

# sec news digest

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Issue 82-128

U.S. SECURITIES AND  
EXCHANGE COMMISSION

July 6, 1982

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## CIVIL PROCEEDINGS

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### NEVIN L. WAGNER ORDERED TO DISGORGE \$395,000

The Atlanta Regional Office announced that on June 17 the Honorable Orinda D. Evans, U.S. District Judge for the Northern District of Georgia, issued an Order of Equitable Relief requiring Nevin L. Wagner of Atlanta, Georgia, who serves as chief executive officer of Unitron International Systems, Inc., to disgorge \$395,000 to Unitron. The Order also provides that Wagner shall transfer 356,041 shares of Unitron common stock he holds to Unitron, and requires Wagner to provide Unitron with a lien on the remaining shares of Unitron stock Wagner holds as security for the \$395,000 judgment. An independent appraisal of the value of the disgorged Unitron shares is to be secured within six months from the date of the Order, and Wagner is to be given credit for the value of the 356,041 shares transferred as a set-off against the \$395,000 judgment. Additional terms of the Order require a meeting of shareholders to be held within six months to elect new directors and other equitable relief. The Order was entered by Stipulation in which Wagner neither admitted nor denied the allegations contained in the Commission's complaint and Motion for Disgorgement.

Unitron and Wagner were previously enjoined by consent, without admitting or denying the Commission's allegations, from further violations of the registration and anti-fraud provisions, namely Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder.

The entry of these Orders concludes the proceedings encompassed by the Commission's complaint and its Motion for Disgorgement; however, the Commission's Motion for Contempt and for Sanctions remains pending, and is to be ruled upon by the Court at a later date. (SEC v. Unitron International Systems, Inc.; and Nevin L. Wagner, individually and d/b/a NEV Wagner Associates, Ltd., Civil Action No. C80-1696A, N.D. Ga.). (LR-9706)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until July 20 to comment on the application of the Pacific Stock Exchange, Inc. for unlisted trading privileges in the two issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-18848)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved on an accelerated basis a proposed rule change filed under Rule 19b-4 by the New York Stock Exchange, Inc. (SR-NYSE-82-10) to amend the NYSE transfer agent and registrar agreements in order to eliminate unnecessary reporting requirements. (Rel. 34-18863)

## 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; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-18) SOVEREIGN THOROUGHBREDS, INC./SOVEREIGN THOROUGHBRED PARTNERS, Route 284, P.O. Box 89, Westtown, NY 10998 (212) 742-8900 - 400 limited partnership interests with 200,000 shares of common stock, and 500,000 shares of common stock. (File 2-78189-NY - June 28) (Br. 4 - New Issue)
- (N-1) VANTAGE MONEY MARKET FUNDS, 1345 Avenue of the Americas, New York, NY 10105 (212) 399-4693 - an indefinite number of shares of beneficial interest. (File 2-78225 - June 29) (Br. 16 - New Issue)
- (N-1) PREMIER MONEY MARKET FUND, INC., 4333 Edgewood Rd., N.E., Cedar Rapids, IA 52499 (319) 398-8511 - an indefinite number of securities. (File 2-78237 - June 30) (Br. 18 - New Issue)
- (S-6) PAINE WEBBER UNITED STATES GOVERNMENT AND FEDERAL AGENCIES SECURITIES TRUST, APPRECIATION SERIES 1, 140 Broadway, New York, NY 10005 - 10,000,000 units. Depositor: Paine, Webber, Jackson & Curtis Incorporated. (File 2-78239 - June 30) (Br. 16 - New Issue)
- (S-3) HOTEL INVESTORS TRUST/HOTEL INVESTORS CORPORATION, 5530 Wisconsin Ave., Suite 1148 and 1149, respectively, Chevy Chase, MD 20815 (301) 565-1802 and (301) 654-9200, respectively - 28,683 shares of beneficial interest, 286,683 shares of common stock, respectively. (File 2-78241 - June 30) (Br. 6) [S]
- (S-8) ENERGY METHODS CORPORATION, 2850 Security Life Bldg., 1616 Glenarm Pl., Denver, CO 80202 (503) 825-5181 - 490,000 shares of common stock. (File 2-78245 - July 1) (Br. 3)
- (S-1) DATA CONCEPTS INTERNATIONAL, INC., 33 Hayden Ave., Lexington, MA 02173 - 1,000,000 shares of common stock. The company designs, develops, markets and supports computer programs. (File 2-78260 - July 1) (Br. 10 - New Issue)
- (S-3) INTERNATIONAL BUSINESS MACHINES CORPORATION, Armonk, NY 10504 (914) 765-1900 - 3,000,000 shares of capital stock. (File 2-78261 - July 1) (Br. 9)
- (S-15) DYANTECH CORPORATION, 3 New England Executive Park, Burlington, MA 01803 (617) 272-3304 - 56,500 shares of common stock. (File 2-78262 - July 1) (Br. 8)
- (S-11) DESTINATION RESORTS INTERNATIONAL, LTD., South Ocean Beach Resort Hotel, New Providence Island, Commonwealth of the Bahamas - 700 units. Underwriter: Raymond, James & Associates, Inc. (File 2-78263 - July 1) (Br. 4 - New Issue)
- (S-8) HANDY & HARMAN, 850 Third Ave., New York, NY 10022 (212) 752-3400 - 500,000 shares of common stock. (File 2-78264 - July 1) (Br. 6)
- (S-3) CONSOLIDATED OIL & GAS, INC., 1860 Lincoln St., Denver, CO 80295 (303) 861-5252 - 2,632,522 shares of common stock, 266,800 common stock purchase warrants, Series 1981, and \$2,445,000 of Series G 8% convertible debentures, due 2000. (File 2-78265 - July 1) (Br. 4) [S]
- (S-14) MCLEAN COUNTY BANCSHARES, INC., 1304 East Empire St., Bloomington, IL 61701 (309) 663-1311 - 35,000 shares of common stock. (File 2-78267 - July 1) (Br. 1 - New Issue)
- (S-15) UNITED VIRGINIA BANKSHARES INCORPORATED, 900 East Main St., Richmond, VA 23219 (804) 782-5618 - 141,822 shares of common stock. (File 2-78268 - July 1) (Br. 2)
- (S-8) LOCKHEED CORPORATION, 2555 North Hollywood Way, Burbank, CA 91520 (213) 847-6121 - 1,250,000 shares of common stock. (File 2-78269 - July 2) (Br. 2)

- (S-B) PROVINCE OF ONTARIO, Government of Ontario, 767 Third Ave., Suite 2800, New York, NY 10017 - \$125 billion of debt-securities consisting of notes and/or debentures. (File 2-78270 - July 2) (Br. 9)
- (S-2) GENERAL HOST CORPORATION, 22 Gate House Rd., P.O. Box 10045, Stamford, CT 06904 (203) 357-9900 - 1,250,000 shares of common stock. Underwriters: Alex. Brown & Sons and Bear, Stearns & Co. The company is engaged in two basic areas: specialty retailing and the manufacture of food products. (File 2-78271 - July 2) (Br. 1)
- (S-3) FIRST INTERSTATE BANCORP, 707 Wilshire Blvd., Los Angeles, CA 90017 (213) 614-3121 - \$400 million of notes. (File 2-78272 - July 2) (Br. 1)
- (S-14) KILGORE FIRST BANCORP, INC., 910 North Kilgore St., 75662 (214) 984-1511 - 37,500 shares of common stock, and 18,018 shares of 12% subordinated debentures. (File 2-78273 - July 2) (Br. 1 - New Issue)
- (S-1) WAINOCO ENERGY CORPORATION, 1200 Smith St., Suite 1500, Houston, TX 77002 (713) 658-9900 - 1,942,171 shares of common stock, and 967,940 shares of \$1.60 cumulative convertible preferred stock. (File 2-78274 - July 2) (Br. 3 - New Issue)
- (S-2) FITCHBURG GAS AND ELECTRIC LIGHT COMPANY, 120 Royall St., Canton, MA 02021 (617) 828-8660 - 160,000 shares of cumulative preferred stock. Underwriter: Merrill Lynch White Weld Capital Markets Group. (File 2-78275 - July 2) (Br. 7)
- (S-3) ARA SERVICES, INC., Independence Square West, Philadelphia, PA 19106 (215) 574-5000 - \$100 million of debt securities. Underwriter: Goldman, Sachs & Co. The company is engaged in providing or managing services, including food and refreshment services, among other things. (File 2-78276 - July 2) (Br. 4) [S]
- (S-1) DORCHESTER HUGOTON, LTD., 5735 Pineland Dr., P.O. Box 31049, Dallas, TX 75231 (214) 750-3500 - 1,789,756 depository receipts for units of limited partnership interest. (File 2-78277 - July 2) (Br. 4 - New Issue)
- (S-12) IRVING TRUST COMPANY, One Wall St., New York, NY - 100,000 American Depositary Receipts for Swan Resources Limited. (File 2-78278 - July 2) (Br. 99 - New Issue)
- (S-3) INTERLAKE, INC., Commerce Plaza, 2015 Spring Rd., Oak Brook, IL 60521 (312) 986-6600 - 400,000 shares of common stock. (File 2-78279 - July 2) (Br. 6)
- In a separate (S-8) statement the company seeks registration of 275,000 shares of common stock. (File 2-78280 - July 2)

#### REGISTRATIONS EFFECTIVE

June 29: Florida Power Corporation, 2-78102; Garcia's of Scottsdale, Inc., 2-77587; Hughes Tool Company, 2-78114; Intermetrics, Inc., 2-77746; Northcoast Energy 1982-1 Drilling Program, 2-77014; Wm. E. Wright Co., 2-78048.

June 30: A/S Eksportfinans, 2-76504; Ambanc Corp., 2-77796; American Pioneer Government Securities Fund, Inc., 2-74571; Central Maine Power Company, 2-77977; Energy Systems Holdings Ltd., 2-78158; Ford Motor Credit Company, 2-78103; Manufacturers Hanover Corporation, 2-78033; Norton Company, 2-77865; Norton Simon, Inc., 2-78027; Raychem Corporation, 2-78096; Scientific Software Corporation, 2-77823.

## ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

	FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
ADAMS MILLIS CORP SCHOFIELD ROBERT PACE JR	COM 13D	6/23/82	425 18.4	00628410 15.3	UPDATE
AMERICAN GEN CORP NLT CORPORATION	COM 14D-1	6/28/82	1,531 6.3	02635110 2.3	UPDATE
AMERICAN GEN CORP NLT CORPORATION	JR PFD 80 CONV 14D-1	\$3.25 6/28/82	459 34.9	02635130 100.0	UPDATE
ARCHIE ENTERPRISES INC LANDES MICHAEL S ET AL	COM 13D	6/17/82	58 9.7	03952910 0.0	NEW
BALDWIN & LYONS INC CANADIAN IMP BK OF COMMERCE TR	COM 13D	6/10/82	93 8.4	05775510 7.1	UPDATE
BANK MONT SYS ADAMS STEPHEN	COM 13D	6/17/82	224 26.6	06366310 24.2	UPDATE
BANK MONT SYS BURKE ALFRED T	COM 13D	6/17/82	77 9.1	06366310 6.7	UPDATE
BANK MONT SYS BURKE BEVERAGE CO ET AL	COM 13D	6/17/82	180 21.4	06366310 26.2	UPDATE
CAMPBELL RES INC NEW VENTURE EQUITIES LTD	COM 13D	6/10/82	450 5.8	13442010 0.0	NEW
CECO CORP MEYER INVESTMENT CO	COM 13D	8/5/81	165 5.1	15003310 0.0	NEW
CHEM NUCLEAR SYS INC WASTE MANAGEMENT INC	COM 14D-1	6/29/82	0 0.0	16353110 0.0	NEW
CITIES SVC CO GOC ACQUISITION CORP/GULF	COM OIL 14D-1	6/22/82	14,100 18.2	17303610 18.2	RVSION
EMETT & CHANDLER COS INC LEEDS THOS E CO ET AL	COM 13D	6/18/82	95 5.2	29120510 0.0	NEW
FERRD CORP CRANE CO	COM 13D	6/28/82	1,686 21.8	31540510 20.5	UPDATE
FIRSTMARK CORP ROCHWARGER LEONARD	COM 13D	6/18/82	1,342 62.0	33761710 4.7	UPDATE
GALVESTON HOUSTON CO AVERY NATHAN M	COM 13D	6/29/82	424 7.5	36442410 0.0	NEW
HUDSON GEN CORP SEGAL RICHARD D	COM 13D	4/30/82	372 27.6	44378410 0.0	NEW
PIEDMONT AVIATION INC NORFOLK & WESTERN RY CO ET AL	COM 13D	6/16/82	1,850 20.2	72010110 7.1	UPDATE
REALTY INCOME TR FOXWOOD INVST ET AL	COM 13D	6/18/82	353 22.4	75611210 20.7	UPDATE
REGENCY ELECTRS INC READING CO	COM 13D	6/24/82	750 13.9	75885410 13.9	UPDATE
TRANE CO O'CONNOR SECURITIES ET AL	COM 13D	6/16/82	823 8.1	89289210 0.0	NEW
UNITED PARK CITY MINES CO CIMARRON CORP ET AL	COM 13D	6/2/82	1,069 19.8	91131510 19.6	UPDATE