sec news digest

Issue 76-85 (SEC Docket, Vol. 9, No. 9 - May 11)

April 30, 1976

MAY 3 1976

RULES AND RELATED MATTERS

RULE 24b-2 ADOPTED

U.S. SECURITIES AND EXCHANGE COMMISSION

The Commission announced the adoption of Rule 24b-2 under the Securities Exchange Act of 1934 providing for confidential treatment of information required to be filed with the Commission. The rule replaces old Rule 24b-2 rescinded October 30, 1975. In general, information in material required to be filed with the Commission under the Securities Exchange Act of 1934 will be entitled to confidential treatment upon application and when consistent with the Commission's rules under the Freedom of Information Act. (Rel. 33-5700)

COMMISSION PROPOSES AMENDMENTS TO MODIFY REQUIREMENTS FOR REPORTING DISAGREEMENTS WITH FORMER ACCOUNTANTS IN FINANCIAL STATEMENTS

The Commission issued for comment a proposed amendment to modify Rule 3-16(s) of Regulation S-X. Rule 3-16(s) presently requires disclosure in a note to the financial statements of any material disagreement on any matter of accounting principles or practices or financial statement disclosure reported in Item 12 of Form 8-K within 24 months of the date of the most recent financial statements included in a filing. The rule also requires footnote disclosure of any transactions or events occurring during the fiscal year in which the change of accountants took place or during the subsequent fiscal year which are similar to any transactions or events which gave rise to a reported disagreement.

The proposed amendment, if adopted, will require financial statement disclosure regarding disagreements on matters of accounting or reporting only in situations where the registrant finds a new auditor who agrees to the registrant's point of view on accounting principles or practices or financial statement disclosure and such agreement is inconsistent with that required by the former accountant. The basic requirements for disclosure in Form 8-K and proxy statements are not proposed to be changed. The comment period ends May 30, 1976 and letters of comment should refer to File No. S7-630 when writing to the Secretary of the Commission. (Rel. 33-5701)

NOTICE OF WITHDRAWAL OF PROPOSED AMENDMENTS TO SHORT SALE RULES

The Commission announced that it has determined to withdraw certain proposed amendments to Rule 10a-1 under the Securities Exchange Act of 1934 (the Act). The proposed amendments related to (i) the reference point for application of the "tick" test under paragraph (a)(1) of the Rule 10a-1, and (ii) the exemption afforded by paragraph (e)(5) of that rule.

In addition, the Commission announced that, in reviewing the proposed amendments, it has considered whether short sale regulation as currently in effect continues to be necessary or appropriate in the public interest or for the protection of investors in view of the improved reporting of transactions in listed securities and the development of more sophisticated techniques for market surveillance by the Commission and the various self-regulatory organizations. The Commission further announced that it has concluded that the continuation of the short sale rules, and regulation of short selling, may no longer be required except perhaps in certain limited circumstances (e.g., in connection with underwritten offerings, and possibly other circumstances) and that it may well be that the types of harmful conduct intended to be prevented by short sale rules can be checked without recourse to such regulation. Accordingly, the Commission stated that it is attempting to formulate for public comment a proposed program to suspend short sale regulation to the degree necessary to provide a meaningful basis for evaluating the impact of short selling and the efficacy of existing short sale regulation and to gather evidence as to whether short sale regulation of the types currently provided by Rule 10a-1 is needed in today's regulatory environment. Such a program would provide for detailed monitoring of short sale activity after its initiation. Until such time as the Commission formally adopts such a program, however,

the Commission pointed out that Rule 10a-1 under the Act will remain in full force and effect, and all persons must effect short sales in compliance with the provisions of that rule (as amended on June 12, 1975). (Rel. 34-12384)

COMMISSION ANNOUNCEMENTS

EXEMPTION FROM DISPLAY REQUIREMENTS OF RULE 17a-15

The Commission has granted to Bunker Ramo Corporation an exemption from the requirements for the display of last sale information set by Rule 17a-15 until June 30, 1976.

In granting the exemption, the Commission noted that it is concerned about any continuation of major deviations by vendors from the display requirements of Rule 17a-15. Vendors have been aware of the final specifications for the consolidated system since late in 1974, and have had nearly one and one-half years to achieve compliance with the basic display requirements of that rule. The Commission stated that it would view any further delay in compliance by vendors with the requirements of Rule 17a-15 as inimical to the public interest and to the development of a national market system, and that further exemptions from the display requirements of Rule 17a-15 will be granted only in the most extenuating circumstances.

The Commission further noted that, until Bunker Ramo's interrogation devices display consolidated last sale information in accordance with the requirements of Rule 17a-15 and the joint industry plan for the operation of the consolidated transaction reporting system filed with and declared effective by the Commission in accordance with that rule, those interrogation devices may not be used by persons desiring to effect short sales in eligible listed securities (whether brokers or dealers or otherwise) to determine whether a proposed transaction meets the "tick" test requirements of paragraphs (a) (1) or (e) (5) of Rule 10a-1 under the Act, as amended on June 12, 1975. (Rel. 34-12390)

SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS

The following is a list of significant no-action and interpretative letters issued by the Division of Corporation Finance, during April 30, 1976. These are letters which express the view of the Division with respect to novel or important questions arising under the Securities Act of 1933, the Securities Exchange Act of 1934, and the Trust Indenture Act of 1939. Copies of these letters may be obtained by writing to the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Section, 1100 L Street, N.W., Room 6101, Washington, D.C., stating the name of the subject company, the section of the act to which it relates, and the public availability date.

| | ACT/SECTION | | PUBLIC |
|---------------------------------|-------------------------|-------------|-------------------|
| COMPANY NAME | OR RULE | DATE MAILED | AVAILABILITY DATE |
| Newport Metals Co., Inc. | '33 Act/§2(1) | 3/11/76 | 4/12/76 |
| UMP Unlimited and Union | | | |
| Member Action Trust | '33 Act/ \$ 2(1) | 3/25/76 | 4/26/76 |
| Harris County Municipal Utility | | | |
| District No. 20, Harris County, | | | |
| Texas | '33 Act/¶3(a)(2) | 3/23/76 | 4/23/76 |
| Norfolk & Western Railway Co. | '33 Act/§3(a)(6) | 3/25/76 | 4/26/76 |
| New England Merchants | | | |
| National Bank | '33 Act/§4(1) | 3/11/76 | 4/12/76 |
| Metropolitan Capital Corp. | '33 Act/§4(2) | 3/1/76 | 4/1/76 |
| Merrill Lynch & Co., Inc. | | | |
| Merrill Lynch, Pierce, Fenner | | | |
| & Smith, Inc. | '33 Act/\$4(3), \$4(4) | 3/26/76 | 4/26/76 |
| Whittaker Corporation | '33 Act/\$5 | 3/30/76 | 4/30/76 |
| General Energy Corporation | '33 Act/ Rule 144 | 3/29/76 | 4/29/76 |
| General Electric Foundation | '33 Act/ Rule 144 | 3/31/76 | 5/3/76 |
| The North Face | '34 Act/ Rule 12g5-1 | 3/25/76 | 4/26/76 |
| Occidental Petroleum Corp. | '34 Act/§14 | 3/18/76 | 3/18/76 |
| Potomac Electric Power Co. | '34 Act/§14 | 3/5/76 | 3/5/76 |
| SmithKline Corporation | '34 Act/\$16 | 3/23/76 | 4/23/76 |
| Exxon Corporation | '34 Act/\$16(a) | 3/1/76 | 4/1/76 |
| First Home Investment Corp. | | | |
| of Kansas, Inc. | 139 Act/\$304 | 3/22/76 | 4/22/76 |

MEETING OF ADVISORY COMMITTEE ON REPLACEMENT COST IMPLEMENTATION ANNOUNCED

The SEC Advisory Committee on Replacement Cost Implementation will conduct a meeting on May 18 at the SEC, 500 North Capitol Street, N.W., Washington, D.C., beginning at 9:30 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 (1) review the objectives and responsibilities of the Advisory Committee and to establish plans for the orderly progression of the Committee's work (2) discuss various aspects of the Commission's replacement cost regulation and (3) discuss implementation questions having come to the attention of the Chief Accountant of the Securities and Exchange Commission.

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

TRADING SUSPENSIONS

TRADING SUSPENDED IN MACRODATA CORPORATION

The SEC has announced the temporary suspension of over-the-counter trading in the securities of Macrodata Corporation (Macrodata), a California corporation located in Woodland Hills, California, for the single ten-day period beginning on April 29 and terminating at midnight (EDT) on May 8, 1976. The Commission ordered the suspension because of the inadequacy of reported information concerning the company's financial condition. Macrodata's auditors have withdrawn their opinion with respect to the company's financial statement contained in its annual report on Form 10-K for the year ended December 31, 1975. (Rel. 34-12391)

CANADIAN JAVELIN, LTD. SUSPENSION TO TERMINATE

The SEC announced the termination of the temporary suspension of exchange and over-the-counter trading at midnight (EDT) on May 2, 1976 of the securities of Canadian Javelin, Ltd. The Commission initially ordered the trading suspension on April 29, 1975 after a public disclosure of an investigation by Canadian authorities into an alleged manipulation of Canadian Javelin's common stock on Canadian stock exchanges. Canadian Javelin is currently delinquent in its required filings with the Commission in that it has not yet filed its annual report on Form 10-K for the year ended December 31, 1975, due to have been filed on March 30, 1976. The failure of Canadian Javelin to timely file its Form 10-K has resulted in a lack of adequate and accurate public information about the company.

On April 26, 1976, the Commission filed a complaint in the U.S. District Court for the Southern District of New York seeking to enjoin John C. Doyle, Robert K. Glass, Albert A. Furst, Kiely Daniel Landrigan, Hubert Ducharme, Union Trust Corporation, Guardian Management, S.A., Securities & Real Estate Holding Co. (Overseas) Ltd., and Parsons & Landrigan Ltd. from engaging in further violations of Section 9(a) and 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. (Rel. 34-12393)

ADDITIONAL ACTION ON TWO TRADING SUSPENSIONS

The SEC announced the suspension of exchange and over-the-counter trading in the securities of (a) Equity Funding Corp. and Orion Capital Corp. for the further ten-day period May 1-10, inclusive; and (b) Continental Vending Machine Corp. for the further ten-day period May 4-13, inclusive.

COURT ENFORCEMENT ACTIONS

ONE MILLION DOLLARS ORDERED RETURNED

The Washington Regional Office announced that on April 6 the U.S. District Court for the District of Columbia ordered that The Panorama Group, Inc., its president and chairman, Williston H. Clover, both located in Washington, D.C., and eight affiliated and subsidiary companies of Panorama must make restitution of over \$1 million in connection with the attempted purchase by Panorama of a subsidiary of Western International Corporation of Rockville, Maryland.

Previously, on March 29, 1976, the court had enjoined Weston and its Board, Ralph G. Blasey, Jr., Glen R. Johnson and William H. G. FitzGerald, all of Rockville, from violating the antifraud and registration provisions of the Exchange Act. Also enjoined from violating the antifraud provisions of the Exchange Act at that time was Duane J. Novosedliak, of Springifield, Virginia, treasurer of the Panorama Group, Inc.

All of the aforementioned defendants consented to the entry of the final judgments of permanent injunction without admitting or denying the allegations of the Commission's complaint. (SEC v. Weston International Corporation, et al., USDC D.C., Civil Action No. 75-1878). (LR-7378)

JACK D. HILL AND A. RICHARD BROWN ENJOINED

The Denver Regional Office announced that Judge Fred M. Winner of the U.S. District Court for the District of Colorado, signed final judgments of permanent injunction against Jack D. Hill of Haxtun, Colorado, and A. Richard Brown of Salt Lake City, Utah on April 8 and 14, 1976, respectively. The judgments permanently enjoined the defendants Hill and Brown from violating the registration provisions of the Securities Act of 1933, in connection with the offer and sale of common stock of Polaris Mining Company or any other securities of any other issuer. The defendants consented to the final judgment without admitting or denying the allegations contained in the Commission's complaint. (SEC v. Polaris Mining Company, et al., USDC Colorado, Civil Action No. 75-W-695). (LR-7379)

INVESTMENT COMPANY ACT RELEASES

SMITH BARNEY, HARRIS UPHAM & CO.

A notice has been issued giving interested persons until May 24 to request a hearing on an application of Corporate Securities Trust, Intermediate-Term Debt Series 1 and subsequent Series, unit investment trusts, and sponsors, Smith Barney, Harris Upham & Co., Inc., Loeb Rhoads & Co., Blyth Eastman Dillon & Co., Inc., Shearson Hayden Stone, Inc. and Thomson & McKinnon Auchincloss Kohlmeyer, Inc., for an order exempting the fund from the initial net worth requirements of Section 14(a) and from the limitations on the distributions of capital gains contained in Rule 19b-1 and exempting the secondary market operations of the sponsors from the pricing requirements of Rule 22c-1. (Rel. IC-9268 - Apr. 28)

FIDELITY MUNICIPAL BOND FUND, LTD.

A notice has been issued giving interested persons until May 24 to request a hearing on an application of Fidelity Municipal Bond Fund, Ltd. (the Fund), a limited partner-ship organized under the Uniform Limited Partnership Act of Nebraska. The application requests an order of the Commission exempting limited partners of the Fund from the definition of "affiliated person" of the Fund, exempting general partners of the Fund from the definition of "interested person" of the Fund, permitting the Fund to issue shares to public investors that may have a priority over shares held by general partners in distributions upon dissolution, and permitting the Fund to limit the redeemability of shares held by general partners. (Rel. IC-9269 - Apr. 29)

AMERICAN GENERAL LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until May 24 to request a hearing on an application of American General Life Insurance Company (the Company), a Texas stock life insurance company, and American General Life Insurance Company Separate Account B (the Separate Account) a separate account of the Company registered as a unit investment trust under the Investment Company Act of 1940, for an order declaring that the Separate Account has ceased to be an investment company. (Rel. IC-9270 - Apr. 29)

AMERICAN GENERAL LIFE INSURANCE COMPANY OF NEW YORK

A notice has been issued giving interested persons until May 24 to request a hearing on an application of American General Life Insurance Company of New York, a New York stock life insurance company, and American General Life Insurance Company of New York Separate Account C (Separate Account C), a unit investment trust registered under the Investment Company Act of 1940, for an order declaring that Separate Account C has ceased to be an investment company. (Rel. IC-9271 - Apr. 29)

DELISTING AND UNLISTED TRADING ACTIONS

INLISTED TRADING SOUGHT

A notice has been issued giving interested persons until May 12 to request a hearing on an application of The PBW Stock Exchange, Inc. for unlisted trading privileges in the common stock of Reynolds Securities International, Inc. (Rel. 34-12395)

SELF-REGULATORY ORGANIZATIONS

NOTICE AND SUMMARY EFFECTIVENESS OF PROPOSED RULE CHANGE

> The Boston Stock Exchange has filed a proposed rule change under Rule 19b-4 (SR-BSE-76-8) to eliminate those provisions establishing minimum commissions which must be charged by members for the execution of business on the BSE for other members. This rule change has become effective pursuant to Section 19(b)(3)(B) of the Securities Exchange Act of 1934. Publication of the proposal is expected to be made in the Federal Register during the week of May 3. (Rel. 34-12387)

SECURITIES ACT REGISTRATIONS

(S-1) SOUTHERN AIRWAYS, INC.

Hartsfield Atlanta International Airport, Atlanta, Ga. 30320 - 166,667 Series B common stock purchase warrants, which may be offered for sale from time to time by the holder thereof at prices current at the time of sale. Southern Airways, Inc. is a regional airline. (File 2-56045 - Apr. 14)

(S-16) TEXTRON INC.

40 Westminster St., Providence, R.I. 02903 - 19,256 shares of common stock, which may be offered for sale from time to time by certain shareholders at prices current at the time of sale. Textron is a diversified company conducting its operations through a number of Divisions in five Groups--Aerospace, Consumer, Industrial, Metal Product and Creative Capital. (File 2-56169 - Apr. 28)

(S-6) VARIABLE ANNUITY ACCOUNT E OF AETNA VARIABLE ANNUITY LIFE INSURANCE COMPANY

151 Farmington Ave., Hartford, Conn. 06156 - \$10 million of non-tax qualified variable annuity contracts, to be offered for sale through AEtna Variable Annuity Life Insurance Company. Variable Annuity Account E is a unit investment trust organized under authority of the Board of Directors of that Company. When funded, it will hold the assets attributable to the variable annuity contracts being registered and will invest them in shares of AEtna Variable Fund, Inc. or AEtna Variable Encore Fund, Inc. (File 2-56171 - Apr. 28)

(S-7) VIRGINIA ELECTRIC AND POWER COMPANY

700 East Franklin St., Richmond, Va. 23261 - 500,000 shares of common stock, to be offered in connection with the company's Automatic Dividend Reinvestment Plan. The company is an electric and gas utility operating company. (File 2-56172 - Apr. 28)

(S-1) MEREDITH HOLDING CORPORATION

One Concourse Plaza, Skokie, Ill. 60076 - 2,000,000 shares of common stock, to be offered from time to time in exchange for selected real estate assets at the rate of one share for each \$20 of independently appraised value of unencumbered equity in real estate assets acquired. No underwriting is involved. Meredith was recently organized principally for the purpose of obtaining financing for the acquisition of, and to acquire control of and operate, life insurance companies. (File 2-56174 - Apr. 28)

REGISTRATIONS EFFECTIVE

April 21: The Standard Oil Company (Ohio), 2-55893.

April 22: The Municipal Bond Fund, Series 28, 2-55606.
April 23: Abbott Laboratories, 2-55765; American Telephone & Telegraph Co., 2-55954; Coachmen Industries Inc., 2-56027; Debron Corp., 2-55834; EG & G Inc., 2-56003;

Heublein Inc., 2-55826; Iowa Public Service Co., 2-55816; MGF Oil Corp., 2-55468 (90 days); The Perkin-Elmer Corp., 2-55786; S. S. Kresge Co., 2-55934; Tenneco Inc., 2-55979; TRW Inc., 2-55938 & 2-55937.

April 26: Central Illinois Light Co., 2-55790 & 2-55789; Chemical New York Corp., 2-55828; The Service Co., 2-55828; The Serv

April 26: Central Illinois Light Co., 2-55790 & 2-55789; Chemical New York Corp., 2-55869; Cordon International Corp., 2-55932; The Southern Co., 2-55928; The Southern Railway Co., 2-55776.

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.

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%. The following companies or individuals filed Schedule 13D's during the period April 5-15, 1976. 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.

| | REPORTING COMPANY OR INDIVIDUAL | ISSUER & NUMBER OF SHARES | DATE FILED |
|---|-----------------------------------|--|-----------------|
| * | American General Insurance Co. | Lincoln American Corp. (Lake Success, N.Y.) Common Stock - 1,076,084 shs. (20.86%) | 4-5-76 |
| | Mutual of Omaha Insurance Co. | United Benefit Life Insurance Co. (Omaha, Neb.) Capital Stock - 512,720 shs. (71.21%) | 4-5-76 |
| * | Harbor Fund Inc. | Hoerner Waldorf Corp. (St. Paul, Minn.) Common Stock - 185,070 shs. on conversion of Debentures | 4- 8- 76 |
| | Mickelberry Corp. | Neuhoff Bros., Packers, Inc. (Dallas, Tex.) Common Stock - 321,622 shs. (Above shares acquired from certain shareholders | 4-8-76) |
| * | Western Preferred Corp. | Tidelands Capital Corp. (New Orleans, La.) Common Stock - 2,747,147 shs. (62.2%) (841,356 of above shares were acquired pursuant to the Tender Offer which expired on Feb. 27, 1976) | , 4-8-76 |
| | Richard H. Swesnik | First Realty Investment Corp. (Miami Beach, Fla. Common Stock - 137,732 shs. on conversion of Debentures Preferred Stock - 2,175 shs. |)4-8-76 |
| | Herbert Blum | First Realty Investment Corp. (Miami Beach, Fla. Common Stock - 138,031 shs. Preferred Stock - 2,175 shs. (Pursuant to an agreement, Mr. Blum is entitled to 427,606 shares of Common Stock and a right to \$1,666,000 in shares of Common Stock and 50% of Preferred Stock) |)4-8-76 |
| * | Peter M. Schulter | Buck Engineering Co., Inc. (Farmingdale, N.J.) Common Stock - 281,700 shs. | 4-9-76 |
| * | Protection Services, Inc. | Eastern Industries, Inc. (Wescosville, Pa.) Common Stock - 332,415 shs. (Above shares purchased pursuant to Tender Offer) | 4-9-76 |
| | Security Pacific National Bank | International Industries, Inc. (Los Angeles, Cal. Common Stock - 104,150 shs. Common Stock - 2,637,544 shs. on conversion of Notes and Preference Stock | .)4-9-76 |

| * Goldman, Sachs & Co. | United Technologies Corp. (East Hartford, Conn. Common Stock - 72,912 shs. on conversion of Debentures |) 4-12-76 | |
|---|---|------------|--|
| Manufacturers Hanover Trust Co. | International Industries, Inc. (Los Angeles, Cal.)4-12-76 Common Stock - 22,803 shs. Common Stock - 581,051 shs. on conversion of Notes and Preference Stock | | |
| Richard R. Rogers | Mary Kay Cosmetics, Inc. (Dallas, Tex.) Common Stock - 377,762 shs. | 4-12-76 | |
| Joseph H. Hamilton, Voting Trustee (Kuttner Group) | Texfi Industries, Inc. (Greensboro, N.C.) Common Stock - 551,700 shs. (Mr. Hamilton individually owns 458,893 shares of Common Stock) | 4-12-76 | |
| * Babcock International Inc. (Wholly-owned subsidiary of Babcock & Wilcox Ltd. (England | American Chain & Cable Co. Inc. (Bridgeport, Conn.) Common Stock - 2,335,784 shs. (97%) (Above shares acquired pursuant to the Tender Offer) | 4-12-76 | |
| Consolidated Rail Corp. | Canada Southern Railway Co. (Philadelphia, Pa.) Common Stock - 107,163 shs. (71.4%) (Above shares were transferred to ConRail from two debtor railroads in reorganization) | 4-12-76 | |
| * LGS Employees' Savings and Investment Trust | Louisiana General Services, Inc. (Harvey, La.) Common Stock - 86,718 shs. | 4-12-76 | |
| John S. Samuels, 3rd | Exchange International Corp. (Chicago, Ill.) Common Stock - 190,727 shs. (16.6%) (Above shares were purchased from the Estate of George D. Sax) | 4-12-76 | |
| First National Bank of Chicago | International Industries, Inc. (Los Angeles, Cal Common Stock - 22,803 shs. Common Stock - 581,051 shs. on conversion of Notes and Preference stock | .) 4-12-76 | |
| * Icahn Shareholder Group | Highland Capital Corp. (New York City) Common Stock - 115,300 shs. | 4-12-76 | |
| Zero Manufacturing Co. | Canoga Industries (El Monte, Calif.) Common Stock - 1,215,337 shs. (100%) (Above shares acquired in merger of a wholly-owned subsidiary of Zero into Canoga) | 4-12-76 | |
| Wirtz Corp. | Medical Investment Corp. (Minneapolis, Minn.) Common Stock - 730,312 shs. on conversion of Notes | 4-12-76 | |
| *Chicago Stadium Corporation Chicago Balckhawk Hockey Team, Inc. | Medical Investment Corp. (Minneapolis, Minn.) Common Stock - 600,000 shs. (Wirtz Corp. is an affiliate of above Chicago companies) | 4-12-76 | |
| * Mankato Investment Co. | MidTex, Inc. (No. Mankato, Minn.) Common Stock - 202,614 shs. | 4-12-76 | |
| * Steinhardt, Fine, Berkowitz & Co. | Union Fidelity Corp. (Trevose, Pa.) Common Stock - 498,500 shs. | 4-12-76 | |
| * Don Curtis Whitaker | Hawthorne Financial Corp. (Hawthorne, Calif.) Common Stock - 66,200 shs. | 4-12-76 | |
| Group of Shareholders | California Financial Corp. (San Jose, Calif.) Capital Stock - 829,635 shs. | 4-13-76 | |
| Benjamin F. Westby | Pentair Industries, Inc. (St. Paul, Minn.) Common Stock - 72,767 shs. Common Stock - 47,800 shs. on exercise of Option | 4-14-76 | |
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| ACQUISITION REPORTS CONT. | | |
|---|---|---------|
| Estate of Herschel Greer | First Amtenn Corp. (Nashville, Tenn.) Common Stock - 310,879 shs. | 4-14-76 |
| Emil E. Ebner, Individually and as Custodian | Pentair Industries, Inc. (St. Paul, Minn.) Common Stock - 10,031 shs. | 4-14-76 |
| * Group of Shareholders | Booz . Allen & Hamilton Inc. (Chicago, Ill.) Common Stock - 341,443 shs. Common Stock - 35,500 shs. on exercise of Options | 4-14-76 |
| N.V. The Netherlands Insurance Company (Netherlands) | Midwestern United Life Insurance Co. (Fort Wayne, Ind.) Common Stock - 1,990,517 shs. (84%) (Above shares acquired pursuant to the Tender Offer) | 4-14-76 |
| * Group of Shareholders | Mediscience Technology Corp. (Moorestown, N.J.) Common Stock - 627,000 shs. Common Stock - 200,000 shs. on exercise of Warrants | 4-15-76 |
| * Flinchbaugh Products, Inc. Group | All-Tech Industries, Inc. (Miami Lakes, Fla.) Common Stock - 3,047,407 shs. | 4-15-76 |
| * Bernard L. Schwartz | Loral Corp. (New York City) Common Stock - 465,000 shs. | 4-15-76 |
| Bruce A. MacNaughton, Individually and as Trustee | National Beryllia Corp. (Haskell, N.J.) Common Stock - 71,338 shs. | 4-15-76 |
| * Marathon Energy, Ltd. | Pan Ocean Oil Corp. (New York City) Common Stock - 5,543,668 shs. Common Stock - 1,875,000 shs. on conversion of Notes (2,279,942 of above shares were acquired pursuant to the Tender Offer) | 4-15-76 |

* Amended Acquisition Report

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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