plantation, and to the south by Airline Highway. These properties are covered properties within the meaning of Section 10 of the Coastal Barrier Improvement Act of 1990, Public Law 101–591 (12 U.S.C. 1441a–3).

Written notice of serious interest in the purchase or other transfer of all or any portion of these properties must be received on or before September 7, 1994, by the Resolution Trust Corporation at the appropriate address stated above.

Those entities eligible to submit written notices of serious interest are:

1. Agencies or entities of the Federal government;

2. Agencies or entities of State or local government; and

3. "Qualified organizations" pursuant to section 170(h)(3) of the Internal Revenue Code of 1986 (26 U.S.C. 170(h)(3)).

Written notices of serious interest must be submitted in the following form:

**Notice of Serious Interest**

RE: [insert name of property]

Federal Register Publication Date:

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[insert Federal Register publication date]

1. Entity name.

2. Declaration of eligibility to submit Notice under criteria set forth in the Coastal Barrier Improvement Act of 1990, P.L. 101–591, section 10(b)(2), (12 U.S.C. 1441a–3(b)(2)), including, for qualified organizations, a determination letter from the United States Internal Revenue Service regarding the organization's status under section 501(c)(3) of the U.S. Internal Revenue Code (26 U.S.C. 170(h))(3)).

3. Brief description of proposed terms of purchase or other offer for all or any portion of the property (e.g., price, method of financing, expected closing date, etc.).

4. Declaration of entity that it intends to use the property for wildlife refuge, sanctuary, open space, recreational, historical, cultural, or natural resource conservation purposes (12 U.S.C. 1441a–3(b)(4)), as provided in a clear written description of the purpose(s) to which the property will be put and the location and acreage of the area covered by each purpose(s) including a declaration of entity that it will accept the placement, by the RTC, of an easement or deed restriction on the property consistent with its intended conservation use(s) as stated in its notice of serious interest.

5. Authorized Representative (Name/Address/Telephone/Fax).

**List of Subjects**

Environmental protection.

Dated: June 2, 1994.

Resolution Trust Corporation.

**William J. Tricarico,**

*Assistant Secretary.*

[FR Doc. 94–13946 Filed 6–8–94; 8:45 am]

BILLING CODE 6714–01–M

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34–34148; File No. S7–18–94]

## EDGAR Review

**AGENCY:** Securities and Exchange Commission.

**ACTION:** Request for comments.

**SUMMARY:** The Securities and Exchange Commission ("Commission") is requesting public comment on the performance of the operational Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system. Responses will be used in the evaluation of EDGAR's readiness for and acceptability in support of mandated EDGAR filing for all domestic registrants.

**DATES:** Comments should be received on or before July 11, 1994.

**ADDRESSES:** Comments should be submitted in triplicate to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549. All comment letters should refer to File No. S7–18–94. All comments received will be available for public inspection and copying in the Commission's Public Reference Room, 450 Fifth Street NW., Washington, DC 20549.

**FOR FURTHER INFORMATION CONTACT:** David T. Copenhafer, Director, at (202) 942–8800, Office of Planning, Administration and Security, Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549.

**SUPPLEMENTARY INFORMATION:** The Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system is an information system developed by the Securities and Exchange Commission (SEC) to automate the filing, processing, and dissemination of more than 11 million pages of registration statements and applications received by the SEC each year. Begun in January 1989, and implemented for operational use in July 1992, the operational EDGAR system will ultimately receive submissions from over 15,000 companies that are registered with the SEC.

Currently, some 3,400 companies file reports electronically through EDGAR. Based on implementation and operation to date, the Commission is now contemplating expansion of EDGAR beyond this initial group of mandated filers, to include all domestic registrants as well as most third party filings with respect to those registrants. To this end, public comment is sought on the performance and success of the operational EDGAR system to date.

Respondents are asked to, as applicable:

—Identify the group they best represent: registrant, investment company, third-party filer, filing agent, training agent, secondary marketer (disseminator/service bureau), or the public;
—Identify the year they first began using EDGAR (Pilot or Operational system);
—Estimate the number of test filings they have submitted via EDGAR since it went operational on July 15, 1992; and
—Estimate the number of live filings they have submitted via EDGAR since it went operational on July 15, 1992.

Respondents are asked to comment on EDGAR performance in the following areas:

—Integrity (e.g., are filings processed correctly?, are fees calculated correctly?, does the content of disseminated filings equal what was submitted?);
—Reliability (e.g., availability of EDGAR, CompuServe and dissemination systems);
—Responsiveness (e.g., speed of filing, acceptance, notification and queries);
—Stability (e.g., lack of interruptions or outages);
—Security (e.g., safeguards against inappropriate access, use or modification of data);
—Capacity (e.g., adequacy of phone lines, storage and processing power); and
—Usability (e.g., ease-of-use and user-friendliness).

Respondents are also asked to:

—Identify any reason why the SEC should not adopt a rule requiring mandated EDGAR filing by all domestic registrants (as well as third parties making filings with respect to these registrants).

Third-party filers are encouraged to also comment on the experience of being a third-party filer.

Although participation is voluntary, responses are encouraged to ensure the valid assessment of EDGAR performance and capabilities.

Dated: June 2, 1994.

**Jonathan G. Katz,**

*Secretary.*

[FR Doc. 94–13963 Filed 6–8–94; 8:45 am]

BILLING CODE 8010–01–M

[Release No. 34-34155; File No. SR-CHX-94-14]

## Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the Chicago Stock Exchange, Inc., to Establish a Policy Relating to the Automatic Execution Feature of the Midwest Automated Execution System

June 3, 1944.

Pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. 78s(b)(1), notice is hereby given that on May 31, 1994, the Chicago Stock Exchange, Inc. ("CHX" or "Exchange") filed with the Securities and Exchange Commission ("Commission" or "SEC") the proposed rule change as described in Items I, II and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

### I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The CHX has published to members a policy relating to the automatic execution feature of the Midwest Automated Execution ("MAX") System which, *inter alia*, automates the Exchange's Guaranteed Execution System ("BEST System") pursuant to Article XX, Rule 37 of the CHX Rules.[1]

### II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

*A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change*

1. Purpose

The MAX System automates the requirements of Rule 37 of Article XX (the BEST System) which guarantees executions at the best market up to a certain size for agency orders. Numbered paragraph 7 under Rule 37[2] allows Specialists and floor brokers to seek relief from the requirements of the BEST System in unusual trading situations. For example, on January 26, 1994, the Exchange filed SR-CHX-94-2 which set forth a temporary policy that dealt with one type of unusual trading situation. That policy expired on April 9, 1994.[3]

The purpose of this rule filing is to publish to members a new policy that describes procedures to be followed in the event that unusual trading situations arise in the future which might require relief from the automatic execution feature of MAX in a particular stock.[4] In the event that the automatic execution feature is switched to the manual mode, the Exchange will disseminate this fact to MAX terminals as an administrative message, if time permits.

2. Statutory Basis

The proposed rule change is consistent with section 6(b)(5) of the Act in that it is designed to promote just and equitable principles of trade, to remove impediments and to perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest.

*B. Self-Regulatory Organization's Statement on Burden on Competition*

The Exchange does not believe that the proposed rule change will impose any burden on competition.

*C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others*

The proposed rule change has been endorsed by the Exchange's Floor Procedures Committee.

### III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The foregoing rule change constitutes a stated policy, practice or interpretation with respect to the meaning, administration or enforcement of an existing rule of the Exchange and therefore has become effective pursuant to section 19(b)(3)(A) of the Act and subparagraph (e) of Rule 19b-4 thereunder. At any time within 60 days of the filing of such proposed rule change, the Commission may summarily abrogate such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act.

### IV. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549. Copies of the

[1] The policy, which was included in a Notice To Members dated May 31, 1994, states, in part, that beginning with the opening on April 4, 1994, specialists have had the ability to switch their MAX terminals off automatic execution at their respective posts. This new functionality is being implemented to allow specialists to timely switch to a manual execution mode when a certain analyst's report is broadcast on cable T.V., if market conditions in a particular stock warrant it. Specialists should switch to manual mode only when absolutely necessary and are required to return to the automatic execution functionality immediately when the primary market quotes accurately reflect market conditions. A specialist cannot remain in manual mode, under this paragraph, for more than 10 minutes without securing the permission of two (2) floor officials.

In all other instances, when a specialist believes it is necessary to be in a manual execution mode, he or she must always seek the permission of two (2) floor officials before switching to manual. This new functionality cannot be used merely because of a volatile market, but shall only be permitted when the primary market quotes are inaccurate due to market conditions. For example, this new functionality might be used if it became apparent that the NYSE invoked its unusual market conditions rule (pursuant to SEC Rule 11Ac1-1). Floor officials must be satisfied that the conditions which permit putting an issue on manual mode are present before granting a specialist's request to switch to the manual mode and shall monitor the conditions which formed the basis for their decision to ensure that specialists' return to the auto-execution feature when such conditions are no longer present. Specialists also have the responsibility, and are required, to immediately reinstate MAX's automatic execution functionality when the primary market quotes accurately reflect market conditions.

Specialists are reminded that when operating in the manual mode they still have the responsibility to fill customer orders according to CHX rules—including the BEST Rule. All pricing executions will be reviewed for accuracy.

The Exchange and the Committee on Floor Procedure anticipate that this capability will only be utilized on an infrequent basis and only in unusual circumstances.

[2] CHX Rule 37, Paragraph 7 states that in unusual trading situations, a specialist or floor broker may seek relief from the requirements of Rule 37, Paragraphs 1 through 6 from two members of the Committee on Floor Procedure or a designated member of the Exchange staff who would have authority to set execution prices.

[3] The temporary policy in File No. SR-CHX-94-2 was amended by the Exchange to provide for a "sunset" provision whereby the effectiveness of the policy would terminate on April 9, 1994. See letter from J. Craig Long, Foley & Lardner, to Louis A. Randazzo, Attorney, Office of Derivative and Exchange Oversight, SEC, dated February 2, 1994.

[4] The Commission notes that the policy does not permit specialists to switch to manual execution mode merely because a certain analyst's report is broadcast on cable television. The Commission would be concerned if the MAX terminals were switched off automatic execution in the absence of market conditions that resulted in inaccurate primary market quotes.

submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying at the Commission's Public Reference Room, 450 Fifth Street NW., Washington, DC 20549. Copies of the filing will also be available for inspection and copying at the principal office of the CHX. All submissions should refer to File No. SR-CHX-94-14 and should be submitted by June 30, 1994.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 94-14030 Filed 6-8-94; 8:45 am]

BILLING CODE 8010-01-M

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[Release No. 34-34156; File No. SR-NASD-94-14]

## Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by National Association of Securities Dealers, Inc., Relating to Application for Membership in the Association

June 3, 1994.

Pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),[1] notice is hereby given that on May 4, 1994, the National Association of Securities Dealers, Inc. ("NASD" or "Association") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the NASD.[2] The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

### I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The NASD is proposing to amend sections 1(b) and 1(c) to Article III of the NASD By-Laws and Schedule C to the By-Laws to modify the process by which an applicant applies for membership in the Association. Below is the text of the proposed rule change. Proposed new language is italicized and deleted language is bracketed.

### By-Laws Article III Membership

*Application for Membership*

Sec 1. (a) Application for membership in the Corporation, properly signed by the applicant, shall be made to the Corporation, on the form to be prescribed by the Corporation, and shall contain:

(1) An acceptance of and an agreement to abide by, comply with, and adhere to, all the provisions, conditions, and covenants of the Certificate of Incorporation, the By-Laws, the rules and regulations of the Corporation as they are or may from time to time be adopted, changed or amended, and all rulings, orders, directions and decisions of, and sanctions imposed by, the Board of Governors or any duly authorized committee, the provisions of the federal securities laws, including the rules and regulations adopted thereunder, including the rules of the Municipal Securities Rulemaking Board and the Treasury Department, provided, however, that such an agreement shall not be construed as a waiver by the applicant of any right to appeal as provided in the Act;

(2) An agreement to pay such dues, assessments, and other charges in the manner and amount as shall from time to time be fixed by the Board of Governors pursuant to these By-Laws;

(3) An agreement that neither the Corporation, nor any officer or employee thereof, nor any member of the Board of Governors or of any district or other committee, shall be liable, except for willful malfeasance, to the applicant or to any member of the Corporation or to any other person, for any action taken by such officer or member of the Board of Governors or of any district or other committee, in his official capacity, or by any employee of the Corporation while acting within the scope of his employment or under instruction of any officer, board, or committee of the Corporation, in connection with the administration or enforcement of any of the provisions of the rules of the Corporation as they are or may from time to time be adopted, or amended, or any ruling, order, directive, decision of, or penalty imposed by, the Board of Governors or any duly authorized committee, the provisions of the federal securities laws, including the rules and regulations adopted thereunder, including the rules of the Municipal Securities Rulemaking Board and the Treasury Department; and

(4) Such other reasonable information with respect to the applicant as the Board of Governors may require.

(b) Any application received by the Corporation shall be referred to the District Committee of the [d]*District* in which the applicant has his principal place of business, and if [a majority of the members of] such District Committee *or a Subcommittee designated by such District Committee* determines that the applicant has satisfied all of the admission requirements of the [By-Laws] *Corporation*, it shall [recommend the applicant's admission to the membership and promptly notify the Secretary of the Corporation of such recommendation] *promptly notify the Association's Membership Department of its determination.*

(c) If [a majority of the members of] such District Committee *or a Subcommittee designated by such District Committee* determines that the applicant fails to satisfy all of the admission requirements of the [By-Laws] *Corporation*, it shall promptly notify the [Secretary of the Corporation who shall thereafter take appropriate action as of the date when posted to the membership roll] *Association's Membership Department of its determination.*

(d) Each member shall ensure that this membership application with the Corporation is kept current at all times by supplementary amendments to the original application.

* * * * *

### Schedule C

* * * * *

### Part I—Applications For Membership

*(1) Pre-Membership Interviews*

(a) An applicant for membership in the Corporation shall furnish to the District Office *staff* for the District in which it has or intends to have its principal place of business:

(1) A copy of its [current submission to the Securities and Exchange Commission pursuant to Rule 15b1-2(c) under the Securities Exchange Act of

[1] 15 U.S.C. 78s(b)(1) (1988).

[2] The NASD amended the proposed rule change once subsequent to its original filing on March 11, 1994. This amendment changes the requirement that an applicant for membership in the NASD submit a copy of its "current submission to the Securities and Exchange Commission pursuant to Rule 15b1-2(c) under the Securities Exchange Act of 1934" to require that the applicant submit "Form BD filed with the Central Registration Depository." This amendment is technical in nature in that it corrects a deficiency that arose out of the 1992 amendments to the broker-dealer registration process which deleted Rule 15b1-2(c) and requires that Form BD be submitted to the NASD. See Securities Exchange Act Release No. 31660 (Dec. 28, 1992), 58 FR 11 (Jan. 4, 1993) (adoption of rule amendments to broker-dealer registration and reporting requirements).

1934] *Form BD filed with the Central Registration Depository;*

(2) Its most recent trial balance, balance sheet, supporting schedules and computation of new capital;

(3) A copy of its written supervisory procedures;

(4) A list of all officers, directors, general partners, employees and other persons who will be associated with it at the time of admission to membership;

(5) A description of business activities in which it intends to engage; and

(6) Such other relevant information and documents as may be requested by the District Office *staff*.

Unless otherwise determined by *a Subcommittee designated by* the District [c]*C*ommittee, an applicant's failure to respond or a materially inadequate response to a request for information by the District Office *staff* within sixty (60) days of the request shall result in the termination of that application.

(b) Before an applicant shall be admitted to membership in the Corporation, and within a reasonable period of time after receipt of the foregoing information, the District Office *staff* shall schedule a pre-membership interview at which responsible personnel of the applicant, as determined by the District Office *staff*, shall personally appear at the District Office. At such interview, the applicant shall demonstrate, in accordance with the criteria listed in section (1)(c) hereof, the appropriateness of its admission to membership in the Corporation to conduct the type of business intended in the manner specified in its submission. Unless otherwise determined by *a Subcommittee designated by* the District [c]*C*ommittee, an applicant shall have twelve (12) months, from the date of application made in accordance with section 1(a) above, to complete the premembership review process. Failure to complete requirements for review by *a Subcommittee designated by* the District [c]*C*ommittee by that date shall result in the termination of that application.

(c) The pre-membership interview shall address the applicant's business plans to determine their adequacy and consistency with the federal securities laws and the rules of the Corporation; good business practices in the investment banking or securities business; a member's fiduciary obligation to its customers; and the public interest and the protection of investors. The pre-membership interview and shall review, among other things,

(1) The nature, adequacy, source and permanence of applicant's capital and its arrangements for additional capital should a business need arise;

(2) The applicant's proposed recordkeeping system;

(3) The applicant's proposed internal procedures, including compliance procedures;

(4) The applicant's familiarity with applicable NASD rules and federal securities laws;

(5) The applicant's capability to properly conduct the type of business intended in view of the:

A. Number, experience and qualifications of the persons to be associated with it at the time of its admission to membership,

B. Its planned facilities,

C. Arrangements, if any, with banks, clearing corporations and others, to assist it in the conduct of its securities business,

D. Supervisory personnel, methods and procedures; and

(6) Other factors relevant to the scope and operation of its business.

(d) Within thirty (30) days after the conclusion of such pre-membership interview, or if further information and/or documents are requested, within thirty (30) days of the receipt of such information or documents, [the District Office] *a Subcommittee designated by the District Committee shall consider the application and* shall notify the applicant in writing whether its application has been granted, denied, or granted subject to restrictions on its business activities, and provide the rationale for such determination.

(e) In all cases where restrictions are placed on its business activities, the applicant shall, prior to approval of membership, execute a written agreement with the Corporation agreeing to abide by the restrictions specified in the determination and agreeing not to modify its business activities in any way inconsistent with such agreement without first notifying the Corporation and receiving its written approval. These restrictions shall remain in effect and are binding on the applicant and all successors to the ownership or control of the applicant until modified pursuant to [paragraph] *section* (3) below.

*(2) Procedures for Review by the District Committee and the Board of Governors*

(a) The [District Office's] *Subcommittee's* determination shall be [reviewed] *subject to review* by the relevant District Committee upon request made by the applicant, *filed* within 15 *calendar* days *after the date* [of receipt] of the notification. Until completion of the District Committee's review, an applicant denied membership shall not be admitted to membership, and an applicant admitted to membership subject to restrictions on its business activities may engage in business consistent with such restrictions only after it has executed the agreement required by [paragraph] *section* (1)(e) hereof.

(b) In connection with review by the District Committee, the applicant shall have the right to appear before a *Hearing* [s]*S*ubcommittee of the District Committee, or the *Hearing* [s]*S*ubcommittee may require such appearance. The applicant may present evidence and be represented by counsel. The *Hearing* [s]*S*ubcommittee may request additional information to assist it in reaching a determination. A record shall be kept of the proceedings. *No member of the District Committee who served as a member of the Subcommittee designated pursuant to Section 1(d) shall participate in the determination by the District Committee.*

(c) The District Committee, after consideration of the record before it *developed by the Hearing Subcommittee* and the criteria contained in section (1)(c), above, shall within a reasonable time after *the* close of the record, notify the applicant in writing that its application has been granted, denied or granted subject to restrictions on its business activities and provide the rationale for such determination. The District Committee's determination shall be made independent of the determination of the [District Office] *Subcommittee designated by the District Committee* and shall not be limited thereby.

(d) The District Committee's determination shall be [reviewed] *subject to review* by the [Board of Governors] *National Business Conduct Committee (NBCC)* upon request made by the applicant, *filed* within 15 *calendar* days *after the date* [of receipt] of the notification. The [Board of Governors] *NBCC* may call for review any District Committee determination within forty-five *calendar* days [of] *after* the date of the notification. During the pendency of such review, an applicant denied membership shall not be admitted to membership and an applicant admitted to membership subject to restrictions on its business activities may engage in business consistent with such restrictions only after it has executed the agreement required by [paragraph] *section* (1)(e), above.

(e) In connection with review by the [Board of Governors] *NBCC*, the applicant shall have the right to appear before a [s]*S*ubcommittee of the [Board of Governors] *NBCC*, or the *NBCC* [s]*S*ubcommittee may require such appearance. The applicant may supplement the record developed before the District Committee and be represented by counsel. The NBCC [s]*S*ubcommittee may request additional information to assist the [Board of Governors] *NBCC* in reaching a determination. A record shall be kept of the proceedings.

(f) *Unless a matter is called for discretionary review by the Board of Governors (Board) pursuant to Section (2)(g),* [T]*t*he [Board of Governors] *NBCC*, after consideration of the record before it *developed by the NBCC Subcommittee*, and the criteria stated in Section (1)(c), above, shall within a reasonable period of time after close of the record before it, notify the applicant in writing that its application has been granted, denied or granted subject to restrictions on its business activities, provide the rationale for such determination, *and shall constitute final action for the NASD for purposes of section (2)(h) below*. The [Board of Governors'] *NBCC's* determination shall be made independent of the determinations of the [District Office] *Subcommittee designated by the District Committee* and District Committee, and shall not be limited thereby. *In the event of discretionary review by the Board of Governors, the decision of the Board shall constitute final action of the NASD for the purposes of section (2)(h) below and the applicant shall be promptly notified in writing that its application has been granted, denied or granted subject to restrictions in its business activities, and shall be provided the rationale for such determination.*

(g) *Determinations of the NBCC may be reviewed by the Board of Governors solely on the request of one or more Governors. Such review, which may be undertaken solely at the discretion of the Board, shall be in accordance with resolutions of the Board governing the review of NBCC determinations. In reviewing any NBCC determination of an application for membership, the Board may affirm, reverse of modify any decision to accept, deny or accept subject to restrictions, an applicant. Discretionary review by the Board shall operate as a stay of any action or denial by the Subcommittee designated by the District Committee and any determination by the NBCC, until a decision is rendered by the Board.*

[(g)] *(h)* The applicant may apply for review of the *NBCC's or the* Board of Governors' determination to the Securities and Exchange Commission in accordance with Section 19 of the Securities Exchange Act of 1934, as amended.

[(h)] *(i)* In any case where restrictions have been placed upon its business activities by the Board of Governors, *NBCC*, [or] a District Committee, *or a Subcommittee designated by a District Committee*, the applicant shall, prior to approval of membership, execute the agreement required by paragraph (1)(e), above.

*(3) Removal of Restrictions Imposed*

(a) Upon written request by the member, any restrictions on the business activities of a member shall be reviewed and may be removed or modified by *a Subcommittee designated by* the District Committee for the District in which the member currently has its principal place of business, when, in the [District Committee's] *Subcommittee's* judgement, the member has demonstrated that such action is appropriate in light of the criteria contained in section (1)(c), above. In doing so, the District Committee shall consider the circumstances which gave rise to the imposition of the restrictions, the operations of the member since the imposition of the restrictions and any new evidence submitted in connection with the member's request.

(b) Any modification of restrictions shall be subject to review by *the District Committee and the NBCC or* the Board of Governors and the SEC pursuant to the procedures provided in Section (2), above. A refusal *by a Subcommittee designated by a District Committee* to *remove or* modify *any restrictions* shall be similarly reviewed but only upon [application] *request* of the member filed with the [Board of Governors] *District Committee that is filed* within ten *calendar* days *after the date* of notification of such refusal.

(c) Should the restrictions on a member's activity be modified, the agreement required by [paragraph] *section* (1)(e), above, shall be modified accordingly.

*(4) Changes in Ownership or Control of Existing Members*

Should the ownership or control of an existing member change, the Corporation may, in its discretion, condition continuance in membership in the Corporation on prompt compliance with the pre-membership interview procedures contained in this part I.

*(5) Notification to the District Office of Certain Events*

Members are required to notify in writing the Corporation's District Office for the District in which the member's main office is located no later than ten (10) business days after any of the following specified events: (1) Any merger of the member; (2) an acquisition by the member; (3) an acquisition of the member or substantially all of its assets; and (4) any change in the entity ownership or partnership capital of the member which results in one person or entity owning 50% or more of such equity ownership or partnership capital.

**II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change**

In its filing with the Commission, the NASD included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The NASD has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

*(A) Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change*

By-Laws

Sections 1(b) and 1(c) to Article III of the NASD By-Laws currently provide that any application for membership in the Association shall be referred to the District Committee of the NASD district in which the applicant has its principal place of business, and that such District Committee shall make the determination as to whether the applicant satisfies or fails to satisfy all of the admission requirements of the NASD By-Laws. However, the provisions governing pre-membership interviews in Schedule C to the NASD By-Laws currently contemplate a possible three-step process under which the initial determination for Association eligibility is made by District Office staff with review, if appropriate, by the District Committee upon request by the applicant.

Although the provisions of Schedule C contemplate review of applications for membership in the Association by the District Office staff, no District, in fact, has ever made such a determination at a staff level. Additionally, such action would be inconsistent with the governing By-Law provision that requires that the District Committee shall make such an initial determination. The proposed rule change, therefore, would amend the NASD By-Laws and Schedule C to modify and make consistent the process by which an applicant applies for membership in the Association in that it would require all initial applications for membership be reviewed by either the District Committee or a Subcommittee of the District Committee, with a right of appeal to the full District Committee.

Subsection 1(b) and 1(c) to Article III of the NASD By-Laws are proposed to be amended to establish the authority of a District Committee to designate a Subcommittee to make a determination of admissibility of an applicant and to require a designated Subcommittee to promptly notify the Association's Membership Department of its determination. The phrase "a majority of the members of" is proposed to be eliminated from Subsection 1(b) as unnecessary.

Schedule C

As an initial matter, Schedule C is proposed to be amended throughout by referencing the phrase "a Subcommittee designated by the District Committee" in place of the phrases "District Committee" or "District Office" wherever such replacement conforms the language of Schedule C to the proposed change in the By-laws establishing the ability for the District Committee to delegate authority to a Subcommittee to review and determine the admissibility of an applicant.

Subsection (1)(a) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that applications for membership in the Association are to be furnished to the District Office staff. Subsection 1(a)(6) is proposed to be amended to clarify that the applicant must provide in connection with its application submission such other relevant information and documents as may be requested by the District Office staff.

Subsection 1(b) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that the scheduling of an applicant's pre-membership interview and the determination of which responsible personnel shall appear on behalf of the applicant at such interview will be determined by the District Office staff.

Subsection (1)(d) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that the District Committee's designated Subcommittee, rather than the District Office, shall consider the application submission.

Subsection 2(a) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that it is the determination of the designated Subcommittee, rather than the District Office, which will be reviewed by the District Committee upon request of the applicant. Subsection 2(a) to part I of Schedule C to the By-Laws is also proposed to be amended to clarify that the applicant's request for review must be filed within 15 calendar days after notification of the Subcommittee's determination.

Subsection 2(b) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that, in connection with review by the District Committee, an applicant is entitled to appear before a Hearing Subcommittee of the District Committee and that no member of the District Committee who served as a member of the Subcommittee originally designated to review the applicant's submission and no member of the Hearing Subcommittee shall participate in the determination resulting from the District Committee's review.

Subsection 2(c) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that the District Committee's determination of the record developed before it shall be made independent of the determination of the Subcommittee designated by the District Committee.

Subsection 2(d) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that the District Committee's determination shall be subject to review by the National Business Conduct Committee ("NBCC") upon request made by the applicant filed within 15 calendar days after the date of notification to the applicant by the District Committee of its determination.

Subsection 2(e) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that in connection with review by the NBCC, the applicant has the right to appear before a Subcommittee of the NBCC.

Subsection 2(f) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that the NBCC's determination of the record developed before it shall be made independent of the determination of the Subcommittee designated by the District Committee, and shall constitute final action for the NASD for purposes of Subsection (2)(h) to part I of Schedule C to the By-Laws unless called for discretionary review by the Board of Governors. Subsection 2(f) to part I of Schedule C to the By-Laws is also proposed to be amended to clarify that a decision by the Board pursuant to its power of discretionary review shall constitute final action for purposes of Subsection (2)(h) to part I of Schedule C to the By-Laws and that such determination and its rationale shall be communicated to the applicant in writing.

Proposed new Subsection (2)(g) to part I of Schedule C to the By-Laws is intended to clarify that review by the Board of Governors of NBCC determinations is discretionary and may occur solely on the request of one or more governors, and not at the request of the applicant. Such discretionary review of the Board shall be in accordance with the resolutions of the Board governing the review of NBCC determinations. The Board may affirm, reverse or modify an NBCC decision. The commencement of the review shall operate as a stay of any action by the Subcommittee designated by the District Committee and any determination by the NBCC until a decision is reached by the Board.

Old Subsection (2)(g) to part I of Schedule C to the By-Laws is proposed to be designated Subsection (2)(h) and states that the applicant may apply for review to the Securities and Exchange Commission of any determination by the NBCC or the Board.

Old Subsection (2)(h) to part I of Schedule C to the By-Laws is proposed to be designated Subsection (2)(i) and clarifies that the requirements of the Subparagraph apply to determinations of restrictions placed on the applicant made by the NBCC or a Subcommittee designated by the District Committee, as well as to such determinations made by the Board or a District Committee.

Subsection (3)(a) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that review and removal or modification of restrictions placed on the applicant shall be done by a Subcommittee designated by the District Committee.

Subsection (3)(b) to part I of Schedule C to the By-Laws is proposed to be amended to clarify that modifications of restrictions shall be subject to review by the District Committee and the NBCC, as well as by the Board and the SEC. Subsection (3)(b) to part I of Schedule C to the By-Laws is also proposed to be amended to clarify that the refusal by a Subcommittee designated by the District Committee to remove or modify restrictions shall also be subject to review, but only upon request of the member filed with the District Committee within ten calendar days after the date of notification of such refusal.

The NASD believes that the proposed rule change is consistent with the provisions of section 15A(b)(8) of the Act,[3] which require, among other things, that the rules of the Association

[3] 15 U.S.C. 78o–3.

provide a fair procedure for the denial of membership to any person seeking membership therein or the prohibition or limitation by the Association of any person with respect to access to services offered by the Association or a member thereof, in that the proposed rule clarifies the process by which an applicant for membership in the Association is accepted, denied or accepted with limitations and eliminates any ambiguity in the Association's By-Laws and the Schedules to the By-Laws with respect to the application and administration of such process.

*(B) Self-Regulatory Organization's Statement on Burden on Competition*

The NASD does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act, as amended.

*(C) Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received From Members, Participants, or Others*

Written comments were neither solicited nor received.

**III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action**

Within 35 days of the date of publication of this notice in the **Federal Register** or within such longer period (i) as the Commission may designate up to 90 days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which the self-regulatory organization consents, the Commission will:

A. By order approve such proposed rule change, or

B. Institute proceedings to determine whether the proposed rule change should be disapproved.

**IV. Solicitation of Comments**

Interested persons are invited to submit written data, views, and arguments concerning the foregoing. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room. Copies of such filing will also be available for inspection and copying at the principal office of the NASD. All submissions should refer to file number SR-NASD-94-14 and should be submitted by June 30, 1994.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.[4]

**Margaret H. McFarland,**

*Deputy Secretary.*

[Fr Doc. 94-14029 Filed 6-8-94; 8:45 am]

BILLING CODE 8010-01-M

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**[Release No. 34-34151; File No. SR-NASD-94-19]**

## Self-Regulatory Organizations; National Association of Securities Dealers, Inc.; Order Approving Proposed Rule Change to Provide the NASD With Discretionary Authority to Exclude an Issuer From the Nasdaq Stock Market or Impose Additional or More Stringent Criteria for Inclusion in the Nasdaq Stock Market

June 3, 1994.

**I. Introduction**

On April 6, 1994, the National Association of Securities Dealers, Inc. ("NASD" or "Association") filed with the Securities and Exchange Commission ("SEC" or "Commission") a proposed rule change pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")[1] and Rule 19b-4 thereunder.[2] The rule change adds provisions to Schedule D to the NASD By-Laws clarifying the NASD's discretionary authority to exclude an issuer from the Nasdaq Stock Market ("Nasdaq") or require additional or more stringent criteria for inclusion in Nasdaq.

Notice of the proposed rule change together with its terms of substance was provided by issuance of a Commission release and by publication in the **Federal Register**.[3] Three comments were received in response to the Commission release, one expressing general support and two opposing the proposal. This order approves the proposed rule change.

**II. Description**

According to the NASD, it submitted this rule filing primarily to address concerns about the increasing number of applications for inclusion in Nasdaq by companies controlled or substantially influenced by persons with a history of securities or commodities violations.[4] The NASD also indicated that its proposal to amend Sections 1 and 2 of Part II to Schedule D[5] is intended to codify certain principles underlying Nasdaq. First, the NASD states, that as operator of Nasdaq, it is entrusted with the authority to preserve and strengthen the quality of and public confidence in its market. Second, Nasdaq stands for integrity and ethical business practices in order to enhance investor confidence, thereby continuing to the financial health of the economy, and supporting the capital formation process. Third, inclusion in Nasdaq carries with it an implicit expectation that all Nasdaq issuers, from new public companies to companies of international stature, share these objectives. The proposal further clarifies that the NASD, in addition to applying the enumerated criteria set forth in Parts II and III to Schedule D, may exercise broad discretionary authority over the initial and continued inclusion of securities in Nasdaq in order to maintain the quality of and public confidence in its market. Under this broad discretion, and in addition to its authority under Subsection 3(a), the proposal notes that the NASD may deny initial inclusion or apply additional or more stringent

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[4] 17 CFR 200.30-3(a)(12) (1993).

[1] 15 U.S.C. 78s(b)(1) (1988).

[2] 17 CFR 240.19b-4 (1993).

[3] Securities Exchange Act Release No. 33899 (Apr. 12, 1994), 59 FR 18171 (Apr. 15, 1994).

[4] In addition, this rule change corrects a technical deficiency in the NASD's rules. The proposal amends Part II, Section 3(a) of Schedule D to the NASD's By-Laws which currently provides the NASD, under certain circumstances, with the authority to apply additional or more stringent criteria for the initial or continued inclusion of particular securities or to suspend or terminate the inclusion of a security otherwise qualified for inclusion in Nasdaq. For many years, the NASD has interpreted Section 3(a) to authorize the NASD to deny inclusion of a security in Nasdaq. The NASD believes authority to deny inclusion is inherent in Section 3(a), otherwise the NASD would be required to include a security in Nasdaq in order to terminate the security's inclusion. The NASD has determined that its authority to deny inclusion of particular securities in Nasdaq in compliance with the enumerated provisions of Section 3(a) should be stated expressly. The proposed rule change, therefore, amends Part II, Section 3(a) of Schedule D to clarify this authority.

[5] NASD Manual, Schedules to the By-Laws, Schedule D, Part II, Secs. 1 & 2, (CCH) ¶¶ 1803 & 1804. Nasdaq includes both Nasdaq SmallCap Market and Nasdaq National Market securities. Sections 1 and 2 to Part II of Schedule D include the qualification requirements for domestic and Canadian securities and for non-Canadian foreign securities and American Depositary Receipts, respectively. The qualification requirements in Sections 1 and 2 of Part II to Schedule D apply to both the Nasdaq SmallCap Market and Nasdaq National Market securities.

criteria for the initial or continued inclusion of particular securities or suspend or terminate the inclusion of particular securities based on any event, condition, or circumstance which exists or occurs that makes initial or continued inclusion of the securities in Nasdaq inadvisable or unwarranted in the opinion of the NASD, even though the securities meet all enumerated criteria for initial or continued inclusion in Nasdaq.

The NASD is concerned about an increase in recent years in the number of applications for inclusion in Nasdaq by issuers that are managed, controlled or influenced by persons with a history of significant securities or commodities violations.[6] In particular, the NASD is concerned about issuers substantially influenced by persons who have previously been the subject of a significant sanction for violations of state or federal securities laws, self-regulatory organization ("SRO") rules and regulations, or the subject of a felony conviction in connection with the purchase or sale of securities or commodities. The NASD believes that applications from these issuers for inclusion in Nasdaq reflect a pattern of activity in which persons with a history of securities or commodities violations seek to continue their violative conduct in the securities markets through the management, control or influence of a publicly-held company. The NASD has indicated that a case-by-case review of issuer applications has previously resulted in denials of certain applications pursuant to the "catch-all" provision of Part II, Section 3(a)(3) of Schedule D.[7]

In exercising discretion about whether to include an issuer in Nasdaq, the NASD will form a reasonable belief as to whether certain persons connected with an issuer may be predisposed to engage in further violative conduct contrary to interests of the investing public. In these cases, the NASD believes that the history of prior violative conduct raises concerns regarding the continuing potential for conduct in connection with the operation of the company or the market for its securities that would be considered fraudulent and manipulative, contrary to just and equitable principles of trade, or otherwise raise investor protection concerns.

The NASD's concern regarding situations where a person with a history of securities or commodities law violations manages, controls or influences a Nasdaq issuer is heightened by the fact that inclusion of the securities of such issuers in Nasdaq would exempt the transactions in these securities from Commission rules adopted to prevent certain fraud and abuse in the penny stock market. In August 1989, the Commission adopted Rule 15c2–6 to address sales practice abuses in low priced over-the-counter ("OTC") securities.[8] In general, this rule prohibits broker-dealers from selling a "designated security" to, or effecting the purchase of a "designated security" by, any person, unless the broker-dealer has approved the purchaser's account for such transactions and received from the purchaser a written agreement to the transaction.[9] On April 10, 1992, the Commission adopted the Penny Stock Disclosure Rules[10] which, in general, require that broker-dealers: (1) Furnish to a customer a risk disclosure document; (2) disclose the current bid and ask quotations and the commissions; and (3) provide monthly updates on the value of the securities. Among other exemptions, the Commission excluded from the scope of Rule 15c2–6 and the Penny Stock Disclosure Rules all issuers authorized or approved for inclusion in Nasdaq. The NASD believes that continued vigilance is required to ensure that inclusion in Nasdaq is not used as a vehicle to avoid compliance with the Penny Stock Disclosure Rules. The NASD further believes that prospective investors in the securities of a Nasdaq company are entitled to assume that securities included in Nasdaq meet the system's standards.[11]

## III. Comments

As noted above, the Commission received three comment letters in response to the NASD's proposed rule change. The Task Force on Listing Standards of Self-Regulatory Organizations of the Federal Regulation of Securities Committee, Section of Business Law of the American Bar Association ("ABA Task Force") expressed general support for the NASD's initiative, but indicated concern over the retroactive application of the NASD's rule. In particular, the ABA Task Force is concerned that the NASD may exclude a current issuer based on a previously disclosed condition. The ABA Task Force believes that the NASD should only apply the rule retroactively to issuers where there is a change in control, disclosure of new material information, or other meaningful change in circumstance.[12] A second commenter opposed the proposal, asserting that the discretion accorded the NASD was unlimited and could lead the NASD to exclude an issuer from Nasdaq on a basis wholly unrelated to the legitimate concerns of administering Nasdaq.[13] Finally, a third commenter argued that the NASD's comparison to the NYSE and Amex rules is misplaced. In particular, this commenter argued that the rules of these exchanges provide greater procedural protection to issuers in that an appeal within the NYSE or Amex provides an automatic stay of the initial decision but does not with an

[6] As a result of its concerns, on June 2, 1993, the NASD filed a proposal to amend Part II, Section 3(a). Securities Exchange Act Release No. 32605 (July 9, 1993), 58 FR 38150 (July 15, 1993) (Commission notice of File No. SR–NASD–93–32). Concurrent with the filing of the instant proposal, the NASD withdrew File No. SR–NASD–93–32. Letter from T. Grant Callery, Vice President and General Counsel, NASD, to Mark P. Barracca, Branch Chief, SEC (Apr. 6, 1994).

[7] Section 3(a)(3) provides that "[t]he Association may, in accordance with Article IX of the NASD's Code of Procedure, apply additional or more stringent criteria for the initial or continued inclusion of particular securities or suspend or terminate the inclusion of an otherwise qualified security if * * * the Association deems it necessary to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, or to protect investors and the public interest." NASD Manual, Schedules to the By-Laws, Schedule D, Part II, Sec. 3(a)(3), (CCH) ¶ 1805 ("Section (3)(a)(3)").

[8] Securities Exchange Act Release No. 27160 (Aug. 22, 1989), 54 FR 35468 (Aug. 28, 1989).

[9] 17 CFR 240.15c2–6(a).

[10] The Penny Stock Sales Practice and Disclosure Rules of the Act are comprised of Rule 3a51–1 providing definitions of penny stocks and Rules 15g–1 to 15g–6, 15g–8 and 15g–9. In general, the Penny Stock Rules have been enacted to require more stringent regulation of broker-dealers that recommend penny stock transactions to customers. Under Rule 3a51–1 of the Act, Nasdaq securities are excluded from the scope of the Penny Stock Disclosure Rules, except that Nasdaq SmallCap securities under $5.00 are deemed penny stocks for purposes of Section 15(b)(6) of the Act. See, Securities Exchange Act Release No. 30608 (Apr. 20, 1992), 57 FR 18004 (Apr. 28, 1992).

[11] See In the Matter of Tassaway, Inc., Securities Exchange Act Release No. 11291 (Mar. 13, 1975), 45 SEC 706, 6 SEC Docket 427 ("primary emphasis must be placed on the interests of prospective future investors").

[12] Letter from John F. Olson, Chair, Committee on Federal Regulation of Securities, ABA Section on Business Law, and Robert Todd Lang, Chair, Task Force on Listing Standards of Self-Regulatory Organizations, ABA Section on Business Law, to Jonathan G. Katz, Secretary, SEC (Apr. 29, 1994). According to the letter, it was prepared by members of the ABA Task Force, circulated among the members and a substantial majority of the members agree with it. Nonetheless, the letter indicated that it does not represent the official position of the ABA, the Section of Business Law, the Federal Regulation of Securities Committee or the ABA Task Force.

[13] Letter from Andrew I. Telsey to Jonathan G. Katz, Secretary, SEC (Apr. 26, 1994). This commenter also asserted that the proposal was tantamount to a prior restraint on speech and a violation of the United States Constitution's guarantee of free speech. The Commission is convinced that the proposal, as designed, will have no such consequences. The NASD's proposal is similar in many respects to that of existing authority vested in other securities markets.

appeal within the NASD of an NASD decision.[14]

The NASD responded to these comments in letters dated May 17 and May 25, 1994.[15] With respect to the concerns of the ABA Task Force, the NASD believes that limiting this authority to prospective issuers or to issuers undergoing a material change in circumstance would inappropriately restrict its oversight of Nasdaq and hinder its review of individual issuers. In addition, the NASD believes that prospective investors are entitled to assume that the NASD protects the quality and integrity of Nasdaq.[16]

The NASD also believes that assertions that the proposed rule would provide the NASD boundless discretion are unwarranted. First, the nature and scope of the NASD's discretionary authority is set forth in the proposed new language. In addition, any determination to exclude an issuer will be made on a case-by-case basis in accordance with the procedures set forth in Article IX of the NASD's Code of Procedure,[17] and an aggrieved party may request the NASD to review its initial determination.[18] In addition, the NASD indicated that an issuer may request, or the NASD may voluntarily grant, a stay pending appeal within the NASD. Indeed, in the past, the NASD has delayed immediate delisting when the matter presented novel policy issues. Finally, if the aggrieved party is dissatisfied with a final determination of the NASD, it may then request that the Commission stay the NASD's action, and ultimately it may obtain review of the Commission's final order in the United States Court of Appeals.

## IV. Discussion

Under Section 19(b) of the Act, the Commission must approve a proposed NASD rule change if it finds that the proposal is consistent with the requirements of the Act and the rules and regulations thereunder that govern the NASD.[19] No other finding is required.[20] In evaluating a given proposal, the Commission must examine the record before it and all relevant factors and necessary information.[21] Section 15A of the Act addresses with some specificity the requirements applicable to NASD rules, and those are the standards against which the Commission must measure the NASD proposal.[22]

The Commission has determined to approve the NASD's proposal. The Commission believes that the rule change is consistent with the requirements of the Act and the rules and regulations thereunder applicable to the NASD, including the requirements of Sections 15A (b)(6) and 15A (b)(9) of the Act.[23] Section 15A(b)(6) requires, in part, that the rules of a national securities association be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, and, in general, to protect investors and the public interest. Section 15A(b)(9) requires that the NASD's rule not impose any burden on competition not necessary or appropriate in furtherance of the Act. In addition, the Commission believes that the rule change will further the goals of Section 11A in that it will help preserve and strengthen the nation's securities markets.[24]

The Commission believes that inclusion of a security for trading in Nasdaq, like listing on an exchange, should not depend solely on meeting quantitative criteria, but should also entail an element of judgment given the expectations of investors and the imprimatur of listing on a particular market.[25] Securities listed for trading or included in Nasdaq often qualify for margin loans and are exempt from many of the state blue sky laws, which apply concepts of merit regulation to determine whether investors in that state may purchase the issuer's securities.

Almost twenty years ago, the Commission held in *In the Matter of Tassaway*[26] that the NASD is vested with discretionary authority to deny an issuer's request that its securities be included in Nasdaq. In that decision, the Commission stated that while exclusion from Nasdaq may hurt existing shareholders, the primary emphasis must be placed on the interest of prospective public investors and that this latter group is entitled to assume that the securities in Nasdaq meet the NASD standards. Although the Commission is of the view that the NASD's current rules authorize it to exclude an issuer, the proposal would clarify that authority. The Commission believes that this rule change provides greater protection to both existing and prospective investors. This rule change provides investors greater assurance that the risk associated with investing in Nasdaq is market risk rather than the risk that the promoter or other persons exercising substantial influence over the issuer is acting in an illegal manner.

The rule change will address the increase of applications by issuers for inclusion in Nasdaq where a person with a history of significant securities or commodities law violations is in a position to manage, control or influence the issuer to the detriment of investors. The rule change also responds to the related concern that inclusion of these securities in Nasdaq would exempt the

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[14] Letter from Joseph McLaughlin, Brown & Wood, to Jonathan G. Katz, Secretary, SEC (May 6, 1994).

[15] Letters from T. Grant Callery, Vice President and General Counsel, NASD, to Mark P. Barracca, Branch Chief, SEC (May 17, 1994) and Suzanne E. Rothwell, Associate General Counsel, NASD, to Mark P. Barracca, Branch Chief, SEC (May 25, 1994).

[16] In connection with its prior proposal, SR–NASD–93–32, the NASD responded to a similar comment by the ABA Task Force by stating that limiting its discretion in the suggested manner would impose an arbitrary restriction on the NASD's oversight of Nasdaq. This, the NASD argued, could undermine public confidence in Nasdaq and would be contrary to interests of retail and institutional investors, issuers, broker-dealers and the public. See Securities Exchange Act Release No. 33899 (Apr. 12, 1994), 59 FR 18171 (Apr. 15, 1994) (Commission notice of File No. SR–NASD–94–19); File No. SR–NASD–93–32, Amendment No. 2 (File No. SR–NASD–93–32 was withdrawn by the NASD concurrent with the filing of File No. SR–NASD–94–19).

[17] NASD Manual, Code of Procedure, Art. IX, Sec. 1, (CCH) ¶3101. The NASD also noted that its Code of Procedure has been subject to public notice and comment, Securities Exchange Act Release No. 19097 (Oct. 4, 1982), 47 FR 44903 (Oct. 12, 1982) (Commission notice of SR–NASD–82–11), and has been approved by the Commission, Securities Exchange Act Release No. 21838 (Mar. 12, 1985), 50 FR 11035 (Mar. 19, 1985) (Commission approval of SR–NASD–82–11). The NASD also noted that its authority to exclude an issuer or to impose additional or more stringent criteria under the proposed rule is substantially similar to the authority it currently exercises under Section 3(a)(3).

[18] NASD Manual, Code of Procedure, Art. IX, Secs. 6 & 8, (CCH) ¶¶3106 & 3108.

[19] 15 U.S.C. 78s(b).

[20] The Commission's statutory role is limited to evaluating the rule as proposed against the statutory standards, and does not require the SRO to prove its proposal is the least burdensome solution to a problem.

[21] In the Securities Acts Amendments of 1975 ("1975 Amendments"), Congress directed the Commission to use its authority under the Act, including its authority to approve SRO rule changes, to foster the establishment of a national market system and promote the goals of economically efficient securities transactions, fair competition, and best execution. Congress granted the Commission "broad, discretionary powers" and "maximum flexibility" to develop a national market system and to carry out these objectives. Furthermore, Congress gave the Commission "the power to classify markets, firms, and securities in any manner it deems necessary or appropriate in the public interest or for the protection of investors and to facilitate the development of subsystems within the national market system." S.Rep. No. 75, 94th Cong., 1st. Sess., at 7 (1975).

[22] See 15 U.S.C. 78o–3.

[23] *Id.* §78o–3(b) (6) and (9).

[24] *Id.* §78k–1(a)(1)(A).

[25] See e.g., *In the Matter of Silver Shield Mining and Milling Company*, Securities Exchange Act Release No. 6214 (Mar. 18, 1960) ("use of the facilities of a national securities exchange is a privilege involving important responsibilities under the Exchange Act"); *In the Matter of Consolidated Virginia Mining Co.*, Securities Exchange Act Release No. 6192 (Feb. 26, 1960) (same).

[26] Securities Exchange Act Release No. 11291 (Mar. 13, 1975), 45 SEC 706, 6 SEC Docket 427.

transactions in these securities from Commission rules adopted to prevent certain fraudulent sales practices and abuses in the penny stock market.[27] The Commission agrees that with respect to the Nasdaq SmallCap Market, the rule change furthers the purposes of the Penny Stock Rules adopted under the Act. The rule change will provide the NASD with authority to ensure that securities which would otherwise be subject to the Penny Stock Rules merit this exemption when entering Nasdaq and continue to merit this exemption thereafter.

As indicated above, one commenter raised due process concerns. In the context of excluding issuers from Nasdaq, the Commission believes these concerns are addressed by the statutory and regulatory authority and obligations of the NASD. The Act requires the NASD to adopt and enforce rules designed, among other things, to prevent fraudulent and manipulative acts and practices and to protect investors and the public interest.[28] The Act further requires that the NASD's rules provide a fair procedure when prohibiting or limiting access to Nasdaq,[29] which includes notification of the specific grounds for prohibiting or limiting access, providing an opportunity to be heard, and maintaining a record.[30] In accordance with these obligations, the NASD has established quantitative and qualitative criteria for inclusion in Nasdaq,[31] and procedures to review decisions to deny or limit access to an issuer the NASD determines does not satisfy the criteria for inclusion.[32] Those procedures provide an opportunity for a hearing[33] and, although not explicit, an opportunity to request a stay from the NASD. In addition to these obligations, the Act and Commission rules require the NASD to notify the Commission promptly of any final or summary action to prohibit or limit access to Nasdaq.[34] The Act and Commission rules further provide that any final action by the NASD is subject to review by the Commission.[35] In addition, the Commission may stay summary action by the NASD on its own motion or upon an application by the issuer.[36] Finally, a person dissatisfied with a final determination of the Commission may seek review of that decision by the United States Court of Appeals.[37]

The Commission believes that this rule strikes the appropriate balance between protecting investors and providing a marketplace for issuers satisfying the disclosure requirements under the federal securities laws. This rule change clarifies the NASD's current practice of using its authority under Section 3(a)(3) of Part II to Schedule D. The authority granted under Section 3(a)(3) is discretionary in nature and this rule change will continue to allow the NASD to exercise its discretion in applying the standards of Section 3(a)(3) on a case-by-case basis. The rule change will also provide important guidance to the NASD review process, and will alert issuers seeking inclusion in Nasdaq, as well as current Nasdaq issuers, that the NASD considers an issuer's connection to a person with a history of significant securities or commodities violations in determining whether to grant initial or continued inclusion of the security, and that the security may be subject to additional criteria as a condition for initial and continued inclusion in Nasdaq. The rule change establishes the NASD's discretionary authority under Part II, Sections 1 and 2 of Schedule D to deny initial inclusion or apply additional or more stringent criteria for the initial or continued inclusion of particular securities or suspend or terminate the inclusion of particular securities based on any event, condition, or circumstance which exists or occurs that makes initial or continued inclusion of the securities in Nasdaq inadvisable or unwarranted, even though the securities meet all enumerated criteria for initial or continued inclusion in Nasdaq. Nonetheless, the Commission expects that before the NASD exercises its discretionary authority under the new rule, it will consider as one of several factors the extent to which events or circumstances giving rise to the proposed action were previously disclosed.

### V. Conclusion

In conclusion, for the reasons stated above, the Commission finds that the rule change is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade and, in general, to protect investors and the public interest. The Commission therefore finds that the proposed rule change is consistent with the requirements of the Act.

*It is therefore ordered*, pursuant to Section 19(b)(2) of the Act, that the proposed rule change SR–NASD–94–19 be, and hereby is, approved.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.[38]

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 94–14031 Filed 6–8–94; 8:45 am]

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[Release No. 34–34137; File No. Phlx–94–25]

## Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the Philadelphia Stock Exchange, Inc. Relating to the Modification of Trading Hours on the Big Cap Index

June 1, 1994.

Pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),[1] and Rule 19b–4 thereunder,[2] notice is hereby given that on May 6, 1994, the Philadelphia Stock Exchange, Inc. ("Phlx" or "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the Phlx. The

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[27] See Letter from Richard G. Ketchum, Director, Division of Market Regulation, SEC, to Joseph R. Hardiman, President, NASD (Jan. 10, 1990).

[28] 15 U.S.C. section 78*o*–3(b)(6).

[29] *Id.* section 78*o*–3(b)(8).

[30] *Id.* section 78*o*–3(h)(2).

[31] NASD Manual, Schedules to the By-Laws, Schedule D, Parts II & III, (CCH) ¶¶ 1803–1806A & 1807–1813.

[32] NASD Manual, Code of Procedure, Art. VIII, Secs. 1–10, (CCH) ¶¶ 3081–3090 (NASD procedures re: summary action prohibiting or limiting access to Nasdaq) and Art. IX, Secs. 1–9, (CCH) ¶¶ 3101–3109 (NASD procedures re: final action prohibiting or limiting access to Nasdaq).

[33] See *Belfort* v. *NASD*, No 93–7159, 1994 U.S. Dist. LEXIS 3457 (S.D.N.Y. Mar. 21, 1994) (court lacks jurisdiction because the plaintiff did not exhaust administrative remedies under the Act); *Dimensional Visions* v. *NASD*, 799 F. Supp. 29 (E.D. Pa. 1992) (same).

[34] 15 U.S.C. 78s(d)(1). The Commission rule promulgated pursuant to 15 U.S.C. 78s(d)(1) distinguishes between notice to the Commission of final action excluding an issuer from Nasdaq (17 CFR 240.19d–1(e)) and notice to the Commission of summary action excluding an issuer from Nasdaq (17 CFR 240.19d–1(i)). With respect to notice of final action, the rule requires that it be promptly filed with the Commission and include the name of the issuer and the last known place of business, the statutory and/or regulatory basis for excluding the issuer, a statement describing the issuer's response to the NASD's decision, a statement of the finding of facts and conclusions, a statement supporting the resolution of the principal issues raised, the effective date of the NASD's action and other information the NASD deems relevant. 17 CFR 240.19d–1(f). With respect to notice of summary action, the rule requires that it be filed with the Commission within 24 hours of the effectiveness of the action and include the name of the issuer and the last known place of business, a statement describing the specific statutory basis for summarily excluding the issuer, the effective date of the NASD's action and other information the NASD deems relevant. 17 CFR 240.19d–1(i).

[35] 15 U.S.C. 78s(d)(2) and 17 CFR 240.19d–3.

[36] 15 U.S.C. 78*o*–3(h)(3) and 17 CFR 240.19d–2.

[37] *Id.* section 78y(a)(1).

[38] 17 CFR 200.30–3(a)(12).

[1] 15 U.S.C. 78s(b)(1) (1988).

[2] 17 CFR 240.19b–4 (1993).

Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

**I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change**

The Exchange proposes to modify the trading hours applicable to the Phlx's Big Cap Index ("Index"), a broad-based index. The trading hours originally proposed in connection with the Index were from 9:30 a.m. to 4:10 p.m. on business days. The Phlx now proposes to modify Phlx Rules 101 and 1101A to reflect that the trading hours of the Index from 9:30 a.m. to 4:15 p.m. on business days. Because the Exchange believes that this proposal is an extension of an existing policy of the Exchange to trade broad-based indexes until 4:15 p.m., it has submitted this proposed rule change effective immediately upon filing so that the Index will be open for trading until 4:15 p.m. each business day from the time it commences trading on May 17, 1994.

The text of the proposed rule change is available at the office of the Secretary, Phlx, and at the Commission.

**II. Self-Regulatory Organization's Statement of the Purpose Of, and Statutory Basis For, the Proposed Rule Change**

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change, and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

*(A) Self-Regulatory Organization's Statement of the Purpose Of, and Statutory Basis For, the Proposed Rule Change*

On April 28, 1994, the Commission issued an order approving the Exchange's proposal to list and trade options on the Index.[3] That proposal had specified that the trading hours for the Index would be from 9:30 a.m. to 4:10 p.m., and the Commission approved the proposal with these trading hours in effect. However, the Exchange states that the trading hours were communicated incorrectly to Commission staff while the proposal was pending. The Exchange states that it intended for the Index to be open until 4:15 p.m. on each business day, consistent with all of the other broad-based indexes listed on the Exchange (as well as all other broad-based indexes listed on all other options exchanges). Further, the Exchange states that its Board of Governors approved the Index with the intention of having it trade until 4:15 p.m.[4] Traditionally, it has been the policy of the Phlx, as well as all of the other options exchanges, to trade broad-based indexes until 4:15 p.m. Additionally, early materials that were distributed to the public announcing the new Index and showing its specifications indicated that the Index would close at 4:15 p.m. Because at the time this proposal was filed the Index had not yet started trading, the Exchange does not expect any customer confusion regarding the change in the closing time of Index. Accordingly, the Exchange is submitting this filing as an extension of an existing policy and practice of the Exchange and requests that the filing be effective immediately upon filing pursuant to section 19(b)(3)(A).

The Exchange believes that the proposed rule change is consistent with section 6 of the Act, and, in particular, section 6(b)(5) thereof, in that it will foster cooperation and coordination with persons engaged in regulating, clearing, settling, and processing information with respect to and facilitating transactions in securities; remove impediments to and perfect the mechanism of a free and open market and a national market system; and, in general, protect investors and the public interest.

*(B) Self-Regulatory Organization's Statement on Burden on Competition*

The Phlx does not believe that the proposed rule change will impose any burden on competition.

*(C) Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received From Members, Participants, and Others*

No written comments were solicited or received with respect to the proposed rule change.

**III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action**

Because the foregoing proposed rule change constitutes a stated policy, practice, or interpretation with respect to the meaning, administration, or enforcement of an existing Exchange rule, it has become effective pursuant to section 19(b)(3)(A) of the Act and subparagraph (e) of Rule 19b–4 thereunder. At any time within 60 days of the filing of such proposed rule change, the Commission may summarily abrogate such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act.

**IV. Solicitation of Comments**

Interested persons are invited to submit written data, views, and arguments concerning the foregoing. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Section, 450 Fifth Street, NW., Washington, DC. Copies of such filing also will be available for inspection and copying at the principal office of the above-mentioned self-regulatory organization. All submissions should refer to the file number in the caption above and should be submitted by June 30, 1994.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.

Jonathan G. Katz,

*Secretary.*

[FR Doc. 94–13962 Filed 6–8–94; 8:45am]

BILLING CODE 8010-01-M

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[Investment Company Act Rel. No. 20333; 813–128]

## ABS Employees' Venture Fund Limited Partnership and Alex. Brown Investments Incorporated; Notice of Application

June 2, 1994.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of Application for Exemption under the Investment Company Act of 1940 ("Act").

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[3] See Securities Exchange Act Release No. 33973 (April 28, 1994), 59 FR 23245 (May 5, 1994).

[4] Phlx Rule 101 states that its Board of Governors shall determine by resolution the hours during which business may be transacted on the Exchange.

**APPLICANTS:** ABS Employees' Venture Fund Limited Partnership (the "Venture Partnership") and Alex. Brown Investments Incorporated (the "General Partner"), on behalf of themselves and all partnerships identical in all material respects (other than investment objective and strategy) that may be offered in the future to the same class of investors as those investing in the Venture Partnership (the "Subsequent Partnerships") (the Venture Partnership and the Subsequent Partnerships, collectively "the Partnerships") and any direct or indirect wholly-owned subsidiaries of Alex. Brown Incorporated that may be formed to serve as general partners of the Subsequent Partnerships.

**RELEVANT ACT SECTIONS:** Exemption requested under section 6(b) from all of the provisions of the Act except sections 9, 17 (except for certain provisions of sections 17(a), (d), (f), (g), and (j) as described herein), 30 (except for certain provisions of sections 30(a), (b), (d), and (f) as described herein), and 36–53, and the rules and regulations thereunder.

**SUMMARY OF APPLICATION:** Applicants seek an order exempting them from most of the provisions of the Act and permitting certain joint transactions. Each Partnership will be an employees' securities company within the meaning of section 2(a)(13) of the Act.

**FILING DATE:** The application was filed on January 13, 1994, and amended on May 17, 1994.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving applicants with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on June 27, 1994, and should be a accompanied by proof of service on applicants, in the form of an affidavit or, for lawyers, a certificate of service. Hearing requests should state the nature of the writer's interest, the reason for the request, and the issues contested. Persons who wish to be notified of a hearing may request such notification by writing to the SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. Applicants, 135 East Baltimore Street, Baltimore, Maryland 21202.

**FOR FURTHER INFORMATION CONTACT:** James E. Anderson, Staff Attorney, at (202) 942–0573, or Robert A. Robertson, Branch Chief, at (202) 942–0564 (Division of Investment Management, Office of Investment Company Regulation).

**SUPPLEMENTARY INFORMATION:** The following is a summary of the application. The complete application may be obtained for a fee from the SEC's Public Reference Branch.

## Applicants' Representations

1. The Venture Partnership is a limited partnership organized under the laws of the State of Maryland. The General Partner, a wholly-owned subsidiary of Alex. Brown Incorporated, is a Maryland corporation that acts as the general partner of the Venture Partnership. All of the executive officers and directors of the General Partner and any corporation created to serve as general partner of the Subsequent Partnerships will be employees of Alex. Brown Incorporated or its subsidiaries.

2. The Venture Partnership's investment strategy will be to invest in particular securities in which each individual limited partner has elected to participate on a case-by case basis. The General Partner will screen investment opportunities that come to its attention through Alex. Brown & Sons Incorporated ("Alex. Brown") or other affiliates of Alex. Brown, and will inform the limited partners of the availability of certain of these opportunities for investment through the Venture Partnership. The General Partner will not recommend investments or exercise investment discretion. Capital contributions made to the Venture Partnership by participating limited partners will be allocated *pro rata* to the capital sub-accounts relating to a particular investment, and limited partners who elect not to participate in particular investment will have no interest therein.

3. Each Subsequent Partnership will be structured as a limited partnership. Certain Subsequent Partnerships may have an investment strategy similar to that of the Venture Partnership and will invest in securities in which individual limited partners have elected to participate on a case-by-case basis through allocations to capital sub-accounts. Other Subsequent Partnerships may be operated as pooled entities managed by their general partners. The General Partner is expected to serve as general partner for the Subsequent Partnerships, although one or more separate, wholly-owned subsidiaries of Alex. Brown Incorporated may be created to serve as general partner of the Subsequent Partnerships.

4. Each Partnership will offer limited partnership interests only to persons who are: (a) Employees of Alex. Brown who are present or former managing directors or principals of Alex. Brown or partners of Alex. Brown's predecessor, Alex. Brown Partners, or employees holding positions equivalent to managing director or principal with other wholly-owned subsidiaries of Alex. Brown Incorporated; (b) "accredited investors" as defined in rule 501(a)(6) of regulation D under the Securities Act of 1933; and (c) in the opinion of the General Partner (or in the case of any Subsequent Partnership, its general partner), sufficiently knowledgeable, sophisticated, and experienced in business and financial matters to be capable of evaluating the merits and risk of the partnership investment, able to bear the economic risk of such investment, and able to afford a complete loss of such investment. The Partnerships are intended to allow the participants to diversify their investments and to have the opportunity to participate in investments that might not otherwise be available to them or that might be beyond their individual means.

5. Alex. Brown Incorporated or its affiliates will bear all expenses incurred in connection with the organization of each Partnership. The Venture Partnership will bear its own operating expenses. No compensation will be paid to the General Partner for its services to the Venture Partnership and the General Partner will not receive reimbursement for its own expenses. Because the General Partner receives no compensation for its services to the Venture Partnership, it will not register as an investment adviser under the Investment Advisers Act of 1940. Applicants will consider at the time of formation of any Subsequent Partnership whether the General Partner (or any entity acting as general partner for such Subsequent Partnership) will be required to register as an investment adviser.

6. The General Partner of each Partnership will contribute capital to the Partnership in an amount equal to at least 1% of the aggregate initial capital contributions of that Partnership's initial limited partners. Each general partner will be capitalized so as to satisfy existing Internal Revenue Service guidelines regarding the characterization of an entity for federal income tax purposes as a partnership, rather than as an association taxable as a corporation.

7. Each Partnership will send its limited partners an annual report regarding its operations and valuation of Partnership assets as carried on the books of the Partnership. The report will set out information with respect to each limited partner's distributive share of income, gains, losses, credits, and other

items for federal income tax purposes. The annual report of the Venture Partnership and of each Subsequent Partnership with a similar investment strategy will contain unaudited financial statements because these Partnerships' assets will consist only of initial capital contributions and investments selected by individual limited partners. These Partnerships will maintain a file containing any financial statements and other information received from the issuers of the investments held by such Partnerships, and will make such file available for inspection by their limited partners. The annual report of each other Partnership will contain financial statements audited by independent public accountants.

Applicants' Legal Analysis

1. Section 6(b) provides that the SEC shall exempt employees' securities companies from the provisions of the Act to the extent that such exemption is consistent with the protection of investors. Section 2(a)(13) defines an employees' security company, among other things, as any investment company all of the outstanding securities of which are beneficially owned by the employees or persons on retainer of a single employer or affiliated employers or by former employees of such employers.

2. Applicants submit that the exemptions requested are consistent with the protection of investors in view of the substantial community of interest among all of the parties and the fact that each Partnership is an "employees securities' company" as defined in section 2(a)(13) of the Act. The Partnerships are organized and managed by persons who will be investing in the Partnerships, and will not be promoted by persons seeking to profit from fees or investment advice or from the distribution of securities.

3. On behalf of the Partnerships, applicants request relief from all of the provisions of the Act, and the regulations thereunder, except sections 9, 17 (except for certain provisions of sections 17 (a), (d), (f), (g), and (j) as described herein), 30 (except for certain provisions of sections 30 (a), (b), (d), and (f) as described herein), and 36–53, and the rules thereunder.

4. Section 17(a) provides, in relevant part, that it is unlawful for any affiliated person of a registered investment company, or any affiliated person of such person, acting as principal, knowingly to sell any security or other property to such registered investment company or to purchase from such registered investment company any security or other property. An exemption is requested from section 17(a) to permit the Partnerships to: (a) Purchase from Alex. Brown, or from an Alex. Brown affiliate, securities or interests in properties previously acquired for the account of Alex. Brown or the Alex. Brown affiliate; (b) sell to Alex. Brown or Alex. Brown affiliates securities or interests in properties previously acquired by the Partnerships; (c) invest in companies, partnerships, or other investment vehicles offered, sponsored, or managed by Alex. Brown or by an Alex. Brown affiliate ("Alex. Brown Sponsored Vehicles"); (d) purchase securities from Alex. Brown Sponsored Vehicles, except that bridge financing in Alex. Brown Sponsored Vehicles will be limited to 50% of the assets of a Partnership; (e) invest in securities of entities for which Alex. Brown or its affiliated persons have performed investment banking or other services and from which they may have received fees; (f) purchase interests in a company or other investment vehicle in which Alex. Brown or Alex. Brown affiliates or their respective employees own 5% or more of the voting securities, or that is otherwise affiliated with the Partnership or Alex. Brown; (g) purchase securities that are underwritten by Alex. Brown (including a member of a selling group) on terms at least as favorable to the Partnership as those offered to investors other than "affiliated persons" (as defined in the Act) of Alex. Brown; (h) participate as a selling securityholder in a public offering that is underwritten by Alex. Brown or by an Alex. Brown affiliate or in which Alex. Brown or an Alex. Brown affiliate acts as a member of the selling group; (i) invest in money market funds managed or underwritten by Alex. Brown or Alex. Brown affiliates; (j) purchase short-term instruments from, or sell such instruments to, Alex. Brown or Alex. Brown affiliates at market value; and (k) enter into repurchase transactions with Alex. Brown or Alex. Brown affiliates.

5. Any assets of a Partnership invested in a money market fund managed by an Alex. Brown affiliate will be invested in only those money market funds that do not impose sales loads or redemption fees, and will be subject only to those fees charged to and paid by persons unaffiliated with Alex. Brown investing in that fund. Furthermore, a Partnership purchasing any other short-term instrument from Alex. Brown or an Alex. Brown affiliate will pay no fee in connection with that purchase. No Partnership will acquire more than 3% of the total outstanding voting stock of any investment company.

6. Section 17(d) makes it unlawful for any affiliated person of a registered investment company, acting as principal, to effect any transaction in which the company is a joint or joint and several participant with the affiliated person in contravention of such rules and regulations as the SEC may prescribe. Rule 17d–1 was promulgated pursuant to section 17(d) and prohibits most joint transactions unless approved by order of the SEC. An exemption is requested pursuant to section 17(d) and rule 17d–1 to permit the Partnerships to participate in joint transactions, including the following: (a) An investment by one or more Partnerships in a non-Alex. Brown Sponsored Vehicle, (i) in which Alex. Brown, an Alex. Brown affiliate or an affiliated person thereof, an Alex. Brown Sponsored Vehicle, an employee, officer, or director of the General Partner, or certain transferees of the aforementioned (collectively, "Affiliates") is a participant or plans to become a participant, and/or (ii) with respect to which Alex. Brown or an Alex. Brown affiliate is entitled to receive placement fees, investment banking fees, brokerage commissions, or other economic benefits or interests; (b) an investment by one or more Partnerships in an Alex. Brown Sponsored Vehicle; and (c) an investment by one or more Partnerships in an Alex. Brown Sponsored Vehicle in which an Affiliate is a participant or plans to become a participant, including situations in which an Affiliate has a partnership or other interest in, or compensation arrangement with, the Alex. Brown Sponsored Vehicle.

7. Section 17(f) permits a registered investment company to maintain self-custody of its securities and similar investments subject to such rules and regulations as the SEC prescribes for the protection of investors. An exemption is requested from section 17(f) and rule 17f–1 to the extent necessary to permit Alex. Brown to act as custodian for the Partnerships without a written contract.

8. Section 17(g) and rule 17g–1 generally require that a majority of the board of directors of an investment company who are not interested persons take certain actions and make certain approvals concerning bonding. An exemption is requested to the extent necessary to permit the Partnerships to comply with rule 17g–1 without the necessity of having a majority of the board of directors of the General Partner who are not "interested persons" take such action and make such approvals as set forth in rule 17g–1. Except for the

requirements of approval by non-interested directors, the Partnerships will comply with rule 17g–1.

9. Section 17(j) and rule 17j–1 require that every registered investment company adopt a written code of ethics and that every access person of a registered investment company report transactions in any security in which the access person has, or by reason of the transaction acquires, any direct or indirect beneficial ownership. Applicants request an exemption from the requirements of rule 17j–1, with the exception of rule 17j–1(a), because they are burdensome and unnecessary in light of the community of interest among the partners of the Partnerships.

10. Section 30 of the Act generally requires a registered investment company to file quarterly and annual reports with the SEC and make semi-annual reports to its stockholders. An exemption is requested from sections 30(a) and 30(b) to the extent necessary to exempt the Partnerships from filing annual and quarterly reports with the SEC. The pertinent information that would be contained in such filings must, pursuant to the terms of the partnership agreements, be sent to the limited partners of the Partnerships. Exemptive relief from section 30(d) is necessary to permit the Partnerships to report annually, rather than semi-annually, to the limited partners. Exemptive relief from section 30(f) is necessary to exempt the General Partner and any other persons who may be deemed to be members of an advisory board of a Partnership from filing Forms 3, 4, and 5 under section 16 of the Securities Exchange Act of 1934.

## Applicants' Conditions

An order granting the requested exemptions will be subject to the following conditions set forth in the application:

1. Each proposed transaction otherwise prohibited by section 17(a) or section 17(d) and rule 17d–1 (the "section 17 Transactions") will be effected only if the General Partner, or in the case of any Subsequent Partnership, its general partner, determines that:

(a) The terms of the transaction, including the consideration to be paid or received, are fair and reasonable to the limited partners and do not involve overreaching of the Partnership or its limited partners on the part of any person concerned; and

(b) The transaction is consistent with the interests of the limited partners, the Partnership's organizational documents and the Partnership's reports to its limited partners.

In addition, the General Partner, and any general partner of any Subsequent Partnership, will record and preserve a description of such affiliated transactions, their findings, the information or materials upon which their findings are based and the basis therefor. All such records will be maintained for the life of the Partnerships and at least two years thereafter, and will be subject to examination by the Commission and its staff. All such records will be maintained in an easily accessible place for at least the first two years.

2. In any case where purchases or sales are made from or to an entity affiliated with a Partnership by reason of a 5% or more investment in such entity by a director, officer or employee of the general partner of that Partnership, such individual will not participate in the general partner's determination of whether or not to effect such purchase or sale.

3. The General Partner, and any general partner of any Subsequent Partnership, will adopt, and periodically review and update, procedures designed to ensure that reasonable inquiry is made, prior to the consummation of any section 17 Transaction, with respect to the possible involvement in the transaction of any affiliated person or promoter of or principal underwriter for the Partnerships, or any affiliated person of such a person, promoter, or principal underwriter.

4. No general partner of any Partnership will invest the funds of that Partnership in any investment in which a "Co-Investor" has or proposes to acquire the same class of securities of the same issuer, where the investment involves a joint enterprise or other joint arrangement within the meaning of rule 17d–1 in which the Partnership and the Co-Investor are participants, unless any such Co-Investor, prior to disposing of all or part of its investment, (a) gives that general partner sufficient, but not less than one day's, notice of its intent to dispose of its investment, and (b) refrains from disposing of its investment unless the Partnership has the opportunity to dispose of the Partnership's investment prior to or concurrently with, on the same terms as, and *pro rata* with the Co-Investor. The term "Co-Investor" means any person who is: (a) An "affiliated person" (as such term is defined in the Act) of the Partnership; (b) Alex. Brown Incorporated, its subsidiaries and controlled entities ("Alex. Brown Incorporated"); (c) an employee, officer, or director of Alex. Brown Incorporated; (d) Alex. Brown Sponsored Vehicles; (e) any entity with respect to which Alex. Brown Incorporated provides management, investment management or similar services as manager, investment manager, or general partner or in a similar capacity, and for which it may receive compensation, including without limitation, management fees, performance fees, carried interests entitling it to share disproportionately in income and capital gains or similar compensation; or (f) a company in which an officer or director of the General Partner (or of any other general partner of a Partnership) acts as an officer, director, or general partner, or has a similar capacity to control the sale or other disposition of the company's securities. The restrictions contained in this condition, however, shall not be deemed to limit or prevent the disposition of an investment by a Co-Investor: (a) To its direct or indirect wholly-owned subsidiary, to any company (a "parent") of which the Co-Investor is a direct or indirect wholly-owned subsidiary, or to a direct or indirect wholly-owned subsidiary of its parent; (b) to immediate family members of the Co-Investor or a trust established for any such family member; (c) when the investment is comprised of securities that are listed on a national securities exchange registered under section 6 of the Securities Exchange Act of 1934, as amended (the "1934 Act"); or (d) when the investment is comprised of securities that are national market system securities pursuant to section 11A(a)(2) of the 1934 Act and rule 11Aa2–1 thereunder.

5. The general partner of each Partnership will send to each limited partner who had an interest in the Partnership, at any time during the fiscal year then ended, Partnership financial statements. Such financial statements will be unaudited in the case of the Venture Partnership and each Subsequent Partnership with a similar investment strategy, but in the case of all other Partnerships will be audited by the Partnerships' independent accountants. At the end of each fiscal year, the general partner of each Partnership, other than the Venture Partnership and each Subsequent Partnership with a similar investment strategy, will make an appraisal or have an appraisal made of all of the assets of the Partnership as of such fiscal year end. The appraisal of the Partnership assets may be by independent third parties appointed by the general partner and deemed qualified by the general partner to render an opinion as to the value of Partnership assets, using such methods and considering such

information relating to the investments, assets and liabilities of the Partnership as such persons may deem appropriate, but in the case of an event subsequent to the end of the fiscal year materially affecting the value of any Partnership asset or investment, the general partner may revise the appraisal as it, in its good faith and sole discretion, deems appropriate. In addition, within 90 days after the end of each fiscal year of each of the Partnerships or as soon as practicable thereafter, its general partner shall send a report to each person who was a limited partner at any time during the fiscal year then ended, setting forth such tax information as shall be necessary for the preparation by the limited partner of his or her federal and state income tax returns and a report of the investment activities of the Partnership during such year.

6. Each Partnership and its general partner will maintain and preserve, for the life of each such Partnership and at least two years thereafter, such accounts, books, and other documents as constitute the record forming the basis for the financial statements and annual reports of such Partnership to be provided to the limited partners, and agree that all such records will be subject to examination by the Commission and its staff. All such records will be maintained in an easily accessible place for at least the first two years.

For the SEC, by the Division of Investment Management, under delegated authority.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 94–13961 Filed 6–8–94; 8:45 am]

BILLING CODE 8010–01–M

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[Release No. 35–26060]

## Filings Under the Public Utility Holding Company Act of 1935 ("Act")

June 3, 1994.

Notice is hereby given that the following filing(s) has/have been made with the Commission pursuant to provisions of the Act and rules promulgated thereunder. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declaration(s) and any amendments thereto is/are available for public inspection through the Commission's Office of Public Reference.

Interested persons wishing to comment or request a hearing on the application(s) and/or declaration(s) should submit their views in writing by June 27, 1994, to the Secretary, Securities and Exchange Commission, Washington, DC 20549, and serve a copy on the relevant application(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in case of an attorney at law, by certificate) should be filed with the request. Any request for hearing shall identify specifically the issues of fact or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After said date, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

### Indiana Michigan Power Company (70–6458)

Indiana Michigan Power Company ("I&M"), One Summit Square, P.O. Box 60, Fort Wayne, Indiana 46801, an electric utility subsidiary of American Electric Power Company, Inc., a registered holding company, has filed a post-effective amendment to its application-declaration under Sections 9(a), 10 and 12(d) of the Act.

By orders dated June 11, 1980 and June 25, 1980 (HCAR Nos. 21618 and 21642, respectively), I&M was authorized to enter into an agreement of sale ("Agreement") with the City of Rockport, Indiana ("City") concerning the construction, installation, financing and sale of pollution control facilities ("Facilities") at I&M's Rockport Plant. Under the Agreement, the City may issue and sell its pollution control revenue bonds ("Revenue Bonds") or pollution control refunding bonds ("Refunding Bonds"), in one or more series, and deposit the proceeds with the trustee ("Trustee") under an indenture ("Indenture") entered into between the City and the Trustee. The proceeds are applied by the Trustee to the payment of the costs of construction of the Facilities, or, in the case of proceeds from the sale of Refunding Bonds, to the payment of the principal, premium (if any) and/or interest on Revenue Bonds to be refunded.

I&M was also authorized to convey an undivided interest in a portion of the Facilities to the City, and to reacquire that interest under an installment sales arrangement requiring I&M to pay as the purchase price semiannual installments in such an amount, together with other monies held by the Trustee under the Indenture for that purpose, as to enable the City to pay, when due, the interest and principal on the Revenue Bonds. The City issued and sold its Revenue Bonds, in one series, in the aggregate principal amount of $40 million.

By subsequent orders dated December 4, 1984 and December 12, 1984 (HCAR Nos. 23514 and 23528, respectively), the Commission authorized I&M to enter into amendments to the Agreement with the City providing for the disposition and acquisition of the Project in connection with the issuance by the City of $110 million principal amount of pollution control bonds ("Series 1984 A Bonds"), also in one series, to finance the construction of the remainder of the Project.

Then, by order dated August 2, 1985 (HCAR No. 23781), the Commission authorized I&M to enter into further amendments to the Agreement with the City providing for the issuance and sale of an aggregate principal amount of $150 million, in three additional series, of pollution control bonds ("Series 1985 A Bonds"), each in the principal amount of $50 million with a maturity of August 1, 2014. The third series of the Series 1985 A Bonds were fixed rate bonds bearing interest at 9¼% per annum, payable semiannually, and subject to optional redemption following an initial period not to exceed ten years ("Fixed Rate Bonds"). The proceeds of the Series 1985 A Bonds were used to cover a portion of the cost of construction of the Project and to refund the outstanding short-term Series 1984 A Bonds in the principal amount of $110 million.

I&M now proposes to have the City issue and sell, no later than December 31, 1995, an additional series of Refunding Bonds in the aggregate principal amount of up to $50 million ("Refunding Fixed Rate Bonds"). The proceeds of the sale of the Refunding Fixed Rate Bonds will be deposited with the Trustee and applied by the Trustee, and used together with other funds supplied by I&M, to provide for the early redemption of the Fixed Rate Bonds at a price of 102% of their principal amount.

It is contemplated that the Refunding Fixed Rate Bonds will be sold by the City pursuant to arrangements with Goldman, Sachs & Co. While I&M will not be a party to the underwriting arrangements for the Refunding Fixed Rate Bonds, the Agreement provides that the Refunding Fixed Rate Bonds shall have such terms as shall be specified by I&M.

I&M is advised that the Refunding Fixed Rate Bonds will bear interest semi-annually. It is expected that the Refunding Fixed Rate Bonds will mature at a date or dates not more than 40 years from the date of their issuance. The Refunding Fixed Rate Bonds may be subject to mandatory or optional redemption under circumstances and terms specified at the time of pricing, and, if it is deemed advisable, may also include a sinking fund provision. In addition, the Refunding Fixed Rate Bonds may not be redeemable at the option of the City in whole or in part at any time for a period to be determined a the time of pricing the Refunding Fixed Rate Bonds. Finally, I&M may provide some form of credit enhancement for the Refunding Fixed Rate Bonds, such as a letter of credit, surety bond or bond insurance, and I&M may pay a fee in connection therewith. Any letter of credit would not exceed a face amount of $50 million and would be for a term of from one to five years. Drawings will bear interest at a rate not exceeding 1% above the bank's prime rate and annual fees will not exceed 1.25% of the face amount of the letter of credit.

It is not possible to predict precisely the interest rate which may be obtained in connection with the issuance of the Refunding Fixed Rate Bonds. However, I&M has been advised that, depending on maturity and other factors, the annual interest rate on obligations, interest on which is so excludable from gross income, historically has been, and can be expected at the time of issuance of the Refunding Fixed Rate Bonds to be, 1½% to 2½% or more lower than the rates of obligations of like terms and comparable quality, interest on which is fully subject to Federal income tax.

Moreover, I&M will not agree, without further order of this Commission, to the issuance of any Refunding Fixed Rate Bond by the City if: (1) The stated maturity of any such bond shall be more than forty years; (2) the rate of interest to be borne by any such bond shall exceed 8% per annum; (3) the discount from the initial public offering price of any such bond shall exceed 5% of the principal amount thereof; or (4) the initial public offering price shall be less than 95% of the principal amount thereof. Further, I&M will not enter into the proposed refunding transaction unless the estimated present value savings derived from the net difference between interest payments on a new issue of comparable securities and on the securities to be refunded is, on an after tax basis, greater than the present value of all redemption and issuing costs, assuming an appropriate discount rate. The discount rate used shall be the estimated after-tax interest rate on the Refunding Fixed Rate Bonds to be issued.

**WPS Resources Corporation, (70–8379)**

WPS Resources Corporation ("WPS Resources"), a Wisconsin corporation not currently subject to the Act, 700 North Adams Street, Green Bay, Wisconsin 54307, has filed an application requesting an order: (1) Approving the direct acquisition by WPS Resources, under sections 9(a)(2) and 10 of the Act, of all the outstanding shares of common stock of Wisconsin Public Service Corporation ("Wisconsin Public Service"), and, through such acquisition, the indirect acquisition of 33.1% of the outstanding shares of Wisconsin River Power Company ("Wisconsin River Power"), and (2) granting WPS Resources and its subsidiary companies, upon consummation of the proposed transaction, an exemption under section 3(a)(1) of the Act from all of the provisions of the Act, except section 9(a)(2).

Wisconsin Public Service, a public-utility company and a public-utility holding company exempt from registration by order of the Commission under section 3(a)(2) of the Act,[1] is principally engaged in the production, transmission, distribution and sale of electricity to approximately 347,000 customers in northeastern Wisconsin and upper Michigan. Wisconsin Public Service also engages in the purchase, distribution, transportation and sale of natural gas to approximately 190,000 customers in northeastern Wisconsin and upper Michigan. Total operating revenues for 1993 were $680.6 million, of which $493.2 million (72%) was from electric service and $187.4 million (28%) was from gas service. In 1993, Wisconsin Public Service derived 97.8% of its operating revenues and 98.6% of its net income from operations in Wisconsin, and 2.2% of its operating revenues and 1.4% of its net income from operations in Michigan.

Wisconsin River Power, a Wisconsin corporation, owns and operates two dams and related hydroelectric plants on the Wisconsin River with an aggregate installed capacity of about 35 megawatts. The output of the plants is sold, at the sites of the plants, to the three companies which own the outstanding capital stock of Wisconsin River Power, substantially in proportion to their stock ownership interests.[2] Total assets of Wisconsin River Power at December 31, 1993 were $6.06 million, representing 0.51% of Wisconsin Public Service's total assets of $1.2 billion. Wisconsin Public Service's share of Wisconsin River Power's net income for 1993 was $310,000, representing 0.50% of Wisconsin Public Service's total net income of $62 million.

Wisconsin Public Service proposes to reorganize by forming a holding company over itself. Under an Agreement and Plan of Share Exchange ("Plan"), one share of common stock, $1 par value, of WPS Resources, a corporation organized to facilitate the reorganization, will be exchanged for each share of common stock, $4 par value, or Wisconsin Public Service outstanding ("Exchange") at the effective time of the Plan, and the outstanding shares of WPS Resources common stock held by Wisconsin Public Service prior to the effective time of the Plan will be canceled. Following the Exchange, all of the outstanding common stock of WPS Resources will be owned by the former Wisconsin Public Service common shareholders, and WPS Resources will own all of the outstanding common stock of Wisconsin Public Service. Wisconsin River Power will remain a subsidiary of Wisconsin Public Service.[3] There will be no exchange of the outstanding preferred stock or first mortgage bonds of Wisconsin Public Service in connection with the exchange.

The holders of the common stock of Wisconsin Public Service approved the Plan at the annual meeting of shareholders held on May 5, 1994. The Wisconsin Public Service Commission approved the formation of a holding company by order dated May 31, 1994.

The principal reasons for the proposed restructuring are: (1) To create a structure which can more effectively address the growing national competition in the energy industry; (2) to facilitate selective diversification into nonutility businesses which are related to the utility business of Wisconsin Public Service or energy conservation or energy resources or which otherwise benefit the service territory of the utility; (3) to separate the utility and nonutility businesses; and (4) to provide additional flexibility for financing and for maintaining appropriate utility capital ratios.

The application states that following the restructuring, WPS Resources and its subsidiaries will meet the requirements for an exemption under section 3(a)(1). WPS Resources, Wisconsin Public Service and River Power are and will continue to be predominantly intrastate in character and will continue to carry on their

[1] *Wisconsin Public Service Corporation*, 1 S.E.C. 512 (1936).

[2] See *Wisconsin Public Service Corporation*, 27 S.E.C. 539 (1948) (approving the acquisition by the utility of the capital stock of transmission or distribution facilities.

[3] Wisconsin Public Service, by means of a non-cash dividend, will transfer to WPS Resources all the outstanding stock of its nonutility subsidiary companies, WPS Communications, Inc. and Packerland Energy Services, Inc.

business substantially in Wisconsin, the state in which they are organized.

**Southern Indiana Gas and Electric Company (70–8407)**

Southern Indiana Gas and Electric Company ("SIGECO"), 20 N.W. Fourth Street, Evansville, Indiana 47741–0001, an Indiana public-utility holding company exempt from registration under sections 3(a)(1) and 3(a)(2) of the Public Utility Holding Company Act of 1935 ("Act") by order and pursuant to rule 2, has filed an application under sections 9(a)(2) and 10 of the Act in connection with the proposed acquisition of all of the outstanding common stock ("Lincoln Common Stock") of Lincoln Natural Gas Company, Inc. ("Lincoln"), an Indiana public utility corporation engaged in the gas utility business.[4]

A wholly-owned subsidiary of SIGECO, Spencer Energy Corp., an Indiana corporation ("Spencer"), will be merged with and into Lincoln (the "Merger") pursuant to an Agreement and Plan of Merger among SIGECO, Spencer and Lincoln ("Agreement"), with Spencer ceasing to exist and Lincoln the surviving corporation. Spencer was incorporated for the sole purpose of effecting SIGECO's acquisition of the Lincoln Common Stock and consummating the transactions described herein and is not engaged in any business.

SIGECO is a publicly held operating public utility engaged in the generation, transmission, distribution and sale of electricity and the purchase of natural gas and its transportation, distribution and sale in a service area which covers ten counties in southwestern Indiana.[5] At December 31, 1993, SIGECO served 118,163 electric customers and supplied gas service to 100,398 customers in Evansville and 63 other nearby communities and their environs.[6]

Lincoln is a closely held public utility corporation which owns and operates a gas distribution system in the City of Rockport, Spencer County, Indiana, and surrounding territory. Lincoln serves approximately 1,330 customers in Spencer County in southwestern Indiana and owns, operates, maintains and manages plant, property, equipment and facilities used and useful for the transmission, transportation, distribution and sale of natural gas to the public. Lincoln's gas service territory is adjacent to SIGECO's gas service territory.

In the Merger, the holders of Lincoln Common Stock issued and outstanding immediately prior to the Merger would be entitled to receive shares of common stock, without par value, of SIGECO ("SIGECO Common Stock") having a market value of approximately $1,350,000 in accordance with the formula contained in the Agreement, and each share of common stock, no par value ("Spencer Common Stock"), of Spencer issued and outstanding immediately prior to the Merger would be converted into one share of Lincoln Common Stock. Any shares of Lincoln Common Stock held in treasury by Lincoln at the effective time of the Merger will be canceled.

The number of shares of SIGECO Common Stock to be exchanged in the transactions will be determined by their average closing market price over a five-day period before the relevant closing date. After the consummation of the Merger, Lincoln will operate as a gas utility subsidiary company of SIGECO but, if appropriate, SIGECO may eventually merge Lincoln into itself.

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 94–14032 Filed 6–8–94; 8:45 am]

BILLING CODE 8010–01–M

[4] SIGECO is a holding company as defined under section 2(a)(7)(A) of the Act by virtue of SIGECO's ownership of 33% of the capital stock of Community Natural Gas Company, Inc., an Indiana corporation, which is a gas utility company serving customers in southwestern Indiana.

[5] The only property SIGECO owns outside of Indiana is approximately eight miles of electric transmission line which is located in Kentucky. SIGECO does not distribute any electric energy in Kentucky.

[6] For the twelve months ended December 31, 1993, approximately 79% of SIGECO's total utility operating revenues were derived from its electric operations and approximately 21% from its gas operations.

## DEPARTMENT OF STATE

**[Public Notice 2017]**

### International Telecommunications Advisory Committee (ITAC) Standardization Sector; Meeting Notice

The Department of State announces that the United States International Telecommunications Advisory Committee (ITAC), Telecommunications Standardization Sector Study Group A will meet on June 28, 1994, in room 1406 from 9:30 a.m. to 1:00 p.m., and the Standardization Sector Group, on June 29, 1994, in room 1105 from 9:30 to 3, at the U.S. Department of State, 2201 "C" Street NW., Washington, DC 20520.

The agenda for Study Group A will include a debrief of the recent ITU–T Study Group 3 meeting and continue preparations for the September 27-October 7, Geneva ITU–T Study Group 1 meeting, and discuss issues related to ITU–T Study Group 2 activities.

The agenda for the Standardization Sector meeting (formerly the CCITT USNC) will include a debrief of the April meeting of TSAG, the ITU council-related activities covering strategic planning, etc.

Members of the General Public may attend the meetings and join in the discussions, subject to the instructions of the chair. Admittance of public members will be limited to the seating available. In this regard, entrance to the Department of State is controlled. If you are not presently named on the mailing list of the Telecommunications Sector C Group, and wish to attend please call 202–647–0201 no later than 5 days before the meeting. Enter from the C Street Main lobby. A picture ID will be required for admittance.

Dated: June 1, 1994.

**Earl S. Barbely,**

*Chairman, U.S., ITAC for ITU-Telecommunication Standardization Sector*

[FR Doc. 94–14041 Filed 6–8–94; 8:45 am]

BILLING CODE 4710–45–M

## DEPARTMENT OF TRANSPORTATION

**Federal Aviation Administration**

### Notice of Passenger Facility Charge (PFC) Approvals and Disapprovals

**AGENCY:** Federal Aviation Administration (FAA), DOT.

**ACTION:** Monthly Notice of PFC Approvals and Disapprovals. In April 1994, there were eight applications approved.

**SUMMARY:** The FAA publishes a monthly notice, as appropriate, of PFC approvals and disapprovals under the provisions of the Aviation Safety and Capacity Expansion Act of 1990 (Title IV of the Omnibus Budget Reconciliation Act of 1990) (Pub. L. 101–508) and part 158 of the Federal Aviation Regulations (14 CFR part 158). This notice is published pursuant to paragraph d of § 158.29.

**PFC Applications Approved**

Public Agency: Metropolitan Washington Airports Authority, Alexandria, Virginia.

Application Number: 94–02–U–00–DCA.

Application Type: Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $166,739,071.

Charge Effective Date: November 1, 1993.

Estimated Charge Expiration Date: November 1, 2000.

Class of Air Carriers Not Required to Collect PFC's: No change from previously approved application of August 16, 1993.

Brief Description of Project Approved for Use Only: Thirty-five gate north passenger terminal complex.

Decision Date: April 6, 1994.

For Further Information Contact: Robert Mendez, Washington Airports District Office, (703) 285-2570.

Public Agency: City of La Crosse, La Crosse, Wisconsin.

Application Number: 94-01-C-00-LSE.

Application Type: Impose and Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $795,299.

Earliest Charge Effective Date: July 1, 1994.

Estimated Charge Expiration Date: August 1, 1997.

Class of Air Carriers Not Required to Collect PFC's: None.

Brief Description of Projects Approved for Collection and Use: Planning studies, Runway safety equipment, Security access system, Taxiway safety improvements, Runway safety improvements, Land acquisition, New aircraft rescue and firefighting (ARFF) building and associated safety items.

Decision Date: April 6, 1994.

For Further Information Contact: Franklin Benson, Minneapolis Airports District Office, (612) 725-4221.

Public Agency: County of Marquette, Marquette, Michigan.

Application Number: 94-02-U-00-MQT.

Application Type: Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $459,700.

Charge Effective Date: December 1, 1992.

Estimated Charge Expiration Date: April 1, 1996.

Class of Air Carriers Not Required to Collect PFC's: No change from previously approved application of October 1, 1992.

Brief Description of Projects Approved for Use Only: Perimeter deer fencing, Terminal security.

Decision Date: April 6, 1994.

For Further Information Contact: Dean Nitz, Detroit Airports District Office, (313) 487-7300.

Public Agency: City of Midland, Midland, Texas.

Application Number: 94-02-U-00-MAF.

Application Type: Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $30,372,250.

Charge Effective Date: January 1, 1993.

Estimated Charge Expiration Date: January 1, 2010.

Class of Air Carriers Not Required to Collect PFC's: No change from previously approved application of December 16, 1993.

Brief Description of Projects Approved for Use Only: Rehabilitate airfield taxiways, Reconstruct runway 4/22, Rehabilitate runway 16L/34R, Construct new terminal complex.

Decision Date: April 14, 1994.

For Further Information Contact: Ben Guttery, Southwest Region Airports Division, (817) 222-5614.

Public Agency: Bert Mooney Airport Authority, Butte, Montana.

Application Number: 94-01-C-00-BTM.

Application Type: Impose and Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $410,202.

Earliest Charge Effective Date: July 1, 1994.

Estimated Charge Expiration Date: May 1, 2000.

Class of Air Carriers Not Required to Collect PFC's: Nonscheduled air taxi/commercial operators.

Determination: Approved. Based on information submitted by the public agency, the FAA has determined that the proposed class accounts for less than 1 percent of the total enplanements at Bert Mooney Airport.

Brief Description of Projects Approved for Collection and Use: Airport layout plan update, Runway 11/29 rehabilitation, Taxiway C extension, Taxiway D widening, Taxiways B and E rehabilitation, Americans with Disabilities Act terminal compliance, Modify loading bridge, Rehabilitate taxiway A lighting.

Brief Description of Projects Approved for Collection Only: Purchase new ARFF vehicle, Expand ARFF garage and update maintenance building, Air carrier apron reconstruction, Runway 15/33 rehabilitation.

Decision Date: April 17, 1994.

For Further Information Contact: David B. Gabbert, Helena Airports District Office, (406) 449-52171.

Public Agency: Clark County Department of Aviation, Las Vegas, Nevada.

Application Number: 94-03-U-00-LAS.

Application Type: Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $944,028,500.

Charge Effective Date: June 1, 1992.

Estimated Charge Expiration Date: September 1, 2014.

Class of Air Carriers Not Required to Collect PFC's: No change from previously approved applications of February 24, 1992, August 21, 1992, and June 7, 1993.

Brief Description of Projects Approved for Use Only: Railroad track relocation, Runway 7L/25R extension—design and construction.

Decision Date: April 20, 1994.

For Further Information Contact: Joseph Rodriquez, San Francisco Airports District Office, (415) 876-2805.

Public Agency: Outagamie County, Appleton, Wisconsin.

Application Number: 94-01-C-00-ATW.

Application Type: Impose and Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $3,233,645.

Earliest Charge Effective Date: July 1, 1994.

Estimated Charge Expiration Date: September 1, 2000.

Class of Air Carriers Not Required to Collect PFC's: None.

Brief Description of Projects Approved for Collection and Use: Land acquisition—parcel 42, Security fencing, Runway 11/29 grooving and airfield signage, Land acquisition—Doell property, Taxiway D and G reconstruction, ARFF building expansion, Snow removal vehicle, Terminal apron reconstruction and expansion, General aviation apron, PFC administration.

Brief Description of Projects Approved-in-Part for Collection and Use: Terminal water line.

Determination: Approved-in-part. Certain portions of facilities in the terminal are not Airport Improvement Program (AIP) eligible, and, accordingly, are not PFC eligible. Airport safety and snow removal vehicles.

Determination: Approved-in-part. The safety (security) vehicle is not AIP eligible, and therefore, not PFC eligible

Brief Description of Projects Approved for Collection Only: Stormwater drainage improvements—phase I, Terminal baggage claim expansion, Install emergency generator, Acquire friction testing vehicle, Stormwater drainage improvements—phase II, Taxiway B reconstruction.

Brief Description of Project Withdrawn: Land acquisition—parcel 57.

Determination: Outagamie County requested that the land acquisition, parcel 57, be withdrawn from the PFC application by letter dated April 8, 1994.

Decision Date: April 25, 1994.

For Further Information Contact: Franklin Benson, Minneapolis Airports District Office, (612) 725–4221.

Public Agency: Chattanooga Metropolitan Airport Authority, Chattanooga, Tennessee.

Application Number: 93–01–C–00–CHA.

Application Type: Impose and Use PFC Revenue.

PFC Level: $3.00.

Total Approved Net PFC Revenue: $7,177,253.

Earliest Charge Effective Date: July 1, 1994.

Estimated Charge Expiration Date: October 1, 2002.

Class of Air Carriers Not Required to Collect PFC's: Air carriers operating under Part 135 or Part 298 of the Federal Aviation Regulations, on an on-demand, non-scheduling basis, and not selling tickets to individual passengers.

Determination: Approved. Based on information submitted by the public agency, the FAA has determined that the proposed class accounts for less than 1 percent of the total enplanements at Chattanooga Metropolitan Airport.

Brief Description of Projects Approved for Collection and Use: Bag claim devices, Loading bridges, Security system, Miscellaneous terminal improvements, General project (terminal building), Master plan/Part 150 update, Airfield signage, Ramp security system, PFC administration.

Brief Description of Project Disapproved: Widen/strengthen Taxiway A.

Determination: Disapproved. The FAA determined that the public agency did not provide justification that this project met the objectives of section 158.15(a) as required under section 158.25(b)(7).

Brief Description of Projects Withdrawn: Concourse seating, Airfield fill and drainage.

Determination: These projects were withdrawn by the Chattanooga Metropolitan Airport Authority by letter dated December 27, 1993.

Decision Date: April 26, 1994.

For Further Information Contact: Charles Harris, Memphis Airports District Office, (901) 544–3495.

AMENDMENTS TO PFC APPROVALS

| Amendment No. city, state | Amendment approved date | Original approved net PFC revenue | Amended approved net PFC revenue | Original estimated charge exp. date | Amended estimated charge exp. date |
|---|---|---|---|---|---|
| 92–01–C–01–PDX, Portland, OR | 04/12/94 | $17,961,850 | $22,000,000 | 07/01/94 | 10/31/94 |

Issued in Washington, DC, on May 20, 1994.

**Donna Taylor,**

*Manager, Passenger Facility Charge Branch.*

CUMULATIVE LIST OF PFC APPLICATIONS PREVIOUSLY APPROVED

| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| Alabama: | | | | | |
| 92–01–I–00–Hsv., Huntsville Intl-Carl T. Jones Field, Huntsville | 03/06/1992 | $3 | $36,472,657 | 06/01/1992 | 11/01/2008 |
| 93–02–U–00–Hsv., Huntsville Intl-Carl T. Jones Field, Huntsville | 06/03/1993 | 3 | 0 | 09/01/1993 | 11/01/2008 |
| 92–01–C–00–Msl., Muscle Shoals Regional, Muscle Shoals | 02/18/1992 | 3 | 100,000 | 06/01/1992 | 02/01/1995 |
| Arizona: | | | | | |
| 92–01–C–00–Flg., Flagstaff, Pulliam, Flagstaff | 09/29/1992 | 3 | 2,463,581 | 12/01/1992 | 01/01/2015 |
| 93–01–C–00–Yum., Yuma Mcas/Yuma International, Yuma | 09/09/1993 | 3 | 1,678,064 | 12/01/1993 | 06/01/2003 |
| California: | | | | | |
| 92–01–C–00–Acv., Arcata, Arcata | 11/24/1992 | 3 | 188,500 | 02/01/1993 | 05/01/1994 |
| 93–01–C–00–Cic., Chico Municipal, Chico | 09/29/1993 | 3 | 137,043 | 01/01/1994 | 06/01/1997 |
| 92–01–C–00–Iyk., Inyokern, Inyokern | 12/10/1992 | 3 | 127,500 | 03/01/1993 | 09/01/1995 |
| 93–01–C–00–Lgb., Long Beach-Daugherty Field, Long Beach | 12/30/1993 | 3 | 3,533,766 | 03/01/1994 | 03/01/1998 |
| 93–01–C–00–Lax., Los Angeles International, Los Angeles | 03/26/1993 | 3 | 360,000,000 | 07/01/1993 | 07/01/1998 |
| 93–01–C–00–Mry., Monterey Peninsula, Monterey | 10/08/1993 | 3 | 3,960,855 | 01/01/1994 | 06/01/2000 |
| 92–01–C–00–Oak., Metropolitan Oakland International, Oakland | 06/26/1992 | 3 | 12,343,000 | 09/01/1992 | 05/01/1994 |
| 94–02–C–00–Oak., Metropolitan Oakland International, Oakland | 02/23/1994 | 3 | 8,999,000 | 05/01/1994 | 04/01/1995 |
| 93–01–I–00–Ont., Ontario International, Ontario | 03/26/1993 | 3 | 49,000,000 | 07/01/1993 | 07/01/1998 |
| 92–01–C–00–Psp., Palm Springs Regional, Palm Springs | 06/25/1992 | 3 | 81,888,919 | 10/01/1992 | 11/01/2032 |
| 92–01–C–00–Smf., Sacramento Metropolitan, Sacramento | 01/26/1993 | 3 | 24,045,000 | 04/01/1993 | 03/01/1996 |

CUMULATIVE LIST OF PFC APPLICATIONS PREVIOUSLY APPROVED—Continued

| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| 92-01-C-00-Sjc., San Jose International, San Jose | 06/11/1992 | 3 | 29,228,826 | 09/01/1992 | 08/01/1995 |
| 93-02-U-00-Sjc., San Jose International, San Jose | 02/22/1993 | 3 | 0 | 05/01/1993 | 08/01/1995 |
| 93-03-C-00-Sjc., San Jose International, San Jose | 06/16/1993 | 3 | 16,245,000 | 08/01/1995 | 05/01/1997 |
| 92-01-C-00-Sbp., San Luis Obispo County-McChesney Field, San Luis Obispo | 11/24/1992 | 3 | 502,437 | 02/01/1993 | 02/01/1995 |
| 92-01-C-00-Sts., Sonoma County, Santa Rosa | 02/19/1993 | 3 | 110,500 | 05/01/1993 | 04/01/1995 |
| 91-01-I-00-Tvl., Lake Tahoe, South Lake Tahoe | 05/01/1992 | 3 | 928,747 | 08/01/1992 | 03/01/1997 |
| Colorado: | | | | | |
| 92-01-C-00-Cos., Colorado Springs Municipal, Colorado Springs | 12/22/1992 | 3 | 5,622,000 | 03/01/1993 | 02/01/1996 |
| 92-01-C-00-Dvx., Denver International (New), Denver | 04/28/1992 | 3 | 2,330,734,321 | 07/01/1992 | 01/01/2026 |
| 93-01-C-00-Ege., Eagle County Regional, Eagle | 06/15/1993 | 3 | 572,609 | 09/01/1993 | 04/01/1998 |
| 93-01-C-00-Fnl., Fort Collins-Loveland, Fort Collins | 07/14/1993 | 3 | 207,857 | 10/01/1993 | 06/01/1996 |
| 92-01-C-00-Gjt., Walker Field, Grand Junction | 01/15/1993 | 3 | 1,812,000 | 04/01/1993 | 03/01/1998 |
| 93-01-C-00-Guc., Gunnison County, Gunnison | 08/27/1993 | 3 | 702,133 | 11/01/1993 | 03/01/1998 |
| 93-01-C-00-Hdn., Yampa Valley, Hayden | 08/23/1993 | 3 | 532,881 | 11/01/1993 | 04/01/1997 |
| 93-01-C-00-Mtj., Montrose County, Montrose | 07/29/1993 | 3 | 1,461,745 | 11/01/1993 | 02/01/2009 |
| 93-01-C-00-Pub., Pueblo Memorial, Pueblo | 08/16/1993 | 3 | 1,200,745 | 11/01/1993 | 08/01/2010 |
| 92-01-C-00-Sbs., Steamboat Springs/Bob Adams Field, Steamboat Springs | 01/15/1993 | 3 | 1,887,337 | 04/01/1993 | 04/01/2012 |
| 92-01-C-00-Tex., Telluride Regional, Telluride | 11/23/1992 | 3 | 200,000 | 03/01/1993 | 11/01/1997 |
| Connecticut: | | | | | |
| 93-01-C-00-Hvn., Tweed-New Haven, New Haven | 09/10/1993 | 3 | 2,490,450 | 12/01/1993 | 06/01/1999 |
| 93-02-I-00-Bdl., Bradley International, Windsor Locks | 07/09/1993 | 3 | 12,030,000 | 10/01/1993 | 09/01/1995 |
| 94-03-U-00-Bdl., Bradley International, Windsor Locks | 02/22/1994 | 3 | 0 | 05/01/1994 | 09/01/1995 |
| Florida: | | | | | |
| 93-01-C-00-Dab., Daytona Beach Regional, Daytona Beach | 04/20/1993 | 3 | 7,967,835 | 07/01/1993 | 11/01/1999 |
| 92-01-C-00-Rsw., Southwest Florida International, Fort Myers | 08/31/1992 | 3 | 253,858,512 | 11/01/1992 | 06/01/2014 |
| 93-02-U-00-Rsw., Southwest Florida International, Fort Myers | 05/10/1993 | 3 | 0 | 11/01/1992 | 06/01/2014 |
| 93-01-C-00-Jax., Jacksonville International, Jacksonville | 01/28/1994 | 3 | 12,258,255 | 05/01/1994 | 07/01/1997 |
| 92-01-C-00-Eyw., Key West International, Key West | 12/17/1992 | 3 | 945,937 | 03/01/1993 | 12/01/1995 |
| 92-01-C-00-Mth., Marathon, Marathon | 12/17/1992 | 3 | 153,556 | 03/01/1993 | 06/01/1995 |
| 92-01-C-00-Mco., Orlando International, Orlando | 11/27/1992 | 3 | 167,574,527 | 02/01/1993 | 02/01/1998 |
| 93-02-C-00-Mco., Orlando International, Orlando | 09/24/1993 | 3 | 12,957,000 | 12/01/1993 | 02/01/1998 |
| 93-01-I-00-Pfn., Panama City-Bay County International, Panama City., | 12/01/1993 | 3 | 8,238,499 | 02/01/1994 | 10/01/2007 |
| 92-01-C-00-Pns., Pensacola Regional, Pensacola | 11/23/1992 | 3 | 4,715,000 | 02/01/1993 | 04/01/1996 |
| 92-01-I-00-Srq., Sarasota-Bradenton International, Sarasota | 06/29/1992 | 3 | 38,715,000 | 09/01/1992 | 09/01/2005 |
| 92-01-I-00-Tlh., Tallahassee Regional, Tallahassee | 11/13/1992 | 3 | 8,617,154 | 02/01/1993 | 12/01/1998 |
| 93-02-U-00-Tlh., Tallahassee Regional, Tallahassee | 12/30/1993 | 3 | 0 | 02/01/1993 | 06/01/1998 |
| 93-01-C-00-Tpa., Tampa International, Tampa | 07/15/1993 | 3 | 87,102,000 | 10/01/1993 | 09/01/1999 |
| 93-01-C-00-Pbi., Palm Beach International, West Palm Beach | 01/26/1994 | 3 | 38,801,096 | 04/01/1994 | 04/01/1999 |
| Georgia: | | | | | |
| 93-01-C-00-Csg., Columbus Metropolitan, Columbus | 10/01/1993 | 3 | 534,633 | 12/01/1993 | 06/01/1995 |
| 91-01-C-00-Sav., Savannah International, Savannah | 01/23/1992 | 3 | 39,501,502 | 07/01/1992 | 03/01/2004 |
| 92-01-I-00-Vld., Valdosta Regional, Valdosta | 12/23/1992 | 3 | 260,526 | 03/01/1993 | 10/01/1997 |
| Idaho: | | | | | |
| 93-01-C-00-Sun., Friedman Memorial, Hailey | 06/29/1993 | 3 | 188,000 | 09/01/1993 | 09/01/1997 |
| 92-01-C-00-Ida., Idaho Falls Municipal, Idaho Falls | 10/30/1992 | 3 | 1,500,000 | 01/01/1993 | 01/01/1998 |
| 94-01-I-00-Lws., Lewiston-Nez Perce County, Lewiston | 02/03/1994 | 3 | 229,610 | 05/01/1994 | 03/01/1997 |
| 92-01-C-00-Twf., Twin Falls-Sun Valley Regional, Twin Falls | 08/12/1992 | 3 | 270,000 | 11/01/1992 | 05/01/1998 |
| Illinois: | | | | | |
| 93-01-C-00-Mdw., Chicago Midway, Chicago | 06/28/1993 | 3 | 79,920,958 | 09/01/1993 | 08/01/2001 |
| 93-01-C-00-Ord., Chicago O'Hare International, Chicago | 06/28/1993 | 3 | 500,418,285 | 09/01/1993 | 10/01/1999 |
| 93-01-I-00-Rfd., Greater Rockford, Rockford | 07/24/1992 | 3 | 1,177,348 | 10/01/1992 | 10/01/1996 |
| 93-02-I-00-Rfd., Greater Rockford, Rockford | 09/02/1993 | 3 | 0 | 12/01/1993 | 10/01/1996 |
| 92-01-I-00-Spi., Capital, Springfield | 03/27/1992 | 3 | 562,104 | 06/01/1992 | 02/01/1994 |
| 93-02-U-00-Spi., Capital, Springfield | 04/28/1993 | 3 | 0 | 06/01/1992 | 02/01/1994 |
| 93-03-I-00-Spi., Capital, Springfield | 11/24/1993 | 3 | 4,585,443 | 06/01/1992 | 02/01/2006 |
| Indiana: | | | | | |
| 92-01-C-00-Fwa., Fort Wayne International, Fort Wayne | 04/05/1993 | 3 | 26,563,457 | 07/01/1993 | 03/01/2015 |

CUMULATIVE LIST OF PFC APPLICATIONS PREVIOUSLY APPROVED—Continued

| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| 93–01–C–00–Ind., Indianapolis International, Indianapolis | 06/28/1993 | 3 | 117,344,750 | 09/01/1993 | 07/01/2005 |
| Iowa: | | | | | |
| 93–01–C–00–Dsm., Des Moines Municipal, Des Moines | 11/29/1993 | 3 | 6,446,507 | 03/01/1994 | 04/01/1997 |
| 92–01–I–00–Dbq., Dubuque Regional, Dubuque | 10/06/1992 | 3 | 148,500 | 01/01/1993 | 05/01/1994 |
| 94–02–C–00–Dbq., Dubuque Regional, Dubuque | 02/09/1994 | 3 | 203,420 | 05/01/1994 | 02/01/1996 |
| 93–01–C–00–Sux., Sioux Gateway, Sioux City | 03/12/1993 | 3 | 204,465 | 06/01/1993 | 06/01/1994 |
| 94–01–C–00–Alo., Waterloo Municipal, Waterloo | 03/29/1994 | 3 | 637,000 | 06/01/1994 | 06/01/1998 |
| Kentucky: | | | | | |
| 94–01–C–00–Cvg., Cincinnati/Northern Kentucky International, Covington | 03/30/1994 | 3 | 20,737,000 | 06/01/1994 | 09/01/1995 |
| 93–01–C–00–Lex., Blue Grass, Lexington | 08/31/1993 | 3 | 12,378,791 | 11/01/1993 | 05/01/2003 |
| 93–01–C–00–Pah., Barkley Regional, Paducah | 12/02/1993 | 3 | 386,550 | 03/01/1994 | 12/01/1998 |
| Louisiana: | | | | | |
| 92–01–I–00–Btr., Baton Rouge Metropolitan, Ryan Field, Baton Rouge | 09/28/1992 | 3 | 9,823,159 | 12/01/1992 | 12/01/1998 |
| 93–02–U–00–Btr., Baton Rouge Metropolitan, Ryan Field, Baton Rouge | 04/23/1993 | 3 | 0 | 12/01/1992 | 12/01/1998 |
| 93–01–C–00–Msy., New Orleans International/Moisant Field, New Orleans | 03/19/1993 | 3 | 77,809,372 | 06/01/1993 | 04/01/2000 |
| 93–02–U–00–Msy., New Orleans International/Moisant Field, New Orleans | 11/16/1993 | 3 | 0 | 06/01/1993 | 04/01/2000 |
| 93–01–I–00–Shv., Shreveport Regional, Shreveport | 11/19/1993 | 3 | 33,050,278 | 02/01/1994 | 02/01/2019 |
| Maine: | | | | | |
| 93–01–C–00–Pwm., Portland International Jetport, Portland | 10/29/1993 | 3 | 12,233,751 | 02/01/1994 | 05/01/2001 |
| Maryland: | | | | | |
| 92–01–I–00–BWI., Baltimore-Washington International, Baltimore | 07/27/1992 | 3 | 141,866,000 | 10/01/1992 | 09/01/2002 |
| 94–01–I–00–Cbe., Greater Cumberland Regional, Cumberland | 03/30/1994 | 3 | 150,000 | 07/01/1994 | 07/01/1999 |
| Massachusetts: | | | | | |
| 93–01–C–00–Bos., General Edward L. Logan International, Boston | 08/24/1993 | 3 | 604,794,000 | 11/01/1993 | 10/01/2011 |
| 92–01–C–00–Orh., Worcester Municipal, Worcester | 07/28/1992 | 3 | 2,301,382 | 10/01/1992 | 10/01/1997 |
| Michigan: | | | | | |
| 92–01–C–00–Dtw., Detroit Metropolitan-Wayne County, Detroit | 09/21/1992 | 3 | 640,707,000 | 12/01/1992 | 06/01/2009 |
| 92–01–I–00–Esc., Delta County, Escanaba | 11/17/1992 | 3 | 158,325 | 02/01/1993 | 08/01/1996 |
| 93–01–C–00–Fnt., Bishop International, Flint | 06/11/1993 | 3 | 32,296,450 | 09/01/1993 | 09/01/2030 |
| 92–01–I–00–Grr., Kent County International, Grand Rapids | 09/09/1992 | 3 | 12,450,000 | 12/01/1992 | 05/01/1998 |
| 92–01–C–00–Cmx., Houghton County Memorial, Hancock | 04/29/1993 | 3 | 162,986 | 07/01/1993 | 01/01/1996 |
| 93–01–C–00–Iwd., Gogebic County, Ironwood | 05/11/1993 | 3 | 74,690 | 08/01/1993 | 10/01/1998 |
| 93–01–C–00–Lan., Capital City, Lansing | 07/23/1993 | 3 | 7,355,483 | 10/01/1993 | 03/01/2002 |
| 92–01–I–00–Mqt., Marquette County, Marquette | 10/01/1992 | 3 | 459,700 | 12/01/1992 | 04/01/1996 |
| 94–01–C–00–Mkg., Muskegon County, Muskegon | 02/24/1994 | 3 | 5,013,088 | 05/01/1994 | 05/01/2019 |
| 92–01–C–00–Pln., Pellston Regional—Emmet County, Pellston | 12/22/1992 | 3 | 440,875 | 03/01/1993 | 06/01/1995 |
| Minnesota: | | | | | |
| 93–01–C–00–Brd., Brainerd-Crow Wing County Regional, Brainerd | 05/25/1993 | 3 | 43,000 | 08/01/1993 | 12/31/1995 |
| 92–01–C–00–Msp., Minneapolis-St. Paul International, Minneapolis | 03/31/1992 | 3 | 66,355,682 | 06/01/1992 | 08/01/1994 |
| Mississippi: | | | | | |
| 91–01–C–00–Gtr., Golden Triangle Regional, Columbus | 05/08/1992 | 3 | 1,693,211 | 08/01/1992 | 09/01/2006 |
| 92–01–C–00–Gpt., Gulfport-Biloxi Regional, Gulfport-Biloxi | 04/03/1992 | 3 | 390,595 | 07/01/1992 | 12/01/1993 |
| 93–02–C–00–Gpt., Gulfport-Biloxi Regional, Gulfport-Biloxi | 11/02/1993 | 3 | 607,817 | 07/01/1992 | 12/01/1995 |
| 92–01–C–00–Pib., Hattiesburg-Laurel Regional, Hattiesburg-Laurel | 04/15/1992 | 3 | 119,153 | 07/01/1992 | 01/01/1998 |
| 93–01–C–00–Jan., Jackson International, Jackson | 02/10/1993 | 3 | 1,918,855 | 05/01/1993 | 04/01/1995 |
| 92–01–C–00–Mei., Key Field, Meridian | 08/21/1992 | 3 | 122,500 | 11/01/1992 | 06/01/1994 |
| 93–02–C–00–Mei., Key Field, Meridian | 10/19/1993 | 3 | 155,223 | 11/01/1992 | 08/01/1996 |
| Missouri: | | | | | |
| 93–01–C–00–Sgf., Springfield Regional, Springfield | 08/30/1993 | 3 | 1,937,090 | 11/01/1993 | 10/01/1996 |

CUMULATIVE LIST OF PFC APPLICATIONS PREVIOUSLY APPROVED—Continued

| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| 92–01–C–00–Stl., Lambert-St. Louis International, St. Louis | 09/30/1992 | 3 | 84,607,850 | 12/01/1992 | 03/01/1996 |
| Montana: | | | | | |
| 93–01–C–00–Bil., Billings-Logan International, Billings | 01/26/1994 | 3 | 5,672,136 | 04/01/1994 | 05/31/2002 |
| 93–01–C–00–Bzn., Gallatin Field, Bozeman | 05/17/1993 | 3 | 4,198,000 | 08/01/1993 | 06/01/2005 |
| 92–01–C–00–Gtf., Great Falls International, Great Falls | 08/28/1992 | 3 | 3,010,900 | 11/01/1992 | 07/01/2002 |
| 93–02–U–00–Gtf., Great Falls International, Great Falls | 05/25/1993 | 3 | 0 | 11/01/1992 | 07/01/2002 |
| 92–01–C–00–Hln., Helena Regional, Helena | 01/15/1993 | 3 | 1,056,190 | 04/01/1993 | 12/01/1999 |
| 93–01–C–00–Fca. Glacier Park International, Kalispell | 09/29/1993 | 3 | 1,211,000 | 12/01/1993 | 11/01/1999 |
| 92–01–C–00–Mso., Missoula International, Missoula | 06/12/1992 | 3 | 1,900,000 | 09/01/1992 | 08/01/1997 |
| Nevada: | | | | | |
| 91–01–C–00–Las., McCarran International, Las Vegas | 02/24/1992 | 3 | 944,028,500 | 06/01/1992 | 02/01/2014 |
| 93–02–C–00–Las., McCarran International, Las Vegas | 06/07/1993 | 3 | 36,500,000 | 06/01/1992 | 09/01/2014 |
| 93–01–C–00–Rno., Reno Cannon International, Reno | 10/29/1993 | 3 | 34,263,607 | 01/01/1994 | 05/01/1999 |
| New Hampshire: | | | | | |
| 92–01–C–00–Mht., Manchester, Manchester | 10/13/1992 | 3 | 5,461,000 | 01/01/1993 | 03/01/1997 |
| New Jersey: | | | | | |
| 92–01–C–00–Ewr., Newark International, Newark | 07/23/1992 | 3 | 84,600,000 | 10/01/1992 | 08/01/1995 |
| New York: | | | | | |
| 93–01–I–00–Alb., Albany County, Albany | 12/03/1993 | 3 | 40,726,364 | 03/01/1994 | 04/01/2005 |
| 93–01–C–00–Bgm., Binghamton Regional/Edwin A. Link Field, Binghamton | 08/18/1993 | 3 | 1,872,264 | 11/01/1993 | 11/01/1997 |
| 92–01–I–00–Buf., Greater Buffalo International, Buffalo | 05/29/1992 | 3 | 189,873,000 | 08/01/1992 | 03/01/2026 |
| 92–01–I–00–Ith., Tompkins County, Ithaca | 09/28/1992 | 3 | 1,900,000 | 01/01/1993 | 01/01/1999 |
| 92–01–C–00–Jhw., Chautauqua County/Jamestown, Jamestown | 03/19/1993 | 3 | 434,822 | 06/01/1993 | 06/01/1996 |
| 92–01–C–00–JFK., John F. Kennedy International, New York | 07/23/1992 | 3 | 109,980,000 | 10/01/1992 | 08/01/1995 |
| 92–01–C–00–Lga., Laguardia, New York | 07/23/1992 | 3 | 87,420,000 | 10/01/1992 | 08/01/1995 |
| 93–01–C–00–Plb., Clinton County, Plattsburgh | 04/30/1993 | 3 | 227,830 | 07/01/1993 | 01/01/1998 |
| 92–01–C–00–Hpn., Westchester County, White Plains | 11/09/1992 | 3 | 27,883,000 | 02/01/1993 | 06/01/2022 |
| North Carolina: | | | | | |
| 93–01–C–00–Ilm., New Hanover International, Wilmington | 11/02/1993 | 3 | 1,505,000 | 02/01/1994 | 08/01/1997 |
| North Dakota: | | | | | |
| 92–01–C–00–Gfk., Grand Forks International, Grand Forks | 11/16/1992 | 3 | 1,016,509 | 02/01/1993 | 02/01/1997 |
| 93–01–C–00–Mot., Minot International, Minot | 12/15/1993 | 3 | 1,569,483 | 03/01/1994 | 03/01/1999 |
| Ohio: | | | | | |
| 92–01–C–00–Cak., Akron-Canton Regional, Akron | 06/30/1992 | 3 | 3,594,000 | 09/01/1992 | 08/01/1996 |
| 92–01–C–00–Cle., Cleveland-Hopkins International, Cleveland | 09/01/1992 | 3 | 34,000,000 | 11/01/1992 | 11/01/1995 |
| 94–02–U–00–Cle., Cleveland-Hopkins International, Cleveland | 02/02/1994 | 3 | 0 | 05/01/1994 | 11/01/1995 |
| 92–01–I–00–Cmh., Port Columbus International, Columbus | 07/14/1992 | 3 | 7,341,707 | 10/01/1992 | 03/01/1994 |
| 93–02–I–00–Cmh., Port Columbus International, Columbus | 07/19/1993 | 3 | 16,270,256 | 02/01/1994 | 09/01/1996 |
| 93–03–U–00–Cmh., Port Columbus International, Columbus | 10/27/1993 | 3 | 0 | 10/01/1992 | 09/01/1996 |
| 93–01–C–00–Tol., Toledo Express, Toledo | 06/29/1993 | 3 | 2,750,896 | 09/01/1993 | 09/01/1996 |
| 94–01–C–00–Yng., Youngstown—Warren Regional, Youngstown | 02/22/1994 | 3 | 351,180 | 05/01/1994 | 07/01/1996 |
| Oklahoma: | | | | | |
| 92–01–C–00–Law., Lawton Municipal, Lawton | 05/08/1992 | 3 | 482,135 | 08/01/1992 | 04/01/1996 |
| 92–01–I–00–Tul., Tulsa International, Tulsa | 05/11/1992 | 3 | 9,717,000 | 08/01/1992 | 08/01/1995 |
| 93–02–U–00–Tul., Tulsa International, Tulsa | 10/18/1993 | 3 | 0 | 02/01/1994 | 08/01/1995 |
| Oregon: | | | | | |
| 93–01–C–00–Eug., Mahlon Sweet Field, Eugene | 08/31/1993 | 3 | 3,729,699 | 11/01/1993 | 11/01/1998 |
| 93–01–C–00–Mfr., Medford-Jackson County, Medford | 04/21/1993 | 3 | 1,066,142 | 07/01/1993 | 11/01/1995 |
| 93–01–C–00–Oth., North Bend Municipal, North Bend | 11/24/1993 | 3 | 182,044 | 02/01/1994 | 01/01/1998 |
| 92–01–C–00–Pdx., Portland International, Portland | 04/08/1992 | 3 | 17,961,850 | 07/01/1992 | 07/01/1994 |
| 93–01–C–00–Rdm., Roberts Field, Redmond | 07/02/1993 | 3 | 1,191,552 | 10/01/1993 | 03/01/2000 |
| Pennsylvania: | | | | | |
| 92–01–I–00–Abe., Allentown-Bethlehem-Easton, Allentown | 08/28/1992 | 3 | 3,778,111 | 11/01/1992 | 04/01/1995 |
| 92–01–C–00–Aoo., Altoona-Blair County, Altoona | 02/03/1993 | 3 | 198,000 | 05/01/1993 | 02/01/1996 |
| 92–01–C–00–Eri., Erie International, Erie | 07/21/1992 | 3 | 1,997,885 | 10/01/1992 | 06/01/1997 |
| 93–01–C–00–Jst., Johnstown-Cambria County, Johnstown | 08/31/1993 | 3 | 307,500 | 11/01/1993 | 02/01/1998 |

CUMULATIVE LIST OF PFC APPLICATIONS PREVIOUSLY APPROVED—Continued

| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| 92–01–I–00–Phl., Philadelphia International, Philadelphia | 06/29/1992 | 3 | 76,169,000 | 09/01/1992 | 07/01/1995 |
| 93–02–U–00–Phl., Philadelphia International, Philadelphia | 05/14/1993 | 3 | 0 | 08/01/1993 | 07/01/1995 |
| 92–01–C–00–Unv., University Park, State College | 08/28/1992 | 3 | 1,495,974 | 11/01/1992 | 07/01/1997 |
| 93–01–C–00–Avp., Wilkes-Barre/Scranton International, Wilkes-Barre/Scranton | 09/24/1993 | 3 | 2,369,566 | 10/01/1993 | 06/01/1997 |
| Rhode Island: | | | | | |
| 93–01–C–00–Pvd., Theodore F. Green State, Providence | 11/30/1993 | 3 | 103,885,286 | 02/01/1994 | 08/01/2013 |
| South Carolina: | | | | | |
| 93–01–C–00–Cae., Columbia Metropolitan, Columbia | 08/23/1993 | 3 | 32,969,942 | 11/01/1993 | 09/01/2008 |
| 93–01–C–00–49J., Hilton Head, Hilton Head Island | 11/19/1993 | 3 | 1,542,300 | 02/01/1994 | 03/01/1999 |
| Tennessee: | | | | | |
| 93–01–C–00–Tys., McGhee Tyson, Knoxville | 10/06/1993 | 3 | 5,681,615 | 01/01/1994 | 01/01/1997 |
| 92–01–I–00–Mem., Memphis International, Memphis | 05/28/1992 | 3 | 26,000,000 | 08/01/1992 | 12/01/1994 |
| 93–02–C–00–Mem., Memphis International, Memphis | 01/14/1994 | 3 | 24,026,000 | 04/01/1994 | 10/01/1999 |
| 92–01–C–00–Bna., Nashville International, Nashville | 10/09/1992 | 3 | 143,358,000 | 01/01/1993 | 02/01/2004 |
| Texas: | | | | | |
| 93–02–C–00–Aus., Robert Mueller Municipal, Austin | 06/04/1993 | 3 | 6,181,800 | 11/01/1993 | 01/01/1995 |
| 93–01–C–00–Crp., Corpus Christi International, Corpus Christi | 12/29/1993 | 3 | 5,540,745 | 03/01/1994 | 01/01/1998 |
| 94–01–C–00–Dfw., Dallas/Fort Worth International, Dallas/Fort Worth | 02/17/1994 | 3 | 115,000,000 | 07/01/1994 | 02/01/1996 |
| 92–01–C–00–Ile., Killeen Municipal, Killeen | 10/20/1992 | 3 | 243,339 | 01/01/1993 | 11/01/1994 |
| 93–01–I–00–Lrd., Laredo International, Laredo | 07/23/1993 | 3 | 11,983,000 | 10/01/1993 | 09/01/2013 |
| 93–01–C–00–Lbb., Lubbock International, Lubbock | 07/09/1993 | 3 | 10,699,749 | 10/01/1993 | 02/01/2000 |
| 94–02–U–00–Lbb., Lubbock International, Lubbock | 02/15/1994 | 3 | 0 | 05/01/1994 | 02/01/2000 |
| 92–01–I–00–Maf., Midland International, Midland | 10/16/1992 | 3 | 35,529,521 | 01/01/1993 | 01/01/2013 |
| 93–01–C–00–Sjt., Mathis Field, San Angelo | 02/24/1993 | 3 | 873,716 | 05/01/1993 | 11/01/1998 |
| 93–01–C–00–Tyr. Tyler Pounds Field, Tyler | 12/20/1993 | 3 | 819,733 | 03/01/1994 | 07/01/1998 |
| Virginia: | | | | | |
| 92–01–I–00–Cho., Charlottesville-Albemarle, Charlottesville | 06/11/1992 | 2 | 255,559 | 09/01/1992 | 11/01/1993 |
| 92–02–U–00–Cho., Charlottesville, Charlottesville | 12/21/1992 | 2 | 0 | 09/01/1992 | 11/01/1993 |
| 93–03–U–00–Cho., Charlottesville-Albemarle, Charlottesville | 10/20/1993 | 2 | 0 | 01/01/1994 | 11/01/1993 |
| 94–01–C–00–Ric., Richmond International (Byrd Field), Richmond | 02/04/1994 | 3 | 30,976,072 | 05/01/1994 | 08/01/2005 |
| 93–01–C–00–Iad., Washington Dulles International, Washington, DC | 10/18/1993 | 3 | 199,752,390 | 01/01/1994 | 11/01/2003 |
| 93–01–C–00–Dca., Washington National, Washington, DC | 08/16/1993 | 3 | 166,739,071 | 11/01/1993 | 11/01/2000 |
| Washington: | | | | | |
| 93–01–C–00–Bli., Bellingham International, Billingham | 04/29/1993 | 3 | 366,000 | 07/01/1993 | 01/01/1995 |
| 93–01–C–00–Psc., Tri-Cities, Pasco | 08/03/1993 | 3 | 1,230,731 | 11/01/1993 | 11/01/1996 |
| 93–01–C–00–Clm., William R. Fairchild International, Port Angeles | 05/24/1993 | 3 | 52,000 | 08/01/1993 | 08/01/1994 |
| 94–01–C–00–Puw., Pullman-Moscow Regional, Pullman | 03/22/1994 | 1 | 169,288 | 06/01/1994 | 01/01/1998 |
| 92–01–C–00–Sea., Seattle-Tacoma International, Seattle | 08/13/1992 | 3 | 28,847,488 | 11/01/1992 | 01/01/1994 |
| 93–02–C–00–Sea., Seattle-Tacoma International, Seattle | 10/25/1993 | 3 | 47,500,500 | 01/01/1994 | 01/01/1996 |
| 93–01–C–00–Geg., Spokane International, Spokane | 03/23/1993 | 3 | 15,272,000 | 06/01/1993 | 12/01/1999 |
| 93–01–I–00–Alw., Walla Walla Regional, Walla Walla | 08/03/1993 | 3 | 1,187,280 | 11/01/1993 | 11/01/2014 |
| 93–01–C–00–Eat., Pangborn Field, Wenatchee | 05/26/1993 | 3 | 280,500 | 08/01/1993 | 10/01/1995 |
| 92–01–C–00–Ykm., Yakima Air Terminal, Yakima | 11/10/1992 | 3 | 416,256 | 02/01/1993 | 04/01/1995 |
| West Virginia: | | | | | |
| 93–01–C–00–Crw., Yeager, Charleston | 05/28/1993 | 3 | 3,254,126 | 08/01/1993 | 04/01/1998 |
| 93–01–C–00–Ckb., Benedum, Clarksburg | 12/29/1993 | 3 | 105,256 | 04/01/1994 | 04/01/1996 |
| 92–01–C–00–Mgw., Morgantown Muni-Walter L. Bill Hart, Morgantown | 09/03/1992 | 3 | 55,500 | 12/01/1992 | 01/01/1994 |
| Wiscosin: | | | | | |
| 92–01–C–00–Grb., Austin Straubel International, Green Bay | 12/28/1992 | 3 | 8,140,000 | 03/01/1993 | 03/01/2003 |
| 93–01–C–00–Msn., Dane County Regional-Truax Field, Madison | 06/22/1993 | 3 | 6,746,000 | 09/01/1993 | 03/01/1998 |
| 93–01–I–00–Cwa., Central Wisconsin, Mosinee | 08/10/1993 | 3 | 7,725,600 | 11/01/1993 | 11/01/2012 |

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| State, application No., airport, city | Date approved | Level of PFC | Total approved net PFC revenue | Earliest charge effective date | Estimated charge expiration date* |
|---|---|---|---|---|---|
| 93–01–C–00–Rhi., Rhinelander-Oneida County, Rhinelander | 08/04/1993 | 3 | 167,201 | 11/01/1993 | 04/01/1996 |
| Wyoming: | | | | | |
| 93–01–C–00–Cpr., Natrona County International, Casper | 06/14/1993 | 3 | 506,144 | 09/01/1993 | 10/01/1996 |
| 93–01–C–00–Cys., Cheyenne, Cheyenne | 07/30/1993 | 3 | 742,261 | 11/01/1993 | 08/01/2000 |
| 93–01–I–00–Gcc., Gillette-Campbell County, Gillette | 06/28/1993 | 3 | 331,540 | 09/01/1993 | 09/01/1999 |
| 93–01–C–00–Jac., Jackson Hole, Jackson | 05/25/1993 | 3 | 1,081,183 | 08/01/1993 | 02/01/1996 |
| Guam: | | | | | |
| 92–01–C–00–Ngm., Agana Nas, Agana | 11/10/1992 | 3 | 5,632,000 | 02/01/1993 | 06/01/1994 |
| 93–02–C–00–Ngm., Agana Nas, Agana | 02/25/1994 | 3 | 258,408,107 | 05/01/1994 | 06/01/2021 |
| Puerto Rico: | | | | | |
| 92–01–C–00–Bgn., Rafael Hernandez, Aguadilla | 12/29/1992 | 3 | 1,053,000 | 03/01/1993 | 01/01/1999 |
| 92–01–C–00–Pse., Mercedita, Ponce | 12/29/1992 | 3 | 866,000 | 03/01/1993 | 01/01/1999 |
| 92–01–C–00–Sju., Luis Munoz Marin International, San Juan | 12/29/1992 | 3 | 49,768,000 | 03/01/1993 | 02/01/1997 |
| 93–02–U–00–Sju., Luis Munoz Marin International, San Juan | 12/14/1993 | 3 | 0 | 03/01/1994 | 02/01/1997 |
| Virgin Islands: | | | | | |
| 92–01–I–00–Stt., Cyril E. King, Charlotte Amalie | 12/08/1992 | 3 | 3,871,005 | 03/01/1993 | 02/01/1995 |
| 92–01–I–00–Stx., Alexander Hamilton, Christiansted St. Croix | 12/08/1992 | 3 | 2,280,465 | 03/01/1993 | 05/01/1995 |

* The estimated charge expiration date is subject to change due to the rate of collection and actual allowable project costs.

[FR Doc. 94–13919 Filed 6–8–94; 8:45 am]

BILLING CODE 4910–13–M

## Federal Highway Administration

### Environmental Impact Statement; Belknap, Merrimack, Rockingham, and Strafford Counties, NH

**AGENCY:** Federal Highway Administration (FHWA), DOT.

**ACTION:** Revised notice of intent.

**SUMMARY:** The FHWA is issuing this notice to advise the public that an Environmental Impact Statement *will not* be prepared for a proposed highway project in Belknap, Merrimack, Rockingham and Strafford Counties, New Hampshire. A "Notice of Intent" to prepare an EIS was published in the Federal Register on June 1, 1990.

**FOR FURTHER INFORMATION CONTACT:** Thomas D. Myers, Assistant Division Administrator, Federal Highway Administration, 279 Pleasant Street, suite 204, Concord, New Hampshire 03301–2509, Telephone: (603) 225–1606, or William R. Hauser, Administrator, Bureau of Environment, New Hampshire Department of Transportation, P.O. Box 483, J.O. Morton Building, Concord, New Hampshire 03302–0483, Telephone (603) 271–3226.

**SUPPLEMENTARY INFORMATION:** The Federal Highway Administration (FHWA), in cooperation with the New Hampshire Department of Transportation (NHDOT), has determined that it will not prepare an environmental impact statement as previously intended for a proposed highway project to serve transportation needs from the Concord area to the Dover, Somersworth and Rochester (Tri-Cities) area, a distance of about 50 kilometers (30 miles). Portions of twenty-one communities, primarily in Strafford and Merrimack Counties were included in the study. As consensus was being reached on which alternatives would be carried into the DEIS for full evaluation it became apparent based upon public input, agency coordination, constraint evaluation and funding-availability that a full new location alternative highway was not feasible. Consensus was reached that upgrading of the existing US Routes 4 and 202 and NH Route 9 corridors would serve the bulk of the transportation needs supplemented with possible short bypasses of portions of the Towns of Epsom and Northwood.

Further improvements to these corridors will be considered on a case-by-case basis, consistent with this consensus, in future development of New Hampshire's Transportation Plan, as financial feasibility and local commitment are demonstrated. The National Environmental Policy Act process will be continued as required for such proposed actions that may emerge from the above procedure. However, this overall environmental impact statement process for a new 50-kilometer (30-mile) facility has been terminated.

(Catalog of Federal Domestic Assistance Program Number 20.205, Highway Planning and Construction. The regulations implementing Executive Order 12372 regarding intergovernmental consultation on Federal programs and activities apply to this program)

Issued on: May 31, 1994.

**Thomas D. Myers,**

*Assistant Division Administrator, Concord, New Hampshire.*

[FR Doc. 94–14044 Filed 6–8–94; 8:45 am]

BILLING CODE 4910–22–M

### Environmental Impact Statement: County of Los Angeles, California

**AGENCY:** Federal Highway Administration (FHWA), DOT.

**ACTION:** Notice of intent.

**SUMMARY:** The FHWA is issuing this notice to advise the public that an Environmental Impact Statement will be prepared for a proposed highway project in Los Angeles County, California.

**FOR FURTHER INFORMATION CONTACT:** C. Glenn Clinton, Chief, District Operations, Federal Highway Administration, California Division, 980 9th Street, suite 400, Sacramento, California 95814–2724, Telephone: (916) 551–1310.

**SUPPLEMENTARY INFORMATION:** The FHWA, in cooperation with the California Department of Transportation (Caltrans) will prepare an environmental impact statement (EIS) on a proposal to improve Interstate Route 10 in Los Angeles County,