# sec newsardigest

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### CIVIL PROCEEDINGS

## U.S. SECURITIES AND EXCHANGE COMMISSION

COMMISSION ALLEGES INSIDER TRADING VIOLATIONS BY INDIVIDUALS, DISGORGEMENT ORDERED; NATIONAL KINNEY CORP. CHARGED WITH VIOLATIONS

The U.S. District Court for the Southern District of New York entered Orders against National Kinney Corp. (NKC), Peter Ulrich, Emily Johns, Max Beck and Fredric J. Freed in an action instituted by the Commission on June 30. Orders were entered against the individual defendants which required them to comply with antifraud provisions of the Securities Exchange Act of 1934 and disgorge profits from certain transactions in NKC securities. NKC was ordered to make full, fair and accurate statements in communications with exchanges and self-regulatory organizations. The Court also ordered NKC to comply with certain undertakings. The defendants consented to the entry of these Orders without admitting or denying the allegations in the complaint.

The complaint alleged that, on September 18 and 24, 1979, an officer of NKC made untrue statements of material facts to an official of the American Stock Exchange in response to questions by the official prompted by unusual and unexplained trading in NKC's common stock on that exchange. The complaint further alleged that on October 22, 1979 and October 23, 1979, Ulrich, Johns, Beck and Freed purchased NKC common stock while in possession of material, non-public information concerning arrangements between certain persons and entities to, among other things, attempt to acquire or develop hotel-casino gaming businesses in the United States, including the possible acquisition of the Aladdin Hotel in Las Vegas, Nevada. According to the complaint, these defendants knew that such information was unavailable to the sellers of the securities which they purchased and failed to disclose such information to the sellers. (SEC v. National Kinney Corp., et al., U.S.D.C. S.D.N.Y., Civil Action No. 80-3683). (LR-9118)

#### SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form; Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; and File number and date filed.

- (S-14) EMPIRE PENCIL CORPORATION, Shelbyville, Tenn. 37160 (615) 684-4133 840,566 shares of common stock. (File 2-68262 June 27) (Br. 4)
- (S-6) MASSACHUSETTS TAX EXEMPT UNIT TRUST, SERIES 18, 60 State St., Boston, Mass. 02109 7,000 units. Depositor: Moseley, Hallgarten, Estabrook & Weeden Inc. (File 2-68264 June 27) (Br. 17)
- (S-1) TYREX OIL COMPANY, Suite 206, 111 East A St., Casper, Wy. 82601 (307) 234-4260 5,500,000 shares of common stock. Underwriter: EJ Pittock & Co. Inc., 610 Guaranty Bank Bldg., 817 Seventeenth St., Denver, Colo. 80202 (303) 892-6110. The company was recently organized to acquire oil and gas properties and to cause exploration and development thereon, but has no operating history and owns no revenue producing oil or gas properties. (File 2-68269 June 27) (Br. 3)
- (S-14) NEW AOC, INC., 1546 Cole Blvd., Suite 220, Golden, Colo. 80401 (303) 232-2209 10,549,673 shares of common stock. (File 2-68270 June 27) (Br. 4)

- (S-18) GAMMA BIOLOGICALS, INC., 3700 Mangum Rd., Houston, Tex. 77092 430,387 shares of common stock. Underwriter: RotanMosle. The company manufactures and sells to the health care industry a variety of products used in connection with blood transfusions. (File 2-68275 June 27) (Br. 3)
- (S-1) MFA SECURITY SERVICE COMPANY, 1817 West Broadway, Columbia, Mo. 65218 \$25 million of subordinated investment notes. The company is engaged in the consumer finance business. (File 2-68278 June 27) (Br. 2)
- (S-1) RICOH COMPANY, LTD., 15-5,1-Chome, Minami-Aoyama, Minato-ku, Tokyo 107, Japan \$50 million of convertible debentures, due 1995. Underwriters: Morgan Stanley & Co. Incorporated and Nomura Securities International, Inc. The company is a manufacturer and marketer of copiers and related supplies. (File 2-68279 June 27) (Br. 8)
  - In a separate (S-12) statement Chemical Bank seeks registration of American Depositary Receipts for 10,000,000 American Depositary Shares for the company. (File 2-68280 June 27) (Br. 99)
- (S-8) PFIZER INC., 235 East 42nd St., New York, N.Y. 10017 (212) 573-2323 \$100 million of interests and an indeterminate number of shares of common stock. (File 2-68282 June 27) (Br. 4)
- (S-7) THE NARRAGANSETT ELECTRIC COMPANY, 280 Melrose St., Providence, R.I. 02901 (401) 781-0100 \$20 million of first mortgage bonds, Series M. The company is an electric utility. (File 2-68283 June 27) (Br. 7)
- (S-16) GENERAL TELEPHONE COMPANY OF FLORIDA, 610 Morgan St., Tampa, Fla. 33602 (813) 224-4011 \$100 million of first mortgage bonds, Series V. (File 2-68285 June 27) (Br. 7)
- (S-12) MORGAN GUARANTY TRUST COMPANY OF NEW YORK, 30 West Broadway, New York, N.Y. 10015 100,000 American Depositary Receipts for ordinary shares of Hongkong Electric Holdings Limited. (File 2-68289 June 30) (Br. 99)
- (S-16) ALLIED CHEMICAL CORPORATION, P.O. Box 4000R, Morristown, N.J. 07960 (201) 455-2000 600,000 shares of common stock. The company's operations comprise five business segments: oil and gas; chemicals; fibers and plastics; electrical; and other operations. (File 2-68292 June 27) (Br. 6)
- (S-1) SMI INVESTORS (DELAWARE) INC., 1345 Avenue of the Americas, New York, N.Y. 10105 - \$27,667,800 of debentures, due 1987. Underwriters: Blyth Eastman Paine Webber Incorporated and Smith Barney, Harris Upham & Co. Incorporated. (File 2-68297 - June 27) (Br. 6)
- (S-14) PACIFIC WESTERN BANCSHARES, 1245 South Winchester Blvd., San Jose, Cal. 95128 (408) 244-1700 1,690,396 shares of common stock. (File 2-68299 June 30) (Br. 1)
- (S-11) SELECT INCOME REALTY FUND 1981, 2192 Dupont, Irvin, Cal. P.O. Box 388, Balboa Island, Cal. 92662 10,000 limited partnership units. Underwriter: Sutro & Co. Incorporated. (File 2-68300 June 30) (Br. 6)
- (S-1) CAPITAL ENERGY CORPORATION, 1025 Ridgedale Dr., Beverly Hills, Cal. 90210 (213) 626-6700 83,200 shares of common stock. The company is engaged in the business of acquiring, developing and producing oil and gas reserves. (File 2-68301 June 30) (Br. 6)
- (S-1) UNITED STATES LEASING CORPORATION, 633 Battery St., San Francisco, Cal. 94111 \$25 million of senior subordinated notes, due August 1, 1990. Underwriters: Smith Barney, Harris Upham & Co. Incorporated and Lehman Brothers Kuhn Loeb Incorporated. The company is engaged in leasing a wide variety of equipment to a broad spectrum of businesses. (File 2-68302 June 30) (Br. 10)
- (S-1) FORESTS AMERICA I, 11148 East Whittier Blvd., Whittier, Cal. 90606 2,500 preformation limited partnership interests. Underwriter: Sierra-Vanderbilt Corporation. (File 2-68303 June 30) (Br. 3)
- (S-1) BENNETT PETROLEUM CORPORATION, Lincoln Center Bldg., 1580 Lincoln St., Suite 630, Denver, Colo. 80203 133,333 shares of common stock. The company is engaged in the acquisition, exploration, evaluation and development of oil and gas and mineral properties. (File 2-68304 June 30) (Br. 3)

- (S-1) ALTEX OIL CORPORATION, 205 North Vernal Ave., Vernal, Utah 84078 1,100,000 shares of common stock. Underwriter: Janney Montgomery Scott Inc. The company engages in the acquisition, sale, exploration, and to a lesser extent, in the development of onshore oil and gas properties. (File 2-68305 June 30) (Br. 4)
- (S-1) DETROIT-TEXAS GAS GATHERING COMPANY, 19307 West Warren, Detroit, Mich. 48228 1,100,000 units. Underwriter: Comiteau, Levine & Co., 115 Broadway, New York, N.Y. 10006 (212) 267-2400. The company is engaged in the business of transporting natural gas through pipelines it owns or leases. (File 2-68306 June 30) (Br. 8)
- (S-8) AVCO CORPORATION, 1275 King St., Greenwich, Conn. 06830 (203) 552-1800 500,000 shares of common stock. (File 2-68307 June 30) (Br. 5)
- (S-1) GRIFFIN PETROLEUM CORPORATION, Five Clock Tower Sq., Suite 252, 14241 East 4th Ave., Aurora, Colo. 80011 6,600,000 shares of common stock. Underwriter: John Muir & Co. The company has been primarily engaged in the business of exploration for and production of oil and gas. (File 2-68308 June 30) (Br. 4)
- (S-8) SPARTAN MANUFACTURING CORPORATION, 15 Progress Pkwy., St. Louis, Mo. 63043 250,000 shares of common stock. (File 2-68309 June 27) (Br. 9)
- (S-16) THE DETROIT EDISON COMPANY, 2000 Second Ave., Detroit, Mich. 48226 (313) 237-8000 6,141,332 shares of common stock. The company is engaged in the generation, purchase, transmission, distribution and sale of electric energy. (File 2-68310 June 30) (Br. 8)
- (S-18) ROCKWELL DRILLING CO., 400 W. 5th St., P.O. Box 993, Holdenville, Okla. 74848 3,300,000 shares of common stock. Underwriter: Fitzgerald, DeArman & Roberts, Inc., 3005 East Skelly Dr., Tulsa, Okla. 74105. The company operates two drilling rigs and has a third rig under construction. (File 2-68311 June 30) (Br. 4)
- (S-11) ANGELES COMMUNITY PARKS, LTD., 1888 Century Park East, Los Angeles, Cal. 90067 7,500 units of limited partnership interests. (File 2-68312 June 30) (Br. 5)
- (S-11) ANGELES PARTNERS X, 1888 Century Park East, Los Angeles, Cal. 90067 25,000 units of limited partnership interests. (File 2-68313 June 30) (Br. 5)
- (S-1) MONOLITHIC MEMORIES, INC., 1165 East Arques Ave., Sunnyvale, Cal. 94086 (408) 739-3535 1,368,679 shares of common stock. Underwriters: Dean Witter Reynolds Inc., New Court Securities Corporation and Hambrecht & Quist. The company designs, manufactures and markets primarily large scale integrated semiconductor memory and logic circuits. (File 2-68314 June 30) (Br. 7)
- (S-16) HORIZON BANCORP, 334 Madison Ave., Morristown, N.J. 07960 (201) 539-7700 50,000 shares of common stock. (File 2-68315 June 30) (Br. 1)
- (S-11) SEA GALLEY PROPERTIES LTD. 1980, 7036 220th S.W., Mountlake Terrace, Wash. 98043 14,000 units of limited partnership interest. Underwriter: Foster & Marshall Inc. (File 2-68316 June 27) (Br. 6)
- (S-16) CITICORP, 399 Park Ave., New York, N.Y. 10043 (212) 559-1000 1,500,000 shares of cumulative preferred stock. Underwriters: Goldman, Sachs & Co. and The First Boston Corporation. The company is a commercial bank offering a wide range of banking services. (File 2-68319 June 30) (Br. 1)
- (S-8) ANALYSTS INTERNATIONAL CORPORATION, 7615 Metro Blvd., Minneapolis, Minn. 55435 (612) 835-2330 50,000 shares of common stock. (File 2-68321 June 30) (Br. 10)
- (S-1) PREMIER ANGUS, INC., 6223 Richmond, Houston, Tex. 77057 25,000 limited partnership interest. The company will engage in integrated cattle breeding and feeding operations. (File 2-68322 June 30) (Br. 4)
- (S-1) FIRST ENGLEWOOD BANK CORP., 333 South Indiana Ave., P.O. Box 8, Englewood, Fla. 33533 (813) 474-7722 191,838 shares of common stock. (File 2-68323 June 30) (Br. 1)
- (S-18) SILENT INDUSTRIES, INC., 6979 Cherry Ave., Long Beach, Cal. 90805 600,000 shares of common stock. The company operates a production plant for the manufacture of 20 and 30 millimeter projectiles. (File 2-68324 June 30) (Br. 6)
- (S-8) THIRD NATIONAL CORPORATION, Third National Bank Bldg., Nashville, Tenn. 37244 (615) 244-5200 \$500,000 of interests. (File 2-68326 June 30) (Br. 2)

#### **NOTICE**

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

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