

# sec news digest

U.S. SECURITIES AND  
EXCHANGE COMMISSION

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April 18, 1980

Issue 80-77

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## RULES AND RELATED MATTERS

### PROPOSED AMENDMENT TO BENEFICIAL OWNERSHIP REPORTING REQUIREMENTS

The Commission has announced the issuance of a release proposing for comment an amendment of the requirements for the filing of amendments to Schedule 13D in Rule 13d-2(a), which provides in general that an amendment is required whenever a material change occurs in the information relating to beneficial ownership set forth in Schedule 13D. The proposed amendment would delete an exception to those requirements for the acquisition of less than two percent during any twelve-month period. Comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, N.W., Washington, D.C. 20549 on or before May 26 and should refer to File No. S7-831. All comments will be available for public inspection. (Rel. 33-6206)

FOR FURTHER INFORMATION CONTACT: W. Scott Cooper at (202) 272-2589

### OIL AND GAS RESERVE INFORMATION -- POSTPONEMENT OF AUDIT REQUIREMENT

✓ The Commission has announced the issuance of a release amending Rule 3-18 of Regulation S-X to postpone the audit requirement for disclosures of oil and gas reserve information (reserve quantities, estimated future net revenues, present value of future net revenues, and summary of oil and gas producing activities on the basis of reserve recognition accounting). This postponement will continue in effect until a final determination is reached on requiring reserve information in primary financial statements of oil and gas producers. The amendments also permit registrants to present the reserve disclosures as supplementary information outside the financial statements until the above determination is made. (Rel. 33-6207)

FOR FURTHER INFORMATION CONTACT: James L. Russell or Rita J. Gunter at (202) 272-2133

## ADMINISTRATIVE PROCEEDINGS

### INITIAL DECISION REVOKES LOWE MANAGEMENT CORP.'S REGISTRATION, BARS CHRIS LOWE

Administrative Law Judge Max O. Regensteiner has issued an initial decision revoking the investment adviser registration of Lowe Management Corp. of New York City, and barring Chris L. Lowe, the firm's president and majority stockholder, from association with an investment adviser. The decision is subject to Commission review on petition of a party or on the Commission's own initiative.

According to the decision, the firm and Lowe withheld about \$10,000 from a client for almost 1-1/2 years after he terminated his account with the firm and during that period made misrepresentations to him concerning the return of his funds. This conduct was held to violate antifraud provisions of the Investment Advisers Act. In addition, Lowe was convicted by New York State courts of larceny, misrepresentation and misappropriation, doing business as an investment adviser without state registration, and tampering with evidence. The firm's registration form on file with the Commission was not amended, as required, to disclose the convictions until the date of the hearing, some twenty months after the first of the convictions.

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## CIVIL PROCEEDINGS

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### BERTON STEIR, NICHOLAS V. LIAKAS ENJOINED

The Commission announced that on April 17 the U.S. District Court for the District of Massachusetts has entered Final Judgments of Permanent Injunction against Berton Steir and Nicholas V. Liakas. The orders were entered on March 6, 1980 and June 22, 1979 respectively. Both consented to the entry of the judgments without admitting or denying the allegations of the Commission's complaint. The orders restrain and enjoin future violations of the antifraud, reporting and proxy solicitation provisions of the securities laws. (SEC v. SCA Services, Inc., et al., D. Mass., Civil Action No. 77-0037-T). (LR-9063)

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## HOLDING COMPANY ACT RELEASES

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### PUBLIC SERVICE COMPANY OF OKLAHOMA

A notice has been issued giving interested persons until May 12 to request a hearing on a proposal of Public Service Company of Oklahoma, subsidiary of Central and South West Corporation, whereby PSO will issue and sell ten year non-negotiable notes to banks in an amount not to exceed \$90 million. (Rel. 35-21527 - Apr. 17)

### AMERICAN ELECTRIC POWER COMPANY, INC.

An order has been issued authorizing American Electric Power Company, Inc., a registered holding company, to amend its charter to increase its authorized common stock from 150,000,000 to 175,000,000 shares. (Rel. 35-21528 - Apr. 17)

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## LISTING, DELISTING AND UNLISTED TRADING ACTIONS

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### LISTING ACTIONS

Orders have been issued pursuant to Section 12(d) of the Securities Exchange Act of 1934 granting the applications of the following companies to list the specified securities on the following stock exchanges: American Stock Exchange, Inc. - Newberry Energy Corp., 12% convertible subordinated debentures, due 1995 (effective as of March 19, 1980); Vicon Industries Inc., common stock (effective as of March 21, 1980); Perry Drug Stores, Inc., common stock (effective as of March 26, 1980); Francana Oil & Gas Ltd., common share (effective as of April 1, 1980). New York Stock Exchange, Inc. - Duke Power Co., first & refunding mortgage bonds 14-7/8% Series, due 2010 and first & refunding mortgage bonds 14-3/8% Series, due 1987 (effective as of March 26, 1980) and 11% cumulative preferred stock, Series O, par value \$100 (effective as of March 18, 1980); Ocean Drilling & Exploration Co., common stock, Utah Power & Light Co., \$2.90 cumulative preferred stock, Series J, par value \$25 per share (both effective as of March 18, 1980); Ohio Bell Telephone Co., forty year 12-5/8% debentures, due February 1, 2020 (effective as of March 20, 1980); Pacific Telephone & Telegraph Co., 80 year 15-1/8% notes, due March 1, 1988 and 40 year 15-1/2% debentures, due March 1, 2020, Public Service Co. of Indiana, Inc., \$100 million of first mortgage bonds, Series DD, 14% due, March 1, 1987 (both effective as of March 21, 1980); Crown Zellerbach Corp., \$4.625 cumulative convertible preferred stock Series A, Viacom International Inc., \$2.10 cumulative convertible preferred share (both effective as of March 24, 1980); International Telephone and Telegraph Corp., 12-5/8% sinking fund debentures, due February 1, 2005 (effective as of March 26, 1980); Southwestern Bell Telephone Co., forty year 11-3/8% debentures, due January 15, 2020, Digital Equipment Corp., 8-7/8% convertible subordinated debentures, due June 15, 2005 (both effective as of March 27, 1980); Consumers Gas Co., common shares, Illinois Power Co., 11.66% cumulative preferred stock, \$50 par value per share, Ohio Power Co., first mortgage bonds, 11% Series, due 1983 (all effective as of April 7, 1980). Pacific Stock Exchange, Inc. - Pacific Telephone & Telegraph Co., 80 year 15-1/8% notes, due March 1, 1988 and 40 year 15-1/2% debentures, due March 1, 2020 (effective as of March 21, 1980); Syntex Corp., Class B and Class C preferred stock (effective as of March 10, 1980).

The Commission has also announced that the specified securities of the following companies have become listed on the following stock exchanges: American Stock Exchange, Inc. - Sanders Associates Inc., 4% convertible subordinated debentures, due 1987 and 7% convertible subordinated debentures, due 1992 (effective as of April 7, 1980). New York Stock Exchange, Inc. - Bell Telephone Inc. (Del), common stock (effective as of February 13, 1980); Keene Corp. (New York), common stock (effective as of February 28, 1980); RCA Holdings Corp., 8-3/8% debentures, due April 1, 2001, 8-3/4% debentures, due March 15, 2008, 9-5/8% debentures, due August 15, 2009, 9% senior subordinated debentures, due October 1, 1991, 7-5/8% debentures, due December 1, 1981, 8.85% debentures, due December 1, 1982, 7-7/8% debentures, due April 1, 1986, 9-1/2% debentures, due June 1, 1995, 80% senior subordinated debentures, due March 15, 1993 and 85% senior subordinated debentures, due August 15, 2004 (effective as of March 10, 1980); and \$3.65 cumulative preference stock and \$2.125 cumulative convertible preference stock (effective as of March 11, 1980); White Motor Corp., 12% sinking fund debentures, due December 1, 1999 and 11% subordinated debentures, due December 1, 1999 (effective as of March 11, 1980); Holiday Inns Inc., 9-5/8% convertible subordinated debentures, due April 1, 2005 (effective as of April 7, 1980). Pacific Stock Exchange, Inc. - Bell Industries Inc. (Del), common stock and 10% subordinated debentures, due April 1, 1990 (effective as of December 31, 1979); House of Fabrics Inc. (Del), common stock (effective as of March 19, 1980). Philadelphia Stock Exchange, Inc. - Keene Corp. (New York), common stock (effective as of February 25, 1980).

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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 Options Clearing Corporation (SR-OCC-80-1) deleting obsolete provisions from OCC rules that deal with the assignment and allocation of exercise notices and adds a provision that exempts from the assignment of exercise notices short positions for which closing transactions have been executed. (Rel. 34-16754)

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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-2) ENERGY ASSETS INTERNATIONAL CORPORATION, The Chrysler Bldg., 405 Lexington Ave., Suite 3104, New York, N.Y. 10017 (212) 867-7400 - 3,000,000 shares of common stock. Underwriter: J. Daniel Bell & Company, Inc. (File 2-66813 - Feb. 29)
- (S-11) MARYLAND REALTY TRUST, Suite 200, Industrial National Bank Bldg., 2111 North Monroe St., Tallahassee, Fla. 32303 - 1,012,308 shares of beneficial interest. The trust is a real estate investment trust. (File 2-66815 - Feb. 29)
- (N-1) INVESTMENT QUALITY INTEREST, INC., 711 Polk St., Houston, Tex. 77002 (713) 751-2400 - an indefinite number of shares of common stock. (File 2-66906 - Mar. 13)
- (N-1) VENTURE INCOME (+) PLUS, INC., 231 Washington Ave., Suite No. 2, Santa Fe, New Mexico 87501 (505) 983-4335 - an indefinite number of securities. (File 2-66935 - Mar. 14)
- (S-12) IRVING TRUST COMPANY, One Wall St., New York, N.Y. - 100,000 American Depositary Receipts for East Daggafontein Mines Limited. (File 2-66947 - Mar. 17)
- (S-6) EMPIRE STATE MUNICIPAL EXEMPT TRUST, SERIES 20, 522 Fifth Ave., New York, N.Y. 10036 - 13,000 units. Depositors: Glickenhau & Co., 522 Fifth Ave., New York, N.Y. 10036, Lebenthal & Co., Inc. and Moseley, Hallgarten, Estabrook & Weeden Inc. (File 2-67025 - Mar. 25)

- (S-18) P.M.A. RESTAURANTS, INC., Two Sylvan Way, Parsippany, N.J. 07054 - 3,000,000 shares of common stock. Underwriter: Jay W. Kaufmann & Co., 111 Broadway, New York, N.Y. 10006 (212) 349-3030 or (800) 221-7015. The company is engaged in the business of selling franchises for the establishment of Philly Mignon Restaurants, self-service, limited-menu restaurants. (File 2-67109 - Mar. 28)
- (S-1) AMERICAN BANCORPORATION, 200 Putnam St., Marietta, Ohio 45750 - 62,358 shares shares. (File 2-67151 - Apr. 1)
- (S-18) DOUBLE EAGLE, INC., 1103 South 70 West, Salt Lake City, Utah 84104 (801) 973-2100 - 50,000,000 shares of common stock. Underwriter: Johnson-Bowles and Company, 200 South Main St., Salt Lake City, Utah 84111 (801) 364-1900. The company has not yet commenced active business operations. (File 2-67162 - Mar. 31)
- (S-18) EXCALIBUR TECHNOLOGIES CORPORATION, 800 Rio Grande Blvd., N.W., Mercado 18, Albuquerque, New Mexico 87104 - 2,000,000 shares of common stock. Underwriter: OTC Net, Inc., 4004 Carlisle Blvd., Albuquerque, New Mexico 87107. The company was organized for the purposes of developing, marketing and servicing computers and computer terminals. (File 2-67329 - Apr. 9)
- (N-1) FIRST INVESTORS MONEY MARKET FUND, INC., 120 Wall St., New York, N.Y. 10005 (212) 425-4026 - an indefinite number of securities. (File 2-67389 - Apr. 16)
- (S-8) THE WILLIAMS COMPANIES, One Williams Center, Tulsa, Okla. 74172 (918) 588-2000 - 4,000,000 of interests. (File 2-67391 - Apr. 16)
- (S-6) THE CORPORATE INCOME FUND, SIXTY-NINTH SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Inc. and Dean Witter Reynolds Inc. (File 2-67392 - Apr. 16)
- (S-6) THE CORPORATE INCOME FUND, SEVENTY-FIRST SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Inc. and Dean Witter Reynolds Inc. (File 2-67394 - Apr. 16)
- (S-6) THE CORPORATE INCOME FUND, SEVENTH SHORT TERM SERIES, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080 - an indefinite number of units of beneficial interest. Depositors: Merrill Lynch, Pierce, Fenner & Smith Inc., One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Inc. and Dean Witter Reynolds Inc. (File 2-67395 - Apr. 16)
- (S-16) FLORIDA POWER CORPORATION, 3201 34th Street South, St. Petersburg, Fla. 33711 (813) 866-5151 - 600,000 shares of common stock. The company is engaged in the production, transmission, distribution and sale of electricity. (File 2-67396 - Apr. 16)
- (S-16) WELLS FARGO & COMPANY, 420 Montgomery St., San Francisco, Cal. 94104 (415) 396-0123 - \$100 million of notes, due 1983. Underwriter: Morgan Stanley & Co., Inc. The company is a bank holding company. (File 2-67397 - Apr. 17)
- (S-14) MCA INC., 100 Universal City Plaza, Universal City, Cal. 91608 (213) 985-4321 - 221,717 shares of common stock. (File 2-67398 - Apr. 17)
- (S-8) COMMERCE SOUTHWEST INC., P.O. Box 50972, 1525 Elm St., Dallas, Tex. 75250 (214) 658-6400 - 100,000 shares of common stock. (File 2-67399 - Apr. 17)
- (S-8) COMPUTER & COMMUNICATIONS TECHNOLOGY CORP., 495 South Fairview Ave., Santa Barbara, Cal. 93017 (805) 964-0771 - 175,000 shares of common stock. (File 2-67400 - Apr. 17)
- (S-16) EATON CORPORATION, 100 Erieview Plaza, Cleveland, Ohio 44114 (216) 523-5010 - 5,963 common shares. (File 2-67401 - Apr. 16)
- (S-8) ENSERCH CORPORATION, 301 South Harwood St., Dallas, Tex. 75201 (214) 651-8700 - \$7 million of interests and an indeterminate number of shares of common stock. The company is a diversified energy company. (File 2-67405 - Apr. 17)

- (S-8) NORTHERN INDIANA PUBLIC SERVICE COMPANY, 5265 Hohman Ave., Hammond, Ind. 46320 (219) 853-5200 or (219) 931-0560 - 500,000 shares of common stock. (File 2-67406 - Apr. 17)
- (S-16) CONSUMERS POWER COMPANY, 212 West Michigan Ave., Jackson, Mich. 49201 (517) 788-1030 - 2,000,000 shares of preference stock, cumulative. Underwriter: Morgan Stanley & Co., Inc. The company is engaged in the generation, purchase, transmission, distribution and sale of electricity. (File 2-67408 - Apr. 17)
- (S-16) WALLACE-MURRAY CORPORATION, 299 Park Ave., New York, N.Y. 10017 (212) 486-6400 - 31,248 shares of common stock. (File 2-67410 - Apr. 17)
- (S-8) NORTON COMPANY, One New Bond St., Worcester, Mass. 01606 (617) 853-1000 - 500,000 shares of common stock. The company is engaged in the manufacture and sales of various industrial products. (File 2-67411 - Apr. 17)
- (S-16) WISCONSIN ELECTRIC POWER COMPANY, 231 West Michigan St., Milwaukee, Wis. 53201 (414) 277-2345 - \$70 million of first mortgage bonds, Series due April 15, 1987. Underwriters: Salomon Brothers, Goldman, Sachs & Co., Merrill Lynch White Weld Capital Markets Group and Robert W. Baird & Co., Inc. The company generates, transmits, distributes and sells electric energy. (File 2-67413 - Apr. 17)
- (S-16) AMERICAN ELECTRIC POWER COMPANY, 2 Broadway, New York, N.Y. 10004 (212) 440-9000 - 5,000,000 shares of common stock. The company is a public utility holding company. (File 2-67414 - Apr. 17)
- (S-16) MIDDLE SOUTH UTILITIES, INC., 225 Baronne St., New Orleans, La. 70112 - 2,000,000 shares of common stock. (File 2-67415 - Apr. 17)
- (S-8) SCA SERVICES, INC., 60 State St., Boston, Mass. 02109 (617) 367-8300 - 500,000 shares of common stock. (File 2-67416 - Apr. 17)

REGISTRATION EFFECTIVE

Apr. 15: Entec Products Corp., 2-66707.

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## SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS

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The following is a list of significant no-action and interpretative letters recently issued by the Division of Corporation Finance, the Division of Market Regulation, and the Division of Investment Management. These letters express the view of the Division with respect to novel or important questions arising under the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, and the Investment Advisers Act of 1940. Copies of these letters may be obtained by writing to the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549, or by making a request in person at the Public Reference Section, 1100 L Street, N.W., Room 6101, Washington, D.C., stating the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date. Copies cost 10 cents per page.

DIVISION OF MARKET REGULATION

<u>COMPANY</u>	<u>ACT/SECTION/RULE OR RELEASE</u>	<u>DATE MAILED</u>	<u>PUBLIC AVAILABILITY DATE</u>
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SECURITIES EXCHANGE ACT OF 1934

Marine National Exchange Bank	§ 17A(d)/ Rules 17Ad-6, 17Ad-7	02/08/80	03-09-80
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## SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS CONT.

## DIVISION OF INVESTMENT MANAGEMENT

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
Vega Capital Corp.	ICA '40/s 23(c), Rule 23c-1	2/6/80	3/7/80
Citytrust	ICA '40/ss 3(c)(3), 3(c)(11)	2/8/80	3/9/80
The North Carolina State Employees Association, Inc.	ICA '40/ss 3(a)(1), 3(a)(3)	2/12/80	3/13/80
Green's Farms Agency	ICA '40/ss 3(a)(1), 3(a)(3)	2/14/80	3/15/80
National Liquid Reserves, Inc.	ICA '40/ss 2(a)(3)(C), 17(a)	2/28/80	3/29/80
The Christian Stewardship Ministry	ICA '40/s 3(c)(10) IAA '40/s 202(a)(11) SA of 1933/s 3(a)(4)	2/28/80	3/29/80
Mallory Randall Corporation	ICA '40/ss 3(a)(1), 3(a)(3)	3/7/80	4/6/80
Current Income Shares, Inc.	ICA '40/s 17(d), Rule 17d-1	3/14/80	4/13/80

## DIVISION OF CORPORATION FINANCE

COMPANY	ACT/SECTION/RULE OR RELEASE	DATE MAILED	PUBLIC AVAILABILITY DATE
West Point-Pepperell, Inc.	'34 Act/Rule 14a-8	10/2/79	10/2/79
Global Van Lines	'33 Act/§5	10/2/79	11/2/79
E. I. du Pont de Nemours	'34 Act/Rule 13e-3	10/2/79	11/5/79
Heritage Wisconsin Corp.	'34 Act/Rule 13d-5	10/10/79	11/13/79
Swiss Reinsurance Co.	'34 Act/§13(d)	10/16/79	11/16/79
Edward Klimerman	'33 Act/Rule 144	11/26/79	12/26/79
Jim G. Rhodes	'33 Act/Rule 144	12/17/79	1/17/80
Stephen A. Hochman	'34 Act/Rule 14d-2	12/19/79	1/19/80
Ryder Truck Rental	'33 Act/§3(a)(3)	12/18/79	1/18/80
McDonald's Corp.	'33 Act/§3(a)(2) '39 Act/§304(a)(4)	12/17/79	1/17/80
Pan American World Airways	'34 Act/Rule 13e-3	12/12/79	1/12/80
Security Pacific National Bank	'33 Act/§2(1)	12/11/79	1/11/80

## SIGNIFICANT NO-ACTION AND INTERPRETIVE LETTERS CONT.

Northbridge Park Cooperative	'33 Act/§2(1)	12/6/79	1/8/80
Wheat, First Securities	'33 Act/Rule 144	12/6/79	1/8/80
Satori Gem Co.	'33 Act/§2(1)	12/8/79	1/8/80
Bethlehem Steel Corp.	'33 Act/§5	12/3/79	1/3/80
Educators Marketing Services	'33 Act/§5, '33 Act/§3(a)(2)	1/30/80	3/3/80
Daon Corp.	'33 Act/§3(a)(2)	1/18/80	2/19/80
Schlumberger, Ltd.	'33 Act/Rule 144(d)(1)	1/10/80	2/11/80
Equitable of Iowa Companies	'33 Act/Rule 144(e)(3)	1/18/80	2/19/80
Wagner Electric Corp.	'34 Act/Rule 12h-4	1/3/80	2/4/80
American Telephone & Telegraph Co.	'34 Act/Rule 14a-8(d)	1/2/80	1/2/80
Transamerica Corp.	'34 Act/Rule 14a-8(d)	1/7/80	1/7/80
Dresser Industries	'34 Act/Rule 14a-8(d)	1/3/80	1/3/80
Avon Products	'34 Act/Rule 14a-8(d)	1/31/80	1/31/80
Texaco, Inc.	'34 Act/Rule 14a-8(d)	1/31/80	1/31/80
McGraw Hill, Inc.	'34 Act/Rule 14a-8(d)	1/30/80	1/30/80
Pennsylvania Power & Light Co.	'34 Act/Rule 14a-8(d)	1/29/80	1/29/80
Armco, Inc.	'34 Act/Rule 14a-8(d)	1/29/80	1/29/80
Lazard Freres & Co.	'34 Act/§14(d)	1/23/80	2/25/80
Diamond International Corp.	'34 Act/Rule 16b-3	1/22/80	2/22/80
Morton-Norwich Products	'34 Act/Rule 16b-3(e)(2)	1/14/80	2/14/80
Atlantic Breeders Cooperative	'33 Act/§2(1)	2/29/80	3/31/80
Natomas Co.	'33 Act/§2(3) '33 Act/Rule 145 '34 Act/Rule 16b-3 '34 Act/Rule 16b-7	2/21/80	3/21/80
Limited Stores	'33 Act/§4(1) '33 Act/§5	2/25/80	3/25/80
Time Inc.	'33 Act/§5 '33 Act/Rule 144	2/19/80	3/19/80
Signal Finance Corp.	'33 Act/Rule 134	2/22/80	3/24/80
North American Investments	'33 Act/Rule 147	2/15/80	3/17/80
Technical Operations	'34 Act/Rule 16b-3	2/22/80	3/24/80
Flintkote Co.	'34 Act/Rule 16b-6(c)	2/7/80	3/7/80
Southern Railway Co.	'34 Act/Rule 16b-3	2/7/80	3/7/80
Freeport Minerals Co.	'34 Act/Rule 16b-3(e)(3)(ii)	2/1/80	3/3/80
Standard Oil Co. of Calif.	'34 Act/Rule 14a-8(d)	2/12/80	2/12/80

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