

applicant's payment of an additional dividend of \$0.50 per share to its shareholders plus the accumulated earnings, if any, of Media. Consummation of the merger was conditioned on, among other things, approval by a majority of applicant's shareholders and by certain governmental agencies and other third parties, including the SEC and SBA.

10. On May 21, 1996, Medallion, MFC, applicant and two individual affiliates of both Medallion and applicant obtained an SEC order under sections 6(c), 17(b) and 57(c) of the Act granting exemptions from various provisions of the Act and permitting certain joint transactions in connection with the proposed merger. Proxy materials concerning the merger were filed with the SEC and distributed to applicant's shareholders. At a meeting on May 22, 1996, by resolution adopted by 80% of shareholders, applicant's shareholders approved the merger with Medallion.

11. On May 29, 1996, pursuant to the terms of the Agreement, applicant merged with and into Medallion. In connection with the merger, applicant distributed to shareholders an amount from current earnings sufficient to preserve its tax status and transferred to Medallion its only assets, consisting of the securities of MFC and Media. In exchange, applicant's shareholders received \$20 per share in cash and the right to receive the two additional dividend distributions provided for under the Agreement. These dividends were paid on July 8 and August 22, 1996, respectively, in the amounts of \$0.50 and \$0.31 per share.

12. Applicant and Medallion each bore their respective costs and expenses incurred in negotiating and entering into the Agreement and thereafter consummating the merger. The Agreement required applicant to pay or reimburse Medallion for up to the lesser of \$200,000 or one-third of the aggregate amount of certain "joint" expenses, such as legal, accounting and filing fees, incurred in connection with the merger. It was estimated before the merger that these expenses would exceed \$600,000, and they in fact exceeded \$1 million. Accordingly, applicant reimbursed Medallion for the full \$200,000.

13. On May 29, 1996, a certificate of merger was filed with the Secretary of State of Delaware, pursuant to which applicant was merged with and into Medallion, with Medallion being the surviving corporation.

14. Applicant has no assets, or any debts or other liabilities. There are no shareholders of applicant to whom distributions in complete liquidation of

their interests have not been made, and applicant has no remaining shareholders. Applicant is not a party to any litigation or administrative proceeding.

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

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-9460 Filed 4-11-97; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

### Historic Hotel Holdings, Inc.; Order of Suspension of Trading

April 10, 1997.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Historic Hotel Holdings, Inc. ("HHH"), because of questions regarding, among other things, HHH's alleged ownership of and plans to renovate, or current efforts to acquire, a hotel; in what market HHH's securities are traded; and HHH's alleged acquisition of a company purportedly engaged in a business connected to the oil and gas industry.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the above-listed company is suspended for the period from 9:30 a.m. EDT, April 10, 1997 through 11:59 p.m. EDT, on April 23, 1997.

By the Commission.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-9649 Filed 4-10-97; 12:11 pm]

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## SMALL BUSINESS ADMINISTRATION

[Declaration of Disaster #2925; Amendment #4]

### State of California

In accordance with a notice from the Federal Emergency Management Agency, dated April 1, 1997, the above-numbered Declaration is hereby amended to close the incident period for this disaster effective April 1, 1997.

All other information remains the same, i.e., the termination date for filing

applications for loans for physical damage is April 11, 1997 and for economic injury the deadline is October 6, 1997.

(Catalog of Federal Domestic Assistance Program Nos. 59002 and 59008)

Dated: April 2, 1997.

**Bernard Kulik,**

*Associate Administrator for Disaster Assistance.*

[FR Doc. 97-9485 Filed 4-11-97; 8:45 am]

BILLING CODE 8025-11-P

## SMALL BUSINESS ADMINISTRATION

[Declaration of Disaster #2940; Amendment #1]

### State of Illinois

In accordance with a notice from the Federal Emergency Management Agency, dated April 1, 1997, the above-numbered Declaration is hereby amended to establish the incident period as beginning March 1 and closing effective April 1, 1997.

All other information remains the same, i.e., the termination date for filing applications for physical damage is May 20, 1997, and for loans for economic injury the deadline is December 22, 1997.

(Catalog of Federal Domestic Assistance Program Nos. 59002 and 59008)

Dated: April 8, 1997.

**Bernard Kulik,**

*Associate Administrator for Disaster Assistance.*

[FR Doc. 97-9486 Filed 4-11-97; 8:45 am]

BILLING CODE 8025-01-P

## SMALL BUSINESS ADMINISTRATION

[Declaration of Disaster #2935; Amendment #1]

### State of Indiana

In accordance with a notice from the Federal Emergency Management Agency, dated March 31, 1997, the above-numbered Declaration is hereby amended to close the incident period for this disaster effective March 31, 1997.

All other information remains the same, i.e., the termination date for filing applications for physical damage is May 4, 1997 and for economic injury the deadline is December 8, 1997.

(Catalog of Federal Domestic Assistance Program Nos. 59002 and 59008.)

Dated: April 2, 1997.

**Bernard Kulik,**

*Associate Administrator for Disaster Assistance.*

[FR Doc. 97-9489 Filed 4-11-97; 8:45 am]

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