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RULES AND RELATED MATTERS

VALUATION OF DEBT INSTRUMENTS AND COMPUTATION OF CURRENT PRICE PER SHARE BY CERTAIN OPEN-END INVESTMENT COMPANIES (MONEY MARKET FUNDS)

The Commission is proposing for public comment Rule 2a-7 under the Investment Company Act of 1940. The proposed rule would permit money market funds, subject to certain conditions, to use the amortized cost method of valuation of their portfolio securities or the penny-rounding method to compute their current price per share. Comments should be submitted, along with three copies thereof, on or before April 5, to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, Washington, DC 20549, and should refer to File No. S7-920. All comments will be available for public inspection at the Commission's Public Reference Room. (Rel. IC-12206)

FOR FURTHER INFORMATION CONTACT: Arthur J. Brown at (202) 272-2048 or
Cathy G. Douglas at (202) 272-2024

ADOPTION OF FINAL DEFINITIONS OF "SMALL BUSINESS" AND "SMALL ORGANIZATION" FOR PURPOSES OF THE REGULATORY FLEXIBILITY ACT

The Commission has adopted final definitions of the terms "small business" and "small organization" as those terms will be used in connection with future Commission rule-making proceedings under the Securities Act of 1933, the Securities Exchange Act of 1934, the Public Utility Holding Company Act of 1935, the Trust Indenture Act of 1939, the Investment Company Act of 1940 and the Investment Advisers Act of 1940 regarding disclosure, reporting and regulatory requirements applicable to business concerns and other organizations which are subject to these statutes. The definitions are being adopted specifically for purposes of the Regulatory Flexibility Act, which requires the Commission to consider the impact of its regulations on small entities. (Rel. 33-6380)

FOR FURTHER INFORMATION CONTACT: Ann Stansbury at (202) 272-2427

CIVIL PROCEEDINGS

JERRY O. THOMAS, OTHERS PERMANENTLY ENJOINED

The Fort Worth Regional Office announced that on January 14 the Honorable Eldon B. Mahon of the U.S. District Court for the Northern District of Texas, in Fort Worth, entered an order permanently enjoining Jerry O. Thomas, Texas Energy Marketing, Inc. (T.E.M.), Jerry Oil Company, J.E.F. Resources, Inc., and El Dorado Drilling Company, all of Fort Worth. The order permanently enjoined each defendant from further violations of the registration and antifraud provisions of the securities laws. In addition, the Court appointed a receiver for each of the corporate defendants, ordered that certain of Thomas' assets be transferred to T.E.M., and ordered a ten-day freeze on Thomas' personal assets. Each of the defendants consented to the Order of Permanent Injunction and ancillary relief without admitting or denying the allegations contained in the Commission's complaint.

The complaint, which was also filed on January 14, alleged that Thomas was the president and sole stockholder of each of the defendant corporations. In addition, the complaint alleged that the defendants violated the registration provisions of the securities laws by raising in excess of \$6,850,000 from 385 investors in 23 states, through the offer and sale of unregistered securities in the form of fractional undivided interests in oil and gas wells. The complaint further alleged

that, in connection with the offer and sale of those securities, the defendants violated the antifraud provisions of the securities laws by making material misrepresentations and omitting to state material facts concerning, among other things, the projected return on investment that investors would receive, the risk factors involved in investing in oil and gas properties, and the production and completion status of certain wells. (SEC v. Jerry O. Thomas, et al., CA 4 82-11E; N.D. Tex., Fort Worth Div.). (LR-9565)

INVESTMENT COMPANY ACT RELEASES

AXE-HOUGHTON MONEY MARKET FUND, INC.

A notice has been issued giving interested persons until February 23 to request a hearing on an application filed by Axe-Houghton Money Market Fund, Inc., registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, for an order, pursuant to Section 6(c) of the Act, exempting it from provisions of Section 2(a)(41) of the Act and Rules 2a-4 and 22c-1 thereunder to the extent necessary to permit it to use the amortized cost valuation method for the purposes of pricing its shares for sale, redemption and repurchase, subject to specific conditions. (Rel. IC-12195 - Jan. 28)

FUNDAMERICA OF JAPAN, INC.

A notice has been issued giving interested persons until February 23 to request a hearing on an application by Fundamerica of Japan, Inc. (Applicant), registered under the Investment Company Act of 1940 as an open-end, diversified, management investment company, pursuant to Section 8(f) of the Act, for an order declaring that Applicant has ceased to be an investment company. (Rel. IC-12196 - Jan. 28)

FIRST AMERICAN MONEY FUND, INC.

A notice has been issued giving interested persons until February 23 to request a hearing on the application of First American Money Fund, Inc. (Applicant), for an order of exemption from Section 2(a)(41) of the Investment Company Act of 1940 and Rules 2a-4 and 22c-1 thereunder to the extent necessary to permit Applicant to compute its net asset value per share using the amortized cost method of valuation. (Rel. IC-12197 - Jan. 28)

PHOENIX FUND, INC., OTHERS

Orders have been issued, pursuant to Section 8(f) of the Investment Company Act of 1940, declaring that Phoenix Fund, Inc.; Shareholders' Trust of Boston; Phoenix Capital Fund, Inc.; Chase Special Fund of Boston, Inc.; Chase Frontier Capital Fund of Boston, Inc. have ceased to be investment companies as defined by the Act. (Rel. IC-12198, IC-12199, IC-12200, IC-12201 and IC-12202 - Jan. 28)

HOLDING COMPANY ACT RELEASES

APPALACHIAN POWER COMPANY

A notice has been issued giving interested persons until March 3 to request a hearing on a proposal by Appalachian Power Company, subsidiary of American Electric Power Company, Inc., to issue and sell up to \$60 million of first mortgage bonds, and up to 1,200,000 shares of no par preferred stock. (Rel. 35-22374 - Jan. 29)

NEW ENGLAND ELECTRIC SYSTEM

A notice has been issued giving interested persons until March 1 to request a hearing on a proposal by New England Electric System, a registered holding company, to amend its Agreement and Declaration of Trust regarding preemptive rights and to solicit proxies in connection therewith. (Rel. 35-22375 - Jan. 29)

THE NARRAGANSETT ELECTRIC COMPANY

An order has been issued authorizing Narragansett Electric Company, subsidiary of New England Electric System, to issue and sell at competitive bidding up to \$20 million of first mortgage bonds. The proceeds will be used by Narragansett to finance its business, including retirement, in part, of two bond series aggregating \$21,900,000 and payment of short term debt. (Rel. 35-22376 - Jan. 29)

SELF-REGULATORY ORGANIZATIONS

APPROVAL OF PROPOSED RULE CHANGE

The Commission has approved a proposed rule change filed by the Chicago Board Options Exchange, Incorporated (SR-CBOE-81-5) which expands the definition of a "combination order" to include any order involving the same number of puts and calls in the same underlying security. Under CBOE rule such orders are not required to yield priority to bids or offers on the limit order book that are no better than the bids or offers comprising the combination order. (Rel. 34-18458)

TRUST INDENTURE ACT RELEASES

RCA CORPORATION

A notice has been issued giving interested persons until February 22 to request a hearing on an application by RCA Corporation for a determination by the Commission that Morgan Guaranty Trust Company of New York should not be deemed to have a conflicting interest within the meaning of Section 310(b) of the Trust Indenture Act of 1939, which would disqualify it from acting as Trustee under a certain indenture, as a result of acting as Trustee under an unqualified indenture dated January 14, 1982 governing \$75 million of 15-1/2% guaranteed notes, due January 15, 1987 which were sold by RCA Overseas Finance N.V. and RCA Overseas Finance B.V. in a "foreign offering." (Rel. TI-694)

SECURITIES ACT REGISTRATIONS

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-8) BAKER INTERNATIONAL CORPORATION, 500 City Parkway West, Orange, CA 92668 (714) 634-2333 - 5,859,955 shares of common stock. (File 2-75847 - Jan. 28) (Br. 3)
- (S-1) HOME HEALTH CARE OF AMERICA, INC., 2871 South Pullman St., Santa Ana, CA 92705 - 1,274,000 shares of common stock. Underwriters: Alex. Brown & Sons and Robertson, Colman, Stephens & Woodman. The company provides specialized medical services and products at home to chronically ill patients. (File 2-75848 - Jan. 28) (Br. 6 - New Issue)
- (S-15) HERMAN MILLER, INC., 8500 Byron Rd., Zeeland, MI 49464 (616) 772-3300 - 100,000 shares of common stock. (File 2-75849 - Jan. 28) (Br. 6)
- (S-8) SERVICEMASTER INDUSTRIES INC., 2300 Warrenville Rd., Downers Grove, IL 60515 (312) 964-1300 - shares of common stock under the Profit Sharing Plan and the Stock Purchase Plan. (File 2-75851 - Jan. 28) (Br. 5)
- (S-16) NATIONAL CONVENIENCE STORES INCORPORATED, 3200 Travis St., Houston, TX 77006 (713) 529-5711 - 1,000,000 shares of common stock. Underwriter: Merrill Lynch White Weld Capital Markets Group. The company operates 950 specialty convenience stores. (File 2-75854 - Jan. 28) (Br. 2)
- (S-1) HAVNANIAN ENTERPRISES, INC., 10 Route 35, Red Bank, NJ 07701 (201) 747-7800 - \$30 million of 8 senior subordinated debentures, due February 15, 2002. Underwriter: Drexel Burnham Lambert Incorporated. The company designs, constructs and sells multi-family attached condominiums and townhouses. (File 2-75855 - Jan. 28) (Br. 5 - New Issue)
- (S-16) THE DETROIT EDISON COMPANY, 2000 Second Ave., Detroit, MI 48226 (313) 237-8000 - 4,250,000 shares of common stock. Underwriter: Morgan Stanley & Co. Incorporated. The company is engaged in the generation, purchase, transmission, distribution and sale of electric energy. (File 2-75856 - Jan. 29) (Br. 8)

- (S-16) ENTEX, INC., 1200 Milam, Houston, TX 77002 (713) 654-5100 - 500,000 shares of common stock. (File 2-75857 - Jan. 29) (Br. 7)
- (S-6) NUVEEN TAX-EXEMPT BOND FUND, SERIES 203, 209 South La Salle St., Chicago, IL 60604 - an indefinite number of units. Depositor: John Nuveen & Co. Incorporated. (File 2-75858 - Jan. 28) (Br. 18 - New Issue)
- (S-8) ANDROS ANALYZERS INCORPORATED, 2332 Fourth St., Berkeley, CA 94710 (415) 849-1377 - 200,000 shares of common stock. (File 2-75859 - Jan. 29) (Br. 8)
- (S-8) IMPELL CORPORATION, 220 Montgomery St., San Francisco, CA 94104 (415) 421-2288 - 590,481 shares of common stock. (File 2-75860 - Jan. 29) (Br. 9)
- (S-14) ARIZONA BANCWEST CORPORATION, 101 North First Ave., Phoenix, AZ 85003 (602) 262-2000 - 7,250,000 shares of common stock. (File 2-75861 - Jan. 29) (Br. 2 - New Issue)
- (S-15) REPUBLIC OF TEXAS CORPORATION, 1800 RepublicBank Dallas Bldg., Dallas, TX 75201 (214) 653-5031 - 101,408 shares of common stock. (File 2-75862 - Jan. 29) (Br. 2)
- (N-1) PUTNAM HEALTH SCIENCES TRUST, One Post Office Sq., Boston, MA 02109 (617) 292-1000 - an indefinite number or amount of shares of beneficial interest. (File 2-75863 - Jan. 29) (Br. 18 - New Issue)
- (S-14) USS HOLDINGS COMPANY AND UNITED STATES STEEL CORPORATION, 600 Grant St., Pittsburgh, PA 15230 (412) 433-1121 - \$2,868,930,600 of 12-1/2% guaranteed notes, due 1994. (File 2-75865 - Jan. 29) (Br. 6 - New Issue)
- (S-1) INDEPENDENT COMMUNITY BANKS, INC., 1699 Periwinkle Way, Sanibel, FL 33957 - 215,943 shares of common stock. (File 2-75871 - Jan. 29) (Br. 1 - New Issue)
- (S-8) ELECTRONIC DATA SYSTEMS CORPORATION, 7171 Forest Lane, Dallas, TX 75230 (214) 661-6000 - 3,000,000 shares of common stock. (File 2-75872 - Jan. 29) (Br. 9)
- (S-8) FLAME INDUSTRIES, INC., 122 Columbia Court North, Chaska, MN 55318 (612) 448-5250 - 50,000 shares of common stock. (File 2-75873 - Jan. 29) (Br. 3)

REGISTRATIONS WITHDRAWN

Jan. 26: Crocker National Bank, 2-70249 (Abandoned)

Jan. 27: Bankamerica Realty Investors, 2-73925; Polymer Recovery Systems, 2-74400.