

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

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

(In ordering full text of Releases from Publications Unit, cite number)



Washington 25, D.C.

FOR RELEASE July 31, 1959

EMPIRE WAREHOUSES SEEKS TRUST INDENTURE QUALIFICATION

Empire Warehouses Corporation, 5153 Cottage Grove Ave., Chicago, filed an application (File 22-2621) with the SEC on July 29, 1959, seeking qualification under the Trust Indenture Act of 1939 of a trust indenture pursuant to which \$1,021,536 of Fifteen Year First Mortgage Bonds, due February 1, 1974, are to be issued. According to the application, the debentures are to be issued pursuant to a plan of reorganization which was confirmed by the U. S. District Court for the Northern District of Illinois, Eastern Division, by order entered November 5, 1958. The plan provides for the issuance to the holders of presently outstanding 6% Income First Mortgage Bonds of Empire Warehouses, Inc., for each \$100 principal amount of such bonds, (a) \$48 of the new first mortgage bonds, (b) one share of capital stock, and (c) one certificate of interest of the company.

SEC COMPLAINT CITES HOWARD MCKINNEY

The SEC Chicago Regional Office announced on July 24, 1959, the filing of a complaint (USDC, ND, Ind.) seeking to enjoin Howard W. McKinney, Gary, Ind., from the conduct of a further securities business in violation of the registration requirement of the Securities Exchange Act of 1934.

UNLISTED TRADING IN CORN PRODUCTS STOCK SOUGHT

The SEC has issued an order (Release 34-6030) giving interested persons until August 7, 1959, to request a hearing upon an application of the Cincinnati Stock Exchange for unlisted trading privileges in the Corn Products Company (Del.) common stock, which is listed and registered on the New York Stock Exchange.

UNLISTED TRADING GRANTED IN VANADIUM-ALLOYS STOCK

The SEC has issued an order (Release 34-6030) granting an application of the Pittsburgh Stock Exchange for unlisted trading privileges in the Vanadium-Alloys Steel Company common stock, which is listed and registered on the New York Stock Exchange.

TEN PIN BOWL OFFERING SUSPENDED

The SEC has issued an order temporarily suspending a Regulation A exemption from registration under the Securities Act of 1933 with respect to a public offering of stock by Ten Pin Bowl, Incorporated, 823 South Oakland St., Arlington, Va.

Regulation A provides a conditional exemption from registration under the Securities Act with respect to public offerings of securities not exceeding \$300,000 in amount. In a notification filed July 7, 1959, the company proposed the public offering of 20,000 shares of common stock at \$10 per share pursuant to such an exemption. The Commission's order asserts that certain terms and conditions of Regulation A were not complied with, that the company's offering circular is false and misleading in respect of certain material facts, and that by reason thereof, the offering of stock is being and would be made in violation of Section 17 (the anti-fraud provision) of the Securities Act. The order provides an opportunity for hearing, upon request, on the question whether the suspension should be vacated or made permanent.

The failure to comply with conditions of Regulation A resulted from the offering of shares and the publication of a written advertisement prior to the time permitted by the Regulation. The charge of false and misleading representations in the offering circular relates to a statement that the

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company has filed a registration statement with the Commission, the inclusion of appraisal values on its properties, and the projection of future income, future expenses, and future operating profits, as well as the failure to disclose information, as follows: a reasonably itemized statement of the proposed use of the proceeds of the stock sale; all material transactions between the promoters and management officials and the company and Tempins, Inc., its affiliate; terms of a construction contract with Tempins, Inc., for construction of a building to house the bowling facilities; litigation currently pending against the affiliate involving the property which is to house such facilities; and the financial statements of the issuer and its affiliate, as required.

JACKSON'S MINIT MARKETS PROPOSES RIGHTS OFFERING

Jackson's Minit Markets, Inc., 5165 Beach Blvd., Jacksonville, Fla., filed a registration statement (File 2-15410) with the SEC on July 30, 1959, seeking registration of 223,000 shares of common stock, to be offered for subscription by holders of outstanding common on the basis of one new share for each two shares held on August 28, 1959. The subscription price and underwriting terms are to be supplied by amendment. Pierce, Carrison, Wulbern, Inc., is listed as the principal underwriter.

The company operates a chain of grocery stores, consisting of twelve Minit Markets and five Sooper Markets, all located in Florida. It now has outstanding 446,000 shares of stock. Net proceeds of the sale of additional stock will be added to the general funds of the company used by it for the equipping and stocking of new stores and possibly for the construction of one or more new small stores (Minit Markets) prior to their sale to others and lease-back to the company.

NEW WEST AMULET MINES FILES FOR SECONDARY

New West Amulet Mines Limited, 244 Bay St., Toronto, Canada, filed a registration statement (File 2-15411) with the SEC on July 30, 1959, seeking registration of 200,000 outstanding shares of its capital stock, to be offered for public sale by the present holder thereof through Willis E. Burnside & Co., Inc., New York. The offering is to be made at a price related to the current market price of shares on the Canadian Stock Exchange at the time of offering, with a 10% commission to the underwriter.

According to the prospectus, the company has no operating history and its properties are in the exploratory stage with no known commercial ore bodies. Its activities to date have been devoted principally to the exploration for copper on property in Duprat Township, Quebec. It now has outstanding 3,401,851 shares of stock, of which 431,000 shares are owned by the selling stockholder, Lauran Holdings Limited, which is wholly-owned by William Graham Wood, company president. An aggregate of 733,137 shares are owned by officers and directors.

AMPAL-AMERICAN ISRAEL FILES FINANCING PROPOSAL

Ampal-American Israel Corporation, 17 East 71st St., New York, filed a registration statement (File 2-15412) with the SEC on July 30, 1959, seeking registration of \$3,000,000 of Five Year 5% Sinking Fund Debentures, Series C, 1964, and \$3,000,000 of Ten Year 6% Sinking Fund Debentures, Series B, 1969, to be offered for public sale by the company at 100% of their principal amount.

The company was organized in 1942 to develop trade between the U. S. and Israel and to participate in the economic development of Israel, principally in making funds available for commercial, banking, credit, industrial and agricultural and agricultural enterprises, cooperative and otherwise, concerned with the development of Israel. It has been serving these objectives through financing existing agencies in and relating to Israel. In 1956 it and another company organized The Israel American Industrial Development Bank Limited for the purpose of granting medium and long term credits to industries in Israel.

The primary purpose of this financing is to obtain, and make available, funds for the development and expansion of agricultural, industrial and commercial enterprises in Israel. Substantial funds have been used to meet the sinking fund requirements of presently outstanding issues of debentures, as well as for the repurchase of large amounts of such debentures for redemption. In the past funds have been made available to enterprises engaged in housing, agriculture, manufacturing of chemicals and fertilizers, foods, tires, shipping, oil drilling, water works and irrigation, automotive transportation, fish canning, wallboard manufacturing and others; and it is expected that the proceeds derived from the sale of the new debentures will be made available to enterprises engaged in similar activities basic to the Israel economy.

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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 2-15413) with the SEC seeking registration of 218,333 shares of Class A stock, of which 51,667 shares are to be offered for public sale for the accounting of the issuing company and 166,666 shares, representing outstanding stock, by the present holder thereof, Sidney N. Rosenthal, president. S. D. Fuller & Co. is listed as the principal underwriter. The public offering price and underwriting terms are to be supplied by amendment. Fuller & Co. is entitled to purchase, for \$420, 5-year warrants for the purchase of an additional 42,000 Class A shares, at a price to be supplied by amendment; and warrants for an additional 5,000 shares are being sold to Maxwell J. Mangold, plus \$7,200 as a finder's fee (of which latter amount \$4,523 is payable by Rosenthal).

Speedry Chemical is a new corporation resulting from the consolidation on July 24, 1959, of Speedry Products, Inc., and Instandry Products, Inc.; and it has three subsidiaries which were formerly affiliated with the predecessor companies. Rosenthal is the president of the company, its founder and the owner of all its 166,666 Class A and 500,000 Class B shares. The company and its subsidiaries manufacture and sell special purpose inks which are instant drying, indelible, water-proof and smearproof; and it also manufactures brushpens, markers, and other devices used in the application of such inks. Of the net proceeds of the company's sale of additional stock, it plans to spend about \$85,000 to install machinery, equipment and material in Chicago in order to commence manufacturing and assembling its products there for distribution throughout the midwestern states; \$100,000 to establish a plant in England for the purpose of manufacturing and assembling its products for the European, as well as the English, markets; and the balance for general corporate purposes.

PACIFIC GAS & ELECTRIC PROPOSES BOND OFFERING

Pacific Gas & Electric Company, 245 Market St., San Francisco, today filed a registration statement (File 2-15414) with the SEC seeking registration of \$65,000,000 of First and Refunding Mortgage Bonds, Series EE, due June 1, 1991, to be offered for public sale at competitive bidding.

Net proceeds of the sale of bonds will be applied toward the cost of property additions and improvements, including the retirement of \$36,500,000 of short term bank loans obtained for temporary financing of such cost. Construction expenditures for the six months ended June 30, 1959, amounted to about \$81,657,000; and it is estimated they will approximate \$156,000,000 for the full year 1959 and \$152,000,000 for 1960.

UNITED AIR LINES FILES STOCK PLAN

United Air Lines, Inc., 5959 South Cicero Avenue, Chicago, today filed a registration statement (File 2-15415) with the SEC seeking registration of 2,048 shares of its common stock, \$10 par value, to be offered for purchase at a price of \$35.24 per share by Key management personnel pursuant to options granted to them on December 5, 1955, under the company's restricted stock option plan. The options expire December 31, 1959.

JACOBS CO. HEARING POSTPONED

The SEC today announced (Release 34-6031) a further postponement to September 8, 1959, of the hearing in proceedings to determine whether to delist the common stock of F. L. Jacobs Co. from the New York Stock Exchange, debtor in corporate reorganization proceedings pursuant to Chapter X of the Bankruptcy Act pending in the United States District Court in Detroit. Counsel for the Trustees of the debtor requested the postponement in order that the audit of the debtor's books and records may be completed prior to the hearing.

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