

# sec news digest

Issue 85-136

July 16, 1985

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## ADMINISTRATIVE PROCEEDINGS

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### RAYMOND L. DIRKS AND JOHN D. SULLIVAN SUSPENDED

The Commission suspended Raymond L. Dirks and John D. Sullivan, of New York City, from association with any broker or dealer in a proprietary or supervisory capacity for respective periods of six months and one year. The suspensions are effective August 5.

Dirks and Sullivan were partners in John Muir & Co., a New York Stock Exchange (NYSE) member firm that conducted a nationwide securities business. The Commission found that respondents were derelict in fulfilling their managerial responsibilities, and shared responsibility for Muir's financial collapse that led to the appointment of a SIPC trustee to liquidate the firm in August 1981. Muir's liquidation froze activity in the firm's 19,000 customer accounts which held about \$200 million in securities and several million dollars in cash.

Finding Sullivan particularly at fault, the Commission noted that he had ignored repeated warnings from the firm's comptroller of Muir's worsening situation, and had deliberately concealed Muir's substantial operating losses from the NYSE. As for Dirks, the Commission found that, after having been warned of the firm's severe cash flow problem, he failed to fulfill his duty to monitor the firm's situation closely, and take or demand necessary action to avert Muir's financial collapse.  
(Rel. SIPA-123)

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## CIVIL PROCEEDINGS

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### PERMANENT INJUNCTION BY DEFAULT AND FINDINGS OF FACT ENTERED AGAINST FIRST OIL AND GAS COMPANY AND JOHN G. WESTINE

The Los Angeles Regional Office announced that on July 1 Judge Irving Hill, District Court for the Central District of California, entered a Permanent Injunction by Default, together with Findings of Fact and Conclusions of Law in support thereof, permanently restraining and enjoining First Oil and Gas Company and John G. Westine from further violations of the registration and antifraud provisions of the securities laws.

Among the Court's Findings was that from March 1984 through February 1985, First Oil, Westine and others offered and sold securities in the form of limited partnership interests and investment contracts in oil and gas wells or in oil and gas drilling sites on properties located in Coalinga, California and raised at least \$2 million from at least 270 investors located in 40 states. The Court further found that in these offers and sales, First Oil and Westine misrepresented, among other things, the: ownership of the wells; amount of money earned from drilling operations; use of investors' funds; and sources of funds used to pay returns to investors in the securities. The Court also found that First Oil, aided and abetted by Westine, violated broker registration provisions of the securities laws in the offer and sale of limited partnership interests. (SEC v. First Oil and Gas Company and John G. Westine, CDCA, Civil Action No. 85-1370, IH). (LR-10815)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until August 1 to comment on the applications of the following stock exchanges for unlisted trading privileges in the specified number of issues which are listed and registered on one or more other national securities exchange and are reported in the consolidated transaction reporting system: The Cincinnati Stock Exchange, Inc. - seven and eight issues (separate applications). (Rel. 34-22230, 34-22231); The Philadelphia Stock Exchange, Inc. - three issues. (Rel. 34-22232); The Pacific Stock Exchange, Inc. - one issue. (Rel. 34-22233); and The Midwest Stock Exchange, Inc. - one issue. (Rel. 34-22234)

## SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-18 AMERICAN CREDIT CARD TELEPHONE CO, 120 EL CAMINO DR STE 216, BEVERLY HILLS, CA 90212 (213) 276-1191 - 2,300,000 (\$5,700,000) COMMON STOCK. 230,000 (\$50) WARRANTS, OPTIONS OR RIGHTS. 230,000 (\$690,000) COMMON STOCK. 230,000 (\$1,035,000) COMMON STOCK. UNDERWRITER: VINEY EDWARD A & CO INC. (FILE 2-98586-LA - JUN. 24) (BR. 7 - NEW ISSUE)
- S-18 IN VITRO CARE INC, 50 CHURCH ST, P O BOX 267, CAMBRIDGE, MA 02238 (617) 492-2377 - 2,800,000 (\$7,000,000) COMMON STOCK. (FILE 2-98627-B - JUN. 26) (BR. 6 - NEW ISSUE)
- S-18 TEL MAN INC, 728 N PLEASANTBURG DR, GREENVILLE, SC 29607 (803) 242-6180 - 4,600,000 (\$2,990,000) COMMON STOCK. (FILE 2-98746-A - JUL. 01) (BR. 7 - NEW ISSUE)
- S-18 ARRAKIS INC, 175 SW TEMPLE STE 500, SALT LAKE CITY, UT 84101 (801) 575-8368 - 12,500,000 (\$1,000,000) COMMON STOCK. (FILE 2-98748-D - JUL. 01) (BR. 11 - NEW ISSUE)
- S-18 CREATIVE CAPITAL CORP /DE/, 125 GREENRALE AVE, C/O JOSEPH A GRICH, WAYNE, NJ 07470 (201) 956-0290 - 11,500,000 (\$345,000) COMMON STOCK. 46,000,000 (\$3,680,000) COMMON STOCK. 1,000,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 1,000,000 (\$40,000) COMMON STOCK. 4,000,000 (\$320,000) COMMON STOCK. UNDERWRITER: PATTEN SECURITIES CORP. (FILE 2-98768-NY - JUL. 01) (BR. 6 - NEW ISSUE)
- S-18 KINGSWAY ENTERPRISES INC, 512 6TH ST NW, WINTER HAVEN, FL 33881 (813) 294-2129 - 4,000,000 (\$400,000) COMMON STOCK. 4,000,000 WARRANTS, OPTIONS OR RIGHTS. 4,000,000 (\$800,000) COMMON STOCK. (FILE 2-98771-A - JUL. 02) (BR. 12 - NEW ISSUE)
- S-18 INLAND VACUUM INDUSTRIES INC, 35 HOWARD AVE, CHURCHVILLE, NY 14428 (716) 293-3330 - 862,500 (\$3,450,000) COMMON STOCK. 75,000 (\$75) WARRANTS, OPTIONS OR RIGHTS. 75,000 (\$360,000) COMMON STOCK. (FILE 2-98788 - JUL. 03) (BR. 3 - NEW ISSUE)
- S-18 PEANUT SHACK OF AMERICA INC, 4198 N CHERRY ST, WINSTON-SALEM, NC 27105 (919) 761-1961 - 21,157 (\$179,835) COMMON STOCK. 605,000 (\$5,142,500) COMMON STOCK. (FILE 2-98756-A - JUL. 02) (BR. 1 - NEW ISSUE)
- S-18 CHESTERFIELD ENERGY CORP, 320 PROFESSIONAL BLDG, CLARKSBURG, WV 26301 (304) 623-5467 - 1,500 (\$7,500,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE 2-98809-W - JUL. 03) (BR. 3 - NEW ISSUE)
- S-18 TELECALC INC, 4122 - 128TH AVE SE, BELLEVUE, WA 98006 (206) 643-0300 - 488,750 (\$2,932,500) COMMON STOCK. (FILE 2-98819-S - JUL. 03) (BR. 10 - NEW ISSUE)
- S-3 NORTHWESTERN BELL TELEPHONE CO, 1314 DOUGLAS ON THE MALL, OMAHA, NE 68102 (402) 422-2000 - 200,000,000 (\$200,000,000) STRAIGHT BONDS. (FILE 2-98832 - JUL. 03) (BR. 7)
- S-8 PCBIBINS & MYERS INC, 1400 KETTERING TWR, DAYTON, OH 45423 (513) 222-2610 - 400,000 (\$4,806,600) COMMON STOCK. (FILE 2-98841 - JUL. 05) (BR. 9)
- S-3 WEST TEXAS UTILITIES CO, 301 CYPRESS, ABILENE, TX 79601 (915) 672-3251 - 55,000,000 (\$55,962,500) MORTGAGE BONDS. (FILE 2-98843 - JUL. 05) (BR. 8)
- S-8 SCI MED LIFE SYSTEMS INC, 13000 COUNTY RD 6, MINNEAPOLIS, MN 55441 (612) 559-9504 - 30,000 (\$240,000) COMMON STOCK. (FILE 2-98844 - JUL. 05) (BR. 8)
- S-8 GERBER PRODUCTS CO, 445 STATE ST, FRENCHT, MI 49412 (616) 928-2000 - 1,000,000 (\$34,875,000) COMMON STOCK. (FILE 2-98847 - JUL. 05) (BR. 4)
- S-8 AMERICAN SHARED HOSPITAL SERVICES, 350 PARNASSUS AVE, STE 701, SAN FRANCISCO, CA 94117 (415) 665-5400 - 250,000 (\$1,450,000) COMMON STOCK. (FILE 2-98850 - JUL. 03) (BR. 6)
- S-8 KROGER CO, 1014 VINE ST, CINCINNATI, OH 45202 (513) 762-4421 - 2,250,000 (\$100,417,500) COMMON STOCK. (FILE 2-98858 - JUL. 05) (BR. 2)

- S-3 CNA FINANCIAL CORP, CNA PLZ, CHICAGO, IL 60685 (312) 822-5000 - 4,600,000 (\$256,450,000) COMMON STOCK. (FILE 2-98859 - JUL. 05) (BR. 9)
- S-8 VELO BIND INC, 650 ALMADR AVE, SUNNYVALE, CA 94086 (408) 732-4200 - 300,000 (\$2,550,000) COMMON STOCK. (FILE 2-98863 - JUL. 05) (BR. 10)
- S-11 COASTFED MORTGAGE TRUST I, 9171 WILSHIRE BLVD STE 310, BEVERLY HILLS, CA 90210 (213) 274-5553 - 230,000 (\$115,000,000) COMMON SHARES OF BENEFICIAL INTEREST. UNDERWRITER: DREXEL BURNHAM LAMBERT INC. (FILE 2-98864 - JUL. 08) (BR. 5 - NEW ISSUE)
- S-8 SOLV EX CORP, 1650 UNIVERSITY BLVD NE STE 320, ALBUQUERQUE, NM 87102 (505) 243-7701 - 2,000,000 (\$3,695,983) COMMON STOCK. (FILE 2-98871 - JUL. 08) (BR. 3)
- N-1A BENCH SELECT PORTFOLICS FUND, 222 BRIDGE PLZ SC, FT LEE, NJ 07024 (201) 585-2333 - INDEFINITE SHARES. (FILE 2-98872 - JUL. 03) (BR. 17 - NEW ISSUE)
- S-3 BSD BANCORP INC, 225 BROADWAY STE 260, SAN DIEGO, CA 92101 (619) 237-5365 - 1,000,750 (\$3,002,250) COMMON STOCK. (FILE 2-98876 - JUL. 05) (BR. 2)
- S-14 ARGOSY ENERGY INC, 3030 S MAIN ST, STE 600, SALT LAKE CITY, UT 84115 (801) 487-9896 - 82,500,000 (\$1,237,500) COMMON STOCK. (FILE 2-98877 - JUL. 08) (BR. 12)
- S-8 FRANKLIN FINANCIAL SERVICES CORP /PA/, 20 S MAIN ST, P O BOX T, CHAMBERSBURG, PA 17201 (717) 264-6116 - 50,000 (\$1,437,500) COMMON STOCK. (FILE 2-98880 - JUL. 02) (BR. 1)
- N-1A CREYFUS LONG TERM GOVERNMENT FUND, 767 FIFTH AVE, NEW YORK, NY 10153 (212) 223-0303 - INDEFINITE SHARES. (FILE 2-98881 - JUL. 08) (BR. 18 - NEW ISSUE)
- N-1A BULLOCK INSURED TAX EXEMPT SHARES INC, 40 RECTOR ST, NEW YORK, NY 10006 (212) 513-4445 - INDEFINITE SHARES. UNDERWRITER: BULLOCK CALVIN LTD. (FILE 2-98883 - JUL. 09) (BR. 18 - NEW ISSUE)
- S-2 POWER TEST CORP, 175 SUNNYSIDE BLVD, PLAINVIEW, NY 11803 (516) 576-9500 - 35,000,000 (\$35,000,000) STRAIGHT BONDS. 100,000 (\$2,487,500) COMMON STOCK. 660,000 (\$16,417,500) COMMON STOCK. (FILE 2-98884 - JUL. 09) (BR. 4)
- S-3 ISA MORTGAGE SECURITIES INC, 4350 EXECUTIVE DR STE 335, SAN DIEGO, CA 92121 (619) 450-9144 - 200,000,000 (\$190,000,000) MORTGAGE BONDS. (FILE 2-98885 - JUL. 09) (BR. 11 - NEW ISSUE)
- S-8 ENDO LASE INC, 10 COLUMBUS CIRCLE, NEW YORK, NY 10019 (212) 757-7800 - 700,000 (\$6,200,000) COMMON STOCK. (FILE 2-98887 - JUN. 28) (BR. 7)
- S-3 CENTRAL HUDSON GAS & ELECTRIC CORP, 284 SOUTH AVE, POUGHKEEPSIE, NY 12601 (914) 452-2000 - 650,000 (\$19,012,500) COMMON STOCK. (FILE 2-98888 - JUL. 09) (BR. 7)
- S-6 FIRST TRUST OF INSURED MUNICIPAL BONDS SERIES 141, 300 W WASHINGTON ST, C/O CLAYTON BROWN & ASSOCIATES INC, CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 2-98890 - JUL. 09) (BR. 18 - NEW ISSUE)

REGISTRATIONS EFFECTIVE

June 11: Myers, Inc., 2-96222-B.

June 13: Prudential Bache Unit Trust Tax-Exempt, Series 5/Insured Multi-State Tax Exempt Series 4, 2-97788.

June 14: Pacific Partners Real Estate Leasing Partnership 1985-1, 2-97581-S.

June 20: AVX Corporation, 2-98419; CBI Insured Mortgage Investments II, Inc., 2-96319; Chevron Corporation, 2-98466; Consolidated Stores Corporation, 2-97642; Cronus Industries, Inc., 2-97939, 2-98193; Easco Corporation, 2-97410; Federal Paper Board Company, Inc., 2-98272; First Jersey National Corporation, 2-98308; Gannett Fleming Affiliates, Inc., 2-96834; Hess Corporation, 2-97825-A; NWA Inc., 2-98452; Noddings-Calamos Convertible Funds, 2-92605; Old Republic International Corp., 2-98166, 2-98167; PS Partners V, Ltd., 2-95772; Pace Membership Warehouse, Inc., 2-97711; Peripheral Systems, Inc., 2-97357-S; The Pierpont Capital Appreciation Fund, 2-97292, 2-97293; Ramco Resources 1985 Drilling Programs, 2-96661; Southeastern Michigan Gas Enterprises, Inc., 2-98246; Sunshine Mining Company, 2-97940; The Ultimate Corporation, 2-98388; Unocal Corporation, 2-98349; Winchester Diversified Limited, 2-97208; Xidex Corporation, 2-98434.

## ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS	
BLUE RIDGE REAL ESTATE CO MODEL ALLEN ET AL	UN:SHS IN 2	CD 1-1 6/ 3/85	438 19.9	09600510 21.6	UPDATE	
BLUE RIDGE REAL ESTATE CO MODEL LED ESTATE OF	UN:SHS IN 2	CD 1-1 6/ 3/85	0 N/A	09600510 N/A	UPDATE	
COAST R V INC BRIDGE CAPITAL INVESTORS	COM	13D	502 19.9	19039210 0.0	NEW	
COLOR TILE INC BRINKMAN L D CORP	COM	13D	789 8.5	19626710 5.8	UPDATE	
FIRST UNITED INC BENEFICIAL MORTGAGE CO	COM	13D	0 N/A	33741510 N/A	UPDATE	
GENWAY CORP DRAYCOTT DEREK W	COM	13D	1,030 25.1	37246210 25.1	UPDATE	
GENWAY CORP SANDERSON LARRY L ET AL	COM	13D	124 3.0	37246210 0.0	NEW	
INFORMATICS GEN INC STERLING SOFTWARE INC	COM	14D-1	7/ 9/85	406 7.6	45666810 8.7	UPDATE
KAUFMAN & BROAD INC BASS ENTERP PRODUCTION ET AL	PFD B CONV EX	\$8.75 13D	6/25/85	34 4.4	48617040 7.4	UPDATE
LYNCH COMMUNICATIONS SYS INC ALCATEL USA CORP	COM	13D	6/28/85	1,846 39.3	55112010 18.2	UPDATE
LYNCH COMMUNICATIONS SYS INC COMPAGNIE INDUS DES TELECOM	COM	13D	6/28/85	2,146 45.7	55112010 42.7	UPDATE
MAGMA PWR CO DOW CHEMICAL	COM	13D	6/28/85	6,242 42.0	55919410 20.5	UPDATE
MARITEK CORP ROELS OSWALD R	COM	13D	12/ 6/84	1,878 43.5	57027910 0.0	NEW
MILLS JENNINGS CO GLOBAL ELECTRONIC METHODS	COM	13D	6/26/85	480 45.9	60115010 0.0	NEW
MILLS JENNINGS CO SMITH DAVID J	COM	13D	6/26/85	217 20.7	60115010 0.0	NEW
PAN AMERN BKS INC FROST PHILLIP ET AL	COM	13D	5/14/85	240 5.0	69776010 0.0	NEW
PLY SEM INDS INC KEYSTONE PORTLAND CEMENT ET AL	COM	13D	7/ 3/85	1,399 32.6	72941610 31.6	UPDATE