

Warburg, Pincus Emerging Markets II Fund, Inc. [File No. 811-8937]**Warburg, Pincus Post-Venture Capital Fund, Inc. [File No. 811-7327]**

Summary: Each applicant seeks an order declaring that it has ceased to be an investment company. On February 11, 2000, Warburg, Pincus Emerging Markets II Fund, Inc. transferred its assets to Warburg, Pincus Emerging Markets Fund, Inc. based on net asset value. On February 25, 2000, Warburg, Pincus Post-Venture Capital Fund, Inc. transferred its assets to Warburg, Pincus Global Post-Venture Capital Fund, Inc. based on net asset value. Expenses of approximately \$100,000 incurred in connection with each reorganization were paid by applicant's investment adviser.

Filing Date: Each application was filed on April 18, 2000.

Applicants' Address: 466 Lexington Avenue, New York, New York 10017.

Warburg, Pincus Long-Short Equity Fund, Inc. [File No. 811-8929]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On February 15, 2000, applicant made a liquidating distribution to its shareholders based on net asset value. Expenses of approximately \$5,000 incurred in connection with the liquidation were paid by applicant's investment adviser.

Filing Date: The application was filed on April 18, 2000.

Applicant's Address: 466 Lexington Avenue, New York, New York 10017.

Income Opportunities Fund 1999, Inc. [File No. 811-6716]

Summary: Applicant seeks an order declaring that it has ceased to be an investment company. On December 27, 1999, applicant made a liquidating distribution to its shareholders based on net asset value. As of April 27, 2000, applicant's transfer agent was holding approximately \$441,000 in an escrow account for shares that have not been surrendered. Expenses of \$37,890 incurred in connection with the liquidation were paid by applicant.

Filing Dates: The application was filed on February 8, 2000, and amended on April 27, 2000.

Applicant's Address: c/o Merrill Lynch Asset Management, L.P., P.O. Box 9011, Princeton, New Jersey 08536.

Evergreen Diversified Bond Fund (formerly Keystone Diversified Bond Fund (B-2)) [File No. 811-93]**Evergreen Intermediate Term Bond Fund (formerly Keystone Intermediate Term Bond Fund) [File No. 811-4952]****Evergreen Tax Free Fund (formerly Keystone Tax Free fund) [File No. 811-2740]****Evergreen Tax Free Income Fund (formerly Keystone Tax Free Income Fund) [File No. 811-4951]**

Summary: Each applicant seeks an order declaring that it has ceased to be an investment company. On January 24, 1998, Evergreen Diversified Bond Fund (formerly Keystone Diversified Bond Fund (B-2)) and Evergreen Intermediate Term Bond Fund (formerly Keystone Intermediate Term Bond Fund) transferred their assets to Evergreen Diversified Bond Fund and Evergreen Intermediate Term Bond Fund, respectively, each a newly-created series of Evergreen Fixed Income Trust based on net asset value.

On January 24, 1998, Evergreen Tax Free Fund (formerly Keystone Tax Free Fund) and Evergreen Tax Free Income Fund (formerly Keystone Tax Free Income Fund) transferred their assets to Evergreen Tax Free Fund, a newly-created series of Evergreen Municipal Trust based on net asset value.

All expenses incurred in connection with the reorganizations were paid by First Union National Bank, the parent of applicants' investment adviser.

Filing Date: Each application was filed on April 25, 2000.

Applicants' Address: 200 Berkeley Street, Boston, Massachusetts 02116.

Master Investment Trust, Series I [File No. 811-8086]**Pacific Horizon Funds, Inc. [File No. 811-4293]**

Summary: Each applicant seeks an order declaring that it has ceased to be an investment company. By May 21, 1999, Master Investment Trust, Series I had transferred its assets to Nations Master Investment Trust, based on net asset value, and each series of Pacific Horizon Funds, Inc. had transferred its assets to a corresponding series of either Nations Fund, Inc., Nations Institutional Reserves, or Nations Fund Trust, based on net asset value. Total expenses of \$8,720,361 incurred in connection with both reorganizations were paid by Banc of America Advisors, Inc., investment adviser to the acquiring funds.

Filing Dates: The applications were filed on March 14, 2000, and amended on May 12, 2000.

Applicants' Address: 400 Bellevue Parkway, Wilmington, Delaware 19103.

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**Sunshine Act Meeting**

Notice is hereby given, pursuant to the provisions of the Government in the Sunshine Act, Pub. L. 94-409, that the Securities and Exchange Commission will hold the following meeting during the week of June 5, 2000.

A closed meeting will be held on Thursday, June 8, 2000 at 11 a.m.

Commissioners, Counsel to the Commissioners, the Secretary to the Commission, and recording secretaries will attend the closed meeting. Certain staff members who have an interest in the matters may also be present.

The General Counsel of the Commission, or his designee, has certified that, in his opinion, one or more of the exemptions set forth in 5 U.S.C. 552b(c)(4), (8), (9)(A) and (10) and 17 CFR 200.402(a)(4), (8), (9)(A) and (10), permit consideration for the scheduled matters at the closed meeting.

The subject matter of the closed meeting scheduled Thursday, June 8, 2000 will be:

Institution of injunctive actions; and Institution and settlement of administrative proceedings of an enforcement nature.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary at (202) 942-7070.

Dated: June 1, 2000.

Jonathan G. Katz,
Secretary.

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