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FOR RELEASE March 18, 1964

SEC ORDER CITES R. P. RAYMOND - N. A. HART & CO. The SEC has ordered administrative proceedings under the Securities Exchange Act of 1934 involving the following broker-dealer firms: R. P. Raymond & Co., Inc., 107-61 92d Street, Ozone Park, N. Y., and N. A. Hart & Co., 36-41 Bell Blvd., Bayside, N. Y. Hart & Co. has been registered as a broker-dealer since March 1961; and Norbert A. Hochschartner and Milton Cramer are its general partners. It is a member of the National Association of Securities Dealers, Inc. Raymond & Co. has been registered since April 1962 and Robert E. Maljean is its president and secretary-treasurer. He was principal stockholder until September 1962, when Maljean and Peter T. Kavakos each was listed as 50% owner of Raymond & Co.'s outstanding stock. Morris Murray Goodis also served as salesman for Raymond & Co.

The proceedings are based upon staff charges that during the period June through August 1962, in connection with their offering and sale of common stock of National Mercantile Corporation, Raymond & Co., Maljean, Kavakos, Goodis, Hochschartner and Cramer engaged in activities violative of the anti-fraud provisions of the Federal securities laws. Similar charges by the staff also relate to the conduct of a securities business by Hart & Co. while (and without disclosure that) its current liabilities exceeded its current assets and it was unable to discharge its current obligations in the ordinary course of business. Other charges involve asserted violations of the Commission's reporting, record-keeping and net capital rules by Raymond & Co., and of the net capital, record-keeping and hypothecation rules by Hart & Co.

A consolidated hearing will be held (at a time and place to be announced) to take evidence on the staff charges and afford respondents an opportunity to establish any defenses thereto, for the purpose of determining whether the alleged violations occurred and, if so, whether any administrative action of a disciplinary nature is appropriate in the public interest. A Federal court order was entered in September 1962 preliminarily enjoining Raymond & Co., Maljean and Kavakos from continuing acts and practices in violation of certain provisions of the Exchange Act and Commission rules thereunder.

AMERICAN INSURANCE GRANTED EXEMPTION. The SEC has issued an order under the Securities Exchange Act of 1934 granting an application of The American Insurance Company of Newark, N. J., for an exemption from the periodic reporting requirements of that Act. American Insurance has outstanding 4,200,708 shares of capital stock, of which 4,198,397 shares are held by Fireman's Fund Insurance Company, a California corporation. The remaining 2,311 shares are held by 47 shareholders; and the company intends to make available to such minority shareholders its annual financial statements containing a balance sheet and an earnings statement.

PROXY RULE REVISION PROPOSED RE INVESTMENT COMPANIES. The SEC today announced a proposal to revise Rule 20a-2 under the Investment Company Act with respect to proxy solicitation disclosures by registered investment companies (Release IC-3931); and it invited the submission of views and comments thereon not later than May 4, 1964.

Rule 20a-2 now requires that investment company proxy statements include certain information with respect to the investment advisory contract, ownership and control of the investment adviser, and interests of the management of the investment company in the investment adviser. Except where the investment adviser is a bank, a balance sheet of the investment adviser must be included, unless the Commission, for good cause shown, permits the omission of such balance sheet. Certain information also is required with respect to the relationship between the investment company or the investment adviser and the principal underwriter of the investment company's securities. Where action is to be taken by the security holders of the investment company with respect to an investment advisory contract, information is also to be included with respect to such contract and with respect to certain collateral arrangements or understandings in connection therewith.

In Rule 20a-3, investment companies must disclose in proxy statements information with respect to the material interests of each officer, director and nominee for election as a director in material transactions or material proposed transactions to which the investment adviser or any of its parents or subsidiaries was or is to be a party. The continuing experience of the Commission in the administration of the Investment Company Act and its analysis of the data provided in the study of mutual funds prepared by the Wharton School of Finance and Commerce of the University of Pennsylvania indicate that disclosure of financial data with respect to the fundamental contracts pursuant to which the business of an investment company is conducted would be in the public interest and in the interest of investors. Accordingly, the Commission proposes to amend Rule 20a-2 to require (1) disclosure of information with respect to the principal underwriter, the prospective principal underwriter and the principal underwriting contract comparable to that presently required with respect to the investment adviser, the prospective investment adviser and the investment advisory contract; (2) disclosure of certain financial information concerning (a) the investment company, (b) the investment advisory contract, where action is to be taken by the security holders with respect thereto, and (c) the principal underwriting contract, where action is to be taken by the security holders with respect thereto; and (3) the inclusion of such financial information with respect to both the investment advisory contract and the principal underwriting contract if action is to be taken by the security holders with respect to either, and the investment adviser and principal underwriter are the same person or one is an affiliated person of, or an affiliated person of an affiliated person of, the other.

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The Commission also stated that he expected to propose in the near future a further amendment to the proxy rules relating to the disclosure of remuneration which certain persons associated with investment companies derive from the investment company business.

JURY CONVICTS WAYNE M. MANN. The SEC Chicago Regional Office announced March 16th (LR-2869) that a Federal court jury in Chicago had found Wayne M. Mann of Citrus Heights, Calif., guilty on one count of an indictment charging violations of the Securities Act anti-fraud provisions and three counts of violating the registration requirements of that Act in the sale of royalty interests on mining claims in Kane County, Utah.

VERNITRON CORP. FILES FOR SECONDARY. Vernitron Corp., 50 Gazza Blvd., Farmingdale, Long Island, N. Y., filed a registration statement (File 2-22156) with the SEC on March 17 seeking registration of 35,357 outstanding shares of common stock. According to the prospectus, the eight holders thereof may offer the shares for sale in the over-the-counter market from time to time, at the market prices then prevailing (\$12 per share maximum*). The shares were originally acquired by the three underwriters of Vernitron's 1960 public offering of stock; and six of the selling stockholders are stockholders or former stockholders of two such underwriters. Individual amounts being sold range from 1,181 to 9,724 shares.

The company designs, develops, manufactures and sells electro-magnetic servo components consisting principally of synchros, resolvers, gyro components, servomotors and motor tachometers. Vernitron also produces, under the name "DeWald" and for private labels, high-fidelity stereo and monaural tuners and amplifiers and citizen band and amateur radio phone transceivers. In addition to indebtedness, it has outstanding 620,871 common shares, of which management officials own 37.5%. Bernard Levine is president and board chairman.

CAROLINA TELEPHONE FILES FOR SECONDARY. Carolina Telephone and Telegraph Co., 122 E. St. James St., Tarboro, N. C., filed a registration statement (File 2-22154) with the SEC on March 17 seeking registration of 399,009 outstanding shares of common capital stock. The holder thereof, Southern Bell Telephone and Telegraph Company (a subsidiary of the American Telephone and Telegraph Company), proposes to make a public offering of these shares (its entire holdings in the company) through an underwriting group headed by Merrill Lynch, Pierce, Fenner & Smith, Inc., 70 Pine St., New York 5, N. Y., and R. S. Dickson & Co., Inc., 1500 Wachovia Bank Bldg., Charlotte, N. C. The public offering price (\$52 per share maximum*) and underwriting terms are to be supplied by amendment.

The company furnishes communication services, i.e., telephone and teletypewriter service, data transmission of radio and television programs, to a substantial portion of the North Carolina Coastal Plains. It now has outstanding (in addition to indebtedness and preferred stock) 2,153,843 shares of common capital stock, of which management officials own 1.2%. The prospectus lists L. W. Hill as board chairman and H. Dail Holderness as president.

UNISHOPS, INC., FILES STOCK PLAN. Unishops, Inc., 21 Caven Point Ave., Jersey City, N. J., filed a registration statement (File 2-22158) with the SEC on March 16 seeking registration of 50,000 shares of common stock, to be offered under the company's Stock Option Plan.

INVESTORS PLANNING CORP. FILES PLANS. Investors Planning Corporation of America, 60 East 42d St., New York, N. Y. 10017, Depositor for Systematic Investment Plans and Systematic Investment Plans with Insurance for the Accumulation of Shares of Fund of America, Inc., filed a registration statement (File 2-22159) with the SEC on March 16 seeking registration of \$10,000,000 of such Plans.

TREMCO MANUFACTURING FILES FOR SECONDARY. The Tremco Manufacturing Company, 10701 Shaker Blvd., Cleveland, Ohio 44104, filed a registration statement (File 2-22155) with the SEC on March 17 seeking registration of 125,000 outstanding shares of common stock. The holders of these shares propose to make a public offering thereof through an underwriting group headed by McDonald & Company, 1250 Union Commerce Bldg., Cleveland, Ohio 44114. The public offering price (\$13 per share maximum*) and underwriting terms are to be supplied by amendment.

Tremco Manufacturing and its subsidiaries are producers of protective coatings, sealants, mastics, paints and enamels for use in the maintenance and construction of the exterior and interior of buildings, as well as sealants, adhesives and coatings for use on boats, motor vehicles, rolling stock and appliances. In addition, the company is engaged in the manufacture of industrial baking enamels, vinyls and organic plastisols and in the manufacture of insulated glass. In addition to certain indebtedness, the company has outstanding 331,373 shares of common and 248,236 shares of Class B common stock. Management officials own 112,441 shares of the common; and William C. Treuhaft, president, owns all of the 248,236 shares of Class B common. Of the common shares being offered, The Elizabeth M. and William C. Treuhaft Foundation proposes to sell all of its holdings of 54,762 shares, and Treuhaft proposes to sell all of his holdings of 40,000 shares. Six others propose to sell amounts ranging from 1,000 to 8,970 shares.

INDICTMENT NAMES THREE. The SEC announces the indictment by a Federal grand jury in Washington, D. C. (LR-2870) of Darwin Charles Brown, an attorney, and Ralph H. Whitmore, both of Washington, D. C., and M. Thomas Kent (address unknown), on charges of violating the Securities Act anti-fraud provisions in the sale of stock of Venezuela Mines, Inc., a District of Columbia company which was purportedly to engage in the mining, development and managing of gold and diamond concession properties in Venezuela.

PHILIP LOOMIS RECEIVES CIVIL SERVICE LEAGUE AWARD

The Securities and Exchange Commission today announced that the National Civil Service League had named the Commission's General Counsel, Philip A. Loomis, Jr., as one of the ten recipients of the League's 1964 Career Service Awards. Chairman William L. Cary issued the following statement on behalf of the Commission with respect to the award:

"It gives me very great pleasure, upon behalf of the Securities and Exchange Commission - and I know I speak for the entire staff as well as the Commissioners - to congratulate Philip A. Loomis, Jr., for the honor bestowed upon him by the National Civil Service League as a winner of one of the League's 1964 Career Service Awards.

"This honor to Mr. Loomis is richly deserved for the many significant contributions which he has made to the effective administration of the Federal securities laws. His personal and intellectual integrity and sense of dedication and devotion to the public interest are in the highest traditions of the Federal service and his career should serve as an inspiration and incentive to others who seek a legal career in government.

"Our sincere congratulations go to Mr. Loomis for distinguishing himself as a public servant of the highest calibre while serving as one of the principal officials of this Commission."

Appointed to the Commission's staff as a Legal Consultant in 1954, Mr. Loomis later served as Director for some eight years of the Division of Trading and Exchanges (now Trading and Markets), becoming General Counsel in July 1963. He has been closely identified over this entire period with the major law enforcement actions of the Commission as well as the recent Special Study of Securities Markets and the program for implementation of the recommendations contained in the Special Study Report, including the current legislative program. Previously, he engaged in the practice of law in Los Angeles. Mr. Loomis was born in Colorado Springs, Colo., on July 11, 1915, received an A.B. degree (with highest honors) from Princeton University in 1938 and his LL.B., cum laude, from Yale University in 1941. He resides with his wife and three children at 7108 Beechwood Drive, Chevy Chase, Maryland.

The ten award winners will be the principal guests at a dinner in their honor to be held at the Sheraton-Park Hotel on the evening of Tuesday, April 14, 1964. The dinner, scheduled for 7:30 P.M., will be preceded by a reception commencing at 6:30 P.M. The League anticipates that many executives from the Government and Business World will attend the dinner; and it expects soon to announce the name of a prominent person in Government who will be guest speaker. Mr. Loomis' many friends, both within and without the Commission, will wish to attend and help him and the other award winners celebrate this important occasion. This is the Tenth Annual Career Service Awards Dinner sponsored by the National Civil Service League, which seeks to strengthen the prestige of the public service and give recognition to all faithful government workers. Support of the League in this endeavor is encouraged.

Reservations for the dinner may be made through Harry Pollack (Room 201, 214 Indiana Avenue, N.W. - Ext. 35325). The price for Government employees (and their guests) will be \$10 per person (\$15 for other than Government employees). Tables for ten may be reserved if arrangements therefor are made not later than April 10, 1964. Those who prefer to do so may place reservations directly with the National Civil Service League, 500 Davis Building, 1629 K Street, N.W., Washington, D.C. 20006. Checks should accompany the reservations.

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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. Copies thereof may be ordered from the Commission's Public Reference Section (please give News Digest's "Issue No." in ordering). Invoice will be included with photocopy material when mailed. An index of the caption of the several items of the form was included in the March 9th News Digest.

Reliance Universal Inc Feb 64 (Its 2,4,7,11,13)
 Lee National Corp Feb 64 (It 11)
 Lee National Corp Amend #1 to 8K for Jan 64
 (It 8)
 Carrier Corp Feb 64 (It 3)
 The Colwell Co Feb 64 (Its 12,13)
 King Louie Internatl., Inc.
 Feb 64 (Its 4,7,11,13)
 North American Finance Co Jan 64 (It 11)
 Tung-Sol Elec. Inc. Feb 64 (It 13)
 Allied Stores Corp Feb 64 (It 13)
 Brockton Taunton Gas Co Feb 64 (It 11)
 Dialight Corp Feb 64 (Its 11,13)
 Genl. Foods Corp Feb 64 (It 12)
 Minn. Mining & Mfg Co Feb 64 (It 12)
 Natl Fidelity Life Ins. Co
 Feb 64 (Its 7,10,11,13)
 Northeast Airlines, Inc Feb 64 (It 6)
 Southwestern Elgc. Service Co Feb 64 (It 7)
 United Artists Theatre Circuit Inc
 Feb 64 (It 3)
 Barth Vitamin Corp Feb 64 (Its 7,11)
 Booth Fisheries Corp Feb 64 (Its 1,3,8,12,13)
 Chickasha Cotton Oil Co Feb 64 (It 8)
 Fitchburg Gas & Elec. Light Co Feb 64 (It 11)
 Hershey Chocolate Corp Feb 64 (It 12)
 Cetron Elect. Corp Jan & Feb 64
 (Its 3,7,9,11)
 Chemsol, Inc Jan 62 (It 11), & Feb 63
 (It 11)
 Hilton Credit Corp Feb 64 (It 8)
 Mueller Brass Co Feb 64 (Its 12,13)
 Coastal States Gas Producing Co
 Feb 64 (Its 3,13)
 Guerdon Ind., Inc Feb 64 (Its 2,6,13)
 Statham Instruments, Inc Feb 64 (It 8)
 Teleprompter Corp Jan 64 (Its 2,3,13)
 Triumph Storecrafters Corp May 60 (It 11),
 Feb 62 (It 11) and Feb 64 (It 11)
 McCrory Corp Feb 64 (It 12)
 Reliance Elec. & Engineering Co Feb 64
 (Its 11,13)
 Hiram-Walker-Gooderham & Worts Ltd Feb 64
 (Its 11,13)
 Western Bancorporation Feb 64 (It 7)
 Belock Instrument Corp Feb 64 (It 11)
 Lehigh Portland Cement Co Feb 64 (Its 12,13)
 Standard Oil Co (Indiana) Feb 64 (It 13)
 Duplan Corp Feb 64 (Its 2,13)
 Genl. Cigar Co Inc Feb 64 (Its 2,13)
 U.S. Ceramic Tile Co Feb 64 (It 11)
 Western Nuclear, Inc (Del) Feb 64
 (Its 4,7,11,13)
 Younkers Bros., Inc Feb 64 (Its 7,11,13)
 Apache Corp Feb 64 (It 12)
 Assoc. Products, Inc Feb 64 (It 3)
 Atlantic City Elec. Co Feb 64 (Its 12,13)
 Michigan Consol. Gas Co Feb 64 (Its 11,13)
 Bullock's, Inc Feb 64 (Its 2,12,13)

Natl. Lead Co Apr 63 (It 11)
 Servomechanisms Inc Feb 64 (Its 12,13)
 Consol. Laundries Corp Feb 64 (Its 1,7,12,13)
 Genl. Super Markets, Inc Feb 64 (Its 11,13)
 R. Hoe & Co., Inc Feb 64 (Its 11,13)
 Internatl. Minerals & Chemical Corp
 Feb 64 (Its 12,13)
 Levine's Inc Feb 64 (It 12)
 Procter & Gamble Co Feb 64 (It 3)
 Sunbeam Corp Feb 64 (Its 7,10)
 Westinghouse Elec. Corp Feb 64 (It 3)
 Club Aluminum Products Inc Dec 63 (Its 11,13)
 Phillips-Van Heusen Corp Feb 64 (It 12)
 Ryan Aeronautical Co Feb 64 (Its 8,12)
 Seeburg Corp (Del) Feb 64 (It 11)
 Diamond Natl. Corp Feb 64 (It 13)
 Hercules Galion Products Inc Feb 64 (Its 8,11)
 Republic Corp Feb 64 (It 7)
 Robertshaw Controls Co Feb 64 (It 13)
 Va Iron Coal & Coke Co Feb 64 (Its 3,13)
 Richardson-Merrell Inc Feb 64 (It 3)
 Stanrook Uranium Mines Ltd Feb 64 (Its 7,13)
 The Teleregister Corp Feb 64 (It 12)
 U.S. Smelting Refining & Mining Co
 Feb 64 (It 3)
 Western Air Lines Inc. Feb 64 (Its 12,13)
 Household Finance Corp Feb 64 (Its 3,13)
 St Louis San Francisco City Co Feb 64 (It 8)
 J. P. Stevens & Co Inc Feb 64 (It 7)
 Superior Oil Co (Nev) Feb 64 (It 12)
 Acme Steel Co Feb 64 (It 8)
 Ampex Corp Feb 64 (Its 11,12,13)
 Chicago South Shore & South Bend RR
 Feb 64 (Its 12,13)
 Consumers Power Co Feb 64 (Its 3,12)
 Koppers Co Inc Feb 64 (Its 7,13)
 Arkansas Louisiana Gas Co Feb 64 (It 8)
 Evans Products Co Feb 64 (Its 11,13)
 Tractor Supply Co Feb 64 (It 7)
 Bayview Oil Corp Feb 64 (It 8)
 Control Data Corp Feb 64 (It 7)
 Eastern Air Lines, Inc Feb 64 (It 7)
 Thrift Plan of Reda Pump Co Feb 64 (It 7)
 Wilshire Oil Co of Texas Feb 64 (It 3)
 American Hardware Corp Feb 64 (It 12)
 Miss. River Fuel Corp Feb 64 (It 3)
 Nev. Power Co Feb 64 (Its 3,7,13)
 Arthur G. McKee & Co Feb 64 (It 9)
 Universal American Corp Feb 64 (It 13)
 Southern Co Feb 64 (Its 7,13)
 Pillsbury Co Amend #1 to 8K for Oct 63 (It 4)
 Reserve Oil & Gas Co Amend #1 to 8K for
 Sept 63 (Its 2,7,13)
 Seaman Bros., Inc Amend #1 to 8K for Aug
 63 (Its 2,7,13)
 Control Data Corp Amend #1 to 8K for Dec
 63 (It 7)

SECURITIES ACT REGISTRATIONS. Effective March 18: Northwest Airlines, Inc. (File 2-22100); Petro-Cap, Inc. (File 2-21871); Texas Utilities Co. (File 2-22111). Effective March 17: Florida Power & Light Co. (File 2-22104).

*As estimated for purposes of computing the registration fee.