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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Washington 25, D.C.

FOR RELEASE January 29, 1962

Statistical Release No. 1805. The SEC Index of Stock Prices, based on the closing price of 300 common stocks for the week ended January 26, 1962, for the composite and by major industry groups compared with the preceding week and with the highs and lows for 1961 - 1962 is as follows:

	1957-59 = 100		Percent	1961 - 1962	
	1/26/62	1/19/62	Change	High	Low
Composite	138.5	139.8	-0.9	146.5	118.3
Manufacturing	129.0	130.1	-0.8	136.0	113.0
Durable Goods	132.0	133.0	-0.8	138.9	117.0
Non-Durable Goods	126.2	127.4	-0.9	133.7	109.2
Transportation	107.4	109.1	-1.6	111.0	97.8
Utility	179.6	180.7	-0.6	190.8	144.4
Trade, Finance & Service	170.0	174.8	-2.7	193.0	132.5
Mining	105.1	106.4	-1.2	106.4	83.3

SECURITIES ACT REGISTRATION STATEMENTS. During the week ended January 25, 1962, 33 registration statements were filed, 37 became effective, 5 were withdrawn, and 723 were pending at the week-end.

CISCO-VALLEY CORP. OFFERING SUSPENDED. The SEC has issued an order temporarily suspending a Regulation A exemption from registration under the Securities Act of 1933 with respect to a proposed public offering of stock of Cisco-Valley Corporation, of Auburn, Washington.

Regulation A provides a conditional exemption from registration with respect to public offerings of securities not exceeding $300,000 in amount. In a notification filed October 2, 1961, Cisco-Valley proposed the public offering of 75,000 common shares at $4 per share pursuant to such an exemption (reduced by amendment to 65,000 shares). The Commission asserts in its suspension order that it has "reasonable cause to believe" that Cisco-Valley failed to comply with certain terms and conditions of the Regulation; that its offering circular was false and misleading by reason of its failure to include certain material facts; and that the offering would violate the anti-fraud provisions of the Act. The order provides an opportunity for hearing, upon request, on the question whether the suspension should be vacated or made permanent.

The alleged misrepresentations relate to the failure of Cisco-Valley's offering circular (1) to disclose that the company has no binding agreement to purchase the title and equipment of Valley Mining Company and that a dispute existed between the two companies as to whom Valley Mining owes royalties on its Blue Lizard Mine project; (2) to disclose accurately and adequately the unfavorable aspects of the mining and oil properties involved, including the unfavorable past operations, exploratory status of the venture, location of deposits and actual ore content, as well as the failure to present acceptable expert opinions and misrepresentations with respect to opinions submitted; (3) to disclose accurately and adequately (a) all direct and indirect interests of management officials and controlling persons, (b) the equity dilution of stock issued under the proposed offer, and (c) the sale of unregistered securities within one year of the filing of the notification. The notification failed to disclose the names of certain affiliates and does not contain the required statement of capital shares.

SEC ORDER CITES SALT LAKE & BOISE FIRMS. The SEC has ordered proceedings under the Securities Exchange Act of 1934 to determine whether the broker-dealer registrations of the following should be revoked: Andersen, Randolph & Co., Inc. ("ARCO"), 11 East 1st South, Salt Lake City, Utah; and Idaho Acceptance Corp. ("IAC"), 1523 Garden Avenue, Boise, Idaho. The order contains charges by the Commission's staff that the two respondent companies, together with Clinton H. Andersen, president of both companies, three other officers and eleven individuals employed as salesmen by ARCO or IAC, offered and sold IAC stock in violation of the Securities Act registration and anti-fraud provisions and that their activities operated as a "fraud and deceit" upon purchasers of the stock.

According to the order, ARCO has been registered with the Commission since June 1954 and IAC since October 1955. ARCO owns 10% or more of the stock of IAC. The Commission's order recites charges by its staff that information developed in its investigation "tends, if true, to show" that the Class A stock of IAC was offered and sold by ARCO and IAC during the period February 1959 through April 1960 in violation of the Securities Act registration requirement, and that ARCO offered and sold Class B stock of IAC during the period December 1959 through April 1960 in violation of such requirement.

The Staff also charges that, in the offer and sale of the IAC Class A stock, the two companies and the several individuals "engaged in acts, practices and a course of business which operated as a fraud and deceit" upon the purchasers, in that they made false and misleading representations concerning the use of the proceeds of the stock sale, including the safety of an investment in and the imminent increase in the value of the stock, the financial condition of IAC and the amount of and time when dividends would be paid on its stock, and the success and financial condition of certain insurance companies in which IAC had investments.

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COOPERATION SOUGHT IN PROCESSING PROXY FILINGS. The SEC today sought the cooperation of "listed" and other companies subject to its proxy rules, in an endeavor to facilitate the processing of proxy statements for the 1962 annual meetings of stockholders, many of which will be held during the next few months. As previously reported, the Commission's staff is already under an unusually heavy workload because of the unprecedented number of filings under the Securities Act of 1933. To expedite the processing of proxy material, the Commission urged that the following steps be taken: (1) File preliminary proxy soliciting material at the earliest practicable date. (2) In all instances, preliminary proxy material should be accompanied by a letter signed by counsel or an officer of the company responsible for its preparation which: (a) In the case of material involving merely an updating of the prior year's material, or changes not otherwise of a material nature (including, for example, changes in the board of directors), indicates that fact and identifies the changes (either in the letter or by accompanying marked copies of the proxy statement) or (b) In the case of material invovling substantial changes, identifies those changes and supplies such explanation or comment as the author may consider helpful to an expeditious handling of the material by the staff. (3) Representatives of the issuer should make every effort to verify the accuracy and completeness of the required information, particularly stockholdings and stock interests of the persons in the proxy statement for whom this information is required.

COMPLAINT NAMES ATLAS TRACTOR RENTALS, OTHERS. The SEC Seattle Regional Office announced January 23d (Lit-2183) the filing of a complaint (USDC WD Ore.) seeking to enjoin H. Duane Harvey, Owen Vern Hutchinson and Atlas Tractor Rentals, Inc., from further violations of the Securities Act anti-fraud provisions in the offer and sale of investment contracts consisting of sales of tractors, trailers and trailerboats with a contemporaneous leaseback of the equipment.

TORCH RUBBER FILES FOR STOCK OFFERING. Torch Rubber Company, Inc., 1302 Inwood Ave., New York, filed a registration statement (File 2-19678) with the SEC on January 26th seeking registration of 110,000 shares of common stock, to be offered for public sale at $3.50 per share. The offering will be made on an all or none basis through underwriters headed by Carroll Co., which will receive a 35¢ per share commission and $17,500 for expenses. The statement also includes (1) 15,000 outstanding shares sold to the underwriter by controlling stockholders and 5,000 shares to Milton D. Blauner for services in arranging this financing, all at 50¢ per share, and (2) 5,000 outstanding shares to be offered by present stockholders to employees at $2.50 per share.

The company is engaged in the manufacture and sale of waterproof rubber footwear, primarily by the latex dipping process. Of the $316,500 estimated net proceeds from the stock sale, $100,000 will be used to purchase additional manufacturing machinery, $20,000 to move to a new factory, $50,000 for advertising and product promotion, $20,000 for expansion of research and development facilities, and the balance for working capital. In addition to certain indebtedness, the company has outstanding 200,000 shares of common stock, of which Alan J. Dennison, president, Mia Wachenheimer, executive vice president, and Erni Kaufman, a director, own 45%, 22% and 22%, respectively. Sale of new shares to the public at $3.50 per share will result in an increase in the book value of stock now outstanding from 51¢ to $1.35 per share and a corresponding dilution of $2.15 per share in the book equity of stock purchased by the public.

ANCHOR COUPLING FILES FOR SECONDARY. Anchor Coupling Co., Inc., 342 North Fourth St., Libertyville, Ill., filed a registration statement (File 2-19680) with the SEC on January 26th seeking registration of 488,000 outstanding shares of common stock, to be offered for public sale by the holders thereof on an all or none basis through underwriters headed by Paine, Webber, Jackson & Curtis. The public offering price and underwriting terms are to be supplied by amendment. The statement also includes 20,000 outstanding shares underlying a 30-day option granted to the underwriters, to be exercised only to cover over-allotments.

The company manufactures a complete line of high and low pressure hydraulic hose and metal tube assemblies and related fittings, Freon hose assemblies, power steering hose assemblies, air brake lines, fuel and filter hose lines, and high and low pressure oxygen hose assemblies (for earth moving equipment, automotive, farm equipment and lift truck industries). The company has outstanding 880,000 shares of common stock (after giving effect to a recent recapitalization whereby such shares were issued in exchange for the 4,400 shares then outstanding), of which Charles L. Conroy, president, and John W. Fritsch, secretary, own 410,000 and 83,000 shares, respectively. They propose to sell 234,000 and 48,700 shares, respectively. In addition, Continental Illinois National Bank and Trust Company of Chicago and Fritsch, co-executors under the will of Walter Fritsch, hold 314,000 shares and propose to sell 184,300 shares. Fritsch and his mother are the principal beneficiaries under said will. The prospectus lists three other selling stockholders who propose to sell an aggregate of 21,000 of 49,000 shares owned.

LITTELFUSE FILES FOR OFFERING AND SECONDARY. Littelfuse, Incorporated, 1865 Miner Street, Des Plaines, Ill., filed a registration statement (File 2-19681) with the SEC on January 26th seeking registration of 100,000 shares of common stock, of which 50,000 shares are to be offered for public sale by the company and 50,000 shares, being outstanding stock, by the holders thereof. Cruttenden, Podesta & Co. heads the list of underwriters. The public offering price and underwriting terms are to be supplied by amendment.

The company manufactures a wide range of products for the electronic, automotive and electrical industries. A substantial portion of its output consists of devices designed to protect low-voltage electrical circuits, such as fuses and circuit breakers, but it also designs and makes switches, relays and related products. The net proceeds from the company's sale of additional stock may be used for the acquisition of additional production facilities, for preliminary development of a site owned by the company in McHenry, Ill., and for working capital.

In addition to certain indebtedness, the company has outstanding 263,433 shares of common stock (after giving effect to a recent 3-for-1 stock split), of which Thomas M. Blake, president, and Jeffery-73rd Corp. own 24.1% and 12.3%, respectively, and management officials as a group 48%. Wives of management officials own an additional 11.7%. The prospectus lists 9 selling stockholders owning an aggregate of 170,790 shares,

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including Blake and Jeffery-73rd Corp. who propose to sell 11,295 and 8,739 shares, respectively, and others who propose to sell amounts ranging from 600 to 10,000 shares. Edward V. Sundt is board chairman.

FEDERAL KEMPER LIFE ASSURANCE SHARES IN REGISTRATION. Federal Kemper Life Assurance Company, 260 Tremont St., Boston, filed a registration statement (File 2-19682) with the SEC on January 26th seeking registration of 52,500 shares of capital stock, of which 12,500 shares will be offered from time to time by Lumbermens Mutual Casualty Company, a principal stockholder, primarily to management officials, employees, stockholders, advisory committees of companies in the Kemper Insurance group, and to insurance agents and insurance brokers or their employees which represent these companies, and to said companies. Shares also may be offered to members of the families, friends and associates of such persons, and to policyholders of companies in the Kemper group. After the sale of such shares by Lumbermens, the company will offer from time to time 40,000 shares to such persons. The offering price for all such stock is $25 per share. No underwriting is involved. Net proceeds of the sale of additional stock by Federal Kemper will be added to the company's general funds and invested initially in securities qualifying as legal investments under the Massachusetts insurance laws. Investment income, above the amounts required to be added to policy reserves, can be used to defray current expenses to the extent needed. There is no assurance that investment income, as augmented by the proceeds of this offering, will offset Federal's current expenses during the initial stages of its operations. The company now has outstanding 40,000 common shares, of which Lumbermens Mutual owns 84.80%.

BERKSHIRE FROCKS FILES STOCK PLAN. Berkshire Frocks, Inc., 127 Forsyth Street, Boston, filed a registration statement (File 2-19683) with the SEC on January 25th seeking registration of 33,000 shares of common stock, to be offered pursuant to its Employee Restricted Stock Options.

TRENTON FOODS FILES FOR STOCK OFFERING. Trenton Foods, Inc., 4733 Belleview, Kansas City, Mo., filed a registration statement (File 2-19684) with the SEC on January 26th seeking registration of 100,000 shares of common stock, to be offered for public sale on an all or none basis by Scherck, Richter Company. The public offering price and underwriting terms are to be supplied by amendment. The statement also includes 8,000 shares underlying a 3-year option granted to the underwriter, exercisable at a price to be supplied by amendment.

The company is engaged principally in the preparation and packaging of meat food products for nationally known firms. It also is engaged in the large-scale mass-production of purebred breeding stock and commercial meat-type pigs for sale to meat packers, farmers and purebred breeders. The net proceeds from the stock sale will be used to pay off bank loans, incurred to provide working capital, of $500,000, defray the expense of modifying and adding to the company's processing and manufacturing facilities, laboratory and offices, estimated to cost approximately $150,000, finance the development and construction of a new facility designed to permit the operation of a new method of food preservation, estimated to cost approximately $100,000, and for working capital and other purposes.

In addition to certain indebtedness, the company has outstanding 600,000 shares of common stock (after giving effect to a recent 2,000-for-1 stock split), of which Harold S. Melcher, president, and Jack M. Miller, vice president, own 66.66% and 33.33%, respectively.

FIRST LINCOLN FINANCIAL FILES FOR OFFERING AND SECONDARY. First Lincoln Financial Corporation, 628 W. Sixth Street, Los Angeles, filed a registration statement (File 2-19685) with the SEC on January 26th seeking registration of 320,000 shares of common stock, of which 13,250 shares are to be offered for public sale by the company and 306,750 shares, being outstanding stock, by the holders thereof. The offering will be made on an all or none basis through underwriters headed by White, Weld & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company owns 98.88% of the guarantee stock of Lincoln Savings and Loan Association, a California company, and it also operates an insurance agency for fire and related insurance coverage normally required for protection of lenders in real estate transactions, holds conditional sales contracts on real estate, and has acted as trustee under deeds of trust. The Association is engaged in the business of lending money, principally secured by first deeds of trust on real property, to enable borrowers to purchase, construct, improve or refinance real property. Of the net proceeds from the company's sale of additional stock, $130,000 will be used for the payment of notes and the balance will be initially deposited in the Association at its current rate of interest.

In addition to certain indebtedness, the company has outstanding 1,325,178 shares of common stock, of which Roy P. Crocker, president, and L. Nathaniel Fitts, a vice president, own 61.35% and 5.60%, respectively, and management officials as a group 74.25%. The prospectus lists 17 selling stockholders owning an aggregate of 1,089,299 shares, including Crocker and Fitts who propose to sell 134,400 and 60,000 shares. Others propose to sell amounts ranging from 1,000 to 20,000 shares. Pursuant to a recent recapitalization, the company issued 1-2/5 new common shares for each old Class A share then outstanding and 166-2/3 new shares for each old Class B share then outstanding. Thereafter an exchange offer was made to the holders, other than the company, of the Association's guarantee stock on the basis of 533-1/3 company shares for each guarantee share. In such exchange, Crocker and Fitts received 69,866 and 10,667 company shares, respectively for their holdings in the Association.

IONA MFG. FILES FOR OFFERING AND SECONDARY. The Iona Manufacturing Company, Regent Street, Manchester, Conn., filed a registration statement (File 2-19686) with the SEC on January 26th seeking registration of 140,000 shares of common stock, of which 125,000 shares are to be offered for public sale by the company and 15,000 shares, being outstanding stock, by William H. Sleith, president and principal stockholder. The offering will be made at $6 per share through underwriters headed by Richard Bruce & Co., Inc., which will receive a 72¢ per share commission and $25,000 for expenses. The statement also includes 15,000 outstanding shares sold by Sleith to the underwriter and 5,000 shares to Seymour Ziff, as a finder's fee, all at $1 per share.

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The company was organized under Delaware law in August 1961 and shortly thereafter merged with a Connecticut corporation of the same name organized in 1948 by Sleith. It is engaged in the business of manufacturing household electric appliances, including food mixers, blenders, can openers and drink mixers. The company also manufactures and sells electric motors used in office equipment, household appliances, garden equipment and computing devices. The $600,000 estimated net proceeds from the company's sale of additional stock will be used as follows: $200,000 for research and to finance the design and tooling for new products and improvements in design and tooling of existing products, and the balance will be added to working capital. In addition to certain indebtedness, the company has outstanding 396,000 shares of common stock, of which Sleith owns 364,375 shares, and, as indicated, proposes to sell 15,000 shares.

HARDLINES DISTRIBUTORS FILES FOR OFFERING AND SECONDARY. Hardlines Distributors, Inc., 1416 Providence Highway, Norwood, Mass., filed a registration statement (File 2-19687) with the SEC on January 26th seeking registration of 200,000 shares of common stock, of which 100,000 shares are to be offered for public sale by the company and 100,000 shares, being outstanding stock, by Edgewater Beach Co., Inc., of Boston, principal stockholder. The offering will be made on an all or none basis through underwriters headed by McDonnell & Co. The public offering price and underwriting terms are to be supplied by amendment. The statement also includes 10,000 shares to be offered directly to employees at a price also to be supplied by amendment.

The company was organized under Delaware law in January 1962 by Edgewater as the successor to a business originally founded in 1956 by Leo Michelson, president, and Saul Leibow, treasurer. They subsequently sold the business to Edgewater, which operated it as a separate division under the management of Michelson and Leibow. The company on January 31, 1962, will acquire the assets and business and assume the liabilities of said division, issuing 390,000 shares to Edgewater in exchange therefor. The company will then operate the business through 14 wholly-owned subsidiaries, leased departments or concessions in 48 self-service discount department stores. It will sell at retail in each store a wide variety of merchandise such as housewares, hardware, lighting fixtures, automotive accessories, garden supplies and luggage. The net proceeds from the company's sale of additional stock will be used in part to pay a short-term loan in the amount of $750,000 incurred while the business was operated by Edgewater, to finance expansion of the division. The balance will provide working capital required by the company's expansion program including an estimated 35 new units to be opened during 1962. At the time of the sale in 1960 of the companies originally founded by Michelson and Leibow to Edgewater, the latter agreed to pay in installments over a period of years a purchase price varying from a minimum of $2,100,000 to a maximum of $3,750,000 ($400,000 paid at the time of purchase), the exact amount being dependent upon earnings of the business. As part of the transaction whereby the company was organized by Edgewater, the purchase agreement between Michelson and Leibow and Edgewater relating to the sale in 1960 was modified. In satisfaction of the unpaid balance of the purchase price provided for in said agreement, Edgewater transferred to Michelson and Leibow 66,250 shares each of company stock and agreed to pay them in equal shares $1,100,000 plus an amount equal to one-half the net proceeds in excess of $1,450,000 realized by Edgewater from its sale of 100,000 shares to the public. After sale of the 210,000 shares being registered, Edgewater will continue to own 25.98% of the then outstanding stock and Michelson & Leibow 12.99% each.

MORSE SHOE FILES FOR SECONDARY. Morse Shoe, Inc., 1047 Commonwealth Avenue, Boston, filed a registration statement (File 2-19688) with the SEC on January 26th seeking registration of 630,000 outstanding shares of common stock, to be offered for public sale by the holders thereof on an all or none basis through underwriters headed by Blyth & Co., Inc. and Lehman Brothers. The public offering price and underwriting terms are to be supplied by amendment.

The company was organized under Delaware law in December 1961 to carry on the merged operations of Morse Shoe Stores Corporation and Morse's Inc. It is principally engaged in selling at retail complete lines of popular -price footwear for men, women and children. It operates 140 leased shoe departments in self-service department stores and 31 conventional retail shoe stores on leased premises. In addition to certain indebtedness, the company has outstanding 1,812,000 shares of common stock, of which Lester S. Morse, board chairman and Alfred L. Morse, president, own 563,040 shares each and propose to sell 201,600 shares each; Eliot B. Shoolman, treasurer, and Louis Scovell, vice president, own 285,600 and 272,400 shares, respectively, and propose to sell 111,300 shares each; and Ruth Morse (wife of Lester S. Morse) and Annette S. Morse (wife of Alfred L. Morse) own 6,000 shares each and propose to sell 2,100 shares each.

SECURITIES ACT REGISTRATIONS. Effective January 29: Continental Apartments Limited Partnership (File 2-19080); Elizabethtown Water Co. (File 2-19492); Orange Acres Investment Co. (File 2-19292); Personel Property Leasing Co. (File 2-19135). Withdrawn January 29: Audio Products Associates, Inc. (File 2-19585); Manhattan Drug Company, Inc. (File 2-19596).

GUARDIAN INVESTMENT CORP. ENJOINED. The SEC Washington Regional Office announced today (Lit-2184) the entry of a Federal court order (USDC DC) preliminarily enjoining Guardian Investment Corp. of 1925 K St., N. W., Washington, D. C., and Earl J. Lombard, its president, from further violations of the SEC net capital and bookkeeping rules.

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