

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.

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Washington 25, D.C.

FOR RELEASE August 18, 1959

EIGHT NORTHERN-OLIVE INVESTMENT COMPANIES FILE FOR OFFERINGS

First Northern-Olive Investment Company, 1802 North Central Avenue, Phoenix, Arizona, filed a registration statement (File 2-15465) with the SEC on August 17, 1959, seeking registration of 20 partnership interests in the partnership, which has been formed to become the purchaser of 80 (and a fraction) gross acres of vegetable and cotton land in the greater Phoenix metropolitan area of Maricopa County, Arizona.

Similar filings have been made by seven additional companies named "Second Northern-Olive Investment Company," "Third Northern", etc. (Files 2-15466 through 2-15472, respectively), the second through seventh company each proposing the sale of 20 partnership interests in a like acreage and the eighth proposing the sale of 20 partnership interests in nearly 121 acres of such property. The eight related parcels of property are proposed for purchase in a single transaction; and they are said to lie about three miles from Peoria, six miles from Glandale, and ten miles from Phoenix.

The partnership interests are to be offered for public sale at prices ranging from \$10,084 to \$10,698 per unit. The offering is to be made by O'Mally Securities Company. The properties are to be purchased at \$1,600 per acre, to which must be added expenses, fees and interest, making a total possible expenditure over a sixteen-year period of more than \$2,500 per acre. It is the purpose of each partnership to purchase the property allocated to it and subsequently to resell the same in a single transaction for residential or commercial use. The eight parcels, to be acquired on the installment plan over a 16-year period, are subject to purchase in a single transaction pursuant to an escrow established by O'Malley Investment & Realty Co., a real estate broker, which provides for the purchase of the properties from Charles A. and David E. Ciruli. O'Malley Realty will receive a real estate commission on the properties and certain additional compensation. Operation of the business of the partnerships is vested in O'Malley Realty as attorney-in-fact.

TRANSCONTINENTAL GAS PIPE LINE FILES EMPLOYEE PLAN

Transcontinental Gas Pipe Line Corporation, 3100 Travis St., Houston, Texas, filed a registration statement (File 2-15463) with the SEC on August 17, 1959, seeking registration of \$2,957,352 of interests of participants in its Thrift Plan for Employees, together with 135,193 shares of common stock and an aggregate of 178,929 shares of five series of preferred stock which may be purchased under the Thrift Plan during the three years of its operation beginning July 1, 1959.

CONTROL DATA FILES FOR RIGHTS OFFERING

Control Data Corporation, 501 Park Ave., Minneapolis, filed a registration statement (File 2-15464) with the SEC on August 17, 1959, seeking registration of 99,594 shares of common stock. The company proposes to offer this stock for subscription by common stockholders at the rate of one new share for each eight shares held of record September 3, 1959. The subscription price and underwriting terms are to be supplied by amendment; Dean Witter & Co. is listed as the principal underwriter.

The company is engaged in the design, development and manufacture of advanced, fully-transistorized, high-speed digital computing systems and components. Net proceeds of its stock sale will be added to its general funds and used for working capital and other corporate purposes.

OVER

For further details, call ST. 3-7600, ext. 5526

CORRECTION.

The August 10th News Digest item on National Securities & Research Corporation (P. 4), contained an incorrect file number and filing date. The statement (File 2-15435) was filed August 7, 1959.

WADDELL & REED FILES FOR OFFERING AND SECONDARY

Waddell & Reed, Inc., 20 West 9th St., Kansas City, Mo., filed a registration statement (File 2-15473) with the SEC on August 17, 1959, seeking registration of 370,000 shares of Class A common stock, of which 80,000 shares are to be offered for public sale for the account of the issuing company and 290,000 shares, representing outstanding stock, by the present holders thereof. Kidder, Peabody & Co. is listed as the principal underwriter; and the public offering price and underwriting terms are to be supplied by amendment.

The company is a retail distributor of mutual fund shares and through subsidiaries also is an investment adviser to mutual funds. It has acted as the exclusive distributor of shares of United Funds, Inc. since 1943 and of the shares of United Funds Canada Ltd. since 1954; since 1945 it has been the sponsor-underwriter of United Funds Periodic Investment Plans; on June 1, 1959, it became the owner of 80% of the common stock (including 50% of the voting stock) of Continental Research Corporation, the investment adviser to United Funds, Inc.; it has entered into an agreement to acquire all the outstanding shares of Continental Investment Research (Canada) Ltd., the investment adviser and manager of United Funds Canada Ltd.; and it owns 100% of the stock of Westport Associates, Inc. and United Intercontinental Research Ltd., now inactive, which expect to become investment advisers of United Variable Annuity Fund, Inc. and United International Fund Ltd.

The net proceeds to the company from its sale of the 80,000 shares are to be used as follows: \$202,500 to redeem at 105% of the par value thereof, 1,500 shares of Class A preferred stock (\$100 par) and at 120% of the par value thereof, 375 shares of \$100 par Preferred Stock now outstanding; and the balance will be added to the company's working capital "in anticipation of further expansion of its business."

The prospectus lists 19 selling stockholders, whose aggregating holdings of the Class A common amount to 689,220 of the 759,780 shares outstanding. They also own 76,580 of the 84,420 outstanding shares of Class B common. The largest individual blocks of the Class A stock are being sold by Chauncey L. Waddell, board chairman (46,000 of 157,500 shares held); Catherine H. Waddell (56,000 of 104,220 shares held); and Cameron K. Reed, president (100,000 of 211,500 shares held).

FURTHER TEMPORARY EXEMPTION GRANTED FOR REDUCED SALES LOAD

The SEC has issued an order under the Investment Company Act (Release 40-2904) granting an application of Investors Diversified Services, Inc., Minneapolis investment company, for an extension of the temporary exemption from SEC Rule 22d-1 heretofore granted to permit the sale of shares of its affiliated companies to three associations on the basis of a reduced sales load applicable to quantity purchases. The associations are the Los Angeles Physicians Retirement Association, Los Angeles Dentists Retirement Association and University Retirement-Investment Association; and the previous temporary exemption expires August 20, 1959. The temporary exemption was extended by the Commission for a period ending at the close of business 31 days after the date of issuance of an order by the Commission granting or denying a pending application that the temporary exemption be made permanent.

SEC FILES ACTION TO ENFORCE SUBPOENA

The SEC Fort Worth Regional Office announced August 14, 1959, that it had made application to the U. S. District Court, Western District of Virginia, for an order directing Arthur F. Dobie of Roanoke, Va., to comply with a subpoena requiring him to appear and give evidence in the Commission's investigation of John Milton Addison, Trans-World Mining Corporation, and certain other individuals and companies. Dobie was ordered by the Court to show cause on August 28, 1959, why he should not be ordered to comply with the subpoena.

SEC FILES INJUNCTION ACTION AGAINST POFF

The SEC Fort Worth Regional Office announced August 14, 1959, the filing of an action (USDC, ND Tex.) to enjoin H. Bryan Poff from further violating the registration requirements of the Securities Act in the offer and sale of oil and gas interests.

CONTINUED

SUPERVISED SHARES FILES FOR STOCK OFFERING

Supervised Shares, Inc., 300 Empire Building, Des Moines, Iowa, filed a registration statement (File 2-15474) with the SEC on August 17, 1959, seeking registration of 400,000 shares of capital stock.

SEC ISSUES NOTICE OF UNION ELECTRIC RIGHTS OFFERING PROPOSAL

The SEC has issued an order (Release 35-14044) giving interested persons until September 2, 1959, to request a hearing upon the proposal of Union Electric Company, St. Louis, to offer 1,036,602 shares of common stock for subscription by stockholders of record September 10, 1959, on the basis of one additional share for each ten shares then held. As previously reported (August 10th News Digest), net proceeds of the stock sale will provide funds to partially reimburse the company's treasury for capital expenditures heretofore made, to retire short-term bank loans, to finance in part the cost of the continuing program of property additions and improvements, and for other corporate purposes. Bank loans are expected to amount to \$28,000,000 by the time the additional stock is sold.

HEARING SCHEDULED IN EARL ROBBINS PROCEEDINGS

The SEC has scheduled a hearing for September 15, 1959, in its Houston Branch Office in proceedings under the Securities Exchange Act of 1934 to determine whether to revoke the broker-dealer registration of Earl L. Robbins, doing business as Robbins & Company, 1331 Esperson Building, Houston, and/or whether Robbins should be suspended or expelled from membership in the National Association of Securities Dealers, Inc.

The proceedings were instituted by Commission order dated June 29, 1959 (Release 34-6003), which charged that Robbins "engaged in transactions, practices and a course of business which would and did operate as a fraud and deceit upon certain persons" in that, while withholding information concerning the current market prices for certain securities, Robbins induced investors to purchase such securities from him at prices far in excess of, and to sell securities to him at prices far below, the prevailing market prices for such securities, thereby obtaining "unreasonable and excessive profits."

At the hearing, inquiry will be conducted into the foregoing matters for the purpose of determining whether provisions of the Federal Securities Laws were violated by Robbins and, if so, whether his registration should be revoked and whether he should be suspended or expelled from NASD membership.

ADR FOR MANNESMANN FILED

Morgan Guaranty Trust Company of New York filed a registration statement (File 2-15475) with the SEC on August 17, 1959, seeking registration of American Depositary Receipts for 50,000 Bearer Shares of Mannesmann Aktiengesellschaft, of Germany.

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