

sec news digest

Issue 78-14

JAN 23 1978

January 20, 1978

COMMISSION ANNOUNCEMENTS

U.S. SECURITIES AND
EXCHANGE COMMISSION

DELEGATION OF AUTHORITY TO DIRECTOR OF DIVISION OF INVESTMENT MANAGEMENT

The Commission has delegated to the Director of the Division of Investment Management the authority to notify investment companies of an intention to release certain normally non-public portions of their annual reports in response to requests under the Freedom of Information Act. (Rel. IC-10098)

FOR FURTHER INFORMATION CONTACT: Richard W. Grant at (202) 755-0242.

COURT ENFORCEMENT ACTIONS

W. R. MORRIS AND DONNA G. GRUBBS INDICTED

The Atlanta Regional Office announced the indictment of W.R. Morris of Lexington, Alabama, and Donna G. Grubbs of Florence, Alabama. The indictment charges each defendant with the sale of unregistered securities, sale of securities by an unregistered dealer and securities fraud. The charges stem from a joint investigation by the Alabama Securities Commission, the Atlanta Regional Office and the Florence, Alabama District Attorney's Office, into the sale of common stock in Tennessee Movie Productions, Inc., a Tennessee corporation. (State of Alabama v. W.R. Morris and Donna G. Grubbs, 11th Judicial District, Florence, Alabama Cr. 77-458). (LR-8262)

COMPLAINT NAMES JOHN P. GALANIS, OTHERS

The SEC announced the filing of a complaint in the U.S. District Court for the Southern District of New York against John P. Galanis, Dennis Tinsky, Stephen Myers, Leo Denslow, Jeffrey Silverman (J. Silverman), Martin Bader, Barry Silverman (B. Silverman), Sinalag, S.A., doing business as Cable Engineering & Consulting, Inc. (Sinalag), Eastern Cable Systems, Inc. (Eastern), PCI, Inc. (PCI), Melissa Trading Company (Melissa), Myertin, Inc. (Myertin), Midland Abbeville, Inc. (Midland-A), Midland Cable System, Inc. (Midland), and Midland Cable Vision, Inc. (Midland CV). The complaint alleges that Galanis, Sinalag, Denslow, Tinsky, Myers, B. Silverman, Midland, Midland CV, Midland A, Melissa, and Myertin offered to sell and sold securities, namely interests in limited partnerships known as Abbeville CATV Associates and Cansburg CATV Associates, which were formed as tax shelters to hold assets used in cable television systems, through the use and medium of prospectuses and otherwise without registration statements being filed or in effect as to such securities in violation of the registration provision of the Securities Act. The complaint also alleges that Galanis, Sinalag, J. Silverman, Bader, Tinsky, Myers, Myertin, Eastern and PCI offered to sell and sold securities, namely interests in a limited partnership known as Kentucky CATV Associates, formed for the same purposes, through the use and medium of prospectuses and otherwise without a registration statement having been filed with the Commission and without a registration statement being in effect as to such securities in violation of the registration provisions of the Securities Act.

The Commission also announced that Tinsky, Myers and Myertin consented to the entry of Final Judgments of Permanent Injunction and Ancillary Relief restraining and enjoining them from further violations of the registration and antifraud provisions of the securities laws and ordering as ancillary relief against Tinsky, Myers, and Myertin that they disclose to investors commissions on sales of securities, notify the Commission of their involvement in any securities offering pursuant to any claimed exemption from registration requirements of the Securities Act and retain experienced securities law counsel in connection with their future securities activities. B. Silverman and Midland consented to the entry of a Final Order restraining and enjoining them from further violations of the registration provisions of the Securities Act

and ordering as ancillary relief against them that they notify the Commission of their involvement in any securities offering pursuant to any claimed exemption from the registration requirements of the Securities Act and use due care in connection with their future securities activities. Tinsky, Myers and Myertin consented to the Final Judgment and B. Silverman and Midland consented to the Final Order without admitting or denying the allegations of the Commission's complaint. (SEC v. John P. Galanis, Dennis Tinsky, Stephen Myers, Leo Denslow, Jeffrey Silverman, Martin Bader, Barry Silverman, Sinalag, S.A., d/b/a Cable Engineering & Consulting, Inc., Eastern Cable Systems, Inc., PCI, Inc., Melissa Trading Company, Myertin, Inc., Midland Abbeville, Inc., Midland Cable Systems, Inc., Midland Cable Vision, Inc., U.S.D.C. S.D.N.Y., Civil Action No. 78-0059 (MEF)). (LR-8263)

INVESTMENT COMPANY ACT RELEASES

INA CAPITAL BOND TRUST

An order has been issued on an application of INA Capital Bond Trust (Applicant), a registered investment company, pursuant to Section 6(c) of the Act exempting it from the provisions of Rule 22c-1 to the extent necessary to permit the valuation of its assets for the purpose of investments in and redemptions of Applicant's shares on designated valuation dates. (Rel. IC-10097 - Jan. 18)

HOLDING COMPANY ACT RELEASES

METROPOLITAN EDISON COMPANY

A supplemental order has been issued releasing jurisdiction previously reserved in connection with the issuance and sale of first mortgage bonds by Metropolitan Edison Company, subsidiary of General Public Utilities Corporation. (Rel. 35-20390 - Jan. 18)

MISCELLANEOUS

HYGRADE FOOD PRODUCTS CORP.

An order has been issued granting the application of Hygrade Food Products Corporation for an exemption from the reporting requirements of Section 15(d) of the Securities Exchange Act of 1934. It appears to the Commission that the requested exemption is not inconsistent with the public interest or the protection of investors. (Rel. 34-14391)

CYANAMID INTERNATIONAL DEVELOPMENT CORPORATION

A notice has been issued giving interested persons until February 3 to request a hearing on an application of Cyanamid International Development Corporation (Applicant), a wholly-owned subsidiary of American Cyanamid Company, pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting Applicant from the reporting requirements of Section 13 of that Act. (Rel. 34-14392)

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) WALGREEN CO., 200 Wilmot Rd., Deerfield, Ill. 60015 - 250,000 shares of common stock. (File 2-60645 - Jan. 19)
- (S-5) CONVERTIBLE YIELD SECURITIES, INC., 1080 Dresser Tower, 601 Jefferson St., Houston, Tex. 77002 - an indefinite number of shares of common stock. (File 2-60646 - Jan. 19)
- (S-8) SPECTRA-PHYSICS, INC., 1250 West Middlefield Rd., Mountain View, Cal. 94042 - 400,000 shares of capital stock. (File 2-60647 - Jan. 19)

- (S-8) SAV-A-STOP INC., 2050 Art Museum Dr., Jacksonville, Fla. 32207 (904) 398-8662 - 465,710 shares of common stock. (File 2-60648 - Jan. 19)
- (S-8) THE GOODYEAR TIRE & RUBBER COMPANY, 1144 East Market St., Akron, Ohio 44316 (216) 794-2121) - 100,000 shares of common stock. (File 2-60649 - Jan. 19)
- (S-8) ZIONS UTAH BANCORPORATION, 350 Kennecott Bldg., Salt Lake City, Utah 84133 (801) 524-4787 - 9,000 shares of common stock. (File 2-60650 - Jan. 19)
- (S-7) BENEFICIAL CORPORATION, Beneficial Bldg., 1300 Market St., Wilmington, Del. 19899 (302) 658-5171 - \$150 million of debentures, due 1988. Underwriter: Blyth Eastman Dillon & Co. Inc. The company is a holding company, subsidiaries of which are engaged principally in the consumer loan, sales finance and related credit insurance businesses and in the merchandising business. (File 2-60651 - Jan. 19)

REGISTRATIONS EFFECTIVE

Jan. 10: The Pacific Telephone & Telegraph Co., 2-60490.
 Jan. 13: Alabama Power Co., 2-60484; American Tax-Exempt Bond Trust, Series 24, 2-60419; Central National Corp., 2-60049; Empire State Tax-Exempt Bond Trust, Series 3, 2-60447; John F. Lawhon Furniture Co., 2-60130; Tax-Exempt Municipal Trust, Twentieth National Series, 2-60558; The Ziegler Company, Inc., 2-60402.
 Jan. 16: East Rand Gold & Uranium Company Limited, 2-60603; Farinon Corp., 2-60305; Gould Inc., 2-60432; IC Industries, Inc., 2-60498; Jersey Central Power & Light Co., 2-60438; Liberty Loan Corp., 2-60137.
 January 17: Borg-Warner Corp., 2-60486; El Paso Electric Co., 2-60485; Empire Fire & Marine Insurance Co., 2-60400; Fifth Third Bancorp., 2-60350; First Bank System, Inc., 2-60482; The Foxboro Co., 2-60416; Municipal Investment Trust Fund, Eightieth Monthly Payment Series, 2-60444; Parker Drilling Co., 2-60593; Templeton World Fund, Inc., 2-60067.
 Jan. 18: The Brooklyn Union Gas Co., 2-60521; Data General Corp., 2-60520; First International Bancshares, Inc., 2-59731; Houston Natural Gas Corp., 2-60500; Municipal Investment Trust Fund, Eighth New York Series, 2-60483; Piedmont Aviation, Inc., 2-57348; Tax Exempt Securities Trust, Series 16, 2-60560.

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.

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%. The following companies or individuals filed Schedule 13D's during the period December 22-30, 1977. 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 Report.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
Jay B. Langer, Individually and as Trustee	Hudson General Corp. (Great Neck, NY) Common Stock - 333,200 shs.	12-22-77
Abraham L. Mailman, Individually and as Trustee	Common Stock - 131,606 shs. on conversion of Debentures Common Stock - 99,119 shs. on exercise of Options and Warrants (Included above are shares owned by family members.)	
Fidelity Trend Fund Inc. Fidelity Capital Fund Inc. Fidelity Destiny Fund Inc. Contrafund, Inc.	Howard Johnson Co. (Boston, MA) Common Stock - 1,126,100 shs.	12-22-77
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, FL) Shares of Beneficial Interest - 178,800	12-22-77
Goldman, Sachs & Co.	Time Holdings, Inc. (Milwaukee, WI) Common Stock - 82,999 shs.	12-23-77

ACQUISITION REPORTS, cont.

Goldman, Sachs & Co.	Inmont Corporation (NYC) Common Stock - 400,000 shs.	12-23-77
Goldman, Sachs & Co.	Alaska Interstate Company (Houston, TX) 6% Convertible Debentures - \$994,000	12-23-77
F. Arnold Daum Beaumont Development Corp. John P. Ohl George J. Darnelle	Westates-Italo Company (Houston, TX) Common Stock - 122,717 shs.	12-23-77
* Sebastian Carcioppolo J. Roy Morris	Scanforms, Inc. (Bristol, PA) Common Stock - 629,460 shs. (80%) (Above shares were acquired on conversion of Debentures.)	12-23-77
* CEI, Inc. (Wholly-owned subsidiary of Combustion Engineering Inc.)	Vetco Inc. (Ventura, CA) Common Stock - 6,730,421 shs. (97.7%) (This notice corrects previously reported tendered shares.)	12-23-77
Racing Corporation of America (Wholly-owned subsidiary of Hartman & Tyner, Inc.) Hartman & Tyner, Inc. Bernard Hartman Herbert Tyner	Castleton Industries, Inc. (Ponpano Beach, FL) Common Stock - 100 shs. (RCA proposes to make a Tender Offer. Pursuant to the Agreement, Van Lennep Group agreed to tender 2,733,097 shares (42%))	12-27-77
Lawrence I. Littman Henk Kleyn (Belgium) Roy Firestone Stephen D. Rudman, et al	Electro-Nite Co. (Philadelphia, PA) Common Stock - 263,167 shs. Common Stock - 165,000 shs. on exercise of Options (The group also has the right to acquire an additional 23,739 shares. Included above are shares owned by wives and children.)	12-27-77
Arthur O. Pfister	Aspen Skiing Corp. (Aspen, CO) Common Stock - 22,993.8 shs. (Included above are shares owned by his wife, individually and as custodian for their child.)	12-27-77
D. R. C. Brown, Individually and as Trustee	Aspen Skiing Corp. (Aspen, CO) Common Stock - 43,142 shs. (Included above are shares owned by his wife, individually and as trustee.)	12-27-77
Thomas C. Andersen	SBE, Inc. (Watsonville, CA) Common Stock - 250,000 shs. (20.2%)	12-27-77
Walter E. Parker Lloyd R. Parker Gilbert E. Roberts Lorraine Lindsay, et al	Modern American Life Insurance Co. (Springfield, MO) Common Stock - 735,049 shs. (55.34%) (260,133 shares (19.58% of above shares were acquired from I. C. H. Corp. pursuant to a Stock Purchase Agreement.)	12-27-77
Home Life Insurance Company	Grolier Incorporated (Danbury, CT) Common Stock - 12,444 shs.	12-27-77
* Rhodia Corporation	Polychrome Corporation (Yonkers, NY) Common Stock - 943,932 shs.	12-27-77
* Michael Schiavone & Sons, Inc.	Docktor Pet Centers, Inc. (Andover, MA) Common Stock - 1,368,737 shs. (46.9%)	12-27-77
* Meshulam Riklis	KGA Industries, Inc. (NYC) Common Stock - 1,883,187 shs. (84%)	12-27-77
* Fuji Heavy Industries Ltd. (Japan)	Subaru of America, Inc. (Pennsauken, NJ) Common Stock - 2,825,366 shs.	12-27-77

ACQUISITION REPORTS, cont.

* Masco Corporation	Braun Engineering Company (Detroit, MI) Common Stock - 62,100 shs. (11.52%)	12-27-77
Stanley Charren	Compo Industries, Inc. (Waltham, MA) Common Stock - 130,669 shs. (Included above are shares owned by his children. Above shares were acquired pursuant to merger of Pandel-Bradford, Inc. into Compo)	12-28-77
William A. Nitze	Aspen Skiing Corporation (Aspen, CO) Common Stock - 129,800 shs.	12-28-77
F. George Robinson	Aspen Skiing Corporation (Aspen, CO) Common Stock - 30,520 shs. (Included above are shares owned by his wife.)	12-28-77
John R. Jaeb as the Beneficiary of the John R. Jaeb Stock Trust	Shop & Go, Inc. (Mango, FL) Common Stock - 103,278 shs.	12-28-77
Stephen L. Jaek as the Beneficiary of the Stephen L. Jaeb Stock Trust	Shop & Go, Inc. (Mango, FL) Common Stock - 103,278 shs.	12-28-77
First National Bank of Florida, Trustee	Shop & Go, Inc. (Mango, FL) Common Stock - 206,556 shs. (12.5%) (Above shares are held for John R. Jaeb Stock Trust and Stephen L. Jaeb Stock Trust.)	12-28-77
Donat R. Richard Milan Panic Roberts A. Smith Weldon B. Jolley, et al	ICN Pharmaceuticals, Inc. (Irvine, CA) Common Stock - 444,962 shs. (Included above are shares owned by Dr. Smith's wife. Mr. Panic holds Options to purchase 150,000 shares.)	12-28-77
* Phyllis Malkin Cohen Barcone Pension Trust Barry F. Cohen	Clausing Corporation (Kalamazoo, MI) Common Stock - 71,200 shs.	12-28-77
* Phyllis Malkin Cohen Barcone Pension Trust Barry F. Cohen	Barden Corporation (Danbury, CT) Common Stock - 101,655 shs.	12-28-77
New York Life Insurance Co.	Grolier Incorporated (Danbury, CT) Common Stock - 186,653 shs.	12-29-77
Lotepro Corporation (Wholly-owned subsidiary of Linde Aktiengesellschaft (West Germany))	Selas Corporation of America (Dresher, PA) Common Stock - 104,100 shs.	12-29-77
Lincoln National Life Insurance Co.	Grolier Incorporated (Danbury, CT) Common Stock - 24,887 shs.	12-29-77
Equitable Life Assurance Society of the United States	Grolier Incorporated (Danbury, CT) Common Stock - 311,087 shs.	12-29-77
Vendamerica B. V. (Netherlands)	Outlet Company (Providence, RI) Common Stock - 400,000 shs. on conversion of Preferred Stock	12-29-77
W. P. Palpeke Trust Fund A	Aspen Skiing Corporation (Aspen, CO) Common Stock - 12,694 shs.	12-29-77
Potomac Preservation, Inc.	Aspen Skiing Corporation (Aspen, CO) Common Stock - 34,446 shs.	12-29-77

ACQUISITION REPORTS, cont.

* Calvin Scott Koonce	Electronic Data Controls Corporation (Winston-Salem, NC) Common Stock - 56,958 shs.	12-29-77
* Peter P. Witze, Individually and as Trustee	Aspen Skiing Corporation (Aspen, CO) Common Stock - 71,269 shs. (Included above are shares owned by his wife and children.)	12-29-77
* Central National Bancshares, Inc.	Associated Bank Corp. (Mason City, IA) Common Stock - 7,013,912 shs. (96%)	12-29-77
* Hillman Company	Copeland Corporation (Sidney, OH) Common Stock - 2,007,944 shs. (35.81%) (Included above are shares owned by Mr. Hillman and members of his family.)	12-29-77
* DFF Incorporated	Interstate Brands Corp. (Kansas City, MO) Common Stock - 2,211,586 shs. (95.2%) Common Stock - 44,444 shs. on conversion of Debentures	12-29-77
* Hillman Company	Amarex, Inc. (Oklahoma City, OK) Common Stock - 950,000 shs. 49.2%	12-29-77
* Paul H. Nitze	Aspen Skiing Corporation (Aspen, CO) Common Stock - 36,638.80 shs.	12-29-77
* Joel Greenberg Riverside Foods, Ltd.	Bluebird, Inc. (Philadelphia, PA) Common Stock - 938,300 shs.	12-29-77
Mitchum, Jones & Templeton, Inc. (Controlled by J. P. Guerin & Co.)	PSA, Incorporated (San Diego, CA) Common Stock - 178,400 shs.	12-30-77
Reliance Financial Services Corp. (Wholly-owned subsidiary of Reliance Group, Inc.)	American Airlines, Inc. (NYC) Common Stock - 217,513 shs. on conversion of Debentures	12-30-77
Glenn Harz Victor Harz Alvin Nadohl Arlene Harz, et al (Stockholder Group)	Struthers Capital Corp. (NYC) Common Stock - 68,909 shs. (12.2%)	12-30-77
Lewis M. Schott Marcia W. Schott, Indi- vidually and as Trustee	White Shield Exploration Corp. (NYC) Common Stock - 113,450 shs. Common Stock - 145,905 shs. on exercise of Warrants and Options	12-30-77
Goldman, Sachs & Co.	Sundstrand Corp. (Rockford, IL) 5% Convertible Debentures - \$1,200,000	12-30-77
Elmer W. Van Dalen Howard Zimmerman Joseph Fanslau	Kaysam Corporation of America (Paterson, NJ) Common Stock - 66,700 shs. (Included above are shares owned by Mr. Van Dalen's wife.)	12-30-77
Allan A. Ryan Fortune Peter Ryan Theodore S. Ryan Grace Ryan	Kaysam Corporation of America (Paterson, NJ) Common Stock - 217,651 shs. (Included above are shares owned by F. P. Ryan's wife.)	12-30-77
First International Corp. First International Rein- surance Co. (Wholly-owned subsidiary of First International Corp.)	Geneve Corporation (NYC) Common Stock - 242,491 shs. Common Stock - 243,171 shs. on exercise of Warrants & Options Voting Trust Certificates - 90,458 (FIC also owns \$1,158,450 Convertible Debentures and \$150,000 Convertible Notes.)	12-30-77

ACQUISITION REPORTS, cont.

* Elyria Company	Atlanta/laSalle Corporation (Chicago, IL) Common Stock - 285,800 shs.	12-30-77
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, FL) Shares of Beneficial Interest - 180,300	12-30-77
* Philip Messinger, Individually, Custodian and as Trustee Arthur Fishman, Trustee	New Yorker Magazine, Inc. (NYC) Common Stock - 19,122 shs. (Mr. Messinger resigned as Trustee and Mr. Fishman succeeded him.)	12-30-77

The following have made offers to acquire stock of companies listed below pursuant to tender offers as reported to the Commission on Schedule 13D:

<u>OFFER TO PURCHASE BY:</u>	<u>ISSUER & NUMBER OF SHARES TO BE PURCHASED</u>	<u>DATE FILED</u>
Anthony R. Lazzara	Datronc Rental Corp. (Rosemont, IL) Common Stock - 80,000 shs. for cash at \$2.00 net per share (Mr. Lazzara presently owns 81,925 shares. Mr. Lazzara also has a proxy to vote 46,500 shs.)	12-27-77
Cable & Wireless, Delaware, Inc. (Wholly-owned subsidiary of Cable & Wireless Ltd. (U.K.))	Carterfone Communications Corporation (Dallas, TX) Common Stock - All outstanding shs. for cash at \$7.52 net per share Warrants to purchase Common Stock - All outstanding Warrants for cash at \$7.52 per share less exercise price	12-28-77
* DFF Incorporated	Interstate Brands Corp. (Kansas City, MO) 5 $\frac{1}{4}$ % Convertible Debentures - \$2,000,000 for cash at \$77 net for each \$100 Prin. Amt. (The amended offer increased from \$1,400,000 to \$2,000,000 Prin. Amt.)	12-28-77
* Humana Inc.	American Medicorp, Inc. (Bala Cynwyd, PA) Common Stock - 5,700,000 shs. (Offer is amended to decrease maximum number of shares, increased to \$15 from \$9.33 net cash and .5 of a share of its \$2.50 Preferred Stock for each Common Stock.)	12-30-77

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. 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
AIKEN INDUSTRIES INC	1,5	01/03/78
AMERICAN LEISURE SERVICES INC	2	12/09/77
AMERICAN MEDICAL SERVICES INC	2,6	12/30/77
AMERICAN SCIENCE & ENGINEERING INC	5	12/01/77
ARGENT CORP	5	12/29/77
AUTOMATED MEDICAL LABORATORIES INC	4,6	12/07/77
BARNETT MORTGAGE TRUST	5,6	12/01/77

RECENT 8K FILINGS, cont.

BIG THREE INDUSTRIES INC	5,6	12/01/77
BURDOX INC	1	01/03/78
CAMPBELL CHAIN CO	5	12/30/77
CARRIER CORP	2,6	12/27/77
COMBANKS CORP	4,6	10/03/77
COMBUSTION ENGINEERING INC EMPLOYEE THRI	5	12/01/77
CORTERRA CORP	5,6	12/19/77
CREST ULTRASONICS CORP	5	12/21/77
CUTLER HAMMER INC	5,6	12/01/77
DALLAS POWER & LIGHT CO	5	12/21/77
DEANZA PROPERTIES 76	4,6	12/28/77
DISTRIBUCO INC	5	01/09/78
DIXICO INC	5,6	12/77
EDUCATIONAL COMPUTER CORP	5	12/02/77
EXECUTONE INC	5,6	12/31/77
EXHIBITORS PRODUCTION & DISTRIBUTION COR	5	12/02/77
FASHION TWO TWENTY INC	5	12/77
FLORIDA CYPRESS GARDENS INC	1	10/01/77
FLORIDA POWER CORP	5	12/01/77
GATES LEARJET CORP	5	12/77
GENERAL TELEPHONE CO OF CALIFORNIA	13	12/77 *
GOULDS PUMPS INC	5,6	12/13/77
GREAT NORTHERN NEKOOSA CORP	5,6	12/01/77
GROLIER INC	5	01/09/78
GRUMMAN CORP	5	12/01/77
GUARDIAN CORP	5	12/01/77
GULF STATES UTILITIES CO	5,6	12/77
HAMBRO CANADA LTD	2,5,6	12/19/77
HEALTH CARE FUND	5,6	12/15/77
HOMESTEAD MORTGAGE CO	1,13	09/77 *
HORN & HARDART CO	5	12/28/77
INTERWAY CORP	5	12/01/77
ITT RAYONIER INC	5	12/22/77
KGA INDUSTRIES INC	5	12/23/77
KING RESOURCES CO	3,6	01/10/78
KLEER VU INDUSTRIES INC	3,13	12/77 *
KNIGHTSBRIDGE REALTY PARTNERS LTD 75	5	12/22/77
MID MICHIGAN BANK CORP	2,7,14	12/01/77 *
MONGLITH PORTLAND MIDWEST CO	2,5,6	12/29/77
MOORES FOOD PRODUCTS INC	5	12/30/77

/ The Form 8-K was amended (Rel. 34-13156, January 13, 1977) effective for all events which occur subsequent to February 28, 1977. Those companies above which are noted with an asterisk () have filed pursuant to the old Form 8-K; the captions of the item numbers under which such reports are filed are as follows:

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|---|---|
| Item 1. Changes in Control of Registrant | Item 9. Options to Purchase Securities |
| Item 2. Acquisition or Disposition of Assets | Item 10. Extraordinary items, other material charges and credits and capital restatements |
| Item 3. Legal Proceedings | Item 11. Submission of Matters to a Vote of Security Holders |
| Item 4. Changes in Securities | Item 12. Changes in Registrant's Certifying Accountant |
| Item 5. Changes in Security for Registered Securities | Item 13. Other Materially Important Events |
| Item 6. Defaults upon Senior Securities | Item 14. Financial Statements and Exhibits |
| Item 7. Increase in Amount of Securities Outstanding | |
| Item 8. Decrease in Amount of Securities Outstanding | |

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. The reproduction cost is 10c per page plus postage (7 days) (\$3.50 minimum); 20c per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30c per page plus postage for priority service overnight (\$5.00) minimum. Cost estimates are given or request. All other reference material is available in the SEC Docket.

SEC NEWS DIGEST is published daily. Subscription rates: \$64.45/yr in U.S. first class mail; \$80.60 elsewhere.
 SEC DOCKET is published weekly. Subscription rates: \$43.70/yr in U.S. first class mail; \$54.65 elsewhere.
 SEC STATISTICAL BULLETIN is published monthly. Subscription rates: \$15.00/yr in U.S. first class mail; \$18.75 elsewhere.
 The News Digest, the Docket, and the Statistical Bulletin are for sale by the superintendent of Documents, Government Printing Office, Washington, D.C. 20402.