

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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



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SEC

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SEC ORDER CITES INDICATOR DIGEST, OTHERS. The SEC has ordered administrative proceedings under the Investment Advisers Act of 1940 involving Indicator Digest, Inc., and Technical Stock Reports, Inc., registered investment advisers, of Palisades Park, N. J. Also named as a respondent was Samson Coslow, president of both advisory firms.

The proceedings are based upon staff charges that Coslow and the two firms engaged in activities violative of provisions of the Advisers Act, in that they disseminated false and misleading literature to clients, prospective clients and other persons concerning securities of Goldfield Corporation, Chemalloy Minerals, Ltd., Cameo-Parkway Records, Inc., Chemway Corporation, Florida East Coast Railway and West Witwatersrand Areas, Ltd.

A hearing will be held pursuant to further order to take evidence on the staff charges and afford the respondents an opportunity to offer any defenses thereto, for the purpose of determining whether the charges are true and, if so, whether any action of a remedial nature should be taken.

RULES RE BRIEFS MODIFIED. The SEC today announced a revision of its Rule of Practice applicable to the filing of briefs in administrative proceedings. The amended rules provide that all briefs exceeding 10 pages, whether filed with the Commission or with a hearing officer, include an index and table of cases. (Rel 33-4920)

AMERICAN-HAWAIIAN STEAMSHIP SEEKS ORDER. The SEC has issued an order under the Investment Company Act (Release IC-5474) giving interested persons until September 3 to request a hearing upon an exemption application filed by American-Hawaiian Steamship Company, a New York investment company, with respect to the proposed sale by it and two others of 500,000 A common shares of McLean Industries, Inc. McLean Industries is principally engaged through subsidiaries in the transportation by water of freight in regular service. Of its 10,632,000 outstanding common shares (6,400,485 A shares and 4,231,515 B shares), American-Hawaiian owns 9.4%, Malcolm P. McLean, president of McLean Industries, and James K. McLean, a director, 34% and 5.1%, respectively. American-Hawaiian proposes to sell 250,000 of its holdings of 750,000 shares, Malcolm McLean 200,000 of 3,417,791 and James McLean 50,000 of 490,592. A Securities Act registration will be filed by American-Hawaiian in due course.

PURITAN-BENNETT CORP. FILES FOR SECONDARY. Puritan-Bennett Corporation, Oak at 13th St., Kansas City, Mo. 64106, filed a registration statement (File 2-29876) with the SEC on August 15 seeking registration of 320,000 shares of common stock. Of this stock, 104,500 shares are to be offered for public sale by the company and 215,500 (being outstanding shares) by the present holders thereof. The offering is to be made through underwriters headed by Smith, Barney & Co. Inc., 20 Broad St., New York 10005, and George K. Baum & Company, 1016 Baltimore Ave., Kansas City, Mo. 64105; the offering price (\$32 per share maximum*) and underwriting terms are to be supplied by amendment.

The company and its subsidiaries design, develop, manufacture and distribute specialized medical products for use in hospitals, clinics and nursing homes and by patients for home care treatment, as well as high altitude emergency oxygen equipment and assemblies principally for jet aircraft. It also distributes in the Kansas City area welding gases and related equipment to industrial users. Of the net proceeds of its sale of additional stock, the company will use \$280,000 to purchase certain real estate currently leased, \$500,000 to finance the cost of an additional nitrous oxide production facility, and \$500,000 to retire short-term indebtedness incurred or to be incurred for additional working capital; the balance will be added to the company's general funds and will be available for additional working capital and possible further expansion of production facilities. In addition to indebtedness, the company has outstanding 1,305,193 common shares, of which John B. Francis, president, and Parker B. Francis, III, executive vice president, own 35.9% each and the Parker B. Francis Foundation 22%. John and Parker Francis propose to sell 35,000 shares each of 469,146 shares held each, the Parker Francis Foundation 140,000 of 287,372, and three others the remaining shares being registered.

DIAMOND SHAMROCK FILES STOCK PLAN. Diamond Shamrock Corporation, 300 Union Commerce Bldg., Cleveland, Ohio 44115, filed a registration statement (File 2-29878) with the SEC on August 15 seeking registration of 250,000 shares of common stock. The shares are reserved for issuance under the company's 1968 Employee Thrift Plan.

ROBINEX INTERNATIONAL PROPOSES OFFERING. Robinex International, Ltd., 248 West Commercial St., East Rochester, N. Y. 14445, filed a registration statement (File 2-29880) with the SEC on August 16 seeking registration of 200,000 shares of common stock, to be offered for public sale at \$4 per share. The offering is to be made through Charles Plohn & Co., 200 Park Ave., New York 10017, which will receive a 40c per share commission. Upon completion of the offering, the company has agreed to pay the underwriter \$7,500 for expenses, plus up to \$7,500 for expenses of its counsel; also, to grant the underwriter five-year options to purchase 25,000 common shares at \$4 per share. In addition, the company will grant Jules Bean identical options to purchase 5,000 common shares in consideration for his services as a finder and financial consultant in connection with the offering.

OVER

The company was organized under Delaware law in June 1968 by its president and principal shareholder, Arthur Brauer, for the purpose of engaging in the business of franchising, selling and servicing steak house type restaurants under the name "Robin Hood Room." Of the net proceeds of its stock sale, the company will use \$50,000 for advertising and promotion and \$527,000 toward the origination of secured purchase money installment loans to franchisees for the purchase of the restaurant "packages", the balance will be added to the company's general working capital and other purposes. The company has outstanding 320,000 common shares (with a 10¢ per share book value), of which Brauer, owns 93.9%. Upon completion of the offering, the present shareholders will own 62% of the outstanding common stock, for which they paid \$32,000, while the purchasers of the shares being registered will own 38%, for which they will have paid \$800,000.

DATA ARCHITECTS PROPOSES OFFERING. Data Architects, Inc., 393 Totten Pond Road, Waltham, Mass. 02154, filed a registration statement (File 2-29881) with the SEC on August 16 seeking registration of 125,000 shares of common stock. The shares are to be offered for public sale through underwriters headed by D. H. Blair Securities Corporation, 66 Beaver St., New York; the offering price (\$20 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriters up to \$20,000 for expenses.

The company specializes in advanced, high-level analysis, design and project direction of computer-based management information systems. It concentrates in the architecture of computer systems to implement its client's objectives. Of the net proceeds of its stock sale, the company will use \$250,000 to establish an office in New York City and to staff the office for six months, and \$500,000 to establish its time-sharing program; the balance will be used for general corporate purposes, including expansion of the company's Waltham, Mass., office, opening other offices in undetermined locations and investing in or acquiring control of other companies. It has outstanding 805,000 common shares (with an 11¢ per share book value), of which Arnold L. Mende, president, and Norman Zachery, a director, own 18.3% each and Philip David (brother of a director) and McDonnell & Co., Inc. 24.5% each; management officials as a group own 71.5%.

SANITAS SERVICE CORP. FILES FOR OFFERING AND SECONDARY. Sanitas Service Corporation, 151 Walnut St., Hartford, Conn. 06120, filed a registration statement (File 2-29882) with the SEC on August 16 seeking registration of 165,000 shares of common stock. Of this stock, 82,500 shares are to be offered for public sale by the company and 82,500 (being outstanding shares) by the present holders thereof. The offering is to be made through Suplee, Mosley, Close & Kerner, Inc., 1500 Walnut St., Philadelphia, Pa.; the offering price (\$8 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriters up to \$10,000 for fees of their counsel and to sell the Suplee firm, for \$200, seven-year warrants to purchase 20,000 common shares. Of such warrants, the underwriter has agreed to sell Blair & Co., Inc., for \$100, warrants to purchase 10,000 common shares. In addition, the company has agreed to pay Blair & Co. \$5,000 in consideration for its services as a finder.

The company provides a wide variety of cleaning, maintenance and other services for office buildings, banks, hotels, insurance companies, schools, factories, restaurants, stores and other commercial and institutional space. Of the net proceeds of its sale of additional stock, the company will use \$175,532 for the payment of certain notes issued in connection with the acquisition in May 1968 of Waterbury Window Cleaning Co.; the remainder will be added to the company's working capital and used for general corporate purposes, including the acquisition of other concerns engaged in the same or related businesses. It has outstanding 467,500 common shares, of which David and Abraham Weintraub, president and executive vice president, respectively, own 14.2% each, David Rosenberg, treasurer, 14.6%, Louis Fritz, secretary, 14.8%, Henry and Louis Weintraub, vice presidents, 7.1% each, Stanley and Howard Frost, vice presidents, and Lena Frost 6.3% each. David and Abraham Weintraub, Rosenberg and Fritz propose to sell 12,768 shares each of 66,351, 66,351, 68,351 and 69,351 shares held, respectively, and six others the remaining shares being registered.

STOCK PLANS FILED. The following companies have filed Form S 8 registration statements with the SEC proposing the offer of stock under employee stock option and similar plans:

White Cross Stores, Inc., Monroeville, Pa. 15146 (File 2-29865) - 100,000 shares
 Gregory Industries, Inc., Lorain, Ohio 44055 (File 2-29877) - 2,500 shares
 Vitro Corporation of America, New York 10016 (File 2-29884) - 100,000 shares
 Lum's Inc., Miami, Fla. (File 2-29885) - 148,995 shares

TENNECO TO SELL BONDS. Tenneco Inc., Tennessee Building, Houston, Texas 77002, filed a registration statement (File 2-29887) with the SEC on August 16 seeking registration of \$60,000,000 of first mortgage pipe line bonds, due 1988. The bonds are to be offered for public sale through underwriters headed by Stone & Webster Securities Corp., 90 Broad St., New York 10004, and three other firms; the interest rate, offering price and underwriting terms are to be supplied by amendment.

The company (formerly Tennessee Gas Transmission Company) sells gas to, or transports gas for, transmission and distribution companies for resale under long-term contracts principally in the eastern United States. Of the net proceeds of its bond sale, the company will apply an unspecified amount toward payment of short-term notes outstanding under its Credit Agreement and will advance an unspecified amount to its wholly-owned subsidiary, Tenneco Corporation, for payment of short-term notes outstanding under its Credit Agreement. Such amounts were used by Tenneco Inc. for the expansion of operations of its natural gas transmission business, and by Tenneco Corporation to make advances for the expansion of the operations of its subsidiaries. The remainder of the proceeds will be added to the company's general funds. In addition to indebtedness and preferred stock, the company has outstanding 53,357,539 common shares. Gardiner Symonds is board chairman and N. W. Freeman president.

JERSEY CENTRAL POWER & LIGHT TO SELL BONDS. Jersey Central Power & Light Company, Madison Ave. at Punch Bowl Road, Morristown, N. J. 07960, filed a registration statement (File 2-29888) with the SEC on August 16 seeking registration of \$26,000,000 of first mortgage bonds, due 1998, to be offered for public sale at competitive bidding. An electric utility subsidiary of General Public Utilities, the company will use the net proceeds of its bond sale for the purpose of financing its business as a public utility, including (a) the reimbursement of its treasury for construction expenditures prior to January 1, 1968 and (b) the payment of a portion of some \$29,500,000 of outstanding short-term bank loans the proceeds of which have been or will be used for construction purposes. Construction expenditures for 1968 are estimated at \$57,000,000.

UNIVERSAL AIRLINES TO SELL STOCK. Universal Airlines Company, Detroit-Willow Run Airport, Mich. 48197, filed a registration statement (File 2-29886) with the SEC on August 16 seeking registration of 300,000 shares of common stock, to be offered for public sale through underwriters headed by Auchincloss, Parker & Redpath, 2 Broadway, New York 10004. The offering price (\$21 per share maximum*) and underwriting terms are to be supplied by amendment.

The company was organized under Delaware law in 1966 for the purpose of acquiring and holding all the outstanding capital stock of Universal Airlines, Inc., and Universal Aircraft Service, Inc. The company is a supplemental air carrier authorized by the CAB to provide air transportation of cargo and passengers under charter. It also provides an extensive cargo air transportation service for General Motors Corporation, Ford Motor Company and Chrysler Corporation. Of the net proceeds of its stock sale, the company will use \$3,600,000 to replenish working capital which has been depleted by the acquisition of flight equipment and the balance for future flight equipment programs. In addition to indebtedness, the company has outstanding 1,700,000 common shares (with a \$1.69 per share book value), of which Universal Consolidated Industries, Inc., owns 95% and M. Lamar Muse, president, 5%. Donald J. Matthews is board chairman. Upon completion of this offering, the present shareholders will own 85% of the outstanding common stock, for which \$1,000,000 of capital was paid in to the company, while the purchasers of the shares being registered will own 15%, for which they will have paid \$6,300,000.

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 (please give News Digest "Issue No." in ordering). 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 August 5 News Digest.

Financial Security Planning Corp of Amer Jun 68 (3)	0-3184-2	Rose's Stores Inc Jul 68 (2)	0-631-2
		Vornado Inc Jul 68 (7,9,13)	1-5098-2
Kenrich Corp Jun 68(7,8,12,13)	0-1558-2	Leonard Refineries Inc Jul 68 (11)	1-3944-2
Omega Equities Apr 68 (2)	0-188-2	Metromedia Inc Jun 68 (7)	1-4649-2
Jun 68 (2)	0-188-2	Skaggs Drug Ctrs Inc Jul 68(7)	1-5392-2
Hawthorn-Mellody Inc Jul 68(1)	0-1518-2	Ginn & Co Jul 68 (2,4,8,13)	1-4459-2
Hercules Galion Prods Inc Jun 68 (9,12)	1-3593-2	Gregory Inds Inc Feb68(4,7,13)	0-1661-2
Libby McNeill & Libby Jun68(7)	1-1922-2	Kansai Elec Power Co Inc (6K) May June & July 68	2-21059-2
Mitsubishi Jukocyo Kabushiki Kaisha (6K) Jul 68	2-20536-2	Pacific Tel & Tel Co Jul 68 (7,13)	1-1414-2
Carolina Pipe Line Co Jul 68 (11,13)	0-1597-2	Executive National Life Ins Co Jul 68 (3,7,13)	2-22866-2
The Leisure Group Inc Jun 68 (2,7,13)	2-28066-2		

SECURITIES ACT REGISTRATION STATEMENTS. During the week ended August 15, 1968, 56 registration statements were filed, 47 became effective, 6 were withdrawn, and 837 were pending at the week-end.

SECURITIES ACT REGISTRATIONS. Effective August 16: Buffelsfontein Gold Mining Co. Ltd., 2-27969; Gulf Coast Aluminum Corp. 2-29449 (40 days); Hartfield-Zodys, Inc., 2-28818; Information and Communication Applications, Inc., 2-29112 (90 days); Material Sciences, Inc., 2-29016 (90 days); Originala Inc., 2-29322 (40 days); Phelps Dodge Corp., 2-29450; Rochester Instrument Systems, Inc., 2-29306 (90 days); The Susquehanna Corp., 2-29354 (40 days); Western Investment Real Estate Trust, 2-28102 (40 days);

NOTE TO DEALERS. The period of time dealers are required to use the prospectus in trading transactions is shown above in parentheses after the name of the issuer.

*As estimated for purposes of computing the registration fee.