

# sec news digest

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## DECISIONS IN ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND  
EXCHANGE COMMISSION

### DISQUALIFICATION OF WILLIAM N. LEVY FROM COMMISSION PRACTICE FINAL

The suspension of William N. Levy, a Cherry Hill, New Jersey attorney, from appearance or practice before the Commission has become permanent.

In August 1976, the Commission temporarily suspended Levy from practice before it on the basis of an injunction entered against him by the Federal Court in Manhattan. That injunction, which was entered with Levy's consent and without his admitting or denying the Commission's charges against him, permanently enjoined Levy from violations of the registration and antifraud provisions of the securities laws (SEC v. Management Dynamics, Inc. et al.).

Levy did not petition to lift the suspension within the required time, and it therefore became permanent. (Rel. 34-13124)

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## ORDERS FOR PUBLIC PROCEEDINGS

### PHILLIP J. WOLFSON

The SEC announced the institution of public administrative proceedings against Phillip J. Wolfson of Beverly Hills, California. The proceedings were ordered, under Rule 2(e) of the Commission's Rules of Practice, based on staff allegations that Wolfson violated and aided and abetted violations of the antifraud and reporting provisions of the securities laws and engaged in unethical and unprofessional conduct while engaged in the practice of public accounting. A public hearing will be held to determine whether the allegations are true and to afford an opportunity to the respondent to establish any defenses. (Rel. 34-13181)

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## COURT ENFORCEMENT ACTIONS

### BERNARD G. MAXWELL ENJOINED

The Chicago Regional Office announced that on January 6 Federal District Judge Robert D. Morgan at Peoria, Illinois, entered a final judgment permanently enjoining Bernard G. Maxwell from violations of the registration and antifraud provisions of the securities laws. Entry of this relief was by a consent filed by the defendant in which he neither admitted nor denied the allegations in the Commission's complaint. Maxwell was formerly the president of the Library Central Choir Association, Inc. of Peoria, Illinois. (SEC v. Bernard G. Maxwell, U.S.D.C. Southern District of Illinois, Civil Action No. P-Civ-76-125). (LR-7737)

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## INVESTMENT COMPANY ACT RELEASES

### PUTNAM TAX EXEMPT INCOME FUND

An order has been issued on an application of Putnam Tax Exempt Income Fund, a diversified open-end investment company, declaring that Avery Rockefeller, Jr., Donald J. Hurley, and Hans H. Estlin, each a proposed trustee of the fund, not to be interested persons of the fund, its investment adviser or its principal underwriter by reason of their being directors of either The Home Insurance Company (Rockefeller) or The Boston Company, Inc. (Hurley) and Boston Safe Deposit and Trust Company (Hurley and Estlin). (Rel. IC-9610 - Jan. 17)

## CONTINENTAL INDIVIDUAL RETIREMENT TRUST

An order has been issued permitting withdrawal of an application of Continental Individual Retirement Trust (CIRT) and Continental Illinois National Bank and Trust Company of Chicago, Trustee, for an order of the Commission pursuant to Section 6(c) of the Investment Company Act of 1940 exempting CIRT from all provisions of the Act except Sections 36(a) and 36(b) thereof. (Rel. IC-9611 - Jan. 17)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGE

The Philadelphia Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-PHLX-76-23) to provide an automatic execution system for limit orders up to 299 shares in securities traded under the system. Publication of the proposal is expected to be made in the Federal Register during the week of January 17. (Rel. 34-13171)

The Midwest Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-MSE-76-28) specifying that it is the policy of the MSE that financing arrangements for the transfer of a membership, whereby the transferor retains the right to reacquire the transferred membership, must be in accordance with the requirements of the MSE. Publication of the proposal is expected to be made in the Federal Register during the week of January 17. (Rel. 34-13172)

### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved proposed changes to Rules 1 and 6 filed by the Depository Trust Company under Rule 19b-4 (SR-DTC-76-4) (a) making technical changes to reflect the proposed transfer of the securities processing operation of American Stock Exchange Clearing Corporation, National Clearing Corporation and Stock Clearing Corporation to the National Securities Clearing Corporation and (b) deleting references to Carlisle De Coppet & Co. as a Special Representative. (Rel. 34-13170)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### DELISTING GRANTED

Orders have been issued granting the applications of the Pacific Stock Exchange to strike from listing and registration the specified securities of the following companies: Midcon Industries, Inc., common stock, \$.01 par value and 8-1/2% convertible subordinated debentures, due 1993; and Continental Mortgage Investors, shares of beneficial interest. (Rel. 34-13178)

### UNLISTED TRADING SOUGHT

Notices have been issued giving interested persons until January 29 to request a hearing on applications of the following stock exchanges for unlisted trading privileges in the common stock of the specified companies: Midwest Stock Exchange, Inc. - Varian Associates. Philadelphia Stock Exchange, Inc. - Varian Associates. Boston Stock Exchange - IHOP Corp. (Rel. 34-13179)

### LISTING ACTIONS

Orders have been issued pursuant to Section 12(d) of the Securities Exchange Act of 1934 granting the applications of the following companies to list the specified securities on the following stock exchanges: American Stock Exchange, Inc. - Genovese Drug Stores, Inc., common stock, par value \$1.00 (effective as of January 4, 1977). Pacific Stock Exchange, Inc. - Tropicana Products, Inc., common stock, \$1 par value (effective as of January 10, 1977). New York Stock Exchange, Inc. - Shearson Hayden Stone, Inc., common stock, par value \$.10 per share (effective as of December 20, 1976); Southern Pacific Transportation Co., 8.20% first and refunding mortgage bonds, Series B, due 2001 (effective as of January 3, 1977); and Public Service Company of Colorado, 8.40% cumulative preferred stock, par value \$25 per share (effective as of January 5, 1977).

The SEC has also announced that the 10% subordinated debentures, due 1996 of Whittaker Corporation have become listed on the New York Stock Exchange, Inc. (effective as of January 8, 1977). (Rel. 34-13180)

## SECURITIES ACT REGISTRATIONS

### (S-1) STUYVESANT LIFE INSURANCE COMPANY

1105 Hamilton St., Allentown, Pa. 18101 - \$20 million of individual flexible purchase payment allocated deferred variable annuity contracts of Allocated Variable Annuity Separate Account B. The contracts are designed for use by individuals in retirement plans which may or may not qualify for special income tax treatment under the Internal Revenue Code. The contracts are not sold in pre-determined amounts or quantities. Stuyvesant Life Insurance Company is a life insurance company. (File 2-57815 - Dec. 1)

### (S-1) CONDEC CORPORATION

1700 Boston Post Rd., Old Greenwich, Conn. 06870 - \$12,496,035 of subordinated debentures, due 1997. It is proposed to offer the new debentures in exchange for \$19,914,000 outstanding principal amount of Condec Corporation's 5% convertible subordinated debentures, due 1993. The interest rate of the new debentures and exchange ratio have not yet been determined. Kuhn, Loeb & Co. will act as dealer manager in connection with the exchange. Condec Corporation designs, manufactures and sells a variety of products, including valves and related flow control devices, production machinery for the tire and rubber and plastics industries, equipment for government use, including special purpose vehicles, power generating equipment and instruments and equipment for energy control. (File 2-57850 - Dec. 8)

### (S-1) FREMONT GENERAL CORPORATION

1709 West Eighth St., Los Angeles, Cal. 90017 - 1,000,000 shares of common stock, to be offered for sale, 550,000 shares by the company and 450,000 shares by selling shareholders, through underwriters represented by Wedbush, Noble, Cooke, Inc., William R. Staats Division, 515 South Flower St., Los Angeles, Cal. 90017. The company, through its wholly-owned subsidiary Fremont Indemnity Company is engaged principally in writing workers' compensation insurance in California. (File 2-57868 - Dec. 13)

### (S-14) BAGLEY BUILDING COMPANY

2111 Woodward Ave., Detroit, Mich. 48226 - 86,329 units of limited partnership interests, to be distributed to shareholders of Bagley Building Corporation pursuant to a plan of complete liquidation and dissolution of that corporation, at the rate of one unit for each one share of issued and outstanding common stock of that corporation. Bagley Building Co. is a newly-formed partnership under Michigan Law that has been created to effectuate the sale of assets for the corporation under its plan of complete liquidation and dissolution. Bagley Building Corporation is headquartered in Detroit, Michigan, and owns and manages commercial real estate properties. (File 2-57905 - Dec. 17)

### (S-6) AMERICAN TAX-EXEMPT BOND TRUST, SERIES 16

215 North Main St., West Bend, Wis. 53095 - \$6,300,000 of units, to be offered for sale at net asset value (\$1,050 maximum). The Trust is the fifteenth of a series of unit investment trusts proposed to be created under a trust indenture among B. C. Ziegler and Company as sponsor, United States Trust Company of New York, as trustee, and Standard and Poor's Corporation, as evaluator. It consists of a portfolio of interest-bearing obligations issued by or on behalf of states, counties, municipalities and territories of the United States and authorities and political subdivisions thereof, the interest on which is, in the opinion of bond counsel, exempt from all Federal income tax under existing law. (File 2-58047 - Jan. 11)

### (S-1) THE LTV CORPORATION

LTV Tower, Dallas, Tex. 75222 - \$50 million of sinking fund debentures, due 1997, and up to 750,000 shares of common stock, to be offered for sale in units consisting of one debenture in the principal amount of \$1,000 and up to 15 shares of common stock, through underwriters headed by Lehman Brothers Inc., 1 William St., New York, N.Y. 10004 and Goldman, Sachs & Co., 55 Broad St., New York, N.Y. 10004. The company is engaged in the steel and ferrous metal products, meat and food processing and aerospace businesses through its subsidiaries. (File 2-58058 - Jan. 13)

### (S-7) THE KANSAS POWER AND LIGHT COMPANY

818 Kansas Ave., Topeka, Kan. 66612 - 1,000,000 shares of preferred stock, proposed to be offered for sale through underwriters headed by The First Boston Corp., 20 Exchange Pl., New York, N.Y. 10005, and Dean Witter & Co., Inc., 130 Liberty St., New York, N.Y. 10006. The company is an operating public utility company primarily engaged in the business of producing and selling electricity and purchasing and selling natural gas. (File 2-58059 - Jan. 13)

(S-1) SHEARSON HAYDEN STONE INC.

767 Fifth Ave., New York, N.Y. 10022 - 289,689 shares of common stock, which may be offered for sale from time to time by certain shareholders at prices current at the time of sale. Shearson Hayden Stone Inc. is engaged in the securities and commodities brokerage and investment banking business in the United States and abroad. (File 2-58062 - Jan. 14)

(S-7) THE PACIFIC TELEPHONE AND TELEGRAPH COMPANY

140 New Montgomery St., San Francisco, Cal. 94105 - \$150 million of forty-year debentures, due 2017, to be offered for sale at competitive bidding, the proceeds of which will be applied toward the possible redemption of its outstanding issue of \$150 million thirty-five year 9-1/8% debentures, due 2004. The company is engaged in the business of furnishing communications services, mainly local and toll telephone service. (File 2-58063 - Jan. 14)

(S-1) GREYHOUND LEASING & FINANCIAL CORPORATION

Greyhound Tower, Phoenix, Ariz. 85077 - \$50 million of debentures, due 1992, to be offered for sale through underwriters represented by White, Weld & Co. Inc., One Liberty Plaza, New York, N.Y. 10006. Greyhound Leasing & Financial Corporation is engaged primarily in financing, principally through full-payout leases, of general industrial and commercial equipment, primarily air, rail and other transportation equipment. (File 2-58066 - Jan. 14)

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:

Sullair Corp., Michigan City, Ind. (File 2-57995 - Dec. 30) - 100,000 shares  
RLC Corp., Wilmington, Del. (File 2-58008 - Dec. 30) - 273,000 shares  
Alco Standard Corp., Valley Forge, Pa. (File 2-58050 - Jan. 11) - 1,000,000 shares  
Shaklee Corp., Emeryville, Cal. (File 2-58053 - Jan. 12) - 375,000 shares  
Sensormatic Electronics Corp., Hollywood, Fla. (File 2-58054 - Jan. 12) - 468,946 shares  
Shares Medical Systems Corp., King of Prussia, Pa. (File 2-58055 - Jan. 12) - 60,000 shares  
EG&G, Inc., Wellesley, Mass. (File 2-58065 - Jan. 14) - 41,332 shares  
Ralston Purina Co., St. Louis, Mo. (File 2-58067 - Jan. 14) - 50,000 shares  
Spectra-Physics, Inc., Mountain View, Cal. (File 2-58068 - Jan. 17) - 250,000 shares of capital stock

REGISTRATIONS EFFECTIVE

Jan. 14: Addressograph-Multigraph Corp., 2-57849; Dial Financial Corp., 2-57751; Graybar Electric Company, Inc., 2-57861; Insured Municipals Income Trust, Series 11, 2-57907; International Telephone and Telegraph Corp., 2-58056; Real Estate Data Inc., 2-57914; United Banks Corp., 2-57844 (90 days); The Wickes Corp., 2-57946.

NOTE TO DEALERS. When applicable the 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

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 10¢ per page plus postage (7 days) (\$3.50 minimum); 20¢ per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30¢ 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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