

# sec news digest

Issue 84-234

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December 4, 1984

U.S. SECURITIES AND  
EXCHANGE COMMISSION

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## ADMINISTRATIVE PROCEEDINGS

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### JOSEPH E. KARROLL SANCTIONED

The Commission instituted public administrative proceedings under Section 203(f) of the Investment Advisers Act of 1940 against Joseph E. Karroll of Sherman Oaks, California. Karroll was associated with a registered investment adviser, under Section 203(c) of the Advisers Act, from at least August 1980 to mid 1981.

Simultaneously with the institution of these proceedings Karroll submitted an Offer of Settlement. Under the terms of the Offer of Settlement, Karroll, without admitting or denying any of the facts or findings, consented to the Commission's Findings and Order. The Commission found that on September 10, 1984, Karroll was permanently enjoined by an Order of Permanent Injunction entered by the U.S. District Court for the Central District of California, a court of competent jurisdiction, from: violations of the anti-fraud provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934; and aiding and abetting violations of the registration provisions of the Securities Act and the antifraud provisions of the Advisers Act.

Additionally, the Commission ordered that Karroll be barred from association, affiliation, or employment with any broker, dealer, investment adviser, or investment company. (Rel. IA-942)

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## CIVIL PROCEEDINGS

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### COMPLAINT NAMES CHARLES BYERS, OTHERS

The Washington Regional Office filed a complaint on November 20 in the U.S. District Court for the Western District of Pennsylvania seeking to enjoin Charles Byers, Mark Wilson, and Peggy Ann Wilson, doing business as KLC Business Associates, from violations of the registration and antifraud provisions of the securities laws.

The complaint alleges that the defendants sold investment contracts to at least 340 investors for proceeds in excess of \$700,000 in violation of the registration provisions of the Securities Act. The complaint further alleges that the defendants, in the offer and sale of the investment contracts, violated the antifraud provisions of the Securities and Exchange Acts by misrepresenting material facts and omitting to state material facts concerning: that investments paid an annual, tax-free rate of return of 25 percent; that the proceeds of investments in Laser Development were for the developments of lasers; and the true use and disposition of funds paid for investments.

On November 20, U.S. District Court Judge Alan N. Bloch entered a preliminary injunction enjoining the defendants from violating the registration and antifraud provisions and freezing the assets of KLC. The defendants consented to the preliminary injunction without admitting or denying the allegations in the complaint and motion. (SEC v. Charles Byers, et al., WD PA, Civil Action No. 84-2777). (LR-10621)

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## INVESTMENT COMPANY ACT RELEASES

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### CALIFORNIA QUALITY TAX-EXEMPT TRUST

An order has been issued declaring that California Quality Tax-Exempt Trust (Series 1 and Subsequent Series) has ceased to be an investment company. (Rel. IC-14261 - Nov. 30)

## FPA PERENNIAL FUND, INC.

An order has been issued exempting FPA Perennial Fund, Inc. and Angeles/Quinoco Securities, Inc. from the provisions of Section 22(d) of the Investment Company Act and Rule 22d-1. (Rel. IC-14262 - Nov. 30)

## DEUTSCHE BANK AG

A notice has been issued giving interested persons until December 26 to request a hearing on an application of Deutsche Bank AG for an order exempting it from all provisions of the Investment Company Act to permit the issuance and sale of commercial paper and other debt securities in the United States. (Rel. IC-14263 - Nov. 30)

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## HOLDING COMPANY ACT RELEASES

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### SOUTHWESTERN ELECTRIC POWER COMPANY

A notice has been issued giving interested persons until December 26 to request a hearing on a proposal by Southwestern Electric Power Company, subsidiary of Central and South West Corporation, to sell three gas turbines which are not in operation and are not needed. (Rel. 35-23506 - Nov. 30)

### NATIONAL FUEL GAS COMPANY

A notice has been issued giving interested persons until December 26 to request a hearing on a proposal by National Fuel Gas Company, a registered holding company, and its subsidiary, Seneca Resources Corporation, to issue and sell up to two million shares of common stock. (Rel. 35-23507 - Nov. 30)

### THE COLUMBIA GAS SYSTEM, INC.

A notice has been issued giving interested persons until December 26 to request a hearing on a proposal by The Columbia Gas System, Inc., a registered holding company, and certain of its subsidiaries to extend its Intercompany Financing, External Short-Term Financing and Money Pool Program. (Rel. 35-23508 - Nov. 30)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### WITHDRAWALS GRANTED

Orders have been issued granting the application of the following companies to withdraw the specified securities from listing and registration on the following stock exchanges: American Stock Exchange, Inc. - Circuit City Stores, Inc., common stock (\$1.00 par value). (Rel. 34-21531); and The Boston Stock Exchange, Inc. - Atlan-Tol Industries, Inc., common stock (\$.05 par value). (Rel. 34-21532)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGES

The Philadelphia Stock Exchange, Inc. filed proposed rule changes under Rule 19b-4: (SR-Phlx-84-27) that would permit a modified rotation to be used to open options following a trading halt or suspension of an options series, delays in openings, or unusual market conditions, such as a heavy influx of orders. (Rel. 34-21534); and (SR-Phlx-84-18) to increase position and exercise limits for foreign currency options to 25,000 contracts and increase the reporting threshold for foreign currency options contracts in a customer account to 2,500 contracts. (Rel. 34-21535)

Publication of the proposals are expected to be made in the Federal Register during the week of December 3.

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name,

SECURITIES ACT REGISTRATIONS, cont.

address and phone number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-18 AMERICAN MOBILE COMMUNITIES INC, 5937 S ZENOBIA CT, LITTLETON, CO 80123 (303) 794-5230 - 1,000,000 (\$500,000) COMMON STOCK. 50,000 (\$100) WARRANTS, OPTIONS OR RIGHTS. 50,000 (\$30,000) COMMON STOCK. (FILE 2-94348-D - NOV. 14) (BR. 6 - NEW ISSUE)
- S-18 INTERBANC FINANCIAL GROUP INC, 4330 E TRADEWINDS AVE, FORT LAUDERDALE, FL 33308 (305) 491-1329 - 200,000 (\$3,450,000) COMMON STOCK. (FILE 2-94428-A - NOV. 19) (BR. 1 - NEW ISSUE)
- S-18 PORTRAIT TOWN INC, 215 QUEENS RD, CHARLOTTE, NC 28204 (704) 372-8270 - 3,204,850 (\$6,409,700) COMMON STOCK. 100,000 (\$400,000) WARRANTS, OPTIONS OR RIGHTS. (FILE 2-94429-A - NOV. 19) (BR. 5 - NEW ISSUE)
- S-8 CERTAINTeed CORP, 750 E SWEDSFORD RD, VALLEY FORGE, PA 19481 (215) 687-5000 - 400,000 (\$8,000,000) COMMON STOCK. (FILE 2-94483 - NOV. 21) (BR. 10)
- S-6 MUNICIPAL BOND TRUST CALIFORNIA INSURED SERIES 2A, PAINWEBBER INC, 140 BROADWAY, NEW YORK, NY 10005 - 8,800 (\$9,240,000) UNIT INVESTMENT TRUST. DEPOSITOR: PAINWEBBER INC. (FILE 2-94506 - NOV. 21) (BR. 16 - NEW ISSUE)
- S-3 SOUTHERN CALIFORNIA EDISON CO, 2244 WALNUT GROVE AVE, P O BOX 800, ROSEMEAD, CA 91770 (818) 302-1212 - 400,000,000 (\$400,000,000) MORTGAGE BONDS. (FILE 2-94512 - NOV. 23) (BR. 8)
- S-3 SCHEIB EARL INC, 8737 WILSHIRE BLVD, BEVERLY HILLS, CA 90211 (213) 652-4880 - 56,255 (\$1,146,195.60) COMMON STOCK. (FILE 2-94513 - NOV. 23) (BR. 4)
- S-3 EXCHANGE INTERNATIONAL CORP/NEW, 120 S LASALLE ST, CHICAGO, IL 60603 (312) 781-8200 (FILE 2-94515 - NOV. 23) (BR. 2)
- S-1 UNIVERSITY GENETICS CO, 1465 POST RD E, P O BOX 901, WESTPORT, CT 06881 (203) 259-2829 - 22,500 (\$47,812.50) COMMON STOCK. (FILE 2-94516 - NOV. 23) (BR. 8)
- S-3 INDIANA NATIONAL CORP, ONE INDIANA SQ, INDIANAPOLIS, IN 46266 (317) 266-6000 - 1,000,000 (\$25,000,000) PREFERRED STOCK. UNDERWRITER: GOLDMAN SACHS & CO. (FILE 2-94517 - NOV. 23) (BR. 1)
- S-6 SEARS TAX EXEMPT INVESTMENT TRUST MULTIPLE PROGRAM SERS 11, DEAN WITTER REYNOLDS INC, 130 LIBERTY ST, NEW YORK, NY 10006 - 5,511,000 (\$16,995,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 2-94525 - NOV. 21) (BR. 16 - NEW ISSUE)
- S-8 CHARTERCORP, 1000 CHARTERBANK CTR, BOX 38, KANSAS CITY, MO 64183 (816) 221-3200 - 114,500 (\$2,461,750) COMMON STOCK. (FILE 2-94530 - NOV. 23) (BR. 2)
- S-8 SECURITY FINANCIAL SERVICES INC/WI, 608 PLZ 8, SHEBOYGAN, WI 53081 (414) 459-6163 - 75,000 (\$2,625,000) COMMON STOCK. (FILE 2-94531 - NOV. 26) (BR. 2)
- S-8 HOOVER UNIVERSAL INC/MI/NEW/, 825 VICTORS WAY, ANN ARBOR, MI 48104 (313) 665-1500 - 1,500,000 (\$1,500,000) OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-94534 - NOV. 23) (BR. 5)
- S-8 CCX NETWORK INC, 301 INDUSTRIAL BLVD, CONWAY, AK 72032 (501) 329-6836 - 152,100 (\$1,832,805) COMMON STOCK. 17,900 (\$270,827) COMMON STOCK. (FILE 2-94535 - NOV. 23) (BR. 6)
- S-8 GLENMORE DISTILLERIES CO, 1700 CITIZENS PLZ, LOUISVILLE, KY 40202 (502) 589-0130 - 39,408 (\$1,000,000) COMMON STOCK. 1,000,000 OTHER SECURITIES INCLUDING VOTING TRUST. (FILE 2-94536 - NOV. 23) (BR. 11 - NEW ISSUE)
- S-8 PETROLEUM EQUIPMENT TOOLS CO, 1100 FIRST CITY NATL BK BLDG, HOUSTON, TX 77002 (713) 658-1141 - 200,000 (\$825,000) COMMON STOCK. (FILE 2-94537 - NOV. 26) (BR. 5)
- S-8 NATIONAL FUEL GAS CO, 30 ROCKEFELLER PLZ STE 4545, NEW YORK, NY 10112 (212) 541-7533 - 550,000 (\$14,774,069.20) COMMON STOCK. (FILE 2-94539 - NOV. 26) (BR. 7)
- S-3 DELTA AIR LINES INC/DE/, HARTSFIELD ATLANTA INTL AIRPORT, ATLANTA, GA 30320 (404) 765-2600 - 1,000,000 (\$37,250,000) COMMON STOCK. (FILE 2-94541 - NOV. 26) (BR. 3)

- S-6 EMPIRE STATE MUNICIPAL EXEMPT TRUST GUARANTEED SERIES 5, GLICKENHAUS & CO, 6 EAST 43RD ST, NEW YORK, NY 10017 - 13,000 (\$14,300,000) UNIT INVESTMENT TRUST. DEPOSITOR: GLICKENHAUS & CO, LEBENTHAL & CO INC, MOSELEY HALLGARTEN ESTABROOK & WEEDEN. (FILE 2-94543 - NOV. 26) (BR. 16 - NEW ISSUE)
- S-8 MARINE CORP, 111 E WISCONSIN AVE, PO BOX 481, MILWAUKEE, WI 53201 (414) 765-3000 - 200,000 (\$4,500,000) COMMON STOCK. (FILE 2-94549 - NOV. 23) (BR. 1)
- S-3 INTERNATIONAL BUSINESS MACHINES CORP, OLD ORCHARD RD, ARMONK, NY 10504 (914) 765-1900 - 1,515,000 (\$99,793,050) COMMON STOCK. (FILE 2-94564 - NOV. 27) (BR. 13)

#### REGISTRATIONS EFFECTIVE

Nov. 21: ARA Holding Company, 2-94380; The Alabama Tax Exempt Bond Trust, Series 1, 2-92887; All Seasons Resorts, Inc., 2-93720; Bluegrass Trust Corporation, 2-93021-C; Commercial Federal Corporation, 2-90629; Jostens, Inc., 2-94297; Keyes Florida Properties Ltd. - 85, 2-93874; Memtek Corporation, 2-93381; National Federal Securities Trust, 2-93821; Pathfinder Computer Centers Corp., 2-91825; Republic New York Corporation, 2-94287; Rocky Mountain Natural Gas Company, Inc., 2-94206; SBF 1984-VII Associates and Mortgage Partners, 2-93694-C; Sierra Resources Corporation, 2-90313.

Nov. 23: Bankamerica Corporation, 2-93664; Chevron Capital U.S.A. Inc., 2-94385; Primecap Fund, 2-92948; Supreme Corporation, 2-93306.

Nov. 26: Carroll County Bancshares, Inc., 2-93676; Jeff Davis Bankshares, Inc., 2-94192; First-Knox Banc Corp., 2-94134; Scipak International, Inc., 2-93098-NY; Southern California Edison Company, 2-94512; Union Carbide Corporation, 2-94862.

Nov. 27: Audec Corporation, 2-93038; Bausch & Lomb, Inc., 2-94296; Computer Products, Incorporated, 2-94426; Drexel Burnham Lambert Unit Trust, High Income Trust Securities, Series 1, 2-93827; Genesco Inc., 2-93782; Gold Company of America, 2-92710; Hutton/PRC Technology Partners 2, 2-92756; Nordstrom Credit, Inc., 2-94369; Snyder Oil Partners, 2-93872.

Nov. 28: International Business Machines Corporation, 2-94564; Nanometrics Incorporated, 2-93949; Quest Medical, Inc., 2-91632; Levi Strauss & Company, 2-94431.

## ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

		FORM	EVENT DATE	SHRS (000) / % OWNED	CUSIP / PRIOR %	FILING STATUS
AMERICAN GREETINGS CORP	CL B			2,072	02637520	
STONE IRVING I ET AL		13D	11/19/84	68.0	0.0	NEW
CALVIN EXPL INC	COM			369	13165810	
BROWN NORMAN K TRUSTEE ET AL		13D	11/26/84	6.7	6.0	UPDATE
CERTIFIED GROCERS OF CAL	COM CL B			10	15703099	
BOY'S MARKET INC		13D	11/19/84	5.5	3.8	UPDATE
CHECKER MOTORS CORP	COM			6	16278910	
COLE DOLLIE ANN		13D	10/25/84	0.9	0.0	UPDATE
CHECKER MOTORS CORP	COM			6	16278910	
FELDMAN JERRY E		13D	10/25/84	0.9	0.9	UPDATE
CHECKER MOTORS CORP	COM			0	16278910	
FELDMAN MARILYN M		13D	10/25/84	0.9	0.9	UPDATE
CHECKER MOTORS CORP	COM			13	16278910	
MARKIN DAVID R		13D	10/25/84	2.0	2.0	UPDATE