

sec news digest

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DECISIONS IN ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND EXCHANGE COMMISSION

SANCTIONS IMPOSED AGAINST SINGER & MACKIE, INC. AND NATHAN SHAPIRO

The SEC has accepted offers of settlement from Singer & Mackie, Inc. (Singer) and Nathan Shapiro (Shapiro). In connection therewith, the Commission ordered that Singer be prohibited for a period of 28 consecutive calendar days from furnishing to any inter-dealer quotation system any quotation with respect to any security as to which Singer has not furnished any quotation during the 30 calendar days prior to the imposition of this sanction; and that Shapiro be suspended from association with any broker-dealer for a period of 28 consecutive calendar days. As a showing of good faith, Singer has undertaken to contribute \$981.25, its gross profit from the trading of Logos Development Corp. common stock, to a recipient in accordance with a plan to be submitted and approved by the Commission's staff. In connection with the offers, which were accepted by the Commission without admitting or denying the allegations in the order for proceedings, the Commission ordered withdrawn the proposed findings of fact and conclusions of law contained in the initial decision of February 28, 1975. (Rel. 34-12526)

ARNOLD GERSTEIN BARRED

The Commission has simultaneously instituted public administrative proceedings against Arnold Gerstein of Livingston, New Jersey and upon the acceptance of Arnold Gerstein's offer of settlement, barred Gerstein from association with any broker, dealer investment adviser, or registered investment company. Such sanctions were based on findings that Gerstein violated the antifraud provisions of the securities laws and that he was permanently enjoined from further violations of the above provisions of the securities laws by the U.S. District Court for the District of New Jersey. Gerstein consented to the findings and sanctions without admitting or denying the charges against him. (Rel. 34-12527)

COURT ENFORCEMENT ACTIONS

COURT ENJOINS CANADIAN PROMOTORS

The Seattle Regional Office announced that on May 19 the Honorable Marshal Neill, U.S. District Judge for the Eastern District of Washington, signed an order permanently enjoining Marvin Judd and Ivan Todd of Vancouver, British Columbia and Passport Mines, Ltd., a Canadian corporation, from violations of the registration and antifraud provisions of the securities laws in the offer and sale of securities of Raywood Placers, Ltd., Passport Mines, Ltd., or any other securities. The order followed a two day trial on the merits held in Spokane, Washington on March 30 and 31, 1976. Other defendants named in the Commission's complaint had earlier been enjoined by consent decrees. (SEC v. Raywood Placers, Ltd., et al., E.D. Wash. Civil Action No. 4029). (LR-7442)

HOLDING COMPANY ACT RELEASES

MIDDLE SOUTH UTILITIES

An order has been issued approving a proposal of Middle South Utilities, a registered holding company, whereby Middle South will issue and sell its unsecured short-term promissory notes, from time to time through June 30, 1977, in a maximum aggregate principal amount of \$218,500,000 at any one time outstanding. The notes will be sold pursuant to a revolving credit agreement with a group of banks. The proceeds of the sale will be used by Middle South to purchase additional common stock of its subsidiaries. (Rel. 35-19570 - June 14)

DELMARVA POWER & LIGHT COMPANY

An order has been issued approving a proposal of Delmarva Power & Light Company, a registered holding company, whereby Delmarva proposes to issue and sell unsecured short-term notes to banks and commercial paper to a dealer in commercial paper from time to time through December 31, 1977, in a maximum aggregate principal amount of \$75 million at any one time outstanding. Delmarva also requests an exception from the competitive bidding requirements of Rule 50 regarding the sale of commercial paper. The proceeds of the sales will be used to help finance Delmarva's construction program. (Rel. 35-19571 - June 14)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF AMENDMENT TO PROPOSED RULE CHANGE

The Chicago Board Options Exchange has filed an amendment to a previously proposed rule change (SR-CBOE-76-6) under Rule 19b-4 to establish specific criteria for an underlying security to maintain approval for exchange transactions. Publication of the proposal, as amended, is expected to be made in the Federal Register during the week of June 14. (Rel. 34-12540)

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change (SR-PCC-76-4) submitted by Pacific Clearing Corporation (PCC) which amends the PCC by-laws. (Rel. 34-12542)

SECURITIES ACT REGISTRATIONS

(S-7) AMERICAN STORES COMPANY

One Rollins Plaza, Wilmington, Del. 19803 - \$50 million of sinking fund debentures, due 2001, to be offered for sale through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York, N.Y. 10004. American Stores Company, through its operating subsidiaries, is engaged primarily in the retail food business operating more than 780 supermarkets. (File 2-56598 - June 11)

(S-1) SHARON STEEL CORPORATION

Thomas Road, Hubbard, Ohio 44425 - \$378 million of 8% subordinated sinking fund debentures, due 2001. It is proposed to offer these securities in exchange for outstanding shares of common stock of Foremost-McKesson, Inc., Crocker Plaza, One Post St., San Francisco, Cal. 94104, on the basis of \$27 principal amount of debentures for each share of Foremost common stock tendered. Sharon is an integrated steel producer. (File 2-56602 - June 11)

(S-1) RELIANCE INSURANCE COMPANY

4 Penn Center Plaza, Philadelphia, Pa. 19103 - 2,000,000 shares of Series A cumulative preferred stock, to be offered for sale at a price to be determined through underwriters headed by White, Weld & Co. Inc., One Liberty Plaza, 91 Liberty St., New York, N.Y. 10006 and up to 60,000 shares of such stock to be offered for sale to certain holders of Reliance Insurance common stock who may have pre-emptive rights, at a price to be determined. Reliance Insurance is engaged by itself or through subsidiaries in the property and casualty, accident and health and life insurance business. (File 2-56603 - June 11)

(S-1) ADVANCED MICRO DEVICES, INC.

901 Thompson Place, Sunnyvale, Cal. 94086 - 80,000 shares of common stock, including 20,000 shares issuable to certain employees upon exercise of outstanding options, 40,000 shares to be offered by certain employees in exchange for limited partnership interests in one or more exchange funds, and 20,000 shares to be offered by certain employees in the over-the-counter market. The company produces complex monolithic integrated circuits. (File 2-56604 - June 14)

(S-14) KENTUCKY FAMILY SECURITY INSURANCE COMPANY

8th Floor, Citizens Bank Square, Lexington, Ky. 40507 - 856,922 shares of Class A non-voting common stock and 428,461 shares of voting common stock. It is proposed to issue these shares in connection with the merger of American Family Security

Group, Inc., 8th Floor, Citizens Bank Square, Lexington, Ky. 40507, with and into Kentucky Family Securities Insurance Company at the rate of 9 American Family common shares for one share of Kentucky Family voting common stock and 2 shares of Kentucky Family Class A non-voting common stock. Kentucky Family is engaged primarily in the life insurance business in Kentucky and Ohio. American Family is a holding company which holds as its principal assets 62% of the voting and 21% of the non-voting common stock of Kentucky Family. (File 2-56609 - June 14)

(S-16) NATIONAL CAN CORPORATION

8101 West Higgins Rd., Chicago, Ill. 60631 - 100,000 shares of common stock, which may be offered for sale from time to time by certain stockholders at prices current and negotiated at the time of sale. National Can Corporation manufactures metal, glass and plastic containers, and closures and processes and markets food products. (File 2-56610 - June 14)

(S-1) GREENBELT CONSUMER SERVICES, INC.

8547 Piney Branch Rd., Silver Spring, Md. 20901 - 7,500 shares of Series A common stock and 15,000 shares of Series B common stock, to be offered for sale with a minimum purchase requirement of two shares (not more than one of which shall be Series A share), at a price of \$10 per share, and \$450,000 of 9% ten-year subordinated debentures, to be offered for sale in denominations of \$100 or multiples thereof. The company operates as a consumer cooperative, engaged primarily in the retail operation of supermarkets, furniture and gift stores and automobile service stations. (File 2-56611 - June 14)

(S-1) BANDAG, INCORPORATED

1056 Hershey Ave., Muscatine, Iowa 52761 - 341,893 shares of common stock, which may be offered and issued from time to time in connection with future acquisitions of other businesses or properties and, if so offered and issued, may be reoffered for sale by persons who receive the shares in connection with such acquisitions. The company primarily manufactures pre-cured tread rubber, equipment, and supplies for the retreading of tires. (File 2-56614 - June 15)

(S-6) PENNSYLVANIA INSURED MUNICIPAL BOND TRUST
FOURTH SERIES

1500 Walnut St., Philadelphia, Pa. 19102 - 15,000 units, representing undivided interests in a closed-end investment trust to be offered for sale by the sponsors: Butcher & Singer, 1500 Walnut St., Philadelphia, Pa. 19102; Elkins, Stroud, Suplee & Co., 1700 Market St., Philadelphia, Pa. 19103; and Hornblower & Weeks - Hemphill, Noyes Inc., 8 Hanover St., New York, N.Y. 10004. The Trust will own a portfolio of municipal bonds and an insurance policy covering principal and interest payments, when due, of the bonds in the portfolio. The Trustee will be United States Trust Company of New York. (File 2-56615 - June 15)

(S-1) GAMBLES CREDIT CORPORATION

One East First St., Reno, Nev. 89501 - \$60 million of senior notes, due 1986, to be offered for sale through underwriters managed by Warburg Paribas Becker Inc. and Salomon Brothers. The principal business of Gambles Credit Corporation, a wholly owned subsidiary of Gamble-Skogmo, Inc., consists of the purchase of receivables arising out of the retail sales of Gamble-Skogmo, Inc. and certain of its subsidiaries and franchised dealers. (File 2-56617 - June 15)

(S-9) ILLINOIS POWER COMPANY

500 South 27th St., Decatur, Ill. 62525 - \$100 million of first mortgage bonds, due 2006, to be offered for sale at competitive bidding. The company is an operating public utility which supplies electric and gas service. (File 2-56618 - June 16)

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:

Alberts, Inc., Ferndale, Mich. (File 2-56596 - June 11) - 37,500 shares

Xerox Corporation, Stamford, Conn. (File 2-56600 - June 11) - 94,562 shares
and (File 2-56601 - June 11) - 756,501 shares

Cencom Inc., Rushford, Minn. (File 2-56605 - June 14) - 10,000 shares

Weyenberg Shoe Manufacturing Company, Milwaukee, Wis. (File 2-56606 - June 11)
- 40,000 shares

AMIC Corporation, Raleigh, N.C. (File 2-56608 - June 14) - 40,000 shares

American Television and Communications Corp., Denver, Colo. (File 2-56612 -
June 14) - 100,000 shares

REGISTRATIONS EFFECTIVE

June 10: Central Illinois Public Service Co., 2-55454; Diamond Shamrock Corp., 2-56339; Hanover Petroleum Corp., 2-55971; Jewel Companies Inc., 2-56483; Kerr McGee Corp., 2-56416; The Municipal Bond Fund, Series 30, 2-56175; Municipal Investment Trust Fund, Fifty-fifth Monthly Payment Series, 2-56296; National Municipal Trust, Fifteenth Series, 2-56116; Nevada Power Co., 2-56356; Northwest Pipeline Corp., 2-56270; Province of Quebec, 2-56420; South Jersey Industries Inc., 2-56223; Trans Union Corp., 2-56260; Zayre Corp., 2-56529.

NOTE TO DEALERS. When applicable the 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

REGISTRATIONS WITHDRAWN

April 29: First Income Realty Partners, 2-52794.
May 5: Utility Shares of America Inc., 2-48684.
May 18: American Bancshares Inc., 2-53979; Early & Daniels Industries Inc., 2-52581; Pato Mining Ltd., 2-53174; Royal Scotsman Inns Corp., 2-55134.
May 20: American General Insurance Co., 2-52621.

NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. The reproduction cost is 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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