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SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

(Prepared by the SEC Office of Public Information)

A Daily Summary of
S.E.C. Activities

(Issue No. 72-222)

FOR RELEASE November 21, 1972

COMMISSION ANNOUNCEMENT

LEASE ACCOUNTING STANDARDS REAFFIRMED. The Commission on November 17 issued an Accounting Series Release which called attention to the requirement of Accounting Principles Board Opinion No. 5 that when lease transactions are entered into with lessors without material independent economic substance, the transaction should be accounted for as a purchase. The release was issued to eliminate apparent existing uncertainty as evidenced by the accounting proposed for a number of arrangements under which nuclear fuel cores were financed by public utilities. (Rel. 33-5333)

FOREIGN RESTRICTED LIST. The SEC has added Tam O'Shanter, Ltd. of Zug, Switzerland, to the Foreign Restricted List, for the reason that its salesmen are not actively engaged in the United States in selling securities in the form of investment contracts, consisting of Scotch whiskey warehouse delivery orders, in violation of the provisions of the Securities Act of 1933 requiring registration of securities. See prior Releases, Numbers 5018 and 5245, issued under the Securities Act of 1933.

COURT ENFORCEMENT ACTIONS

BOND STREET SECURITIES CORP., OTHERS ENJOINED. The SEC Los Angeles Regional Office and the San Francisco Branch Office announced on November 9 that the Federal court in Las Vegas had permanently enjoined Gilbert Freeman, Robert Cornell and Bond Street Securities Corporation from violations of the antifraud and registration provisions of the Federal securities laws in the sale of shares of Industrial Manufacturing Corporations. Freeman and Cornell consented to the court order; the order against Bond Street was entered by default. The court also permanently enjoined by consent Melvin E. Richards, Melvin Lloyd Richards, Daniel Nociaro, Barbara Jean Leser, Enterprise Securities Corporation, Nevada National Registrars, Inc., and Emerson Titlow. Additional consent orders were entered against Industrial Manufacturing Corporation and the remaining defendants. (LR-5625)

C. I. OREN & CO. ENJOINED. The New York Regional Office announced that on October 26 in the Federal court in New York C.I. Oren & Co., Inc., of New York City and its president, Irving Orenstein of New York City announced that they would not oppose the Commission's motion for a preliminary injunction enjoining them from further violation of the net capital and book-keeping rules of the Securities Exchange Act. The defendants also did not oppose the appointment of Martin R. Gold as SIPC trustee. (LR-5635)

INVESTMENT COMPANY ACT RELEASE

SHEARSON INVESTORS FUND. The SEC has issued a notice giving interested persons until December 14, to request a hearing on an application filed by The Shearson Appreciation Fund, Inc., Shearson Income Fund, Inc. and Shearson Investors Fund, Inc., for an order under Section 22(d) to permit shareholders of Shearson Investors Fund, Inc. who purchased shares during the fund's initial offering period (March 8, 1971 to April 2, 1971) at the then maximum sales shares of 7% to exchange such shares for shares of the other Shearson funds at net asset value without a sales charge. (IC-7507)

HOLDING COMPANY ACT RELEASE

WISCONSIN GAS CO. The SEC has issued an order authorizing Wisconsin Gas Company, Milwaukee subsidiary of American Natural Gas Company, to issue and sell up to \$22 million unsecured promissory notes to banks. The proceeds will be used by Wisconsin Gas to repay notes outstanding on November 29, 1972 (estimated at \$17,000,000) and to partially finance its 1972 construction program (estimated at \$13,361,000). (Rel. 35-17769)

SECURITIES ACT REGISTRATIONS

SYSTEM DEVELOPMENT CORPORATION, 2500 Colorado Ave., Santa Monica, Calif. 90406, seeks registration of 400,000 shares of common stock, to be offered for public sale by certain shareholders (*at \$18 per share maximum) through underwriters headed by Smith, Barney & Co., 1345 Avenue of the Americas, N.Y. 10019. The company is engaged in the design, development and implementation of computer based systems. (File 2-46280 - Nov 10)

OVER

CINERGY COMMUNICATIONS CORPORATION, 33 W. 94th St., New York, N.Y. 10025 seeks registration of 100,000 shares of common stock, to be offered for public sale at \$7.50 per share by First Philadelphia Corp., 80 Wall St., New York 10005. The company was organized in September to develop software products in the audio-visual cassette field. Of the net proceeds, \$300,000 will be used to purchase equipment and the balance for working capital and other corporate purposes. (File 2-46281 - Nov 10)

CONTINENTAL REAL ESTATE PARTNERS-I (the Partnership), 100 Federal St., Boston, Mass. 02110, seeks registration of \$15 million of partnership interests, to be offered for public sale at \$500 per unit with a minimum purchase of four units required. The offering is to be made by Chase Investment Services of Boston, Inc. and ConVest Securities Distributors, Inc., as co-dealer managers, and certain soliciting dealers chosen by them and Waddell & Reed, Inc., as a special dealer. The Partnership is being formed to invest in real estate equities. Continental Real Estate Equities, Inc., subsidiary of Continental Investment Corporation, is the general partner. (File 2-46282 - Nov 10)

HAWAIIAN ENTERPRISES, LTD., P.O. Box 3454, Terminal Annex, Spokane, Washington 99201, seeks registration of 179 resort townhouse condominiums (\$4,860,000) in the Condo Del Sol Hotel Rental Pool Limited Partnership, to be offered for public sale at prices ranging from \$22,500 to \$66,672. (File 2-46283 - Nov 10)

SOUTHWEST FOREST INDUSTRIES, INC., 3443 North Central Ave., Phoenix, Ariz. 85012 seeks registration of 800,000 shares of cumulative convertible preferred stock, to be offered for public sale (*at \$25 per share maximum) through underwriters headed by White, Weld, & Co. Inc., 20 Broad St., New York 10005, and Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, both of New York. The company is engaged in the manufacture and sale of lumber and wood products. Net proceeds will be used for expansion of manufacturing facilities and other corporate purposes. (File 2-46284 - Nov 10)

SYRACUSE CHINA CORPORATION, 2900 Court St., Syracuse, N.Y. 13201, seeks registration of 350,000 shares of common stock, of which 296,000 are to be offered for public sale by the company and 54,000 by certain shareholders. The offering is to be made (*at \$13 per share maximum) through underwriters headed by New York Securities Co. Inc., One New York Plaza, New York 10004. The company manufactures and sells commercial chinaware for institutional use and decorative and religious candles. Of the net proceeds, \$1,500,000 will be used to redeem all of the company's outstanding \$4.50 cumulative prior preferred stock and the balance for working capital and other corporate purposes. (File 2-46285 - Nov 10)

KAYOT, INC., 500 Kayot Blvd., P.O. Box 789, Mankato, Minn. 56001, seeks registration of 334,965 shares of common stock, of which 300,000 are to be offered for public sale by the company and 34,965 by certain shareholders. The offering is to be made (*at \$11.75 per share maximum) through underwriters headed by Piper, Jaffray & Hopwood Inc., 115 South Seventh St., Minneapolis, Minn. 55402. The company is engaged primarily in the manufacture and sale of motor homes, travel trailers, pick-up campers and other recreational products. Net proceeds will be applied toward repayment of secured promissory notes totalling \$3,640,900. (File 2-46286 - Nov 13)

MISCELLANEOUS

TRADING SUSPENSION CONTINUED. The SEC has ordered the suspension of over-the-counter trading in the securities of Continental Vending Machine Corporation for the further ten-day period November 21-30, inclusive.

SECURITIES ACT REGISTRATIONS. Effective November 17: Appalachian Power Co., 2-46095; Baltimore Gas and Electric Co., 2-46223; Bristol Sound Centers, Inc., 2-42890 (Feb 15); Danson Oil Corp., 2-43243 (Feb 15); Great Western United Corp., 2-43329; Iowa Electric Light and Power Co., 2-46045; Mallinckrodt Chemical Works, 2-45943; Michigan Bell Telephone Co., 2-46140 & 2-46139; Mini-Computer Systems, Inc., 2-44028 (90 days); Murphy Oil Corp., 2-46311; Nichols Oil & Gas Corp., 2-44937 (90 days); Pyramid Petroleum, Inc., 2-45419 (90 days); Shop & Go, Inc., 2-45779 (Feb 16); ADRs of Vaal Reefs Exploration and Mining Co. Ltd., 2-46331; Wilshire Oil Co. of Texas, 2-46013.

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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