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May 30, 1979

U.S. SECURITIES AND EXCHANGE COMMISSION

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.

OPEN MEETING - TUESDAY, JUNE 5, 1979 - 10:00 A.M.

The subject matter of the June 5 open meeting will be:

(1) Oral presentation by the Institute for Public Representation, a public interest group affiliated with Georgetown University, on its petitions to: (a) amend the Commission's Rules of Practice to set forth the responsibilities of lawyers to report fraud or other violations of the law by corporate clients or others to the Commission, to management and to the board of directors; and (b) amend the Commission's disclosure forms to require disclosure of information concerning (1) the obligations of corporate attorneys to report violations of law to the board of directors, (2) agreements between corporations and outside counsel and (3) resignations or dismissals of corporate counsel. FOR FURTHER INFORMATION CONTACT Frederic Townsend at (202) 376-3561.

(2) Consideration of whether to establish and publish a formal policy to govern its reaction when defendants, who settle Commission enforcement proceedings without admitting or denying the violations alleged, later make public statements denying that their conduct had been improper. FOR FURTHER INFORMATION CONTACT James R. Ferrand at (202) 755-1144.

(3) Consideration of a request for a waiver of certain provisions of the Commission's Conduct Regulation (relating to outside practice) in connection with the temporary employment of Richard I. Weingarten, Esquire, on matters relating to the Special Study of the Options Market. FOR FURTHER INFORMATION CONTACT Myrna Siegel at (202) 376-3561.

(4) Consideration of whether to grant an exemption to Broadscope Securities, Inc., a registered broker-dealer, from the requirements of Securities Exchange Act Rule 15b10-9 to permit it to participate in the distribution of equity securities issued by its parent corporation, Broadscope, Inc. FOR FURTHER INFORMATION CONTACT Susan Davis at (202) 755-7610.

(5) Consideration of whether to authorize publication of a release requesting public comments on proposed staff guidelines for disclosure in registration statements and reports filed by electric and gas utility companies. FOR FURTHER INFORMATION CONTACT William H. Carter at (202) 376-8090.

(6) Consideration of whether to adopt rules that would provide a safe harbor from the applicable liability provisions of the federal securities laws for statements of projections or other items of forward looking information unless such statements were prepared without a reasonable basis or disclosed other than in good faith. The Commission also will consider whether to withdraw the reference in note (a) to Rule 14a-9 to prediction of dividends as an example of a possibly misleading statement. FOR FURTHER INFORMATION CONTACT Steven J. Paggioli at (202) 376-8090.

CLOSED MEETING - TUESDAY, JUNE 5, 1979 - IMMEDIATELY FOLLOWING THE OPEN MEETING

The subject matter of the June 5 closed meeting will be: Regulatory matter bearing enforcement implications; Institution and settlement of administrative proceedings of an enforcement nature; Regulatory matter involving litigation.

OPEN MEETING - WEDNESDAY, JUNE 6, 1979 - 2:30 P.M.

The subject matter of the June 6 open meeting will be:

Oral argument on an application for review by Cook & Co., Inc., L. Howard Cook, and Edmund C. H. Hyun of adverse decisions by the National Association of Securities Dealers, Inc. FOR FURTHER INFORMATION CONTACT R. Moshe Simon at (202) 755-1530.

CLOSED MEETING - WEDNESDAY, JUNE 6, 1979 - 10:00 A.M.

The subject matter of the June 6 closed meeting will be: Other litigation matters; Access to investigative files by Federal, State, or Self-Regulatory authorities; Settlement of injunctive action; Chapter X proceeding; Litigation matter; Formal orders of investigation; Subpoena enforcement action; Institution and settlement of administrative proceedings of an enforcement nature; Institution of injunctive action; Personnel matter; Personnel security matters; Administrative proceedings of an enforcement nature.

CLOSED MEETING - WEDNESDAY, JUNE 6, 1979 - IMMEDIATELY FOLLOWING THE OPEN MEETING

The subject matter of the June 6, 2:30 closed meeting will be: Post oral argument discussions.

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

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGES

The following stock exchanges have filed proposed rule changes pursuant to Rule 19b-4: The Midwest Stock Exchange, Inc. (SR-MSE-79-12) to amend MSE Article XLII, Rule 1, to provide that the MSE may complete one trading rotation in any class of option contracts, even though completion of the rotation would result in the effecting of transactions on the exchange after the normal 3:10 p.m. Chicago time closing hour, if: (1) the rotation is initiated due to the declaration of a "fast market" pursuant to MSE Article XLII, Rule 3, and (2) notice of the rotation is publicly disseminated prior to its initiation and not later than 3:00 p.m. Chicago time. (Rel. 34-15877) and The Philadelphia Stock Exchange, Inc. (SR-PHLX-79-6) to amend PHLX Rule 101 to provide that the PHLX may complete one trading rotation in any class of options contracts, even though completion of the rotation would result in the effecting of transactions on the exchange after the normal 4:10 p.m. New York time closing hour, if: (1) the rotation is initiated due to unusual market conditions pursuant to PHLX Rule 1046, and is authorized by two floor officials; and (2) notice of the rotation is publicly disseminated no later than the commencement of the rotation or 4:00 p.m. New York time, whichever is earlier. (Rel. 34-15878)

Publication of the above proposals are expected to be made in the Federal Register during the week of May 28.

MISCELLANEOUS

ROGERS & WELLS

An order has been issued pursuant to Section 3(a)(2) of the Securities Act of 1933 exempting from the provisions of Section 5 of the Act interests or participations issued in connection with the Profit-Sharing Plan of Rogers & Wells, a New York law firm. (Rel. 33-6073)

ORDERS GRANTING APPLICATIONS PURSUANT TO
SECTION 12(h) OF THE EXCHANGE ACT

Orders have been issued granting the applications of the following companies, pursuant to Section 12(h) of the Securities Exchange Act of 1934, for an order exempting the company from the reporting requirements of Sections 13 and 15(d) of the Act:

Hanes Corp. - None of Hanes's securities are held publicly. (Rel. 34-15866)

P. R. Mallory & Co. Inc. - It appeared to the Commission that no significant benefit will accrue to either investors or the public if the company were required to file the subject reports. (Rel. 34-15862)

D. L. Saslow & Co., Inc. - The company has become an indirect wholly-owned subsidiary of Thomas Tilling Limited, an English corporation. (Rel. 34-15863)

Yunker Brothers, Inc. - As a result of a merger, the company has ceased to exist and no longer has any shareholders. (Rel. 34-15864)

Werner Continental Inc. - None of the company's securities are held publicly. (Rel. 34-15865)

It appeared to the Commission that granting the above exemptions is not inconsistent with the public interest or the protection of investors.

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SFC 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-14) THE ROVAC CORPORATION, 100 Rovac Pkwy., Rockledge, Fla. 32955 (305) 631-0300 - 71,360 shares of common stock. (File 2-64591 - May 25)

(S-1) COMPUTER DEVICES, INC., 25 North Ave., Burlington, Mass. 01803 - 800,000 shares of common stock. Underwriter: Moseley, Hallgarten, Estabrook & Weeden Inc. The company is engaged in the design, manufacture and sale or rental of portable and desk-top printing computer terminals. (File 2-64592 - May 25)

(S-8) CABOT CORPORATION, 125 High St., Boston, Mass. 02110 - \$10 million of participations. (File 2-64593 - May 25)

In a separate statement the company seeks registration of 136,519 shares of common stock. (File 2-64594 - May 25)

(S-8) HEATH TECNA CORPORATION, 10800 Northeast Eighth St., Bellevue, Wash. 98004 (206) 453-9400 - 65,000 shares of common stock. (File 2-64595 - May 25)

(S-8) NORTH AMERICAN BIOLOGICALS, INC., 16500 N.W. 15th Ave., Miami, Fla. 33169 (305) 625-5303 - 350,000 shares of common stock. (File 2-64596 - May 25)

(S-7) PRECISION CASTPARTS CORP., 4600 S.E. Harney Dr., Portland, Ore. 97206 (503) 777-3881 - 440,000 shares of common stock. Underwriters: Blyth Eastman Dillon & Co. Inc. and Foster & Marshall Inc. The company manufactures structural investment castings. (File 2-64597 - May 25)

(S-1) PRINTRONIX, INC., 17421 Derian Ave., Irvine, Cal. 92714 (714) 549-8272 - 793,900 shares of common stock. Underwriter: Robertson, Colman, Stephens & Woodman. The company designs, manufactures and markets medium-speed line printers. (File 2-64598 - May 25)

(S-8) FINNIGAN CORPORATION, 845 West Maude Ave., Sunnyvale, Cal. 94086 (408) 732-0940 - 160,000 shares of common stock. The company is engaged in developing, manufacturing and marketing spectrometer systems and related analytical instruments. (File 2-64599 - May 25)

(S-8) NOBLE AFFILIATES, INC., 330 Neustadt Plaza, Ardmore, Okla. 73401 (405) 226-1900 - 720,000 shares of common stock. (File 2-64600 - May 25)

- (S-8) VALTEC CORPORATION, 99 Hartwell St., West Boylston, Mass. 01583 (617) 835-6082 - 50,000 shares of common stock. The company is engaged in manufacturing optical fibers for computer, medical and industrial use. (File 2-64601 - May 25)
- (S-16) SOUTH CAROLINA ELECTRIC & GAS COMPANY, 328 Main St., Columbia, S.C. 29218 - \$50 million of first and refunding mortgage bonds, due June 1, 2009. Underwriter: Kidder, Peabody & Co. Inc. The company is an electric and gas utility. (File 2-64602 - May 25)
- (S-7) PUBLIC SERVICE ELECTRIC AND GAS COMPANY, 80 Park Pl., Newark, N.J. 07101 (201) 430-7000 - \$100 million of first and refunding mortgage bonds, Series K, due 2009. The company provides electric and gas services. (File 2-64603 - May 25)
- (S-8) MCDONALD'S CORPORATION, One McDonald's Plaza, Oak Brook, Ill. 60521 (312) 887-3482 - 750,000 shares of common stock. (File 2-64604 - May 25)
- (S-8) THE SIPPICAN CORPORATION, Barnabas Rd., Marion, Mass. 02738 (617) 367-7500 - 148,000 shares of common stock. (File 2-64605 - May 24)
- (S-6) TAX EXEMPT SECURITIES TRUST, SERIES 27, 14 Wall St., New York, N.Y. 10005 - 15,000 units. Depositors: Loeb Rhoades, Hornblower & Co., 14 Wall St., New York, N.Y. 10005, Smith Barney, Harris Upham & Co., Inc., Blyth Eastman Dillon & Co., Inc., Drexel Burnham Lambert Inc. (File 2-64606 - May 25)
- (S-8) TEXAS GAS TRANSMISSION CORPORATION, P.O. Box 1160, Owensboro, Ky. 42301 (502) 926-8686 - \$2,600,000 of participations and 65,823 shares of common stock. (File 2-64607 - May 27)
- (S-1) APACHE OIL AND GAS PROGRAM 1979-IV, Foshay Tower, Minneapolis, Minn. 55402 - 1,000 preformation partnership units. (File 2-64608 - May 25)
- (S-7) THE TOLEDO EDISON COMPANY, 300 Madison Ave., Toledo, Ohio 43652 (419) 259-5000 - 2,000,000 shares of common stock. Underwriters: The First Boston Corporation and Merrill Lynch White Weld Capital Markets Group. The company is engaged in the generation, transmission, distribution and sale of electric energy. (File 2-64609 - May 25)
- (S-16) PFIZER INC., 235 East 42nd St., New York, N.Y. 10017 (212) 573-2323 - 1,144,606 shares of common stock. (File 2-64610 - May 25)
- (S-16) BACHE GROUP INC., 100 Gold St., New York, N.Y. 10038 (212) 791-1000 - 171,937 shares of common stock. The company is engaged in financial activities encompassing securities brokerage, trading, underwriting and distribution, investment advice and portfolio management. (File 2-64611 - May 25)
- (S-14) NATIONAL CENTRAL FINANCIAL CORPORATION, 100 North Queen St., Lancaster, Pa. 17604 (717) 291-3311 - 369,352 shares of common stock. (File 2-64612 - May 25)
- (S-8) HART SCHAFFNER & MARX, 36 South Franklin, Chicago, Ill. 60606 (312) 372-6300 - \$5 million of participations. (File 2-64613 - May 25)

REGISTRATIONS EFFECTIVE

May 14: Aetna Life and Casualty Co., 2-64094.

May 18: American Express Co., 2-64285; Bio-Rad Laboratories, Inc., 2-64120; The Bureau of National Affairs, 2-64249; Eaton Corp., 2-63500; Flightsafety International, 2-64110; The Gorman-Rupp Co., 2-64250; Merck & Co., Inc., 2-64314; Northwest Bancorporation, 2-64458; Owens-Illinois, Inc., 2-64392; South Carolina National Corp., 2-64072; Western Trio Cattle Co., 2-63896.

May 21: Chrysler Corp., 2-64361; Cluett, Peabody & Co., Inc., 2-64315; Consolidated Oil & Gas, Inc., 2-62388; The Lubrizol Corp., 2-64279; Mid-Continent Bancshares Inc., 2-63955; NCR Corp., 2-64517; Rorer Group Inc., 2-64493; UMC Industries, Inc., 2-64056; The Williams Companies, 2-64372.

May 22: Barnes Engineering Co., 2-63967; HMW Industries, Inc., 2-62256; Massachusetts Tax Exempt Unit Trust, Series 9, 2-64305; The Municipal Investment Trust Fund, First Short-Term Series, 2-64322; Petx Petroleum Corp., 2-63884 (90 days); Prime Computer, Inc., 2-64357; Southwest Bancshares, Inc., 2-63225.

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.

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 13-G) may in lieu of filing a Schedule 13D file a Form 13-G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13D's during the period May 16-21, 1979. 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>
* Investors Fidelity Marketing Programs, Inc. Kenneth E. McCombs Duane A. Ferris, et al	Investors Fidelity Life Assurance Corp. (Columbus, OH) Class A Common Stock - 220,674 shs. (36.8%)	5-16-79
Marvin H. Peck	Pengo Industries, Inc. (Fort Worth, TX) Common Stock - 179,783 shs.	5-16-79
* Johncamp Realty, Inc. (Wholly - Owned by Campeau Corp. (Canada))	Prudent Real Estate Trust (NYC) Shares of Beneficial Interest - 2,533,287 (75.7%)	5-16-79
* Value City, Inc.	Strauss Stores Corp. (Maspeth, NY) Common Stock - 1,074,737 shs.	5-16-79
* Bechtel Wells Corp. (Wholly - Owned subsidiary of Bechtel Corp.)	Welltech, Inc. (Houston, TX) Class A Common Stock - 2,791,806 shs. (95.9%)	5-16-79
Aetna Life & Casualty Co.	American Re-Insurance Co. (NYC) Capital Stock - 5,076,456 shs. (92.46%) (Above shares were acquired pursuant to the Tender Offer)	5-17-79
* Roth Corporation	Baker Brothers, Inc. (Jacksonville, FL) Common Stock - 189,200 shs.	5-17-79
* Pennsylvania Engineering Corp. Security Management Corp. Victor Posner	Bliss & Laughlin Industries Inc. (Oak Brook, IL) Common Stock - 403,976 shs.	5-17-79
* American Cytology Services Corp.	HSC Services, Inc. (Denver, CO) Common Stock - 1,644,900 shs. (82.2%)	5-17-79
* Walco National Corp.	Leesona Corp. (Warwick, RI) Common Stock - 234,000 shs. (13.07%)	5-17-79
MPL Communications Ltd. (U.K.)	Mills Music Trust (NYC) Shares of Beneficial Interest - 75,455 (27.17%) (Above shares will be acquired pursuant to a purchase agreement)	5-17-79
Goldman, Sacks & Co.	On - Line Systems, Inc. (Pittsburgh, PA) Common Stock - 67,400 shs.	5-17-79
* Ash Grove Cement Co.	Oregon Portland Cement Co. (Portland, OR) Common Stock - 190,075 shs. (20.36%)	5-17-79
* William I. Thomas	Pathcom, Inc. (Harbor City, CA) Common Stock - 6,879,992 shs. (48.3%)	5-17-79
Ian M. Cumming Joseph S. Steinberg	Talcott National Corp. (NYC) Common Stock - 1,600,000 shs. (53.1%)	5-17-79
* Soci�ete des Tuyaux Bonna (France)	Ameron, Inc. (Monterey Park, CA) Common Stock - 197,766 shs.	5-18-79

ACQUISITION REPORTS CONT.

H.K. Porter Co., Inc.	Buffalo Forge Co. (Buffalo, NY) Common Stock - 69,200 shs.	5-18-79
* Orion Capital Corp. Bankers National Life Insurance Co. Security Insurance Co. of Hartford	Chase Convertible Fund of Boston, Inc. (Boston, MA) Common Stock - 364,600 shs.	5-18-79
* Cohen - Hatfield Industries, Inc.	Intext, Inc. (Scranton, PA) Common Stock - 340,768 shs. (23.3%)	5-18-79
Burton I. Koffman Richard E. Koffman Thrift Credit Corp. Public Loan Corp.	Ireland's Restaurants, Inc. (Nashville, TN) Common Stock - 209,600 shs. (12.8%)	5-18-79
* Cameron Baird Foundation Bridget B. Baird, Individually and Trustee Brent D. Baird, Individually & Trustee Eastover Corp., et al	Northwestern Financial Investors (Charlotte, NC) Shares of Beneficial Interest - 208,200 shs. (13.79%)	5-18-79
Bruce Leader	Petrox Industries Inc. (NYC) Common Stock - 37,039 shs. (11%)	5-18-79
Sheila Leader	Petrox Industries Inc. (NYC) Common Stock - 7,356 shs.	5-18-79
* St. Francis Investment Co. Frederick Crocker Whitman Charles Randolph Bureker Lloyd Herman Skjerdal	Thriftmart, Inc. (Los Angeles, CA) Class A 5% Cumulative Stock - 72,200 shs.	5-18-79
* Tele - Communications, Inc.	Athena Communications Corp. (Englewood, CA) Common Stock - 2,355,574 shs. (66.8%)	5-21-79
* Orton/McCullough Crane Co. Inc.	Athey Products Corp. (Raleigh, NC) Common Stock - 157,559 shs. (29.92%)	5-21-79
Leo Model	Blue Ridge Real Estate Co. Big Boulder Corp. (Blakeslee, PA) Capital Stock - 290,446 shs. (13.7%)	5-21-79
Louis A. Mitchell First Financial Group, Inc.	Cleveland Professional Basketball Co. (Richfield, OH) Common Stock - 76,704 shs.	5-21-79
* Sun Life Insurance Co. of America Sun Life Group, Inc. (Wholly - Owned subsidiary of Kaufman & Broad, Inc.)	Monumental Corp. (Baltimore, MD) Common Stock - 927,885 shs. (16.76%)	5-21-79
Richard Lloyd Burns	Nucorp, Inc. (Columbus, OH) Common Stock - 107,900 shs. Common Stock -2,484,000 shs. (32.5%) on conversion of Notes	5-21-79

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 18 - 24, 1979. *Amended Tender Offers.

<u>OFFER TO PURCHASE BY:</u>	<u>ISSUER & NUMBER OF SHARES TO BE PURCHASED</u>	<u>DATE FILED</u>
Heldor Associates Inc.	Major Pool Equipment Corp. (Clifton, NJ) Common Stock - 420,000 shares (62.5%) for cash at \$1.50 net per share	5-18-79

ACQUISITION REPORTS CONT.

Gelco Corporation	Interway Corp. (NYC) Common Stock - 2,040,000 shares for cash at \$40.00 net per share	5-22-79
World Service Life Insurance Company (Wholly-owned subsidiary of Western Preferred Corp.)	Tidelands Capital Corp. (Dallas, TX) Common Stock - 1,000,000 shares for cash at \$1.00 net per share (Western Preferred presently owns 3,556,504 shares of Common Stock (36.8%.))	5-24-79

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