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sec news digest

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(SEC Docket, Vol. 8, No. 17 - February 17)

J. S. SECURITIES & EXCHANGE COMMISSION

February 4, 1976

RECEIVED

COMMISSION ANNOUNCEMENTS

FEB 5 1976

REGULATION B EXEMPTION OF MINERAL
EXPLORATION COMPANY PERMANENTLY
SUSPENDED

LIBRARY

Administrative Law Judge Ralph Hunter Tracy has filed an initial decision ordering that the exemption from registration provided under Regulation B be permanently suspended with respect to 12 Offering Sheets filed by Mineral Exploration Company of Arlington, Texas covering fractional undivided working interests in oil and gas leases. The decision is subject to appeal to the Commission.

The administrative law judge found that the exemption was not available under the terms and conditions of Regulation B because Ransom Horne, Jr., president of Mineral, has been permanently enjoined by the Supreme Court of New York from selling securities in that state; and that the Offering Sheets did not disclose that fact.

NOTICE OF MEETING BY SEC ADVISORY,
COMMITTEE ON CORPORATE DISCLOSURE

This is to give public notice that the SEC Advisory Committee on Corporate Disclosure will conduct a meeting on February 24, 1976, at the Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C., beginning at 10:00 a.m. This meeting will be open to the public.

This will be the first meeting of the Advisory Committee. The purpose of the meeting is to review the objectives and responsibilities of the Advisory Committee and to establish plans for the orderly progression of the Committee's work.

Further information on this matter may be obtained by writing Mr. George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C. 20549.

COURT ENFORCEMENT ACTIONS

COMPLAINT NAMES PRUDHOMME INVESTOR
SERVICE, INC. AND ABRAHAM KAPLAN

The Washington Regional Office announced that on January 23 a complaint was filed in the U.S. District Court for the District of Columbia seeking to enjoin Prudhomme Investor Service, Inc. (Prudhomme) and Abraham Kaplan (Kaplan), its president, both of Silver Spring, Maryland from violations of the reporting provisions of the Securities Investor Protection Act of 1970 and the broker-dealer registration, recordkeeping and antifraud provisions of the Securities Exchange Act of 1934.

The Honorable Charles R. Richey, U.S. District Judge for the District of Columbia, entered an order temporarily restraining defendants from violations of the provisions of the securities laws set forth above. A hearing on the Motion for Preliminary Injunction was scheduled for February 2, 1976. (SEC v. Prudhomme Investor Service, Inc. and Abraham Kaplan, D.C. Civ. Action No. 76-1043). (LR-7258)

DONALD RIDDELL, FRANK S. MORRIS
SENTENCED

On January 26, 1976, the Honorable Robert C. Belloni, Chief Judge of the U.S. District Court for the District of Oregon, sentenced Donald Riddell of Portland to four years confinement on each of two counts of mail fraud in a 13-count indictment, based on Riddell's pleas of guilty to the two counts entered November 10, 1975, the two terms of confinement to run concurrently. In a companion proceeding, Judge Belloni sentenced Frank S. Morris, also of Portland, to five years confinement on each of two counts, one for mail fraud and one for securities fraud, in a 31-count indictment, based on Morris's pleas of guilty to the two counts, these two terms of confinement also concurrent.

The indictments alleged inter-related schemes to defraud in the sale of vendors' interests in installment contracts for the sale of truck tires, truck tractors and trailers, the contracts being bogus and the merchandise nonexistent. (U.S. v. Donald Riddell, D. Or. No. CR-75-143; U.S. v. Frank S. Morris, D. Or. No. CR-75-144). (LR-7259)

INVESTMENT COMPANY ACT RELEASES

THE HORNBLOWER EQUITY FUND

A notice has been issued giving interested persons until February 27 to request a hearing on an application of The Hornblower Equity Fund, Inc., for an order declaring that it has ceased to be an investment company under the Act. (Rel. IC-9143 - Feb. 3)

HOLDING COMPANY ACT RELEASES

MIDDLE SOUTH UTILITIES

An order has been issued approving proposals of Middle South, System Fuels and Mississippi Power & Light whereby (a) System Fuels will sell and lease back oil storage facilities, (b) Middle South will guarantee System Fuels' lease obligations, and (c) Mississippi will execute a ground lease of land related to the storage facilities. (Rel. 35-19367 - Feb. 3)

SOUTHWESTERN ELECTRIC POWER COMPANY

An order has been issued authorizing Central and South West Corporation, a registered holding company, to make a capital contribution of \$20 million to one of its electric utility subsidiary companies. (Rel. 35-19368 - Feb. 3)

GULF POWER COMPANY

An order has been issued approving a proposal of Gulf Power Company, a wholly-owned subsidiary of The Southern Company, to enter into an agreement with Escambia County, Florida for construction of pollution control facilities financed by a sale of pollution control bonds by the county in an amount not to exceed \$18 million. As collateral for this transaction, Gulf will issue a series of its first mortgage bonds in the same amount as the County's pollution control bonds. (Rel. 35-19369 - Feb. 3)

TRADING SUSPENSIONS

ADDITIONAL ACTION ON ONE TRADING SUSPENSION

The SEC has announced the suspension of exchange and over-the-counter trading in the securities of Continental Vending Machine Corp. for the further ten-day period February 4 - 13, inclusive.

SECURITIES ACT REGISTRATIONS

(S-16) FRIENDLY ICE CREAM CORPORATION

1855 Boston Rd., Wilbraham, Mass. 01095 - 14,200 shares of common stock, to be sold by certain selling stockholders to Vance Sanders Exchange Fund, a diversified open-end

investment company, in exchange for its shares at the rate of one Vance Sanders share for each \$50 of market value of the shares registered less the exchange fee. (File 2-55345 - Jan. 19)

(S-7) METROPOLITAN EDISON COMPANY

2800 Pottsville Pike, Muhlenberg Township, Berks County, Pa. - \$50 million of first mortgage bonds, to be offered for sale at competitive bidding. The company is a public utility supplying electric service. (File 2-55350 - Jan. 20)

(S-6) THE CORPORATE INCOME FUND, FIFTH INTERMEDIATE TERM SERIES

\$20 million of units of beneficial interest, to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., 125 High St., Boston, Mass. 02110. The Fund, a unit investment trust, was created by a trust agreement among Merrill Lynch, Bache & Co. Inc. and Reynolds Securities Inc., as sponsors, The Bank of New York and Shawmut Bank of Boston, N.A., as trustees, and Interactive Data Services, Inc., as evaluator. The Fund's primary objective is providing a high level of current income through investment in a fixed portfolio of intermediate-term debt obligations, issued primarily by corporations. (File 2-55420 - Jan. 30)

(S-7) PHILADELPHIA ELECTRIC COMPANY

2301 Market St., Philadelphia, Pa. 19101 - \$100 million of first and refunding mortgage bonds, due 2006, to be sold through a negotiated offering to a group of non-affiliated underwriters on or about February 25, 1976. The company is a public utility supplying electric, gas and steam service. (File 2-55423 - Feb. 2)

(S-1) DIXICO, INC.

1415 South Vernon St., Dallas, Tex. 75224 - 23,739 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock (other than shares held by Dixico) of Polytube Inc., Hamden, Connecticut, at a rate of .055 Dixico shares for each share of Polytube. (File 2-55424 - Feb. 2)

In a separate statement Dixico seeks registration of 29,989 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock (other than shares held by Dixico) of Capitol Plastics of Ohio, Inc., Bowling Green, Ohio, at the rate of .132 Dixico share for each share of Capitol Plastics. (File 2-55425 - Feb. 2)

In a third statement Dixico seeks registration of 38,323 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock (other than shares held by Dixico) of Stevens & Thompson Paper Company, Greenwich, New York, at the rate of 1.645 Dixico shares for each share of Stevens & Thompson. (File 2-55426 - Feb. 2)

Dixico is a manufacturer of flexible packaging materials for use primarily in the snack foods industry. Through subsidiaries, Dixico also produces thermoformed plastic products, paper products and laminated tubes.

(S-1) MOHAWK DATA SCIENCES CORP.

1599 Littleton Rd., Parsippany, N.J. 07054 - \$30 million of convertible subordinated debentures, due 1989. It is proposed to offer these debentures in exchange for all of the company's outstanding 5-1/2% convertible subordinated debentures, due 1994. Allen & Company Incorporated, 30 Broad St., New York, N.Y. 10004, will be the dealer-manager. Mohawk Data Sciences Corp. designs, develops, manufactures and sells or rents, in a variety of markets throughout the world, data entry and communication equipment and systems designed to be used in association with most computer systems. (File 2-55428 - Feb. 2)

(S-B) MEXICO (UNITED MEXICAN STATES)

(Authorized agent in U.S. - Jose Juan De Olloqui, Ambassador Extraordinary and Plenipotentiary of Mexico to the United States of America, The Mexican Embassy, 2829 16th St., N.W., Washington, D.C. 20009) - \$50 million of external bonds, due 1981, (extendible by Holder to March 1, 1991), to be offered for sale through underwriters headed by The First Boston Corporation, 20 Exchange Pl., New York, N.Y. 10005, Kuhn, Loeb & Co., 40 Wall St., New York, N.Y. 10005, Banco Nacional de México, S.A., Deutsche Bank Aktiengesellschaft, Swiss Bank Corporation (Overseas) Limited and Union Bank of Switzerland (Securities) Limited. (File 2-55429 - Feb. 2)

(S-7) DATAPOINT CORPORATION

8400 Data Point Dr., San Antonio, Tex. 78284 - 523,508 shares of common stock, to be offered for sale through underwriters headed by Kidder Peabody & Co. Incorporated, 10 Hanover Sq., New York, N.Y. 10005, C. E. Unterberg, Towbin Co., 61 Broadway, New York, N.Y. 10006 and Hambrecht & Quist, 235 Montgomery St., San Francisco, Cal. 94104. Included in this registration statement are 23,508 shares of common stock to be acquired by the underwriters from selling security-holders. Datapoint designs and manufactures dispersed business data processing system. (File 2-55430 - Feb. 3)

STOCK PLANS FILED

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

Ralston Purina Co., St. Louis, Mo. (File 2-55378 - Jan. 27) - 150,000 shares
Modine Manufacturing Co., Racine, Wis. (File 2-55398 - Jan. 28) - 275,000 shares
The Brooklyn Union Gas Co., Brooklyn, N.Y. (File 2-55399 - Jan. 29) - 500,000 shares
Kerr Glass Manufacturing Corp., Los Angeles, Cal. (File 2-55402 - Jan. 29) - 200,000 shares
American Telecommunications Corp., El Monte, Cal. (File 2-55409 - Jan. 30) - 50,000 shares
American Air Filter Co. Inc., Louisville, Ken. (File 2-55416 - Jan. 30) - 160,000 shares
National Semiconductor Corp., Santa Clara, Cal. (File 2-55421 - Feb. 2) - 500,000 shares
Jacobs Engineering Group Inc., Pasadena, Cal. (File 2-55422 - Feb. 2) - 540,541 shares

REGISTRATIONS EFFECTIVE

Jan. 28: Nuveen Tax-Exempt Bond Fund, Series 80, 2-54920; The Southern Co., 2-55294.
Jan. 29: Anza Shareholders Liquidation Trust, 2-55191; Consumers Power Co., 2-55321; Great Basin Holstein Co., 2-54532 (90 days); Kyoto Ceramic Co. Ltd., 2-55115 (90 days) & 2-55116; National Municipal Trust, Thirteenth Series, 2-55151; Province of Newfoundland (Canada), 2-55292; Rockwell International Corp., 2-55324; Superior Industries International Inc., 2-55152; Western Publishing Co. Inc., 2-55122.
Jan. 30: Dietrich Exploration Co. Inc., 2-55235; Humana Inc., 2-55352; Huntington Bancshares Inc., 2-54698.

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.

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 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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