

# sec news digest

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Issue 82-141

U.S. SECURITIES AND  
EXCHANGE COMMISSION

July 23, 1982

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until August 10 to comment on the applications of the following stock exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Midwest Stock Exchange, Inc. - eight issues (Rel. 34-18894); Philadelphia Stock Exchange, Inc. - two issues (Rel. 34-18895); and Boston Stock Exchange, Inc. - eight issues (Rel. 34-18897).

### UNLISTED TRADING GRANTED

Orders have been issued granting the applications of the following stock exchanges for unlisted trading privileges in the specified issues which are registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system: Boston Stock Exchange, Inc. - DELMED, INC., common stock (\$.10 par value) (Rel. 34-18912); and Pacific Stock Exchange, Inc. - two issues (Rel. 34-18910).

### WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until August 10, 1982 to comment on the application of SOUNDESIGN CORPORATION to withdraw its 10% subordinated sinking fund debentures (due 10/1/92) from listing and registration on the American Stock Exchange, Inc. (Rel. 34-18896)

### WITHDRAWAL GRANTED

An order has been issued granting the application of GENERAL HOUSEWARES CORP. to withdraw its common stock (\$.33-1/2 par value) from listing and registration on the American Stock Exchange, Inc. (Rel. 34-18899)

### DELISTING GRANTED

An order has been issued granting the application of the American Stock Exchange, Inc. to strike the common stock (\$1 par value) and the 15-1/2% convertible subordinated debentures (due 7/1/2000) of SHELTER RESOURCES CORPORATION from listing and registration thereon. (Rel. 34-18898)

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## SECURITIES ACT REGISTRATIONS

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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; File number and date filed; Assigned Branch; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-15) FIRST VIRGINIA BANKS, INC., One First Virginia Plaza, 6400 Arlington Blvd., Falls Church, VA 22046 - 1,245,420 shares of common stock. (File 2-78447 - July 16) (Br. 1)
- (S-1) MGF 82-B, LTD., Seventh Floor, Vaughn Bldg., Midland, TX 79701 (915-685-9700) - 16,500 units of limited partnership units; 16,500 possible assessments to limited partnership units. Underwriter: MGF Securities Corporation. The partnership will explore and develop oil and gas properties. (File 2-78473 - July 20) (Br. 4 - New Issue)
- (S-6) MASSACHUSETTS TAX EXEMPT UNIT TRUST, SERIES 45 - 7,000 units. Depositor: Moseley, Hallgarten, Estabrook & Weeden Inc., 60 State St., Boston, MA 02109. (File 2-78475 - July 20) (Br. 17 - New Issue)
- (S-8) ASSOCIATED HOSTS, INC., 8447 Wilshire Blvd., Beverly Hills, CA 92011 (213-653-6010) - 100,000 shares of common stock. (File 2-78479 - July 20) (Br. 4)
- (S-1) MERRICO 1982-83 OIL AND GAS DRILLING PROGRAMS, (1982-A, 1982-B, 1983-A and 1983-B), 1000 Energy Center, PO Box 998, Ardmore, OK 73401 (405-226-6700) - 2,500 units of participation. Underwriter: Merrico Investments Corporation. The partnerships will drill for oil and gas. (File 2-78480 - July 20) (Br. 3 - New Issue)
- (N-1) FIRST PHOENIX FUND, INC., No. 6, The Commons, 3512 Silverside Rd., Wilmington, DE 19803 (800-441-7379) - an indefinite number of Class A and Class B common shares. Distributor: Shearson/American Express Inc. The Fund is a no-load, diversified investment company. (File 2-78483 - July 20) (Br. 16)
- (S-3) MANUFACTURERS HANOVER CORPORATION, 350 Park Ave., New York, NY 10022 (212-350-3300) - 4,000,000 shares of preferred stock with cumulative and adjustable dividends, Series B, stated value \$50 per share. Underwriters: Salomon Brothers Inc.; The First Boston Corp.; Goldman, Sachs & Co.; Lehman Brothers Kuhn Loeb Inc.; Merrill Lynch White Weld Capital Markets Group; and Morgan Stanley & Co. Inc. The company is a bank holding company. (File 2-78484 - July 20) (Br. 1)
- (S-8) CFS CONTINENTAL, INC., 100 South Wacker Dr., Chicago, IL 60606 (312-368-7550) - 150,000 shares of common stock, \$1 par value, issuable upon exercise of stock purchase rights granted by CFS Continental, Inc. (File 2-78485 - July 21) (Br. 3)
- (S-3) PHILIP MORRIS INCORPORATED, 100 Park Ave., New York, NY 10017 (212-679-1800) - 350,000 shares of common stock. (File 2-78486 - July 21) (Br. 3) [S]
- (S-8) BRACKEN EXPLORATION COMPANY, 5101 North Classen Blvd., Suite 600, Oklahoma City, OK 73102 - 180,000 shares of common stock. (File 2-78481 - July 20) (Br. 4)
- (S-8) SQUIBB CORPORATION, 40 West 57th St., New York, NY 10019 (212-621-7000) - 20,000 shares of common stock. (File 2-78477 - July 20) (Br. 4)
- (S-B) PROVINCE OF SASKATCHEWAN (CANADA), c/o Hon. Kenneth D. Taylor, John P. Bell, Canadian Consulate General, 1251 Avenue of the Americas, New York, NY 10020 - \$200 million of debentures, due August 1, 1992. Underwriters: Salomon Brothers Inc.; Dominion Securities Ames Inc.; and Goldman, Sachs & Co. (File 2-78487 - July 21) (Br. 9)
- (S-3) VALERO NATURAL GAS COMPANY, 530 McCullough Ave., San Antonio, TX 78215 (512-246-2000) - \$100 million of sinking fund debentures, due July 15, 2002. Underwriters: Lehman Brothers Kuhn Loeb Inc.; Goldman, Sachs & Co.; and Rotan Mosle Inc. (File 2-78488 - July 21) (Br. 7 - New Issue)
- (S-3) PENGU INDUSTRIES, INC., 1400 Everman Parkway, Fort Worth, TX 76140 (817-293-7110) - 201,646 shares of common stock, \$.25 par value per share. The company provides a variety of services to the petroleum industry. (File 2-78489 - July 21) (Br. 9)
- (S-8) COMPUTER DEVICES, INC., 25 North Avenue, Burlington, Mass. 01803 (617-273-1550) - \$1,200,000 of interests. (File 2-78490 - July 21) (Br. 9)
- (S-3) UTAH POWER & LIGHT COMPANY, 1407 West North Temple St., PO Box 899, Salt Lake City, UT 84110 (801-535-2000) - 4,000,000 shares of common stock. Underwriters: Merrill Lynch White Weld Capital Markets Group; Goldman, Sachs & Co.; Kidder, Peabody & Co. Inc.; and Dean Witter Reynolds Inc. (File 2-78491 - July 21) (Br. 8)
- (S-12) MORGAN GUARANTY TRUST COMPANY OF NEW YORK, 30 West Broadway, New York, NY 10015 - seeks registration of 100,000 American Depositary Receipts for shares of Meridian Oil N.L., an Australian corporation. (File 2-78492 - July 20) (Br. Bod)

- (S-8) LIFEMARK CORPORATION, Lifemark Bldg., 3800 Buffalo Speedway, Houston, TX 77098 (713-235-0400) - 1,000,000 shares of common stock. (File 2-78494 - July 21) (Br. 6)
- (S-11) CENTURY PROPERTIES FUND XVII, 2755 Campus Dr., Suite 300, San Mateo, CA 94403 - 75,000 of limited partnership units. Underwriter: Fox & Carskadon Securities Corporation. The partnership intends to invest in multi-family residential properties. (File 2-78495 - July 21) (Br. 5 - New Issue)
- (S-8) STERLING PIPE & SUPPLY COMPANY, 5707 S. Eastern, Oklahoma City, OK 73143 - 340,000 shares of common stock. (File 2-78496 - July 21) (Br. 10)
- (S-8) COMCAST CORPORATION, One Belmont Ave., Bala Cynwyd, PA 19004 (215-667-4200) - 300,000 shares of Class A common stock. (File 2-78497 - July 21) (Br. 7)
- (S-6's) TAX EXEMPT SECURITIES TRUST, MULTISTATE SERIES S; TAX EXEMPT SECURITIES TRUST, APPRECIATION SERIES &; AND TAX EXEMPT SECURITIES TRUST, SERIES 68 - 15,000 units each. Depositors: Smith Barney, Harris Upham & Co. Inc., 1345 Avenue of the Americas, New York, NY 10105; Kidder, Peabody & Co. Inc.; Drexel Burnham Lambert Inc.; and L.F. Rothschild, Unterberg, Towbin. (File 2-78498, 2-78499 and 2-78501) (Br. 16 - New Issues)
- (S-8) UNITED JERSEY BANKS, 90 Nassau St., PO Box 2066, Princeton, NJ 08540 - 300,000 shares of common stock. (File 2-78500 - July 21) (Br. 1)

#### REGISTRATIONS EFFECTIVE

July 16: First Atlanta Corporation, 2-77898 and 2-77899; The Proctor & Gamble Company, 2-78404; Redding Bancorp, 2-77385LA; Southern Bancshares (N.C.), Inc., 2-78327.  
July 17: Natwest Capital Corp., 2-77190.

#### REGISTRATIONS WITHDRAWN

June 23: Communication International, Ltd., dba Telemail System, 2-70857-D.

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## ACQUISITIONS OF SECURITIES

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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
SPACELINK LTD JONES GLENN ET AL	COM CL A 13D	5/31/82	1,612 31.1	84624810 0.0	NEW
SPACELINK LTD JONES GLENN ET AL	COM CL B 13D	5/31/82	500 100.0	84624890 0.0	NEW
STEEGO CORP UNICORP CANADA & MANN GEORGE	COM 13D	7/12/82	576 7.6	85805010 6.2	UPDATE
THIOLKOL CORP MNT HOLDINGS\MORTON NORWICH	COM 14D-1	7/19/82	2,100 18.3	88410210 0.0	NEW
TONKA CORP LIZT NORMAN A ET AL	COM 13D	7/ 6/82	78 7.3	89027810 0.0	NEW

ACQUISITION REPORTS CONT.

TRANSPORT LIFE INS CO AMERICAN CAN COMPANY	COM	13D	5/25/82	600 11.0	89385610 0.0	RYSION
WESTERN UN CORP CURTISS WRIGHT CORP ET AL	COM	13D	7/13/82	3,672 18.3	95980510 16.0	UPDATE

**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. Resignations of Registrant's Directors.
- Item 7. 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.

OAKMONT MARINE CORP	4,5,7	06/01/82
OKLAHOMA MORRIS PLAN CO	2,5,7	07/14/82
PACIFIC COAST HOLDINGS INC	4	06/30/82
PENGO INDUSTRIES INC	5	07/15/82
PURCELL CO INC	5,7	07/15/82
PYRAMIDWEST DEVELOPMENT CORP	5	06/16/82
REEVES BROTHERS INC	5	07/02/82
RIO VERDE ENERGY CORP	2,7	07/01/82
ROYAL RESOURCES CORP	5,7	06/29/82
RYNCO SCIENTIFIC CORP	5,7	07/07/82
SAINT REGIS PAPER CO	5	07/08/82
SOUTHWARD VENTURES DEPOSITORY TRUST	5,7	06/14/82
STIRLING HOMEX CORP	1	06/01/82
THOUSAND TRAILS INC	5	06/24/82
TX INDUSTRIES INC	1	06/01/82
UDS INC	5	07/12/82
UNITED PARK CITY MINES CO	5,7	06/29/82
WIENER ENTERPRISES INC	2,7	07/01/82
WORLD AIRWAYS INC	2,7	07/02/82