

sec news digest

Issue 77-210

November 1, 1977

COURT ENFORCEMENT ACTIONS

COMPLAINT NAMES CORNERSTONE REALTY INVESTMENT CO., OTHERS

The Boston Regional Office announced that on October 21 a civil complaint was filed in the U.S. District Court for the District of Massachusetts, against Cornerstone Realty Investment Co., a Massachusetts limited partnership with offices in North Attleboro, Massachusetts, and its two general partners, Raymond G. Lallier of North Attleboro and John W. Murphy of Seakonk, Massachusetts. The complaint alleges that the defendants offered and sold \$1.9 million of Cornerstone's limited partnership interests in realty in violation of the registration and antifraud provisions of the securities laws. The complaint further alleges that the defendants made material misrepresentations and omitted to state material facts relating to, among other things, the financial condition of Cornerstone; the tax-shelter aspects of the security; the use of proceeds received from investors; the source of Cornerstone's 11% annual distributions; and Cornerstone's having failed to file requisite registrations with the Commonwealth of Massachusetts and the Commission. The Commission is also seeking the appointment of a temporary receiver. Chief Judge Andrew A. Caffrey has set the matter down for hearing on October 27. (SEC v. Cornerstone Realty Investment Co., et al., D. Mass., Civil Action No. 77-3215-C). (LR-8173)

FIRST OMAHA SECURITIES CORPORATION, OTHERS ENJOINED

The Denver Regional Office announced that on October 18 the Honorable Albert G. Schatz, U.S. District Judge for the District of Nebraska, signed a final judgment of permanent injunction against First Omaha Securities Corporation, Cliff Rue Rahel, Ernest Gordon Fields, Robert Perelman, and John Joe Ricketts. The order, in substance, enjoined the defendants from violating various recordkeeping and reporting requirements required of registered broker-dealers under the Securities Exchange Act of 1934. All of the defendants consented to the entry of the final order of permanent injunction without admitting or denying the allegations of the complaint. (SEC v. First Omaha Securities Corporation, et al., U.S.D.C., Dist. of Nebraska, Civil Action No. 76-0-343). (LR-8174)

LLOYD G. WILLIAMS AND ALBERT F. JACKSON ENJOINED

The Fort Worth Regional Office and the Houston Branch Office announced that on September 14 and 30, respectively, Federal Judge Carl O. Bue, Jr., at Houston, Texas, entered orders of permanent injunction by consent against Lloyd G. Williams and Albert F. Jackson, both of Houston, enjoining them from violations of the antifraud provisions of the Securities Exchange Act of 1934. Jackson further agreed to disgorge \$10,000 pursuant to a settlement agreement entered into with the Commission. The Commission had alleged in its complaint that Williams and Jackson had sold shares of Docutel Corporation common stock on inside information. Williams and Jackson consented to the entry of the permanent injunction without admitting or denying the allegations in the Commission's complaint. (SEC v. Joseph P. DeLorenzo, Jr., et al., Civil Action No. 74-H-1514). (LR-8175)

LARRY L. STEVENS INDICTED

The Seattle Regional Office announced that on October 19 Larry L. Stevens of Seattle, Washington, formerly the president of North Western Mortgage Investors Corporation, pled not guilty to a 39 count indictment returned against him by a federal grand jury sitting in Seattle, Washington. The alleged criminal violations arise out of the sale of the securities of said corporation in violation of the antifraud provisions of the Securities Act of 1933 and the mail fraud statute. The indictment further alleges violations of the bankruptcy fraud statute in connection with the Chapter X reorganization of said corporation. (U.S. v. Larry L. Stevens, W.D. Wa. No., CR-77-325M). (LR-8176)

INVESTMENT COMPANY ACT RELEASES

INTERFUND

A notice has been issued giving interested persons until November 23 to request a hearing on an application of Interfund, Inc., a registered, open-end, non-diversified management investment company, declaring that it has ceased to be an investment company. (Rel. IC-9978 - Oct. 28)

TRUST INDENTURE ACT RELEASES

THE STANDARD OIL COMPANY AND SOHIO PIPE LINE COMPANY

A notice has been issued giving interested persons until November 18 to request a hearing on an application of The Standard Oil Company, an Ohio corporation (Sohio), and Sohio Pipe Line Company, a Delaware corporation (Sohio Pipe Line), pursuant to Section 310(b)(1)(ii) of the Trust Indenture Act of 1939 declaring that the trusteeship of Morgan Guaranty Trust Company of New York under an indenture dated as of December 1, 1974, with Sohio/BP Trans Alaska Pipeline Finance Inc. (which name has since been changed to Sohio/BP Trans Alaska Pipeline Capital Inc.) and three indentures, each dated as of December 1, 1976 with Sohio, all of which are qualified under the Act, and under a new indenture dated as of August 15, with the City of Valdez, Alaska, which is not qualified under the Act, are not so likely to involve a material conflict of interest as to make it necessary in the public interest or for the protection of investors to disqualify Morgan Guaranty from acting as trustee under any of these indentures. (Rel. TI-488)

PHILLIPS PETROLEUM COMPANY AND PHILLIPS ALASKA PIPELINE CORPORATION

A notice has been issued giving interested persons until November 18 to request a hearing on an application of Phillips Petroleum Company and Phillips Alaska Pipeline Corporation for a finding that the trusteeship of Morgan Guaranty Trust Company (the Bank) under an indenture dated as of November 15, 1975, qualified under the Act, and an indenture dated as of August 1, not qualified under the Act, is not so likely to involve a material conflict of interest as to make it necessary in the public interest or for the protection of investors to disqualify the Bank from acting as trustee under either indenture. (Rel. TI-489)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The Midwest Stock Exchange, Inc. (MSE) has filed a proposed rule change under Rule 19b-4 (SR-MSE-77-36) to delete a provision (relating to earnings) of the Exchange's rules respecting approval of stocks underlying MSE options. Publication of the proposal is expected to be made in the Federal Register during the week of October 31. (Rel. 34-14118)

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved certain portions of a proposed rule change filed by the American Stock Exchange, Inc. (Amex). The rule change (SR-Amex-77-20) which were approved amend in certain respects the Amex's fidelity bonding requirements for members and member organizations. (Rel. 34-14116)

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-14) MISSOURI PACIFIC CORPORATION, 9900 Clayton Road, St. Louis, Mo. 63124 (314) 991-9900 - 978,974 shares of common stock. (File 2-60184 - Oct. 31)

- (S-8) TRANS UNION CORPORATION, 90 Half Day Road, Lincolnshire, Ill. 60015 - 32,254 shares of common stock. (File 2-60185 - Oct. 31) and 452,994 shares of common stock. (File 2-60186 - Oct. 31)
- (S-16) CALIFORNIA MICROWAVE, INC., 990 Almanor Ave., Sunnyvale, Cal. 94086 (408) 732-4000 - 23,750 shares of common stock. (File 2-60187 - Oct. 31)
- (S-8) TANDYCRAFTS, INC., 2727 West Seventh St., Fort Worth, Tex. 76107 - 200,000 shares of common stock. (File 2-60188 - Oct. 31)
- (S-8) TANDY BRANDS, INC., 2727 West Seventh St., Fort Worth, Tex. 76107 - 100,000 shares of common stock. (File 2-60189 - Oct. 31)
- (S-16) JOHN FLUKE MFG. CO., INC., 7001 - 220th S.W., Mountlake Terrace, Wash. 98043 - 66,519 shares of common stock. (File 2-60190 - Oct. 31)
- (S-8) MAGIC CHEF, INC., 740 King Edward Ave., Cleveland, Tenn. 37311 - 805,150 shares of common stock. (File 2-60193 - Oct. 27)
- (S-8) TEKTRONIX, INC., 14150 S.W. Karl Braun Dr., Beaverton, Ore. 97077 - 500,000 shares of common stock. (File 2-60194 - Oct. 27)
- (S-12) MORGAN GUARANTY TRUST COMPANY OF NEW YORK, 23 Wall St., New York, N.Y. 10015 - 100,000 American Depositary Receipts for deferred shares of DeBeers Consolidated Mines Limited. (File 2-60195 - Oct. 27)

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
AGUIRRE CO	2,6	10/11/77
APACHE PETROLEUM PARTNERSHIP 1976 THIRD	5	10/10/77
APACHE PETROLEUM PARTNERSHIP 1976 1V GEN	5	10/10/77
BELSCOT RETAILERS INC	1	10/13/77
CGS SCIENTIFIC CCRP	2,14	09/30/77 *
COSCO INC	2,6	10/18/77
DREW NATIONAL CORP	2,5,6	10/07/77
FINANCIAL FEDERATION INC	5	10/11/77
FIRST GENERAL RESOURCES CO	3,13	09/30/77 *
FIRST MEMPHIS REALTY TRUST	6	09/30/77
GENEVE CCRP	5,6	09/14/77
HI PORT INDUSTRIES INC	2,6	08/30/77
INDIANA LIMESTONE CO INC	1	10/10/77
INLAND CONTAINER CORP	5	10/11/77
INTROL CCRP	5	09/20/77
LIFE RESOURCES INC	5	09/30/77
LITRONIX INC	1,2,6	10/18/77
MARINE EXPLOATION CO INC	1	09/16/77
MEDIATRICS INC	5	04/21/77
NEONEX INTERNATIONAL LTD	5	09/30/77
NEWBERY ENERGY CCRP	2,6	10/08/77
POGO PRODUCING CO	5	09/28/77
PREMIER ATHLETIC PRODUCTS CCRP	1	10/14/77
RESOURCE EXPLORATION INC	5,6	09/12/77
RYERSON & HAYNES INC	2,6	09/30/77
SUNSHINE FIFTY INC	2,14	08/31/77 *
SYMETRICS INDUSTRIES INC	12	08/31/77 *
TWENTIETH CENTURY FOX FILM CCRP	5,6	10/11/77

RECENT 8K FILINGS CONT.

AMERICAN HOSPITAL SUPPLY CORP	5	10/01/77
BUILDERS INVESTMENT GRUPE	5	10/03/77
CENTURY FACTORS INC	2,6	10/17/77
CONSOLIDATED CAPITAL CORP FLORIDA	5	09/30/77
DIVERSIFIED EARTH SCIENCES INC	2,6	10/03/77
FEDERAL SIGNAL CORP	2,6	10/12/77
FREEMONT ENERGY CORP	2,5	10/11/77
GREENBELT CONSUMER SERVICES INC	4,6	10/08/77
HUFFMAN MANUFACTURING CO	2,6	10/06/77
IMPERIAL AMERICAN RESOURCES FUND INC	6	09/08/77
INVENT INC	2,6	09/20/77
JMB INCOME PROPERTIES LTD V	6	10/03/77
MOBILE AMERICA CORP	4,6	09/23/77
MORGANS RESTAURANTS INC	1	10/07/77
NORTHERN STATES MORTGAGE & REALTY INVEST	4,6	10/05/77
OHIO ART CO	1,5	10/13/77
PARA MEDICAL ENTERPRISES INC	5	09/18/77
SCHICK INC	5,6	09/30/77
SOUTHEASTERN CORP	5,6	07/31/77
TEXAS UTILITIES CO	5	10/12/77
TIERCO	2	10/11/77
TRANSCO BUILDERS INC	2,6	09/01/77
UPJOHN CO	5,6	10/18/77
WESTLAND DEVELOPMENT CO INC	5,6	10/21/77
WRATHER CORP	2,6	10/11/77
AMENDMENTS TO REPORTS ON FORM 8-K		
ALLCITY INSURANCE CO	3,13	09/01/77 *
ANODYNE INC	1,7	05/31/77 *
CHEMCO CORP	6	08/31/77
HOWELL INDUSTRIES INC	1,2,5,6	06/24/77
MINE SAFETY APPLIANCES CO	13,14	02/77 *
STEPHAN CO	2	08/31/77
COUNTY NATIONAL BANKCORPORATION	5	09/30/77
METALLURGICAL PROCESSING CORP	6	07/25/77

/ 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> |
| <i>Item 2. Acquisition or Disposition of Assets</i> | <i>Item 10. Extraordinary items, other material charges and credits and capital restatements</i> |
| <i>Item 3. Legal Proceedings</i> | <i>Item 11. Submission of Matters to a Vote of Security Holders</i> |
| <i>Item 4. Changes in Securities</i> | <i>Item 12. Changes in Registrant's Certifying Accountant</i> |
| <i>Item 5. Changes in Security for Registered Securities</i> | <i>Item 13. Other Materially Important Events</i> |
| <i>Item 6. Defaults upon Senior Securities</i> | <i>Item 14. Financial Statements and Exhibits</i> |
| <i>Item 7. Increase in Amount of Securities Outstanding</i> | |
| <i>Item 8. Decrease in Amount of Securities Outstanding</i> | |

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 10c per page plus postage (7 days) (\$3.50 minimum); 20c per page plus postage for expedited service (4 days) (\$5.00 minimum) and 30c per page plus postage for priority service overnight (\$5.00 minimum). Cost estimates are given on request. All other reference material is available in the SEC Docket.

SEC NEWS DIGEST is published daily. Subscription rates: \$64.45/yr in U.S. first class mail; \$80.60 elsewhere.
 SEC DOCKET is published weekly. Subscription rates: \$43.70/yr in U.S. first class mail; \$54.65 elsewhere.
 SEC STATISTICAL BULLETIN is published monthly. Subscription rates: \$15.00/yr in U.S. first class mail; \$18.75 elsewhere.
 The News Digest, the Docket, and the Statistical Bulletin are for sale by the superintendent of Documents, Government Printing Office, Washington, D.C. 20402.