

6. Before the termination of the Existing Agreement, the board of the Fund, including a majority of its independent trustees, will have approved the New Agreement as required by Section 15(c) of the 1940 Act.

Conclusion

For the reasons set forth above, Applicants submit that the exemptive relief requested is necessary and appropriate in the public interest, and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the 1940 Act.

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

Margaret H. McFarland,

Deputy Secretary.

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[File No. 500-1]

Twenty First Century Health, Inc.; Order of Suspension of Trading

February 10, 1997.

It appears to the Securities and Exchange Commission that there is a lack of adequate and accurate current information concerning the securities of Twenty First Century Health, Inc. ("TFCH"), of Las Vegas, Nevada. Questions have been raised about publicly-disseminated information concerning, among other things: (1) TFCH's financial condition; (2) the existence, effectiveness, and marketability of a medical device for testing blood sugar purportedly licensed by TFCH; (3) the size of the market for that device; and (4) the ownership, value, and business of certain companies purportedly acquired by TFCH.

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 9:00 a.m. EST, February 10, 1997 through 11:59 p.m. EST, on February 24, 1997.

By the Commission.

Margaret H. McFarland,

Deputy Secretary.

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[Release No. 34-38243; File No. SR-Amex-97-02]

Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by American Stock Exchange, Inc., Relating to Amendments to Rules 103 and 950 Regarding Intra-day Trading

February 5, 1997.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),¹ notice is hereby given that on January 22, 1997, the American Stock Exchange, Inc. ("Amex" or "Exchange") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

Amex proposes to amend Exchange Rules 103 and 950 regarding new intra-day trading provisions. The text of the proposed rule change is available at the Office of the Secretary, the Amex and at the Commission.

II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in sections A, B, and C below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

1. Purpose

Under Rule 103(c), an Amex Floor member, with certain exceptions, may not exercise discretion with respect to the choice of security to be bought or sold, the total amount of the security to be bought or sold, or whether the transaction shall be a purchase or sale. Currently, there are no provisions in Rule 103(c), or otherwise, specifically governing the practice of intra-day

trading. The term "intra-day trading" refers to the practice whereby a customer places orders on both sides of the market and attempts to profit by buying at the bid and selling at the offer.

The Exchange proposes to amend Rule 103 to add new intra-day trading provisions. These provisions will apply only when a Floor member simultaneously represents, for the same customer's account,² market or limit orders on both sides of a minimum variation market. Under the proposal, if a Floor member acquires a position on behalf of an intra-day trader's account, Rule 103(c)(2) will place certain restrictions on how the member can liquidate or cover that position during the same trading session. Specifically, the member will be required to obtain a new liquidating order (i.e., one entered subsequent to the acquisition of the contra-side position) from his or her customer. The new order must be time-recorded both upstairs and upon receipt on the Trading Floor.

Proposed Rule 103(c)(3) will thereafter require that the Floor member must execute the liquidating order entered pursuant to Rule 103(c)(2) before he or she can execute any other order for the same account on the same side of the market as that liquidating order. Pursuant to proposed Commentary .01 to Rule 103, the provisions of Rule 103(c)(2) and (3) will not apply, however, to the execution of: an order to liquidate or cover a position carried over from a previous trading session; a position assumed as part of a strategy relating to bona fide arbitrage; or a position assumed in reliance on the exemption for block positioners.

Proposed Commentary .02 to Rule 103 sets forth examples of how the provisions of Rule 103(c)(2) and (3) will operate, while proposed Commentary .03 to Rule 103 details the types of orders that a Floor member may handle simultaneously, without violating rule 103's prohibition against a member choosing whether a transaction will be a purchase or sale.

These new changes are intended to address trading situations where a Floor member, representing at the same time buy and sell orders at the minimum variation for the same customer, may be perceived as having a time and place advantage over other market participants in that he or she may be able to trade for the same customer without leaving the Trading Crowd. By requiring the entry of a new liquidating

² For purposes of this Rule, an "account" would be deemed to be any account in which the same person or persons is directly or indirectly interested.

¹ 15 U.S.C. § 78s(b)(1).