

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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



Washington, D.C. 20549

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

(Issue No. 67-228)

FOR RELEASE November 28, 1967

TRADING IN SILVER SHIELD SUSPENDED. The SEC announced on November 27 the temporary suspension of over-the-counter trading in the common stock of Silver Shield Corp. (formerly Silver Shield Mining & Milling Co.), a Utah corporation with offices in Spokane, Washington, for the ten-day period commencing November 27 at 5:00 P.M. (E.S.T.) through December 6, 1967, inclusive. The suspension was ordered as a result of information coming to the attention of the Commission and upon the request of the company.

On August 28, 1967 Silver Shield stock was quoted over-the-counter at a bid price of 5¢ per share. By October 9, 1967 the bid price had risen to 65¢ per share and is currently trading at about 45¢ bid, 55¢ offer.

The Commission's action was based upon the need for clarification of several releases previously issued by the company that it had acquired interests in certain silver and uranium properties. The company has informed the Commission that these releases did not fully disclose the highly speculative nature of the uranium properties in which the company had acquired an interest and also inaccurately represented the value of its silver properties. The company is preparing a clarifying release which should provide a description of the company's properties and information concerning its current financial condition.

Accordingly, the Commission deemed it necessary and appropriate in the public interest and for the protection of investors to suspend trading in the common stock of the Silver Shield Corp. pending clarification of the facts of these and other related matters.

FOUR TRADING BANS CONTINUED. The SEC has issued orders under the Securities Exchange Act suspending exchange and/or over-the-counter trading in securities of Continental Vending Machine Corporation, Westec Corporation, Pakco Companies, Inc. and Fastline, Inc., for the further ten-day period November 29 through December 8, 1967, inclusive.

H V STOUT CONVICTED. The SEC Atlanta Regional Office announced November 24 (LR-3873) that in a state action in the Superior Court of Cabarrus County, N. C., Howard V. Stout of Kannapolis, N. C., entered a nolo contendere plea to a charge of selling unregistered securities of Meadow Creed Gold & Minerals stock in North Carolina and engaging in business as a securities dealer without being registered with the state. State received a 3-5 year sentence, which was suspended ^{for} five years on condition that he pay court costs and not buy or sell securities or engage in mining activities of any kind. The SEC participated with the state authorities in the investigation resulting in this action.

RALSTON PURINA PROPOSES DEBENTURE OFFERING. Ralston Purina Company, Checkerboard Square, St. Louis, Mo. 63199, filed a registration statement (File 2-27742) with the SEC on November 24 seeking registration of \$40,000,000 of convertible subordinated debentures, due 1992. The debentures are to be offered for public sale through underwriters headed by Kidder, Peabody & Co. Inc., 20 Exchange Place and Goldman, Sachs & Co., 55 Broad St., both of New York. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in producing livestock and poultry feeds, processing soybeans, and grain merchandising. In addition, it produces a line of consumer food products including cereals, poultry and poultry products, tuna and other sea foods and pet foods. Net proceeds of the debenture sale will be applied toward the reduction of some \$89,741,587 of short-term borrowings. In addition to indebtedness, the company has outstanding 30,201,562 common shares, of which 20% is owned by The Danforth Foundation (a Missouri nonprofit organization, 9.7% of the common stock of which is owned by the family of William H. Danforth, founder of the company) and 5.5% by management officials. Raymond E. Rowland is board chairman and R. Hal Dean is president.

OFFERING OF DOCUTEL STOCK PROPOSED. Docutel Corporation, 2600 Stemmons Freeway, Dallas, Texas 75206, filed a registration statement (File 2-27741) with the SEC on November 24 seeking registration of 400,000 shares of common stock. Docutel was organized in May 1967 by Recognition Equipment Incorporated ("Recognition"), which owns all of its 600,000 outstanding common shares. Recognition proposes to acquire the 400,000 additional shares of Docutel common and to offer same for subscription by Recognition stockholders at \$10 per share (the record date and subscription rate are to be supplied by amendment); but the offer is to be made only to shareholders in North Carolina and thirteen other states and the District of Columbia plus holders in such other states as in the Judgment of Recognition the offer may be made. Faulkner, Dawkins & Sullivan, 60 Broad St., New York 10004, is listed as the underwriter; and the underwriting terms are to be supplied by amendment. Also included in the statement are an additional 33,072 shares of Docutel common issuable upon exercise of warrants.

Docutel was organized to develop and market equipment and systems extending computer and data management systems technology to consumer services; it is in the development stage, and its efforts initially will be devoted to the development of airline terminal baggage handling systems, computer terminal systems for airline passenger boarding control, computer terminal systems for inventory control, and financial transaction equipment. Recognition will not acquire the additional 400,000 shares of Docutel common until immediately prior to the sale thereof pursuant to this subscription offering; and the total proceeds of the offering (after deducting the expenses thereof) will be paid to Docutel. The latter recently acquired the

OVER

assets (and assumed \$200,000 of liabilities) of Teletrans Corporation (Detroit), consisting principally of a prototype airline terminal baggage handling system and a systems patent application pertaining thereto. Previously, Docutel had sold 600,000 shares of its common stock to Recognition, together with 225,000 common stock purchase warrants, in exchange for 15,000 shares of Recognition common and certain intangible assets (the average bid price of Recognition stock was then \$107.50 per share). In exchange for the Teletrans stock, Docutel assigned to Teletrans the 15,000 shares of Recognition common and issued to Teletrans warrants to purchase 33,072 shares of Docutel common. With the sale of the additional 400,000 common shares through Recognition, Docutel will apply part of the proceeds to the payment of loans made to it by Recognition (used in part to pay liabilities of Teletrans and in part for operating expenses); and the balance is expected to be used by Docutel for working capital. It is anticipated that substantially all of such working capital will be expended in the formulation of proposals for the development of, and the manufacture and installation of prototypes of, one or more of the products and systems being promoted by the company. The company's president, Gene C. Walker, was assistant to the president of Recognition for about a year prior to his recent association with Docutel.

UNITED CONVALESCENT FILES FOR OFFERING AND SECONDARY. United Convalescent Hospitals, Inc., 9107 Wilshire Blvd., Beverly Hills, Calif. 90210, filed a registration statement (File 2-27743) with the SEC on November 24 seeking registration of 529,260 shares of common stock. Of this stock, 500,000 shares are to be offered for public sale by the company and 29,260 (being outstanding shares) by the present holder thereof. The public offering price (\$11.00 per share maximum*) and underwriting terms are to be supplied by amendment. C. E. Unterberg, Towbin Co., 61 Broadway, New York 10006 is listed as the principal underwriter.

The company is engaged in the development, management and operation of health care facilities providing skilled nursing, convalescent and rehabilitative care to adult inpatients of all ages. Of the net proceeds of the stock sale, \$1,406,900 will be applied to purchase all the outstanding promissory notes of the company, the proceeds of which were used for the development and construction of health care facilities and for working capital incident to the commencement of operations; \$300,000 (together with proceeds from an FHA or other mortgage loan) to finance the construction of the San Francisco health care facility; and the balance will be used as working capital. In addition to indebtedness, the company has outstanding 1,000,000 common shares, of which management officials own 53% (including 43% owned by Charles Z. Wick, president). Mapleton Capital Corp. (wholly-owned by Mr. Wick) proposes to sell 29,260 of its holdings of 171,825 shares.

RADIANT CORP. PROPOSES OFFERING. Radiant Corporation, 8200 N. Austin Blvd., Morton Grove, Ill., filed a registration statement (File 2-27744) with the SEC on November 24 seeking registration of \$500,000 of convertible subordinated debentures, due 1983, and 100,000 shares of common stock. It is proposed to offer these securities for public sale in units, each consisting of \$250 of debentures and 50 common shares, and at \$500.00 per unit (the debentures at 100% of principal amount and the stock at \$5 per share). The offering is to be made on a "best efforts -- or all nothing" basis through underwriters headed by Allesandrini & Co., Inc., 11 Broadway, New York, which will receive a \$50.00 per unit selling commission. Upon completion of the offering, the company has agreed to sell to the underwriter, for \$10,000, 10,000 common shares.

The company is engaged in the manufacture and sale of projection screens and allied visual-aid products. Net proceeds of this financing will be added to working capital and used for general corporate purposes. In addition to indebtedness and preferred stock, the company has outstanding 800,000 shares of common stock, of which 20.5% is owned by Electronetics Corporation, an Illinois corporation (its parent). Cary Wang is president. Upon completion of the offering, the public will have paid \$1,000,000 and will own 100,000 common shares and \$500,000 of debentures (convertible into 76,923 common shares). Assuming conversion of all the debentures, this would represent 17.8% of all shares to be outstanding. Electronetics Corporation would then own 80.9% of the outstanding stock, which stock had an aggregate book value as of June 30, 1967, of \$1,224,668.

SUPERIOR MFG. & INSTRUMENT FILES FOR SECONDARY. Superior Manufacturing & Instrument Corp., 36-07 20th Ave. Long Island City, N. Y. 11105, filed a registration statement (File 2-27745) with the SEC on November 24 seeking registration of 12,000 outstanding shares of common stock. The shares are to be offered for public sale by the present holders thereof at one time or from time to time in the over-the-counter market at prices current at the time of sale (\$15.00 per share maximum*); they were issued by the company upon exercise of certain restricted stock options pursuant to the company's 1959 incentive stock option plan.

The company is engaged in the design, development, manufacture and sale of precision mechanical, electro-mechanical and electronic instrumentation for civilian and military consumption. It also produces components for manufacturers of both civilian and military aerospace, computer, business machines, industrial controls and military electronics equipment. In addition to indebtedness, the company has outstanding 331,230 common shares. Robert Stiefel is president.

LINCOLN T&T PROPOSES RIGHTS OFFERING. The Lincoln Telephone and Telegraph Company, 1440 M St., Lincoln, Nebr. 68508, filed a registration statement (File 2-27746) with the SEC on November 27 seeking registration of \$5,687,100 of convertible subordinated debentures, due 1993. The debentures are to be offered for subscription by stockholders at \$100 per unit on the basis of \$100 of debentures for each 25 shares held of record on December 29, 1967. The interest rate and underwriting terms are to be supplied by amendment. Dean Witter & Co., 33 N. Dearborn St., Chicago, Ill. 60602 is listed as the principal underwriter.

A telephone utility, the company will apply the net proceeds of its debenture sale to the payment of bank loans incurred in connection with the financing of its construction expenditures, and the balance toward such construction expenditures (aggregating \$8,818,578 for the 12 months ended September 30, 1967 and estimated at \$8,815,400 for the 12 months ending September 30, 1968). In addition to indebtedness and preferred stock, the company has outstanding 1,421,787 common shares, of which the Sahara Coal Company, Inc. owns 20.15% and management officials, 25.41%. Frank H. Woods is board chairman and Thomas C. Woods, Jr. is president. Frank H. Woods, individually and as trustee, and the Estate of Thomas C. Woods, deceased (of which estate William I. Aitken, a director and vice president, is executor and Thomas C. Woods, Jr. is a beneficiary), owns a controlling interest in the Sahara Coal Company.

CENTRAL P&L PROPOSES BOND OFFERING. Central Power and Light Company, 120 N. Chaparral St., Corpus Christi, Texas 78403, filed a registration statement (File 2-27749) with the SEC on November 27 seeking registration of \$28,000,000 of first mortgage bonds, Series J, due 1998, to be offered for public sale at competitive bidding.

An electric utility, the company will use the net proceeds of its bond sale to finance a portion of its construction expenditures, including the payment of some \$10,900,000 of short-term borrowings incurred or to be incurred therefor. Construction expenditures for 1968 and 1969 are estimated at \$33,000,000 and \$31,000,000, respectively. In addition to indebtedness, the company has outstanding 4,367,300 common shares. J. L. Bates is board chairman and E. S. Joslin is president.

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's "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 November 2 News Digest.

Amer Alloys Corp Oct 67 (6)	2-12296-2	Nissen Corp Oct 67 (7)	0-2326-2
Amer District Telegraph Co Oct 67 (3)	0-771-2	Northern Chemical Ind Inc Oct 67	
Amer Financial Corp Oct 67 (7)	0-839-2	(8,11,13)	2-11305-2
Amer Pipe & Constr Co Oct 67		Occidental Petroleum Corp Sept 67 (3,7)	1-520-2
(2,4,7,8,13)	0-218-2	Pacific Automation Products Inc Oct 67	
Anadite Inc Sept 67 (2,7,13)	0-181-2	(7)	0-2860-2
Apex Minerals Corp Oct 67 (12)	1-3848-2	Process Plants Corp Oct 67 (12,13)	0-2246-2
Arnold Constable Corp Apr 67 (11,13)	1-1495-2	Recco Inc Nov 67 (11)	2-19174-2
Assoc Inv Secs Inc Sept 67 (12)	0-1468-2	Sage Internatl Inc Oct 67 (2,8)	0-2700-2
BPI Liquidation Inc Oct 67(2,4,8,11,13)	0-2263-2	St Paul Ammonia Products Inc Oct 67	
Oct 67 (11,13)	0-2263-2	(4,6,7,11)	0-1794-2
Bakersfield Hacienda Inc Oct 67 (12)	0-1367-2	San Juan Racing Assoc Inc Nov 67(11,12)	0-1721-2
Bankers Trust Sept 67 (3,13)	0-1610-2	Standard Motels Inc Oct 67 (11,12)	0-819-2
Blue Crown Petroleums Ltd Nov 67(11,12)	1-4493-2	Sundance Oil Co Oct 67 (7)	1-3524-2
Chadbourn Gotham Inc Oct 67 (13)	1-3926-2	Superior Elec Co Oct 67 (8,13)	0-441-2
Electro-Nite Co Nov 67 (12)	0-2729-2	Teledyne Inc Oct 67 (2)	1-5212-2
Empire Life Ins Co Oct 67 (7,9)	2-20749-2	Tyson's Foods Inc Oct 67 (2,7,13)	2-20965-2
Equitable Real Estate Inv Trust Sept 67		University Computing Co Sept 67 (7,13)	0-2170-2
(3,13)	0-1605-2	H R Weissberg Corp Nov 67(2,7,12,13)	0-1086-2
Federal Screw Works Oct 67 (7,11)	0-1837-2	O'Sullivan Rubber Corp	
Fidelity Real Estate Invt Tr Sept 67		Amend #1 to 8K for Apr 67 (7,8)	1-4438-2
(3,13)	0-1929-2	Columbia Broadcasting System Inc	
First Equity Corp Sept 67 (12)	0-2455-2	Amend #1 to 8K for Aug 67 (13)	1-2931-2
The Flexible Co Oct 67 (11,12)	0-1828-2		
Guaranty Financial Corp Oct 67 (2,3,13)	0-1539-2	Amer Music Stores Inc Aug 67 (12)	0-2019-2
Gulf Amer Corp Oct 67 (3,12,13)	1-4470-2	Chock Full O'Nuts Corp Nov 67 (11)	1-4183-2
Hydromatics Inc Oct 67 (2,7,9,12)	1-4397-2	Lundenheimer Co Oct 67 (3)	0-342-2
Income Properties Inc Oct 67(2,7,8,13)	0-278-2	Medical Inv Corp Oct 67 (2,13)	0-1467-2
Investors Equity Corp Sept 67 (12)	0-1542-2	Mercury Chemical Corp Oct 67 (7,8)	2-24062-2
Koss Electronics Inc Dec 66 (2,13)	2-15650-2	Technical Tape Inc Oct 67 (7)	1-1488-2
Aug 67 (11,13)	2-15650-2	Union Inv Co Oct 67 (7,13)	1-2529-2
Las Vegas Hacienda Inc Oct 67 (12)	0-1625-2	Disc Inc	
Horace Mann Life Ins Co Oct 67 (7)	2-21057-2	Amend #1 to 8K for Aug 67 (6)	0-1466-2
Geo J Meyer Mfg Co Oct 67 (11,13)	0-1847-2	John Sexton & Co	
Mitsui Busson Kabushiki Kaisha Sept 67		Amend #1 to 8K for Oct 67 (11)	0-1804-2
(6K)	2-21087-2		

SECURITIES ACT REGISTRATIONS. Effective November 27: DPA, Inc., 2-27462 (40 days); Explorer Fund, Inc., 2-27203; Lone Star Life Insurance Co., 2-26272 (Jan 6); Belden & Blake & Co. Ltd., Partnership No. 4A, 2-27678; The English Electric Co. Ltd., 2-27704; Oakite Products, Inc., 2-27560; Stelma, Inc., 2-27611 (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.