

sec news digest

U.S. SECURITIES AND
EXCHANGE COMMISSION

Issue 81-34

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NOTICE OF COMMISSION MEETINGS

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Following is a schedule of Commission meetings which will be conducted pursuant to provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding closed meetings on Tuesdays, and open meetings on Thursday morning. Meetings on Wednesday, and if necessary on Thursday afternoons, will be either open or closed according to the requirements of agenda items under consideration. The Commission will not normally meet on Mondays or Fridays.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room on the eighth floor of the Commission's headquarters building at 500 North Capitol Street, Washington, D.C. All visitors are required to sign in and obtain passes at the Reception Desk in the lobby. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

OPEN MEETING - TUESDAY, FEBRUARY 24, 1981 - 10:00 A.M.

The subject matter of the February 24 open meeting will be:

- (1) Consideration of whether to approve proposed rule changes filed by the New York Stock Exchange, Inc. and the American Stock Exchange, Inc. to make permanent their respective rules regarding Registered Competitive Market Makers (RCMMs) and Registered Equity Market Makers (REMMs) and whether to adopt simultaneously a rule pursuant to Section 11(a)(1)(H) exempting RCMMs and REMMs from the proprietary trading prohibition of Section 11(a) of the Securities Exchange Act of 1934. FOR FURTHER INFORMATION CONTACT Stuart Strauss at (202) 272-2413.
- (2) Consideration of whether to approve a proposed rule change by the Chicago Board Options Exchange, Incorporated concerning a market for trading standardized options on Government National Mortgage Association pass-through securities. FOR FURTHER INFORMATION CONTACT Michael Lefever at (202) 272-3117.
- (3) Consideration of whether to issue a release proposing for comment proposed amendments to Rule 11Ac1-1 under the Securities Exchange Act of 1934 which, if adopted, would permit market centers, under certain specified circumstances, to disseminate quotations on a voluntary, rather than mandatory, basis. FOR FURTHER INFORMATION CONTACT Bruce Beatt at (202) 272-2888.
- (4) Consideration of whether to issue an information release announcing the current status of Reserve Recognition Accounting with respect to its ultimate implementation as a primary method of accounting. The Commission will also consider whether to support a proposed Financial Accounting Standards Board project to develop a comprehensive package of disclosures for oil and gas producers. FOR FURTHER INFORMATION CONTACT James D. Hall at (202) 272-2133.
- (5) Consideration of whether to grant the FOIA appeal of Stephen Aug of The Washington Star, for certain materials concerning the Commission's implementation of its Conduct Regulation pertaining to reimbursement of travel and subsistence expenses and that the Commission waive its copying fees with respect thereto. FOR FURTHER INFORMATION CONTACT Anne C. Flannery at (202) 272-2454.
- (6) Consideration of whether to grant the request for a waiver of certain provisions of the Commission's Conduct Regulation in connection with outside employment of Steven E. Levy, currently the Director of the Directorate of Economic and Policy Analysis. FOR FURTHER INFORMATION CONTACT Myrna Siegel at (202) 272-2430.

(7) Consideration of whether to adopt amendments to Securities Exchange Act Rule 11b-1 to eliminate outdated provisions regarding rule changes and to clarify the rule's application to options specialists, as well as stock specialists, on national securities exchanges. FOR FURTHER INFORMATION CONTACT Susan Wilk at (202) 272-2841.

(8) Consideration of whether to approve an application filed by American Birth-right Trust and Tax-Managed Fund for Utility Shares, registered under the Investment Company Act of 1940 as open-end, diversified, management investment companies, requesting an order of the Commission, pursuant to Section 6(c) of the Act, exempting the Applicants from certain provisions of Section 16(a) of the Act until April 30, 1981. FOR FURTHER INFORMATION CONTACT Glen A. Payne at (202) 272-3015.

CLOSED MEETING - TUESDAY, FEBRUARY 24, 1981 - IMMEDIATELY FOLLOWING THE OPEN MEETING

The subject matter of the February 24 closed meeting will be: Formal order of investigation; Settlement of injunctive action; Settlement of administrative proceeding of an enforcement nature; Regulatory matter bearing enforcement implications.

AT TIMES CHANGES IN COMMISSION PRIORITIES REQUIRE ALTERATIONS IN THE SCHEDULING OF MEETING ITEMS. FOR FURTHER INFORMATION AND TO ASCERTAIN WHAT, IF ANY, MATTERS HAVE BEEN ADDED, DELETED OR POSTPONED, PLEASE CONTACT: Paul Lowenstein at (202) 272-2092

RULES AND RELATED MATTERS

REPORTING OF SUPPLEMENTARY INFORMATION ON THE EFFECTS OF CHANGING PRICES

The Commission is adopting amendments to its rules to require certain registrants (except registered investment companies) to include supplementary information on the effects of changing prices, as specified by Statement of Financial Accounting Standards (SFAS) Nos. 33, 39, 40 and 41, "Financial Reporting and Changing Prices" of the Financial Accounting Standards Board, in certain filings with the Commission. It is also expanding its safe harbor rule, which heretofore was applicable only to projections, to cover that information. These actions are intended to make information on the effects of changing prices available to users of financial statements filed with the Commission. (Rel. 33-6291 - ASR-287)

FOR FURTHER INFORMATION CONTACT: James D. Hall or Clarence M. Staubs at (202) 272-2133 or Linda L. Griggs at (202) 272-2130

PROPOSED RULE 17a-24 APPROVED

The Commission has approved the issuance of proposed Rule 17a-24 concerning the establishment by the self-regulatory organizations of registries for the receipt and maintenance of information on all written securities related customer complaints. Comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C. on or before March 20 and should refer to File No. S7-873. (Rel. 34-17557)

FOR FURTHER INFORMATION CONTACT: Stuart M. Strauss at (202) 272-2413

ADMINISTRATIVE PROCEEDINGS

DAVID MAGEE BARRED

The Commission has barred David Magee of Kerville, Texas from being associated with any investment adviser. Magee, President of National Counselor Reports, Inc., a registered investment adviser, failed to answer the Order for Proceedings instituting administrative proceedings, In the Matter of National Counselor Reports, Inc., et al., against Magee and the firm, and is therefore in default. On the basis of that Order, it is found that (1) Magee wilfully violated Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder and (2) Magee wilfully violated Sections 206(1), (2) and (4) of the Investment Advisers Act of 1940 and Rule 206(4)-1 thereunder. In view of the foregoing, it is in the public interest to bar Magee from being associated with any investment adviser. (Rel. 34-17533)

ORDER OF INTERIM SUSPENSION OF THE REGISTRATION
OF THE SECURITIES OF FERROVANADIUM CORPORATION

The Commission announced the entry of an Order of Interim Suspension of the Registration of the Securities of Ferrovanadium Corporation, N.L., pursuant to an offer of settlement, suspending, for a period of up to 60 days, the registration of the securities of Ferrovanadium registered under Section 12(g) of the Securities Exchange Act of 1934.

The Order arose out of public proceedings initiated by the Commission on February 10, 1981 against Ferrovanadium pursuant to Section 12(j) of the Exchange Act to determine whether the registration of Ferrovanadium securities under Section 12(g) of the Exchange Act should be suspended or revoked as a result of Ferrovanadium's alleged failure to comply with certain provisions of the Exchange Act.

Brokers and dealers should be aware that the effect of this order is to prohibit any member of a national securities exchange and broker or dealer from making use of the mails or any means or instrumentality of interstate commerce to effect any transaction in, or to induce the purchase or sale of, any security of Ferrovanadium or any American Depositary Receipt issued against such securities. (Rel. 34-17561)

TRADING SUSPENSIONS

TRADING SUSPENDED IN BLACK HAWK RESOURCES COMPANY

The Commission announced the single ten-day suspension of over-the-counter trading in the securities of Black Hawk Resources Company, located in Wall, New Jersey, for the period beginning on February 20 and terminating at midnight on March 1, 1981.

On February 4 the Commission ordered a suspension of trading in the securities of Black Hawk which terminated at midnight February 13. At that time the Commission announced its concerns about recent unusual and unexplained market activity in the securities of Black Hawk in view of the lack of adequate current information concerning the affairs of the company.

The Commission ordered this second suspension in Black Hawk's securities as a result of separate concerns related to the fact that Black Hawk is unable to presently provide for the transfer of its securities and does not have custody or control of its transfer records.

If any broker-dealer or other person has any information which they believe would be useful to the Commission relating to this matter, they should contact the Washington Office of the Commission at (202) 272-2254. (Rel. 34-17563)

CIVIL PROCEEDINGS

COMPLAINT NAMES RICHARD GERACE

The New York Regional Office announced that on February 11 a complaint was filed in the U.S. District Court for the Southern District of New York against Richard Gerace, also known as Richard Geraci of New York, New York. The complaint charges Gerace with violating antifraud provisions and the margin provisions of the securities laws by placing orders for the purchase of various option contracts and equity securities without intending to pay for the purchases and failing to make timely and proper payment for the purchases.

The complaint alleges that during January 1981, Gerace, using accounts at eight brokerage firms located in seven states, purchased securities and options representing a total purchase cost of approximately \$524,000. The complaint further alleges that Gerace did not intend to make payment for these purchases, and to date has not paid for any of these securities. The Commission's complaint seeks temporary and permanent injunctive, as well as other equitable relief, against Gerace.

On February 11 the Court issued a Temporary Restraining Order to prevent further violations of the securities laws as charged in the complaint and to freeze the assets of the defendant pending the determination of the Commission's Motion for a Preliminary Injunction. (SEC v. Richard Gerace a/k/a Richard Geraci, S.D.N.Y., 81 Civil 0837 [RWS]). (LR-9295)

**PERMANENT RECEIVER APPOINTED; PERMANENT INJUNCTION ENTERED
AGAINST DENNIS J. KRUM, OTHERS**

The Seattle Regional Office announced that on December 9 the Honorable Samuel P. King, U.S. District Judge for the District of Hawaii, entered a Final Judgment of Permanent Injunction against Dennis J. Krum, a resident of Honolulu, Hawaii and president of Land Research and Investment Co., Inc. (LR & I).

A Final Judgment was also entered against LR & I, LR & I Development Co., and LR & I Developments One, Two and Four. The Final Judgment, entered by consent, enjoins all defendants from future conduct violating the antifraud provisions of the securities laws.

The Commission's complaint alleged that Krum and the LR & I companies which he controlled, violated the antifraud provisions of the securities laws by selling debentures in LR & I and limited partnership interests in the LR & I development companies without disclosing certain material facts.

Krum agreed to resign as president of LR & I and its affiliated companies for a period of five years and to refrain from any interference with the lawful activities of the court appointed receiver.

The permanent receiver is authorized to marshal the assets of LR & I and its affiliates for the benefit of investors and creditors and is empowered with authority to liquidate and distribute the assets under court order. (SEC v. Land Research and Investment Co., Inc., Dennis J. Krum, et al., Dist. HI, Civil File No. C-78-0371). (LR-9296)

DECREE OF INJUNCTION ENTERED AGAINST HOUSTON BROKER-DEALER

The Seattle Regional Office announced that on February 3 a decree of permanent injunction was entered against the Income Builders, Inc., a Houston, Texas broker-dealer enjoining it from further violations of the Commission's net capital rule ordering it to comply with an undertaking to reasonably supervise its registered representatives. (SEC v. Douglas F. Brown Financial Services, Inc., et al., W.D. Wa., Civil Action File No. C78-139T). (LR-9297)

INVESTMENT COMPANY ACT RELEASES

TREASURY TRUST

An order has been issued, pursuant to Section 8(f) of the Investment Company Act of 1940, declaring that Treasury Trust has ceased to be an investment company. (Rel. IC-11631 - Feb. 18)

TUCKER ANTHONY MUTUAL FUND

A notice has been issued giving interested persons until March 16 to request a hearing on an application by Tucker Anthony Mutual Fund, an open-end, diversified, management investment company, for an order, pursuant to Section 6(c) of the Investment Company Act of 1940, exempting it from the provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 thereunder, to the extent necessary to permit it to use the amortized cost valuation method for the purpose of pricing the shares of its initial series, Tucker Anthony Cash Management Fund, for sale, repurchase and redemption. (Rel. IC-11632 - Feb. 18)

FIDUCIARY MONEY MARKET TRUST

A notice has been issued giving interested persons until March 16 to request a hearing on an application by Fiduciary Money Market Trust, registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, for an order pursuant to Section 6(c) of the Act, exempting it

from the provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 thereunder, to the extent necessary to permit it to use the amortized cost valuation method for the purpose of pricing its shares for sale, repurchase and redemption, subject to specific conditions. (Rel. IC-11634 - Feb. 19)

HAMILTON HIGH YIELD FUND, INC.

An order has been issued on an application filed by Hamilton High Yield Fund, Inc. (Applicant), formerly Hamilton Bond Fund, Inc., registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, pursuant to Section 8(f) of the Act, declaring that Applicant has ceased to be an investment company. (Rel. IC-11635 - Feb. 19)

HOLDING COMPANY ACT RELEASES

AMERICAN ELECTRIC POWER SERVICE CORPORATION

An order has been issued authorizing American Electric Power Service Corporation, subsidiary of American Electric Power Company, Inc. (AEP), to enter into a proposed service agreement, reflecting the Commission's amended Uniform System of Accounts, with AEP's operating utility subsidiaries. (Rel. 35-21922 - Feb. 19)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

WITHDRAWAL GRANTED

An order has been issued granting the application of Cenvill Communities, Inc. to withdraw its common stock (\$.01 par value) from listing and registration on the American Stock Exchange. (Rel. 34-17558)

UNLISTED TRADING SOUGHT

A notice has been issued giving interested persons until March 12 to comment on the application of the Midwest Stock Exchange for unlisted trading privileges in the common stock (\$.10 par value) of Seagull Pipeline Corp., which is listed and registered on one or more other national securities exchanges and is reported in the consolidated transaction reporting system. (Rel. 34-17559)

UNLISTED TRADING GRANTED

An order has been issued granting the applications of the Midwest Stock Exchange for unlisted trading privileges in three stocks which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. (Rel. 34-17560)

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; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

(S-16) UNITED TECHNOLOGIES CORPORATION, United Technologies Bldg., Hartford, CT 06101 (203) 728-7000 - 5,000,000 shares of common stock. Underwriter: Goldman, Sachs & Co. (File 2-70928 - Feb. 17) (Br. 2)

(S-1) EQUIFUND L.P., 750 Third Ave., New York, NY 10017 - \$35 million of limited partnership interests. Underwriter: Shearson Loeb Rhoades Inc. (File 2-70939 - Feb. 18) (Br. 5 - New Issue)

- (S-16) FLOW GENERAL INC., 7655 Old Springhouse Rd., McLean, VA 22102 (703) 893-5915 - 13,286 shares of common stock. The company is engaged in the design, manufacture and marketing of biomedical and communications and testing products. (File 2-70940 - Feb. 18) (Br. 8)
- (S-16) TRANS WORLD CORPORATION, 605 Third Ave., New York, NY 10158 (212) 557-3000 - 2,500,000 shares of common stock. Underwriters: Merrill Lynch White Weld Capital Markets Group, Dillon, Read & Co. Inc. and E.F. Hutton & Company Inc. The company is a diversified corporation operating in four principal services areas - airline, food, hotel and real estate services. (File 2-70942 - Feb. 18) (Br. 3)
- (S-1) MIDWEST COMMODITY FUND I, c/o Filler, Weiner, Zaner & Associates, 230 West Monroe St., Suite 710, Chicago, IL 60606 - 10,000 units of limited partnership interest. Underwriter: Piper, Jaffray & Hopwood Incorporated. (File 2-70943 - Feb. 18) (Br. 2 - New Issue)
- (S-6EL24) THE CORPORATE INCOME FUND, ONE HUNDRED THIRD SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-70944 - Feb. 18) (Br. 17 - New Issue)
- (S-6EL24) THE CORPORATE INCOME FUND, ONE HUNDRED SECOND SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, NY 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, NY 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-70945 - Feb. 18) (Br. 17 - New Issue)
- (N-1EL24) TRUST FOR DAILY CASH, 421 Seventh Ave., Pittsburgh, PA 15219 (412) 288-1900 - an indefinite number of shares. (File 2-70947 - Feb. 17) (Br. 16 - New Issue)
- (S-1) INTERMAGNETICS GENERAL CORPORATION, Charles Industrial Park, New Karner Rd., Guilderland, NY 12084 - 1,000,000 shares of common stock. Underwriter: Allen & Company Incorporated. The company manufactures superconductive materials and magnets, magnet systems and related electronic equipment. (File 2-70949 - Feb. 19) (Br. 8 - New Issue)
- (S-16) HOUSTON INDUSTRIES INCORPORATED, 611 Walker Ave., Houston, TX 77002 (713) 228-2474 - 3,000,000 shares of common stock. Underwriters: Kidder, Peabody & Co. Incorporated, Dean Witter Reynolds Inc. and Merrill Lynch White Weld Capital Markets Group. (File 2-70950 - Feb. 19) (Br. 8)
- (S-14) WESTERN AIR LINES, INC., 6060 Avion Dr., Los Angeles, CA 90045 (213) 646-2345 - 30,952,392 shares of common stock and 1,196,940 shares of \$2.00 Series A cumulative convertible preferred stock. (File 2-70951 - Feb. 19) (Br. 3)
- (S-8) RICHARDSON-VICKS STOCK INCENTIVE AWARD PLAN, Ten Westport Rd., Wilton, CT 06897 (203) 762-2222 - 350,000 shares of common stock. (File 2-70952 - Feb. 19) (Br. 4 - New Issue)
- (S-8) RICHARDSON-VICKS STOCK OPTION PLAN, Ten Westport Rd., Wilton, CT 06897 (203) 762-2222 - 1,645,000 shares of common stock. (File 2-70953 - Feb. 19) (Br. 4 - New Issue)
- (S-8) RICHARDSON-VICKS MANAGEMENT INCENTIVE COMPENSATION PLAN, Ten Westport Rd., Wilton, CT 06897 (203) 762-2222 - 350,000 shares of common stock. (File 2-70955 - Feb. 19) (Br. 4 - New Issue)
- (S-8) RICHARDSON-VICKS EMPLOYEE SAVINGS PLAN, Ten Westport Rd., Wilton, CT 06897 (203) 762-2222 - 800,000 shares of common stock. (File 2-70956 - Feb. 19) (Br. 4 - New Issue)
- (S-8) INTERNORTH, INC., 2223 Dodge St., Omaha, NB 68102 (402) 633-4000 - 1,000,000 shares of common stock. (File 2-70958 - Feb. 19) (Br. 7)
- (S-16) MINNETONKA, INC., Jonathan Industrial Center, Chaska, MN 55318 (612) 448-4181 - 1,200,000 shares of common stock. Underwriters: Shearson Loeb Rhoades Inc. and Piper, Jaffray & Hopwood Incorporated. The company develops, manufactures and markets a wide variety of personal care, bath, gift and cosmetic products. (File 2-70959 - Feb. 19) (Br. 9)

(S-8) SUBURBAN PROPANE GAS CORPORATION, P.O. Box 2165R, Morristown, NJ 07960 (201) 540-0300 - 200,000 shares of common stock. (File 2-70960 - Feb. 19) (Br. 2)

(S-1) OVERTHRUST RESOURCES, LTD., Suite 385, 518 Seventeenth St., Denver, CO 80202 - 15,000,000 shares of common stock. Underwriter: First Financial Securities, Inc., One Park Central, 1515 Arapahoe St., Suite 1585, Denver, CO 80202 (303) 534-7777. The company is engaged in acquiring interests in both developed and undeveloped oil and gas properties. (File 2-70963 - Feb. 19) (Br. 3 - New Issue)

REGISTRATIONS EFFECTIVE

Feb. 11: American Syn-Fuels Inc., 2-69879; Conductron Corp., 2-70430.

Feb. 12: Bandar Raya Developments Berhad, 2-70677; Demed, Inc., 2-70725; KLA Instruments Corp., 2-70669.

Feb. 13: General Hydrocarbons 1981 Oil & Gas Programs, 2-70214; Ohio Power Co., 2-70590; Stardust, Inc., 2-70365.

Feb. 17: Conzinc Riotinto of Australia Limited, 2-70730; Keppel Shipyard Limited, 2-70729; United Overseas Bank Limited, 2-70728.

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, registration statements, and other filings may be ordered by writing to the Public Reference Branch, Securities and Exchange Commission, Washington, D.C. 20549. When you are ordering more than one, we prefer that the documents be listed in alphabetical order by registrant name to expedite service. Cost estimates are given on request. Two types of service are available through the Public Reference Branch, one of which (priority service) is also available directly from the SEC's service contractor.

REGULAR SERVICE — The regular service reproduction cost is 10c per page, including applicable sales taxes, plus postage (\$5.00 minimum order). Regular service orders will be shipped within seven calendar days of the receipt by the SEC's service contractor of your request, forwarded from the Public Reference Branch. Slight delays may occur if the materials to be copied are not already in the contractor's master files.

PRIORITY SERVICE — Copies of documents may be ordered by telephone directly from the SEC's service contractor by calling 301/951-1350. The priority reproduction cost is 35¢ per page plus postage and applicable sales taxes (\$10.00 minimum order). Priority service orders will be shipped by 4:00 PM of the working day following the day of your telephoned request for materials already in the contractor's master files. Cost estimates are given on request.

All other reference material is available in the SEC Docket.

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