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U.S. SECURITIES AND
EXCHANGE COMMISSION

Issue 78-80

April 25, 1978

RULES AND RELATED MATTERS

INTERPRETATIONS CONCERNING THE APPLICATION OF REGISTRATION REQUIREMENTS TO CERTAIN TENDER OFFERS AND THE APPLICATION OF TENDER OFFER PROVISIONS TO CERTAIN CASH-OPTION MERGERS

The Commission has authorized the issuance of an interpretative release reflecting the views of the Division of Corporation Finance with respect to two issues arising under the Williams Act: (1) Whether disclosure by a bidder in certain cash tender offers about previous negotiations or agreements with the subject company involves "gun jumping" and thus violates Section 5 of the Securities Act of 1933; and (2) Whether the cash option features of certain statutory mergers involve a tender offer by the acquiring company for securities of a class of equity securities of the acquired company. With respect to the first issue, the Division of Corporation Finance has withdrawn a position taken in a previous letter and has expressed its view that disclosure by a bidder in a tender offer which is required by the Williams Act and the rules and schedules promulgated thereunder concerning previous negotiations or agreements with the subject company regarding a merger or future intentions to merge with the subject company does not involve "gun jumping". With respect to the second issue, the Division of Corporation Finance has expressed the view that, while the issue is not free from doubt, the Division will not suggest a Williams Act filing on Schedule 14D-1 in connection with certain statutory mergers involving a cash option feature. (Rel. 33-5927)

FOR FURTHER INFORMATION CONTACT: John Huber at (202) 755-1750

COMMISSION ANNOUNCEMENTS

PRIVATE NONINSURED PENSION FUNDS 1977

The assets of private non-insured pension funds totaled \$181.5 billion at book value and \$181.6 billion at market value on December 31, 1977. A year earlier, their comparable asset totals were \$160.4 billion and \$173.9 billion. For further details see the May issue of the SEC Statistical Bulletin.

ADMINISTRATIVE PROCEEDINGS

DONALD & CO. SECURITIES, INC. AND BARRETT KOBRIN CITED

Public administrative proceedings have been instituted against Donald & Co. Securities, Inc. (Registrant), a registered broker-dealer located in New York City, and Barrett Kobrin, and employee of Registrant.

The Commission's order is based upon alleged violations of the SECO supervision and customer account card provisions of the Securities Exchange Act of 1934, and upon the additional allegation that, within the past ten years, Kobrin was convicted in a U.S. District Court of violating the antifraud provisions of the Exchange Act.

A hearing will be scheduled to take evidence on the staff's allegations and to afford the respondents an opportunity to offer any defenses. The purpose of the hearing is to determine whether the allegations are true and if any action of a remedial nature should be ordered by the Commission. (Rel. 34-14685)

SECRET

COURT ENFORCEMENT ACTIONS

ORDERED STIPULATIONS AS TO ANGUS WYNNE AND H. L. CALDWELL; DISMISSAL OF PENN CENTRAL CO.

Ordered stipulations were entered by Chief Judge Joseph S. Lord III of the U.S. District Court for the Eastern District of Pennsylvania on April 12 as to Angus Wynne and H. L. Caldwell. The ordered stipulations provide for non-association with any companies in the Penn Central complex and for the adoption of written procedures in connection with future positions in public companies. On January 13 Penn Central Co. was dismissed from the action by Judge Lord. The company is in bankruptcy proceedings and under reorganization plans which will cease to exist at the conclusion of the bankruptcy proceedings. (SEC v. Penn Central Co., E.D. Pa., Civil Action No. 74-1125). (LR-8378)

RICHARD O. BERTOLI, OTHERS PLEAD NOLO CONTENDERE

The New York Regional Office announced that on April 5 Chief Judge Lawrence A. Whipple, U.S. District Court Judge, over the objection of the U.S. Attorneys Office, accepted pleas of *nolo contendere* to all charges contained in a 77-count indictment from the following defendants: Richard O. Bertoli of Sparkhill, New York; Arnold L. Freilich of Teaneck, New Jersey; Allen Citron of Brooklyn, New York and Stewart Dounn of Bronx, New York. Sentencing of these defendants is scheduled for May 16.

The defendants were charged with conspiracy, securities fraud, mail fraud and the maintenance and submission of false business records in connection with the operation of Executive Securities Corp., a securities broker-dealer. Executive, which was a member of the Boston Stock Exchange, failed on February 13, 1975 and since that time has been in liquidation supervised by a trustee appointed under the Securities Investor Protection Act of 1970. The Securities Investor Protection Corporation has advanced over \$2.1 million to the trustee for payment of Executive's customers' claims.

In connection with the Commission's investigation in this matter, a public administrative proceeding was instituted by Commission order dated June 17, 1975 which resulted in the issuance of an initial decision in which the Administrative Law Judge ordered the revocation of Executive's registration as a broker-dealer and the expulsion of Executive from membership with the National Association of Securities Dealers and barred both Bertoli and Freilich from association with a broker-dealer. The decision with respect to Bertoli and Freilich is currently being reviewed by the Commission. The decision with respect to Executive has become final. (LR-8380)

WILLIAM RICHMAN INDICTED

The Washington Regional Office and the Philadelphia Branch Office announced that on March 13 a federal grand jury sitting in Philadelphia, Pennsylvania, returned an eighteen-count indictment against William Richman of Philadelphia, Pennsylvania. The indictment charged Richman with violating and aiding and abetting violations of the antifraud provisions of the securities laws and the mail fraud statute in an alleged manipulation in 1972-1973 by Richman and others of the common stock of Uni-Shield International Corporation.

This indictment supplements an earlier indictment returned September 6, 1977 by a federal grand jury sitting in Philadelphia, Pennsylvania against Richman and five other individuals charging them with violations of law in the alleged manipulation of the common stock of Uni-Shield International Corporation in 1972-1973. In that indictment, Richman was specifically charged with one count of conspiracy to violate the antifraud provisions of the securities laws and the mail fraud statutes. The two indictments have been consolidated for trial which has been scheduled to start May 22. (U.S. v. William Richman, E.D. Pa., Criminal Action No. 78-70). (LR-8381)

INVESTMENT COMPANY ACT RELEASES

PARTHENON FUND

A notice has been issued giving interested persons until May 16 to request a hearing on an application of Parthenon Fund, Inc., an open-end, diversified management investment company, for an order declaring that it has ceased to be an investment company. (Rel. IC-10214 - Apr. 21)

MARATHON SECURITIES CORPORATION

A notice has been issued giving interested persons until May 16 to request a hearing on an application of Marathon Securities Corporation, Highland Capital Corporation and Walter Scheuer, for an order pursuant to Section 17(b) of the Act exempting from the provisions of Section 17(a) of the Act, a proposed purchase by Highland and Mr. Scheuer of certain property owned by Marathon. (Rel. IC-10215 - Apr. 21)

PUTNAM DAILY DIVIDEND TRUST

A notice has been issued giving interested persons until May 19 to request a hearing on an application of Putnam Daily Dividend Trust (Trust), a registered open-end, management investment company, for an order declaring that Avery Rockefeller shall not be deemed to be an interested person of the Trust, its investment adviser or a possible principal underwriter solely by reason of his position as director of The Home Insurance Company and its wholly-owned subsidiary, Seaboard Surety Corporation, the parent and sister subsidiary, respectively, of Home Capital Services, Inc., a registered broker-dealer. (Rel. IC-10216 - Apr. 24)

HOLDING COMPANY ACT RELEASES

LOUISIANA POWER & LIGHT COMPANY

A notice has been issued giving interested persons until May 15 to request a hearing on a proposal of Louisiana Power & Light Company, subsidiary of Middle South Utilities, Inc., whereby Louisiana Power & Light will enter into an agreement with the City of Monroe, Louisiana giving Louisiana Power & Light a sixty year franchise to operate the City's electric system and giving Louisiana Power & Light an option to acquire the City electric system. (Rel. 35-20510 - Apr. 21)

ALABAMA POWER COMPANY

Further notice has been issued giving interested persons until May 15 to request a hearing on a proposal of Alabama Power Company, subsidiary of The Southern Company, whereby Alabama will enter into installment sales agreements with the Town of Columbia, Alabama in connection with the disposition and acquisition of pollution control facilities through the issuance of pollution control revenue bonds and environmental improvement revenue bonds by the Town in the amount of \$3 million. (Rel. 35-20511 - Apr. 21)

CENTRAL AND SOUTH WEST SERVICES

An order has been issued authorizing a proposal of Central and South West Services, Inc., subsidiary of Central and South West Corporation, to modify its existing authorization and to change its existing cost allocation method. (Rel. 35-20512 - Apr. 21)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

WITHDRAWAL SOUGHT

A notice has been issued giving interested persons until May 19 to comment upon or request a hearing on an application submitted by Corroon & Black Corporation to withdraw its common stock (par value \$.25) from listing and registration on the American Stock Exchange, Inc. (Rel. 34-14700)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The New York Stock Exchange, Inc. has filed proposed rule changes under Rule 19b-4: (SR-NYSE-78-24) to create the Registered Competitive Market-Maker function and to provide for the regulation of any member so registered. (Rel. 34-14694); (SR-NYSE-78-25) concerning the registration and regulation of members who function as odd-lot bond dealers. (Rel. 34-14695); and (SR-NYSE-78-26) to permit members to register and function on the Exchange in two new capacities, namely competitive market-makers (in stocks) and odd-lot bond dealers. (Rel. 34-14696)

Publication of the above proposals are expected to be made in the Federal Register during the week of April 24.

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; and File number and date filed.

- (S-7) GENERAL AMERICAN TRANSPORTATION CORPORATION, 120 South Riverside Plaza, Chicago, Ill. 60606 - \$60 million of equipment trust certificates, Series 75. Underwriter: Lehman Brothers Kuhn Loeb Inc., New York, N.Y. The company owns and furnishes to major industrial companies tank cars and other specialized freight cars. (File 2-61324 - Apr. 19)
- (S-7) THE CONTINENTAL GROUP, INC., 633 Third Ave., New York, N.Y. 10017 (212) 551-7000 - \$125 million of sinking fund debentures, due May 1, 2008. Underwriters: Goldman, Sachs & Co., Lehman Brothers Kuhn Loeb Inc. and Lazard Freres & Co. The company is a manufacturer of diversified packaging products. (File 2-61325 - Apr. 19)
- (S-1) STRUTHERS 1978 OIL AND GAS PROGRAM, The City Center Bldg., Suite 360, 101 Broadway, Oklahoma City, Okla. 73102 - \$9 million preorganizational subscriptions for and units of limited partnership interests. (File 2-61326 - Apr. 19)
- (S-8) NCR CORPORATION, 1700 South Patterson Blvd., Dayton, Ohio 45479 - 1,300,000 shares of common stock. The company is in the business of developing, manufacturing, marketing, installing, and servicing complete business systems for selected markets. (File 2-61327 - Apr. 19)
- (S-7) BLACK HILLS POWER AND LIGHT COMPANY, 625 Ninth St., Rapid City, S. D. 57709 (605) 348-1700 - 100,000 shares of common stock. The company is engaged in the generation, purchase, transmission, distribution and sale of electricity. (File 2-61328 - Apr. 19)
- (S-7) POTOMAC ELECTRIC POWER COMPANY, 1900 Pennsylvania Ave., N.W., Washington, D.C. 20068 (202) 872-2456 - 1,000,000 shares of common stock. The company is engaged in the generation, transmission, distribution and sale of electric energy. (File 2-61329 - Apr. 19)
- (S-7) THE TOLEDO EDISON COMPANY, 300 Madison Ave., Toledo, Ohio 43652 (419) 259-5000 - 2,000,000 shares of common stock. Underwriters: The First Boston Corporation and Merrill Lynch White Weld Capital Markets Group. The company is engaged in the generation, transmission, distribution and sale of electric energy. (File 2-61330 - Apr. 19)
- (S-8) MAPCO, INC., 1800 South Baltimore Ave., Tulsa, Okla. 74119 (918) 584-4471 - 250,000 shares of common stock. (File 2-61331 - Apr. 19)
- (S-8) AYDIN CORPORATION, 401 Commerce Dr., Fort Washington, Pa. 19034 - 50,000 shares of common stock. (File 2-61337 - Apr. 18)
- (S-8) WOMETCO ENTERPRISES, INC., 306 North Miami Ave., Miami, Fla. 33128 - 500,000 shares of Class common stock. The company is primarily engaged in serving the public's leisure time needs. (File 2-61352 - Apr. 20)
- (S-8) LONE STAR INDUSTRIES, INC., One Greenwich Plaza, Greenwich, Conn. 06830 - 500,000 shares of common stock. The company primarily conducts two types of groups, namely, the Cement & Construction Materials Group and the Building Centers Group. (File 2-61361 - Apr. 21)
- (S-8) CHEMICAL FINANCIAL CORPORATION, 127 Townsend St., Midland, Mich. 48640 (313) 568-6973 - 48,400 shares of common stock. (File 2-61370 - Apr. 21)
- (S-8) AMERICAN SECURITY CORPORATION, 15th Street and Pennsylvania Ave., N.W., Washington, D.C. 20013 (202) 452-4157 - an undetermined number of shares of common stock and \$675,000 of participations. (File 2-61371 - Apr. 21)
- (S-8) SAVINGS AND STOCK INVESTMENT PLAN, Fiberglas Tower, Toledo, Ohio 43659 - an undetermined number of shares of common stock. (File 2-61372 - Apr. 21)
- (S-8) DUTCH BOY, INC., 500 Central Ave., Northfield, Ill. 60093 - \$792,000 of interests and 52,800 shares of common stock. (File 2-61375 - Apr. 21)
- (S-16) AMFAC, INC., P.O. Box 3230, Honolulu, Hawaii 96801 (808) 546-8111 - 73,880 shares of common stock. (File 2-61379 - Apr. 24)

- (S-8) FIRST MISSISSIPPI NATIONAL CORPORATION, 100 Hardy St., Hattiesburg, Miss. 39401 - 33,000 shares of common stock. The company provides a wide variety of commercial, consumer and trust banking services. (File 2-61380 - Apr. 24)
- (S-8) EATON CORPORATION, 100 Erieview Plaza, Cleveland, Ohio 44114 - 6,972 common shares. (File 2-61381 - Apr. 24)
- (S-16) COMBINED COMMUNICATIONS CORPORATION, 1111 North Central Ave., Phoenix, Ariz. 85004 (602) 257-1333 - 93,872 shares of common stock. (File 2-61382 - Apr. 24)
- (S-8) PALM BEACH INCORPORATED, 400 Pike St., Cincinnati, Ohio 45202 - 121,975 shares of common stock. (File 2-61383 - Apr. 24)
- (S-1) MATTEL, INC., 5050 Rosecrans Ave., Hawthorne, Cal. 90250 - 5,000,000 shares of common stock. The company is a toy manufacturer. (File 2-61387 - Apr. 25)

REGISTRATIONS EFFECTIVE

Apr. 18: Air Florida System, Inc., 2-60846; Conklin Co., Inc., 2-58528 (90 days); Financial Federation, Inc., 2-61063; General Electric Co., 2-61148; Hanover Petroleum Corp., 2-60708 (90 days); Itel Corp., 2-60958; Nuveen Income Fund, Series 6, 2-60317; Party Girl Co., 2-60714 (90 days); Public Service Co. of Indiana, Inc., 2-61041.

NOTE TO DEALERS. When applicable the 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

REGISTRATIONS WITHDRAWN

Apr. 18: Warner Co., 2-60559.

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events: ^{*/}

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Financial Statements and Exhibits.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

COMPANY	ITEM NO.	DATE
DIVERSIFIED FINANCIAL CORP ALABAMA	2,6	03/14/78
DRUG FAIR INC	5	04/03/78
DUTCH BOY INC	5,6	03/13/78
DYMO INDUSTRIES INC	5,6	03/14/78
EASTERN YORK INC	4,6	12/14/77
EDGERLY J W & CO	5,6	01/04/78
ENERGY MINERALS CORP	5	04/03/78
ERNST E C INC	5	03/16/78
EXTRACORPOREAL MEDICAL SPECIALTIES INC	5	03/08/78
FALCON PRODUCTS INC	5,6	03/01/78
FALSTAFF BREWING CORP	5	02/78
FIELDS PLASTICS & CHEMICALS INC	5	04/01/78
FILMWAYS INC	5,6	02/09/78
FINANCIAL CORP OF AMERICA	5	03/07/78
FIRST BANCORP OF NEW HAMPSHIRE INC	5	02/08/78
FIRST FIDELITY INVESTMENT TRUST	2,6	03/29/78
FIRST HARTFORD CORP	5	03/10/78
FLAGSHIP BANKS INC	5,6	03/10/78
FLORIDA POWER CORP	5	03/01/78
FOODARAMA SUPERMARKETS INC	5	03/02/78

RECENT 8K FILINGS CONT.

FREQUENCY ELECTRONICS INC	5	03/10/78
FRIGITEMP CORP	3,5,6	03/20/78
GABLE INDUSTRIES INC	5,6	01/31/78
GEORGIA POWER CO	5,6	04/07/78
GF BUSINESS EQUIPMENT INC	5	03/11/78
GOOD L S & CO	5	04/05/78
GOODRICH B F CO	5	03/30/78
GRT CORP	5	03/14/78
GUARANTEE FINANCIAL CORP OF CALIFORNIA	5,6	03/01/78
HAHN INC	5	04/01/78
HANKS SEAFOOD CO INC	1,3,5	04/07/78
HARRELL INTERNATIONAL INC	3	02/01/78
HARVEY GROUP INC	1,6	03/17/78
HI SHEAR INDUSTRIES INC	5	03/06/78
HICO CORP OF AMERICA	14	02/01/78 *
HOWELL CORP	5	03/01/78
HUDSON GENERAL CORP	5	03/17/78
HUNT BUILDING CORP	1	03/20/78
HY LOND ENTERPRISES	4	01/19/78
INDIANA GROUP INC	5,6	03/30/78
INDIAPORTS INC	2,6	02/27/78
INDUSTRIAL FUELS CORP	1	03/21/78
INFRARED INDUSTRIES INC	2,6	03/01/78
INTERISLAND RESORTS LTD	5	04/05/78
INTERNATIONAL SYSTEMS & CONTROLS CORP	5,6	03/01/78
INTERSTATE UNITED CORP	5	03/03/78
INTERTEK FINANCIAL CORP	14	11/01/77 *
INTERTEK FINANCIAL CORP	14	12/01/77 *
INTERTEK FINANCIAL CORP	14	01/01/78 *
INVESTMENT ANNUITY INC	2	12/31/77
INVESTORS FUNDING CORP OF NEW YORK	13,14	03/01/78 *
JMB INCOME PROPERTIES LTD SECOND	5,6	01/31/78
JONES INTERCABLE INC	13	02/01/78 *
KANE MILLER CORP	5	02/01/78
KAWECKI BERYLCO INDUSTRIES INC	1	03/20/78
KAYSAM CORP OF AMERICA	5	03/01/78
KOI CORP	5	03/15/78
KLEINERTS INC	5,6	03/28/78
KOLPAK INDUSTRIES INC	5,6	02/10/78
LABARGE INC	5,6	03/07/78
LAMB COMMUNICATION INC	4,6	03/13/78
LANCER PACIFIC INC	2	03/18/78
LEADVILLE CORP	13	02/01/78 *
LEONARD SILVER INTERNATIONAL INC	5,6	03/23/78
LIPPINCOTT J B CO	5,6	03/31/78
LUNDY ELECTRONICS & SYSTEMS INC	5	03/20/78
LUNN INDUSTRIES INC	5,6	01/01/78
LYDALL INC	2,6	03/31/78
MACRODYNE INDUSTRIES INC	5	02/01/78
MACRODYNE INDUSTRIES INC	5	03/01/78
MAINE CENTRAL RAILROAD CO	5,6	03/15/78
MARK PRODUCTS INC	5,6	03/20/78
MB ASSOCIATES	5	03/20/78
MCD HOLDINGS INC	5	03/01/78
MCLOUTH STEEL CORP	5	03/01/78
MCNEIL REAL ESTATE FUND VII LTD	2	01/19/78
MCNEIL REAL ESTATE FUND VII LTD	5,6	03/10/78
MCNEIL REAL ESTATE FUND VII LTD	5	03/16/78
MERCHANTS PETROLEUM CO	5	03/01/78
MERVYNS	1,6	03/20/78
MERVYNS	1,6	03/20/78
MOBILAND INC	13,14	03/01/78 *
MODULAR COMPUTER SYSTEMS INC	4,6	02/28/78
MOHAWK DATA SCIENCES CORP	5,6	03/31/78
MPS INTERNATIONAL CORP	5	03/30/78
NASH FINCH CO	5	03/01/78
NATIONAL HOMES CORP	5	02/02/78
NATIONWIDE REAL ESTATE INVESTORS	5,6	03/30/78
NEASE CHEMICAL CO INC	1,4,6	12/30/77
NEW YORK & HARLEM RAILROAD CO	5,6	03/17/78
NEW YORK CONNECTING RAILROAD CO	5,6	03/17/78
NEXUS INDUSTRIES INC	5,6	04/06/78
NL INDUSTRIES INC	5	03/23/78
NORLIN INDUSTRIES INC	5	03/16/78
NORTHERN INDIANA PUBLIC SERVICE CO	5	03/01/78

RECENT 8K FILINGS CONT.

OLI INC	5	03/02/78
OPTICAL RADIATION CORP	5	03/22/78
PATRICK PETROLEUM CO	2,6	03/20/78
PAY N PAK STORES INC	5	03/01/78
PEACHTREE DOORS INC	1,6	03/23/78
PENN CENTRAL TRANSPORTATION CO	5,6	03/17/78
PEOPLES GAS CO	5,6	03/21/78
PET INC	5	03/20/78
PETRO LEWIS CORP	5	04/03/78
PETRO LEWIS FUNDS INC	5	03/01/78
PHILADELPHIA BALTIMORE & WASHINGTON RAIL	5,6	03/17/78
PHILLIPS CONTROL CORP	1	03/21/78
PLASTICRETE CORP	2,6	07/15/76
POPE EVANS & ROBBINS INC	5	03/31/78
PRESIDENTIAL REALTY CORP	2,6	03/23/78
PROSHER CORP	5	02/01/78
PUERTO RICO TELEPHONE CO	5	03/15/78
RAPID AMERICAN CORP	5	04/10/78
REPUBLIC METAL PRODUCTS INC	5	01/23/78
RESERVE OIL & GAS CO	5,6	02/07/78
RESTAURANT ASSOCIATES INDUSTRIES INC	5,6	03/01/78
REYNOLDS METALS CO	5	02/01/78
ROYAL AMERICAN CORP	2	03/01/78
ROYAL CROWN CO INC	5,6	03/07/78
ROYSTER CO	5	03/31/78
SAN FRANCISCO REAL ESTATE INVESTORS	5	03/15/78
SANTA ANITA CONSOLIDATED INC	5	02/01/78
SAV ON INC	2	03/29/78
SAVIN BUSINESS MACHINES CORP	5	04/01/78
SAXON INDUSTRIES INC	2,6	03/31/78
SB PARTNERS	2,6	03/29/78
SCHAEFER F & M CORP	3,14	04/01/78 *
SEABOARD COAST LINE INDUSTRIES INC	5,6	03/23/78
SEABOARD COAST LINE RAILROAD CO	5,6	03/23/78
SEATRAN LINES INC	5	03/01/78
SECURITY PACIFIC CORP	5,6	03/01/78
SERNCO INC	5	01/13/78
SERNCO INC	5	03/31/78
SMC INDUSTRIES INC	5	03/01/78
SOUTHEASTERN BANCORP INC	1	03/29/78
STANDARD DREDGING CORP	4	03/31/78
STANDARD PACKAGING CORP	2,6	03/31/78
STEPHENS JOHN & CO INC	4	03/20/78
STERCHI BROTHERS STORES INC	6	03/27/78
SUMMIT PROPERTIES	5	04/04/78
SUNAMERICA CORP	5	03/31/78
SUNOCO EXPLORATION PARTNERSHIP LTD	5,6	03/31/78
TEMTEX INDUSTRIES INC	2,6	03/22/78
TETRA TECH INC	5	03/23/78
TEXAS FIRST MORTGAGE REIT	5	03/31/78
TEXTRON INC	2,6	03/24/78
TOWN ENTERPRISES INC	3	03/01/78
TRANSITRON ELECTRONIC CORP	11	08/01/76 *
TRANSITRON ELECTRONIC CORP	5	11/01/77
TRIANGLE CORP	2,6	01/26/78
TRIBUNE OIL CORP	12	03/01/78 *
TWENTIETH CENTURY FOX FILM CORP	5,6	03/22/78
UNISERVICE CORP	5	03/09/78
UNITED MERCHANTS & MFGRS INC EMPLOYEES	5,6	03/29/78
UNITED NEW JERSEY RAILROAD & CANAL CO	5,6	03/17/78
UNITED STATES SUGAR CORP	5	03/22/78
UNIVERSAL CONTAINER CORP	3,6	03/21/78
VERIT INDUSTRIES	4	03/29/78
VIDEO SYSTEMS CORP	5,6	02/01/78
VIRANY CREATIONS LTD	5,6	03/14/78
VORNADO INC	5	03/01/78
WELLINGTON HALL LTD	5	03/24/78
WESTERN AMERICA ENERGY CORP	2,6	09/21/77
WESTERN AMERICA ENERGY CORP	2	02/09/78
WESTVACO CORP	5	03/01/78
WOODSTREAM CORP	2,6	03/30/78
WRIGHT MACHINERY CO INC	6	04/04/78
YARDNEY ELECTRIC CORP	5,6	03/30/78
ZENITH RADIO CORP	5	02/27/78

RECENT 8K FILINGS CONT.

AMENDMENTS TO REPORTS ON FORM 8-K		
CENTURY PROPERTIES FUND XI	6	04/01/77
CENTURY PROPERTIES FUND XI	6	08/01/77
CENTURY PROPERTIES FUND XI	6	10/01/77
CENTURY PROPERTIES FUND XI	6	03/24/78
COMMERCE GROUP CORP	3,6	03/20/78
DAYTON HUDSON CORP	6	03/20/78
FINANCIAL MORTGAGE & REALTY CORP	2,6	01/18/78
HI SHEAR INDUSTRIES INC	5	03/06/78
INLAND HERITAGE CORP	5	02/01/78
MCNEIL REAL ESTATE FUND VII LTD	2,6	12/22/77
MCNEIL PEAL ESTATE FUND VII LTD	2,6	12/20/77
MCNEIL REAL ESTATE FUND VII LTD	2,6	03/09/78
MCNEIL REAL ESTATE FUND VII LTD	2,6	11/01/77
PETRO LEWIS FUNDS INC	2,6	01/01/78
PETRO LEWIS OIL INCOME PROGRAM VI	2,6	01/01/78
POLLUTION RESEARCH & CCNTROL CORP	6	11/30/77
ROSS AVIATION INC	2,6	09/30/77
SEASON ALL INDUSTRIES INC	2	01/31/78
STEPHENS JOHN & CO INC	4	03/20/78
UNICAPITAL CORP	2	12/27/77
WESTERN MORTGAGE INVESTORS	2	11/01/77

/ The Form 8-K was amended (Rel. 34-13156, January 13, 1977) effective for all events which occur subsequent to February 28, 1977. Those companies above which are noted with an asterisk () have filed pursuant to the old Form 8-K; the captions of the item numbers under which such reports are filed are as follows:

- | | |
|--|--|
| <i>Item 1. Changes in Control of Registrant</i> | <i>Item 9. Options to Purchase Securities</i> |
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