Issue 82-161

U.S. SECURITIES AND

## CIVIL PROCEEDINGS

EXCHANGE COMMISSION

FINAL JUDGMENT ENTERED AGAINST JOE D. UNDERWOOD

The Fort Worth Regional Office announced that on August 6 an Order of Final Judgment was filed in the U.S. District Court for the Northern District of Texas, in Dallas, against Joe D. Underwood of Dallas, Texas. The judgment orders him to comply with an undertaking in which he agrees not to violate the antifraud, periodic reporting and proxy provisions of the securities laws. Underwood is an assistant treasurer of Zale Corporation.

The action arose from a complaint, filed by the Commission on August 19, 1977, which alleged, among other things, that between 1970 and 1975 Underwood, with others, manipulated the financial records of Zale Corporation so that the federal tax liability of the company was understated and earnings per share were overstated. The complaint also alleged that the manipulation resulted in the filing of federal income tax returns by subsidiaries of Zale Corporation which did not accurately reflect their taxable income or tax liability. (SEC v. Zale Corporation, et al., N.D. TEX, CA 3-77-1119R). (LR-9738)

#### **INVESTMENT COMPANY ACT RELEASES**

DEAN WITTER REYNOLDS INTERCAPITAL INC.

A notice has been issued giving interested persons until September 13 to request a hearing on the application of InterCapital Dividend Growth Securities Inc., InterCapital High Yield Securities Inc., InterCapital Income Securities Inc., InterCapital Industry-Valued Securities Inc., InterCapital Liquid Asset Fund Inc., InterCapital Natural Resource Development Securities Inc., Active Assets Money Trust (the Funds), Dean Witter Reynolds InterCapital Inc., Sears Roebuck Acceptance Corp. (SRAC) and Allstate Financial Corporation, for an order of exemption, pursuant to Section 6(c) of the Investment Company Act of 1940, from the provisions of Section 17(a) of the Act to permit SRAC and Allstate to sell their commercial paper to the Funds, subject to certain conditions. (Rel. IC-12608 - Aug. 18)

### **SELF-REGULATORY ORGANIZATIONS**

NOTICE OF EFFECTIVENSS OF PROPOSED RULE CHANGES

Rule changes filed by the following, pursuant to Rule 19b-4, have become effective in accordance with Section 19(b)(3)(A) of the Securities Exchange Act of 1934: Pacific Clearing Corporation (SR-PCC-82-06) which excludes Participant Fund contributions from the calculation of each participant's over-deposit requirement. Currently, each participant must maintain on deposit at PCC five percent of its short positions minus the amount of its contribution to the Participant Fund to satisfy the over-deposit requirement. The new calculation will increase the amount of each participant's over-deposit requirement and therefore, decrease the likelihood that PCC will have to use the Participant Fund to offset obligations of individual participants. (Rel. 34-18969); the Midwest Clearing Corporation (SR-MCC-82-11) which revises MCC's current fees for the shipment of MCC daily packages to participants through the U.S. Mail or any of the private carriers under contract with MCC. In its filing MCC stated that the fee changes reflect the shipping cost incurred by MCC and these charges, through the current fee structure, are poased through to the actual user of the service. (Rel. 34-18970)

Publication of the proposals are expected to be made in the Federal Register during the week of August 9 and 16, respectively.

# SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form, Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; File number and date filed; Assigned Branch; if the registration statement is a New Issue; and [S] denoting SHELF REGISTRATION pursuant to Rule 415.

- (S-18) TIDE WEST OIL COMPANY, Suite 625, 1600 Broadway, Denver, CO 80202 (303) 837-8433 35,000,000 shares of common stock. Underwriter: Richey Frankel & Company, 500 Park Pl., 1745 Stout St., Denver, CO 80202 (303) 629-9200. The company was organized to engage in the acquisition and exploration of, and where warranted the development of, oil and gas properties. (File 2-78810-D Aug. 11) (Br. 4 New Issue)
- (S-18) BRETAN TRADING CO., INC., 465 Route 46, Totowa, NJ 07512 600,000 shares of common stock. Underwriter: Firedman, Manger & Co., Inc., 30 Howe Ave., Passaic, NJ 07055. (File 2-78851-NY Aug. 13) (Br. 10 New Issue)
- (S-11) RESOURCES PENSION SHARES 2 TRUST, 666 Third Ave., New York, NY 10017 5,000,000 shares of beneficial interest. (File 2-78903 Aug. 18) (Br. 5)
- (S-8) THE DELTONA CORPORATION, 3250 S.W. Third Ave., Miami, FL 33129 (305) 854-1111 150,000 shares of common stock. The company is engaged in real estate. (File 2-78904 Aug. 18) (Br. 5)
- (S-2) DEVELOPMENT CORPORATION OF AMERICA, 2514 Hollywood Blvd., Hollywood, FL 33020 (305) 920-6600 \$7,500,000 shares of 16% subordinated debentures, due 1997. (File 2-78909 Aug. 18) (Br. 6)
- (S-8) J. P. MORGAN & CO. INCORPORATED, 23 Wall St., New York, NY 10015 (212) 483-3166 \$80 million of interests. (File 2-78910 Aug. 18) (Br. 2)
- (S-14) LANDMARK BANCORP, 441 West Whittier Blvd., La Habra, CA 90631 (213) 694-6537 1,225,076 shares of common stock. (File 2-78912 Aug. 19) (Br. 1 New Issue)
- (S-3) GEORGIA POWER COMPANY, 333 Piedmont Ave., N.E., Atlanta, GA 30308 (404) 526-6526 3,000,000 shares of Class A preferred stock. (File 2-78913 Aug. 19) (Br. 8)
- (S-6's) E. F. HUTTON TAX-EXEMPT TRUST, NATIONAL SERIES 68; E. F. HUTTON TAX-EXEMPT TRUST, NEW YORK SERIES 23, One Battery Park Plaza, New York, NY 10004 22,500 units; 7,500 units, respectively. Depositor: E. F. Hutton & Company Inc. (File 2-78914 and 2-78915 Aug. 19) (Br. 18 New Issues)
- (S-3) SUN COMPANY, INC., 100 Matsonford Rd., Radnor, PA 19087 (215) 293-6000 \$150 million of % debentures, due 2007. Underwriters: The First Boston Corporation, Kidder, Peabody & Co. Incorporated and Warburg Paribas Becker Incorporated. The company is an energy resources company. (File 2-78916 Aug. 19) (Br. 3)
- (S-8) STANDARD LOGIC, INC., 2215 South Standard Ave., Santa Ana, CA 92707 (714) 979-4770 466,960 shares of common stock. (File 2-78917 Aug. 19) (Br. 8)
- (S-3) HOLIDAY INNS, INC., 3742 Lamar Ave., Memphis, TN 38195 (901) 362-4001 -\$75 million of % notes, due 1992. Underwriters: Smith Barney, Harris Upham & Co. Incorporated and Salomon Brothers Inc. The company is a hospitality company with interests in hotels, casino gaming, restaurants and international maritime transportation. (File 2-78918 - Aug. 19) (Br. 4)
- (S-3) GEO. A. HORMEL & COMPANY, 501 16th Ave., N.E., Austin, MN 55912 (507) 437-5663 - \$50 million of notes. Underwriter: Smith Barney, Harris Upham & Co. Incorporated. The company is engaged in the processing of hogs into meat and meat products, among other things. (File 2-78920 - Aug. 19) (Br. 3) [S]
- (S-6's) KEMPER TAX-EXEMPT INCOME TRUST, SERIES 41; 42; 43; & 44, 120 South LaSalle St., Chicago, IL 60603 1,000 units (each Series). Depositor: Kemper Financial Services, Inc. (File 2-78921, 2-78922, 2-78923 & 2-78924 Aug. 18) (Br. 16 New Issues)

- (S-8's) THORATEC LABORATORIES CORPORATION, 2023 Eighth St., Berkeley, CA 94710 (415) 841-1213 721,162 shares of common stock; 100,000 shares of common stock. (File 2-78925 & 2-78926 Aug. 18) (Br. 8)
- (S-14) SOBANK, INC., 1201 Beckham Ave., Tyler, TX 75710 (214) 593-8233 500,000 shares of common stock. (File 2-78927 Aug. 19) (Br. 2 New Issue)
- (S-8) CITIZENS SAVINGS FINANCIAL CORPORATION, 999 Brickell Ave., Miami, FL 33131 150,000 shares of common stock. (File 2-78928 Aug. 18) (Br. 2)
- (S-8) ALPHA INDUSTRIES, INC., 20 Sylvan Rd., Woburn, MA 01801 (617) 935-5150 226,741 shares of common stock. (File 2-78929 Aug. 18) (Br. 8)
- (S-8) MODERN MERCHANDISING, INC., 5101 Shady Oak Rd., Minnetonka, MN 55343 (612) 932-1616 400,000 shares of common stock. (File 2-78930 Aug. 19) (Br. 1)
- (S-1) GRAHAM LIMITED PARTNERSHIP 82B, Suite 200, 3510 North Causeway Blvd., Metairie, LA 70002 (504) 834-9332 - \$15 million of preformation subscriptions for limited partnership interests. Underwriter: Merrill Lynch White Weld Capital Markets Group. (File 2-78932 - Aug. 19) (Br. 10 - New Issue) [S]
- (S-8) ETHYL CORPORATION, 330 South Fourth St., Richmond, VA 23219 (804) 788-5000 750,000 shares of common stock. (File 2-78933 Aug. 19) (Br. 2)
- (S-6's) NUVEEN TAX-EXEMPT BOND FUND MULTI-STATE, SERIES 56; NUVEEN TAX-EXEMPT BOND FUND, SERIES 224, 209 South LaSalle St., Chicago, IL 60604 an indefinite number of units (each Series). Depositor: John Nuveen & Co. Incorporated. (File 2-78935 and 2-78936 Aug. 19) (Br. 18 New Issue)
- (S-3) THE MEAD CORPORATION, Mead World Headquarters, Courthouse Plaza Northeast, Dayton, OH 45463 (513) 222-6323 - 356,268 common shares. (File 2-78937 - Aug. 19) (Br. 8) [S]

## **ACQUISITIONS OF SECURITIES**

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update, or revision.

•		FORM	EVENT DATE	SHRS (000) / %DWNED	CUSIP/ PRIOR%	FILING STATUS
AMEFCO INC	COM			100	00181210	
NORTON WILLIAM		13D	8/16/82	12.5	0.0	NEW
AMERICAN AGRONOMICS CORP	COM			6,189	02373510	
AMERICAN FINANCIAL CORP E	T AL	13D	7/19/82	30.1	0.0	MEW
AMERICAN SEC CORP	COM PAR	R \$4.00		375	02954420	
HUMAN SERVICE GROUP ET AL		13D	8/ 6/82	5.2	5.2	UPDATE
BRT PLTY TR	SH BEN	INT		2	05564510	
BRANCH BEN SHIRLEY		13D	7/27/82	0.2	6.3	UPDATE
BUNNINGTON CORP	COM			337	12071810	
HOLMES ROBERT G UR		13D	8/ 6/82	8.0	7.1	HPDATE

CITY STORES CO FARBER JACK & PII INVESTM	COM ENT	13D	8/ 5/82		17866610 19.6	
CLOPAY CORP WYGOD MARTIN J	COM	13D	8/10/82	78 6.6	18900010 5.5	UPDATE
DETROIT & CDA TUNL CORP WENGER HENRY PENN	COM	13D	8/ 3/82		25070310 14.3	
EASTOVER CORP SPEED LELAND R	SH BEN	INT 13D	7/ 1/82	132 11.3	27777810 0.0	
FEDERAL RLTY INVT TR SIAM LTD	SH BEN	INT 13D	7/21/82	192 9.9	31374720 8.4	
FIRST AMERN FINL CORP COMMERCE SV6S ASSOC ET AL		13D	8/ 4/82		31852210 0.0	
GELMAN SCIENCES INC GELMAN SCIENCES SHAREHOLD		13D	8		36851410 0.0	
GENERAL BANCSHARES CORP METRO BANCSHARES INC ET A		13D	8/16/82		36910010 5.0	
GLOBAL NAT RES PLC BEAR - STEARNS & CO ET AL	COM-RP	STD BY B 13D	R SHWT 3/12/82	386 1.8	37935610 0.0	
GREATER CHIC CORP DAYIS S ROBERT	COM	13D	7/ 2/82	0 N/A	39227010 N/A	
JUNIPER PETE CORP DAMSON DIL CORP	COM	13D	8/ 3/82		48203110 47.9	
KINARK CORP WHITAKER INVESTMENTS ET A	COM L	13D	7/31/82		49447410 8.7	UPDATE
LONE STAR INDS INC STEWART JAMES E	COM	13D	7/ 1/82		54229010 5.3	
MISSION WEST PPTYS SHAMROCK ASSOC ET AL	SH BEN	INT 13D	8/17/82		60520010 0.0	NEW
NATMAR INC BIDWELL ROBERT E	PFD \$5	0.00 PAR 13D	VALUE 7/31/82			UPDATE
NATMAR INC BIDWELL ROBERT E	COMMON	STOCK 13D	7/31/82	67.0	63875090 100.0	UPDATE
NORD RES CORP - AMEX BANK LIMITED ET AL	COM	13D	6/30/82	35 0.8	65555510 0.0	NEW .
SUNSTATES CORP TELVEST INC ET AL	SH BEN		8/ 4/82	186 8.0		UPDATE
TENNEY ENGR INC SCHIFFMAN ROBERT S ET AL	COM	13D	7/30/82	389 17.5	88062510 21.1	UPDATE
WELBILT CORP FRIEDMAN CARDLE	COMMON	STOCK 13D	6/30/82	0 N/A	94908530 N/A	NEW