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April 4, 1980

U.S. SECURITIES AND EXCHANGE COMMISSION

RULES AND RELATED MATTERS

PROPOSED AMENDMENTS TO RULES 12f-1 AND 12f-3

The Commission announced that it is proposing amendments to Rules 12f-1 and 12f-3 under the Securities Exchange Act of 1934. If approved, the amendments would require persons filing applications for the extension, suspension, or termination of unlisted trading privileges to certify that copies of such application have been given to those persons specified by Section 12(f)(5) of the Exchange Act. Persons wishing to submit written views should file three copies thereof with George A. Fitzsimmons, Secretary, Securities and Exchange Commission, Room 892, 500 North Capitol Street, Washington, D.C. 20549, on or before May 1 and should refer to File No. S7-828. All submissions will be available for public inspection. (Rel. 34-16730)

FOR FURTHER INFORMATION CONTACT: William S. Muller at (202) 272-2415

CRIMINAL PROCEEDINGS

AARON A. KLEINMAN INDICTED

The Los Angeles Regional Office announced that on March 12 a federal grand jury in Los Angeles, California returned a 23-count indictment against Aaron A. Kleinman. The indictment charges Kleinman with 11 counts of mail fraud, 8 counts of fraud by an investment adviser, 2 counts of securities fraud, one count of making false statements in an investment adviser registration application, and one count of bank fraud in connection with his operation of Manus, Inc., a registered investment adviser. The Regional Office had previously brought a civil suit against Kleinman and Manus on August 24, 1979, on which date Manus was enjoined and a receiver was appointed pursuant to its consent. Kleinman consented to the entry of an injunction against him on January 29, 1980. (U.S. Aaron A. Kleinman, U.S.D.C. C.D. Cal., CR-80-229). (LR-9051)

INVESTMENT COMPANY ACT RELEASES

FEDERATED CONVERTIBLE INCOME SECURITIES, INC.

A notice has been issued giving interested persons until April 28 to request a hearing on an application of Federated Convertible Income Securities, Inc., an open-end, diversified, management investment company, declaring that it has ceased to be an investment company. (Rel. IC-11115 - Apr. 3)

PAINE, WEBBER MUNICIPAL BOND FUND, FIRST SERIES

A notice has been issued giving interested persons until April 28 to request a hearing on an application of Paine, Webber Municipal Bond Fund, First Series, Paine, Webber Municipal Bond Fund, Second Series, Paine, Webber Municipal Bond Fund, Third Series, The Municipal Bond Fund, Series 1 through Series 43, The Municipal Bond Trust, Series 44 and subsequent series, The Municipal Bond Trust, Multi-State Program, Series 1 and subsequent series, The Municipal Bond Trust, Multiple Maturity Series 1 and subsequent series, The Municipal Bond Trust, Puerto Rico Series 1 and subsequent series, and The Corporate Bond Trust, Series 1 and subsequent series (collectively the Trusts), for an order, pursuant to Section 6(c) of the Investment Company Act of 1940, exempting the Trusts from the provisions of Section 22(d) of the Act to permit the Trusts to offer a reinvestment plan pursuant to which holders of units of the Trusts may elect to have distributions with respect to their units reinvested in units of future series of their Trust, or in existing series of their Trust, without imposition of a sales charge. (Rel. IC-11116 - Apr. 3)

HOLDING COMPANY ACT RELEASES

MISSISSIPPI POWER COMPANY

An order has been issued authorizing Mississippi Power Company, subsidiary of The Southern Company, to issue and sell at competitive bidding up to \$25 million of first mortgage bonds, the proceeds of which, along with other funds, will be used primarily to finance Mississippi's construction program. (Rel. 35-21511 - Apr. 3)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

DELISTING GRANTED

An order has been issued, effective nunc pro tunc as of December 31, 1979, granting the application of the Intermountain Stock Exchange, Inc. to strike the common stock (\$1 par value) of Midwest Energy Corporation from listing and registration thereon. (Rel. 34-16716)

UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until April 30 to comment on the Cincinnati Stock Exchange's application for unlisted trading privileges in the common stocks of Caesar's World, Inc., \$.10 par value, and LTV Corporation (The), \$.50 par value. (Rel. 34-16731)

UNLISTED TRADING GRANTED

An order has been issued granting applications of the Pacific Stock Exchange, Inc. for unlisted trading privileges in the common stocks of Jefferson-Pilot, \$1.25 par value, and Total Petroleum (N.A.) Ltd., \$1 par value. These securities are listed on one or more national securities exchanges. (Rel. 34-16732)

TRUST INDENTURE ACT RELEASES

ELIZABETHTOWN WATER COMPANY

An order has been issued under the Trust Indenture Act of 1939 on the application of Elizabethtown Water Company that the trusteeship of Citibank, N.A., under four indentures, three which were heretofore qualified under the Act on one which was not qualified under the Act is not so likely to involve a material conflict of interest as to make it necessary to disqualify Citibank from acting as trustee under any of the aforementioned indentures. (Rel. TI-561)

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-7) THE UNITED ILLUMINATING COMPANY, 80 Temple St., New Haven, Conn. 06506 (203) 787-7200 - 600,000 shares of preference stock, 1980 Series. Underwriter: Morgan Stanley & Co., Inc. (File 2-67133 - Apr. 1)
- (S-14) FNI, INC. AND MICROSONICS CORPORATION, 2049 Century Park East, Suite 920, Los Angeles, Cal. 90067 (213) 553-9105 - 3,730,213 shares of common stock. (File 2-67141 - Apr. 1)

- (S-14) PAN-WESTERN CORPORATION, 4041 North High St., Columbus, Ohio 43214 (614) 267-0341 - 1,031,892 shares of common stock. (File 2-67179 - Apr. 2)
- (S-16) R. G. BARRY CORPORATION, 13405 Yarmouth Rd., N.W., Pickerington, Ohio 43147 (614) 864-6400 - 1,256 shares of common stock. (File 2-67180 - Apr. 2)
- (S-8) AMERICAN TELEPHONE AND TELEGRAPH COMPANY, 195 Broadway, New York, N.Y. 10007 (212) 393-9800 - \$790 million of participations and 14,000,000 shares of common stock. (File 2-67181 - Apr. 2)
- In a separate statement the company seeks registration of \$340 million of participations and 5,000,000 shares of common stock. (File 2-67182 - Apr. 2)
- (S-8) LAKE SUPERIOR DISTRICT POWER COMPANY, 101 West Second St., Ashland, Wis. 54806 (715) 682-4511 - 50,000 shares of common stock. (File 2-67183 - Apr. 2)
- (S-14) FB&T FINANCIAL CORP., 647 Roswell St., N.E., Marietta, Ga. 30061 (404) 424-7510 - 1,500,000 shares of common stock. (File 2-67184 - Mar. 31)
- (S-8) SANTA FE INDUSTRIES, INC., 224 South Michigan Ave., Chicago, Ill. 60604 (312) 427-4900 - \$50 million of interests and 877,193 shares of common stock. (File 2-67185 - Apr. 2)
- (S-16) AVNET, INC., 767 Fifth Ave., New York, N.Y. 10022 (212) 644-1050 - 213,747 shares of common stock. (File 2-67186 - Apr. 2)
- (S-8) OHIO-SEALY MATTRESS MANUFACTURING CO., 1300 East Ninth St., Cleveland, Ohio 44114 (216) 522-1310 - 100,000 shares of common stock. (File 2-67188 - Apr. 2)
- (N-1) CAPITAL PRESERVATION FUND II, INC., 755 Page Mill Rd., Palo Alto, Cal. 94304 (415) 858-2400 - an indefinite number of shares of common stock. (File 2-67189 - Apr. 2)
- (S-16) STANDARD BRANDS INCORPORATED, 625 Madison Ave., New York, N.Y. 10022 (212) 759-4400 - 1,000,000 shares of common stock. The company is a manufacturer, processor and distributor of food and related products. (File 2-67190 - Apr. 3)
- (S-16) EDISON SAULT ELECTRIC COMPANY, 725 East Portage Ave., Sault Ste. Marie, Mich. 49783 (906) 632-2221 - 100,000 shares of common stock. (File 2-67191 - Apr. 2)
- (S-7) TRAILER TRAIN COMPANY, 300 South Wacker Dr., Chicago, Ill. 60606 (312) 786-1200 - \$24 million of equipment trust certificates, Series 42. The company is engaged in leasing a fleet of standardized railroad flatcars to railroads. (File 2-67192 - Apr. 3)
- (S-16) HARRIS CORPORATION, Melbourne, Fla. 32919 (305) 727-9100 - 49,000 shares of common stock. (File 2-67193 - Apr. 3)
- (S-2) ROCKY MOUNTAIN EXPLORATION COMPANY, 1000 Bank of the Southwest Bldg., Houston, Tex. 77002 - 3,000,000 shares of common stock. Underwriter: Culverwell & Co., Division of F. L. Putnam & Company, Inc., 50 Congress St., Boston, Mass. 02109. The company will engage in the acquisition of undeveloped oil and gas leases for purposes of resale, farmout or trading. (File 2-67194 - Apr. 3)
- (S-1) DSI CORPORATION, First American Center, 12th Floor, Nashville, Tenn. 37238 (615) 256-5956 - 797,500 shares of common stock. Underwriters: J. C. Bradford & Co. and Foster & Marshall Inc. The company operates computer output microfilm service centers. (File 2-67195 - Apr. 3)
- (S-7) THE DOW CHEMICAL COMPANY, 2030 Dow Center, Midland, Mich. 48640 (517) 636-1000 - 2,200,000 shares of common stock. (File 2-67196 - Apr. 3)
- (S-8) IOWA BEEF PROCESSORS, INC., P.O. Box 494, Dakota City, Neb. 68731 (402) 494-2061 - 1,000 shares of common stock. (File 2-67197 - Apr. 2)
- (S-16) SIGNODE CORPORATION, 3600 West Lake Ave., Glenview, Ill. 60025 (312) 724-6100 - 200,000 shares of common stock. (File 2-67198 - Apr. 3)
- (S-16) WISCONSIN PUBLIC SERVICE CORPORATION, 700 North Adams St., Green Bay, Wis. 54305 (414) 433-1598 - 500,000 shares of common stock. (File 2-67199 - Apr. 3)

- (S-6) TAX EXEMPT SECURITIES TRUST, SERIES 36, 1345 Avenue of the Americas, New York, N.Y. 10019 - 15,000 units. Depositors: Smith Barney, Harris Upham & Co., Inc., 1345 Avenue of the Americas, New York, N.Y. 10019, and Drexel Burnham Lambert Inc. (File 2-67200 - Apr. 3)
- (S-6) TAX EXEMPT TRUSTS FOR PENNSYLVANIA RESIDENTS, SECOND SERIES - PENNSYLVANIA INSURED MUNICIPAL BOND TRUST, TENTH SERIES, Two Penn Center Plaza, Suite 2024, Philadelphia, Pa. 19102 - 8,500 units. Depositor: Van Kampen Filkin & Merritt Inc. (File 2-67201 - Apr. 3)
- (S-8) ANHEUSER-BUSCH COMPANIES, INC., 721 Pestalozzi St., St. Louis, Mo. 63118 (314) 577-3314 - 1,000,000 shares of common stock. (File 2-67202 - Apr. 3)
- (S-8) THE GIRARD COMPANY, One Girard Plaza, Philadelphia, Pa. 19101 (215) 585-3050 - 500,000 shares of common stock. (File 2-67203 - Apr. 3)

REGISTRATIONS EFFECTIVE

Mar. 12: Radiographic Development Corp., 2-66431.
Apr. 1: Anglo Co. Ltd., 2-66846; Management Assistance Inc., 2-66960; Metpath, Inc., 2-66814.
Apr. 2: Roundy's Inc., 2-66296.

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 there beneficial interest therein exceeds 5%. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G 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 March 17 - 21, 1980. 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.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, FL) Shares of Beneficial Interest - 316,900	3-17-80
* Protective Life Insurance Co.	Investors Preferred Life Insurance Co. (Little Rock, AR) Common Stock - 4,166,667 shs. (100%)	3-17-80
John Brown Industries Ltd. (Wholly-owned subsidiary of John Brown & Co. Ltd.) John Brown & Co. Ltd. (U.K.)	Leesona Corporation (Warwick, RI) Common Stock - 1,264,314 shs. (73.6%) Common Stock - 228,571 shs. on exercise of warrant (Above shares were acquired pursuant to the Tender Offer.)	3-17-80
* Life Investors Ownership Participation Trust	Life Investors, Inc. (Cedar Rapids, IA) Common Stock - 647,743 shs.	3-17-80
* Masco Corporation	Mechanical Technology Inc. (Latham, NY) Common Stock - 1,030,000 shs. (29.8%)	3-17-80
Pilot Industries, Inc. Parker, Pace Corp. Estate of Bernard Lee Schwartz Fred W. Cocklin, et al	Henry S. Miller Realty Trust (Dallas, TX) Shares of Beneficial Interest - 31,600	3-17-80
Provident American Insurance Co. O. Burton Smith Lone Star Ford, Inc.	North Carolina Federal Savings & Loan Assn. (Albemarle, NC) Common Stock - 60,400 shs.	3-17-80

ACQUISITION REPORTS CONT.

* Galdi Securities Corp.	Overseas Securities Co., Inc. (NYC) Common Stock - 36,900 shs. (13.6%)	3-17-80
PNW Inc. (Wholly-owned subsidiary of Pay Less Drug Stores Northwest Inc.) Pay Less Drug Stores Northwest Inc.	Pay Less Drug Stores (Oakland, CA) Common Stock - 1,703,539 shs. (77.2%) (1,434,539 of above shares were acquired pursuant to the Tender Offer.)	3-17-80
Ezra K. Zilkha Cecile Zilkha Selim K. Zilkha	Phoenix Resources Company (Oklahoma City, OK) Common Stock - 301,370 shs.	3-17-80
* Vorwerk + Co. (West Germany)	Ranco Incorporated (Columbus, OH) Common Stock - 796,900 shs. (22.8%)	3-17-80
* Birdsboro Corporation Pennsylvania Engineering Corp. Security Management Corp. Victor Posner	Salem Corporation (Pittsburgh, PA) Common Stock - 325,800 shs. (20.5%)	3-17-80
Aubrey G. Good	Shop Rite Foods, Inc. (Albuquerque, NM) Common Stock - 121,238 shs. (13.4%)	3-17-80
De Rance, Inc.	Stewart Sandwiches, Inc. (Norfolk, VA) Common Stock - 95,300 shs.	3-17-80
Walter L. Martin	Underwriters Investment Corp. (Columbus, OH) Class A Common Stock - 3,981 shs. Class A Common Stock - 29,000 shs. on exercise of option	3-17-80
* Ozark National Life Insurance Co. I.C.H. Corporation All American Assurance Co., et al	Wabash International Corp. (Indianapolis, IN) Common Stock - 331,333 shs.	3-17-80
* Union Pacific Corp. Pacific Subsidiary, Inc. (Wholly-owned subsidiary of Union Pacific Corp.)	Western Pacific Railroad Co. (San Francisco, CA) Class A Common Stock - 1,221,447 shs. (87.2%)	3-17-80
* SHV North America Holding Corp. (Wholly-owned subsidiary of SHV Holdings N.V. (Netherlands))	Columbia General Corp. (Dallas, TX) Common Stock - 100,000 shs. Common Stock - 30,303 shs. on conversion of Note	3-18-80
Branco Weiss (Switzerland)	Great Southwest Industries Corp. (Addison, TX) Common Stock - 191,500 shs.	3-18-80
* Harleigh Corporation (Canada) North Canadian Oils Ltd. (Canada) James F. Kay (Canada)	Lane Bryant, Inc. (NYC) Common Stock - 445,500 shs.	3-18-80
* Canadian Imperial Bank of Commerce Trust Company (Bahamas) Ltd., as Trustee of Settlement T-551	Levitz Furniture Corp. (Miami, FL) Common Stock - 734,100 shs. (17.25%)	3-18-80
Atlas Copco AB (Sweden)	Mechanical Technologies Inc. (Latham, NY) Common Stock - 750,000 shs. (21.7%)	3-18-80
Donald L. Haden	Shaver Food Marts, Inc. (Omaha, NE) Class A Common Stock - 256,700 shs. (59.70%) on exercise of options	3-18-80

ACQUISITION REPORTS CONT.

Steve J. Pschenica	Shaver Food Marts, Inc. (Omaha, NE) Class A Common Stock - 43,329 shs. (10.07%) on exercise of option	3-18-80
* Bass Brothers Enterprises Inc. Patrick A. Gerschel Helen Winter Marx	Aeicor, Inc. (NYC) \$6.00 Preferred Stock, Series A - 111,000 shs. (32.8%)	3-19-80
* UniCapital Corporation Vorn Trading Company	Ag-Met, Inc. (Frackville, PA) Common Stock - 200,000 shs.	3-19-80
Hannelore M. Hylton Melville W. Feldman Charles W. Lockyer	Camptown Industries, Inc. (Glenn Dale, MD) Common Stock - 255,104 shs. (22.4%)	3-19-80
Vendamerica B.V. (Netherlands) (Controlled by Vroom en Dressmann B.V. (Netherlands)	Cole National Corporation (Cleveland, OH) Common Stock - 150,000 shs. (Vendamerica will acquire an additional 250,000 shares pursuant to a Purchase Agreement.)	3-19-80
* United Standard Asset Growth Corp. United Standard Assurance Co. Edward F. Karsch	First United, Inc. (Gary, IN) Common Stock - 188,498 shs.	3-19-80
* Jewel Companies, Inc.	Pay Less Drug Stores (Oakland, CA) Common Stock - 421,486 shs. (19.1%) on exercise of option	3-19-80
L. Mark Newman	Rampart General, Inc. (Santa Ana, CA) Common Stock - 278,000 shs. (11.1%) on conversion of Note	3-19-80
Thomas P. Hoolihan	Seago Group, Inc. (North Fort Myers, FL) Common Stock - 90,863 shs. (15.89%)	3-19-80
* Care Corporation Philip de Journo John D. Bower, et al	Treadway Companies, Inc. (Paterson, NJ) Common Stock - 456,589 shs. (30.74%)	3-19-80
* Lester Shapiro Joseph Shapiro Robert Shapiro Norton Shapiro, et al	Baldwin & Lyons, Inc. (Indianapolis, IN) Common Stock - 171,350 shs.	3-20-80
Computer Technology Ltd. (British Virgin Islands)	E-H International, Inc. (San Jose, CA) Common Stock - 100,000 shs. (12.18%)	3-20-80
* Clausing Corporation	Fife Corporation (Oklahoma City, OK) Common Stock - 157,622 shs. (20.2%)	3-20-80
Pennsylvania Engineering Corp. Security Management Corp. Victor Posner, Parent	Fischbach and Moore, Inc. (NYC) Common Stock - 351,500 shs. (10.53%)	3-20-80
G. P. Rose & Co., Inc. Evelyne Potts Ragsdale Wilburn Carroll Potts Robert A. Herbert	McDowell Enterprises, Inc. (Nashville, TN) Common Stock - 398,309 shs. (16.5%)	3-20-80
Philip Mandelbaum Davanne Realty Co. 450 Corporation Nathan Barry Company, et al	Monmouth Real Estate Investment Trust (Eatontown, NJ) Shares of Beneficial Interest - 32,779	3-20-80
Galdi Securities Corp.	Noel Industries, Inc. (NYC) Common Stock - 60,600 shs.	3-20-80
Portsmouth Square, Inc. Shareholders Protective Committee	Portsmouth Square, Inc. (San Francisco, CA) Common Stock - 38,379 shs.	3-20-80

ACQUISITION REPORTS CONT.

Smith, Barney Real Estate Corp.	Security Capital Corp. (NYC) Common Stock - 923,077 shs. (12.46%)	3-20-80
* Midlantic Banks Inc.	Western Pacific Railroad Co. (San Francisco, CA) Class A Common Stock - 1,221,447 shs. (87.2%) (Above shares are held by Midlantic pursuant to a Voting Trust Agreement.)	3-20-80
Teledyne Inc. Argonaut Insurance Co. Argonaut-Midwest Insurance Co. Financial Indemnity Co., et al	Aetna Life & Casualty Co. (Hartford, CT) Common Stock - 4,035,250 shs.	3-21-80
Southland Technology, Inc.	BQP Industries, Inc. (Denver, CO) Common Stock - 1,030,659 shs. (91.5%)	3-21-80
* Gulf + Western Industries Inc. Charles G. Bluhdorn	Burlington Industries Inc. (Greensboro, NC) Common Stock - 2,114,100 shs.	3-21-80
* American Financial Corp. Carl H. Lindner Robert D. Lindner	Compass Investment Group (Jacksonville, FL) Common Stock - 5,179,181 shs. (49.99%)	3-21-80
* Jakob Muller Research & Finance Ltd. (Switzerland)	Crompton & Knowles Corp. (NYC) Common Stock - 180,200 shs.	3-21-80
* Thomas J. Flatley	Flatley Realty Investors (Braintree, MA) Shares of Beneficial Interest - 228,937 (22.9%) Shares of Beneficial Interest - 216,437 on exercise of warrants	3-21-80
* Unicorp Financial Corp. (Canada) George S. Mann (Canada)	GREIT Realty Trust (Warrington, PA) Shares of Beneficial Interest - 278,319 (27.9%)	3-21-80
* Icahn & Co. Inc. CCI & Associates	Hammermill Paper Co. (Erie, PA) Common Stock - 685,300 shs.	3-21-80
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, FL) Shares of Beneficial Interest - 318,900	3-21-80
* Sharon Steel Corporation Summit Systems, Inc. NVF Company Security Management Corp. Victor Posner, Parent	Howell Industries, Inc. (Southfield, MI) Common Stock - 280,500 shs. (19.5%)	3-21-80
Jordan Exploration & Investment Co. Ltd. (Israel)	Israel Investors Corp. (NYC) Common Stock - 84,730 shs.	3-21-80
Finara Holding S.A. (Switzerland)	Kay Corporation (Alexandria, VA) Common Stock - 57,000 shs.	3-21-80
Robert Caetani (West Germany)	Kay Corporation (Alexandria, VA) Common Stock - 34,200 shs.	3-21-80

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