

information will have practical utility; (b) the accuracy of the agency's estimate of the burden of the collections of information; (c) ways to enhance the quality, utility, and clarity of the information collected; and (d) ways to minimize the burden of the collections of information on respondents, including through the use of automated collection techniques or other forms of information technology. Consideration will be given to comments and suggestions submitted in writing within 60 days of this publication.

Please direct your written comments to R. Corey Booth, Director/Chief Information Officer, Office of Information Technology, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549.

Dated: February 28, 2006.

**Nancy M. Morris,**

*Secretary.*

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## SECURITIES AND EXCHANGE COMMISSION

### Proposed Collection; Comment Request

Upon Written Request, Copies Available From: Securities and Exchange Commission, Office of Filings and Information Services, Washington, DC 20549.

#### Extension:

Rule 11a-3; SEC File No. 270-321; OMB Control No. 3235-0358.

Notice is hereby given that pursuant to the Paperwork Reduction Act of 1995 [44 U.S.C. 3501-3520], the Securities and Exchange Commission ("Commission") is soliciting comments on the collections of information summarized below. The Commission plans to submit these existing collections of information to the Office of Management and Budget ("OMB") for extension and approval.

Section 11(a) of the Investment Company Act of 1940 ("Act") [15 U.S.C. 80a-11(a)] provides that it is unlawful for a registered open-end investment company ("fund") or its underwriter to make an offer to the fund's shareholders or the shareholders of any other fund to exchange the fund's securities for securities of the same or another fund on any basis other than the relative net asset values ("NAVs") of the respective securities to be exchanged, "unless the terms of the offer have first been submitted to and approved by the Commission or are in accordance with such rules and regulations as the

Commission may have prescribed in respect of such offers." Section 11(a) was designed to prevent "switching," the practice of inducing shareholders of one fund to exchange their shares for the shares of another fund for the purpose of exacting additional sales charges.

Rule 11a-3 under the Act [17 CFR 270.11a-3] is an exemptive rule that permits open-end investment companies ("funds"), other than insurance company separate accounts, and funds' principal underwriters, to make certain exchange offers to fund shareholders and shareholders of other funds in the same group of investment companies. The rule requires a fund, among other things, (i) to disclose in its prospectus and advertising literature the amount of any administrative or redemption fee imposed on an exchange transaction, (ii) if the fund imposes an administrative fee on exchange transactions, other than a nominal one, to maintain and preserve records with respect to the actual costs incurred in connection with exchanges for at least six years, and (iii) give the fund's shareholders a sixty day notice of a termination of an exchange offer or any material amendment to the terms of an exchange offer (unless the only material effect of an amendment is to reduce or eliminate an administrative fee, sales load or redemption fee payable at the time of an exchange).

The rule's requirements are designed to protect investors against abuses associated with exchange offers, provide fund shareholders with information necessary to evaluate exchange offers and certain material changes in the terms of exchange offers, and enable the Commission staff to monitor funds' use of administrative fees charged in connection with exchange transactions.

There are approximately 2,300 active open-end funds registered with the Commission as of December 31, 2005. The staff estimates that 25 percent of these funds impose a non-nominal administrative fee on exchange transactions. The staff estimates that the recordkeeping requirement of the rule requires approximately 1 hour annually of clerical time (at an estimated \$23 per hour)<sup>1</sup> per fund, for a total of 575 hours for all funds (at a total annual cost of

<sup>1</sup> All hourly rates are derived from the average annual salaries reported for employees outside of New York City in Securities Industry Association, Management and Professional Earnings in the Securities Industry (2003) and Securities Industry Association, Office Salaries in the Securities Industry (2003), and have been adjusted upwards through established formulas to reflect overhead and the increase in salaries since the report was published.

\$13,225).<sup>2</sup> The staff estimates that 25 percent of the 2300 funds terminate an exchange offer or make a material change to the terms once each year, and that the notice requirement of the rule requires approximately 1 hour of professional time (at an estimated \$81 per hour) and 2 hours of clerical time (at an estimated \$23 per hour) per fund, for a total of approximately 1,725 hours for all funds to comply with the notice requirement (at a total annual cost of \$73,025).<sup>3</sup> The recordkeeping and notice requirements impose a total burden of 2,300 hours on all funds (at a total annual cost of \$86,250).<sup>4</sup> The burdens associated with the disclosure requirement of the rule are accounted for in the burdens associated with the Form N-1A registration statement for funds.

The estimate of average burden hours is made solely for the purposes of the Paperwork Reduction Act, and is not derived from a comprehensive or even a representative survey or study of the costs 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.

Written comments are requested on: (a) Whether the collection of information is necessary for the proper performance of the functions of the Commission, including whether the information has practical utility; (b) the accuracy of the Commission's estimate of the burden[s] of the collection of information; (c) ways to enhance the quality, utility, and clarity of the information collected; and (d) ways to minimize the burden of the collection of information on respondents, including through the use of automated collection techniques or other forms of information technology. Consideration will be given to comments and suggestions submitted in writing within 60 days of this publication.

<sup>2</sup> This estimate is based on the following calculations: (2,300 funds  $\times$  0.25% = 575 funds); (575  $\times$  1 (clerical hour) = 575 clerical hours); (575  $\times$  \$23 = \$13,225 total annual cost for recordkeeping requirement).

<sup>3</sup> This estimate is based on the following calculations: (2,300 (funds)  $\times$  0.25% = 575 funds); (575  $\times$  1 (professional hour) = 575 total professional hours); (575 (funds)  $\times$  2 (clerical hours) = 1,150 total clerical hours); (575 (professional hours) + 1,150 (clerical hours) = 1,725 total hours); (575 (professional hours)  $\times$  \$81 = \$46,575 total professional cost); (1,150 (clerical hours)  $\times$  \$23 = \$26,450 clerical cost); (\$46,575 + \$26,450 = \$73,025 total annual cost).

<sup>4</sup> This estimate is based on the following calculations: (1,725 (notice hours) + 575 (recordkeeping hours) = 2,300 total hours); (\$73,025 (notice costs) + \$13,225 (recordkeeping costs) = \$86,250 total annual costs).

Please direct your written comments to R. Corey Booth, Director/Chief Information Officer, Office of Information Technology, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549.

Dated: February 28, 2006.

**Nancy M. Morris,**  
Secretary.

[FR Doc. E6-3281 Filed 3-7-06; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[File No. 1-13795]

### Issuer Delisting; Notice of Application of American Vanguard Corporation To Withdraw Its Common Stock, \$.10 Par Value, From Listing and Registration on the American Stock Exchange LLC

March 2, 2006.

On February 27, 2006, American Vanguard Corporation, a Delaware corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")<sup>1</sup> and Rule 12d2-2(d) thereunder,<sup>2</sup> to withdraw its common stock, \$.10 par value ("Security"), from listing and registration on the American Stock Exchange LLC ("Amex").

On January 20, 2006, the Board of Directors ("Board") of the Issuer unanimously approved resolutions to withdraw the Security from listing on Amex and to list the Security on the New York Stock Exchange, Inc. ("NYSE"). The Issuer stated that the Board determined it is in the best interest of the Issuer to list the Security on NYSE because: (1) NYSE's specialist system, which serves to control intraday price volatility, (2) NYSE's proposed hybrid trading platform, which permits speed, but also serves to arrive at the best available trading price; and (3) to avoid direct and indirect costs and the division of the market resulting from dual listing on Amex and NYSE.

The Issuer stated in its application that it has met the requirements of Amex Rule 18 by complying with all applicable laws in effect in the State of Delaware, in which it is incorporated, and providing written notice of withdrawal to Amex.

The Issuer's application relates solely to the withdrawal of the Security from listing on Amex, and shall not affect its continued listing on NYSE or its

obligation to be registered under Section 12(b) of the Act.<sup>3</sup>

Any interested person may, on or before March 27, 2006, comment on the facts bearing upon whether the application has been made in accordance with the rules of Amex, and what terms, if any, should be imposed by the Commission for the protection of investors. All comment letters may be submitted by either of the following methods:

#### Electronic Comments

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/delist.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include the File Number 1-13795 or;

#### 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 Number 1-13795. This file number should be included on the subject line if e-mail is used. To help us 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/delist.shtml>). Comments are also available for public inspection and copying in the Commission's Public Reference Room. All comments received will be posted without change; we do not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly.

The Commission, based on the information submitted to it, will issue an order granting the application after the date mentioned above, unless the Commission determines to order a hearing on the matter.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.<sup>4</sup>

**Nancy M. Morris,**

Secretary.

[FR Doc. E6-3265 Filed 3-7-06; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[File No. 1-13810]

### Issuer Delisting; Notice of Application of Socket Communications Inc. To Withdraw Its Common Stock, \$.001 Par Value, From Listing and Registration on the Pacific Exchange, Inc.

March 2, 2006.

On February 23, 2006, Socket Communications Inc., a Delaware corporation, ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")<sup>1</sup> and Rule 12d2-2(d) thereunder,<sup>2</sup> to withdraw its common stock, \$.001 par value ("Security"), from listing and registration on the Pacific Exchange, Inc. ("PCX").

On January 26, 2006, the Board of Directors ("Board") of the Issuer approved the delisting of the Security from listing and registration on PCX. The Issuer stated that the reason to withdraw the Security from PCX is that the Security is presently dual-listed on the Nasdaq National Market System ("Nasdaq") and PCX. The Issuer believes that it no longer needs or benefits from the dual listing.

The Issuer stated in its application that it has complied with PCX rules by providing PCX with the required documents governing the withdrawal of securities from listing and registration on PCX.

The Issuer's application relates solely to withdrawal of the Security from listing on PCX and from registration under Section 12(b) of the Act,<sup>3</sup> and shall not affect its obligation to be registered under Section 12(g) of the Act.<sup>4</sup>

Any interested person may, on or before March 27, 2006 comment on the facts bearing upon whether the application has been made in accordance with the rules of PCX, and what terms, if any, should be imposed by the Commission for the protection of investors. All comment letters may be submitted by either of the following methods:

#### Electronic Comments

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/delist.shtml>); or

<sup>1</sup> 15 U.S.C. 78l(d).

<sup>2</sup> 17 CFR 240.12d2-2(d).

<sup>3</sup> 15 U.S.C. 78l(b).

<sup>4</sup> 15 U.S.C. 78l(g).

<sup>1</sup> 15 U.S.C. 78l(d).

<sup>2</sup> 17 CFR 240.12d2-2(d).

<sup>3</sup> 15 U.S.C. 78l(b).

<sup>4</sup> 17 CFR 200.30-3(a)(1).