

Program Analyst, Roxanne Summers (telephone 301/415-7371) between 7:45 a.m. and 4:30 p.m. (EST). Persons planning to attend this meeting are urged to contact the above-named individual one to two working days prior to the meeting to be advised of any potential changes in the proposed agenda, etc., that may have occurred.

Dated: February 28, 1996.

John T. Larkins,

*Executive Director, ACRS/ACNW.*

[FR Doc. 96-5207 Filed 3-5-96; 8:45 am]

BILLING CODE 7590-01-P

## OVERSEAS PRIVATE INVESTMENT CORPORATION

### Board of Directors; Sunshine Act Meeting

**TIME AND DATE:** Tuesday, March 12, 1996, 1:00 p.m. (OPEN Portion); 1:30 p.m. (CLOSED Portion)

**PLACE:** Offices of the Corporation, Twelfth Floor Board Room, 1100 New York Avenue, N.W., Washington, D.C.

**STATUS:** Meeting OPEN to the Public from 1:00 p.m. to 1:30 p.m.; Closed portion will commence at 1:30 p.m. (approx.)

#### MATTERS TO BE CONSIDERED:

1. President's Report
2. New Appointment
3. Approval of December 12, 1995 Minutes (Open Portion)
4. Meeting schedule through March, 1997

#### FURTHER MATTERS TO BE CONSIDERED: (Closed to the Public 1:30 p.m.)

1. Finance Project in Brazil
2. Insurance Project in Colombia
3. Finance Project in Argentina
4. Insurance Project in Brazil
5. Finance Project in Paraguay
6. Insurance Project in Morocco
7. Global Investment Fund
8. Investment Fund in South Asia
9. Investment Fund in Latin America
10. Investment Fund amendment in the NIS and Baltic States
11. Pending Major Projects
12. Approval of December 12, 1996 Minutes (Closed Portion)

#### CONTACT PERSON FOR INFORMATION:

Information on the meeting may be obtained from Connie M. Downs at (202) 336-8438.

Connie M. Downs,

*OPIC Corporate Secretary.*

[FR Doc. 96-5422 Filed 3-4-96; 2:07 pm]

BILLING CODE 3210-01-M

## SECURITIES AND EXCHANGE COMMISSION

[Rel. No. IC-21791; 811-3961]

### John Hancock Capital Growth Fund; Notice of Application

February 28, 1996.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of Application for Deregistration under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** John Hancock Capital Growth Fund.

**RELEVANT ACT SECTION:** Section 8(f).

**SUMMARY OF APPLICATION:** Applicant seeks an order declaring that it has ceased to be an investment company.

**FILING DATE:** The application was filed on January 5, 1996 and amended on February 26, 1996.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving 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 March 25, 1996, and should be accompanied by proof of service on 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 may request notification of a hearing by writing to the SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 5th Street, N.W., Washington, D.C. 20549. Applicant, 101 Huntington Avenue, Boston, Massachusetts 02199-7603.

**FOR FURTHER INFORMATION CONTACT:** Deepak T. Pai, Staff Attorney, at (202) 942-0574, or Alison E. Baur, Branch Chief, at (202) 942-0564 (Division of Investment Management, Office of Investment Company Regulation).

**SUPPLEMENTARY INFORMATION:** The following is a summary of the application. The complete application may be obtained for a fee at the SEC's Public Reference Branch.

#### Applicant's Representations

1. Applicant is an open-end management investment company. On February 3, 1984, applicant filed a registration statement under the name Criterion Technology Fund, Inc., a Texas corporation, pursuant to section 8(b) of the Act. Applicant reorganized as a Massachusetts business trust on

December 17, 1984, and registered an indefinite number of shares under the Securities Act of 1933 on December 31, 1984. The registration statement was declared effective on September 26, 1985, and applicant's initial public offering commenced thereafter. Applicant underwent several name changes, and as of December 22, 1994, was known as the Transamerica Capital Growth Fund. On December 22, 1994, The Berkeley Financial Group, a John Hancock subsidiary, acquired the Transamerica group of funds and applicant became known as the John Hancock Capital Growth Fund.

2. On May 16, 1995, applicant's Board of Trustees ("Trustees"), including a majority of Trustees who were not interested persons of applicant, approved an agreement and plan of reorganization (the "Agreement"), and recommended that applicant's shareholders approve the Agreement. Under the Agreement, applicant would transfer all of its assets and liabilities to John Hancock Growth Fund ("Growth Fund"), a portfolio of John Hancock Capital Series, for shares of Growth Fund. Pursuant to rule 17a-8 of the Act, applicant's Trustees found that participation in the reorganization was in the best interest of applicant and that the interests of applicant's existing shareholders would not be diluted.<sup>1</sup> Proxy materials were filed with the SEC and were distributed to shareholders on July 21, 1995. A meeting held on September 8, 1995, applicant's shareholders approved the Agreement.

3. Pursuant to the Agreement, on September 15, 1995, applicant transferred all of its assets and liabilities to Growth Fund in exchange for shares of Growth Fund. Immediately thereafter, applicant distributed the shares of Growth Fund to applicant's shareholders in complete liquidation. Upon completion of the reorganization, each shareholder of applicant owned shares of Growth Fund with the same net asset value as the shares of applicant owned by the shareholder immediately prior to the reorganization.

4. Applicant and Growth Fund each assumed its own expenses in connection with the reorganization. No brokerage commissions were incurred in connection with the reorganization.

<sup>1</sup> Although purchases and sales between affiliated persons generally are prohibited by section 17(a) of the Act, rule 17a-8 provides an exemption for certain purchases and sales among investment companies that are affiliated persons of one another solely by reason of having a common investment adviser, common directors, and/or common officers. Applicant and John Hancock Capital Series may be deemed to be affiliated persons of each other by reason of having a common investment adviser, common directors, and/or common officers.

5. At the time of the application, applicant had no shareholders, assets, or liabilities. Applicant is not a party to any litigation or administrative proceeding.

6. Applicant is not now engaged, nor does it propose to engage, in any business activities other than those necessary for the winding up of its affairs. Applicant was terminated as a business trust under the laws of Massachusetts as of September 15, 1995.

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

Margaret H. McFarland,  
*Deputy Secretary.*

[FR Doc. 96-5157 Filed 3-5-96; 8:45 am]

BILLING CODE 8010-01-M

[Investment Company Act Release No. 21793; 811-3246]

**Lexington Short-Intermediate Government Securities Fund, Inc.; Notice of Application**

February 29, 1996.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of Application for Deregistration under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** Lexington Short-Intermediate Government Securities Fund, Inc.

**RELEVANT ACT SECTION:** Section 8(f).

**SUMMARY OF APPLICATION:** Applicant requests an order declaring that it has ceased to be an investment company.

**FILING DATE:** The application was filed on January 31, 1996.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving 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 March 26, 1996, 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 may request notification of a hearing by writing to the SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 Fifth Street, N.W., Washington, D.C. 20549. Applicants, Park 80 West, Plaza Two, Saddle Brook, New Jersey 07662.

**FOR FURTHER INFORMATION CONTACT:** Diane L. Titus, Paralegal Specialist, at

(202) 942-0584, or Robert A. Robertson, Branch Chief, at (202) 942-0564 (Division of Investment Management, Office of Investment Company Regulation).

**SUPPLEMENTARY INFORMATION:** The following is a summary of the application. The complete application may be obtained for a fee from the SEC's Public Reference Branch.

**Applicant's Representations**

1. Applicant, an open-end management investment company, is organized as a corporation under the laws of Maryland. On August 19, 1981, applicant registered under the Act and filed a registration statement under the Securities Act of 1933. Applicant's registration statement was declared effective on October 19, 1981 and the initial public offering of its shares commenced on or about that date.

2. On September 12, 1995, applicant's board of directors adopted a plan of complete liquidation and termination (the "Plan"). Prior to the meeting, Lexington Management Corporation (the "Adviser") advised the directors that continued operation was not economically feasible for the Adviser or applicant's shareholders. On September 20, 1995, applicant filed proxy materials with the SEC, and, on October 2, 1995, applicant distributed the proxy materials to shareholders. On November 1, 1995, applicant's shareholders approved the Plan. On December 6, 1995, applicant distributed \$2,878,850 in cash to its shareholders, which amount represented the cash value of applicant's portfolio and the net proceeds received from the liquidation of the remaining portfolio of applicant. Each shareholder received his or her proportionate interest based on the net asset value.

3. Applicant retained \$15,789 to cover outstanding liabilities associated with the liquidation. These liabilities are estimated to be approximately \$15,789. Any costs in excess of this amount will be borne by the Adviser.

4. Applicant has no shareholders. At the time of filing the application, applicant's only debts consisted of the above-mentioned liabilities. Applicant is not a party to any litigation or administrative proceeding.

5. Applicant is not now engaged, nor does it propose to engage, in business activities other than those necessary for the winding-up of its affairs.

6. Applicant intends to file for dissolution, in accordance with the laws of Maryland after the SEC has issued an order.

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

Margaret H. McFarland,  
*Deputy Secretary.*

[FR Doc. 96-5218 Filed 3-5-96; 8:45 am]

BILLING CODE 8010-01-M

[Rel. No. IC-21792; 812-10016]

**McDonald & Company Securities, Inc., et al.; Temporary Order**

February 29, 1996.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Temporary Order and Notice of Application for Permanent Exemption under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** McDonald & Company Securities, Inc. ("McDonald").

**RELEVANT ACT SECTIONS:** Permanent order requested, and temporary order issued, under section 9(c) granting an exemption from section 9(a).

**SUMMARY:** McDonald has received a temporary order for sixty days, and has requested a permanent order exemption it from the prohibitions of section 9(a), solely with respect to its conviction on a misdemeanor charge entered by the Common Pleas Court of Franklin County, Ohio, on February 29, 1996. Pending the SEC's action on the request for the permanent order, McDonald has requested an additional temporary order.

**FILING DATE:** The application was filed on February 29, 1996.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving 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 (30 days following publication in the federal registrar] and should be accompanied by proof of service on 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 reasons for the request, and the issues contested. Persons who wish to be notified of a hearing may request notification by writing to the SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 5th Street NW., Washington, DC 20549. Applicant, 800 Superior Avenue, Cleveland, Ohio 44114.

**FOR FURTHER INFORMATION CONTACT:** Elaine M. Boggs, Staff Attorney, at (202) 942-0572, or Robert A Robertson,