

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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



Washington, D.C. 20549

(In ordering full text of Releases from SEC Publications Unit cite number)

(Issue No. 69-132)

FOR RELEASE July 11, 1969

INDIVIDUALS' SAVING REPORTED. The SEC today reported that in the first quarter of 1969 individuals' saving amounted to \$13.7 billion. This is less than both the previous quarter's \$20.9 billion and the first quarter 1968 saving of \$14.4 billion. Saving through financial assets totaled \$8.5 billion in the first quarter compared to \$22.5 billion in the previous quarter and \$12.1 billion a year earlier. Currency and demand deposits held by individuals were reduced by \$6.9 billion in January-March. This decline was \$2.7 billion more than in the first quarter of 1968. The first quarter increase in saving accounts was \$7.2 billion, somewhat less than the previous quarter and about equal to the average quarter growth of saving accounts during 1968. Individuals added \$3.0 billion of securities to their portfolios during January-March -- equal to the first quarter of 1968, but a considerable change from the \$2.0 billion securities disinvestment in the previous quarter. Net purchases of municipal securities were \$2.3 billion compared to \$1.4 billion during the entire year 1968. For further details, see Stat. Release No. 2375.

SEC ORDER CITES MANNEY & CO. The SEC has ordered administrative proceedings under the Securities Exchange Act of 1934 involving the broker-dealer firm of Manney & Company, Inc. ("Manney & Co."), of Dallas. Also named as a respondent was Irving Manney, president and principal stockholder of the company.

The proceedings are based upon allegations of the Commission's staff that during the period January 1967 to January 1969 Manney & Co. and Manney offered and sold common stocks of the following companies in violation of the registration, anti-manipulative and anti-fraud provisions of the Federal securities laws: Computronic Industries Corporation, United Australian Oil, W. I. D. E., Inc., and Continental American Royalty. In December 1968, the U. S. District Court in Dallas enjoined the offer and sale of Computronic Industries stock by Manney & Co. and Manney in violation of the Securities Act registration requirement.

A hearing will be scheduled by further order to take evidence on the staff allegations and provide the respondents an opportunity to offer any defenses thereto, for the purpose of determining whether the allegations are true, and if so, whether any action by the Commission of a remedial nature is necessary or appropriate in the public interest.

NEES RECEIVES ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16424) authorizing an extension of six months to October 3, 1969, of the period in which New England Electric System ("NEES"), Boston holding company, may comply with the Commission order of March 19, 1964 (Release 35-15035). That order directed that NEES dispose of all interests, direct or indirect, it holds in its ^{own} subsidiary utility companies.

MICHIGAN CONSOLIDATED GAS SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16425) giving interested persons until August 1 to request a hearing upon a proposal of Michigan Consolidated Gas Company, Detroit subsidiary of American Natural Gas Company, to sell \$55,000,000 of unsecured promissory notes to eight banks. The company intends to use the proceeds of its financing to retire \$20,000,000 of promissory notes issued to finance, in part, 1968 and 1969 construction and to finance, in part, the 1969 construction program which is estimated at \$58,600,000.

RAPHAEL BLOOM ENJOINED. The SEC New York Regional Office announced July 9 (LR-4369) that the Federal court in New York City had permanently enjoined violations of the Securities Act registration provisions by Raphael Bloom, of Kew Gardens, Queens, N. Y., in the offer and sale of securities of General Electronics Corp.

SEC COMPLAINT NAMES RAJAC INDUSTRIES, OTHERS. The SEC today announced (LR-4370) the filing of an action in the Federal court in New York City, seeking to enjoin violations of the Section 12(g) registration provisions of the Securities Exchange Act by Rajac Industries, Inc., Richard R. Hughes and R. B. Taylor, and also seeking a court order directing the company to register under Section 12(a). Trading in Rajac Industries securities has been under suspension since June 26, 1969.

INDICTMENT RETURNED IN CRESCENT-PAKCO CASE. The SEC today announced (LR-4371) the return of a Federal court indictment charging the following with conspiracy to violate the disclosure provisions of the Securities Exchange Act in connection with filings with the SEC by Crescent Corporation and Pakco Companies, Inc.: Lewis L. Colasurdo, Anthony Colasurdo, Michael J. McLaney, John W. Becher, Alexander N. Bronsen, Anthony Cipo, Israel Finkelstein, Frederick J. Wagner, Everett A. Whorl, Richard G. Taylor and Pedro Torres. Except for Taylor and Torres, the indictment also charged mail fraud and other violations.

TRADING SUSPENSIONS CONTINUED. The SEC has ordered the suspension of exchange and/or over-the-counter trading in the securities of BSF Company, Capitol Holding Corporation and Telstar, Inc., for the further ten-day period July 14-23, 1969, inclusive.

STOCK PLANS FILED. The following have filed Form S-8 registration statements with the SEC seeking registration of shares to be offered under and pursuant to employee stock and related plans:
Springs Mills, Inc., Fort Mill, S. Car. (File 2-33762) - 100,000 shares
MSL Industries, Inc., Los Angeles, Calif. (File 2-33796) - 75,000 shares

OVER

PAN MINERALS FILES OFFERING PROPOSAL. Pan Minerals, Inc., Carson City, Nev., filed a registration statement (File 2-33775) with the SEC on June 30 seeking registration of 150,000 shares of common stock, to be offered for public sale at \$3 per share. The offering is to be made on a best efforts, all or none basis by Willis E. Burnside and Co., Inc., 40 Exchange Place, New York, N.Y. 10005, which will receive a 22½¢ per share selling commission plus \$5,000 for expenses. The underwriter also will be entitled to purchase a five-year option to purchase 15,000 shares at \$3.30 per share. Of the net proceeds of its stock sale, \$106,300 is to be used in the further investigation of properties located in the Monitor Mining District in Alpine County, Calif. to determine whether there is sufficient evidence of low-grade mineralization to warrant further exploration; if so, the balance of the proceeds will be used for such exploration. The company has outstanding 400,000 common shares, of which Noble Oils Ltd., of Toronto owns 35%. Thomas F. Horan is president.

AMERICAN EXPORT INDUSTRIES FILES. American Export Industries, Inc., 26 Broadway, New York, N.Y. 10004, filed a registration statement (File 2-33776) with the SEC on June 30 seeking registration of \$510,000 of 5½% subordinated promissory notes, 10,000 shares of Series C preferred stock (and the 56,500 underlying common shares), warrants for the purchase of 251,081 common shares, and 713,357 common shares. Of the latter, 6,057 shares are issuable upon exercise of outstanding warrants, 431,250 are issuable upon conversion of National Equipment Rental, Ltd., debentures, 45,622 are subject to Dragor Shipping Corporation stock options, and 230,428 are covered by the American Export Industries stock option incentive plan and the National Equipment Rental employee stock option plan. Holders or recipients of these securities may offer same for sale from time to time, at prices current at the time of sale (\$35.125 per common share maximum*). National Equipment Rental has been or is to be merged with and into a subsidiary of American Export Industries. In addition to indebtedness and preferred stock, the latter has outstanding 4,347,717 common shares.

CAMPBELL MACHINE SHARES IN REGISTRATION. Campbell Machine, Inc., Foot of Eight Avenue, San Diego, Calif. 92112, filed a registration statement (File 2-33777) with the SEC on June 30 seeking registration of 60,938 shares of common stock. The shares were issued in exchange for all of the outstanding stock of Nuttall-Styris, Inc.; and the recipients thereof may offer same for sale from time to time, at prices current at the time of sale (\$14 per share maximum*). The company conducts a general ship repair and maintenance business; a subsidiary manufactures and sells rattan furniture. It has outstanding 545,366 common shares. Nuttall-Styris is the successor to a marine chandlery business.

CESCO FILES FOR OFFERING AND SECONDARY. Cesco, Inc., 207 Cities Service Road, Maplewood, La., 70601, filed a registration statement (File 2-33778) with the SEC on June 30 seeking registration of 306,250 shares of common stock, of which 200,000 are to be offered for public sale by the company and 106,250 (being outstanding shares) by the present holders thereof. The offering is to be made through underwriters headed by Rotan, Mosel-Dallas Union, Inc., of 2200 Bank of Southwest Bldg. Houston, Tex; the offering price (\$12 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is primarily engaged in cleaning the processing and other equipment used in industrial plants; it also formulates and sells special purpose chemicals for use in industrial cleaning. Of the net proceeds of its sale of additional stock, \$540,000 will be applied to the retirement of existing bank indebtedness and \$600,000 will be used to manufacture new mobile equipment for use in the company's existing offices and in new branch offices. An additional \$100,000 may be devoted to the further development of a mineral recovery process and the balance for working capital. In addition to indebtedness, the company has outstanding 636,945 common shares (with a \$1.14 per share book value), of which Richard W. Krajicek, president, owns 45.04%. Krajicek proposes to sell 20,000 of 286,900 shares held and six others the balance of the shares being registered.

STUCKEY & SPEER TO SELL STOCK. Stuckey & Speer, Inc., 1013 Scanlan Bldg., Houston, Texas 77002, filed a registration statement (File 2-33779) with the SEC on June 30 seeking registration of 150,000 shares of common stock, to be offered for public sale through underwriters headed by Rotan, Mosel-Dallas Union, Inc., of 2200 Bank of Southwest Bldg., Houston, Texas. The offering price (\$10 per share maximum*) and underwriting terms are to be supplied by amendment. The Rotan firm will be entitled to purchase, for \$750, a five-year warrant to purchase 7,500 shares, exercisable after one year at from 110% to 128% of the offering price.

The company imports diamonds, manufactures and sets diamond jewelry and manufactures high school class rings, all of which it sells to retailers. Of the net proceeds of its stock sale, \$650,000 will be used to retire indebtedness; the balance will be used to increase the company's marketing efforts in new geographic areas. The company has outstanding 425,003 common shares, of which James H. Stuckey, president, and James L. Speer, vice president, own 45% each.

FARMERS REGIONAL COOPERATIVE FILES. Farmers Regional Cooperative, 2827 8th Avenue South, Fort Dodge, Iowa 50501, filed a registration statement (File 2-33780) with the SEC on June 30 seeking registration of \$8,000,000 of registered debenture bonds. The Cooperative intends to apply the proceeds of its debenture sale, supplemented by earnings, depreciation, and bank borrowings, to facility expansion, investments in subsidiaries and affiliates, to the redemption of securities and to the addition to working capital.

WESTBURNE INDUSTRIES FILES FOR OFFERING AND SECONDARY. Westburne International Industries Ltd., 706 7th Ave. South West, Calgary 2, Alberta, Canada, filed a registration statement (File 2-33781) with the SEC on June 30 seeking registration of 1,000,000 shares of common stock. Of these shares, 500,000 are to be offered for public sale by the company primarily in the United States, through underwriters headed by Eastman Dillon, Union Securities & Co., One Chase Manhattan Plaza, and Nesbitt Thomson Securities, 60 Broad Street both of New York, N.Y. The remaining 500,000 shares are to be offered primarily for sale in Canada through underwriters headed by Nesbitt Thomson Securities Limited, 355 St. James St. West, Montreal, Quebec; of these, 300,000 are to be offered by the company and 200,000 (being outstanding shares) by the present holders thereof. The offering price (\$16 per share maximum*) and underwriting terms are to be supplied by amendment.

Organized in March, the company is engaged, through subsidiaries, in the distribution of plumbing, heating and related supplies, as a contract driller for oil and gas, and in the highway transport of bulk commodities, all in Canada. Of the net proceeds of its sale of additional stock, \$3,500,000 will be used to repay a bank loan incurred to pay the cash portion of the exchange offer to common shareholders of Commonwealth Petroleum Services Ltd., now a subsidiary; the balance will be advanced by the company to certain subsidiaries and utilized by them for the acquisition and construction of additional drilling rigs and other fixed assets, for the development of and possible acquisition of oil and mineral properties, and for working capital purposes and the reduction of outstanding bank loans. In addition to indebtedness and preferred stock, the company has outstanding 4,034,411 common shares, of which John Alexander Scrymgeour, board chairman, owns 21.9%, John R. McCaig, president, 10.4% and management officials as a group 44.3%. Five persons propose to sell the shares being registered (including Scrymgeour and McCaig); the number of shares each will sell is to be supplied by amendment.

COUNTRYWIDE CREDIT INDUSTRIES TO SELL STOCK. Countrywide Credit Industries, Inc., 99 Park Ave., New York N. Y. 10016, filed a registration statement (File 2-33782) with the SEC on June 30 seeking registration of 200,000 shares of common stock, to be offered for public sale through Sellin, Sherman & Co., 745 Fifth Avenue, New York, N.Y., 10022. The offering price (\$8.25 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to pay the underwriter \$15,000 for expenses and has sold it, for \$120, five-year warrants to purchase 12,000 shares, exercisable after one year at \$3 per share. In May and June, the company sold 119,000 shares at \$3 per share to 19 purchases, including 8,000 purchased by the underwriter.

Organized in March 1969, the company intends to engage primarily in the business of originating and servicing FHA insured and VA guaranteed first mortgage loans on one- to four-family residential homes, and selling such mortgage loans to permanent investors, including savings banks, savings and loan associations, pension funds, FNMA and real estate investment trusts. It has outstanding 300,000 common shares (with a \$2.60 per share book value), of which David S. Loeb, president and board chairman, owns 38.3% and management officials as a group 80.7%. Purchasers of the shares being registered will acquire a 40% stock interest in the company for their investment of \$1,650,000*; the present shareholders will then own 60%, for which they paid \$900,000 or \$3 per share.

RELIANCE OIL PROPOSES OFFERINGS. Reliance Oil Corporation, 2120 Angus Road, Charlottesville, Va., filed two registration statements with the SEC on June 30, each proposing the public offering of \$250,000 of program units (100) in each of its 1969 Oil and Gas Programs No. 3 (File 2-33783) and No. 4 (File 2-33784). Net proceeds of the sale of units in each program will be used in the conduct of oil exploration and related activities in Ohio, Indiana, West Virginia, Pennsylvania, Kentucky, New York or wherever Reliance shall determine in its discretion opportunities appear within the continental limits of the United States. James E. Carson is president and principal operational manager of Reliance.

KEYSTONE BAY STATE INDUSTRIES FILES FOR OFFERING AND SECONDARY. Keystone Bay State Industries, Inc., 151 Hallet St., Boston, Mass. 02124 filed a registration statement (File 2-33785) with the SEC on June 30 seeking registration of 152,500 shares of common stock, of which 85,000 are to be offered for public sale by the company and 67,500 (being outstanding shares) by the present holders thereof. The offering is to be made through Edward A. Viner & Co., Inc., 50 Broad St., New York N.Y.; the offering price (\$12 per share maximum*) and underwriting terms are to be supplied by amendment. The company and selling stockholders have agreed to pay the underwriter \$19,000 for expenses; the company has sold 9,000 shares to the underwriter, 2,250 to Robert A. Barsily, an employee of the underwriter, and 3,750 to two other employees of the underwriter, for an aggregate price of \$22,500 or \$1.50 per share.

The company and its subsidiaries are engaged primarily in the manufacture and sale of precision metal parts and products and industrial cleaning equipment, and in the sale of ski equipment and accessories. Of the net proceeds of its sale of additional stock, \$300,000 will be used to repay bank loans incurred in connection with the acquisition in February of the assets of its Industrial Cleaning Equipment Division; the balance will be added to the company's general funds to be used primarily for research and development, the purchase and refurbishing of machinery and equipment and additional working capital. In addition to indebtedness, the company has outstanding 781,500 common shares, of which Robert J. Swartz, president, owns 37.7%, Yuri Scarr and Alexis Scarr, vice presidents, 8.7% and 8.1%, respectively, and management officials as a group 70.3%. Yuri and Alexis Scarr propose to sell 39,375 and 28,125 shares, respectively.

VAIL ASSOCIATES TO SELL DEBENTURES. Vail Associates, Inc., Vail, Colo. 81657, filed a registration statement (File 2-33786) with the SEC on June 30 seeking registration of \$6,000,000 of 7% convertible subordinated sinking fund debentures, due 1984, to be offered for public sale at 100% of principal amount. The offering is to be made through underwriters headed by Boettcher and Company, 828 17th St., Denver, Colo. 80202, which will receive a 4% commission. The company has agreed to sell the underwriter five year warrants to purchase 19,835 shares, exercisable after one year at 120% of the offering price.

The company is engaged in providing winter and summer recreation facilities at Vail, Colorado, and in the development of real estate. Of the net proceeds of its debenture sale, \$2,900,000 will be used to purchase and construct new ski lifts and new ski trails and related facilities, \$2,000,000 for the acquisition and development of its North Game Creek and Burford properties, \$500,000 for development and improvement of Gore Creek lands and additions to existing improvements for commercial and residential purposes, and \$700,000 for the purchase of equipment and the construction of buildings; the balance will be added to the company's funds and used as working capital. In addition to indebtedness, the company has outstanding 871,228 common shares, of which management officials as a group own 20.07%. Peter W. Seibert is president and board chairman.

ANDERSON JACOBSON FILES FOR OFFERING AND SECONDARY. Anderson Jacobson, Inc., 2235 Mora Drive, Mountain View, Calif. 94040, filed a registration statement (File 2-33787) with the SEC on June 30 seeking registration of 660,000 shares of common stock, of which 400,000 are to be offered for public sale by the company and 260,000 (being outstanding shares) by the present holders thereof. The offering is to be made through underwriters headed by Birr, Wilson & Co., Inc., 155 Sansome St., San Francisco, Calif. 94104; the offering price (\$11 per share maximum*) and underwriting terms are to be supplied by amendment. The company has agreed to sell the Birr, Wilson firm, for \$200, a five-year option to purchase 20,000 shares.

Organized in April 1967, the company designs, manufactures and sells data communications equipment and remote keyboard-printer data terminals for use as peripheral equipment in computer time sharing. Its products are used by persons wishing to communicate data from remote locations to and from a time-sharing computer by way of an ordinary telephone and teleprinter. Of the net proceeds of its sale of additional stock, \$200,000 will be used to retire short and long term loans, \$300,000 to finance demonstrators and parts inventories for new sales and service agencies, \$800,000 for a proposed plant expansion, \$600,000 for test equipment and production tooling and \$1,000,000 to finance rental inventories to data terminals and acoustic data couplers; the balance will be added to the company's working capital. The company has outstanding 1,660,128 common shares, of which Raymond E. Jacobson, president and board chairman, owns 27% and J. Reid Anderson, a director, 25%. Anderson and six others are to sell the outstanding shares being registered.

ALUMINA FERRITE TO SELL STOCK. Alumina Ferrite Corporation of America, 20739 Dearborn St., Chatsworth, Calif. 91311, filed a registration statement (File 2-33788) with the SEC on June 30 seeking registration of 180,000 shares of common stock, to be offered for public sale at \$6 per share. The offering is to be made through Herbert Young & Co., Inc., 160 Broadway, New York, N.Y., which will receive a 60¢ per share commission plus \$19,250 for expenses. The company has agreed to sell the underwriter, for \$90, five-year warrants to purchase 9,000 shares, exercisable after one year at \$7.20 per share; Joseph P. Bruno, president and sole stockholder of the company has agreed to sell to Herbert D. Levine, president and sole stockholder of the underwriter, for \$90, options to purchase 9,000 shares, on the same terms and conditions as the warrants.

Organized in July 1963, the company is engaged primarily in the manufacture and sale of fabricated ferrite pole pieces for computer memory systems and alumina tape guides and head bodies which it sells to manufacturers of computers and related data processing equipment. Of the net proceeds of its stock sale \$100,000 will be used to increase inventories of raw materials, \$125,000 to purchase additional equipment and machinery, \$150,000 for use in connection with new product research and development and \$200,000 to secure and equip an additional manufacturing facility; the balance will be added to the company's working capital to finance its future expansion and marketing efforts. The company has outstanding 540,000 common shares (with a 41¢ per share net tangible book value). Purchasers of the shares being registered will sustain an immediate dilution of \$4.47 in per share book value from the offering price.

CRESTMONT OIL & GAS FILES FOR SECONDARY. Crestmont Oil & Gas Company, 2622 Mission St., San Marino, Calif. 91108 filed a registration statement (File 2-33790) with the SEC on June 30 seeking registration of 50,000 outstanding shares of common stock. All or part of these shares may be offered for sale from time to time by the present holders thereof at prices current at the time of sale (\$16 per share maximum*).

The company is principally engaged in the exploration, development, production and sale of crude oil and natural gas in California and Texas. Since 1964, it has been engaged in a secondary oil recovery program involving the use of steam. In addition to indebtedness, the company has outstanding 1,299,747 common shares, of which Carl T. Long, board chairman, owns 23.62% and management officials as a group 34.71%. Carl T. Long, Jr., is president. Carl T. Long, Carl T. Long, Jr. (with Helen Grayce Long) and Ted Bailey, Jr., trustee, propose to sell 10,000 shares each and four others the remaining shares being registered.

SECURITIES ACT REGISTRATIONS. Effective July 10: Age Fund, Inc., 2-30203; American Century Mortgage Investors, 2-33304; Arctic Enterprises, Inc., 2-32192 (90 days); Bagley Drug Company, 2-31967 (90 days); Carter & Churchill Company, Inc., 2-31177 (90 days); Commonwealth Edison Company, 2-33873; The Delta Corporation, 2-33076 (40 days); The Dow Chemical Company, 2-33698; Fidelity American Bankshares, Inc., 2-32139 (90 days); Lexington Growth Fund, Inc., 2-32488; Magnetic Head Corporation, 2-31893 (90 days); WPH Corporation, 2-32573 (90 days).

Withdrawn: July 10: DeVilliers Nuclear Corp., 2-31216; The Kendrick Corp., 2-30429.

NOTE TO DEALERS. The period of time dealers are required to use the prospectus in trading transactions is shown above in parentheses after the name of the issuer.

*As estimated for purposes of computing the registration fee.

---000000---