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A brief summary of financial proposals filed with and actions by the S.E.C.

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OLD LINE LIFE STOCK SALE CLEARED. The SEC today announced a decision under the Investment Company Act (Release IC-4316) granting conditional permission for the sale of stock of The Old Line Life Insurance Company of America by Life Insurance Investors, Inc. ("Investors"), a Chicago investment company, and by certain persons affiliated with Investors. The latter includes J. C. Bradford, Raymond T. Smith and George W. Wells, directors of Investors; seven partners of J. C. Bradford and Company (including Bradford); and five employees of the Bradford firm.

According to the decision, a syndicate was formed in 1961 to purchase a block of Old Line Life stock. Investors acquired the present equivalent of 41,994 shares, at a cost of some \$500,000, and at the same time the syndicate purchased 251,415 shares, of which 112,833 were acquired by Bradford and the other individuals referred to. Investors now hold all the shares it acquired, and the individuals still own substantially all the shares they acquired.

In its decision, the Commission specified that Investors may acquire additional shares and may dispose of any shares held or acquired, provided that, so long as the individual applicants retain a portion of their holdings, the Commission is given notice of any proposed purchases or sales by Investors. Each of the individuals may sell up to 300 shares within any 12-month period but may not dispose of more than 300 shares in such period without prior notice to the Commission. Following receipt of such notice, the Commission may call for the filing of an application for approval of such sale.

SEC ORDER CITES THREE FIRMS. The SEC has ordered administrative proceedings under the Securities Exchange Act of 1934 involving the following broker-dealer firms: (1) M. G. Davis & Co., Inc., 55 Liberty St., New York City; and (2) Crerie & Co., Inc., 70 Pine St., New York City. Similar proceedings were authorized under the Investment Advisers Act of 1940 involving the firm of Mario Trombone Associates, Inc., 40 E. 49th St., New York City. Also named as respondents were the following: Lawrence Levine and Walter Wax, officers, and Morris Kopel and Harold R. Rosenberg, former salesmen of Davis & Co.; Frank Crerie, officer of Crerie & Co.; and Mario Trombone, an officer of Trombone Associates.

The proceedings are based upon staff charges that the two broker-dealer firms (as well as the named persons associated with them) offered and sold stock of The Cosnat Corporation in 1963 in violation of the anti-fraud provisions of the Federal securities laws. The staff further alleges that Trombone and Trombone Associates aided and abetted such violations.

A hearing will be held, at a time and place to be announced, to take evidence on the staff charges and afford the respondents an opportunity to offer any defenses thereto, for the purpose of determining whether the alleged violations actually occurred and, if so, whether any action of a remedial nature is necessary or appropriate in the public interest.

FIVE REGISTRATIONS CANCELLED. The SEC has issued orders under the Securities Exchange Act of 1934 cancelling the broker-dealer registrations of the following firms, which are no longer engaged in the securities business: (a) Fraser & Co., Inc., Philadelphia Pa. The firm was permanently enjoined by Federal court order in 1961 from violating the anti-fraud provisions of the Securities Exchange Act and was adjudicated a bankrupt in 1962. (b) J. B. Howard Investment Company, Inc., Shreveport, La. In 1964 the NASD expelled the firm from membership and revoked the registration of its president, Jerome B. Howard, on findings that the company had violated the Commission's net capital and bookkeeping rules. (c) Lloyd Arnold & Co., Beverly Hills, Calif. The firm and its sole general partner, Lloyd Raymond Arnold, were enjoined by Federal court order in 1961 from violating the Commission's net capital rule. (d) Fred F. Sessler & Co., Inc., New York. The company and its president, Fred F. Sessler, were enjoined by Federal court order in 1963 from violating the anti-fraud, bookkeeping and net capital provisions of the Securities Exchange Act. (e) William, David & Motti, Inc., New York. The NASD expelled the firm from membership in 1964 and found its president, David B. M. Zaretsky, to be a cause of the expulsion.

INDUSTRIAL INCOMES WITHDRAWS. The SEC has issued an order under the Securities Exchange Act of 1934 granting a request of Industrial Incomes Incorporated of North America, of New York City, in which its president, Peter M. Bekeny, joined, for permission to withdraw Industrial's broker-dealer registration. The withdrawal was conditional upon Industrial not hereafter seeking registration as a broker-dealer or investment adviser, and Bekeny not becoming associated with any such firm, without the prior consent of the Commission. Industrial and Bekeny represented in their withdrawal application that they have determined to conduct all of their business activities in territorial areas outside the United States.

COMMONWEALTH RESOURCES, OTHERS CITED. The SEC Denver Regional Office announced August 3 (LR-3288) the filing of a complaint (USDC, Salt Lake City) seeking to enjoin Commonwealth Resources Corporation, a Utah corporation, M. E. Baird, Joseph N. Revill, Bonnie W. Anderson, all of Salt Lake City, and Bonnie W. Anderson, trustee of the Anderson Development Trust, from further violations of the registration and anti-fraud provisions of the Federal securities laws in the sale of common stock of Commonwealth Resources. An injunction is also sought restraining the defendants from violations of such provisions in the sale of stock of Geologic Enterprises, Inc., Paradox Enterprises, Ltd., Rare Gas Resources, Inc., Utah Helium Development, Inc., Certified Realty Investment Co., Inc., Petro-Minerals Fertilizer Co., Paradox Refining Co., Apex Pipeline Transmission, Inc., and Paradox Gas Chemical Co., Inc.

OVER

STC INVESTMENT RECEIVES ORDER. The SEC has issued an order under the Investment Company Act (Release IC-4317) declaring that STC Investment Corporation, Garden City, Long Island, N. Y., has ceased to be an investment company.

UNLISTED TRADING SOUGHT. The SEC has issued an order under the Securities Exchange Act (Release 34-7675) giving interested persons until August 20 to request a hearing on an application of the Philadelphia-Baltimore-Washington Stock Exchange for unlisted trading privileges in the common stock of Wometco Enterprises, Incorporated.

PACIFIC AMERICAN STOCK DELISTED. The SEC has issued an order under the Securities Exchange Act (Release 34-7675) granting an application of the New York Stock Exchange to strike from listing and registration the common stock of Pacific American Corporation, effective at the opening of business on August 10. According to the application, the company has sold 90% of its operating assets, and its outstanding common stock (exclusive of concentrated ownership) approximates only 137,870 shares.

INTERSTATE BAKERIES FILES EXCHANGE PROPOSAL. Interstate Bakeries Corporation, 12 E. Armour Blvd., Kansas City, Mo. 64111, filed a registration statement (File 2-23886) with the SEC on August 5 seeking registration of \$7,491,000 of convertible subordinated debentures, due 1990. The debentures are to be offered in exchange for the company's \$4.80 dividend preferred stock, in the ratio of a \$100 debenture for one preferred share. White, Weld & Co., 20 Broad St., New York City, will act as dealer-manager of a group of dealers to solicit the exchange.

The company is engaged in the baking and selling of bread, cake and other bakery products at wholesale. The trade names under which its bread products are sold include Butternut, Weber's, and Log Cabin, and its cake products are sold principally under the trade names of Dolly Madison and Blue Ribbon. In addition to indebtedness and preferred stock, the company has outstanding 1,025,271 common shares, of which management officials own 4.5%. John R. Dow is board chairman and Daniel J. Uhrig is president. R. L. Nafziger is founder-chairman.

MADISON FUND PROPOSES OFFERING. Madison Fund, Inc., 660 Madison Ave., New York 10021, filed a registration statement (File 2-23887) with the SEC on August 4 seeking registration of 739,245 shares of common stock to be offered under the company's Automatic Dividend Investment Plan.

ROYAL CASTLE SYSTEM FILES FOR SECONDARY. Royal Castle System, Inc., 3800 N. W. 62nd St., Miami, Fla. 33147, filed a registration statement (File 2-23895) with the SEC on August 5 seeking registration of 360,000 outstanding shares of common stock. Of this stock, 350,000 shares are to be offered for public sale by the present holders thereof through underwriters headed by Kidder, Peabody & Co. Inc., 20 Exchange Pl., New York 10005. The remaining 10,000 shares are to be offered directly by one of the selling stockholders to employees and associates of the company at the price to be paid to the sellers by the underwriters. The public offering price (\$20 per share maximum*) and underwriting terms are to be supplied by amendment.

The company owns and operates a chain of counter-service and take-out restaurants under the name "Royal Castle." In addition to indebtedness, it has outstanding 1,187,700 common shares, of which management officials own 45.25%. The prospectus lists three selling stockholders, as follows: Wm. D. Singer (board chairman), offering 132,250 of 278,700 shares held (10,000 of such shares to be offered to company employees and associates); Esther Singer Estate, c/o Wm. E. Singer, executor, its entire holdings of 222,750 shares; and Pearl Singer Olkes, 5,000 of 22,500. Lawrence E. Singer is president.

HART-CARTER FILES FOR SECONDARY. Hart-Carter Company, 101 S. Wacker Dr., Chicago, Ill. 60606, filed a registration statement (File 2-23897) with the SEC on August 5 seeking registration of 103,711 outstanding shares of common stock, to be offered for public sale by the present holders thereof. Francis I. duPont, A. C. Allyn, Inc., One Wall St., New York 10005, is listed as the principal underwriter. The public offering price (\$15 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is a manufacturer for the agricultural, grain, food and woodworking industries. In addition to indebtedness, it has outstanding 1,103,320 common shares, of which management officials own 9.62%. The prospectus lists 33 selling stockholders, including Artnell Co., offering 23,870 of 159,137 shares held; The Central National Bank and Trust Co. of Peoria, Trust u/w Arthur J. Hartley, 13,996 of 93,310; H. D. Hume Co., 6,000 of 40,000; and Henry Simon Limited, 24,114 of 160,757. Horace D. Hume (director) owns approximately 50% of the stock of H. D. Hume Co. The remaining selling stockholders are offering shares ranging in amounts from 150 to 4,920. J. Howard Mayhew is board chairman and Roy E. Gorgen is president.

ORAL ARGUMENT, COMING WEEK. August 12 - 2:30 P.M. - F. S. Johns & Co., Inc., et al.

SECURITIES ACT REGISTRATIONS. Effective July 29: Investors Planning Corp. of America Plans for the Accumulation of Shares of Axe-Houghton Fund B, Inc., 2-23574; Investors Planning Corp. of America Plans for the Accumulation of Shares of Axe Science Corp., 2-23580; Investors Planning Corp. of America Plans for the Accumulation of Shares of National Investors Corp., 2-23659; Investors Planning Corp. of America Plans for the Accumulation of Shares of Fund of America, Inc., 2-23705.

*As estimated for purposes of computing the registration fee.