

sec news digest

U.S. SECURITIES & EXCHANGE COMMISSION

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RULES AND RELATED MATTERS

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REVISION OF RULE 4-02 OF REGULATION S-X

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The Commission today issued for public comment a proposed revision of Rule 4-02(e) of Regulation S-X concerning separate financial statement requirements for consolidated subsidiaries engaged in financial activities such as banking or insurance. The proposal would change the definition of banking as a line of business for which separate statements are required. It would require separate statements of non-banking subsidiaries of bank holding companies when such subsidiaries represented to significant percentage of the holding company assets. In addition, the test under which financial statements of a significant consolidated subsidiary can be omitted has been revised to provide for asset, revenue and net income criteria. All interested persons are invited to submit their comments in writing to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, Washington, D.C. 20549 on or before February 14, 1975. Such communications should refer to File No. S7-540. All such comments will be available for public inspection. (Rel. 33-5548)

COMMISSION ANNOUNCEMENTS

PRELIMINARY STATEMENT OF THE ADVISORY COMMITTEE
ON THE IMPLEMENTATION OF A CENTRAL MARKET SYSTEM

At the request of its Advisory Committee on the Implementation of a Central Market System (the Committee), the SEC today published for public comment the Committee's "Preliminary Statement of Characteristics and Principles of the Central Market System."

The Commission wishes to note that the views expressed in this preliminary statement are those of the Committee and that the Commission is simply making available its facilities to assist the Committee in soliciting public comment. Comments should be submitted prior to February 1, 1975 to Andrew P. Steffan, Executive Secretary of the Advisory Committee on the Implementation of a Central Market System, Securities and Exchange Commission, Washington, D.C. 20549. Copies of all comments will be made available for examination at the Commission's Office of Public Reference, File No. 4-173. (Rel. 34-11131)

ADDITION OF WITNESSES FOR HEARING ON
PROPOSED RULES 19b-3 AND 10b-22

The Commission announced today the addition of two names to the list of persons scheduled to make oral presentations of views, data and arguments on proposed Securities Exchange Act Rules 19b-3 and 10b-22 relating to the termination of fixed commission rates on exchange transactions. They are: December 12, 1974 at 3:30 p.m. - Robert Baldwin, Morgan Stanley & Co.; December 16, 1974 at 3:30 p.m. Daniel R. Murphy, no affiliation.

COURT ENFORCEMENT ACTIONS

PIED PIPER YACHT CHARTER CORP.,
OTHERS ENJOINED

The New York Regional Office announced that on November 25 the Hon. Edmund L. Palmieri of the Federal Court in New York City signed a final judgment of permanent injunction permanently enjoining Pied Piper Yacht Charters Corp.; Fred A. Coda, its president; and Industrial Gear Manufacturing Company from violations of the registration requirements of the securities laws. Pied Piper and Coda were also enjoined from violations of the

antifraud provisions. The court also ordered the appointment of Courtlandt Nicoll, Esq. as trustee for the purpose of taking possession and charge of funds received by Pied Piper and Coda in connection with the sale of Pied Piper stock. These monies are to be used to pay purchasers such amounts as the court shall deem just and equitable and which it shall order. (SEC v. Pied Piper Yacht Charters Corp., et al.). (LR-6626)

TIMOTHY J. PETERSON ENJOINED

The Chicago Regional Office announced that on December 5th the Federal Court in Minneapolis entered an order by default permanently enjoining Timothy J. Peterson from violations of the registration and antifraud provisions of the securities laws in the offer and sale of common stock of A.I.D. Inc., or any other security issued by A.I.D. Inc., or any other issuer. (SEC v. Timothy J. Peterson, et al., U.S.D.C. District of Minnesota, Fourth Division, Civil No. 4-74-266). (LR-6627)

EDWARD L. BAKER, JR. ENJOINED

The Fort Worth Regional Office announced that Federal District Court at Dallas, Texas entered an order of permanent injunction by consent on November 27 against Edward L. Baker, Jr. of Fort Worth, Texas, forbidding violations of the registration provision of the securities laws. Baker consented to the entry of the order without admitting or denying the allegations in the Commission's complaint filed September 13, 1972. (SEC v. Real-Tex Enterprises, Inc., N.D. Tex.). (LR-6628)

COMPLAINT NAMES UNIVERSAL UNDERWRITING SERVICE, INC., OTHERS

The Denver Regional Office announced the filing on November 25 of a complaint in the U.S. District Court for Utah against Universal Underwriting Service, Inc., a broker-dealer firm of Salt Lake City, Utah; Grant E. Mann of Bountiful, Utah, its president; and Gordon O. Bigler of Mantua, Utah, its vice-president, seeking to enjoin them from violating the Commission's net capital rule. A temporary restraining order was issued on November 27. Also, on November 25 the Securities Investor Protection Corporation filed an application for the appointment of a trustee for Universal. No action has been taken by the Court on this application. (SEC v. Universal Underwriting Service, Inc., et al., U.S.D.C. Utah, C-74-368). (LR-6629)

IMPEX INTERNATIONAL, INC. OTHERS ENJOINED

The Chicago Regional Office announced that on December 3 the Honorable James B. Parsons of the Federal Court in Chicago entered an order permanently enjoining Impex International, Inc., Jyoti Khokhani, Don W. Rodgers and Frank Steigerwald from violations of the registration and antifraud provisions of the securities laws in the offer and sale of securities which in form purport to be options on commodities futures but which in substance consist of obligations by Impex International, Inc. to pay a sum of money to some, but not all, investors in excess of the sum invested with Impex International, Inc. by those investors upon certain contingencies, or any other security issued by Impex International, Inc., or any other issuer. The defendants consented to the above judgments without admitting or denying the allegations of the Commission's complaint. (SEC v. Impex International, Inc., et al., N.D. Ill., Eastern Division, 74C-1545). (LR-6630)

HOLDING COMPANY ACT RELEASES

GEORGIA POWER COMPANY

A notice has been issued giving interested parties until January 3 to request a hearing on a proposal of Georgia Power Company, subsidiary of The Southern Company, to deliver its letter of indemnity to Alabama Power Company, also a subsidiary of The Southern Company. Georgia will agree to indemnify Alabama for a portion of any liability Alabama incurs under a guaranty agreement involving financing of pollution control facilities by the Southern Electric Generating Company (see Rel. 35-18533). (Rel. 35-18702 - Dec. 10)

APPALACHIAN POWER COMPANY

An order has been issued authorizing Appalachian Power Company (Appalachian), subsidiary of American Electric Power Company, Inc., to enter into an agreement of sale with the Industrial Development Authority of Russell County, Virginia (Authority) for Appalachian to construct high efficiency electrostatic precipitators to be financed by pollution control revenue notes to be issued by the Authority. (Rel. 35-18703 - Dec. 10)

PHILADELPHIA ELECTRIC POWER COMPANY

An order has been issued authorizing Philadelphia Electric Power Company, a registered holding company and a public utility subsidiary company of Philadelphia Electric Company (PECo), an exempt holding company, to issue and sell 200,000 shares of its common stock to PECo for a total consideration of \$5 million. (Rel. 35-18704 - Dec. 10)

TRADING SUSPENSIONS

ADDITIONAL ACTION ON ONE TRADING SUSPENSION

The SEC has announced the suspension of over-the-counter trading in the securities of Continental Vending Machine Corp. for the further ten-day period December 11 - 20, inclusive.

SECURITIES ACT REGISTRATIONS

(S-14) INTERMOUNTAIN BANKSHARES COMPANY

107 Capitol St., Charleston, W. Va. 25301 - 765,099 shares of common stock. It is proposed to offer these shares to the shareholders of Kanawha Banking & Trust Company National Association, Charleston, West Virginia, and Community Bank and Trust, N.A., Fairmont, West Virginia, under a plan for affiliation of the two banks through formation of a bank holding company. Kanawha will merge into a subsidiary of Intermountain and Intermountain will issue 607,514 shares to the shareholders of Kanawha at the rate of 2.478717 Intermountain shares for each Kanawha share. Community will merge into a subsidiary of Intermountain and Intermountain will issue 177,585 shares to the shareholders of Community at the rate of 3.288614 Intermountain shares for each Community share. Intermountain is a new company which will become, upon completion of the plan, a bank holding company which controls the two banks. (File 2-52467 - Dec. 6)

(S-2) THE PHILATELICS EXCHANGE, INC.

65 Gail Dr., New Rochelle, N.Y. 10805 - 300,000 units (each unit consisting of two shares of common stock and one warrant to purchase one share of common stock) to be sold on a "best efforts, 150,000 units or none" basis at a price of \$2.00 per unit by E. L. Aaron & Co., Inc. as underwriter, 50 Broad St., New York, N.Y. 10004. The company, newly formed, proposes to acquire and sell stamps to collectors and dealers. (File 2-52471 - Dec. 6)

RECENT 8K FILINGS

Form 8K is a report which must be filed with the SEC by the 10th of the month after any of the following important events or changes: changes in control of the registrant; acquisition or disposition of assets; legal proceedings; changes in securities (i.e., collateral for registered securities); defaults upon senior securities; increase or decrease in the amount of securities outstanding; options to purchase securities; revaluation of assets; submission of matters to a vote of security holders.

The companies listed below have filed Form 8-K reports for the month indicated, responding to the item of the form specified. Photocopies may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). An index of the captions of the items of the form was included in Monday's News Digest.

COMPANY	ITEM NO.	MONTH
ALASKA HOTEL PROPERTIES INC	7,14	10/74
AMERICAN INTERNATIONAL PICTURES INC	3	11/74
CERTAIN TEED PRODUCTS CORP	1,7,14	10/74
CONTINENTAL RECREATION CORP	2	02/74
CONTINENTAL RECREATION CORP	2,14	04/74
CONTINENTAL RECREATION CORP	2,14	06/74
CONTINENTAL RECREATION CORP	2,14	07/74

RECENT FORM 8K FILINGS CONT.

CONTINENTAL RECREATION CORP	2	08/74
CONTINENTAL RECREATION CORP	13,14	11/74
DECICOM SYSTEMS INC	7	09/74
DECICOM SYSTEMS INC	7,13	10/74
FIRST HOME INVESTMENT CORP OF KANSAS INC	3,8,14	10/74
FLEET CONTROL CORP	11,13,14	09/74
HI TECH INDUSTRIES INC	7,14	09/74
HOUSING SYSTEMS INCORP	3	10/74
KLEER PAK CORP	13,14	10/74
MEDICAL EQUITIES CORP	1,13	10/74
MICROMATION SYSTEMS INC	2,6,14	08/74
NATIONAL AIRLINES INC	7,13	10/74
PATRICK OIL & GAS CORP 1974 INCOME PROGR	7	10/74
PENN GENERAL AGENCIES INC	3,7	10/74
PREMIER ATHLETIC PRODUCTS CORP	3	07/74
SANTA FE INDUSTRIES INC	3,7,8	10/74
SCIOTO DOWNS INC	13	10/74
SCM CORP	11	10/74
SEA CONTAINERS INC	10,14	09/74
STATE EXPLORATION CO	10,13,14	10/74
UNITED STATES LEASING INTERNATIONAL INC	7,14	10/74
VANDERHOUT ASSOCIATES LTD	14	10/74
VANDERHOUT ASSOCIATES LTD	14	10/74
VIRGINIA CHEMICALS INC	7,8,14	10/74
WOODWAY REALTY CORP	8	10/74
ZOLLER & DANNEBERG INC	2,7	10/74

AMENDMENTS TO REPORTS ON FORM 8-K

ADVANCED SYSTEMS INC	3,14	09/74
COMMERCIAL TECHNOLOGY INC	14	04/74
COMTEL CORP MICHIGAN	NO ITEMS	04/74
GREIF BROTHERS CORP	7	10/74
KEYSTONE CUSTODIAN FUNDS INC	10,14	10/74
MARCOR INC	13	10/74
MCCULLOCH OIL CORP	13	10/74
MULTIVEST REAL ESTATE FUND LTD SERIES IV	14	06/73
MULTIVEST REAL ESTATE FUND LTD SERIES SE	14	08/74
MULTIVEST REAL ESTATE FUND LTD SERIES 7	14	07/74
NATIONAL DEVELOPMENT CORP	2,14	06/74
PARTNERS IN HOUSING	2	06/73
PATO CONSOLIDATED GOLD DREDGING LTD	2,10	07/74
PURITAN FASHIONS CORP	14	07/74
RESORTS INTERNATIONAL INC	10	09/74
RETENTION COMMUNICATION SYSTEMS INC	2	09/74
ROBERTSON DISTRIBUTION SYSTEMS INC	4,14	09/74
SONESTA INTERNATIONAL HOTELS CORP	13	09/74
SPERRY RAND CORP	4	09/74
TOA INDUSTRIES INC	7	08/74
TELEPHONE & DATA SYSTEMS INC	4,7,14	09/74
TELEPRO INDUSTRIES INC	2,14	09/74
VIKING GENERAL CORP	7,8	09/74
WARWICK ELECTRONICS INC	7,14	05/74
WHEELING PITTSBURGH STEEL CORP	14	08/74
EASON OIL CO	14	10/74
EVANS PRODUCTS CO	4,13,14	11/74
GENERAL RESOURCES CORP	12	10/74
SUN BANKS OF FLORIDA INC	3	10/74

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 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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