# sec news digest

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May 17, 1977

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# DECISIONS IN ADMINISTRATIVE PROCEEDINGS

U.S. SECURITIES AND EXCHANGE COMMISSION

TWO ACCOUNTANTS SUSPENDED FROM COMMISSION PRACTICE

The suspension of Marvin O. Rosenbaum, a certified public accountant of New York City, from appearance or practice before the Commission has become permanent. The Commission had temporarily suspended Mr. Rosenbaum from practice in 1975 on the basis of an injunction issued against him by the Federal District Court in Manhattan in an action brought by the Commission, That injunction, which was issued without Rosenbaum admitting or denying the Commission's charges against him, enjoined him from violating the proxy, reporting and antifraud provisions of the securities laws. The suspension became final when Rosenbaum did not petition to lift it.

In a related action, the Commission accepted the resignation from Commission practice of Maurice Rosen, another <u>New York City</u> certified public accountant. Mr. Rosen had been informed by the Commission's staff that it was recommending that he be named a defendant in a Commission injunctive action involving Airways Enterprises, Inc. In lieu of being sued in the Commission action, Rosen made an offer of settlement which the Commission accepted. Under the terms thereof, Rosen may apply to resume practice before the Commission after five years, under certain conditions spelled out in his letter of resignation.

Essentially, the Commission's actions were based on the allegation that Rosenbaum, an officer and director of Airways, induced Rosen to issue an unqualified opinion on Airways' 1972 financial statements when neither Rosen nor anyone in his firm had ever performed any substantive auditing procedures. Instead, Rosen relied on work papers prepared by Rosenbaum. (Rel. 34-13490 and 34-13495)

# **COMMISSION ANNOUNCEMENTS**

### FILES ON CORPORATE PAYMENTS MADE PUBLIC

The Commission, pursuant to requests under the Freedom of Information Act, has made available to the public certain previously non-public files in its possession relating to questionable corporate payments. Files concerning the following corporations are made available beginning today: Waste Management, Inc.; Philips Petroleum; E.I. DuPont de Nemours & Co. (Remington Arms Subsidiary); Butler National Corp.; American Airlines; American Shipbuilding Co.; Ashland Oil Co.; Minnesota Mining & Manufacturing Co., and Braniff Airways Inc.

These files may be inspected at the Commission's Public Reference Room, Room 6101, 1100 L Street, N.W., Washington, D.C., between the hours of 9 a.m. and 5 p.m. Persons Wishing further information may call the Public Reference Room at (202) 523-5360.

### STANLEY SPORKIN TO HEAD FEA COMPLIANCE REVIEW TASK FORCE

On May 16, it was announced that Stanley Sporkin, Director of Enforcement, will head a Task Force to review the Federal Energy Administration's Compliance program and that Ralph Ferrara, Executive Assistant to the Chairman and Theodore Levine, Assistant Director of Enforcement, would also be members on the Task Force. All three SEC staff members will work on the Task Force on a part time basis.

The Task Force will conduct its examination of the Compliance program over a 60-day period, and will submit a written report. The views of interested persons and organizations will be solicited and considered.

The Task Force will deal with all aspects of the Compliance program, which operates under FEA's Office of Regulatory Programs. The program has responsibility to insure compliance with the petroleum price and allocation controls which FEA administers under the Emergency Petroleum Allocation Act of 1973.

## **COURT ENFORCEMENT ACTIONS**

COMPLAINT NAMES WESTERN STATES PLASTICS, INC., OTHERS

The Fort Worth Regional Office announced that on May 3 a civil injunctive complaint was filed in Federal District Court at Oklahoma City, Oklahoma against Western States Plastics, Inc., Lee and Hodges, Inc. and Harper Industries, Inc., all of Burns Flat, Oklahoma; William K. Capper, Dennis R. Cowell and Stephen A. Lancaster, of Memphis, Tennessee; Andrew J. Haswell, Oklahoma City, Oklahoma; Harold T. Pehr, Overland Park, Kansas; and Fred W. Rausch, Jr., Topeka, Kansas. All of the defendants were charged with violations of the registration and antifraud provisions of the securities laws, with the exception of Capper who was charged with violations of the antifraud provisions of the securities laws, in the offer and sale of industrial development revenue bonds issued by Midwestern Oklahoma Development Authority. (SEC v. Western States Plastics, Inc., et al., W.D. Okla., Civil Action No. 77-0408D). (LR-7922)

# **INVESTMENT COMPANY ACT RELEASES**

### THE COLUMBINE FUND

An order has been issued declaring that The Columbine Fund, Inc., has ceased to be an investment company. (Rel. IC-9769 - May 16)

### THE TWENTY FIVE FUND

An order has been issued declaring that The Twenty Five Fund, Inc., has ceased to be an investment company. (Rel. IC-9770 - May 16)

### **HOLDING COMPANY ACT RELEASES**

### NEW ENGLAND ELECTRIC SYSTEM

A notice has been issued giving interested persons until June 8 to request a hearing on a proposal of New England Electric System, a registered holding company, and its subsidiary, New England Energy, Inc. (NEEI), that NEEI enter into an agreement with an affiliated company regarding the sale of fuel from NEEI to that affiliate. (Rel. 35-20026 - May 16)

### AMERICAN ELECTRIC POWER COMPANY

A supplemental order has been issued authorizing American Electric Power Company, Inc., a registered holding company, to extend the time for the issue and sale of notes. (Rel. 35-20027 - May 16)

### MIDDLE SOUTH UTILITIES, INC.

An order has been issued authorizing a proposal of Middle South Utilities, Inc. and its subsidiary, Arkansas Power & Light Company, whereby Arkansas will issue and sell to Middle South 2,400,000 shares of common stock at a price of \$12.50 per share or \$30 million in the aggregate. (Rel. 35-20028 - May 16)

# **SELF-REGULATORY ORGANIZATIONS**

INSTITUTION OF PROCEEDINGS TO DETERMINE WHETHER A PROPOSED RULE CHANGE SHOULD BE DISAPPROVED

The Commission has issued an order instituting proceedings to determine whether a proposal by the American Stock Exchange, Inc. (SR-Amex-77-3) to amend its Company Guide should be disapproved. The proposed amendments set forth alternate criteria for the original listing of common stock and provide for the prospective application of certain delisting criteria with respect to issues which might be listed pursuant to the alternate criteria. (Rel. 34-13542)

### NOTICE OF PROPOSED RULE CHANGE

The Pacific Stock Exchange Incorporated has filed a proposed rule change under Rule 19b-4 (SR-PSE-77-12) to modify the trading differentials on certain securities. Publication of the proposal is expected to be made in the <u>Federal Register</u> during the week of May 16. (Rel. 34-13541)

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# **SECURITIES ACT REGISTRATIONS**

### (S-1) FIRST NATIONAL CHARTER CORPORATION

500 TenMain Center, P.O. Box 38, Kansas City, Mo. 64141 - 52,500 shares of common stock. It is proposed to offer these shares in exchange for the outstanding capital shares of The Farmers Trust Company of Lee's Summit, Missouri. First National Charter Corporation is a bank holding company which controls 18 commercial banks. (File 2-58860 - Apr. 29)

### (S-16) HAWKEYE BANCORPORATION

Sixth Floor, Stephens Bldg., 7th and Locust Sts., Des Moines, Iowa 50309 - 34,733 shares of common stock, to be offered for sale from time to time by certain stock-holders at prices related to the market price at the time of sale. The company is a bank holding company. (File 2-58923 - May 5)

### (S-7) PUBLIC SERVICE COMPANY OF NEW MEXICO

P.O. Box 2267, Albuquerque, N.M. - \$30 million of first mortgage bonds, proposed to be offered for sale on a competitive bid basis. The company is a public utility engaged primarily in the generation and transmission and sale of electric energy. (File 2-58926 - May 5)

### (S-7) ARKANSAS POWER & LIGHT COMPANY

First National Bldg., P.O. Box 551, Little Rock, Ark. 72203 - \$11 million of first mortgage bonds, due 2007, to be issued and sold through competitive bidding. The company is engaged in the electric utility business. (File 2-59002 - May 12)

### (S-7) GENERAL PUBLIC UTILITIES CORPORATION

260 Cherry Hill Rd., Parsippany, N.J. 07054 - 3,770,000 shares of common stock, plus up to 300,000 shares of outstanding common stock which may be purchased by GPU in connection with stabilizing activities prior to the acceptance of a bid, to be offered via rights to stockholders of record as of June 30, at the rate of one share for each fifteen shares held on the record date with oversubscription privileges. GPU intends to solicit bids for a stand-by underwriting of the offering. GPU is a public utility holding company. (File 2-59003 - May 12)

# (S-6) TAX-EXEMPT MUNICIPAL TRUST, SIXTEENTH NATIONAL SERIES

\$7 million of units of beneficial interest, to be offered for sale through Shearson Hayden Stone Inc. as sole underwriter, 767 Fifth Ave., New York, N.Y. 10022. The Trust, a unit investment trust, was created by a trust agreement among Shearson Hayden, as sponsor, United States Trust Company of New York, as trustee, and Standard & Poor's Corp., as evaluator. The Trust's primary objective is providing tax-exempt income through investment in a fixed portfolio of interest-bearing, long-term state, municipal and public authority bonds. (File 2-59005 - May 13)

### (S-16) CRANE CO.

300 Park Ave., New York, N.Y. 10022 - 150,000 shares of common shares, to be offered for sale by selling shareholders from time to time. Crane Co. is a world-wide manufacturing and distributor of products and systems in the fields of fluid and pollution control, steel and steel products, building products, and aircraft and aerospace equipment. (File 2-59008 - May 13)

### (S-7) OHIO EDISON COMPANY

76 South Main St., Akron, Ohio 44308 - up to \$75 million of first mortgage bonds, to be offered for sale by the company at competitive bidding. The company is an electric utility operating in Ohio and owns all the outstanding common stock of Pennsylvania Power Company, an electric utility operating in Pennsylvania. (File 2-59013 - May 13)

### REGISTRATIONS EFFECTIVE

May 10: Burlington Northern Inc., 2-56736; Business Men's Assurance Co. of America, 2-58742; The Corporate Income Fund, Eighth Preferred Stock Series, 2-58060; Fluor Corp., 2-58806; Freeport Minerals Co., 2-58629; Fruehauf Finance Co., 2-58730; J. L. Clark Manufacturing Co., 2-58800; Marsh & McClennan Companies, Inc., 2-58660; N L

### REGISTRATIONS EFFECTIVE CONT.

Industries, Inc., 2-58334; Pittway Corp., 2-58729; Reynolds Securities International Inc., 2-58702; St. Joseph Light & Power Co., 2-58576; The Standard Oil Co., 2-58553; Tax-Exempt Municipal Trust, New York Exempt Series B, 2-58868; The Toledo Edison Co., 2-58703; Turner & Newall Ltd., 2-58822.

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.

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 10¢ per page plus postage (7 days) (\$3.50 minimum); 20¢ per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30¢ per page plus postage for priority service overnight (\$5.00) minimum). Cost estimates are given on request. All other reference material is available in the SEC Dochet.

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