

sec news digest

*Issue 79-196

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October 10, 1979

COMMISSION ANNOUNCEMENTS

U.S. SECURITIES AND EXCHANGE COMMISSION

WEEKLY CALENDAR

The following is a schedule of speaking engagements, Congressional testimony, Commission hearings and other public events involving the Commission for the week of October 14, 1979. (Commission Meetings are announced separately in the News Digest.)

Sunday, October 14

- * Chairman Williams will be the major convention speaker at the 46th Annual Convention of the National Traders Association in Boca Raton, Florida at 9 p.m. The subject of his speech will be the National Market System.

Wednesday, October 17

- * "Papilsky" Hearings will be held beginning at 9:30 a.m. in Room 776 at the Commission's Headquarters at 500 North Capitol St., Washington, D.C. For a schedule of witnesses, see the October 4 News Digest.
- * Chairman Williams will testify before the House Financial Institutions Subcommittee in Room 2220, Rayburn House Office Building, at 10:00 a.m. The subject of the testimony is H.R. 1539 and other pending bank holding company measures.
- * Commissioner Karmel will speak before the Financial Executives Institute, 48th International Conference in Atlanta, Georgia, at 9 a.m. The subject of her speech will be "Current Topics of Interest at the SEC".

Friday, October 19

- * Chairman Williams will give a luncheon speech before the National Investor Relations Institute, Tenth Annual National Conference, at the Washington Hilton Hotel, Washington, D.C. The theme of his speech will be "The SEC in the '80's".
- * Commissioner Karmel will speak at a luncheon of the Twelfth Annual State-Federal Cooperative Enforcement Conference sponsored by the Denver Regional Office and the Office of the Colorado Securities Commissioner at the Executive Tower Inn, Denver, Colorado.

ADMINISTRATIVE PROCEEDINGS

SUPPLEMENTAL INITIAL DECISION APPROVES VANGUARD GROUP'S PROPOSED INTERNALIZED DISTRIBUTION ARRANGEMENTS

Administrative Law Judge Max Regensteiner has issued a supplemental initial decision granting (subject to certain conditions) an amended application by the Vanguard Group of Investment Companies for approval of certain internalized distribution arrangements. Last year, Judge Regensteiner had rejected as unfair an earlier application under which the funds in the Group were to share distribution expenses on an

* CORRECTION RE ISSUE NUMBERS FOR NEWS DIGEST

The issue numbers appearing on the News Digest for October 3 and 4, 1979, were incorrect. The correct issue numbers for those dates are: October 3 - Issue 79-192 and October 4 - Issue 79-193.

asset-related basis. Under the amended proposal, those expenses would be allocated partly on the basis of relative assets and partly on the basis of relative sales volume.

The supplemental decision and the earlier initial decision are subject to Commission review on petition of a party or participant or on the Commission's own initiative.

DISCIPLINARY PROCEEDINGS INSTITUTED AGAINST BERNARD J. COVEN

The Commission has instituted disciplinary proceedings against Bernard Jay Coven, a New York City attorney. The proceedings were based on a permanent injunction, entered against Coven in an action brought by the Commission, which enjoined Coven from further violations of antifraud provisions of the securities acts. The Commission's action temporarily suspended Coven from practice before the Commission during the pendency of the proceedings. However, the Commission stated that it would reconsider Coven's suspension should he file a brief on that issue.

Commissioner Karmel dissented from the Commission's action for the reasons stated in her accompanying opinion. (Rel. 34-16229)

SANCTIONS IMPOSED AGAINST RICHARD A. GRAHAM AND LARRY E. FRIEND

The San Francisco Branch Office announced that the Commission has accepted offers of settlement from Richard A. Graham, of San Francisco, California, and Larry E. Friend, of Arcadia, California, relating to administrative proceedings instituted on July 16, 1979 [In the Matter of Bear, Stearns & Co., et al., Rel. 34-16025]. Without admitting or denying the allegations contained in the order for proceedings, (1) Graham consented to findings that he wilfully violated and wilfully aided and abetted violations of the antifraud provisions of the securities laws in excessive listed options transactions in discretionary customer accounts and (2) Friend consented to findings that he failed reasonably to supervise persons subject to his supervision with a view to preventing the violations of the antifraud provisions of the securities laws by such persons.

Graham consented to an order providing that he be suspended from association with any broker or dealer, investment company, investment adviser, or municipal securities dealer for a period of six months from the date of the order imposing remedial sanctions; and thereafter barred from association in any capacity other than as a supervised employee in a non-supervisory, non-retail sales capacity; provided that one year from the date of the order he may apply to become associated in a non-supervisory retail sales capacity upon showing that he will be adequately supervised.

Friend consented to an order providing that he be censured; will not serve in any retail supervisory capacity in association with any broker or dealer, investment company or investment adviser or affiliate thereof for a period of sixty days from the effective date of the order; and is required to be examined and certified as a Registered Options Principal by appropriate regulatory authorities prior to serving in any such retail supervisory capacity. (Rel. 34-16237)

CIVIL PROCEEDINGS

COMPLAINT NAMES COM/LINK INTERNATIONAL CORP. AND FRANK J. LANDI

The New York Regional Office announced the filing of a complaint in the U.S. District Court for the Southern District of New York on October 9 seeking preliminary and permanent injunctions and other equitable relief against Com/Link International Corp. and its president, Frank J. Landi, both of New Rochelle, New York.

Simultaneous with the filing of the complaint, the Commission applied for a Temporary Restraining Order, to restrain the defendants from soliciting the purchase of Com/Link securities and to freeze the company's assets. The Application is pending before the Honorable Judge Grisea who has been assigned to the case.

The Commission's complaint alleged that from October 1978 to the present, Com/Link and Landi have offered and sold securities valued at nearly \$2 million to approximately 300 members of the investing public in the form of common stock and inventory participation units known as "buy/sell agreements", when no registration statement was on file with the Commission or in effect.

The complaint also alleges that the defendants violated the antifraud provisions of the securities laws in the offer and sale of said securities, by making, to investors and prospective investors, misrepresentations of material facts and omitting to state material facts concerning, among other things: Com/Link's financial condition; the existence of a trust account and performance bond purportedly established to protect investors; funds; the ability of Com/Link to redeem the buy/sell agreements at maturity; the use of proceeds of the offerings; and the legality of the offers and sales.

The Commission's motion for a preliminary injunction also seeks the appointment of a Special Fiscal Agent to oversee the operations of Com/Link and safeguard its assets for the protection of investors and to investigate the report to the Court regarding the financial condition of the company. (SEC v. Com/Link International Corp., et al., S.D.N.Y., 79 Civil 5337, TPG). (LR-8888)

INVESTMENT COMPANY ACT RELEASES

INVESTORS' MUNICIPALS-INCOME TRUST

An order has been issued on an application of Investors' Municipals-Income Trust, Investors' Municipal-Yield Trust, Investors' Governmental Securities-Income Trust and Investors' Corporate-Income Trust (Trusts), each registered under the Investment Company Act of 1940 as a unit investment trust, their sponsor, Van Kampen Sauerma, Inc. and Dain, Kalman & Quail, Inc., a co-sponsor of one of the Trusts, exempting from the provisions of Section 22(d) of the Act, pursuant to Section 6(c) of the Act, the offer and sale of Trust units pursuant to a conversion option involving the exchange of units of any series of a Trust for units of any other series of the same Trust, at net asset value plus a fixed and reduced sales charge of \$15 per unit and, pursuant to Section 11 of the Act, permitting exchanges under the conversion option to be effected on a basis other than the Trusts' respective net asset value per unit at the time of the exchange. (Rel. IC-10895 - Oct. 9)

NEL CASH MANAGEMENT ACCOUNT, INC.

A notice has been issued giving interested persons until October 30 to request a hearing on an application of NEL Cash Management Account, Inc., a registered, open-end, diversified, management investment company, requesting an order pursuant to Section 6(c) of the Act, exempting it from the provisions of Rules 2a-4 and 22c-1 under the Act to the extent necessary to permit it to compute its net asset value per share using the amortized cost method of valuing portfolio securities. (Rel. IC-10896 - Oct. 9)

HOLDING COMPANY ACT RELEASES

INDIANA & MICHIGAN ELECTRIC COMPANY

A notice has been issued giving interested persons until November 2 to request a hearing on a proposal of Indiana & Michigan Electric Company (I&M), subsidiary of American Electric Power Company, Inc., and I&M's subsidiary, Indiana & Michigan Power Company (IMP), that IMP be merged into I&M. (Rel. 35-21241 - Oct. 5)

SYSTEM FUELS, INC.

A notice has been issued giving interested persons until October 31 to request a hearing on a proposal of System Fuels, Inc. (SFI), subsidiary of Arkansas Power & Light Company, Louisiana Power & Light Company, Mississippi Power & Light Company and New Orleans Public Service Inc. (collectively the Parent Companies), all subsidiaries of Middle South Utilities, Inc., whereby SFI will lease 600 rail hopper cars and the Parent Companies will guaranty the performance of SFI's obligations under and related to such lease. (Rel. 35-21242 - Oct. 5)

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-18) FLIGHT TRANSPORTATION CORPORATION, Flying Cloud Airport, 9960 Flying Cloud Dr., Eden Prairie, Minn. 55344 - 672,000 shares of common stock. Underwriter: Alstead, Strangis & Dempsey, Incorporated. The company is engaged in the business of operating a full fixed-base aviation operation. (File 2-65626 - Sept. 28)
- (S-7) LOUISIANA POWER & LIGHT COMPANY, 142 Delaronde St., New Orleans, La. 70174 (504) 366-2345 - \$65 million of first mortgage bonds. The company is an electric public utility company. (File 2-65673 - Oct. 9)
- (S-8) XIDEX CORPORATION, 305 Soquel Way, Sunnyvale, Cal. 94086 (408) 739-4170 - 75,000 shares of common stock. (File 2-65676 - Oct. 9)
- (S-8) RAYCHEM CORPORATION, 300 Constitution Dr., Menlo Park, Cal. 94025 (415) 329-3333 - 307,256 shares of common stock. (File 2-65677 - Oct. 9)

In a separate statement the company seeks registration of 250,000 shares of common stock. (File 2-65678 - Oct. 9)

- (S-6) MUNICIPAL INVESTMENT TRUST FUND, SECOND SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - 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 2-65679 - Oct. 9)
- (S-6) MUNICIPAL INVESTMENT TRUST FUND, TWENTY-THIRD NEW YORK SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - 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 2-65680 - Oct. 9)
- (S-6) THE CORPORATE INCOME FUND, FORTIETH SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - 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 2-65681 - Oct. 9)
- (S-8) PUROLATOR, INC., 255 Old New Brunswick Rd., Piscataway, N.J. 08854 (201) 885-1100 - 200,000 shares of common stock. (File 2-65682 - Oct. 9)
- (S-8) CAMPBELL SOUP COMPANY, Campbell Pl., Camden, N.J. 08101 - 750,000 shares of capital stock. (File 2-65683 - Oct. 9)

In a separate statement the company seeks registration of \$35 million of participations and 1,052,631 shares of capital stock. (File 2-65684 - Oct. 9)

- (S-8) COLDWELL, BANKER & COMPANY, 533 Fremont Ave., Los Angeles, Cal. 90071 (213) 613-3523 - 79,100 shares of common stock. The company furnishes real estate and real estate-related services. (File 2-65685 - Oct. 9)
- (S-8) JERRICO, INC., 101 Jerrico Dr., Lexington, Ky. 40511 (606) 268-5211 - 125,000 shares of common stock. (File 2-65686 - Oct. 9)
- (S-16) DEVON GROUP, INC., 1880 Century Park East, Los Angeles, Cal. 90067 (212) 371-9511 - 100,000 shares of common stock. (File 2-65687 - Oct. 9)

In a separate statement the company seeks registration of 155,820 shares of common stock. (File 2-65688 - Oct. 9)

- (S-16) SQUIBB CORPORATION, 40 West 57th St., New York, N.Y. 10019 (212) 489-2000 - 54,443 shares of common stock. (File 2-65689 - Oct. 9)

(S-8) UNITED CABLE TELEVISION CORPORATION, 40 East Denver Technological Center, 7995 East Prentice Ave., Englewood, Colo. 80111 - 50,000 shares of common stock. (File 2-65690 - Oct. 9)

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Resignations of Registrant's Directors.
- Item 7. Financial Statements and Exhibits.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEM NO.	DATE	
ENCO PRODUCTS INC	2,7	07/01/79	
ENTROPY LTD	5	09/06/79	
ENVIRODYNE INDUSTRIES INC	5,6	09/14/79	
EPIDYNE INC	5	08/22/79	
EVANS BOB FARMS INC	4,7	08/13/79	
FIRST BUILDERS BANCORP	5	07/28/79	AMEND
FIRST GENERAL RESOURCES CO	4,5	08/01/79	
FIRST NATIONAL HOLDING CORP /GA/	5	09/01/79	
FIRST SECURITY NATIONAL CORP	5	02/10/79	
FISHMAN M H CO INC	1	06/29/79	
FLUID CONTROLS INC	5	09/01/79	
FOLID ONE PRODUCTIONS LTD	4,7	05/10/79	AMEND
GEORGIA RANCHSHARES INC	5,7	08/14/79	
GLENDALE FEDERAL SAVINGS & LOAN ASSOCIAT	5,6	07/31/79	
GLOBAL GAS CORP	2	08/01/79	
GORDON JEWELRY CORP	5,7	08/30/79	
GULF SOUTH CORP	14	06/30/79	
GUY'S FOODS INC	2,7	08/30/79	
HARRAH'S	5	09/01/79	
HARTFORD COURANT CO	1	08/16/79	
HAYWARD MANUFACTURING CO INC	5	09/13/79	
HAYWARD MANUFACTURING CO INC	5	09/14/79	
HEALTH CARE FUND	5	08/01/79	
HI SHEAR INDUSTRIES INC	2	07/11/79	AMEND
HOUSEHOLD FINANCE CORP	2,7	08/15/79	
ILLINOIS CENTRAL GULF RAILROAD CO	5	09/05/79	
ILLINOIS POWER CO	5,7	09/10/79	
IMPERIAL AMERICAN RESOURCES FUND INC	7	07/01/79	
IMPERIAL CORP OF AMERICA	5	08/21/79	
INFORMATION DIALOGUES INC	5	09/14/79	
INFORMATION MAGNETICS CORP	7	08/09/79	AMEND
INTERNATIONAL INCOME PROPERTY INC	5	08/15/79	
INTERTEK FINANCIAL CORP	14	09/17/79	
JMB INCOME PROPERTIES LTD III	2,6	08/17/79	
KANSAS STATE NETWORK INC	5	08/16/79	
KENWIN SHOPS INC	5	08/01/79	
KOPACORP INDUSTRIES INC /DE/	1,2,7	09/10/79	
LAME BRYANT INC	5	08/31/79	
LIBERTY LOAN CORP	5	09/14/79	
LODMIS CORP	5	09/20/79	
MAYFAIR SUPER MARKETS INC	6	08/14/79	
MCCOY'S PROPERTIES II LTD	2	09/18/79	
MCGRAW EDISON CO	2,7	09/07/79	
MCNEIL REAL ESTATE FUND IX LTD	2,7	07/03/79	AMEND
MCNEIL REAL ESTATE FUND VIII LTD	5	03/06/79	AMEND

RECENT 8K FILINGS CONT.

4E LIQUIDATING CO	2,5,7	08/10/79	
WICKELBERRY CORP	2,7	09/04/79	
WISCHER CORP	4,6	09/14/79	
WOBH AND INC	13,14	08/01/79	
WOFFEN MERCHANDISING INC	5	08/31/79	
WORTON NORWICH PRODUCTS INC /DE/	5	09/13/79	
WPC INC	5	08/16/79	
NATIONAL LIBERTY CORP	1	09/05/79	
NEW PENN MOTOR EXPRESS INC	5	08/10/79	
NEWORP INC	5	09/07/79	
NEWCOURT INDUSTRIES INC	2,7	09/04/79	
NINEY REAL PROPERTY INVESTORS	5	09/14/79	
NORSOL OIL & MINING LTD	2	03/01/79	
NORSOL OIL & MINING LTD	1,5,7	04/01/79	
NORSOL OIL & MINING LTD	6	06/01/79	
NORTH AMERICAN BIOLOGICALS INC	5	05/08/79	
NORWESCO INC	5	09/01/79	
OFFICIAL INDUSTRIES INC	2,5,7	08/09/79	
OIL CITY PETROLEUM INC	2,7	08/23/79	
OILTECH INC	2,7	08/31/79	
OMAHA NATIONAL CORP	5	09/04/79	
OMEGA EQUITIES CORP	4,6	07/25/79	
ORIGINALA INC	1,2,7	03/14/79	
PABST BREWING CO	5,6	08/28/79	
PACIFIC COAST MEDICAL ENTERPRISES	5	08/31/79	
PACIFIC INVESTORS FUND NO 2	2,7	02/22/79	AMEND
PACIFIC LIGHTING CORP	5	09/01/79	
PAIN CONTROL CENTERS INC	7	06/26/79	AMEND
PARAMOUNT LEASING CORP	1,2,6	06/02/79	AMEND
PARAMOUNT LEASING CORP	5,6	07/27/79	
PATRICK PETROLEUM CO 1979 COMBINATION PR	5	06/30/79	
PATRICK PETROLEUM CO 1979 COMBINATION PR	5	07/30/79	
PATRICK PETROLEUM CO 1979 DRILLING PROGR	5	06/30/79	
PAY LESS DRUG STORES NORTHWEST INC	5	09/11/79	
PENCO INDUSTRIES INC	5,7	08/31/79	
PENN CENTRAL CORP	5	08/27/79	
PETROMINERALS CORP	5	08/20/79	
PETROMINERALS CORP	5	09/17/79	
PITTSBURGH & LAKE ERIE RAILROAD CO	7	08/30/79	
PKL COMPANIES INC	2,7	09/13/79	
PNN MORTGAGE & REALTY INVESTORS	5	09/07/79	
POLYCHROME CORP	5	08/15/79	
PRECISION POLYMERS INC	2	04/01/79	AMEND
PRECISION POLYMERS INC	2	07/01/79	AMEND
PRECISION POLYMERS INC	1	08/01/79	
PROGRAMMING & SYSTEMS INC	5	08/31/79	
PUNTA GORDA ISLES INC	5	08/15/79	
QUALITY CARE INC	5	08/07/79	
QUOTON SYSTEMS INC	5,6	08/01/79	
RAMPART GENERAL INC	5,7	09/07/79	
RCA CORP	5	09/05/79	
REED ROBERTS ASSOCIATES INC	5	08/17/79	
REEVES TELECOM CORP	2,7	08/31/79	
REEVES TELTAPE CORP	6	09/13/78	AMEND
RESERVE OIL & GAS CO	5	09/06/79	
REVELL INC /DE/	1	08/24/79	
RM MEDICAL SERVICES INC	5	08/22/79	
RIO GRANDE INDUSTRIES INC	5	08/16/79	
ROY HILTON CO	2,5,7	08/30/79	
SANTA FE FINANCIAL CORP	4	03/03/77	AMEND
SAVOY INDUSTRIES INC	1,5	08/30/79	
SLATER ELECTRIC INC	5	08/14/79	
SOLO STATE TECHNOLOGY INC	5	04/20/79	AMEND
SQVAP RADIO CORP	1,7	08/22/79	
SOUTHEASTERN SURGICAL SUPPLY CO	1	09/07/79	
SOUTHERN CALIFORNIA GAS CO	5	09/01/79	
SOUTHWESTERN ENERGY CO	5	09/10/79	
SOUTHWESTERN INVESTMENT CO	2	09/01/79	
SPECTRUM CONTROL INC	7	05/22/79	AMEND
SPRINGS MILLS INC	2,7	09/14/79	

RECENT 8K FILINGS CONT.

STANDARD METALS CORP	5	09/07/79	
STELLEX INDUSTRIES INC	2,3,6	09/18/79	
STERLING EXTRUDER CORP	5	08/27/79	
STIRLING HOMEX CORP	5	08/01/79	
STRAUSS LEVI & CO	2,7	09/10/79	
STUDEBAKER WORTHINGTON INC	1,7	09/07/79	
SUPER FOOD SERVICES INC	2,7	09/11/79	
SUPERIOR OIL CO /NV/	5	08/31/79	
SYNALLYOY CORP	5,7	09/07/79	
TECHNOLOGY INC	5	09/17/79	
TEXAS INTERNATIONAL AIRLINES INC	5	09/15/79	
TEXAS INTERNATIONAL AIRLINES INC	2,5	09/14/79	
TOBIAS KOTZIN CO	4,7	08/15/79	
TODD GROUP INC	4	04/16/79	
TRANSCOM BUILDERS INC	3,12,13	09/01/79	
TWENTIETH CENTURY CORP	5,7	08/27/79	
TX INDUSTRIES INC	5	09/01/79	
UNITED FIRE & CASUALTY CO	2,7	09/07/79	
UNITED SECURITY FINANCIAL CORP OF ILLINO	4	12/01/78	AMEND
UNITED STANDARD ASSET GROWTH CORP	5	04/01/79	
UNITED TELECOMMUNICATIONS INC	5	05/21/79	
UNIVERSITY REAL ESTATE TRUST	2,6	08/27/79	
URS CORP /DE/	5	09/05/79	
VOLUNTEER CAPITAL CORP	5	05/31/78	AMEND
WASHINGTON MUTUAL SAVINGS BANK	6	08/25/79	
WELLINGTON HALL LTD	5	08/28/79	
WENTWORTH MANUFACTURING CO	2,5	04/13/79	
WEST CHEMICAL PRODUCTS INC	5	09/18/79	
WILLIAMS INDUSTRIES INC	5,7	06/11/79	
WINTHROP PARTNERS 79	2	09/12/79	
WITCO CHEMICAL CORP	5,7	08/21/79	
WRIGHT AIR LINES INC	5	08/23/79	
WTC INC	2,5,7	08/29/79	
YORK RESEARCH CORP	5	09/05/79	

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