HTII and other SBIC Subsidiaries as if each was a BDC subject to sections 18 and 61 of the Act. Applicants state that companies operating under the SBIA, such as HTII, will be subject to the SBA's substantial regulation of permissible leverage in its capital structure.

4. Section 6(c) of the Act, in relevant part, permits the Commission to exempt any transaction or class of transactions from any provision of the Act 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 state that the requested relief satisfies the section 6(c) standard. Applicants contend that, to the extent that HTGC is entitled to rely on section 18(k) for an exemption from the asset coverage requirements of sections 18(a) and 61(a), there is no policy reason to deny the benefit of that exemption when HTGC consolidates its assets with those of HTII and other SBIC Subsidiaries for the purpose of compliance with those requirements.

5. Sections 57(a)(1) and (2) of the Act generally prohibit, with certain exceptions, sales or purchases or other property between BDCs and certain of their affiliates as described in section 57(b) of the Act. Section 57(b) includes a person, directly or indirectly, either controlling, controlled by or under common control of the BDC. Applicants state that HTGC owns or will directly or indirectly own more than 99.9% of the voting securities of each Subsidiary and each Subsidiary is or will be under the common control of HTGC. Applicants further state that any purchase and sales between (a) HTGC and one or more Subsidiaries, (b) Subsidiaries and downstream controlled affiliates of HTGC and another Subsidiary and (c) HTGC and a controlled portfolio affiliate of a Subsidiary may be prohibited. Applicants submit that the requested relief is to the extent to permit HTGC and its Subsidiaries, all of whom are owned, directly or indirectly, by the shareholders of HTGC, to do that which they would otherwise would be permitted to do if they were one company.

6. Section 57(c) provides that the Commission will exempt a proposed transaction from the terms of the proposed transactions, including the consideration to be paid or received, if they are reasonable and fair and do not involve overreaching of any person concerned, and the proposed transaction is consistent with the policy of the business development company concerned and the general purposes of the Act. Applicants submit that the requested relief meets this standard.

7. Section 17(d) of the Act and rule 17d–1 under the Act prohibit persons of registered investment company, or an affiliated person of such person, acting as principal, from participating in any joint transaction or arrangement in which the registered company or a company it controls is a participant, unless the Commission has issued an order authorizing the arrangement. Section 57(a)(4) of the Act imposes substantially the same prohibitions on joint transactions involving BDCs and certain affiliates of their affiliates as described in section 57(b). Section 57(i) of the Act provides that rules and regulations under sections 17(a) and (d) and rule 17d–1 will apply to transactions subject to section 57(a)(4) in the absence of rules under the section. The Commission has not adopted rules under section 57(a)(4) with respect to joint transactions and, accordingly, the standard set forth in rule 17d–1 governs applicants' request for relief.

8. Applicants state that a joint transaction in which a Subsidiary and HTGC or another Subsidiary may be prohibited under section 57(a)(4) because HTGC would not be a controlled affiliate of the Subsidiaries. Applicants request relief under section 57(i) and rule 17d–1 to permit joint transactions in which the Subsidiaries to the extent that such transactions would not be prohibited if the Subsidiaries participating in the transactions were deemed to be part of HTGC and not separate companies.

9. In determining whether to grant an order under section 57(i) and rule 17d–1, the Commission may consider whether the participation of the BDC in the joint transaction is consistent with the provisions, policies, and purposes of the Act to the extent to which such participation is on a basis different from or less advantageous than that of other participants in the transaction. Applicants state that the standard is satisfied because the requested relief would be simply to permit HTGC and its Subsidiaries to conduct their business as if they were one company.

Applicants' Conditions

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

1. Except for a nominal limited partnership interest in a Subsidiary to the extent necessary to accomplish the Subsidiary's taxation goals as described in this Application, HTGC will at all times be the sole limited partner of any Subsidiary and the sole owner of the Subsidiary's general partner, or otherwise own and hold beneficially, all of the outstanding voting securities or other equity interests in the Subsidiary.

2. No person shall serve or act as investment adviser to HTII or another Subsidiary unless the HTGC Board and shareholders of HTGC have taken the action with respect thereto also required to be taken by the functional equivalent of the board of directors of HTII or another Subsidiary and shareholders of HTII or another Subsidiary as if HTII or another Subsidiary were a BDC.

3. No person shall serve as managing member of HTM unless such person also shall be a member of the management of HTGC. The managing members of HTM will be elected or appointed by HTGC.

4. HTGC will not issue or sell any senior security and HTGC will not cause or permit HTII or any other SBIC Subsidiary to issue or sell any senior security of which HTGC, HTII or any other SBIC Subsidiary is the issuer except to the extent permitted by section 18 (as modified for BDCs by section 61) of the Act; provided that immediately after issuance or sale by any HTGC, HTII or any other SBIC Subsidiary of any such senior security, HTGC individually and on a consolidated basis, shall have the asset coverage required by section 18(a) of the Act (as modified by section 61(a)), except that, in determining whether HTGC on a consolidated basis has the asset coverage required by section 18(a) of the Act (as modified by section 61(a)), any senior securities representing indebtedness of HTII or another SBIC Subsidiary shall not be considered senior securities and, for purposes of the definition of ''asset coverage'' in section 18(h), will be treated as indebtedness not represented by senior securities.

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

Florence E. Harmon,

Deputy Secretary.

[FR Doc. E7–4521 Filed 3–12–07; 8:45 am]

BILLING CODE 8010–01–P

SECURITIES AND EXCHANGE COMMISSION

[File No. 500–1]

In the Matter of Certain Companies Quoted on the Pink Sheets: Order of Suspension of Trading

March 8, 2007.

It appears to the Securities and Exchange Commission that there is a

lack of current and accurate information concerning the securities of the issuers listed below. As set forth below for each issuer, questions have arisen regarding the adequacy and accuracy of publicly disseminated information concerning, among other things: (1) The companies' assets, (2) the companies' business operations, (3) the companies' current financial condition, and/or (4) financing arrangements involving the issuance of the companies' shares.

1. Advanced Powerline Technologies Inc. is a Nevada company based in Oklahoma. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and performance.

2. America Asia Petroleum Corp. is a Nevada company with offices in Nevada and China. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's assets and operations.

3. Amerossi Int'l Group, Inc. is a Wyoming company with offices in Bangkok, Thailand. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's assets.

4. Apparel Manufacturing Associates, Inc. is a Delaware company with offices in Bloomfield, Connecticut. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's management and operations.

5. Asgard Holdings Inc. is a Nevada company based in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and concerning stock promoting activity by the company.

6. Biogenerics Ltd. is a Nevada company with offices in Texas. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and assets.

7. China Gold Corp. is a Nevada company with offices in China. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and assets.

8. CTR Investments & Consulting, Inc. is a Nevada company based in Maryland. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

9. DC Brands International, Inc. is a company incorporated and based in Colorado. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

10. Equal Trading, Inc. is a Nevada company with offices in Illinois. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financial condition.

11. Equitable Mining Corp. is a Wyoming company with offices in Toronto, Ontario. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's assets.

12. Espion International, Inc. is a Nevada company based in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financing arrangements.

13. Goldmark Industries, Inc. is a Nevada company based in Vancouver, British Columbia, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financing arrangements and the adequacy of publicly available information concerning the company's management.

14. GroFeed Inc. is a Nevada company with offices in Toronto, Ontario, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and assets.

15. Healtheuniverse, Inc. is a company incorporated and based in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and concerning stock promoting activity.

16. Interlink Global Corp. is a company incorporated and based in Florida. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and concerning stock promoting activity by the company.

17. Investigative Services Agencies, Inc. is a company incorporated and based in Illinois. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financial performance.

18. iPackets International, Inc. is a Nevada company with offices in Vancouver, British Columbia, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and assets.

19. Koko Petroleum Inc. is a Nevada company with offices in British Columbia, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's assets.

20. Leatt Corporation is a Nevada company with offices in Las Vegas, Nevada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's assets and operations.

21. LOM Logistics, Inc. is a Louisiana company. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

22. Modern Energy Corp. is a Wyoming company with offices in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financial condition.

23. National Healthcare Logistics, Inc., is a Nevada company with offices in Tennessee. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

24. Presidents Financial Corp. is a Nevada company with offices in Vancouver, British Columbia, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's management and operations.

25. Red Truck Entertainment Inc. is a Nevada company with offices in Scottsdale, Arizona. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financial performance and the adequacy of publicly available information concerning the company's stock issuances.

26. Relay Capital Corp. is a Nevada company with offices in Scottsdale, Arizona. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

27. Rodedawg International Industries, Inc., is a Nevada company with offices in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

28. Rouchon Industries, Inc., is a company incorporated and based in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's financing arrangements and financial performance.

29. Software Effective Solutions Corp. is a Louisiana company located in the Philippines. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

30. Solucorp Industries Ltd. is a Canadian company with offices in Florida. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's financial performance and the adequacy of publicly available information

concerning insider stock holdings and transactions.

31. Sports-stuff.com Inc. is a Nevada company. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

32. UBA Technology, Inc., is a Nevada company. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

33. Wataire Industries Inc. is a Nevada company with offices in Surrey, British Columbia, Canada. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and assets.

34. WayPoint Biomedical Holdings, Inc., is a Nevada company with offices in California. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations and financing arrangements.

35. Wineco Productions Inc. is a Nevada company with offices in Florida. Questions have arisen regarding the adequacy and accuracy of press releases concerning the company's operations.

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 companies listed above.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the companies listed above is suspended for the period from 9:30 a.m. EST, March 8, 2007, through 11:59 p.m. EDT, on March 21, 2007.

By the Commission.

Nancy M. Morris,

Secretary.

[FR Doc. 07–1163 Filed 3–8–07; 1:43 pm]

BILLING CODE 8010–01–P

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34–55415; File No. SR–BSE–2006–03]

Self-Regulatory Organizations; Boston Stock Exchange, Inc.; Order Granting Approval of Proposed Rule Change as Modified by Amendment No. 1, Relating to the Treatment of Limit Orders That Are Submitted to the Boston Options Exchange During a Price Improvement Period

March 7, 2007.

On December 8, 2006, the Boston Stock Exchange, Inc. (''BSE'' or ''Exchange'') filed with the Securities and Exchange Commission (''Commission'') a proposed rule change pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (''Act''),[1] and Rule 19b–4 thereunder,[2] to amend the rules of the Boston Options Exchange (''BOX'') relating to the treatment of Limit Orders that are submitted to the BOX during a Price Improvement Period (''PIP''). On January 4, 2007, the BSE filed Amendment No. 1 to the proposal. The proposed rule change, as amended, was published for comment in the **Federal Register** on January 16, 2007.[3] The Commission received no comments on the proposal. This order approves the proposed rule change as modified by Amendment No. 1.

The Commission finds that the proposed rule change is consistent with the requirements of the Act and the rules and regulations thereunder applicable to a national securities exchange[4] and, in particular, the requirements of Section 6(b)(5) of the Act.[5] Specifically, the Commission believes that the proposed rule change is consistent with the Act because it makes explicit how unrelated Limit Orders[6] in the same series as a PIP Order, submitted to the BOX during the PIP,[7] are treated, and specifies the circumstances under which Improvement Orders are not accepted by the BOX Trading Host.[8] The Commission believes that these rule amendments are reasonable and consistent with the Act, and should help clarify for investors and market participants how their orders are executed in various situations.[9]

It is therefore ordered, pursuant to Section 19(b)(2) of the Act,[10] that the proposed rule change (SR–BSE–2006–03) as modified by Amendment No. 1, be, and hereby is approved.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.[11]

Florence E. Harmon,

Deputy Secretary.

[FR Doc. E7–4503 Filed 3–12–07; 8:45 am]

BILLING CODE 8010–01–P

[1] 5 U.S.C. 78s(b)(1).

[2] 17 CFR 240.19b–4.

[3] *See* Securities Exchange Act Release No. 55050 (January 5, 2007), 72 FR 1786 (SR–BSE–2006–03) (''Notice'').

[4] In approving this proposed rule change, the Commission has considered the proposed rule's impact on efficiency, competition, and capital formation. 15 U.S.C. 78c(f).

[5] 15 U.S.C. 78f(b)(5).

[6] An ''unrelated order,'' generally, is a non-Improvement Order entered into the BOX market while a PIP is in progress. *See* paragraph (a) of Section 18 of Chapter V of the BOX rules. An ''Improvement Order,'' generally, is an order submitted to a PIP to compete for a ''PIP Order'' (a customer order submitted to the PIP for price improvement). *See* paragraph (e)(i) of Section 18 of Chapter V of the BOX Rules.

[7] As detailed in the Notice, certain unrelated Limit Orders on the same side of the market as a PIP Order terminate the PIP prematurely, while certain unrelated Limit Orders on the opposite side of the market immediately execute against the PIP Order (and allow the PIP to continue if the PIP Order has not been filled). The proposal clarifies the circumstances in which these early terminations and immediate executions take place, as well as the rules governing the prices that the PIP Order and unrelated Limit Order receive in each of these circumstances.

[8] The proposal specifies that the BOX Trading Host does not accept Improvement Orders that would lock or cross the BOX Book.

[9] In addition, the Commission notes that BSE is currently obligated to provide certain reports to the Commission that provide data about BOX-Top and Market Orders that terminate the PIP prematurely, as well as BOX-Top and Market Orders that immediately execute against a PIP Order. BSE represents that it will provide the same information for Limit Orders that terminate the PIP prematurely or immediately execute against a PIP Order.

[10] 15 U.S.C. 78s(b)(2).

[11] 17 CFR 200.30–3(a)(12).

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34–55407; File No. SR–ISE–2007–13]

Self-Regulatory Organizations; International Securities Exchange, LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change Relating to Fee Changes

March 6, 2007.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the ''Act''),[1] and Rule 19b–4 thereunder,[2] notice is hereby given that on February 7, 2007, the International Securities Exchange, LLC (''ISE'' or ''Exchange'') filed with the Securities and Exchange Commission (''Commission'') the proposed rule change as described in Items I, II, and III below, which Items have been substantially prepared by the ISE. The ISE has designated this proposal as one establishing or changing a due, fee, or other charge applicable only to a member under Section 19(b)(3)(A)(ii) of the Act,[3] and Rule 19b–4(f)(2) thereunder,[4] which renders the proposal effective upon filing with the Commission. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

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

[2] 17 CFR 240.19b–4.

[3] 15 U.S.C. 78s(b)(3)(A)(ii).

[4] 17 CFR 240.19b–4(f)(2).