

providers include a request that the recipient send the source information to the beneficial shareholder if the recipient is other than the beneficial shareholder of the stock to which the notice relates.

5. Another concern underlying section 19(b) and rule 19b-1 is that frequent long-term capital gains distributions could facilitate improper distribution practices, including, in particular, the practice of urging an investor to purchase fund shares on the basis of an upcoming dividend ("selling the dividend") where the dividend results in an immediate corresponding reduction in net asset value and would be, in effect, a return of the investor's capital. Applicants state that the "selling the dividend" concern is not applicable to Auction Market Preferred Stock, which entitles a holder to a specified periodic dividend and no more, and like a debt security, is initially sold at a price based on its liquidation preference, credit quality, dividend rate and frequency of payment.

6. Applicants state that another concern leading to the adoption of section 19 and rule 19b-1, an increase in administrative costs, is not present because the Funds will make the same number of distributions with respect to their Auction Market Preferred Stock regardless of whether the characterization of such distributions is income or long-term capital gains.

7. Section 6(c) of the Act provides that the Commission may exempt any person, security, or transaction or class or classes of any persons, securities, or transactions from any provision of the Act, if and to the extent that the 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. For the reasons stated above, applicants believe that the requested relief satisfies this standard.

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

**Florence E. Harmon,**

*Acting Secretary.*

[FR Doc. E8-20615 Filed 9-4-08; 8:45 am]

BILLING CODE 8010-01-P

## SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-28371]

### Notice of Applications for Deregistration Under Section 8(f) of the Investment Company Act of 1940

August 29, 2008.

The following is a notice of applications for deregistration under section 8(f) of the Investment Company Act of 1940 for the month of August, 2008. A copy of each application may be obtained for a fee at the Commission's Public Reference Room, 100 F Street, NE., Washington, DC 20549-1520 (tel. 202-551-5850). An order granting each application will be issued unless the SEC orders a hearing. Interested persons may request a hearing on any application by writing to the SEC's Secretary at the address below and serving the relevant applicant with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on September 23, 2008, and should be accompanied by proof of service on the applicant, 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, U.S. Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-1090.

*For Further Information Contact:* Diane L. Titus at (202) 551-6810, SEC, Division of Investment Management, Office of Investment Company Regulation, 100 F Street, NE., Washington, DC 20549-4041.

#### **Credit Suisse Japan Equity Fund, Inc. [File No. 811-7371]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On April 22, 2008, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$48,327 incurred in connection with the liquidation were paid by Credit Suisse Asset Management, LLC, applicant's investment adviser. Applicant has retained \$41,722 in cash for the payment of outstanding expenses.

*Filing Date:* The application was filed on July 24, 2008.

*Applicant's Address:* c/o Credit Suisse Asset Management, LLC, Eleven Madison Ave., New York, NY 10010.

#### **AIM Select Real Estate Income Fund [File No. 811-21048]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On March 12, 2007, applicant transferred its assets to a corresponding series of AIM Counselor Series Trust, based on net asset value. Expenses of \$502,800 incurred in connection with the reorganization were paid by applicant.

*Filing Date:* The application was filed on August 8, 2008.

*Applicant's Address:* 11 Greenway Plaza, Suite 100, Houston, TX 77046-1173.

#### **SEI Opportunity Master Fund, L.P. [File No. 811-21352]**

*Summary:* Applicant, a closed-end investment company and a master fund in a master-feeder structure, seeks an order declaring that it has ceased to be an investment company. On July 23, 2008, applicant made a final liquidating distribution to its three feeder funds, based on net asset value. Expenses of \$3,250 incurred in connection with the liquidation were paid by applicant.

*Filing Date:* The application was filed on August 8, 2008.

*Applicant's Address:* One Freedom Valley Dr., Oaks, PA 19456.

#### **CGM Capital Development Fund [File No. 811-933]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On June 27, 2008, applicant transferred its assets to CGM Focus Fund, a series of CGM Trust, based on net asset value. Expenses of \$335,000 incurred in connection with the reorganization were paid by Capital Growth Management Limited Partnership, applicant's investment adviser.

*Filing Date:* The application was filed on August 11, 2008.

*Applicant's Address:* One International Place, Boston, MA 02110.

#### **AllianceBernstein International Research Growth Fund, Inc. [File No. 811-8527]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On July 25, 2008, applicant transferred its assets to AllianceBernstein International Growth Fund, Inc., based on net asset value. Expenses of \$269,000 incurred in connection with the reorganization were paid by applicant.

*Filing Date:* The application was filed on August 11, 2008.

*Applicant's Address:* 1345 Avenue of the Americas, New York, NY 10105.

**UBS Health Sciences Fund, L.L.C. [File No. 811-9985]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On June 19, 2008, applicant made a final liquidating distribution to its shareholders, based on net asset value. Expenses of \$11,045 incurred in connection with the liquidation were paid by applicant.

*Filing Dates:* The application was filed on June 30, 2008 and amended on August 15, 2008.

*Applicant's Address:* c/o UBS Financial Services, Inc., 51 West 52nd St., New York, NY 10019.

**IQ Tax Advantaged Dividend Income Fund Inc. [File No. 811-21555]; S&P 500 GEAREDSM Fund V Inc. [File No. 811-21692]; NASDAQ-100 GEAREDSM Fund Inc. [File No. 811-21693]; S&P 500 GEAREDSM Fund II Inc. [File No. 811-21794]**

*Summary:* Each applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. Applicants have never made a public offering of their securities and do not propose to make a public offering or engage in business of any kind.

*Filing Date:* The applications were filed on July 24, 2008.

*Applicants' Address:* 2 World Financial Center, 7th Floor, 225 Liberty St., New York, NY 10281.

**Eaton Vance Prime Rate Reserves [File No. 811-5808]; EV Classic Senior Floating-Rate Fund [File No. 811-7946]; Eaton Vance Advisers Senior Floating-Rate Fund [File No. 811-8671]; Eaton Vance Institutional Senior Floating-Rate Fund [File No. 811-9249]**

*Summary:* Each applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On March 14, 2008, each applicant transferred its assets to Eaton Vance Floating-Rate Advantage Fund, a series of Eaton Vance Mutual Funds Trust, based on net asset value. Expenses of \$240,232, \$238,662, \$88,464 and \$30,397, respectively, incurred in connection with the reorganizations were paid by applicants.

*Filing Date:* The applications were filed on July 23, 2008.

*Applicants' Address:* The Eaton Vance Building, 255 State St., Boston, MA 02109.

**Sage Life Investment Trust [File No. 811-8623]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an

investment company. On May 29, 2003, Applicant's board of directors approved Applicant's liquidation. On May 30, 2003, Applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$35,050.15 incurred in connection with the liquidation were paid by Applicant and its investment advisor, Sage Advisors, Inc. Applicant has no assets or liabilities and is not now engaged, or intending to engage, in any business activities other than those necessary for winding up its affairs.

*Filing Dates:* The application was filed on December 24, 2003, and amended on June 24, 2008.

*Applicant's Address:* 175 King Street, Armonk, New York, 10504.

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

**Florence E. Harmon,**

*Acting Secretary.*

[FR Doc. E8-20550 Filed 9-4-08; 8:45 am]

**BILLING CODE 8010-01-P**

**SECURITIES AND EXCHANGE COMMISSION**

[File No. 500-1]

**In the Matter of Continental Beverage and Nutrition, Inc.; Order of Suspension of Trading**

September 3, 2008.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Continental Beverage and Nutrition, Inc. ("Continental") because it has not filed any periodic reports since it filed a Form 10-QSB for the period ended November 30, 2006.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of Continental.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of Continental is suspended for the period from 9:30 a.m. EDT on September 3, 2008, through 11:59 p.m. EDT on September 16, 2008.

By the Commission.

**Florence E. Harmon,**

*Acting Secretary.*

[FR Doc. E8-20707 Filed 9-3-08; 11:15 am]

**BILLING CODE 8010-01-P**

**SECURITIES AND EXCHANGE COMMISSION**

[Release No. 34-58436; File No. SR-DTC-2008-11]

**Self-Regulatory Organizations; The Depository Trust Company; Notice of Filing of a Proposed Rule Change To Implement a New Service to Allow Issuers To Track and Limit the Number of Beneficial Owners for an Individual CUSIP**

August 27, 2008.

Pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),<sup>1</sup> notice is hereby given that on August 6, 2008, The Depository Trust Company ("DTC") 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 prepared primarily by DTC. 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 purpose of the rule change is to implement a new service that will allow issuers, either themselves or through an issuer-designated administrator, to track and limit the number of beneficial owners for an individual CUSIP. This service would be called the Security Holder Tracking Service ("SH Tracking Service").

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

In its filing with the Commission, DTC 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. DTC 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. Background**

A group of investment banks requested that DTC assist them in providing greater liquidity and access to capital for securities of closely held

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