

sec news digest

Issue 75-237

(SEC Docket, Vol. 8, No. 9 - December 23)

SECURITIES & EXCHANGE COMMISSION

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TRADING SUSPENSIONS

TRADING SUSPENDED IN FRANKLIN PROPERTIES

LIBRARY

The Commission has announced the temporary suspension of over-the-counter trading in the securities of Franklin Properties Inc., located in Denver, Colorado, for the single ten-day period beginning on December 8 and terminating at midnight (EST) on December 17, 1975. The Commission ordered the suspension of trading because of questions which have arisen regarding recent market activity in Franklin's securities. (Rel. 34-11908)

ORDERS FOR PUBLIC PROCEEDINGS

ORDER CITES ALFRED J. COYLE AND ARA A. CAMBERE

The Commission has announced the settlement of administrative proceedings with respect to Alfred J. Coyle and Ara A. Cambere by the issuance of findings and orders. Coyle had been the chairman of Hayden, Stone, Inc. and Cambere had been the president.

In the proceedings which were instituted simultaneously with the issuance of the findings and orders in this matter, it was alleged that the respondents violated the anti-fraud, broker-dealer recordkeeping, and broker-dealer reporting provisions of the securities laws. For the purpose of settling the proceedings, and without admitting or denying the allegations of the orders for public proceedings, respondents have consented to findings of violations of the antifraud, broker-dealer recordkeeping, and broker-dealer reporting provisions of the securities laws and have consented to the implementation of certain restrictions on their ability to be associated with broker-dealers as well as certain undertakings. (Rel. 34-11890)

COURT ENFORCEMENT ACTIONS

CLINTON C. YOUNG ENJOINED

The Commission has announced that on October 31 Judge Aubrey E. Robinson, Jr., U.S. District Court for the District of Columbia, entered a default judgment of permanent injunction and other relief enjoining Clinton C. Young from violating the antimanipulative and antifraud provisions of the securities laws and aiding and abetting the violation of Section 7(d) of the Exchange Act and Regulation U thereunder. The Court also permanently enjoined Young from purchasing or holding any common stock of American Agronomics Corporation (AA).

The Commission's complaint charged that Young, the former president of Community Bank of St. Petersburg, Florida (Community Bank) appropriated approximately \$4 million from Community Bank the proceeds of which were used as part of a scheme to manipulate upwards the price of the AA stock during the last quarter of 1974. (SEC v. James E. Corr III, et al., Civ. 75-0386, D.D.C.). (LR-7197)

INVESTMENT COMPANY ACT RELEASES

UNION BANK AND NAFUC SERVICES CORPORATION

A notice has been issued giving interested persons until December 26 to request a hearing on an application of Union Bank and NAFUC Services Corporation for an order, pursuant to Section 6(c) of the Act, exempting the Common Trust Fund of Union Bank for Credit Union Trusts from all provisions of the Act. (Rel. IC-9074 - Dec. 5)

A notice has been issued giving interested persons until December 31 to request a hearing on an application of Vance, Sanders Exchange Fund, a California limited partnership, for an order of exemption from certain provisions of Section 2(a)(19), so that its general partners will not be deemed to be interested persons solely by reason of being partners in the investment company partnership. (Rel. IC-9075 - Dec. 8)

HOLDING COMPANY ACT RELEASES

METROPOLITAN EDISON COMPANY

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of Metropolitan Edison Company, a subsidiary of General Public Utilities Corporation, to make, from time to time prior to December 31, 1975, cash capital contributions to its subsidiary, York Haven Power Company, of up to \$500,000. (Rel. 35-19283 - Dec. 5)

A notice has also been issued giving interested persons until December 30 to request a hearing on a proposal of Metropolitan Edison Company, a subsidiary of General Public Utilities Corporation, to issue and sell short-term notes to banks up to an amount of \$70 million outstanding at any one time. (Rel. 35-19284 - Dec. 5)

GENERAL PUBLIC UTILITIES CORPORATION

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of General Public Utilities Corporation, a registered holding company, to issue and sell short-term notes to banks up to an amount of \$175 million outstanding at any one time. (Rel. 35-19285 - Dec. 5)

PENNSYLVANIA ELECTRIC COMPANY

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of Pennsylvania Electric Company, a subsidiary of General Public Utilities Corporation, to issue and sell short-term notes to banks up to an amount of \$98 million outstanding at any one time. (Rel. 35-19286 - Dec. 5)

JERSEY CENTRAL POWER & LIGHT COMPANY

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of Jersey Central Power and Light Company, a subsidiary of General Public Utilities Corporation, to issue and sell short-term notes to banks up to an amount of \$125 million outstanding at any one time. (Rel. 35-19287 - Dec. 5)

ALABAMA POWER COMPANY

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of Alabama Power Company, Georgia Power Company, Gulf Power Company and Mississippi Power Company, all of which are subsidiaries of The Southern Company, to issue first mortgage bonds and surrender such bonds to the trustees under their respective indentures for the purpose of satisfying the sinking fund requirements thereunder for 1976. (Rel. 35-19288 - Dec. 5)

THE COLUMBIA GAS SYSTEM

A notice has been issued giving interested persons until December 30 to request a hearing on a proposal of Columbia Gas Transmission Corporation, a wholly-owned subsidiary of The Columbia Gas System, Inc., whereby Columbia Transmission will issue and sell to Columbia up to \$80 million of unsecured installment notes. The proceeds of the sale will be applied to gas purchase advances and refunds to Columbia Transmission's customers. The release also contains an order releasing jurisdiction over the sale by Columbia of New York to Columbia of installment notes in the aggregate amount of \$406,000. (Rel. 35-19289 - Dec. 5)

A notice has also been issued giving interested persons until December 29 to request a hearing on a proposal of The Columbia Gas System, Inc., a registered holding company, and 13 of its wholly-owned subsidiaries whereby Columbia will make open account advances to its subsidiaries and such subsidiaries will make intrasystem prepayments of promissory notes held by Columbia. The maximum amount of such prepayments is estimated at \$413,500,000 at any one time outstanding. (Rel. 35-19290 - Dec. 5)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF FILING OF APPLICATIONS FOR EXEMPTION FROM REGISTRATION AS CLEARING AGENCIES

The Commission has announced that thirteen entities have filed with the Commission applications for exemption from registration as clearing agencies pursuant to Rule 17Ab2-1 under the Securities Exchange Act of 1934. (Rel. 34-11904)

SECURITIES ACT REGISTRATIONS

(S-10) ECC OIL COMPANY

725 Fresno Townhouse, Fresno, Cal. 93721 - 660 undivided fractional working interests in the NE1/4 of Section 13, Township 23 North, Range 10 East, Osage County, Okla., comprising 160 acres to be offered for sale at \$1,000 per unit, with a minimum purchase of five units. No underwriter is involved. The joint venture will drill ten oil wells and two salt water disposal wells on the offered 160 acres. (File 2-54994 - Nov. 13)

(S-7) TEXTRON INC.

40 Westminster St., Providence, R.I. 02903 - \$60 million of notes, due 1985, and \$60 million of sinking fund debentures, due 2000, to be offered for sale through underwriters headed by Lehman Brothers Inc., One William St., New York, N.Y. 10004. Textron is a diversified company conducting its operations through a number of Divisions in five groups - aerospace, consumer, industrial, metal product and creative capital. (File 2-55034 - Nov. 18)

(S-1) ENERGY MANAGEMENT CORPORATION (GENERAL PARTNER, WITH ARTHUR J. PASMAS, INDIVIDUAL GENERAL PARTNER)

Suite 2410, 1600 Broadway, Denver, Colo. 80202 - \$8 million of pre-formation limited partnership interests at \$1,000 per unit (with a minimum purchase of \$5,000) in Energy Gas & Oil Drilling Program 1976-77, to be offered on a best efforts basis through selected NASD members receiving a selling commission of 8% of subscribed capital. The program will consist of formation of consecutive limited partnerships to engage in drilling of gas and oil on behalf of the limited partnerships and in joint operations with others. (File 2-55108 - Dec. 1)

(S-1) LOUISIANA GENERAL SERVICES, INC.

1233 West Bank Expressway, Harvey, Louisiana 70058 - \$4,663,700 9-1/2% subordinated investment notes, Series C-1 and C-3, due 1981 and 9-3/4% subordinated investment notes, Series C-2 and C-4, due 1986. \$3 million of the Series C notes will be offered at par for cash on a non-underwritten basis through LGS Securities, Inc., a wholly-owned subsidiary of the company. The remaining \$1,663,700 Series C notes will be offered in exchange for the outstanding 7-1/2% capital debentures, Series 2A and 3A, due 1976, of Louisiana Gas Financial Corporation, wholly-owned subsidiary of the company; at the rate of \$100 Series C note for each \$100 debenture. Holders of Series 3A debentures may also apply interest accrued thereon towards additional principal amounts of Series C notes. Louisiana General Services, Inc. is engaged through subsidiaries principally in natural gas distribution; oil and gas exploration and development; life, accident and health insurance; and real estate ownership and development. (File 2-55123 - Dec. 4)

(S-5) ACACIA FUND CORPORATION

51 Louisiana Ave., N.W., Washington, D.C. 20001 - 15 million shares of common stock, to be offered for sale with a maximum sales load of 8.5% of the offering price. Acacia Fund is a management, open-end diversified investment company authorized to issue its shares in more than one series. Initially, Acacia Fund will issue its shares without sales load to members of the Acacia Group of Companies, to the public as the underlying securities of Acacia National Variable Annuity Account A, a variable annuity separate account registered as a unit investment trust, and to other variable annuity separate accounts of Acacia National Life Insurance Company. All of the above companies have the same address. (File 2-55124 - Dec. 4)

(S-6) ACACIA NATIONAL VARIABLE ANNUITY ACCOUNT A

51 Louisiana Ave., N.W., Washington, D.C. 20001 - \$7,500,000 of individual and group variable contracts, to be sold by Acacia National Life Insurance Company, 51 Louisiana Ave., N.W., Washington, D.C. 20001. Acacia National Life is a stock life insurance authorized to offer a complete line of life insurance, annuities and accident and health insurance. Variable Account A is a unit investment trust which will fund individual and group variable contracts designed for use by individuals to supplement retirement income, for pension and profit-sharing plans established by corporations and self-employed persons, and for annuity purchase plans and individual retirement annuities which qualify for tax deferred treatment. (File 2-55125 - Dec. 5)

(S-1) GULF & WESTERN INDUSTRIES, INC.

1 Gulf & Western Plaza, New York, N.Y. 10023 - 215,582 shares of common stock, and 5,929 shares of cumulative convertible preferred stock. These shares may be offered for sale, pledged or otherwise disposed of, from time to time, by certain selling security holders at prices current at the time of sale. G&W is engaged in various activities in the areas of manufacturing, food and agricultural products, natural resources, paper and building products, leisure time, automotive replacement parts, consumer products, financial services, and apparel products. (File 2-55126 - Dec. 4)

(S-5) AMERICAN GENERAL EXCHANGE FUND

201 South Lake Ave., Pasadena, Cal. 91101 - 1,000,000 shares of limited partnership interest, to be offered in exchange for appreciated equity securities of a character consistent with the Fund's investment objectives, and cash. Alex. Brown & Sons, 135 East Baltimore St., Baltimore, Md. 21202 will act as dealer-manager. The Fund is a newly organized limited partnership which will operate as an open-end diversified management investment company and will seek long term growth of capital and, secondarily, current income. (File 2-55128 - Dec. 4)

REGISTRATIONS EFFECTIVE

Dec. 3: Qualified Dividend Portfolio II Inc., 2-54886.

Dec. 4: Patrick Petroleum Co., 2-54373.

Dec. 5: Agway Inc., 2-55028; The Chesapeake and Potomac Telephone Co. of Va., 2-55007; The Higbee Co., 2-55016; J. Ray McDermott & Co., Inc., 2-54705; Paine, Webber, Jackson & Curtis Inc., 2-54961; Philadelphia Electric Co., 2-54838; Trinwall Cash Reserve, Inc., 2-54712.

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.

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 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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