Issue 82-116

U.S. SECURITIES AND

COMMISSION ANNOUNCEMENTS

EXCHANGE COMMISSION

COMMISSION'S LOST AND STOLEN SECURITIES PROGRAM CONTINUES TO EXPAND

The Commission's Lost and Stolen Securities Program continues to show effective growth. During 1981, the third year of the Program, some 3,232 missing, lost, counterfeit or stolen securities certificates, valued at over \$15 million, were identified and traced. This compares with some 1,152 certificates identified and traced in 1980, according to statistics made public today. While the number of individual certificates traced was greater, their aggregate value was less than one half the amount.

Significantly, the number of inquiries increased from approximately 4,500 per day during 1980 to approximately 5,174 per day during 1981. In the aggregate, the number of certificates inquired upon during 1981 increased by approximately 13 percent when compared with the total number of inquiries during 1980 (1,165,108) to (1,345,317).

During 1981, as during 1980, more than 99 percent of all inquiries to the computerized data base were validated, thereby assuring the inquiring institution that the certificates it was tracking had not been reported missing, lost, counterfeit or stolen. When an inquiry into the system matches a missing, lost, counterfeit or stolen security, commonly referred to as a "hit," the data bank provides the inquiring financial institution with the name, address and telephone number of the institution that reported the loss. The institution reporting the loss is also notified, as is the Federal Bureau of Investigation.

The data base currently is operated by Securities Information Center in Wellesley Hills, Massachusetts, which was designated by the SEC to receive and process reports and inquiries. (Press Release No. 82-36)

FOR FURTHER INFORMATION CONTACT: Heidi Steinberg Coppola at (202) 272-2380

RELOCATION OF HEADQUARTERS OFFICES

The Commission has issued a release announcing certain miscellaneous amendments, which are administrative in nature, reflecting the relocation of its Headquarters offices from 500 North Capitol Street, 1100 L Street, N.W., and 320 First Street, N.W., Washington, D.C. to 450 Fifth Street, N.W., Washington, D.C. These updated references will be effective as of July 23, 1982. (Rel. 33-6408)

ADMINISTRATIVE PROCEEDINGS

PUBLIC ADMINISTRATIVE PROCEEDINGS INSTITUTED AGAINST EDWARD M. GALE

> Public administrative proceedings have been instituted under the Securities Exchange Act of 1934 against Edward M. Gale of North Miami, Florida, formerly associated with a broker-dealer registered with the Commission.

> The Order for Proceedings alleges that between February 1978 and June 1979, Gale wilfully violated Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder in that he (a) sold the common stock of Anglo American Properties, Inc. and Sunny Land Tours, Inc. in nonexempt transactions when no registration statements were on file or in effect with the Commission; (b) participated in a scheme to manipulate the price of Anglo and Sunny Land stock; and (c) made untrue statements of material fact and omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in connection with the offer and sale of Anglo and Sunny Land stock to his customers.

Simultaneously with the institution of proceedings, the Commission accepted an Offer of Settlement from Gale, whereby he consented to the entry of an Order by the Commission providing for findings (1) that on April 14, 1982, a Final Judgment of Permanent Injunction was entered in the U.S. District Court for the Southern District of New York enjoining him from violating Sections 5(a), 5(c), and 17(a) of the Securities Act, Section 10(b) of the Exchange Act and Rule 10b-5 thereunder [SEC v. Arnold Cohen, et al., 82 Civil 1154 (S.D.N.Y.) (RJW)]; and (2) without admitting or denying, that he wilfully violated Sections 5(a), 5(c) and 17(a) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder; and a suspension from association for a period of four months with any broker, dealer, investment company, investment adviser or municipal securities dealer.

Gale was also barred from association with any broker, dealer, investment company, investment advisor or municipal securities dealer, in a proprietary or supervisory capcity, provided that after two years, he may apply to become reassociated in a proprietary or supervisory capacity. The suspension and bar are to run concurrently. (Rel. 34-18799)

INVESTMENT COMPANY ACT RELEASES

AMERICAN GENERAL LIFE INSURANCE COMPANY OF DELAWARE SEPARATE ACCOUNT D

A notice has been issued giving interested persons until July 6 to request a hearing on an application by American General Life Insurance Company of Delaware (AG Life), American General Life Insurance Company of Delaware Separate Account D (the Account), and American General Capital Distributors, Inc. (Distributors), for an order granting exemptions to the extent requested pursuant to Section 6(c) of the Investment Company Act of 1940 from Sections 26(a), 26(a) (2) (D), and 27(c) (2) of the Act and, pursuant to Section 11, approving certain offers of exchange. AG Life is a Delaware stock life insurance company; the Account, a separate account of AG Life, is registered under the Act as a unit investment trust. AG Life is the depositor of, and Distributors, the principal underwriter for the Account. (Rel. IC-12493 - June 15)

HOLDING COMPANY ACT RELEASES

KENTUCKY POWER COMPANY

An order has been issued authorizing Kentucky Power Company and Indiana & Michigan Electric Company, subsidiaries of American Electric Power Company, Inc., to sell certain items of electric power distribution equipment to three of their industrial customers. (Rel. 35-22537 - June 15)

CONSOLIDATED NATURAL GAS COMPANY

An order has been issued authorizing Consolidated Natural Gas Company, a registered holding company, to incur short-term debt and to engage in intrasystem financing with ten of its subsidiaries. Consolidated proposes to make a short-term borrowing of \$150 million from banks to finance its subsidiaries' storage gas inventories and issue and sell up to \$125 million of commercial paper and/or notes to banks. The intrasystem financing would consist of open account advances aggregating up to \$343 million by Consolidated to its subsidiaries; the issuance of \$123,700,000 of long-term notes by the subsidiaries to Consolidated and the acquisition of such notes by Consolidated; revolving credit advances by Consolidated to four subsidiaries of up to \$100 million and the issuance by four subsidiaries, and acquisition by Consolidated, of \$73,500,000 of common stock at par value. These transactions will finance, in part, the subsidiaries' gas inventory expenditures and capital expenditure programs. (Rel. 35-22538 - June 15)

AMERICAN ELECTRIC POWER COMPANY, INC.

An order has been issued authorizing American Electric Power Company, Inc., a registered holding company, to issue and sell through June 30, 1983, additional shares of its common stock pursuant to its dividend reinvestment and stock purchase plan. (Rel. 35-22539 - June 15)

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; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-8) WOODWARD & LOTHROP INCORPORATED, 11th & F Streets, N.W., Washington, DC 20013 (202) 347-5300 412,922 shares of common stock. (File 2-78022 June 15) (Br. 1)
- (S-3) EXXON CORPORATION, 1251 Avenue of the Americas, New York, NY 10020 (212) 398-3000 350,000 shares of common stock. Underwriter: Blyth Eastman Paine Webber Incorporated. (File 2-78023 June 16) (Br. 4)
- (S-2) ENERGY MANAGEMENT CORPORATION, 555 Seventeenth St., Suite 3500, Denver, CO 80202 (303) 825-3328 \$15 million of % participating investment certificates, due 1992. Underwriter: Edward D. Jones & Co. The company explores for, develops, and produces oil and gas. (File 2-78024 June 16) (Br. 4)
- (S-3) LA QUINTA MOTOR INNS, INC., Century Bldg., 84 N. E. Loop 410, P. O. Box 32064, San Antonio, TX 78216 (512) 349-1221 - \$25 million of % convertible subordinated debentures, due 2002. Underwriter: Donaldson, Lufkin & Jenrette Securities Corporation. The company and its subsidiaries develop, own, operate and license motor inns. (File 2-78025 - June 16) (Br. 4)
- (S-3) NORTON SIMON, INC., 277 Park Ave., New York, NY 10017 (212) 832-1000 1,000,000 shares of Series D convertible preferred stock. Underwriters: Goldman, Sachs & Co. and Salomon Brothers Inc. The company is engaged in foods (Hunt-Wesson Foods, Inc.); Vehicle Rental (Avis, Inc.); Cosmetics and Fashion (Max Factor & Co., The McCall Pattern Company and Halston Enterprises, Inc.); Beverages (Somerset Importers, Ltd.); and Packaging (Glass Containers Corporation and United Can Company). (File 2-78027 June 16) (Br. 4)
 - In a separate (S-2) statement the company seeks registration of 2,000,000 shares of Series D convertible preferred stock. (File 2-78028 June 16)
- (S-8) WOMETCO ENTERPRISES, INC., 306 North Miami Ave., Miami, FL 33128 (305) 579-1290 1,197,235 shares of Class A common stock. (File 2-78029 June 16) (Br. 1)
- (S-2) COMSERV CORPORATION, 1385 Mendota Heights Rd., Mendota Heights, MN 55120 (612) 452-7770 - \$20 million of % convertible subordinated debentures, due July 1, 2002. Underwriters: Shearson/American Express Inc. and Piper, Jaffray & Hopwood Incorporated. The company designs and constructs proprietary computer application software and educational products. (File 2-78030 - June 16) (Br. 10)
- (S-11) AMSHEL APARTMENT INVESTORS, LTD., 4380 Lakeside Dr., Jacksonville, FL 32210 10,000 limited partnership units. (File 2-78031 June 16) (Br. 6 New Issue)
- (S-8) THE HARVEY GROUP INC., 60 Crossways Park West, Woodbury, NY 11797 (516) 921-8920 150,000 shares of common stock. (File 2-78032 June 16) (Br. 8)
- (S-3) MANUFACTURERS HANOVER CORPORATION, 350 Park Ave., New York, NY 10022 (212) 350-3300 \$500 million of debt securities. The company is engaged in a general commercial banking and trust business. (File 2-78033 June 16) (Br. 1) [S]
- (S-11) RYAN MORTGAGE ACCEPTANCE CORPORATION, 111 Ryan Court, P.O. Box 900, Pittsburgh, PA 15230 - \$100 million of GNMA-collateralized bonds. (File 2-78034 - June 16) (Br. 1 - New Issue) [S]
- (S-1) MORTRONICS, INC. (formerly Morgan's Restaurants, Inc.), 1300 South Main St., Suite 1000, North Canton, OH 44720 (216) 494-6722 - 1,500,000 shares of common stock. Underwriter: Prescott, Ball & Turben. The company distributes electronic video games and other coin-operated entertainment equipment. (File 2-78035 -June 16) (Br. 4)

REGISTRATIONS EFFECTIVE

June 1: Guidance Investments Inc., 2-75722.

June 3: Municipal Investment Trust Fund, Two Hundred Twenty-Ninth Monthly Payment Series, 2-77523.

8: New Century Productions, Ltd., 2-75232-NY; Piedmont Aviation, Inc., 2-77780; Vitalmetrics, Inc., 2-74699-LA.

June 10: American Hospital Supply Corp., 2-77920,

June 11: CBS, Inc., 2-77797; Kelley Investors - 82, a limited partnership, 2-76750;

Sunrise Products Corporation, 2-76215; Toledo Edison Company, 2-77763; Tucker

Anthony Resources 1982, 2-76282; Willow Creek Associates, 2-76465.

June 14: ARA Services, 2-77951; General Bancshares Corporation, 2-77533; International Clinical Laboratories, Inc., 2-77897; Letterman Brothers Energy Program
Defining Fund 7 2-73891: Definer Inc., 2-77537: Public Finance Service, Inc.,

Drilling Fund I, 2-73891; Pfizer Inc., 2-77537; Public Finance Service, Inc., 2-76764.

June 15: American Electric Power Company Inc., 2-77688; First City Bancorporation of Texas, Inc., 2-77653; Illini Community Bancgroup, Inc., 2-77288; Interfirst Corporation, 2-77788; Kansas City Power & Light Co., 2-77694; Pennsylvania Insured Municipal Bond Trust, Series 18, 2-77293; Trans World Corporation, 2-77852; Victor Company of Japan Ltd., 2-77833; Zytrex Corporation, 2-76721.

REGISTRATIONS WITHDRAWN

June 8: Corum Oil and Gas, Inc., 2-72596; Graham Institutional Limited Partnership 82A, 2-74886.

June 10: Lewis Energy Corporation, 2-72224; Marmaton Oil and Gas Company, 2-73511.