

# sec news digest

a daily summary from the securities and exchange commission

Issue 73-135

(SEC Docket, Vol. 2, No. 4 - July 24)

July 13, 1973

## COMMISSION ANNOUNCEMENTS

**RATE HEARINGS SCHEDULE.** Public hearings on commission rates of one or more registered national securities exchanges will convene on Monday, July 16th at 10:00 a.m. in Room 776 of the Commission's Headquarters, 500 North Capitol St., Washington, D.C. 20549. The present schedule of appearances for the week of July 16:

Monday & Tuesday - New York Stock Exchange

July 16-17

10:00 a.m.

James Needham, Chairman

Donald Calvin, Vice President

Dr. William Freund, Vice President

Jeffrey Schaefer, Director, International

Finance Division

Wednesday, July 18 National Shareholders Association

10:00 a.m.

Hans R. Reinisch, President

Thursday, July 19 American Stockholders Association

10:00 a.m.

Richard Friedman, President & General Counsel

Friday, July 20

No Hearing Scheduled

Interested persons who wish to appear and present factual material at the hearing are invited to notify the hearing officer, William E. Toomey, Rm. 632, at SEC Headquarters. Witnesses are expected to file with the hearing officer 25 copies of their prepared statements 48 hours prior to their appearance and are invited to make available additional copies at the time of their appearance for the benefit of the press and other interested persons. Other interested persons wishing to transmit written submissions for inclusion in the record instead of personally appearing should file 25 copies of such material no later than July 30, 1973.

**TRADING SUSPENDED IN SECURITIES OF FIVE COMPANIES.** The SEC has announced the suspension of over-the-counter trading in the securities of Atreo Manufacturing Co., Inc., located in Brooklyn, New York; Data Pacific Corp., located in Portland, Oregon; Credit Systems, Inc., located in Colmar, Pennsylvania; Medichek, Inc., located in New York, New York; and Tycodyne Industries Corp., located in Buffalo, New York for a ten-day period commencing on July 12 and terminating at midnight (EDT) on July 21, 1973.

The Commission initiated the suspensions because the companies failed to comply with the reporting provisions of the Exchange Act resulting in the lack of current and accurate information available to the public. (Rel. 34-10281)

**STULTZ NAMED ASSISTANT DIRECTOR -- REGISTRATIONS AND REPORTS.** James C. Foster, Director of the Office of Registrations and Reports, today announced the appointment of Franklin E. Stultz as the Assistant Director of that Office. Stultz joined the Commission's staff in 1947 as a messenger and was promoted to the positions of Clerk, Legal Examiner, and Financial Analyst in the Division of Corporation Finance and the Division of Corporate Regulation. Since 1972, Stultz has served as the Senior Financial Data Analyst and Chief of the Planning Staff in the Office of Registrations and Reports.

## COURT ENFORCEMENT ACTIONS

**COMPLAINT NAMES SHASKAN & CO., INC. AND JOSEPH BUCHMAN.** The SEC announced the filing of a complaint on July 5, 1973 in the Federal court in New York seeking to enjoin Shaskan & Co., Inc. (Shaskan), a New York broker-dealer, and Joseph Buchman, Shaskan's vice-president and secretary from violations of the hypothecation, net capital, custody of securities for customer protection, and supplemental operational and financial requirements provisions of the Federal securities laws. The SEC is also seeking an order directing the defendants to liquidate Shaskan and pay to its customers all cash credit balances owing to them and deliver all securities owing to them, with a provision whereby the defendants would report to the Commission on a regular basis as to the progress of liquidation. (LR-5969)

COMPLAINT NAMES GREEN BROTHERS WAREHOUSE FURNITURE COMPANY, OTHERS. The SEC Chicago Regional Office announced the filing on July 5, 1973, of a complaint in the Federal court in Cincinnati, Ohio, alleging violations of the antifraud provisions of the Federal securities laws by Harold L. Fisher, James J. Mathews, Frank Spampinato, Jr., George Heitzler, Robert Stone, Joseph Becker, Sylvan Reisenfeld, Green Brothers Warehouse Furniture Company, Inc., an Ohio corporation, John A. O'Toole, and Thomas R. Mathews, in connection with the purchase and sale of securities of Harmony Loan Company. The complaint alleges that the defendants caused Harmony Loan Company to sell debenture issues in 1969 and 1971 through the use of false and misleading prospectuses and that the defendants appropriated valuable corporate assets of Harmony Loan Company in order to purchase control of Harmony Loan Company. The complaint also alleges the sale of debentures in 1972 through the use of a false and misleading Prospectus. (LR-5968)

GLENN W. TURNER ENTERPRISES, INC., OTHER ENJOINED. The SEC Seattle Regional Office announced that on June 22 the Federal court in Portland, Oregon permanently enjoined by default Glenn W. Turner Enterprises, Inc., and Dare To Be Great, Inc., both Florida corporations of Orlando, Florida. The injunction also applies to the following individuals as officers, directors and employees of the two corporate defendants: Glenn Wesley Turner, Hobart Wilder, Harry Bryant Atkinson, Jack E. O'Brien, Alfred W. (al) Smith, LeRoy Beale, and Donald Ray (Pete) Monroe, all of Orlando, Florida, Gene Earl Arthur of Bellevue, Washington and Harry D. Everard of Kent, Washington.

The defendants are enjoined from selling or offering to sell, pyramid promotion schemes called "Adventures", or the "\$1,000 Plan" where members of the public are induced to invest in a common enterprise in which each investor shares in the profits derived from the investments made by others who were recruited or introduced into the program by them, or any other security, unless, as to such securities, a registration statement has been filed with the Securities and Exchange Commission, or is exempt from such registration. The court concluded that these programs were investment contracts, and as such, were securities which are required to be registered with the Securities and Exchange Commission. The defendants were further enjoined from fraudulent practices in connection with sales or offers of securities, and from dissipating or disposing of assets or destroying any of their records or property. (LR-5970)

THREE CONVICTED IN UNLAWFUL FILING. The office of the United States Attorney for the Southern District of New York and the SEC announced that on June 13, Philip Zane and Jerome E. Silverman, both certified public accountants, and Robert S. Persky, an attorney, were convicted of unlawfully preparing and filing with the SEC a Form 10-K annual report for Microthermal Applications, Inc., for its fiscal year ending January 31, 1970. The report contained false and misleading accounting statements certifying that the company had approximately \$500,000 in negotiable certificates of deposit. In fact the assets of the company did not include, on January 31, 1970 or thereafter, any such certificates of deposit. (LR-5971)

#### HOLDING COMPANY ACT RELEASES

NEW ENGLAND POWER COMPANY. The SEC has issued a notice giving interested persons until August 6, 1973, to request a hearing on a proposal of New England Power Company (NEPCO), Westborough, Massachusetts subsidiary of New England Electric System, to issue and sell \$40,000,000 of first mortgage bonds at competitive bidding. NEPCO will use the net proceeds to reduce the amount of its outstanding short term notes issued to pay for capitalizable expenditures or to the reimbursement of treasury expenditures therefor. (Rel. 35-18031)

OHIO POWER COMPANY. The SEC has issued an order authorizing Ohio Power Company, subsidiary of American Electric Power Company, Inc. to issue and sell \$40,000,000 of first mortgage bonds and 300,000 shares of preferred stock at competitive bidding and 3,000,000 shares of common stock to parent. (Rel. 35-18032)

#### INVESTMENT COMPANY ACT RELEASES

TDP&L INVESTMENT ACCOUNT "A", INC. The SEC has issued a notice giving interested persons until August 6, 1973, to request a hearing on an application filed by TDP&L Investment Account "A", Inc., Boston, Massachusetts diversified, open-end management investment company, for an order declaring that Henry R. Guild, Jr., a director of the Fund, shall not be considered an "interested person" of the Fund or of its current investment advisers as defined in the Act, solely by reason of his being a director of Trusteed Fund, Inc., a registered broker-dealer under the Securities Exchange Act of 1934. (Rel. IC-7897)

## SECURITIES ACT REGISTRATIONS FILED

(Note: "Per share maximum" prices referred to in the following summaries of registration statements are prices estimated for the purpose of computing the registration fee and are not necessarily prices at which the securities will be sold.)

AMERICAN NORTHLAND OIL COMPANY (ANOCO), 2223 Avenida de la Playa, La Jolla, Calif. 92037 - 2,000,000 shares of common stock. It is proposed to offer these shares in exchange for the property, assets and business, subject to all liabilities of Douglas-Richardson and Associates, Inc. (D-R). ANOCO has only one asset, a 12-1/2% working interest in a natural gas lease in British Columbia. D-R owns a six-section dry-dock; its main activities have been negotiations for the sale or lease of the dry-dock. Certain oil and gas properties were recently acquired by D-R which it proposed to develop. (File 2-48210 - June 1)

MARISOL CORPORATION, P. O. Box 2166, South Padre Island, Tex. 78578 - \$5,461,050 of condominium units (147 units) and rental pool agency agreements. Of these units, 36 are to be offered for sale (at an average price of \$37,150 per unit maximum). The remaining 111 units are units previously sold under circumstances which might be deemed to have involved the sale of "securities" without registration under the Securities Act of 1933. The company offers to repurchase such units at the purchase price plus 6% per annum interest. (File 2-48220 - June 4)

MICHIGAN CONSOLIDATED GAS COMPANY, One Woodward Ave., Detroit, Mich. 48226 - \$35 million of first mortgage bonds, due 1998, to be offered for sale at competitive bidding. Net proceeds, together with other funds, will be used to retire notes payable to banks (estimated at \$17 million) and to pay a portion of the company's 1973 construction costs, estimated at \$91,000,000. (File 2-48222 - June 4)

KEENE CORPORATION, 345 Park Ave., New York, N.Y. 10022 - 178,250 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock of Ray Proof Corporation, at the rate of one share for each 1.96 Ray Proof shares. Keene manufactures and distributes commercial and industrial building and light products, pollution control and fluid handling products and industrial products. Ray Proof specializes in the radiation shielding business. (File 2-48223 - June 4)

ALLIANCE BOND FUND, INC., 140 Broadway, New York, N.Y. 10005 - 500,000 shares of common stock, to be offered for sale at net asset value (\$100 per share maximum) with no sales charge. The Fund is a diversified mutual fund, whose investment objective is the highest total return consistent with prudent investment and capital preservation through investment in a higher quality debt securities and nonconvertible preferred stocks. Donaldson, Lufkin & Jenrette Securities Corp., subsidiary of Donaldson, Lufkin & Jenrette, Inc., will serve as distributor and Alliance Capital Management Corp., also a subsidiary of Donaldson, Lufkin & Jenrette, Inc., as investment adviser. (File 2-48227 - June 4)

DIAMOND INTERNATIONAL CORPORATION, 733 Third Ave., New York, N.Y. 10017 - 31,816 shares of common stock, which may be offered for sale by certain shareholders at prices prevailing at the time of sale (\$26-1/2 per share maximum). The company is primarily engaged in the manufacture and sale of a diversified range of packaging products and in lumber manufacturing and related retail operations. (File 2-48230 - June 4)

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

Burndy Corporation, Norwalk, Connecticut (File 2-48214) - 250,000 shares  
 Hardee's Food Systems, Inc., Rocky Mount, N. C. (File 2-48215) - 20,000 shares  
 American Electric Power Company, Inc., New York, N. Y. (File 2-48216) - 100,000 shares  
 Sullair Corporation, Michigan City, Indiana (File 2-48219) - 31,746 shares  
 Hexcel Corporation, Dublin, Calif. (File 2-48221) - 128,225 shares  
 Combined Communications Corporation, Phoenix, Arizona (File 2-48225) - 20,000 shares  
 Centennial Corporation, Grand Rapids, Mich. (File 2-48226) - 50,000 shares  
 Great Southern Corporation, Wilmington, Del. (File 2-48229) - 135,593 shares

## MISCELLANEOUS

## RECENT FORM 8-K FILINGS

Form 8K is a report which must be filed with the SEC by the 10th of the month after any of the following important events or changes: changes in control of the registrant; acquisition or disposition of assets; legal proceedings; changes in securities (*i.e.*, collateral for registered securities); defaults upon senior securities; increase or decrease in the amount of securities outstanding; options to purchase securities; revaluation of assets; submission of matters to a vote of security holders; and any newly enacted requirements effecting registrant's business.

The companies listed below have filed Form 8-K reports for the month indicated, responding to the item of the form specified. Photocopies may be purchased from the Commission's Public Reference Section (*in ordering, please give month and year of report*). An index of the captions of the items of the form was included in Monday's News Digest.

COMPANY	ITEM NO.	MONTH
DATA DISK INC	8,11	05/73
DINERS CLUB INC	6	06/73
DUCKWALL STORES INC	4,7,8,14	07/72
DUCKWALL STORES INC	7,14	09/72
DUCOMMUN INC	8	06/73
ALISLA MORTGAGE INVESTMENT TRUST	4,7,8,14	05/73
DUCKWALL STORES INC	7,14	11/72
NEW ENGLAND ELECTRIC SYSTEM	11,14	04/73
STASSAL INDUSTRIES INC	4,13,14	06/73
HECHINGER CO	11	05/73
SENSITRON INC	12	02/73
DATA DISK INC	8,11	05/73
DUCKWALL STORES INC	7,14	07/72
AMENDMENTS TO REPORTS ON FORM 8-K		
ARPEJA CALIFORNIA INC	7,13	03/73
CALNY FOOD SERVICES INC	14	02/73
COMPUTER MACHINING TECHNOLOGY CORP	14	03/73
GENERAL CAPITAL CORP	9,14	01/73
GOLDEN CYCLE CORP	4,7,14	02/73
HAMILTON INTERNATIONAL CORP	1	03/73
LEADVILLE CORP	7	01/73

**DELISTING GRANTED.** The SEC has issued an order granting the application of the National Stock Exchange to strike from listing and registration the common stock of Telectrol-Mek, Inc., effective at the opening of business on July 16, 1973. Telectrol-Mek is being delisted because it has failed to file timely reports with the Exchange. (Rel. 34-10283)

**TRADING SUSPENSIONS CONTINUED.** The SEC has ordered the suspension of (a) exchange and over-the-counter trading in the securities of BBI Inc. and U. S. Financial Inc., and the over-the-counter trading in the securities of Aztec Products Inc., Beneficial Laboratories, Triex International Corp. and Paragon Securities Co. for the further ten-day period July 13-22, inclusive; (b) over-the-counter trading in the securities of Accurate Calculator Corp., Orecraft Inc., Photon, Inc., and Textured Products, Inc. for the further ten-day period July 14-23, inclusive.

**SECURITIES ACT REGISTRATIONS.** Effective July 12: Archer-Daniels-Midland Co., 2-48415; Brooklyn Union Gas Co., 2-48147; First International Bancshares, Inc., 2-48063; Fluor Corp., 2-48218; Ford Motor Credit Co., 2-48451; Gamble-Skogmo, Inc., 2-48270; Great Northern Nekoosa Corp., 2-48427; Public Service Electric and Gas Co., 2-48322; Reliance Electric Co., 2-48259; Southern Union Gas Co., 2-48206; WUI, Inc., 2-48188; Xerox Corp., 2-48135.

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Copies of registration statements may be ordered from the Commission's Public Reference Section. All other referenced material is available in the issue of the SEC Docket indicated in parentheses below the News Digest Issue No. Both the News Digest (\$33.00 a year, first class mail; \$8.25 additional for foreign mailing; \$25.00 additional for air mail) and the SEC Docket (\$17.00 a year, first class mail; \$4.25 additional for foreign mailing) are for sale by the Superintendent of Documents, Government Printing Office, Washington, D. C. 20402.