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RULES AND RELATED MATTERS

U.S. SECURITIES AND

EXCHANGE COMMISSION

FINANCIAL STATEMENT REQUIREMENTS FOR REGISTERED INVESTMENT COMPANIES; PROPOSED REVISION OF RULES

The Commission has announced the issuance of proposed rules to amend Article 6 of Regulation S-X which is applicable to financial statements filed by registered investment companies. The proposed revisions to Article 6 are intended to (1) eliminate rules which are duplicative of generally accepted accounting principles, (2) effect changes which recognize current industry practices, and (3) integrate and simplify the rules to improve financial reporting. The Commission has also proposed similar revisions to financial statement requirements for employee stock purchase, savings and similar plans. (Rel. 33-6374)

FOR FURTHER INFORMATION CONTACT: Clarence M. Staubs or John W. Albert at (202) 272-2133

AUTOMATIC EFFECTIVENESS OF POST-EFFECTIVE AMENDMENTS FILED BY INVESTMENT COMPANIES

The Commission today adopted certain amendments to Rule 465 under the Securities Act of 1933 governing automatic effectiveness to post-effective amendments to registration statements filed by open-end management investment companies and unit investment trusts, other than insurance company separate accounts. The amendments will facilitate the use by open-end management companies of prospectuses as the equivalent of annual reports to shareholders. (Rel. 33-6375)

FOR FURTHER INFORMATION CONTACT: Kathleen A. Jackson at (202) 272-2115 or Susan P. Hart at (202) 272-2098

REVISED PROCEDURES FOR PROCESSING POST-EFFECTIVE AMENDMENTS FILED BY SEPARATE ACCOUNTS OF INSURANCE COMPANIES

The Commission today issued a release proposing for comment: Rule 466 under the Securities Act of 1933 under which most post-effective amendments to Securities Act registration statements filed by insurance company separate accounts registered under the Investment Company Act of 1940 would become effective automatically, without affirmative action on the part of the staff; an amendment to Rule 465 under the Securities Act, under which investment company registrants filing post-effective amendments pursuant to paragraph (a) of that rule would be permitted to designate an effective date between the 60th and 80th day after filing; and related amendments to the registration statement forms under the Securities Act and Investment Company Act for open-end management investment companies and unit investment trusts. The Commission is also requesting comments on questions related to the inclusion of policyholder ratings assigned to insurance companies by nationally recognized rating organizations in the registration statements filed by insurance company separate accounts.

Comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, Washington, DC 20549 on or before March 15, 1982 and should refer to File No. S7-919. All comments will be available for public inspection. (Rel. 33-6376)

FOR FURTHER INFORMATION CONTACT: Kathleen A. Jackson at (202) 272-2115 or Susan P. Hart at (202) 272-2098

INVESTMENT COMPANY ACT RELEASES

DALLAS BUSINESS CAPITAL CORPORATION

An order has been issued declaring that Dallas Business Capital Corporation has ceased to be an investment company required to be registered under the Investment Company Act of 1940. (Rel. IC-12148 - Jan. 8)

FUNDEX, INC.

An order has been issued on an application of Fundex, Inc. (Applicant), an open-end, diversified, management investment company registered under the Investment Company Act of 1940, pursuant to Section 8(f) of the Act, declaring that Applicant has ceased to be an investment company as defined in the Act. (Rel. IC-12149 - Jan. 8)

THE FRANKLIN LIFE INSURANCE COMPANY

An order has been issued granting an application filed on October 19, 1981, and amended on November 25, 1981, December 3, 1981, and December 14, 1981, by The Franklin Life Insurance Company, Franklin Life Money Market Variable Annuity Fund C, and Franklin Financial Services Corporation (Applicants) exempting Applicants, pursuant to Section 6(c) of the Investment Company Act of 1940, to the extent requested from Sections 2(a)(32), 2(a)(35), 17(f)(3), 22(c), 22(d), 22(e), 26(a), 27(c)(1), 27(c)(2), and 27(d) of the Act and Rules 17f-2 and 22c-1 thereunder and pursuant to Section 11(a) of the Act approving certain offers of exchange. (Rel. IC-12150 - Jan. 8)

AMERICAN GENERAL LIFE INSURANCE COMPANY OF DELAWARE

An order has been issued on an application filed on June 19, 1981, and amended on November 12, 1981, by American General Life Insurance Company of Delaware, American General Life Insurance Company of Delaware Separate Account D and American General Capital Distributors, Inc., granting exemptions pursuant to Section 6(c) of the Investment Company Act of 1940 to the extent requested from Sections 2(a)(32), 2(a)(35), 22(c), 22(e), 26(a), 26(a)(2)(C), 27(a)(3), 27(c)(1), 27(c)(2), and 27(d) of the Act and Rule 22c-1 thereunder and approving certain offers of exchange pursuant to Section 11 of the Act. (Rel. IC-12151 - Jan. 8)

GINTEL FUND, INC.

A notice has been issued giving interested persons until February 2 to request a hearing on an application filed by Gintel Fund, Inc., and Gintel ERISA Fund, Inc. (Applicants), open-end, non-diversified, management investment companies, requesting a Commission order, pursuant to Section 6(c) of the Investment Company Act of 1940, declaring that Mr. Thomas H. Lenach, a director of Applicants, shall not be deemed an "interested person" of Applicants, its investment adviser or the principal underwriter of Applicants within the meaning of Section 2(a)(19) of the Act by reason of his position as a director of USLIFE Corporation. (Rel. IC-12152 - Jan. 8)

MELLON FINANCIAL COMPANY

An order has been issued on an application pursuant to Section 6(c) of the Investment Company Act of 1940 by Mellon Financial Company (Applicant), a Pennsylvania corporation which, pursuant to an order of the Commission dated August 21, 1980, is exempted from all provisions of the Act (1980 Order), to amend the terms of the 1980 Order to permit Applicant to organize one or more wholly-owned foreign or domestic financing subsidiaries. (Rel. IC-12154 - Jan. 11)

PROFESSIONAL INVESTORS FUND, INC.

An order has been issued on the Commission's own motion, pursuant to Section 8(f) of the Investment Company Act of 1940, declaring that Professional Investors Fund, Inc., has ceased to be an investment company as defined in the Act. (Rel. IC-12155 - Jan. 11)

FINANCIAL INTERNATIONAL CORPORATION

An order has been issued pursuant to Section 8(f) of the Investment Company Act of 1940 declaring that Financial International Corporation has ceased to be an investment company as defined in the Act. (Rel. IC-12156 - Jan. 11)

HOLDING COMPANY ACT RELEASES

THE COLUMBIA GAS SYSTEM, INC.

A notice has been issued giving interested persons until February 4 to request a hearing on a proposal by The Columbia Gas System, Inc., a registered holding company, to issue and sell an aggregate principal amount of \$300 million of debentures and common stock through December 31, 1982. (Rel. 35-22363 - Jan. 11)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

LISTING ACTIONS

Orders have been issued pursuant to Section 12(d) of the Securities Exchange Act of 1934 granting the applications of the following companies to list the specified securities on the following stock exchanges: American Stock Exchange, Inc. - S.F. Rykoff & Co., 12% convertible subordinated debentures, due November 15, 2001 (effective as of December 21, 1981); Buckhorn, Inc., Series A convertible preferred stock, regular way & when issued and common stock, regular way & when issued, IPM Technology, Inc., common stock, Telephone & Data Systems, Inc., common shares (all effective as of December 22, 1981); Olsten Corp., common stock, Integrity Entertainment Corp., common stock, Cardillo Travel Systems, Inc., common (all effective as of December 23, 1981); Saunders Leasing Systems, Inc., Class A common stock (effective as of January 4, 1982); Swift Independent Corp., common stock (effective as of January 5, 1982); Universal Resources Corp., 15-3/4% subordinated debentures, due December 15, 1996 (effective as of January 6, 1982). Boston Stock Exchange, Inc. - Datavision, Inc., common stock (effective as of January 4, 1982); Petrosystems International Inc., common stock (effective as of January 5, 1982); and Park City Consolidated Mines Co., capital stock (effective as of January 7, 1982). New York Stock Exchange, Inc. - Public Service Company of Indiana, Inc., \$75 million of first mortgage bonds, Series HH, 15-3/4% due December 1, 2011, Wisconsin Power & Light Co., 13-3/8% first mortgage bonds, Series S, due February 1, 1991 (\$45 million) (both effective as of December 16, 1981); Omnicare, Inc., common stock, Michigan Consolidated Gas Co., 15-5/8% first mortgage bonds, Series due November 15, 1991 (both effective as of December 18, 1981); Kingdom of Denmark, 14-5/8% notes, due November 15, 1988 (effective as of December 22, 1981); European Investment Bank, 14-5/8% notes, due November 15, 1991, Citicorp, 16.45% notes, due November 1, 1986 (both effective as of December 24, 1981); Commercial Credit Co., 14-1/8% notes, due December 1, 1985 (effective as of December 29, 1981); Barnett Banks of Florida Inc., \$2.375 cumulative convertible preferred stock, Gulfstream Banks, Inc., common stock (both effective as of December 30, 1981); Petrolane, Inc., 14-7/8% notes, due 1991, Republic of Finland, 14-3/4% notes, due 1986 (both effective as of January 6, 1982); Superior Oil Company, 14-3/8% notes, due December 1, 1991, United States Leasing Corp., 15-3/4% senior notes, due January 15, 1987 (both effective as of January 7, 1982). Pacific Stock Exchange, Inc. - Pantry Pride, Inc., Class A cumulative convertible preference stock and Class B cumulative convertible preference stock (effective as of December 23, 1981); and San Diego Gas & Electric Co., \$4.65 cumulative preference stock (effective as of December 30, 1981). Philadelphia Stock Exchange, Inc. - Reliance Insurance Co., \$2.68 Series A cumulative preferred stock, Reliance Group, Inc., 9-7/8% sinking fund debentures, due 1998 and 9-7/8% sinking fund debentures, due 1999, Reliance Financial Services Corp., 8-1/2% sinking fund debentures, due 1992 and 9-5/8% sinking fund debentures, due 1997, and Reliance Financial Group, Inc., \$15.00 cumulative preferred stock, Series A, \$3.12 cumulative preferred stock, Series C, 17% senior debentures, due 1996 and 14% senior debentures, due 1996 (all effective as of January 6, 1982).

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGES

The following stock exchanges have filed proposed rule changes pursuant to Rule 19b-4: The Philadelphia Stock Exchange, Inc. (SR-Phlx-81-20) to revise its listing fee schedule. (Rel. 34-18405); The American Stock Exchange, Inc. (SR-Amex-81-24) to rescind shareholder approval requirements for certain acquisitions and executive compensation arrangements. (Rel. 34-18406); and The Pacific Stock Exchange, Inc. (SR-PSE-81-25) to require that admission to the PSE's San Francisco Equities Trading Floor be by badge only. (Rel. 34-18410)

Publication of the proposals filed by Phlx and PSE are expected to be made in the Federal Register during the week of January 11; and Amex, January 18.

NOTICE OF IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The following stock exchanges have filed proposed rule changes which have become effective under Section 19(b)(3)(A) of the Securities Exchange Act of 1934: The Philadelphia Stock Exchange, Inc. (SR-Phlx-81-19) to increase members' transactions fees and option data transmission charges and to introduce a schedule of Quotron terminal fees. (Rel. 34-18407); The Boston Stock Exchange, Inc. (SR-BSE-81-13) to increase certain member charges generally relating to their floor trading activity, and establish new member fees for the use of quotation devices and other communications equipment. (Rel. 34-18408); and The Cincinnati Stock Exchange (SR-CSE-81-4) to impose a minimum monthly fee on each user of its National Securities Trading System. (Rel. 34-18409)

Publication of the proposals filed by Phlx and BSE are expected to be made in the Federal Register during the week of January 11; and CSE, January 18.

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; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

- (S-18) SOVEREIGN OIL COMPANY, INC., 6801 West 66th Pl., Chicago, IL 60638 (312) 594-6300 - 1,000,000 shares of common stock. The company is engaged in compounding, blending, packaging and distributing motor oil, transmission fluid and automotive chemicals. (File 2-75547-C - Dec. 30, 1981) (Br. 9 - New Issue)
- (S-11) PREMIER MORTGAGE CORPORATION, 3218 Nebraska Ave., Santa Monica, CA 90404 - \$80 million of $\frac{1}{8}$ mortgage stream bonds, Series A, due February 1997. Underwriter: Drexel Burnham Lambert Incorporated. (File 2-75630 - Jan. 8) (Br. 1 - New Issue)
- (S-6's) MUNICIPAL INVESTMENT TRUST FUND, FORTY-SECOND NEW YORK SERIES; MUNICIPAL INVESTMENT TRUST FUND, SIXTH FLOATING RATE SERIES; MUNICIPAL INVESTMENT TRUST FUND, TWO HUNDRED TWELFTH MONTHLY PAYMENT SERIES; THE CORPORATE INCOME FUND, ONE HUNDRED SEVENTY-FIRST SHORT TERM SERIES; AND THE CORPORATE INCOME FUND, ONE HUNDRED SEVENTY-SECOND SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest (each Series). Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Bache Halsey Stuart Shields Incorporated and Shearson/American Express Inc. (File 2-75637, 2-75638, 2-75639, 2-75640 and 2-75641 - Jan. 8) (Br. 17 - New Issues)
- (S-8) FORD MOTOR CREDIT COMPANY, The American Rd., Dearborn, MI 48121 (313) 322-3000 - \$100 million of variable denomination floating rate demand notes. (File 2-75642 - Jan. 8) (Br. 2)
- (S-8) GREAT EASTERN ENERGY AND DEVELOPMENT CORPORATION, Suite 2100, 701 East Byrd St., Richmond, VA 23219 (804) 648-2348 - \$200,000 of interests of participation. (File 2-75643 - Jan. 8) (Br. 3)
- (S-2) NUPETRO OIL & GAS CORP., 350 Fifth Ave., Suite 3720, New York, NY 10118 - 2,250,000 units. Underwriter: Brodis Galant Securities, One Great Neck Rd., Great Neck, NY 11021 (516) 466-5566 or (800) 895-7467. The company will engage in the exploration for and production and sale of oil and gas primarily through limited partnership drilling programs. (File 2-75645 - Jan. 8) (Br. 4 - New Issue)
- (S-7) FARM HOUSE FOODS CORPORATION, 777 East Wisconsin Ave., Suite 3450, Milwaukee, WI 53202 (414) 271-5050 - \$5 million of senior subordinated debentures, due 1992. Underwriter: Offerman & Co., Inc., 5100 Gamble Dr., Minneapolis, MN 55481 (612) 541-8900. The company is engaged in wholesale distribution of food and related productions and the operation of retail drug stores and mass merchandising stores. (File 2-75647 - Jan. 11) (Br. 4)

- (S-8) KAY LABORATORIES, INC., 1660 Hotel Circle North, Suite 625, San Diego, CA 92108 (714) 297-5470 - 500,000 shares of common stock. (File 2-75648 - Jan. 11) (Br. 8)
- (S-16) ANACOMP, INC., 11550 North Meridian St., Suite 600, Carmel, IN 46032 (317) 844-9666 - \$40 million of 8 convertible subordinated debentures, due January 15, 2002. Underwriter: Shearson/American Express Inc. The company provides a broad range of computer and data center services. (File 2-75650 - Jan. 11) (Br. 9)
- (S-8) EMPLOYEES THRIFT PLAN OF TEXACO INC., 2000 Westchester Ave., White Plains, NY 10650 (914) 253-4000 - 10,000,000 shares of common stock. (File 2-75651 - Jan. 11) (Br. 4)
- (S-8) ORROX CORPORATION, 3303 Scott Blvd., Santa Clara, CA 95050 (408) 988-2000 - 439,187 shares of common stock. (File 2-75652 - Jan. 11) (Br. 7)
- (S-16) KANSAS-NEBRASKA NATURAL GAS COMPANY, INC., 300 North St. Joseph Ave., Hastings, NB 68901 (402) 462-2141 - 122,661 shares of common stock. The company is an integrated natural gas enterprise. (File 2-75654 - Jan. 11) (Br. 7)

REGISTRATIONS EFFECTIVE

- Jan. 5: Archer-Daniels-Midland Co., 2-75414; Chancellor Government Securities Trust, 2-74139; Oil Producers Equipment Corporation, 2-74761-FW.
- Jan. 6: Kemper Tax-Exempt Income Trust, Series 29, 2-74638.
- Jan. 7: Cayman Resources Corporation, 2-74167; Centennial Cash Accumulation Fund, Inc., 2-67070; Central Louisiana Electric Company, Inc., 2-75425; Crystal Oil Company, 2-75374; Farmland Industries, Inc., 2-75071; The First Trust of Insured Municipal Bonds, Series 74, 2-75085; Gould Inc., 2-75434; Gulf Energy & Development Corporation, 2-75235; Mercantile Bancorporation Inc., 2-75582; Municipal Investment Trust Fund, Two Hundred Ninth Monthly Payment Series, 2-75132; Nuveen Tax-Exempt Bond Fund, Series 196, 2-75323.
- Jan. 8: Colonial Gas Company, 2-75458; Detroit Edison Company, 2-75424; Franklin Life Money Market Variable Annuity Fund C, 2-74459; South Jersey Industries, Inc., 2-75421; Wilcor, Inc., 2-75565.

REGISTRATIONS WITHDRAWN

- Dec. 7, 1981: Energy Capital Resources, Inc., 2-71130.
- Jan. 4, 1982: Continental Cablevision, Inc., 2-73738; Pacific Pre-Built Industries, Inc., 2-71317; Simla Energy, 2-72784.

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 December 21 - 24, 1981. 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.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
* Robert Pace Schofield, Jr.	Adams-Millis Corporation (High Point, NC) Common Capital Stock - 196,200 shares	12-21-81
* Morris Yoffe Chickee Yoffe, Individually and as Trustee Eve Yoffe Corporate Planners, Inc. Pension Plan	American Medical Affiliates, Inc. (Fort Washington, PA) Common Stock - 276,430 shares (27.3%)	12-21-81
* International Moneyline of Calif. Edwin Fancher Greenwich Fine Arts Inc. Graphics Club Ltd., et al	BRT Realty Trust (NYC) Shares of Beneficial Interest - 288,500 (20.6%)	12-21-81

ACQUISITION REPORTS CONT.

* Isadore Diamond Gordon H. McNeil Seymour Vigman	Bunnington Corporation (Rochester, NY) Common Stock - 1,370,833 shares (39%)	12-21-81
Merwin Gordon Woodward	Charter Medical Corporation (Macon, GA) Class A Common Stock - 237,229 shares (Included above are shares owned by his wife.)	12-21-81
Monte J. Wallace Neil W. Wallace	ConVest Energy Corporation (Houston, TX) Common Stock - 8,511,690 shares (64.8%)	12-21-81
Century Partners	EPSCO, Incorporated (Westwood, MA) Common Stock - 111,000 shares	12-21-81
Peter Paul Enterprises, Inc. (Wholly-owned subsidiary of Peter Paul Corporation (Canada))	First General Resources Company (NYC) Shares of Beneficial Interest - 1,350,000 (44.22%)	12-21-81
Lukens Steel Company, Parent Stewart Holding Company	General Steel Industries, Inc. (St. Louis, MO) Common Stock - 934,047 shares (26.5%) Common Stock - 725,000 shares on exercise of option	12-21-81
Legal & General Assurance Corp. Legal & General Assurance Co. of New York (Legal & General Group Ltd. (U.K.), Parent	Government Employees Life Insurance Co. (Rockville, MD) Common Stock - 4,210,407 shares (94%) (1,284,632 of above shares were acquired pursuant to the Tender Offer.)	12-21-81
Harper & Row, Publishers, Inc. Profit Sharing Plan	Harper & Row, Publishers, Inc. (NYC) Common Stock - 152,585 shares	12-21-81
Harper & Row, Publishers, Inc. Employee Stock Plan	Harper & Row, Publishers, Inc. (NYC) Common Stock - 520,000 shares (19.1%)	12-21-81
Entwistle Company	Haverhill Gas Company (Amesbury, MA) Common Stock - 23,000 shares	12-21-81
GAN Vie, Compagnie Francoise d'Assurances Sur La Vie (France) (Wholly-owned subsidiary of Societe Centrale du Groupe des Assurances Nationales (France) Hawkeye Bancorporation	Hawkeye National Life Insurance Company (Des Moines, IA) Common Stock - 353,000 shares on exercise of options	12-21-81
* Industrial Equity (Pacific) Ltd. (Hong Kong) Wilbur Enterprises Ltd. (Hong Kong) Industrial Equity Ltd. (Australia), et al	Higbee Company (Cleveland, OH) Common Stock - 98,600 shares	12-21-81
* H. K. Porter Company, Inc.	MacMillan, Inc. (NYC) Common Stock - 2,621,900 shares (21.4%)	12-21-81
John T. Vucurevich	Midland Bancorp, Inc. (Chicago, IL) Common Stock - 52,400 shares	12-21-81
* Bass Brothers Enterprises, Inc.	Punta Gorda Isles, Inc. (Punta Gorda, FL) \$1.104 Conv. Preferred Stock - 59,200 shares (10.6%)	12-21-81
Columbia Pictures Industries, Inc.	Walter Reade Organization, Inc. (NYC) Common Stock - 1,737,305 shares (30.9%) (Columbia has entered into Agreements to acquire above shares.)	12-21-81
* Justin S. Colin Roger J. Hochstin Abraham Kaplan, Trustee Evelyn Green Davis, Trustee Cynthia Colin, Individually and as Custodian	Starrett Housing Corporation (NYC) Common Stock - 1,201,320 shares (36.84%)	12-21-81

ACQUISITION REPORTS CONT.

Joe R. Love Carl B. Kendrick Financial Group Limited	Sunstates Corporation (Raleigh, NC) Common Stock - 263,100 shares (12.8%)	12-21-81
* Madison Fund, Inc.	Varian Associates, Inc. (Palo Alto, CA) Common Stock - 2,000,000 shares (25%)	12-21-81
* Berkeley Bio-Medical, Inc.	Washington Corporation (Chevy Chase, MD) Common Stock - 236,700 shares (14.1%) Common Stock - 88,934 shares on conversion of Preferred Stock	12-21-81
* David S. Logan, Trustee Reva Logan, Individually and as Trustee	Citination Development Trust (Beverly Hills, CA) Common Stock - 35,400 shares	12-22-81
* Gulf + Western Industries, Inc. Charles G. Bluhorn	Polaroid Corporation (Cambridge, MA) Common Stock - 2,217,400 shares	12-22-81
* Hickory Furniture Company Technical Equipment Leasing Corp. Telvest, Inc. Telco Leasing, Inc. Libco Corporation Clyde Wm. Engle	Standard-Coosa-Thatcher Company (Chattanooga, TN) Common Stock - 63,000 shares	12-22-81
Georgia Railroad Bank & Trust Co., Executor Carol C. Hutchinson, Administratrix Lynda M. Hutchinson, Executrix Jeanette Hutchinson Belodeaux, et al	Town & Country Mobile Homes, Inc. (Thomason, GA) Common Stock - 3,424,366 shares (53.73%)	12-22-81
* Herbert N. Faintich	American Solar King Corp. (Waco, TX) Common Stock - 107,850 shares Common Stock - 7,000 shares on exercise of warrants	12-23-81
Hanover Capital Corporation Page Mill Group II Benson A. Selzer Daniel J. Sullivan	Bastian Industries, Inc. (NYC) Conv. Preferred Stock - 365,920 shares (57.9%)	12-23-81
Benson A. Selzer Bernard M. Goldsmith Samuel Ofrichter Daniel J. Sullivan Page Mill Group II	Bastian Industries, Inc. (NYC) Common Stock - 1,066,661 shares (42.9%)	12-23-81
* Transtechnology Corporation	Breeze Corporations, Inc. (Union, NJ) Common Stock - 85,939 shares (11.25%)	12-23-81
* Gary L. Davidson, Individually and as Trustee Timothy J. Salyer	California Real Estate Trust (Newport Beach, CA) Shares of Beneficial Interest - 77,095 (10.24%)	12-23-81
* Thomas K. Denton Prudence W. Martin A. G. Hamilton Irving Chudy	Conrac Corporation (Stamford, CT) Common Stock - 268,700 shares (12.4%)	12-23-81
Louis T. Kimple William C. Kimple, Individually and as Custodian Lawrence G. Stevens, Jr. Jerome R. Balka	Dixico Incorporated (Dallas, TX) Common Stock - 615,614 shares (20.3%)	12-23-81
SP-Sub, Inc. (Wholly-owned subsidiary of Sealed Power Corporation)	Kent-Moore Company (Warren, MI) Common Stock - 720,852 shares (38.6%) (Above shares were acquired pursuant to the Tender Offer.)	12-23-81

ACQUISITION REPORTS CONT.

Kratos, Inc.	Keuffel & Esser Company (Morristown, NJ) Common Stock - 1,152,800 shares (66.68%) (Kratos has entered into a Purchase Agreement to acquire above shares.)	12-23-81
Fiduciary & General Corporation	Lifesurance Corporation (Atlanta, GA) Common Stock - 308,434 shares (40%) (Fiduciary has entered into an agreement to acquire above shares.)	12-23-81
Baldwin-United Corporation	MGIC Investment Corporation (Milwaukee, WI) Common Stock - 235,854 shares Common Stock - 4,178,813 shares (15.6%) on exercise of options	12-23-81
James H. Bright	Nevada Resources, Inc. (Reno, NV) Common Stock - 850,000 shares (23%)	12-23-81
Georgia L. Wales, Co-Executrix	Newport Corporation (Fountain Valley, CA) Common Stock - 255,483 shares (11.9%)	12-23-81
* Parkway Company ICM Realty	Riviere Realty Trust (Washington, DC) Shares of Beneficial Interest - 505,087 (55.6%)	12-23-81
* Peter Cundill & Associates, Ltd. (Canada)	Michael Baker Corporation (Beaver, PA) Common Stock - 115,500 shares (12.5%)	12-24-81
Midhurst Corporation (Wholly-owned subsidiary of S. Pearson & Son (U.K.))	Cedar Point, Inc. (Sandusky, OH) Common Stock - 847,642 shares (25%)	12-24-81
* Telephone Utilities, Inc. (Wholly-owned subsidiary of Pacific Power & Light Company)	Cencom, Inc. (Rushford, MN) Common Stock - 66,926 shares (17.8%)	12-24-81
Telephone Utilities, Inc. (Wholly-owned subsidiary of Pacific Power & Light Company)	Comdial Corporation (San Francisco, CA) Common Stock - 1,380,120 shares (20%)	12-24-81
CCA Nucorp Holding, Inc.	Components Corporation of America (Dallas, TX) Capital Stock - 660,350 shares (86.1%)	12-24-81
* Crane Co.	Ferro Corporation (Cleveland, OH) Common Stock - 1,027,000 shares (13.3%)	12-24-81
* Friedrich Flick Industriever- waltung KGaA (West Germany)	W. R. Grace & Co. (NYC) Common Stock - 12,866,560 shares (27%)	12-24-81
Merry Mary Fabrics, Inc. Carsilco International, Ltd. (Canada) Marvin Carsley (Canada) Stephen Meadow	Hartfield-Zodys, Inc. (Los Angeles, CA) Common Stock - 501,800 shares (14.5%)	12-24-81
* Andrew E. Colson, Jr.	Major Pool Equipment Corp. (Clifton, NJ) Common Stock - 180,372 shares (26%)	12-24-81
* ARMCO Inc.	Oregon Metallurgical Corporation (Albany, OR) Common Stock - 11,661,879 shares (77%)	12-24-81
Harris Associates, Inc.	Production Operators Corp. (Atlanta, GA) Common Stock - 123,000 shares Common Stock - 537,317 shares on conversion of Debentures	12-24-81
Joseph E. Cresci	Royal Business Forms, Inc. (Nashua, NH) Common Stock - 41,260 shares	12-24-81
Mildred E. Cresci	Royal Business Forms, Inc. (Nashua, NH) Common Stock - 41,260 shares	12-24-81