

and miscellaneous items. Except for such assets, all assets of applicant have been distributed to securityholders through individual redemptions. No brokerage commissions or other fees were paid in connection with the redemptions. Prior to the redemptions, the applicant's assets were converted into cash. Regular brokerage commissions in the amount of \$5,628 were paid in connection with such conversion of portfolio securities into cash.

6. The total expenses incurred in connection with the sale of assets and liquidation of the applicant, consisting of legal fees, accounting fees and printing and mailing costs for the proxy solicitation, were approximately \$30,000. These expenses were paid by the applicant.

7. Applicant is not a party to any litigation or administrative proceeding. Applicant is not now engaged, nor proposes to engage, in any business activities other than those necessary for the winding-up of its affairs.

8. Applicant intends to file a Certificate of Dissolution with the State of Massachusetts.

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

Margaret H. McFarland,

*Deputy Secretary.*

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BILLING CODE 8010-01-M

[Rel. No. IC-22476; 811-7241]

### Merrill Lynch Global Institutional Series, Inc.; Notice of Application

January 21, 1997.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of application for deregistration under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** Merrill Lynch Global Institutional Series, 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 20, 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 February 18, 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, P.O. Box 9011, Princeton, New Jersey, 08543-9011.

**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 that was organized as a Maryland corporation on November 18, 1994. On November 23, 1994, applicant registered under the Act by filing a notification of registration on Form N-8A. On the same date, applicant filed a registration statement on Form N-1A under the Act and the Securities Act of 1933. The registration statement was never declared effective. SEC records show that, on May 30, 1996, by order of the SEC, the registration statement was declared withdrawn.

2. Applicant neither issued nor sold its shares. Applicant has had no transactions other than those relating to organizational matters.

3. Applicant has no securityholders, assets, 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.

4. Applicant will terminate its existence under Maryland law as soon as practicable after its deregistration.

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

Margaret H. McFarland,

*Deputy Secretary.*

[FR Doc. 97-1954 Filed 1-27-97; 8:45 am]

BILLING CODE 8010-01-M

[Release No. 35-26649]

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

January 21, 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 February 17, 1997, to the Secretary, Securities and Exchange Commission, Washington, DC 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.

#### *Public Service Company of Colorado (70-8985)*

Public Service Company of Colorado ("PSCo"), a public-utility holding company exempt from regulation pursuant to rule 2 under section 3(a)(2) of the Act, has filed an application under section 3(b) of the Act in connection with its proposed acquisition of a public utility company operating exclusively outside of the United States ("Foreign Utility").

PSCo states that neither Foreign Utility nor any of its subsidiary companies (1) Is a public-utility company operating in the United States or, (2) following the proposed acquisition, will serve any customers in the United States. PSCo further states that Foreign Utility does not derive any income from United States operations or sources within the United States.

PSCo states that due to tax, legal and regulatory considerations, it may be advisable to structure the acquisition