

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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HOLDING COMPANY ACT RELEASES

CENTRAL AND SOUTH WEST SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16756) giving interested persons until July 6 to request a hearing upon an application of Central Power and Light Company ("Power and Light"), Public Service Company of Oklahoma ("Public Service"), Southwestern Electric Power Company ("Southwestern") and CSR Services, Inc. ("CSR"), four subsidiaries of Central and South West Corporation ("Central"), Wilmington, Del., to issue and sell the parent common stock at par value as follows: Power and Light 588,235 shares at \$17 per share, Public Service 1,250,000 shares at \$12 per share, Southwestern 714,285 shares at \$14 per share and CSR 5,000 shares at \$10 per share. The first three named subsidiaries will use the proceeds of their stock sale to finance a portion of the cost of their construction programs and to pay all or part of short-term loans made by the three subsidiaries for that purpose. Construction expenditures of these subsidiaries for 1970 are estimated at \$34,000,000, \$16,000,000 and \$18,000,000, respectively. The filing states that the proposed sale of common stock by CSR is necessary because of the projected growth in the services performed by CSR for system companies.

MISSISSIPPI POWER SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16757) giving interested persons until July 16 to request a hearing upon an application of Mississippi Power and Light Company, Jackson subsidiary of Middle South Utilities, Inc., to issue and sell \$17,500,000 of first mortgage bonds, due 2000, and 75,000 shares of cumulative preferred stock (\$100 par), at competitive bidding. The company will apply the net proceeds of its offering to payment of short-term bank loans made for the purpose of temporarily financing its 1970 construction program (and estimated to be \$12,000,000 at the time of the offering), and the balance to its 1970 construction program, estimated at \$49,871,000, and for other corporate purposes.

INVESTMENT COMPANY ACT RELEASES

STERLING FUND RECEIVES ORDER. The SEC has issued an order under the Investment Company Act (Release IC-6080) declaring that Sterling Investment Fund, Inc., Charlotte, N. C., has ceased to be an investment company.

VIRGINIA CAPITAL CORP. WITHDRAWS APPLICATION. The SEC has issued an order under the Investment Company Act (Release IC-6081) permitting Virginia Capital Corporation, Pandick Press, Inc., and Arthur S. Brinkley, Jr., Robert H. Pratt, Eugene B. Sydnor, Jr. and H. Dunlop Dawbarn, each of whom is a director of Virginia Capital, to withdraw their application for an order permitting Virginia Capital to sell 33,000 outstanding shares of common stock of Pandick and the named directors to sell an aggregate of 22,200 outstanding shares of Pandick at the same time that Pandick itself sells 100,000 shares and certain other registered investment companies, affiliates of Pandick, sell outstanding shares of Pandick owned by them. Applicants requested the application be withdrawn because the underwriter has determined not to go forward with the public offering of the stock of Pandick.

SECURITIES ACT REGISTRATIONS

BELDEN & BLAKE PROPOSES OFFERING. Belden & Blake and Company Limited Partnership No. 41, 702 Tuscarawas St., West, Canton, Ohio 44702, filed a registration statement (File 2-37671) with the SEC on June 16 seeking registration of \$250,000 of partnership units, to be offered for public sale at \$2500 units. The Partnership was formed to acquire oil and gas well locations together with the supporting leases and to drill oil and gas wells. Henry S. Belden III and Glenn A. Blake are general partners.

PACIFIC EQUITY FUND PROPOSES OFFERING. Pacific Equity Fund, Inc., 523 West Sixth St., Los Angeles, Calif. 90014, filed a registration statement (File 2-37672) with the SEC on June 17 seeking registration of 1,000,000 shares of common stock, to be offered for public sale at net asset value (\$8.55 per share maximum*) plus a sales charge of 8% on purchases of less than \$10,000. The Fund is a mutual fund intended for investors seeking capital growth. Pacific Equity Management Company, a wholly-owned subsidiary of Pacific Mutual Life Insurance Company ("Insurance Company"), is investment adviser. Walter B. Gerken is president of the Fund and vice president of Insurance Company.

TECTON MANAGEMENT TO SELL STOCK. Tecton Management Corporation, Teatown Road, Croton-On-Hudson, N. Y. 10520, filed a registration statement (File 2-37673) with the SEC on June 17 seeking registration of 300,000 shares of common stock, to be offered for public sale at \$8 per share. The offering is to be made on a "best efforts, all or none" basis by North American Planning Corporation, 230 Park Ave., New York, which will receive an 80¢ per share selling commission plus up to \$120,000 for expenses. The company has agreed to

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issue the underwriter at no cost six-year warrants to purchase up to 30,000 shares, exercisable after one year at \$8.80 per share. In January 1970, Steven Nachman and William Norton, each of whom is affiliated with registered broker-dealers, purchased 10,000 and 4,000 shares, respectively, at \$2.50 per share.

The company was organized in January to engage in management consulting activities and development financing activities. Of the net proceeds of its stock sale, \$315,000 will be used to pay the salaries of the company's officers and employees, \$80,000 will be used by a subsidiary to lease equipment, obtain services and promote its investment advisory activities and \$465,000 will be used in connection with development financing activities; the balance will be added to the company's general funds and used for general corporate purposes. The company has outstanding 380,000 common shares (with a 16¢ per share book value), of which Robert H. Wein, president, and Franklin G. Lehmeier, executive vice president, own 47.37% each. Purchasers of the shares being registered will acquire a 44% stock interest in the company for their investment of \$2,400,000*; present shareholders will then own 56% for which they paid \$60,000 or \$.159 per share.

MGF. 70-A PROPOSES OFFERING. MGF. 70-A, Ltd. (the "Partnership"), 1126 Vaughn Bldg., Midland, Tex. 79701, filed a registration statement (File 2-37675) with the SEC on June 17 seeking registration of \$2,000,000 of limited partnership interests, to be offered for public sale at \$5,000 per unit. No underwriting is involved; selected NASD members will receive a selling commission to be paid by the general partner. The Partnership was organized to engage in the discovery and development of oil and gas accumulations through exploratory and development drilling. Major, Giebel & Forster (a partnership composed of R. O. Major, A. F. Giebel and Fred Forster, Jr.) and MGF Oil Corporation are the general partners. R. O. Major is president of MGF Oil.

PUBLIC LOAN TO SELL STOCK. Public Loan Co., 5882 West Fort St., Detroit, Mich. 48209, filed a registration statement (File 2-37676) with the SEC on June 17 seeking registration of 187,500 shares of common stock, to be offered for public sale on a best efforts basis through Jen Securities, Inc., 26635 Woodward Ave., Huntington Woods, Mich. 48070, which will receive a 40¢ per share selling commission. The company has agreed to sell the underwriter, for \$100, five-year warrants to purchase 10,000 shares, exercisable after one year at prices ranging from 107% to 128% of the offering price.

The company is engaged in making consumer loans to individuals and in financing (purchasing) installment sales contracts originating with dealers in household furnishings and appliances. Of the net proceeds of its stock sale, \$200,000 will be used to reduce short-term borrowings incurred in connection with its financing operations and the balance will be added to its general funds for use in financing operations and for possible acquisitions. In addition to indebtedness, the company has outstanding 375,000 common shares, of which Warren D. Greenstone, president, owns 77.9%.

PIONEER-STANDARD ELECTRONICS FILES FOR OFFERING AND SECONDARY. Pioneer-Standard Electronics, Inc., 5403 Prospect Ave., Cleveland, Ohio 44130, filed a registration statement (File 2-37677) with the SEC on June 17 seeking registration of 235,000 shares of common stock, of which 80,000 are to be offered for public sale by the company and 155,000 (being outstanding shares) by the holders thereof. The offering is to be made through underwriters headed by Ball, Burge & Kraus, 1414 Union Commerce Bldg., Cleveland, Ohio 44115; the offering price (\$14 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to sell the Ball firm, for \$100, a five-year warrant to purchase 10,000 shares.

The company is engaged principally in distributing more than 100,000 different electronic parts and components produced by more than 200 manufacturers to other manufacturers, dealers and other customers. Net proceeds of its sale of additional stock will be invested in short-term debt obligations until they are actually expended for the purchase or construction of a building to replace the company's presently leased Cleveland facility. The lease for such facility expires in May 1971. If a suitable building is not purchased or a suitable site and contract for construction not obtained, the proceeds will be used to purchase additional inventories and carry increased accounts receivable. The company has outstanding 385,216 common shares, of which Herbert J. Farr, Jr., chairman of the executive committee, owns 27.80%, Lyndon Francis, vice chairman, 16.91%, and John G. Hain, vice president, 10.23%. Hyde E. Ruble is board chairman and Preston B. Heller, Jr., president. Farr proposes to sell 50,000 of 107,099 shares held, Francis 31,250 of 65,125, Hain 33,750 of 39,412, Ruble 15,000 of 34,424 and four others the remaining shares being registered.

SECURITIES ACT REGISTRATIONS. Effective June 17: Ameron, Inc., 2-37120; Control Data Corp., 2-37042 (40 days); Glen Gery Corp., 2-37595; Master Oil & Gas Fund Inc., 2-36048; Municipal Investment Trust Fund, Series X, 2-37301; Neuro-Physchiatric & Health Services Inc., 2-35139 (Sep 14); Public Service Electric and Gas Co., 2-37516; Pullman Transport Leasing Co., 2-37481 (Sep 17); Siliconix Inc., 2-37311; St. Joseph Light & Power Co., 2-37470 (40 days); USLife Holding Corp., 2-37434; VCA Corp., 2-36437; Washington Natural Gas Co., 2-37382 (Jul 27); Welcome Aboard Vacation Centers, Inc., 2-37050 (Sep 14).

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.