

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 SEC Publications Unit cite number)

(Issue No. 69-114)

FOR RELEASE June 16, 1969

MANUFACTURERS' EARNINGS REPORTED. The SEC and Federal Trade Commission reports (for Newspapers of June 17) that U. S. manufacturing corporations reported sales of \$162.8 billion in the first quarter of 1969 and before-tax profits of \$14.1 billion. The sales results reveal a gain of about 8 percent over the first quarter of last year and earnings before taxes were up 11 percent. After-tax earnings show a smaller increase, 6 percent, as a result of the tax surcharge on corporate profits which was not reflected in last year's first quarter reports. For further details, see Stat. Release No. 2369.

HEARING RECONVENED ON BERKSHIRE - AMERICAN-HAWAIIAN MERGER. Upon request of Berkshire Industries, Inc., of New York, the SEC has scheduled a hearing for August 4 to take further evidence upon the proposal for merger of Berkshire and American-Hawaiian Steamship Company. Berkshire requested leave to adduce additional evidence with respect to certain events which occurred subsequent to the closing of the prior hearings in June 1968 (the case had been argued before the Commission on November 12); among these were (a), Negotiations concerning a joint venture involving American and The Prudential Insurance Company of America providing for ownership by each of the joint venturers of a 50% interest in the property known as Westlake Village, Calif., (b) The sale by American to R. J. Reynolds Tobacco Company of 1,000,000 shares of A common stock of McLean Industries, Inc. for \$50.00 a share in cash, and (c) Developments affecting the value of the interest of American in Burlington House, an office building on the Avenue of the Americas in New York City, including leases, signed or negotiated, at rentals in excess of those previously projected. (Release IC-5710)

EASTERN STATES RECEIVES ORDER. The SEC has issued an exemption order under the Investment Company Act (Release IC-5711) permitting Eastern States Corporation, Baltimore investment company, to sell all of its assets, consisting primarily of approximately 956,908 shares (or 7%) of the common stock of St. Regis Paper Company, to St. Regis in exchange for 915,000 shares of St. Regis and the assumption by St. Regis of \$1,768,000 of liabilities of Eastern. The 915,000 St. Regis shares are to be distributed to Eastern shareholders upon its liquidation.

FEE ALLOWANCES REQUESTED IN PENNZOIL-UNITED GAS CONSOLIDATION. The SEC has given notice of the filing of requests for fee allowance and expense reimbursement by attorneys and others in connection with the proceedings under the Holding Company Act which culminated in the Commission's order of February 21, 1968, approving a plan filed by Pennzoil Company, of Houston, and its subsidiary gas utility company, United Gas Corporation, which provided generally for the consolidation of Pennzoil and United to form Pennzoil United, Inc. and for the disposition by the latter of its retail gas distribution properties. The twelve applicants seek fee allowances aggregating \$1,207,359.76, plus \$88,302 as reimbursement for expenses. A hearing with respect to the requested allowances will be scheduled by further order. (Release 35-16401)

PENNZOIL PROPOSES DIVESTMENT. Pennzoil United, Inc., Houston, has filed a plan with the SEC pursuant to Section (e) of the Holding Company Act for compliance with the February 7, 1968, order of the Commission directing Pennzoil Company (predecessor) and its then subsidiary gas utility company, United Gas Corporation, to dispose or cause the disposition of their direct and indirect interest in all of the gas utility assets then owned by United; and the Commission has issued an order (Release 35-16403) scheduling the plan for hearing on July 7, 1969.

Under the plan, the retail Gas Distribution properties (excluding those applicable to the City of Monroe, La.) are to be transferred to a new company, United Gas, Inc.; in exchange therefor, Pennzoil United will receive \$62,000,000 of bonds, \$8,000,000 of debentures, and 4,057,000 shares of common stock. It is further proposed that the United Gas common shares will be offered by Pennzoil United pro rata to its stockholders for subscription through the exercise of rights. Within one year thereafter, Pennzoil United will dispose of the bonds and debentures. A proposal will be filed later by Pennzoil United for the disposition of the retail gas system serving Monroe, La.

MONONGAHELA POWER SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16402) giving interested persons until July 7 to request a hearing upon a proposal of Monongahela Power Company, Fairmont, W. Va., subsidiary of Allegheny Power System, Inc., to sell to Virginia Electric and Power Company, non-affiliated electric utility company, 5.72 miles of 500 kv transmission line, including related equipment and rights of way, at the original cost thereof, which at March 31 amounted to \$671,180.

WEST PENN POWER RECEIVES ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16404) authorizing West Penn Power Company, Greensburg, Pa., subsidiary of Allegheny Power System, Inc., to sell \$25,000,000 of first mortgage bonds, Series X, due 1999, at competitive bidding. The company will use the net proceeds of its bond sale to finance, in part, its construction program and that of its subsidiaries, including payment of \$24,000,000 of short-term notes incurred or to be incurred therefor. Construction expenditures are estimated at \$81,000,000 for 1969, \$56,000,000 for 1970 and \$73,000,000 for 1971, respectively.

OVER

EAST/WEST FUND PROPOSES OFFERING. East/West Fund, Inc., 9301 Wilshire Blvd., Beverly Hills, Calif. 90210, filed a registration statement (File 2-33409) with the SEC on June 9 seeking registration of 50,000 shares of common stock, to be offered for public sale at net asset value with no sales charge (\$9.22 per share maximum*). The Fund was organized as a diversified open-end investment company with the objective of seeking possible long-term capital appreciation. Los Angeles/London Investors, Inc., will act as investment adviser and underwriter of the Fund. James T. Last, president of the Fund and of the investment adviser, owns 37.40% of the outstanding stock of the investment adviser.

KENTUCKY NATIONAL OIL PROPOSES OFFERING. Kentucky National Oil Company, 156 Market St., Lexington, Ky., filed a registration statement (File 2-33410) with the SEC on June 9 seeking registration of \$835,000 of working interests in two oil and gas leases ("the Short Fork Development Program"), to be offered for public sale in \$8,350 units. No underwriting is involved; participating NASD members will receive a 10% selling commission. Net proceeds of this offering will be used to evaluate and to develop for the purpose of secondary production by waterflooding the two leases. Kentucky National will manage the Program. Richard K. Eckert is president of Kentucky National.

ERA PROPOSES RIGHTS OFFERING. Era, Inc., 8237 Lockheed, Houston, Tex. 77017, filed a registration statement (File 2-33411) with the SEC on June 9 seeking registration of 300,000 shares of common stock, to be offered for subscription by stockholders of Mark Products, Inc., at the rate of 1 Era share for each 1.43 Mark Products shares held, and at \$10 per share. The offering is to be made through underwriters headed by Howard, Weil, Labouisse, Friedrichs and Company, 211 Carondelet St., New Orleans, La. 70130; the underwriting terms are to be supplied by amendment.

Organized in February, the company plans to instrument and fly aircraft equipped with multisensor remote sensing devices to collect and provide information on oil, gas and mineral exploration, agriculture, pollution control, oceanography, hydrology, forestry, water resources and related earth sciences to commercial, government and scientific organizations. Of the net proceeds of its stock sale, \$940,000 will be used for purchase of equipment; the balance will be added to the company's general funds initially to increase working capital and thereafter to develop its services and for expansion of facilities or for other corporate purposes. The company has outstanding 1,000,000 common shares (with a 51¢ per share book value), of which Mark Products owns 50%, and Harold D. Toy, president, 20.4%. Purchasers of the shares being registered will incur an immediate dilution of \$6.30 in per share book value from the offering price. Eugene F. Florian is board chairman.

SMC COMPUTER SERVICES PROPOSES RIGHTS OFFERING. SMC Computer Services, Inc., 131-135 Howell St., Dallas, Tex. 75207, filed a registration statement (File 2-33412) with the SEC on June 9 seeking registration of 409,858 shares of common stock, to be offered for subscription by stockholders of Saladmaster Corporation on a share for share basis and at \$1 per share. The offering is to be made through Schneider, Bernet & Hickman Securities Corporation, 3200 1st National Bank Building, Dallas, Tex., which will receive a 5% commission on all shares offered and an additional 5% on all shares ultimately purchased by the underwriter.

Organized in 1964 as a wholly-owned subsidiary of Saladmaster to collect slow-pay accounts of Saladmaster, the company was inactive from August 1967 to until September 1968 when it commenced business as a data processing center for Saladmaster. Of the net proceeds of its stock sale, \$135,000 will be used to purchase a Univac 9300 computer system (now being leased) and \$100,000 for the development and purchase of "soft-ware" packages; the balance will be added to the company's working capital and used for general corporate purposes. The company has outstanding 40,000 common shares. H.R. Curtis is president.

MOTOR VALET INDUSTRIES TO SELL STOCK. Motor Valet Industries, Inc., 2720 Des Plaines Ave., Des Plaines, Ill. 60018, filed a registration statement (File 2-33413) with the SEC on June 9 seeking registration of 100,000 shares of common stock, to be offered for public sale through underwriters headed by The Milwaukee Company, 207 East Michigan St., Milwaukee, Wisconsin 53202. The offering price (\$11 per share maximum*) and underwriting terms are to be supplied by amendment.

Organized in May 1967, the company is primarily a marketing organization distributing an automated, relatively compact, brush-type car wash unit known as "Motor Valet." Net proceeds of its stock sale will be added to the company's working capital to enable it to finance the future expansion of its business. The company has outstanding 271,120 common shares (with a \$1.86 per share book value), of which president Robert R. Bailey and family members own 52%. Purchasers of the shares being registered will acquire a 26.9% stock interest in the company for their investment of \$1,100,000*; the present shareholders will then own 73.1%, for which they will have paid \$356,070.

LEASCO DATA SHARES IN REGISTRATION. Leasco Data Processing Equipment Corporation, 280 Park Avenue, New York, N.Y. 10017, filed a registration statement (File 2-33414) with the SEC on June 9 seeking registration of 665,773 shares of common stock. Of these shares 645,163 are issuable upon conversion of the 5% guaranteed (subordinated) debentures, due 1989 of Leasco International N.V., a wholly-owned subsidiary of the company, and 20,610 (being outstanding shares) may be offered for sale from time to time by the present holders thereof at prices current at the time of sale (\$33-5/8 per share maximum*).

The company is an international and computer and financial services organization. It has outstanding 9,243,950 common shares. Herbert L. Werner proposes to sell 3,217 shares, Jack C. Werner, 3,087, Raoul Verret 2,187, Frank Paul 1,157 and 18 others the remaining shares being registered. Such shares were issued in connection with the company's acquisition of all the capital stock of Werner Associates, Inc.

CONDOMINIUMS NORTHWEST PROPOSES OFFERING. Condominiums Northwest, Inc., and McMillan Inns, Inc., 101 Pine St., N.E., Salem, Oregon, filed a registration statement (File 2-33415) with the SEC on June 9 seeking registration of 135-resort hotel condominium units (\$4,682,500 in amount), to be offered for sale in units of from \$18,000 to \$38,500. The resort hotel (Inn of the Seventh Mountain) is to be constructed on leased land surrounded by the Deschutes National Forest, 8 miles from Bend and 14 miles northeast of the Mt. Bachelor Ski area on land owned by Condominium Land Co., a subsidiary of Condominiums Northwest, Inc.

CONDOMINIUMS NORTHWEST PROPOSES OFFERING. Condominiums Northwest, Inc., and McMillan Inns, Inc., 101 Pine St., N.E., Salem, Oregon, filed a registration statement (File 2-33416) with the SEC on June 9 seeking registration of \$52,700 of condominium interests in three condominium resort hotel units at The Inn at Spanish Head.

TOKYO SHIBAURA ELECTRIC PROPOSES RIGHTS OFFERING. Tokyo Shibaura Electric Co., Ltd., a Japanese corporation, (U.S. Agent: Takeshi Sugizaki Toshiba America, Inc., 477 Madison Avenue., New York, N.Y. 10022), filed a registration statement (File 2-33417) with the SEC on June 9 seeking registration of 50,000,000 shares of common stock, to be offered for subscription by common stockholders of record June 14 and holders of American Depositary Shares of record June 14, at the rate of 1 share for each four shares held (and at 14¢ per share maximum*). This is part of a subscription offering of 367,176,891 shares to shareholders in Japan and elsewhere.

The company is engaged primarily in the development, manufacture and sale of a variety of products, including home appliances and consumer electronic products, heavy duty electrical equipment, lamps, tubes and semi-conductors and electronic and communications equipment. Net proceeds of its stock sale will be applied together with funds available to the company from other sources toward the financing of expenditures to be made in connection with its construction program and the financing of increased working capital requirements. The company is currently engaged in improvement and expansion of its manufacturing facilities. Capital expenditures for 1969 in connection with such improvement and expansion are estimated at \$27,778 thousand. In addition to indebtedness, the company has outstanding 1,455,417,271 common shares, of which General Electric Company owns 10.52%. Toshiwo Doko is president.

COMPUTER LEASING SHARES IN REGISTRATION. Computer Leasing Company, 923-15th St., N.W., Washington, D.C. 20005, filed a registration statement (File 233418) with the SEC on June 9 seeking registration of 66,500 outstanding shares of convertible preferred stock (and the 266,000 common shares into which they are convertible), and 19,000 shares of common stock issuable upon exercise of common stock purchase warrants, expiring in September 1974. The **securities** may be offered for public sale from time to time by the present holders or recipients thereof at prices current at the time of sale (\$14.75 per common or preferred share maximum*).

The company is primarily engaged in the business of leasing electronic data processing equipment manufactured by others. It has outstanding 4,968,367 common shares. Alfred L. Scott and Peter von Weisenthal may sell 27,017 preferred shares each and two other persons may sell the remaining preferred shares being registered; Montgomery Ward Foundation may sell the 19,000 common shares.

COMPREHENSIVE FUND PROPOSES OFFERING. The Comprehensive Fund, Inc., 245 Park Ave., New York, N.Y. 10017, filed a registration statement (File 2-33420) with the SEC on June 9 seeking registration of 1,500,000 shares of common stock, to be offered for public sale at net asset value plus an 8% sales charge (\$5.50 per share maximum*). The Fund is a non-diversified investment company, whose fundamental objective is maximum capital growth through extremely high risk investments and speculative investment practices in companies which the Fund expects will achieve substantial growth in sales and earnings. Scarsdale Management Corp. will act as investment adviser and Smith, Jackson & Company, Incorporated as distributor of the Fund's shares. Moss A. Galpeer is president of the Fund and vice president of the adviser and Stephen Smith is president of the adviser and the distributor; they own 30% and 70% respectively, of the stock of the adviser.

TIDEWATER TELEPHONE PROPOSES RIGHTS OFFERING. Tidewater Telephone Company, Warsaw, Va. 22572, filed a registration statement (File 2-33421) with the SEC on June 9 seeking registration of 94,520 shares of common stock, to be offered for subscription by common stockholders. The offering is to be made through underwriters headed by Galleher & Company, Inc., P.O. Box 1776, and Scott & Stringfellow, P.O. Box 1575, both of Richmond, Virginia. The subscription rate, subscription price (\$30 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is an independent telephone operating company conducting its business exclusively in Virginia. Net proceeds of the company's stock sale will be applied to the reduction of \$2,575,000 of short-term bank loans, incurred for capital improvements to and expansion of the company's telephone plant. In addition to indebtedness, the company has outstanding 472,602 common shares. James S. Day is president.

IRI MORTGAGE INVESTORS PROPOSES OFFERING. IRI Mortgage Investors, 75 Federal St., Boston, Mass. 02110, filed a registration statement (File 2-33426) with the SEC on June 10 seeking registration of 4,500,000 shares of beneficial interest and warrants to purchase 900,000 shares of beneficial interest, to be offered for public sale in units, each consisting of five shares and 1 warrant. The offering is to be made at \$50 per unit through underwriters headed by Halle & Stieglitz, 52 Wall St., New York, New York, which will receive a \$4.50 per unit commission.

Organized on June 5, the Trust plans to qualify as a real estate investment trust under Sections 856-858 of the Internal Revenue Code. Initially the Trust is committed to purchase participations in construction and development first mortgage loans. Ultimately, it intends to invest primarily in such loans acquired directly from developers, rather than through participations in loans originated by other lenders. In addition, it may acquire, with a view to capital appreciation, equity interests in real estate or in borrowers which it finances. Net proceeds of this financing will be applied to its corporate purposes. The Trust will be managed by Integrated Realty Management Corp., a wholly-owned subsidiary of Integrated Resources, Inc. Martin Weisinger is president of the Trust and of the manager.

DONOVAN COMPANIES FILES FOR OFFERING AND SECONDARY. Donovan Companies, Inc., 1080 Montreal Ave., St. Paul, Minn. 55102, filed a registration statement (File 2-33428) with the SEC on June 10 seeking registration of 450,000 shares of Class A common stock, of which 150,000 are to be offered for public sale by the company and 300,000 (being outstanding shares) by the present holder thereof. The offering is to be made through
Over

underwriters headed by Kidder, Peabody & Co. Incorporated, 20 Exchange Place, New York, N.Y. 10005, and Dain, Kalman & Quail Incorporated, 100 Dain Tower, Minneapolis, Minn. 55402; the offering price (\$20 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is a diversified business primarily engaged in the retail distribution of natural gas and construction activities. Net proceeds of the company's sale of additional stock will be used to retire a \$900,000 bank loan and for additional working capital and general corporate purposes. In addition to indebtedness, the company has outstanding 825,553 Class A and 662,791 Class B common shares. Of the Class A shares, George Donovan, board chairman, owns 13.44%, R.G. Donovan, president, 10.17% and management officials as a group 44.50%; of the Class B shares, George Donovan owns 14.34%, R.G. Donovan 10.62% and management officials as a group 46.24%. George Donovan proposes to sell 33,336 Class A shares, R.G. Donovan 33,333 and seven others 33,333 shares each.

ROANNA TOGS TO SELL STOCK. Roanna Togs, Inc., 112 West 34th St., New York, N.Y. 10001, filed a registration statement (File 2-33429) with the SEC on June 10 seeking registration of 135,000 shares of common stock to be offered for public sale at \$5.50 per share. The offering is to be made through underwriters headed by Brand, Grumet & Seigel, Inc., 49 West 33rd St., New York, New York, which will receive a \$.495 per share commission plus \$17,000 for expenses. The company has agreed to sell the Brand firm, for \$135, five-year warrants to purchase 13,500 shares, exercisable after one year at \$6.05 per share.

Organized in 1963, the company was inactive until 1969 when it was reorganized to acquire the business of two other corporations formed in 1944 and 1962. It is engaged in the design, manufacture and sale of children's garments, predominantly for girls. Of the net proceeds of its stock sale, \$150,000 will be used for the purchase of machinery and equipment for two plants; the balance will be added to the company's working capital and used for general corporate purposes. The company has outstanding 550,000 common shares (with a \$1.45 per share book value), of which Robert A. Russo, president, owns 29% and management officials as a group 100%. Purchasers of the shares being registered will sustain an immediate dilution of \$3.35 in per share book value from the offering price.

BANFF OIL TO SELL STOCK. Banff Oil Ltd., 550 Sixth Avenue, S.W. Calgary 1, Alberta, Canada, filed a registration statement (File 2-33430) with the SEC on June 10 proposing the public offering of 1,000,000 shares of common stock, 667,000 primarily in the United States and 333,000 in Canada. The offering is to be made through underwriters headed by Lehman Brothers, One William Street, New York, N.Y. 10004, and two other firms; the offering price (\$16 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is engaged in exploration for, and production of, petroleum, natural gas and associated substances in Canada and Alaska. Net proceeds of its stock sale will be used primarily to finance the company's expanded program of exploration and development of oil and gas reserves, and to finance a portion of the company's development expenditures. In addition to indebtedness, the company has outstanding 5,344,614 common shares, of which Aquitaine Company of Canada Ltd. owns 43.8%. John Clarence Rudolph is president.

STANDARD OIL CO. SEEKS ORDER. The SEC has issued an order giving interested persons until July 8, 1969, to request a hearing upon an application under the Trust Indenture Act of 1939 filed by Standard Oil Company (Indiana), of Chicago, Ill., for a finding that the trusteeship of Continental Illinois National Bank and Trust Company of Chicago under two certain trust indentures is not so likely to involve a material conflict of interest as to require the Bank's disqualification from acting as Trustee under either of the indentures. According to the application, Standard Oil has outstanding \$1,799,300 of debentures, due October 1982, issued pursuant to its "1952 indenture"; the Bank serves as indenture trustee. Its wholly-owned subsidiary, Amoco International Finance Corporation, proposes to issue and sell \$50,000,000 of convertible debentures, due 1984, under a new indenture, such debentures to be guaranteed by Standard Oil. The Bank also is to serve as trustee under that indenture.

COURT ORDER NAMES LIENING AND MCGUIRE. The SEC Seattle Regional Office announced June 9 (LR-4342) that the U. S. District Court had entered a stipulated order in an SEC contempt action against Crest Ventures, Ltd., Samuel A. Lienen and Wilbur L. McGuire, providing various undertakings on the part of Lienen and McGuire, including restrictions on their offer and sale of Crest Ventures stock and availability of corporate records to the Commission's staff.

SALE OF CREST VENTURES STOCK ENJOINED. The SEC Seattle Regional Office announced June 9 (LR-4343) that the U. S. District Court had enjoined violations of the Securities Act registration provisions by Charles M. Munro, West Coast Securities, Ltd., and John Thomas Johnson, all of Vancouver, B. C., in the offer and sale of stock of Crest Ventures, Ltd.

FOSTER SENTENCED. The SEC Chicago Regional Office announced June 11 (LR-4344) that Joe E. Foster, Jr., of Jacksonville, Ill. received a 3-year prison sentence on his plea of guilty to count 1 of a four-count information charging violations of the Securities Act anti-fraud provisions in the sale of stocks of Allied Development Companies, Ltd. and Reinsurance Investment Company.

DOUGLAS, ALLEN, PYRAMID MGMT. ENJOINED. The SEC Ft. Worth Regional Office announced June 9 (LR-4345) that the Federal court in Houston had permanently enjoined violations of the Securities Act registration provisions by the following (who consented to the decree) in the offer and sale of mineral rights in Colorado: H. Mack Douglas and Jane D. Allen, d/b/a Pyramid Management.

RECEIVER SOUGHT FOR ADVANCE GROWTH CAPITAL. The SEC announced June 14 (LR-4346) the filing of a court action in Chicago, seeking the appointment of a receiver for Advance Growth Capital Corporation and an injunction preventing further violations of the Investment Company Act by Peter D. Giachini and John J. Murphy.

STOCK PLANS FILED. The following companies have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered under and pursuant to employee stock and related plans:
 Underwriters National Assurance Company, Indianapolis, Ind. (File 2-33419) - 49,626 shares
 American Express Company, New York (File 2-33422) - \$14,500,000 of participations in The Fireman's Fund American Incentive Savings and Supplemental Retirement Plan and 200,000 shares
 Golden Flake, Inc., Birmingham, Ala. (File 2-33423) - 35,000 shares
 Sears, Roebuck and Co. (File 2-33424) - 40,000 Pension Fund memberships and 2,000,000 shares
 Ryder System, Inc., Miami, Fla. (File 2-33425) - 250,000 shares
 Apache Corporation, Minneapolis, Minn. (File 2-33427) - 270,000 shares

O/C REGISTRATIONS REPORTED. The following issuers of securities traded over-the-counter have filed registration statements with the Commission pursuant to requirements of Section 12(g) of the Securities Exchange Act (companies which currently file annual and other periodic reports with the SEC are identified by "***"):

File No.	O-Registrants	Location	File No.	O-Registrants	Location
3558	Affiliated Computer Systems Inc**	Dallas, Tex.	3603	Great Eastern Management Corp**	New York, N.Y.
3670	Allied Telephone Co	Little Rock, Ark.	3680	Industrial Acoustics Co Inc	Bronx, NY
3697	Bonanza International Inc**	Dallas, Texas	3619	Intertech Research Services Inc**	Huntsville, Ala.
3661	California Medical Centers**	Los Angeles, Cal.	3573	Jasmin Groves Co	Los Angeles, Cal.
3668	Chicken Unlimited Enterprises Inc**	Chicago, Ill.	3659	Jet Board Corp	Los Angeles, Cal.
3669	Classified Financial Corp**	Milwaukee, Wisc.	3561	Michael Baker Jr., Inc**	Rochester, Pa.
3556	Clevelopak Corp**	New York, N.Y.	3560	Mid-America Great Plains Financial Corp	Kansas City, MO
3562	Commercial Bancorp Inc**	Miami, Fla.	3700	North American Mortgage Investors	New York, NY
3657	Computer Installations Corp	Houston, Tex.	3565	Northern Union Holdings Corp	Cleveland, O.
3564	Computer Time Sharing Corp	Palo Alto, Cal.	3569	Nylon Engineering Inc	Lowell, Mass.
3655	Continental Investment Corp & Investors Mortgage Ins Co**	Boston, Mass.	3717	Puritan-Bennett Corp	K.C., Mo.
3566	Diebold Computer Leasing Inc	Jersey City, New Jersey	3703	Rice Food Markets Inc	Houston, Tex.
3683	First Capital Corp**	Jackson, Miss.	3570	S Y S Associates Inc**	Ft. Lee, NJ
3695	First National Bancorporation Inc	Denver, Colo.	3568	Unicoa Corp	Chicago, Ill.
3567	Flight Safety Inc**	Flushing, NY	3660	Union Fidelity Corp**	Phila., Pa.
3572	Genge Industries Inc	Oxnard, Cal.	3701	Valmont Industries Inc**	Valley, Neb.
3563	General Computer Services Inc	Huntsville, Ala.	3559	Washington National Corp	Evanston, Ill.
			3699	Winn's Stores Inc**	San Antonio, Texas

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 "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 June 4 News Digest.

Empire Gas Corp. Mar 69(11,13)	0-2905-2	Iroquois Industries Inc. Mar 69(12)	1-5387-2
Interstate Life & Accident Insurance Co. Mar 69 (11,12,13)	2-15278-2	Mill Factors Corp. Mar 69 (3,12)	1-4340-2
Piedmont Aviation, Inc. Mar 69(2,7,13)	0-1483-2	N. Y. Tele Co. Mar 69(7,11,13)	1-3435-2
Saturn Industries, Inc. Mar 69(7)	1-5409-2	Chas. Pfizer & Co., Inc. Mar 69(3)	1-3619-2
Southern Diversified Industries, Inc. Mar 69(11)	0-2221-2	Thrift Drug Co. of Pennsylvania Mar 69(1,2,11)	0-1-2
General Development Corp Amdt #1 to 8K for Mar 69(13)	1-4080-2	Borman Food Stores, Inc. Mar 69(3,12,13)	1-4305-2
Tassette, Inc. Amdt #1 to 8K for Dec 68(8)	2-17595-2	Frontier Airlines, Inc. Mar 69(8,12,13)	1-4877-2
Houston Oil & Minerals Corp. Amdt #1 to 8K for Jun 68(13)	0-2562-2	Heck's, Inc. Mar 69(1)	0-2572-2
Aetna Life and Casualty Co. Mar 69(3,11)	1-5704-2	Redman Industries, Inc. Mar 69 (2,7,13)	1-4998-2
Comprehensive Designers Inc. Mar 69(2,12,13)	1-5519-2	American Credit Corp. Mar 69 (7,13)	1-4491-2
First Oklahoma Bancorporation, Inc. Mar 69(11,12,13)	0-779-2	Total Energy Leasing Corp. Mar 69(7,9,13)	2-29402-2
		A Trysting Place, Inc. Mar 69 (12,13)	2-29621-2

Chemical New York Corp. Mar 69 (11,13)	1-5805-2	Canal Randolph Corp. Mar 69 (2,8,11,13)	1-3945-2
Concord Electric Co. Mar 69 (11)	0-2595-2	Becton, Dickinson & Co. Mar 69(7)	1-4802-2
Travelers Corp. Mar 69(4,11,13)	1-5799-2	General Tel. Co. of Florida Mar 69(11)	1-3090-2
White Consolidated Industries, Inc. Mar 69(4,7,13)	1-826-2	Keene Corp. Mar 69(13)	2-28481-2
Arcs Industries, Inc. Mar 69 (7,8,13)	0-2725-2	Resorts International Inc. Mar 69(3,13)	1-4748-2
Daylin Inc. Mar 69(3,9,11,13)	1-5018-2	Standard Kollman Industries, Inc. Mar 69(12,13)	1-3600-2
Ramo, Inc. Jan 69(9,11,12,13)	0-2284-2	Allen Organ Co. (Mar 69(3))	0-275-2
Tridair Industries Mar 69 (12,13)	0-2780-2	Federated Purchaser, Inc. Mar 69(11,12)	1-4310-2
Uris Buildings Corporation Mar 69(7)	1-4723-2	Potomac Electric Power Co. Mar 69(3,7,8,13)	1-1072-2
International Telephone and Telegraph Corp. Mar 69(13)	1-5627-2	Southern Natural Gas Company Mar 69(4,11,13)	1-2745-2
Irvin Industries Inc. Mar 69 (3)	1-149-2	The Vernon Company Mar 69 (4,7,13)	0-2686-2
Philips Industries Inc. Mar 69(4,7,13)	1-5146-2	Watkins-Johnson Company Mar 69(12)	1-5631-2
Allied Products Corp. Feb 69 (8)	1-5530-2	Bulova Watch Co., Inc. Mar 69(1)	1-457-2
The Leisure Group, Inc. Mar 69(11,12,13)	0-3447-2	National Car Rental System Inc. Mar 69(7,8,11,13)	2-29679-2
Millmaster Onyx Corp. Mar 69 (2,11)	1-4984-2	Qatron Corporation Mar 69(7,13)	2-29679-2
Susquehanna Corp. Mar 69(12,13)	1-5515-2	Rusco Industries, Inc. Mar 69(7,12,13)	1-5087-2
Volume Shoe Corp. Inc. Mar 69 (7,13)	0-1961-2	VTR, Inc. Mar 69(2,11,12,13)	1-3393-2
Brunswick Corp. Mar 69(13)	1-1043-2	Acme Precision Products, Inc. Mar 69(6,7)	1-3327-2
Del E. Webb Corp. Mar 69(3,12)	1-4785-2	Cin New Orleans & Tex Pac Ry Co. Mar 69(7,13)	1-746-2
American Smelting & Refining Co. Mar 69(12,13)	1-164-2	Connecticut Natural Gas Corp. Mar 69(11,13)	0-327-2
Allied Telephone Company Mar 69(3)	2-28374-2	Honeggers' & Co., Inc. Mar 69 (11,12)	0-1893-2
American Motor Inns, Inc. Mar 69(12)	1-5369-2	South Carolina Electric & Gas Co. Mar 69(7,13)	1-3375-2
Electric Hose and Rubber Co. Mar 69(12)	1-5113-2	Universal Container Corp. Mar 69(2,7,13)	1-4277-2
Glen Falls Insurance and Glen Falls Corp Trust Mar 69(11)	2-7207-2	American-Zinc Company Mar 69(7)	1-59-2
Keller Industries, Inc. Mar 69(1)	1-4234-2	Aurora Plastics Corporation Mar 69(1,12,13)	1-4250-2

NEW REGIONAL OFFICE ADDRESS. The Commission's Washington Regional Office has been given a new address, as follows: 532 Crystal Mall No. 2 Building, 1921 Jefferson Davis Highway, Arlington, Virginia. The address for mailing purposes is: Washington Regional Office, Securities and Exchange Commission, P. O. Box 2247, Arlington, Virginia 22202.

SECURITIES ACT REGISTRATIONS. Effective June 13: Beks Charbroilers International, Inc., 2-31503 (90 days); Digicon Inc., 2-32710 (90 days); Hon Industries Inc., 2-32911; Kimberly-Clark Corp., 2-33208; Manhattan Industries, Inc., 2-33324; Paragon National Corp., 2-31540 (Sep 11); Ramada Inns, Inc., 2-32988 (90 days); Riegel Paper Corp., 2-33161; The Slick Corp., 2-33103 (40 days); Sunset Partnership Management Corp. 1969, 2-32108 (90 days); USM Corp., 2-33077; Western States Producing Co.-69 Drilling Fund, 2-31791 (90 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.