

AUG 2 1974

# SEC LIBRARY news digest

Issue 74-149  
(SEC Docket, Vol. 4, No. 19 - Aug. 13)

August 1, 1974

---

## RULES AND RELATED MATTERS

---

### COMMENTATORS ON PROPOSED AMENDMENT TO RULE 15c1-4 INVITED TO CLARIFY VIEWS

The SEC today announced that it is soliciting clarification of the views and comments submitted by interested persons in connection with the recent proposal to amend Rule 15c1-4 under the Securities Exchange Act of 1934. As proposed, the amendment would add a new paragraph (b) to Rule 15c1-4 which would, among other things, modify the confirmation requirements in instances where participants in group plans and tax qualified individual retirement plans purchase securities issued by registered open-end investment companies.

All persons who have submitted written views and comments on their proposal are invited to appear before the Commission to discuss and clarify their views concerning the proposed amended rule. The meeting will be open to the public and will be held at 500 North Capitol Street, Washington, D.C. in Room 825 beginning at 2:00 p.m. on Thursday, August 8, 1974. Further information regarding the matters to be considered may be obtained from George A. Fitzsimmons, Secretary, Securities and Exchange Commission, Washington, D.C. 20549. Please refer to file No. S7-516 in all communications.

---

## DECISIONS IN ADMINISTRATIVE PROCEEDINGS

---

### E. F. HENDERSON & CO., INC. REVOKED; SCHNEIDERMAN SUSPENDED

The SEC has revoked the broker-dealer registration of E.F. Henderson & Co., Inc., of New York City, and suspended Melvin Schneiderman, its president, from association with any broker-dealer for six months beginning July 29. Following Schneiderman's suspension he is barred from such association except as a supervised employee in a non-supervisory capacity upon a showing that he will be adequately supervised.

The sanctions were based on findings that Henderson & Co. and Schneiderman violated the antifraud provisions of the federal securities acts. The Commission's action was based on an offer of settlement in which the respondents, without admitting or denying the charges against them, consented to the findings and sanctions. (Rel. 34-10923)

### FIDUCIARY CAPITAL CORP. AND PRESIDENT SUSPENDED

The Commission has suspended the broker-dealer registration of Fiduciary Capital Corp., of New York, for 10 days beginning August 5, and suspended Morris Greenberg, the firm's president, from association with any broker-dealer for the same period. The sanctions were based on findings that the firm failed to file financial reports with the Commission for the years 1971 and 1972.

The Commission's order was issued pursuant to an offer of settlement in which respondents, without admitting or denying the charges against them, consented to the findings and sanctions. (Rel. 34-10926)

## JEFFREY KARP SANCTIONED

The Commission has issued an order suspending Jeffrey Karp of Skokie, Illinois, formerly a registered representative of Weinress & Co., Inc., of Chicago, from association with any registered broker-dealer, investment adviser, investment company or affiliate thereof for 180 days effective August 5, and barring him thereafter from any such association except as a supervised employee in a nonsupervisory capacity.

The sanction imposed was based on findings that Karp unlawfully sold unregistered common stock of Contemporary Environments, Inc., and, in the offer and sale of that stock, made material misstatements and omissions concerning the unusually high risk involved in making an investment, the source of the stock being offered and sold, a prospective rise in its price, Contemporary's substantial prior operating losses, the value of its assets, the company's financial condition, business and operations, the identity of its management, the issuance of Contemporary stock for little or no consideration to control persons, the amount of stock owned by such persons through nominees, and the misapplication and diversion by such persons of funds and assets.

The Commission's order was based on an offer of settlement in which Karp, without admitting or denying the charges against him, consented to the findings and sanction. (Rel. 34-10924)

## JOHN L. COLMAR, JR. BARRED

John L. Colmar, Jr., of Northbrook, Illinois, has been barred from association with any broker-dealer, investment adviser, or investment company, or any affiliate thereof. The sanction was based on findings that from February to March 1971 Colmar, who represented a registered broker-dealer, violated antifraud provisions of the securities laws in the offer and sale of the common and Class A common stock of Universal Telephone Inc. Colmar caused confirmations of purchases of such stock to be sent to customers who had not agreed to buy it. He also misrepresented the prospective rise in the stock's price, UTI's financial condition and future earnings, the safety of an investment in UTI stock, and the suitability of the stock to the financial needs of individual customers.

Colmar consented to the findings and sanction without admitting or denying the charges against him. (Rel. 34 -10925)

---

## COMMISSION ANNOUNCEMENTS

---

### ECKMAR CORP.

A notice has been issued giving interested persons until August 26 to request a hearing on an application of Eckmar Corp., of New York City, for an order declaring that it is primarily engaged in a business or businesses other than that of investing, reinvesting, owning, holding, or trading in securities through majority owned subsidiaries or controlled companies conducting similar types of business, or in the alternative, for an order exempting it from all the provisions of the Act. (Rel. IC-8444)

---

## COURT ENFORCEMENT ACTIONS

---

### DIZON AND POLLAND ENJOINED

The Los Angeles Regional Office announced that on July 23 a complaint was filed with the Federal District Court in Los Angeles seeking to enjoin James Dizon and Peter Polland from further violations of the registration and antifraud provisions of the securities laws in the offer and sale of SaCom common stock. The defendants consented to the entry of a permanent injunction on July 25 without admitting or denying the allegations of the complaint. (LR-6457)

---

## INVESTMENT COMPANY ACT RELEASES

---

### ENERGY FUND INCORPORATED

A notice has been issued giving interested persons until August 26 to request a hearing on an application filed by Energy Fund, Inc., a registered open-end investment company, for an order declaring that Frederick P. Rose, a director of the Fund, is not an "interested person" by reason of his affiliation with Home Life Insurance Company. (Rel. IC-8443)

### CONTRAILS GROWTH FUND, INC.

An order has been issued declaring that Contrails Growth Fund, Inc., of Chicago, Illinois, has ceased to be an investment company. (Rel. IC-8439)

### BIO-MEDICUS, INC.

An order has been issued on an application of Bio-Medicus, Inc. of Minnetonka, Minnesota, exempting it from all provisions of the Act. (Rel. IC-8441)

---

## TRADING SUSPENSIONS

---

### ADDITIONAL ACTION ON ONE TRADING SUSPENSION

The SEC has announced the suspension of over-the-counter trading in the securities of UNAC International Corp. for the further ten-day period Aug. 1 - 10, inclusive.

---

## SECURITIES ACT REGISTRATIONS

---

### (S-1) ISC INDUSTRIES INC.

3430 Broadway, Kansas City, Missouri, 64141 - \$20,000,000 of junior subordinated notes, Series D, 7-1/2% and 9% due twelve and 60 months, respectively, from issue date, to be offered for sale at par in minimum denominations of \$500 with notes above \$500 issued only in multiples of \$100. ISC Industries Inc is engaged, through subsidiaries in consumer finance, insurance, savings and loan, and manufacturing activities (File 2-51632 - July 26)

### (S-14) FIRST UNION, INCORPORATED

515 Olive St., St. Louis, Missouri 63101 - 64,443 shares of common stock. It is proposed to offer these shares in connection with the merger of Union Finance Company, Kansas City, Missouri, and its affiliate, Union Agency Inc., into a subsidiary of First Union. First Union, Incorporated is a bank holding company which controls First National Bank in St. Louis, St. Louis Union Trust Company and fifteen other Missouri banks. (File 2-51634 - July 26)

### (S-14) NATIONAL CENTRAL FINANCIAL CORPORATION

23 East King St., Lancaster, Penn. 17604 - 135,000 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common shares of The Richland National Bank, Richland, Pennsylvania, at the rate of nine shares for each share of The Richland National Bank common stock. The Richland National Bank will then be merged into National Central Bank, a holding subsidiary of National Central. National Central is a one-bank holding company. (File 2-51638 - July 26)

### (S-1) ITEL CORPORATION

One Embarcadero Center, San Francisco, Cal. 94111 - Up to \$30,477,000 of debentures, due 1999, to be offered in exchange for its 7% convertible subordinated debentures, due 1995, and 8% convertible subordinated debentures, due 1996. ITEL is engaged in various activities in the financial services, transportation services and data processing industries. (File 2-51639 - July 29)

(S-7) MELLON NATIONAL CORPORATION

6400 Steubenville Pike, Robinson Township, Penn. 15244 - \$100 million of floating rate notes due 1989, to be offered for sale through underwriters headed by The First Boston Corporation, 20 Exchange Place, New York N.Y. 10005; Merrill Lynch, Pierce, Fenner & Smith Incorporated, 165 Broadway, New York, N.Y. 10006; and Reynolds Securities Inc. 120 Broadway, New York, N.Y. 10005. Mellon is a bank holding company, the principal asset of which is the capital stock of Mellon Bank, N.A., Pittsburgh, Pennsylvania. (File 2-51642 - July 29)

(S-14) INTERNATIONAL MINERALS & CHEMICAL CORPORATION (IMC)

IMC Plaza, Libertyville, Ill. 60048 - 458,612 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock (excluding shares held by IMC) of Chemical Leaman Tank Lines, Inc., at the rate of 20/43 of one share of IMC common stock for each share of Chemical Leaman common stock. IMC mines and produces phosphate and potash of fertilizers, and produces and trades internationally in metals, minerals and chemical products for industry. (File 2-51646 - July 29)

STOCK PLANS FILED

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

Anken Industries, Morristown, N.J. (File 2-51610 - July 22) - 78,480 shares  
Leisure Dynamics, Inc., Minneapolis, Minn. (File 2-51611 - July 23) - 250,000 shares  
South Carolina National Corporation, Columbia, S.C. (File 2-51614 - July 22) - 150,000 shares  
Ventron Corporation, Beverly, Mass. (File 2-51623 - July 24) - 21,500 shares  
CMI Investment Corp., Madison, Wis. (File 2-51625 - July 25) - 25,000 shares  
ESB Incorporated, Philadelphia, Penn. (File 2-51629 - July 25) - 250,000 shares  
H&R Block, Inc., Kansas City, Missouri (File 2-51630 - July 26) - 256,393 shares  
Johnson Service Company, Milwaukee, Wis. (File 2-51633 - July 26) - 200,000 shares  
Warner Company, Philadelphia, Pa. (File 2-51636 - July 26) - 268,122 shares  
Centex Corp., Dallas, Tex. (File 2-51637 - July 26) - 150,000 shares  
Russ Togs, Inc., New York, N.Y. (File 2-51643 - July 26) - 200,000 shares  
Eastman Kodak Company, Rochester, N.Y. (File 2-51649 - July 29) - 372,340 shares  
and (File 2-51650 - July 29) - 14,000,000 shares  
MBAssociates, San Ramon, Cal. (File 2-51656 - July 29) - 150,000 shares  
Victoria Station Incorporated, San Francisco, Cal. (File 2-51665 - July 30) - 500,000 shares  
Environtech Corporation, Menlo Park, Cal (File 2-51675 - July 31) - 250,000 shares  
Pier 1. Imports, Inc., Fort Worth, Texas (File 2-51651 - July 29) - 300,000 shares

REGISTRATIONS EFFECTIVE

July 31: Beatrice Foods Co., 2-51437; Emhart Corp., 2-51177; Homestake Mining Co., 2-51408; Kelly Services Inc., 2-51583; Leslie Gold Mines Ltd., 2-51598; Long Island Lighting Co., 2-51557; Lynch Communications Systems, Inc., 2-50856; Marriott Corp., 2-51552; Napco Industries, Inc., 2-51250; Nuclear Data, Inc., 2-51414; Texstar Corp., 2-50967.

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.

SEC NEWS DIGEST is published daily. Subscription rates: \$35.45/yr in U.S. first class mail; \$44.35 elsewhere.

SEC DOCKET is published weekly. Subscription rates: \$21.35/yr in

U.S. first class mail, \$26.70 elsewhere. The News Digest and the Docket are for sale by the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402.