

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST



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

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FOR RELEASE October 31, 1968

SCHRADER CORP. FILES FOR SECONDARY. Abe Schrader Corporation, 530 7th Ave., New York 10001, filed a registration statement (File 2-30589) with the SEC on October 28 seeking registration of 250,000 outstanding shares of common stock, to be offered for public sale by the present holders thereof. The offering is to be made through Bear, Stearns & Co., 1 Wall St., New York 10005; the offering price (\$12 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is engaged in the design, manufacture and sale of ladies' dresses, suits and costumes in medium to higher price ranges. The company has outstanding 1,000,000 common shares, of which Abraham Schrader, board chairman and president, owns 59.58%, Israel Silver, senior vice-president, 29.82% and Morton J. Schrader, executive vice president, 10%. Abraham Schrader proposes to sell 164,000 shares of 595,800 shares held, Silver 81,000 of 298,200, and Morton Schrader 5,000 of 100,000.

OPTICO PROPOSES OFFERING. Optico, Inc., 222 East 44th St., New York, filed a registration statement (File 2-30591) with the SEC on October 29 seeking registration of 150,000 shares of common stock, to be offered for public sale at \$6 per share. The offering is to be made through underwriters headed by Michael G. Kletz & Co., Inc., Time and Life Bldg., New York 10020, which will receive a 60c per share commission plus \$15,000 for expenses. The company has agreed to sell to the Kletz firm, for \$150, five-year warrants to purchase 15,000 common shares, exercisable initially (after one year) at \$6.42 per share.

The company is engaged in supplying television stations throughout the country with films and video tapes produced by others, in producing optical effects for television commercials, and of selling and distributing a magazine load repeater 8mm sound film projector designed principally for commercial and industrial uses. Of the net proceeds of its stock sale, \$100,000 will be employed to increase its sales promotion and advertising efforts with respect to the Videotronic Super 8 projector and \$400,000 for increasing inventory of projectors for sale and rental; the balance will be added to working capital. The company has under consideration the acquisition of an additional location for its optical effects business, the cost of which together with required equipment would be approximately \$100,000. The company has outstanding 350,000 common shares, all owned by MPO Videotronics, Inc. Judd L. Pollock is president.

MANAGEMENT INFORMATION SYSTEMS PROPOSES OFFERING. Management Information Systems, Inc., 759 State Rd., Princeton, N. J., filed a registration statement (File 2-30592) with the SEC on October 29 seeking registration of 140,000 shares of common stock, to be offered for public sale through underwriters headed by Goldwater, Valente, Fitzpatrick & Schall, 5 Hanover Square, New York 10004. The offering price (\$6.25 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriters \$10,000 for expenses.

Organized under New Jersey law in August 1965 by Herbert R. Kane and Ellwood Kauffman, the company offers services in the development and marketing of proprietary computer program systems, computer system design and programming and other data processing services on a contract basis. Of the net proceeds of its stock sale, \$210,000 will be used to retire all the outstanding notes, \$100,000 to be used in connection with leasing and installing of a new NCR Century 200 computer system on order from National Cash Register Company, \$100,000 to develop new proprietary computer programs and to improve existing programs, and \$200,000 to expand marketing activities; the balance will be added to working capital and will be available for general corporate purposes. The company has outstanding 340,535 common shares (with a negative book value of 12c per share), of which Herbert R. Kane, president, owns 16.7%, Ellwood Kauffman, treasurer, 32.6% and Thomas H. Stix, a director, 12.9%. Upon completion of this offering, the present stockholders will own 71% of the outstanding common stock, for which they paid \$248,000 (including the value of services rendered by an employee), while the purchasers of the shares being registered will own 29%, for which they will have paid \$1,025,000*.

GRAHAM MAGNETICS PROPOSES OFFERING. Graham Magnetics Incorporated, Graham, Texas 76046, filed a registration statement (File 2-30593) with the SEC on October 29 seeking registration of 200,000 shares of common stock, to be offered for public sale at \$20 per share. The offering is to be made through Kleiner, Bell & Co., Inc., 9756 Wilshire Blvd., Beverly Hills, Calif. 90212, which will receive a \$1.60 per share commission plus \$12,500 for expenses. The company has agreed to sell the underwriter, for \$200, three-year warrants to purchase 20,000 common shares, exercisable (after one year) initially at 107% of the offering price.

Organized under Texas law in May 1964 under the name Datatape Corporation, the company is principally engaged in the manufacture, distribution and sale of precision magnetic computer tapes used in computers for mass data storage media that employ a proprietary formula for its oxide binder system. Of the net proceeds of its stock sale, \$1,350,000 will be used on new plant and equipment and \$750,000 on product development; the balance will be added to working capital. In addition to indebtedness, the company has outstanding 463,401 common shares (with a \$2.60 per share book value), of which Graham Industrial Association, owns 25.88% and management officials as a group 80.61%. G. A. Jagers is president. Upon completion of this offering, the present shareholders will own 70% of the outstanding common stock, for which they paid \$1,593,268, while the purchasers of the shares being registered will own 30%, for which they will have paid \$4,000,000.

OVER

TEXAS PLASTICS PROPOSES OFFERING. Texas Plastics, Inc., Elsa, Texas, filed a registration statement (File 2-30594) with the SEC on October 29 seeking registration of 508,834 shares of common stock, to be offered for public sale at \$6 per share. The shares are to be offered for public sale by company officials (participating NASD members will receive a 50¢ per share commission).

The company is engaged in the plastics industry, principally operating a plant producing plastic films and packaging products. Of the net proceeds of its stock sale, \$800,000 will be used for equipment to increase the extrusion capacity of the plant, \$350,000 to increase the printing facilities of the plant, \$400,000 to add four silos to increase the storage capacity of the plant and \$400,000 for building additions and certain other processing equipment; the balance will be used for additional working capital. In addition to indebtedness, the company has outstanding 691,166 common shares (with a \$2.41 per share book value), of which Vahlsing Christina Corporation owns 90.6% and management officials as a group 6.9%. Upon completion of this offering, the book value of outstanding shares will be increased \$1.27 per share, while the purchasers of the shares being registered will experience a dilution of \$2.32 per share from the public offering price.

ZION FOODS PROPOSES OFFERING. Zion Foods Corporation, 482 Austin Place, New York 10455, filed a registration statement (File 2-30596) with the SEC on October 29 seeking registration of 100,000 shares of common stock and 100,000 common stock purchase warrants, to be offered for public sale in units each consisting of one common share and one warrant. The offering is to be made through underwriters headed by H. L. Federman & Co. Inc., 50 Broadway, New York; the offering price (\$15 per unit maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the Federman firm \$12,500 for expenses and to sell it, for \$125, four-year warrants to purchase 12,500 common shares.

The company is engaged in the business of preparing, processing, manufacturing, selling and distributing meat and poultry products and operating restaurants. Net proceeds of this financing will be used as working capital and to expand its retail operations. In addition to indebtedness, the company has outstanding 565,976 common shares, of which Max W. Anderson, board chairman, owns 4.18%, Edwin Anderson, president, 15.84%, Alvin P. Anderson, treasurer, 17.37% and Bernard R. Anderson, secretary, 16.91%.

REVERE TENNIS PROPOSES OFFERING. Revere Tennis and Sports Corporation, 60 Leuning St., South Hackensack, N. J. 07606, filed a registration statement (File 2-30590) with the SEC on October 28 seeking registration of 153,000 shares of common stock, to be offered for public sale at \$4 per share. The offering is to be made on an "all-or-none, best efforts" basis by Morgan, Kennedy & Co., Inc., 1 Chase Manhattan Plaza, New York 10005, which will receive a 40¢ per share selling commission plus \$22,500 for expenses. The company has agreed to sell to the underwriter, for nominal consideration, six-year warrants to purchase 15,000 common shares, exercisable at \$4.40 per share; the underwriter will pay Philip Steinfeld and Allan Hull \$15,000 and sell them 2,000 warrants at its cost in consideration for their services as finders.

Organized under Delaware law in October 1968 as successor to Revere Manufacturing Co., Inc. (formed in March 1968), the company is engaged in the business of manufacturing steel tennis rackets sold under the names of "Revere," "Sheffield" and "Bobby Riggs"; it plans to commence the production of aluminum tennis rackets in the near future. Of the net proceeds of its stock sale, \$90,000 will be used for the development and construction of not less than two additional tennis dome sites, \$75,000 to relocate or expand its manufacturing facilities and to purchase additional equipment and \$60,000 for expansion of its tennis racket line to include aluminum and chrome molybdenum alloy steel frames; the balance will be used for working capital and other corporate purposes. The company has outstanding 285,000 common shares, of which Leonard Bordonaro, president, and Jerome Salsky, secretary-treasurer, own 32% each and Robert R. Risch, a director, 22%. Upon completion of this offering, the present shareholders will own 65% of the outstanding common shares, for which they paid \$50,000 in cash and \$37,500 in services, while the purchasers of the shares being registered will own 35%, for which they will have paid \$612,000.

VALUE LINE DEVELOPMENT PROPOSES OFFERING. The Value Line Development Capital Corporation, 5 East 44th St., New York 10017, filed a registration statement (File 2-30597) with the SEC on October 29 seeking registration of 721,667 shares of common stock, to be offered for subscription by common stockholders at the rate of one new share for each three shares held. The offering is to be made through underwriters headed by Dominick & Dominick, Inc., 14 Wall St., New York 10005; the offering price (\$13.65 per share maximum*) and underwriting terms are to be supplied by amendment. Arnold Bernhard & Co., Inc., manager and investment adviser of the company, has agreed that it or its designees will purchase such unsubscribed shares as do not exceed 50,000 and will subscribe for 25,484 shares through the exercise of rights.

The company is a closed-end diversified investment company of the management type. Proceeds of its stock sale will be invested in accordance with the company's investment policies. It has outstanding 2,165,001 common shares, of which management officials own less than 1%. Arnold Bernhard is board chairman of the company (and president and board chairman of the investment adviser) and Louis E. Conhaim is president.

McCULLOCH ALASKAN OIL PROGRAM PROPOSES OFFERING. McCulloch Alaskan North Slope Oil Exploration Program - 1968, 6151 West Century Blvd., Los Angeles, Calif. 90045, filed a registration statement (File 2-30599) with the SEC on October 29 seeking registration of \$2,000,000 of limited partnership interests at \$5,000 per unit. The interests may be offered through selected brokers or dealers who will receive up to a 7% selling commission. Organized by McCulloch Oil Corporation of California, its general partner, and Merlin M. Witte, its limited partner, the Partnership will engage primarily in the exploration for the production of oil and gas. Witte is general manager of McCulloch Oil Corporation.

GLENN SOUND FILES FOR OFFERING AND SECONDARY. Glen Glenn Sound Company, 6624 Romaine St., Los Angeles, Calif. 90038, filed a registration statement (File 2-30600) with the SEC on October 29 seeking registration of 201,000 shares of common stock, of which 175,000 are to be offered for public sale by the company and 26,000 (being outstanding shares) by the present holders thereof. The offering is to be made through D. H. Blair Securities Corporation, 66 Beaver St., New York 10004; the offering price (\$10 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to sell to D. H. Blair & Company, an affiliate of Blair Securities, for \$200, five-year warrants to purchase 18,500 common shares.

The company is principally engaged in furnishing a complete range of services for recording sound for motion pictures, and its sound equipment, studios and facilities are available for use by producers of motion pictures; it also offers services to persons desiring to record sound for purposes other than motion pictures. Of the net proceeds of its sale of additional stock, up to \$900,000 will be applied to a bank loan obtained to partially finance the refurbishing and equipping of sound studios and facilities at the Marathon Studio, \$125,000 to pay its promissory note to Paramount Pictures Corporation for purchase of equipment and \$59,163 to pay promissory notes held by children of Robert G. Goodwin, president of the company; the balance will be added to working capital and applied for general corporate purposes. The company has outstanding 222,650 common shares, of which G. Carleton Hunt, board chairman, owns 34%, Guy C. Hunt and Roger Hunt 9% each, and Tom T. Kobayashi, treasurer, and Joseph D. Kelly, vice president, 7.5% each. G. Carleton Hunt proposes to sell 10,000 shares of 75,225 shares held, Guy C. and Roger Hunt 5,000 each of 20,000 each and Kobayashi and Kelly 3,000 each of 16,710 and 16,765 shares held, respectively.

CUSTODIAL GUIDANCE SYSTEMS PROPOSES OFFERING. Custodial Guidance Systems, Inc., 157 West 57th St., New York 10019, filed a registration statement (File 2-30601) with the SEC on October 29 seeking registration of 80,000 shares of common stock, to be offered for public sale at \$4 per share. The offering is to be made through underwriters headed by Daniel S. Brier & Co., Inc., 80 Broad St., New York 10005, which will receive a 40¢ per share commission. The company has agreed to pay the Brier firm \$7,500 for expenses and to sell it, for \$80, five-year warrants to purchase 8,000 common shares, exercisable (after one year) at \$4.40 per share.

The company is engaged principally in the business of providing janitorial, window cleaning and building maintenance services for schools, office buildings and other commercial and institutional space located primarily in New York City and environs. Net proceeds of its stock sale will be added to working capital and used for general corporate purposes. The company has outstanding 112,100 common shares (with a 71¢ per share book value), of which Edwin M. Werber, president, Bernard L. Werber, executive vice president, and David A. Werber, vice president, own 31.1% each.

FOREST SCIENTIFIC PROPOSES OFFERING. Forest Scientific, Inc., Albany Ave. and Route 109, N. Lindenhurst, L.I., N.Y., filed a registration statement (File 2-30602) with the SEC on October 29 seeking registration of 150,000 shares of common stock, to be offered for public sale at \$6.50 per share. The offering is to be made on an "all or none basis" by T. H. Lehman & Co., Inc., 40 Exchange Pl., New York, which will receive a 65¢ per share commission plus \$15,000 for expenses. The company has agreed to sell the underwriter, for \$112.50, five-year warrants to purchase 11,250 common shares, exercisable (after one year) at \$7.25 per share. In addition, the company has agreed to pay Jack Cohen \$6,000 and to issue him like warrants to purchase 3,750 common shares in consideration for his services as a finder.

Organized under New York law in January 1966 (as Forest Machining Industries, Inc.), the company is engaged in the manufacture and sale of mechanical timing and fusing devices and related parts, primarily under government contracts. It is also engaged in the design, development, manufacture and sale of electronic ultrasonic systems used in cleaning small or microscopic parts or components and the sale of chemical compounds and solutions. Net proceeds of its stock sale will be used for general corporate purposes, including \$95,000 for the automation of its equipment and the acquisition of additional production machinery and \$50,000 for the promotion of sales of chemical compounds and solutions and the development of new products. In addition to indebtedness, the company has outstanding 250,000 common shares (with a \$1.46 per share book value), of which Anthony Saginario, president, owns 84.6%.

SIMPLIFIED BUSINESS SERVICES PROPOSES OFFERING. Simplified Business Services, Inc., 170 Varick St., New York 10013, filed a registration statement (File 2-30603) with the SEC on October 29 seeking registration of 110,000 shares of common stock, 110,000 Class A warrants to purchase 55,000 common shares (exercisable at \$5 per share) and 110,000 Class B warrants to purchase 55,000 common shares (exercisable at \$6 per share), to be offered for public sale in units, each consisting of one common share, one Class A warrant and one Class B warrant. The offering is to be made at \$3.75 per unit through Charles Plohn & Co., 200 Park Ave., New York, which will receive a 38¢ per share commission plus \$9,000 for expenses. The company has agreed to grant the underwriter a five-year option to purchase 22,000 common shares, exercisable after one year at \$3.75 per share.

The company is engaged in the business of providing simple bookkeeping, data processing and management services through approximately 300 franchisees. In addition, through its franchisees, the company has opened 17 tax-return-preparation offices. Of the net proceeds of this offering, \$50,000 will be paid to the Small Business Investment Co. of New York in partial repayment of a \$100,000 indebtedness (the company will also issue 10,000 common shares to the SBIC, representing complete payment of such debt), and \$150,000 will be used to finance, sponsor, organize and develop 50 additional tax-return-preparation offices for franchisees; the balance will be used as working capital and for general corporate purposes. In addition to indebtedness, the company has outstanding 42,565 common shares (with a negative book value of \$3.35 per share), of which the William Frankel Estate (of which the wife of M. Stanley Metz, president and board chairman, is the beneficiary), owns 61.3%, SBIC of New York 15.2%, and M. Stanley Metz 4.3%.

METROCARE ENTERPRISES PROPOSES OFFERING. Metrocare Enterprises, Inc., c/o Shapiro & Brown, 342 Madison Ave., New York 10017, filed a registration statement (File 2-30604) with the SEC on October 29 seeking registration of 550,000 shares of common stock, to be offered for public sale through underwriters headed by Goldwater, Valente, Fitzpatrick & Schall, 5 Hanover Square, New York. The offering price (\$12 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the Goldwater firm up to \$20,000 for expenses and to sell it, for \$400, five-year warrants to purchase 40,000 common shares.

The company was organized under Delaware law in July 1968 to acquire, lease, operate and manage nursing and extended care centers. Of the net proceeds of its stock sale, \$2,100,000 will be used to purchase Twin Palms Sanitarium, \$1,450,000 to purchase Majestic Pines Convalescent Hospital, Parkmont Convalescent Hospital, Kirkland Sanitarium and Fremont Convalescent Hospital and \$1,600,000 to purchase Oakview Nursing Home; the balance will be added to the company's working capital or reserved for use, with any other funds available from mortgage refinancing or otherwise, to expand or reconstruct any of the nursing home facilities or to acquire other similar facilities. The company has outstanding 336,750 common shares (with a 15¢ per share book value), of which Philip Levy, president, owns 27.3%, Donald Erenberg 14.6%, Warren H. Haber and Joel Friedman, directors, 13.2% each, Raymond G. Chambers, treasurer, and Frank E. Walsh, Jr., 10.6% each. Upon completion of this offering, the present shareholders will own 40% of the outstanding common stock, for which they paid \$54,750 (including 26% to be owned by company officials at a cost of \$36,247), while the purchasers of the shares being registered will own 60%, for which they will have paid \$6,000,000.

INTERNATIONAL COMPUTER TO SELL STOCK. International Computer Corporation, 99 Park Ave., New York 10016, filed a registration statement (File 2-30605) with the SEC on October 29 seeking registration of 150,000 shares of common stock. The name of the underwriter, offering price (\$15 per share maximum*) and underwriting terms are to be supplied by amendment.

Organized under Delaware law in September 1967, the company will engage in the data processing business, including the purchase of computers for lease to others and operation of computer schools. Of the net proceeds of its stock sale, \$500,000 will be used to furnish additional working capital for operations of the computer school division and \$600,000 for the purchase of additional equipment in its computer leasing operations; the balance will be added to working capital and will be available for acquisition of other companies. In addition to indebtedness, the company has outstanding 1,128,720 common shares, of which David M. Weinberg, treasurer, owns 11%, Alan Barham, vice president, 13%, Lester J. Tanner, president 4% and management officials as a group 64%.

SOSSIN SYSTEM FILES FOR OFFERING AND SECONDARY. Sossin System, Inc., 11750 Bird Road, Miami, Fla. 33165, filed a registration statement (File 2-30606) with the SEC on October 29 seeking registration of 250,000 shares of common stock, of which 125,000 are to be offered for public sale by the company and 125,000 (being outstanding shares) by Michael Sossin, president and founder of the company. The offering is to be made through underwriters headed by Herzfeld & Stern, 30 Broad St., New York 10004; the offering price (\$10 per share maximum*) and underwriting terms are to be supplied by amendment. In August 1968, in connection with certain interim financing, the company sold Herzfeld & Stern and two employees of that firm 20,000 common shares for \$1 per share. In connection with this offering, the selling shareholder has agreed to sell to Floyd D. Cerf, financial consultant to the company and the selling shareholder, 5,000 common shares at 10¢ per share.

Organized under Florida law in December 1967, the company is in the business of owning and operating two nursing homes and a retirement residence in the Miami, Fla., area. Of the net proceeds of its sale of additional stock, \$100,000 will be used to repay a loan made by Herzfeld & Stern in August 1968 for working capital purposes and \$100,000 will be used for working funds for current operations; the balance will be added to working capital and used for general corporate purposes and is intended to enable the company to develop or acquire, and in some cases to construct extended care facilities. In addition to indebtedness, the company has outstanding 520,000 common shares, of which Michael Sossin owns 86.5% and Marvin Sossin, vice president, 9.6%; Michael Sossin proposes to sell 125,000 shares of 450,000 shares held.

GALE INDUSTRIES SUSPENSION CONTINUED. The SEC has issued an order suspending exchange and over-the-counter trading in the common stock of Gale Industries, Inc., for the further ten-day period November 1-10, 1968, inclusive.

STOCK PLANS FILED. The following companies have filed Form S-8 registration statements with the SEC proposing the offer of stock under employee stock option and similar plans:

- Oakite Products, Inc., Berkeley Heights, N. J. 07922 (File 2-30595) - 58,500 shares
- Anthony Pools, Inc., South Gate, Calif. 90280 (File 2-30598) - 61,000 shares

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 October 7 News Digest.

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Wisconsin Real Estate Invmt Fd Sept 68(2,13)	0-2568-2	Jul 68(7,13)	0-2953-2
Mississippi River Corp Sept 68(7,13)	1-3599-2	Plant Inds Inc Sept 68(4,11,12,13)	1-5757-2
Split Rock Lodge Inc Sept68(11)	0-2843-2	Omega Equities Amd #1 to 8K for Aug 68(7)	0-188-2
Thermal Dynamics Corp May68(7)	2-28284-2	Overseas Natl Airways Inc Amd #1 to 8K for Apr 68(4,13)	0-3060-2
Angeles Crest Development Co Inc Sept 68(11,13)	0-2813-2	American District Telegraph Co Sept 68(3)	0-771-2
Houston Natural Gas Corp Sept 68(11,12,13)	1-5640-2	Natl Sugar Refining Co Amd #1 to 8K for Jul 68(1,7,8,12, 13)	1-3248-2
Kentucky Barkley Lakes Area Development Co Sept 68(3)	0-2321-2	El-Tronics Inc May 68(1,12,13)	1-3916-2
Leasco Data Processing Equipment Corp Sept 68(2,3,7,11,13)	1-5288-2		
Quality Courts Motels Inc Sept 68(2,13)	0-2322-2		
Quebec Natural Gas Corp Sept 68(1,12,13)	2-13160-2		
Ormont Drug & Chemical Co Inc Aug 68(2,13)	0-2190-2		
Natl Car Rental System Inc Sept 68(7,13)	2-19978-2		
Overseas Natl Airways Inc Sept 68(7,13)	0-3060-2		
Panacolor Inc Jun 68(6)	0-536-2		

SECURITIES ACT REGISTRATIONS. Effective October 29: Seeman Brothers, Inc., 2-29807 (40 days).
Effective October 30: Fanny Farmer Candy Shops, Inc., 2-30265; Frontier Airlines, Inc., 2-30036 (40 days);
 Digital Equipment Corp., 2-30342; Peterson Howell & Heather, Inc., 2-30131 (40 days); United Telecontrol
 Electronics, Inc., 2-29794 (90 days); Warner Bros.-Seven Arts Ltd. 2-29472.

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.

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