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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 97–6969 Filed 3–19–97; 8:45 am]

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[Rel. No. IC–22562; 811–8072]

Provident Institutional Funds, Inc.; Notice of Application

March 13, 1997.

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

ACTION: Notice of Application for Deregistration under the Investment Company Act of 1940 (the ''Act'').

APPLICANT: Provident Institutional Funds, Inc.

RELEVANT ACT SECTION: Section 8(f).

SUMMARY OF APPLICATION: Applicant seeks an order declaring that it has ceased to be an investment company.

FILING DATE: The application was filed on December 23, 1996 and amended on March 10, 1997.

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 April 7, 1997, and should be accompanied by proof of service on 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 5th Street, N.W., Washington, D.C. 20549. Applicant, Bellevue Park Corporate Center, 400 Bellevue Parkway, Wilmington, Delaware 19809.

FOR FURTHER INFORMATION CONTACT: Shirley A. Bodden, Paralegal Specialist, at (202) 942–0575, or Mercer E. Bullard, 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.

Applicant's Representations

1. Applicant is a registered open-end management investment company organized as a Maryland corporation. Applicant is the successor by merger to Piper Trust Funds, Inc. On October 8, 1993, applicant registered under the Act by filing a notification of registration on Form N–8A. On the same date, applicant filed a registration statement under the Act and under the Securities Act of 1933. The registration statement became effective on February 9, 1994, and applicant commenced a public offering of each of its two classes of shares—the Short Duration Fund and the Intermediate Duration Fund (''Funds'')—on the same date.

2. On February 2, 1996, applicant's board of directors authorized that, upon the redemption of all of the outstanding shares of each Fund, appropriate officers are to take all actions necessary to effect the deregistration of the Applicant and its shares under the Act and the Securities Act of 1933. Applicant states that the Funds were liquidated because the sole shareholder of each Fund had expressed a desire to redeem its investment, because neither the Short Duration Fund nor the Intermediate Duration Fund had been able to increase its assets to a significant amount.

3. On June 21, 1996, each Fund's sole shareholder gave notice that each wished to redeem its shares. On that date, the Short Duration Fund and the Intermediate Duration Fund had assets equal to $77,786,018 and $18,978,542 with net asset values per share of $9.72 and $9.49, respectively. On June 24, 1996, all of the assets of the Funds were distributed in kind at net asset value to each Fund's sole shareholder.

4. In connection with the liquidation, applicant has incurred certain expenses such as professional fees, fees to the administrator, transfer agent and custodian, filing fees and expenses associated with the winding up of applicant's affairs. The expenses incurred by the Short Duration Fund and the Intermediate Duration Fund were approximately $84,987 and $24,026, respectively. These expenses were borne by the Funds. No brokerage commissions were paid in connection with the liquidation. The unamortized organizational expenses of each Fund were borne by its investment adviser, PNC Institutional Management Corporation.

5. Applicant has no assets, securityholders, debts or liabilities. Applicant is not a party to any litigation or administrative proceeding. Applicant is not now engaged, nor does it propose to engage, in any business activities other than those necessary for the winding up of its affairs. Applicant intends to file the necessary documentation with the State of Maryland to effect its dissolution as a Maryland corporation.

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 97–6970 Filed 3–19–97; 8:45 am]

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[Release No. 35–26686]

Filings Under the Public Utility Holding Company Act of 1935, as Amended (''Act'')

March 14, 1997.

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 April 7, 1997, to the Secretary, Securities and Exchange Commission, Washington, D.C. 20549, and serve a copy on the relevant applicant(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.

Southern California Water Company (70–9013)

Southern California Water Company (''SCWC''), 630 East Foothill Boulevard, San Dimas, California 91773, an electric utility company, has filed an application seeking an exemptive order under section 3(a)(1) of the Act. SCWC seeks the requested exemption, from all

provisions of the Act except section 9(a)(2), for a holding company (''Newco'') that will result from a planned reorganization of SCWC's operations.[1]

SCWC is engaged in the business of providing water service to approximately 241,000 consumers in 75 California communities, and providing electric service to approximately 20,500 consumers (most of whom are residential customers) in one California community.[2] The California Public Utilities Commission (''CPUC'') regulates both the water and the electric distribution business of SCWC.[3] SCWC states that it has one subsidiary, California Cities Water Company, that engages in unregulated businesses and generated a nominal amount of revenues in 1996.

SCWC provides its electric service through its Bear Valley Electric District (''Bear Valley''), which owns no generating capacity and purchases its energy supply from various suppliers. Bulk power is delivered to Bear Valley's distribution system through two transmission lines owned by Southern California Edison Company.

SCWC states that it plans to reorganize into a holding company structure to facilitate its expansion into a variety of unregulated businesses related to its current activities as a regulated water utility while protecting the interests of its ratepayers. After the planned reorganization, Newco will be a holding company with at least two subsidiaries: one subsidiary will engage in the water and electric distribution businesses that are regulated by the CPUC (''Regulated Subsidiary''), and one or more other subsidiaries will engage in unregulated businesses, including businesses related to the regulated water business.

SCWC states that Newco and the Regulated Subsidiary will be incorporated in California, and that the Regulated Subsidiary will be incorporated in California, and that the Regulated Subsidiary's operations will be confined to California. Newco may also form one or more other subsidiaries to acquire and operate other regulated water utility businesses outside of California.

The Regulated Subsidiary will be a ''public utility company'' under section 2(a)(5) of the Act, and Newco will be a holding company as defined in section 2(a)(7)(A) of the Act, and as such, subject to regulation under the Act unless in exemption is obtained.

SCWC states that, upon consummation of the contemplated reorganization, Newco will qualify for an exemption under section 3(a)(1) of the Act because Newco and every public utility subsidiary of Newco from which Newco derives, directly or indirectly, any material part of its income, will be predominantly intrastate in character and carry on their business substantially in a single State in which Newco and every such subsidiary company will be organized.

SCWC also asserts that the granting of such an exemption will not be detrimental to the public interest or the interest of investors or consumers. In this regard, SCWC notes, among other things, that the proposed reorganization requires the express approval of the CPUC and that, following the reorganization requires the express approval of the CPUC and that, following the reorganization, the Regulated Subsidiary and its dealings with Newco and other Newco subsidiaries will be subject to comprehensive regulatory oversight by the CPUC (see note 3, above). SCWC also states that Newco's corporate structure will protect ratepayers by segregating Newco's state-regulated utility operations from its other business activities thereby insulating the Regulated Subsidiary from the risks of the non-regulated businesses and enhancing the CPUC's ability to ensure that there is no cross-subsidization.

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

Jonathan G. Katz,

Secretary.

[FR Doc. 97–7045 Filed 3–19–97; 8:45 am]

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[1] Newco has not yet been incorporated. SCWC states that it will inform the Commission of Newco's corporate name in its rule 24 certificate.

[2] In 1996, SCWC derived more than 92 percent of its revenues (about $139.9 million) from water sales and less than 8 percent (about $11.5 million) from electric sales. Approximately 7 percent of SCWC's assets are devoted to its electric business.

[3] Applicant notes that the scope of CPUC's regulation is comprehensive including jurisdiction over rates, accounting practices, purchases and dispositions of utility property, extensions of service, acquisitions of other utility and nonutility companies, interaffiliate transactions, securities issuances and corporate reorganizations (including formation of utility holding companies), and access to the books and records of the affiliates of utilities as well as the books and records of the utilities themselves for purposes of monitoring interaffiliate transactions.

[Release No. 34–38397; File No. SR–CHX–97–05]

Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the Chicago Stock Exchange, Incorporated Relating To Amending the Exchange's SRO Fee To Provide for an Exemption for Certain Inactive Members

March 13, 1997.

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 February 18, 1997, the Chicago Stock Exchange, Incorporated (''CHX'' 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 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 Exchange proposes to amend Section (q) of its Membership Dues and Fees Schedule to provide for an exemption from the Exchange's SRO fee for certain members. Below is the text of the proposed rule change. Proposed new language is italicized.

Chicago Stock Exchange, Incorporated Membership Dues and Fees.

(q) Self-Regulatory Organization Fee,[1] $100 per member and member organization per month.

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.

[1] This fee shall not be applicable to inactive organizations. An inactive organization is one which has no securities transaction revenue, as determined by annual FOCUS reports, as long as the organization continues to have no such revenue each month.