

# SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



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**NORTH AMERICAN ACCEPTANCE PROPOSES OFFERING.** North American Acceptance Corporation, 66 East South Water St., Chicago, filed a registration statement (File 2-18908) with the SEC on September 18th seeking registration of 100,000 shares of common stock, to be offered for public sale at \$8.50 per share with an 85¢ per share concession to the underwriters headed by Hornblower & Weeks.

The company and its subsidiary, Acme Loan Co., are engaged primarily in automobile retail sales financing and direct lending to consumers on the security of automobiles. Net proceeds from its sale of additional stock will be added to working capital for the primary purpose of providing a broader equity base to enable the company to borrow additional funds as the volume of business may require. In addition to indebtedness the company now has outstanding 300,000 common shares, of which management officials (including family members) own nearly 17%. They also own an undivided beneficial interest of about 33% of the principal distributable upon termination of a trust which holds 25,985 common shares.

**ROZILDA LABORATORIES PROPOSES OFFERING.** Rozilda Laboratories, Inc., 814 Madison St., Hoboken, N. J., filed a registration statement (File 2-18909) with the SEC on September 18th seeking registration of 111,600 shares of Class A capital stock, of which 90,000 shares are to be offered for public sale at \$3 per share. The offering is to be made on a best efforts basis by State Securities Corp. and Bayes, Rose & Co. Inc., for which they will receive 45¢ per share selling commission plus \$12,600 for expenses. Three stockholders have sold 20,400 Class A shares to the underwriters for 1¢ per share, and 1,200 shares at the same price to Donald Weil, a finder.

The company's business consists primarily of the manufacture and sale of organic chemicals to industrial and commercial users. Of the \$200,000 estimated net proceeds of its sale of additional stock, \$125,000 will be used for the acquisition of manufacturing facilities and equipment for increased production and diversification of productions and the balance will be used for working capital and other purposes. The company now has outstanding 44,220 Class A and 45,060 Class B shares. Glenn Roddey, president, and John C. McGregor and James McFarland, vice presidents, each own 17% of the Class A and 33.3% of the Class B stock. State Securities owns 16.5% of the Class A stock and Bayes, Rose & Co., Inc., 29.6%.

**ACE TROPHIES PROPOSES OFFERING.** Ace Trophies Corporation, 1510 Broadway, Brooklyn, N. Y., filed a registration statement (File 2-18910) with the SEC on September 18th seeking registration of 200,000 shares of common stock, to be offered for public sale at \$1 per share. The offering is to be made on a best efforts basis by Ezra Kureen Co., which will receive a 15¢ per share selling commission plus \$12,000 for expenses. Also included in the statement are an additional 40,000 shares issuable upon exercise of 3-year warrants to be issued to the underwriter, exercisable at \$1 per share as to 20,000 shares and 1¢ per share as to 20,000 shares and issuable at the rate of 1 warrant to purchase at each price for each 10 shares sold to the public. Warrants for an additional 5,000 shares are to be issued to G. Jack Rudolf, finder, exercisable at 10¢ per share.

Organized in April 1960, the company is engaged in the design, manufacture and sale of sporting awards, such as trophies, plaques and cups. It now manufactures only the bases for the trophies it sells and sub-contracts the manufacture of the trophy figures. With the proceeds of this stock offering it proposes to also manufacture the trophy figures. Of the proceeds, \$45,000 will be used for the design, construction and related costs (including machinery) for such manufacture, \$15,000 for printing and distribution of a new catalogue and for promotion, \$50,000 for inventory of material and supplies, and the balance for working capital.

The company now has outstanding 200,000 common shares, representing an aggregate cash investment of \$16,000 and having a present book value of \$.08 per share. Purchasers of the new stock will acquire a 50% interest for an investment of \$200,000, which will increase the book value of outstanding shares to \$.36 per share. Of the outstanding stock, 41.25% each is owned by Frank Marino, president, and Frank Miraglia, secretary-treasurer.

**MID-AMERICA MINERALS PROPOSES UNIT OFFERING.** Mid-America Minerals, Inc., 500 First Equity Bldg., Oklahoma City, Okla., filed a registration statement (File 2-18911) with the SEC on September 18th seeking registration of \$2,500,000 of Participations in its 1962 Oil and Gas Fund, to be offered for sale in 250 units at \$10,000 per unit (with a possible \$2,500 assessment for completion of wells). Solicitations will be made by Mid-America Minerals as issuer and by Midamco, Inc., a subsidiary, as underwriter, all on a best-efforts basis, for which a \$100 per unit commission is payable. Mid-America Minerals will subscribe to 10 units. The Fund will consist of an undetermined number of oil and/or gas projects, each consisting of working interests under one or more oil and gas leases on lands located in the United States (the Mid-Continent, Rocky Mountain and Gulf Coast areas). The Fund will also drill a test well on each project. Each participation will entitle the holder to participate in his pro-rata part of each project made a part of the Fund. The funds subscribed are intended to cover the costs to participants of acquiring the projects or interests and of drilling the first well on each; and each participation will be subject to assessment of the costs of completing and equipping any well on which completion is to be attempted. If at least 50 units are sold,

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the Fund will bear certain costs incurred in the offering; and Mid-America Minerals will have a 25% "carried" interest in each lease in the Fund. The prospectus lists John W. Fisher as board chairman of Mid-America Minerals and John W. Nichols as president. Nichols and members of his family own 16.8% of that company's outstanding shares and Fisher and his family 19.9%, while management officials as a group (including family members) own 53.1%.

**AMERICAN & FOREIGN POWER FILES FOR SECONDARY.** American & Foreign Power Company Inc., 100 Church Street, New York, filed a registration statement (File 2-18912) with the SEC on September 18th seeking registration of 240,000 outstanding shares of common stock, to be offered for public sale by Electric Bond and Share Company. The offering is to be made through Lazard Freres & Co. and The First Boston Corporation at a price related to the current market price of outstanding Foreign Power stock at the time of the offering. Underwriting terms will be supplied by amendment. Bond and Share will own 3,607,200 shares (49.3%) of the outstanding Foreign Power stock if all 240,000 shares are sold. Foreign Power is a holding company with utility subsidiaries operating in 8 Latin American countries.

**NATIONAL SECURITY LIFE SHARES IN REGISTRATION.** National Security Life Insurance Company, 1060 Broad Ripple Ave., Indianapolis, filed a registration statement (File 2-18913) with the SEC on September 18th seeking registration of 73,300 shares of common stock. According to the prospectus, the company filed a notification with the Commission on November 14, 1960, proposing the offering of 73,300 shares for subscription by stockholders at \$2 per share on a one-for-five basis. On November 24th it proceeded with the offering on the assumption that the offering was exempt from registration by virtue of SEC Regulation A. The Commission issued an order temporarily suspending the exemption. As of December 20th shareholders had exercised warrants to purchase a total of 43,919 shares and had remitted a total of \$87,838 to the company (and certificates for 43,919 of these shares were issued). The purpose of this filing is to register the 73,300 shares; and the company will make an offer to rescind past purchases and to sell any of the unsubscribed shares. According to the prospectus, the company is a legal reserve stock life insurance company. It has operated at a loss since its inception in 1955. The purpose of the sale of additional stock is to provide additional capital funds believed to be advisable by reason of recent increases in the volume of life and accident and health insurance premium writings and a possible future increase in volume. The company now has outstanding 365,684 common shares, of which management officials own 15%. Richard A. Larson is president.

**SICONOR MINES PROPOSES OFFERING.** Siconor Mines Limited, 62 Richmond St., West, Toronto, filed a registration statement (File 2-18914) with the SEC on September 18th seeking registration of 250,000 common shares. The prospectus states that the first 115,000 shares are to be offered for sale initially at 35¢. No underwriting is involved, the sale of securities to be made pursuant "to direct contacts between representatives of the company and prospective purchasers." In the alternative the company may effect sales through various brokers or dealers. In either case, the company may pay a commission of not to exceed 25% of the issue price.

Organized in 1959, the company is engaged in an exploratory search for silver ore. Properties in which the company has an interest are located in northern Ontario "beyond rail and water transportation facilities," which are said to be in an exploratory stage without any known deposits of ore. The company intends to use the \$75,750 estimated net proceeds of the stock sale to explore, and if ore bodies are found, develop and exploit commercially the mineral deposits and ores which may be found on such claims. The company now has outstanding 1,058,005 common shares, of which the largest block (639,000 shares) was owned by Montcount Investments Limited of Toronto as of May 1, 1961. The 639,000 shares are in escrow. Under a January 1961 agreement, Montcount purchased 50,000 shares at 10¢ per share and was granted the option to purchase an additional 950,000 shares at prices ranging from 10¢ to 20¢ per share. Montcount as of July 15th had purchased an additional 150,000 shares at 10¢ and 48,000 shares at 12½¢ per share. All except 110,498 of the shares purchased by Montcount and all the shares issued to it free of escrow have been sold to the public. The prospectus lists Anthony Joseph Costigan as president.

**WORLDWIDE FUND REGISTRATION CLEARED.** The SEC has issued an order under the Investment Company Act (Release IC-3327) permitting Worldwide Fund Limited, Hamilton, Bermuda, to register as an investment company under that Act and to make a public offering of its securities in the United States, subject to various terms and conditions, undertakings and agreements specified in said order.

**LUNDY ELECTRONICS PROPOSES OFFERING.** Lundy Electronics & Systems, Inc., Glen Head, N. Y., today filed a registration statement (File 2-18915) with the SEC seeking registration of 175,000 shares of common stock, to be offered for public sale at \$4 per share through underwriters headed by Michael G. Kletz & Co. Inc. The underwriters will receive a commission of 40¢ per share plus \$18,000 for expenses. Also included in the statement are an additional 20,000 outstanding shares acquired from the company's president at \$1.50 per share, of which 10,000 were purchased by Michael G. Kletz, 5,000 by Edmund M. McCarthy, company counsel, and 5,000 shares by Gordon V. Price, finder and financial consultant.

The company is principally engaged in the development, manufacture and sale of electronic, electro-mechanical and hydraulic systems for aircraft, missiles and space vehicles. Over 98% of its sales are made to the military services, principally the Air Force. Of the net proceeds of this financing, \$50,000 will be allocated for research and product development, \$50,000 for sales promotion, and the balance for working capital, including the satisfaction of current liabilities, including taxes, and the financing of additional inventory. In addition to indebtedness, the company has outstanding 473,300 common shares, of which 93.9% is owned by Robert C. Barbato, president.