

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 Publications Unit, cite number)
SEC

(Issue No. 68-213)

FOR RELEASE October 30, 1968

AMERICAN CAN-SKELLY OIL FILE. American Can Company, 100 Park Avenue, New York 10017, and Skelly Oil Company, Oil Center Bldg., Tulsa, Okla. 74102, filed a registration statement (File 2-30567) with the SEC on October 25 seeking registration of \$30,000,000 of lease obligations of the two companies relating to \$30,000,000 of the City of Clinton, Iowa 1967 Industrial Development Revenue Bonds. The bonds are to be offered for public sale at 100% of principal amount through underwriters headed by Eastman Dillon, Union Securities & Co., 1 Chase Manhattan Plaza, New York. The bonds are limited obligations of the City and are payable as to principal, interest and redemption premium, if any, solely out of the revenues derived from leasing of a petrochemical plant constructed with the proceeds of the sale of industrial development revenue bonds in 1966 and under lease to American Can and Skelly Oil. Issuance and sale of the new bonds are intended to finance the cost of certain improvements of the petrochemical plant in order to increase the productive capacity of the plant as proposed by the lessees.

MASTERS INC. FILES FOR OFFERING AND SECONDARY. Masters, Inc., 2400 Marcus Ave., New Hyde Park, N. Y. 11040, filed a registration statement (File 2-30568) with the SEC on October 25 seeking registration of 305,000 shares of common stock of which 100,000 are to be offered for public sale by the company and 125,000 (being outstanding shares) by the present holders thereof. The offering is to be made through L. M. Rosenthal & Company, Inc., 5 Hanover Square, New York 10004; the offering price (\$15 per share maximum*) and underwriting terms are to be supplied by amendment.

The company's present business is the result of a merger in 1967 between Lady Rose Stores, Inc., an operator of leased departments for sale of ladies' and childrens' apparel which was founded in 1925, and Masters, which has been engaged in the operation of retail discount stores since 1937. The company operates four retail department stores in the Metropolitan New York City area, 19 leased departments in other stores and three separate shops for the sale of apparel items. Net proceeds of its sale of additional stock will be used for inventory and start up costs at an additional leased department expected to open in the near future, and for equipment and start up costs for new facilities under construction and to be leased in North Hempstead and for a new Staten Island store to be constructed on a site leased by the company. The company has outstanding 605,739 common shares of which Louis Biblowitz, board chairman, Max Biblowitz, president, and Joshua Biblowitz, vice president, owns 23.26%, 23.54% and 23.35%, respectively, and Joel Biblowitz, 8.16%. They propose to sell the 125,000 outstanding shares being registered.

CUT & CURL FILES FOR OFFERING AND SECONDARY. Cut & Curl, Inc., 45 North Station Plaza, Great Neck, N.Y. 11021, filed a registration statement (File 2-30569) with the SEC on October 25 seeking registration of 150,000 shares of common stock, of which 25,000 are to be offered for public sale by the company and 125,000 (being outstanding shares) by the present holders thereof. The offering is to be made through underwriters headed by Edwards & Hanly, 100 North Franklin St., Hempstead, L. I., N. Y.; the offering price (\$10 per share maximum*) and underwriting terms are to be supplied by amendment.

The company operates and franchises a chain of moderate priced beauty salons. Net proceeds of its sale of additional stock will be added to general working capital and may be used in its expansion program. The company now has outstanding 384,926 common shares (with a \$1.25 per share book value), of which Karl Stanley, president, owns 12.89% and management officials as a group 48.70%. Stanley proposes to sell 17,267 of his holdings of 49,630 shares and Lillian Stanley 13,625 of 39,160; the balance of the shares being registered is to be sold by 20 other holders.

HAL ROACH STUDIOS TO SELL STOCK. Hal Roach Studios, Inc., 250 West 57th St., New York 10019, filed a registration statement (File 2-30570) with the SEC on October 25 seeking registration of 130,000 shares of common stock, to be offered for public sale at \$7.50 per share. The offering is to be made on a "best efforts" basis by Amos Treat Associates, Inc., 79 Wall St., New York, which will receive a 75¢ per share selling commission plus \$15,000 for expenses. Subject to sale of the stock, the company has agreed to sell to the underwriter for \$13, warrants to purchase 13,000 shares exercisable for a period of four years, commencing at some date in 1969, at annually increasing prices ranging from \$8.05 to \$9.70 per share. It will pay \$50,000 to George B. Trad and Lawrence Stevens for their services in connection with this offering.

The company (formerly Hal Roach, Inc.) did not actively engage in business until the fall of 1967, at which time it acquired the assets of Hal Roach Studios, then voluntarily under court jurisdiction in a Chapter X reorganization proceeding. The assets consist mainly of a library of sound and silent motion pictures and of television films, all of which were produced prior to 1955. The company intends to engage in the licensing and rental of motion picture and television films from its library, as well as in the production, in conjunction with others, of television films and low-budget, full-length motion pictures. Of the net proceeds of its stock sale, some \$525,000 will be applied to proposed new film productions and other projects; the balance will be used for working capital and other corporate purposes. The company has outstanding 80,000 shares of preferred and 195,000 shares of common stock. Hal E. Roach, president, owns 29% of the preferred and 50% of the common; management officials as a group own all of the outstanding common. The directors and promoters of the company acquired the 195,000 common shares for a consideration of \$20,000 in cash, plus property and services evaluated by its directors and the court at \$30,000 (an aggregate of \$50,000, or 26¢ per share).

OVER

MAX BLAUNER BARRED. The SEC today announced a decision under the Securities Exchange Act (Release 34-8434) barring Max Blauner, of Yonkers, N. Y., from further association with any broker or dealer. The action arose on staff charges that Blauner offered and sold stock of Roto American Corporation in violation of the registration and anti-fraud provisions of the Federal securities laws. Without admitting or denying the allegations, Blauner consented to the bar order, provided that, after one year, the Commission will consider his employment in the securities business in a non-supervisory capacity under appropriate supervision; and the Commission's order is subject to the proviso.

According to the Commission's decision, Blauner offered and sold Roto-American stock in violation of the Securities Act registration requirement. In order to conceal and avoid detection of the illegal distribution, he effected sales in an account established on behalf of himself with a broker-dealer other than his employer; executed sales for controlling persons of Roto and others who obtained their shares from such persons, without disclosing these facts to his employer; and used a letter purporting to express a legal opinion that the Roto shares being sold were not subject to the registration requirements of the Securities Act, without revealing that the person signing the letter was himself a controlling person of Roto participating in the distribution of Roto shares.

Moreover, in connection with the distribution of Roto American shares, Blauner induced broker-dealer firms and others to assume large positions in the shares of Roto and thereby substantially restrict the floating supply of such shares. He also made untrue and misleading statements of material facts concerning, among other things, arrangements by Roto to issue an additional 1,000,000 shares and its proposed acquisition of another company; the financial condition of and the pendency of bankruptcy proceedings against Roto; and a prospective rise in the price of Roto stock. In addition, while participating in the distribution of the Roto stock, Blauner bid for and purchased such securities for accounts in which he had a beneficial interest.

COMPUTER CIRCUITS PROPOSES OFFERING. Computer Circuits Corp., 174 Marine St., Farmingdale, N. Y. 11735, filed a registration statement (File 2-30571) with the SEC on October 25 seeking registration of 300,000 shares of common stock, to be offered for public sale at \$2 per share. The offering is to be made on a "best efforts, all or none" basis through Sherwood Securities Corp., 51 Broadway, New York, which will receive a 20¢ per share selling commission plus \$15,000 for expenses. The company has agreed to sell the underwriter, subject to the sale of the shares being offered, 30,000 common shares at \$1 per share.

Organized under New York law in March 1968, the company is engaged in the design and manufacture of printed circuit boards primarily for use in commercial computers. Of the net proceeds of its stock sale, \$200,000 will be used for the purchase of additional silk screen processing and other production equipment and \$50,000 for the establishment of a sales force and to defray costs of a proposed promotional program; the balance will be used for general working capital purposes. The company has outstanding 700,000 common shares (with a \$.094 per share book value), of which Philip Altebrando, president, owns 30%, Raymond Meselsohn 15%, Earl Baim, vice president, 10% and Donald Goldberg, vice president 12-1/2%. Upon completion of this offering, the present shareholders will own 68% of the outstanding common stock, for which they will have paid \$90,000 for 595,000 shares and will have been issued 105,000 shares and assumed liabilities of \$31,966 for property and intangibles valued at \$42,466 by the company, while the purchasers of the shares being registered will own 300,000, for which they will have paid \$600,000*.

AMERICAN MEDICAL BUILDING GUILD PROPOSES OFFERING. American Medical Building Guild, Inc., 2525 University Ave., Madison, Wisc. 53705, filed a registration statement (File 2-30572) with the SEC on October 25 seeking registration of 125,000 shares of common stock, to be offered for public sale at \$10 per share. The offering is to be made through Charles Plohn & Co., 200 Park Ave., New York 10017, which will receive a \$1 per share commission plus \$17,500 for expenses. The company has agreed to sell 12,500 shares to the underwriter for \$1,250, and the underwriter has agreed not to resell these shares for 24 months.

Organized under Delaware law in October 1968 to succeed to a Wisconsin corporation formed in June 1965, the company is primarily engaged in the planning, designing, and building of medical office buildings and medical clinics. Of the net proceeds of its stock sale, the company will use \$200,000 for the purchase of additional inventory of building materials, stock and supplies for construction and sales, \$150,000 for opening 2 new branch sales offices to be located in eastern and southern United States and \$250,000 for advertising, promotion and hiring of additional sales and technical personnel in connection with present business operations and a proposed expansion into the planning, designing and constructing of nursing homes; the balance will be used for working capital requirements, for the construction of new office and warehouse facilities, to provide secondary construction financing, for general corporate purposes and for acquisitions. In addition to indebtedness, the company has outstanding 357,116 common shares (with an 81¢ per share book value), of which Gerald A. Bartell, board chairman, owns 61.2% and Joseph W. Checota, president, 23.7%. Upon completion of this offering, the book value of shares held by the present shareholders will be increased to \$2.71 per share without cost to such holders, while the purchasers of the shares being registered will absorb an immediate dilution of \$7.29 from the public offering price.

ANACONDA TO SELL DEBENTURES. The Anaconda Company, 25 Broadway, New York 10004, filed a registration statement (File 2-30573) with the SEC on October 25 seeking registration of \$150,000,000 of debentures, due 1993, to be offered for public sale through underwriters headed by The First Boston Corporation, 20 Exchange Place, New York 10005. The interest rate, offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the mining, smelting and refining of copper and the fabrication of copper, brass and other copper alloy products. Net proceeds of its debenture sale will be added to the company's general funds and used to reduce indebtedness to commercial banks (which now approximates \$186,500,000). Such indebtedness was incurred primarily to finance productive facilities in the United States. The company commenced an extensive expansion program in 1967 which is scheduled for completion in 1972, expenditures for which are estimated at \$900,000,000. In addition to indebtedness, the company has outstanding 21,871,184 capital shares. Charles M. Brinckerhoff is board chairman and C. Jay Parkinson president.

PEPPY HAMBURGERS FILES FOR OFFERING AND SECONDARY. Peppy Hamburgers, Inc., 17000 West Eight Mile Road, Suite 235, Southfield, Mich. 48075, filed a registration statement (File 2-30574) with the SEC on October 25 seeking registration of 175,000 shares of common stock, of which 145,000 are to be offered for public sale by the company and 30,000 (being outstanding shares) by the present holders thereof. The offering is to be made through Davis, Rowady & Nichols, Inc., 518 Buhl Bldg., Detroit, Mich. 48226; the offering price (\$5 per share maximum*) and underwriting terms are to be supplied by amendment.

Organized under Delaware law in July 1968, the company acquired all of the outstanding stock of five corporations in exchange for 300,000 common shares. The company operates seven drive-in restaurants offering a limited menu, a central commissary and a service unit for all of the other subsidiaries. Net proceeds of its sale of additional stock will be used for general corporate purposes, including acquisition by purchase or lease of other sites in Michigan and construction thereon of additional restaurants or equipping of existing facilities, the repayment of a \$65,000 short-term bank loan and for working capital. In addition to indebtedness, the company has outstanding 300,000 common shares (with a 90¢ per share book value), of which Frederick W. Steiner, president, William Steiner, secretary, Mortimer Levin and George Fadool, directors, own 24% each. Frederick and William Steiner propose to sell 10,000 shares each and Levin and Fadool 5,000 each of 72,000 shares held each. Upon completion of this offering, the present shareholders will own 300,000 shares, for which they paid \$150,000, while the purchasers of the shares being registered will own 175,000, for which they will have have paid \$875,000*.

TAMPA ELECTRIC TO SELL BONDS. Tampa Electric Company, 111 North Dale Mabry Highway, Tampa, Fla. 33609, filed a registration statement (File 2-30575) with the SEC on October 25 seeking registration of \$30,000,000 of first mortgage bonds, due 1998, to be offered for public sale at competitive bidding. The company will apply the net proceeds of its bond sale toward reduction of some \$35,000,000 of outstanding short-term debt incurred for construction purposes. Construction expenditures are estimated at \$38,313,000 for 1968, \$51,000,000 for 1969 and \$115,000,000 for the period 1969-71.

ADR'S FOR ZAMBIAN ANGLO AMERICAN FILED. Schroder Trust Company, 57 Broadway, New York 10015, filed a registration statement (File 2-30576) with the SEC on October 25 seeking registration of 1,500,000 American Depositary Receipts for ordinary shares of Zambian Anglo American Limited.

60 MINUTE SYSTEMS TO SELL DEBENTURES. 60 Minute Systems, Inc., 1401 Hibiscus Blvd., Melbourne, Fla., filed a registration statement (File 2-30577) with the SEC on October 25 seeking registration of \$2,000,000 of 6-3/4% convertible subordinated debentures, due 1983, to be offered for public sale at 100% of principal amount. The offering is to be made through underwriters headed by First Alabama Securities Inc., 400 Frank Leu Building, Montgomery, Ala., which will receive a 5% commission.

The company is engaged in the dry cleaning and laundry business and in the business of granting franchises to franchisees for their operation of dry cleaning stores. Of the net proceeds of its debenture sale, \$500,000 will be used to retire bank and other indebtedness and \$1,000,000 will be added to an existing rotating fund for the acquisition of sites and construction of new franchise stores thereon, which completed facilities will be sold to investors and leased back to the company; the balance will be used for working capital purposes. In addition to indebtedness, the company has outstanding 271,900 common shares, of which John L. Hopwood, president, owns 45%, and Danforth K. Richardson, a director, 10%.

CALIFORNIA INTERSTATE TELEPHONE TO SELL BONDS. California Interstate Telephone Company, 16461 Mojave Drive, Victorville, Calif. 92392, filed a registration statement (File 2-30579) with the SEC on October 28 seeking registration of \$10,000,000 of Series E first mortgage bonds, due 1993, to be offered for public sale at competitive bidding. A subsidiary of Continental Telephone Corporation, the company will use the net proceeds of its bond sale to discharge or reduce short-term bank loans, approximating \$12,000,000 at the time the proceeds are to be received. Such borrowings were incurred to finance temporarily a portion of the company's construction program and (to the extent of approximately \$1,000,000) to refund outstanding long-term debt of Henderson Telephone Company, Inc., a subsidiary acquired by the company in March 1968. Construction expenditures for 1968 are estimated at \$20,768,000.

NORTHERN STATES POWER TO SELL PREFERRED STOCK. Northern States Power Company, 414 Nicollet Mall, Minneapolis, Minn. 55401, filed registration statements with the SEC on October 28 seeking registration of 200,000 shares of cumulative preferred stock (\$100 par) (File 2-30580) and 1,080,811 shares of common stock (File 2-30581). The preferred shares are to be offered for public sale at competitive bidding. The common shares are to be offered for subscription by common shareholders of record January 23, 1969, at the rate of one new share for each 15 shares held. The dividend rate, offering prices (\$105 preferred share maximum*) and (\$33 per common share maximum*) and underwriting terms are to be supplied by amendment.

A public utility, the company will add the net proceeds of its sale of preferred stock to its general funds to be used to prepay part of the outstanding short-term borrowings incurred in connection with its construction program (estimated at \$42 million as of the date of issuance of the new preferred stock). The net proceeds of the sale of common stock will be used to prepay the balance of the outstanding short-term borrowings, estimated at \$22 million, and for part of the 1969 construction expenses. Construction expenditures are estimated at \$118 million in 1968, \$145 million in 1969 and \$440 million in the three year period 1970-1972.

MICA PRODUCTS FILES FOR OFFERING. Mica Products Corporation of America, 684 Nepperhan Ave., Yonkers, N. Y. 10703, filed a registration statement (File 2-30583) with the SEC on October 28 seeking registration of 100,000 shares of common stock, to be offered for public sale through Maltz, Greenwald & Co., 120 Broadway, New York 10005. The offering price (\$11 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriter \$12,000 for expenses and to sell it, for \$100, three-year warrants to purchase 5,000 common shares, exercisable initially at \$11.50 per share.

The company produces laminated plastic tops, panels and dimension stock for use by manufacturers in the office equipment, computer and electronic equipment, industrial sewing machine, kitchen cabinet, medical and dental equipment, industrial woodworking and institutional and home furniture industries. Of the net proceeds of its stock sale, \$200,000 will be used to retire bank indebtedness, \$150,000 to retire a note secured by a second mortgage on the company's Wingdale, N. Y., plant, \$182,000 for repayment of indebtedness to certain employees, relatives of shareholders and other persons, and \$200,000 for relocating operations now conducted at its Yonkers, N. Y. plant; the balance will be added to working capital. In addition to indebtedness, the company has outstanding 185,000 common shares, of which Harry Schachter, president and board chairman, owns 45.49%, Benjamin Schachter, treasurer, 22.3%, and management officials as a group 89.19%.

WORLDWIDE COMPUTER SERVICES PROPOSES OFFERING. Worldwide Computer Services Inc., 225 Westchester Ave., Port Chester, N. Y., filed a registration statement (File 2-30584) with the SEC on October 28 seeking registration of 100,000 shares of common stock, to be offered for public sale through Kern Securities Corporation, 111 Broadway, New York. The offering price (\$5 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriters up to \$20,000 for expenses and to issue to Kern Securities, for \$100, seven-year warrants to purchase 10,000 common shares, exercisable initially at \$5.50 per share. In addition, the company has agreed to issue Neils Gammeltoft like warrants to purchase 2,000 common shares in consideration for his services as a finder. In October 1968, the company sold I.O.A. Leasing Corp. 50,000 common shares at \$2 per share.

Organized under New York law (as B.G.P. Systems, Inc.) in May 1966, the company is engaged principally in the computer software field, providing professional services in the planning, design and implementation of electronic data-processing systems. Net proceeds of its stock sale will be used to increase the staff in marketing, technical and office personnel to permit expansion of business and in the development of proprietary software packages, the acquisition of additional office space and promotion of sales of the company's services; the balance will be added to working capital to permit the company to carry larger contracts for the design and implementation of data systems under which a substantial part of the consideration would not be received until the completion of the contract. The company has outstanding 205,000 common shares, of which Eugene H. Primoff, board chairman, and Jerald Greenberg, president, own 32.17% each, John Davis, vice president, 11.26% and I.O.A. Leasing Corp. 24.39%. Upon completion of this offering, present shareholders will own 67.22% of the company's outstanding common stock, for which the company received \$103,000, or 50¢ per share, while the purchasers of the shares being registered will own 32.78%, for which they will have paid \$500,000*, or \$5 per share.

ALLEN DENTAL-MEDICAL DEVELOPMENT PROPOSES OFFERING. Allen Dental-Medical Development Corp., 289 Third Ave., New York 10010, filed a registration statement (File 2-30585) with the SEC on October 28 seeking registration of 75,000 shares of common stock, to be offered for public sale through underwriters headed by Winston, Perry & Meyers Inc., 140 Broadway, New York 10005. The offering price (\$5 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriters up to \$14,200 for expenses and to sell the Winston, Perry firm, for \$100, five-year warrants to purchase 10,000 common shares, exercisable initially (after one year) at \$5 per share. In addition, the company has agreed to pay William J. Hanley \$8,500 as a finder's fee.

The company is engaged in the operation of a dental laboratory which manufactures prosthetic dental appliances for the dental profession; in addition, it converts professional paper towels which it sells primarily for use by dentists and physicians. Of the net proceeds of its stock sale, \$29,000 will be applied as a down payment toward the purchase of all the shares of a corporation which owns the company's Hempstead plant, \$50,000 will be applied toward construction of an addition to such plant and for an adjoining two-story store and office building (the cost estimated at \$150,000) and \$39,000 for the purchase of an additional machine for converting paper towels and related costs; the balance will be added to the company's working capital and will be available to finance the acquisition of other dental laboratories. The company has outstanding 325,100 common shares, of which Frank Allen Orofino, board chairman, owns 55.2%, Norman Steinberg, president, 20.6%, Frank Richard Orofino, treasurer, 5.4% and management officials as a group 94.4%.

DORR-OLIVER PROPOSES RIGHTS OFFERING. Dorr-Oliver Incorporated, 77 Havemeyer Lane, Stamford, Conn., filed a registration statement (File 2-30586) with the SEC on October 28 seeking registration of 405,284 shares of common stock. These shares are to be offered for subscription by common stockholders on the basis of one new share for each three shares held, and at \$22 per share. Curtiss-Wright Corporation, owner of approximately 47% of the company's outstanding common stock and 12% of its preferred stock, has agreed to exercise its subscription rights.

The company is engaged principally in developing, designing, manufacturing and selling equipment for the continuous separation, mixing, handling or other treatment of solids suspended in liquids or gases. Net proceeds of its stock sale will be used for working capital purposes including repayment of part or all of the company's short-term bank loans, approximating \$5,300,000. In addition to indebtedness and preferred stock, the company has outstanding 1,215,802 common shares, of which management officials as a group own 1.4%. W. J. Fox is board chairman and R. C. W. Brown 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 "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 7 News Digest.

Allen Electronic Inds Inc Sept 68(2,3,7,13)	0-3148-2	L L Ridgway Enterprises Inc Oct 68 (13)	0-1869-2
California Financial Corp Sept 68(3,7,13)	1-4637-2	Silvray-Litecraft Corp Sept 68 (1,7,11,13)	1-3957-2
Credit Foncier De France (6K) Sept 68	1-4254-2	Information Internatl Inc Sept 68 (7,10,11,13)	0-3223-2
Koehring Co Sept 68(8)	1-4906-2	Macke Co Sept 68 (7,8)	1-4341-2
Cosmetically Yours Inc Amd #1 to 8K for Sept 68(9)	2-27578-2	New Dimensions in Educations Inc Sept 68 (7)	2-29122-2
Farmland Inds Inc Sept 68(8)	2-27693-2	Peoples Gas Co Sept 68 (3,12)	1-5540-2
Tropical Gas Co Inc (6K)Oct68	1-4937-2	Peoples Gas Lgt & Coke Co Sept 68 (12)	1-1573-2
Life Insur Co of Ky Sept 68 (7)	2-20065-2	Prods Research & Chemical Corp Sept 68 (2,7,11,13)	1-4852-2
Symetrics Eng Corp Sept 68 (7)	2-28314-2	Prudent Resources Trust Sept 68 (2,3,7)	1-5536-2
Tyler Pipe Inds Inc Sept 68 (1)	0-182-2	Reading Inds Inc Sept 68 (4,13)	1-5700-2
Unilever N V (6K) Oct 68	1-4547-2	Restaurant Assocs Inds Inc Sept 68 (2,13)	1-5722-2
Viewlex Inc Sept 68 (1,2,13)	1-4328-2	Shell Transport & Trading Co Ltd (6K) Oct 68	1-4039-2
Vulcan Inc Sept 68 (9,13)	1-5729-2	Stratoflex Inc Sept 68 (12,13)	0-2750-2
Wash Natural Gas Co Sept68(7,13)	0-951-2	Union Oil Co of Calif Sept 68 (4,13)	1-554-2
House of Fabrics Inc Sept 68 (7)	1-5093-2	Wolf Corp Sept 68 (2,7,12)	0-294-2
Hydro-Ski Internatl Corp Sept68(3)2-27492-2		P & F Inds Inc Sept 68(2,3,7,8,13)	1-5332-2
Pacific Standard Life Insur Co Sept 68 (11,13)	2-22128-2	KLM Royal Dutch Airlines (6K) Oct 68	1-4059-2
Regency Electronics Inc Jun 67 (3,12)	0-1877-2	Castleton Inds Inc Sept68(12,13)	1-5464-2
Jun 68 (11,13)	0-1877-2	Roblin Inds Inc Sept 68 (7,9)	1-5213-2
Dorsett Electronics Inc Sept68(2)1-5761-2		Talley Inds Inc Sept 68 (7)	1-4778-2
Great Northern Mgt Co Inc Sept 68 (3)	0-2717-2	Unarco Inds Inc Sept 68 (3,13)	1-3296-2
New York Airways Inc Sept68(12)	0-1032-2	Zero Mfg Co Sept 68 (7)	1-5260-2
The Dreyfus Corp Sept 68 (3)	1-5240-2	Clopay Corp Sept 68 (13)	1-3454-2
Giant Food Inc Sept 68 (11)	1-4434-2	LTV Electrosystems Inc Apr 68(11)	1-5237-2
Parvin-Dohrmann Co Sept 68 (3,7,11,12,13)	1-2762-2	Mem Co Inc Sept 68 (7)	1-5292-2
Ravens Metal Prods Inc Sept68(11)0-1709-2		Interphoto Corp Sept 68 (7,12)	1-4864-2
Schenley Inds Inc Sept 68 (3)	1-2377-2	Pacific Coast Hldgs Inc Sept 68 (8)0-935-2	
Tridair Inds Sept 68 (12)	0-2780-2	Walter E Heller & Co Oct 67 (12,13)1-2291-2	
UGI Corp Sept 68 (12)	1-1398-2	Sept 67 (7,8,12,13)	1-2291-2
Foster-Forbes Glass Co Sept 68 (12,13)	0-2192-2	Jan 68 (9) Jun 68 (7,12,13)	1-2291-2
Natomas Co Sept 68 (7,8)	1-51-2	Ludwig Eng & Science Sept 68 (2,7,11,13)	0-2307-2
Randolph Computer Corp Sept68(11)1-5437-2		Utah Construc & Mining Co Sept 68 (7,13)	0-623-2
Realty Equities Corp of New York Sept 68 (8,9,11,13)	1-4378-2	Gac Corp Aug 68 (2,7,4,8,9,13)	1-3453-2
Jul 68 (8)	1-4378-2	Lafayette Invst Inc Sept 68 (11)	0-2449-2
Unicare Health Sers Inc Sept 68 (2,13)	2-29127-2	Lincoln First Banks Inc Sept 68 (12,13)	0-3116-2
Amrep Corp Sept 68 (11,13)	1-4702-2	Wash Water Power Co Sept68(7,13)	1-3701-2
Kardar Canadian Oils Ltd Jun 66 (11,13) May 66 (9)	2-9782-2	Save-Mor Supermks Inc Amd #1 to 8K for Apr 68 (13)	0-2345-2
Dec 67 (11,13) Jan 68 (2,13)	2-9782-2	Amd #2 to 8K for Jan 68 (13)	0-2345-2
Feb 68 (9,13)	2-9782-2	House of Fabrics Inc Amd #1 to 8K for Jun 68 (11,13)1-5093-2	
Lynch Communications Systems Inc Sept 68 (7)	0-399-2	U S Steel Corp Amd #1 to 8K for Sept 68 (8)	1-5153-2
Whale Electronics Inc Sept 68 (2,7,12,13)	1-4517-2	Evans Aristocrat Inds Inc Amd #1 to 8K for Apr 66 (13)	1-4592-2
Coronet Inds Inc Sept 68 (13)	1-4889-2	Bloomfield Bldg Inds Inc Amd #1 to 8K for Sept 68(7,8,12,13)1-4608-2	
The Texstar Corp Sept 68 (7)	1-4229-2	Giant Tiger Stores Inc Amd #1 to 8K for Jul 68 (1)	0-2215-2
Barringer Research Inc Sept 68 (12,13)	0-3207-2		
Fla Gas Co Sept 68 (12)	1-5623-2		
Gamble Skogmo Inc Sept 68 (7)	1-3478-2		
Permaglass Inc Sept 68 (11)	0-2238-2		

ROBOTGUARD PROPOSES RIGHTS OFFERING. Robotguard, Inc., 6140 Germantown Ave., Philadelphia, Pa., filed a registration statement (File 2-30587) with the SEC on October 28 seeking registration of 646,143 shares of common stock, to be offered for subscription by common stockholders of Perfect Fit Industries, Inc. ("PFI"), at the rate of one share for each two PFI shares held. The offering is to be made through underwriters headed by Packer, Wilbur & Co., Inc., 26 Broadway, New York, which will receive up to 12-1/2c per share commission plus \$12,500 for expenses. The subscription price (\$1.25 per share maximum*) and underwriting terms are to be supplied by amendment.

The company was organized under Delaware law in April 1968 by PFI for the purpose of succeeding to the business and assets of The Teleminder Co., a subsidiary of PFI and engaged in the business of producing a patented telephonic alarm device sold under the trademark "Robotguard." Net proceeds of its stock sale will be used to repay advances made to the company by PFI, used for the development and operation of the company since its organization and for working capital purposes. It is anticipated that substantially all of such working capital will be expended in the manufacture of Robotguard devices needed in connection with the initial purchases by franchisees and for the establishment of a training school for franchise operators. The company has outstanding 1,277,500 common shares, of which PFI owns 98%. David Lipschutz is president and Ephraim Block board chairman.

TERRA FIRMA PROPOSES OFFERING. Terra Firma Corporation, 151 Bellevue Ave., Penndel, Pa. 19047, filed a registration statement (File 2-30588) with the SEC on October 28 seeking registration of 100,000 shares of common stock, to be offered for public sale at \$10 per share. The offering is to be made on a "best efforts" basis by David B. Hill & Co., Inc., Fox Pavilion, Jenkintown, Pa. 19046, which will receive a \$1 per share selling commission.

Organized under Pennsylvania law in August 1968, the company intends to manufacture and sell trailer units consisting of mobile homes, travel trailers and amphibious-type trailers and to develop and sell tracts of land located in or near certain resort areas in the Northeast for use as recreational sites. Net proceeds of its stock sale will be added to general corporate funds and applied towards the purchase of land for resale to the public and the acquisition of trailer and related manufacturing facilities. The company has outstanding 120,000 common shares (with a 10c per share book value), of which Joseph Rubin, president, Paul Kash, vice president, and David B. Hill, Jr., secretary-treasurer own 33-1/3% each. Upon completion of this offering, the book value of the shares held by the present shareholders will be increased to \$4.01 per share, an increase of \$3.91 per share; this increase will be contributed by, and a dilution from the purchase price to \$5.99 per share, will be absorbed by the purchasers of the shares being registered.

DELISTING GRANTED. The SEC has issued an order under the Securities Exchange Act (Release 34-8436) granting an application of the American Stock Exchange to strike the Series B warrants to purchase common shares of Jefferson Lake Petrochemicals of Canada, Ltd., from listing in registration, effective at the opening of business October 28, 1968. Only 107,000 Series B warrants remain publicly held.

STOCK PLANS FILED. The following companies have filed Form S-8 registration statements with the SEC proposing the offer of stock under employee stock option and similar plans:

Columbia Pictures Corporation, New York 10022 (File 2-30561) - 315,000 shares

Far West Financial Corporation, Los Angeles, Calif. 90017 (File 2-30578) - 46,931 shares

SECURITIES ACT REGISTRATIONS. Effective October 29: American Building Maintenance Industries, 2-29762 (40 days); Bandag, Inc., 2-29712 (40 days); Commercial Bancorp, Inc., 2-30077 (Dec 9); Edgington Oil Co., 2-30020 (90 days); Efficient Leasing Corp., 2-29595 (Dec 9); Esgro, Inc., 2-29532 (40 days); General Educational Services Corp., 2-29691 (Jan 27); Sam Goody, Inc., 2-30026 (Jan 27); The Huffman Manufacturing Co., 2-30069 (40 days); Hydronic Industries, Inc., 2-29798 (90 days); Imperial Paper Co., 2-29856 (90 days); The Lane Co., Inc., 2-30153 (40 days); Marion Laboratories, Inc., 2-30234; Minnesota Natural Gas Co., 2-30312 (90 days); Page Airways, Inc., 2-29867 (Jan 27); Perfect Fit Industries, Inc., 2-29820 (40 days); Pet Inc., 2-29821; Quebec Hydro-Electric Commission, 2-30456; Seabrook Farms Inc., 2-29807 (40 days); Winn's Stores, Inc., 2-29816 (Jan 28); The Worthington Steel Co., 2-29756 (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.

*As estimated for purposes of computing the registration fee.

---ooo0ooo---