



SECURITIES AND EXCHANGE COMMISSION
NEWS DIGEST

A Daily Summary of
S.E.C. Activities

Washington, D.C. 20549

(Prepared by the SEC Office of Public Information)

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FOR RELEASE September 8, 1972

COMMISSION ANNOUNCEMENT

TRADING SUSPENDED IN FIRST NATIONAL CORP. The SEC has ordered the temporary suspension under the Securities Exchange Act of 1934 of the over-the-counter trading in the common stock of First National Corporation, a Nevada corporation of Houston, Tex., for a ten-day period commencing on September 6 through September 15, 1972. The suspension was ordered because of the unavailability of adequate and accurate information concerning the company and its financial condition. (Rel. 34-9763)

COURT ENFORCEMENT ACTIONS

COMPLAINT NAMES M. A. LUNDY ASSOCIATES, OTHERS. The SEC Boston Regional Office announced August 28 the filing of a complaint in the Federal court in Rhode Island seeking to enjoin the following from, among others, violations of the registration provisions of the Federal securities laws in connection with the offer and sale of certificates of beneficial interest in certain trusts by the following: M. A. Lundy Associates, Inc. (Associates), Providence, R. I. brokerage firm, Maurice A. Lundy (Lundy), its proprietor, Kathryn A. Allard (Allard) an employee of Associates, and Florida Development Properties, Inc., a Miami, Fla. land development company. Defendants are also charged with violating the antifraud provisions in connection with such investments. In addition, the complaint charged Lundy and Scotch Whisky, Ltd. with violating the registration and antifraud provisions in connection with the offer and sale of scotch whisky warehouse receipts. (LR-5515)

DOORES SECURITIES CORP., RESTRAINED. The SEC New York Regional Office announced that on August 25 the Federal court in New York City had temporarily restrained Doores Securities Corp., of New York City, and David Weiss of Staten Island, N. Y., from violations of the net capital, bookkeeping provisions and supplemental reporting provisions of the Federal securities laws. The court order also freezes the assets of Doores Securities pending the Commission's motion for a preliminary injunction and appointment of a receiver, returnable August 31. Peter H. Morrison was appointed temporary receiver, pending the decision on Securities Investor Protection Corporation's application for appointment of a trustee, also returnable August 31. (LR-5518)

NAFTALIN & CO., INC., N. T. NAFTALIN ENJOINED. The SEC Chicago Regional Office announced that on August 29 a final judgment of permanent injunction was entered by the Federal court at Minneapolis, Minn. against Naftalin and Co. Inc., a registered broker-dealer, and Neil T. Naftalin, its president. The defendants, without admitting or denying the allegations of the complaint consented to the injunction which prohibits further violations of the anti-fraud provisions of the Federal securities laws. (LR-5520)

INVESTMENT COMPANY ACT RELEASES

THE POTOMAC PLAN. The SEC has issued a notice giving interested persons until September 28 to request a hearing on an application filed by Capital Founders Corporation, sponsor of The Potomac Plan, a registered unit investment trust, for an order declaring that The Potomac Plan is no longer a registered investment company. (Rel. IC-7350)

CHAMPION FUND. The SEC has issued a notice giving interested persons until September 28 to request a hearing on an application filed by Champion Fund, Inc., of San Francisco, for an order of the Commission declaring that the Fund has ceased to be an investment company. (Rel. IC-7351)

SECURITIES ACT REGISTRATIONS

DILLARD DEPARTMENT STORES, INC., 313 Main St., Little Rock, Ark. 72201, filed a registration statement on August 31 seeking registration of 325,000 shares of Class A common stock, of which 212,007 are to be offered for public sale by the company and 112,993 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$28.875 per share maximum) through underwriters headed by Goldman, Sachs & Co., 55 Broad St., and Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, both of New York City. The company is engaged in operating 23 department stores. Net proceeds will be used for store fixtures (\$5,300,000) and other corporate purposes. (File 2-45578)

In a separate statement the company seeks registration of 102,505 outstanding shares of Class A common stock, which may be offered for sale from time to time by the holders thereof at prices current at the time of sale. (File 2-45579)

OVER

MICRODATA CORPORATION, 644 East Young St., Santa Ana, Calif. 92705, filed a registration statement on September 1 seeking registration of 176,743 shares of common stock, issuable or reserved for issuance pursuant to warrants or the company's stock option and related plans. (File 2-45581)

THE SOUTHERN NEW ENGLAND TELEPHONE COMPANY, 227 Church St., New Haven, Conn. 06506, filed a registration statement on September 1 seeking registration of 550,000 shares of capital stock issuable pursuant to the company's Employees' Stock Plan. (File 2-45582)

INTERNATIONAL VIDEO CORPORATION, 675 Almanor Ave., Sunnyvale, Calif. 94086, filed a registration statement on September 1 seeking registration of 500,000 shares of common stock, of which 400,000 are to be offered for public sale by the company (30,000 to employees) and 100,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$20 per share maximum) through underwriters headed by Dean Witter & Co. Inc., 45 Montgomery St., San Francisco, Calif. 94104. Also included in this statement are 226,667 common shares issued and issuable pursuant to the company's stock option plans. The company manufactures and sells color and monochrome television communications equipment, principally videotape recorders and television cameras. Net proceeds will be used to reduce debt, purchase equipment and augment working capital. (File 2-45583)

LINCOLN AMERICAN CORPORATION, 100 Merrick Rd., Rockville Centre, N. Y. 11571, filed a registration statement on August 31 seeking registration of 308,051 shares of common stock, of which 152,801 are issuable upon exercise of outstanding warrants and 155,250 are outstanding shares. The outstanding shares may be offered for sale from time to time by the holders thereof at prices current at the time of sale (* \$4.625 per share maximum). The company is engaged primarily in the insurance and industrial park development and construction business. (File 2-45580)

PERMA-BILT INDUSTRIES, 19106 N. Normandie Ave., Torrance, Calif. 90502, filed a registration statement on September 1 seeking registration of 250,000 shares of common stock, of which 150,000 are to be offered for public sale by the company and 100,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$9 per share maximum) through underwriters headed by Morgan, Olmstead, Kennedy & Gardner Inc., 606 S. Olive St., Los Angeles, Calif. 90014. The company is engaged in the design, manufacture, and marketing of a line of products for the home improvements, building, and related industries. Of the net proceeds of its stock sale, \$750,132 will be used to retire bank and other loans, and the balance for working capital and other corporate purposes. (File 2-45584)

DAIRY QUEEN STORES, INC., 11131 Denton Drive, Dallas, Tex. 75229, filed a registration statement on September 1 seeking registration of 300,000 shares of common stock, of which 210,000 are to be offered for public sale by the company and 90,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$15 per share maximum) through underwriters headed by Eppler, Guerin & Turner, Inc., 3900 First National Bank Bldg., Dallas, Tex. 75202. The company operates restaurants selling soft consistency frozen dairy products and other fast food service food products. Of the net proceeds of its stock sale, \$400,000 will be used for retirement of certain of its higher interest bearing notes, and the balance for working capital and other corporate purposes. (File 2-45585)

PEERLESS CHAIN COMPANY, 1416 E. Eighth St., Winona, Minn. 55987, filed a registration statement on September 1 seeking registration of 200,000 shares of common stock, of which 50,000 are to be offered for public sale by the company and 150,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$14 per share maximum) through underwriters headed by Dain, Kalman & Quail Inc., 100 Dain Tower, Minneapolis, Minn. 55402. The company manufactures a complete variety of automotive chain, commercial and industrial chain, and wire form products. Net proceeds of its stock sale will be added to the general funds of the company. (File 2-45586)

VIRGINIA ELECTRIC AND POWER COMPANY, 700 E. Franklin St., Richmond, Va. 23261, filed a registration statement on September 1 seeking registration of (a) 500,000 shares of cumulative preferred stock, and (b) 5,000,000 shares of common stock, to be offered for public sale (*at \$101 per preferred and \$18.375 per common share maximum) through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, New York 10006. Net proceeds from its financing will be used for the retirement of short-term indebtedness incurred for construction purposes (estimated at \$2.5 billion for the period 1972-1976). (File 2-45587)

PORTA SYSTEMS CORP., 24 Lumber Road, Roslyn, N. Y. 11576, filed a registration statement on August 31 seeking registration of 120,000 shares of common stock with 120,000 warrants to purchase 40,000 common shares, to be offered for public sale in units, each consisting of one share and one warrant (three warrants entitle the holder to purchase one share). The offering is to be made (*at \$7.50 per unit maximum) by Cantor, Fitzgerald & Co., Inc., 232 N. Canon Dr., Beverly Hills, Calif. The company is engaged principally in the manufacture and sale of electronic and electro-mechanical products to be used by telephone operating companies. Of the net proceeds of its stock sale, \$125,000 will be used to repay short-term bank borrowings and the balance for working capital and other corporate purposes. (File 2-45589)

BIG SMITH, INC., 526 Howard St., Carthage, Mo. 64836, filed a registration statement on September 1 seeking registration of 300,000 shares of common stock, to be offered for public sale (*at \$14 per share maximum) through underwriters headed by Reinholdt & Gardner, 506 Olive St., St. Louis, Mo. 63101. The company is engaged in the production and sale of work and casual clothing for men and boys. Of the net proceeds of its stock sale, \$1,700,000 will be used to repay in full the company's 11% senior subordinated promissory notes, \$900,000 to repay an installment bank note and the balance for working capital and other corporate purposes. (File 2-45590)

POTOMAC ELECTRIC POWER COMPANY, 1900 Pennsylvania Ave., N.W., Washington, D. C. 20006, filed a registration statement on September 1 seeking registration of \$50 million of first mortgage bonds, due 2007, to be offered for public sale at competitive bidding. Net proceeds will be used to retire a portion of the company's short-term borrowings (expected to aggregate \$86 million). Construction expenditures are estimated at \$216 million for 1973 and \$1,325,000,000 from mid-year 1972 through 1976. (File 2-45591)

OVERSEAS SHIPHOLDING GROUP, INC., 511 Fifth Ave., New York 10017, filed a registration statement on September 1 seeking registration of 1,000,000 shares of common stock, of which 500,000 are to be offered for public sale by the company and 500,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$25 per share maximum) through underwriters headed by Kuhn, Loeb & Co., 40 Wall St., New York 10005. The company is engaged in the ownership and operation of a diversified fleet of bulk cargo vessels. Net proceeds will be used for general corporate purposes. (File 2-45592)

LONG ISLAND LIGHTING COMPANY, 250 Old Country Rd., Mineola, N.Y. 11501, filed a registration statement on September 1 seeking registration of 200,000 shares of common stock, reserved for issuance pursuant to the company's Automatic Dividend Reinvestment Plan. (File 2-45594)

CAPEHART CORPORATION, 770 Lexington Ave., New York 10021, filed a registration statement on September 1 seeking registration of 643,000 shares of common stock, of which 350,000 are to be offered for public sale by the company and 278,000 (being outstanding shares) by the holders thereof. The offering is to be made (*at \$13 per share maximum) through underwriters headed by Oppenheimer & Co., One New York Plaza, New York 10004, and Culverwell & Co., Inc., Baystate West, 1500 Main St., Springfield, Mass. 01115. The company is engaged in the manufacture and wholesale distribution of moderately priced stereo consoles and component systems. Of the net proceeds of its stock sale, \$250,000 will be used to prepay the balance due for the purchase of the "Capehart" name and trademarks and the balance for working capital and other corporate purposes. (File 2-45595)

SABINE ROYALTY CORPORATION, 1200 Mercantile Bank Bldg., Dallas, Tex. 75201, filed a registration statement on September 1 seeking registration of 300,000 shares of common stock, to be offered for public sale (*at \$36 per share maximum) through underwriters headed by Smith, Barney & Co. Inc., 1345 Avenue of the Americas, New York 10005. The company is engaged primarily in investing in royalty and other oil and gas interests and in the exploration and development of oil and gas properties. Of the net proceeds of its stock sale, \$4 million will be used to redeem the company's outstanding sinking fund bonds and the balance for working capital and other corporate purposes. (File 2-45596)

ANDREW MACDONALD (AMERICA), INC., 19-20 Bolton St., London W1, England, filed a registration statement on September 1 seeking registration of \$10 million of units consisting of various gallonages of Scotch whisky of various ages, to be offered for public sale in minimum amounts of 300 gallons and at \$1,500 per 300 gallons. The company is engaged in the sale, brokerage and marketing of casks of Scotch whisky in the United States. It provides a means by which persons may purchase casks of Scotch whisky for long term capital appreciation. (File 2-45597)

LOREN INDUSTRIES, INC., 62 West 47th St., New York 10036, filed a registration statement on September 1 seeking registration of 150,000 shares of common stock, to be offered for public sale at \$4 per share by Fillmore Securities Corporation, and Kamen Securities, Inc., both of 2 Pennsylvania Plaza, New York City. The company through subsidiaries is engaged in the jewelry manufacturing trade. Of the net proceeds of its stock sale, \$300,000 will be used for the purchase of fine gold to perform alloy work and the balance for working capital and other corporate purposes. (File 2-45598)

SCHEER FINANCIAL CORPORATION, 7045 N. Western Ave., Chicago, Ill., filed a registration statement on September 1 seeking registration of 640,479 shares of common stock, which shares were sold to 28 purchasers in May through December 1971 for an aggregate of \$5,027,760. Such shares were not registered under the Securities Act of 1933 and the company may be contingently liable with respect thereto. The company offers to each purchaser of such stock to rescind such purchase and to reimbursement in cash the purchase price plus 6% per annum interest. The company is principally engaged in the sale of life and accident and health insurance through a subsidiary. It also sells mutual funds through another subsidiary. (File 2-45599)

INTRA STATE TELEPHONE COMPANY, 100 N. Cherry St., Galesburg, Ill. 61401, filed a registration statement on September 5 seeking registration of 78,600 shares of common stock. It is proposed to offer these shares for subscription by common stockholders at the rate of one share for each four shares held of record at the close of business October 21 (*and at \$10 per share maximum). The company is engaged in furnishing communication services, mainly local and toll telephone service. Net proceeds will be used to repay bank loans (expected to approximate \$800,000 at the time proceeds are received). (File 2-45605)

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:

- Ennis Business Forms, Inc., Ennis, Tex. (File 2-45557) - 140,736 shares
- Ludlow Corporation, Needham Heights, Mass. (File 2-45558) - 94,100 shares
- Paine, Webber, Jackson & Curtis Incorporated, New York, N. Y. (File 2-45561) - 300,000 shares
- Leesona Corporation, Warwick, R. I. (File 2-45570) - 89,600 shares
- U. S. Home Corporation, New York, N. Y. (File 2-45572) - 225,734 shares
- Shick Incorporated, Los Angeles, Calif. (File 2-45588) - 308,225 shares

MISCELLANEOUS

SECURITIES ACT REGISTRATIONS. Effective August 30: Bomaine Corp., 2-44741.
Effective September 6: Almaden Vineyards, Inc., 2-45381; The Central Bancorporation, Inc., 2-45278; Fabri-Tek Inc., 2-45512; The Goodyear Tire & Rubber Co., 2-45424; Halliburton Co., 2-45484; Hanover Planning Co., Inc., 2-44729 (Dec 5); Illinois Power Co., 2-45317; Municipal Investment Trust Fund, Seventh Monthly Payment Series, 2-45080; Western Union Computer Utilities, Inc., 2-43392 & 2-43393; Will Ross, Inc., 2-45307.

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.

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