

# sec news digest

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March 29, 1982

Issue 82-59

U.S. SECURITIES AND  
EXCHANGE COMMISSION

## CIVIL PROCEEDINGS

### AMERICAN WESTERN SECURITIES, INC. PERMANENTLY ENJOINED

The Denver Regional Office announced that on March 17 the Honorable Jim R. Carrigan, Judge, U.S. District Court for the District of Colorado, signed an Order of Permanent Injunction against American Western Securities, Inc. (AmWest), a Denver, Colorado broker-dealer, permanently enjoining AmWest from violating the antifraud provisions of the Securities Act of 1933 and certain provisions of the Securities Exchange Act of 1934 and the rules thereunder relating to: recordkeeping; record preservation; net capital and customer reserve protection requirements governing broker-dealers; notice requirements; the prompt payment for securities and extension of credit requirements. AmWest consented to the entry of the permanent injunction without admitting or denying the allegations in the Commission's complaint.

In addition, the March 17 Order contemplates that AmWest will commence a self-liquidation of its business under the supervision of the National Association of Securities Dealers, Inc. (NASD). The Order directs AmWest, except under a plan of self-liquidation approved and supervised by the NASD, to (a) cease doing any business as a broker-dealer; (b) not purchase, sell or transfer any of its assets; (c) not issue any checks; and (d) after notice to the NASD, and if not objected to by the NASD, complete any securities or other transaction which remained uncompleted as of trade date, March 16, under certain conditions specified in the Order. (SEC v. American Western Securities, Inc., USDC, Colorado, Civil Action No. 82-Z-396). (LR-9626)

## INVESTMENT COMPANY ACT RELEASES

### MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY

A notice has been issued giving interested persons until April 19 to request a hearing on an application by Massachusetts Mutual Life Insurance Company (Mass Mutual) and Massachusetts Mutual Variable Annuity Fund 4 (the Fund) (together, Applicants), for an order, pursuant to Section 6(c) of the Investment Company Act of 1940, exempting Applicants from the provisions of Sections 22(e), 27(c)(1), and 27(d) of the Act to the extent necessary to permit compliance by Applicants with certain provisions of the Revised Civil Statutes of the State of Texas. The Fund is registered under the Act as a unit investment trust; Mass Mutual is its depositor and principal underwriter. (Rel. IC-12331 - Mar. 25)

### INSURAMERICA CORPORATION

A notice has been issued giving interested persons until April 20 to request a hearing on an application of Insuramerica Corporation (to be Great-West Life & Annuity Insurance Company as of April 1, 1982) and Maxim Series Account of Insuramerica Corporation, a separate account registered under the Investment Company Act of 1940 as a unit investment trust, for an order pursuant to Section 6(c) of the Act granting exemptions from certain provisions of Sections 2(a)(32), 2(a)(35), 22(c), 22(e), 26(a), 27(c)(1), 27(c)(2), and 27(d) of the Act and Rule 22c-1 thereunder to the extent necessary to permit the transactions described in the application and for approval of certain offers of exchange pursuant to Section 11 of the Act. (Rel. IC-12332 - Mar. 26)

### THE MUTUAL LIFE INSURANCE OF COMPANY OF NEW YORK

A notice has been issued giving interested persons until April 20 to request a hearing on an application of The Mutual Life Insurance Company of New York and The MONY Variable Account-A, a separate account registered under the Investment Company Act of 1940 as a management investment company, for an order pursuant to Section 6(c) of the Act amending portions of a prior order (Rel. IC-5629) exempting Applicants from provisions of Sections 22(d) and 27(c)(2) of the Act to the extent necessary to permit the transactions described in the application. (Rel. IC-12333 - Mar. 26)

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## HOLDING COMPANY ACT RELEASES

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### GEORGIA POWER COMPANY

A notice has been issued giving interested persons until April 20 to request a hearing on a proposal by Georgia Power Company, subsidiary of The Southern Company, to acquire, by purchase or lease, up to 500 railroad cars prior to December 31, 1985. (Rel. 35-22430 - Mar. 26)

An order has been issued authorizing an extension from April 30, 1982 until October 31, 1982 for Georgia Power to issue and sell up to \$125 million of previously authorized first mortgage bonds. (Rel. 35-22432 - Mar. 26)

### THE HARTFORD ELECTRIC LIGHT COMPANY

A notice has been issued giving interested persons until April 19 to request a hearing on a proposal by The Hartford Electric Light Company, subsidiary of Northeast Utilities, to issue and sell at competitive bidding up to \$40 million of first mortgage bonds not later than June 30, 1982. (Rel. 35-22431 - Mar. 26)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTINGS GRANTED

Orders have been issued granting the applications of the following stock exchanges to strike the specified securities of the following companies from listing and registration thereon: Philadelphia Stock Exchange, Inc. - St. Joe Mineral Corporation, all put and call option contracts respecting the common stock. (Rel. 34-18595); Gino's Incorporated, common stock (no par value). (Rel. 34-18597); and the New York Stock Exchange, Inc. - Reliance Group, Incorporated, 9-7/8% subordinated sinking fund debentures, due 9/1/98, and 9-7/8% subordinated sinking fund debentures, due 6/1/99; Reliance Financial Services Corp., 8-1/2% sinking fund debentures, due 4/15/92, and 9-5/8% sinking fund debentures, due 11/15/97; and Reliance Insurance Company, \$2.68 Series A, cumulative preferred stock. (Rel. 34-18596)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF EFFECTIVENESS OF PROPOSED RULE CHANGE

A rule change filed by Options Clearing Corporation pursuant to Rule 19b-4 (SR-OCC-82-4) has become effective in accordance with Section 19(b)(3)(A) of the Securities Exchange Act of 1934. The rule change would restate or modify portions of OCC's interpretations and policies regarding its margin rules for "cash options," i.e., options contracts on securities that are subject to a cash merger. OCC would value in-the-money options at an amount equal to the difference between the cash payable on exercise and the aggregate exercise price and would value at-the-money or out-of-the-money cash options at zero. The proposal also would require that short positions in in-the-money cash options be margined at 100% of the daily options marking price, rather than at 130%, the percentage used for regular stock options. The purpose of these changes is to eliminate margin requirements which OCC believes are excessive. Publication of the proposal is expected to be made in the Federal Register during the week of March 29. (Rel. 34-18588)

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## SECURITIES ACT REGISTRATIONS

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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-8) KEANE, INC., 210 Commercial St., Boston, MA 02109 (617) 742-9100 - 45,000 shares of common stock. (File 2-76657 - Mar. 25) (Br. 9)

- (S-1) COTTER & COMPANY, 2740 North Clybourn Ave., Chicago, IL 60614 - 25,000 shares of Class A common stock, \$100 par value. The company is a member-owned wholesaler and manufacturer of hardware, variety and related products. (File 2-76658 - Mar. 26) (Br. 9)
- (S-15) FIRST NATIONAL STATE BANCORPORATION, 550 Broad St., Newark, NJ 07101 (201) 565-3681 - 251,000 shares of common stock. (File 2-76659 - Mar. 26) (Br. 2)
- (S-15) ELECTRONIC DATA SYSTEMS CORPORATION, 7171 Forest Lane, Dallas, TX 75230 (214) 661-6000 - 336,611 shares of common stock. (File 2-76660 - Mar. 26) (Br. 8)
- (S-16) HOUSTON INDUSTRIES INCORPORATED, 611 Walker Ave., Houston, TX 77002 (713) 228-2474 - 4,500,000 shares of common stock. Underwriter: Goldman, Sachs & Co. The company is engaged in the generation, transmission, distribution and sale of electric energy. (File 2-76661 - Mar. 26) (Br. 8)
- (N-1) MONEY MARKET INCOME TRUST, 421 Seventh Ave., Pittsburgh, PA 15219 (412) 288-1900 - an indefinite number of shares. (File 2-76662 - Mar. 26) (Br. 16 - New Issue)
- (S-6) MASSACHUSETTS TAX EXEMPT UNIT TRUST, SERIES 38, 60 State St., Boston, MA 02109 - 7,000 units. Depositor: Moseley, Hallgarten, Estabrook & Weeden Inc. (File 2-76663 - Mar. 26) (Br. 16 - New Issue)
- (S-8) EVEREST & JENNINGS INTERNATIONAL, 2310 S. Sepulveda Blvd., Los Angeles, CA 90064 (213) 879-1131 - 600,000 shares of Class A common stock. (File 2-76664 - Mar. 26) (Br. 8)
- (S-1) TEXLAND DRILLING PROGRAM-1982, 3402 Fort Worth National Bank Bldg., Fort Worth, TX 76102 - 1,600 preformation partnership interest. (File 2-76665 - Mar. 26) (Br. 3 - New Issue)
- (S-1) MISSION RESOURCES INCOME FUND-I, 8000 Edgewater Dr., P.O. Box 2300, Oakland, CA 94614 (415) 638-1800 - 20,000 units of preformation limited partnership interests (\$1,000 per unit). (File 2-76666 - Mar. 26) (Br. 4 - New Issue)
- (S-1) ELOC 1982 PROGRAM, LTD., 2808 Liberty Tower, Oklahoma City, OK 73102 (405) 235-7077 - \$8 million of units of participation, at \$5,000 per unit, as limited partnership interests. (File 2-76667 - Mar. 26) (Br. 9 - New Issue)
- (S-1) MID-CONTINENTAL ENERGY CORPORATION, 7033 Village Parkway, Suite 214, Dublin, CA 94566 (415) 828-7610 - 1,100,000 shares of common stock. Underwriter: Roedeinger, Incorporated, 171-12th St., Oakland, CA 94607. The company is engaged in the acquisition, exploration, development and operation of oil and gas properties. (File 2-76668 - Mar. 26) (Br. 10 - New Issue)
- (S-11) NORTHWEST TIMBER PARTNERS I, 4800 SW Griffith Dr., Beaverton, OR 97005 - 20,000 units of limited partnership interests. (File 2-76670 - Mar. 26) (Br. 4 - New Issue)
- (S-16) CALIFORNIA REAL ESTATE INVESTMENT TRUST, 601 Montgomery St., Suite 800, San Francisco, CA 94111 (415) 433-1805 - 500,000 common shares of beneficial interest. (File 2-76671 - Mar. 26) (Br. 6)
- (S-8) MORTON-NORWICH PRODUCTS, INC., 110 North Wacker Dr., Chicago, IL 60606 - interest in Employee Savings and Investment Plan. (File 2-76672 - Mar. 26) (Br. 1)
- (S-1) PHOTON SOURCES, INC., 12163 Globe Rd., Livonia, MI 48150 (313) 591-0101 - 320,000 units, each unit consists of one share of common stock and one four-year common stock purchase warrant. Underwriters: The Illinois Company Incorporated and Van Kasper & Company. The company is a supplier of industrial carbon dioxide laser equipment and systems. (File 2-76673 - Mar. 26) (Br. 8)
- (S-16) TEXAS ELECTRIC SERVICE COMPANY, Electric Service Bldg., 115 West Seventh St., Fort Worth, TX 76102 (817) 336-9411 - \$75 million of first mortgage bonds, Series due April 1, 2012. Underwriters: Goldman, Sachs & Co., Blyth Eastman Paine Webber Incorporated, Merrill Lynch White Weld Capital Markets Group, and Salomon Brothers Inc. The company is engaged in the generation, purchase, transmission, distribution and sale of electricity. (File 2-76675 - Mar. 26) (Br. 8)
- (S-8) ENERGY SYSTEMS, INCORPORATED, 9025 Flying Could Dr., Eden Prairie, MN 55344 (612) 94103838 - 400,000 shares of common stock. (File 2-76676 - Mar. 26) (Br. 8)

REGISTRATIONS EFFECTIVE

Mar. 5: Statewide Bancorp, 2-76030 (corrected order).  
 Mar. 11: Strategic Mineral Holdings, Inc., 2-75806-S.  
 Mar. 12: Telstar Corporation, 2-75852-C.  
 Mar. 16: The Corporate Income Fund, One Hundred Eighty-Second Short Term Series, 2-76085; Inesco, Inc., 2-75887-A; Municipal Investment Trust Fund, Two Hundred Eighteenth Monthly Payment Series, 2-76149.  
 Mar. 17: Municipal Investment Trust Fund, Fifth California Series, 2-76269.  
 Mar. 18: Digital Datacom, Inc., 2-75090-LA.  
 Mar. 19: Enterprise Energy Partners 1982, 2-76156; Frontier Holdings, Inc., 2-76534; Geovest Drilling Fund, Ltd., 1982A, 1982B, 1982C & 1982D, 2-76342; Harmony, Inc., 2-75990; The Municipal Bond Trust, California Series E, 2-73689; USAA Tax Exempt Fund, Inc., 2-75093.  
 Mar. 22: First Seneca Corporation, 2-76216; Florida WestCoast Banks, Inc., 2-76107; Idaho Power Company, 2-76404; Texas Commerce Bancshares, Inc., 2-76321; Trafalgar Industries, Inc., 2-76546; Whitmar 1982 Exploration Funds, 2-75427.  
 Mar. 23: Citba Financial Corporation, 2-76498; Diamond Shamrock Corporation, 2-76566; Hutton AMA Cash Fund, Inc., 2-75534; P & M Financial Services Corporation, 2-75924; Southwest National Corporation, 2-76067; Racz Strategic Metals Equity Fund, Inc., 2-74334; Waterbridge One, Inc., 2-74066.

REGISTRATIONS WITHDRAWN

Mar. 16: Wiston XIV, 2-73555.  
 Mar. 17: Caravatt Communications, Inc., 2-73675-NY.  
 Mar. 19: Wisconsin Gas Company, 2-72491.  
 Mar. 22: Spartan Drilling Limited I, 2-73463.  
 Mar. 23: Commonwealth Equity Trust, 2-76079.

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEMS NO.	DATE
AMERICAN LEASING INVESTORS III-B	2,7	12/31/81
AMERICAN LEASING INVESTORS III-C	2,7	12/30/81
ASTRONICS CORP	4,7	03/12/82
CONSOLIDATED EQUITIES CORP	5	02/08/82
FILL R UP SYSTEMS INC	2	03/15/82
HOSPITAL TRUST CORP	2,5	03/19/82
MESA ROYALTY TRUST/TX	5	03/15/82
MICHIGAN RIVET CORP	2,7	03/10/82
MCLX INC	2,7	03/01/82
NATCO INDUSTRIES INC	5	03/10/82
NORTHERN STATES POWER CO /MN/	5	02/23/82
PACIFIC COAST MEDICAL ENTERPRISES	3	03/23/82
PHOTOGRAPHIC SCIENCES CORP	2,7	03/10/82
PENDEROSA SYSTEM INC	4	03/16/82
PRAIRIE PRODUCING CO	2,7	03/11/82
SANANCO ENERGY CORP	5	03/01/82
SUPREX ENERGY CORP	1,7	03/24/82
TRANS CANADA OPTICS INC	5,7	03/10/82
ULTRA MEDICAL DEVICES INC	2,7	09/04/81
XWEST ENERGY INC	5,7	02/23/82