

sec news digest

Issue 78-105

May 31, 1978

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U.S. SECURITIES AND
EXCHANGE COMMISSION

RULES AND RELATED MATTERS

ADOPTION OF RULE REQUIRING DISCLOSURE OF APPROVAL OF AUDITOR CHANGES

The Commission announced that it has amended Form 8-K and Schedule 14A, promulgated under the Securities Exchange Act of 1934, to require that, when registrants change independent accountants, they disclose whether such a change was recommended or approved by any audit or similar committee of the board of directors, if there is such a committee of the board, as well as by the board of directors. The Commission believes that this increased disclosure should aid investors in better understanding and evaluating the registrant's relationship with its independent accountants. This requirement is effective for all Forms 8-K and proxy materials filed with the Commission after July 31, 1978. (Rel. 34-14808)

FOR FURTHER INFORMATION CONTACT: Gretta Powers at (202) 376-8018

NOTICE OF COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted pursuant to provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday mornings. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration. The Commission will not normally meet on Mondays or Fridays.

Visitors are welcome at all open meetings, insofar as seating is available.

Meetings will be held in the Commission Meeting Room on the eighth floor of the Commission's headquarters building at 500 North Capitol Street, Washington, D.C. All visitors are required to sign in and obtain passes at the Reception Desk in the lobby. Persons wishing to photograph or obtain a tape recording of Commission meetings must obtain permission in advance from the Secretary of the Commission.

CLOSED MEETING - TUESDAY, JUNE 6, 1978 - 10 A.M.

The subject matter of the June 6 closed meeting will be: Formal orders of investigation; Referral of investigative files to Federal, State or Self-Regulatory authorities; Authorization of staff members to testify; Institution of injunctive actions; Settlement of injunctive actions; Institution of administrative proceedings of an enforcement nature; Regulatory matters bearing enforcement implications; Freedom of Information Act appeal; Other litigation matters.

OPEN MEETING - WEDNESDAY, JUNE 7, 1978 - 10 A.M.

The subject matter of the June 7 open meeting will be:

- (1) Consideration of a release soliciting public comments on proposed Rule 15c3-4 and the amendment of Rule 15c3-3 to permit, under restricted conditions, the borrowing and lending of customer securities.
- (2) Consideration of proposed rule change filed by the Chicago Board Options Exchange, Inc. to provide restrictions on the writing of discount opening uncovered call options, under specified conditions, during the period in which stabilizing activities are conducted in connection with underwritten offerings of the related underlying securities.
- (3) Proposed adoption of Rule 13f-1 and related form under the Securities Exchange Act governing the reporting requirements of institutional investment managers.
- (4) Discussion concerning the re-examination of rules related to shareholder communications, shareholder participation in the corporate electoral process and corporate governance generally.

(5) Consideration of an exemption from certain rules of the Commission's Conduct Regulations for an attorney who will act as a consultant to the Commission for less than 60 days.

OPEN MEETING - THURSDAY, JUNE 8, 1978 - 2:30 P.M.

The subject matter of the June 8 open meeting will be:

Oral argument concerning broker-dealer proceedings in the matter of Nassar and Company Inc., et al., and George M. Nassar, which has been remanded to the Commission by the U.S. Court of Appeals for the District of Columbia Circuit.

CLOSED MEETING - THURSDAY, JUNE 8, 1978 - IMMEDIATELY FOLLOWING THE OPEN MEETING

The subject matter of the June 8 closed meeting will be: Post oral-argument discussion.

FOR FURTHER INFORMATION CONTACT: John Ketels at (202) 755-1129

ADMINISTRATIVE PROCEEDINGS

SEC ENTERS ORDER AND IMPOSES REMEDIAL SANCTIONS AGAINST FIRST GEORGETOWN SECURITIES, OTHERS

Public administrative proceedings have been ordered against First Georgetown Securities, Inc. (Registrant), Eugene A. Jewett and Geoffrey A. Kligman, and the Commission has ordered remedial sanctions against the respondents pursuant to offers of settlement in which the respondents neither admit nor deny the Commission's findings.

The Commission has found that from on or about September 30, 1975, until on or about October 28, 1976, the respondents wilfully violated the antifraud provisions of the securities laws by making false and misleading statement concerning, among other things, the call provisions on Series 9% and 9-1/2% Tennessee Valley Authority bonds, due 1995 (TVA bonds); yields and percentages of markup on certain municipal bonds; and the likelihood of a customer encountering delays or errors in the handling of customer accounts by Registrant or its clearing broker.

The Commission has also imposed remedial sanctions against: (a) First Georgetown Securities, Inc., providing for a censure; a suspension for a period of thirty days, except that Registrant may conduct unsolicited business from existing customers during the period; and certain undertakings including a disgorgement of profits involving TVA bond transactions; (b) Jewett, providing for a thirty-day suspension from association with a broker or dealer; barring him from association with a broker or dealer in a supervisory capacity, provided that he may apply to the Commission after two years to so reassociate himself; and an undertaking to liquidate his proprietary interest in First Georgetown Securities, Inc.; and (c) Kligman, providing for a fifty business day suspension from association with a broker or dealer; a bar from association with a broker or dealer in a supervisory, managerial or proprietary position, subject to a voting trust, provided that he may apply to the Commission after two years for relief from this disability; and certain undertakings including a disgorgement of profits involving TVA bond transactions. (Rel. 34-14790)

SHAUGHNESSY & CO., INC., OTHERS SANCTIONED

The registration of Shaughnessy & Co., Inc., a St. Paul, Minnesota broker-dealer, has been revoked. In addition, Lawrence Shaughnessy, Sr., St. Paul, Minnesota, has been suspended for nine months and Lawrence Shaughnessy, Jr. has been suspended for six months. In addition, both Shaughnessy, Sr. and Shaughnessy, Jr. have been barred, following their respective suspensions, from any supervisory, proprietary or back-office position with any broker-dealer, investment adviser, investment company or any affiliate of an investment company.

The sanctions were imposed after the Commission found that the respondents had violated the net capital, bookkeeping and reporting requirements of the securities laws and that Lawrence Shaughnessy, Sr. and Shaughnessy Co., Inc. had been permanently enjoined from further violations of the net capital and reporting provisions of the securities laws. The sanctions were imposed by consent of the respondents without their admitting or denying the allegations of the staff's complaint. (Rel. 34-14791)

INVESTMENT COMPANY ACT RELEASES

THE MEDIA INVESTMENT COMPANY

A notice has been issued giving interested persons until June 20 to request a hearing on an application of The Media Investment Company, a registered closed-end, non-diversified management investment company, and The E.W. Scripps Company (EWSCO), a privately-held company which owns 10% of Media's outstanding voting securities, pursuant to Section 17(a) and 17(d) of the Act and Rule 17d-1 thereunder, seeking an order (1) exempting from the provisions of Section 17(a) of the Act a proposed statutory merger of Media into EWSCO, and (2) permitting participation in such merger by certain officers and directors of Media. (Rel. IC-10258 - May 26)

HOLDING COMPANY ACT RELEASES

MIDDLE SOUTH UTILITIES

An order has been issued authorizing a proposal of Middle South Utilities, Inc., a registered holding company, and its subsidiary, Louisiana Power & Light Company, whereby Louisiana will issue and sell to Middle South 3,788,000 additional shares of its common stock for an aggregate cash purchase price of \$25 million. (Rel. 35-20558 - May 26)

NORTHEAST UTILITIES

A notice has been issued giving interested persons until June 22 to request a hearing on a proposal of Northeast Utilities, a registered holding company, and four of its subsidiaries, Western Massachusetts Electric Company, The Connecticut Light and Power Company, The Hartford Electric Light Company, and Holyoke Water Power Company, whereby each company will issue notes to banks or a dealer in commercial paper. The maximum amounts, at any time outstanding, of such notes are as follows: Northeast, \$25 million; Connecticut Light and Power, \$160 million; Hartford Electric, \$40 million; Western Massachusetts Electric, \$45 million; and Holyoke, \$6 million. Northeast will use the proceeds of the sales to make capital contributions and open account advances to certain subsidiaries. The subsidiaries will use the proceeds of their sales to finance their respective construction program. (Rel. 35-20559 - May 26)

MONONGAHELA POWER COMPANY

A notice has been issued giving interested persons until June 19 to request a hearing on a proposal of Monongahela Power Company, The Potomac Edison Company and West Penn Power Company, subsidiaries of Allegheny Power System, Inc., to sublease their interest in certain coal cars. (Rel. 35-20560 - May 26)

COLUMBIA GAS OF OHIO

A notice has been issued giving interested persons until June 19 to request a hearing on an amended proposal of Columbia Gas of Ohio, Inc., Columbia Gas of West Virginia, Inc., Columbia Gas of Kentucky, Inc., Columbia Gas of Virginia, Inc., Columbia Gas of Pennsylvania, Inc., Columbia Gas of New York, Inc. and Columbia Gas of Maryland, Inc., subsidiaries of the Columbia Gas System, Inc. The proposal, as amended, would establish a system-wide program for all the above-named companies except Columbia Gas of Ohio to assist gas space-heating customers in financing the installation of ceiling insulation in one and two family houses. Columbia Gas of Ohio will establish a separate insulation program which will meet the requirements of a recently enacted Ohio statute requiring electric and gas utilities operating in Ohio to establish such a program. (Rel. 35-20561 - May 26)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF EXTENSION OF PUBLIC COMMENT PERIOD

The Commission has extended until May 31, the public comment period on two proposed rule changes filed by the Chicago Board Options Exchange, Inc. (SR-CBOE-78-9 and SR-CBOE-78-10) which propose procedures to implement a bidding system for board broker appointments on the CBOE. Publication of the proposals were made in the Federal Register on April 28. (Rel. 34-14688 and 34-14687)

SECURITIES ACT REGISTRATIONS

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 and File number and date filed.

- (S-8) WASTE MANAGEMENT, INC., 900 Jorie Blvd., Oak Brook, Ill. 60521 (312) 654-8800 - 300,000 shares of common stock. The company is engaged primarily in the solid waste management business. (File 2-61729 - May 26)
- (S-7) CENTRAL ILLINOIS PUBLIC SERVICE COMPANY, 607 East Adams St., Springfield, Ill. 62701 (217) 523-3600 - 1,700,000 shares of common stock. The company is engaged principally in generating, purchasing, distributing and selling electric energy. (File 2-61730 - May 26)
- (S-8) JAMESWAY CORPORATION, 40 Hartz Way, Secaucus, N.J. 07094 (201) 348-8200 - 100,000 shares of common stock. The company is predominanately a discount department store chain. (File 2-61748 - May 25)
- (S-8) PUBLIC SERVICE COMPANY OF NEW MEXICO, 414 Silver Avenue, S.W., Albuquerque, New Mexico 87102 (505) 842-2700 - 100,000 shares of common stock. (File 2-61751 - May 31)
- (S-8) HARTE-HANKS COMMUNICATIONS, INC., 901 N. E. Loop 410, San Antonio, Tex. 78209 - 95,836 shares of common stock. (File 2-61752 - May 31)

ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within 10 days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds 5%. Persons eligible to use the short form (Form 13D-5) may in lieu of filing a Schedule 13D file a Form 13D-5 within ten days after the end of the calendar quarter in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period May 12 - May 15, 1978. The number of shares of the security which are beneficially owned, and the number of shares concerning which there is a right to acquire are sent forth for each beneficial owner. *Amended Acquisition Reports.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
O. Eberly	Texscan Corporation (Indianapolis, IN) Capital Stock - 100,000 shs. (12.72%)	5-12-78
Fidelity Trend Fund, Inc. Fidelity Fund, Inc. Fidelity Destiny Fund, Inc. Fidelity Equity-Income Fund, Inc., et al	Twentieth Century Fox Film Corp. (Los Angeles, CA) Common Stock - 440,000 shs.	5-12-78
Craig W. Yates Frances E. Yates Charles B. Yates, Individually and as Custodian	Yates Industries Inc. (Bordentown, NJ) Common Stock - 291,551 shs. (20.54%) (Included above are shares owned by Craig Yates' wife, individually and as custodian.)	5-12-78
* Neuberger & Berman	National Aviation & Technology Corp. (NYC) Common Stock - 234,725 shs.	5-12-78
* Profile-United Industries Limited (Canada)	Odyssey Incorporated (Wilmette, IL) Common Stock - 202,420 shs. (27%) (Included above are shares owned by J. Y. Robichaud, sole stockholder of Profile.)	5-12-78
* Crissa International, Inc. (Wholly-owned subsidiary of Crissa A.G. (Switzerland))	Sierracin Corporation (Sylmar, CA) Common Stock - 39,300 shs.	5-12-78

ACQUISITION REPORTS CONT.

* Bel-Fran Investments Ltd. (Canada) Bel-Cal Holdings Ltd. (Canada) Bel-Alta Holdings Ltd. (Canada)	Skil Corporation (Chicago, IL) Common Stock - 209,150 shs.	5-12-78
* Merrill C. Berman Dohn L. Kalmbach, Individually and as General Partners	Trus Joist Corporation (Boise, ID) Common Stock - 107,450 shs. (Included above are shares owned by Limited Partners.)	5-12-78
* Superior Tube Company	Williams and Company, Inc. (Pittsburgh, PA) Common Stock - 963,377 shs. (85.1%)	5-12-78
Investors Credit Corporation James M. Fail Lifeshares of Nebraska, Inc. (Controlled by J. M. Fail), et al	American Public Life Insurance Co. (Jackson, MS) Class A Common Stock - 432,423 shs. (35.84%)	5-15-78
Consolidare Enterprises	Columbia Life Insurance Company of Florida (Palm Beach, FL) Class A Common Stock - 73,047 shs. Class B Common Stock - 491,661 shs. (37.25%)	5-15-78
William W. Landa Jakob Landa Leo Landau	Landall Corporation (Blauvelt, NY) Common Stock - 732,127 shs. (19.81%)	5-15-78

The following companies or individuals filed Form 13D-5's during the period of May 8, 1978.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER & NUMBER OF SHARES</u>	<u>DATE FILED</u>
Dean Witter Reynolds Inc. Stock Accumulation Trusts	Dean Witter Reynolds Organization Inc. (San Francisco, CA) Common Stock - 1,093,137 shs.	5-8-78

Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1. The following companies or individuals filed Schedule 14D-1's during the period May 9 - 15, 1978. *Amended Tender Offers.

<u>OFFER TO PURCHASE BY:</u>	<u>ISSUER & NUMBER OF SHARES TO BE PURCHASED</u>	<u>DATE FILED</u>
* Manor Care, Inc.	Hillhaven Corporation (Tacoma, WA) Common Stock - 1,000,000 shs. (46.5%) for cash at \$15.00 net per share (The amended offer increased the price from \$13.50 net per share.)	5-9-73
* PMI Inc. (Wholly-owned subsidiary of Philip Morris, Inc.)	Seven-Up Company (St. Louis, MO) Common Stock - All outstanding shares for cash at \$46.00 net per share (The amended offer increased the price from \$41.00 net per share.)	5-11-78
Bio-Rad Laboratories	Block Engineering, Inc. (Cambridge, MA) Common Stock - All outstanding shares for cash at \$3.75 net per share (Bio-Rad presently owns 387,050 shares (32%))	5-12-78
Oxford Pendaflex Development Corp. (Wholly-owned subsidiary of Esselte AB (Sweden))	Dymo Industries, Inc. (San Francisco, CA) Common Stock - All outstanding shares for cash at \$24.00 net per share (Orford presently owns 100 shares.)	5-15-78
* Manor Care, Inc.	Hillhaven Corporation (Tacoma, WA) Common Stock - 1,000,000 shs. (46.5%) for cash at \$16.25 net per share (The amended offer increased the price from \$15.00 net per share.)	5-15-78

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. 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.

COMPANY	ITEM NO.	DATE
AGM INDUSTRIES INC	5	04/25/78
APACHE CORP	5,6	04/20/78
ARGONAUT ENERGY CORP	5	03/06/78
ARKANSAS BEST CORP	5,6	04/01/78
ASI COMMUNICATIONS INC	2,14	04/01/78 *
AT&E CCRP	4,6	04/27/78
BALTIMORE BUSINESS FORMS INC	13	04/01/78 *
BANK OF AMERICA N T & S A MCRGTAGE POOL	6	04/25/78
BOSTON EDISON CO	5	04/18/78
BOW VALLEY INDUSTRIES LTD	2,6	03/07/78
CHEMTRUST INDUSTRIES CCRP	2,5	04/26/78
COLWELL MORTGAGE TRUST	2,3,6	04/03/78
COMARCO INC	1,5	04/21/78
COMBUSTION ENGINEERING INC	5,6	04/25/78
CORNWALL TIN & MINING CORP	13	04/01/78 *
CROUSE HINDS CO	5	04/01/78
EQUITABLE GENERAL CORP	1	04/01/78
GENERAL CABLE CORP	5	04/25/78
GENERAL TIRE & RUBBER CO	5	04/19/78
GREAT LAKES DREDGE & DOCK CO	11,13	04/01/78 *
HOE R & CO INC	5,6	05/08/78
HOME SAVINGS & LOAN ASSOC	5,6	04/30/78
HOTEL TAFT ASSOCIATES	5	12/10/77
INSILCO CORP	5,6	04/26/78
KEYSTONE CUSTODIAN FUNDS INC	5	05/08/78
KINGSTIP COMMUNICATIONS INC	5	04/07/78
LAGUNA HILLS UTILITY CO	4,6	04/25/78
LEAR PETROLEUM CORP	5	05/02/78
MAGNETIC HEAD CORP	1,2,6	04/30/78
MCD HOLDINGS INC	5	04/01/78
MECHANICS BUILDING MATERIALS CO INC	5	04/01/78
MOMS HOMEMADE ICE CREAM PARLORS INC	5	04/01/78
NAPCO INDUSTRIES INC	5,6	04/25/78
NASH FINCH CO	5	05/09/78
NATIONAL RECREATION PRODUCTS INC	4,6	04/24/78
NATIONWIDE REAL ESTATE INVESTORS	5,6	05/08/78
NCC INDUSTRIES INC	5,6	04/24/78
OCEAN SCIENCE & ENGINEERING INC	5	04/01/78
OUTLET CO	5	05/01/78
OZARK AIRLINES INC	5	04/01/78
PACIFIC HOLDING CORP	5,6	04/27/78
PACIFIC PLAN INVESTORS FUND NO ONE	5	05/01/78
PARK CHEMICAL CO	11	05/01/78 *
PENN CENTRAL TRANSPORTATION CO	5,6	04/27/78
PENN PACIFIC CORP	1,2,3,4,5,6	05/02/78
PETER PAUL INC	1,2,6	04/28/78
PHILLIPS CONTROL CORP	1	05/05/78
REDMAN INDUSTRIES INC	5	05/05/78
REGAL BELOIT CORP	5	04/01/78
RESEARCH COTTRELL INC	5	04/27/78
SAN FRANCISCO REAL ESTATE INVESTORS	5	05/01/78
SHENANDOAH OIL CORP	5,6	04/30/78

RECENT 8K FILINGS CONT.

SIGNODE CORP	5	05/08/78
STARR BROADCASTING GROUP INC	5	05/08/78
SUNSHINE RESOURCES INTERNATIONAL INC	1,2,5,6	05/01/78
TELESCIENCES INC	5	04/27/78
TIME SHARING RESOURCES INC	4,6	04/28/78
TOTAL PETROLEUM NORTH AMERICA LTD	5	05/04/78
TRINITY TRADE CORP	4,6	04/30/78
UNITED BRANDS CO	5,6	05/09/78
UNITED FINANCIAL CORP OF CALIFORNIA	5	04/01/78
UNITED SECURITY FINANCIAL CORP OF ILLINO	5	04/01/78
VETCO INC	5,6	04/01/78
VIRGINIA NATIONAL BANKSHARES INC	5	04/19/78
WESTVACO CORP	5	04/01/78
WISCONSIN REAL ESTATE INVESTMENT TRUST	6	01/31/78
PHOENIX RESOURCES CO	3,5	04/13/78
ANGELES CORP	5,6	05/05/78
FEDERAL EXPRESS CORP	5	04/01/78
RETAIL MERCHANTS INDUSTRIES INC	1	05/03/78
STANSBURY MINING CORP	1,14	03/01/78 *
UNITED NEW JERSEY RAILROAD & CANAL CO	5,6	04/27/78
VALLEY METALLURGICAL PROCESSING CO INC	1	04/24/78
WHEELING PITTSBURGH STEEL CORP	5	04/24/78
YATES INDUSTRIES INC	5	05/01/78

AMENDMENTS TO REPORTS ON FORM 8-K

BILLINGS ENERGY CORP	4,6	11/30/77
DOCUTEL CORP	2,6	04/14/78
HEALTH CARE FUND	5	02/01/78
INVESTMENT ANNUITY INC	2	03/29/78
LEISURE TECHNOLOGY CORP	5	03/29/78
PENRIL CORP	6	10/11/77
PERTEC COMPUTER CORP	6	03/30/78
STRATEGIC MEDICAL RESEARCH CORP	4	03/01/78
DIVERSITRON INC	2	01/01/78
JAMES RIVER CORP OF VIRGINIA	5,6	12/30/77
MCNEIL PACIFIC INVESTORS FUND 1972	2,6	03/07/78
PETRO LEWIS OIL INCOME PROGRAM VI	2,6	08/01/77
OUTLET CO	13,14	02/01/76 *
PETRO LEWIS OIL INCOME PROGRAM VI	2,6	12/01/77
CANDEUB FLEISSIG & ASSOCIATES	6	05/10/78
CHESAPEAKE INDUSTRIES INC	2,6	03/09/77
HARVEY GROUP INC	1	03/17/78
HEALTH DELIVERY SYSTEMS INC	2	04/14/78
LOMART INDUSTRIES INC	2,5	02/01/78
MCNEIL REAL ESTATE FUND VII LTD	2,6	03/09/78
NATIONAL UTILITIES & INDUSTRIES CORP	5	04/06/78

* / The Form 8-K was amended (Rel. 34-13156, January 13, 1977) effective for all events which occur subsequent to February 28, 1977. Those companies above which are noted with an asterisk (*) have filed pursuant to the old Form 8-K; the captions of the item numbers under which such reports are filed are as follows:

- | | |
|--|--|
| <i>Item 1. Changes in Control of Registrant</i> | <i>Item 9. Options to Purchase Securities</i> |
| <i>Item 2. Acquisition or Disposition of Assets</i> | <i>Item 10. Extraordinary items, other material charges and credits and capital restatements</i> |
| <i>Item 3. Legal Proceedings</i> | <i>Item 11. Submission of Matters to a Vote of Security Holders</i> |
| <i>Item 4. Changes in Securities</i> | <i>Item 12. Changes in Registrant's Certifying Accountant</i> |
| <i>Item 5. Changes in Security for Registered Securities</i> | <i>Item 13. Other Materially Important Events</i> |
| <i>Item 6. Defaults upon Senior Securities</i> | <i>Item 14. Financial Statements and Exhibits</i> |
| <i>Item 7. Increase in Amount of Securities Outstanding</i> | |
| <i>Item 8. Decrease in Amount of Securities Outstanding</i> | |

NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D. C. 20549. The reproduction cost is 10c per page plus postage (7 days) (\$3.50 minimum); 20c per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30c per page plus postage for priority service overnight (\$5.00 minimum). Cost estimates are given on request. All other reference material is available in the SEC Docket.

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