

sec news digest

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ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND
EXCHANGE COMMISSION

FRANK J. BAUER SANCTIONED

The Commission announced today that it issued an Order instituting an administrative proceeding under Section 15(b) of the Securities Exchange Act of 1934 against Frank Joseph Bauer of Prudential Bache, Inc. (Bache), a registered broker-dealer. Bauer presented an Offer of Settlement to the Commission in which he consented, without admitting or denying any fact, finding, or statement in the Commission's papers, to the Order Instituting Proceedings, through which the Commission found that Bauer wilfully violated Section 17(a) of the Securities Act of 1933 and ordered that he be suspended from association with any broker dealer, investment advisor or investment company for 45 days from the date of the Order.

In the Order for Proceedings against Bauer, the Commission found that he wilfully violated the antifraud provisions of the Securities Act by selling short 40,000 shares of Braniff stock for his wife's account, on May 12, 1982, the day before Braniff filed for bankruptcy. The Commission found that Bauer effected the short sales after conversations with a Braniff consultant. As a result of what the consultant told him, Bauer knew that the consultant had material, non-public adverse information concerning Braniff's financial difficulties, continued viability, and financial plans. Bauer agreed to disgorge \$55,574.75 in profits received account from the short sale and subsequent covering purchases in his wife's account. (Rel. 34-20099)

DONALD F. KREGER AND DONALD F. KREGER d/b/a KREGER CAPITAL MANAGEMENT CITED

Public administrative proceedings have been instituted under the Investment Advisers Act of 1940 against Donald F. Kreger (Kreger) and Donald F. Kreger, doing business as Kreger Capital Management of Olympia Fields, Illinois, a registered investment adviser.

The Order for Proceedings alleges that, beginning in 1979, Kreger violated the anti-fraud provisions of the Advisers Act by making untrue statements of material facts concerning the nature of his relationship with a promoter of real estate ventures, and the remuneration he received from the promoter. The Order further alleges that Kreger induced his advisory clients to invest in these ventures by using offering materials which contained misrepresentations or which omitted material facts.

A hearing will be scheduled to take evidence on the allegations against the respondents and to afford them an opportunity to present any defenses that they may have. The purpose of the hearing is to determine whether or not the allegations against the respondents are true, and if so, to decide what, if any, remedial action is necessary in the public interest. (Rel. IA-872)

CIVIL PROCEEDINGS

JOHN C. MAURER ENJOINED

The Commission announced today that the U.S. District Court for the District of Columbia has entered a Final Judgment of Permanent Injunction against John C. Maurer of Houston, Texas, restraining and enjoining him from violation of Section 17(a) of the Securities Act of 1933. Maurer consented to the entry of the injunction without admitting or denying the allegations of the Commission's complaint which was also filed today.

* The News Digest dated August 17, 1983 had an incorrect Issue Number. The correct Issue Number is 83-159, not 83-158.

The Commission's complaint alleged that Maurer violated the antifraud provisions of the Securities Act by selling short 20,000 shares of the common stock of Braniff International Corporation on May 12, 1982, the day before Braniff filed for bankruptcy, while in possession of material non-public information concerning the shut-down of Braniff's operations and its attendant legal consequences. The complaint alleges that Maurer received this information by virtue of his position as a management consultant to Braniff. Maurer was ordered to disgorge \$28,547.23 in profits from his short sale and subsequent covering purchases. (SEC v. John C. Maurer, U.S.D.C. D.C., Civil Action No. 83-2412). (LR-10098)

CIVIL ACTION FILED RE RONSON CORP.

The Commission announced on August 15 the filing of a civil action for an order directing compliance with the Commission's order In the Matter of Ronson Corp. [Rel. 34-19212 dated November 4, 1982] in the U.S. District Court for the District of New Jersey against Ronson Corporation located in Bridgewater, New Jersey, alleging violations of the above-cited Commission order by failing to comply with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and certain rules and regulations.

The Commission issued an Order Instituting Proceedings under Section 15(c)(4) of the Exchange Act and Findings, Opinion and Order In the Matter of Ronson Corporation ordering, among other things, that Ronson comply with the reporting requirements of Section 13(a) of the Exchange Act and certain rules and regulations. Since November 17, 1982 Ronson has been in violation of that Commission Order, in that it has failed to comply in material respects with the reporting requirements of Section 13(a) by filing annual and periodic reports with the Commission which were materially misleading with respect to aspects of Management's Discussion and Analysis and Business Description in such reports and which failed to contain certain information required to be contained therein. In particular, Ronson failed to state that its largest customer had shut down its operations which require purchases of mischmetal from Ronson, had suspended all such purchases from Ronson since August 17, 1982 and was unlikely to resume such purchases prior to periods subsequent to the respective filings. In addition, these filings do not disclose the impact of technological changes at the customer which, when it resumes purchases, are likely to lead to reduction of 30 percent to 50 percent in the levels of purchases of mischmetal from Ronson by the customer, absent other factors, for an indefinite period.

Without admitting or denying the allegations in the Commission's complaint, Ronson consented to the entry of an Order Directing Compliance with the Order of the Commission. (SEC v. Ronson Corporation, U.S.D.C. D.N.J., Civil Action No. 83-3030). (LR-10093)

SELF-REGULATORY ORGANIZATIONS

ORDER PARTIALLY APPROVING PROPOSED RULE CHANGE

The Commission has partially approved a proposed rule change filed by the American Stock Exchange, Inc. (SR-Amex-82-22) to modify its rules to accommodate the listing and trading of standardized put and call option contracts on "narrow-based" stock indices. In addition, the Commission approved options on two such indices, subject to certain conditions including a two-week waiting period prior to commencement of trading in these two products. (Rel. 34-20075)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC 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; File number and date filed; Assigned Branch; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-18) SPORTS INFORMATION DATA BASE, INC., 1221 Avenue of the Americas, Suite 1441, New York, NY 10020 (212) 840-0622 - 825,500 shares of common stock. Underwriter: Tripp & Co., Inc., 40 Rector St., New York, NY 10006 (212) 608-4710 or (800) 232-1013. The company markets a sports information data base. (File 2-85816-NY - Aug. 11) (Br. 10 - New Issue)

- (S-8) GEARHART INDUSTRIES, INC., 1100 Everman Rd., P.O. Box 1936, Fort Worth, TX 76101 (817) 293-1300 - 500,000 shares of common stock. (File 2-85866 - Aug. 15) (Br. 3)
- (S-8) KELLY SERVICES, INC., 999 West Big Beaver Rd., Troy, MI 48084 (313) 362-4444 - 300,000 shares of common stock. (File 2-85867 - Aug. 15) (Br. 6)
- (S-1) CHEMFIIX TECHNOLOGIES, INC., 1675 Airline Highway, Kenner, LA 70062 (504) 467-2800 - 750,000 units. Underwriter: Muller and Company, Inc., 111 Broadway, New York, NY 10006. The company is engaged in the treatment of liquid and semiliquid hazardous and nonhazardous wastes. (File 2-85868 - Aug. 15) (Br. 8)
- (S-6) MUNICIPAL INVESTMENT TRUST FUND, THIRTY-NINTH INTERMEDIATE TERM SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Prudential-Bache Securities Inc. and Shearson/American Express Inc. (File 2-85869 - Aug. 15) (Br. 17 - New Issue)
- (S-3) AMERICAN EXPRESS COMPANY, American Express Plaza, New York, NY 10004 (212) 323-2000 - 7,788,511 common shares and 1,657,130 common share purchase warrants. The company is engaged in providing a variety of travel related, insurance, international banking and investment services. (File 2-85870 - Aug. 15) (Br. 2) [S]
- (S-3) NEWPARK RESOURCES, INC., 2900 Ridgelake Dr., Metairie, LA 70002 (504) 838-8222 - 34,000 shares of common stock. (File 2-85871 - Aug. 16) (Br. 1)
- (S-1) BIOSONICS, INC., 810 Lombard St., Philadelphia, PA 19147 (215) 923-6850 - 3,250,000 units. The company is engaged in the research and development of medical diagnostic and therapeutic devices. (File 2-85872 - Aug. 16) (Br. 8) [S]
- (S-3) THE STANDARD OIL COMPANY, Midland Bldg., Cleveland, OH 44115 (216) 575-4141 - \$500 million of debt securities. The company is engaged in all phases of the petroleum business. (File 2-85873 - Aug. 16) (Br. 4) [S]
- (S-2) MICHIGAN ENERGY RESOURCES COMPANY, 899 South Telegraph Rd., Monroe, MI 48161 (313) 242-5210 - 250,000 shares of common stock. Underwriter: Kidder, Peabody & Co. Incorporated. The company is an intrastate public utility holding company. (File 2-85874 - Aug. 16) (Br. 7)
- (S-2) SALEM CARPET MILLS, INC., NCNB Plaza, Suite 1100, Winston-Salem, NC 27101 (919) 727-1200 - 1,250,000 shares of common stock. Underwriters: Dean Witter Reynolds Inc. and Interstate Securities Corporation. The company designs, manufactures and markets broadloom tufted carpets. (File 2-85875 - Aug. 16) (Br. 8)
- (S-1) JOAN OF ARC COMPANY, 2231 W. Altorfer Dr., Peoria, IL 61615 (309) 692-1020 - 1,100,000 shares of common stock. Underwriter: Kidder, Peabody & Co. Incorporated. The company is engaged in the processing, canning and sale of dry beans, yams, corn and specialty salads. (File 2-85876 - Aug. 16) (Br. 3 - New Issue)
- (S-8) VERSA TECHNOLOGIES, INC., 1914 Indiana St., Racine, WI 53405 - 50,000 shares of common stock. (File 2-85877 - Aug. 16) (Br. 5)
- (S-8) SCIENCE DYNAMICS CORPORATION, 1919 Springdale Rd., Cherry Hill, NJ 08003 (609) 424-0068 - 162,000 shares of common stock. (File 2-85878 - Aug. 15) (Br. 7)
- (S-8) GENERAL NUTRITION, INCORPORATED, 921 Penn Ave., Pittsburgh, PA 15222 (412) 288-4600 - 200,000 shares of common stock. (File 2-85879 - Aug. 16) (Br. 2)
- (S-3) NATIONAL STEEL CORPORATION, 20 Stanwix St., Pittsburgh, PA 15222 (412) 394-4221 - 1,000,000 shares of common stock. Underwriter: The First Boston Corporation. The company manufactures and sells a broad line of flat rolled steel products. (File 2-85880 - Aug. 16) (Br. 6) [S]
- (S-8) TECHNICOM INTERNATIONAL, INC., 23 Old Kings Highway South, Darien, NT 06820 (203) 655-1299 - 900,000 shares of common stock. (File 2-85881 - Aug. 16) (Br. 7)
- (S-14) CSX CORPORATION, P.O. Box C-32222, Richmond, VA 23261 (804) 782-1400 - 1,100,000 shares of common stock. (File 2-85883 - Aug. 15) (Br. 5)
- (S-14) BANK OF NEW ENGLAND CORPORATION, 28 State St., Boston, MA 02109 (617) 742-4000 - 8,750,000 shares of common stock. (File 2-85884 - Aug. 16) (Br. 1)

- (S-2) FRANKLIN BANCORP, 630 Franklin Blvd., Somerset, NJ 08873 (201) 745-6000 - 800,000 shares of common stock. Underwriter: Moseley, Hallgarten, Estabrook & Weeden Inc. (File 2-85885 - Aug. 16) (Br. 1)
- (S-6) MUNICIPAL INVESTMENT TRUST COMPANY, TWO HUNDRED NINETY-THIRD MONTHLY PAYMENT SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Dean Witter Reynolds Inc., Prudential-Bache Securities Inc. and Shearson/American Express Inc. (File 2-85886 - Aug. 16) (Br. 17 - New Issue)
- (F-6EF) CITIBANK, N.A., 111 Wall St., 5th Floor - ADR Department, New York, NY 10043 (212) 558-5749 - 10,000,000 American Depositary Receipts for common stock of the par value of 50 Japanese Yen each of Computer Services Corporation. (File 2-85887 - Aug. 15) (Br. 99 - New Issue)
- (S-14) BRYN MAWR CORPORATION, 969 Beachland Blvd., Vero Beach, FL 32960 (305) 231-3190 - \$9,212,715 of subordinated sinking fund debentures, due 1993. (File 2-85888 - Aug. 16) (Br. 4)
- (S-1) AMOSKEAG BANK SHARES, INC., 875 Elm St., Manchester, NH 03105 (603) 624-3200 - shares of common stock. The company is a bank holding company. (File 2-85890 - Aug. 16) (Br. 1 - New Issue)
- (S-3) THE CLOROX COMPANY, 1221 Broadway, Oakland, CA 94612 (415) 271-7000 - 2,000,000 shares of common stock. Underwriter: Goldman, Sachs & Co. The company is a diversified manufacturer and marketer of household grocery products. (File 2-85891 - Aug. 17) (Br. 2) [S]
- (S-3) ENSERCH CORPORATION, Enserch Center, 300 South St. Paul St., Dallas, TX 75201 (214) 651-8700 - 4,000,000 shares of common stock. Underwriters: Salomon Brothers Inc. and Goldman, Sachs & Co. The company is a diversified energy company. (File 2-85892 - Aug. 17) (Br. 7)
- (S-2) CALLON PETROLEUM COMPANY, 300 Franklin St., Natchez, MS 39120 (601) 442-1601 - 1,000,000 shares of common stock. Underwriters: Dean Witter Reynolds Inc., Moseley, Hallgarten, Estabrook & Weeden Inc., A. G. Edwards & Sons, Inc. The company explores for, develops and produces oil and natural gas. (File 2-85893 - Aug. 17) (Br. 3)
- (S-1) STANFORD TELECOMMUNICATIONS, INC., 1195 Bordeaux Dr., Sunnyvale, CA 94086 (408) 734-5300 - 900,000 shares of common stock. Underwriter: Hambrecht & Quist Incorporated. The company is engaged in the application of advanced digital telecommunications technology. (File 2-85894 - Aug. 17) (Br. 7 - New Issue)
- (S-8) TRANSCO ENERGY COMPANY, 2800 Post Oak Blvd., P.O. Box 1396, Houston, TX 77251 (713) 439-2000 - 1,250,000 shares of common stock. The company is engaged in the operation of major interstate gas pipeline. (File 2-85895 - Aug. 16) (Br. 8)
- (S-8) SEVILLE ENERGY CORPORATION, 4141 Northwest Expressway, Suite 310, Oklahoma City, OK 73116 (405) 947-1800 - 1,000,000 shares of common stock. (File 2-85896 - Aug. 16) (Br. 4)
- In a separate statement the company seeks registration of 1,000,000 shares of common stock. (File 2-85897 - Aug. 16)
- (S-3) KANEB SERVICES, INC., 14141 Southwest Freeway, Sugar Land, TX 77478 (713) 490-5000 - 300,000 shares of common stock. Underwriter: Salomon Brothers Inc. The company is a diversified energy resource company. (File 2-85898 - Aug. 17) (Br. 4) [S]
- (S-8) HEALTHDYNE, INC., 2253 Northwest Pkwy., Marietta, GA 30067 (404) 955-9555 - 716,137 shares of common stock. The company provides health care support services and manufactures high technology medical products. (File 2-85899 - Aug. 17) (Br. 8)

REGISTRATIONS EFFECTIVE

Aug. 10: Balcor Equity Properties -XIV, 2-85025; Central and South West Corp., 2-85311; The Chattanooga Choo Choo Production Company, 2-84270-LA; Citizens Savings Financial Corporation, 2-84142; Cobb Resources Corp., 2-82026; Computer & Communications Technology Corporation, 2-85375; Dillard Department Stores, Inc., 2-85556; EMPI, Inc., 2-83996; Godfather's Pizza Inc., 2-84457; Guest Supply, Inc., 2-84849; Helm Resources, Inc., 2-84502; The Ryland Group, Inc., 2-85607; Savannah Electric and Power Company, 2-85331; Thermedics, Inc., 2-84380; Walbar, Inc., 2-85573; Ventrex Laboratories, Inc., 2-85415.