

Margaret H. McFarland,*Deputy Secretary.*

[FR Doc 95-715 Filed 1-11-95; 8:45 am]

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[Release No. 35-26214]

Filings Under the Public Utility Holding Company Act of 1935, As Amended ("Act")

January 6, 1995.

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 January 30, 1995, 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.

Appalachian Power Company, et al. (70-8503)

Appalachian Power Company ("APCo"), 40 Franklin Road, Roanoke, Virginia 24022, a public utility subsidiary of American Electric Power Company, Inc., a registered holding company ("AEP") and Kanawha Valley Power Company ("KVPCo"), 1 Riverside Plaza, Columbus, Ohio 25327, a subsidiary of APCo, have filed an application and declaration pursuant to Sections 6(a), 7, 9(a), 10 and 12(c) of the Act and Rule 43 thereunder.

APCo owns all of the outstanding shares of stock of KVPCo. KVPCo owns and operates hydroelectric power facilities in West Virginia and sells that power to APCo. APCo and KVPCo

propose that KVPCo merge with and into APCo, the separate corporate existence of KVPCo will cease, and that APCo will be the continuing and surviving corporation (the "Surviving Corporation"). As a result of such merger, APCo will acquire all of the assets and assume all of the liabilities of KVPCo.

At the time of such merger, each outstanding share of capital stock of APCo will continue to be one outstanding share of stock of the Surviving Corporation and will continue to have the same rights, privileges and preferences as before the Merger. Each outstanding share of capital stock of KVPCo will be cancelled and extinguished.

General Public Utilities Corporation, et al. (70-8537)

General Public Utilities Corporation ("GPU"), 100 Interpace Parkway, Parsippany, New Jersey 07054, a registered holding company, and Energy Initiatives, Inc. ("EI"), One Upper Pond Road, Parsippany, New Jersey 07054, a non-utility subsidiary of GPU, have filed an application-declaration under sections 6(a), 7, 9(a), 10 and 12(b) of the Act and rules 45 and 54 thereunder.

EI proposes from time to time through January 31, 2002 to acquire limited partner interests in EnviroTech Investment Fund I Limited Partnership, a Delaware partnership, and any successor or affiliated limited partnership having substantially similar investment objectives and terms (the EnviroTech Investment Fund I Limited Partnership and all such successor or affiliated limited partnership's are herein collectively referred to as the "EnviroTech Partnership"). The amount of all such purchases by EI will, in the aggregate, not exceed \$10 million.

In addition, GPU proposes from time to time through such date to make capital contributions of up to \$10 million to EI for purposes of making such acquisitions. The interests to be acquired by EI will in the aggregate represent not more than 9.9% of the limited partner interests in any EnviroTech Partnership. The sole general partner of the EnviroTech Partnership ("General Partner") will be Advent International Limited Partnership, a Delaware limited partnership, of which Advent International Corporation ("AIC") is the general partner. AIC is a venture capital investment firm.

A key objective of the EnviroTech Partnership is to make investments in companies (each a "Portfolio Company") that will contribute to the reduction, avoidance or sequestering of

greenhouse gas emissions; help utilities and their customers handle waste by-products more effectively or produce or manufacture goods or services more cost effectively; improve the efficiency of the production, storage, transmission, and delivery of energy; and provide investors with attractive opportunities relating to the evolving utility business climate which meet the above objectives.

In selecting suitable investments, the EnviroTech Partnership will focus on the following technology sectors, among others: alternate and renewable energy technologies; environmental and waste treatment technologies and services; energy efficiency technologies, processes and services; electrotechnologies used in the reduction of medical waste; technologies and processes promoting alternative energy for transportation; and other technologies related to improving the generation, transmission and delivery of electricity.

The term of the EnviroTech Partnership is 10 years from the date of the partnership agreement, subject to extension for up to two years upon agreement of the General Partner and limited partners holding 66 $\frac{2}{3}$ % of the combined capital contributions of all limited partners. Subject to certain limitations set forth in the partnership agreement, the management, operation, and implementation of policy of the EnviroTech Partnership will be vested exclusively in the General Partner. Among other powers, the General Partner will have discretion to invest the partnership's funds in accordance with investment guidelines. The investment guidelines may be amended or modified only upon the affirmative vote of limited partners representing at least 75% of the commitments of all limited partners.

Under the terms of the partnership agreement the General Partner will be paid an annual management fee equal to 2 $\frac{1}{2}$ % of the total amount of the capital commitments of the partners through the first six years, thereafter declining by $\frac{1}{4}$ of 1% on each anniversary to 1.5% commencing on the ninth anniversary date. In addition, the General Partner shall be entitled to reimbursement for all reasonable expenses incurred in the organization of the EnviroTech Partnership up to \$195,000, and for other third party expenses incurred on behalf of the EnviroTech Partnership.

All EnviroTech Partnership income and losses (including income and losses deemed to have been realized when securities are distributed in kind) will generally be allocated 80% to and

among the limited partners and 20% to the General Partner. All cash distributions to the partners shall be made first to the limited partners until such time as the limited partners shall have received aggregate distributions equal to the aggregate of their respective capital contributions, and thereafter 20% to the General Partner and 80% to the limited partners. Distributions in kind of the securities of Portfolio Companies that are listed on or otherwise traded in a recognized over-the-counter or unlisted securities market may be made at the option of the General Partner.

The Partnership Agreement also provides that in the event it is likely that an investment by the EnviroTech Partnership would cause a limited partner ("Conflicted Partner") to violate, among other things, any law or regulation, under certain circumstances other limited partners (each, a "Purchasing Partner") may purchase from the Conflicted Partner a proportionate interest in such an investment by delivering to the Conflicted Partner a note in the principal amount of the Conflicted Partner's capital contributions attributable to the portion of such interest in the investment being purchased. Such note will be non-recourse to the Purchasing Partner and will bear interest at a rate equal to 200 basis points over comparable U.S. Treasury obligations having a five year maturity, such interest and principal being payable only to the extent that the Purchasing Partner receives distributions or payments attributable to the interest purchased.

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 95-813 Filed 1-11-95; 8:45 am]

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DEPARTMENT OF STATE

[Public Notice 2147]

Shipping Coordinating Committee Maritime Safety Committee; Notice of Meeting

The Shipping Coordinating Committee (SHC) will conduct an open meeting at 9:30 A.M. on Tuesday, January 31, 1995, in Room 2415, at U.S. Coast Guard Headquarters, 2100 Second Street, S.W., Washington, DC. The purpose of this meeting will be to report on the sixty-fourth session of the Marine Safety Committee (MSC) of the

International Maritime Organization (IMO) held 5-9 December 1994. The U.S. delegation to MSC 64 will report on the activities of the session.

Specific items will include:

- a. Ro/Ro vessel safety
- b. Bulk carrier safety
- c. Role of the human element in maritime casualties
- d. Existing ships' safety standards (grandfather clause)
- e. Reports of various subcommittees (Stability, Load Lines and Fishing Vessel Safety; Life-Saving, Search and Rescue; Containers and Cargoes; Fire Protection; Training and Watchkeeping; Safety of Navigation; and Bulk Chemicals.)

Members of the public may attend this meeting up to the seating capacity of the room. Interested persons may seek information by writing to Mr. Joseph J. Angelo, U.S. Coast Guard Headquarters (G-MI), 2100 Second Street, S.W., Room 2408, Washington, DC 20593-0001 or by calling (202) 267-2970.

Dated: December 29, 1994.

Charles A. Mast,

Chairman, *Shipping Coordinating Committee*.

[FR Doc. 95-785 Filed 1-11-95; 8:45 am]

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DEPARTMENT OF TRANSPORTATION

Federal Aviation Administration

Notice of Intent To Rule on Application To Impose and Use the Revenue from a Passenger Facility Charge (PFC) at Blue Grass Airport, Lexington, KY

AGENCY: Federal Aviation Administration (FAA), DOT.

ACTION: Notice of Intent to Rule on Application.

SUMMARY: The FAA proposes to rule and invites public comment on the application to impose and use the revenue from a PFC at Blue Grass Airport under the provisions of the Aviation Safety and Capacity Expansion Act of 1990 (Title IX of the Omnibus Budget Reconciliation Act of 1990) (Public Law 101-508) and Part 158 of the Federal Aviation Regulations (14 CFR Part 158).

DATES: Comments must be received on or before February 13, 1995.

ADDRESSES: Comments on this application may be mailed or delivered in triplicate to the FAA at the following address: Memphis Airports District Office, 2851 Directors Cove, Suite #3, Memphis, TN 38131-0301.

In addition, one copy of any comments submitted to the FAA must

be mailed or delivered to Mr. Michael Flack, Executive Director of the Blue Grass Airport at the following address; Lexington Fayette Urban County Airport Board, 4000 Versailles Road, Lexington, KY 40510. Air carriers and foreign air carriers may submit copies of written comments previously provided to the Blue Grass Airport under section 158.23 of Part 158.

FOR FURTHER INFORMATION CONTACT:

Southern Region, Memphis Airports District office, Cynthia K. Wills, Planner, 2851 Directors Cove, Suite #3, Memphis, TN 38131-0301, (901) 544-3495. The application may be reviewed in person at this location.

SUPPLEMENTARY INFORMATION: The FAA proposes to rule and invites public comment on the application to: impose and use the revenue from a PFC at Blue Grass Airport under provisions of the Aviation Safety and Capacity Expansion Act of 1990 (Title IX of the Omnibus Budget Reconciliation Act of 1990) (Public Law 101-508) and Part 158 of the Federal Aviation Regulations (14 CFR Part 158).

On January 3, 1995, the FAA determined that the application to impose and use the revenue from a PFC submitted by Lexington Fayette Urban County Airport Board was substantially complete within the requirements of section 158.25 of Part 158. The FAA will approve or disapprove the application, in whole or in part, no later than April 21, 1995.

The following is a brief overview of the application.

Level of the proposed PFC: \$3.00
Proposed charge effective date:

November 1, 1993

Proposed charge expiration date:
August 26, 2005

Total estimated PFC revenue:
\$1,616,030

Brief description of proposed project(s):

Use Only:
(1) Implement Noise Abatement

Program—Phase I
(2) Purchase Lift Device (ADA Phase II)

Projects To Impose And Use:
(3) Local Share of Regional Airport
Rescue & Fire Fighting Training Facility.

Class or classes of air carriers which the public agency has requested not be required to collect PFCs: Part 135 or Part 298 (Air Taxi Operators).

Any person may inspect the application in person at the FAA office listed above under **FOR FURTHER INFORMATION CONTACT**.

In addition, any person may, upon request, inspect the application, notice and other documents germane to the