

sec news digest

a daily summary from the securities and exchange commission

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August 23, 1973

COMMISSION ANNOUNCEMENTS

COLLINS RADIO SUSPENSION ENDED. The suspension of trading on national securities exchanges and over-the-counter in securities of Collins Radio Company terminated at midnight (EDT), August 22.

Trading was suspended on August 16 at the joint request of the company and International Rockwell Corp., which is making a tender offer for Collins' common stock, to allow time for dissemination of an announcement by Collins. On August 22, an announcement was issued indicating that Collins' earnings for fiscal year ended August 3, 1973 were expected to be \$12.6 million on sales of \$350 million. Rockwell announced that it had mailed to all Collins shareholders an offer to purchase all of the outstanding common stock of Collins at \$25 per share. (Rel. 34-10360)

TEXTURED PRODUCTS TRADING BAN TERMINATED. The suspension of over-the-counter trading in the common stock of Textured Products, Inc., of Mount Vernon, N. Y., will end midnight (EDT) August 22.

Trading in Textured common stock was originally suspended for the ten-day period starting February 13 and terminated on February 22, 1973 because it appeared that false and misleading statements were being made in the solicitation of purchases of Textured securities under the initial underwritten distribution. Following the distribution, the underwriter, Morgan Kennedy and Co., Inc., was enjoined from violations of the net capital and other provisions of the Federal securities laws and a trustee was appointed to liquidate the firm's business.

On March 26, 1973, trading was again suspended because of questions raised on whether the public offering of Textured's stock was made in accordance with the plan of distribution given in the company's registration statement. In addition, Morgan Kennedy's failure to deliver out large blocks of Textured's securities prior to the appointment of the trustee sharply restricted the amount of Textured's stock available for public trading.

It also appears that the public offering of Textured common stock may not have been a bona fide offering. The apparent failure to make an appropriate distribution and Morgan Kennedy's failure to deliver out large blocks of Textured stock resulted in the shares being concentrated in the hands of a small number of holders. In consequence, the price of Textured's securities may be subject to erratic price movement unrelated to genuine market factors of supply and demand. (Rel. 34-10356)

KEUPER NAMED NYSE VICE PRESIDENT. Philip J. Keuper leaves the Commission to become a Vice President of the New York Stock Exchange, effective September 10, 1973. In his new position with the NYSE, Keuper will be responsible for the Public Relations, Advertising and Investor Services departments. He succeeds Eugene Miller, who resigned last July to take another position.

In April, 1972, Mr. Keuper, 39, joined the Commission as Director of Public Information. He had previously been associated with the NYSE as Assistant Director of Public Information and Press Relations and prior to that on the staff of Business Week and Associated Press in New York.

MOORE, KELLOGG AND SPARKS, INC., OTHERS CITED. Administrative proceedings under the Securities Exchange Act of 1934 have been instituted against Moore, Kellogg and Sparks of Omaha, Neb. Also names as respondents are Roland S. Moore, Donald W. Sparks, Kenneth H. Kellogg, Elary Rinehart, Edward J. Serpan, C. Michael Holt, Kermit O. Pearson, Herbert L. Heckman, Melvin L. Trebold, Van J. Vopat, W. Clinton Myers and Ellis Friend, all former or current officers or salesmen of the firm. The proceedings are based upon allegations of the Commission's staff that the respondents violated the registration and antifraud provisions of the Federal securities laws in the offer and sale of notes and mortgages of New Life Trust, Inc., Corona de Tucson, Inc. and Arizona-Florida Equities Corporation. The proceedings are also based on the entry of an order by the U. S. District Court for Nebraska on March 26, 1973, permanently enjoining the respondents from violating the registration and antifraud provisions.

A hearing will be scheduled by further order to take evidence on the staff charges and afford respondents an opportunity to offer any defenses. The purpose of the hearing is to determine whether the allegations are true, and if so, whether any action of a remedial nature is necessary or appropriate in the public interest. (Rel. 34-10355)

LYLE CHARLES FISHER CITED. Public proceedings under the Securities Exchange Act of 1934 have been instituted against Lyle Charles Fisher doing business as L. C. Fisher Company, Sheffield, Ala. broker-dealer.

The proceedings are based upon allegations of the Commission's staff that Fisher violated the broker-dealer registration provisions by engaging in the securities business without being registered as a broker-dealer.

The Commission's order postpones for 15 days the effective date of Fisher's pending application for registration as a broker-dealer and sets a hearing on September 5 to determine whether his application should be further postponed pending a hearing on the question of denial of registration. (Rel. 34-10357)

COURT ENFORCEMENT ACTIONS

DECISION DENYING PRELIMINARY INJUNCTION AGAINST DATRONICS, INC., OTHERS REVERSED.

The U. S. Court of Appeals for the Fourth Circuit on July 27 reversed a decision by the U. S. District Court for Maryland which had denied a Commission motion for preliminary injunction and had granted summary judgment in favor of defendants Datronics Engineers, Inc., John T. Gauthier, former president and board chairman, Sylman I. Euzent, former secretary and legal counsel, Irving Newirth, a finder on behalf of Datronics, and Multi-Media Engineering, Inc., Compu-Reader, Inc., Data-Call Systems, Inc. and Hosco, Inc., all of which had been subsidiaries of Datronics. The court of appeals held that the registration provisions of the Securities Act of 1933 had been violated in the spin-off distribution by Datronics to its shareholders of stock of nine non-public companies, including Multi-Media, Compu-Reader, Data-Call and Hosco. The court found that the spin-off distributions--which resulted in public trading in the spun-off stock and which were effected with no independent business purpose but solely to create trading markets in the stock of these companies--involved "sales" within the meaning of the Securities Act and were required to be registered with the Commission.

The court also held that the defendants violated the antifraud provisions of the Securities Exchange Act of 1934 by disseminating false and misleading information in connection with the spin-offs. Finally, the court found the nature and extent of the violations, including the number and magnitude of the unregistered distributions, warranted the grant of an injunction to prevent recurrences, and accordingly directed a preliminary injunction be entered. (LR-6033)

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.)

MULTIBANK FINANCIAL CORP., 99 High St., Boston, Mass. 02110 - 322,832 shares of common stock. Of these shares, it is proposed to offer 204,032 in exchange for the outstanding capital shares of EMC Durfee Trust Company, at the rate of 1.678 share for each EMC share, and the remaining 118,800 shares in exchange for the outstanding capital stock of Northampton National Bank, at the rate of 1.50 shares for each Northampton share. Multibank is a bank holding company. (File 2-48579 - July 11)

BUNKER HILL INCOME SECURITIES, INC., Suite 930, Sunset Tower Bldg., 9200 Sunset Blvd., Los Angeles, Calif. 90069 - 4,000,000 shares of common stock to be offered for sale at \$25 per share through underwriters headed by Lehman Brothers Inc., One William St., New York 10004. Bunker Hill is a new, closed-end, diversified management investment company, whose objective is to invest in high-quality marketable debt securities. Security Pacific National Bank is investment adviser. (File 2-48588 - July 11)

AMERICAN CONSOLIDATED CORPORATION, 4211 Norbourne Blvd., Louisville, Ky. 40207 - 2,082,342 shares of Class A capital stock, 75,200 shares of Class B capital stock, and 17,100 shares of preferred capital stock (\$5 par). It is proposed to issue these securities in exchange for the stock of American Pyramid Companies, Inc., TSI, Inc. and Dynamic Security Corporation, all life insurance holding companies. American Consolidated was formed to be the surviving corporation in the merger. (File 2-48584 - July 11)

EVERY PRODUCTS CORPORATION, 415 Huntington Dr., San Marino, Calif. 91108 - 60,767 shares of common stock, which may be offered for sale by certain shareholders from time to time at prices prevailing at the time of sale (\$42 per share maximum) or in negotiated transactions. (File 2-48596 - July 13).

HANOVER PLANNING COMPANY, INC. (general partner), 5 Hanover Sq., New York, N.Y. 10004 \$10,000,000 of partnership units in 1973 Hanover Drilling Program, Series 10, to be offered for sale at \$5,000 per unit by Selhan, Inc., wholly-owned subsidiary of the company, and selected NASD members. The Partnership will explore for oil and gas. (File 2-48599 - July 13)

MINNESOTA MINING AND MANUFACTURING COMPANY, 3M Center, St. Paul, Minn. 55101 - 4,944 shares of common stock, which may be offered for sale by certain shareholders from time to time at prices current at the time of sale (\$78.88 per share maximum). (File 2-48604 - July 13)

CHEMICAL AMERICA CORPORATION, 992 High Ridge Road, Stamford, Conn. 06905 - 250,000 shares of common stock, to be offered for sale at \$4 per share by Consortium Investors Corp., 317 Minorca Ave., Coral Gables, Fla. 33134 - The company manufactures and sells products reclaimed, recycled and/or regenerated from waste materials. Net proceeds will be used for working capital purposes. (File 2-48609 - July 17)

BURROUGHS CORPORATION, Burroughs Place, Detroit, Mich. 48232 - 75,790 shares of common stock, issuable upon conversion of the 5-1/2% convertible unsecured loan stock 1980/85 of Burroughs Machines Limited, wholly-owned subsidiary of Burroughs Corp. (File 2-48610 - July 17)

NORTHEAST BANKSHARE ASSOCIATION, 35 Ash St., Lesiton, Me. 04240 - 300,000 shares of common stock. It is proposed to offer these shares in exchange for the outstanding capital stock of Sanford Trust Company at the rate of 3.75 shares for each Sanford share. Northeast owns substantially all of the stock of seven banks and trust companies. (File 2-48612 - July 17)

PAINE, WEBBER, JACKSON & CURTIS INCORPORATED, 140 Broadway, New York, N.Y. 10005 - \$20 million of units. The Fund was created under a trust indenture between Paine, Webber, Jackson & Curtis Incorporated, Dean Witter & Co. Incorporated and Reynolds Securities Inc., as sponsors, United States Trust Company of New York, as trustee, and Standard & Poor's Corporation, as evaluator. The Fund consists of interest bearing obligations issued by or on behalf of states, counties, municipalities and territorial possessions of the United States and authorities, agencies and other political subdivisions thereof, the interest on which is in the opinion of counsel exempt from Federal income tax. (File 2-48614 - July 17)

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:

Universal-Rundle Corporation, New Castle, Pa. (File 2-48590) 105,250 shares
 The Offshore Company, Houston, Texas (File 2-48592) 250,000 shares
 Provident National Bank, Bryn Mawr, Pa. (File 2-48597) \$2,000,000 of Interests in Provident National Bank Profit Sharing Plan
 Time Holdings, Inc. Milwaukee, Wis. (File 2-48601) 78,345 shares
 Airpax Electronics Incorporated, Fort Lauderdale, Fla. (File 2-48602) 58,877 shares
 Sunset Industries, Inc. Los Angeles, Cal. (File 2-48603) 117,242 shares
 Applied Digital Data Systems Inc., Hauppauge, N.Y. (File 2-48605) 145,600 shares
 Dynell Electronics Corporation, Melville, N.Y. (File 2-48606) 50,000 shares
 Citizens Financial Corporation, Cleveland, Ohio (File 2-48607) 75,000 shares
 Admiral Corporation, Chicago, Ill. (File 2-48608) 150,000 shares
 Amerace Corporation, New York, New York (File 2-48611) 50,000 shares
 Foremost-McKesson, Inc., San Francisco, Calif. (File 2-48616) 200,000 shares

MISCELLANEOUS

TRADING SUSPENSIONS CONTINUED. The SEC has ordered the suspension of over-the-count trading in the securities of Orecraft Incorporated for the further ten-day period August 23 through September 1, inclusive.

The companies listed below have filed 8-K reports for the month indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An invoice will be included with the requested material when mailed.

COMPANY	ITEM NO.	MONTH
ALLEGHENY LAND & MINERAL CO	7,14	07/73
AMERICAN EXPRESS CREDIT CORP	13,14	07/73
CABLECOM GENERAL INC	10,13,14	07/73
CHARTER CO	8	07/73
COMMUNITY BANKS OF FLORIDA INC	13	07/73
CUNNINGHAM DRUG STORES INC	11	02/73
DIAMOND CRYSTAL SALT CO	8,14	07/73
FEI CORP	10,14	07/73
FLAVORLAND INDUSTRIES INC	8,11	07/73
ILEX CORP	11,14	07/73
INFORMATICS INC	10	03/73
INLAND INC	13,14	07/73
KNOTT HOTELS CORP	7,14	07/73
LOCKHEED AIRCRAFT CORP	3	07/73
LTV CORP	8,14	07/73
LYNTEX CORP	3	07/73
MANUFACTURERS NATIONAL CORP	7,13	07/73
MURAE INDUSTRIES INC	2,7,12,14	07/73
MIDWEST ENERGY CORP	11,13,14	07/73
MUNJLITH PORTLAND MIDWEST CO	1,14	07/73
NORTHERN INDIANA PUBLIC SERVICE CO	7,14	07/73
PACIFIC PLAN INVESTORS FUND NUMBER ONE	13	07/73
PEARSCALL CHEMICAL CORP	3	07/73
PENN WILLIAM RACING ASSOCIATION	13	07/73
PIONEER NATURAL GAS CO	7	07/73
PRO TECH PROGRAMS INC	13	07/73
PUBCO CORP	4,9,11,13,14	07/73

SECURITIES ACT REGISTRATIONS. Effective August 22: The Dexter Corp., 2-48786; Maryland National Corp., 2-48456; Woods Petroleum Corp., 2-48436.
Effective August 23: CFS Continental, Inc., 2-48799; Chicago Pneumatic Tool Co., 2-48680; Flintkote Co., 2-47928; Michigan Gas Utilities Co., 2-48669.

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IMPORTANT NOTICE

Many requests for copies of documents referred to in the daily SEC News Digest have erroneously been directed to the Government Printing Office. They should be addressed: Public Reference Section, Securities and Exchange Commission, Washington, D. C. 20549. The reproduction cost will approximate 12¢ per page, plus postage, for mailing within four days, to 25¢ per page, plus postage, for overnight mailing. Cost estimates given on request.

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.