

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



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FOR RELEASE September 28, 1960

ANDERSEN LABORATORIES FILES FOR OFFERING AND SECONDARY. Andersen Laboratories, Incorporated, 501 New Park Ave., West Hartford, Conn., today filed a registration statement (File 2-1/108) with the SEC seeking registration of 150,000 shares of common stock, of which 40,000 shares are to be offered for public sale by the company and 110,000 shares, being outstanding stock, by the present holders thereof. The public offering price and underwriting terms are to be supplied by amendment. Putnam & Co. is listed as the principal underwriter. Two of the underwriters have agreed to purchase from the company, for \$500, five-year warrants for the purchase of an aggregate of 5,000 common shares at the public offering price.

The company designs, manufactures and sells high precision delay lines which act as data storage elements in various circuits. Of the net proceeds of its sale of additional stock, \$32,000 will be applied to the payment of indebtedness to two stockholders and \$50,000 to acquire new test equipment and machine tools in connection with the company's program of further developing its delay line business. The balance of the proceeds will be added to working capital to finance the company's increasing volume of business.

The company now has outstanding 352,650 shares of common stock, of which Oliver R. Grace, board chairman, owns 81,000 shares (22.6%), Francis E. Baker, Jr., president, 35,475, and Walter M. A. Andersen, vice president, 64,575. The latter proposes to sell 15,000 shares; and the Bank of Bermuda, Ltd., of Hamilton, Bermuda, proposes to sell 95,000 of its holdings of 159,750 shares.

ZURN INDUSTRIES FILES FOR OFFERING AND SECONDARY. Zurn Industries, Inc., 2214 West 8th Street, Erie, Pa., filed a registration statement (File 2-1/109) with the SEC on September 27, 1960, seeking registration of 200,000 shares of common stock, of which 100,000 shares are to be offered for public sale by the company and 100,000 shares, being outstanding stock, by the present holders thereof. Lee Higginson Corporation is listed as the principle underwriter. The public offering price and underwriting terms are to be supplied by amendment.

The company is principally engaged in the design, development, manufacture and sale of (a) mechanical power transmission equipment used in nuclear powered submarines, electric generating plants, aircraft, helicopter and missile drives and numerous other industrial applications, (b) hydro-mechanical piping equipment for industrial, commercial, institutional and residential buildings, and (c) industrial pipe line straining mechanisms. The net proceeds from the company's sale of additional stock will be added initially to the company's general funds. It expects to use one-half of such amount for new machine tools and other equipment in connection with its program to provide expanded production capacity for its Mechanical Power Transmission Division, including the completion of construction in 1961 of an addition to its present facilities at a cost of \$100,000. The remainder of the proceeds will be used to retire short-term seasonal bank borrowings, for increased working capital and for accelerated research and development programs.

In addition to certain indebtedness, the company has outstanding 6,027 shares of 6% preferred stock and 701,640 shares of common stock, of which latter Melvin A. Zurn, chairman, and Everett F. Zurn, president, own 280,120 shares each and propose to sell 50,000 shares each.

TELEX FILES FOR OFFERING AND SECONDARY. Telex, Inc., 2615 First National Bank Building, Minneapolis, filed a registration statement (File 2-17110) with the SEC on September 27, 1960, seeking registration of 196,000 shares of common stock, of which 125,000 shares are to be offered by Telex for subscription by holders of its outstanding common at the rate of one new share for each five shares held. The record date, subscription price and underwriting terms are to be supplied by amendment. Lee Higginson Corporation is listed as the principal underwriter. (The exact amount of shares to be offered by the company and certain shareholders referred to below is to be supplied by amendment.)

According to the prospectus, a group of Minneapolis and St. Paul businessmen purchased 98% of the outstanding stock of Telex in February 1959, prior to which the company had engaged in the manufacture of hearing aids, audiometers and electronic equipment. Thereafter, a new Data Processing Division was formed. In January 1960, Telex exchanged 53,417 of its common shares for the assets of Ballastran Corporation of Fort Wayne, Ind., which is engaged in the design and manufacture of specialty transformers; and in June 1960 Telex acquired all the outstanding stock of Ameco Inc., of Mankato, Minn., which engages in the design and manufacture of relays and time switches, for the purchase price of \$1,525,000 in cash and 9,000 common shares. In October 1960, Telex will

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For further details, call WOrth 3-5526

being sold by Itek Corporation, 6,190, Rockefeller, 6,846, and William A. M. Burden & Co., 4,604. Itek also may sell the 55,310 balance of its holdings from time to time in the future.

SIMPLEX WIRE AND CABLE FILES FOR SECONDARY. Simplex Wire and Cable Company, 79 Sidney St., Cambridge, Mass., today filed a registration statement (File 2-17119) with the SEC seeking registration of 118,000 outstanding shares of its capital stock, to be offered for public sale through underwriters headed by Paine, Webber, Jackson & Curtis. The public offering price and underwriting terms are to be supplied by amendment.

The company manufactures insulated wire and cable for electrical purposes. It now has outstanding 752,250 shares of stock in addition to certain indebtedness. The selling stockholders, eleven in number, were formerly stockholders of Hitemp Wires, Inc., which was merged into the company on September 23, 1960, and they acquired the 118,000 shares, constituting 15.7% of the total outstanding stock of the company, as a result of that merger. The entire 118,000 shares are to be offered for public sale. The principal selling stockholders are Charles S. Corben, 25,500 shares; Robert K. Weitzen, 25,500; Leslie D. Staver, 19,500; and James B. Liberman, 12,375.

The prospectus lists Everett Morss as president. Members of the Morss family and/or trusts or estates for their benefit own 53% of the outstanding stock.

STRAUS-DUPARQUET FILES FOR OFFERING. Straus-Duparquet, Inc., 33 East 17th St., New York, today filed a registration statement (File 2-17118) with the SEC seeking registration of \$1,000,000 of 7% Convertible Subordinated Debentures due 1975, to be offered for public sale at 100% of principal amount through officials and employees of the company. The registration statement also covers 100,000 common shares issuable upon conversion of the debentures and 40,000 shares reserved for issuance under the company's employee stock options.

The company and its subsidiaries are engaged in the business of manufacturing, distributing and selling food service and kitchen equipment and supplies; in designing, manufacturing and equipping retail supermarkets with refrigeration equipment and display fixtures; in supplying furniture and furnishings to commercial and industrial establishments and public institutions; and in furnishing a complete engineering, design, decorating and furnishing service. In addition to certain indebtedness, the company now has outstanding 62,854 shares of preferred stock and 245,476 shares of common stock. All the preferred stock is owned by Grayson Equipment Company, whose outstanding stock is owned by Nathan Straus III, board chairman, Harry Greitzer, president, Conrad W. Robbins and Milton I. Schwartz, officers. Said preferred stock is pledged with Standard Financial Corporation, former parent of the company, as collateral for an indebtedness of Grayson to Standard in the amount of \$490,000. If a minimum of \$300,000 in subscriptions is received from the sale of debentures, the four named persons have agreed to make sufficient funds available to the company either as a loan secured by employees' subscriptions or otherwise, so that the company will be able to pay to Grayson at least \$490,000 in cash or such lesser amount as will enable Grayson to satisfy its obligation to Standard. To the extent the cash proceeds (including any loans as aforesaid) exceed the amount necessary to discharge Grayson's obligation to Standard but are less than the amount necessary to redeem all the outstanding preferred stock, Grayson has agreed that it will accept debentures at par from the company in exchange for the preferred at the redemption price of \$13.75 per share. In the event the net cash proceeds of this offering exceeds \$864,242, such excess will be added to the company's working capital and used for general corporate purposes.

Of the outstanding common stock of the company, 168,357 shares are held by Grayson Equipment.

SPEEDRY CHEMICAL PRODUCTS FILES FOR OFFERING AND SECONDARY. Speedry Chemical Products, Inc., 91-31 121st Street, Richmond Hill, N. Y., today filed a registration statement (File 2-17122) with the SEC seeking registration of \$2,000,000 of Subordinated Convertible Debentures due November 1975 and 60,000 outstanding shares of Class A common stock, the debentures to be offered for public sale by the issuing company and the Class A stock by Sidney N. Rosenthal, president. The interest rate on the debentures and the public offering price and underwriting terms on both issues are to be supplied by amendment. S. D. Fuller & Co. is listed as the principal underwriter.

The company was organized as the result of a consolidation in 1959 of Speedry Products, and Instandy Products, Inc. Rosenthal is its founder, president and principal stockholder. The company and its subsidiaries are engaged in the manufacture of special purpose inks and of brushpens, marking applicators and other devices used in the application of such inks; and it also manufactures and distributes chemically impregnated cloths. Net proceeds of the sale of the debentures will be used in part to retire a \$100,000 bank loan; and \$350,000 is to be used for expanding and converting the company's New York plants to fully automated operations, \$200,000 for expansion of production facilities and acquisition of automatic production equipment for its Albuquerque, N. M., plant, \$100,000 for the establishment of a new facility in Canada for the assembly and distribution of products, \$200,000 to increase manufacturing and national distribution facilities of the chemically impregnated cloths, \$250,000 for increased research and development, primarily in the field of special purpose inks and marketing devices, \$200,000 for additional capital to finance increased inventories and additional accounts receivable; and the balance for general corporate purposes.

The company now has outstanding 278,433 shares of Class A and 440,000 shares of Class B common stock. Rosenthal owns 60,000 shares of the Class A and 435,000 shares of the Class B stock; and he proposes to sell the 60,000 Class A shares. The company formerly was a licensee of Rosenthal in regard to certain patents and formulae, processes and methods relating to and applying to the manufacture of certain inks and implements for their use. In February 1960 it purchased from Rosenthal all the properties formerly licensed to it. Under the purchase agreement, the company shall pay to Rosenthal through 1974, an annual amount equal to 6% of the net sales up to \$3,000,000 of all products sold by the company which embody any of the assigned properties (pursuant to such agreement, Rosenthal received the sum of \$157,780 during the fiscal year ended June 30, 1960).

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TRADING SUSPENDED IN CONSOLIDATED DEVELOPMENT (CUBA) STOCK. The SEC has ordered the further suspension of trading in the common stock of Consolidated Development Corporation (formerly Consolidated Cuban Petroleum Corporation), of Havana, Cuba, on the American Stock Exchange and the over-the-counter market, for the ten-day period September 29 to October 8, 1960, inclusive. (Release 34-6377)

DETROIT EXCHANGE GRANTED UNLISTED TRADING. The SEC has issued an order (Release 34-6378) granting an application of the Detroit Stock Exchange for unlisted trading privileges in the common stock of Union-Bag-Camp Paper Corp.

UNITED GAS FILES FINANCING PROPOSAL. United Gas Corporation, 1525 Fairfield Ave., Shreveport, La., today filed a registration statement (File 2-17117) with the SEC seeking registration of \$30,000,000 of First Mortgage and Collateral Trust Bonds, due 1980, and \$30,000,000 of Sinking Fund Debentures due 1980, to be offered for public sale at competitive bidding.

The company owns all the outstanding securities of Union Producing Company and of United Gas Pipe Line Company. The three companies are engaged in the production, purchase, gathering, transportation, distribution, and sale of natural gas, and the production and sale of crude oil and other liquid hydrocarbons. Of the net proceeds of United's sale of bonds, \$25,000,000 will be applied to the purchase of a like amount of bonds of the Pipe Line Company. The latter will thereupon purchase and retire up to \$28,403,000 principal amount of its 4½% debentures due 1971 held by United. The balance of the proceeds of the sale of the bonds, together with monies received from the Pipe Line Company and the net proceeds of the sale of the debentures, will be added to United's general funds and will be used to repay \$60,000,000 of bank borrowings.

SAMPSON-MILLER ASSOCIATED COMPANIES FILES FOR OFFERING. Sampson-Miller Associated Companies, Inc., Route 80, Abers Creek Road, R.D. #1, Pitcairn, Pa., today filed a registration statement (File 2-17120) with the SEC, seeking registration of 150,000 shares of common stock, to be offered for public sale through a group of underwriters headed by Moore, Leonard & Lynch. The public offering price and underwriting terms are to be supplied by amendment. The company is also registering 18,250 warrants to be sold to the underwriters entitling them to purchase a like amount of common shares at \$11 per share.

The company's business comprises the construction and sale of houses, the sale of lumber and building materials, the development and sale of land, the rental of earth-moving and hauling equipment, and related activities, including the placing of insurance and mortgages. It operates principally within a radius of 30 miles of Pittsburgh. The net proceeds from the stock sale, together with a \$500,000 bank loan, will be used within the next 12 months as follows: \$800,000 to retire current bank indebtedness in the like amount; \$500,000 to develop acreage presently owned by the company; \$200,000 to finance the increased use of installment sales contracts; and the balance to finance the purchase of additional property.

Effective October 20, 1960, the company will reclassify its presently outstanding 100,998 shares of common stock into 302,994 shares of Class B common stock. In addition to certain indebtedness, the company will have outstanding the 302,994 shares of Class B common stock of which Stanley W. Sampson, president, Harold H. Sampson and Russell P. Miller, vice presidents, will own 110,998 shares each.

PADDINGTON CORP. FILES FOR SECONDARY. The Paddington Corporation, 630 Fifth Avenue, New York, today filed a registration statement (File 2-17121) with the SEC, seeking registration of 36,498 outstanding shares of common stock, to be offered for public sale by the present holders thereof through a group of underwriters headed by Lee Higginson Corp. and H. Hentz & Co. The public offering price will be related to the current market for outstanding shares at the time of offering; and the underwriting terms are to be supplied by amendment.

The company is engaged exclusively in selling alcoholic beverages under the brand name of Justerini & Brooks, Ltd. It has outstanding 242,760 shares of Class A common stock and 341,040 shares of Class B common. Charles Guttman, president, owns 36,598 shares of Class A common stock and 147,252 shares of Class B common stock, and Star Liquor Dealers, Inc. owns 46,174 shares of Class A common and 188,076 shares of Class B common stock. Guttman and the Stella and Charles Guttman Foundation (to which Guttman donated shares) propose to sell 33,498 and 3,000 shares respectively. The Foundation, to which Guttman recently donated the shares being sold by it, was organized by him in 1959.

NU-LINE INDUSTRIES FILES FOR OFFERING AND SECONDARY. Nu-Line Industries, Inc., 1015 South Sixth St., Minneapolis, Minn., today filed a registration statement (File 2-17123) with the SEC seeking registration of 200,000 shares of common stock, of which 175,000 shares are to be offered for public sale by the issuing company and 25,000 shares, being outstanding stock, by Arden D. Van Horssen, president. The public offering price and underwriting terms are to be supplied by amendment. Kalman & Company, Inc., is listed as the principal underwriter.

The company is engaged primarily in the design, manufacture and sale of coaxial and multi-pin electrical connectors, connector parts and allied items, which it supplies to the electronics industry. Of the net proceeds of its sale of additional stock, \$360,000 will be used to purchase various capital equipment; \$130,000 for research and development in the field of commercial connectors for television and high frequency radio systems and other new products; \$50,000 for sales development; and the balance for working capital.

In addition to certain indebtedness, the company has outstanding 356,834 shares of common stock, of which Van Horssen owns 307,525 shares and proposes to sell 25,000 shares. Of his holdings, 44,500 are subject to an option to purchase held by an officer of the company. An additional 20,000 shares are held by Mrs. Van Horssen as custodian for their children.

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EDWARDS INDUSTRIES FILES FOR OFFERING. Edwards Industries, Inc., 9518 S. W. Beaverton-Hillsdale Highway, Portland, Ore., filed a registration statement (File 2-17124) with the SEC on September 27, 1960, seeking registration of 100,000 shares of common stock, to be offered for public sale at \$4.50 per share through an underwriting group headed by Joseph Nadler & Co. Inc., for which a commission of 45¢ per share is to be paid. The underwriter also will receive \$12,500 for expenses; and present stockholders of the company have sold Joseph Nadler 15,250 shares at 50¢ per share, which shares also are included in the registration statement.

The company is engaged in the manufacture and sale of prefabricated building components, including kitchen cabinets and specialty items; in the distribution and local processing of glass used in homes, buildings and automobiles; in the servicing of automobiles, trucks and construction equipment; in the sale of Rambler cars and jeep vehicles; in the development of metropolitan and suburban land; and in the planning, construction, financing and sale of homes. Its primary activity is the construction of company staff designed homes on a mass production basis through the development of subdivisions in the Portland metropolitan area and adjacent counties. Net proceeds of this financing are estimated at \$362,500. Of this amount, \$50,000 will be used for the acquisition of additional land for future subdivision; \$150,000 will be used in combination with loan funds from insurance companies and others to provide interim mortgage financing of builders' loans covering construction of homes; \$60,000 for additional investments in franchise building companies; and the balance for working capital.

In addition to indebtedness, the company now has outstanding 196,250 shares of common stock, of which 34% is owned by Allen Carl Edwards, Sr., and 67% by management officials as a group.

duPONT, HOMSEY & COMPANY ENJOINED. The SEC Boston Regional Office announced September 26th (LR-1793) the entry of a Federal court order (USDC Mass.) permanently enjoining duPont, Homsey & Company and Anton E. Homsey, of Boston, from further unlawful hypothecations of customers securities.

HOWARD COLEMAN COMPANY ENJOINED. The SEC New York Regional Office announced September 27th (LR-1794) the entry of a Federal court order (USDC SDNY) permanently enjoining Howard Coleman, doing business as Howard Coleman Company, 111 Broadway, New York, from further violations of the anti-fraud provisions and net capital requirements of the Securities Exchange Act.

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