

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

Margaret H. McFarland,

Deputy Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-22913]

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

November 26, 1997.

The following is a notice of applications for deregistration under section 8(f) of the Investment Company Act of 1940 for the month of November, 1997. A copy of each application may be obtained for a fee at the SEC's Public Reference Branch, 450 Fifth St., N.W., Washington, D.C. 20549 (tel. 202-942-8090). 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 December 22, 1997, 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, SEC, 450 Fifth Street, N.W., Washington, D.C. 20549. For Further Information Contact: Diane L. Titus, at (202) 942-0564, SEC, Division of Investment Management, Office of Investment Company Regulation, Mail Stop 10-4, 450 Fifth Street, N.W., Washington, D.C. 20549.

Crabbe Huson Real Estate Investment Fund, Inc. [File No. 811-8262]

Oregon Municipal Bond Fund, Inc. [File No. 811-4464]

Crabbe Huson Income Fund, Inc. [File No. 811-5836]

Crabbe Huson Equity Fund, Inc. [File No. 811-5837]

Crabbe Huson Asset Allocation Fund, Inc. [File No. 811-5838]

U.S. Government Money Market Fund, Inc. [File No. 811-5839]

U.S. Government Income Fund, Inc. [File No. 811-5840]

Summary: Each applicant requests an order declaring that it has ceased to be

an investment company. On October 1, 1996, each applicant, an Oregon corporation, transferred its assets and liabilities to a new portfolio of Crabbe Huson Funds, a Delaware business trust, based on the relative net asset value. Each applicant thus merged into an identically named portfolio of Crabbe Huson Funds, except that the Oregon Municipal Bond Fund merged into the Crabbe Huson Tax-Exempt Fund. The approximate expenses related to each transaction, which were borne by the respective applicant, were as follows: Crabbe Huson Real Estate Fund, \$14,393; Oregon Municipal Bond Fund, \$13,007; Crabbe Huson Income Fund, \$11,473; Crabbe Huson Equity Fund, \$201,845; Crabbe Huson Asset Allocation Fund, \$53,348; U.S. Government Money Market Fund, \$31,382; U.S. Government Income Fund, \$10,233.

Filing Dates: Each application was filed on February 24, 1997, and amended on June 23, 1997.

Applicants' Address: 121 S.W. Morrison, Suite 1400, Portland, Oregon 97204.

Leahi Investment Trust [File No. 811-5321]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On July 31, 1997, applicant transferred its assets to First Hawaii Municipal Bond Fund ("First Hawaii"), a series of First Pacific Mutual Fund, Inc., based on the relative net asset value per share of each fund. The approximate expenses incurred in connection with the merger were \$40,000 and were borne by the investment advisers to applicant and First Hawaii.

Filing Dates: The application was filed on September 2, 1997, and amended on November 13, 1997.

Applicant's Address: Ward Plaza, Suite 129, 210 Ward Avenue, Honolulu, Hawaii 96814.

First Prairie Diversified Asset Fund [File No. 811-4210]

First Prairie Money Market Fund [File No. 811-4212]

First Prairie Municipal Money Market Fund [File No. 811-4213]

Prairie Municipal Bond Fund [File No. 811-5414]

First Prairie U.S. Treasury Securities Cash Management Fund [File No. 811-6405]

First Prairie Cash Management Fund [File No. 811-6406]

Prairie Intermediate Bond Fund [File No. 811-6595]

Prairie Funds [File No. 811-7231]

Prairie Institutional Funds [File No. 811-7235]

Summary: Each applicant seeks an order declaring that it has ceased to be an investment company. Each applicant

transferred its assets and liabilities to a series of Prairie Funds, The Woodward Funds, or Prairie Institutional Funds, based on the relative net asset value per share of each fund.

On March 4, 1995, First Prairie Diversified Asset Fund reorganized into Prairie Managed Assets Income Fund, a series of Prairie Funds. This applicant paid approximately \$10,000 in expenses related to the reorganization.

On May 20, 1995, First Prairie Money Market Fund's Money Market Series reorganized into Prairie Money Market Fund, a series of Prairie Funds, and its Government Series reorganized into Prairie U.S. Government Money Market Fund, a series of Prairie Funds. This applicant paid approximately \$35,000 in expenses related to the reorganization.

On May 20, 1995, First Prairie Municipal Money Market Fund reorganized into Prairie Municipal Money Market Fund, as series of Prairie Funds. This applicant paid approximately \$20,000 in expenses related to the reorganization.

On September 14, 1996, Prairie Municipal Bond Fund, Inc. reorganized into Woodward Municipal Bond Fund, a series of The Woodward Funds. First Chicago NBD Corporation, the parent company of applicant's co-investment advisers, paid approximately \$207,027 in expenses related to the reorganization.

On January 17, 1995, First Prairie U.S. Treasury Securities Cash Management Fund reorganized into U.S. Government Securities Cash Management Fund, a series of Prairie Institutional Funds. This applicant paid approximately \$7,000 in expenses related to the reorganization.

On January 17, 1997, First Prairie Cash Management Fund reorganized into Cash Management Fund, a series of Prairie Institutional Funds. This applicant paid approximately \$3,000 in expenses related to the reorganization.

On September 21, 1996, Prairie Intermediate Bond Fund reorganized into Woodward Income Fund, a series of The Woodward Funds. First Chicago NBD Corporation, the parent company of applicant's co-investment advisers, paid approximately \$176,133 in expenses related to the reorganization.

On August 23, 1996, Prairie Managed Assets Fund, Prairie Growth Fund, Prairie Bond Fund, and Prairie International Equity Fund, each a series of Prairie Funds, reorganized into a corresponding series of The Woodward Funds. On September 14, 1996, Prairie U.S. Government Money Market Fund, Prairie Money Market Fund, and Prairie Municipal Money Market Fund, each a

series of Prairie Funds reorganized into a corresponding series of The Woodward Funds. On September 21, 1996, Prairie Managed Assets Income Fund, Prairie Equity Income Fund, Prairie Special Opportunity Fund, Prairie International Bond Fund and Prairie Intermediate Municipal Bond Fund, each a series of Prairie Funds, reorganized into a corresponding series of The Woodward Funds. First Chicago NBD Corporation, the parent company of applicant's co-investment advisers, paid approximately \$1,888,347 in expenses related to the reorganization.

On July 15, 1996, Prairie Cash Management Fund, Prairie Treasury Prime Cash Management Fund, and Prairie U.S. Government Securities Cash Management Fund, each a series of Prairie Institutional Funds, reorganized into a corresponding series of The Woodward Funds. First Chicago NBD Corporation, the parent company of applicant's co-investment advisers, paid approximately \$995,137 in expenses related to the reorganization.

Filing Dates: Each application was filed on June 27, 1997, and amended on October 20, 1997, and November 14, 1997.

Applicants' Address: Three First National Plaza, Chicago, Illinois 60670. Target Income Fund, Inc. [File No. 811-6542]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On March 13, 1997, applicant completed a liquidation and sale of all of its investment assets to Concord Growth Corporation, a commercial finance services firm unaffiliated with applicant. On April 3, 1997, applicant completed a tender offer where each shareholder received its pro rata share of the aggregate net asset value of applicant. Applicant paid approximately \$25,000 in expenses related to the liquidation.

Filing Dates: The application was filed on July 24, 1997, and amended on October 23, 1997.

Applicant's Address: 26691 Plaza Drive, Suite 222, Mission Viejo, CA 92691.

Neuberger & Berman Genesis Fund, Inc. [File No. 811-5562]

Neuberger & Berman Manhattan Fund, Inc. [File No. 811-1363]

Neuberger & Berman Partners Fund, Inc. [File No. 811-1601]

Neuberger & Berman Selected Sectors Fund, Inc. [File No. 811-691]

Summary: Each applicant requests an order declaring that it has ceased to be an investment company. On August 2, 1993, each applicant transferred its assets and liabilities to a new, identically named portfolio of the

Neuberger & Berman Equity Funds, based on the relative net asset value per share of each fund. The approximate expenses of each merger, which were shared by the transferring and acquiring funds, were as follows: Neuberger & Berman Genesis Fund, \$40,000; Neuberger & Berman Manhattan Fund, \$141,000; Neuberger & Berman Partners Fund, \$147,000; Neuberger & Berman Selected Sectors Fund, \$84,000. In effect, the shareholders of each applicant paid the expenses related to the transaction because the relevant acquiring fund had no assets or shareholders prior to the transaction and its shareholders therefore were substantially the same as applicants' shareholders.

Filing Dates: The applications were filed on April 1, 1996, and amended on October 23, 1996.

Applicants' Address: 605 Third Avenue, New York, NY 10158-3698.

JP Investment Grade Bond Fund, Inc. [File No. 811-3544]

JP Capital Appreciation Fund, Inc. [File No. 811-3543]

Summary: Each applicant seeks an order declaring that it has ceased to be an investment company. On December 20, 1996, each applicant sold substantially all of its assets to Oppenheimer Fund, Inc. All expenses of the sale were paid by Oppenheimer Fund, Inc. and the management of each applicant; shareholders paid no expenses in connection with the sale.

Filing Date: Both applications were filed on November 10, 1997.

Applicants' Address: 100 North Greene Street, Greensboro, North Carolina 27401.

Bankers National Variable Account C [File No. 811-4373]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. Applicant, a separate account organized as a unit investment trust, liquidated its holdings in Conseco Series Trust and made liquidating distributions to its security holders between December 10, 1991 and March 5, 1992. All expenses associated with Applicant's liquidation and dissolution were borne by Applicant's depositor.

Filing Dates: The application was filed on July 12, 1994, and amended and restated on October 15, 1997.

Applicant's Address: 11815 N. Pennsylvania Street, Carmel, IN 46032.

Jackson National Capital Management Funds [File No. 811-6611]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On December 20,

1996, applicant distributed its assets to its public shareholders of record at the net asset value per share. On December 23, 1996, applicant distributed all remaining assets to Jackson National Life Insurance Company, the sole remaining shareholder of record. Applicant's liquidation expenses totaled approximately \$89,000 and were borne by Applicant's investment adviser.

Filing Dates: The application was filed on May 19, 1997, and amended on October 14, 1997.

Applicant's Address: 5901 Executive Drive, Lansing, Michigan 48911.

John Hancock Series, Inc. [File No. 811-5254]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On December 2, 1996, applicant on behalf of its series John Hancock Emerging Growth Fund transferred all of its assets to a new, identically named series of John Hancock Series Trust ("Series Trust"), based on the relevant net asset value per share of each fund. Reorganization expenses of approximately \$225,106 were borne equally by applicant and the Series Trust.

Filing Date: The application was filed on July 7, 1997.

Applicant's Address: 101 Huntington Avenue, Boston, Massachusetts 02199-7603.

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

Margaret H. McFarland,

Deputy Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-39350; File No. SR-NASD-97-81]

Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by the National Association of Securities Dealers, Inc. Relating to Changes to the Rule 1010 Series, the Rule 8000 Series, and the Rule 9000 Series To Reflect Changes in the Corporate Organization of the National Association of Securities Dealers, Inc. and Its Subsidiaries

November 21, 1997.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. 78s(b)(1), notice is hereby given that on October 31, 1997, the National Association of Securities Dealers, Inc. ("NASD"), through its regulatory subsidiary NASD Regulation,