

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



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FUND OF AMERICA SEEKS ORDER. Fund of America, Inc., 60 East 42d St., New York, having merged into The New Fund, Inc., of New York (whose name has been changed to Fund of America, Inc., pursuant to terms of the merger agreement approved by stockholders on October 21, 1963), has applied to the SEC for an order under the Investment Company Act declaring that it (the predecessor) has ceased to be an investment company. The Commission has issued an order (Release IC-3866) giving interested persons until January 3, 1964, to request a hearing upon the application.

BAY STATE EXCHANGE FUND SEEKS ORDER. Bay State Exchange Fund, Inc., 35 Congress St., Boston, has applied to the SEC for an exemption from the requirements of Section 14(a) of the Investment Company Act; and the Commission has issued an order (Release IC-3867) giving interested persons until January 2, 1964, to request a hearing thereon. The Fund proposes to offer its shares in exchange for securities held by public investors of the character of those included in a list set forth in its prospectus. The present application seeks an exemption from the requirement that the Fund must have a net worth of at least \$100,000 before making public offering of its shares.

BOUNTIFUL INSURANCE PROPOSES OFFERING. Bountiful Insurance Company, 255 California St. (12th Floor) San Francisco, filed a registration statement (File 2-21956) with the SEC on December 17 seeking registration of 120,000 shares of capital stock, to be offered for public sale at \$10 per share. No underwriting is involved.

The company was organized under California law in October 1963 "primarily for the purpose of engaging in the automobile insurance business." Net proceeds of this financing will be used for organizational and other expenses, including first-year salaries of officers and employees, but primarily for the commencement, development and operation of the company's proposed insurance business. The company's prospectus lists Delbert F. Wright as board chairman and A. Gifford Jackson as president.

DCF RESEARCH PROPOSES OFFERING. DCF Research Inc., 555 Madison Ave., New York, has filed a registration statement (File 2-21957) with the SEC on December 17 seeking registration of 100,000 shares of common stock, to be offered for public sale at \$5 per share. The offering is to be made by Myron A. Lomasney & Co., 67 Broad St., New York City, on an all or none basis, for which it will receive a commission of 50¢ per share. In addition, the company will sell to the underwriter for \$1,500, five year warrants for the purchase of 15,000 common shares at an initial price of \$5 per share. The underwriter will sell 3,000 of the warrants to Baird & Co., the finder.

The company was organized by Dr. Leo Loewe in February 1963. It offers research, consultation and testing (laboratory, animal and clinical testing) services to the drug, cosmetic, food, chemical and related industries, in connection with existing and proposed products (including toxicity studies, clinical pharmacology, preparation and processing of new drug applications before the Federal Food and Drug Administration). Net proceeds of its sale of additional stock will be used for the purchase of additional laboratory materials and equipment, professional marketing and sales promotion services, and working capital and other general corporate purposes. The company now has outstanding 300,000 common shares, of which management officials own 70,000 shares, or 23.3%. Dr. Loewe is board chairman and John A. Cawley president; and Mrs. Loewe owns 92,000 shares (30.6%) while trustees under three separate trusts for the benefit of Dr. Loewe's grandchildren own 69,000 shares (23%). Sofipri, S.A., of Glarus, Switzerland is listed as the owners of 62,500 shares (20.8%) and Cawley 35,000 shares (11.6%). The prospectus states that the current book value of the outstanding stock is \$.38½ per share, which will be increased to \$1.30 if all 100,000 new shares are sold; and that, after such sale management officials and members of their families will own 231,000 shares for an investment of \$23,100, the other present shareholders will own 69,000 shares for an investment of \$100,150; and the public stockholders will own 100,000 shares for an investment of \$500,000.

ARGENTINE PROVINCE PROPOSES OFFERING. The Province of Santa Fe, Republic of Argentina, filed a registration statement (File 2-21958) with the SEC on December 17 seeking registration of \$3,000,000 of 7% Series "C" Treasury Bonds due July 31, 1968, to be offered for public sale at 92% of their principal amount. No underwriting is indicated. It is expected that delivery of the bonds will be made at the offices of Irving Trust Company, 1 Wall St., New York. According to the prospectus, the Province has issued \$20,000,000 principal amount of 7% Treasury Bonds in three series: Series "A", due July 31, 1963; Series "B", due July 31, 1965; Series "C", due July 31, '68. The present offer relates only to Series "C" bonds and is confined to \$3,000,000 principal (the "Bonds") of a total of \$6,000,000 of such Series "C" bonds issued. The net proceeds that the Province obtains from the sale of the Bonds will be devoted solely to the financing of the construction of provincial highways as contracted with Sociedad Anonima Obras Publicas Industriales y Maritimas ("SAOPIM"), a Venezuelan corporation, pursuant to a contract between the Province and SAOPIM. The entire \$20,000,000 bond issue is devoted to the same purpose.

SECURITIES ACT REGISTRATION. Effective December 17: Sinclair Oil Corp. (File 2-21893).