

# 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 September 19, 1960

**Statistical Release No. 1706.** The SEC Index of Stock Prices, based on the closing price of 265 common stocks for the week ended September 16, 1960, for the composite and by major industry groups compared with the preceding week and with the high and lows for 1960, is as follows:

	1939 - 100		Percent Change	1960	
	9/16/60	9/9/60		High	Low
Composite	392.2	398.2	-1.5	432.5	388.8
Manufacturing	458.2	465.5	-1.6	538.9	458.2
Durable Goods	430.1*	442.6	-2.8	521.6	430.1
Non-Durable Goods	474.8	477.3	-0.5	544.4	467.1
Transportation	278.6*	283.8	-1.8	329.3	278.6
Utility	248.5	251.2	-1.1	252.6	216.1
Trade, Finance & Service	442.7	451.9	-2.0	471.8	414.7
Mining	250.8	258.5	-3.0	299.7	240.7

\*New Low

**SECURITIES ACT REGISTRATION STATEMENTS.** During the week ended September 15, 1960, 34 registration statements were filed, 30 became effective, one was withdrawn, and 326 were pending at the week end.

**ASSOCIATED DRY GOODS PROPOSES DEBENTURE OFFERING.** Associated Dry Goods Corporation, 417 Fifth Avenue, New York, filed a registration statement (File 2-17054) with the SEC on September 16, 1960, seeking registration of \$20,000,000 of Sinking Fund Debentures due October 15, 1980, to be offered for public sale through a group of underwriters headed by Lehman Brothers. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The company conducts a general department store business in nine states and the District of Columbia. The net proceeds from the debenture sale will be added to the company's general funds. Of such proceeds, \$7,500,000 will be used to retire before the end of the current fiscal year a loan in that amount; and the balance of such proceeds may be used for the improvement of existing stores, replacements and additions thereto, construction of additional branch stores and financing additional merchandise inventories and accounts receivable from customers.

In addition to certain indebtedness, the company has outstanding 146,136 shares of \$100 par preferred stock and 1,757,117 shares of common stock, of which management officials as a group own .3% and 3.7%, respectively. The prospectus lists Robert J. McKim as board chairman and Lewis P. Seiler as president.

**ELECTRONICS INTERNATIONAL CAPITAL LTD, FILES FOR OFFERING.** Electronics International Capital Limited, Bank of Bermuda Building, Hamilton, Bermuda, filed a registration statement (File 2-17055) with the SEC on September 16, 1960, seeking registration of 2,500,000 shares of common stock, to be offered for public sale at \$10 per share through a group of underwriters headed by Bear, Stearns & Co. The underwriters will receive a \$1.00 per share selling commission.

The company was organized in July 1960 pursuant to a special Act of the Parliament of Bermuda and is registered under the Investment Company Act of 1940 as a closed-end, non-diversified management investment company. It is anticipated that the company will invest primarily in established privately owned electronics companies of medium and large size located outside the United States. The net proceeds from the debenture sale will be used pursuant to the company's investment policies.

The prospectus list Charles E. Salik of San Diego, California, as board chairman and president. He is also board chairman of the company's adviser, Electronics International Management Limited, and owns 81% of its stock.

**LOUISVILLE SELF-SERVICE ASSOCIATES PROPOSES OFFERING.** Louisville Self-Service Associates ("Associates"), 60 East 42nd Street, New York, filed a registration statement (File 2-17056) with the SEC on September 16, 1960, seeking registration of \$800,000 of participations in partnership interests, to be offered for public sale at \$10,000 per participation. No underwriting is involved.

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For further details, call WOrth 3-5526

Associates, a partnership consisting of Lawrence A. Wien of Connecticut and Ivan Shapiro of New York, owns 8.65 acres of land located seven miles from the center of Louisville, Kentucky on Dixie Highway (U. S. Highway 31W). A single level 60,000 foot building is to be constructed on such site for use as a "Zayre" self-service department store. It is anticipated that the building will be completed and open for business about April 15, 1960. The total cost of the project will include \$203,000 which Associates has paid for the land, all construction costs, interim financing costs, and other related expenses. The funds for such purchase of land were obtained through a 6% loan from Wien which is payable on August 31, 1961, or sooner at Associates' option.

Associates has entered into a lease of said property with Jefferson Associates ("Jefferson"), a partnership of Wien and Peter L. Malkin. Jefferson will contribute toward the cost of construction, a sum equal to one-fifth of the total cost, up to a maximum of \$200,000, and Associates will pay four-fifths, up to a maximum of \$800,000. The proceeds from the sale by the two partners of \$800,000 of partnership interests will be used to defray Associates' portion of the total cost.

Associates will not operate the property. Jefferson has subleased said property to Zayre Corp., which operates other self-service department stores. Associates will receive its net income from basic rent it receives from Jefferson.

The land acquired by Associates was part of a 14.88 acre tract, approximately 6 acres of which were purchased at the same time for \$20,000 by Felwin Corp., which is owned by Wien and Max Feldberg, a principal in Zayre.

**GEORGIA-PACIFIC FILES FOR SECONDARY.** Georgia-Pacific Corporation, Equitable Building, Portland, Oregon, filed a registration statement (File 2-17057) with the SEC on September 16, 1960, seeking registration of 395,074 outstanding shares of common stock, to be offered for public sale by the present holders thereof.

The company is the owner of timber and timberlands on the West Coast where it owns in fee approximately 550,000 acres of timberlands containing approximately 15 billion board feet of timber, predominantly old growth Douglas fir and old growth California redwood. It also owns about 65,000 acres of timberland in southeastern United States as well as other interest and properties. The company produces a large range of forest products including plywood, lumber, kraft pulp, paper and containerboard, hardboard and chemicals.

On September 30, 1960, W. M. Ritter Lumber Company, a West Virginia corporation, is to be merged with and into the company. The selling stockholders are certain former holders of Ritter common stock who will receive the 395,074 shares of Georgia-Pacific common stock in connection with said merger, on the basis of 1.6 shares of Georgia-Pacific stock for each share of Ritter stock. Ritter, of Roanoke, Va., is engaged primarily in the business of producing and selling hardwood lumber and of leasing to others its coal and gas producing properties. According to the prospectus, all sales by such holders will be made through brokers on the New York Stock Exchange at prices current at the time of sale.

In addition to various indebtedness and one series of preferred stock, the company has outstanding 5,627,982 shares of common stock, not including the 395,074 shares. The prospectus lists Owen R. Cheatham as chairman and Robert B. Pamplin as president.

**FOTOCROME FILES FOR OFFERING AND SECONDARY.** Fotochrome Inc., 1874 Washington Ave., New York, filed a registration statement (File 2-17058) with the SEC on September 16, 1960, seeking registration of 220,000 shares of common stock, of which 200,000 shares are to be offered for public sale by the company and 20,000 shares, being outstanding stock, by the present holder thereof. The principal underwriters are listed as Shearson, Hammill & Co. and Emanuel, Deetjen & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the processing of color and black and white photographic film and the sale of film, cameras and photographic accessories and supplies. It also distributes color and black and white still and motion picture film, under the trade style "Regal". Since 1959 it has been engaged in the sale of equipment, designed and developed by it, for the automatic processing of Kodachrome type film. Of the net proceeds from the company's sale of additional stock, \$500,000 will be used to purchase inventories of photographic supplies for the expanded needs of the company's film distribution business, \$150,000 for the payment of notes due to banks, which obligation was incurred to finance inventories of raw stocks of film, and approximately \$90,000 for the payment of mortgages on its properties. The balance of such proceeds will be used for general corporate purposes.

In addition to certain indebtedness, the company has outstanding 1,481,780 shares of common stock, of which Frank Nadaline, Jr., board chairman and president, owns 839,530 shares and proposes to sell 20,000 shares. Management officials as a group own 1,000,460 common shares.

**MAJOR LEAGUE BOWLING & RECREATION FILES FOR OFFERING AND SECONDARY.** Major League Bowling & Recreation, Inc., 205 Worth Avenue, Palm Beach, Florida, filed a registration statement (File 2-17059) with the SEC on September 16, 1960, seeking registration of 277,790 shares of common stock, of which 150,000 shares are to be offered for public sale by the company and 127,790 shares, being outstanding stock, by the present holders thereof. The new shares are to be offered for sale by a group of underwriters headed by Eastman Dillon, Union Securities & Co. and J. C. Wheat & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company is the corporation resulting from the merger on September 30, 1960 of Major League Bowling Association, Inc., a Delaware corp., with and into Commonwealth Recreation Co., a Virginia corp., which will assume the former's name. It is principally engaged in the business of operating modern bowling centers. It

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nas in operation or under construction 17 centers located in North Carolina, Virginia, Florida, South Carolina and Georgia. Some \$425,000 of the net proceeds from the company's sale of the additional stock will be applied to the cash investment required by the company after September 30, 1960 for the opening of seven bowling alleys under construction, and additional proceeds will so be used for the construction and opening of proposed additional bowling alleys. The balance will be available for general corporate purposes, including additional alleys and debt reduction.

In addition to various indebtedness, the company has outstanding 566,738 shares of common stock, of which Dover Corporation, of Virginia, owns 60,290 shares and management officials as a group own 61,962.5 shares. Included are the 127,790 outstanding shares to be offered for sale by 39 stockholders, which were issued pursuant to said merger. The prospectus lists R. F. Raidle as president. He is included among the selling stockholders. The largest blocks are to be sold by Beck's Lawn & Garden Supply, Inc. (15,072 shares), and Virginia Capital Corporation (22,608 shares). Of the 127,790 shares, 106,467 shares were issued for shares which Commonwealth had issued upon conversion of convertible debentures.

LAWTER CHEMICALS PROPOSES OFFERING. Lawter Chemicals, Inc., 3550 Touhy Ave., Chicago, filed a registration statement (File 2-17060) with the SEC on September 16, 1960, seeking registration of 70,000 shares of capital stock, to be offered for public sale through Blunt Ellis & Simmons. The offering price and underwriting terms are to be supplied by amendment. 20,000 shares will first be offered to certain personnel of the company and certain friends of its management.

The company was organized under Delaware law in January 1958 as a subsidiary of Lawter Chemicals, Inc., an Illinois corporation; and on January 4, 1960, the company by merger succeeded to all the business, assets and liabilities of its parent and another affiliated corporation, Lawter Chemicals, Inc., of California. It is engaged in the manufacture and sale of printing ink vehicles, fluorescent pigments and coatings, and synthetic resins. Net proceeds of the stock sale will be advanced in the amount of \$100,000 to a recently organized Canadian subsidiary to construct a plant and warehouse near Toronto for the manufacture of printing ink vehicles and the warehousing of other products for Canadian distribution; \$100,000 will be used to construct a new plant adjacent to the present South Kearny, N. J., plant for the manufacture of printing ink vehicles and fluorescent coatings; and the balance will be added to working capital.

The company now has outstanding 320,044 shares of stock, of which Daniel J. Terra, president, owns 34% and Adeline R. Terra, his wife, 28%.

ALARM DEVICE MANUFACTURING FILES FOR SECONDARY. Alarm Device Manufacturing Co. Inc., 1665 St. Marks Ave., Brooklyn, N. Y., filed a registration statement (File 2-17061) with the SEC on September 16, 1960, seeking registration of 130,500 outstanding shares of common stock, to be offered for public sale at \$4 per share through four underwriters headed by Golkin, Bomback & Co. The underwriters will receive a 40¢ per share commission; and, the underwriters have acquired 5,000 additional shares from the selling stockholders at 50¢ per share and have been granted two-year options by the said stockholders on an additional 9,500 shares at \$4 per share. Options on an additional 1500 shares have been granted two finders.

The company is engaged in the manufacture and sale of burglar and fire alarm equipment. In addition to certain indebtedness, it has outstanding 451,000 common shares. The selling stockholders are Maurice Coleman, president, and Nathan Verger, secretary-treasurer. Each owns 223,000 shares and proposes to sell publicly 65,250 shares.

NATIONWIDE TABULATING FILES FOR OFFERING AND SECONDARY. Nationwide Tabulating Corporation, 384 Clinton St., Hempstead, N. Y., filed a registration statement (File 2-17062) with the SEC on September 16, 1960, seeking registration of 170,000 shares of common stock, of which 100,000 shares are to be offered for public sale at \$2 per share by Milton D. Blauner & Co., Inc., on an all or none basis. The underwriter is to receive a commission of 20¢ per share. In addition, 5,000 shares have been purchased by the underwriter's president at 50¢ per share and a like amount by Hayden, Stone & Co. at the same price.

Of the additional 60,000 shares, which may not be sold until 90 days after the date of the company's offering, 44,000 shares were sold to ten persons in April and May 1960 at \$1 per share (along with 6,000 shares to two others); and 16,000 shares are owned by three holders who acquired same in exchange for stock of Long Island Tabulating Corporation.

Nationwide was organized by William and Joseph Levy in March 1960; and it immediately acquired, through an exchange of stock, all the stock of Long Island and of New York Tabulating Corporation. As a result, William Levy received 37,800 shares and Joseph Levy 32,100 shares having a cost basis to them of \$3,780 and \$4,260, respectively, for their shares of stock of Long Island and New York. Through these subsidiaries the company specializes in computing and tabulating sales analyses, inventory control, job costs and other data processing of business records including a low cost bookkeeping service for small companies, and tabulating of Department of Defense requirements for Government contractors. Net proceeds of this financing, estimated at \$163,000, are to be used as follows: \$50,000 to finance certain tabulating projects primarily with certain contractors and sub-contractors of the Department of Defense, \$25,000 to purchase tabulating equipment, and the balance for working capital.

The company now has outstanding 225,000 common shares in addition to certain indebtedness. William and Joseph Levy, who serve as president and vice president, respectively, own 39,600 shares each; and Norman H. Bushan, a founder with the Levys of Long Island, owns 32,100 shares.

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**POLYMER CORP. FILES FOR OFFERING AND SECONDARY.** The Polymer Corporation, 2120 Fairmont Ave., Reading, Pa., filed a registration statement (File 2-17063) with the SEC on September 16, 1960, seeking registration of \$2,750,000 of Convertible Subordinated Sinking Fund Debentures due 1975 and 20,000 shares of outstanding Class A common stock (non voting), to be offered for public sale through White, Weld & Co. and A. G. Edwards & Sons. The interest rate on the debentures, and the offering price and underwriting terms for both issues, are to be supplied by amendment. Louis L. Stott, president, owns and will sell the 20,000 Class A common shares. Of the debentures, \$50,000 will be offered for sale initially to employees of the company other than officers.

The company is a producer of nylon rod, plate, strip and tubing, of Teflon in semi-finished shapes (Teflon is a registered trademark of duPont for polytetrafluoroethylene resins), and of specially formulated plastic powders for coating metals by the "Whirlclad" coating system. Net proceeds of its sale of debentures will be used in part to retire \$1,350,000 of bank loans, which loans have been or will be incurred to augment working capital and to finance capital acquisitions. The balance of the proceeds will be used for additional plant facilities and equipment at its various plants, for an addition to its main office, and for working capital.

In addition to certain indebtedness, the company has outstanding 420,770 shares of Class A non-voting stock and 287,664 shares of Class B voting stock, of which Stott owns 82,174 and 143,026 shares, respectively. Management officials as a group own 23% of the Class A and 67.42% of the Class B stock.

**SEC COMPLAINT NAMES ANTON E. HOMSEY.** The SEC announced September 16th (LR-1781) that Anton E. Homsey, senior partner of the Boston firm of duPont, Homsey & Company, was arrested on a warrant charging that Homsey made unlawful hypothecations of customers' securities in substantial amounts as security for personal loans to Homsey, in violation of the Federal securities laws, and that the securities were sold by his creditors when he defaulted on his loans. Homsey, who absolved others in the firm, was released on \$10,000 bail. On request of the Commission, United States District Judge Francis J. W. Ford in Boston granted a temporary restraining order against the firm and Homsey, appointed W. Arthur Garrity, Jr., as receiver for the firm, and scheduled a hearing for September 22d on the Commission's motion for a preliminary injunction (LR-1782).

**JOHN DEERE CREDIT PROPOSES OFFERING.** John Deere Credit Company, 1325 Third Ave., Moline, Ill., filed a registration statement (File 2-17065) with the SEC on September 16, 1960, seeking registration of \$50,000,000 of Series A debentures due 1985 to be offered for public sale through underwriters headed by Harriman Ripley & Co., Inc. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The company's business is the purchase of retail installment paper from the fourteen United States sales branches operated by subsidiaries of Deere & Company, which owns all of its outstanding stock. Net proceeds of the sale of the debentures will be added to the company's general funds available for the purchase of such installment paper.

**GEO. MEYER MFG. FILES FOR SECONDARY.** Geo. J. Meyer Manufacturing Co., Cudahy, Wisconsin, today filed a registration statement (File 2-17067) with the SEC seeking registration of 146,300 outstanding shares of its common stock, to be offered for public sale by the holders thereof through underwriters headed by Robert W. Baird & Co., Inc. The public offering price and underwriting terms are to be supplied by amendment.

The principal business of the company is the design, manufacture and sale of specialized high speed machinery and equipment for use in packaging, bottling, filling, closing, electronically inspecting, labeling, banding, cleaning, etc., primarily for breweries and producers of carbonated beverages. Certain of its machines also are designed for packaging and labeling containers for foods, wines, distilled spirits, drugs, cosmetics and chemicals; and a division manufactures and sells labeling machinery.

The company now has outstanding 710,000 shares of common stock, of which 672,200 shares (95%) are owned by or held in trust for the children of the deceased founder George J. Meyer and members of their immediate families. Among these are George L. N. Meyer, president, and Arthur W. and Harold W. Meyer, vice presidents. Ten of these stockholders, with holdings aggregating 473,900, propose to offer the 146,300 shares for public sale. The largest block, 86,800 shares, comprises the entire holdings of the trustees under the will of Catherine A. Meyer, deceased.

**AMENDED PLAN FOR LOUISIANA GAS STOCK SALE APPROVED.** The SEC has issued an order under the Holding Company Act (Release 35-14286) approving an amendment to the plan filed by Louisiana Power & Light Company for the sale of its holdings of 670,000 shares of Louisiana Gas Service Stock to stockholders of its parent, Middle South Utilities, Inc. The amendment to the plan sets forth fees and expenses to be paid in the amount of \$121,000 (including \$19,000 legal fees and \$3,000 auditors' fees); identifies the proposed board of directors of Louisiana Gas, to hold office until the first annual meeting of stockholders of Louisiana Gas in May 1961; and gives \$10.375 per share as the offering price of the Louisiana Gas stock to Middle South shareholders (the offering being on the basis of one share of Louisiana Gas stock for each 25 shares of Middle South stock).

**SHARES IN AMERICAN INDUSTRY SEEKS ORDER.** Shares in American Industry, Inc., Washington, D. C. investment company, has applied to the SEC for an exemption order under the Investment Company Act with respect to its proposed purchase of \$5,000 principal amount of Central Charge Service, Inc., 6% Subordinated Sinking Debentures due 1975, with attached common stock purchase warrants; and the Commission has issued an order (Release 40-3113) giving interested persons until September 29, 1960, to request a hearing. The said debentures are part of a public offering of \$2,000,000 debentures of Central. A director of the applicant is an employee of one of the underwriters. The purchase by the applicant is to be made from Columbia Financial Development Co., Inc., which is a subsidiary of the applicant's investment adviser.