



SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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COMMISSION ANNOUNCEMENTS

SUSPEND TRADING IN SECURITIES OF COATINGS UNLIMITED. The Commission on Tuesday, December 7, ordered a suspension of over-the-counter trading of the securities of Coatings Unlimited, Inc., Miami, Florida, for the ten-day period commencing December 7, 1971, and continuing through the close of business on December 16, 1971.

The suspension was ordered because of an unexplained rapid rise in the price of Coatings common stock which, according to management, is not justified by any developments in the business.

The company, which until recently was located in Canton, Mass., presently has approximately 900,000 shares issued and outstanding. Coatings is reported to have recently obtained approval from its shareholders for a merger with America's Productions, Incorporated and for a change of its name to America's Productions, Incorporated. The suspension of over-the-counter trading applies to securities of the issuer whether trading under the name of America's Productions, Incorporated, Coatings, or any other name. (Rel. 34-9415)

BROKER-DEALER SOLICITATIONS OF ACCOUNT SUBORDINATIONS. The SEC has issued a release cautioning broker-dealers about the solicitation of account subordinations. The SEC has learned of programs of solicitation engaged in by certain broker-dealers in efforts to persuade customers and prospective customers to subordinate their securities accounts to the claims of other customers and the general creditors of such broker-dealers. The Commission's concern with the solicitation of account subordinations is prompted by the violations of the registration provisions of the securities law which have recently been uncovered. Solicitations of subordinations involve an offering of a "security" within the meaning of the Securities Act of 1933 (Securities Act) and the Exchange Act. The Commission cautions broker-dealers that the solicitation of account subordinations may also result in violations of the antifraud provisions of the Securities Act and the Exchange Act, and the regulations thereunder. In view of the limited rights of the customer who agrees to subordinate his account and the high risk character of this kind of investment (which is not insured under the Securities Investor Protection Act of 1970) a broker-dealer must carry a heavy burden in avoiding violations of the applicable antifraud provisions of the Federal securities laws. (Rel. 34-9412)

RULES AND RULE PROPOSALS

BROKER-DEALER DISCLOSURE WITH RESPECT TO PERSONNEL, FACILITIES AND FINANCING. The SEC today invited the submission of views and comments not later than January 21, 1972, upon a proposal to amend Rule 15b1-2 under the Securities Exchange Act of 1934. Rule 15b1-2 currently requires a person who files an application for registration as a broker-dealer to file with that application a statement of financial condition, as of a date within 30 days of the filing, which discloses the nature and amount of his assets, liabilities and net worth. The Commission proposes to amend that rule to require such person to file, in addition, (1) a computation of his aggregate indebtedness and net capital which must be in compliance with the requirements applicable to his business, (2) a statement describing the nature and source of his capital, and which represents that such capital has been contributed to and will continue to be devoted to his business, and (3) a statement representing that he has made adequate arrangement for the establishment and maintenance of the facilities and financing required for the operation of the business, and a detailed statement of the arrangements made, including personnel, physical facilities, books and records, and supervision procedures, and (4) a statement describing the arrangements made for obtaining the funds necessary to operate his business for the first year of operations and stating the expected expenses for such first year, which would also provide information as to any arrangements which have been made for additional financing if it becomes necessary. (Rel. 34-9411)

DECISIONS IN ADMINISTRATIVE PROCEEDING

JOSEPH BLUMENTHAL SANCTIONED. The SEC has revoked the broker-dealer registration of Joseph Blumenthal, of West Palm Beach, Florida, and barred him from association with a broker or dealer. The action was based on findings that during the period January 1970 - June 1971 Blumenthal violated the net capital, record-keeping and reporting provisions of the Securities Exchange Act. Solely for the purposes of administrative proceedings, Blumenthal admitted the charges and consented to the findings of violations and to the sanctions. (Rel. 34-9406)

DOVER SECURITIES CORP. REVOKED. The SEC has revoked the broker-dealer registration of Dover Securities Corp., of Englewood, N. J. The action was based on findings that during the period June 1970 - July 1971 the firm had violated the securities registration and antifraud provisions in the offer and sale of shares of stock of Pollution Research and Control Corp. and Technology Associates, Inc., and the Commission's net capital and bookkeeping requirements, and had failed to exercise reasonable supervision with a view to preventing such violations. The firm failed to file an answer to the order for proceedings, which alleged those matters, and was deemed to have defaulted. (Rel. 34-9407)

OVER

COURT ENFORCEMENT ACTION

HERMIL ENJOINED. The SEC Atlanta Regional Office announced December 1 that the Federal court in Orlando, Fla., permanently enjoined Hermil, Inc., doing business as Wages Bookkeeping Service, and Herman N. Wages, Jr., both of Cocoa, Fla., from violations of the registration requirements of the Federal securities laws in the offer and sale of investment contracts and certificates of interest and participation in profit-sharing agreements which represented beneficial interests in land trusts known as 300 on 530 West Trust and Treasure Island Trust, or any other securities. The defendants consented to the court order without admitting the allegations. (LR-5242)

SECURITIES ACT REGISTRATIONS

DANA CORPORATION, 4500 Dorr St., Toledo, Ohio 43697, filed a registration statement on December 1 seeking registration of 5,000 shares of common stock, issuable pursuant to the company's Employees' Stock Purchase Plan. (File 2-42501)

NATIONAL MINI-THEATRES, INC., 1225 Vine St., Philadelphia, Pa. 19107, filed a registration statement on December 1 seeking registration of 144,000 shares of common stock, to be offered for public sale at \$5 per share through underwriters headed by Delphi Capital Corporation, 1700 Market St., Philadelphia, Pa. 19102. The company is engaged in planning the location and construction of substantially automated, small motion picture theatre auditoriums, to be operated in clusters of more than one auditorium at a single location. Of the net proceeds of its stock sale, \$170,000 will be applied to furnish and equip two twin mini-theatres under construction or under lease and the balance for working capital and other corporate purposes. (File 2-42502)

SMITHFIELD FOODS, INC., 3101 Washington Ave., Newport News, Va. 23607, filed a registration statement on December 1 seeking registration of 500,000 shares of common stock, to be offered for public sale (* at \$7 per share maximum) through underwriters headed by Allen & Co. Inc., 30 Broad St., New York, N. Y. 10004, and Wheat & Co., Inc., 801 E. Main St., Richmond, Va. 23211. The company produces and distributes fresh pork and processed meat products. Of the net proceeds of its stock sale and part or all of the proceeds of a term loan, \$5,250,000 will be paid to holders of the company's 7% subordinated convertible notes, due 1974, and the balance for working capital and other corporate purposes. (File 2-42503)

RADIOFONE CORPORATION, 103 East Front St., Red Bank, N. J. 07701, filed a registration statement on December 1 seeking registration of 400,000 shares of common stock, to be offered for public sale (* at \$7 per share maximum) through underwriters headed by Van Alstyne, Noel & Co., 4 Albany St., New York, N. Y. 10006. The company is engaged in the two-way mobile radio telephone and one-way radio paging business. Of the net proceeds of its stock sale, \$483,000 will be used to repay short- and long-term debt and the balance for working capital and other corporate purposes. (File 2-42504)

NEW BRUNSWICK SCIENTIFIC CO., INC., 1130 Somerset St., New Brunswick, N. J. 08903, filed a registration statement on December 1, seeking registration of 310,000 shares of common stock, to be offered for public sale (* at \$7 per share maximum) through underwriters headed by Butcher & Sherrerd, 1500 Walnut St., Philadelphia, Pa. 19102. The company is engaged in the manufacture and marketing of a variety of precision instruments for use in medical, biological and ecological research and industrial pharmaceutical production of antibiotics, vaccines, hormones and enzymes. Of the net proceeds of its stock sale, \$625,000 will be used to develop several new laboratory products and the balance for working capital and other corporate purposes. (File 2-42505)

APL CORPORATION, 1 Linden Place, Great Neck, N. Y. 11021, filed a registration statement on December 2 seeking registration of 189,902 shares of common stock issuable pursuant to common stock purchase warrants, 157,597 of which warrants were distributed in 1969 as a dividend and 29,400 were issued in connection with the company's acquisition of Imperial Packaging Corporation. (File 2-42507)

SUBURBAN PROPANE GAS CORPORATION, P.O. Box 206, Whippany, N. J. 07981, filed a registration statement on December 2 seeking registration of 240,000 shares of common stock, to be offered for public sale (*at \$35 per share maximum) through underwriters headed by Eastman Dillon, Union Securities & Co., Inc., One Chase Manhattan Plaza, New York 10005. The company is engaged in the wholesale and retail distribution of liquefied petroleum and in exploring for and producing oil and gas and in related activities. Of the net proceeds of its stock sale, part will be used to repay \$3,000,000 of short-term bank debt and the balance for working capital and other corporate purposes. (File 2-42508)

JOHN KRAUSS, INC., 144-27 94th Ave., Jamaica, N. Y. 11435, filed a registration statement on December 2 seeking registration of 240,000 shares of common stock, to be offered for public sale at \$5 per share by Vaisman & Co., Inc., 59 Main St., Millburn, N. J. 07041. The company is engaged in manufacturing, and selling a variety of quality pork products, smoked and cooked meats and other meat products. Of the net proceeds of its stock sale, some \$250,000 will be used to repay bank indebtedness and the balance for working capital and other corporate purposes. (File 2-42511)

STOCK PLANS FILED. The following have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered pursuant to employee stock and related plans:
Combustion Equipment Associates, Inc., New York (File 2-42506) - 372,510 shares
Nuclear Corporation of America, Charlotte, N. C. (File 2-42509) - 500,000 shares

MISCELLANEOUS

DELISTING SOUGHT. The SEC has issued an order under the Securities Exchange Act giving interested persons until December 21 to request a hearing upon an application of Bagprint, Ltd. to withdraw its common stock from listing and registration on the National Stock Exchange in order to trade solely in the over-the-counter market. The Exchange disagrees with the company's reasons and opposes the delisting application. (Rel. 34-9401)

DELISTING GRANTED. The SEC has issued an order under the Securities Exchange Act granting an application of the National Stock Exchange to strike from listing and registration the common stock of Eastern & Pacific Industries, Inc. because no current financial information is available and the company has failed to file timely reports with the Exchange. The stock has been suspended from trading on the Exchange since March 15, 1971. (Rel. 34-9401)

RECENT FORM 8-K FILINGS. The companies listed below have filed Form 8-K reports for the month indicated and responding to the item of the form specified in parentheses. Photocopies thereof may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). Invoice will be included with the requested material when mailed. An index of the captions of the several items of the form was included in the December 8 News Digest.

8K Reports for Oct 1971

Billups Western Petroleum Co Sept 71 (8,11,13) Pursuant to Sec 12g-3 of '34 Act	0-5859-2	Financiera Metropolitana SA (7)	2-29641-2
Grow Chemical Corp (12)	1-4596-2	Gulfstream Land & Develmnt Corp (7)	2-29825-2
Precision Polymers Inc (3)	1-6008-2	Magnetic Controls Co (2,6,12,13)	0-1424-2
Frontier Airlines Inc (12)	1-4877-2	Western Elec Co Inc (13,14)	1-6476-2
Pennzoil United Inc (7,13)	1-5591-2	Frequency Electronics Inc (4,13) Sept 71	0-3948-2
Frye Inds Inc (12,13)	1-6555-2	Ideal Basic Inds Inc (3,8,13)	1-4070-2
Natl Modular Concepts Inc (12,13)	2-33865-2	Transmagnetics Inc (2,13)	0-4083-2
Zemarc Ltd Sept 71 (8,11,13,14) Pursuant to Rule 12g3 of '34 Act	0-5855-2	American Nuclear Corp (2,13,14)	0-1764-2
Sequoyah Inds Inc (1)	1-6194-2	Blue Chip Stamps (3)	0-3810-2
Colorado Central Mines Inc (11,12)	2-26970-2	Brooks Int'l Inc (12,13)	0-3983-2
Coap Systems Inc Jul 71 (7,12,13)	0-5097-2	Chesa Int'l Ltd (7,13,14)	2-40565-2
Magic Marker Corp (2,7,11,13)	1-4428-2	Educational Develmnt Corp (2)	0-4957-2
Brad Ragan Inc (7)	1-6575-2	First Wisconsin Bankshares Corp (12,13)	1-2981-2
AFCOA (11,13)	1-6570-2	Harvest Inds Inc (2,7,13)	0-3938-2
Charter New York Corp (13,14)	1-5717-2	Servo Corp Of America (7,8)	1-3925-2
MCA Inc (13)	1-4243-2	First Empire State Corp (13)	0-4561-2
O'Okiep Copper Co Ltd 6K for Oct 71 6K For Oct 71	1-3369-2	Instrument Systems Corp (7,12)	1-6620-2
Texas Commerce Bancshares Inc Jul 71 (2,7,8,13) pursuant to 12g-3 od '34 Act	0-5897-1	MSL Inds Inc (8)	1-3205-2
Foodarama Supermarkets Inc (3,4,7,8,12,13)	1-5745-2	Mead Corp (3)	1-2267-2
Hemisphere Hotels Corp (3,12)	0-5329-2	Philipsborn Inc (7,13)	2-41195-2
Natural Gas Pipeline Co Of America (12)	1-6599-2	Travelers Corp (3)	1-5799-2
Peoples Gas Light & Coke Co (12)	2-26983-2	Wisconsin Finance Corp (7)	0-2395-2
Crum & Forster (13)	0-1348-2	DCA Develmnt Corp (3)	1-4306-2
Shareholders Capital Corp (7)	0-3597-2	Dekalb Agresearch Inc (7)	0-2886-2
		Fill-R-Up Systems Inc (11)	0-5267-2
		Financial Corp Of Arizona (5,11,14)	0-882-2
		Integrated Resources Inc (7,12,13)	0-4427-2
		Kerr-McGee Corp (3)	1-3939-2
		Mass Elec Co (11,14)	1-6517-2
		New Eng Power Co (3)	1-6564-2
		Analog Devices Inc (2,4,7,14)	0-4407-2

