

sec news digest

a daily summary from the securities and exchange commission

Issue 73-181

(SEC Docket, Vol. 2, No. 14 - Oct. 2)

September 18, 1973

DECISIONS IN ADMINISTRATIVE PROCEEDING

G.L. EQUITIES AND MANCHESTER & CO. REVOKED AND BERGLEITNER BARRED. The SEC has issued an order revoking the broker-dealer registrations of G. L. Equities Corp. and Manchester & Co., Inc., both of New York, N.Y., and barring George C. Bergleitner, Jr., board chairman of G. L. Equities and formerly a principal of Manchester & Co., from association with any broker or dealer.

The sanctions were based on findings, among others, that during 1971-72 G. L. Equities, aided and abetted by Bergleitner, violated net capital requirements and Manchester, aided and abetted by Bergleitner, violated net capital and reporting requirements. Failing to answer the Commission's order for proceedings, the respondents were deemed to be in default. (Rel. 34-10384).

COURT ENFORCEMENT ACTIONS

RICHARD LANIER LEWIS INDICTED. The Atlanta Regional Office announced on September 14 that a Hamilton County, Tennessee grand jury at Chattanooga returned three indictments against Richard Lanier Lewis of Nashville, charging him with violations of the anti-fraud provisions of the Tennessee securities laws in the sales of preferred stock of Sun Investors, a non-existent corporation. The Atlanta office assisted in the case. (IR-6859)

ORDER ENJOINS SALES OF UNREGISTERED SCOTCH WHISKEY WAREHOUSE RECEIPTS. The Washington Regional Office announced that the Federal court in Alexandria, Virginia on September 10 permanently enjoined Haffenden-Rimar International, Inc; Rimar Scotch Whiskey Trading Co.; Rimar Corporation; Carlos J. Ricketson; Richard W. Parrott; Stanley G. Price; and Frank T. Henshaw from violations of the registration and antifraud provisions of the securities laws. This order was entered following a Memorandum Opinion by Judge Oren R. Lewis in which he found, among other things, that the offer and sale of the unregistered warehouse receipts by the defendants constituted the offer and sale of securities in the form of investment contracts in violation of the registration provisions. (IR-6061)

INVESTMENT COMPANY ACT RELEASES

CNA ASSOCIATION MEMBERS FUND. A notice has been issued giving interested persons until October 12 to request a hearing on an application of CNA Association Members Fund, Inc., of New York, for an order declaring that the Fund has ceased to be an investment company. (Rel. IC-7993)

HOLDING COMPANY ACT RELEASES

MIDDLE SOUTH UTILITIES. An order has been issued authorizing Middle South Utilities, Inc., its subsidiaries, Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power and Light Company, New Orleans Public Service, Inc. and System Fuels, Inc. (SFI), a joint non-utility subsidiary company of the aforesaid utility subsidiaries, to amend a loan agreement among Middle South, SFI, the operating subsidiaries of Middle South and The Hibernia National Bank in New Orleans. SFI proposes to increase the maximum allowable borrowings under the loan agreement from \$12,000,000 to \$25,000,000. SFI will continue to apply the proceeds of the loans made under the Loan Agreement, as amended, to the purchase of oil for use by Arkansas, Louisiana, Mississippi, New Orleans and Arkansas-Missouri Power Company. (Rel. 35-18097)

MISSISSIPPI POWER COMPANY. A notice has been issued giving interested persons until October 11 to request a hearing on a proposal of Mississippi Power Company, subsidiary of The Southern Company, to enter into an agreement with the Jackson County Port Authority and Jackson County, Mississippi ("County"). The agreement would provide, among other things, that such agencies will construct, own and operate water pollution control facilities and a water supply system for Mississippi's planned Jackson County generating

plant. Construction costs of such facilities will be financed through the sale of \$17,250,000 of revenue bonds by Jackson County. Mississippi will guarantee payment of principal and interest on the bonds, make monthly reimbursement to the agencies to service the bond issue, cover maintenance and operating expenses of the facilities, and provide a margin and reserve fund. (Rel. 35-18098)

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.)

HARBOR RESOURCES, INC., 1407 Landmark II, Cherry Hill, N.J. 08034 - \$600,000 of fractional undivided interests in oil leases, known as Osage National #3046 and #3047 Prospects, to be offered for sale in minimum amounts of \$3,000. (File 2-48896 - Aug. 22)

MAY PETROLEUM INC., 1435 Republic National Bank Bldg., Dallas, Tex. 75201 - \$12 million of participation and interests in Series C Drilling Program, to be offered for sale at \$5000 per unit by May Securities Corporation, as dealer manager, and selected NASD members. The Programs will consist of up to three general partnerships, each of which will invest as a limited partner in oil and gas drilling partnerships. May Petroleum will serve as general partner of the programs and the drilling partners. (File 2-48898 - Aug. 23)

INTERNATIONAL LEISURE INDUSTRIES, INC., 5090 N. E. 12th Avenue, Fort Lauderdale, Fla. 33308 - 500,000 shares of common stock and 500,000 common stock purchase warrants, to be offered for sale in units, each consisting of one share and one warrant. The offering is to be made at \$4.40 per unit by American Shareholders, Inc., 5400 Diplomat Circle, Orlando, Fla. International Leisure manufactures and sells a foldable 12 foot ladder and self-propelled riding lawnmower. Net proceeds will be used for working capital and other corporate purposes. (File 2-48899 - Aug. 23)

CARNATION COMPANY, 5045 Wilshire Blvd., Los Angeles, Cal. 90036 - 386,085 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock of Herff Jones Co. at the rate one share for each 5.42 Herff shares. Carnation primarily processes and distributes dairy and other food products, pet food, animal feeds and cans. Herff manufactures and sells high school and college class rings, medals and awards, announcements, cards, diplomas, yearbooks and accessory items. (File 2-48901 - Aug. 23)

HIGHLAND CAPITAL CORPORATION, 20 Exchange Place, New York, N.Y. 10005 - 835,736 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common stock of Marathon Securities Corporation at a ratio to be determined later (approximately 2.05 Highland shares for each Marathon share). Highland and Marathon are both closed-end, non-diversified investment companies, having substantially the same principal officers and principal stockholders. (File 2-48905 - Aug. 23)

NATIONAL FOODLINE CORPORATION, 4510 West 77th St., Edina, Minn. 55435 - 120,000 shares of common stock, to be offered for sale at \$2.50 per share by Midland Securities Corporation, 4510 West 77th St., Edina, Minn. Organized in 1972, the company markets soft ice cream freezers and a hamburger merchandizing program. Net proceeds will be used for the development of a pilot restaurant utilizing the Burger Bunch merchandising program and Stapleton freezers, and for working capital and other corporate purposes. (File 2-48913 - Aug. 24)

HAWAIIAN ELECTRIC COMPANY, INC., 900 Richards St., Honolulu, Hawaii 96813 - 600,000 shares of common stock to be offered for sale (at \$28 per share maximum) through underwriters headed by Dillon, Read & Co., Inc., 46 William St., New York, N.Y. 10005 and Dean Witter & Co., Inc., 45 Montgomery St., San Francisco, Calif. 94106.

In a separate statement the company offers for sale \$16 million of first mortgage bonds, Series T, due 2003, also through Dillon Read and Dean Witter. Net proceeds from both offerings will be applied to payment of short-term bank loans and commercial paper borrowings (approximately \$25 million) obtained to finance a portion of the company's 1973 capital expenditure program. Construction expenditures are estimated at \$50,570,000 for 1973 and \$58,929,000 for 1974. (File 2-48914 and 2-48915 - Aug. 24)

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:

E-Systems, Inc., Dallas, Texas (File 2-48903) - 200,000 shares
 S. S. Kresge Company, Troy, Mich. (File 2-48904) - 2,166,204 shares
 Buttes Gas & Oil Co., Oakland, Cal. (File 2-48908) - 53,933 shares

SECURITIES ACT REGISTRATIONS. Effective September 17: Nibco Inc., 2-48839.

MISCELLANEOUS

DELISTINGS GRANTED. Orders have been granted upon applications of (a) the American Stock Exchange, Inc. to strike from listing and registration warrants for common stock of Ryder System, Inc., effective at the opening of business on September 14, 1973, and (b) the Boston Stock Exchange to strike from listing and registration the common stock of The First Connecticut Small Business Investment Company and (c) the Detroit Stock Exchange to strike from listing and registration the common stock of Santa Fe International Corporation, both effective at the opening of business on September 17, 1973, and (d) the Midwest Stock Exchange to strike from listing and registration the common stock of The Christiana Companies, Inc., effective at the opening of business on September 18, 1973. First Connecticut is being delisted from the Boston Exchange at the request of the company. Ryder warrants are being delisted because only 96,162 warrants are outstanding on the American Exchange; its common stock remains listed on the New York, Midwest, and Pacific Coast Stock Exchanges and it retains unlisted trading privileges on the PBW and Boston Stock Exchanges. Christiana Companies common stock is being delisted because of inactivity on the Midwest Exchange; it remains listed on the American and Pacific Stock Exchanges. Christiana retains trading privileges on the PBW Exchange. Santa Fe common stock is being delisted at the request of the company; it remains listed on the New York, Midwest, and Pacific Coast Stock Exchanges. (Rel. 34-10393)

UNLISTED TRADING SOUGHT. A notice has been issued giving interested persons until September 29 to request a hearing upon an application of the PBW Stock Exchange, Inc. for unlisted trading privileges in the American Depository Receipts for American units of The Plessey Company Limited. (Rel. 34-10393)

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.

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
AGWAY INC	7	08/73
AIR CARGO EQUIPMENT CORP	2,13,14	08/73
ALASKA AIRLINES INC	9,15	08/73
ALLEN GROUP INC	6	08/73
ALLIED EQUITIES CORP	5	08/73
AMADAC INDUSTRIES INC	11	08/73
AMSTED INDUSTRIES INC	3	08/73
AMCORP NATIONAL SERVICES INC	13	08/73
ARTISTIC GREETINGS INC	7,14	08/73
AUSTRAL OIL CO INC	7,14	08/73
AVEMCO CORP	13	08/73
AVNET INC	7	08/73
BALTIMORE & OHIO RAILROAD CO	3	08/73
BEATRICE FOODS CO	7	08/73
BERKSHIRE HATHAWAY INC	13	08/73
BIU MEDICAL SCIENCES INC	13,14	08/73
BURLINGTON NORTHERN INC	7	08/73
BURNUP & SIMS INC	7,11,14	08/73

8K REPORTS CONT.

CAFETERIAS INC	1,14	08/73
CAMPBELL SOUP CO	3	08/73
CANADIAN PACIFIC LTD	14	03/73
CANTEEN CORP	1,0,11,14	03/73
CELANESE CORP	3	08/73
CITIES SERVICE CO	3	08/73
CLARK EQUIPMENT OVERSEAS FINANCE CORP	1	08/73
CLEVEPAR CORP	4,1,0,14	03/73
CNA FINANCIAL CORP	10,14	06/73
COMMUNITY COMPUTER CORP	12,14	07/73
COMPUTER ELECTION SYSTEMS INC	11	08/73
CUMTEL CORP MICHIGAN	3,14	08/73
CONNECTICUT GENERAL MORTGAGE & REALTY INC	7	06/73
CULLUM COMPANIES INC	10,14	08/73
DATAPoint CORP	7,14	08/73
DOYLE DANE BERNBACH INC	13	08/73
DRAGON CONSOLIDATED MINING CO	1,13	08/73
DUNCAN ELECTRIC CO INC	1	08/73
EGGNO TRAVEL MOTOR HOTEL CORP	13	08/73
EMERSON ELECTRIC CO	7,11	08/73
EMUNS INDUSTRIES INC	3,14	08/73
EMPIRE MINES CO	11,13	08/73
EUREKA BULLION MINING CO	11,13	08/73
FEL CORP	9,14	08/73
FLORIDA POWER & LIGHT CO	3,7,13,14	08/73
FLUIDIC INDUSTRIES INC	11	08/73
GAC CORP	0,13	08/73
GAC FINANCE INC	13	08/73
GARLAND CORP	13,14	08/73
GENERAL HEALTH SERVICES INC	1,13	08/73
GENERAL HUST CORP	3	08/73
GENISCO TECHNOLOGY CORP	7,14	08/73
GEORGIA POWER CO	3,13	08/73
GIBRALTAR FINANCIAL CORP OF CALIFORNIA	7,14	08/73
GOLDSMITH BROTHERS	7,14	08/73
GOODWAY INC	13,14	08/73
HARTZ MOUNTAIN CORP	12	08/73
HAVERTHILL GAS CO	7,14	08/73
HEALTH CHEM CORP	13,14	08/73
HESS INC	13,14	08/73
ICM REALTY	7	08/73
IDS FINANCIAL CORP	1	08/73
IFC COLLATERAL CORP	1,13,14	08/73
ILLINI BEEF PACKERS INC	11	08/73
INDIAN HEAD BANKS INC	13	08/73
INFORMATION & COMPUTING CENTERS CORP	6,13	07/73
INTERNATIONAL PAPER CO	3	08/73
INVESTORS FUNDING CORP OF NEW YORK	1,13,14	08/73
JAMESTOWN TELEPHONE CORP	1	08/73
JOSHUA COUKE INC	13,14	08/73
KAISER CEMENT & GYPSUM CORP	7,14	08/73
KAISER STEEL CORP	3,14	08/73
KINGS DEPARTMENT STORES INC	13,14	08/73
KUPPERS CO INC	4,8,14	08/73
KRATOS	8,11,14	08/73

---0000000---

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.