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A brief summary of financial proposals filed with and actions by the S.E.C.

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FOR RELEASE August 11, 1961

ASSOCIATED GENERAL UTILITIES SEEKS ORDER. Associated General Utilities Company (Philadelphia) has applied to the SEC for an order under the Investment Company Act declaring that it has ceased to be an investment company; and the Commission has issued an order (Release IC-3307) giving interested persons until August 25, 1961, to request a hearing thereon. The application states that the company has been dissolved and liquidated and holds no assets whatsoever, and that all assets have been delivered either directly to the stockholders or to Bankers Trust Company, New York City, as agent in trust for the holders of unsundered securities.

TOWNSEND COMPANIES SEEK ORDER. Townsend Corporation of America and Townsend Management Company, through their court-appointed interim board of directors, have filed an application with the SEC for exemption from certain provisions of the Investment Company Act requiring the filing of annual reports for the year ended December 31, 1960; and the Commission has issued an order (Release IC-3308) giving interested persons until August 25 to request a hearing thereon. The application states that the interim board is informed that neither TCA nor TMC has filed with the Commission an annual report for 1960 nor has either TCA or TMC transmitted a report to stockholders for 1960; that the interim board cannot accurately establish the value of assets as of December 31, 1960, and, without accurate valuations, such financial statements might be seriously misleading; that TCA and TMC accountants are now engaged in preparing financial statements for the six-month period ended June 30, 1961; and that the companies will file with the Commission such financial statements with their quarterly reports for the quarter ended June 30, 1961, and will distribute such financial statements to stockholders as soon as possible.

NEW YORK STOCK EXCHANGE PROPOSES DELISTING. The New York Stock Exchange has applied to the SEC to delist the common stock of Standard Gas and Electric Company for the reason that liquidation payments have reduced the company's remaining assets below the level considered appropriate for continued listing, and the Commission has issued an order (Release 34-6615) giving interested persons until August 25, 1961, to request a hearing thereon.

UNLISTED TRADING SOUGHT. The SEC has issued an order (Release 34-6615) giving interested persons until August 25, 1961, to request a hearing upon an application of the Philadelphia-Baltimore Stock Exchange for unlisted trading privileges in the common stock of Xerox Corporation.

PELLEGRINO AGGREGATE TECHNICO FILES FOR STOCK OFFERING. Pellegrino Aggregate Technico, Inc., Woodbridge-Cateret Road, Port Reading, N. J., filed a registration statement (File 2-18667) with the SEC on August 10th seeking registration of 130,000 shares of Class A common stock, to be offered for public sale at \$5 per share on a "best efforts - all or nothing basis" by Mortimer B. Burnside & Co., Inc., which will receive a \$1 per share commission and \$20,000 for expenses. The registration statement also includes 26,000 Class A shares to be sold to the underwriter at 10¢ per share, of which 2,600 shares will be re-sold at the same price to George Kraus and Robert Freund for services in arranging the financing.

The company manufactures and sells cement blocks, ready-mix concrete and building supplies and materials, and its subsidiary, Mathews Trucking Company, is utilized as an exclusive trucker for the delivery of the company's products. In May 1961 there were 45 shares of the company and 25 shares of Mathews Trucking outstanding, all owned by Patsy Pellegrino, president, and his wife, Mamie C. Pellegrino. In July 1961, pursuant to an amendment to its Agreement of Merger and Consolidation, the company issued 200,000 new Class B common shares to said persons in exchange for their old stock. Of the estimated \$470,000 net proceeds from the stock sale, \$178,000 will be applied to pay income taxes due, \$221,000 to pay factoring loans to James Talcott, Incorporated, and \$71,000 for working capital.

In addition to certain indebtedness, the company has outstanding 200,000 Class B shares, of which Mamie C. Pellegrino owns 37½% and Patsy Pellegrino 62½%.

MINER INDUSTRIES FILES FOR STOCK OFFERING. Miner Industries, Inc., 430 Southern Blvd., New York, filed a registration statement (File 2-18668) with the SEC on August 10th seeking registration of 120,000 shares of common stock, to be offered for public sale at \$4.50 per share through Golkin, Bomback & Co. and Oppenheimer & Co., which will receive a 45¢ per share commission and \$10,000 for expenses. The registration statement also includes 16,000 common shares which underlie three-year warrants to be sold to the principal underwriter at \$.01 per warrant, exercisable at \$4.50 per share, and 4,000 shares which underlie like warrants to be sold to George L. Price, the finder.

The company was organized under Delaware in June 1961 to acquire as wholly owned subsidiaries Alexander Miner Manufacturing Corp., a New York company organized in 1947 and Alexander Miner Sales Corp., a New York company organized in 1956, both of which were owned and operated by the company's principal shareholder Eugene A. Swee, president, and Alexander Miner and Elsa Miner, his wife. The company is engaged in the business of designing, assembling, manufacturing and marketing toy items for distribution principally in the United States and Canada. At the time of its organization, the company sold 165,000 shares to Swee for his

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half interest in the company's subsidiaries, and acquired from the Miners the other half interest for \$115,000 evidenced by a note. The note provides payment in full shortly after the sale of new shares or, if all such shares are not sold, the issuance of 165,000 shares to the Miners. In addition to paying said note, the company will use the estimated \$476,000 net proceeds from the stock sale for new product development, advertising (including television), and working capital. In addition to certain indebtedness, the company has outstanding 165,000 common shares, of which Swee owns 95.45%.

GLOBE RUBBER PRODUCTS SHARES IN REGISTRATION. Globe Rubber Products Corporation, 418 West Ontario St., Philadelphia, filed a registration statement (File 2-18669) with the SEC on August 10th seeking registration of 175,000 shares of common stock, of which 60,000 shares are to be offered for public sale by the company and 115,000 shares, being outstanding stock, by the holders thereof. Kidder, Peabody & Co. heads the list of underwriters. The public offering price and underwriting terms are to be supplied by amendment. The registration statement also includes 25,000 common shares which the company proposes to offer to holders of 3,902 outstanding preferred shares, \$100 par, in exchange for such stock on a basis which reflects the public offering price.

The company is a manufacturer of automobile rubber floor mats, rubber swim gear and rubber housewear products. Net proceeds from the company's sale of additional stock will be used, to the extent the preferred shares are not exchanged, to redeem, at \$105 per share, the outstanding preferred shares. The balance will be used to reduce short term bank loans and be added to general funds.

In addition to the preferred shares, the company has outstanding 559,860 common shares (after giving effect to a 70-for-1 stock split in July 1961), of which Emanuel Meyer, president, Leah Schwartz (wife of Albert Schwartz, secretary-treasurer), and the two Schwartzes as tenants by the entireties, own 235,560, 89,320 and 18,340 shares, respectively, and propose to sell 57,500, 39,160 and 18,340 shares, respectively. Albert Schwartz owns 84,560 shares and management officials as a group 385,140 shares.

POMEROY SMITH - EWING & HUNGIVILLE, 62 LTD. FILES FOR OFFERING. Pomeroy Smith - Ewing & Hungiville, 62 Ltd., 1210 Petroleum Life Building, Midland, Texas, filed a registration statement (File 2-18670) with the SEC on August 10th seeking registration of \$1,000,000 of limited partnership interests, to be offered for public sale in minimum commitments of \$10,000 by the general partners who will receive no fees or commissions.

The partnership is a limited partnership organized under Texas law in August 1961 with Pomeroy Smith, John R. Ewing, Frank C. Ewing and John R. Hungiville as general partners and with Theo A. Rehm and F. W. Laverty as limited partners. Rehm and Laverty have subscribed the respective amounts of \$1,000 and \$2,000 to the partnership capital and have paid into the partnership capital amounts of \$250 and \$500, respectively. Net proceeds from the sale of partnership interests will be used to evaluate, acquire, hold, test, develop and operate oil and gas leaseholds and to pay all costs reasonably necessary to accomplish these purposes. The prospectus estimates that distribution of such funds will be 30% for capitalized leasehold and tangible completion costs, 10% for administrative overhead costs, and 60% for all other costs, generally of a nature which may be expended for income tax purposes. The general partners will be allocated 25% of the partnership income from leases, minerals and royalties and will be charged with 25% of the partnership operating, developing and equipping costs except that they will not be charged with any of these costs on a lease until after the completion of the first productive well thereon. An amount equal to 10% of the capital subscriptions of all limited partners will be paid over to the general partners to cover all overhead expenses of the partnership during its first year of operation. The general partners have contributed to the partnership capital on a prepaid basis of \$1,000.

TRADING BAN IN BLACK BEAR INDUSTRIES CONTINUED. The SEC has ordered the further suspension of trading in the common stock of Black Bear Industries, Inc. (formerly Black Bear Consolidated Mining Co.) on the San Francisco Mining Exchange and the over-the-counter market for the period August 12 to August 21, 1961, inclusive.

TRADING BAN IN UNITED INDUSTRIAL CONTINUED. The SEC has ordered the further suspension of trading in securities of United Industrial Corporation (Delaware) on both exchange and over-the-counter markets for the ten-day period August 14 to August 23, 1961, inclusive.

FARADYNE ELECTRONICS HEARING POSTPONED. Upon request of the company counsel, the Commission has postponed from August 14 to September 5, 1961, the hearing in the stop order proceedings under the Securities Act pending against the registration statements filed by Faradyne Electronics Corp. of Belleville, N. J. (For details of the proceedings, see Release 33-4389).

SECURITIES ACT REGISTRATIONS. Effective August 11: Allstate Bowling Centers, Inc. (File 2-18152); Apache Corporation (File 2-17892); Builtwell Homes, Inc. (File 2-18186); Chemical Bank New York Trust Company, ADR's of Unigate Limited (File 2-18518); GFC, Inc. (File 2-18157); Krystinel Corporation (File 2-17955). Withdrawn August 11: Gulf States Life Insurance Co. (File 2-16184); Morgan Guaranty Trust Company, ADR's of Penguin Books Limited (File 2-18517).