

hearing are urged to contact the above 1 or 2 days prior to the informal public hearing to be advised of any changes that may have occurred.

Dated at Rockville, Maryland this 1st day of February, 1996.

For the Nuclear Regulatory Commission.
John A. Zwolinski,

*Deputy Director, Division of Reactor
Projects—I/II, Office of Nuclear Reactor
Regulation.*

[FR Doc. 96-2438 Filed 2-2-96; 8:45 am]

BILLING CODE 7590-01-P

OFFICE OF MANAGEMENT AND BUDGET

Accounting for Liabilities of the Federal Government

AGENCY: Office of Management and Budget.

ACTION: Notice of Document Availability.

SUMMARY: This Notice indicates the availability of the fifth Statement of Federal Financial Accounting Standards, "Accounting for Liabilities of the Federal Government," adopted by the Office of Management and Budget (OMB). The statement was recommended by the Federal Accounting Standards Advisory Board and adopted in its entirety by OMB.

ADDRESSES: Copies of the Statement of Federal Financial Accounting Standards No. 5, "Accounting for Liabilities of the Federal Government," may be obtained for \$5.50 each from the Superintendent of Documents, Government Printing Office, Washington, DC 20402-9325 (telephone 202-783-3238), Stock No. 041-001-00463-7.

FOR FURTHER INFORMATION CONTACT: Ronald Longo (telephone: 202-395-3993), Office of Federal Financial Management, Office of Management and Budget, 725-17th Street NW., Room 6025, Washington, DC 20503.

SUPPLEMENTARY INFORMATION: This Notice indicates the availability of the fifth Statement of Federal Financial Accounting Standards, "Accounting for Liabilities of the Federal Government." The standard was recommended by the Federal Accounting Standards Advisory Board (FASAB) in September 1995, and adopted in its entirety by the Office of Management and Budget (OMB).

Under a Memorandum of Understanding among the General Accounting Office, the Department of the Treasury, and OMB on Federal Government Accounting Standards, the Comptroller General, the Secretary of the Treasury, and the Director of OMB

decide upon principles and standards after considering the recommendations of FASAB. After agreement to specific principles and standards, they are to be published in the Federal Register and distributed throughout the Federal Government.

G. Edward DeSeve,
Controller.

[FR Doc. 96-2359 Filed 2-4-96; 8:45 am]

BILLING CODE 3110-01-P

OFFICE OF PERSONNEL MANAGEMENT

The National Partnership Council

AGENCY: Office of Personnel Management.

ACTION: Notice of meeting.

TIME AND DATE: 1:00 p.m., February 14, 1996.

PLACE: U.S. Office of Personnel Management Auditorium, Theodore Roosevelt Building, 1900 E Street NW., Washington, DC 20415-0001.

STATUS: This meeting will be open to the public. Seating will be available on a first-come, first-served basis. Individuals with special access needs wishing to attend should contact OPM at the number shown below to obtain appropriate accommodations.

MATTERS TO BE CONSIDERED: This meeting will consist of an awards ceremony. The winners of the NPC Partnership Award will be announced; and the winners will receive their awards. The NPC Partnership Award is given in recognition of outstanding labor-management partnership activities. These will be the first NPC Partnership Awards given out.

CONTACT PERSON FOR MORE INFORMATION: Douglas K. Walker, National Partnership Council, Executive Secretariat, Office of Personnel Management, Theodore Roosevelt Building, 1900 E Street NW., Room 5315, Washington, DC 20415-0001, (202) 606-1000.

James B. King,
Director.

[FR Doc. 96-2284 Filed 2-2-96; 8:45 am]

BILLING CODE 6325-01-M

SECURITIES AND EXCHANGE COMMISSION

[Rel. No. IC-21722; 812-9884]

First American Investment Funds, Inc., et al.; Notice of Application

January 30, 1996.

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

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

APPLICANTS: First American Investment Funds, Inc. ("FAIF"), First American Funds, Inc. ("FAF"), each existing and future series of FAIF and FAF, and existing and future registered investment companies or series thereof that, now or in the future, are advised by First Bank National Association (collectively, the "Funds"); and First Bank National Association ("First Bank").¹

RELEVANT ACT SECTIONS: Order requested under section 6(c) for an exemption from section 12(d)(1)(A)(ii), under sections 6(c) and 17(b) for an exemption from section 17(a)(1) and 17(a)(2), and under rule 17d-1 to permit certain transactions in accordance with section 17(d) and rule 17d-1.

SUMMARY OF APPLICATION: Applicants seek an order that would permit certain Funds to use their cash reserves to purchase shares of affiliated money market funds.

FILING DATE: The application was filed on December 8, 1995.

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 applicant with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on February 26, 1996 and should be accompanied by proof of service on the applicant, 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 may request notification of a hearing by writing to the SEC's Secretary.

ADDRESSES: Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. FAIF and FAF, 680 East Swedesford Road, Wayne, Pennsylvania 19087; First Bank, 601 Second Avenue South, Minneapolis, Minnesota 55402.

FOR FURTHER INFORMATION CONTACT: Sarah A. Wagman, Staff Attorney, at (202) 942-0654, or Alison E. Baur, Branch Chief, at (202) 942-0464 (Division of Investment Management, Office of Investment Company Regulation).

¹ All existing Funds that presently intend to rely on the requested order are named as applicants. Any Funds that may, in the future, rely on the requested order will only do so in accordance with the terms and conditions thereto.

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. FAIF is an open-end management investment company that currently offers twenty series, each of which is a variable net asset value fund (a "Non-Money Market Fund"). FAF is an open-end management investment company that currently offers three series, each of which is a money market fund subject to the requirements of rule 2a-7 under the Act (a "Money Market Fund").

2. First Bank serves as investment adviser to each series of FAIF and FAF. Marvin & Palmer Associates, Inc. serves as subadviser to the International Fund, a series of FAIF (together with First Bank and any future sub-adviser to a Fund, the "Advisers"). First Trust National Association (the "Custodian") serves as custodian for the assets of each series of FAIF and FAF.

3. The Money Market Funds seek current income, liquidity, and capital preservation by investing exclusively in short-term money market instruments, such as U.S. government securities, bank obligations, commercial paper, municipal obligations, and repurchase agreements secured by government securities. These short-term debt securities are valued at their amortized cost in accordance with the requirements of rule 2a-7. The Non-Money Market Funds invest in a variety of debt and/or equity securities in accordance with their respective objectives and policies.

4. Applicants request an order that would permit each of the Funds to utilize cash reserves that have not been invested in portfolio securities ("Uninvested Cash") to: (a) Purchase shares of one or more of the Money Market Funds (each such Fund, including Money Market Funds, purchasing shares of a Money Market Fund is an "Investing Fund"), and (b) each Money Market Fund to sell shares to, and redeem such shares from, an Investing Fund. Applicants also request relief that would permit the Funds to invest Uninvested Cash in a Money Market Fund in excess of the percentage limitations set out in section 12(d)(1)(A)(ii) of the Act. Applicants propose that each Fund be permitted to invest in shares of a Money Market Fund provided that each Fund's aggregate investment in such Money Market Fund does not exceed the greater of 5% of such Fund's total net assets or \$2.5 million. Applicants will comply

with all other provisions of section 12(d)(1).

5. By investing Uninvested Cash in the Money Market Funds, applicants believe that the Investing Funds will be able to combine these cash balances and thereby reduce their transaction costs, create more liquidity, enjoy greater returns, and further diversify their holdings. The policies of the Funds either now permit, or will be amended to permit (pursuant to any required shareholder vote), the Funds to purchase money market instruments, including shares of a Money Market Fund.

6. The shareholders of the Investing Funds would not be subject to the imposition of double advisory fees. Each Adviser will remit to the respective Investing Fund or waive the investment advisory fees that it earns as a result of the Investing Fund's investments in the Money Market Funds, to the extent such fees are based upon the Investing Fund's assets invested in shares of the Money Market Funds. Further, the Money Market Funds, or any underwriter, will not charge a sales charge, contingent deferred sales charge, a distribution fee under a plan adopted in accordance with the requirements of rule 12b-1 under the Act, or other underwriting or distribution fees to the Investing Funds with respect to the purchase or redemption of Money Market Fund shares. If a Money Market Fund offers more than one class of shares, each Investing Fund will invest only in the class with the lowest expense ratio at the time of the investment.

7. Several of the Funds have voluntary expense cap arrangements with First Bank for the purpose of keeping each Fund's total expenses below a certain predetermined percentage amount (an "Expense Waiver"). To the extent actual expenses of the Funds exceed these caps, First Bank waives or reimburses a Fund in the amount of the excess. Any applicable Expense Waiver will not limit the advisory fee waiver or remittance discussed above.

Applicants' Legal Analysis

1. Section 17(a)(1) and 17(a)(2) makes it unlawful for any affiliated person of a registered investment company, or an affiliated person of such affiliated person, acting as principal, to sell any security to, or purchase any security from, such investment company. Because each Fund may be deemed to be under common control with the other Funds, it is an "affiliated person," as defined in section 2(a)(3) of the Act, of the other Funds. Accordingly, the sale of shares of the Money Market Funds to

the Investing Funds and the redemption of such shares of the Money Market Funds from the Investing Funds, would be prohibited under section 17(a).

2. Section 17(b) authorizes the SEC to exempt a transaction from section 17(a) if the terms of the proposed transaction, including the consideration to be paid or received, are reasonable and fair and do not involve overreaching on the part of any person concerned, the proposed transaction is consistent with the policy of each investment company concerned, and the proposed transaction is consistent with the general purposes of the Act. Under section 6(c), the SEC may exempt a series of transactions from any provision of the Act or any rule or regulation thereunder if, and to the extent that, such exemption is necessary or appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act. Thus, applicants request relief under sections 6(c) and 17(b) because they wish to engage in a series of transactions rather than a single transaction.

3. The Investing Funds will retain their ability to invest their cash balances directly in money market instruments if they believe they can obtain a higher return. Each of the Money Market Funds has the right to discontinue selling shares to any of the Investing Funds if its board of directors determines that such sales would adversely affect the portfolio management and operations of such Money Market Fund. Therefore, applicants believe that the proposal satisfies the standards for relief.

4. Section 17(d) and rule 17d-1 prohibit an affiliated person of an investment company, acting as principal, from participating in or effecting any transaction in connection with any joint enterprise or joint arrangement in which the investment company participates. Each Investing Fund, each Investment Adviser of an Investing Fund, and each of the Money Market Funds could be considered participants in a joint enterprise or other joint arrangement within the meaning of section 17(d)(1) and rule 17d-1.

5. Under rule 17d-1, the SEC may permit a proposed joint transaction if participation by a registered investment company is consistent with the provisions, policies, and purposes of the Act, and not on a basis different from or less advantageous than that of the other participants. Applicants believe that their proposal satisfies these standards.

6. Section 12(d)(1)(A)(ii) prohibits a registered investment company from acquiring the securities of another investment company if, immediately

thereafter, the acquiring company would have more than 5% of its total assets invested in the securities of the selling company. Applicants request an exemption from section 12(d)(1)(A)(ii) to permit each Fund to invest in a Money Market Fund the greater of 5% of such Fund's total net assets or \$2.5 million. The perceived abuses section 12(d)(1) sought to address include undue influence by an acquiring fund over the management of an acquired fund, layering of fees, and complex structures. Applicants believe that none of these concerns are presented by the proposed transactions and that the proposed transactions meet the section 6(c) standards for relief.

Applicants' Conditions

Applicants agree that the order granting the requested relief will be subject to the following conditions:

1. The shares of the Money Market Fund sold to and redeemed from the Investing Funds will not be subject to a sales load, redemption fee, or distribution fee under a plan adopted in accordance with rule 12b-1.

2. Applicants will cause the Investment Advisers, in their capacities as advisers for the Money Market Funds, to remit to the respective Investing Fund or waive an amount equal to all investment advisory fees received by them under their respective advisory agreements with the Money Market Funds to the extent such fees are based upon the Investing Fund's assets invested in shares of the Money Market Funds. Any of these fees remitted or waived will not be subject to recoupment by the Funds' Investment Advisers at a later date.

3. For the purpose of determining any amount to be waived and/or expenses to be borne to comply with any Expense Waiver, the adjusted fees for an Investing Fund (gross fees minus Expense Waiver) will be calculated without reference to the amount waived or remitted pursuant to condition 2. Adjusted fees will then be reduced by the amount waived pursuant to condition 2. If the amount waived pursuant to condition 2 exceeds adjusted fees, the applicable Money Market Fund's Investment Adviser also will reimburse the Investing Fund in an amount equal to such excess.

4. Each of the Investing Funds will be permitted to invest Uninvested Cash in, and hold shares of, a Money Market Fund only to the extent that the Investing Fund's aggregate investment in the Money Market Fund does not exceed the greater of 5% of the Investing Fund's total net assets or \$2.5 million.

5. The Investing Funds will vote their shares of each of the Money Market Funds in the same proportion as the votes of all other shareholders in such Money Market Funds.

6. The Investing Funds will receive dividends and bear their proportionate share of expenses on the same basis as other shareholders of such Money Market Funds. A separate account will be established in the shareholder records of each of the Money Market Funds for each of the acquiring Investing Funds.

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

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 96-2327 Filed 2-2-96; 8:45 am]

BILLING CODE 8010-01-M

[Rel. No. IC-21713; 812-9926]

Lexington Growth and Income Fund, Inc., et al.; Notice of Application

January 30, 1996.

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

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

APPLICANTS: Lexington Crosby Small Cap Asia Growth Fund, Inc., Lexington Emerging Markets Fund, Inc., Lexington Global Fund, Inc., Lexington GNMA Income Fund, Inc., Lexington Goldfund, Inc., Lexington Growth and Income Fund, Inc., Lexington International Fund, Inc., Lexington Money Market Trust, Lexington Natural Resources Trust, Lexington Ramirez Global Income Fund, Lexington SmallCap Value Fund, Inc., Lexington Strategic Investments Fund, Inc., Lexington Strategic Silver Fund, Inc., Lexington Tax Free Money Fund, Inc., and Lexington Worldwide Emerging Markets Fund, Inc., (collectively, the "Investment Companies"); and Lexington Management Corporation (the "Adviser").

RELEVANT ACT SECTIONS: Order requested under section 6(c) of the Act for an exemption from sections 13(a)(2), 13(a)(3), 18(f)(1), 22(f), and 22(g) and rule 2a-7 thereunder, under sections 6(c) and 17(b) of the Act for an exemption from section 17(a)(1), and pursuant to rule 17d-1 under the Act to permit certain joint arrangements in accordance with section 17(d) of the Act.

SUMMARY OF APPLICATION: Applicants request an order that would permit certain investment companies to enter

into deferred compensation arrangements with their trustees.

FILING DATE: The application was filed on December 26, 1995.

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 February 26, 1996, and should be 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 notification by writing to the SEC's Secretary.

ADDRESSES: Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. Applicants, c/o Lawrence Kantor, Park 80 West, Plaza Two, Saddle Brook, New Jersey 07662.

FOR FURTHER INFORMATION CONTACT: Marianne H. Khawly, Staff Attorney, at (202) 942-0562, 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 at the SEC's Public Reference Branch.

Applicants' Representations

1. The Investment Companies are registered under the Act as open-end management investment companies. The Adviser serves as the investment adviser for the Investment Companies and Lexington Funds Distributor, Inc. serves as their distributor.

2. Applicants request that relief granted pursuant to the application also apply to any subsequently registered open-end investment company, or series thereof, advised by the Adviser (together with the Investment Companies, the "Funds").

3. Each Investment Company has a board of trustees, a majority of the members of which are not "interested persons" of such Investment Company within the meaning of section 2(a)(19) of the Act. Each of the trustees who is not an employee of the Adviser, or of any of the Investment Companies, or any of their affiliates ("Eligible Trustees") receives annual fees. Applicants request an order to permit the Eligible Trustees to elect to defer receipt of all or a