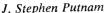
newsletter

NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC. . 1735 K STREET N.W. . WASHINGTON, D.C. 20006

Vol. XXXVIII No. 3 December 1978

PUTNAM, WING, HAMBRECHT 1979 BOARD OFFICERS







John A. Wing



William R. Hambrecht

J. Stephen Putnam, President of F. L. Putnam & Company, Inc. of Boston, was elected 1979 Chairman of the NASD Board of Governors at the Board's November meeting in Washington.

John A. Wing, President of A. G. Becker Incorporated of Chicago, was elected Vice Chairman.

William R. Hambrecht, General Partner of Hambrecht & Quist in San Francisco, has been named Vice Chairman-Finance.

Mr. Putnam during 1978 was Chairman of the NASD's National Business Conduct Committee and a member of the Executive, Automation, Information, NASDAQ and National Market System Securities Qualifications Committees. In 1976, he was Chairman of the District No. 13 Committee. He has also been Chairman of the Board of Governors of the Boston Stock Exchange.

Mr. Wing in 1978 served on the NASD's Executive Committee and on the Board of Directors of NASDAQ, Inc. He has been a Governor of the Chicago Board Options Exchange and the Midwest Stock Exchange.

Mr. Hambrecht has been Chairman of the NASD's Committee on Small Business Financing and a Director of NASDAQ, Inc. He has served on the Association's Finance, Corporate Financing, NASDAQ and National Market System Securities Qualifications Committees.

Outgoing NASD Board officers are Chairman David W. Mesker, Corporate Vice President of A. G. Edwards & Sons, Inc. of St. Louis, Vice Chairman John R. Winsor, Executive Vice President of Piper, Jaffray & Hopwood Incorporated of Minneapolis and Vice Chairman-Finance Wayne G. Skaggs, President of American General Capital Companies of Houston.

KEEGAN, BERL LEAD NBCC

Governor James F. Keegan, Executive Vice President of Morgan, Keegan & Company in Memphis, will be the Chairman of the NASD's National Business Conduct Committee in 1979, and Governor John D. Berl, Senior Vice President of Sutro & Co., Incorporated in Los Angeles will be the Committee's Vice Chairman. Both men were 1978 members of the NBCC, which reviews all District Business Conduct Committee disciplinary actions and submits its findings to the NASD Board for approval.

Mr. Keegan has been Chairman of the District No. 5 Committee, Chairman of the National Market System Trading Committee and a member of the NASDAQ and Uniform Practice Committees.

Mr. Berl has been Co-Chairman of the District No. 2 Committee and a member of the Committee on Qualifications.



Governor-at-Large James J. Mc-Cormack is Vice President/Personal Annuities and Pensions of the Metropolitan Life Insurance Company in New York City. Mr. McCormack has served on the NASD's Qualifications and Variable Contracts Committees, and has been associated with Metropolitan Life for nearly 24 years.



Governor-at-Large Williamson S. Stuckey, Jr. was Congressman from Georgia from 1967 to 1977, and served on the Subcommittee on Consumer Protection and Finance and the Subcommittee on Oversight and Investigations. He is currently Chairman of the Boards of Atlantis, Inc. and Interstate Dairy Queen, Inc.



Edward S. Arnold, Vice President/ Investments of Paine, Webber, Jackson & Curtis Incorporated in Palo Alto, California, was elected to the Board from District No. 2. He has been Chairman of the District No. 2 Committee, and is a former Mayor and member of the city council of Palo Alto.



L. C. Petersen, President of Kirkpatrick, Pettis, Smith, Polian, Inc. in Omaha, is the new representative of District No. 4, where he has been Vice Chairman of the District Committee. Mr. Petersen serves on the Executive Committee of the Mid-Continental District of the Securities Industry Association.



William B. Madden, Senior Vice President of Schneider, Bernet & Hickman, Inc. in Dallas, succeeds outgoing Vice Chairman-Finance Wayne G. Skaggs as the representative of District No. 6. Mr. Madden has been both Vice Chairman and Chairman of the District No. 6 Committee, and is active with the Dallas Security Dealers.



James F. Wade, Chairman of Julien Collins & Company in Chicago, is a new Governor from District No. 8, replacing retiring Vice Chairman John R. Winsor. Mr. Wade has been Chairman of the District No. 8 Committee and a Governor of the Midwest Stock Exchange and the Chicago Board of Trade Clearing Corporation.



Mason T. New, General Partner and Chairman of the Executive Committee of Branch, Cabell & Company in Richmond, was elected to the NASD Board from District No. 10, whose District Committee he has headed. He succeeds Governor N. Clark Moran, Partner of Baker, Watts & Co. in Baltimore.



Andrew M. Blum, Partner of L. F. Rothschild, Unterberg, Towbin in New York City, is a new Governor from District No. 12. Mr. Blum has been Chairman of the District No. 12 Committee, and a member of the Association's Committee on Corporate Financing.



W. Lincoln Mossop, Jr., Partner of Barrett & Company in Providence, joins the NASD Board from District No. 13, on whose Committee he served for three years. Mr. Mossop succeeds outgoing Governor Walter F. Schnabel, Vice President of E. F. Hutton & Co., Inc. in Rochester.

INSIDE COUTE PROPOSAL. LPPOUMED BY WALL SOART

The NASD Board of Governors at its November meeting decided to advise the SEC of its accord with the Commission's proposed requirement for the display of the best bid and offer (i.e. the inside market) for NASDAQ securities. The requirement was contained in the Commission's proposed Rule 11Ac1-2, which also deals with the display of information about listed securities.

With regard to the display of inside quotations on NASDAQ securities, the Board adopted the following resolution.

"Since this Board feels the role of the NASD is to serve the needs of investors, brokers, dealers and issuers in the over-the-counter market, and further that the role of NASDAQ is to provide appropriate and timely information, we feel that the NASD should support the publication of inside quotations as envisioned in SEC Release No. 34-15251. In making this recommendation, we are mindful of the major impact that this may have on the over-the-counter marketplace and feel that its impact should be evaluated before other major changes are implemented."

Views on Listed Securities

The NASD Board also took the following positions on provisions of proposed Rule 11Ac1-2 regarding listed securities:

- The Board opposed prohibiting vendors from displaying on interrogation devices the market of execution for last sale transactions reported to the Consolidated Tape. The Board regards the market in which a specific transaction has been executed as useful information for both broker/dealers and investors, and believes that vendors should be given the latitude to display such information or not, depending on the requirements of their customers.
- The Board opposed establishing by SEC rule a formula for determining a consolidated best quotation to be provided by vendors and recommended that the securities industry arrive at an appropriate formula through experience.
- The Board supported prohibiting a vendor from excluding quotation information from any market center in its display of consolidated quotations, and re-affirmed its previously expressed view that the display of quotation information should include all market centers on a non-discriminatory basis.
- The Board opposed a requirement for vendors to include a display of the best bid and offer in a quotation montage. The Board feels that a separate best bid and offer display is not necessary on the same display in which all of the quotations are already individually listed.

PUBLIC OFFERINGS . . . filed with the Association for the first three quarters of 1978 totalled 739 and their gross dollar volume was \$13.6 billion. Comparable

figures for 1977 were 627 and \$11.2 billion.

MARKET SURVEILLANCE . . . reported 146 quote halts in the first three quarters of 1978, largely due to acquisition and merger activity and tender offers.

NASD MEMBERSHIP . . . rose to 2,806 firms at the end of October, up 34 firms for the year. Resignations from membership have slowed. New members are largely introducing firms.

NASDAQ REFUND . . . to Level 1, 2 and 3 subscribers of 10% of their billings for Fiscal Year 1978 was announced by NASDAQ, Inc. Refund checks or credit notices will be received in December.

LEVEL 1 TERMINALS... reached a record number of 38,800 in early November, up from 35,100 at the start of 1978.

LAST SALE INFORMATION... on listed securities. became available at no additional charge on Level 2 and Level 3 CQS terminals in mid-October, following display of firm CQS quotes and size in August.

UPGRADING OF CONCENTRATORS . . . for the NASDAQ System is underway and should shorten response time, increase reliability and augment System capacity to add new services.

NASD EXAMINATION OF EXCHANGE MEMBER FIRMS . . . (Boston, Cincinnati, Midwest and Pacific) was approved by the SEC on a provisional basis, following Commission scrutiny of NASD agreements with the four exchanges. This program should save more than 200 dual members of the Association and these exchanges considerable time and paperwork.

MUNICIPAL SECURITIES RR QUALIFICATION EXAMINATION... began to be administered by the NASD in November, to employees of broker/dealer firms and banks. An estimated 1,000 such RRs are required to take the test within 6 months.

A UNIFORM STATE LAW EXAMINATION... has been approved by the North American Securities Administrators Association. Many states now have separate examinations, which Registered Representatives must pass before they can sell securities to persons living in those states. After the states have approved the uniform examination, which may be by January 1, 1979, RRs will be able to satisfy their requirements by taking a single test.

SEC MODIFIES CORPORATE GOVERNANCE PROPOSALS AFTER NASD AND OTHER COMMENTS

The SEC in November adopted changes in its proxy rules, which were modified from the Commission's prior proposals as a result of comment letters from the NASD and many other entities.

The most controversial proposal dropped by the Commission was one which would have required proxy statements to label corporate board nominees as either "management", "affiliated non-management" or "independent". On this issue, the NASD comment letter in September had specifically said:

"The Association questions in Item 6(a)6 of Schedule 14A the definition of an investment banker sitting on the board of an issuer as an 'affiliated non-management director.' The term 'affiliated' under federal securities laws indicates an element of control and lack of independence for such directors which is inappropriate in this context. While a continuing relation exists between investment bankers and corporate issuers, this relation essentially involves neither control nor ownership that is ordinarily attributed to affiliation."

Another proposal dropped by the Commission would have required institutions to indicate how they voted securities in their charge. Here the NASD letter had commented:

"The Association has particular reservations regarding proposed Rule 14a-3(b)(11). That rule would require institutions, including broker/dealers and their parent holding companies, to set forth in annual reports to their shareholders those policies and procedures utilized with respect to voting securities held for the accounts of others and in their own accounts. It is our opinion that such a requirement, which would fall only upon enumerated institutions subject to Commission jurisdiction, would impose a serious competitive disadvantage upon those institutions vis-a-vis other major categories of institutions, such as banks and insurance companies, which hold securities in a similar capacity but which would not be subject to the proposed requirement."

Speaking more generally, the NASD letter observed: "The Association believes that the principle of full disclosure has served the investing public well for 45 years, and we commend the Commission for conscientiously applying that principle. The proposals in the Release, however, go beyond requiring disclosure of items directly related to the economics of operating the issuing entity or to an investor's determination of whether to purchase or sell its securities. The proposals go into disclosure of corporate activities in such detail that, in a real sense, substantive regulation is created which is difficult to justify on a cost-benefit basis. Our concerned Committees advise that the costs involved in rigorously adhering to various of the proposals would be substantially out of line with benefits which presumably would be derived by shareholders.

"Because a corporation is primarily an economic venture, those persons holding an economic stake in that venture should be permitted to exercise control over the management of the corporation. We believe,

therefore, that any proposals that effectively place constraints on the composition of such boards should give consideration to this right and recognize that constraints which overemphasize independence of directors may disenfranchise those having the greatest economic stake in a corporation's performance."

REGISTERED PERSONS ALERTED ON DIRECT PARTICIPATION PROGRAMS

The Association has issued Notice to Members 78-44, dated November 6, 1978, alerting all NASD members and registered persons to possible problems in connection with public and private distributions of direct participation programs.

"Many of these programs will be distributed by member firms acting in compliance with all applicable regulations," the Notice says. "Other programs, however, are likely to be marketed with heavy emphasis on projected tax advantages for the current tax year under circumstances which often do not provide potential investors the time or opportunity for thorough consideration of the programs' merits. The Association is issuing this notice to alert members and registered persons that programs marketed in the latter manner may entail serious rule violations."

The notice goes on to say, among other things:

"Members and registered persons are cautioned to refrain from purchasing or distributing any direct participation program unless they have taken steps to familiarize themselves with the program and its sponsor. Failure to take adequate precautions may expose members and registered persons to substantial liability (both civil and criminal) under federal securities law as well as disciplinary sanctions under the Association's rules.

"Members and registered persons should be particularly cautious when claims are made that interests in programs are not securities or that registered representatives may sell program interests without the knowledge or approval of their employer firms. The basis for projected tax results should also be closely scrutinized."

The full text of the Notice has been mailed to all NASD members. Requests for additional copies and inquiries may be directed to Dennis C. Hensley, Vice President, Corporate Financing, at the NASD in Washington. Mr. Hensley's telephone number is (202) 833-7240.

CAUTION ON "DEALER ONLY" MATERIAL

The Association is recommending to members that adequate controls be implemented regarding the distribution of information not prepared for the general public. For example, it appears that a significant number of attendees at a recent convention were not registered representatives or principals of NASD member broker/dealers. Under such circumstances, members should restrict available material to that suitable for use with the public, including prospectuses if applicable, or, alternatively, take steps to limit the distribution of "dealer only" material to qualified persons.

DISTRICT COMMITTEE ELECTIONS HELD

The following are the officers and members of the District Committees for 1979 who were elected by the membership in the Districts.

The District Committees are responsible for implementing and supervising NASD programs throughout the country. The Committees act as Business Conduct Committees and review reports of NASD examiners. They investigate complaints against members who appear to have violated provisions of the NASD By-Laws or Rules of Fair Practice, conduct disciplinary proceedings, and may impose penalties where appropriate.

District No. 1

(Alaska, Idaho, Montana, Oregon, Washington)

Charles N. Covey, Chairman Rhaco First Invest Inc., Portland Gilbert C. Powers, Vice Chairman

Kidder, Peabody & Co., Incorporated, Seattle

J. Sheldon Jones

June S. Jones Co., Portland

Richard T. McLean

Seattle-Northwest Securities Corporation, Seattle

E. G. Marks

Merrill Lynch, Pierce, Fenner & Smith, Inc., Spokane

James P. Mendenhall

Bache Halsey Stuart Shields Incorporated, Seattle

Rod A. Moore

Adams, Hess, Moore & Co., Portland

Stuart C. Nicholson

D. A. Davidson & Co., Great Falls

Kenneth M. Snider

KMS Financial Services, Inc., Seattle

District No. 2

(California, Hawaii, Nevada)

Ronald P. Lynch, Co-Chairman Lord, Abbett & Co., San Francisco

Richard A. Miller, Co-Chairman

Loeb Rhoades, Hornblower & Co., Los Angeles

Howard D. Banks

Blyth Eastman Dillon & Co. Incorporated, San Francisco

Thomas A. Belshe

E. F. Hutton & Company, Inc., San Francisco

Richard D. Bingham

Batemen Eichler, Hill Richards, Incorporated, Los Angeles

Leland S. Bright

Sage Financial Corporation, La Jolla

John J. Doughty

Daniel Reeves & Co., Inc., Los Angeles

Donald R. Duffy

Waldron & Co., Inc., San Rafael

Murray L. Finebaum

Cantor, Fitzgerald & Co., Inc., Beverly Hills

Arnold L. Hoffman

Drexel Burnham Lambert Incorporated, San Francisco

Theodore G. M. Jung

Bache Halsey Stuart Shields Incorporated, Honolulu

James L. Owens

Jefferies & Company, Inc., Los Angeles

Lynn P. Reitnouer

Crowell, Weedon & Co., Los Angeles

Lawrence R. Rice

Morgan, Olmstead, Kennedy & Gardner, Incorporated,

Los Angeles

William R. Timken

Hambrecht & Quist, San Francisco

Jon H. Tolson

Sutro & Co. Incorporated, San Francisco

District No. 3

(Arizona, Colorado, New Mexico, Utah, Wyoming)

B. Mills Sinclair, Chairman

Young, Smith & Peacock, Inc., Phoenix

William A. Conklin, Vice Chairman

Bosworth, Sullivan & Company, Incorporated, Denver

Michael T. Hamilton

Hyder and Company, Albuquerque

Jack I. Kibben

Piper, Jaffray & Hopwood Incorporated, Sheridan

James D. Payne

Olsen & Company, Salt Lake City

Edwin J. Pittock

E. J. Pittock & Co., Incorporated, Greeley

Burton A. Struthers

E. F. Hutton & Company, Inc., Tucson

Edward H. Sundermann, Jr.

Hanifen, Imhoff & Samford, Inc., Denver

Darlene V. Swanson

ManEquity, Inc., Englewood

L. Richard Ure

Dean Witter Reynolds Inc., Salt Lake City

District No. 4

(Kansas, Missouri, Nebraska, Oklahoma)

L. Kenneth Britt, Chairman

Zahner and Company, Kansas City

Joseph Pierce, Vice Chairman

Beecroft, Cole & Company, Topeka

Fred M. Cotsworth

Smith, Moore & Co., St. Louis

James R. Dunlap

Fitzgerald, Cowen & Roberts Inc., Tulsa

J. Paul Erickson

Mutual of Omaha Fund Management Company, Omaha

John E. Hayes

McCourtney-Breckenridge & Company, St. Louis

District No. 4 (cont.)

John H. Henning

Blyth Eastman Dillon & Co. Incorporated, Kansas City

Carl Hohnbaum

B. C. Christopher & Company, Kansas City

Wayne Lamb

Waddell & Reed, Inc., Kansas City

Douglas V. Martin III

Newhard, Cook & Co. Incorporated, St. Louis

H. Clay Miller

George K. Baum & Company Incorporated, Kansas City

Owen L. Saddler, Jr.

Kirkpatrick, Pettis, Smith, Polian Inc., Omaha

District No. 5

(Alabama, Arkansas, Louisiana, Mississippi, Western Tennessee)

Hughes Schneidau, Jr., Chairman

Waters, Parkerson & Co., Inc., New Orleans

James S. Holbrook, Jr., Vice Chairman

First Birmingham Securities Corporation, Birmingham

David B. Coates

T. J. Raney & Sons, Inc., Little Rock

John B. Dickey

John B. Dickey & Co., Paragould

Frederick Lin Lawrence, Jr.

Tennessee Capital Corporation, Memphis

William K. McHenry, Jr.

Sterne, Agee and Leach, Inc., Birmingham

W. Thad McLaurin

Doty, McLaurin & Taylor, Inc., Jackson

John O. Roy, Jr.

E. F. Hutton & Company, Inc., New Orleans

A. Duncan Wiliams

A. Duncan Williams, Inc., Memphis

District No. 6

(Texas)

Malcolm L. Cooper, Chairman

Rotan Mosle Inc., Austin

William E. Barker, Jr., Vice Chairman

Edie Funds Distributor, Inc., Dallas

Frederick L. Baker

Fred Baker & Associates, Inc., San Antonio

Diana L. Boswell

John Nuveen & Co. Incorporated

Edwin Pace Griffin

Rauscher Pierce Securities Corp.

Samuel P. Mitchell

Eppler, Guerin & Turner, Inc., Dallas

James E. Trice

Bache Halsey Stuart Shields Inc., San Antonio

David M. Underwood

Underwood, Neuhaus & Co., Inc., Houston

District No. 7

(Florida, Georgia, South Carolina, Eastern Tennessee, Canal Zone, Puerto Rico, Virgin Islands)

Harold W. Clark, Chairman

The Cherokee Securities Company, Nashville

William Hindsman, Vice Chairman

Johnson, Lane, Space, Smith & Co., Inc., Atlanta

Ralph C. Allen

Allen & Company, Lakeland

L. Massey Clarkson, Jr.

Drexel Burnham Lambert Incorporated, Atlanta

James H. Gaff

Blyth Eastman Dillon & Co. Inc., Ft. Lauderdale

G. C. McCall, Jr.

J. C. Bradford & Co., Nashville

Walter H. McIntyre, Jr.

A. G. Edwards & Sons, Inc., Eustis

Park B. Smith

Frost, Johnson, Read & Smith, Inc., Charleston

Robert L. Walters

Provident National Assurance Co., Provident National

Equities, Inc., Chattanooga

District No. 8

(Illinois, Indiana, Iowa, Michigan, Minnesota, North Dakota, South Dakota, Wisconsin)

J. Philip Boesel, Jr., Chairman

R. G. Dickinson & Co., Des Moines

Jerome J. Brault, Vice Chairman

Burton J. Vincent, Chesley & Co., Chicago

John M. Behrendt

The Lincoln National Life Insurance Company, LNC

Equity Sales Corporation, Fort Wayne

Clayton F. Brown

Wauterlek & Brown, Inc., Chicago

Paul A. Frederick

Frederick & Company, Inc., Milwaukee

John E. McTavish

John Nuveen & Co. Incorporated, Chicago

Joseph M. Mengden

First of Michigan Corporation, Detroit

Richard C. Romano

Romano Brothers and Company, Evanston

Thatcher W. Root

Manley, Bennett, McDonald & Co., Detroit

Eugene H. Rudnicki

B. C. Ziegler and Company, West Bend

James H. Schmidt

Paine, Webber, Jackson & Curtis, Incorporated, Chicago

John R. Stephens

Equity Securities Trading Co. Inc., Minneapolis

King R. Traub

Traub and Company, Inc., Indianapolis

John L. Walton

Dain, Kalman & Quail, Incorporated, Minneapolis

William F. White

Bacon, Whipple & Co., Chicago

District No. 9

(Kentucky, Ohio)

Randolph D. Bucey, Chairman

The First Boston Corporation, Cleveland

Jack W. Levi, Jr., Vice Chairman

A. E. Aub & Co., Cincinnati

H. Keith Allen

The Ohio Company, Columbus

Prentice Brown

Johnston, Brown, Burnett & Knight, Inc., Louisville

Edward S. Herzog

Kidder, Peabody & Co., Incorporated, Toledo

Joseph M. Hickey

Prescott, Ball & Turben, Cleveland

James K. Luntz

Merrill Lynch, Pierce, Fenner & Smith Incorporated,

Canton

Richard M. Pauly

Hill & Co., Cincinnati

Edward F. Saville

Paine, Webber, Jackson & Curtis, Incorporated, Columbus

District No. 10

(District of Columbia, Maryland, North Carolina, Virginia)

Leslie J. Silverstone, Chairman

Dean Witter Reynolds Inc., Washington, D.C.

Harry M. Boyd, Vice Chairman

Interstate Securities Corporation, Charlotte

Edmund J. Cashman, Jr.

Legg Mason Wood Walker, Incorporated, Baltimore

Julian E. Gillespie

Johnston, Lemon & Co. Incorporated, Washington, D.C.

Edwin B. Horner, Jr.

Horner, Barksdale & Co., Lynchburg

John J. Muldowney

Scott & Stringfellow, Inc., Richmond

G. Lewis Nichols

Carolina Securities Corporation, Raleigh

Duane E. Waldenburg

Vance, Sanders & Company, Inc., Washington, D.C.

Julia M. Walsh

Julia M. Walsh & Sons, Incorporated, Washington, D.C.

District No. 11

(Delaware, New Jersey—with exception of counties adjacent to New York City—Pennsylvania, West Virginia)

Robert A. Woeber, Chairman

Arthurs, Lestrange & Short, Pittsburgh

Allen Weintraub, Vice Chairman

Advest, Inc., Philadelphia

Charles J. Anderson

Delaware Management Company, Inc., Philadelphia

Richard J. Beisel

Parker/Hunter Inc., Pittsburgh

John L. Dolphin

Dolphin & Bradbury, Philadelphia

Thomas J. Fittin, Jr.

Fittin, Cunningham & Lauzon, Inc., Belmar

Robert C. Fixter

J. W. Sparks Municipals, Inc., Philadelphia

Samuel R. Roberts

W. H. Newbold's Son & Co., Inc., Philadelphia

Gerald A. Roney

Moore, Leonard & Lynch, Incorporated, Pittsburgh

Rudolph C. Sander

Janney Montgomery Scott, Inc., Philadelphia

George S. Weaver, Jr.

Hazlett, Burt & Watson, Inc., Wheeling

Robert S. Woodcock

Hopper Soliday & Co., Inc., Philadelphia

District No. 12

(New York City and adjacent New York and New Jersey counties)

Benjamin L. Lubin, Chairman

Bruns, Nordeman, Rea & Co., New York

David Marcus, Vice Chairman

Drexel Burnham Lambert Incorporated, New York

Travers J. Bell, Jr.

Daniels & Bell, Inc., New York

George W. Benoit

Matthews & Wright, Inc., New York

Alfred J. Bianchetti

Dean Witter Reynolds Inc., New York

Bernard R. Bober

Ehrlich-Bober & Co., Inc., New York

John F. Bryan

Moseley, Hallgarten & Estabrook Inc., New York

William H. Fickel

Metropolitan Life Insurance Company, New York

John E. Herzog

Herzog, Heine, Geduld, Inc., Jersey City

A. James Jacoby

Asiel & Co., New York

Ross B. Kenzie

Merrill Lynch, Pierce, Fenner & Smith, Inc., New York

Thomas D. Levis

Investors Company, New York

Peter K. Loeb

Loeb Rhoades, Hornblower & Co., New York

Sam Scott Miller

Paine Webber, Jackson & Curtis Incorporated, New York

Thomas L. Piper III

New Court Securities Corporation, New York

Fredric W. Rittereiser

Thomson McKinnon Securities, Inc., New York

Michael L. Tarnopol

Bear, Stearns & Co., New York

Richard H. Tierney

Blyth Eastman Dillon & Co. Incorporated, New York

District No. 13

(Connecticut, Maine, Massachusetts, New Hampshire, New York—with exception of New York City and adjacent

counties-Rhode Island, Vermont)

Frances B. Dyleski, Chairwoman

Robert C. Carr & Co., Inc., Manchester

Robert L. Goldberg, Vice Chairman John Hancock Distributors, Inc., Boston

Irwin Chase

Moseley, Hallgarten & Estabrook Inc., Springfield

William Claflin, Jr.

Merrill Lynch, Pierce, Fenner & Smith, Inc., Boston

Robert L. Clark

Alex. Brown & Sons, Boston

Tarrant Cutler

Massachusetts Financial Services Company, Boston

John S. Earwaker, Jr.

The Travelers Equities Sales, Inc., Hartford

Dewey E. Hall

Bache Halsey Stuart Shields Incorporated, Buffalo

Anthony A. LaCroiz

Advest, Inc., Hartford

Howard R. Merriman, Jr.

Miller & George, Providence

Eugene F. Miller

E. F. Miller Municipals Inc., Rochester

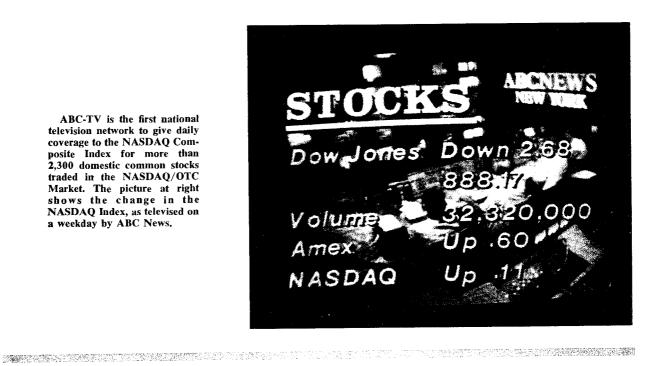
Herbert Sarkisian, Jr.

Hodgdon & Company, Boston

Carl P. Sherr

Carl P. Sherr and Company, Worcester

ABC-TV is the first national television network to give daily coverage to the NASDAQ Composite Index for more than 2,300 domestic common stocks traded in the NASDAQ/OTC Market. The picture at right shows the change in the NASDAQ Index, as televised on a weekday by ABC News.



FACTS & FIELDRES

ELEVEN MONTH COMPARISON OF	MARKET	INDEXES
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	December 30, 1977	November 30, 1978	% Change
NASDAQ Composite	105.05	114.69	+ 9.2
NASDAQ Industrial	109.43	122.76	+12.2
NASDAQ Banks	95.28	101.48	+ 6.5
NASDAQ Insurance	114.51	123.94	+ 8.2
NASDAQ Other Finance	105.53	111.67	+ 5.8
NASDAQ Transportation	97.68	98.31	+ 0.6
NASDAQ Utility	101.03	103.58	+ 2.5
DJIA (NYSE)	831.17	799.03	- 3.9
S & P's 400 Industrials	104.71	105.16	+ 0.4
NYSE Industrial	56.43	57.63	+ 2.1
AMEX Market Value	127.89	148.39	+ 16.0

SHARE VOLUME

(January through November)

	1978	1977	% Change
NASDAQ	2,571,321,519	1,748,092,039	+47.1
NYSE	6,712,540,041	4,846,640,542	+38.5
AMEX	919,930,000	593,120,000	+55.1