The Postal Reorganization Act requires that the Commission issue its decision within 120 days from the date this appeal was filed (39 U.S.C. § 404 (b)(5)). In the interest of expedition, in light of the 120-day decision schedule, the Commission may request the Postal Service to submit memoranda of law on any appropriate issue. If requested, such memoranda will be due 20 days from the issuance of the request and the Postal Service shall serve a copy of its memoranda on the petitioners. The Postal Service may incorporate by reference in its briefs or motions, any arguments presented in memoranda it previously filed in this docket. If necessary, the Commission also may ask petitioners or the Postal Service for more information.

The Commission Orders

(a) The Postal Service shall file the record in this appeal by February 23, 1996.

(b) The Secretary of the Postal Rate Commission shall publish this Notice and Order and Procedural Schedule in the Federal Register.

By the Commission.

Margaret P. Crenshaw,

Secretary.

Appendix

February 9, 1996—Filing of Appeal letter
February 13, 1996—Commission Notice and Order of Filing of Appeal
March 5, 1996—Last day of filing of petitions to intervene [*see* 39 C.F.R. § 3001.111(b)]
March 15, 1996—Petitioners' Participant Statement or Initial Brief [*see* 39 C.F.R. § 3001.115 (a) and (b)]
April 4, 1996—Postal Service's Answering Brief [see 39 C.F.R. § 3001.115(c)]
April 19, 1996—Petitioners' Reply Brief should Petitioner choose to file one [*see* 39 C.F.R. § 3001.115(d)]
April 26, 1996—Deadline for motions by any party requesting oral argument. The Commission will schedule oral argument only when it is a necessary addition to the written filings [see 39 C.F.R. § 3001.116]
June 8, 1996—Expiration of the Commission's 120-day decisional schedule [see 39 U.S.C. § 404(b)(5)]

[FR Doc. 96–3726 Filed 2–16–96; 8:45 am]

BILLING CODE 7710–FW–P

SECURITIES AND EXCHANGE COMMISSION

[Rel. No. IC–21741; 812–9774]

The Brinson Funds, et al.; Notice of Application

February 12, 1996.

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

ACTION: Notice of application for exemption under the Investment Company Act of 1940 (the ''Act'').

APPLICANTS: The Brinson Funds (the ''Trust'') and Brinson Partners, Inc. (''Partners'').

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), and under section 17(d) and rule 17d–1 thereunder permitting certain joint transactions.

SUMMARY OF APPLICATION: Applicants request an order that would permit certain money market funds to sell their shares to affiliated investment companies.

FILING DATES: The application was filed on September 20, 1995 and amended on January 2, 1996.

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 March 8, 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 5th Street NW., Washington, D.C. 20549. Applicants, 209 South LaSalle Street, Chicago, Illinois 60604–1295.

FOR FURTHER INFORMATION CONTACT: David W. Grim, Staff Attorney, at (202) 942–0571, 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 from the SEC's Public Reference Branch.

Applicants' Representations

1. The Trust is an open-end management investment company that currently offers ten series (each, a ''Fund''). One of the Funds is a money market fund subject to the requirements of rule 2a–7 under the Act (together with any future money market funds, the ''Money Market Funds''). The other nine Funds are non-money market funds (together with any future non-money market funds, the ''Non-Money Market Funds''). Applicants request relief on behalf of themselves and any other registered investment companies that now or in the future are advised or subadvised by Partners or an entity controlling, controlled by, or under common control with Partners.[1]

2. Partners serves as investment adviser for each Fund. Fund/Plan Services, Inc. (''Fund/Plan'') serves as administrator and transfer agent for each Fund. Fund/Plan Broker Services, Inc. (''FPBS'') serves as distributor for each Fund. Bankers Trust Company serves as custodian for each Fund.

3. The Money Market Funds seek to maximize current income consistent with the preservation of capital by investing exclusively in short-term money market instruments. The Non-Money Market Funds invest in a variety of debt and/or equity securities in accordance with their respective investment objectives and policies.

4. Each of the Funds has, or may be expected to have, uninvested cash in an account with the custodian. This cash either may be invested directly in individual short-term money market instruments or may not be invested in any portfolio securities.

5. Applicants request an order that would permit (a) each of the Funds to utilize cash reserves that have not been invested in portfolio securities to purchase shares of one or more of the Money Market Funds (each such Fund, including the Money Market Funds, purchasing shares of the Money Market Funds is an ''Investing Fund'') and (b) each Money Market Fund to sell shares to, and redeem such shares from, an Investing Fund. By investing cash balances in the Money Market Funds as proposed, applicants believe that the Investing Funds will be able to combine their cash balances and thereby reduce their transaction costs, create more liquidity, enjoy greater returns, and further diversify their holdings. While the investment policies of each Fund currently do not permit the Funds to purchase money market instruments, including shares of a money market fund, the investment policies and registration statements of the Funds will be amended to permit these investments. The proposed transactions will, therefore, be consistent with the investment policies and restrictions of the Funds, as recited in their registration statements and other SEC filings.

[1] All existing investment companies that presently intend to rely on the requested order are named as applicants.

6. The shareholders of the Investing Fund would not be subject to the imposition of double management fees. Partners, Fund/Plan, and any affiliated persons of Partners and Fund/Plan will remit to the respective Investing Funds, or waive, an amount equal to the increased investment advisory fees, and administrative and accounting fees, that Partners and Fund/Plan would earn as a result of the Investing Funds' investment in the Money Market Funds to the extent such fees are based upon the Investing Funds' assets invested in shares of the Money Market Funds (the ''Reduction Amount''). Further, no sales charge, contingent deferred sales charge, 12b–1 fee, or other underwriting or distribution fee will be charged by the Money Market Funds with respect to the purchase or redemption of their 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. Each of the Funds has a mandatory expense cap arrangement with Partners 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 any such Fund exceeds such cap, Partners waives or reimburses the Fund in the amount of the excess. Any applicable Expense Waiver will not limit the advisory and administrative fee waiver or remittance discussed above.

8. Applicants' request also 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. 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 propose that each Fund be permitted to invest in shares of a Money Market Fund so long as 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).

Applicants' Legal Analysis

1. Sections 17(a) (1) and (2) make it unlawful for any affiliated person of a registered investment company, acting as principal, to sell or purchase any security to or from such investment company. Because each Fund may be deemed to be under common control with the other Funds, it may be an ''affiliated person,'' as defined in section 2(a)(3), 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 single 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. 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 be permitted to invest their cash balances directly in money market instruments as authorized by their investment objectives and policies, as amended, if they believe they can obtain a higher return or for any other reason. Each of the Money Market Funds has the right to discontinue selling shares to any of the Investment Funds if its board of trustees 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, by purchasing shares of the Money Market Funds, Partners, by managing the assets of the Investing Funds invested in the Money Market Funds, and each Money Market Fund, by selling shares to the Investing Funds, could be participants in a joint enterprise or other joint arrangement within the meaning of section 17(d0 and rule 17d–1.

5. Under rule 17d–1, the SEC can grant by order an application regarding such a joint enterprise after considering whether participation by the registered investment company is consistent with the provisions, policies, and purposes of the Act, and the extent to which such participation is on a basis different from or less advantageous than that of the other participants. Applicants believe that the proposal satisfies these standards.

6. Section 12(d)(1), as noted above, sets certain limits on an investment company's ability to invest in the shares of another investment company. The perceived abuses section 12(d)(1) sought to address include undue influence by an acquiring fund over the management of an acquired fund, the acquisition of voting control by the acquiring fund over the 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. Shares of the Money Market Funds 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 Partners, Fund/Plan, and their affiliated persons to remit to the respective Investing Fund, or waive, an amount equal to the Reduction Amount. Any of these fees remitted or waived will not be subject to recoupment by Partners, Fund/Plan, or their affiliated persons 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 amounts waived or remitted pursuant to condition 2. Adjusted fees then will be reduced by the amount waived pursuant to condition 2. If the amount waived pursuant to condition 2 exceeds adjusted fees, Partners 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 investments in such Money Market Fund does not exceed the greater of 5% of the Investing Fund's total net assets or $2.5 million.

5. Each Investing Fund will vote its shares of each Money Market Fund in the same proportion as the votes of all other shareholders of such Money Market Funds entitled to vote on the matter.

6. As shareholders of a Money Market Fund, 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 Investing Funds.

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 96–3666 Filed 2–16–96; 8:45 am]

BILLING CODE 8010–01–M

[File No. 1–11057]

Issuer Delisting; Notice of Application To Withdraw From Listing and Registration; (Colonial Data Technologies Corp., Common Stock, $0.01 Par Value)

February 13, 1996.

Colonial Data Technologies Corp. (''Company'') has filed an application with the Securities and Exchange Commission (''Commission''), pursuant to Section 12(d) of the Securities Exchange Act of 1934 (''Act'') and Rule 12d2–2(d) promulgated thereunder, to withdraw the above specified security (''Security'') from listing and registration on the American Stock Exchange, Inc. (''Amex'').

The reasons alleged in the application for withdrawing the Security from listing and registration include the following:

According to the Company, its Board of Directors unanimously approved resolutions on January 26, 1996 to withdraw the Security from listing on the Amex and instead, to list the Security on the National Association of Securities Dealers Automated Quotations (''Nasdaq'').

The decision of the Board followed a thorough study of the matter and was based upon the belief that listing the Security on the Nasdaq will be more beneficial to the Company's stockholders than the present listing on the Amex for the following reasons:

(a) The Board believes that a reluctance exists to trade in the securities of Amex listed companies among institutional and other investors;

(b) The resulting negative effect such a reluctance could have on the Company's ability to increase analyst coverage of its stock;

(c) The Board believes that Nasdaq will provide increased liquidity with multiple market makers; and

(d) The Board believes that the capital markets associate Nasdaq with technology companies to a greater extent than Amex.

Any interested person may, on or before March 6, 1996 submit by the letter to the Secretary of the Securities and Exchange Commission, 450 Fifth Street NW., Washington, D.C. 20549, facts bearing upon whether the application has been made in accordance with the rules of the exchanges and what terms, if any, should be imposed by the Commission for the protection of investors. The Commission, based on the information submitted to it, will issue an order granting the application after the date mentioned above, unless the Commission determines to order a hearing on the matter.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.

Jonathan G. Katz,

Secretary.

[FR Doc. 96–3629 Filed 2–16–96; 8:45 am]

BILLING CODE 8010–01–M

[Release No. 34–36830; File No. SR–CBOE–95–33]

Self-Regulatory Organizations; Order Approving Proposed Rule Change and Notice of Filing and Order Granting Accelerated Approval of Amendment No. 1 to the Proposed Rule Change by the Chicago Board Options Exchange, Inc., Relating to an Amendment to the Exchange's Crossing Rule

February 12, 1996.

On July 12, 1995, the Chicago Board Options Exchange, Inc. (''CBOE'' or ''Exchange'') filed with the Securities and Exchange Commission (''SEC'' or ''Commission''), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (''Act''),[1] and Rule 19b–4 thereunder,[2] a proposed rule change to amend CBOE Rule 6.74, '' 'Crossing' Orders,'' by adding Interpretation and Policy .05, which will allow a floor broker who has been continuously representing a limit order to buy or sell equity option contracts in a trading crowd at a limit price which is equal to the highest bid or lowest offer (''resting order''), and who subsequently receives a market or marketable limit order to sell or buy the same option series, to cross the resting order with the subsequent market or marketable limit order without regard to the provision of CBOE Rule 6.74(a)(iii) that permits a cross only if the higher bid or lower offer is not taken. The proposal is designed to permit a floor broker representing a resting order and a subsequent market or marketable limit order to cross the number of contracts of those orders to the same extent as if the resting order and the subsequent market or marketable limit orders were represented by different floor brokers.

Notice of the proposed rule change appeared in the Federal Register on October 13, 1995.[3] On January 31, 1996, the CBOE amended its proposal.[4] No comments were received on the proposed rule change.

Currently, CBOE Rule 6.74(a) imposes specific order exposure and price improvement requirements on floor brokers seeking to cross buy orders with sell orders. Specifically, CBOE Rule 6.74(a) requires a floor broker seeking to cross orders to buy and sell the same option series to (i) request bids and offers for such option series and make all persons in the trading crowd, including the Board Broker or Order Book Official, aware of his request; and

[1] 15 U.S.C. 78s(b)(1) (1988).

[2] 17 CFR 240.19b–4 (1995).

[3] *See* Securities Exchange Act Release no. 36343 (October 5, 1995), 60 FR 53444.

[4] The CBOE amended its proposal to clarify that, under the proposal, a floor broker may cross a resting order with a subsequent market or marketable limit order without regard to the provision of CBOE Rule 6.74(a)(iii) which permits a cross only if a floor broker's higher bid or lower offer is not taken. However, a floor broker must comply with the order exposure and price improvement provisions of CBOE Rule 6.74 before being eligible for the proposed exception. In addition, after invoking the exception, the floor broker remains subject to the requirement under CBOE Rule 6.74(a)(iii) that the floor broker announce by open outcry that he is crossing and give the quantity and price at which the cross took place. *See* Letter from Barbara J. Casey, Vice President, Market Regulation, CBOE, to Ivette Lopez, Assistant Director, Division of Market Regulation, Commission, dated January 30, 1996 (''Amendment No. 1''). Amendment No. 1 also provides examples of the operation of the crossing rule and of the effect of the proposed amendment on the crossing rule, as well as explanations of the terms ''continuously represent'' and ''compete equally.'' Specifically, Amendment No. 1 states that it is implicit in the term ''continuously represents'' that after announcing the order in open outcry, the floor broker must give the trading crowd a reasonable amount of time to respond to the announcement before the floor broker can claim the proposed exception to the crossing rule. The term ''compete equally'' is used to limit the extent to which a floor broker is permitted to cross a resting order and a market or marketable limit order. Specifically, the proposal will give a floor broker representing a resting order and a subsequent market or marketable limit order the ability to compete equally with the trading crowd, but only to the extent that such orders would be executed if they were represented by two different floor brokers.