

# SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST



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

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**R.E.D.M. CORP. FILES EXCHANGE OFFER.** R.E.D.M. Corporation, 1457 Broadway, New York, filed a registration statement (File 2-21545) with the SEC on July 1 seeking registration of 175,000 shares of common stock, to be offered in exchange for the outstanding Class A (voting) and Class B (non-voting) common stock of Federated Corporation of Delaware. Pursuant to a recent agreement, the company has agreed to exchange 60,000 of such shares for 50,000 Class A shares of Federated (constituting all of its voting stock); and all or a portion of the remaining 115,000 shares will be offered in exchange for Federated Class B shares in the near future on a basis consistent with the respective market value of such stocks at the time of offer. The statement also includes 30,000 shares underlying 5-year warrants to be granted to Victor A. duKor and George A. Drykerman, present owners of the Federated Class A shares, exercisable at \$5.50 per share.

The company manufactures and sells mechanical timing and fuzing devices for military use under prime and subcontracts with the Department of Defense and to a minor extent conducts engineering studies and research and development projects for such Department. A subsidiary manufactures supplies and parts for the electronics industry and another subsidiary manufactures ballpoint pens and pencils. Federated is engaged principally in the purchase from dealers of installment contracts and notes arising from the sale of consumer products and services to commercial and non-commercial users. In addition to certain indebtedness, the company has outstanding 715,317 shares of common stock, of which Irving Rosenblatt, president, owns 7.7% and management officials as a group 35.8%. Rosenblatt, Seth Harrison, board chairman, and Seymour Offerman hold an aggregate of 48% of the company's outstanding stock as voting trustees under two voting trust agreements.

**ARCOA FILES FOR OFFERING.** Arcoa Inc., 1006 S.E. Grand Ave., Portland, Oregon, filed a registration statement (File 2-21547) with the SEC on July 1 seeking registration of \$5,000,000 of Fleet Owner Contracts, to be offered to any person, group of persons or corporations having the ownership of a fleet of rental trailers, each accompanied by a clamp-on bumper hitch. The trailers are marketed under the name "U-Haul" and are rented to the public for local use and for one-way trips throughout the country. The amount of original investment by the fleet owner varies according to the actual cost of the particular equipment, which include varying numbers and models of trailers. The statement also includes \$1,000,000 of Dealer Fleet Trust Certificates, which relate to a program designed to encourage long term associations between rental dealers and the U-Haul Rental System and to facilitate the purchase by rental dealers of trailers to be operated by the System. Arcoa performs accounting, clearinghouse, technical and advisory services for the fleet owners, rental companies and dealers in the U-Haul system. As compensation for its services, Arcoa receives 10% of the gross rental income of the U-Haul System. According to the prospectus, the contracts are being issued to increase the number of trailers available for rent in the System. All of the outstanding capital stock of the company (except 100 shares) is owned by L. S. Shoen, president, and his eight minor children.

**SAMMY CO. FILES FOR OFFERING.** The Sammy Company, 119 West 57th St., New York, filed a registration statement (File 2-21550) with the SEC on July 2 seeking registration of \$400,000 of limited partnership shares, to be offered for public sale at \$8,000 per share. No underwriting is involved, the offering to be made directly by Joseph Cates, general partner of the proposed partnership.

The partnership will be formed when the initial aggregate contributions amounting to \$400,000 have been raised as a result of this offering, and for the purpose of managing and producing an original musical comedy tentatively titled "What Makes Sammy Run?" The book was written by Budd and Stuart Schulberg and the music and lyrics by Ervin Drake. Cates, who will be producer of the musical, estimates that the total cost of offering a first-class production of the musical in the United States, including all production expenses, will not exceed \$400,000, and the proceeds from this offering will be so applied. Cates will be entitled to receive 50% of the net profits of the partnership for which he will make no cash contribution, and he will receive a producer's fee of 1% of the gross box-office receipts of each company presenting the musical. The authors will receive a royalty in the aggregate of 7 $\frac{1}{2}$ % to 9% (depending on length of the run of the musical) of the gross weekly box-office receipts of the musical for each week of performances.

**STRONG COBB ARNER FILES FOR SECONDARY.** Strong Cobb Arner Inc., 2917 East 79th St., Cleveland, filed a registration statement (File 2-21551) with the SEC on July 2 seeking registration of 35,296 outstanding shares of common stock, to be offered for public sale by the holders thereof in ordinary brokerage transactions at prices current on the American Stock Exchange at the time of sale (maximum \$6 per share\*). The statement also includes 141,060 common shares to be offered pursuant to the company's Restricted Stock Option Plan.

The company is engaged in the manufacture of ethical and proprietary pharmaceutical products for other concerns in the drug and allied industries and, to a relatively minor extent, in the manufacture of miscellaneous non-pharmaceutical products, including toiletry, cosmetic, aerosol and automotive chemical specialty products. Two subsidiaries are engaged in service merchandising operations in California, Nevada and Texas. In addition to certain indebtedness and preferred stock, the company has outstanding 1,758,066 shares of common stock, of which various members of the family of Francis Chorin, a director, own an aggregate of 14% and management officials as a group 17%. Niels C. Klendshoj is board chairman and president. Robert D. Boren,

president of one of the company's subsidiaries, proposes to sell all of his holdings of 31,096 shares; two others propose to sell all of their holdings, aggregating 4,300 shares.

**FLINTKOTE CO. FILES STOCK PLAN.** The Flintkote Company, 30 Rockefeller Plaza, New York, filed a registration statement (File 2-21552) with the SEC on July 2 seeking registration of 187,189 shares of common stock, to be offered pursuant to its Stock Option Plan.

**NIPPON T&T PROPOSES BOND OFFERING.** Nippon Telegraph & Telephone Public Corporation, Tokyo, Japan, today filed a registration statement (File 2-21553) with the SEC seeking registration of \$20,000,000 of 5 1/2% guaranteed telegraph and telephone dollar bonds due 1978, to be offered for public sale through underwriters headed by Dillon, Read & Co., Inc., 46 William St., New York, and two other firms. The public offering price and underwriting terms are to be supplied by amendment. The company is the only company furnishing public telephone, telegraph and related communication services in Japan. It is wholly-owned by the Government and control of its business and financial activities is exercised by various Governmental bodies, with principal supervision by the Minister of Posts and Telecommunications. The net proceeds from the bond sale will be applied to construction expenditures, estimated at \$675,000,000 for the fiscal year ending March 31, 1964.

**NORAMCO FILES FOR SECONDARY.** Noramco, Inc., 217 Wisconsin Ave., Waukesha, Wisc., today filed a registration statement (File 2-21554) with the SEC seeking registration of 328,031 outstanding shares of capital stock, to be offered for public sale by the holders thereof from time to time on the American Stock Exchange at the then current market price (maximum \$3 per share\*). The company is engaged primarily in the manufacture and sale of bakery products, including doughnuts, and in the manufacture of cotton felt and upholstery. In addition to certain indebtedness, the company has outstanding 1,514,706 shares of capital stock, of which Samuel Bein owns 324,281 shares (22%) and management officials as a group 96,920 shares (6%). Bein and Hyman Uchitel, who owns 3,750 shares, propose to sell all of their holdings. Waukesha Brewing Co. holds of record 213,250 shares (13%) of the company's outstanding stock.

**TWO COMPANIES EXEMPTED.** The SEC has issued orders under the Investment Company Act (Releases IC-3732 and IC-3733) declaring that Madison Square Garden Corporation, of New York, and General Capital Corporation of Boston, respectively, have ceased to be investment companies.

**SECURITIES ACT REGISTRATIONS.** Effective July 2: Northwestern National Life Insurance Company (File 2-21453). Effective July 3: Link-Belt Co. (File 2-21451); The Putnam Income Fund (File 2-21273).

\*As estimated for purposes of computing the registration fee.

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