

sec news digest

a daily summary from the securities and exchange commission

Issue 73-189

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September 28, 1973

COMMISSION ANNOUNCEMENTS

ATLANTIC AND PACIFIC BANK & TRUST CO. OF NASSAU ADDED TO FOREIGN RESTRICTED LIST. The Commission has placed on the Foreign Restricted List the Atlantic and Pacific Bank & Trust Co. Ltd. of Nassau in the Bahamas for the reason that certificates of deposit issued by this institution have been distributed in the United States without compliance with the registration provisions of the Securities Act of 1933. Attempts to collect amounts purportedly represented by these certificates have proved futile. It has been reported that the Government of the Bahamas has ordered that Atlantic and Pacific Bank & Trust Co. Ltd. wind up its business and be liquidated. (Rel. 33-5425)

KELLY ANDREWS ORDER FOR PROCEEDINGS AMENDED. The SEC has amended its order for public administrative proceedings under the Securities Exchange Act of 1934 in the matter of Kelly, Andrews & Bradley Inc., et al. The order, originally issued on March 28, 1972, is amended to the extent that Fred Miller and Perry Scheer are charged with being the vice president and secretary-treasurer respectively of Kelly Andrews at a time when a Trustee was appointed for the liquidation of the firm pursuant to the Securities Investors Protection Act of 1970. It is further alleged that the trustee has been required to make approximately \$69,000 worth of unreimbursed charges against the Securities Investor Protection Corporation Fund in order to satisfy the claims of customers.

A hearing is presently scheduled for October, 1973 to take evidence on the staff's allegations and to afford the respondents an opportunity to offer any defenses. The hearing is to determine whether the allegations are true and, if so, whether any action of a remedial nature should be ordered by the Commission. (Rel. 34-10411)

TRADING SUSPENDED IN SECURITIES OF THREE COMPANIES. The SEC announced the suspension of over-the-counter trading for a ten-day period beginning on September 27 and terminating at midnight (EDT) on October 6, 1973 of the securities of the following issuers because they have failed to file with the Commission the indicated reports:

CONSOLIDATED MEDICAL INDUSTRIES, INC., of Pasadena, Calif. (10-K Annual Report for 1972 and all 10-Q Quarterly Reports);

ELDREDGE & CO., INC., of New York, N.Y. (10-K Annual Report for 1972 and 10-Q Quarterly Reports for 1973); and

GREATER CONTINENTAL CORP., of Newark, N.J. (10-Q Quarterly Reports for the quarters ended May 1972, February 1973 and May 1973).
(Rel. 34-10410)

COURT ENFORCEMENT ACTIONS

DAVID A. WOOLDRIDGE, DANIEL E. MANNING SENTENCED. The SEC announced that on September 20 and September 21, a federal jury in the Central District of California (in partial verdicts) convicted David A. Wooldridge of Newport Beach, California, on 7 counts and Daniel E. Manning of Phoenix, Arizona, on 6 counts of an indictment charging violations of the registration and anti-fraud provisions of the securities laws, the mail fraud statute and the conspiracy statute in transactions in the common stock of Capitol Holding Corp. successor in interest to Empire Oil Corporation.

The jury found Stephen J. Mydanick, A New York attorney, not guilty of all charges. On September 25, after the jury reported that it had not yet reached a verdict with regard to William G. London, of Phoenix, Arizona, the court discharged the jury and dismissed all charges against London.

Also on September 25, 1973, Wooldridge and Manning each was sentenced to serve six years imprisonment and fined \$10,000.

During the trial, which lasted six weeks, it was disclosed that the defendants unlawfully sold millions of unregistered "control" shares of Capitol and Empire stock to the investing public; that the defendants caused approximately 900,000 unregistered shares of Capitol and Empire to be issued to the public through "sham" acquisitions of Shore Properties, Inc. and Gold Metal Corp., which acquisitions involved non-existent shareholders, backdated agreements and forged signatures; that Empire disseminated a financial statement reflecting oil leases valued at \$3,000,000 when, in fact, these oil lease options had just been acquired for \$4,000; and that Wooldridge distributed press releases announcing a 6 month advanced sale for Capitol's musical comedy play "The Piecefull Palace", when, in fact, the play closed 2 weeks after opening and caused Capitol to lose \$250,000. (LR-6078)

INVESTMENT COMPANY ACT RELEASES

NEW ENGLAND MUTUAL LIFE INSURANCE COMPANY. A notice has been issued giving interested persons until October 24 to request a hearing on an application by New England Mutual Life Insurance Company, and NEL Equity Fund, Inc., NEL Growth Fund, Inc., NEL Income Fund, Inc., and New England Life Side Fund, Inc., registered open-end diversified management investment companies, and NEL Equity Services Corporation, principal underwriter for the Funds, for an exemption from Section 22(d) to permit the application of amounts payable under insurance contracts issued by New England Life to purchase shares of the Funds at reduced sales charges. (Rel. IC-8002)

ROYAL BUSINESS FUNDS CORPORATION. A notice has been issued giving interested persons until October 25 to request a hearing on a proposal of the Commission to declare that Royal Business Funds Corporation, of New York, has ceased to be an investment company. (Rel. IC-8007)

A.M. CAPITAL CORPORATION. A notice has been issued giving interested persons until October 24 to request a hearing on an application of A.M. Capital Corporation for an order declaring that it has ceased to be an investment company. (Rel. IC-8009)

LEAGUE LIFE SEPARATE ACCOUNT #1. An order has been issued on an application of League Life Separate Account #1 declaring that it has ceased to be an investment company. (Rel. IC-8010)

HARRIS, UPHAM TAX-EXEMPT FUND. A notice has been issued giving interested persons until October 18 to request a hearing on an application by Harris, Upham Tax-Exempt Fund, First and all subsequent National and State Series, a unit investment trust registered under the Act, to permit the following: units of each of the proposed series to be sold to the public without the series having received investments in the amount of at least \$100,000 from not more than 25 investors; each series to distribute capital gains more than once a year; and the sponsor of the series to engage in secondary market activities in units of each series at prices based on past valuations. (Rel. IC-8011)

THE FDF 120 ACCUMULATOR PLAN. An order has been issued declaring that the FDF 120 Accumulator Plan (Formerly the FDF Monthly Accumulation Plan (MAP) for the Accumulation of Shares of Financial Dynamics Fund, Inc.), has ceased to be an investment company. (Rel. IC-8012)

CITIZENS AND SOUTHERN CAPITAL CORPORATION. An order has been issued declaring that Citizens and Southern Capital Corporation of Atlanta, Georgia has ceased to be an investment company. (Rel. IC-8013)

DU PONT-WALSTON INCORPORATED. An opinion and order has been issued on an application of duPont-Walston Incorporated of New York exempting it and its co-underwriters from Section 30(f) to the extent that the section adopts Section 16(b) of the Securities Exchange Act of 1934 on transactions related to the proposed distribution of shares of common stock of Ameribond Shares, Inc., a closed-end, diversified management company registered under the Act. (Rel. IC-8014)

LEHMAN BROTHERS INCORPORATED. An opinion and order has been issued on an application of Lehman Brothers Incorporated exempting it and its co-underwriters from certain provisions of the Act in their transactions incident to the proposed distribution of shares of Bunker Hill Income Securities, Inc., a registered closed-end investment company. (Rel. IC-8015)

STRUTHERS CAPITAL CORPORATION. The SEC has issued an opinion and amended order granting Struthers Capital Corporation of New York, New York an exemption from all provisions of the Act, subject to certain conditions. (Rel. IC-8016)

WESTMINSTER BOND FUND. A notice has been issued giving interested persons until October 23 to request a hearing on an application of Wellington Fund, Inc., Windsor Fund, Inc., Ivest Fund, Inc., Wellesley Income Fund, Inc., W. L. Morgan Growth Fund, Inc., Explorer Fund, Inc., Trustees' Equity Fund, Inc., and Westminster Bond Fund, Inc., all registered open-end Funds, and Wellington Management Company, their principal underwriter, for an order exempting from Section 22(d) the offer to shareholders of Westminster Bond Fund, Inc., to reinvest their income dividends at net asset value, without a sales charge, in shares of any other of the Funds. (Rel. IC-8017)

SECURITIES ACT REGISTRATIONS FILED

AMERICAN FAMILY CORPORATION, 1932 Wynnton Rd., Columbus, Ga. 31906 - 255,842 shares of common stock, of which 118,490 are to be issued under the company's qualified stock option plan and 137,352 are to be distributed to employees and agents of American Family Life Assurance Company of Columbus, which will become a subsidiary of the company on August 21. (File 2-48854 - Aug. 15)

TITLESEARCH, INC., 301 Citizens Commonwealth Center, Charlottesville, Va. 22902 - 52,000 shares of cumulative convertible preferred stock, to be offered for sale by Anderson & Strudwick, 913 E. Main St., Richmond, Va. The company provides real estate title examination services with the assistance of computer and microfilm technology. Net proceeds will be used to provide initial capitalization for Title Search and Insurance Company, to be formed as a wholly-owned subsidiary, and for other corporate purposes. (File 2-48855 - Aug. 15)

PACIFIC LIGHTING SERVICE COMPANY, 720 W. 8th St., Los Angeles, Calif. 90017 - \$30 million of sinking fund debentures, due 1993, to be offered for sale at competitive bidding. Net proceeds will be used to repay a portion of the company's indebtedness to the parent, Pacific Lighting Corporation. Construction expenditures for 1974 are estimated at \$21 million. (File 2-48857 - Aug. 16)

PILGRIM FORMULA SHARES, INC., 185 Cross St., Ft. Lee, N.J. 07024 - 2,000,000 shares of common stock, to be offered for sale at \$15 per share through underwriters headed by Piper, Jaffray & Hopwood, Inc., 115 South Seventh Street, Minneapolis, Minn. 55402. The company is a newly organized, diversified, open-end investment company, whose principal investment objective is capital appreciation, Pilgrim Management Corporation is investment manager. (File 2-48858 - Aug. 16)

KOEHRING COMPANY, 780 N. Water St., Milwaukee, Wisc. 53202 - 32,309 shares of Series H convertible preferred stock, which may be offered for sale from time to time by certain shareholders at prices current at the time of sale. (File 2-48860 - Aug. 16)

ADRS FOR THE RANDFONTEIN ESTATES GOLD MINING COMPANY, WITWATERSRAND, LIMITED, FILED. First National City Bank, 111 Wall Street, New York, N.Y. 10015, filed a registration statement seeking registration of 100,000 American Depositary Receipts for ordinary shares of The Randfontein Estates Gold Mining Company, Witwatersrand, Limited (a South African corporation). (File 2-48861 - Aug. 16)

ADRS FOR ZAMBIA COPPER INVESTMENTS LIMITED, FILED. First National City Bank, 111 Wall St., New York, N.Y. 10015, filed a registration statement seeking registration of 100,000 American Depositary Receipts for ordinary shares of Zambia Copper Investments Limited (A Bermuda corporation). (File 2-48862 - Aug. 16)

OHIO EDISON COMPANY, 47 N. Main St., Akron, Ohio 44308 - \$75 million of first mortgage bonds, due 2003, to be offered for sale at competitive bidding. Net proceeds will be applied toward the construction and acquisition of new facilities and to repay short-term loans. Construction expenditures are estimated at \$1,100,000,000 for the period 1973-1977. (File 2-48867 - Aug. 17)

INTERNATIONAL FUNERAL SERVICES, INC., 2501 Grand Ave., Des Moines, Iowa 50312 - 300,000 shares of common stock, which may be issued by the company from time to time in connection with the acquisition of other businesses or properties. The company operates funeral homes, mausoleums, cemeteries and crematories. (File 2-48887 - Aug. 20)

FIRST LIBERTY CORPORATION, 5426 Bay Center Drive, Tampa, Fla. 33609 - 850,000 shares of common stock and 850,000 common stock purchase warrants, to be offered for sale in units, each consisting of one share and one warrant, and at \$4 per unit. No underwriting is involved. The company was formed in December 1972 to insure life insurance risks through a subsidiary. Net proceeds will be used for working capital and other corporate purposes. (File 2-48888 - Aug. 20)

GREAT LAKES FINANCIAL CORPORATION, 200 Ottawa Ave., N.W., Grand Rapids, Mich. 49502 - 111,600 shares of common stock. It is proposed to offer these shares in exchange for outstanding common stock of The Peoples Bank and Trust Company on a share-for-share basis. Great Lakes is a one-bank holding company. (File 2-48889 - Aug. 20)

MISCELLANEOUS

TRADING SUSPENSIONS CONTINUED. The SEC has initiated the suspension of exchange and over-the-counter trading in the securities of Stratton Group Ltd., TelePromPTer Corp. and Koracorp Industries, and over-the-counter trading in the securities of Home-Stake Production Co. and Continental Vending Machines Corp. for the further ten-day period September 27 through October 6, inclusive, not through October 7 as reported in yesterday's News Digest.

DELISTING SOUGHT. A notice has been issued giving interested persons until October 9 to request a hearing upon an application of Sumitomo Chemical Company, Ltd. to withdraw its 6-3/4% guaranteed sinking fund debentures, due 1979 from listing and registration on the American Stock Exchange. According to the company, there has been limited trading in the issue; the most recent transaction occurred in January 1970 and reporting requirements for listing have entailed additional accounting expenses. According to the application, the Exchange does not object to the withdrawal. The company has said that it will continue to furnish certain periodic reports to the Commission. (Rel. 34-10409)

RECENT FORM 8-K FILINGS

Form 8K is a report which must be filed with the SEC by the 10th of the month after any of the following important events or changes changes in control of the registrant, acquisition or disposition of assets, legal proceedings; changes in securities (i.e., collateral for registered securities), defaults upon senior securities, increase or decrease in the amount of securities outstanding, options to purchase securities, revaluation of assets, submission of matters to a vote of security holders, and any newly enacted requirements effecting registrant's business.

The companies listed below have filed Form 8-K reports for the month indicated, responding to the item of the form specified. Photocopies may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An index of the captions of the items of the form was included in Monday's News Digest.

COMPANY	ITEM NO.	MONTH
AMERICAN BOOK STRATFORD PRESS INC	13	08/73
AMERICAN BUSINESS PRODUCTS INC	7,13	08/73
AMERICAN CYANAMID CO	3	08/73
AMERICAN MEDICORP INC	13	08/73
ARLATA NATIONAL CORP	10,14	08/73
ASHLAND OPTICAL CORP	11,14	08/73
BASIC FOOD INDUSTRIES INC	3,8,14	08/73
BOLT BEAVER & BEAMAN INC	2,13,14	08/73
CALIFORNIA PORTLAND CEMENT CO	13	08/73
CALIFORNIA TIRE PETROLEUM INC	3,13	08/73
CALIFORNIA WATER SERVICE CO	6	08/73
CARLEBEAN SHOE CORP	13	08/73
CAROLINA POWER & LIGHT CO	3	08/73
CARTER WALLACE INC	11,13,14	08/73
CASE J I CO	13	08/72
CENTURY FINANCIAL CORP OF MICHIGAN	13	08/73
CENTURY PAPERS INC	7,11	08/73
CHICAGO & NORTH WESTERN TRANSPORTATION C	3	08/73
CIMARRON CORP OF AMERICA	3	08/73
CITIZENS & SOUTHERN REALTY INVESTORS	8	08/73
CITY NATIONAL CORP	8	08/73
CLINTON OIL CO	3	08/73
COMMERCIAL CREDIT CO	7	08/73
COMMONWEALTH EDISON CO	3,13	08/73
COUSINS PROPERTIES INC	7,14	08/73
COW GULCH OIL CO	11	08/73

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Copies of registration statements may be ordered from the Commission's Public Reference Section. All other referenced material is available in the issue of the SEC Docket indicated in parentheses below the News Digest Issue No. Both the News Digest (\$33.00 a year, first class mail, \$8.25 additional for foreign mailing, \$25.00 additional for air mail) and the SEC Docket (\$17.00 a year, first class mail, \$4.25 additional for foreign mailing) are for sale by the Superintendent of Documents, Government Printing Office, Washington, D. C. 20402.