

sec news digest

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August 8, 1973

COMMISSION ANNOUNCEMENTS

TRADING SUSPENDED IN SECURITIES OF MSI CORP. AND KENT INDUSTRIES. The SEC has announced the suspension of over-the-counter trading in the securities of MSI Corporation, of Rockville Centre, N. Y., and Kent Industries, Inc. of Queens, N. Y. for the ten-day period commencing at 10:00 a.m. (EDT) on August 8 and terminating at midnight (EDT) on August 17, 1973. The suspensions were initiated because MSI failed to file 10-K annual reports for 1971 and 1972 and all 10-Q quarterly reports with the Commission and Kent failed to file a 10-K annual report for 1973 and all 10-Q quarterly reports with the Commission. (Rel. 34-10330)

TRADING SUSPENDED IN SECURITIES OF SILVER EXPLORATION. The SEC has announced the suspension of over-the-counter trading in the securities of Silver Exploration, Inc., a Utah corporation located in Ogden, Utah, for a ten-day period commencing at 10:00 a.m. (EDT) on August 8, 1973 and terminating at midnight (EDT) on August 17, 1973.

The suspension was ordered because of the unavailability of adequate and accurate information concerning the company's operations and financial condition and because of questions raised concerning market activity of the company's securities.

SEI made a public offering on July 31, 1970 of 7,000,000 shares of common stock at \$.03 per share pursuant to a claimed exemption under Section 3(a)(11) of the Securities Act of 1933 from registration under such Act. On August 24, 1971, SEI applied to the State of Utah for a formal termination of the offering, which was granted on September 3, 1971. During the offering, 5,699,700 shares were sold. SEI has made no filings with the Commission. (Rel. 34-10331)

TRADING SUSPENDED IN SECURITIES OF KORACORP INDUSTRIES. The SEC has announced the suspension of exchange and over-the-counter trading in the securities of Koracorp Industries, Incorporated, of San Francisco, California for a ten-day period commencing at 10:00 a.m. (EDT) August 8, 1973 and continuing through midnight August 17, 1973.

The suspension was initiated because of questions as to the accuracy and adequacy of currently available public information about Koracorp's financial condition. These questions arise from Koracorp's announcement that it has requested an investigation by Arthur Andersen and Company to determine whether certain transactions of its subsidiary, Koratec Communications, Inc. were treated in accordance with generally accepted accounting principles. (Rel. 34-10332)

TRADING SUSPENDED IN SECURITIES OF HOME-STAKE PRODUCTION CO. The SEC has announced the suspension of over-the-counter trading in the common stock of Home-Stake Production Company, of Tulsa, Oklahoma, for the ten-day period commencing at 10:00 a.m. (EDT) on August 8, 1973 and terminating at midnight (EDT) on August 17, 1973.

The suspension was initiated because of questions raised concerning the accuracy of the financial statements of Home-Stake and its subsidiaries.

In July of this year, new management assumed control of Home-Stake and its subsidiaries. On August 1, 1973, Home-Stake issued a press release stating that the new management was in the process of reviewing the financial condition of the company and that the Board of Directors had directed that the company retain a major accounting firm, which had not previously audited the company, with a view to immediately commencing an audit of the company and its subsidiaries which have conducted the company's oil and gas drilling funds in recent years. The company announced that no payments to participants in the drilling programs and no dividends on the common stock will be declared or paid until the audit is completed. New management for the company requested that the Commission suspend trading. (Rel. 34-10333)

COURT ENFORCEMENT ACTIONS

THUNDERBIRD VALLEY, INC. ENJOINED. The SEC Denver Regional Office announced that the Federal court in Sioux Falls, South Dakota, permanently enjoined Thunderbird Valley, Inc. and Joe S. Agers of Tucson, Arizona and George L. Clifton of Sioux Falls, South Dakota on July 19, 1973 from violating the registration provisions of the Federal securities laws. (LR-6014)

ROBERT E. LEE ENJOINED. The Chicago Regional Office announced that on July 31 the Circuit Court of Appeals in Cincinnati, Ohio, affirmed an order of permanent injunction entered against Robert E. Lee, of Lexington, Kentucky, by the Federal court in Kentucky. Lee was enjoined from violating the antifraud provisions of the Federal securities laws in connection with the offer and sale of shares of Belva Manor, Inc. and American Associated Financial Corp. (LR-6015)

JOSEPH MARANDO, OTHERS CONVICTED. The SEC New York Regional Office announced that on July 25 at the conclusion of a five week trial, Joseph Marando of Brooklyn, New York; Robert Feis of New York, New York; Stanley Peltz of Brooklyn, New York; Arthur Barardelli also known as Artie Gambino of Brooklyn, New York; and Lee Linder of Riverdale, New York, were convicted by a Federal jury in New York, New York of conspiracy and mail fraud in connection with the manipulation and price rigging of the common stock of All-State Metal Stamping, Inc. in September of 1971.

All defendants were convicted of conspiracy to defraud. Peltz and Feis who entered the scheme early were convicted on 14 counts of mail fraud, while Marando, Linder and Barardelli were found guilty on seven mail fraud counts, The defendants are to be sentenced on September 5, 1973. (LR-6013)

HOLDING COMPANY ACT RELEASES

DELMARVA POWER & LIGHT COMPANY. The SEC has issued a notice giving interested persons until August 31 to request a hearing on a proposal of Delmarva Power & Light Company, a registered holding company, to issue and sell 150,000 shares of cumulative preferred stock, (\$100 par) at competitive bidding. Delmarva will apply the net proceeds from the sale of the preferred stock toward the retirement of first mortgage and collateral trust bonds, 3% Series, due October 1, 1973. (Rel. 33-18053)

SECURITIES ACT REGISTRATIONS FILED

(Note: "Per share maximum" prices referred to in the following summaries of registration statements are prices estimated for the purpose of computing the registration fee and are not necessarily prices at which the securities will be sold.)

VALERON CORPORATION, 20800 Coolidge Highway, Oak Park, Michigan 48237 - 95,000 shares of common stock issuable pursuant to the company's Employees Stock Purchase Plan. (File 2-48410 - June 25)

RYDER SYSTEM, INC., 2701 South Bayshare Dr., Miami, Fla. 33133 - 32,951 shares of common stock, to be offered for sale by certain shareholders from time to time at prices current at the time of sale (\$33.00 per share maximum). (File 2-48412 - June 25)

MIDLAND-GUARDIAN CO., 111 East Fourth St., Cincinnati, Ohio 45202 - \$2 million of 8% capital investment notes to be offered for sale at 100% of principal amount. No underwriting is involved. Midland-Guardian is engaged in finance and related insurance activities. Net proceeds from the sale will be used for working capital and other corporate purposes. (File 2-48414 - June 25)

ARCHER-DANIELS-MIDLAND COMPANY, 4666 Faries Parkway, Decatur, Illinois - 23,520 shares of common stock, to be offered for sale by a certain stockholder from time to time on the New York Stock Exchange at prices current at the time of sale (\$26.375 per share maximum). (File 2-48415 - June 25)

HARRINGTON CATTLE COMPANY (the general partner), P. O. Box 1308, Grand Island, Nebraska 68801 - \$6 million of pre-organization subscriptions in partnership interests in a series of limited partnerships, to be offered for sale at a minimum price of \$5,000 by selected NASD members. The partnerships will engage in the purchasing, grazing, feeding and marketing of cattle. (File 2-48416 - June 25)

PEPSICO, INC., Purchase, New York - 179,425 shares of capital stock which may be offered for sale from time to time by certain shareholders at prices which may not be related to market prices (\$79.125 per share maximum). (File 2-48417 - June 25)

KERSHAW & SONS INC. (general partner) 5488 Kershaw Rd., Brawley, California 92227 - \$6 million of pre-organization units in partnerships, to be offered for sale at \$1,000 per unit with a minimum purchase of five units, by selected NASD members. The partnerships will engage in cattle feeding programs. (File 2-48418 - June 25)

SURVIVAL TECHNOLOGY, INC., 7801 Woodmont Ave., Bethesda, Md. - 46,114 shares of common stock, of which 40,614 may be offered for sale by certain shareholders at prices current at the time of sale (\$11.50 per share maximum) and 5,500 may be issued upon exercise of an employee stock option. (File 2-48419 - June 25)

CEDAR POINT, INC., P. O. Box 759, Sandusky, Ohio 44870 - 92,520 shares of common stock, issuable under the company's 1968 Stock Option Plan. (File 2-48422 - June 26)

NEL INCOME FUND, INC., 501 Boylston St., Boston, Mass. - 1,000,000 shares of common stock, to be offered for sale at net asset value plus a sales charge of 8% on purchases under \$10,000 (\$16.30 per share maximum). The Fund is a mutual fund, whose investment objective is a high level of current income consistent with reasonable risk. New England Mutual Life Insurance Company is investment adviser. (File 2-48423 - June 26)

BARNETT BANKS OF FLORIDA, INC., 100 Laura St., Jacksonville, Fla. 32202 - 1,149,950 shares of common stock. It is proposed to offer these shares in exchange for the outstanding capital stock of the following banks: Edison National Bank, Fort Myers; Delray Beach National Bank; First State Bank of Lakeland; Southern Bank of West Palm Beach; The First National Bank of Bay Harbor Islands; Fidelity Bank of West Delray Beach; and Florida Southern Bank, Palm Springs. Barnett owns substantially all of the outstanding stock of 37 commercial banks in Florida. (File 2-48424 - June 26)

FOSTER WHEELER CORPORATION, 666 Fifth Ave., New York, N.Y. 10019 - 385,125 shares of common stock, issuable upon conversion of 565,363 outstanding shares of \$1 cumulative preferred stock - Series A. (File 2-48426 - June 26)

GREAT NORTHERN NEKOOSA CORPORATION, 75 Prospect St., Stamford, Conn. 06901 - \$30 million of sinking fund debentures, due 1998, to be offered for sale through underwriters headed by Blyth Eastman Dillon & Co. Inc., 1 Chase Manhattan Plaza, New York, N.Y. 10005. The company manufactures paper. Of the net proceeds, \$9 million will be used to repay revolving credit notes and the balance for other corporate purposes. (File 2-48427 - June 26)

ALEXANDER & ALEXANDER SERVICES, INC., 1185 Avenue of The Americas, New York, N.Y. 10036 - 525,000 shares of common stock, which may be issued from time to time in connection with the acquisition of the stock or assets of other companies. The company conducts an insurance brokerage and agency business. (File 2-48428 - June 26)

COTTON STATES LIFE INSURANCE COMPANY, 2121 Ninth St., Tuscaloosa, Ala. 35401 - 2,084,069 shares of common stock. It is proposed to offer these shares in exchange for the outstanding stock of Federated Guaranty Life Insurance Company, on a share-for-share basis. Cotton writes life insurance in eight states. Federated writes life insurance in Alabama. (File 2-48429 - June 26)

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:

Epko Shoes, Inc., Toledo, Ohio (File 2-48409) - 55,812 shares
Disston, Inc., Pittsburgh, Pa. (File 2-48411) - 100,000 shares
Ball Corporation, Muncie, Indiana (File 2-48413) - 471,125 shares
Pepcom Industries, Inc., Garden City, N. Y. (File 2-48420) - 40,000 shares
Transport Pool Corporation, Bala Cynwyd, Pa. (File 2-48425) - 50,000 shares

MISCELLANEOUS
RECENT FORM 8-K 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; and any newly enacted requirements effecting registrant's business.

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
ADOBE INVESTMENT CORP	NO ITEMS	12/71
ADOBE INVESTMENT CORP	NO ITEMS	07/72
AMENDMENTS TO REPORTS ON FORM 8-K		
COMPUTER POWER INTERNATIONAL CORP	1,2,3,9,14	02/73
INTERMOUNTAIN PETROLEUM CO	2	09/72
KING JAMES EXTENDED CARE INC	13,14	04/73
METROPOLITAN MAINTENANCE CO	14	06/72
MISCHER CORP	7	04/73
SEAFERRC INC	2	02/73
SOUTHWESTERN GROUP INC	14	04/73
TAX COMPUTER SYSTEMS INC	12	02/73
UNIVERSITY COMPUTING CO	10,14	03/73

DELISTINGS GRANTED. The SEC has issued orders under the Securities Exchange Act of 1934 granting an application of the New York Stock Exchange, Inc. to strike from listing and registration the common stock of Ancorp National Services, Inc. and the common stock and 6% convertible subordinated debentures, due 1994, of Arlan's Department Stores, Inc., effective at the opening of business on August 6, 1973. Ancorp is being delisted because the aggregate market value of the publicly held shares approximates \$2,024,832; the aggregate market value of all outstanding shares approximates \$2,614,519; and there has been an aggregate net loss for the past three fiscal years ending (December 1970, 1971 and 1972) of approximately \$15,000,000 with an average annual after-tax net loss of approximately \$4,546,883.

In the case of Arlan's, the aggregate market value of publicly held shares approximates \$4,681,589; the aggregate market value of all shares approximates \$4,856,975 and there has been an average net earnings deficit approximating \$11,550,082 for the past three fiscal years ending January 1970, 1971 and 1972. Net tangible assets applicable to the common stock approximate \$4,308,267. (Rel. 34-10328)

TRADING SUSPENSIONS CONTINUED. The SEC has ordered suspension of over-the-counter trading in the securities of Continental Vending Machine Corp., and Jerome Mackey's Judo, Inc. for the further ten-day period August 8-17, inclusive.

SECURITIES ACT REGISTRATIONS. Effective August 7: Affiliated Publications, Inc., 2-47182; Airpax Electronics Inc., 2-48602; American Hospital Supply Corp., 2-48646; Government Employees Life Insurance Co., 2-48506; Halliburton Co., 2-48793; Hughes Tool Co., 2-48619; Indiana National Corp., 2-48269.

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