sec newscalingest

Issue 80-176

SEP 11 1980

September 9, 1980

LIBRARY

RULES AND RELATED MATTERS

ADOPTION OF RULE 14e-3

The Commission announced the adoption of a new antifraud rule establishing a "disclose or abstain from trading rule" for any person who is in possession of material information that relates to a tender offer by another person which information he knows or has reason to know is nonpublic and was acquired, directly or indirectly, from that person or the issuer of the securities subject to the tender offer. The rule also contains exceptions pertaining to multi-service financial institutions and brokerage transactions. In addition, as a means reasonably designed to prevent fraudulent, deceptive, or manipulative acts or practices, the rule establishes an "anti-tipping" rule with respect to material, nonpublic information relating to a tender offer. The provision implements existing statutory requirements and will be applicable to any tender offer. This action is necessary and appropriate in the public interest and for the protection of investors because of the current abuses in tender offer practice and the detrimental effects which such trading has on shareholders and securities markets in the context of tender offers. The new rule will become effective 30 days after publication in the Federal Register. (Rel. 33-6239)

FOR FURTHER INFORMATION CONTACT: John J. Huber or W. Scott Cooper at (202) 272-2589

CIVIL PROCEEDINGS

HARRY T. MCCLAIN DISMISSED AS DEFENDANT

The Denver Regional Office announced that on August 11 the Honorable Fred Shannon of the U.S. District Court for the Western District of Texas (San Antonio Division) signed an order dismissing the Commission's complaint against Harry T. McClain, formerly of Houston, Texas, without prejudice to Plaintiff's refiling a complaint at a later date. The complaint was filed on March 18, 1976 and after diligent efforts service of the Summons and complaint could not be effected on Mr. McClain. (SEC v. Harry T. McClain, U.S.D.C. W.D. Tex., Civil Action No. SA-78-CA-105). (LR-9176)

SIPC TRUSTEE APPOINTED FOR YASIN JAFFER

The Chicago Regional Office announced that on August 28 the Honorable Nicholas J. Bua of the Northern District of Illinois entered an Order that the securities customers of Yasin Jaffer are in need of the protection afforded by the Securities Protection Act of 1970; and appointed the Securities Protection Corporation (SIPC) as trustee for the liquidation of Jaffer's broker-dealer business. Jaffer consented to that Order without admitting or denying the allegations in the complaint and Application, filed by SIPC on August 18. On August 26 the Commission entered its appearance in the SIPC action against Jaffer.

The Commission had previously instituted on January 9 public administrative proceedings, pursuant to the Securities Exchange Act of 1934, against Jaffer, a registered broker-dealer located in Chicago, Illinois. The Order which instituted the administrative proceedings alleged that Jaffer wilfully violated the antifraud provisions of the securities laws in that he made misrepresentations and omitted to state material facts to customers, converted customer funds, and forged checks; that he wilfully violated the recordkeeping and reporting requirements of the Exchange Act; and that he failed to send confirmations of securities transactions to customers. After Jaffer failed to answer the Commission's Order, Jaffer's registration as a broker-dealer was revoked on February 21 and he was barred from associating with any broker or dealer. (SIPC v. Yasin Jaffer, N.D. Ill., 80 C 4399). (LR-9177)

HOLDING COMPANY ACT RELEASES

GEORGIA POWER COMPANY

An order has been issued authorizing Georgia Power Company, subsidiary of The Southern Company, to acquire certain undivided ownership interests in some coal-fired generating units in Monroe County, Georgia. (Rel. 35-21709 - Sept. 5)

11

EASTERN EDISON COMPANY

A notice has been issued giving interested persons until October 3 to request a hearing on a proposal by Eastern Edison Company, subsidiary of Eastern Utilities Associates, whereby Eastern will issue and sell up to \$15 million in first mortgage bonds and up to \$15 million in preferred stock at competitive bidding. In addition, Montaup Electric Company, subsidiary of Eastern, proposes to issue and sell up to \$20 million in debentures to Eastern. (Rel. 35-21710 - Sept. 8)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF EFFECTIVENESS OF A PROPOSED RULE CHANGE

The New York Stock Exchange, Inc. has filed a proposed rule change which became effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934 (SR-NYSE-80-32) to increase Gratuity Fund death benefits for new NYSE members. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of September 8. (Rel. 34-17128)

NOTICE OF AMENDMENT TO PROPOSED RULE CHANGE

The National Association of Securities Dealers, Inc. has filed an amendment to a proposed rule change (SR-NASD-78-3) to amend its rules governing the grant or receipt of selling concessions, discounts or other allowances in connection with fixed price offerings of securities (Papilsky filing). Publication of the amend-ment is expected to be made in the <u>Federal Register</u> during the week of September 8. (Rel. 34-17129)

NOTICE OF PROPOSED RULE CHANGE

The Philadelphia Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-Ph1x-80-20) to implement authority granted in its by-laws to conduct disciplinary, enforcement and hearing proceedings. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of September 8. (Rel. 34-17130)

APPROVAL OF PROPOSED RULE CHANGES

The Commission has approved proposed rule changes filed by the following stock exchanges: <u>The Midwest Stock Exchange, Inc.</u> (SR-MSE-80-13) amending its rule governing off-floor transactions to conform with the requirements of Commission Rule 19c-3 under the Securities Exchange Act of 1934. (Rel. 34-17131); <u>The New</u> <u>York Stock Exchange, Inc.</u> (SR-NYSE-80-25) amending Exchange rules to provide for the operation of the Opening Automated Report Service and special trade comparison procedures implemented in conjunction with it to facilitate more efficient and accurate reporting of market orders received prior to the opening in individual stocks. (Rel. 34-17132); and <u>The Pacific Stock Exchange, Incorporated</u> (SR-PSE-80-13) authorizing the PSE Ethics and Business Conduct Committee to order investigations. (Rel. 34-17133)

MISCELLANEOUS

ORDERS GRANTING EXEMPTIONS PURSUANT TO SECTION 12(h)

Orders have been issued granting the applications of the following companies, pursuant to Section 12(h) of the Securities Exchange Act of 1934, for exemptions from the reporting requirements of the specified Sections of the Exchange Act:

Section 15(d) - Wacoal Corp. (Rel. 34-17134); and

Section 13 - Warner-Lambert International Capital Corporation. (Rel. 34-17135)

NEWS DIGEST, September 9, 1980

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-1) TEXAS GENERAL GROUP, INC., 3000 South Post Oak Rd., Suite 1390, Houston, Tex. 77056 - 1,000,000 units. Underwriters: Drexel Burnham Lambert Incorporated and Schneider, Bernet & Hickman, Inc. The company is engaged in onshore exploration, development and production of oil and gas. (File 2-69047 - Sept. 5) (Br. 4) (New Issue)
- (S-8) GENERAL SIGNAL CORPORATION, High Ridge Park, Stamford, Conn. 06904 (203) 357-8800 - 26,200 shares of common stock. (File 2-69045 - Sept. 5) (Br. 8)
- (S-1) LAKE FOREST FUND, c/o Filler, Weiner & Associates, 230 West Monroe St., Chicago, Ill. 60606 - 10,000 units of limited partnership interest. Underwriter: Kidder, Peabody & Co. Incorporated. (File 2-69050 - Sept. 5) (Br. 3) (New Issue)
- (S-1) NATIONAL CITY BANCORPORATION, 75 South Fifth St., Minneapolis, Minn. 55402 -2,055,000 shares of common stock. The company is a registered bank holding company. (File 2-69057 - Sept. 5) (Br. 2) (New Issue)
- (N-1) MERRILL LYNCH INVESTMENT SERIES FUND, INC., 165 Broadway, New York, N.Y. 10080 (212) 637-6310 - an indefinite number of money reserve portfolio common stock. (File 2-69062 - Sept. 5) (Br. 18) (New Issue)
- (S-1) PATRICK 1980 DRILLING PROGRAM, 744 West Michigan Ave., Jackson, Mich. 49201
 (517) 787-6633 \$30 million of preformation limited partnership units. The company is engaged in oil and gas exploration. (File 2-69064 Sept. 5) (Br. 3)
 (New Issue)
- (S-1) BLOCKER ENERGY CORPORATION, 800 Bering Dr., Houston, Tex. 77057 (713) 977-2030 -1,142,857 shares of common stock. The company is engaged in onshore contract drilling of oil and gas wells. (File 2-69070 - Sept. 8) (Br. 3)
- (S-1) OKOBOJI PARK, LTD., R.R. Box 6592, Spirit Lake, Iowa 51360 700,000 shares of common stock. (File 2-69071 Sept. 8) (Br. 4) (New Issue)
- (S-16) GENSTAR LIMITED, Suite 4105, One Place Ville Marie, Montreal, Quebec, Canada H3B 3R1 (514) 879-1270 - 78,170 shares of common stock. The company is engaged in housing and land development, construction, tug and barge transportation, shipbuilding and ship repair, financial services and the investment of venture capital. (File 2-69073 - Sept. 8) (Br. 9)

In a separate statement the company seeks registration of 1,000,000 common shares. (File 2-69074 - Sept. 8) (Br. 9)

- (S-16) SIERRA PACIFIC POWER COMPANY, P.O. Box 10100 (100 East Moana Lane), Reno, Nev. 89502 (702) 789-4011 - \$30 million of first mortgage bonds, Series S, due 2010. The company is a public utility providing electric service. (File 2-69076 -Sept. 8) (Br. 3)
- (S-8) FEDERAL-MOGUL CORPORATION, 26555 Northwestern Highway, Southfield, Mich. 48034 (313) 354-9465 - 100,000 shares of common stock. (File 2-69077 - Sept. 8) (Br. 2)
- (S-1) AGWAY INC., 333 Butternut Dr., De Witt, N.Y. 13214 (315) 477-6516 \$15 million of subordinated money market certificates, due October 31, 1983; \$15 million of subordinated money market certificates, due October 31, 1985; \$5 million of subordinated money market certificates, due October 31, 1987; \$5 million of subordinated money market certificates, due October 31, 1987; \$5 million of subordinated money market certificates, due October 31, 1987; \$5 million of subordinated money market certificates, due October 31, 1987; \$5 million of subordinated money market certificates, due October 31, 1990; \$15 million of 8-1/2% subordinated debentures, due July 1, 1999; \$10 million of 8% subordinated debentures, due July 1, 1999; and 8,000 shares of membership common stock. The company is an agricultural cooperative directly engaged in product manufacturing, processing and distribution, wholesale purchasing and marketing of agricultural related products for its farmer-members. (File 2-69078 Sept. 8) (Br. 3)

- (S-1) PROGRESSIVE BANCSHARES CORPORATION, One Progressive Sq., Houma, La. 70360 -669,915 shares of common stock. (File 2-69079 - Sept. 8) (Br. 1) (New Issue)
- (S-16) THE WASHINGTON WATER POWER COMPANY, East 1411 Mission Ave., Spokane, Wash. 99202 (509) 489-0500 - \$40 million of first mortgage bonds, Series due 2010. Underwriters: Kidder, Peabody & Co. Incorporated and Dean Witter Reynolds Inc. The company is engaged in the generation, purchase, transmission, distribution and sale of electric energy. (File 2-69080 - Sept. 8) (Br. 8)
- (S-1) ACKERLEY INCORPORATED, 3601 Sixth Avenue South, Seattle, Wash. 98134 \$15 million of subordinated debentures, due October 1, 1995, 15,000 units and warrants to purchase 30,000 shares of common stock. Underwriter: Drexel Burnham Lambert Incorporated. The company is engaged in outdoor advertising. (File 2-69081 -Sept. 8) (Br. 5) (New Issue)
- (S-16) BURLINGTON NORTHERN INC., 176 East Fifth St., St. Paul, Minn. 55101 (612) 298-2121 - 5,071,773 shares of common stock. Underwriter: Morgan Stanley & Co. Incorporated. The principal business of the company is in the area of transportation and natural resources. (File 2-69082 - Sept. 8) (Br. 5)
- (S-7) DUNLAP AND ASSOCIATES, INC., One Parkland Dr., Darien, Conn. 06820 (203) 655-3971 - 488,250 shares of common stock. Underwriter: Bruns Nordeman Rea & Co. The company is engaged in the design, development and production of flight simulators and other training devices. (File 2-69083 - Sept. 9) (Br. 5)
- (S-7) PIC 'N' SAVE CORPORATION, P.O. Box 58667, Los Angeles, Cal. 90058, 2430 East Del Amo Blvd., Carson, Cal. 90745 - 660,000 shares of common stock. Underwriter: Dean Witter Reynolds Inc. The company operates a chain of retail stores. (File 2-69084 - Sept. 9) (Br. 2)
- (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 Simmer and Jack Mines, Ltd. (File 2-69085 - Sept. 8) (Br. 99) (New Issue)

REGISTRATIONS EFFECTIVE

Aug. 22: The Corporate Income Fund, Sixty-Fifth Short Term Series, 2-66878. Aug. 26: The Municipal Bond Trust, Series 70, 2-68126; Rolm Corp., 2-68796. Aug. 27: General Re Corp., 2-68215; Panhandle Eastern Pipe Line Co., 2-68111; Public Service Co. of Indiana, Inc., 2-68739; Xoil Energy Resources, Inc., 2-68336. Aug. 28: Carolina Power & Light Co., 2-68841. Aug. 29: FPA Corp., 2-68662; Savin Corp., 2-68837.

REGISTRATIONS WITHDRAWN

Aug. 25: New Plan Realty Trust, 2-68423; Western Pacific Financial, 2-61803.

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%. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period August 25 - 29, 1980 . 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. *Amended Acquisition Reports.

OR INDIVIDUAL	ISSUER & NUMBER OF SHARES	DATE FILED
Connecticut Mutual Life Insurance Co.	Fraser Mortgage Investments (Westlake, OH) Shares of Beneficial Interest - 182,053 (17.5%)	8-25-80
Unicorp Financial Corp. (Canad George S. Mann (Canada)	a) GREIT Realty Trust (Warrington, PA) Shares of Beneficial Interest - 424,500 (42.6%)	8-25-80

ACQUISITION REPORTS CONT.

•

Danville Enterprises, Inc. Superior Manufacturing Co. Inc. Peterson Investment Co. Inc. Douglas F. Peterson	Investment Life & Trust Co. (Mullins, SC) Common Stock - 90,599 shs.	8-25-80
* Mitsubishi Chemical Industries Ltd. (Japan)	Key Pharmaceuticals, Inc. (Miami, FL) Common Stock - 676,800 shs. (11.8%)	8-25-80
Curtiss-Wright Corporation Dorr-Oliver Inc. (Wholly-owned subsidiary of Curtiss-Wright Corp.)	Lynch Corporation (Detroit, MI) Common Stock - 290,641 shs. (22.5%)	8-25-80
Arnold Forman Gloria Forman, Individually and Trustee	Mack Shirt Corporation (Cincinnati, OH) Class A Common Stock - 235,399 shs. (51.3%)	8-25-80
* HSM, Inc.	Henry S. Miller Realty Trust (Dallas, TX) Shares of Beneficial Interest - 55,100	8-25-80
* Abraham D. Gosman	Multibank Financial Corp. (Quincy, MA) Common Stock - 319,970 shs. (20.8%)	8-25-80
* Jesse Selter Maxwell Friedberg	NMC Corp. (NYC) Common Stock ~ 486,580 shs. (34.7%) (Included above are shares owned by Mr. Friedber's wife.)	8-25-80
* Victor L. Sayyah Sayyah Corporation HCA, Inc. Inter-Region Associates Corp.	National Heritage Management Corp. (Englewood, NJ) Common Stock - 1,616,350 shs. (86.9%)	8-25-80
Abraham Sanders	Petrox Industries, Inc. (NYC) Common Stock - 16,500 shs. Common Stock - 5,000 shs. on exercise of options	8-25-80
Melvin Simon	Scientex Corporation (Los Angeles, CA) Common Stock - 400,000 shs. (Mr. Simon acquired certain rights to above shares pursuant to Loan Agreements with Trinidad Holdings Ltd. (British Virgin Islands).	8-25-80
* Fair Lanes, Inc.	Treadway Companies, Inc. (Paterson, NJ) Common Stock - 290,340 shs. (19.6%)	8-25-80
* Orient Leasing Co. Ltd. (Japan)	U. S. Leasing International, Inc. (San Francisco, CA) Common Stock - 873,100 shs. (14.97%)	8-25-80
* Mason Corp. M. M. Mason M. Walter Mason Stuart J. Mason	Taylor International Corp. (Las Vegas, NV) Common Stock - 877,745 shs.	8-26-80
* Lee Gray	Transco Realty Trust (Boston, MA) Shares of Beneficial Interest - 143,239	8-26-80
 * American International Group, Inc. National Union Fire Insurance Co. of Pittsburgh, PA (Wholly-owned subsidiary of American International Group Inc.) 	United Guaranty Corp. (Greensboro, NC) Common Stock - 657,700 shs. (13.53%)	8-26-80
Ronald D. Ordway Karen W. Ordway, Custodian	Delta Data Systems Corp. (Cornwell Heights, PA) Common Stock ~ 295,946 shs. (10.78%)	8-27-80
* Agency Rent-A-Car, Inc.	Gateway Industries, Inc. (Chicago, IL) Common Stock - 229,000 shs. (22.5%)	8-27-80

S. Robert Davis	Greater Ohio Corp. (Columbus, OH) Common Stock - 170,900 shs.	8-27-80
J. F. Shea Co., Inc.	Modular Computer Systems Inc. (Fort Lauderdale, FL) Common Stock - 225,480 shs.	8-27-80
* Roland International Corporation	Republic Mortgage Investors (Coral Gables, FL) Shares of Beneficial Interest - 132,000	8-27-80
Terson Co. (Joe A. Masterson and Richard A. Peterson, Sole Sharesholders)	Ward Foods, Inc. (NYC) Common Stock - 1,288,091 shs. (32.6%) on exercise of option	8-27-80
* Eastover Corporation Cicizens Growth Properties Bridget B. Baird, Trustee, et al	American Realty Trust (Arlington, VA) Shares of Beneficial Interest - 175,309	8-28-80
* Lee Halter, Individually and Custodian Reed Rubin Vera Rubin Trust	Anret, Inc. (Atlanta, GA) Common Stock - 115,480 shs. (22.69%)	8-28-80
Charles G. Leonhardt	Artek Systems Corporation (Farmingdale, NY) Common Stock - 55,575 shs.	8-28-80
 Victor L. Sayyah Sayyah Corporation HCA, Inc. Inter-Region Associates Corp., et al 	Bankers Union Life Insurance Co. (Englewood, CO) Common Stock - 260,476 shs.	8-28-80
* Barry F. Cohen	Clausing Corporation (Oshtemo, MI) Common Stock - 449,071 shs. (16.2%)	8-28-80
* Barry F. Cohen Argo Farming Corporation		8-28-80 8-28-80
-	Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA)	
Argo Farming Corporation	Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH)	8-28-80
Argo Farming Corporation SZRL/HS Venture	Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH) Common Stock - 144,100 shs. (15%) Erb Lumber Co. (Birmingham, AL)	8-28-80 8-28-80
Argo Farming Corporation SZRL/HS Venture John A. Theisen * Victor L. Sayyah Sayyah Corporation Bankers Union Life Insurance	Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH) Common Stock - 144,100 shs. (15%) Erb Lumber Co. (Birmingham, AL) Common Stock - 70,796 shs. HCA, Inc. (Englewood, CO)	8-28-80 8-28-80 8-28-80
Argo Farming Corporation SZRL/HS Venture John A. Theisen * Victor L. Sayyah Sayyah Corporation Bankers Union Life Insurance Co. * Leonard Diamond Dr. Jerome Haber	<pre>Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH) Common Stock - 144,100 shs. (15%) Erb Lumber Co. (Birmingham, AL) Common Stock - 70,796 shs. HCA, Inc. (Englewood, CO) Common Stock - 630,775 shs. (65.7%) Jetero Corporation (Houston, TX) Common Stock - 127,750 shs.</pre>	8-28-80 8-28-80 8-28-80 8-28-80
Argo Farming Corporation SZRL/HS Venture John A. Theisen * Victor L. Sayyah Sayyah Corporation Bankers Union Life Insurance Co. * Leonard Diamond Dr. Jerome Haber Ronald D. Corwin, et al Kenneth M. Knopf, Individually and Trustee	Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH) Common Stock - 144,100 shs. (15%) Erb Lumber Co. (Birmingham, AL) Common Stock - 70,796 shs. HCA, Inc. (Englewood, CO) Common Stock - 630,775 shs. (65.7%) Jetero Corporation (Houston, TX) Common Stock - 127,750 shs. Pako Corporation (Minneapolis, MN)	8-28-80 8-28-80 8-28-80 8-28-80 8-28-80
Argo Farming Corporation SZRL/HS Venture John A. Theisen * Victor L. Sayyah Sayyah Corporation Bankers Union Life Insurance Co. * Leonard Diamond Dr. Jerome Haber Ronald D. Corwin, et al Kenneth M. Knopf, Individually and Trustee Any Dye Knopf, et al Quinstar Oil Corporation (Canada)	<pre>Common Stock - 449,071 shs. (16.2%) Commercial International Corporation (Selma, CA) Common Stock - 250,000 shs. Delta Queen Steamboat Co. (Cincinnati, OH) Common Stock - 144,100 shs. (15%) Erb Lumber Co. (Birmingham, AL) Common Stock - 70,796 shs. HCA, Inc. (Englewood, CO) Common Stock - 630,775 shs. (65.7%) Jetero Corporation (Houston, TX) Common Stock - 127,750 shs. Pako Corporation (Minneapolis, MN) Common Stock - 415,144 shs. (34.6%) Rusco Industries, Inc. (Los Angeles, CA) Common Stock - 1,045,714 shs. (23.9%) (In addition, Quinstar holds a proxy to</pre>	8-28-80 8-28-80 8-28-80 8-28-80 8-28-80 8-28-80

•

٠

*	S. D. Slater Theodore L. Cross Warren Cross Norton Warburgh Investment Management Ltd. (U.K.), et al	Wayne-Gossard Corporation (Indianapolis, IN) Common Stock - 220,984 shs. Common Stock - 35,600 shs. on conversion of Preferred Stock	8-28-80
*	S. D. Slater Theodore L. Cross Warren Cross Paul D. Kaneb, et al	Wayne-Gossard Corporation (Indianapolis, IN) Conv. Preferred Stock - 17,800 shs.	8-28-80
	Charles E. Waters James R. Wimmer Richard Kiphart, Trustees	Application Engineering Corp. (Elk Grove Village, IL) Common Stock - 750,491 shs. (58.1%)	8-29 - 80
	Deltec Panamerica S.A. (Panama)	First of Denver Mortgage Investors (Denver, CO) Shares of Beneficial Interest - 90,750	8-29-80
	the tender offer commences	aking a tender offer must have on file at the a Schedule 14D-1. The following companies or s during the period <u>August 22 - 29, 1980</u> . *A	indivi-
	OFFER TO PURCHASE BY:	ISSUER & NUMBER OF SHARES TO BE PURCHASED	DATE FILED
	AKI Oil & Gas Company (Wholly-owned subsidiary of Alaska Interstate Co.)	<pre>C & K Petroleum, Inc. (Houston, TX) Common Stock - All outstanding shares for cash at \$35.00 net per share (AKI has the right to acquire 1,404,579 shares of Common Stock from certain selling shareholders (33%).</pre>	8-22-80
	Wheelabrator-Frye, Inc.	Pullman Incorporated (Chicago, IL) Common Stock - 2,000,000 shs. for cash at \$43.00 net per share (A subsidiary of Wheelabrator-Frye has an option to acquire 1,800,000 shs. (13.9%).	8-22-80
	J. Ray McDermott & Co. Inc.	Pullman Incorporated (Chicago, IL) Common Stock - 6,300,000 shs. for cash at \$43.50 net per share (Amended offer increased the amount of shares from 2,000,000 and the price from \$28.00 net per share.)	8-29-80
	Charles T. (Tom) Reeder	 ISC Financial Corporation (Kansas City, MO) Common Stock - All outstanding shares for cash at \$2.00 net per share 65% Preferred Stock - All outstanding shares for cash at \$20.00 net per share 54% Preferred Stock - All outstanding shares for cash at \$4.00 net per share 5.80%) Preferred Stock - All outstanding shares for cash at \$4.00 net per share 6% Jr. Preferred Stock - All outstanding shares for cash at \$20.00 net per share 6% Voting Jr. Preferred Stock - All outstanding shares for cash at \$20.00 net per share 10% Voting Jr. Preferred Stock - All outstanding shares for cash at \$20.00 net per share 11% Voting Jr. Preferred Stock - All outstanding shares for cash at \$20.00 net per share 	8-29-80 nres

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

POSTAGE AND FEES PAID U.S. SECURITIES AND EXCHANGE COMMISSION G 123



FIRST CLASS MAIL

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 or request. All other reference material is available in the SEC Docket.

SEC NEWS DIGEST is published daily. Subscription rates: \$100.00/yr in U.S. first class mail; \$125.00 elsewhere. SEC DOCKET is published weekly. Subscription rates: \$79.00/yr in U.S. first class mail; \$98.75 elsewhere. SEC MONTHLY STATISTICAL REVIEW is published monthly. Subscription rates: \$15.00/yr in U.S. first class mail; \$18.75 elsewhere. The News Digest, the Docket, and the Statistical Bulletin are for

sale by the superintendent of Documents, Government Printing Office, Washington, D.C. 20402.