

**SECURITIES AND EXCHANGE COMMISSION**

[Rule 489 and Form F-N, SEC File No. 270-361, OMB Control No. 3235-0411; Form 24F-2, SEC File No. 270-399, OMB Control No. 3235-0456]

**Submission for OMB Review; Comment Request: Upon Written Request, Copies Available From: Securities and Exchange Commission, Office of Filings and Information Services, Washington, DC 20549**

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995 ("Act") [44 U.S.C. 3501 *et seq.*], the Securities and Exchange Commission ("Commission") has submitted to the Office of Management and Budget ("OMB") a request for extension of the previously approved collections of information discussed below.

Rule 489 under the Securities Act of 1933 [17 CFR 230.489] requires foreign banks and foreign insurance companies and holding companies and finance subsidiaries of foreign banks and foreign insurance companies that are excepted from the definition of "investment company" by virtue of Rules 3a-1, 3a-5, and 3a-6 under the Investment Company Act of 1940 to file Form F-N to appoint an agent for service of process in the United States when making a public offering of securities. Approximately seven entities are required by Rule 489 to file Form F-N, which is estimated to require an average of one hour to complete. The estimated annual burden of complying with the rule's filing requirement is approximately eight hours, as one of the entities has submitted multiple filings.

Under 17 CFR 270.24f-2, any open-end management companies ("mutual funds"), unit investment trusts ("UITs") or face-amount certificate companies (collectively, "funds") that are deemed to have registered an indefinite amount of securities must, not later than 90 days after the end of any fiscal year in which it has publicly offered such securities, file Form 24F-2 with the Commission. Form 24F-2 is the annual notice of securities sold by funds that accompanies the payment of registration fees with respect to the securities sold during the fiscal year.

The Commission estimates that 8,203 funds file Form 24F-2 on the required annual basis. The average annual burden per respondent for Form 24F-2 is estimated to be one hour. The total annual burden for all respondents to Form 24F-2 is estimated to be 8,203 hours.

Compliance with the collection of information required by Form 24F-2 is

mandatory. The Form 24F-2 filing that must be made to the Commission is available to the public.

The estimates of average burden hours are made solely for the purposes of the Act and are not derived from a comprehensive or even representative survey or study of the cost of Commission rules and forms. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number.

General comments regarding the above information should be directed to the following persons: (i) Desk Officer for the Securities and Exchange Commission, Office of Information and Regulatory Affairs, Office of Management and Budget, New Executive Office Building, Washington, DC 20503; and (ii) Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549. Comments must be submitted to OMB within 30 days of this notice.

Dated: June 16, 2000.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 00-16204 Filed 6-26-00; 8:45 am]

**BILLING CODE 8010-01-M**

**SECURITIES AND EXCHANGE COMMISSION**

[Rel. No. IC-24505/File No. 812-12012]

**Massachusetts Mutual Life Insurance Company, et al.**

June 20, 2000.

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

**ACTION:** Notice of application for an order pursuant to Section 26(b) of the Investment Company Act of 1940, as amended (the "1940 Act"), approving substitutions of underlying fund shares (the "Substitutions").

**SUMMARY OF APPLICATION:** Applicants request an order approving the proposed substitutions of the Oppenheimer Multiple Strategies Fund/VA of the Oppenheimer Variable Account Funds (the "Multiple Strategies Fund"), the Oppenheimer Main Street Growth & Income Fund/VA of the Oppenheimer Variable Account Funds (the "Main Street Fund"), and the MML Blend Fund of the MML Series Investment Fund (the "MML Blend Fund," and together with the Multiple Strategies Fund and the Main Street Fund, the

"Replacement Portfolios") for shares of the Panorama LifeSpan Balanced Portfolio (the "Balanced Portfolio"), Panorama LifeSpan Capital Appreciation Portfolio (the "Capital Appreciation Portfolio"), and Panorama LifeSpan Diversified Income Portfolio (the "Diversified Income Portfolio," and together with the Balanced Portfolio and the Capital Appreciation Portfolio, the "Eliminated Portfolios"), respectively. With respect to one of the contracts funded by MassMutual Variable Life Separate Account I, the Multiple Strategies Fund, instead of the MML Blend Fund, will be substituted for the Diversified Income Portfolio. Each of the Eliminated Portfolios is a portfolio of the Panorama Series Fund, Inc.

**Applicants:** Massachusetts Mutual Life Insurance Company ("MassMutual"), C.M. Life Insurance Company ("CM Life," and together with MassMutual, the "Insurance Companies"), MML Distributors, LLC ("MML Distributors"), MML Investors Services, Inc. ("MML Services"), Massachusetts Mutual Variable Annuity Separate Account 4 ("MassMutual Account 4"), Massachusetts Mutual Variable Life Separate Account I ("MassMutual Account I"), C.M. Multi-Account A ("CM Account A"), and C.M. Life Variable Life Separate Account I ("CM Account I," and together with MassMutual Account 4, MassMutual Account I and CM Account A, the "Accounts," the Accounts, together with the Insurance Companies, MML Distributors and MML Services, the "Applicants").

**FILING DATES:** The application was filed on March 3, 2000, and amended and restated on May 15, 2000.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the Commission orders a hearing. Interested persons may request a hearing by writing to the Secretary of the Commission and serving Applicants with a copy of the request, personally or by mail. Hearing requests should be received by the Commission by 5:30 p.m. on July 17, 2000, and should be accompanied by proof of service on 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 reason for the request, and the issues contested. Persons who wish to be notified of a hearing may request notification by writing to the Secretary of the Commission.

**ADDRESSES:** Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549-0609.