

DBM) for which neither Deutsche Bank nor DBM would be liable under rule 17f-5 (e.g., despite the exercise of reasonable care, acts of God, and the like).

3. Deutsche Bank currently satisfies and will continue to satisfy the minimum shareholders' equity requirement set forth in rule 17f-5(c)(2)(i).

For the SEC, by the Division of Investment Management, under delegated authority.

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 95-20400 Filed 8-16-95; 8:45 am]

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[Release No. 35-26355]

Filings Under the Public Utility Holding Company Act of 1935, as Amended ("Act")

August 11, 1995.

Notice is hereby given that the following filing(s) has/have been made with the Commission pursuant to provisions of the Act and rules promulgated thereunder. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declaration(s) and any amendments thereto is/are available for public inspection through the Commission's Office of Public Reference.

Interested persons wishing to comment or request a hearing on the application(s) and/or declaration(s) should submit their views in writing by September 5, 1995, to the Secretary, Securities and Exchange Commission, Washington, D.C. 20549, and serve a copy on the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in case of an attorney at law, by certificate) should be filed with the request. Any request for hearing shall identify specifically the issues of fact or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After said date, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

The Southern Company, et al. (70-8505)

The Southern Company ("Southern"), 64 Perimeter Center East, Atlanta, Georgia 30346, a registered holding company, and its nonutility subsidiary companies, Southern Electric International, Inc. ("Southern Electric"),

900 Ashwood Parkway, Suite 500, Atlanta, Georgia 30338, Mobile Energy Services Holdings, Inc. ("Mobile Energy"), 900 Ashwood Parkway, Suite 450, Atlanta, Georgia 30338, and Mobile Energy Services Company, L.L.C., P.O. Box 2747, 200 Bay Bridge Road, Mobile, Alabama 36652, have filed a post-effective amendment under section 12(b) of the Act and rule 45 thereunder to their application-declaration filed under sections 6(a), 7, 9(a), 10, 12(b), 12(c) and 12(d) of the Act and rules 43, 45, 46 and 54 thereunder.

By order dated December 13, 1994 (HCAR No. 26185) ("December 1994 order"), Southern was authorized to organize and acquire all of the common stock of Mobile Energy.¹ The December 1994 Order also authorized Mobile Energy to acquire the energy and recovery complex ("Energy Complex") at Scott Paper Company's ("Scott's") Mobile, Alabama paper and pulp mill. In connection with the acquisition of the Energy Complex, Mobile Energy and Scott entered into a Lease Assignment and Assumption Agreement pursuant to which Mobile Energy assumed the obligations of Scott under a lease agreement ("Lease Agreement") between Scott and The Industrial Development Board of the City of Mobile, Alabama ("Board") relating to \$85 million outstanding principal amount of tax-exempt solid waste revenue refunding bonds, due 2019 ("Tax-Exempt Bonds") issued by the Board, as well as Scott's obligations under two separate reimbursement agreements ("Reimbursement Agreements") between Scott and certain commercial banks providing letters of credit ("Letters of Credit") in support of the Tax-Exempt Bonds. Mobile Energy's obligations to Scott under the Lease Assignment and Assumption Agreement are unconditionally guaranteed by Southern under the terms of a guaranty agreement between Southern and Scott.

By order dated July 13, 1995 (HCAR No. 26330) ("July 1995 Order"), Mobile Energy's rights and obligations under the Lease Assignment and Assumption Agreement were assigned to and assumed by Mobile Energy Services Company, L.L.C.² ("Project Company"), a new subsidiary of Mobile Energy.

The Lease Assignment and Assumption Agreement provides that Project Company (as assignee of Mobile Energy) shall, not later than September 15, 1995, cause the Board to redeem or

remarket the Tax-Exempt Bonds to fully discharge and release Scott from all liabilities in respect of the Tax-Exempt Bonds and the Lease Agreement and, in connection therewith, to pay certain amounts payable under the terms of the Reimbursement Agreements. Project Company and Mobile Energy currently anticipate that a new series of tax-exempt bonds will be issued by the Board to redeem the outstanding Tax-Exempt Bonds in full. If for any reason closing on the sale of the new series of Tax-Exempt Bonds is delayed beyond September 15, 1995, Southern would be obligated to cash fund \$85 million, plus unpaid interest on the Tax-Exempt Bonds, in order to redeem the Tax-Exempt Bonds in full.

In lieu of such a cash funded redemption, Southern and Project Company propose to either (i) enter into agreements with the current Letter of Credit banks whereby Southern would be substituted for Scott as the reimbursement party under the existing Reimbursement Agreements, or (ii) provide to the trustee under the Tax-Exempt Bond Trust Indenture one or more letters of credit in substitution for the outstanding Letters of Credit, again with Southern as reimbursement party under any related reimbursement agreement. It is proposed that the material terms of any substitute letter of credit and of the related reimbursement agreement would be substantially identical to the terms of the existing Letters of Credit and Reimbursement Agreements.

EUA Cogenex Corporation, et al. (70-8663)

EUA Cogenex Corporation ("Cogenex"), a wholly owned subsidiary of Eastern Utilities Associates, a registered holding company, both at P.O. Box 2333, Boston, Massachusetts 02107, and AYP Capital, Inc. ("AYP"), a wholly owned subsidiary of Allegheny Power System, Inc., a registered holding company, both at Tower Forty-Nine, 12 East 49th Street, New York, New York 10017, (Cogenex and AYP collectively, "Applicants"), have filed an application-declaration under sections 9(a), 10, 12(b), 12(f) and 13 of the Act and rules 45, 54, 90 and 91 thereunder.

Applicants propose to form a Delaware limited liability company ("JV ESCO") to provide energy conservation services in the District of Columbia, Pennsylvania, Maryland, Ohio, Virginia and West Virginia ("Territory"). Cogenex and AYP will each own 50% of JV ESCO and share equally in the capital contributions, allocation of profits and losses and distributions of JV ESCO. JV ESCO will be governed overall

¹ On May 17, 1995, Mobile Energy Services Company, Inc. changed its corporate name to Mobile Energy Services Holdings, Inc.

² Mobile Energy Services Company, L.L.C. has been added as a party to the application-declaration by post-effective amendment.

by a board of directors comprised of six directors, three of whom will be appointed by Cogenex and three by AYP. Daily management decisions will be made by a management committee comprised of one representative from each Applicant. Cogenex and AYP will make capital contributions in an amount initially expected to be approximately \$1,000 each, which will be used by JV ESCO for working capital purposes. Both Applicants will subcontract personnel to JV ESCO at cost as needed until such time, if any, as JV ESCO employs its own personnel.

Applicants entered into a letter agreement dated May 31, 1995 in which Applicants agreed to perform initial marketing, sales, auditing, bidding, job procurement and performance activities in preparation of forming JV ESCO and to develop a long-term business plan for JV ESCO. The term of the letter agreement is one year ("Interim Period"), unless terminated sooner by the formation of JV ESCO or by mutual agreement of the Applicants. Cogenex will assign all contracts and business opportunities obtained during the Interim Period within the Territory at cost to JV ESCO. AYP will also be reimbursed by JV ESCO for its expenses incurred during the Interim Period.

Applicants also request authority to guarantee third party loans to JV ESCO for up to an aggregate of \$15 million each. Applicants state that such guarantees shall be made within five years of the formation of JV ESCO. Applicants state that any amount borrowed by JV ESCO from third party lenders will be through loans exempt from the Act pursuant to rule 52(b).

Cogenex requests that any goods or services furnished by Cogenex or any of its affiliates (other than an affiliate which is a public utility company) to JV ESCO be furnished at prices not to exceed market prices pursuant to an exception from the requirements of section 13(b) and rules 90 and 91 thereunder. JV ESCO will not be providing goods or services to Cogenex or its affiliates. AYP requests that any goods or services furnished by AYP or any of its affiliates (other than an affiliate which is a public utility company) to JV ESCO be furnished at prices not to exceed market prices pursuant to an exception from the requirements of section 13(b) and rules 90 and 91 thereunder, provided that the ultimate consumer of such goods or services is not an affiliate of AYP, in which case such goods or services would be provided at cost. JV ESCO will provide goods or services to AYP or its affiliates only at cost.

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

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 95-20399 Filed 8-16-95; 8:45 am]

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SMALL BUSINESS ADMINISTRATION

[Declaration of Disaster Loan Area #2793]

Virginia; Declaration of Disaster Loan Area (Amendment #2)

The above-numbered Declaration is hereby amended, in accordance with notices from the Federal Emergency Management Agency dated July 31, 1995, to include Roanoke County, Virginia as a disaster area due to damages caused by severe storms and flooding, and to establish the incident period for this disaster as beginning on June 22, 1995 and continuing through July 7, 1995.

All counties contiguous to the above-named primary county have been previously declared.

All other information remains the same, i.e., the termination date for filing applications for physical damage is August 29, 1995, and for loans for economic injury the deadline is April 3, 1996.

(Catalog of Federal Domestic Assistance Program Nos. 59002 and 59008)

Dated: August 10, 1995.

Bernard Kulik,

Associate Administrator for Disaster Assistance.

[FR Doc. 95-20408 Filed 8-16-95; 8:45 am]

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DEPARTMENT OF TRANSPORTATION

Federal Highway Administration

Environmental Impact Statement: Jefferson County, Missouri

AGENCY: Federal Highway Administration (FHWA), DOT.

ACTION: Notice of intent.

SUMMARY: The FHWA is issuing this notice to advise the public and interested agencies that an environmental impact statement will be prepared for the proposed reconstruction of Route 21 from the south end of the recent four lane reconstruction near Otto, including passage through or around Hillsboro to south of DeSoto in Jefferson County, Missouri.

FOR FURTHER INFORMATION CONTACT: Donald Neumann, Program Review

Engineer, Missouri Division Office, Federal Highway Administration, 209 Adams Street, P.O. Box 1787, Jefferson City, MO 65102. Telephone: 314-636-7104.

SUPPLEMENTARY INFORMATION: The FHWA, in cooperation with the Missouri Highway and Transportation Department and East-West Gateway Coordinating Council, will prepare an Environmental Impact Statement (EIS) for reconstruction 26.5 Kilometers (16.5 miles) of Route 21 from near Otto, including passage through or around Hillsboro to South of DeSoto. Studies will be made during the environmental process to determine the preferred alternative to the existing facility where numerous accidents, injuries, and fatalities have occurred while at the same time provide a prudent transportation system for the community.

A letter describing the proposed action and soliciting comments will be sent to appropriate federal, state, and local agencies and to private organizations and citizens who have previously expressed interest in this proposal. Public meetings have been held to solicit comments on how to arrive at a safe solution. A management committee, and non-technical and technical focus groups have been formed to look at the issues and constraints. To provide the public direct access to the EIS preparation team, a hotline has been established (1-800-823-9224). A public hearing will be held during the public review period for the draft EIS. The draft EIS will be available for public and agency review and comment.

To ensure that the full range of issues related to this proposed action are addressed and all significant issues identified, comments and suggestions are invited from all interested parties. Comments or questions concerning this proposed action and the EIS should be directed to the FHWA representative and address listed above.

Issued on: July 31, 1995.

Peggy J. Casey,

Environmental Coordinator Engineer.

[FR Doc. 95-20081 Filed 8-16-95; 8:45 am]

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