Local Public Document Room location: Dixon Public Library, 221 Hennepin Avenue, Dixon, Illinois 61021.

NRC Project Director: Robert A. Capra

Nebraska Public Power District, Docket No. 50-298, Cooper Nuclear Station, Nemaha County, Nebraska

Date of amendment request: May 2, 1997, as superseded May 5, 1997.

Brief description of amendment: The proposed amendment relocates and revises the requirements for the control of the setpoint for the Standby Liquid Control system relief valves. The requirements would be relocated from Section 4.4.A.2.a and Bases Section 3.4.A of the Cooper Technical Specifications to the Updated Safety Analysis Report and the Inservice Testing Augmented Testing Program.

Date of issuance May 9, 1997

Effective date: May 9, 1997

Amendment No.: 176

Facility Operating License No. DPR-46: The amendment revised the Technical Specifications.Public comments requested as to proposed no significant hazards consideration: No.The Commission's related evaluation of the amendment, finding of emergency circumstances and final determination of no significant hazards consideration are contained in a Safety Evaluation dated May 9, 1997.

Local Public Document Room location: Auburn Memorial Library, 1810 Courthouse Avenue, Auburn, NE 68305.

Attorney for licensee: Mr. John R. McPhail, Nebraska Public Power District, Post Office Box 499, Columbus, NE 68602-0499

NRC Project Director: William D. Beckner

Dated at Rockville, Maryland, this 14th day of May, 1997.

For the Nuclear Regulatory Commission

Elinor G. Adensam,

Deputy Director, Division of Reactor Projects III/IV, Office of Reactor Regulation

[Doc. 97-13190 Filed 5-20-97; 8:45 am]

BILLING CODE 7590-01-F

RAILROAD RETIREMENT BOARD

Sunshine Act Meeting

The meeting of the Railroad Retirement Board which was to be held at 9:00 a.m. on May 21, 1997, at the Board's meeting room on the 8th floor of its headquarters building, 844 North Rush Street, Chicago, Illinois, 60611, has been changed to 3:00 p.m. on May 21, 1997. The agenda for this meeting was published at 62 FR 26342 on May 13, 1997.

The entire meeting will be open to the public. The person to contact for more information is Beatrice Ezerski, Secretary to the Board, Phone No. 312–751–4920.

Dated: May 16, 1997.

Beatrice Ezerski,

Secretary to the Board.

[FR Doc. 97–13423 Filed 5–20–97; 10:09 am]

BILLING CODE 7905–01–M

SECURITIES AND EXCHANGE COMMISSION

[Investment Company Act Release No. 22663; 812–9440]

AIM Equity Funds, Inc., et. al.; Notice of Application

May 15, 1997.

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

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

APPLICANTS: AIM Equity Funds, Inc., AIM Funds Group, AIM International Funds, Inc., AIM Investment Securities Funds, AIM Summit Fund, Inc., AIM Tax-Exempt Funds, Inc., AIM Variable Insurance Funds, Inc., Short-Term Investments Co., Short-Term Investments Trust, and Tax-Free Investments Co. (the ''Funds''), AIM Advisors, Inc., and AIM Capital Management, Inc. (the ''Advisers,'' and collectively with the Funds, the ''Applicants'').

RELEVANT ACT SECTIONS: Order requested under sections 6(c) and 17(b) of the Act for an exemption from sections 17(a) and 17(e) of the Act.

SUMMARY OF APPLICATION: Applicants request an order amending a prior order (the ''Prior Order'') under sections 6(c) and 17(b) of the Act granting an exemption from sections 17(a)(1), 17(a)(2) and 17(e) of the Act.[1] The requested order would let each Fund engage in purchase and sale transactions limited to U.S. government securities, certain other high quality debt securities and reverse repurchase agreements with banks whose affiliated relationship with the Funds arises solely out of their five percent or greater share interest in a Fund, except that no Fund will engage in such transactions with a bank that controls or advises that Fund. Any order also would let each Fund compensate an affiliated bank for acting as agent in executing certain securities transactions.

FILING DATES: The application was filed on January 19, 1995, and amended on July 18, 1995, January 16, 1996, and April 21, 1997. Counsel for applicants has agreed to file another amendment during the notice period, the substance of which is incorporated herein.

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 Applicants with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m., on June 9, 1997, and should be accompanied by proof of service on the Applicants, 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 reasons for the request, and the issues contested. Persons who wish to be notified of a hearing may request such notification by writing to the SEC's Secretary.

ADDRESSES: Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. Applicants, Eleven Greenway Plaza, Suite 1919, Houston, Texas 77046.

FOR FURTHER INFORMATION CONTACT: H.R. Hallock, Jr., Special Counsel, 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. All of the Funds are registered under the Act as open-end management investment companies. AIM Advisors, Inc., a wholly-owned subsidiary of AIM Management Group Inc., a privately-owned corporation, serves as investment adviser for each Fund. AIM Capital Management, Inc., a wholly-owned subsidiary of AIM Advisors, Inc., serves as sub-adviser to three series (''Portfolios'') of one of the Funds, AIM Equity Inc. Both Advisers are registered investment advisers under the Investment Advisers Act of 1940.

2. The Prior Order granted the Funds or certain of their predecessors a conditional exemption, pursuant to sections 6(c) and 17(b) of the Act, from the provisions of section 17(a)(1), section 17(a)(2) and section 17(e) thereof. The Prior Order applies to transactions by the Funds with a bank, bank holding company or affiliate thereof which may be deemed to be an

[1] Investment Company Act Release Nos. 14220 (Oct. 31, 1984) (notice) and 14259 (Nov. 30, 1984) (order).

''affiliated person'' of a Fund solely by reason of such entity's owning, controlling, or holding with power to vote five percent or more of the outstanding voting securities of any of the Funds (''Affiliated Bank''). The transactions covered by the Prior Order include those for repurchase agreements, short-term money market obligations issued by one of the 50 largest United States banks measured by deposits, tax-exempt obligations and general brokerage services by banks acting as agent, subject to the limitations on compensation in section 17(e)(2).

3. Applicants request an order to amend and supersede the Prior Order. The requested order would apply to all existing and future Portfolios of the Funds and all existing and future investment companies and their portfolios for which either or both of the Advisers, or any entity controlling, controlled by or under common control with the Advisers, serves in the future as investment adviser or principal underwriter. The requested order would modify the Prior Order by redefining the term ''Affiliated Bank'' and by expanding the classes of transactions covered under the Prior Order.

4. Applicants propose to redefine the term ''Affiliated Bank'' as (a) any bank, bank holding company or affiliate thereof that is an affiliated person of a Fund or Portfolio *solely* because the bank, bank holding company or affiliate thereof owns, controls, or holds with power to vote five percent or more of the outstanding voting securities of the Fund or Portfolio, and (b) any ''affiliated person,'' as defined in section 2(a)(3) of the Act, of such bank, bank holding company or affiliate thereof; *provided, however,* that the term shall not include any person that exercises a controlling influence over that Fund or Portfolio. ''Controlling influence'' shall be deemed to include, but is not limited to, directly or indirectly owning, controlling, or holding with power to vote more than 25% of the outstanding voting securities of that Fund or Portfolio. Furthermore, an Affiliated Bank will not include a bank or an affiliated person of a bank that is an investment adviser to such Fund or Portfolio.

5. Applicants propose to expand the classes of transactions covered under the Prior Order to include transactions in U.S. government securities, reverse repurchase agreements, and ''Qualified Securities,'' as defined in Condition B.1. below, which meet specified credit quality standards. The term ''Qualified Securities'' will include any ''Eligible Security,'' as defined in rule 2a–7 under the Act, and, in addition, municipal securities, repurchase agreements, bank obligations, synthetic municipal securities and commercial paper.

6. Applicants anticipate that a number of banks which are now or may become Affiliated Banks will also be primary dealers or affiliates of primary dealers, in U.S. government securities. Applicants submit that the government securities market is highly competitive, and that removing one or more primary dealers from the Funds' market may deprive a Fund of the most favorable price and execution when the dealer has the best overall offer for a transaction. In addition, applicants represent that it is extremely important that the Funds have the ability to obtain quotations from any primary dealer to ensure that they are obtaining the most favorable price or to maximize the liquidity of their portfolios.

7. Applicants submit that commercial banks are important members of the municipal securities dealer community and are frequently involved in providing credit support for industrial development notes and similar municipal instruments. According to applicants, the need for portfolio management flexibility, particularly as it relates to liquidity and credit standards, is especially significant for municipal securities money market Portfolios advised by the Advisers. In addition, a Fund's inability to purchase municipal securities from an Affiliated Bank could be materially aggravated where the Affiliated Bank was the leading municipal securities underwriter in a particular region of the country.

8. Applicants anticipate that Affiliated Banks will constitute an increasingly attractive source of repurchase agreements and, therefore, propose to enter into repurchase agreement transactions with them. Applicants also propose to engage in transactions with Affiliated Banks involving other bank obligations, such as certificates of deposit and bankers' acceptances. Applicants submit that the elimination of Affiliated Banks from the universe of banks with which transactions in repurchase agreements and other bank obligations can be effected would necessarily increase the risk of credit exposure of the Funds and would likewise necessarily decrease their degree of diversification.

9. Applicants submit that many banks or their affiliates that are now or may become Affiliated Banks are market makers for synthetic municipal securities or may provide credit enhancements for such instruments, such as demand features or liquidity arrangements. According to applicants, synthetic municipal securities have been developed in part to address the limited supply of short-term tax-exempt securities. Applicants represent that the Funds will only purchase synthetic municipal securities from Affiliated Banks that have conditional puts exercisable at par value within seven days. In addition, the Funds will know the specific long-term ''core securities'' underlying such synthetic securities. As a result, there will be no ambiguity in determining par value, and applicants will not need to use matrix pricing. The credit risk on such synthetic securities will be equivalent to the credit risks on the core securities.

10. Applicants propose to engage in transactions involving commercial paper with Affiliated Banks acting as issuers or principal distributors. Applicants represent that it is often advantageous for a Fund to purchase such commercial paper directly from the issuer or the distributing bank rather than on the secondary market where the price of such instrument may be higher. Furthermore, applicants believe that an increasing number of banks, bank holding companies or their affiliates which are now or may become Affiliated Banks will be issuers or principal distributors of commercial paper that would be highly suitable for many of the Funds' Portfolios.

11. Applicants also anticipate that a number of banks or their affiliates that would be suitable counterparties for transactions in reverse repurchase agreements (''reverse repos'') will become Affiliated Banks. Reverse repos are primarily used for temporary liquidity purposes, such as to obtain cash to meet redemption requests. The Advisers will solicit quoted rates on reverse repos from potential counterparties with which the Funds have pre-existing arrangements who the Advisers believe will offer reverse repo rates at least as favorable as rates on comparable reverse repos available from other potential counterparties. At the time a Fund enters into a reverse repo, the Fund will segregate assets with a custodian, consisting of cash, U.S. government securities, or other appropriate high-grade debt securities have a value not less than the value of the proceeds received plus accrued interest. The segregated assets will be marked-to-market daily and additional assets will be segregated on any day in which the assets fall below the repurchase price (plus accrued interest).

12. Applicants also propose to compensate Affiliated Banks where they have acted as agent in transactions in U.S. government securities and Qualified Securities. Applicants propose to compensate Affiliated banks

for such services within the limits of section 17(e)(2).

Legal Analysis

1. Sections 17(a)(1) and 17(a)(2) of the Act prohibit affiliated persons of the Funds or Portfolios, or affiliated persons of such affiliated persons, acting as principal, knowingly to sell or purchase any securities to or from the Funds or Portfolios. Section 2(a)(3)(A) defines an ''affiliated person'' of another person as any person who owns, controls, or holds with power to vote, five percent or more of the outstanding voting securities of such other person. By virtue of section 2(a)(3)(A), if a bank, bank holding company or an affiliate thereof owns, controls or holds with power to vote five percent or more of the outstanding voting shares of one of the Funds, that bank, bank holding company or affiliate thereof is an affiliated person of the Fund. Furthermore, any affiliated person of such bank, bank holding company or affiliate thereof with such a five percent share interest in a Fund may be deemed to be an affiliated person of an affiliated person of that Fund.

2. Section 2(a)(3)(C) defines an ''affiliated person'' of another person as any person who controls, is controlled by or is under common control with such other person. By virtue of section 2(a)(3)(C), any person who is an affiliated person of a registered investment company also may be deemed to be an affiliated person of an affiliated person of each other registered investment company having a common investment adviser, or investment advisers which are affiliated persons of each other, or common directors or common officers, or a combination of the foregoing, because such investment companies may be deemed to be under common control. Accordingly, a bank, bank holding company, or affiliated person thereof that is deemed to be an Affiliated Bank in respect of one Fund by virtue of its ownership of such Fund's shares may be deemed to be an affiliated person of an affiliated person of all the other Funds.

3. The foregoing provisions could prohibit all of the funds and their Portfolios from engaging in any principal transaction in securities, including reverse repos,[2] with a wide range of banks, bank holding companies and their affiliates. Applicants anticipate that, as a result of accelerating marketing efforts towards institutional investors, as well as ongoing consolidation in the banking industry and the increasing complexity of bank holding company capital structures, the number of such affiliations likely will increase.

4. Section 17(b) provides that the SEC may exempt a proposed transaction from section 17(a) if evidence establishes that the terms of the transaction, including the consideration to be paid, are reasonable and fair and do not involve overreaching on the part of any person concerned, and that the transaction is consistent with the policy of the investment company concerned and the general purposes of the Act. Section 6(c) provides that the SEC may exempt any person, security, or transaction, or any class or classes of persons, securities, or transactions, from any provisions of the Act, if such exemption is appropriate in the public interest and consistent with the protection of investors and the purposes of the Act.[3]

5. Section 17(e)(1) generally prohibits an affiliated person of a registered investment company, or an affiliated person thereof, from accepting any compensation for acting as an agent for the investment company unless it is in the course of such person's business as an underwriter or broker. Section 17(e)(2) provides that an affiliated person of a registered investment company, or an affiliated person thereof, acting as a broker for the registered investment company may accept a limited commission or fee for executing such transactions. Because banks are specifically excluded from the definition of broker in section 2(a)(6), however, they are unable to accept compensation under section 17(e) for acting as an agent for an affiliated investment company.

6. Applicants believe that the disqualification of even a few major banks from the universe of securities issuers and dealers with whom the Funds may do business may have a noticeable impact on portfolio management flexibility. For synthetic municipal securities, which are traded or sold by only a small number of banks, elimination of even one bank could substantially impair the Funds' ability to negotiate the most favorable terms for such transactions. Furthermore, the nature of the affiliation of Affiliated Banks makes it highly improbable that the proposed transactions could ever be negotiated on other than an arm's-length basis. It is unlikely that a bank could ever influence the transactions of a Portfolio of which it is a five percent holder, much less the transactions of another Portfolio in which it holds no shares whatsoever.

7. Applicants represent that there is no express or implied understanding between the Applicants and any bank, bank holding company or any affiliate thereof which is (or may become) an Affiliated Bank that the Applicants will cause the Funds to enter into purchase or sale transactions in U.S. government securities, Qualified Securities or reverse repurchase agreements with such entity. Moreover, Applicants will give no preference to any Affiliated Bank in effecting transactions between a Fund and an Affiliated Bank because such bank, bank holding company or affiliate thereof is (or may become) an Affiliated Bank or because the customers of such Affiliated Bank purchase shares of any of the Funds.

8. Applicants will maintain contemporaneous records, in accordance with Condition A.2. below, with respect to the solicitation of competitive prices and interest rates for each transaction in order to verify that the terms and price (or the terms and interest rates with respect to reverse repos) are at least equal to the best available terms and price or terms and interest rates offered by other sources. For each transaction, such records will include, among other things, the information or material upon which the determination to engage in the transaction was made, including: (a) The names of other sources offering prices or interest rates; (b) the material terms and prices or terms and interest rates, as applicable, offered by each of the sources; and (c) the date and time the information was solicited and received from the sources.

Applicants' Conditions

Applicants agree that any order granting the requested relief shall be subject to the following conditions:

A. General Conditions

1. The board of directors of each of the Funds, including a majority of the directors who are not interested persons of the Fund: (a) Will adopt procedures that are reasonably designed to provide that the conditions set forth below have been complied with; (b) will make and approve from time to time such changes

[2] When securities are segregated by a Fund as collateral for a reverse repo, then arguably such securities have been sold. *See Rubin* v. *United States*, 449 U.S. 424 (1981). Consequently, the Funds may be prohibited by sections 17(a)(1) and 17(a)(2) from engaging in such transactions with Affiliated Banks. Alternatively, reverse repo transactions may be prohibited by sections 17(a)(1) and 17(a)(2) because they consist of a sale and subsequent repurchase of portfolio securities by a Fund.

[3] Applicants seek relief under section 6(c) as well as section 17(b) because section 17(b) could be interpreted as giving the SEC power to exempt only a single transaction from section 17(a), as opposed to a class of transactions.

to the procedures as are deemed necessary; and (c) will determine no less frequently than quarterly that the transactions made pursuant to the order during the preceding quarter were effected in compliance with such procedures. The Adviser to each Fund may implement these procedures, subject to the direction and control of the board of directors of the relevant Fund.

2. Each Fund: (a) Will maintain and preserve permanently in an easily accessible place a written copy of the procedures (and any modifications thereto); and (b) will maintain and preserve for a period of not less than six years from the end of the fiscal year in which any transactions occurred, the first two years in an easily accessible place, a written record of each such transaction setting forth a description of the transaction, including the identity of the person on the other side of the transaction, the terms of the transaction, and the information or material upon which the determinations described below were made.

3. No Fund or Portfolio will engage in transactions with an Affiliated Bank if such entity exercises a controlling influence over that Fund or Portfolio (and ''controlling influence'' shall be deemed to include, but is not limited to, directly or indirectly owning, controlling, or holding with power to vote more than 25% of the outstanding voting securities of that Fund or Portfolio).

4. The transactions entered into by a Fund or Portfolio will be consistent with the investment objectives and policies of that Fund or Portfolio as recited in the Fund's registration statement and reports filed under the Act.

B. U.S. Government and Qualified Securities

1. Qualified Securities means any ''Eligible Security,'' as defined in rule 2a–7 under the Act, and, in addition, municipal securities, repurchase agreements, bank obligations, synthetic municipal securities, and commercial paper that meet the investment quality requirements of paragraphs (a)(9) (i), (ii), or (iii) of rule 2a–7, as amended from time to time. The ''minimal credit risk'' standards imposed by paragraph (3)(c) of rule 2a–7 with respect to money market fund investments will apply to all investments in Qualified Securities.

2. Before any transaction in U.S. government securities or Qualified Securities may be entered into with an Affiliated Bank, the Fund or its Adviser will obtain such information as it deems necessary to determine that the price or rate to be paid or received for the security is at least as favorable as that available from other sources for the same or substantially comparable securities in terms of quality and maturity. In this regard, the Funds or their Advisers will obtain and document competitive quotations from at least two other dealers or counterparties with respect to the specific proposed transaction. Competitive quotation information will include price or yield and settlement terms. These dealers or counterparties will be those who, in the experience of the Funds and their Advisers, have demonstrated the consistent ability to provide professional execution of U.S. government security and Qualified Security transactions at competitive market prices or yields. These dealers or counterparties also must be those who are in a position to quote favorable prices.

3. Any repurchase agreement will be ''collateralized fully'' within the meaning of rule 2a–7.

4. No Fund or Portfolio will purchase obligations of any Affiliated Bank (other than repurchase agreements) if, as a result, more than 5% of that Fund's or Portfolio's total assets would be invested in obligations of that Affiliated Bank.

5. The fee, spread, or other remuneration to be received by the Affiliated Bank as agent in transactions involving U.S. government and other Qualified Securities will be reasonable and fair compared to the fee, spread, or other remuneration received by other brokers or dealers in connection with comparable transactions at such time, and will comply with section 17(e)(2)(C) of the Act.

C. Reverse Repurchase Agreements

Before any transaction in reverse repurchase agreements may be entered into with an Affiliated Bank, the Fund or its adviser will obtain such information as it deems necessary to determine that the rate to be paid for the agreement is at least as favorable as that available from other sources. In this regard, the Funds or their Advisers will obtain and document quoted rates from at least two unaffiliated potential counterparties with which the Funds have arrangements to engage in such transactions. Solicited terms shall include the repurchase price, interest rates, repurchase dates, acceleration rights, maturity, collateralization requirements, and transaction charges.

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 97–13232 Filed 5–20–97; 8:45 am]

BILLING CODE 8010–01–M

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Notice of Application to Withdraw From Listing and Registration; (Sparta Surgical Corporation, $4.00 Par Value Redeemable Preferred Stock; $4.00 Par Value Series A Convertible Redeemable Preferred Stock; Series A Common Stock Purchase Warrants) File No. 1–11047

May 15, 1997.

Sparta Surgical Corporation (''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 securities (''Securities'') from listing and registration on the Boston Stock Exchange, Inc. (''BSE'' or ''Exchange'').

The reasons cited in the application for withdrawing the Securities from listing and registration include the following:

According to the Company, it has complied with rules of the BSE by filing with such Exchange a copy of resolution adopted by the Company's Board of Directors authorizing the withdrawal of its securities from listing on the BSE and by setting forth in detail to such Exchange the reasons for such proposed withdrawal, and the facts in support thereof. The Securities of the Company have been listed on the Nasdaq Stock Market since March 12, 1992 and July 12, 1994. In making the decision to withdraw the Securities from listing on the BSE, the Company considered the direct and indirect costs and expenses attendant on maintaining the dual listing of its securities on the Nasdaq Stock Market and the BSE.

Any interested person may, on or before June 5, 1997, submit by letter to the Secretary of the Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, facts bearing upon whether the application has been made in accordance with the rules of the exchange and what terms, if any, should be imposed by Commission for the protection of investors. The Commission, based on the information submitted to it, will issue an order granting the application