

sec news digest

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March 19, 1979

HOLDING COMPANY ACT RELEASES

LIBRARY
U.S. SECURITIES AND
EXCHANGE COMMISSION

CENTRAL AND SOUTH WEST CORPORATION

A notice has been issued giving interested persons until April 9 to request a hearing on a proposal of Central and South West Corporation (CSW), a registered holding company, that CSW increase the number of shares authorized to be issued and sold pursuant to a dividend reinvestment and stock purchase plan. CSW also proposes to extend the period in which such shares may be issued and sold. (Rel. 35-20963 - Mar. 15)

MONONGAHELA POWER COMPANY

An order has been issued authorizing a proposal of Monongahela Power Company, subsidiary of Allegheny Power System, Inc., to issue and sell at competitive bidding up to \$45 million of first mortgage bonds. (Rel. 35-20964 - Mar. 15)

MISCELLANEOUS

THE REGIS GROUP, INC.

A notice has been issued giving interested persons until April 9 to request a hearing on an application of The Regis Group, Inc., pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Regis from the provisions of Sections 13 and 15(d) of the Act. Regis is a Wisconsin corporation organized under the laws of that State in 1978. On May 1, 1978 Robert W. Baird & Co. Inc. and Reinholdt and Gardner merged with and into Regis. As a result of the merger, Regis has 151 common stockholders and 2 preferred stockholders. (Rel. 34-15641)

PEMCO, INC.

A notice has been issued giving interested persons until April 9 to request a hearing on an application of Pemcor, Inc., pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Pemcor from the reporting requirements under Section 15(d) of the Act. (Rel. 34-15642)

APPLIED INDUSTRIES, INC.

A notice has been issued giving interested persons until April 9 to request a hearing on an application of Applied Industries, Inc., pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Applied from the provisions of Sections 13 and 15(d) of the Act. Pursuant to an offer to repurchase in September 1978, the number of Applied's shareholders was reduced below 300. Registration of Applied's common stock under Section 12(g) of the Act was terminated as of February 7, 1979 pursuant to Rule 12(g)(4). There is little trading in Applied's common stock. (Rel. 34-15643)

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; and File number and date filed.

- (S-1) STRUTHERS OIL & GAS CORP., The City Center Bldg., Suite 360, 101 Broadway, Oklahoma City, Okla. 73102 - \$9 million of preorganizational subscriptions for and units of limited partnership interests in Struthers 1979 Oil and Gas Program. (File 2-63774 - Mar. 15)
- (S-14) MICHIGAN ENERGY RESOURCES COMPANY, 899 South Telegraph Rd., Monroe, Mich. 48161 (313) 242-4100 - 1,861,573 shares of common stock. (File 2-63779 - Mar. 15)
- (S-8) COMPUTER MICROGRAPHICS, INC., 21515 Hawthorne Blvd., Suite 850, Torrance, Cal. 90503 (213) 540-6717 - 200,000 shares of common stock. The company operates a network of micrographics service centers. (File 2-63783 - Mar. 16)
- (S-8) MARSHALL INDUSTRIES, 9674 Telstar Ave., El Monte, Cal. 91731 (213) 686-0141 - 90,000 shares of common stock. The company is engaged in the business of supplying and servicing the electronics industry. (File 2-63784 - Mar. 16)
- (S-8) APPLIED MAGNETICS CORPORATION, 75 Robin Hill Rd., Goleta, Cal. 93017 (805) 946-4881 - 220,000 shares of common stock. The company is engaged in the businesses of computer equipment and components; process control equipment and systems; and geophysical exploration equipment and systems. (File 2-63785 - Mar. 16)
- (S-16) CENTRAL ILLINOIS LIGHT COMPANY, 300 Liberty St., Peoria, Ill. 61602 (309) 672-5271 - 300,000 shares of common stock. (File 2-63786 - Mar. 16)
- (S-16) OTTER TAIL POWER COMPANY, 215 South Cascade St., Fergus Falls, Minn. 56537 (218) 736-5411 - 100,000 shares of common shares. (File 2-63787 - Mar. 16)
- (S-1) FARM HOUSE FOODS CORPORATION, 733 North Van Buren St., Milwaukee, Wis. 53202 - 940,000 shares of common stock. (Rights Offerings). (File 2-63788 - Mar. 16)
- (S-1) PYRAMIDWEST DEVELOPMENT CORPORATION, 3322 West Roosevelt Rd., Chicago, Ill. 60624 - 48,446-48,046 Class A voting common stock. The company is a bank holding company which makes investments in corporations and projects engaged in economic rehabilitation and development activities. (File 2-63789 - Mar. 16)
- (S-1) FIRST CORPORATION, 208 North Main St., Henderson, Ky. 42420 - 1,000,000 shares of common stock. (File 2-63790 - Mar. 16)
- (S-16) COLGATE-PALMOLIVE COMPANY, 300 Park Ave., New York, N.Y. 10022 (212) 751-1200 - 452,000 shares of common stock. The company, among other things, produce and distribute laundry and cleaning products. (File 2-63791 - Mar. 16)
- (S-1) GREATE BAY CASINO CORPORATION, Indiana Avenue and Brighton Park, Atlantic City, N.J. 08401 - 1,029,017 shares of Class A common stock. Underwriter: Advest, Inc. The company was incorporated for the purpose of developing and operating a hotel-casino. (File 2-63792 - Mar. 16)
- (S-14) SURPASS CHEMICALS LIMITED, Ontario, Canada (416) 751-6100 - 373,322 shares of common stock. (File 2-63793 - Mar. 16)
- (S-16) PENNSYLVANIA POWER & LIGHT COMPANY, Two North Ninth St., Allentown, Pa. 18101 (215) 821-5151 - 2,500,000 shares of common stock. The company supplies electric service. (File 2-63794 - Mar. 16)
- (S-16) LONG ISLAND LIGHTING COMPANY, 250 Old Country Rd., Mineola, N.Y. 11501 (516) 228-2890 - 3,000,000 shares of common stock. (File 2-63795 - Mar. 16)
- (S-7) ATLANTIC CITY ELECTRIC COMPANY, 1600 Pacific Ave., Atlantic City, N.J. 08404 (609) 645-4100 - 150,000 shares of common stock. (File 2-63796 - Mar. 16)
- (S-7) THE CHESAPEAKE AND POTOMAC TELEPHONE COMPANY OF VIRGINIA, 703 East Grace St., Richmond, Va. 23219 (804) 772-2000 - \$200 million of forty-year debentures, due April 15, 2019. The company is engaged in the business of furnishing communications services. (File 2-63797 - Mar. 16)
- (S-16) AMERICAN TELEPHONE AND TELEGRAPH COMPANY, 195 Broadway, New York, N.Y. 10007 (212) 393-9800 - 18,000,000 shares of common shares. (File 2-63798 - Mar. 16)
- (S-16) VIRGINIA ELECTRIC AND POWER COMPANY, One James River Plaza, Richmond, Va. 23261 (804) 771-3225 - \$100 million of first and refunding mortgage bonds of 1979, Series A, due April 1, 2009. (File 2-63799 - Mar. 16)
- (S-8) PHILADELPHIA ELECTRIC COMPANY, 2301 Market St., Philadelphia, Pa. 19101 (215) 841-4000 - 1,500,000 shares of common stock. (File 2-63800 - Mar. 16)

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within 10 days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds 5%. Persons eligible to use the short form (Form 13-G) may in lieu of filing a Schedule 13D file a Form 13-G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period February 12-15, 1979. The number of shares of the security which are beneficially owned, and the number of shares concerning which there is a right to acquire are sent forth for each beneficial owner. *Amended Acquisition Reports.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
* Isidore A. Becker	AITS, Inc. (Newton, MA) Common Stock - 388,516 shs.	2-12-79
McWane Financial Corp., Inc.	American Foundation Life Insurance Co. (Little Rock, AR) Capital Stock - 850,000 shs. (100%)	2-12-79
* Icahn & Co., Inc. Carl Icahn Leonard Press Blossom Tress, et al	Baird & Warner Mortgage & Realty Investors (Chicago IL) Shares of Beneficial Interest - 292,925 (28.08%)	2-12-79
* Roth Corporation	Baker Bros., Inc. (Jacksonville, FL) Common stock - 109,800 shs.	2-12-79
Baker, Fentress & Co.	Barnett Banks of Florida, Inc. (Jacksonville, FL) Common stock - 536,958 shs.	2-12-79
Joel Greenberg Kaliher Partnership	Celina Financial Corporation (Celina, OH) Class A common stock - 137,800 shs.	2-12-79
* Phyllis Malkin Cohen Barcone Pension Trust Barry F. Cohen	Clausing Corporation (Kalamazoo, MI) Common stock - 128,900 shs. (13.49%)	2-12-79
* International Mining Corp. Pacific Holding Corp. David H. Murdock Lewis B. Hardee	Chicago, Rock Island & Pacific Railroad Co. (Chicago IL) Common stock - 311,500 shs. (10.7%)	2-12-79
Lawrence Zalusky	Chicken Unlimited Enterprises, Inc. (Chicago, IL) Common stock - 30,100 shs. Common stock - 375,000 shs. on exercise of Options	2-12-79
* Maury Page Kemp Lone Star Growth Corp. Texas Star Life Insurance Co.	Coaches of America, Inc. (El Paso, TX) Common stock - 753,333 shs. (26.07%)	2-12-79
* John E. Wertin Joseph H. Akerman	Compass Investment Group (Jacksonville, FL) Common stock - 1,514,711 shs. (48.71%) Common stock - 88,889 shs. on conversion of Debentures	2-12-79
Baker, Fentress & Co.	Consolidated - Tomoka Land Co. (Sebring, FL) Common stock - 1,250,000 shs. (81.6%)	2-12-79
Edward Hull Crump, Jr. Individually and as Trustee	E. H. Crump Companies, Inc. (Memphis, TN) Common stock - 599,596 shs. (21.7%) (Included above are shares owned by his wife.)	2-12-79
* Clabir Corporation	Florida Capital Corporation (Greenwich, CT) Common stock - 79,100 shs. (10.58%)	2-12-79

ACQUISITION REPORTS, cont.

* Flinchbaugh Products, Inc. (Wholly-owned subsidiary of Clabir) Clabir Corporation	General Host Corporation (Stanford, CT) Common stock - 134,200 shs.	2-12-79
Baker, Fentress & Co.	Holly's, Inc. (Grand Rapids, MI) Common stock - 73,710 shs. (14.2%) on conversion of Preferred stock	2-12-79
* Douglas H. Bradley Individually and as Co. Trustee	Iroquois Brands Limited (Greenwich, CT) Common stock - 101,165.3101 shs. Common stock - 35,000 shs. (Included above are shares owned by his wife.)	2-12-79
* LGS Employees' Savings & Investment Trust	Louisiana General Services, Inc. (Harvey, LA) Common stock - 206,095 shs. (14.469%)	2-12-79
Nicholas W. Edwards	Lundy Electronics & Systems, Inc. (Glen Head, NY) Common stock - 71,000 shs.	2-12-79
Baker, Fentress & Co.	Medford Corporation (Medford, OR) Common stock - 705,060 shs. (28.8%)	2-12-79
Baker, Fentress & Co.	Midwestern Distribution, Inc. (Fort Scott, KS) Common stock - 100,000 shs.	2-12-79
* William J. Blake	Milwaukee Professional Sports & Services, Inc. (Milwaukee, WI) Common stock - 60,000 shs. (19.2%)	2-12-79
* James F. Fitzgerald	Milwaukee Professional Sports & Services, Inc. (Milwaukee, WI) Common stock - 73,675 shs. (23.6%)	2-12-79
Cimarron Corporation Union Trust Company Wheeler M. Sears	Oklahoma Oil Company (Dallas, TX) Common stock - 295,869 shs. (39.4%)	2-12-79
* Icahn & Company, Inc. Carl Icahn Leonard Press Stanley Nortman	Tappan Company (Mansfield, OH) Common stock - 169,000 shs.	2-12-79
* Edward F. Genetti Richard S. Genetti Hazelton National Bank, Trustee, et al	Victory Markets, Inc. (Norwich, NY) Common stock - 200,000 shs. (13.15%)	2-12-79
* Myron Philip Anthony	Anthony Industries Inc. (South Gate, CA) Common Stock - 437,355 shs. (18.6%)	2-13-79
SAFECO Corp. SAFECO Insurance Co. of America General Insurance Co. of America SAFECO Life Insurance Co.	Beneficial Corp. (Wilmington, DE) \$4.30 Preferred Stock - 63,600 shs.	2-13-79
* Standard Shares, Inc. Sidney Barrows Irving B. Harris King W. Harris, et al	Brand Insulations, Inc. (Park Ridge, IL) Common Stock - 400,000 Common Stock - 3,200,000 shs. on conversion of Preferred Stock	2-13-79
SAFECO Corp.	Central Illinois Light Co. (Peoria, IL) 4.64% Preferred Stock - 8,315 shs. (10.4%)	2-13-79
* Avemco Corp.	Classified Financial Corp. (Milwaukee, WI) Common Stock - 96,751 shs. (12.5%)	3-13-79
* Libco Corp.	Hospital Financial Corp. (Barrington, IL) Common Stock - 132,000 shs. (16.3%)	2-13-79
SAFECO Corp.	Indianapolis Power & Light Co. (Indianapolis, IN) 6% Preferred Stock - 5,000 shs.	2-13-79

ACQUISITION REPORTS, cont.

SAFECO Corp. First National Insurance Co. of America	Northern States Power Co. (Minneapolis, MN) \$4.11 Preferred Stock - 19,400 shs.	2-13-79
Stanley Beyer Scott J. Borman Gary E. Borman, et al Burton Borman	Pennsylvania Life Co. (Santa Monica, CA) Common Stock - 1,312,457 shs. (12%)	2-13-79
SAFECO Corp. SAFECO Life Insurance Co. General Insurance Co. of America	Philadelphia & Reading Railroad (Chicago, IL) \$6.00 Preferred Class A - 43,820 shs. (24.4%)	2-13-79
Standard Operations Inc. (Wholly-owned subsidiary of Standard Shares, Inc.) Standard Shares, Inc. Sidney Barrows Irving B. Harris, et al	Pittway Corp. (Northbrook, IL) Common Stock - 1,971,000 shs. (33%)	2-13-79
SAFECO Corp. SAFECO Insurance Co. of America	Public Service Co. of Indiana (Plainfield, IN) 4.32% Preferred Stock - 90,100 shs. (11.3%)	2-13-79
SAFECO Corp. SAFECO Insurance Co. of America	Public Service Co. of Indiana (Plainfield, IN) 4.16% Preferred Stock - 35,000 shs.	2-13-79
SAFECO Corp.	Southern Indiana Gas Co. (Evansville, IN) 8.75% Preferred Stock - 9,500 shs. (12.7%)	2-13-79
R. B. Pamplin, Individually and Trustee R. B. Pamplin Corp. Gwen R. Torgler Katherine R. Pamplin	Standard-Coosa-Thatcher Co. (Chattanooga, TN) Common Stock - 35,900 shs.	2-13-79
SAFECO Corp. SAFECO Life Insurance Co. General Insurance Co. of of America	Wabash Railroad Co. (Roanoke, VA) 4.5% Preferred Stock - 30,000 shs.	2-13-79
Dan Murphy Foundation	California Portland Cement Co. (Los Angeles, CA) Common Stock - 1,268,018 shs. (30%)	2-14-79
* Joel Greenberg Charles Lubin Milton Salstone Kaliber Partnership I	Compo Industries Inc. (Waltham, MA) Common Stock - 617,681 shs. (19%)	2-14-79
Vendamerica B.V. (Netherlands) (Controlled by Vroom en Dressman B. V. (Netherlands)	Dillard Department Stores Inc. (Little Rock, AR) Class A Common Stock - 1,181,964 shs. (48.9%)	2-14-79
Marshall J. Garrett, Individually and as Trustee	Gulf United Corp. (Jacksonville, FL) \$3.78 Convertible Preferred Series B Stock - 112,350 shs. (12.07%) (Included above are shares owned by his wife and immediate family members.)	2-14-79
Louis Perlman	House of Ronnie Inc. (NYC) Common Stock - 99,218 shs.	2-14-79
Kyle Monfort Walsh, Trustee and Custodian	Monfort of Colorado Inc. (Greeley, CO) Common Stock - 591,083 shs. (11.9%)	2-14-79
Hugh E. Carr	Trion Inc. (Sanford, NC) Common Stock - 34,647 shs. Common Stock - 2,579 shs. on exercise of Options	2-14-79

ACQUISITION REPORTS, cont.

* Joel Greenberg
Riverside Foods Ltd. Bluebird Inc. (Philadelphia, PA) 2-15-79
Common Stock - 1,695,300 shs. (30.5%)

The following companies or individuals have filed Form 13G during the period February 8-9, 1979.

Marjorie L. Rosenfeld, Individually and Trustee	Jacobson Stores, Inc. (Jackson, MI) Common Stock - 156,065 shs. (15.7%)	2-8-79
Nathan Rosenfeld, Individually and Trustee	Jacobson Stores Inc. (Jackson, MI) Common Stock - 92,984 shs.	2-8-79
Maurice H. Koodish, Individually and Trustee	Jacobson Stores Inc. (Jackson, MI) Common Stock - 131,821 shs. (13.3%)	2-8-79
Stephen A. Keller	Kodicor, Inc. (Minneapolis, MN) Common Stock - 46,800 shs. Common Stock - 40,000 shs. on exercise of Options	2-8-79
Philip Sherman Foundation	Lilli Ann Corporation (San Francisco, CA) Common Stock - 70,585 shs. (11.8%)	2-8-79
Adolph P. Shuman	Lilli Ann Corporation (San Francisco, CA) Common Stock - 142,689 shs. (29.7%) Common Stock - 34,200 shs. on exercise of Options	2-8-79
United Artists Theatre Circuits, Inc.	Magna Pictures Corp. (NYC) Common Stock - 185,876 shs. (39.4%)	2-8-79
William J. McGinley	Method Electronics, Inc. (Chicago, IL) Common Stock - 541,393 shs. (63.3%)	2-8-79
Dorothy I. McKee	Overhead Door Corp. (Dallas, TX) Common Stock - 273,478 shs.	2-8-79
Selma E. Goerlich John Goerlich	Questor Corp. (Toledo, OH) Common Stock - 1,181,894 shs. (12.3%) (Included above are shares held by Goerlich Family Foundation.)	2-8-79
Cyril R. Porthouse	Questor Corp. (Toledo, OH) Common Stock - 514,597 shs. (Included above are shares owned by his wife.)	2-8-79
Sandra Sue Alexander, Individually and Custodian Edward H. Alexander	Questor Corp. (Toledo, OH) Common Stock - 1,339,639 shs. (13.9%) (Included above are shares held in trusts for the benefit of Mrs. Alexander and children.)	2-8-79
Selma Putnam Paul Putnam	Questor Corp. (Toledo, OH) Common Stock - 1,532,725 shs. (16%) (Included above are shares held in trusts for the benefit of Mrs. Putnam and children.)	2-8-79
Samuel H. Levinson	Railweight, Inc. (Elk Grove Village, IL) Capital Stock - 145,569 shs. (11.7%)	2-8-79
T. R. Miles	Stange Co. (Chicago, IL) Common Stock - 100,500 shs. Common Stock - 13,000 shs. on exercise of Options	2-8-79
Bruce L. Durling	Stange Co. (Chicago, IL) Common Stock - 110,868 shs.	2-8-79
Harvey A. Ludwig, Individually and Custodian	Tenna Corp. (Warrensville, OH) Common Stock - 422,591 shs. (14.3%)	2-8-79
Violet Upright	Tenna Corp. (Warrensville, OH) Common Stock - 244,082 shs.	2-8-79

ACQUISITION REPORTS, cont.

Warren E. Tomlinson	Tomlinson Oil Co., Inc. (Wichita, KS) Common Stock - 248,500 shs. (19%) (Included above are shares owned by his wife.)	2-8-79
William I. Lee	Triton Oil & Gas Corp. (Dallas, TX) Common Stock - 356,467 shs.	2-8-79
James R. Rowen, Co-Trustee	U. S. & Foreign Securities Corp. (NYC) Common Stock - 568,798 shs. (10.56%)	2-8-79
Charles C. Parlin, Individually and as Co-Trustee	U. S. & Foreign Securities Corp. (NYC) Common Stock - 559,546 shs. (10.72%)	2-8-79
Crosby R. Smith, Individually and as co-Trustee	U.S. & Foreign Securities Corp. (NYC) Common Stock - 594,629 shs. (11.37%)	2-8-79
Dorothy D. Erveson, Individually and as co-Trustee	U. S. & Foreign Securities Corp (NYC) Common stock - 449,005 shs.	2-8-79
C. Douglas Dillon, Individually and as Co-Trustee	U. S. & Foreign Securities Corp (NYC) Common stock - 803,314 shs. (15.25%)	2-8-79
Philip Dillon Allen, Individually and as Co-Trustee	U. S. & Foreign Securities Corp. (NYC) Common stock - 583,169 shs. (10.1%)	2-8-79
Robert G. Payne, Individually and as Co-Trustee	U. S. & Foreign Securities Corp. (NYC) Common stock - 545,634 shs (10.46%)	2-8-79
Louis Bailis, Individually and as Co-Trustee	Welded Tube Co. of America (Phila, PA) Common stock - 413,136 shs (31.8%)	2-8-79
Samuel H. Landy, Individually and as Co-Trustee	Welded Tube Co. of America (Phila, PA) Common stock - 138,182 shs. (10.6%)	2-8-79
Richard E. Anderson	Zimmer Homes Corp. (Pompano Beach, FL) Common Stock - 89,072 shs.	2-8-79
James I. Poole, Individually and as Trustee	E. R. Wagner Manufacturing Company (Milwaukee, WI) Common Stock - 13,770 shs.	2-09-79
Thomas J. Bannan, Individually and as Trustee	Western Gear Corporation (Lynwood, CA) Common Stock - 1,122,380 shs. (29%)	2-09-79
Bernard J. Bannan, Individually and as Custodian		
Charles F. Bannan, Individually and as Trustee		
Marvin Roth	Widener Place Fund, Inc. (Detroit, MI) Common Stock - 173,548 shs. (17.75%)	2-09-79
Robert G. Piper Individually, Custodian and Co-Trustee	Wisconsin Centrifugal, Inc. (Waukesha, WI) Common Stock - 106,868 shs. Common Stock - 5,052 shs on exercise of Options (Included above are shares held by his wife.)	2-09-79
David G. Gamble	Xomox Corporation (Cincinnati, OH) Common Stock - 276,187 shs.	2-09-79



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. When you are ordering more than one, we prefer that the documents be listed in alphabetical order to expedite service. The reproduction cost is 10c per page plus postage (\$3.50 minimum); 20c per page plus postage for expedited service (\$5.00 minimum) and 30c per page plus postage for priority service (\$5.00 minimum). Cost estimates are given or request. All other reference material is available in the SEC Docket.

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