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COMMISSION ANNOUNCEMENTS

U.S. SECURITIES AND EXCHANGE COMMISSION

STAFF ACCOUNTING BULLETIN NO. 32

The Commission staff issued a Staff Accounting Bulletin setting forth the staff's view that if accounting changes which are required to be retroactively applied are not applied by restating prior periods due to immateriality, the cumulative effect of such change should be included in the determination of income for the period in which the change is made. (Rel. SAB-32)

FOR FURTHER INFORMATION CONTACT: Howard P. Hodges, Jr. at (202) 755-1744 or
Rita J. Gunter at (202) 755-0222

STAFF ACCOUNTING BULLETIN NO. 33

The staff of the Commission has issued an interpretive release amending Staff Accounting Bulletin No. 25 concerning the disclosure in proxy statements of certain relationships with independent public accountants. The amendment provides that where an issuer engages an independent accountant to perform audit services for employee benefit plans, such services should be considered as services provided in connection with the audit function, rather than non-audit services as indicated in SAB No. 25. (Rel. SAB-33)

FOR FURTHER INFORMATION CONTACT: Clarence M. Staubs at (202) 755-0222 or
Howard P. Hodges, Jr. at (202) 755-1744

ADMINISTRATIVE PROCEEDINGS

OPPENHEIMER & CO., INC. CENSURED

The Commission has instituted administrative proceedings against Oppenheimer & Co., Inc., a New York based broker-dealer, and issued Findings and an Order Imposing Remedial sanctions. The Commission found that Oppenheimer failed reasonably to supervise Ira J. Hechler who was subject to its supervision with a view to preventing violations of the antifraud provisions of the Securities Exchange Act of 1934. Oppenheimer was censured and ordered to comply with certain undertakings. The firm consented to entry of the Commission's Findings and Order without admitting or denying the allegations or findings contained in the Order. (Rel. 34-15994) [See LR-8811 under Civil Proceedings]

BANKERS ACCEPTANCE COMPANY, OTHERS CITED

The Commission has instituted administrative proceedings pursuant to the Securities Exchange Act of 1934, the Investment Company Act of 1940, and the Investment Advisers Act of 1940, against Bankers Acceptance Company, John J. Sullivan, and David H. Gaffney.

Simultaneously with the institution of the proceedings, the Commission accepted respondents' Offers of Settlement which neither admitted nor denied the alleged violations. In accordance with the Offers of Settlement, Sullivan and Gaffney were suspended for 15 days from association with any investment adviser or broker-dealer and prohibited from certain association with any investment company for 15 days.

The proceedings were based on allegations of violations of certain antifraud, registration, reporting, capital structure and investment policy provisions of the securities laws in the offer and sale of common stock of California Fund for Investment in U.S. Government Securities, Inc. (Rel. 34-15974)

COMMISSION ACCEPTS RESIGNATION OF LAWRENCE J. STERN
FROM APPEARANCE OR PRACTICE

The Commission announced that it has accepted the resignation of Lawrence J. Stern, a public accountant, from appearing or practicing before it in settlement of a proceeding pursuant to Rule 2(e) of the Commission's Rules of Practice. Mr. Stern's resignation was submitted without admitting or denying the allegations in the Order Instituting the Rule 2(e) Proceeding.

The Rule 2(e) proceeding was based upon a finding that Stern: (1) had wilfully violated and wilfully aided and abetted violations of the registration and antifraud provisions of the securities laws, and (2) was permanently enjoined by consent in SEC v. Peter J. Bonastia, et al., Civil Action No. 78-496 (D.N.J. 1978). In that injunctive action, it had been alleged that Mr. Stern had violated the registration and antifraud provisions of the securities laws in the offer and sale of securities in the form of interests in limited partnerships syndicated by Investors Economic Systems, Inc., and its affiliates. (Rel. 34-15973)

CIVIL PROCEEDINGS

IRA HECHLER AND MURRAY HIRSCH ENJOINED

The Commission announced on July 5 the filing of a civil injunctive action in the U.S. District Court for the District of Columbia against Ira J. Hechler and Murray Hirsch, alleging violations of the antifraud provisions of the Securities Exchange Act of 1934. The complaint alleged that during the course of negotiations on behalf of Oppenheimer & Co. and others with a number of publicly held companies regarding sale of assets transactions, Hechler engaged in substantial trading in securities of certain of those companies while in possession of material, non-public information, without disclosing such information. The complaint also alleged that Hirsch, Hechler's brother-in-law, effected certain transactions while in possession of material, non-public information. The court entered Final Judgments of Permanent Injunction against Hechler and Hirsch and ordered them to make disgorgement. Hechler agreed to make disgorgement of \$145,263 and Hirsch agreed to disgorge \$10,250. The defendants consented to the entry of the Judgments against them without admitting or denying the allegations of the Commission's complaint. (SEC v. Ira J. Hechler and Murray Hirsch, U.S.D.C. D.C., Civil Action No. 79-1729). (LR-8811) [See Rel. 34-15994 under Administrative Proceedings]

INJUNCTIVE SUIT FILED AGAINST WILLIAM H. CROSSMAN, OTHERS

The Chicago Regional Office announced that on June 20 a complaint was filed in the Federal District Court in Chicago seeking to enjoin William H. Crossman, William H. Crossman and Associates (Crossman and Associates), a sole proprietorship, and Norman M. McDougall, Jr. from violating the antifraud provisions of the securities laws. In addition, the complaint seeks to enjoin Crossman and Crossman and Associates from violations of the municipal broker-dealer registration provisions of the Securities Exchange Act of 1934.

The Commission's complaint alleges that the defendants violated the antifraud provisions of the securities laws in the offer and sale of three bond offerings of the Hanover Park Park District, Hanover Park, Illinois. The complaint further alleges that after December, 1975, Crossman and Crossman and Associates failed to register as municipal broker-dealers. (SEC v. William H. Crossman, et al., Civil Action No. 79C-2550). (LR-8809)

GARY R. PARO ENJOINED

The Commission announced that on May 14 a Final Judgment of Permanent Injunction was entered by consent against Gary R. Paro and National Mail Order Consultants, Inc. (NMOC). The order, signed by the Honorable Howard G. Munson, U.S. District Judge for the Northern District of New York, enjoined Paro and NMOC from violating the registration and antifraud provisions of the securities laws. In addition, Judge Munson ordered disgorgement of funds received by defendants Paro and NMOC from the sale of co-op advertisements and appointed an Escrow Agent to administer the disgorgement. Paro and NMOC consented to the entry of the permanent injunction without admitting or denying the allegations of the Commission's complaint.

On April 10 Judge Munson signed a Default Judgment of Permanent Injunction against Donald R. Haberle and Raymond W. Ackerman, enjoining them from violations of the registration and antifraud provisions of the securities laws. On June 15, the

remaining defendant, Richard L. Carter, consented to the entry of a Final Judgment of Permanent Injunction, without admitting or denying the allegations set forth in the Commission's complaint, which enjoined him from violating the registration and anti-fraud provisions of the securities laws. (SEC v. Gary Paro, et al., N.D.N.Y., 79 Civil 70, HGM). (LR-8810)

INVESTMENT COMPANY ACT RELEASES

STEINROE CASH RESERVES, INC.

An order has been issued pursuant to Section 6(c) of the Investment Company Act of 1940 on an application of Steinroe Cash Reserves, Inc., a registered open-end, diversified management investment company, exempting the Fund 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, for the purpose of effecting sales, redemptions and repurchases of its shares, to the nearest one cent on a share value of one dollar. (Rel. IC-10755 - July 3)

TAX EXEMPT SECURITIES TRUST

A notice has been issued giving interested persons until July 23 to request a hearing on an application of Tax Exempt Securities Trust (Series 1 and Subsequent National and State Series) (Applicant), a New York corporation registered under the Investment Company Act of 1940 as an unit investment trust, for an order pursuant to Section 6(c) of the Act exempting Applicant from the provisions of Section 22(d) of the Act to permit Applicant to offer its unitholders the opportunity to participate in a proposed Reinvestment Program, pursuant to which unitholders could elect to have monthly distributions with respect to such units automatically reinvested in units of Applicants created subsequent to the commencement of the Reinvestment Program without the payment of the sales charge customarily imposed on purchases of units of Applicant. (Rel. IC-10756 - July 3)

HOLDING COMPANY ACT RELEASES

ALABAMA POWER COMPANY

An order has been issued authorizing Alabama Power Company, subsidiary of The Southern Company, to sell a substation located in Monroe County, Alabama, to Alabama River Pulp Company, Inc. for a sale price of \$390,000. (Rel. 35-21130 - July 3)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTINGS GRANTED

An order has been issued granting the application of the New York Stock Exchange, Inc. to strike the following bonds of Penn Central Transportation Company (and leased lines subsidiaries) from listing and registration thereon: The New York Central Railroad Co., twenty-five year collateral trust, 6% bonds, due April 15, 1990; New York Central R.R. Co., consolidated mortgage, 4% Series A, due February 1, 1998; New York Central & Hudson River R.R. Co., Lake Shore collateral, 3-1/2% Gold, due February 1, 1998; Mohawk & Malone Ry. Co., guaranteed first mortgage 100 year, 4% Gold, due September 1, 1991; and Penn Central Co., twenty-five year collateral trust, 6-1/2% bonds, due April 15, 1993. (Rel. 34-15980)

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-8) MTS SYSTEMS CORPORATION, P.O. Box 24012, Minneapolis, Minn. 55424 (612) 944-4000 - 30,000 common shares. (File 2-64947 - July 3)
- (S-B) EUROPEAN COAL AND STEEL COMMUNITY, 2100 M Street, N.W., Washington, D.C. 20037 - \$125 million of bonds, due August 1, 1999. Underwriters: Lehman Brothers Kuhn Loeb Inc., The First Boston Corporation, Lazard Freres & Co. and Warburg Paribas Becker. (File 2-64948 - July 3)
- (S-6) INVESTORS' CORPORATE - INCOME TRUST SERIES 9, 208 South LaSalle St., Chicago, Ill. 60604 - an indefinite number of units. Depositors: Van Kampen Sauermaan Inc., 208 South LaSalle St., Chicago, Ill. 60604 and Dain, Kalman & Quail, Inc. (File 2-64949 - July 5)
- (S-2) XPLOR ENERGY CORPORATION, 44 Wall St., New York, N.Y. 10005 - 6,400,000 shares of common stock. Underwriters: Securities Clearing of Colorado, Inc. and Rademaker, McDougall & Company. The company proposes to seek out, evaluate and purchase various types of Interests in properties in the U.S. (File 2-64951 - July 5)
- (N-1) INFLATION PROTECTED INCOME, One Boston Pl., Boston, Mass. 02106 (617) 722-7000 - an indefinite number of shares. (File 2-64953 - July 5)
- (S-16) NICOR INC., 1700 West Ferry Rd., P.O. Box 200, Naperville, Ill. 60540 (312) 242-4470 - 1,500,000 shares of common stock. Underwriter: Merrill Lynch White Weld Capital Markets Group. The company is engaged in the purchase, manufacture, storage, distribution and sale of natural gas. (File 2-64955 - July 5)
- (S-14) POLYDEX CHEMICALS LIMITED, 421 Comstock Rd., Searborough, Ontario Canada M1L 2H5 (416) 755-2231 and Bitco Bldg., East St. & Bank Lane, Nassau, Bahama Islands (809-32) 28956 - 1,752,960 shares of common stock and 1,752,960 shares of 8% non-cumulative, redeemable, non-voting Class A preference shares. (File 2-64956 - July 5)
- (S-8) DIAMOND INTERNATIONAL CORPORATION, 733 Third Ave., New York, N.Y. 10017 (212) 697-1700 - 155,000 shares of common stock. (File 2-64957 - July 5)
- (S-1) MCGRAW-EDISON CO., 333 West River Rd., Elgin, Ill. 60120 - 16,000 participations and 300,000 shares of common stock. The company is a manufacturer of a wide variety of products which transmit, control and use electricity. (File 2-64958 - July 5)
- (S-8) NORTHGATE EXPLORATION LIMITED, Suite 2602, Royal Trust Tower, Toronto-Dominion Centre, Toronto, Canada M5K 1A1 (212) 422-0180 - 200,000 shares of capital stock. (File 2-64959 - July 5)
- (S-6) THE MUNICIPAL BOND TRUST, SERIES 56, 140 Broadway, New York, N.Y. 10005 - 12,000 units. Depositor: Paine, Webber, Jackson & Curtis Inc. (File 2-64960 - July 5)
- (S-6) THE MUNICIPAL BOND TRUST, SERIES 57, 140 Broadway, New York, N.Y. 10005 - 12,000 units. Depositor: Paine, Webber, Jackson & Curtis Inc. (File 2-64961 - July 5)
- (S-8) THE PARKER PEN COMPANY, 219 East Court St., Janesville, Wis. 53545 (608) 755-7000 - 16,000 shares of common stock. (File 2-64963 - July 5)
- (S-8) OKC CORP., 4835 LBJ Freeway, Dallas, Tex. 75234 (214) 233-7100 - 108,527 shares of common stock. (File 2-64964 - July 5)

REGISTRATIONS EFFECTIVE

June 21: Cabot Corp., 2-64593; Cordis Corp., 2-64518; The Corporate Income Fund, Nineteenth Short Term Series, 2-63767; Damson 1979-80 Drilling Program, 2-63942; Franklin Mint Corp., 2-64409; Global Marine, Inc., 2-64582; Multiple Maturity Tax-Exempt Bond Trust, Ninth Series, 2-64385; Nuveen Tax Exempt Bond Fund, Series 129, 2-64354; Pneumo Corp., 2-64657; Sabine Corp., 2-64629; Shearson Daily Dividend Inc., 2-63807; Utah Power & Light Co., 2-64520.

June 22: Duplex Products, Inc., 2-62871; E Systems, Inc., 2-64429; Eastern Air Lines, Inc., 2-64677; Empire State Municipal Exempt Trust, Series 13, 2-64424; Gen Rad, Inc., 2-64675; Metpath, Inc., 2-64483; New York Municipal Trust, Series 5, 2-64475; Phillips-Van Heusen Corp., 2-64564; Suburban Bancorp., 2-64495.

June 25: Bank of Virginia Co., 2-63867; Century Properties Fund XIV, 2-63368; The First Trust of Insured Municipal Bonds, Series 43, 2-64538; Trico Industries, Inc., 2-64568; Valtec Corp., 2-64601.

June 26: Huyck Corp., 2-64386 & 2-64387; Precision Castparts Corp., 2-64597.

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 June 18 - 22, 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>
Howard E. Abrams	Mego International, Inc. (NYC) Common Stock - 280,225 shs. (12.4%) (Included above are shares owned by his wife, individually and as Custodian.)	6-18-79
* Bernard Waltzer	Miner Industries, Inc. (NYC) Common Stock - 126,860 shs. (21.8%)	6-18-79
* Victor L. Sayyah Sayyah Corp. HCA, Inc., et al	National Heritage Management Corp. (Englewood, CO) Common Stock - 1,602,450 shs. (86.2%)	6-18-79
* Bridget B. Baird, Individually and Trustee Cameron Baird Foundation Brent D. Baird, Individually and Trustee, et al	Northwestern Financial Investors (Charlotte, NC) Shares of Beneficial Interest - 243,200 (16.11%)	6-18-79
PennCorp Financial, Inc. Pennsylvania Life Insurance Co. Massachusetts Indemnity & Life Insurance Co. (Wholly-owned subsidiaries of PennCorp Financial, Inc.)	Republic Financial Services Inc. (Dallas, TX) Common Stock - 365,600 shs.	6-18-79
* Schlumberger (Deleware) Inc. (Wholly-owned subsidiary of Schlumberger Ltd. (Netherland Antilles)	Rowan Companies, Inc. (Houston, TX) Common Stock - 2,377,500 shs.	6-18-79
GB-Inno-EM, S.A. (Belgium)	Scotty's, Inc. (Winter Haven, FL) Common Stock - 14,600 shs. Common Stock - 555,555 shs. on conversion of Note	6-18-79
* Hearst Corp.	Southwest Forest Industries, Inc. (Phoenix, AZ) Common Stock - 456,824 shs.	6-18-79
Sunshine Holdings Corp.	Sunshine Mining Co. (Dallas, TX) Common Stock - 1,029,800 shs. (20%)	6-18-79
Lewis Maslow Arthur Horwitz, Individually and Trustees	Universal Container Corp. (Linden, NJ) Common Stock - 417,391 shs. (13.11%)	6-18-79
Birtor Corporation Limited (British Virgin Islands)	Universal Foods Corp. (Milwaukee, WI) Common Stock - 600,000 shs.	6-18-79
E. F. Hutton Group, Inc.	Winkler Scheid, Inc. (Santa Monica, CA) Common Stock - 97,000 shs. (24.8%) Common Stock - 100,000 shs. (25.5%) on exercise of a Warrant	6-18-79

ACQUISITION REPORTS CONT.

* ComBanks Corp. Home State Financial Services, Inc.	Bancroft Convertible Fund, Inc. (NYC) Common Stock - 455,728 shs.	6-19-79
* Thomas E. Frank Wayne E. Kluth Donald R. Einhorn, et al	Executive Industries Inc. (Anaheim, CA) Common Stock - 253,767 shs. (21%)	6-19-79
UniCapital Corp.	First Marine Banks, Inc. (Riviera Beach, FL) Common Stock - 189,000 shs.	6-19-79
Wienerwald Holding AG (Switzerland)	IHOP Corp. (No. Hollywood, CA) Common Stock - 2,860,538 shs. (51%)	6-19-79
* ISS-International Service System A/S (Denmark)	Prudential Building Maintenance Corp. (NYC) Common Stock - 1,143,900 shs. (46%)	6-19-79
David F. Bolger	Worcester Bancorp, Inc. (Worcester, MA) Common Stock - 77,400 shs.	6-19-79
* Human Service Group, Inc. Human Service Investment Corp. U.R.C. Investment Corp., et al	American Health Services Inc. (Washington, DC) Common Stock - 545,316 shs. (63%)	6-20-79
* Justrite Manufacturing Co.	Anthony Industries, Inc. (South Gate, CA) Common Stock - 241,300 shs. (10.22%)	6-20-79
* United States Branch of Zurich Insurance Co. (Switzerland)	Empire Fire & Marine Insurance Co. (Omaha, NE) Common Stock - 1,352,388 shs. (93%) (814,530 of above shares were acquired pursuant to the Tender Offer.)	6-20-79
Xerox Corp.	Information Displays, Inc. (Elmsford, NY) Common Stock - 166,667 shs. (18.49%) on conversion of Note	6-20-79
* Schlumberger (Delaware) Inc. (Wholly-owned subsidiary of Schlumberger Ltd. (Netherland Antilles)	Rowan Companies Inc. (Houston, TX) Common Stock - 2,568,700 shs.	6-20-79
* Sun Chemical Corp.	Chromalloy American Corp. (NYC) Common Stock - 807,200 shs. Common Stock - 48,500 shs. on conversion of Preferred Stock	6-21-79
* Cromart Investment S. A. (Panama)	Citizens & Southern Realty Investors (Tucker, GA) Common Stock - 457,500 shs. on exercise of Warrants	6-21-79
* Salton S. A. (Panama)	Citizens & Southern Realty Investors, (Tucker, GA) Common Stock - 156,500 shs. on exercise of Warrants	6-21-79
* Clift C. Lane Dorothy P. Lane	First S & L Shares, Inc. (Denver, CO) Common Stock - 249,920 shs.	6-21-79
* Lane Processing, Inc.	General Bancshares Corp. (St. Louis, MO) Common Stock - 290,200 shs. (11.72%)	6-21-79
* Joseph E. Giovanini Giovanini Investments, Ltd. John M. Anselmi Paul D. Anselmi, et al	Horizon Corp. (Tucson, AZ) Common Stock - 518,875 shs.	6-21-79
Drexel Burnham Lambert Inc. Drexel Burnham Lambert Group, Inc.	Indiana Mortgage & Realty Investors (Baltimore, MD) -Shares of Beneficial Interest - 59,200	6-21-79

ACQUISITION REPORTS CONT.

* American General Insurance Co.	NLT Corp. (Nashville, TN) Common Stock - 3,320,916 shs.	6-21-79
* Columbia Flaming Pit, Inc. Jennings Foods, Inc. Chippewa Flaming Pit, Inc. Village Square Flaming Pit, Inc.	Specialty Restaurants Corp. (Long Beach, CA) Common Stock - 114,400 shs.	6-21-79
CIBA-GEIGY Corp.	S. J. Tutag & Co. (Broomfield, CO) Common Stock - 410,600 shs. (35.7%) (CIBA has the right to acquire above shares pursuant to an Agreement.)	6-21-79
Julius Feinstein	Universal Metals & Machinery, Inc. (Houston, TX) Common Stock - 210,809 shs. (41.6%) (Included above are shares owned by his wife.)	6-21-79
Michael Feinstein	Universal Metals & Machinery, Inc. (Houston, TX) Common Stock - 27,146 shs.	6-21-79
American Furniture Co. Inc. Supplemental Retirement Plan	American Furniture Co. Inc. (Martinsville, VA) Common Stock - 154,481 shs.	6-22-79
Sam F. Smith, Jr., Individually and Co-Trustee	American Furniture Co. Inc. (Martinsville, VA) Common Stock - 160,011 shs.	6-22-79
John K. Adams, Individually and Co-Trustee	American Furniture Co. Inc. (Martinsville, VA) Common Stock - 208,620 shs. (Included above are shares owned by his wife.)	6-22-79
Richard M. Simmons, Jr., Individually and Co-Trustee	American Furniture Co. Inc. (Martinsville, VA) Common Stock - 433,962 shs. (15.47%)	6-22-79
N. B. Hunt W. H. Hunt	Hunt International Resources Corp. (Dallas, TX) Common Stock - 2,809,966 shs. (62.7%) Common Stock - 4,000 shs. on conversion of Preferred Stock	6-22-79
DWG Corp. Modern Interests, Inc. (Wholly-owned subsidiary of DWG Corp.) Security Management Corp. Victor Posner, et al	IPCO Hospital Supply Corp. (White Plains, NY) Common Stock - 278,800 shs.	6-22-79



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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