

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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FOR RELEASE April 28, 1960

ZWANG & CO. HEARING ADVANCED. The hearing in the Commission's New York Regional Office on the question whether the broker-dealer registration of Benjamin Zwang & Co., Inc., of New York, should be revoked has been advanced from May 23 to May 4, 1960, at 10:00 A. M.

FLO-MIX FERTILIZERS ENJOINED. The SEC announces issuance of a Federal court order (Lit. Release 1664; USDC, ED La.) enjoining Flo-Mix Fertilizers Corporation and its officials from failing and refusing to make timely filings of reports with the Commission as required of the company by Section 15(d) of the Securities Exchange Act.

ORDER ISSUED ON BALDWIN SECURITIES. The SEC has issued an exemption order under the Investment Company Act (Release 40-3023) with respect to the relationship of Baldwin Securities Corporation, New York, investment company, with General Industrial Enterprises, Inc.

Baldwin owns 67% of the stock of GIE and has owned a majority interest in that company since prior to 1932. GIE became an investment company after its assets were sold in December 1955. In a suit pending in the U. S. District Court in Wilmington it was claimed that Baldwin had acquired more than the permitted interest in said investment company. Since at this time it is claimed that it would be financially inadvisable to sever the relationship of the two companies due to certain considerations, a settlement of the suit has been agreed to by the parties which requires Baldwin to apply for an exemption order.

The period of the exemption granted by the Commission will depend upon the operation of the tax carry forward provisions of the Internal Revenue Code of 1954 as applied to both companies; and the exemption is conditioned upon an offer by GIE to all holders of its common stock other than Baldwin, to purchase such stock at \$20.50 per share, or at a price equal to 85% of the average net asset value of each share, whichever shall be higher, but in no event at a price exceeding \$2.25 per share.

AIRPORT PARKING FILES FOR OFFERING AND SECONDARY. Airport Parking Company of America, 1308 Prospect Ave., Cleveland, Ohio, filed a registration statement (File 2-16509) with the SEC on April 27, 1960, seeking registration of 42,574 shares of Class A common stock, including 25,000 shares to be issued and sold by the company and 17,574 shares which are outstanding and will be offered by the holders thereof. The stock will be offered for public sale through a group of underwriters headed by L. F. Rothschild & Co. and Murch & Co., Inc. The offering price and underwriting terms will be supplied by amendment.

The company was organized under Delaware law on April 27, 1960, to acquire from Howard M. Metzenbaum and Alva T. Bonda and their associates all of their interests in five partnerships (their liabilities to be assumed) and all of the outstanding capital stock of nineteen corporations. The partnerships and corporations operated 49 parking facilities in 21 states. These included 32 located at airports and 17 in commercial and business areas. The company is obligated under outstanding lease commitments to make leasehold improvements of \$230,000 in the near future and is actively negotiating leases which if made will require an additional \$35,000 for leasehold improvements. The net proceeds from the sale of the new stock, together with additional financing will be used for these purposes.

In addition to certain indebtedness, the company has outstanding 24,826 shares of Class A common stock and 200,174 shares of Class B common, all of which was issued to Messrs. Metzenbaum and Bonda and their associates in exchange for their interests in the 5 partnerships and 19 corporations. The selling stockholders are Messrs. Metzenbaum and Bonda and their wives, two Foundations of which they are the controlling trustees, and the Jewish Community Centers of Cleveland, Inc., and The Jewish Community Federation of Cleveland. They will sell all of their holdings in the Class A stock. Messrs. Metzenbaum and Bonda will continue to hold, equally, all of the outstanding Class B which is convertible into Class A shares.

CONSOLIDATED REALTY PROPOSAL STOCK OFFERING. Consolidated Realty Investment Corporation, 1321 Lincoln Ave., Little Rock, Arkansas, filed a registration statement (File 2-16510) with the SEC on April 27, 1960, seeking registration of 2,000,000 shares of common stock, to be offered for public sale at \$1.00 per share through the Huntley Corporation on a best efforts basis. The underwriter will receive a selling commission

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of 15¢ per share and expenses of \$40,000. The underwriter is owned and controlled by Billy J. Huntley and Roger L. Murrel, officers of the company.

The company was organized in February, 1960 for the purpose of acquiring urban and rural real estate for development and investment. The business will involve the acquisition of large plantations, ranches and farms for the purpose of dividing them into two or more similar such operations, as well as other real property undertakings, including residential sub-division developments. Proceeds from the sale of the stock will be used to establish a \$250,000 revolving fund for initial and intermediate financing of the construction of custom or pre-fabricated type residential or commercial buildings and facilities upon properties to be acquired for sub-division and shopping center developments. The balance of the proceeds will be added to working capital and used for future acquisition and development of real property.

The company now has outstanding 495,000 shares of common stock which were acquired by 19 stockholders at 10¢ per share. Management officials, including James E. Stevenson, Jr., president, own 350,000 shares.

NAMM-LOESER'S FILES FOR OFFERING AND SECONDARY. Namm-Loeser's Inc., 2301 Woodward Ave., Detroit, filed a registration statement (File 2-16512) with the SEC on April 27, 1960, seeking registration of 217,278 shares of common stock. The company proposes to offer 108,000 shares of new common stock for subscription by holders of outstanding stock at the rate of one share for each three shares held. The record date, subscription price and underwriting terms are to be supplied by amendment. Ladenburg, Thalmann & Co. is listed as the underwriter.

Arebec Corporation, of New York, which owns 109,278 common shares, has entered into an agreement to sell said shares to the underwriter. Under a secondary agreement between the underwriter and the issuing company, the latter has agreed to purchase said shares from the underwriter at the subscription price. The additional shares also will be offered for subscription by shareholders. Benjamin H. Namm, board chairman of Namm-Loeser's, is also chairman of Arebec which is controlled by members of the Namm family.

The issuing company and its subsidiaries are engaged in the sale of men's clothing and furnishings, and to a lesser extent in the sale of women's wear and boys' wear. Net proceeds to the company from its sale of the new stock will be added to its general funds and will enable the company to use all or part of the proceeds in the reduction of bank indebtedness.

The company now has outstanding 324,000 common shares, of which 74% is owned by management officials, including the stock owned by Arebec and the holdings of members of the family of Bernard E. Pincus, president.

ALD, INC. FILES FOR OFFERING AND SECONDARY. Ald, Inc., 7045 North Western Ave., Chicago, today filed a registration statement (File 2-16513) with the SEC seeking registration of 335,880 shares of common stock, of which 210,880 are outstanding shares and will be offered for the account of the holders thereof and 125,000 will be issued and sold by the company. The stock will be offered for public sale through a group of underwriters headed by Dean Witter & Co. The offering price and underwriting terms will be supplied by amendment.

The principal business of the company and its subsidiaries is the furnishing of automatic, self-service laundry installations, known as Laundromat stores. Proceeds from the company's sale of new stock, together with proceeds from the sale of \$4,000,000 6-1/2% notes to institutional investors, will be used for additional working capital to finance the further expansion of business.

In addition to the notes which are now outstanding in the amount of \$3,000,000 the company has outstanding 8,976 shares of 6%, \$25 par preferred stock, 448,320 shares of common stock and 1,793,280 shares of Class B common stock. The selling stockholders are Mr. Lloyd C. Strite, president, who is selling 200,000 shares and Frank E. Ross, executive vice president, 10,880. Mr. Strite will continue to hold 227,200 (39.6%) of the common stock to be outstanding after the proposed sale and 1,708,800 shares (95.3%) of the Class B common. Mr. Ross will own none of the common and 43,520 (2.4%) of the Class B common.

VOTING TRUST FOR BALTIMORE PAINT PILLS. Arthur E. Dennis, et al. filed a registration statement (File 2-16511) with the SEC on April 27, 1960, seeking registration of voting trust certificates representing 823,604 shares of common stock of Baltimore Paint and Chemical Corporation, 2325 Annapolis Ave., Baltimore, Md. The Trustees under a Voting Trust Agreement, in addition to Dennis, are John A. Luetkemeyer, Richard B. Schneider, Albert A. Shuger and Julius O. Shuger. The latter two are board chairman and vice president, respectively, of the company.

COURT ORDER ENJOINING ANGELSON & PERAINO. The SEC Washington Regional Office announced today (Lit. Release 1665) entry of a Federal court order (USDC, ED VA.) permanently enjoining John P. Angelson and Charles S. Peraino, partners, doing business as Mutual Funds Service, Norfolk, Va., from engaging in the conduct of a securities business in violation of the Commission's net capital rule. The defendants consented to the injunction.