

# sec news digest

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Issue 79-59

U.S. SECURITIES AND  
EXCHANGE COMMISSION

## CIVIL PROCEEDINGS

### FASHION TWO TWENTY, INC. AND VERNON G. GOCHNEUR ENJOINED

The Chicago Regional Office and the Cleveland Branch Office announced that on March 9 the U.S. District Court for the Northern District of Ohio, Eastern Division, entered Final Judgments of Permanent Injunction enjoining Fashion Two Twenty, Inc. of Aurora, Ohio, and Vernon G. Gochneur, Fashion Two Twenty's largest shareholder and Chairman of its Board of Directors, from further violations of the antifraud, reporting and proxy provisions of the securities laws. Judge Manos entered the Judgments contemporaneously with the Commission's filing of its complaint.

Fashion Two Twenty and Gochneur consented to the entry of the judgments without admitting or denying the allegations in the Commission's complaint. The complaint alleged violations of the antifraud, reporting and proxy provisions of the securities laws, including that substantial amounts of corporate funds and other corporate assets were diverted for the personal use of Gochneur without adequate disclosure in registration and proxy statements or other filings with the Commission. In addition to the entry of the injunctive relief, the court ordered that Fashion Two Twenty file with the Commission a Form 8-K reflecting the allegations in the complaint concerning undisclosed compensation to Gochneur. The court further ordered Fashion Two Twenty to comply with its undertaking to nominate three independent directors for its Board; to establish an audit committee consisting of at least two independent directors, excluding Gochneur, whose duties, among other things, would be to adopt, implement and maintain internal control procedures designed to avoid the unauthorized or undisclosed use of corporate assets or other things of value for the benefit of officers, directors or employees of Fashion Two Twenty; and to file with the Commission and the Court of Common Pleas, Porgage County, State of Ohio, submissions relating to recommendations, findings and conclusions of law relating to pending state court proceedings, concerning, among other things, allegations similar to those contained in the Commission's complaint. (SEC v. Fashion Two Twenty, Inc., et al., U.S.D.C. Ohio, Civil Action No. C79-448). (LR-8701)

### PETER H. STARR ENJOINED

The Commission announced that on March 26 the Honorable Gerhard A. Gesell, U.S. District Judge for the District of Columbia, entered a Final Judgment of Permanent Injunction against Peter H. Starr, formerly President, Chief Executive Officer and a member of the Board of Directors of The Starr Broadcasting Group, Inc., pursuant to his consent in which he neither admitted nor denied the allegations of the Commission's complaint.

The Final Judgment enjoins Peter Starr from further violations of the antifraud, reporting, proxy, ownership reporting and margin requirement provisions of the securities laws; compels Peter Starr to comply with his undertaking that he will not serve as an officer or director of any corporation whose securities are publicly owned for a period of five years; and compels Peter Starr to make disgorgements and relinquish certain claims, in an amount approximating \$130,000.

The Commission's complaint alleges 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 from Sitco, Ltd. The settlement with Peter Starr, coupled with the prior settlements, extinguishes the Commission's disgorgement claims, resulting in disgorgement and relinquishment of certain claims, totalling in excess of \$1,900,000.

Litigation in this matter will continue with respect to defendants Maurice McGill, Robert Smith, Mack Hannah and Norman Francis. (SEC v. The Starr Broadcasting Group, Inc., et al., U.S.D.C. D.C., Civil Action No. 79-0357). (LR-8702)

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## INVESTMENT COMPANY ACT RELEASES

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### ALLIANCE GOVERNMENT RESERVES, INC.

An order has been issued, subject to certain conditions, permitting Alliance Government Reserves, Inc., a registered, open-end, diversified, management investment company, to compute its price per share for the purposes of sales, redemptions and repurchases of its shares, to the nearest one cent on a share value of one dollar. (Rel. IC-10644 - Mar. 26)

### THE NORTH CAROLINA TAX-EXEMPT BOND FUND

A notice has been issued giving interested persons until April 19 to request a hearing on an application of The North Carolina Tax-Exempt Bond Fund, Series One (and Subsequent Series) (Fund), a unit investment trust registered under the Investment Company Act of 1940, and its sponsor, First Charlotte Corporation, for an order pursuant to Section 6(c) of the Act exempting Applicants from the provisions of Section 14(a) of the Act, and exempting the frequency of capital gains distributions of the Fund and the secondary market operations of the sponsor from the provisions of Rule 19b-1 and Rule 22c-1, respectively, under the Act. (Rel. IC-10645 - Mar. 26)

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## HOLDING COMPANY ACT RELEASES

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### COLUMBIA GAS TRANSMISSION CORPORATION

A notice has been issued giving interested persons until April 16 to request a hearing on a proposal of Columbia Gas Transmission Corporation (Transmission), subsidiary of Columbia Gas System, Inc. (Columbia), to make advance payments of up to \$17,092,000 to Mesa Petroleum Company and to acquire from Mesa a secured note evidencing such advances. The advances are to be used by Mesa for the exploration and development of certain blocks in the offshore area of the Gulf of Mexico. In return for such financing, Mesa shall commit to Transmission, and Transmission shall have an option to purchase, all the gas attributable to Mesa's interest in such blocks. (Rel. 35-20971 - Mar. 23)

### THE COLUMBIA GAS SYSTEM, INC.

A supplemental order has been issued authorizing Columbia Gas Development of Canada, Ltd., subsidiary of The Columbia Gas System, Inc. (Columbia), to issue and sell to Columbia an additional 280,000 shares of common stock at \$25 per share for a price of \$7 million. (Rel. 35-20972 - Mar. 23)

### INDIANA-KENTUCKY ELECTRIC CORPORATION

An order has been issued authorizing proposals of Indiana-Kentucky Electric Corporation and Ohio Valley Electric Corporation, both subsidiaries of Allegheny Power System Inc., American Electric Power Company, Inc. and Ohio Edison Company, concerning the financing of pollution control facilities. (Rel. 35-20973 - Mar. 26)

### NATIONAL FUEL GAS COMPANY

An order has been issued authorizing National Fuel Gas Company, a registered holding company, to issue and sell a \$4,500,000 unsecured short-term note to the Chase Manhattan Bank, N.A. (Rel. 35-20974 - Mar. 26)

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## SECURITIES ACT REGISTRATIONS

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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-8) TEXAS GAS TRANSMISSION CORPORATION, 3800 Frederica St., Owensboro, Ky. 42301 (502) 926-8686 - \$2,532,996 of participations and 44,585 shares of common stock. (File 2-63849 - Mar. 23)

- (S-8) CENTRAL ILLINOIS LIGHT COMPANY, 300 Liberty St., Peoria, Ill. 61602 - \$4,590,000 of participations and 278,000 shares of common stock. (File 2-63851 - Mar. 26)
- (S-16) PLANTRONICS, INC., 10443 Bandy Dr., Cupertino, Cal. 95014 (408) 996-9606 - 166,800 shares of common stock. The company is engaged in the manufacture, sale and distribution of telecommunications equipment. (File 2-63852 - Mar. 26)
- (S-8) THE SOUTHERN COMPANY, Perimeter Center East, P.O. Box 720071, Atlanta, Ga. 30346 (404) 393-0650 - \$67,500,000 of participations and 5,000,000 shares of common stock. (File 2-63853 - Mar. 26)
- (S-16) HARTFORD NATIONAL CORPORATION, 777 Main St., Hartford, Conn. 06115 (203) 728-2000 - 200,000 shares of common stock. (File 2-63854 - Mar. 26)
- (S-1) COTTER & COMPANY, 2740 North Clybourn Ave., Chicago, Ill. 60614 - 25,000 shares of Class A common stock. The company is a wholesaler and manufacturer of hardware. (File 2-63855 - Mar. 26)
- (S-8) KOEHRING COMPANY, 200 Executive Dr., Brookfield, Wis. 53005 (414) 784-5800 - 50,000 shares of common stock. (File 2-63856 - Mar. 26)
- (S-1) GREAT LAKES FINANCIAL CORPORATION, 200 Ottawa Ave., N.W., Grand Rapids, Mich. 49503 - 55,500 shares of common stock. (Rights Offerings) The company is a registered bank holding company. (File 2-63857 - Mar. 26)
- (S-16) COMPUGRAPHIC CORPORATION, 80 Industrial Way, Wilmington, Mass. 01887 (617) 944-6555 - 60,000 shares of common stock. The company is engaged in the development, manufacture, and marketing of photocomposition machines. (File 2-63858 - Mar. 26)
- (S-8) THE LAMSON & SESSIONS CO., 2000 Bond Court, 1300 East Ninth St., Cleveland, Ohio 44114 (216) 781-5000 - 150,000 common shares. (File 2-63859 - Mar. 26)
- (S-8) FLOATING POINT SYSTEMS, INC., 11000 SW 11th St., Beaverton, Ore. 97005 (503) 641-3151 - 294,311 shares of common stock. (File 2-63860 - Mar. 26)
- (S-14) GENUINE PARTS COMPANY, 2999 Circle 75 Parkway, Atlanta, Ga. 30339 (404) 953-1700 - 495,000 shares of common stock. (File 2-63861 - Mar. 26)
- (S-8) PHILADELPHIA NATIONAL CORPORATION, N.E. Corner Broad and Chestnut Sts., Philadelphia, Pa. 19101 (215) 629-3821 - 60,000 shares of common stock. (File 2-63862 - Mar. 26)
- (S-8) OAKITE PRODUCTS, INC., 50 Valley Rd., Berkeley Heights, N.J. 07922 - \$4,200,000 of participations and 60,000 shares of common stock. (File 2-63863 - Mar. 26)
- (S-7) T-BAR INCORPORATED, 141 Danbury Rd., Wilton, Conn. 06897 (203) 762-8351 - 200,000 shares of common stock. Underwriters: Bache Halsey Stuart Shields Inc. and Rooney, Pace Inc. The company designs, produces and markets proprietary switching and switch-control products. (File 2-63864 - Mar. 26)
- (S-1) METROPOLITAN BANCORPORATION, 4600 West Cypress St., Tampa, Fla. 33623 - 944,000 shares of common stock and 288,000 of 9% subordinated debentures, due June 1, 1989. (File 2-63865 - Mar. 26)
- (S-6) NUVEEN TAX-EXEMPT BOND FUND, SERIES 128, 209 South La Salle St., Chicago, Ill. 60604 - an indefinite number of units. Depositor: John Nuveen & Co. Inc. (File 2-63866 - Mar. 26)
- (S-16) BANK OF VIRGINIA COMPANY, 11011 West Broad St. Rd., Richmond, Va. 23260 (804) 747-2000 - 500,000 shares of common stock. (File 2-63867 - Mar. 26)
- In a separate (S-8) statement the company seeks registration of 250,000 shares of common stock. (File 2-63870 - Mar. 26)
- (S-12) MORGAN GUARANTY TRUST COMPANY OF NEW YORK, 30 West Broadway, New York, N.Y. 10015 - 100,000 American Depositary Receipts for shares of Australia and New Zealand Banking Group Limited. (File 2-63868 - Mar. 26)
- (S-16) TRANS UNION CORPORATION, 90 Half Day Rd., Lincolnshire, Ill. 60015 (312) 295-4200 - 75,151 shares of common stock. (File 2-63869 - Mar. 26)

(S-6) NUVEEN TAX-EXEMPT BOND FUND, SERIES 127, 209 South La Salle St., Chicago, Ill. 60604 - an indefinite number of units. Depositor: John Nuveen & Co. Inc. (File 2-63871 - Mar. 26)

(S-8) AMERICAN NUCLEAR CORPORATION, P.O. Box 2713, Casper, Wyo. 82602 (307) 265-7912 - 314,000 shares of common stock. (File 2-63872 - Mar. 26)

#### REGISTRATIONS EFFECTIVE

Mar. 21: Alco Standard Corp., 2-63473; National Bancshares Corp. of Texas, 2-63511; Tax Exempt Securities Trust, Series 24, 2-63738; Utah Power & Light Co., 2-63651.  
Mar. 22: The Coca-Cola Bottling Co. of New York, Inc., 2-63142; The Corporate Income Fund, Eighty-Third Monthly Payment Series, 2-63632; The E. F. Hutton Tax-Exempt Trust, New York Series 10, 2-63606; The Municipal Investment Trust Fund, Thirteenth Pennsylvania Series, 2-61503; Texas Utilities Co., 2-63735.  
Mar. 23: Cooper Industries, Inc., 2-63831; Graham Manufacturing Co., Inc., 2-63721; Gulf States Utilities Co., 2-63622; Nuveen Tax-Exempt Bond Fund, Series 124, 2-63518; Pengo Industries, Inc., 2-63002; R. B. Fuller Co., 2-63692; Trans-West Realty Investors, 2-61989 (90 days).

**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.

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## ACQUISITIONS OF SECURITIES

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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 (No 13D listings). 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 set forth for each beneficial owner. \*Amended Acquisition Reports.

The following companies or individuals filed Form 13G on February 12, 1979.

| <u>REPORTING COMPANY<br/>OR INDIVIDUAL</u>                         | <u>ISSUER &amp; NUMBER OF SHARES</u>   | <u>DATE FILED</u> |
|--|--|-------------------|
| Bertram Harnett  | Media Horizons, Inc. (NYC)<br>Class A Common Stock - 60,284 shs.                       | 2-12-79           |
| Paul Mellon  | Mellon National Corporation (Pittsburgh, PA)<br>Common Stock - 2,658,804 shs. (13.56%) | 2-12-79           |
| Edwin T. Meredith III  | Meredith Corporation (Des Moines, IA)<br>Common Stock - 586,927 shs. (19%)             | 2-12-79           |
| Merrill Bankshare Company<br>Trustee                               | Merrill Bankshares Company (Bangor, ME)<br>Common Stock - 165,243 shs.                 | 2-12-79           |
| Earle A. Chiles<br>Virginia Chiles                                 | Fred Meyer, Inc. (Portland, OR)<br>Class A Common Stock - 464,289 shs.                 | 2-12-79           |
| Meyer Foundation   | Fred Meyer, Inc. (Portland, OR)<br>Class A Common Stock - 506,713 shs.                 | 2-12-79           |
| Joseph C. Ross, JR., Trustee                                       | Micro Mask, Inc. (Sunnyvale, CA)<br>Common Stock - 55,718 shs.                         | 2-12-79           |
| Theodore D. Wakefield  | Midwest Bancorporation of Ohio, Inc. (Cleveland, OH)<br>Common Stock - 24,891 shs.     | 2-12-79           |
| First National Boston Corporation<br>First National Bank of Boston | Millipore Corporation (Bedford, MA)<br>Common Stock - 418,872 shs.                     | 2-12-79           |

## ACQUISITION REPORTS CONT.

|  |  |         |
|--|--|---------|
| Studebaker - Worthington, Inc.<br>Second Master Pension Trust  | Milton Roy Company (St. Petersburg, FL)<br>Common Stock - 146,600 shs. (10.43%)  | 2-12-79 |
| Sterling Precision Corporation   | Milwaukee Western Corporation (West Palm Beach, FL)<br>Common Stock - 3,799,405 shs. (90.5%)   | 2-12-79 |
| Walter M. Mischer  | Mischer Corporation (Houston, TX)<br>Common Stock - 601,751 shs. (32.2%)<br>Common Stock - 59,130 shs.<br>on conversion of Debentures                      | 2-12-79 |
| Harold V. Goodman  | Mischer Corporation (Houston, TX)<br>Common Stock - 112,500 shs.   | 2-12-79 |
| Jennison Management Corporation  | Mission Insurance Group, Inc. (Los Angeles, CA)<br>Common Stock - 284,400 shs.   | 2-12-79 |
| Modine Manufacturing Company Employees Pension Trusts  | Modine Manufacturing Company (Racine, WI)<br>Common Stock - 579,330 shs. (20.32%)  | 2-12-79 |
| Raymond E. Daly, III   | Money Management Corporation (Chicago, IL)<br>Common Stock - 191,480 shs.<br>(Included above are shares owned by his wife<br>Individually and as Trustee.) | 2-12-79 |
| D. Lloyd Wilson  | Monfort of Colorado, Inc. (Greeley, CO)<br>Common Stock - 278,921 shs.   | 2-12-79 |
| Margery Monfort Wilson   | Monfort of Colorado, Inc. (Greeley, CO)<br>Common Stock - 736,658 shs. (14.89%)  | 2-12-79 |
| FDS Holding Company  | Montana Power Company (Butte, MT)<br>\$2.15 Preferred Stock - 80,000 shs.  | 2-12-79 |
| Walter L. Abt  | Mor-Flo Industries, Inc. (Cleveland, OH)<br>Common Stock - 800,731 shs. (39.2%)  | 2-12-79 |
| A. Raymond Abt   | Mor-Flo Industries, Inc. (Cleveland, OH)<br>Common Stock - 474,500 shs. (23.2%)  | 2-12-79 |
| Alfred L. Morse  | Morse Shoe, Inc. (Canton, MA)<br>Common Stock - 611,152 shs. (11.8%)   | 2-12-79 |
| Security Pacific Corporation<br>Security Pacific National Bank                                       | Moxon, Inc. (Irvine, CA)<br>Common Stock - 140,275 shs. (25.4%)  | 2-12-79 |
| C. H. Murphy, Jr.<br>Individually and as Trustee   | Murphy Oil Corporation (El Dorado, AR)<br>Common Stock - 1,529,473 shs.  | 2-12-79 |
| Third National Corporation<br>Third National Bank in Nashville                                       | Murray Ohio Manufacturing Company (Brentwood, TN)<br>Common Stock - 172,051 shs.   | 2-12-79 |
| Milan Puskar<br>Betty J. Puskar  | Mylan Laboratories, Inc. (Pittsburgh, PA)<br>Common Stock - 50,000 shs.  | 2-12-79 |
| Milton P. Levy   | NCH Corporation (Irving, TX)<br>Common Stock - 1,519,197 shs. (13.4%)  | 2-12-79 |
| Lester A. Levy   | NCH Corporation (Irving, TX)<br>Common Stock - 1,445,510 shs. (12.7%)  | 2-12-79 |
| Third National Corporation<br>Third National Bank in Nashville                                       | NLT Corporation (Nashville, TN)<br>Common Stock - 4,787,489 shs. (13.8%)   | 2-12-79 |
| Clarence W. Efrogmson<br>Robert A. Efrogmson<br>Robert Jay Stein<br>Occidental Realty Company, et al | Narragansett Capital Corporation (Providence, RI)<br>Common Stock - 60,866 shs.  | 2-12-79 |
| Rhode Island Hospital Trust<br>National Bank   | Narragansett Capital Corporation (Providence, RI)<br>Common Stock - 118,004 shs. (11.48%)  | 2-12-79 |

ACQUISITION REPORTS CONT.

|   |  |         |
|---|--|---------|
| William Keywilde<br>Individually and as Co-Trustee  | National Convenience Stores, Inc. (Houston, TX)<br>Common Stock - 270,790 shs.   | 2-12-79 |
| J. W. Smelley   | First Continental Life Group, Inc. (Houston, TX)<br>Common Stock - 149,341 shs. (36.1%)  | 2-12-79 |
| Carlton Wilde   | National Convenience Stores, Inc. (Houston, TX)<br>Common Stock - 274,636 shs.   | 2-12-79 |
| Robert A. Paliafito   | National Health Enterprises, Inc. (Santa Monica, CA)<br>Common Stock - 162,587 shs. (16.07%)   | 2-12-79 |
| Bankers Life Insurance Company of<br>Nebraska   | National Health Enterprises, Inc. (Santa Monica, CA)<br>Common Stock - 55,727 shs.   | 2-12-79 |
| H. O. Chapman, Jr.  | National Reserve Life Insurance Company (Topeka, KS)<br>Class A Common Stock - 160,283 shs.<br>(Included above are shares owned by his wife and children.) | 2-12-79 |
| William R. Stewart  | National Reserve Life Insurance Company (Topeka, KS)<br>Class A Common Stock - 124,812 shs.<br>(Included above are shares owned by his wife.)              | 2-12-79 |
| Third National Corporation<br>Third National Bank in Nashville  | Nelson Thomas, Inc. (Nashville, TN)<br>Common Stock - 58,767 shs.  | 2-12-79 |
| Vance, Sanders and Company, Inc.  | New England Nuclear Corporation (Boston, MA)<br>Common Stock - 218,600 shs.  | 2-12-79 |
| Clarence W. Efroymsen<br>Robert A. Efroymsen<br>Daniel R. Efroymsen<br>Occidental Realty Company<br>Real Silk Hosiery Mills, Inc. | New Penn Motor Express (Lebanon, PA)<br>Common Stock - 54,100 shs.   | 2-12-79 |
| Peter F. Fleischmann<br>Gardner Botsford<br>Merrill E. Clark, Jr.<br>Milton Greenstein, Individually and<br>as Trustees           | New Yorker Magazine, Inc. (NYC)<br>Common Stock - 47,515 shs. (25%)  | 2-12-79 |
| Claremont Capital Corporation   | Newport Laboratories, Inc. (Santa Ana, CA)<br>Common Stock - 90,000 shs.   | 2-12-79 |
| Suzanne Allen Weber   | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 14,784 shs.  | 2-12-79 |
| Kay Nichols Callison  | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 18,737 shs.  | 2-12-79 |
| Miller Nichols  | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 122,980 shs. (61.7%)   | 2-12-79 |
| Walter C. Janes   | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 45,396 shs. (22.8%)  | 2-12-79 |
| Jesse Clyde Nichols, Jr.  | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 122,980 shs. (61.7%)   | 2-12-79 |
| Lynn L. McCarthy  | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 58,294 shs. (29.2%)  | 2-12-79 |
| Mary Allen Kennedy  | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 15,145 shs.  | 2-12-79 |

ACQUISITION REPORTS CONT.

|  |  |         |
|--|--|---------|
| Richard Kane   | J. C. Nichols Company (Kansas City, MO)<br>Common Stock - 122,980 shs. (61.7%)   | 2-12-79 |
| FDS Holding  | Nicor, Inc. (Naperville, IL)<br>4.48% Preferred Stock - 15,000 shs. (13.43%)   | 2-12-79 |
| Title Insurance and Trust Company                                | Noland Company (Newport News, VA)<br>Common Stock - 125,600 shs.   | 2-12-79 |
| Ira Guilden  | North River Securities Company, Inc. (NYC)<br>Common Stock - 365,275 shs. (47%)  | 2-12-79 |
| Paul W. Dillon<br>W. Martin Dillon<br>John W. Bowman             | Northwestern Steel and Wire Company (Sterling, IL)<br>Common Stock - 1,470,863 shs.<br>(Included above are shares owned by wives of<br>W. M. Dillon and J. W. Bowman.) | 2-12-79 |
| Murphy Oil Corporation   | Ocean Drilling Exploration Company (New Orleans,<br>LA)<br>Common Stock - 6,656,781 shs. (52.8%)   | 2-12-79 |
| Robert D. Harrington   | Ocean Research Equipment, Inc. (Falmouth, MA)<br>Common Stock - 73,695 shs.  | 2-12-79 |
| North Sea Assets Ltd.<br>Ivory and Sime Ltd.<br>(United Kingdom) | Oceaneering International, Inc. (Santa Barbara,<br>CA)<br>Common Stock - 746,800 shs. (12.7%)  | 2-12-79 |
| R. Lad Handelman   | Oceaneering International, Inc. (Santa Barbara, CA)<br>Common Stock - 314,012 shs.   | 2-12-79 |
| Chicago Bridge and Iron Company                                  | Oceaneering International, Inc. (Santa Barbara, CA)<br>Common Stock - 340,000 shs.   | 2-12-79 |
| Jennison Management Corporation                                  | Ogilvy and Mather, Inc. (NYC)<br>Common Stock - 210,900 shs.   | 2-12-79 |
| Robert D. Jaffee<br>Individually and as Trustee                  | Oil-Dri Corporation of America (Chicago, IL)<br>Common Stock - 752,101 shs. (71.5%)  | 2-12-79 |
| Richard M. Jaffee  | Oil-Dri Corporation of America (Chicago, IL)<br>Common Stock - 748,550 shs. (71.2%)  | 2-12-79 |
| Louis Courtemanche, Jr.  | Orbanco, Inc. (Portland, OR)<br>Common Stock - 252,853 shs   | 2-12-79 |
| Craig F. Courtemanche  | Orbanco, Inc. (Portland, OR)<br>Common Stock - 211,297 shs.  | 2-12-79 |



**NOTICE**

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*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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