

sec news digest

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May 14, 1981

ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND EXCHANGE COMMISSION

ALLEN & COMPANY AND RICHARD M. CROOKS CENSURED

The Commission has censured Allen & Company, a New York City brokerage firm, and Richard M. Crooks, a trader with that firm, reducing the five business-day suspensions imposed on respondents by an administrative law judge.

The Commission dismissed charges that, during the period October 1970 to April 1974, respondents aided and abetted the receipt of unlawful compensation by William H. Langfield, II, a former trader for Investors Diversified Services, Inc. (IDS), investment adviser to a complex of registered investment companies. The law judge had concluded that respondents unlawfully compensated Langfield for the brokerage business at his disposal by providing him with direct access to Allen's trading personnel for his personal trading activities. The Commission concluded that it need not resolve the difficult question of whether such access constituted "compensation" within the meaning of Section 17(e)(1) of the Investment Company Act (the pertinent statutory provision), since respondents were unaware that they were engaging in any improper activity and thus did not have the requisite state of mind to support a finding that they aided and abetted a violation of Section 17(e)(1) by Langfield.

The Commission affirmed, however, the law judge's finding that respondents had violated recordkeeping provisions, since Allen's records showing Langfield's personal transactions did not refer to Langfield, but only to Langfield's clearing broker. (Rel. 34-17772)

INVESTMENT COMPANY ACT RELEASES

EBERSTADT ENERGY-RESOURCES FUND, INC.

A notice has been issued giving interested persons until June 8 to request a hearing on an application of Eberstadt Energy-Resources Fund, Inc., a registered, open-end, diversified, management investment company, for an order pursuant to Section 6(c) of the Investment Company Act of 1940, declaring that Stephen W. Houghton shall not be deemed an "interested person" of its principal underwriter, Putnam Fund Distributors, Inc. (Putnam), as defined in Section 2(a)(19) of the Act (except for the purposes of Section 15(c) of the Act where Mr. Houghton will be deemed an "interested person" of Putnam) by reason of his status as Chairman of the Board and President of Houghton Capital Corporation, which is registered as a broker-dealer under the Securities Exchange Act of 1934 and as sole shareholder, Chairman of the Board and President of Houghton & Company, Inc., of which Houghton Capital is a wholly-owned subsidiary. (Rel. IC-11774 - May 13)

CHANCELLOR TAX-EXEMPT DAILY INCOME FUND, INC.

A notice has been issued giving interested persons until June 8 to request a hearing on an application by Chancellor Tax-Exempt Daily Income Fund, Inc., a registered, open-end, diversified, management company, for an order pursuant to Section 6(c) of the Act, exempting it from the provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 thereunder, to the extent necessary to permit it to use the amortized cost valuation method for the purpose of pricing its shares for sale, repurchase and redemption. (Rel. IC-11775 - May 13)

HOLDING COMPANY ACT RELEASES

OHIO POWER COMPANY

A notice has been issued giving interested persons until June 5 to request a hearing on a proposal by Ohio Power Company, subsidiary of American Electric Power Company, Inc., a registered holding company, and Southern Ohio Coal Company (SOCCO), subsidiary of Ohio Power Company, to finance \$14 million for an additional coal preparation facility at SOCCO's Meigs Mine; (Rel. 35-22047 - May 13)

CONSOLIDATED NATURAL GAS COMPANY

A notice has been issued giving interested persons until June 5 to request a hearing on a proposal by Consolidated Natural Gas Company, a registered holding company, to issue and sell at competitive bidding up to \$100 million of debentures not later than December 31, 1981. The debentures will be sold to finance, in part, the capital expenditures of Consolidated's subsidiaries. (Rel. 35-22048 - May 13)

NATIONAL FUEL GAS COMPANY

A notice has been issued giving interested persons until June 5 to request a hearing on a proposal of National Fuel Gas Company, a registered holding company, and Seneca Resources Corporation, subsidiary of National, whereby Seneca will issue a note in a principal amount of \$25 million to a bank. The note would be secured by a mortgage on a portion of Seneca's timber acreage in Pennsylvania. National proposes to unconditionally guarantee payment of principal and interest on the note. (Rel. 35-22049 - May 13)

NORTHEAST UTILITIES

A notice has been issued giving interested persons until June 11 to request a hearing on a proposal by Northeast Utilities, a registered holding company, and its subsidiaries, to extend for five years the period for the issuance of long-term notes by the system service company to Northeast. (Rel. 35-22050 - May 13)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form; Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

- (S-18) CASINO ANTIQUES LTD., 145 Michael Dr., Syosset, NY 11791 - 15,000,000 units. Underwriters: Brodis Galant Securities, One Great Neck Rd., Great Neck, NY 11021 (516) 466-5566 and Norbay Securities, Inc., 36-35 Bell Blvd., Bayside, NY 11361 (212) 423-2500. The company is engaged in the purchase, restoration and sale at wholesale and retail of slot machines manufactured prior to 1941, collectibles, memorabilia and antiques. (File 2-71929 - Apr. 21) (Br. 7 - New Issue)
- (S-18) S.A.L. CABLE COMMUNICATIONS, INC., 5 Hub Dr., Melville, NY 11747 - 499,950 shares of common stock. Underwriter: James J. Duane & Co., Inc., 11 Broadway, New York, NY 10004. The company is engaged in the marketing, sale and distribution of cable, electronic components, hardware, tools and other materials used primarily in the construction and operation of cable television systems. (File 2-71930-NY - Apr. 22) (Br. 7 - New Issue)
- (S-18) MEDICAL GRAPHICS CORPORATION, 501 West County Road E, St. Paul, MN 55112 (612) 484-4874 - 650,000 shares of common stock. Underwriter: Craig-Hallum, Inc. The company is engaged in designing, manufacturing and marketing computerized testing systems for measuring the physiological functions of the heart and lungs. (File 2-72079-C - May 4) (Br. 8 - New Issue)

- (S-18) HALLMARK GOLD, INC., 168 East 5900 South, Suite A-B, Salt Lake City, UT 84107 (801) 521-7751 - 15,000,000 shares of common stock. Underwriter: Langheinrich & Fender, Inc., 350 South 400 East, Salt Lake City, UT 84111. The company was organized to conduct suction dredge mining operations in search of coarse and fine gold and other minerals. (File 2-72123-D - May 4) (Br. 5 - New Issue)
- (S-18) LINEAR INSTRUMENTS CORPORATION, 17282 Eastman Ave., Irvine, CA 92714 - 1,125,000 shares of common stock. Underwriter: Paulson Investment Company Incorporated. The company is engaged in designing, developing, manufacturing and selling strip chart recorders. (File 2-72145-LA - May 5) (Br. 8 - New Issue)
- (S-18) KING JAMES SHRIMP, INC., 2427 Bond St., Park Forest South, IL 60466 - 4,400 shares of common stock. The company is engaged in developing new and improved methods of breeding, spawning, growing and harvesting shrimp for the commercial market. (File 2-72150-C - May 6) (Br. 4 - New Issue)
- (S-18) ANATROS CORPORATION, 897 Independence Ave., Mountain View, CA 94043 - 500,000 shares of capital stock. Underwriter: Laidlaw Adams & Peck Inc. The company is engaged in the research and development of medical fluid delivery devices and related disposables for the infusion of drugs and nutrients by intravenous and tube feeding. (File 2-72192-LA - May 8) (Br. 8 - New Issue)
- (S-1) GREAT EASTERN ENERGY AND DEVELOPMENT CORPORATION, 701 East Byrd St., Suite 2100, Richmond, VA 23219 (804) 648-2348 - 1,000,000 shares of common stock. Underwriters: Montgomery Securities and Scott & Stringfellow, Inc. The company engages in onshore oil and gas exploration, development and production. (File 2-72232 - May 11) (Br. 3 - New Issue)
- (S-8) M/A-COM, INC., 7 New England Executive Park, Burlington, MA 01803 - 500,000 shares of common stock. (File 2-72234 - May 12) (Br. 7)
- In a separate statement the company seeks registration of 500,000 shares of common stock. (File 2-72235 - May 12)
- (S-7) LIGHTOLIER INCORPORATED, 346 Claremont Ave., Jersey City, NJ 07305 (201) 333-5120 - 275,000 shares of common stock. Underwriter: Drexel Burnham Lambert Incorporated, 60 Broad St., New York, NY. The company is a designer and manufacturer of a broad range of architectural and decorative lighting fixtures. (File 2-72236 - May 12) (Br. 7)
- (S-7) ALEXANDER & ALEXANDER SERVICES INC., 1211 Avenue of the Americas, New York, NY 10036 (212) 840-8500 - 2,000,000 shares of common stock. The company has been engaged primarily in the insurance brokerage and agency business. (File 2-72212 - May 11) (Br. 10)
- (S-18) GLOBUSCOPE, INC., One Union Square West, New York, NY 10003 - 500,000 units. Underwriters: Rooney, Pace Inc. and Globus, Incorporated. (File 2-72220-NY - May 8) (Br. 3 - New Issue)
- (S-1) ALPHA MICROSYSTEMS, 17881 Sky Park North, Irvine, CA 92714 (714) 957-1404 - 900,000 shares of common stock. Underwriter: Bateman Eichler, Hill Richards Incorporated. The company designs, manufactures and sells general purpose microcomputer systems. (File 2-72222 - May 11) (Br. 10 - New Issue)
- (S-1) OUTBACK OIL & MINERAL EXPLORATION CORP., 100 Church St., New York, NY 10007 - 3,000,000 shares of common stock. Underwriter: Brodis Galant Securities, One Great Neck Rd., Great Neck, NY 11021 (212) 895-7478, (516) 466,5566 or 800 645-8275. The company is a development stage company. (File 2-72223 - May 11) (Br. 4 - New Issue)
- (S-1) FINANCIAL GUARDIAN GROUP, INC., 3100 Broadway, Kansas City, MO 64111 - 1,000,000 shares of Class A voting common stock. The company conducts an insurance agency/brokerage business. (File 2-72229 - May 11) (Br. 10)

REGISTRATIONS EFFECTIVE

Apr. 28: Nuveen Tax Exempt Bond Fund, Medium Term Series 12, 2-71811; Ziegler Money Market Trust, 2-70037.

Apr. 30: Citicorp, 2-71601.

May 1: American Trustee, Inc., 2-71681; Brock Hotel Corp., 2-71475; Detroit-bank Corp., 2-71853; Gold Ore Limited of Cripple Creek, 2-70853; One Valley Bancorp of West Virginia, Inc., 2-71332; Viking Resources 1981 Drilling Program, 2-70922.

May 4: Columbus and Southern Ohio Electric Co., 2-71715; Republic Resources Corp., 2-70717.

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