SECURITIES AND EXCHANGE COMMISSION

NEWS DIGEST

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

(In ordering full text of Releases from Publications Unit, cite number)

Washington 25, D.C.

FOR RELEASE March 7, 1960

Statistical Release No. 1663. The SEC Index of Stock Prices, based on the closing price of 265 common stocks for the week ended March 4, 1960, for the composite and by major industry groups compared with the preceding week and with the highs and lows for 1959 - 1960, is as follows:

	1939 = 100		Percent	1959 - 1960	
	3/4/60	2/26/60	Change	High	Low
Composite	393.9*	405.3	-2.8	441.3	393.9
Manufacturing	475.6*	491.8	-3.3	554.2	475.6
Durable Goods	455.7*	474.0	-3.9	527.7	455.7
Non-Durable Goods	484.7*	498.7	-2.8	570.1	484.7
Transportation	292.6*	309.3	-5.4	371.6	292.6
Utility	225.3	227.8	-1.1	231.8	207.1
Trade, Finance & Service	420.1	426.7	-1.5	447.3	382.7
Mining	267.1*	272.9	-2.1	360.4	267.1

*New Low

ALTA MINING OFFERING SUSPENDED. The SEC has issued an order temporarily suspending a Regulation A exemption from registration under the Securities Act of 1933 with respect to a public offering of stock by Alta Mining and Oil, Inc. (formerly Alta Uranium, Inc.), 10th and Grand Ave., Grand Junction, Colorado.

Regulation A provides a conditional exemption from registration with respect to public offerings of securities not exceeding $300,000 in amount. In a notification filed July 5, 1956, Alta Mining proposed the public offering of 2,880,500 common shares at 10¢ per share pursuant to such an exemption.

In its suspension order, the Commission asserts (1) that certain terms and conditions of the Regulation were not complied with, in that Alta Mining offered and sold securities without the use of an offering circular, as required, and failed to file semi-annual reports of stock sales, as required; and (2) that the company's notification and offering circular are false and misleading by reason of the failure to disclose the company's intention to purchase certain property in Arizona and the terms and conditions of such purchase.

The order provides an opportunity for hearing, upon request, on the question whether the suspension should be vacated or made permanent.

(NOTE TO PRESS: Foregoing also available in the SEC Denver Office.)

COMPLAINT NAMES INTERNATIONAL PLANNING. The SEC Washington Regional Office announced March 3, 1960 (Lit. Release 1604) the filing of a complaint (USDC, DC) seeking to enjoin International Planning, Inc., of Wiesbaden, Germany, Robert Buffkin, of Washington, D. C., and three other persons from further violations of the Securities Act registration and anti-fraud provisions in the offering and sale of International Planning securities.

GPU CONTRIBUTIONS TO JERSEY POWER APPROVED. The SEC has issued an order under the Holding Company Act (Release 35-14184) authorizing General Public Utilities Corporation, New York holding company, to make cash capital contributions during 1960 in amounts not to exceed $4,300,000 in the aggregate to its subsidiary, New Jersey Power & Light Company. The subsidiary will use the funds to prepay outstanding notes and to partially reimburse its treasury for construction expenditures.

KEYSTONE PIPE STOCK DISTRIBUTION APPROVED. The SEC has issued an order under the Holding Company Act (Release 35-14183) authorizing Keystone Pipe and Supply Company, of Butler, Pa., to distribute to its shareholders the 60,425 shares of common stock of Public Service Corporation of Texas owned by it and constituting about 92% of the outstanding stock of the latter. The distribution is to be made on the basis of 1.329 shares of Public Service stock for each share of Keystone stock.

OVER

SIMS ORGAN CO. HEARING POSTPONED. The SEC has authorized a postponement from March 7 to 28, 1960, in its New York Regional Office of the hearing in proceedings under the Securities Exchange Act of 1934 to determine whether to revoke the broker-dealer registration of N. Sims Organ & Co., Inc., of Long Beach, Long Island, New York.

SOUTHERN STATES SECURITIES REGISTRATION REVOKED. In a decision announced today, the SEC revoked the broker-dealer registration of Southern States Securities Corporation ("Southern"), Atlanta, Georgia, for fraud in the sale of securities and other violations of the Federal securities laws (Release 34-6200).

According to the Commission's decision, during the period June 30 to August 15, 1958, Southern, together with or aided and abetted by Robert E. Sherwood, its president, sold 2,660 shares of Asco, Inc., stock to 24 customers at $2.50 per share, or a total of $6,650; and, in effecting such sales, Southern did not disclose that, although Asco's promoters purchased 125,000 Class B shares from Asco for $125,000, they paid only $5,000 in cash and the balance of $120,000 was represented by notes which were to be paid from funds to be received by those persons from Acme Sales Company, Inc., following the investment by Asco of the proceeds of the offering in Acme, and that Acme was in financial difficulties and was faced with possible bankruptcy.

The Commission also ruled that during the period June 1958 to January 1959 Southern and Sherwood sold about 15,000 shares of stock of Continental Underwriters, Inc., to some 75 customers at prices ranging from $10 to $24.50 per share by means of false and misleading representations. The misrepresentations included statements that such sales involved unissued stock being sold for Continental's benefit, Continental was in sound financial condition and was operating and would continue to operate at a profit, Continental had paid dividends from earnings and would pay from earnings quarterly dividends on such shares, Continental's balance sheet as of March 31, 1958, which was certified by a named accountant, was true and correct and showed cash of $82,065 and net profit of $82,449, and Southern was making and would continue to make a market in Continental stock and guaranteed to repurchase such shares from customers at prices equal to or in excess of the prices paid by customers for such stock. In fact, these sales involved personally-owned stock being sold for the benefit of their owners, Continental was in unsound financial condition and operated as a deficit, Continental had paid dividends out of capital and lacked net earnings for dividend payments, the balance sheet was false and the certification thereof forged, Continental had only $4,388 in cash and had an operating loss, Southern did not then or later make a market for Continental stock and no market existed for such stock, and Southern had no intention to and did not fulfill guarantees to repurchase Continental stock and lacked sufficient capital to effect such repurchases.

Moreover, Southern received from about 14 customers checks in payment for Continental stock totalling at least $21,633, which were not deposited in its bank accounts or credited on its books to the accounts of such customers. Instead, the checks were endorsed by Sherwood and other officers on behalf of Southern and were appropriated to the personal use of Southern's officers, salesmen and Leon A. Cohen, beneficial owner of Southern's stock and president of Continental. Those persons also misappropriated various things of value received from customers in payment of Continental shares purchased by the customers, including electrical appliances, automobiles, real estate and shares of stock in other companies. Further, Southern received a customer's check for $122 in payment for Continental stock and a check of a broker-dealer for $500 representing the proceeds of another customer's securities received in payment for Continental stock purchased from Southern. Both checks were deposited in Southern's bank account, but no credits were entered on Southern's books and records to the accounts of such customers, and credits for the amounts of the checks were recorded instead in the personal drawing account of an officer of Southern.

These activities were found by the Commission to be in willfull violation of the anti-fraud and other provisions of the Federal securities laws. Furthermore, according to the decision, Southern filed an amendment to its registration application in June 1958, signed by Sherwood as president, stating that Sherwood was the beneficial owner of 100% of Southern's stock whereas, although the stock was recorded in Sherwood's name, Cohen was the beneficial owner thereof; failed to make and keep current its books and records in accordance with the requirements of Commission rules, and falsified its books and records by crediting the proceeds of two checks to an officer's drawing account; and engaged in a securities business when its aggregate indebtedness exceeded 2000% of its net capital and in violation of the Commission's net capital rule.

(NOTE TO PRESS: Foregoing also available in the SEC Atlanta Office.)

SEC COMPLAINT NAMES READ-EVANS. The SEC San Francisco Regional Office announced March 1, 1960 (Lit. Release No. 1605) the filing of court action (USDC, Los Angeles) seeking to enjoin violations of Regulation T and the SEC net capital and record-keeping rules by Read, Evans & Company (formerly Glore, Evans & Co.), and its president, Benjamin Franklin Evans, Jr., of 1722 Westwood Blvd., Los Angeles.

COMPLAINT NAMES INVESTMENT BROKERS. The SEC New York Regional Office announced March 3, 1960 (Lit. Release No. 1606), the filing of a complaint (USDC, NJ) seeking to enjoin Investment Brokers of N. J. Inc., 744 Broad St., Newark, N. J., and Robert G. Dabler, secretary-treasurer, from further violations of the Commission's net capital and record-keeping rules, and requesting appointment of a receiver. Temporary restraining order issued by the court.

CONTINUED

WEST PENN ELECTRIC PROPOSES STOCK OFFERING. The West Penn Electric Co., 50 Broad St., New York, filed a registration statement (File 2-16211) with the SEC on March 4, 1960, seeking registration of 300,000 shares of common stock, to be offered for public sale at competitive bidding.

The net proceeds from the sale of the stock will be used to purchase $5,005,000 of common stock of its subsidiary, Monongahela Power Co.; to retire $3,155,000 of the West Penn Traction Company First Mortgage 5% Bonds, due June 1, 1960, which were assumed by the company; and for other general corporate purposes.

In addition to certain indebtedness the company has outstanding 8,976,000 shares of common stock. Its 1960 and 1961 construction expenditures are estimated at $81,000,000.

AMERICAN METRO. INVESTMENT PROPOSES OFFERING. American Metropolitan Investment Company, 900 Woodward Bldg., Washington, D. C., filed a registration statement (File 2-16212) with the SEC on March 4, 1960, seeking registration of 103,400 shares of Class A and 10,340 shares of Class B stock. The company proposes to offer said Class A and B stock for subscription by holders of outstanding Class B stock, at $132 per unit, each unit to consist of one Class B and ten Class A shares (reflecting a price of $12 per share). No underwriting is involved.

The company was organized under Delaware law in November 1959 to engage in a general real estate business. On January 28, 1960, it acquired all the assets and assumed all the liabilities of American Mortgage Investment Company, Inc., in exchange for 103,339 shares of Class A and 10,333.9 shares of Class B stock of American Metropolitan, constituting all its outstanding stock. The three principal properties thus acquired were The Park Adams apartment house in Arlington, Va., The Georgetown Inn project, consisting of certain land in Georgetown on Wisconsin Avenue at N St., Washington, and the Foggy Bottom option, an option to purchase a parcel of land near the Potomac River in the "Foggy Bottom" area of Washington. Net proceeds of this financing are to be used in the acquisition of the Foggy Bottom parcel, payable June 20, 1960, which will require about $800,000. Proceeds beyond the amount necessary for that purpose will be applied to the Georgetown Inn project, as well as the furtherance of the Foggy Bottom project, including engineering and use studies.

The prospectus lists William Magazine as board chairman and Sheldon Magazine as president. Officers and directors as a group own 14,794 Class A and 1,479 Class B shares (14.3% of each class).

LIBERTY LOAN FILES FOR SECONDARY. Liberty Loan Corporation, 634 N. Grand Ave., St. Louis, Mo., filed a registration statement (File 2-16213) with the SEC on March 4, 1960, seeking registration of 120,000 shares of 5-3/4% convertible preference stock, 1960 series, to be offered for public sale by the holders thereof through a group of underwriters headed by Riter & Co., Edward D. Jones & Co., and Bache & Co. The public offering price and underwriting terms will be supplied by amendment.

On April 4, 1960, Guardian Consumer Finance Corporation is to be merged with Liberty Loan; and as a result the outstanding capital stock of Guardian is to be converted into an aggregate of 243,711 shares of the Liberty Loan preference stock. The shares to be offered include 80,000 out of the 96,343 shares to be received by certain family trusts created by Howard V. Noll, founder and formerly president of Guardian. The remaining shares to be offered are also to be received in the merger by other former stockholders of Guardian.

As of April, 1960, the company's capitalization, in addition to certain indebtedness, will include 58,376 shares of 5% preferred stock, 377,110 shares of cumulative preference stock, and 1,340,559 shares of common stock. The company is engaged principally in the consumer finance business.

U. S. PLYWOOD PROPOSES DEBENTURE OFFERING. United States Plywood Corporation, 55 West 44th St., New York, filed a registration statement (File 2-16214) with the SEC on March 4, 1960, seeking registration of $25,000,000 of Twenty-Five year Sinking Fund Debentures due April 1985, to be offered for public sale through an underwriting group headed by Eastman Dillon, Union Securities & Co. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

A portion of the net proceeds of the debenture sale will be used to pay $10,000,000 of bank borrowings and the balance will be added to the company's general funds and used for its general corporate purposes, including the expansion of its manufacturing facilities and its distribution system. The company is erecting plants for the production of fir sheathing at Anderson, California, and of Novoply at South Boston, Virginia at an estimated cost of $4,587,000.

ALABAMA POWER PROPOSES BOND OFFERING. Alabama Power Company, 600 North 18th St., Birmingham, filed a registration statement (File 2-16215) with the SEC on March 4, 1960, seeking registration of $19,500,000 of First Mortgage Bonds, Series due 1990, to be offered for public sale at competitive bidding. Net proceeds of the sale of the bonds and $6,000,000 from the sale of additional stock to The Southern Company (parent) will be used for property additions and improvements and for the repayment of $6,500,000 of bank loans. An additional $8,000,000, of which $4,500,000 was received in January 1960 and $3,500,000 is expected to be received in May 1960 from the sale of other such shares was and is to be used for the purchase of additional stock of Southern Electric Generating Company. Alabama's construction expenditures are estimated at $169,025,000 for 1960-62 (exclusive of investments in Southern Electric Generating stock).

OVER

CROSSROADS AMARILLO FILES FOR OFFERING. Crossroads Amarillo Associates, 375 Park Ave., New York, filed a registration statement (File 2-16216) with the SEC on March 4, 1960, seeking registration of $515,000 of Limited Partnership Interests, a limited partnership organized for the purpose of purchasing for investment the fee title to the Crossroads Motel in Amarillo, Texas. The partnership will own the Motel, but will not operate it or the 150-seat restaurant which is part of the property. The entire motel property will be managed by United States Hotel Corporation. It was opened for business in July 1958.

Jules Yablock, Sam Nadelson, O. Taft Nelson, Harvey M. Harrison and Lewis F. Gittler have entered into a contract to purchase the Motel property from United States Hotel Corporation for $1,182,500, payable $432,500 in cash, $400,000 by taking title subject to a first mortgage in that amount, and $350,000 by taking title subject to a second mortgage in that amount. The Yablock group has agreed to assign the purchase contract to the partnership for a consideration of $20,000 in subordinated partnership interests.

The partnership interests are to be offered for sale in $5,000 units by Interamerica Securities Corp., a wholly-owned subsidiary of Jules Yablock. The general partners will receive $90,000 in cash in consideration of their agreement to pay all costs and expenses in connection with the acquisition of the motel property, organizing the partnership, registration of the partnership interests, and the public offering thereof.

STANDARD MOTOR PRODUCTS FILES FOR SECONDARY. Standard Motor Products, Inc., 37-18 Northern Blvd., Long Island City, N. Y., today filed a registration statement (File 2-16217) with the SEC seeking registration of 296,460 outstanding shares of Class A capital stock, to be offered for public sale by the estate of a stockholder and four other stockholders through an underwriting group headed by Eastman Dillon, Union Securities & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the manufacture and sale of replacement parts for electrical and fuel systems for automobiles, trucks, tractors and buses and for many types of marine and industrial engines. Upon consummation of a pending stock reclassification, the company will have outstanding 367,468 Class A and 373,682 Class B shares. Prior to this offering, all the voting stock of the company was owned or controlled by the executors of the Estate of Elias Fife, company founder. Upon completion of the offering, such persons will continue to control about 60% of the voting power of the company. The selling stockholders and members of their families will continue to hold all the Class B stock, representing about 50% of the total shares outstanding. Bernard Fife and Nathaniel L. Sills, president and vice president, respectively, are Executors of the said Estate. Each is also selling a portion of his holdings of the Class A stock.

NESBITT INC. FILES FOR OFFERING AND SECONDARY. John J. Nesbitt, Inc., State Road and Rhawn St., Philadelphia, today filed a registration statement (File 2-16218) with the SEC seeking registration of 120,000 shares of common stock, of which 40,000 shares are to be offered for public sale by the issuing company and 80,000 shares, representing outstanding stock by the present holder thereof. The offering is to be made through an underwriting group headed by Hornblower & Weeks; and the public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the business of manufacturing heating and ventilating systems used largely in school classrooms, gymnasiums and auditoriums. In addition to certain indebtedness it now has outstanding 910,540 common shares. Net proceeds of the company's sale of the additional 40,000 shares will be added to its general funds and will be used for such purposes as the management may determine. It is anticipated that all of the proceeds will be utilized for capital expenditures, estimated in the amount of $625,000 for 1960.

According to the prospectus, John J. Nesbitt, founder of the company, and his family, have controlled the company since its inception. Albert J. Nesbitt, president, proposes to sell 80,000 of his holdings of 160,000 shares. He and his wife and daughter now own 793,850 shares (87.2%).

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