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U.S. SECURITIES AND
EXCHANGE COMMISSION

April 9, 1979

CIVIL PROCEEDINGS

ROBERT H. SMITH, SR., STARR BROADCASTING
"OUTSIDE" DIRECTOR, ENJOINED

The Commission announced today that the Honorable Gerhard A. Gesell, U.S. District Judge for the District of Columbia, entered a Final Judgment of Permanent Injunction against Robert H. Smith, Sr., formerly a member of the Board of Directors of The Starr Broadcasting Group, Inc. Smith consented to the entry of the Final Judgment without admitting or denying the allegations of the Commission's complaint. The Final Judgment was entered in connection with a civil injunctive action filed by the Commission on February 7, 1979 against The Starr Broadcasting Group, Inc. (SBG), a national Bank and nine individuals who served as SBG's entire Board of Directors.

The Commission's complaint alleged that certain of SBG's officers, directors, and others engaged in a five-year course of business ultimately resulting in the purchase by SBG of seventeen theatre properties (the Sitco transaction) from Sitco, Ltd. (a partnership whose members were SBG's executive officers) for the purpose of extricating the members of the partnership from a financial situation which would have resulted in their personal bankruptcy; that various filings of SBG failed to disclose or contained misleading disclosures with respect to the Sitco transaction; and that SBG's outside directors, including Smith, after acting on behalf of SBG in approving the Sitco transaction, failed to insure the accuracy of SBG's disclosures relating to this transaction. The complaint also alleges the failure to report the use of SBG funds, with the acquiescence of SBG's outside directors, including Smith, in some instances, for the personal benefit of certain of SBG's executive officers and directors, and the failure of the individual defendants, including Smith, to file beneficial ownership reports with regard to SBG securities for a period of five years.

The Final Judgment enjoins Smith from further violations of the reporting, ownership reporting and margin requirement provisions of the securities laws. No disgorgement claims were filed against Smith by the Commission.

Litigation in this matter will continue with respect to defendants Maurice McGill, Mack Hannah and Norman Francis. (SEC v. The Starr Broadcasting Group, Inc., D.D.C., Civil Action No. 79-0357). (LR-8713)

CRIMINAL PROCEEDINGS

RICHARD M. KULAK SENTENCED

The Washington Regional Office announced that on April 6 the Honorable Albert V. Bryan, Jr., Chief Judge for the U.S. District Court for the Eastern District of Virginia, Alexandria Division, sentenced Richard M. Kulak as a result of his plea of nolo contendere and a subsequent finding of guilt on March 9, upon a criminal information charging a violation of the registration provisions of the securities laws. Kulak was sentenced to two years imprisonment, execution of which is to be suspended, and he was placed on probation for two years. Conditions of probation were set as Kulak's adherence to all federal, state and local laws, and to the rules of his probation. Kulak was also restricted from any dealings in securities other than in those owned by himself or his family for the two-year period. Kulak's conviction arose from his offer and sale of the common stock of Research Homes, Incorporated. (U.S. v. Richard M. Kulak, Criminal No. 79-40-A, U.S.D.C., E.D. Va.). (LR-8712)

HOLDING COMPANY ACT RELEASES

THE SOUTHERN COMPANY

A notice has been issued giving interested persons until April 27 to request a hearing on a proposal of The Southern Company, a registered holding company, and its subsidiaries, to allocate their consolidated Federal income tax liability by a method other than specified by Rule 45(b)(6). (Rel. 35-20994 - Apr. 5)

PIEDMONT-FORREST CORPORATION

A notice has been issued giving interested persons until May 1 to request a hearing on a proposal of Piedmont-Forrest Corporation, subsidiary of Georgia Power Company and of The Southern Company, to issue \$4,452,426 of notes to acquire land in connection with the construction of a new office building for Georgia Power Company in downtown Atlanta, Georgia. (Rel. 35-20995 - Apr. 5)

GEORGIA POWER COMPANY

A supplemental order has been issued authorizing a proposal of Georgia Power Company, subsidiary of The Southern Company, to issue and sell at competitive bidding up to \$125 million of first mortgage bonds. (Rel. 35-20996 - Apr. 5)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTING GRANTED

An order has been issued granting the application of Pacific Petroleum Ltd. to strike the common stock (without par value) from listing and registration on the Pacific Stock Exchange, Inc. (Rel. 34-15705)

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until May 4 to comment on the application of Arrow Electronics, Inc. requesting withdrawal of the common stock (par value \$1) from listing and registration on the American Stock Exchange, Inc. (Rel. 34-15706)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The Pacific Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-PSE-79-2) to amend the procedures and standards which member firms must follow in preparing options related advertisements and sales literature, as well as, where required, obtaining PSE's approval of such material prior to its use. Publication of the proposal is expected to be made in the Federal Register during the week of April 9. (Rel. 34-15704)

MISCELLANEOUS

SIDLEY & AUSTIN

An order has been issued pursuant to Section 3(a)(2) of the Securities Act of 1933 exempting from the registration provisions of the Act interests or participations issued in connection with the Retirement Plan for personnel of Sidley & Austin, a law firm organized as a partnership under Illinois law. (Rel. 33-6052)

BERTEA CORPORATION

A notice has been issued giving interested persons until April 23 to request a hearing on an application of Bertea Corporation, pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Bertea from the provisions of Section 15(d) of the Act. Bertea, which became a wholly-owned subsidiary of Parker-Hannifin Corporation on December 1, 1978, no longer has any publicly traded securities. (Rel. 34-15700)

STANDARD PACKAGING CORPORATION

A notice has been issued giving interested persons until April 23 to request a hearing on an application of Standard Packaging Corporation, pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Standard from the reporting requirements of Section 13 of the Act.

Standard, a New York corporation, is a wholly-owned subsidiary of Saxon Industries, Inc. Standard had outstanding two classes of debentures which were listed and traded on the New York Stock Exchange, and which are registered pursuant to Section 12(h) of the Securities Exchange Act of 1934. Saxon has merged Standard into itself, effective December 31, 1978, in order to simplify its financial reporting, and to eliminate the necessity of including separate parent and subsidiary financial statements, in its periodic reports. Upon effectiveness of the merger, Saxon became the sole obligor on Standard's debentures, and has registered the debentures under the Act. (Rel. 34-15701)

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-14) BERRY INDUSTRIES CORPORATION, 1601 Water Street, Long Beach, Cal. 90808 (213-437-0481) - 3,147,315 shares of common stock. (File 2-64027 - Apr. 6)

(S-8) BECTON, DICKENSON AND COMPANY, Mack Centre Drive, Paramus, N.J. 07652 - 500,000 shares of common stock. (File 2-64028 - Apr. 6)

In a separate S-8 registration statement the company seeks registration of 53,168 shares of common stock. (File 2-64029 - Apr. 6)

(S-14) DBA SYSTEMS, INC., 1135 West NASA Blvd., Melbourne, Fla. 32901 (305-727-0660) - 2,335,323 shares of common stock. (File 2-64030 - Apr. 6)

(S-8) ARA SERVICES, INC., Independence Square, West, Philadelphia, Pa. 19106 - 1,000,000 shares of common stock. (File 2-64031 - Apr. 6)

(S-8) TRW, INC., 23555 Euclid Ave., Cleveland, Ohio 44117 - 1,508,021 shares of common stock. (File 2-64033 - Apr. 6)

In a separate S-8 registration statement the company seeks registration of 21,429 shares of common stock. (File 2-64034 - Apr. 6)

In a third S-8 registration statement the company seeks registration of 1,400,000 shares of common stock. (File 2-64035 - Apr. 6)

(S-8) COLGATE-PALMOLIVE COMPANY, 300 Park Ave., New York, N.Y. 10022 - 500,000 shares of common stock. (File 2-64036 - Apr. 6)

(N-1) DATACONCEPTS FUND, INC., Route #3, 100 Westpark Plaza, Clear Lake, Iowa 50428 (515-357-2400) - 200,000 shares of common stock. The Fund is a diversified open-end management investment company. States Equities Corp. is the distributor. Dataplex Management, Inc. is the sole investment adviser. (File 2-64037 - Apr. 6)

(S-8) NORTHWESTERN FINANCIAL CORPORATION, 420 Brushy Mountain Rd., Wilkesboro, N.C. 28674 - 150,000 shares of common stock. (File 2-64038 - Apr. 6)

(S-8) BALDWIN-UNITED CORPORATION, 1801 Gilbert Ave., Cincinnati, Ohio 45202 - 755,650 shares of common stock. (File 2-64040 - Apr. 6)

(S-16) INTERNATIONAL PAPER COMPANY, 220 East 42nd St., New York, N.Y. 10017 (212-490-6000) - 1,000,000 shares of common stock. (File 2-64041 - Apr. 6)

(S-16) PUBLIC SERVICE COMPANY OF COLORADO, 550 15th St., Denver, Colo. 80202 (303-571-7511) - 2,750,000 shares of common stock. (File 2-64042 - Apr. 6)

- (S-7) MONTANA-DAKOTA UTILITIES CO., 400 North Fourth St., Bismarck, N.D. 58501 - \$25 million of first mortgage bonds, due 2004. The company is an operating public utility. (File 2-64043 - Apr. 6)
- (S-6) MUNICIPAL INVESTMENT TRUST FUND, FOURTEENTH PENNSYLVANIA SERIES - An indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080; Bache Halsey Stuart Shields Inc.; and Dean Witter Reynolds Inc. (File 2-64044 - Apr. 6)
- (S-6) THE MORTGAGE-BACKED INCOME FUND, FIRST MONTHLY PAYMENT SERIES (A Unit Investment Trust) - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080; Bache Halsey Stuart Shields Inc.; and Dean Witter Reynolds Inc. (File 2-64045 - Apr. 6)
- (S-1) COMBANKS CORPORATION, 750 South Orlando Ave., Winter Park, Fla. 32789 - 20,000 of Series 1 preferred certificates, 80,000 common stock purchase warrants and 80,000 shares of common stock. The company is a bank holding company. (File 2-64046 - Apr. 6)
- (S-8) LOUISIANA-PACIFIC CORPORATION, 1300 S.W. Fifth Ave., Portland, Ore. 97201 - 1,050,000 shares of common stock. (File 2-64047 - Apr. 6)
- (S-8) IOWA PUBLIC SERVICE COMPANY, Orpheum Electric Bldg., Sioux City, Iowa 51102 - 70,000 shares of common stock. (File 2-64048 - Apr. 6)
- (S-8) AVX CORPORATION, 60 Cutter Mill Rd., Great Neck, N.Y. 11021 (516-829-8500) - 50,000 shares of common stock. (File 2-64049 - Apr. 6)
- (S-8) INA CORPORATION, 1600 Arch St., Phila, Pa. 19101 (215-241-4000) - 1,104,972 shares of common stock. (File 2-64050 - Apr. 6)
- (S-14) ZIONS UTAH BANCORPORATION, 350 Kennecott Bldg., Salt Lake City, Utah 84133 (801-524-4787) - 301,824 shares of Series A convertible preferred stock. (File 2-64051 - Apr. 6)
- (S-16) BACHE GROUP, INC., 100 Gold St., New York, N.Y. 10038 (212-791-1000) - 175,528 shares of common stock. (File 2-64053 - Apr. 6)
- (S-6) TAX-EXEMPT MUNICIPAL TRUST, NEW YORK EXEMPT -- SERIES D, 7,700 units. Depositor: Shearson Hayden Stone Inc., 767 Fifth Ave., New York, N.Y. 10022. (File 2-64053 - Apr. 6)

REGISTRATIONS EFFECTIVE

Mar. 29: R. G. Barry Corp., 2-63741; United Telecommunications, Inc., 2-63652; Weaver 1979 Drilling Programs, 2-63336 (90 days).
 Mar. 30: John Fluke Manufacturing Co., Inc., 2-63578; Gelco Corp., 2-63449; Northern Trust Corp., 2-63737; R.G. Barry Corp., 2-63822; Westinghouse Electric Corp., 2-63736.
 Apr. 2: American Telephone and Telegraph Co., 2-63798; Bank Leumi Le-Israel B.M., 2-63781; Daniel Woodhead, Inc., 2-63666; First Financial Group of New Hampshire, Inc., 2-63780; Hawaii Bancorporation, Inc., 2-63615; Illinois Power Co., 2-63748, 2-63749 & 2-63750; The Municipal Bond Trust, Series 51, 2-63415; Old Kent Financial Corp., 2-63571; Philadelphia Mortgage Trust, 2-62618.

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.

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 23 - 28, 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>
First Manhattan Co. David S. Gottesman Frits Markers, et al	R. Hoe & Co., Inc. (Scarsdale, NY) Common Stock - 237,351 shs.	2-23-79
Irwin C. Gerson Arthur M. Sackler Michael R. Sonnenreich, et al	I. M. S. International Inc. (NYC) Common Stock - 204,200 shs.	2-23-79
* Heritage Communications Inc. Kansas Properties Inc.	Kansas State Network, Inc. (Wichita, KS) Common Stock - 413,473 shs. (23.9%)	2-23-79
William I. Thomas	Pathcom Inc. (Harbor City, CA) Common Stock - 6,879,992 shs. (48.3%)	2-23-79
Milton Shaer	Shaer Shoe Corporation (Manchester, NH) Common Stock - 267,507 shs. (26%)	2-23-79
Sydney Shaer	Shaer Shoe Corp. (Manchester, NH) Common Stock - 264,560 shs. (26%)	2-23-79
* Kenneth F. Graf	Shaer Shoe Corp. (Manchester, NH) Common Stock - 275,917 shs.	2-23-79
* Pembroke Management Ltd. (Canada)	Shared Medical Systems Corp. (King of Prussia, PA) Common Stock - 410,000 shs.	2-23-79
Roy M. Huffington, Inc. Roy M. Huffington R. Michael Huffington, Jr.	Alaska Interstate Co. (Houston, TX) Common Stock - 412,917 shs.	2-26-79
* Stevan A. Birnbaum	ARI Industries Inc. (Franklin Park, IL) Common Stock - 23,900 shs.	2-26-79
Leonard P. Berger, M.D.	Calvert Telecommunications Corp. (Baltimore, MD) Common Stock - 133,600 shs. Common Stock - 25,720 shs. on exercise of Options	2-26-79
American Broadcasting Companies Inc. Ambroad Inc. (Wholly-owned subsidiary of American Broadcasting Cos. Inc.)	Chilton Co. (Radnor, PA) Common Stock - 308,916 shs. (52%)	2-26-79
* LDB Corp.	Frozen Food Express Industries Inc. (Dallas, TX) Common Stock - 146,942 shs. (13.59%)	2-26-79
* Irving E. Krantzman	Grand Auto Inc. (Oakland, CA) Common Stock - 304,274 shs. (31.6%)	2-26-79
J. Walter Cameron Family Group	Maui Land & Pineapple Co. Inc. (Kahului, Maui, HI) Common Stock - 928,302 shs. (51.6%)	2-26-79
Maui Land & Pineapple Co. Inc. Employee Stock Ownership Plan	Maui Land & Pineapple Co. Inc. (Kahului, Maui, HI) Common Stock - 205,533 shs. (11.4%)	2-26-79

ACQUISITION REPORTS CONT.

J. Smith Ferebee	Med-Pak Corp. (Charleston, WV) Common Stock - 41,500 shs.	2-26-79
Estate of Anne K. Lynn Dennis A. Meenan Eugene W. Meenan, Executors, Individually and Custodians	Meenan Oil Co. Inc. (NYC) Common Stock - 171,082 shs. (20.4%)	2-26-79
* R. B. Pamplin Corp. R. B. Pamplin, Individually and Trustee R. B. Pamplin, Trustee, et al	Mount Vernon Mills Inc. (Greenville, SC) Common Stock - 80,900 shs.	2-26-79
* William L. Richter	Nexus Industries Inc. (NYC) Common Stock - 130,112 shs. (13.8%)	2-26-79
* Gerald L. Cohen	Nexus Industries Inc. (NYC) Common Stock - 132,417 shs. (14.1%)	2-26-79
Richard Joyce Smith, Trustee	Penn Central Corp. (NYC) Common Stock - 1,370,203 shs.	2-26-79
Richard Joyce Smith, Trustee	Penn Central Corp. (NYC) Series B Preference Stock - 1,815,000 shs.	2-26-79
Lane Processing Inc.	Pioneer Food Industries Inc. (DeWitt, AR) Common Stock - 90,065 shs.	2-26-79
Société Holding Gray d'Albion S. A. (France) (Controlled by Société de Gestin de Valeurs Mobilières S.A.R.L. (France)	Saunders Leasing System Inc. (Birmingham, AL) Common Stock - 129,800 shs.	2-26-79
* Bristol Corporation William C. Lazier	Schwab Safe Co. Inc. (Lafayette, IN) Common Stock - 34,500 shs.	2-26-79
Gestetner Holdings Ltd. (U.K.) Gestetner Investments Ltd. (U.K.) Gestetner Holdings (USA) Ltd. et al	Scope Inc. (Reston, VA) Common Stock - 231,080 shs. (18.5%)	2-26-79
* Emerson Electric Co.	Skil Corp. (Chicago, IL) Common Stock - 474,478 shs. (24.4%) (Included above are 264,978 shares as to which Emerson has the right to acquire.)	2-26-79
BankAmerica Corp. BankAmerica Capital Corp. BankAmerica Capital Invest- ments Inc., et al	Applied Materials Inc. (Santa Clara, CA) Common Stock - 67,800 shs.	2-27-79
BankAmerica Corp. Bank of America NT&SA BankAmerica Capital Corp., et al	Avantek Inc. (Santa Clara, CA) Common Stock - 143,842 shs.	2-27-79
* Wilmot L. Harris, Jr., Indi- vidually, Trustee and Custodian	Clabir Corp. (Greenwich, CT) Common Stock - 346,350 shs. (10.1%)	2-27-79
Abbott Chemicals Inc. ACI Holding Co. Abbott Laboratories, Parent	Continental Group Inc. (NYC) \$2.00 Conv. Preference Stock - 385,000 shs.	2-27-79
BankAmerica Corp. BankAmerica Capital Corp.	Cronus Industries (Dallas, TX) Common Stock - 136,363 shs.	2-27-79
* Benjamin Electrical Engineering Works, Inc. Benjamin Electrical Engineering Works, Inc. Pension Trust, et al	Franklin Realty Group (Rydal, PA) Shs. of Beneficial Interest - 77,200 Shs. of Beneficial Interest - 31,300 on conversion of Debentures	2-27-79



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 on request. All other reference material is available in the SEC Docket.

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