

would not be imprudent to trust the subadviser's judgment in these situations.

7. Section 6(c) provides that the SEC may exempt any person, security, or transaction, or any class or classes of persons, securities, or transactions, from any provisions of the Act or of any rule 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. Applicants believe that the proposed transactions meet these standards.

Applicants' Condition

Applicants agree that the requested order is subject to the condition that, with respect to any brokerage transactions conducted in reliance on the requested order, Applicants will comply with all of the provisions of rule 17e-1 except those of rule 17e-1 (b)(3) and (c).

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 95-17859 Filed 7-19-95; 8:45 am]

BILLING CODE 8010-01-M

[Release No. 34-35972; File No. 10-101]

Self-Regulatory Organizations; Notice of Filing of Amendment No. 2 to Application for Registration as a National Securities Exchange by the United States Stock Exchange, Inc.

July 14, 1995.

Pursuant to Section 19(a) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. 78s(a), notice is hereby given that on May 23, 1995, the United States Stock Exchange, Inc. ("USSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission") Amendment No. 2 to its Application for Registration as a national securities exchange.¹ The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

Amendment No. 2 makes changes to the proposed rules for the USSE. First, the amendment changes the definition of "Preferred Public Agency Order" to state that the USSE's electronic system (the "System") would automatically match a dealer with a public agency order transmitted by the

dealer to the System unless the dealer matches the order with another public agency order before transmitting the order to the System or there is a public agency order on the USSE electronic book that would be matched with the order. Previously, the rule indicated that the dealer would enter a contra-side order for its own account for the purpose of trading with a preferred public agency order.

Second, the amendment clarifies that the System does not enter "Auto-Quotes" for individual dealers. Rather, if there were no dealer bids or offers for a security at a particular time, the System would disseminate an Auto-Quote for that security to the national market system. An Auto-Quote is defined in the USSE Rules as a quote by the System programmed to calculate a price equal to one minimum variation away from the Intermarket Trading System best bid or offer and programmed to be a size equal to 100 shares. The amendment also states that the obligation to honor an Auto-Quote would rotate among dealers on a trade-by-trade basis.

Finally, the amendment clarifies that the minimum size obligation for USSE dealers only would be satisfied by quotations entered into the System as principal. Under certain circumstances, therefore, the proposed USSE rules would require that dealers quote as principal for at least 500 shares in addition to any orders that they might be representing as agent in the USSE System.

You are invited to submit written data, view and arguments concerning Amendment No. 2 to the USSE's Application for Registration with thirty days of the date of publication of this notice in the **Federal Register**. Such written data, views and arguments will be considered by the Commission in granting registration or instituting proceedings to determine whether registration should be denied. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549. Reference should be made to File No. 10-101.

The USSE's submission explains the operation of the proposed Exchange in more detail. Copies of the submission, all subsequent amendments, all written statements with respect to the application that are filed with the Commission, and all written communications relating to the application 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 at the Commission's Public Reference Section, 450 Fifth Street, NW., Washington, DC 20549.

By the Commission.

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 95-17857 Filed 7-19-95; 8:45 am]

BILLING CODE 8010-01-M

SMALL BUSINESS ADMINISTRATION

[License Number 01/71-0360]

Zero Stage Capital V, Limited Partnership; Application for a Small Business Investment Company to Admit An Additional Investor as a Limited Partner

Under the provisions of Section 301(c) of the Small Business Investment Act of 1958, as amended (Act) (15 U.S.C. 661, et seq.), Zero Stage Capital V, Limited Partnership ("the Licensee"), at 101 Main Street, Cambridge, Massachusetts 02142, has filed with the Small Business Administration ("the SBA") pursuant to 13 C.F.R. 107.102 (1995) an amendment to its license application.

It is proposed that the Licensee will admit a new private limited partner, STV, Ltd. ("STV"). STV proposes to invest \$10.0 million. The admission of STV would increase the Licensee's private capital from \$12.7 million to approximately \$23 million.

STV is a newly established foreign entity. According to the Licensee, STV's major initial limited partner investor is the Husain Group, a family owned company in Saudi Arabia. The Husain Group of companies has been in the electronics business for 31 years. It has three U.S. subsidiaries and three in Saudi Arabia. Mr. Ishtiaq Husain is the founder of the Husain Group. In addition to Mr. Husain, the other key people in the Husain Group are all family members. They are as follows: Shaheen Husain, Tarig Husain, Khalid Husain, Yasmein Husain and Javed Husain. Ms. Shaheen Husain is the Managing Director of STV. She is also the Director of New Ventures of the Husain Group and President of Advanced American Electronics, Inc. which has its principal office in Cambridge, Massachusetts.

The execution of the Licensee's above proposal will not cause a change in the Licensee's management or operations. Zero Stage Capital Company, Inc. ("ZSCC"), the Licensee's General Partner, will continue to serve as the Licensee's Investment Advisor and none

¹ The Application for Registration and Amendment No. 1 thereto were published in Securities Exchange Act Release No. 35709 (May 5, 1995), 60 FR 26752 (May 8, 1995).