

SECURITIES AND EXCHANGE COMMISSION DIGES news

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A Daily Summary of S.E.C. Activities

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FOR RELEASE May 26, 1972

## COURT ENFORCEMENT ACTION

<u>S. B. FULLER PLEADS GUILTY</u>. The SEC Chicago Regional Office announced May 22 that S. B. Fuller, of <u>Robbins</u>, 111., pleaded guilty to one count (the offer and sale of unregistered securities) of a six-count indictment charging him with violations of the registration and antifraud provisions of the Federal securities laws. The remaining counts were dismissed. Fuller was placed on probation for five years during which time he is to attempt to make restitution to the persons who purchased securities. (LR-5403)

## INVESTMENT COMPANY ACT RELEASES

INTERSCIENCE GROWTH FUND. The SEC has issued a notice giving interested persons until June 20 to request a hearing upon an application of Interscience Growth Fund, Inc., New York, N. Y., for an order declaring that it has ceased to be an investment company. According to the application, the Fund has never made public offering of its shares, has no intention of making such an offering, and has no shareholders. (C IC-7194)

<u>FIPER, JAFFRAY & HOPWOOD</u>. The SEC has issued an order upon an application of Piper, Jaffray & Hopwood, Incorporated, Minneapolis, prospective representative of a group of underwriters of a proposed public offering of 2,200,000 shares of common stock and 330,000 shares of cumulative preference stock of the REIT Income Fund Incorporated, a registered closed-end, diversified investment company, exempting Piper, Jaffray from certain provisions of the Act with respect to the proposed underwriting. (Rel. IC-7195)

## SECURITIES ACT REGISTRATIONS

BONANZA INTERNATIONAL, INC., 811 South Central Expressway, <u>Richardson, Tex.</u> 75080, filed a registration statement on May 19 seeking registration of 600,000 shares of common stock, of which 300,000 are to be offered for public sale by the company and 300,000 (being outstanding shares) by the holders thereof. The offering is to be made (\* at \$14 per share maximum) through underwriters headed by Oppenheimer & Co., One New York Plaza, New York 10004. Also included in this statement are 45,000 shares of common stock, of which 22,500 are reserved for issuance upon exercise of common stock warrants and 22,500 are held in escrow for sale by common stockholders upon exercise of options. The company is engaged in operating and licensing a chain of moderately-priced, self-service steak restaurants. Of the net proceeds of its stock sale, some \$4 million will be used to equip and provide working capital for new company-operated restaurants and the balance for working capital and other corporate purposes. (File 2-44291)

NORTHWESTERN PUBLIC SERVICE COMPANY, Northwestern National Bank Bldg., <u>Huron, S. D.</u> 57350, filed a stration statement on May 22 seeking registration of 93,000 shares of common stock, to be offered for c state (\* at \$22.50 per share maximum). Net proceeds of its stock sale, together with other funds, will be used to repay outstanding bank loans in whole or in part and to provide a portion of the funds necessary for its 1972 construction program. Construction expenditures are estimated at \$12,260,000 for 1972. (File 2-44324)

THE PITTSTON COMPANY, 250 Park Ave., New York, N. Y. 10017, filed a registration statement on May 22 seeking registration of up to \$65 million of subordinated debentures, due 1997, to be offered for public sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, New York City. The company is engaged in marketing and production of coal, the marketing, storage and transportation of petroleum products, transportation and storage of general commodities and in the Operation of an armored car service. Net proceeds will be added to the company's working capital and used for general corporate purposes. (File 2-44327)

WARNER COMMUNICATIONS INC., 10 Rockefeller Plaza, New York, N. Y. 10020, filed a registration statement on May 22 seeking registration of 525,691 outstanding shares of common stock and 50,268 shares of common stock issuable upon conversion of certain outstanding convertible indebtedness. These shares may be offered for sale from time to time by the holders or recipients thereof at prices current at the time of sale (\* \$43.13 per share maximum). The company is primarily engaged in the communications businesses. (File 2-44328) LAND INVESTMENT ANALYSIS, INC., 304 Brooklake Rd., Florham Park, N. J., filed a registration statement on May 23 Decking registration of 400,000 shares of common stock, to be offered for public sale at \$5 per share by Fund Securities, Inc., 355 Victory Blvd., Staten Island, New York. The company was formed in September 1971 for the principal purpose of engaging in real estate development. Net proceeds will be used for working capital and general corporate purposes. (File 2-44334)

<u>VINTAGE ENTERPRISES, INC.</u>, 3825 Northeast Expressway, <u>Atlanta, Ga</u>. 30340, filed a registration statement on May 23 seeking registration of 550,000 shares of common stock, of which 200,000 are to be offered for public sale by the company and 350,000 (being outstanding shares) by the holders thereof. The offering is to be made (\* at \$26.125 per share maximum) through underwriters headed by Reynolds Securities Inc., 120 Broadway, New York 10005, and The Robinson-Humphrey Co., Inc., Two Peachtree St., N. W., Atlanta 30303. The company sells at retail mobile homes, some of which it manufactures. Net proceeds will be used to repay certain loans and for working capital and other corporate purposes. (File 2-44335)

BAYROCK UTILITY SECURITIES, INC., 200 Park Ave., New York, N. Y. 10017, filed a registration statement on May 23 seeking registration of 2,000,000 shares of common stock, to be offered for public sale at \$16 per share through underwriters headed by Bache & Co. Inc., 100 Gold St., New York 10038. Bayrock is a new closed-end diversified investment company, which intends to invest in equity and debt securities of public utility companies. Bayrock Advisors, Inc., wholly-owned subsidiary of Bache & Co., is investment adviser. (File 2-44336)

DORIC CORPORATION, 1170 First National Center, Oklahoma City, Okla. 73102, filed a registration statement on May 23 seeking registration of 325,000 shares of common stock, of which 300,000 are to be offered for public sale by the company and 25,000 (being outstanding shares) by the holders thereof. The offering is to be made (\* at \$39 per share maximum) through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York 10004. The company is primarily engaged in the distribution of dental equipment and supplies and the manufacture and sale of pet foods; it is also engaged in other businesses. Net proceeds will be applied to reduce outstanding debt incurred in connection with its acquisition of Patterson Dental Co. (File 2-44337)

U. S. INDUSTRIES, INC., 250 Park Ave., New York, N. Y. 10017, filed a registration statement on May 10 seeking registration of 2,900,000 shares of common stock and 100,000 shares of special preference stock (\$2.50 par). These shares are to be issued in connection with the acquisition of certain companies and may be offered for sale from time to time by the recipients thereof at prices current at the time of sale (\$25 per common and \$100 per preference share maximum). The company is engaged in business in seven market areas: building materials and construction, apparel and accessories, shelter and furnishings, health and leisure services, petrochemical equipment and plastics and industrial and agribusiness equipment. (File 2-44188)

SYNTEX CORPORATION (a Panama corporation, whose U. S. Agent is Marvyn Carton, 30 Broad St., <u>New York</u>) filed a registration statement on May 16 seeking registration of 137,350 shares of common stock issued or to be issued in connection with the company's acquisition of the assets and business of Star Dental Manufacturing Co., Inc. Such shares may be offered for sale from time to time by the holders or recipients thereof at prices current at the time of sale (\* \$90 per share maximum). Syntex is primarily engaged in the manufacture and sale of human pharmaceutical products, animal health products, fine chemicals and scientific and medical instruments. (File 2-44255)

<u>GELMART INDUSTRIES, INC.</u>, 20-20 129th St., <u>College Point, N. Y.</u> 11356, filed a registration statement on May 23 seeking registration of 500,000 shares of common stock, to be offered for public sale (\* at \$19 per share maximum) through underwriters headed by Weis, Voisin & Co., Inc., 17 Battery Place North, New York. The company is engaged in the design, manufacture and distribution of certain consumer apparel products. Of the net proceeds of its stock sale, \$4,325,000 will be applied to payment of existing long-term bank debt, and the balance for working capital and other corporate purposes. (File 2-44339)

SECURITY PLASTICS, INC., 4295 E. 11th Ave., <u>Hialeah, Fla.</u> 33013, filed a registration statement on May 23 seeking registration of 250,000 shares of common stock, of which 50,000 are to be offered for public sale by the company and 200,000 (being outstanding shares) by the holders thereof. The offering is to be made (\* at \$25 per share maximum) through underwriters headed by Edwards & Hanly Securities, Inc., 1 Whitehall St., New York 10004. The company is a manufacturer of a wide variety of injection molded nylon, acetal, and phenolic parts ranging from simple bearings to complex and intricate components. Net proceeds of its stock sale will be used to pay remaining construction costs of a new factory and office building, and the balance for other corporate purposes. (File 2-44341)

<u>CAMBRIDGE MEMORIES, INC.</u>, 285 Newtonville Ave., <u>Newton, Mass.</u> 02160, filed a registration statement on May 23 seeking registration of 300,000 shares of common stock, to be offered for public sale (\* at \$15 per share maximum) through underwriters headed by Burnham & Co., Inc., 60 Broad St., New York 10004. The company is primarily engaged in the development, manufacture and sale of memory systems. Of the net proceeds of its stock sale, \$1,250,000 will be used for additional plant, production equipment and production start-up expenses, and the balance for other corporate purposes. (File 2-44342) K

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CONSOLIDATED EDISON COMPANY OF NEW YORK, INC., 4 Irving Place, New York 10003, filed a registration statement on May 23 seeking registration of 5,000,000 shares of common stock, to be offered for public (\* at \$26 per share maximum) through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith, Inc., One Liberty Plaza, New York. Net proceeds will be used for construction purposes (estimated at \$581,000,000 for 1972 and \$3,080,000,000 for 1972-1976). (File 2-44344)

MOBILETOWNS, INC., 2100 Linwood Ave., Ft. Lee, N. J. 07024, filed a registration statement on May 23 seeking registration of 300,000 shares of common stock, to be offered for public sale at \$6 per share. The offering is to be made on a best efforts basis by Dickinson, Rothbart & Co. Inc. and Gotham Securities Corp., both located at 605 Third Ave., New York. The company proposes to engage in developing real property into communities suitable for the renting of mobilehome units, and the sale or rental of mobilehomes. Of the net proceeds of its stock sale, \$750,000 will be used as a down payment on acquisition of three additional sites, and the balance for working capital and other corporate purposes. (File 2-44345)

JIM WALTER CORPORATION, 1500 North Dale Mabry Highway, <u>Tampa, Fla</u>. 33607, filed a registration statement on May 22 seeking registration of 69,462 outstanding shares of common stock, which may be offered for sale by the holders thereof (\* at \$34 per share maximum). (File 2-44329)

<u>ADRs FOR WINKELHAAK MINES LIMITED.</u> Morgan Guaranty Trust Company of New York, 23 Wall St., <u>New York</u>, <u>N. Y.</u> 10015, filed a registration statement on May 22 seeking registration of 100,000 American Depositary Receipts for ordinary shares of Winkelhaak Mines Limited, a South African corporation. (File 2-44331)

<u>PULLMAN TRANSPORT LEASING COMPANY</u>, 200 South Michigan Ave., <u>Chicago, 111</u>. 60604, filed a registration statement on May 23 seeking registration of \$20 million of equipment trust certificates, due 1973 through 1992, to be offered for public sale through underwriters headed by The First Boston Corporation, 20 Exchange Pl., New York 10005. A wholly-owned subsidiary of Pullman Incorporated, the company was organized in 1970 for the purpose of carrying on the freight car leasing business theretofore conducted by Transport Leasing Division of Pullman. A portion of the net proceeds will be used to retire some \$8 million of notes issued to Pullman in connection with the acquisition of new freight cars and the balance will be used for general corporate purposes. (File 2-44332)

<u>MERCANTILE BANCORPORATION INC.</u>, 721 Locust St., <u>St. Louis, Mo</u>. 63101, filed a registration statement on May 23 seeking registration of 80,972 shares of common stock. It is proposed to offer these shares in exchange for the outstanding shares of Franklin County Bank and Trust Company, at the rate of 4 shares for each Bank share. Bancorporation is a bank holding company. (File 2-44333)

STOCK PLANS FILED. The following have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered pursuant to employee stock and related plans: Clopay Corporation, Cincinnati, Ohio (File 2-44306) - 98,450 shares AMT Corporation, Troy, Mich. (File 2-44313) - 20,000 shares Alison Mortgage Investment Trust, Los Angeles, Calif. (File 2-44320) - 93,500 shares American Medical Building Guild, Inc., Madison, Wis. (File 2-44321) - 23,040 shares and (File 2-44322) - 25,000 shares The Stuart McGuire Company, Inc., Salem, Va. (File 2-44325) - 120,000 shares Allis-Chalmers Corporation, West Allis, Wis. (File 2-44326) - 20,000 shares National Convenience Stores Incorporated, Houston, Tex. (File 2-4430) - 89,187 shares

## MISCELLANEOUS

O/C REGISTRATIONS REPORTED. The following issuers of securities traded over-the-counter have filed registration statements with the Commission pursuant to requirements of Section 12(g) of the Securities Exchange Act (companies which currently file annual and other periodic reports with the SEC are identified by "\*\*"):

NO. O-REGISTRANT

LOCATION

6252	American Fidelity Investments	Springfield, OH
6247	Arabian Shield Devel, Co	Dallas, TX
6246	Coeur D'Alenes Co	Spokane, WA
6088	Colorado Central Mines, Inc**	Golden, CO
6229	Elpac, Inc	Irvine, CA
6239	Fabulous Inns of America	San Diego, CA
6080	Food Town Stores, Inc**	Salisbury, MC
6243	Fresno Guarantee Savings &	.,
	Loan Assoc	Fresso, CA
6251	Greater Ohio Realty Invsts.	Columbus, OH
6085	Hunt Mfg, Co**	Phila., PA
6248	Intermountain Petroleum Co	Phoenix, AZ

6087	Lindal Cedar Homes, Inc	Seattle, WA
6245	Marion Tabrics, Inc	Los Angeles, CA
6240	MEBCO Industries, Inc	Queens, MY
6250	Midwest Bancorporation of Ohio,	
	Inc	Wilmington, DE
6090	Module Systems & Devel, Corp**	Wash, D.C.
6244	Mustang Invst, Corp	Hinneapolis, HW
6227	Mational Community Builders	San Diego, CA
6242	Pearsall Corp	West Houston, TX
6228	Product Design & Engineering, Inc.	Minneapolis, ME
6084	Resort Of The World N.V.**	St. Maarten, Netherlands
6249	Trans-Air Freight System, Inc	Jamaica, NY
6230	Universal Discount, Inc	Minneapolis, MM

TRADING SUSPENSIONS CONTINUED. The SEC has ordered the suspension of (a) over-the-counter trading in the securities of Bevis Industries, Inc., Continental Vending Machine Corporation and Inter-Island Mortgages Corporation for the further ten-day period May 25 through June 3, inclusive, (b) exchange and over-the-counter trading in securities of Ganadian Javelin Limited and over-the-counter trading in the common stocks of First Fidelity Company and Maridian Fast Food Services, Inc. for the further ten-day period May 26 through June 4, inclusive, (c) over-the-counter trading in the securities of Cogar Corporation for the further ten-day period May 27 through June 5, inclusive, (d) exchange and over-the-counter trading in the securities of Tanger Industries for a ten-day period May 28 through June 6, inclusive; and (e) exchange and over-the-counter trading in the securities of Topper Corporation for the further ten-day period May 29 through June 7, inclusive.

<u>SRCURITIES ACT RECISTENTIONS</u>. <u>Effective May 23</u>: Intel Corp., 2-43581. <u>Effective May 24</u>: The Anaconda Co., 2-44150; The Chubb Corp., 2-44014; Compusamp, Inc., 2-43447; Corometrics Medical Systems, Inc., 2-44189; The Dreyfus Corp., 2-44125; Eason Oil Co., 2-43938; Fay's Drug Co., Inc., 2-43809; General Ohio S & L Corp., 2-43354 (90 days); G. R. I. Corp., 2-44033; Heublein, Inc., 2-43952; Kansas City Power & Light Co., 2-44010; Logos Development Corp., 2-43158 (90 days); Petrofunds, Inc., 2-42541 (90 days); The Scott & Fetzer Co., 2-44105; Hrs. Smith's Pie Co., 2-43595 (90 days); Swank, Inc., 2-44108; Tiffany Industries, Inc., 2-43345; U. S. Industries, Inc., 2-44082; Visual Sciences, Inc., 2-42973 (40 days).

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.

ONLY the SEC News Digest is for sale by the Superintendent of Documents, U. S. Government Printing Office, Washington, D. C. 20402. All other referenced material must be ordered from the Securities and Exchange Commission, Washington, D. C. 20549. N

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