

sec news digest

U.S. SECURITIES AND
EXCHANGE COMMISSION

Issue 80-247

December 23, 1980

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ADMINISTRATIVE PROCEEDINGS

LIBRARY

R.O. BELT - O.S. BELT, INC. AND
OSBORN S. BELT SANCTIONED

Public administrative proceedings have been ordered under the Securities Exchange Act of 1934 against R.O. Belt - O.S. Belt, Inc. (Belt, Inc.), a Washington, D.C., SECO-registered broker-dealer principally engaged in the offer and sale of participations in first mortgage notes, and Osborn S. Belt (Belt), the president and sole shareholder of Belt, Inc. Simultaneously with the institution of proceedings, the Commission accepted offers of settlement submitted by Belt, Inc. and Belt.

In their offers of settlement, without admitting or denying the Commission's findings, respondents Belt, Inc. and Belt consented to the entry of findings and an order: suspending the broker-dealer registration of Belt, Inc. for a period of 60 days except for renewals of existing loans; suspending Belt from being associated with any broker or dealer for a period of 60 days provided, however, that such suspension shall not preclude activities relating to the renewal of existing loans by Belt, Inc.; and ordering Belt, Inc. to comply with its undertaking to make certain filings with the Washington Regional Office of the Commission and to furnish certain of its customers with a letter disclosing the material facts concerning the origin and history of certain promissory notes in the name of a relative of Belt's, sold to investors.

The sanctions were based upon findings that Belt, Inc. and Belt wilfully violated and wilfully aided and abetted violations of the registration and antifraud provisions of the Securities Act of 1933 and the antifraud, net capital, customer protection, and general business conduct provisions of the Exchange Act. (Rel. 34-17359)

INVESTMENT COMPANY ACT RELEASES

AMERICAN MEDICAL ASSOCIATION TAX-EXEMPT INCOME FUND, INC.

A notice has been issued giving interested persons until January 12, 1981, to request a hearing on an application filed by American Medical Associate Tax-Exempt Income Fund, Inc., registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, for an order declaring that it has ceased to be an investment company. (Rel. IC-11499 - Dec. 19)

MUNICIPAL FUND FOR TEMPORARY INVESTMENT, INC.

An order has been issued on an application filed by Municipal Fund For Temporary Investment, Inc. (Applicant), registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, pursuant to Section 6(c) of the Act exempting Applicant, subject to conditions, from the provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 under the Act to the extent necessary to permit Applicant to utilize amortized cost valuation for the purpose of pricing its shares for sale, redemption and repurchase. (Rel. IC-11500 - Dec. 19)

THE FIRST ECUMENICAL FUND, INC.

A notice has been issued giving interested persons until January 12, 1981, to request a hearing on a proposal by the Commission to declare by order on its own motion, pursuant to Section 8(f) of the Investment Company Act of 1940, that The First Ecumenical Fund, Inc., registered under the Act as an open-end, diversified, management investment company, has ceased to be an investment company. (Rel. IC-11501 - Dec. 19)

EQUITY UNDERWRITERS, INC.

An order has been issued by the Commission on its own motion pursuant to Section 8(f) of the Investment Company Act of 1940, declaring that Equity Underwriters,

Inc., registered under the Act as a face amount certificate company, has ceased to be an investment company. (Rel. IC-11502 - Dec. 19)

THE FOUNDATION INVESTMENT COMPANY

An order has been issued by the Commission on its own motion pursuant to Section 8(f) of the Investment Company Act of 1940, declaring that The Foundation Investment Company, registered under the Act as a closed-end, diversified, management investment company, has ceased to be an investment company. (Rel. IC-11503 - Dec. 19)

NEL CASH MANAGEMENT ACCOUNT II, INC.

A notice has been issued giving interested persons until January 13, 1981, to request a hearing on an application by NEL Cash Management Account II, Inc. for an order declaring that it has ceased to be an investment company. (Rel. IC-11504 - Dec. 19)

NARRAGANSETT CAPITAL CORPORATION

A notice has been issued giving interested persons until January 13, 1981, to request a hearing on an application filed by Narragansett Capital Corporation, registered under the Investment Company Act of 1940 as a closed-end, non-diversified, management investment company and a licensed small business investment company, Photo Systems, Inc., a company controlled by Narragansett, Lyndon Color Labs, Inc. (Lyndon, Inc.), Robert E. Thronburg, Jr., and William P. Considine, for an order, pursuant to Sections 17(b) and 17(d) of the Act and Rule 17d-1 thereunder, exempting from the provisions of Section 17(a) of the Act and permitting under Rule 17d-1 certain proposed transactions in connection with the restructuring and refinancing of Narragansett's investment in Photo Systems. Those transactions include: the investment by Narragansett in Lyndon, Inc., a newly organized company currently controlled by Thronburg, an officer and director of Photo Systems, but which, upon consummation of the proposed transactions, may be presumed to be controlled by Narragansett; the sale of a division of Photo Systems to Lyndon, Inc.; and an agreement between Photo Systems and Lyndon, Inc., regarding the compensation to be received by Considine, Chairman and President of Photo Systems, for services rendered to the two companies. (Rel. IC-11505 - Dec. 19)

SCHENUIT INDUSTRIES, INC.

An order has been issued on an application filed by Schenuit Industries, Inc. (Applicant), pursuant to Section 6(c) of the Investment Company Act of 1940, exempting Applicant from all provisions of the Act on a temporary basis. (Rel. IC-11506 - Dec. 22)

HOLDING COMPANY ACT RELEASES

ARKANSAS POWER & LIGHT COMPANY

A notice has been issued giving interested persons until January 15, 1981, to request a hearing on a proposal by Arkansas Power & Light Company, subsidiary of Middle South Utilities, Inc., whereby Arkansas Power & Light will enter into arrangements with Independence County, Arkansas providing for the construction of pollution control facilities at Arkansas Power & Light's Independence Electric Generating Station. (Rel. 35-21849 - Dec. 22)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until January 12, 1981 to comment on the applications of the following stock exchanges for unlisted trading privileges in the specified securities of the following companies which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Philadelphia Stock Exchange - Paine Webber, Inc., common stock (\$1 par value). (Rel. 34-17392); and Cincinnati Stock Exchange - Dart & Kraft Incorporated, common stock (\$2.50 par value). (Rel. 34-17391)

An order has been issued granting the applications of the Midwest Stock Exchange for unlisted trading privileges in three stocks which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-17394)

TRUST INDENTURE ACT RELEASES

ESTERLINE CORPORATION

A notice has been issued granting interested persons until January 12, 1981 to request a hearing on an application by Esterline Corporation, pursuant to Section 310(b)(1)(ii) of the Trust Indenture Act of 1939, declaring that the trusteeship of Manufacturers Hanover Trust Company under an existing indenture and under a proposed indenture is not so likely to involve a material conflict of interest as to make it necessary in the public interest for the protection of investors to disqualify Manufacturers Hanover Trust Company from acting as trustee under one of these indentures. (Rel. TI-602)

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-1) TURF PARADISE, INC., 1501 West Bell Rd., Phoenix, AZ 85023 - 880,000 shares of common stock. Underwriter: L. F. Rothschild, Unterberg, Towbin. The company's primary business is conducting an annual thoroughbred horse racing meet at its wholly owned facility in Phoenix. (File 2-70304 - Dec. 19)
- (S-B) JAMAICA NATIONAL INVESTMENT COMPANY LIMITED (Issuer); GOVERNMENT OF JAMAICA (Guarantor), c/o Doris Chin, Embassy of Jamaica, 1850 K St., N.W., Washington, D.C. 20006 - 115,758 units of debenture stock. (File 2-70309 - Dec. 19)
- (S-16) DYNATECH CORPORATION, 16 New England Executive Park, Burlington, MA 01803 (617) 272-3309 - 42,583 shares of common stock. (File 2-70316 - Dec. 19)
- (S-1) CHECKPOINT SYSTEMS, INC., 550 Grove Rd., P.O. Box 188, Thorofare, NJ 08086 (609-848-1800) - 440,000 of common stock. Underwriter: Laidlaw Adams & Peck Inc. The company is engaged in the production and sale of electronic article surveillance systems for retail establishments and libraries. (File 2-70317 - Dec. 19)
- (S-7) ASTROSYSTEMS, INC., Six Nevada Dr., Lake Success, NY 10042 - 1,540,000 shares of common stock, 910,000 warrants to acquire shares of common stock and underlying common stock. Underwriters: Sherwood Securities Corp. and Bond, Richmond & Co., Inc. The company is engaged in the design, manufacture and sale of proprietary electronic and electromechanical devices for precision monitoring and control of military, aerospace and industrial processes. (File 2-70321 - Dec. 19)
- (S-16) GENERAL SIGNAL CORPORATION, High Ridge Park, Stamford, CT 06904 (203-357-8800) - 149,984 shares of common stock. (File 2-70322 - Dec. 19)
- (S-8) E. I. de PONT de NEMOURS AND COMPANY, 1007 Market St., Wilmington, DE 19898 - 2,000,000 shares of common stock. (File 2-70325 - Dec. 19)
- (S-18) WALNUT EQUIPMENT LEASING CO., INC., 10 East Athens Ave., Ardmore, PA 19003 - Not more than 5,000 of variable rate demand & fixed term money market subordinated thrift certificates \$100-\$10,000. The company is engaged in the business of financing general commercial equipment, principally as the lessor under full payout direct financing leases. (File 2-70326 - Dec. 19)
- (S-1) CONSOLIDATED PETROLEUM INDUSTRIES, INC., 601 North Marienfeld, Midland, TX 79701 - 1,175,000 shares of common stock. Underwriters: Bateman, Eichler, Hill Richards Inc. and Carr Sebag & Co. The company is engaged, through its subsidiaries, in domestic onshore contract drilling and other energy related activities. (File 2-70328 - Dec. 19)

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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, registration statements, and other filings may be ordered by writing to the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. When you are ordering more than one, we prefer that the documents be listed in alphabetical order by registrant name to expedite service. Two types of service are available.

REGULAR SERVICE — The regular service reproduction cost is 10¢ per page, including applicable sales taxes, plus postage (\$5.00 minimum order). Regular service orders will be shipped within seven calendar days of the receipt by the SEC's service contractor of your request. Slight delays may occur if the materials to be copied are not already in the contractor's master files.

PRIORITY SERVICE — Copies of documents may be ordered by telephone directly from the SEC's service contractor by calling 301/951-1350. The priority reproduction cost is 35¢ per page plus postage and applicable sales taxes (\$10.00 minimum order). Priority service orders will be shipped by 4:00 PM of the working day following the day of your telephoned request for materials already in the contractor's master files. Cost estimates are given on request.

All other reference material is available in the SEC Docket.

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