

# sec news digest

Issue 76-224

(SEC Docket, No. 10, No. 18 - November 30)

November 18, 1976\*

LIBRARY  
NOV 19 1976

## COMMISSION ANNOUNCEMENTS

LE MANH TRI NAMED ASSISTANT DIRECTOR  
OF ECONOMIC AND POLICY RESEARCH

U.S. SECURITIES AND  
EXCHANGE COMMISSION

Richard Zecher, the Director of Economic and Policy Research, announced the appointment of Le Manh Tri to the newly-created position of Assistant Director, in charge of the Office of Securities Industry and Self-Regulatory Economics. Mr. Tri, who has been a member of the Economic Research staff at the SEC since 1969, received his B.A. degree from St. Anselm's College and his M.A. from George Washington University. Appointed to the position of Branch Chief in 1972, Mr. Tri and his branch have had major responsibility for numerous major research projects, including the monitoring of negotiated commission rates, the economic and statistical analysis of the proposed clearing agency merger, the study of the registration of securities in other than the name of the beneficial owner (the Street Name Study) and the study of the financial condition of specialists.

REGULATION B EXEMPTIONS OF  
COMPANIES PERMANENTLY SUSPENDED

Orders have been issued permanent suspending the Regulation B exemption from registration under the Securities Act of 1933 with regard to the public offering of fractional undivided interests in oil and gas leases in certain offerings of the following companies: Rio Grande Oil Company (Rel. 33-5761); Kentucky Crude Oil & Gas, Inc. (Rel. 33-5763); Southern Crude Oil & Gas Co., Inc. (Rel. 33-5764); and Mericle Oil Co. (Rel. 33-5765).

## COURT ENFORCEMENT ACTIONS

BERTSIL L. SMITH, JON C. WALLS ENJOINED

The Atlanta Regional Office announced that on November 5 the Federal Court in Memphis, Tennessee, after a hearing on motions filed by the Commission, entered an order for preliminary injunction and an order barring disposal of assets against Bertsil L. Smith, individually and doing business as Smith-Walls, Inc., and Jon R. Walls. The defendants were preliminarily enjoined from violations of the antifraud provisions of the securities laws.

The complaint alleges that Smith and an associate, aided and abetted by Walls, induced an investor to sell municipal bonds and then converted the proceeds to their personal use. Smith contacted the investor and induced him to sell the bonds by fraudulently misrepresenting that they were in imminent danger of default and that the investor would receive payment for them within one week from the date of the sale. After having an associate pick up the bonds, Smith contacted Walls, then a salesman with a Memphis municipal securities firm, and offered them to Walls at a price substantially less than what Walls knew them to be worth. Walls informed Smith that his employer had forbidden any employees from effecting securities transactions with Smith. In contravention of his employer's orders, Walls arranged for a customer of his to purchase the bonds from Smith and immediately thereafter sell them to Walls for a profit, thereby hiding Smith's identity as the true seller. In addition to receiving a normal brokerage commission on the transaction, Walls received additional monies from Smith. The investor never received any proceeds from the sale of his bonds. (SEC v. Bertsil L. Smith, et al., U.S.D.C., W.D. Tenn., Civil Action No. C-76-497). (LR-7652)

RICHARD D. HAYES PLACED ON PROBATION

The Chicago Regional Office announced that on November 12 Richard D. Hayes of St. Louis County, Missouri, was placed on probation for a period of three years. This sentence arose out of his plea of guilty to a one-count criminal information which alleged that Hayes had violated the bookkeeping provisions of the securities laws by causing to be

\*/ Issue 76-223 was dated incorrectly. The correct date should read November 17, 1976.

made false and fictitious entries on the books and records of Investment Securities Corporation, a broker-dealer firm now in SIPC liquidation. (U.S. v. Richard D. Hayes, E.D. Mo. #76-292 CR 4). (LR-7653)

#### COMPLAINT NAMES ADMINISTRATIVE ASSOCIATES, INC., OTHERS

The Seattle Regional Office announced that on November 10 a complaint was filed in U.S. District Court, Western District of Washington, against Administrative Associates, Inc., a Washington corporation, Dale E. Brinkman and Thomas D. Price of King County, Washington, seeking to enjoin AAI, aided and abetted by Brinkman and Price, from violations of the registration and antifraud provisions of the Investment Advisers Act of 1940. The complaint also seeks an accounting and the return of client funds. (SEC v. Administrative Associates, Inc., et al., Civil Action No. C76-770, W.D. Wash.). (LR-7654)

---

## INVESTMENT COMPANY ACT RELEASES

---

### SELECTED AMERICAN SHARES

An order has been issued on an application of Selected Special Shares, Inc. and Lincoln National Capital Fund, registered open-end companies, pursuant to Section 17(b) of the Investment Company Act of 1940, exempting from the provisions of Section 17(a) of the Act the reorganization of Income with and into American. (Rel. IC-9531 - Nov. 17)

### SELECTED SPECIAL SHARES

An order has been issued on an application of Selected Special Shares, Inc. and Lincoln National Capital Fund, registered open-end companies, pursuant to Section 17(b) of the Investment Company Act of 1940, exempting from the provisions of Section 17(a) of the Act the reorganization of Capital with and into Special. (Rel. IC-9532 - Nov. 17)

---

## HOLDING COMPANY ACT RELEASES

---

### DELMARVA POWER & LIGHT COMPANY

A supplemental order has been issued regarding Delmarva Power & Light Company, a recently-exempted holding company, permitting the withdrawal of an application-declaration relating to the financing arrangements for certain pollution control facilities located in York County, Pennsylvania, and also releasing jurisdiction previously reserved. (Rel. 35-19757 - Nov. 17)

### THE CONNECTICUT LIGHT AND POWER COMPANY

A notice has been issued giving interested persons until December 10 to request a hearing on a proposal of The Connecticut Light and Power Company and The Hartford Electric Light Company, both subsidiaries of Northeast Utilities Company, to enter into a loan agreement with the Connecticut Development Authority. The Authority will issue and sell pollution control revenue bonds in an amount not to exceed \$22,500,000 for construction of pollution control equipment. As collateral, the companies will issue secured promissory notes to the Authority for the same amount as of the bonds. (Rel. 35-19758 - Nov. 16)

---

## SELF-REGULATORY ORGANIZATIONS

---

### NOTICE OF PROPOSED RULE CHANGE

The Pacific Stock Exchange Inc. has filed a proposed rule change under Rule 19b-4 (SR-PSE-76-19) regarding suitability standards for option writing by customers of exchange members or member organizations. Publication of the proposal is expected to be made in the Federal Register during the week of November 15. (Rel. 34-12992)

### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the Midwest Stock Exchange, Inc. The rule change (SR-MSE-76-16) revised certain qualifications for membership. (Rel. 34-12989)

---

## TRUST INDENTURE ACT RELEASES

---

### EL PASO NATURAL GAS COMPANY

A notice has been issued giving interested persons until December 10 to request a hearing on an application of El Paso Natural Gas Company pursuant to Section 310(b)(i) (ii) of the Trust Indenture Act of 1939 declaring that the trusteeship of Citibank, N.A. (the Bank) under an indenture dated September 12, 1957 heretofore qualified under the Act and an indenture dated August 1, 1976 not qualified under the Act is not so likely to involve a material conflict of interest as to make it necessary to disqualify the Bank from acting as trustee. (Rel. TI-446)

---

## SECURITIES ACT REGISTRATIONS

---

### (S-1) MAKITA ELECTRIC WORKS, LTD.

11-8, 3-chome, Sumiyoshi-cho, Anjo City, Aichi Prefecture, Japan - 1,000,000 American Depositary Shares, representing 5,000,000 shares of common stock, par value ¥ 50 per share, and to be evidenced by American Depositary Receipts. Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10006 and Yamaichi International (America), Inc., One World Trade Center, New York, N.Y. 10048 are managing underwriters. The company is the largest manufacturer of portable electric power tools in Japan and its products include a variety of wood-working tools and general purpose tools. (File 2-57644 and 2-57645 - Nov. 12)

### (S-16) J. RAY MCDERMOTT & CO., INC.

P. O. Box 60035, New Orleans, La. 70160 - 19,252 shares of common stock, which have become free of transfer restrictions under the company's Career Executive Stock Plan. Any of such shares (less any shares previously sold) may be offered from time to time by certain selling stockholders in the regular way on the New York Stock Exchange at such times and in such amounts as each may determine. McDermott and its subsidiaries provide specialized engineering and construction services to the oil and gas industry consisting primarily of the engineering, fabrication and installation of offshore structures and facilities for the production of oil and gas, such as drilling and production platforms, marine pipelines and tanker loading terminals. (File 2-57648 - Nov. 12)

### (S-6) MUNICIPAL INVESTMENT TRUST FUND, SIXTY-FOURTH MONTHLY PAYMENT SERIES

\$40 million of units of beneficial interest, to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10006. The Fund, a unit investment trust, is to be created by a trust agreement among Merrill Lynch, Bache Halsey Stuart Inc. and Reynolds Securities Inc., as sponsors, The Bank of New York, as trustee, and Standard & Poor's Corporation, as evaluator. The Fund's primary objective is providing tax exempt income through investment in a fixed portfolio of interest-bearing, long-term state, municipal and public authority bonds. (File 2-57643 - Nov. 12)

### (S-16) LOCTITE CORPORATION

705 North Mountain Rd., Newington, Conn. 06111 - 100,000 shares of common stock, which may be offered for sale from time to time by one of the company's shareholders at prices current at the time of sale. Loctite is engaged in the development, manufacture and sale of specialty chemical products, primarily sealants and adhesives, for industrial, automotive aftermarket and consumer use. (File 2-57650 - Nov. 15)

### (S-7) REPUBLIC NEW YORK CORPORATION

452 Fifth Ave., New York, N.Y. 10018 - \$50 million sinking fund debentures, due 2001, to be offered for sale through underwriters headed by Salomon Brothers, One New York Plaza, New York, N.Y. 10004 and Merrill Lynch, Pierce, Fenner & Smith Inc.,

One Liberty Plaza, 165 Broadway, New York, N.Y. 10006. Republic is a bank holding company which owns all of the capital stock of Republic National Bank of New York, a commercial bank providing a variety of banking services with primary emphasis on international banking. (File 2-57651 - Nov. 15)

(S-7) BRANIFF AIRWAYS, INCORPORATED

Braniff Airways Tower, Exchange Park, Dallas, Tex. 75235 - \$50 million of senior sinking debentures, due 1997, to be offered for sale through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York, N.Y. 10004. Braniff is a certificated air carrier with both domestic and international routes. (File 2-57652 - Nov. 15)

(S-1) OMEGA OPTICAL CO., INC.

2649 Tarna Dr., Dallas, Tex. 75229 - 500,000 shares of common stock, of which 300,000 shares are being offered for sale by the company and 200,000 shares by certain selling shareholders, through underwriters headed by Rotan Mosle Inc., 1500 South Tower, Pennzoil Pl., Houston, Tex. 77002. Omega Optical Co., Inc. processes glass and plastic lenses to fill prescription orders for eyeglasses and contact lenses from ophthalmologists, optometrists and dispensing opticians. (File 2-57655 - Nov. 15)

(S-7) MILES LABORATORIES, INC.

1127 Myrtle St., Elkhart, Ind. 46514 - \$40 million of debentures, due 1996, to be offered for sale through underwriters managed by White, Weld & Co. Inc., One Liberty Plaza, 91 Liberty St., New York, N.Y. 10006. Miles Laboratories, Inc. is engaged in the manufacture and sale of proprietary medicines and vitamin food supplements, medical diagnostic products and consumer and textured plant protein foods. (File 2-57656 - Nov. 15)

(S-7) TRANSAMERICA CORPORATION

600 Montgomery St., San Francisco, Cal. 94111 - \$50 million of sinking fund debentures, due 2001, to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, New York, N.Y. 10006 and Salomon Brothers, One New York Plaza, New York, N.Y. 10004. Transamerica is a broadly-based service organization primarily engaged in providing a variety of insurance, financial, entertainment and travel services. (File 2-57659 - Nov. 15)

(S-7) BLACK HILLS POWER AND LIGHT COMPANY

625 Ninth St., Rapid City, S.D. 57709 - 250,000 shares of common stock, to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc. and Piper, Jaffray & Hopwood Inc. Black Hills Power and Light Company is a public utility engaged primarily in the generation, transmission, distribution and sale of electric energy. (File 2-57661 - Nov. 16)

(S-16) WETTERAU INCORPORATED

8400 Pershall Rd., Hazelwood, Mo. 63042 - 55,000 shares of common stock, to be offered by certain shareholders in exchange for units of limited partnership interests in various exchange funds operating as open-end diversified investment companies. Wetterau is engaged in the distribution and sale of food and nonfood products to individually owned and operated supermarkets. (File 2-57668 - Nov. 15)

(S-16) ROLLINS, INC.

2170 Piedmont Rd., N.E., Atlanta, Ga. 39324 - 50,000 shares of common stock, which may be offered for sale from time to time by one shareholder at prices current at the time of sale. Rollins is engaged in residential, commercial and media services -- principally termite and pest control services. (File 2-57670 - Nov. 16)

(S-14) GEOSEARCH, INC.

80 Wall St., Suite 1013, New York, N.Y. 10005 - 1,177,805 shares of Class A common stock. It is proposed to offer these shares in exchange for the outstanding common shares of Visual Equities, Inc., New York, N.Y., at the rate of nine Geosearch shares for each Visual Equities share. Geosearch, Inc. is engaged in the exploration and development of natural gas properties. (File 2-57674 - Nov. 15)

(S-16) GULF LIFE HOLDING COMPANY

Gulf Life Tower, Jacksonville, Fla. 32201 - 85,000 shares of common stock, to be offered by a selling shareholder in exchange for limited partnership interests in Federated Exchange Fund or in Fidelity Exchange Fund. Gulf Life Holding Company, through subsidiaries, is engaged in the life insurance business. (File 2-57675 - Nov. 16)

(S-16) WALLACE BUSINESS FORMS, INC.

4600 W. Roosevelt Rd., Hillside, Ill. 60162 - 162,903 shares of common stock, which may be offered for sale by certain selling stockholders from time to time in negotiated transactions or otherwise at market prices prevailing at the time of sale or at negotiated prices. Wallace Business Forms, Inc. is engaged in the manufacture and sale of continuous business forms for computer and other business machine applications. Wallace also manufactures and sells unit-set business forms, tax forms, and, in addition, prints industrial catalogs, manuals and educational materials. (File 2-57679 - Nov. 17)

(S-16) PEAVEY COMPANY

730 Second Avenue South, Minneapolis, Minn. 55402 - 42,500 shares of common stock, to be exchanged by certain shareholders of the company for shares in certain Exchange Funds. The company is a diversified food and specialty retailing company. (File 2-57681 - Nov. 17)

STOCK PLANS FILED

The following have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered pursuant to employee stock and related plans:

- Louisiana-Pacific Corp., Portland, Ore. (File 2-57608 - Nov. 9) - 200,000 shares
- Mego International, Inc., New York, N.Y. (File 2-57627 - Nov. 10) - 20,000 shares
- Crompton & Knowles Corp., New York, N.Y. (File 2-57629 - Nov. 9) - 100,000 shares
- Teletronics International, Inc., New York, N.Y. (File 2-57634 - Nov. 11) - 130,000 shares
- Omark Industries, Inc., Portland, Ore. (File 2-57635 - Nov. 10) - 316,710 shares
- American Central Corp., Lansing, Mich. (File 2-57646 - Nov. 12) - 100,000 shares
- Terra Chemicals International, Inc., Sioux City, Iowa (File 2-57657 - Nov. 15) - 198,000 shares
- American Financial Corp., Cincinnati, Ohio (File 2-57662 - Nov. 12) - 70,000 shares
- Itel Corp., San Francisco, Cal. (File 2-57663 - Nov. 16) - 190,218 shares
- Minnesota Gas Co., Minneapolis, Minn. (File 2-57665 - Nov. 15) - 200,000 shares

REGISTRATIONS EFFECTIVE

- Nov. 5: United Municipal Bond Fund, Inc., 2-56969.
- Nov. 11: Bolt, Beranek and Newman, Inc., 2-57413; ECC Resources Oil & Gas Drilling Program 1976-1977, 2-56974; Ohio Power Co., 2-57384; Talcott National Corp., 2-57203.
- Nov. 12: American Investors Life Insurance Co. Inc., 2-52505; Azcon Corp., 2-57404; General Telephone Co. of Florida, 2-57428; General Research Corp., 2-57613; Government Employees Insurance Co., 2-57242; Rowe Price Tax Free Income Fund, Inc., 2-57265; St. John D'El Rey Mining Co. Ltd., 2-57483.
- Nov. 15: Callahan Mining Corp., 2-57552; Columbus & Southern Ohio Electric Co., 2-57485; Connelly Containers, Inc., 2-57311; Hawaii Bancorporation, Inc., 2-57416; Horizon Bancorp., 2-57493; Zurn Industries, Inc., 2-57580.

NOTE TO DEALERS. When applicable the 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

## 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%. The following companies or individuals filed Schedule 13D's during the period October 12 - November 15. 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 set forth for each beneficial owner.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER &amp; NUMBER OF SHARES</u>	<u>DATE FILED</u>
Merlin W. Sant George R. Sant, et al	McCarthy Co. (Anaheim, Calif.) Common Stock - 841,892 shs. (62%) 7½% Convertible Debentures - \$139,000 (808,996 of above shares were acquired from Pacific Holding Corp.)	10-12-76

ACQUISITION REPORTS CONT.

First National Bank of Chicago	IHOP Corp. (No. Hollywood, Calif.) Common Stock - 302,952 shs. (Above shares were acquired pursuant to an Exchange Agreement.)	11-3-76
Center Plaza Associates	Realty Income Trust (Providence, R.I.) Common Stock - 84,242 shs. on conversion of Debentures	11-3-76
* W. T. Richards K. R. Richards S. T. Richards	Mid America Bancorporation, Inc. (Minneapolis, Minn.) Common Stock - 184,286 shs.	11-3-76
* Louart Corp.	Arden-Mayfair, Inc. (Los Angeles, Calif.) Common Stock - 683,200 shs. \$3 Preferred Stock - 14,900 shs.	11-3-76
* Houdaille Industries, Inc.	Fort Worth Steel & Machinery Co. (Fort Worth, Tex.) Common Stock - 916,764 shs. (95%) (603,088 of above shares were acquired pursuant to the Tender Offer.)	11-3-76
* Diversified Retailing Co., Inc.	Berkshire Hathaway Inc. (New Bedford, Mass.) Common Stock - 159,390 shs.	11-3-76
* Mitchell-Bentley Corp.	MWA Co. (Owosso, Mich.) Common Stock - 209,991 shs.	11-3-76
Sanders Associates, Inc. Thrift Plan	Sanders Associates, Inc. (Nashua, N.H.) Common Stock - 256,699 shs.	11-4-76
Equitable Company of Texas	Liquidionics Industries, Inc. (Los Angeles, Calif.) Common Stock - 604,773 shs.	11-4-76
Louis J. Roussel	Universal Drilling Co., Inc. (New Orleans, La.) Cl A Common Stock - 336,675 shs. Cl B Common Stock - 472,900 shs. (99.35%) (Mr. Roussel has arrangements to acquire an additional 50,000 shares.)	11-4-76
Orion Capital Corp.	Louisiana-Pacific Resources, Inc. (Palo Alto, Calif.) Common Stock - 267,500 shs.	11-4-76
Reliance Financial Services Corp. (Subsidiary of Reliance Group Inc.)	Hemisphere Funds, Inc. (New York City) Income Shares - 127,500 shs. (Reliance Insurance, a subsidiary of Reliance Financial owns above shares.)	11-4-76
Reliance Financial Services Corp. (Subsidiary of Reliance Group Inc.)	Putnam Duofund, Inc. (Boston, Mass.) Income Shares - 60,000 shs. (Reliance Insurance, a subsidiary of Reliance Financial owns above shares.)	11-4-76
* American Benefit Life Insurance Co.	Farm & Ranch Financial, Inc. (Wichita, Kans.) Common Stock - 667,187 shs.	11-4-76
* Lester Miller Marvin B. Levy	Contico International Inc. (St. Louis, Mo.) Common Stock - 132,924 shs. Common Stock - 21,132 shs. on conversion of Debentures Common Stock - 49,050 shs. on exercise of Warrants and Options (Included above are securities owned by children of Messrs. Miller & Levy.)	11-4-76
Monte P. Monaster	Stanley Aviation Corp. (Denver, Colo.) Common Stock - 50,936 shs. (Included above are shares held by his wife.)	11-5-76
* Belding Heminway Co., Inc.	China Grove Cotton Mills Co. (China Grove, NC) Common Stock - 19,680 shs. NEWS DIGEST, November 18, 1976	11-5-76

ACQUISITION REPORTS CONT.

* Compagnie de Saint-Gobain- Pont-A-Mousson (France)	Certain-Teed Products Corp. (Valley Forge, Pa.)	11-5-76
	Common Stock - 6,248,377 shs.	
	Common Stock - 1,250,000 shs.	
	on conversion of Series C Preferred (SGPM has the right to acquire an additional 200,000 shares of Common pursuant to an Agreement. Above securities represent approximately 51.5% of the outstanding voting stock.)	
* Henkel Inc. (Wholly-owned subsidiary of Henkel GmbH (West Germany))	Clorox Inc. (Oakland, Calif.)	11-5-76
	Common Stock - 3,341,700 shs.	
Goldman, Sachs & Co.	American Broadcasting Co. (New York City)	11-8-76
	Common Stock - 45,000 shs. on exercise of Warrants	
Taunton Greyhound Association, Inc.	Burrillville Racing Association (Pawtucket, RI)	11-8-76
	Common Stock - 1,350 shs.	
National Mutual Insurance Co.	General Ohio S & L Corp. (Findlay, Ohio)	11-8-76
	Common Stock - 19,928 shs.	
Celina Mutual Insurance	General Ohio S&L Corp. (Findlay, Ohio)	11-8-76
	Common Stock - 50,637 shs.	
Republic Mutual Insurance Co.	General Ohio S&L Corp. (Findlay, Ohio)	11-8-76
	Common Stock - 3,000 shs.	
George E. Fischer Lawrence R. Riddle, et al	MetriData Computing, Inc. (Louisville, Ky.)	11-8-76
	Common Stock - 94,586 shs.	
	Common Stock - 43,700 shs. on exercise of Options (Included above are shares owned by wives and children.)	
Delbert W. Coleman	Alanthus Corp. (Stamford, Conn.)	11-8-76
	Common Stock - 150,000 shs. 12% Senior Notes - \$1,500,000	
Edward Torres, Individually and as Trustee David N. Hurwitz, Trustee	Alanthus Corp. (Stamford, Conn.)	11-8-76
	Common Stock - 150,000 shs. 12% Senior Notes - \$1,500,000	
Associated Bank Corp. Employees' Stock Ownership Plan	Associated Bank Corp. (Mason City, Iowa)	11-8-76
	Common Stock - 674,444 shs.	
* LGS Employees' Savings and Investment Plan	Louisiana General Services, Inc. (Harvey, La.)	11-8-76
	Common Stock - 118,691 shs.	
* Stannet Corp. Stannet Capital Corp.	Nasco International, Inc. (Fort Atkinson, Wisc.)	11-8-76
	Common Stock - 359,000 shs. Common Stock - 60,000 shs. on exercise of Warrant	
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, Fla.)	11-8-76
	Shares of Beneficial Interest - 149,200	
* Basketball Associates Inc.	Milwaukee Professional Sports & Services, Inc. (Milwaukee, Wisc.)	11-8-76
	Common Stock - 295,175 shs.	
* William J. Blake	Milwaukee Professional Sports & Services Inc. (Milwaukee, Wisc.)	11-8-76
	Common Stock - 200,700 shs. (Included above are shares owned by his wife)	
* James F. Fitzgerald	Milwaukee Professional Sports & Services, Inc. (Milwaukee, Wisc.)	11-8-76
	Common Stock - 234,175 shs. (Included above are shares owned by his wife)	

ACQUISITION REPORTS CONT.

The following have made offers to acquire stock of companies listed below pursuant to tender offers as reported to the Commission on Schedule 13D:

<u>OFFER TO PURCHASE BY:</u>	<u>ISSUER &amp; NUMBER OF SHARES TO BE PURCHASED</u>	<u>DATE FILED</u>
Blue Chip Stamps	Wesco Financial Corp. (Pasadena, Calif.) Common Stock - 372,000 shs. for cash at \$20.00 net per share (Blue Chip presently owns 1,527,299 shares of Common Stock (64.4%))	11-4-76
Trident Park Corp. (Wholly-owned subsidiary of Harcourt Brace Jovanovich, Inc.)	Sea World, Inc. (San Diego, Calif.) Common Stock - All outstanding shares for cash at \$28.75 net per share	11-8-76
P&W Industries, Inc.	Providence and Worcester Co. (E. Providence, R.I.) Common Stock - 700,000 shs. (Exchange Offer - 20 shares of Common Stock of Corporation for each share of Common Stock of Railroad.)	11-8-76
General Cable Corp.	Sprague Electric Co. (North Adams, Mass.) Common Stock - All outstanding shares for cash at \$19.50 net per share	11-12-76
Home Oil Company Limited (Canada)	Canadian Export Gas & Oil Ltd. (Calgary, Alberta, Canada) Common Stock - All outstanding shares for cash at \$5.80 (Canadian) net per share	11-12-76
AD/Ross Corp. (Wholly-owned subsidiary of Advance Ross Corp.)	AMI Industries, Inc. (Colorado Springs, Colo.) Common Stock - All outstanding shares for cash at \$10.00 net per share	11-15-76

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. The reproduction cost is 10¢ per page plus postage (7 days) (\$3.50 minimum); 20¢ per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30¢ per page plus postage for priority service overnight (\$5.00 minimum). Cost estimates are given on request. All other reference material is available in the SEC Docket.

SEC NEWS DIGEST is published daily. Subscription rates: 64.45/yr in U.S. first class mail; \$80.60 elsewhere.

SEC DOCKET is published weekly. Subscription rates: \$43.70/yr in

U.S. first class mail, \$54.65 elsewhere. The News Digest and the Docket are for sale by the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402.