

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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



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TWO REGISTRATIONS REVOKED. The SEC today announced a decision under the Securities Exchange Act (Release 34-7282) revoking the broker-dealer registrations of Albert Harris, dba InvestorService, and Elizabeth Harris (his wife), dba InvestaService, both located at 11 West 42nd St., New York, N. Y., for violations of the reporting and record-keeping requirements of that Act. Albert Harris was found to be a cause of such revocation.

According to the Commission's decision, Albert Harris was enjoined by New York Court order in October 1960 from engaging in the securities business in that state, individually and as InvestorService and InvestaService. The Commission ruled that Elizabeth Harris, aided and abetted by Albert Harris, failed thereafter to report that Albert Harris continued to control her business and that, in fact, Elizabeth Harris filed an amendment to her registration application to delete the name of Albert Harris as a controlling person although according to the record, she was not interested or active in the business and he did in fact directly or indirectly continue to control her business. Moreover, both firms failed to make and keep current books and records as required by SEC rules and failed to make their records available to reasonable examination by the Commission's staff, as required. Such records, the Commission observed, were in such disarray that no intelligent examination was possible, and did not include many of the records required to be maintained and preserved by broker-dealer firms.

BLOOMFIELD BUILDING FILES FOR SECONDARY. Bloomfield Building Industries, Inc., 3355 Poplar Ave., Memphis, Tenn., filed a registration statement (File 2-22242) with the SEC on March 30 seeking registration of 79,714 outstanding shares of Class A common stock. The present holders propose to make a public offering hereof, at such time as they may determine, through facilities of the American Stock Exchange or in over-the-counter market, at prices current at the time of sale.

Also included in the statement are an additional 3,300 shares of Class A common stock, issuable on the exercise of 3,000 Class A common stock purchase warrants which expire on October 5, 1967, heretofore publicly offered.

The company was organized in 1961 for the purpose of acquiring the capital stock of 16 corporations, 15 of which then owned various interests in real estate and one of which was then and is now engaged in the business of general construction contracting. It has since organized additional subsidiaries. The company's revenues are derived primarily from two sources: general construction contracting for the account of others and income from operations of properties leased and owned by the company. In addition to indebtedness, the company has outstanding 733,557 Class A shares and 868,524 Class B shares, of which management officials as a group own 183,233 Class A shares and 445,021 Class B shares (including holdings of the immediate family of Harry Bloomfield, president and board chairman). The officials own 70% of the voting stock. The prospectus lists 13 selling stockholders, including five company officials. Harry Bloomfield proposes to sell 50,000 shares of his holding of 129,857; Lawrence M. Halperin (vice president), 3,000 shares; Edward I. Grinder (director), 3,777 shares; Irvin E. Grinder (director), 3,777 shares; and Harold Taber (director), 1,602 shares. The remaining offerings range in amounts from 275 to 7,878 shares.

BERNARD C. MALLOY SENTENCED. The SEC Atlanta Regional Office announced March 30 (LR-2884) that Bernard Charles Malloy of St. Petersburg, Fla., president of the broker-dealer firm of B. C. Malloy, Inc., had received an 18-month prison sentence upon his plea of guilty to one count of an indictment charging violations of the anti-fraud provisions of the Securities Exchange Act.

KENNESAW LIFE INSURANCE VOTING TRUST FILED. The trustees of a Voting Trust for common stock of Kennesaw Life and Accident Insurance Company, of 165 Luckie St., N. W., Atlanta, Ga., have filed a registration statement (File 2-22249) with the SEC on April 1 covering voting trust certificates for 834,594 shares of such stock. Fred W. Lagerquist, Jr., president and board chairman of the said company, and John Whitten, president of John Whitten and Company, Oklahoma City, are the voting trustees.

AMERICAN NATURAL GAS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-5044) approving the merger of American Natural Gas Company, New York holding company, into its newly-organized subsidiary, American Natural Gas Corporation. Organization of the subsidiary under the laws of Delaware, and merger of the parent into the subsidiary, was designed to accomplish the reincorporation of the parent, a New Jersey corporation, under the laws of Delaware. The merger and reincorporation are to be voted upon by shareholders of the parent company at the annual meeting scheduled for April 29, 1964.

FUNDAMENTAL INVESTORS SEEKS ORDER. Fundamental Investors, Inc., Westminster at Parker, Elizabeth, N. J., has applied to the SEC for an exemption order under the Investment Company Act with respect to its proposal to issue its shares at their net asset value for substantially all of the securities of Missouri Manifold Company (a Missouri corporation) and The Landowners Co., Inc. (a Kansas corporation); and the Commission has issued an order (Release IC-3952) giving interested persons until April 20th to request a hearing thereon.

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The Missouri and Kansas corporations are personal holding companies with six and three stockholders, respectively, and with net assets at October 31, 1963, approximating \$910,445 and \$257,512, respectively. Had the closing taken place on that date, the two corporations would have received 109,696 Fundamental Investors shares.

E W BLISS CO. FILES STOCK PLAN. E. W. Bliss Company, 1375 Raff Road, S. W., Canton, Ohio, filed a registration statement (File 2-22252) with the SEC on April 1 seeking registration of 160,000 shares of common stock, representing shares which have been or may be issued pursuant to the exercise of options under the company's Incentive Stock Option Plan for Key Personnel.

CAROLINA POWER FILES STOCK PLAN. Carolina Power & Light Company, 336 Fayetteville St., Raleigh, N. Car., today filed a registration statement (File 2-22251) with the SEC seeking registration of 125,000 shares of common stock, to be offered pursuant to the company's Stock Purchase-Savings Program for Employees.

KEYSTONE CUSTODIAN-INVESTORS CAPITAL SEEK ORDER. Investors Capital Exchange Fund, Inc., has joined with Keystone Custodian Funds, Inc. (both of Boston), the investment adviser to the Exchange Fund, in the filing of an application for an exemption order under the Investment Company Act permitting Keystone to continue to serve as investment adviser until a meeting of Exchange Fund shareholders to be held in August; and the Commission has issued an order (Release IC-3951) giving interested persons until April 20 to request a hearing thereon. The application was filed by reason of the death on November 2, 1963, of Sidney L. Sholley (who with two other persons as trustees of a trust were record owners of some 57% of the Class B voting common stock of Keystone), which by operation of law effected a transfer of Sholley's controlling interest in Keystone and constituted an assignment of the existing investment advisory agreement between the Exchange Fund and Keystone and terminated such contract. The directors of the Exchange Fund unanimously approved a new investment advisory agreement with Custodian identical to that previously in existence; and the present application seeks an exemption from the requirement of stockholder approval of the agreement until the August meeting of Exchange Fund shareholders.

SECURITIES ACT REGISTRATIONS. Effective April 1: Decision Systems, Inc. (File 2-22037); The Seeburg Corp. (File 2-22134); United Mexican States (File 2-22135). Effective April 2: Monsanto Co. (File 2-22151); Shell Oil Co. (File 2-22222); Skyline Homes, Inc. (File 2-22074).

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