

# sec news digest

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Issue 79-34

February 16, 1979

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## RULES AND RELATED MATTERS

U.S. SECURITIES AND  
EXCHANGE COMMISSION

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### ADOPTION OF REGULATION 13B-2

The Commission today announced the adoption of new Regulation 13B-2. This regulation consists of two rules that: (a) prohibit the falsification of corporate books, records and accounts; and (b) prohibit the making of materially false, misleading or incomplete statements to an accountant in connection with an audit of the financial statements of an issuer or the filing of required reports. The new rules will become effective on March 23, 1979. They were published for comment in Rel. 34-13185 (January 19, 1977). (Rel. 34-15570)

FOR FURTHER INFORMATION CONTACT: Frederick B. Wade at (202) 755-1229

### DISCLOSURE IN PROXY STATEMENTS CONTAINING CERTAIN SALE OF ASSETS TRANSACTIONS

The Commission has approved the publication of an interpretative release by its Division of Corporation Finance. The release sets forth the Division's views with respect to existing disclosure requirements under the proxy rules as applied to certain multi-step sale of assets transactions. (Rel. 34-15572)

FOR FURTHER INFORMATION CONTACT: Jennifer A. Sullivan at (202) 755-1750

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## CIVIL PROCEEDINGS

### CIVIL ACTION FILED AGAINST NESCO MINING CORPORATION, OTHERS

The Commission announced that on February 9 it filed a civil injunctive action in the U.S. District Court for the Eastern District of Washington against Nesco Mining Corporation, a Washington corporation whose office is in Spokane; Bruce R. McNett, president of Nesco; and Milan R. Ayers of Shelby, Montana, and Thornton G. Dewey of Valier, Montana, individually and as a partnership doing business as Milan R. Ayers Oil & Gas Company, alleging violations of the antifraud provisions of the securities laws.

The Commission's complaint alleged that during 1978 defendants disseminated false and misleading publicity as to the interest of Nesco in proceeds from the sale of gas produced from mineral leases operated by the Ayers/Dewey partnership, and that this publicity caused active trading of Nesco common stock on the Spokane Stock Exchange and a rise in the price of the stock (having a December 31, 1977 book value of 1-1/3 cents per share) from about six cents per share in January 1978 to about 50 cents per share in October 1978. (SEC v. Nesco Mining Corporation, et al., U.S.D.C. E.D. Wa., Civil Action No. C79-31). (LR-8671)

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## INVESTMENT COMPANY ACT RELEASES

### COMMERCE INCOME SHARES, INC.

An order has been issued on an application of Commerce Income Shares, Inc. and Impact Fund, Inc., registered investment companies pursuant to Section 17(b) of the Investment Company Act of 1940, exempting from the provisions of Section 17(a) of the Act the proposed sale by Impact of its assets to Commerce in exchange for shares of Commerce, and pursuant to Section 6(c) of the Act exempting the issuance of Commerce shares in the proposed reorganization from the provisions of Rule 22c-1 under the Act. (Rel. IC-10594 - Feb. 15)

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## HOLDING COMPANY ACT RELEASES

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### OHIO EDISON COMPANY

A supplemental order has been issued releasing the jurisdiction heretofore reserved with respect to the issuance and sale of 6,000,000 shares of common stock and the issuance of its bonds for sinking fund purposes by Ohio Edison Company, a registered holding company. (Rel. 35-20921 - Feb. 14)

A notice has been issued giving interested persons until March 12 to request a hearing on a proposal of Ohio Edison Company that it be granted an exemption pursuant to Section 3(a)(2) of the Public Utility Holding Company Act of 1935. (Rel. 35-20923 - Feb. 14)

### PENNSYLVANIA ELECTRIC COMPANY

An order has been issued authorizing a proposal of Pennsylvania Electric Company (Penelec), subsidiary of General Public Utilities Corporation, and Nineveh Water Company, subsidiary of Penelec, that the notes Nineveh may issue and sell to Penelec be increased from \$800,000 to \$1,231,000. (Rel. 35-20922 - Feb. 14)

### WEST PENN POWER COMPANY

A supplemental order has been issued authorizing West Penn Power Company, subsidiary of Allegheny Power System, Inc., to issue up to \$84 million of short-term notes and commercial paper outstanding at any one time. (Rel. 35-20924 - Feb. 14)

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## SELF-REGULATORY ORGANIZATIONS

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### APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the New York Stock Exchange, Inc. (SR-NYSE-78-67) which will set forth the requirement that each member organization or member not associated with a member organization report to the NYSE certain information which may reflect misconduct on the part of such member or member organization, or any member, allied member or employee associated with such member or member organization. (Rel. 34-15574)

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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) TRANSWAY INTERNATIONAL CORPORATION, 747 Third Ave., New York, N.Y. 10017 (212) 371-6464 - 50,000 shares of capital stock. The company is engaged in furnishing domestic freight forwarding transportation services. (File 2-63572 - Feb. 14)
- (S-6) AMERICAN TAX-EXEMPT BOND TRUST, SERIES 33, 215 North Main St., West Bend, Wis. 53095 - 6,000 units. Depositor: B. C. Ziegler and Company. (File 2-63573 - Feb. 15)
- (S-8) FALCON PRODUCTS, INC., 9387 Dielman Industrial Dr., St. Louis, Mo. 63132 (314) 997-5600 - 10,000 shares of common stock. (File 2-63574 - Feb. 15)  
  
In a separate statement the company seeks registration of 30,000 shares of common stock. (File 2-63575 - Feb. 15)
- (S-8) URS CORPORATION, 155 Bovet Rd., San Mateo, Cal. 94402 (415) 574-5000 - 300,000 common shares. (File 2-63576 - Feb. 15)
- (S-16) DAMSON OIL CORPORATION, 366 Madison Ave., New York, N.Y. 10017 (212) 687-5522 - 12,500 shares of common stock. (File 2-63577 - Feb. 15)
- (S-16) JOHN FLUKE MFG. CO., INC., 7001 - 220th S.W., Mountlake Terrace, Wash. 98043 (206) 774-2372 - 22,018 shares of common stock. (File 2-63578 - Feb. 14)

- (S-6) NATIONAL MUNICIPAL TRUST, THIRTY-THIRD SERIES, One New York Plaza, New York, N.Y. 10004 - 13,000 units. Depositors: Thomson McKinnon Securities Inc., One New York Plaza, New York, N.Y. 10004 and Piper, Jaffary & Hopwood Inc. (File 2-63579 - Feb. 15)
- (S-6) NATIONAL MUNICIPAL TRUST, SPECIAL TRUSTS THIRD MULTI-STATE SERIES, One New York Plaza, New York, N.Y. 10004 - 10,000 units. Depositors: Thomson McKinnon Securities Inc., One New York Plaza, New York, N.Y. 10004 and Piper, Jaffary & Hopwood Inc. (File 2-63580 - Feb. 15)
- (S-6) NATIONAL MUNICIPAL TRUST, THIRTY-SECOND SERIES, One New York Plaza, New York, N.Y. 10004 - 13,000 units. Depositors: Thomson McKinnon Securities Inc., One New York Plaza, New York, N.Y. 10004 and Piper, Jaffray & Hopwood Inc. (File 2-63581 - Feb. 15)
- (S-1) ALEXANDER & ALEXANDER SERVICES INC., 1211 Avenue of the Americas, New York, N.Y. 10036 - 1,525,000 shares of common stock. The company is engaged in the insurance brokerage and agency business. (File 2-63582 - Feb. 15)

#### REGISTRATIONS EFFECTIVE

Feb. 9: Chem-Lawn Corp., 2-63377; National Standard Co., 2-63338; Warner Lambert Co., 2-63258.  
 Feb. 12: C W C Housing Investment Group, 2-62504 (5-14-79); Duquesne Light Co., 2-63467; Eaton Corp., 2-63476; Intercole Automation, Inc., 2-63197; MGF Oil Corp., 2-63202; Tom Brown, Inc., 2-63421.

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. 8: The Ohio Co., 2-60666.  
 Feb. 12: The Rovac Corp., 2-59442; Challenge Oil & Gas Co., 2-62463.

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## ACQUISITIONS OF SECURITIES

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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%. Persons eligible to use the short form (Form 13-G) may in lieu of filing a Schedule 13D file a Form 13-G within forty-five days after the end of the calendar year in which the person became subject to Section 13(d)(1). The following companies or individuals filed Schedule 13-G's during the period January 29 - February 1, 1979. 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 sent forth for each beneficial owner. \*Amended Acquisition Report\*

| <u>REPORTING COMPANY<br/>OR INDIVIDUAL</u>   | <u>ISSUER &amp; NUMBER OF SHARES</u>  | <u>DATE FILED</u> |
|--|---|-------------------|
| Aron S. Gordon, Individually,<br>Trustee and Co-Trustee                                  | Gordon Jewelry Corp. (Houston, TX)<br>Class A Stock - 777,658 shs. (14.04%)<br>(Included above are shares owned by his wife.) | 1-29-79           |
| I. L. Miller, Individually<br>and Co-Trustee   | Gordon Jewelry Corp. (Houston, TX)<br>Class A Stock - 707,661 shs. (12.78%)<br>(Included above are shares owned by his wife.) | 1-29-79           |
| Narragansett Wire Co.<br>El Paso Natural Gas Co.<br>El Paso Co.                          | Hecla Mining Co. (Wallace, ID)<br>Common Stock - 1,171,662 shs. (16.8%)   | 1-29-79           |
| Troy A. Waugh  | Highland Inns Corp. (Nashville, TN)<br>Common Stock - 360,827 shs. (12.57%)   | 1-29-79           |
| John P. Stupp<br>Stupp Bros. Bridge & Iron Co.<br>Robert P. Stupp<br>Erwin P. Stupp, Jr. | Laclede Gas Co. (St. Louis, MO)<br>Common Stock - 291,150 shs.  | 1-29-79           |

ACQUISITION REPORTS -

|   |   |         |
|---|---|---------|
| Paul Chudnow (Canada)   | Lloyd's Electronics, Inc. (Edison, NJ)<br>Common Stock - 127,491 shs.   | 1-29-79 |
| William Friedland   | Lloyd's Electronics, Inc. (Edison, NJ)<br>Common Stock - 114,882 shs.   | 1-29-79 |
| Abraham Zagha   | Lloyd's Electronics, Inc. (Edison, NJ)<br>Common Stock - 513,335 shs. (27.1%)   | 1-29-79 |
| Weinstein Enterprises, Inc.<br>Shulman Family Group<br>J. Weinstein Foundation Inc. | J. W. Mays, Inc. (Brooklyn, NY)<br>Common Stock - 1,214,434.83 shs. (55.75%)  | 1-29-79 |
| Valley Bank and Trust Co.,<br>Trustee   | National Valley Corp. (Chambersburg, PA)<br>Common Stock - 16,308 shs.  | 1-29-79 |
| Allen M. Taylor   | Network Data Processing Corp. (Cedar Rapids, IA)<br>Common Stock - 38,800 shs.<br>(Included above are shares owned by his wife.)  | 1-29-79 |
| First Manhattan Co.   | RSR Corp. (Dallas, TX)<br>Common Stock - 82,515 shs.  | 1-29-79 |
| Estate of Lewis H. Glaser,<br>Royle G. Lasky, Executrix                             | Revell, Inc. (Venice, CA)<br>Common Stock - 279,848 shs. (21.6%)<br>Class B Common Stock - 89 shs. (50.9%)  | 1-29-79 |
| Royle G. Lasky  | Revell, Inc. (Venice, CA)<br>Common Stock - 556,486 shs. (49%)<br>Class B Common Stock - 175 shs. (100%)<br>(Included above are shares owned by Estate of<br>L. H. Glaser.) | 1-29-79 |
| Shufro, Rose & Ehrman   | Seagrave Corp. (NYC)<br>Common Stock - 121,659 shs.   | 1-29-79 |
| Otto L. Rhoades Revocable<br>Trust  | Sun Electric Corp. (Crystal Lake, IL)<br>Common Stock - 930,000 shs. (19.2%)  | 1-29-79 |
| John R. Sykes   | Sykes Datatronics, Inc. (Rochester, NY)<br>Common Stock - 135,277 shs. (14.25%)   | 1-29-79 |
| Peavey Company  | Trico Industries, Inc. (Gardena, CA)<br>Common Capital Stock - 318,679 shs. (11.4%)   | 1-29-79 |
| First Manhattan Co.   | Turner Construction Co. (NYC)<br>Common Stock - 83,903 shs.   | 1-29-79 |
| James E. Marcuse  | West Chemical Products, Inc. (Long Island City, NY)<br>Common Stock - 184,983 shs. (13.7%)<br>(Included above are shares owned by his wife.)                                | 1-29-79 |
| Howard A. Newman  | Western Pacific Industries, Inc. (NYC)<br>Common Stock - 190,277 shs.<br>Common Stock - 32,000 shs.<br>on exercise of an Option   | 1-29-79 |
| * Shufro, Rose & Ehrman   | Kenwin Shops, Inc. (NYC)<br>Common Stock - 64,507 shs. (14%)  | 1-29-79 |
| Alan E. Densen, Individually<br>and Trustee   | Eastco Industrial Safety Corp. (Flushing, NY)<br>Common Stock - 307,741 shs. (42%)<br>Common Stock - 20,000 shs.<br>on exercise of Warrants                                 | 1-30-79 |
| MorPlan Corp.<br>Gerald R. Sprong   | Ameribanc, Inc. (St. Joseph, MO)<br>Common Stock - 96,028 shs.  | 1-31-79 |
| Bank of Virginia Trust Company,<br>Trustee  | Dibrell Brothers, Inc. (Danville, VA)<br>Common Stock - 160,710 shs. (12.1%)  | 1-31-79 |

ACQUISITION REPORTS CONT.

|  |  |         |
|--|--|---------|
| Ruth W. Kulicke  | Kulicke and Sofa Industries Inc. (Horsham, PA)<br>Common Stock - 79,512 shs.   | 1-31-79 |
| James C. Pigott  | PACCAR Inc. (Bellevue, WA)<br>Common Stock - 589,541 shs.  | 1-31-79 |
| Rhode Island Hospital Trust<br>National Bank, Trustee                                | Providence Investors Co. (Providence, RI)<br>Common Stock - 45,799 shs. (10.17%)   | 1-31-79 |
| Maurice R. Robinson  | Scholastic Magazines, Inc. (NYC)<br>Class A Stock - 92,560 shs. (28.3%)<br>Common Stock - 141,743 shs.<br>(Included above are shares owned by his wife.)                               | 1-31-79 |
| National Aviation &<br>Technology Corp.  | Texas International Airlines, Inc. (Houston, TX)<br>Common Stock - 341,900 shs.<br>on conversion of Preferred Stock  | 1-31-79 |
| Irving I. Stone<br>Morris S. Stone<br>Jacob Sapirstein, Voting<br>Trustees           | American Greetings Corp. (Cleveland, OH)<br>Class B Common Stock - 693,222 shs. (47.4%)  | 2-1-79  |
| Charles W. Palmer  | Automated Marketing Systems, Inc. (Chicago, IL)<br>Common Stock - 107,500 shs. (12.8%)<br>(Included above are shares owned by his children.)   | 2-1-79  |
| Robert L. Munger, Jr.  | Cedar Point, Inc. (Sandusky, OH)<br>Common Stock - 308,964 shs.  | 2-1-79  |
| Herbert J. Siegel, Individually<br>and as Co-Trustee                                 | Chris-Craft Industries, Inc. (NYC)<br>Common Stock - 219,463 shs.<br>Common Stock - 467,765 shs.<br>on conversion of Preferred Stock<br>(Included above are shares owned by his wife.) | 2-1-79  |
| Lawrence Saper   | Datascope Corp. (Paramus, NJ)<br>Common Stock - 367,611 shs. (32.4%)   | 2-1-79  |
| Economy Bookbinding Corp.<br>Employees' Pension Trust                                | Economy Bookbinding Corp. (Kearny, NJ)<br>Common Stock - 47,574 shs.   | 2-1-79  |
| Richard Abajan   | Electro-Nucleonics, Inc. (Fairfield, NJ)<br>Common Stock - 135,599 shs.  | 2-1-79  |
| Franklin Farrell III   | Emhart Corp. (Hartford, CT)<br>\$2.10 Conv. Preference Stock - 13,834 shs.   | 2-1-79  |
| Retirement Income & Thrift<br>Incentive Plan of Federated<br>Department Stores, Inc. | Federated Department Stores, Inc. (Cincinnati, OH)<br>Common Stock - 4,115,173 shs.  | 2-1-79  |
| Howard Solomon, Individually<br>and as Custodian                                     | Forest Laboratories, Inc. (NYC)<br>Common Stock - 75,463 shs.  | 2-1-79  |
| Joel C. Gordon   | General Care Corp. (Nashville, TN)<br>Common Stock - 417,040 shs.  | 2-1-79  |
| Harry B. Gordon, Individually<br>Custodian and Co-Trustee                            | Gordon Jewelry Corp. (Houston, TX)<br>Class A Stock - 796,917 shs. (14.39%)<br>(Included above are shares owned by his wife.)  | 2-1-79  |
| Clifford C. Hach<br>Kathryn C. Hach  | Hach Chemical Co. (Loveland, OH)<br>Common Stock - 673,279 shs. (47.1%)  | 2-1-79  |
| Lyle E. Yost   | Hesston Corp. (Hesston, KS)<br>Common Stock - 318,475 shs.   | 2-1-79  |
| Rhode Island Hospital Trust<br>National Bank, Trustee                                | Hospital Trust Corp. (Providence, RI)<br>Common Stock - 411,481 shs. (20.57%)  | 2-1-79  |

## ACQUISITION REPORTS CONT.

|   |   |        |
|---|---|--------|
| Rhode Island Hospital Trust<br>National Bank, Trustee | Industrial National Corp. (Providence, RI)<br>Common Stock - 363,444 shs.               | 2-1-79 |
| Alfred L. Fenaughty                                   | Information International, Inc. (Culver City, CA)<br>Common Stock - 187,520 shs.        | 2-1-79 |
| William A. Kerr                                       | Kerr Glass Manufacturing Corp. (Los Angeles, CA)<br>Common Stock - 620,100 shs. (15.7%) | 2-1-79 |
| Alexander H. Kerr                                     | Kerr Glass Manufacturing Corp. (Los Angeles, CA)<br>Common Stock - 588,450 shs. (14.9%) | 2-1-79 |
| Ruth Kerr Odell                                       | Kerr Glass Manufacturing Corp. (Los Angeles, CA)<br>Common Stock - 620,300 shs. (15.7%) | 2-1-79 |
| Curtiss-Wright Corp.                                  | Lynch Corp. (Detroit, MI)<br>Common Stock - 241,341 shs. (18.7%)                        | 2-1-79 |
| Maxine S. Hess  | Martha Manning Co. (Collinsville, IL)<br>Common Stock - 217,282 shs. (23.8%)            | 2-1-79 |
| M. Henry Hess   | Martha Manning Co. (Collinsville, IL)<br>Common Stock - 217,282 shs. (23.8%)            | 2-1-79 |
| Julian M. Hess  | Martha Manning Co. (Collinsville, IL)<br>Common Stock - 60,217 shs.                     | 2-1-79 |
| Michael R. Hess                                       | Martha Manning Co. (Collinsville, IL)<br>Common Stock - 60,217 shs.                     | 2-1-79 |
| I. Benjamin Parrill                                   | Miller Bros. Industries, Inc. (Dallas, TX)<br>Common Stock - 64,940 shs. (13.3%)        | 2-1-79 |
| H. Thomas Hallowell, Jr.                              | SPS Technologies, Inc. (Jenkintown, PA)<br>Common Stock - 1,135,750 shs. (26.6%)        | 2-1-79 |
| Norman E. Alexander                                   | Sun Chemical Corp. (NYC)<br>Common Stock - 1,112,703 shs. (36%)                         | 2-1-79 |
| Jerome A. Newman, Individually and Co-Trustee         | Western Pacific Industries Inc. (NYC)<br>Common Stock - 178,077 shs.                    | 2-1-79 |

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 January 26-29, 1979. \*Amended Tender Offers.

| <u>OFFER TO PURCHASE BY:</u> | <u>ISSUER &amp; NUMBER OF SHARES TO BE PURCHASED</u>   | <u>DATE FILED</u> |
|------------------------------|--|-------------------|
| W. R. Grace & Co.            | Daylin, Inc. (Los Angeles, CA)<br>Common Stock - All outstanding shares<br>for cash at \$4.0625 net per share  | 1-26-79           |
| CompuDyne Corp.              | Vega Precision Laboratories, Inc. (Vienna, VA)<br>Common Stock - All outstanding shares<br>for cash at \$10.50 net per share<br>(CompuDyne has entered into agreements to<br>purchase 98,163 shares (25.6%). | 1-29-79           |

## RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events:\*/

- Item 1. Changes in Control of Registrant.
- Item 2. Acquisition or Disposition of Assets.
- Item 3. Bankruptcy or Receivership.
- Item 4. Changes in Registrant's Certifying Accountant.
- Item 5. Other Materially Important Events.
- Item 6. Financial Statements and Exhibits.

The companies listed below have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified. Copies of the reports may be purchased from the Commission's Public Reference Section (in ordering, please give the date of the report). An invoice will be included with the requested material when mailed.

| COMPANY                                  | ITEM NO.  | DATE       |
|--|-----------|------------|
| AFFILIATED CAPITAL CORP                  | 5         | 01/30/79 - |
| AIRBORNE FREIGHT CORP                    | 5,6       | 01/29/79 - |
| AMERICAN MONITOR CORP                    | 5,7       | 01/22/79 - |
| AMERICAN PROPERTY INVESTORS              | 2,6       | 01/04/79 - |
| BASIC INC                                | 1         | 01/17/79 - |
| CARLSBERG INCOME PROPERTIES LTD          | 2         | 01/25/79 - |
| CITATION COMPANIES INC                   | 5         | 01/15/79 - |
| COLONIAL COMMERCIAL CORP                 | 5         | 01/23/79 - |
| COOPER JARRETT INC                       | 5         | 01/16/79 - |
| ELDORADO GENERAL CORP                    | 5         | 12/11/78   |
| FIRST MEMPHIS REALTY TRUST               | 2,5       | 01/18/79 - |
| FRANKLIN LIFE INSURANCE CO               | 1         | 12/30/78   |
| FSF INDUSTRIES INC                       | 2         | 01/18/79 - |
| GROW CHEMICAL CORP                       | 5,6       | 01/29/79 - |
| IMPELL CORP                              | 5         | 01/09/79 - |
| INDIANA NATIONAL CORP                    | 5         | 01/17/79 - |
| INTERTEK FINANCIAL CORP                  | 14        | 11/30/78 * |
| JACQUIN CHARLES ET CIE INC               | 5,6       | 12/14/78   |
| KAPOK TREE INNS CORP                     | 5         | 01/15/79 - |
| KEYSTONE PORTLAND CEMENT CO              | 2,6       | 01/25/79 - |
| MORTONS SHOE STORES INC                  | 5         | 12/31/78   |
| NU WEST DEVELOPMENT CORPORATION OF ARIZO | 2,5       | 01/22/79 - |
| REALAMERICA INVESTMENT CORP              | 5         | 12/01/78   |
| SCOVILL MANUFACTURING CO                 | 2,7       | 01/16/79 - |
| SETON CO                                 | 5         | 01/03/79 - |
| SUNDANCE OIL CO                          | 5         | 12/29/78   |
| TEXAS INTERNATIONAL AIRLINES INC         | 5         | 01/09/79 - |
| ULTRA DYNAMICS CORP                      | 6,7       | 01/10/79 - |
| WINSTON MILLS INC                        | 4,6       | 01/02/79 - |
| AMENDMENTS TO REPORTS ON FORM 8-K        |           |            |
| ASG INDUSTRIES INC                       | 6         | 12/11/78   |
| ECOM SYSTEMS INC                         | 1,7,13,14 | 10/31/77 * |
| MCNETL REAL ESTATE FUND VIII LTD         | 2         | 11/16/78   |
| SONOMA INTERNATIONAL                     | 2,6       | 04/29/78   |
| UNISERVICE CORP                          | 2,7       | 11/07/78   |

\*/ The Form 8-K was amended (Rel. 34-13156, January 13, 1977) effective for all events which occur subsequent to February 28, 1977. Those companies above which are noted with an asterisk (\*) have filed pursuant to the old Form 8-K; the captions of the item numbers under which such reports are filed are as follows:

- |  |  |
|--|--|
| <i>Item 1. Changes in Control of Registrant</i>              | <i>Item 9. Options to Purchase Securities</i>  |
| <i>Item 2. Acquisition or Disposition of Assets</i>          | <i>Item 10. Extraordinary items, other material charges and credits and capital restatements</i> |
| <i>Item 3. Legal Proceedings</i>                             | <i>Item 11. Submission of Matters to a Vote of Security Holders</i>                              |
| <i>Item 4. Changes in Securities</i>                         | <i>Item 12. Changes in Registrant's Certifying Accountant</i>                                    |
| <i>Item 5. Changes in Security for Registered Securities</i> | <i>Item 13. Other Materially Important Events</i>  |
| <i>Item 6. Defaults upon Senior Securities</i>               | <i>Item 14. Financial Statements and Exhibits</i>  |
| <i>Item 7. Increase in Amount of Securities Outstanding</i>  |  |
| <i>Item 8. Decrease in Amount of Securities Outstanding</i>  |  |



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**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.*

*SEC NEWS DIGEST is published daily. Subscription rates: \$64.45/yr in U.S. first class mail; \$80.60 elsewhere.*

*SEC DOCKET is published weekly. Subscription rates: \$43.70/yr in*

*U.S. first class mail; \$54.65 elsewhere.*

*SEC STATISTICAL BULLETIN is published monthly. Subscription rates: \$15.00/yr in*

*U.S. first class mail; \$18.75 elsewhere.*

*The News Digest, the Docket, and the Statistical Bulletin are for sale by the superintendent of Documents, Government Printing Office, Washington, D.C. 20402.*