RELEASES

PUBLIC SERVICE COMPANY OF OKLAHOMA

A supplemental order has been issued authorizing a proposal of Public Service Company of Oklahoma (PSO), subsidiary of Central and South West Corporation, and PSO's subsidiary, Ash Creek Mining Company, that PSO's existing short-term loans to finance Ash Creek be extended until May 15, 1979. (Rel. 35-20975 - Mar. 28)

THE SOUTHERN COMPANY

An order has been issued authorizing a proposal of The Southern Company, a registered holding company, and two of its subsidiaries, Gulf Power Company and Mississippi Power Company, to issue from time to time on or before March 31, 1980, notes to banks and commercial paper to dealers. These borrowings shall be in the following amounts outstanding at any one time: Southern, \$50 million; Gulf, \$56 million; and Mississippi, \$20 million. Among other things, the proceeds of the sale are to be used by Southern to make capital contributions to its subsidiaries and by the subsidiaries to finance their respective construction programs and for other corporate purposes. Jurisdiction has been reserved over those portions of the borrowings requested by Southern and Gulf in excess of \$50 million and \$56 million, respectively, at any one time outstanding pending completion of the record. (Rel. 35-20976 - Mar. 28)

MIDDLE SOUTH ENERGY, INC.

An order has been issued authorizing Middle South Energy, Inc., subsidiary of Middle South Utilities, Inc., to privately place up to \$400 million of first mortgage bonds. The proceeds of the sale will be used to reduce short-term borrowings and to finance construction of Middle South Energy's Grand Gulf Nuclear Electric Station. Jurisdiction has been reserved with respect to the terms and conditions of the bonds, fees, commissions and expenses to be incurred in the proposed transaction. (Rel. 35-20977 - Mar. 28)

MISCELLANEOUS

WILMER, CUTLER & PICKERING

An order has been issued pursuant to Section 3(a)(2) of the Securities Act of 1933 exempting from the provisions of Section 5 of the Act interests or participations in the Pension Plan of Wilmer, Cutler & Pickering, a law firm organized as a partnership under the laws of the District of Columbia. (Rel. 33-6045)

STROOCK & STROOCK & LAVAN

A notice has been issued giving interested persons until April 23 to request a hearing on an application of Stroock & Stroock & Lavan, a law firm organized as a partnership under the laws of the State of New York, for an order pursuant to Section 3(a)(2) of the Securities Act of 1933 exempting from the registration requirements of the Act participations or interests issued in connection with the Stroock & Stroock & Lavan Retirement Plan and Trust. (Rel. 33-6046)

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; and File number and date filed.

- (S-1) ACE HARDWARE CORPORATION, 2200 Kensington Court, Oak Brook, Ill. 60521 - 1,500 shares of Class A stock and 40,000 shares of Class C stock. The company is a wholesaler of hardware and related products. (File 2-63880 - Mar. 27)
- (S-16) SIGNODE CORPORATION, 3600 West Lake Ave., Glenview, Ill. 60025 (312) 724-6100 - 372,737 shares of common stock. (File 2-63883 - Mar. 27)
- (S-2) PETX PETROLEUM CORPORATION, 475 17th St., Denver, Colo. 80202 (303) 629-1098 - 2,000,000 shares of common stock. The company is engaged in the exploration for, development of, and the sale of oil and gas. (File 2-63884 - Mar. 28)
- (S-14) SECURITY BANCORP, INC., Security Circle, 16333 Trenton Rd., Southgate, Mich. 48195 (313) 283-5000 - \$5 million of 9% convertible subordinated installment notes, due 1989. (File 2-63885 - Mar. 28)
- (S-11) REAL ESTATE INVESTMENT TRUST OF CALIFORNIA, 2497 East Harbor Blvd., Ventura, Cal. 93003 - 200,000 shares of beneficial interest and 183,717 shares of beneficial interest. (Rights Offering) The company is a real estate investment trust. (File 2-63886 - Mar. 28)
- (S-8) GANNETT CO., INC., Lincoln Tower, Rochester, N.Y. 14604 (716) 546-8600 - 399,636 shares of common stock. (File 2-63887 - Mar. 28)
- (S-16) CONTINENTAL OIL COMPANY, High Ridge Park, Stamford, Conn. 06904 (203) 359-3500 - \$200 million of debentures, due 2009. Underwriter: Morgan Stanley & Co. Inc. (File 2-63888 - Mar. 28)
- (S-1) WHITE MOTOR CORPORATION, 35129 Curtis Blvd., Eastlake, Ohio 44094 - 1,050,000 shares of common stock. Underwriter: Lehman Brothers Kuhn Loeb Inc. The company is engaged in the manufacture and sale of heavy-duty trucks and farm equipment. (File 2-63889 - Mar. 28)

- (S-8) CITIES SERVICE COMPANY, 110 West 7th St., Box 300, Tulsa, Okla. 74102 (918) 586-4203 - 500,000 shares of common stock. (File 2-63890 - Mar. 28)
- (S-7) ELI LILLY AND COMPANY, 307 East McCarty St., Indianapolis, Ind. 46225 (317) 261-2000 - 2,750,000 shares of common stock. (File 2-63891 - Mar. 28)
- (S-6) THE CORPORATE INCOME FUND, EIGHTY-FIFTH MONTHLY PAYMENT SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - 20,000 units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Inc. and Dean Witter Reynolds Inc. (File 2-63892 - Mar. 28)

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within 10 days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds 5%. Persons eligible to use the short form (Form 13-G) may in lieu of filing a Schedule 13D file a Form 13-G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period (No 13D listings). The number of shares of the security which are beneficially owned, and the number of shares concerning which there is a right to acquire are sent forth for each beneficial owner. *Amended Acquisition Reports.

The following companies or individuals filed Form 13G's on February 12, 1979.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
John E. Reeves, Jr.	Reeves Brothers, Inc. (NYC) Common Stock - 460,234 shs. (18%)	2-12-79
Jeremiah H. Wyatt	Reeves Brothers, Inc. (NYC) Common Stock - 351,582 shs. (14%) Common Stock - 2,940 shs. on exercise of Options	2-12-79
Henry K. Abajian	Resdel Industries (Pasadena, CA) Common Stock - 400,118 shs. (41.6%)	2-12-79
George A. Macer	Resdel Industries (Pasadena, CA) Common Stock - 103,546 shs. (10.7%)	2-12-79
Frank Kell Cahoon	Research Fuels, Inc. (Fort Worth, TX) Common Stock - 203,199 shs.	2-12-79
L. D. Crumly, Jr.	Research Fuels, Inc. (Fort Worth, TX) Common Stock - 132,012 shs.	2-12-79
William Key Wilde Carlton Wilde	Research Fuels, Inc. (Fort Worth, TX) Common Stock - 194,171 shs.	2-12-79
Citibank, N. A.	Reynolds and Reynolds Company (Dayton, OH) Class A Common Stock - 242,260 shs.	2-12-79
Lewis E. Lehrman	Rite Aid Corporation (Shiremanstown, PA) Common Stock - 892,320 shs. (Included above are shares owned by his wife individually and as Custodian.)	2-12-79
Stern Brothers and Company	Rival Manufacturing Company (Kansas City, MO) Common Stock - 1,840,000 shs. (28.9%)	2-12-79
Edward J. Reuter	Reuter, Inc. (Hopkins, MN) Common Stock - 160,940 shs. (15.7%) (Included above are shares owned by his wife.)	2-12-79
Robert C. Williams	James River Corporation of Virginia (Richmond, VA) Common Stock - 127,127 shs.	2-12-79

ACQUISITION REPORTS CONT.

Brenton S. Halsey	James River Corporation of Virginia (Richmond, VA) Common Stock - 172,121 shs.	2-12-79
E. Claiborne Robins, Jr.	A. H. Robins Company, Inc. (Richmond, VA) Common Stock - 2,227,008 shs.	2-12-79
Sears, Roebuck and Company	Rochester Telephone Corporation (Rochester, NY) Class B Common Stock - 544,205 shs.	2-12-79
William Penn Foundation	Rohm and Haas Company (Philadelphia, PA) Common Stock - 2,353,166 shs. (18.2%)	2-12-79
Rowe Furniture Corporation Profit-Sharing and Retirement Fund Plan	Rowe Furniture Corporation (Arlington, VA) Common Stock - 139,980 shs.	2-12-79
Caryl S. Bentz	Rowe Furniture Corporation (Salem, VA) Common Stock - 155,432 shs.	2-12-79
Universal Securities Corporation	Royal American Corporation (Baton Rouge, LA) Common Stock - 698 shs.	2-12-79
First National Boston Corporation First National Bank of Boston	Ryan Homes, Inc. (Pittsburgh, PA) Common Stock - 565,950 shs.	2-12-79
Madison Fund, Inc.	Ryder System, Inc. (Miami, FL) Common Stock - 995,000 shs.	2-12-79
Claremont Capital Corporation	SBE, Inc. (Watsonville, CA) Common Stock - 90,000 shs.	2-12-79
Christian B. Peper Malcolm W. Martin	St. Louis Steel Casting, Inc. (St. Louis, MO) Common Stock - 95,318 shs. (31%)	2-12-79
Alan D. Rubendall	San Fernando Electric Manufacturing Company (San Fernando, CA) Common Stock - 124,118 shs.	2-12-79
Robert Rubendall	San Fernando Electric Manufacturing Company (San Fernando, CA) Common Stock - 134,259 shs.	2-12-79
Donald E. Rubendall	San Fernando Electric Manufacturing Company (San Fernando, CA) Common Stock - 499,659 shs. (33.3%)	2-12-79
Julie (Rubendall) Gray	San Fernando Electric Manufacturing Company (San Fernando, CA) Common Stock - 126,244 shs.	2-12-79
Citibank, N. A.	F. and M. Schaeffer Corporation (NYC) Common Stock - 769,232 shs. (29.2%) on Conversion of Notes.	2-12-79
James Robert Schiller	Schiller Industries, Inc. (Cullman, AL) Common Stock - 804,268 shs. (57%)	2-12-79
Henry William Oliver	Scholastic Magazines, Inc. (NYC) Class A Stock - 16,620 shs.	2-12-79
Joseph A. Hohos	Scope, Inc. (Reston, VA) Common Stock - 62,962 shs.	2-12-79
Delaware Management Company Delaware Investment Advisers, Inc.	Scovill Manufacturing Company (Waterbury, CT) Common Stock - 492,500 shs.	2-12-79
Michael E. Gellert Windcrest Partners Robert J. Gellert David M. Gavrin	Sea Containers Atlantic Ltd. (Hamilton, Bermuda) Common Stock - 549,580 shs.	2-12-79

ACQUISITION REPORTS CONT.

Michael E. Gellert Windcrest Partners Robert J. Gellert David M. Gavrin	Sea Containers, Inc. (NYC) Common Stock - 549,580 shs.	2-12-79
Sears Investments Ltd. Sears Holdings Ltd. (United Kingdom)	Sears Industries, Inc. (NYC) Common Stock - 1,376,492 shs. (71.5%)	2-12-79
Sears, Roebuck and Company Savings and Profit Sharing Fund	Sears, Roebuck and Company (Chicago, IL) Common Stock - 67,449,065 shs. (20.85%)	2-12-79
* First National Boston Corporation First National Bank of Boston, Co-Trustee	Shaer Shoe Corporation (Manchester, NH) Common Stock - 274,750 shs. (26.9%)	2-12-79
R. James Macaleer	Shared Medical Systems Corporation (King of Prussia, PA) Common Stock - 340,872 shs.	2-12-79
Joseph E. Cole	Shelter Resources Corporation (Beachwood, OH) Common Stock - 409,608 shs. (16.4%)	2-12-79
John Kell Houssels, Sr.	Showboat, Inc. (Las Vegas, NV) Common Stock - 292,968 shs. (16%)	2-12-79
John Kell Houssels, JR.	Showboat, Inc. (Las Vegas, NV) Common Stock - 248,997 shs. (13.6%)	2-12-79
Lorena Jaeb	Shop and Go, Inc. (Mango, FL) Common Stock - 436,248 shs. (27.5%)	2-12-79
Robert A. Jaeb	Shop and Go, Inc. (Mango, FL) Common Stock - 434,797 shs. (27.4%)	2-12-79
Joseph H. Kelley	Showboat, Inc. (Las Vegas, NV) Common Stock - 114,037 shs.	2-12-79
Jeanne S. Stewart	Showboat, Inc. (Las Vegas, NV) Common Stock - 125,375 shs.	2-12-79
First National Boston Corporation First National Bank of Boston	Sigma Instruments, Inc. (South Braintree, MA) Common Stock - 100,163 shs. (10.9%)	2-12-79
Richard Eric Bernstein	Sim/Kar Lighting Fixture Company, Inc. (Phila- delphia, PA) Common Stock - 39,895 shs.	2-12-79
Charles Trowbridge	Sim/Kar Lighting Fixture Company, Inc. (Phila- delphia, PA) Common Stock - 150,250 shs. (24%)	2-12-79
Barney Bernstein	Sim/Kar Lighting Fixture Company, Inc. (Phila- delphia, PA) Common Stock - 157,095 shs. (25%)	2-12-79
City Bank and Trust Company, Trustee	Simpson Industries, Inc. (Litchfield, MI) Common Stock - 211,415 shs.	2-12-79
Herald P. Arnt, Jr.	Simpson Industries, Inc. (Litchfield, MI) Common Stock - 140,400 shs.	2-12-79
Herbert A. Slater, Individually and as Trustee and Co-Trustee	Slater Electric, Inc. (Glen Cove, NY) Common Stock - 457,182 shs. (58.01%)	2-12-79
Saul I. Slater, Individually and as Trustee and Co-Trustee	Slater Electric, Inc. (Glen Cove, NY) Common Stock - 332,000 shs. (42.12%)	2-12-79
Thomas Slater, Individually and as Trustee	Slater Electric, Inc. (Glen Cove, NY) Common Stock - 434,400 shs. (55.12%)	2-12-79

ACQUISITION REPORTS CONT.

Gemini Fund, Inc.	Smith's Transfer Corporation of Staunton, VA (Staunton, VA) Common Stock - 135,000 shs.	2-12-79
Melvin Solomon	Sam Solomon Company, Inc. (Charleston, SC) Common Stock - 729,688 shs. (43.06%)	2-12-79
Ely E. Ashkenazi	Soundesign Corporation (Jersey City, NJ) Common Stock - 344,800 shs. (13.5%) (Included above are shares owned by his wife individually and as custodian.)	2-12-79
Carol Franco, Individually and as Custodian	Soundesign Corporation (Jersey City, NJ) Common Stock - 70,098 shs.	2-12-79
Morris I. Franco	Soundesign Corporation (Jersey City, NJ) Common Stock - 77,000 shs. Common Stock - 5,000 shs. on exercise of Options.	2-12-79
Grace Ashkenazi, Individually and as Custodian	Soundesign Corporation (Jersey City, NJ) Common Stock - 224,200 shs.	2-12-79
Sally F. Ashkenazi, Individually and as Custodian	Soundesign Corporation (Jersey City, NJ) Common Stock - 236,250 shs.	2-12-79
Gerry Allan Solcher	South States Oil and Gas Company (San Antonio, TX) Common Stock - 28,650 shs.	2-12-79
Simon Donzis	South States Oil and Gas Company (San Antonio, TX) Common Stock - 32,121 shs.	2-12-79
A. G. McNesse, Individually and as Trustee	Southwest Bancshares, Inc. (Houston, TX) Common Stock - 669,247 shs. (10.47%) (Included above are shares owned by his wife individually and in fiduciary capacity.)	2-12-79
Hugh Q. Buck Individually and as Trustee	Southwest Bancshares, Inc. (Houston, TX) Common Stock - 489,801 shs.	2-12-79
M. D. Anderson Foundation	Southwest Bancshares, Inc. (Houston, TX) Common Stock - 488,807 shs.	2-12-79
Leon Jaworski, Individually and as Trustee	Southwest Bancshares, Inc. (Houston, TX) Common Stock - 518,465 shs.	2-12-79
Warren D. Axelrod	Southwest Leasing Corporation (Los Angeles, CA) Common Stock - 395,182 shs. (26%)	2-12-79
Jerrold M. Axelrod	Southwest Leasing Corporation (Los Angeles, CA) Common Stock - 387,182 shs. (25.5%)	2-12-79
Louis Axelrod Sadie Axelrod	Southwest Leasing Corporation (Los Angeles, CA) Common Stock - 172,062 shs. (11.3%)	2-12-79
Charles J. Bradshaw	Spartan Food Systems, Inc. (Spartanburg, SC) Common Stock - 171,767 shs.	2-12-79
Stephen J. Cable	Spartek, Inc. (Canton, OH) Common Stock - 101,183 shs. (13.3%)	2-12-79
C. Charles Marran	Spencer Companies, Inc. (Boston, MA) Common Stock - 222,865 shs. (13%)	2-12-79
John Bolten, Sr.	Standex International Corporation (Salem, NH) Common Stock - 773,520 shs. (12.5%)	2-12-79

ACQUISITION REPORTS CONT.

Statesman Group, Inc. Employees Stock Ownership Plan	Statesman Group, Inc. (Des Moines, IA) Common Stock - 737,113 shs. (23.5%) Preferred Stock - 200,000 shs. (100%)	2-12-79
Ira Guilden	John B. Stetson Company (NYC) Series A Preferred Stock - 71,362 shs. (89.3%)	2-12-79
Ira Guilden	John B. Stetson Company (NYC) Common Stock - 187,134 shs. (67.8%)	2-12-79
Norma Karpf	John B. Stetson Company (NYC) Common Stock - 17,168 shs.	2-12-79
Anna Estes Strawbridge	Strawbridge and Clothier (Philadelphia, PA) Common Stock - 107,226 shs.	2-12-79
G. Stockton Strawbridge, Individually and as Trustee	Strawbridge and Clothier (Philadelphia, PA) Common Stock - 174,498 shs.	2-12-79
First National Boston Corporation First National Bank of Boston	Stride Rite Corporation (Boston, MA) Common Stock - 286,300 shs.	2-12-79
Philip Green	Sue Ann, Inc. (Dallas, TX) Common Stock - 178,165 shs.	2-12-79
Richard W. Lambert	Sue Ann, Inc. (Dallas, TX) Common Stock - 468,000 shs. (21.8%)	2-12-79
Maury Jaffer	Sue Ann, Inc. (Dallas, TX) Common Stock - 213,569 shs.	2-12-79
H. Allison Lynch	Sue Ann, Inc. (Dallas, TX) Common Stock - 219,538 shs.	2-12-79
Sue A. Kollinger, Trustee	Sue Ann, Inc. (Dallas, TX) Common Stock - 94,500 shs.	2-12-79
Roger B. Gustafson Donald C. Hoods William R. White	Sullair Corporation (Michigan City, IN) Common Stock - 686,736 shs.	2-12-79
First National Boston Corporation First National Bank of Boston	Swank, Inc. (NYC) Common Stock - 270,758 shs.	2-12-79
* Xerox Corporation Profit Sharing Retirement and Savings Plan	Sykes Datatronics, Inc. (Rochester, NY) Common Stock - 58,622 shs.	2-12-79
Acorn Fund, Inc.	TPC Communications, Inc. (Pittsburgh, PA) Common Stock - 40,000 shs.	2-12-79
Jeffrey A. Cole	Tri-American Corporation (Cleveland, OH) Common Stock - 134,350 shs.	2-12-79
Alvin M. Barkley	Tri-American Corporation (Cleveland, OH) Common Stock - 70,530 shs. (Included above are shares owned by his immediate family.)	2-12-79
* TRW Stock Savings Plan	TRW, Inc. (Cleveland, OH) Common Stock - 3,018,950 shs. (10.5%)	2-12-79
David S. Ingalls, Individually and as Trustee	Taft Broadcasting Company (Cincinnati, OH) Common Stock - 741,420 shs.	2-12-79
Harold A. Haytin	Telecor, Inc. (Beverly Hills, CA) Common Stock - 345,496 shs.	2-12-79
Citibank	Telesciences, Inc. (Moorestown, NJ) Common Stock - 772,226 shs. (24.5%)	2-12-79



NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. When you are ordering more than one, we prefer that the documents be listed in alphabetical order to expedite service. The reproduction cost is 10c per page plus postage (\$3.50 minimum); 20c per page plus postage for expedited service (\$5.00 minimum) and 30c per page plus postage for priority service (\$5.00 minimum). Cost estimates are given on request. All other reference material is available in the SEC Docket.

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*Subscription rates: \$79.00/yr in U.S. first class mail;
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