

other insurance benefits held by Contract owners of the Contracts. All expenses incurred in connection with the proposed substitutions, including brokerage, legal, accounting, and other fees and expenses, will be paid by the Insurance Companies. In addition, the proposed substitutions will not impose any tax liability on Contract owners. The proposed substitutions will not cause the Contract fees and charges currently being paid by existing Contract owners to be greater after the proposed substitutions than before the proposed substitutions. No fees will be charged on the transfers made at the time of the proposed substitutions because the proposed substitutions will not be treated as a transfer for the purpose of assessing transfer charges or for determining the number of remaining permissible transfers in a Contract year.

9. In addition to the prospectus supplements distributed to owners of Contracts, within five business days after the proposed substitutions, Contract owners will be sent a written notice informing them that the substitutions were carried out and that they may transfer all Contract value or cash value under a Contract invested in any one of the Subaccounts on the date of the notice to another Subaccount available under their Contract at no cost and without regard to the usual limit on the frequency of transfers from the variable account options to the fixed account options. The notice will also reiterate that (other than with respect to "market timing" activity) the Insurance Company will not exercise any rights reserved by it under the Contracts to impose additional restrictions on transfers or to impose any charges on transfers until at least 30 days after the proposed substitutions. The Insurance Companies will also send each Contract owner current prospectuses for the Replacement Funds involved.

10. Each Insurance Company may also seek approval of the proposed substitutions from any state insurance regulators whose approval may be necessary or appropriate.

11. For a two year period following the date of the Substitutions, the Applicants agree that the total operating expenses of each Replacement Fund (taking into account any expense waiver or reimbursement) will not exceed on an annualized basis the net expense level of the corresponding Existing Fund for the 2005 fiscal year.

12. The Applicants agree that the Insurance Companies will not increase total separate account charges (net of any reimbursements or waivers) for any outstanding Contracts involved in the

proposed substitution on the date of the substitutions for a period of two years from the date of the substitutions.

Applicants and the Insurance Companies may, however, offer additional benefits through one or more Benefit Riders to owners of such Contracts during such two year period and impose additional separate account charges related to the purchase of any such additional benefits.

13. Applicants represent that none of the Replacement Funds was established for the purpose of effecting the substitutions.

#### Conclusion

For the reasons and upon the facts set forth above, Applicants submit that the requested order meets the standards set forth in Section 26(c). Applicants request an order of the Commission, pursuant to Section 26(c) of the Act, approving the Substitutions.

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

**Florence E. Harmon,**  
*Deputy Secretary.*

[FR Doc. E7-5315 Filed 3-22-07; 8:45 am]  
BILLING CODE 8010-01-P

## SECURITIES AND EXCHANGE COMMISSION

### Sunshine Act Meeting

Notice is hereby given, pursuant to the provisions of the Government in the Sunshine Act, Public Law 94-409, that the Securities and Exchange Commission will hold the following meeting during the week of March 26, 2007:

A Closed Meeting will be held on Wednesday, March 28, 2007 at 2 p.m.

Commissioners, Counsels to the Commissioners, the Secretary to the Commission, and recording secretaries will attend the Closed Meeting. Certain staff members who have an interest in the matters may also be present.

The General Counsel of the Commission, or his designee, has certified that, in his opinion, one or more of the exemptions set forth in 5 U.S.C. 552b(c) (5), (7), 9(B) and (10) and 17 CFR 200.402(a) (5), (7), 9(ii) and (10) permit consideration of the scheduled matters at the Closed Meeting.

Commissioner Nazareth, as duty officer, voted to consider the items listed for the closed meeting in a closed session.

The subject matter of the Closed Meeting scheduled for Wednesday, March 28, 2007 will be:

Formal orders of investigation;

Institution and settlement of injunctive actions;  
Institution and settlement of administrative proceedings of an enforcement nature;  
Resolution of litigation claims; and  
Other matters relating to enforcement proceedings.

At times, changes in Commission priorities require alterations in the scheduling of meeting items.

For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact:

The Office of the Secretary at (202) 551-5400.

Dated: March 21, 2007.

**Florence E. Harmon,**  
*Deputy Secretary.*

[FR Doc. E7-5429 Filed 3-22-07; 8:45 am]  
BILLING CODE 8010-01-P

## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-55486; File No. SR-BSE-2007-12]

### Self-Regulatory Organizations; Boston Stock Exchange, Inc.; Notice of Filing and Order Granting Accelerated Approval of Proposed Rule Change To Apply Non-BeX Executed Trade Fee Retroactively

March 16, 2007.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> notice is hereby given that on March 2, 2007, the Boston Stock Exchange, Inc. ("BSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I and II below, which Items have been substantially prepared by the Exchange. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons and to approve the proposed rule change on an accelerated basis.

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

The BSE proposes to make SR-BSE-2007-11, a rule filing amending the Boston Equities Exchange ("BeX") fee schedule to include a transaction fee to be charged to BSE Members who request a BeX Purchase & Sale Blotter reflecting the transaction information related to the execution of a single order, part of

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 17 CFR 240.19b-4.

which was executed on Boston Equities Exchange (“BeX”) and part of which was executed at an away Trading Center, retroactively effective for the time period February 1, 2007 through March 2, 2007. The text of the proposed rule change is available on the Exchange’s Web site (<http://www.bostonstock.com>) and from the Commission’s Public Reference Room.

## 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 Exchange 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 III below. The Exchange 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 Statutory Basis for, the Proposed Rule Change

#### 1. Purpose

On November 20, 2006, the BSE filed SR–BSE–2006–44, a proposed rule change that amended the existing BSE fee schedule and established a fee schedule for the BeX, a facility of the Exchange.<sup>3</sup> This proposed rule change, among other things, deleted all Transaction Fees, Electronic File Access and Processing Fees, and Floor Operation Fees from the BSE fee schedule. The Transaction Fees and Electronic File Access and Processing Fees that were deleted from the BSE fee schedule were transferred to the BeX fee schedule.

On March 2, 2007, the BSE filed SR–BSE–2007–11, a proposed rule change amending the BeX fee schedule to include a transaction fee that was deleted from the BSE fee schedule but not transferred to the BeX fee schedule as a part of BSE–2006–44.<sup>4</sup> Specifically, the BSE fee schedule contained a transaction fee titled “Floor Brokered non-BSE executions.” The fee for Floor Brokered non-BSE executions was \$.0005, or \$.05 per 100 shares. BSE Members were charged the Floor Brokered non-BSE execution fee when

the Member requested that the information related to the execution of a single order, only a part of which had been executed on the BSE with the remaining portion executed at an away Trading Center, be reflected on a BSE Purchase & Sale Blotter rather than having only the portion executed at the BSE reflected on the BSE Purchase & Sale Blotter. In order to include the information related to the portion of an order executed at a Trading Center other than the BSE on a BSE Purchase & Sale Blotter, in other words, in order to consolidate the transaction information on single report, the BSE performed the necessary back office operations on behalf of the Member so the transaction information, including the information related to the portion of the order executed at an away Trading Center, would appear on a BSE Purchase & Sale Blotter.

In SR–BSE–2007–11 the Exchange proposed charging that same fee, \$.05 per 100 shares, for performing that same service, on behalf of BSE members, including BeX EAMs, who request a BeX Purchase & Sale Blotter reflecting the transaction information related to the execution of a single order, part of which was executed on BeX and part of which was executed at an away Trading Center. The fee would be titled “Non-BeX executed trades” and would appear on the BeX fee schedule.<sup>5</sup>

The purpose of the instant filing is to make the Non-BeX executed trade fee retroactively effective for the time period February 1, 2007 through March 2, 2007.

#### 2. Statutory Basis

The Exchange believes that the proposal is consistent with the requirements of Section 6(b) of the Act,<sup>6</sup> in general, and furthers the objectives of Section 6(b)(4) of the Act,<sup>7</sup> in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among Exchange Members and issuers and other persons using Exchange facilities.

### B. Self-Regulatory Organization’s Statement on Burden on Competition

The Exchange does not believe that the proposed rule change will impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

### C. Self-Regulatory Organization’s Statement on Comments on the Proposed Rule Change Received From Members, Participants, or Others

The Exchange has neither solicited nor received comments on the proposed rule change.

## III. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

#### Electronic Comments

- Use the Commission’s Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR–BSE–2007–12 on the subject line.

#### Paper Comments

- Send paper comments in triplicate to Nancy M. Morris, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549–1090.

All submissions should refer to File No. SR–BSE–2007–12. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission’s Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying at the Commission’s Public Reference Room. Copies of such filing will also be available for inspection and copying at the principal office of the Exchange. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to the file number in the caption above and should be submitted on or before April 13, 2007.

<sup>3</sup> See Securities Exchange Act Release No. 54795 (November 20, 2006), 71 FR 68850 (November 28, 2006) (Notice of Filing and Immediate Effectiveness of SR–BSE–2006–44).

<sup>4</sup> See Securities Exchange Act Release No. 55450 (March 13, 2007) (Notice of Filing and Immediate Effectiveness of SR–BSE–2007–11).

<sup>5</sup> *Id.*

<sup>6</sup> 15 U.S.C. 78f(b).

<sup>7</sup> 15 U.S.C. 78f(b)(4).

#### IV. Commission Findings and Order Granting Accelerated Approval of Proposed Rule Change

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.<sup>8</sup> In particular, the Commission finds that proposed rule change is consistent with Section 6(b)(4) of the Act, which requires that the rules of the Exchange be designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and issuers and other persons using its facilities.<sup>9</sup> The Commission believes that allowing the Exchange to charge the Non-BeX executed trade fee retroactively for the time period February 1, 2007 through March 2, 2007, is appropriate because this fee would be charged only to those members who affirmatively request that the Exchange include information on the BSE Purchase & Sale Blotter with respect to those executions resulting from a portion of an order sent to BeX being routed to an away Trading Center.<sup>10</sup> Further, the Commission notes that the same fee for substantively the same service had been charged to BSE members prior to the changes made to the fee schedule in SR-BSE-2006-44,<sup>11</sup> and the fee was reinstated pursuant to SR-BSE-2007-11, beginning March 2, 2007.<sup>12</sup>

Accordingly, the Commission finds good cause pursuant to Section 19(b)(2) of the Act<sup>13</sup> for approving the proposed rule change prior to the thirtieth day after publication of the proposed rule change in the **Federal Register**. As noted above, the Commission believes that the Non-BeX executed trade fee is substantively similar to the Floor Brokered Execution fee, which was previously charged to BSE members for providing substantially the same service for which the Non-BeX executed trade fee would be charged to BSE members, and therefore no novel regulatory issues related to this fee are present.

#### V. Conclusion

*It is therefore ordered*, pursuant to Section 19(b)(2) of the Act,<sup>14</sup> that the proposed rule change (SR-BSE-2007-

12), is hereby approved on an accelerated basis.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.<sup>15</sup>

**Florence E. Harmon,**

*Deputy Secretary.*

[FR Doc. E7-5309 Filed 3-22-07; 8:45 am]

BILLING CODE 8010-01-P

#### SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-55485; File No. SR-CBOE-2007-28]

#### Self-Regulatory Organizations; Chicago Board Options Exchange, Incorporated; Notice of Filing and Immediate Effectiveness of Proposed Rule Change for Early Inclusion of NYMEX Holdings, Inc. to the CBOE Exchange Index

March 16, 2007.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act”)<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> notice is hereby given that on March 13, 2007, the Chicago Board Options Exchange, Incorporated (“CBOE” or “Exchange”) filed with the Securities and Exchange Commission (“Commission”) the proposed rule change as described in Items I and II below, which Items have been substantially prepared by CBOE. The Exchange filed the proposal as a “non-controversial” proposed rule change pursuant to Section 19(b)(3)(A)(iii) of the Act<sup>3</sup> and Rule 19b-4(f)(6) thereunder,<sup>4</sup> which renders the proposal effective upon receipt of this filing by the Commission. 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

The Exchange is requesting approval to add NYMEX Holdings, Inc. (“NMX”) to the CBOE Exchange Index (“EXQ”) on March 19, 2007. The text of the rule proposal is available on the Exchange’s Web site (<http://www.cboe.org/legal>), at the Exchange’s Office of the Secretary, and at the Commission’s Public Reference Room.

<sup>1</sup> 17 CFR 200.30-3(a)(12).

<sup>2</sup> 15 U.S.C. 78s(b)(1).

<sup>3</sup> 17 CFR 240.19b-4.

<sup>4</sup> 15 U.S.C. 78s(b)(3)(A)(iii).

<sup>5</sup> 17 CFR 240.19b-4(f)(6).

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

In its filing with the Commission, CBOE 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. CBOE 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 Statutory Basis for, the Proposed Rule Change

###### 1. Purpose

The purpose of this rule proposal is to obtain the Commission’s approval to add NMX to the EXQ, which is a Micro Narrow-Based security index. Under CBOE’s initial and maintenance standards for Micro Narrow-Based security indexes, a security must have achieved certain daily and monthly trading volume levels in *each* of the preceding six months before it is eligible for initial and/or continued inclusion in an index.<sup>5</sup> Therefore, under the current Exchange rules, NMX must trade for at least six months before the Exchange may add it to the EXQ.

As of the date of this filing, NMX has not been trading for the past six months. The Exchange, however, is requesting Commission approval to add NMX to the EXQ at this time. Specifically, the Exchange would like to add NMX to the EXQ on March 19, 2007, which is after the March expiration (March 17, 2007). The Exchange believes that this is an ideal time to add NMX to the EXQ, since the EXQ will be rebalanced at that time. In addition, the Exchange requests that the Commission permit NMX to meet the maintenance trading volume requirements in the aggregate during the first six months after trading in order to qualify for its inclusion in the EXQ.<sup>6</sup>

<sup>5</sup> See Rule 24.2(d)(4) (for initial inclusion, requiring average daily trading of at least 45,500 shares in each of the preceding six months); Rule 24.2(e)(4) (for continued inclusion, requiring average daily trading of at least 22,750 shares in each of the preceding six months); and Rule 24.2(e)(11) (for continued inclusion, requiring monthly trading volume of least 500,000 shares in each of the last six months).

<sup>6</sup> See Telephone conference among Richard Holley III and Kristie Diemer, Special Counsels, Division of Market Regulation, Commission, and Jennifer Klebes, Senior Attorney, CBOE, on March 15, 2007 (in which CBOE clarified, among other things, that the exception it seeks for the maintenance trading volume requirements applies

<sup>8</sup> In approving this proposal, the Commission has considered its impact on efficiency, competition, and capital formation. 15 U.S.C. 78c(f).

<sup>9</sup> 15 U.S.C. 78f(b)(4).

<sup>10</sup> According to the Exchange, other information included on the BSE Purchase & Sale Blotter in PDF format is provided to members free of charge.

<sup>11</sup> See note 3, *supra*.

<sup>12</sup> See note 4, *supra*.

<sup>13</sup> 15 U.S.C. 78s(b)(2).

<sup>14</sup> 15 U.S.C. 78s(b)(2).