

# sec news digest

U.S. SECURITIES AND  
EXCHANGE COMMISSION

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October 30, 1980

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## **CIVIL PROCEEDINGS**

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**CANTOR FITZGERALD AGENCY CORP., OTHERS ENJOINED AND  
RICHARD E. MEARS NAMED DEFENDANT**

The Commission announced the filing of a complaint on October 29 in the U.S. District Court for the Southern District of New York seeking to enjoin Cantor Fitzgerald Agency Corp. (Agency), an unregistered broker-dealer and certain present and/or former officers and directors, namely Clarence G. Tharp, Paul Lanza, Richard E. Mears, George DeQuattro, John P. Terranova and Vincent Baratta, from further violations and aiding and abetting of violations of certain of the antifraud provisions of the securities laws.

The Commission's complaint alleges that Tharp, Lanza, Mears and Baratta caused Agency to enter into numerous adjusted trades with savings and loan associations and at least one credit union whose purpose was to defer losses on securities transactions in the hope that a rise in the market for such securities would reduce or eliminate such losses. The Commission alleges that in such transactions Agency typically purchased from and sold to customers at above market prices U.S. Government guaranteed securities, including Government National Mortgage Association and Federal Home Loan Mortgage Corporation securities. The Commission alleges that Tharp, Lanza, Mears, DeQuattro, Terranova and Baratta caused Agency to falsely confirm such transactions and failed to cause Agency to make accurate and complete disclosures of such transactions.

The Commission also alleges that Terranova, Mears and DeQuattro, as control persons of Agency, were responsible for the conduct of its business, and that they acted in reckless disregard of their duty to assure that the alleged violations of law by Agency did not occur.

Simultaneously with the filing of the complaint, Agency, Terranova, Tharp, Lanza, DeQuattro and Baratta consented to the entry of a final judgment of permanent injunction, without admitting or denying the allegations contained in the complaint. Mears remains a defendant in the Commission action.

Agency also has consented to pay to the Clerk of the Court in cash all monies, if any, in excess of the amount paid for its issued and outstanding stock, as reflected in its books of account, after liquidation of its present commitments and payment of, or making provision for payment of, all indebtedness justly owed by Agency, including subordinated indebtedness. Agency has also agreed that such monies, if any, shall be distributed pursuant to a plan of distribution to be submitted to and approved by the Commission staff, and that Agency shall make full and complete accounting to the Commission staff when the staff deems it appropriate. (SEC v. Cantor Fitzgerald Agency Corp., et al., 80 Civil 6137, S.D.N.Y. 1980). (LR-9220)

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## **CRIMINAL PROCEEDINGS**

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**ROBERT F. DZIURGOT SENTENCED**

The Boston Regional Office announced that on October 20 Robert F. Dziurgot, an attorney of New Ipswich, New Hampshire and New York City, New York was sentenced by Chief District Court Judge Shane Devine, to two five year sentences to run concurrently as the result of his conviction by a federal jury at Concord, New Hampshire on one count of transporting in interstate commerce; and one count of having received and converted certain stolen securities; that is, 10 1961 City of Sunnyvale, California Municipal Improvement Bonds valued at \$50,000. The two

five year concurrent sentences are to be served consecutively to a two year sentence which Dziurgot received for income tax evasion in a separate proceeding. In pronouncing sentence Chief Judge Devine noted that: "because he (Dzirugot) was an attorney, his behavior was a blot." (U.S. v. Robert F. Dziurgot, D.N.H., Criminal No. 79-38-01-D). (LR-9219)

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## HOLDING COMPANY ACT RELEASES

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### NATIONAL FUEL GAS COMPANY

A supplemental order has been issued authorizing National Fuel Gas Company, a registered holding company, to issue and sell notes to banks and commercial paper and to make related loans to a subsidiary. (Rel. 35-21764 - Oct. 29)

### THE COLUMBIA GAS SYSTEM, INC.

A notice has been issued giving interested persons until November 25 to request a hearing on a proposal of The Columbia Gas System, Inc., a registered holding company, to issue and sell at competitive bidding \$100 million of debentures. The proceeds of such sales will be used for general corporate purposes including the 1980 capital expenditure program of Columbia's subsidiaries. (Rel. 35-21765 - Oct. 29)

### THE SOUTHERN COMPANY

An order has been issued denying a hearing and authorizing The Southern Company, a registered holding company, to issue and sell, by competitive bidding, up to an aggregate of 17,000,000 shares of Southern common stock or \$200 million of estimated cash proceeds, whichever is less. The registration statement filed for the initial offering, which is subject to amendments, specifies a maximum of 11,000,000 shares estimated to yield cash proceeds of \$132 million. Jurisdiction was reserved with respect to any post-effective amendment Southern may file for any exception from the competitive bidding requirements of Rule 50 and the fees and expenses incurred with respect to a subsequent offering of common stock pursuant to the instant authorization. (Rel. 35-21766 - Oct. 29)

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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; File number and date filed; Assigned Branch; and whether the registration statement is a New Issue.

- (S-18) BUSINESS EXCHANGE, INC., 4716 Vineland Ave., North Hollywood, Cal. 91602 - 715,000 shares of common stock. Underwriter: M. S. Wien & Co., Inc. The company is engaged in providing a barter service for businesses and professional persons. (File 2-69591-LA - Oct. 21) (Br. 2 - New Issue)
- (S-18) MOVIE SYSTEMS, INC., 319-7th St., Suite 401, Des Moines, Iowa 50309 - 770,000 shares of common stock. Underwriters: Laidlaw Adams & Peck Inc. and Frederick & Company, Inc. The company is engaged in the operation of multipoint distribution service pay television systems. (File 2-69612-C - Oct. 23) (Br. 7 - New Issue)
- (S-8) FIRST & MERCHANTS CORPORATION, F & M Center, 1111 East Main St., Richmond, Va. 23219 (804) 788-2604 - 150,000 shares of common stock. (File 2-69671 - Oct. 28) (Br. 1)
- (S-1) UNIVERSAL COMMUNICATION SYSTEMS, INC., 1401 Municipal Rd., Roanoke, Va. 24012 (703) 362-3701 - 825,000 shares of common stock. Underwriter: A. G. Edwards & Sons, Inc. The company markets computerized telephone interconnect systems. (File 2-69672 - Oct. 28) (Br. 7 - New Issue)

- (S-1) TEXAS ENERGIES, INC., 306 Bank of the Southwest Bldg., Amarillo, Tex. 79109 - 825,000 shares of common stock. Underwriter: Schneider, Bernet & Hickman, Inc. The company is engaged in oil and gas exploration, development and production. (File 2-69673 - Oct. 29) (Br. 3)
- (S-1) HICOR PETROLEUM DISCOVERY SERIES 1981, Suite 1801, 601 California St., San Francisco, Cal. 94108 - 15,000 units of limited partnership interest. Distributor: Tartan Investment Corporation. (File 2-69674 - Oct. 29) (Br. 3 - New Issue)
- (S-7) PENINSULA RESOURCES CORPORATION, 823 N. Tanchua, Corpus Christi, Tex. 78403 (512) 888-4224 - \$13,200,000 of convertible subordinated debentures, due December 1, 1995. Underwriter: Bateman Eichler, Hill Richards Incorporated. The company is engaged in oil and gas exploration, development and production. (File 2-69675 - Oct. 29) (Br. 4)
- (S-1) .NUTRI/SYSTEM, INC., 7425 Old York Rd., Melrose Park, Pa. 19126 (215) 665-1540 - 935,000 shares of common stock. Underwriter: L.F. Rothschild, Unterberg, Towbin. The company owns and operates weight loss centers and franchises its name and weight reduction program to others. (File 2-69676 - Oct. 29) (Br. 5 - New Issue)
- (S-16) GENERAL MOTORS ACCEPTANCE CORPORATION, 767 Fifth Ave., New York, N.Y. 10153 (212) 486-3824 - \$250 million of adjustable rate notes, due November 15, 1990. Underwriter: Morgan Stanley & Co. Incorporated. The company conducts financing and insurance operations. (File 2-69677 - Oct. 29) (Br. 1)
- (S-1) SPARKMAN ENERGY CORPORATION, 101 North Shoreline, Suite 430, Corpus Christi, Tex. 78401 - 540,000 shares of cumulative convertible preferred stock. Underwriter: RotanMosle. The company is engaged in transmission of natural gas through intrastate and interstate pipelines. (File 2-69678 - Oct. 29) (Br. 8)
- (S-14) NATIONAL BANCORP, INC., 17th Avenue at Lake St., Melrose Park, Ill. 60160 (312) 681-8600 - 100,000 shares of common stock. (File 2-69679 - Oct. 29) (Br. 2 - New Issue)
- (S-7) PIEDMONT AVIATION, INC., Smith Reynolds Airport, P.O. Box 2720, Winston-Salem, N.C. 27102 (919) 767-5100 - 1,000,000 shares of cumulative convertible preferred stock, First Series. Underwriters: Merrill Lynch White Weld Capital Markets Group and Carolina Securities Corporation. The company is a domestic scheduled airline. (File 2-69680 - Oct. 29) (Br. 10)
- (S-16) PARKER-HANNIFIN CORPORATION, 17325 Euclid Ave., Cleveland, Ohio 44112 (216) 531-3000 - 304,477 common shares. (File 2-69681 - Oct. 29) (Br. 9)
- (S-11) NEW PLAN REALTY TRUST, 469 Fifth Ave., New York, N.Y. 10017 (212) 684-6200 - 250,000 shares of beneficial interest. The company is an equity real estate investment trust. (File 2-69682 - Oct. 29)
- (S-1) K-TRON INTERNATIONAL, INC., 7975 North Hayden Rd., Scottsdale, Ariz. 85258 - 660,000 shares of common stock. Underwriter: Shearson Loeb Rhoades Inc. The company is a manufacturer of purely digital mass measurement products for industrial use. (File 2-69683 - Oct. 29) (Br. 8)
- (S-8) INTERNATIONAL TECHNOLOGY RESOURCES, INC., 1108 15th St., Suite 800, Denver, Colo. 80202 (303) 893-3327 - 143,000 shares of common stock. (File 2-69685 - Oct. 29) (Br. 1)
- (S-8) UNITED CAN COMPANY INVESTMENT PLAN, 277 Park Ave., New York, N.Y. 10017 (212) 832-1000 - \$510,000 of interests. (File 2-69687 - Oct. 29) (Br. 4)
- (S-8) SOMERSET IMPORTERS, LTD. THRIFT AND SAVINGS PLAN, 277 Park Ave., New York, N.Y. 10017 (212) 832-1000 - \$520,000 of interest. (File 2-69688 - Oct. 29) (Br. 4)
- (S-8) HUNT-WESSON PROFIT SHARING INVESTMENT PLAN AND TRUST, 277 Park Ave., New York, N.Y. 10017 (212) 832-1000 - \$3,300,000 of interest. (File 2-69689 - Oct. 29) (Br. 4)

- (S-6) THE CORPORATE INCOME FUND, EIGHTY-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 Incorporated, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-69690 - Oct. 29) (Br. 17 - New Issue)
- (S-6) THE CORPORATE INCOME FUND, ONE HUNDRED SEVENTEENTH MONTHLY PAYMENT 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 Incorporated, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-69691 - Oct. 29) (Br. 17 - New Issue)
- (S-11) FIRST PENNSYLVANIA MORTGAGE TRUST, 28 State St., Boston, Mass. 02109 - 20,728,302 Series A warrants to purchase 20,728,302 shares of beneficial interest, 3,144,654 Series B warrants to purchase 3,144,654 shares of beneficial interest, 175,000 stock options to purchase 175,000 shares of beneficial interest and 30,572,956 shares of beneficial interest. The company is an unincorporated real estate investment trust. (File 2-69692 - Oct. 29) (Br. 5)
- (S-11) QUEEN ANNE SQUARE, LTD., 205 Columbia St., Seattle, Wash. 98104 - 6,000 units of limited partnership interest. (File 2-69693 - Oct. 29) (Br. 5 - New Issue)
- (S-6) NUVEEN TAX-EXEMPT BOND FUND, SERIES 169, 209 South La Salle St., Chicago, Ill. 60604 - an indefinite number of units. Depositor: John Nuveen & Co. Incorporated. (File 2-69694 - Oct. 29) (Br. 16 - New Issue)
- (S-6) THE CORPORATE INCOME FUND, EIGHTY-SECOND 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 Incorporated, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-69697 - Oct. 29) (Br. 17 - New Issue)
- (S-6) MUNICIPAL INVESTMENT TRUST FUND, THIRTY-THIRD NEW YORK 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 Incorporated, One Liberty Plaza, 165 Broadway, New York, N.Y. 10080, Bache Halsey Stuart Shields Incorporated, Dean Witter Reynolds Inc. and Shearson Loeb Rhoades Inc. (File 2-69698 - Oct. 29) (Br. 17 - New Issue)

#### REGISTRATIONS EFFECTIVE

- Oct. 22: American Hospital Supply Corp., 2-69056; Techscience Industries Inc., 2-68701.
- Oct. 23: General Telephone Co. of The Southwest, 2-69265.
- Oct. 24: Roundy's Inc., 2-69112; Score Exploration Corp., 2-68893.
- Oct. 25: Ackerley Incorporated, 2-69081.
- Oct. 27: Allegheny Beverage Corp., 2-68530; Boatmen's Bancshares, Inc., 2-69492; Northeast Investors Growth Fund, Inc., 2-68483; Nuc-Med, Inc., 2-68882; Q E D Exploration, Inc., 2-68851.
- Oct. 28: Carolina Power & Light Co., 2-69401; Communications Corp. of America, 2-69097; Power Test Corp., 2-69423; Xicor, Inc., 2-69109.

## ACQUISITIONS OF SECURITIES

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 (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G 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 13D's during the period October 9 - 14, 1980. 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 set forth for each beneficial owner. \*Amended Acquisition Reports.

| <u>REPORTING COMPANY<br/>OR INDIVIDUAL</u>  | <u>ISSUER &amp; NUMBER OF SHARES</u>   | <u>DATE FILED</u> |
|---|--|-------------------|
| * E. C. L. Investments Ltd.<br>(Canada)<br>Empire Co. Ltd. (Canada)<br>Sobeys Stores Pension Fund<br>(Canada)<br>Pauljan Ltd. (Canada), et al | Hannaford Brothers Company (South Portland, ME)<br>Common Stock - 227,032 shs. (17.6%)   | 10-9-80           |
| * Telvest, Inc.<br>Telco Leasing, Inc.<br>Technical Equipment Leasing Corp.<br>Libco Corporation<br>Clyde Wm. Engle                           | Hickory Furniture Company (Hickory, NC)<br>Common Stock - 544,217 shs. (49.7%)   | 10-9-80           |
| BCRIC Enterprises Ltd. (Canada)<br>(Wholly-owned subsidiary of<br>British Columbia Resources<br>Investment Corp. (Canada)                     | Kaiser Resources Ltd. (Vancouver, B.C., Canada)<br>Common Stock - 12,100,000 shs. (65.8%)<br>(Above shares were acquired pursuant to the<br>Tender Offer.) | 10-9-80           |
| * Stone Mountain Acceptance Corp.<br>Contran Corporation<br>Contran Holding Company<br>Harold C. Simmons                                      | LLC Corporation (St. Louis, MO)<br>Common Stock - 762,900 shs. (28.4%)   | 10-9-80           |
| AEA Investors Inc.  | Loehmann's, Inc. (Bronx, NY)<br>Common Stock - 938,555 shs. (44.1%)<br>(AEA has entered into an agreement with<br>Loehmann's for a cash merger.)           | 10-9-80           |
| * John K. Brigden<br>James D. Hogan<br>John R. Woodhull, Individually and as Trustees   | Logicon, Inc. (Torrance, CA)<br>Common Stock - 137,915 shs. (14.7%)  | 10-9-80           |
| * AEG-Telefunken Aktiengesellschaft (West Germany)  | Modular Computer Systems, Inc. (Fort Lauderdale, FL)<br>Common Stock - 1,091,233 shs. (25%)  | 10-9-80           |
| Frederick M. Peyser, Sr.  | Moseley, Hallgarten, Estabrook & Weeden Holding Corp. (Boston, MA)<br>Common Stock - 401,134 shs.  | 10-9-80           |
| Abraham D. Gosman<br>Bedros Baharian<br>David B. Hears<br>Winthrop Sargent, IV, et al<br>(Shareholders Committee)                             | Multibank Financial Corp. (Quincy, MA)<br>Common Stock - 347,587.3 shs. (22.6%)  | 10-9-80           |
| * Stone Mountain Acceptance Corp.<br>Contran Corporation<br>Contran Holding Company<br>Harold C. Simmons                                      | Ozark Air Lines, Inc. (St. Louis, MO)<br>Common Stock - 684,400 shs.   | 10-9-80           |
| Nu-West Group Limited (Canada)  | Presley Companies (Newport Beach, CA)<br>Common Stock - 344,700 shs.   | 10-9-80           |

## ACQUISITION REPORTS CONT.

|  |   |          |
|--|---|----------|
| * Trinidad Holdings Limited<br>(British Virgin Islands)<br>Trinidad Holdings Ltd.<br>(New Hebrides), Parent  | ScienTex Corporation (Los Angeles, CA)<br>Common Stock - 3,296,940 shs. (34%)   | 10-9-80  |
| * Fuji Heavy Industries, Ltd.  | Subaru of America, Inc. (Pennsauken, NJ)<br>Common Stock - 2,917,566 shs. (48.64%)  | 10-9-80  |
| David S. Leavitt   | UNR Industries, Inc. (Chicago, IL)<br>Common Stock - 586,395 shs. (15.9%)   | 10-9-80  |
| TBK Partners, Ltd.   | World Wide Helicopters Ltd. (Cayman Islands, B.W.I.)<br>American Depository Receipts - 36,678   | 10-9-80  |
| * George E. Kline  | Advance Circuits, Inc. (Minnetonka, MN)<br>Common Stock - 286,410 shs. (55.3%)  | 10-10-80 |
| * Ann I. Wolfe, Individually<br>and Custodian<br>Richard A. Isaly, Jr., Individually<br>and Custodian<br>Rita D. Isaly<br>Central Carolina Bank & Trust<br>Co., Trustee, et al | Beverage Management, Inc. (Columbus, OH)<br>Common Stock - 1,125,787 shs. (27.9%)   | 10-10-80 |
| Beverly Enterprises  | Consolidated Liberty, Inc. (Fresno, CA)<br>Common Stock - 967,034 shs. (86.7%)<br>(Beverly will acquire above shares pursuant<br>to an agreement.)                              | 10-10-80 |
| * Security Storage Company of<br>Washington<br>I. Townsend Burden, III<br>Secor Investments, Inc.<br>Robert D. van Roijen, Jr.   | Control Laser Corporation (Orlando, FL)<br>Common Stock - 840,277 shs. (42.3%)  | 10-10-80 |
| Occidental Petroleum Corp.,<br>Parent<br>Occidental Oil & Gas Corp.<br>OPI Holding Corp.   | Crestmont Oil & Gas Company (San Marino, CA)<br>Common Stock - 831,772 shs. (24.3%)<br>(Occidental Oil has entered into a Stock<br>Purchase Agreement to acquire above shares.) | 10-10-80 |
| * Richard M. Cohen<br>Sam Nassi<br>Gerald Rubin<br>Michael Nichter   | Emersons, Ltd. (Rockville, MD)<br>Common Stock - 4,224,496 shs. (71.53%)<br>on exercise of options  | 10-10-80 |
| Vitol Trading Beheer, B.V.<br>(Netherlands)<br>Vitol Trading Trust, N.V.<br>(Netherlands Antilles),<br>Parent  | Excel Energy Corporation (Denver, CO)<br>Common Stock - 2,035,000 shs. (26.1%)  | 10-10-80 |
| Dr. Hussein M. Alamoudi<br>(Saudi Arabia)  | Fashion Two Twenty, Inc. (Aurora, OH)<br>Common Stock - 504,523 shs. (36.7%)  | 10-10-80 |
| Goldman, Sachs & Co.   | Ernest W. Hahn, Inc. (El Segundo, CA)<br>Common Stock - 266,338 shs.  | 10-10-80 |
| * First City Financial<br>Corporation Ltd. (Canada)  | Kaufman and Broad, Inc. (Los Angeles, CA)<br>Common Stock - 1,231,500 shs. (10.39%)   | 10-10-80 |
| * TBK Partners, Ltd.   | Kewaunee Scientific Equipment Corp. (Statesville,<br>NC)<br>Common Stock - 11,614 shs.  | 10-10-80 |
| Oilgear Salaries Savings Plan  | Oilgear Company (Milwaukee, WI)<br>Common Stock - 52,996 shs.   | 10-10-80 |
| Associated Madison Companies,<br>Inc., Parent<br>Beneficial National Life<br>Insurance Co.   | RLI Corp. (Peoria, IL)<br>Common Stock - 135,000 shs.   | 10-10-80 |

## ACQUISITION REPORTS CONT.

|   |  |          |
|---|--|----------|
| * Warner Communications Inc.  | Reliance Group, Inc. (NYC)<br>\$2.60 Series C Preferred Stock - 180,600 shs.   | 10-10-80 |
| Real O. Roy   | Royal Business Forms, Inc. (Nashua, NH)<br>Common Stock - 100 shs.<br>Common Stock - 224,311 shs. (30.7%)<br>on exercise of options  | 10-10-80 |
| * Drexel Burnham Lambert Inc.<br>Drexel Burnham Lambert Group,<br>Inc.  | Seaboard World Airlines, Inc. (Jamaica, NY)<br>Common Stock - 594,200 shs.   | 10-10-80 |
| * Care Corporation<br>Philip de Journo<br>John D. Donnelly, Jr.<br>John D. Bower, et al                                 | Treadway Companies, Inc. (Paterson, NJ)<br>Common Stock - 485,689 shs. (32.74%)  | 10-10-80 |
| Philip Malouf (Canada)<br>Lily Malouf (Canada)<br>Peter Malouf (Canada)<br>Asbestos Lloyd Mines Ltd.<br>(Canada), et al | United Asbestos Inc. (Montreal, Que., Canada)<br>Common Stock - 520,413 shs.   | 10-10-80 |
| Christoph Securities, Inc.<br>Amended Pension Plan and<br>Trust   | United Savings Life Insurance Co. (Hinsdale, IL)<br>Common Stock - 62,644 shs.   | 10-10-80 |
| Bernard Mitchell  | Advent Corporation (Cambridge, MA)<br>Common Stock - 2,000 shs.<br>Common Stock - 122,960 shs.<br>on exercise of option<br>Common Stock - 20,000 shs.<br>on conversion of Debentures | 10-14-80 |
| * Sol Goldman   | Aegis Corporation (Coral Gables, FL)<br>Common Stock - 753,400 shs.  | 10-14-80 |

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