

sec news digest

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DECISIONS IN ADMINISTRATIVE PROCEEDINGS

NASD ACTION AGAINST T. JOSEPH WIDMAN AFFIRMED

LIBRARY

The Commission has affirmed the action of the National Association of Securities Dealers, Inc. suspending T. Joseph Widman, of Cleveland Heights, Ohio from association with any of the Association's members for six months, fining him \$500 and censuring him.

The sanctions were based on findings, which the Commission also affirmed, that Widman deceived his employer about the true identity of a customer in order to conceal a violation of the Association's restrictions on sales of new issues which rise to an immediate premium in the aftermarket. The Commission's opinion concluded: "We are persuaded that ... [applicant's] activities involved more than a mere mistake in judgment and that the initial wrong was compounded by attempts to conceal it by deliberately deceiving his employer. The securities business is one in which honesty and candor are essential. Accordingly, the NASD's sanctions cannot be deemed excessive." (Rel. 34-12154)

COMMISSION ANNOUNCEMENTS

DR. J. RICHARD ZECHER SELECTED AS SEC'S DIRECTOR OF ECONOMIC AND POLICY RESEARCH

Dr. J. Richard Zecher, Chairman of the Department of Economics at Tulane University, New Orleans, has been selected by the SEC to be Director of Economic and Policy Research, it was announced today by Chairman Roderick M. Hills.

Between 1968 and 1973, Dr. Zecher was an assistant professor at the University of Chicago. During a portion of this time, from September 1969 to June 1972, he was a Consultant in Debt Management to the United States Treasury. Dr. Zecher served for one year, between August 1974 and July 1975, as Senior Staff Economist to the Council of Economic Advisors, where he was responsible for monitoring and analyzing developments in monetary and fiscal policies and in international finance. Dr. Zecher has also served as a special consultant in money market conditions for Bache & Co. and G. A. Saxton & Co. Between June and December 1971, Dr. Zecher served as Special Visiting Lecturer in monetary theory at the Monash University of Melbourne, Australia.

Dr. Zecher, 36, received his Bachelor of Arts degree from Ohio State University in 1963 and his Master of Arts degree in 1965 from the University of Delaware. His Doctorate in Economics was conferred by the Ohio State University in 1969. He has authored several articles and papers on macro-economic and monetary theory. Dr. Zecher presently resides with his wife and two children in New Orleans, Louisiana.

TRADING SUSPENSIONS

TRADING SUSPENDED IN RESOURCE EXPLORATION, INC.

The SEC has announced the temporary suspension of over-the-counter trading in the securities of Resource Exploration, Inc., a Delaware corporation, located in Shreveport, Louisiana, for a ten-day period beginning on March 10 and terminating at midnight (EST) on March 19, 1976.

The Commission initiated the suspension because of the company's failure to file a report on Form 10-K for the fiscal year ended September 30, 1975, and the resulting lack of current and accurate information available to the public. (Rel. 34-12189)

ADDITIONAL ACTION ON ONE TRADING SUSPENSION

The SEC has announced the suspension of over-the-counter trading in the securities of Omega-Alpha, Inc. for the further ten-day period March 11 - 20, inclusive.

COURT ENFORCEMENT ACTIONS

VTR, INC., DAVID E. JORDAN FINED

The SEC announced that on March 3 the Honorable Oliver Gasch, U.S. District Judge for the District of Columbia, entered judgment in favor of the Commission against VTR, Inc. (VTR) in the sum of \$1,575 and in favor of the Commission against David E. Jordan, president of VTR, in the amount of \$4,725. The Court based these judgments on three of its previous orders compelling the filing of all VTR's required periodic reports and a showing by the Commission that the defendants had failed to effect certain filings from December 2, 1975 through February 2, 1976. The Court ordered that both these fines be paid into the Registry of the Court on or before March 26, 1976. The March 3, 1976 judgment order also provided that the awards were made without prejudice to such further proceedings the Commission may initiate for additional relief to remedy any continuing contempt and without prejudice to the defendant's right to move the Court to vacate the award upon a showing of compliance on or before March 26, 1976. (SEC v. VTR, Inc., D.D.C. Civil Action No. 190-73). (LR-7307)

INVESTMENT COMPANY ACT RELEASES

THE HORNBLOWER EQUITY FUND

An order has been issued declaring that The Hornblower Equity Fund, Inc. has ceased to be an investment company under the Act. (Rel. IC-9198 - Mar. 10)

EDIE SPECIAL INSTITUTIONAL FUND

An order has been issued declaring that Edie Special Institutional Fund, Inc. has ceased to be an investment company. (Rel. IC-9199 - Mar. 10)

HOLDING COMPANY ACT RELEASES

ARKANSAS POWER & LIGHT COMPANY

A notice has been issued giving interested persons until April 7 to request a hearing on a proposal of Arkansas Power & Light Company, subsidiary of Middle South Utilities, Inc., to amend its charter to increase the amount of its authorized \$100 preferred stock and to authorize a new class of preferred stock consisting of 10,000,000 shares having a par value of \$25 per share. Proxies are to be solicited in connection with the proposed transactions. (Rel. 35-19423 - Mar. 10)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the Cincinnati Stock Exchange. The rule change (SR-CSE-75-5) would conform section 6 of the Exchange's By-Laws to the standards of Rule 15c3-1, the uniform net capital rule. (Rel. 34-12184)

The Commission has approved a proposed rule change filed by The Options Clearing Corporation. The rule change (SR-OCC-75-2) relates to the assignment of exercise notices to clearing members. (Rel. 34-12186)

NOTICE OF CONSENT TO EXTENSION OF TIME

The Commission has received the consent of the New York Stock Exchange, Inc. (NYSE) to an extension of the time within which the Commission is required, under Section 19(b) (2) of the Act, either to approve or to institute proceedings to determine whether to disapprove two proposed rule changes (SR-NYSE-76-2 and SR-NYSE-76-5) submitted by the NYSE which would govern off-board trading by its members, to March 24, 1976. In addition, the Commission has determined to extend the time for submission of comments with respect to the proposed rule changes until March 15, 1976. (Rel. 34-12187)

NOTICE AND APPROVAL OF PROPOSED RULE CHANGE

The Boston Stock Exchange has filed a proposed rule change under Rule 19b-4 to rescind Sections 2 and 3 of Chapter XXV of its Rules. Those Sections required, among other things, a member, member-firm or member-corporation to have as the principal purpose of his or its membership the conduct of a public securities business. Publication of the proposal is expected to be made in the Federal Register during the week of March 15.

Pursuant to Section 19(b)(2), the Commission has approved the proposed rule change by a finding of good cause prior to the thirtieth day after the notice of publication of notice of filing of SR-BSE-76-5. (Rel. 34-12188)

SECURITIES ACT REGISTRATIONS

(S-14) NORTHWEST TELEPRODUCTIONS, INC.

4455 West 77th St., Minneapolis, Minn. 55435 - 716,360 shares of common stock, will be distributed by The Cambridge Corporation, parent of the Northwest, as part of a liquidating distribution. Northwest principally produces video tape commercials and programs. (File 2-55647 - Mar. 4)

(S-B) EUROPEAN INVESTMENT BANK

2, Place de Metz, Luxembourg, Luxembourg - \$100 million of notes, due 1984, to be offered for sale through underwriters headed by The First Boston Corporation, 20 Exchange Pl., New York, N.Y.; Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, New York, N.Y.; Kuhn, Loeb & Co., 40 Wall St., New York, N.Y.; and Lazard Freres & Co., One Rockefeller Plaza, New York, N.Y. The European Investment Bank was established as an autonomous public institution pursuant to the 1956 Treaty of Rome. The Bank's purpose is to contribute to the balanced and orderly developed of a European common market by granting loans and giving guarantees to finance various projects intended to serve the European Economic Community. (File 2-55671 - Mar. 9)

(S-14) MICROWAVE SEMICONDUCTOR CORP.

100 School House Rd., Somerset, N.J. 08873 - 144,071 shares of common stock, which will be offered in connection with the merger of Crown Microwave, Inc. (Crown) and Diode Devices, Inc. (DDI), into a newly created wholly-owned subsidiary of Microwave Semiconductor Corp. (MSC), at the exchange rate of one share of common stock of MSC for each outstanding share of common stock of Crown and for each two outstanding shares of common stock of DDI (not owned by Crown). MSC designs, develops, manufactures and sells semiconductor devices and components. (File 2-55673 - Mar. 9)

(S-7) THE DETROIT EDISON COMPANY

2000 Second Ave., Detroit, Mich. 48226 - 1,000,000 shares of common stock, to be offered in connection with the company's Dividend Reinvestment and Common Share Purchase Plan, to be issued at prices to be determined from time to time as shares are issued under the Plan. The company is a public electric utility. (File 2-55674 - Mar. 9)

(S-14) NATIONAL CAN CORPORATION

8101 West Higgins Rd., Chicago, Ill. 60631 - 176,793 shares of common stock. These shares are proposed to be issued pursuant to the proposed mergers of Norman L. Waggoner, Inc. (NLW) and Santa Clara Packing Company (Santa Clara) into a wholly-owned subsidiary of National Can on the basis of one share of NLW common stock for 169.6088 shares of National Can common stock and one share of Santa Clara common stock (except for Santa Clara shares held by NLW) for 4.3531 shares of National Can common stock. National Can manufactures metal, glass and plastic containers, and closures and processes and markets food products. (File 2-55675 - Mar. 9)

REGISTRATIONS EFFECTIVE

March 9: Celestial Credit Plan Inc., 2-55206 (90 days); Duke Power Co., 2-55495; Duquesne Light Co., 2-55530; Great Basin Petroleum Co., 2-55445; J. P. Morgan & Co. Inc., 2-55518; Mohawk Data Sciences Corp., 2-55428; Nalco Chemical Co., 2-55525;

REGISTRATIONS EFFECTIVE CONT.

Niagara Frontier Services Inc., 2-55497; Southern California Edison Co., 2-55463; Zero Manufacturing Co., 2-55501.

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.

RECENT 8K FILINGS

Form 8K is a report which must be filed with the SEC by the 10th of the month after any of the following important events or changes: changes in control of the registrant; acquisition or disposition of assets; legal proceedings; changes in securities (i.e., collateral for registered securities); defaults upon senior securities; increase or decrease in the amount of securities outstanding; options to purchase securities; revaluation of assets; submission of matters to a vote of security holders.

The companies listed below have filed Form 8-K reports for the month indicated, responding to the item of the form specified. Photocopies may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An index of the captions of the items of the form was included in Monday's News Digest.

COMPANY	ITEM NO.	MONTH
DIVERSIFIED REALTY INC	1,2,14	02/76
ENROC INDUSTRIES INC	13	03/76
ICH CORP	2,7,14	01/76
MACKE CO	11,13	02/76
PACIFIC COMMODITIES EXCHANGE INC	11,13,14	01/76
PEABODY GALION CORP	11,14	02/76
SAFETRAN SYSTEMS CORP	12,14	02/76
STERLING STORES CO INC	13	03/76
AMENDMENTS TO REPORTS ON FORM 8-K		
LAURIAT CORP	2	04/75
SHOPWELL INC	14	08/75
WESTVACO CORP	7	01/76

NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. The reproduction cost is 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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