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# sec news digest

U.S. SECURITIES AND EXCHANGE COMMISSION

Issue 78-45

March 7, 1978

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## RULES AND RELATED MATTERS

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### ADOPTION OF RULE CHANGES AND NEW FORM ON PRIVATE PLACEMENT EXEMPTION

The Commission today announced the adoption of rule changes and a new form in connection with Commission Rule 146 under the Securities Act of 1933, the rule relating to exemptions for offers and sales of securities by issuers not involving a public offering. The rule changes (1) adopt a revision of Rule 146 to require the filing of a form in connection with uses of the rule; and (2) adopt Form 146, and a rule implementing the requirement to file the form. (Rel. 33-5912)

FOR FURTHER INFORMATION CONTACT: Thomas D. Hamill on (202) 376-5202.

### PROPOSED REGISTRATION STANDARDS FOR CLEARING AGENCIES

The Commission today requested comment on revised proposed Commission standards for making the determination required by Section 17A(b)(3) of the Securities Exchange Act of 1934 in connection with the registration of clearing agencies. Interested persons should submit comments on or before April 24, 1978. Comments should be submitted in triplicate to The Secretary, Securities and Exchange Commission, Washington, D.C. 20549, and should refer to File No. S7-699. (Rel. 34-14531)

FOR FURTHER INFORMATION CONTACT: Harry Melamed on (202) 755-7987.

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## COMMISSION ANNOUNCEMENTS

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### DIRECTOR AND ASSOCIATE DIRECTORS NAMED FOR DIVISION OF INVESTMENT MANAGEMENT

Chairman Harold M. Williams announced today the appointment of Sydney H. Mendelsohn as Director of the Division of Investment Management. Chairman Williams also announced selection of Martin E. Lybecker and Lee B. Spencer to be Associate Directors of the Division. In announcing the appointments, he said that one of the primary responsibilities of the Division's new management team would be to conduct a review of investment company regulation.

Mr. Mendelsohn, who first joined the Commission's staff in 1941, is a graduate of George Washington University Law School and a member of the Bar of the District of Columbia. He served in positions of increasing responsibility in several divisions of the Commission, including as Assistant Director of the Division of Corporate Regulation. Mr. Mendelsohn became Assistant Director of the Division of Investment Management Regulation in 1972; was named Associate Director in 1976; and became Acting Director in December, 1977.

Mr. Spencer has been Chief Counsel of the Division of Investment Management since joining the Commission's staff in June, 1976. A graduate of Yale Law School and member of the New York Bar, Mr. Spencer was in private practice in New York City specializing in corporate and securities law matters before he joined the Commission's staff.

Mr. Lybecker, currently Visiting Associate Professor of Law at Duke University, holds a J.D. degree from the University of Washington. He previously served on the staff of the Office of Chief Counsel of the Division of Investment Management from 1972 to 1975 and left that position to join the faculty of the State University of New York at Buffalo where he was an Associate Professor of Law.

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## INVESTMENT COMPANY ACT RELEASES

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### AMERICAN GENERAL BOND FUND

A notice has been issued giving interested persons until March 27 to request a hearing on an application filed by American General Bond Fund, Inc., (Fund), a closed-end, diversified management investment company registered under the Investment Company Act of 1940, and American General Capital Management, Inc., (American Capital), the Fund's investment adviser, pursuant to Section 17(b) of the Act, for an order of the Commission exempting from the provisions of Section 17(a) of the Act the proposed purchase by American Capital from the Fund of certain securities of El Tigre Corporation. (Rel. IC-10150 - Mar. 3)

### THE SHEARSON APPRECIATION FUND

An order has been issued on an application of The Shearson Appreciation Fund, Inc. (Appreciation) and The Shearson Capital Fund, Inc. (Capital) pursuant to Section 17(b) of the Act exempting the proposed merger of Capital into Appreciation from Section 17(a) of the Act, and pursuant to Section 17(d) of the Act and Rule 17d-1 thereunder, permitting Shearson Management, Inc., the investment adviser to Appreciation and Capital, to pay certain expenses incurred in connection with the proposed merger. (Rel. IC-10152 - Mar. 6)

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## HOLDING COMPANY ACT RELEASES

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### NORTHEAST UTILITIES

A notice has been issued giving interested persons until March 27 to request a hearing on a proposal of Northeast Utilities, a registered holding company, whereby Northeast will issue and sell up to 1,525,363 shares of its common stock, par value \$5 per share, pursuant to its Dividend Reinvestment and Common Share Purchase Plan. The proceeds of the sale will be applied to the repayment of short-term borrowings or will be advanced to Northeast's subsidiaries to finance, in part, their construction programs. (Rel. 35-20431 - Mar. 3)

### MIDDLE SOUTH UTILITIES

A notice has been issued giving interested persons until March 31 to request a hearing on a proposal by Middle South Utilities, Inc., a registered holding company, to change some of the terms of the issuance and sale of up to 1,000,000 shares of its common stock pursuant to its dividend reinvestment and stock purchase plan. (Rel. 35-20432 - Mar. 6)

### ALLEGHENY POWER SYSTEM

A notice has been issued giving interested persons until March 30 to request a hearing on a proposal by Allegheny Power System, Inc., and three of its wholly owned subsidiaries, Monongahela Power Company, The Potomac Edison Company and West Penn Power Company, whereby Monongahela and Potomac Edison will issue and sell common stock to Allegheny in the amounts of \$20 million and \$30 million respectively. Allegheny will also make capital contributions of up to \$25 million to West Penn. The proceeds of such transactions will be applied by the subsidiaries to their respective construction programs. (Rel. 35-20433 - Mar. 6)

### ALABAMA POWER COMPANY

An order has been issued authorizing Alabama Power Company (Alabama), subsidiary of The Southern Company, to issue and sell at competitive bidding \$100 million principal amount of its first mortgage bonds. (Rel. 35-20434 - Mar. 6)

### JERSEY CENTRAL POWER & LIGHT COMPANY

A supplemental order has been issued extending the period within which Jersey Central Power & Light Company, subsidiary of General Public Utilities Corporation, may amend a mortgage indenture. (Rel. 35-20435 - Mar. 6)

### OHIO POWER COMPANY

An order has been issued authorizing a proposal by Ohio Power Company, subsidiary of American Electric Power Company, Inc., that it issue and sell at competitive bidding

up to \$38 million aggregate principal amount of first mortgage bonds and up to 1,600,000 shares of preferred stock, and denying a request for a hearing thereon. (Rel. 35-20436 - Mar. 6)

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## SELF-REGULATORY ORGANIZATIONS

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### NOTICE OF PROPOSED RULE CHANGES

The following have filed proposed rule changes under Rule 19b-4: (1) Boston Stock Exchange (SR-BSE-77-5) - to amend Chapter VIII to include margin procedures applicable to specialists primary and alternate accounts. (Rel. 34-14519); and (2) Midwest Stock Exchange, Inc. (SR-MSE-78-2) - to conform those constitutional provisions to sections of the Securities Acts Amendments of 1975 relating to the clearance and settlement of exchange transactions. (Rel. 34-14522)

Publication of the above proposals are expected to be made in the Federal Register during the week of March 6.

### NOTICE OF AMENDED PROPOSED RULE CHANGE

The Municipal Securities Rulemaking Board has filed a proposed rule change under Rule 19b-4 (SR-MSRB-77-12) to amend certain proposed rules previously filed with the Commission to codify standards of business conduct for municipal securities professionals. Publication of the proposal is expected to be made in the Federal Register during the week of March 6. (Rel. 34-14519)

### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change (SR-Amex-77-39) submitted by the American Stock Exchange, Inc. (Amex) to rescind Rule 182, a provision which required Amex specialists in securities admitted to dealings pursuant to unlisted trading privileges to maintain a minimum deposit of such issues with the Exchange. (Rel. 34-14533)

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## SECURITIES ACT REGISTRATIONS

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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-8) MCDONNELL DOUGLAS CORPORATION, P.O. Box 516, St. Louis, Mo. 63166 - \$6 million of Interests. (File 2-60891 - Mar. 6)
- (S-8) EARLE M. JORGENSEN COMPANY, 10700 Alameda St., Lynwood, Cal. 90262 - \$500,000 of participations. (File 2-60892 - Mar. 6)
- (S-7) TWENTIETH CENTURY-FOX FILM CORPORATION, 10201 West Pico Blvd., Los Angeles, Cal. 90035 (213) 277-2211 - \$50 million of subordinated debentures, due 1998. Underwriter: Lehman Brothers Kuhn Loeb Inc. The company produces and distributes filmed entertainment for theatrical exhibition and for television broadcast. (File 2-60893 - Mar 6)
- (S-8) TOBIAS KOTZIN COMPANY, 1300 Santee St., Los Angeles, Cal. 90015 - 200,000 shares of common stock. (File 2-60894 - Mar 6)
- (S-7) PENNSYLVANIA POWER & LIGHT COMPANY, Two North Ninth St., Allentown, Pa. 18101 (215) 821-5151 - 1,300,000 of common stock. Underwriters: The First Boston Corp.; Drexel Burnham Lambert Inc.; Bache Halsey Stuart Shields Inc.; and Merrill Lynch, Pierce, Fenner & Smith Inc. The company is an operating utility. (File 2-60895 - Mar. 6)

### REGISTRATIONS EFFECTIVE

- Feb. 23: Farm House Foods Corp., 2-60570.
- Feb. 27: American Property Investors VIII, 2-59970 (90 days); Saxon Oil Co., 2-60319 (90 days).

**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**

Feb. 24: Reynolds Securities International Inc., 2-59856; People Care Inc., 2-57928.  
Feb. 27: Carter Hawley Hale Stores, Inc., 2-60704.

**ACQUISITIONS OF SECURITIES**

Companies and individuals must report to the Commission within 10 days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds 5%. The following companies or individuals filed Schedule 13D's during the period February 13 - 21, 1978. The number of shares of the security which are beneficially owned, and the number of shares concerning which there is a right to acquire are set forth for each beneficial owner. \*Amended Acquisition Reports.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER &amp; NUMBER OF SHARES</u>	<u>DATE FILED</u>
* Sacramento Publishing Co. Global Communications Corp. John P. McGoff, Individually and as a Voting Trustee, et al	Panax Corp. (East Lansing, MI) Common Stock - 373,425 shs. (Mr. McGoff also has the right to acquire an additional 7,750 shares.)	2-13-78
* American General Insurance Co.	Service Corporation International (Houston, TX) Common Stock - 659,461 shs. (19.02%) Common Stock - 158,167 shs. on conversion of Debentures	2-13-78
* Bel-Fran Investments Ltd. (Canada) Bel-Cal Holdings Ltd. (Canada) Bel-Alta Holdings Ltd. (Canada)	Skill Corporation (Chicago, IL) Common Stock - 199,450 shs.	2-13-78
* Selkirk Holdings Ltd. (Canada)	Tocom, Inc. (Dallas, TX) Common Stock - 373,000 shs.	2-13-78
* Metrohio Corp. (Wholly-owned subsidiary of Canadian First Mortgage Corp.) Canadian First Mortgage Corp. (Canada) Metropolitan Trust Company (Canada)	Transohio Financial Corp. (Cleveland, OH) Common Stock - 785,000 shs. (23.7%)	2-13-78
* R. Allan Martin	Valmac Industries, Inc. (Memphis, TN) Common Stock - 151,100 shs. (Mr. Martin has voting and/or investment power of above shares.)	2-13-78
Prochemco, Inc.	AZL Resources, Inc. (Phoenix, AZ) Common Stock - 2,500,000 shs. on conversion of Debentures	2-14-78
Woodland Venture Fund 39 Woodland Road Corp.	American Microsystems, Inc. (Santa Clara, CA) Common Stock - 251,950 shs. (Included above are shares owned by the limited partners and members of their families.)	2-14-78
Wallace C. Berg	Bankers Mortgage Corporation (St. Paul, MN) Common Stock - 20,629 shs. Common Stock - 1,000 shs. on exercise of Options (Included above are shares owned by his wife.)	2-14-78

ACQUISITION REPORTS, cont.

Robert S. MacClure Bannister R. Bray, Trustee Robert A. Podesta Evelyn L. Bray, Individually and as Executrix of Estate, et al	Calumet Industries, Inc. (Chicago, IL) Common Stock - 107,110 shs.	2-14-78
DRN, Inc. (Wholly-owned subsidiary of Carlson Companies, Inc.)	Naum Bros. Inc. (Rochester, NY) Common Stock - 578,948 shs. (58.2%)	2-14-78
* Midhurst Corp.	Camco, Incorporated (Houston, TX) Common Stock - 449,109 shs.	2-14-78
* Harold C. Simmons	Contran Corporation (Dallas, TX) Common Stock - 231,151 shs.	2-14-78
* IGS Employees' Savings and Investment Trust	Louisiana General Services, Inc. (Harvey, LA) Common Stock - 159,698 shs.	2-14-78
* LIBCO Corporation	Telco Marketing Services, Inc. (Chicago, IL) Common Stock - 534,582 shs. (64%)	2-14-78
* Superior Tube Company	Williams and Company, Inc. (Pittsburgh, PA) Common Stock - 961,888 shs. (87%)	2-14-78
Oakbrook Consolidated, Inc.	Chemical Leaman Corp. (Downington, PA) Common Stock - 337,133 shs. (Oakbrook has agreed to purchase above shares from International Minerals & Chemical Corp.)	2-15-78
Goldman, Sachs & Co.	Verex Corporation (Madison, WI) Common Stock - 181,700 shs.	2-15-78
HTC-VI Stock Company (Wholly-owned subsidiary of Heath Tecna Corp.) Heath Tecna Corp.	Viking Industries, Inc. (Chatsworth, CA) Common Stock - 297,907 shs. (44.4%) (Above shares were acquired from certain selling shareholders.)	2-15-78
* Studebaker-Worthington, Inc.	Campbell Chain Company (York, PA) Common Stock - 1,404,281 shs. (58.3%) Common Stock - 153,333 shs. on conversion of Preference Stock Series C	2-15-78
* Brent D. Baird, Individually and as Trustee Aries Hill Corp. Anne S. Baird, Trustee and Custodian Bridget Boss Baird, et al	Kentucky Property Trust (Lexington, KY) Shares of Beneficial Interest - 160,100	2-15-78
* Goldman, Sachs & Co.	Philadelphia Life Insurance Co. (Philadelphia, PA) Common Stock - 930,712 shs.	2-15-78
Conchemco, Incorporated Employee Stock Ownership Plan and Trust	Conchemco, Incorporated (Lenexa, KS) Common Stock - 123,000 shs.	2-16-78
Walter G. Cook Nancy M. Cook	Continental Heritage Corp. (Fort Worth, TX) Common Stock - 887,478 shs. (71.92%)	2-16-78
Bow Valley (F.D.) Inc. (Canada)	Flying Diamond Oil Corp. (Denver, CO) Common Stock - 1,475,000 shs.	2-16-78
Bow Valley (F.D.) I INC. (Canada)	Common Stock - 200,000 shs. on exercise of Warrants	
Bow Valley (F.D.) II INC. (Canada), et al (Wholly-owned subsidiary of Bow Valley Industries, Inc. (Canada)		
Tiger International, Inc.	Seaboard World Airlines, Inc. (Jamaica, LI, NY) Common Stock - 600,000 shs.	2-16-78

ACQUISITION REPORTS, cont.

* Henkel Inc. (Wholly-owned subsidiary of Henkel KGaA (West Germany))	Clorox Company (Oakland, CA) Common Stock - 3,453,100 shs.	2-16-78
* Reliance Financial Services Corp.	Lomas & Nettleton Financial Corp. (Dallas, TX) Common Stock - 1,466,200 shs. Common Stock - 408,715 shs. on conversion of Debentures	2-16-78
* J. P. Cullen & Son Corp.	Milwaukee Professional Sports & Services Inc. (Milwaukee, WI) Common Stock - 53,700 shs.	2-16-78
Cornelius A. Hubner	International Controls Corp. (Thomaston, CT) Common Stock - 11,000 shs.	2-17-78
Dr. Charles A. Birbara	International Controls Corp. (Thomaston, CT) Common Stock - 12,500 shs. (Dr. Birbara also owns 15,500 shares through his interest in Charles A. Birbara, M.D., Inc. Profit Sharing Trust.)	2-17-78
Philip J. Birbara	International Controls Corp. (Thomaston, CT) Common Stock - 5,000 shs.	2-17-78
Edward O. Boshell, Jr.	International Controls Corp. (Thomaston, CT) Common Stock - 25,100 shs.	2-17-78
Murray Dryer	International Controls Corp. (Thomaston, CT) Common Stock - 11,200 shs.	2-17-78
Charles Haravay	International Controls Corp. (Thomaston, CT) Common Stock - 6,667 shs. (Included above are shares owned by his wife.)	2-17-78
Irving Horowitz	International Controls Corp. (Thomaston, CT) Common Stock - 52,400 shs.	2-17-78
* Consolidated Industries, Inc.	Hy-Lond Enterprises (Sonoma, CA) Common Stock - 476,012 shs. (58.2%) Common Stock - 12,388 shs. on exercise of an Option	2-17-78
* Michael Prevor Sydney Prevor Bernard Mayrhoen	Prevor-Mayrhoen International, Inc. (Bronx, NY) Common Stock - 318,926 shs. Class B Common Stock - 1,631.35 shs. (Included above are shares owned by their wives.)	2-17-78
* Mason Corporation	Taylor International Corp. (Las Vegas, NV) Common Stock - 576,881 shs.	2-17-78
Trans-Air Freight System, Inc.	Air Express International Corp. (Stamford, CT) Common Stock - 212,500 shs.	2-21-78
Morton H. Kinsler	Barnwell Industries, Inc. (Fairlawn, NJ) Common Stock - 123,904 shs.	2-21-78
Midhurst Corporation	Camco, Incorporated (Houston, TX) Common Stock - 557,460 shs. (28.7%) Common Stock - 250,000 shs. on conversion of Debentures	2-21-78
Patrick F. Cadigan	Electronic Engineering Company of California (Santa Ana, CA) Common Stock - 51,247 shs. Common Stock - 19,125 shs. on exercise of Options	2-21-78

ACQUISITION REPORTS, cont.

American Financial Enterprises, Inc. Grace C. Allen C. Robert Allen III Herbert Anthony Allen, Trustees, et al	International Foodservice Corp. (Los Angeles, CA) Common Stock - 574,600 shs. (19.1%)	2-21-78
American Financial Corp.	Performance Systems, Inc. (Nashville, TN) Common Stock - 2,034,700 shs. (20.3%)	2-21-78
Life Investors Insurance Company of America (Wholly-owned subsidiary of Life Investors, Inc.)	Provident Life Insurance Company (Bismark, ND) Common Stock - 226,907 shs. (24%)	2-21-78
Verex Assurance, Inc.	Scudder Duo-Vest, Inc. (NYC) 7% Income Preferred Shares - 282,300	2-21-78
James E. Winner, Jr.	Shenango Inn, Inc. (Sharon, PA) Common Stock - 570 shs. (Mr. Winner has the right to acquire an additional 140 shares.)	2-21-78
Goldman, Sachs & Co.	Starr Broadcasting Group, Inc. (Westport, CT) Common Stock - 76,500 shs.	2-21-78
Norton Simon Jennifer Simon	Twentieth Century-Fox Film Corp. (Los Angeles, CA) Common Stock - 160,100 shs. Common Stock - 332,948 shs. on conversion of Debentures	2-21-78
Richard J. Potischman	U.N.A. Corp. (Boston, MA) Common Stock - 103,802 shs. (10.77%) Common Stock - 31,831 shs. on exercise of Options	2-21-78
Seymour N. Schwartz	U.N.A. Corp. (Boston, MA) Common Stock - 103,802 shs. (10.77%) Common Stock - 31,831 shs. on exercise of Options	2-21-78
BIS America Corporation (Wholly-owned subsidiary of BIS S.A. (France)	Wells Management Corporation (NYC) Common Stock - 613,807 shs. (Above shares were acquired pursuant to the Tender Offer.)	2-21-78
* Louis Berkman Company	AMFCO-Pittsburgh Corporation (Pittsburgh, PA) Common Stock - 648,435 shs.	2-21-78
* Masco Corporation	Braun Engineering Company (Detroit, MI) Common Stock - 72,700 shs. (13.49%)	2-21-78
* Racing Corporation of America (Wholly-owned subsidiary of Hartman and Tyner, Inc.)	Castleton Industries, Inc. (Pompano Beach, FL) Common Stock - 3,123,343 shs. (49.13%) (Above shares were acquired pursuant to the Tender Offer.)	2-21-78
* Yates Industries, Inc.	Electro-Nite Co. (Philadelphia, PA) Common Stock - 238,384 shs. (20.5%)	2-21-78
* Consumers' Gas Company (Canada)	Home Oil Company Ltd. (Calgary, Alberta, Canada) Class A Non-Voting Stock - 1,359,015 shs. Class B Voting Stock - 276,788 shs. (10.76%)	2-21-78
* Transco Realty Trust	Hospital Mortgage Group (No. Miami, FL) Shares of Beneficial Interest - 180,600	2-21-78
* American General Insurance Company	International Life Holding Corp. (Buffalo, NY) Common Stock - 121,936 shs.	2-21-78
* J. Y. Robichaud (Canada)	Odyssey Incorporated (Wilmette, IL) Common Stock - 73,726 shs.	2-21-78

ACQUISITION REPORTS, cont.

The following companies or individuals filed Form 13D-5's during the period February 8-14, 1978.

<u>REPORTING COMPANY OR INDIVIDUAL</u>	<u>ISSUER &amp; NUMBER OF SHARES</u>	<u>DATE FILED</u>
First National Bank of Minneapolis	Chase Manhattan Mortgage & Realty Trust (Hyannis, MA) Common Stock - 130,516 shs. on exercise of a Warrant	2-8-78
Asset Management Company	Fidelco Growth Investors (Rosemont, PA) Shares of Beneficial Interest - 67,000	2-14-78

Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1. The following companies or individuals filed Schedule 14D-1's during the period February 10-17, 1978.

<u>OFFER TO PURCHASE BY:</u>	<u>ISSUER &amp; NUMBER OF SHARES TO BE PURCHASED</u>	<u>DATE FILED</u>
Bow Valley (F.D.) Inc. (Canada)	Flying Diamond Oil Corp. (Denver, CO) Common Stock - All outstanding shares for cash at \$30.00 net per share	2-10-78
Bow Valley (F.D.) I Inc. (Canada)	(Bidders presently own 1,475,000 shares of Common and Warrants to purchase 200,000 shares.)	
Bow Valley (F.D.) II Inc. (Canada), et al (Wholly-owned subsidiary of Bow Valley Industries Ltd. (Canada))		
TMGC, Inc. (Wholly-owned subsidiary of Times Mirror Co.)	Graphic Controls Corp. (Buffalo, NY) Common Stock - All outstanding shares for cash at \$39.00 net per share 4-3/4% Convertible Debentures - All outstanding \$2,042.95 net per \$1,000 Prin. Amt.	2-3-78
Federated Reinsurance Corp. (Wholly-owned subsidiary of Federated Development Co.) Federated Development Co.	Property Trust of America (El Paso, TX) Shares of Beneficial Interest- 335,000 for cash at \$6.00 net per share (Federated Reinsurance presently owns 167,666 shares.)	2-9-78
G.N.G., Inc. (Wholly-owned subsidiary of Genge, Inc.)	Comarco, Inc. (Orange, CA) Common Stock - All outstanding shares for cash at \$12.50 net per share	2-17-78
Danco Inc.	Contran Corporation (Dallas, TX) Common Stock - 130,000 shs. for cash at \$35.00 net per share	2-17-78

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.

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