

lobby by 12:45 p.m. to complete the required badging process.

*Location:* U.S. Nuclear Regulatory Commission Headquarters, One White Flint North, 11555 Rockville Pike, Room O-4-B4, Rockville, Maryland 20852-2738.

*Contact:* Wallace E. Norris, USNRC, Telephone: (301) 415-6796; Fax: (301) 415-5074; Internet: wen@nrc.gov.

*Attendance:* This meeting is open to the general public. All individuals planning to attend, including SDO representatives, are requested to preregister with Mr. Norris by telephone or e-mail and provide their name, affiliation, phone number, and e-mail address.

*Program:* The purpose of the meeting is to foster better communication between SDOs and NRC regarding standards development and use. By holding periodic coordination meetings, the SDOs will be able to describe their on-going and planned activities, and the NRC will be able to discuss activities and issues related to specific standards that are being developed or revised to meet its regulatory needs. The meeting will be coordinated by the NRC Standards Executive.

Among the topics to be discussed are:  
NRC standards needs  
Status of on-going SDO efforts  
ANS presentation regarding the possible development of three standards:  
Risk-based fire  
Component reliability  
Non-reactor facility PRA  
Verifying accuracy of SDO and NRC rosters

Dated in Rockville, Maryland this 29th day of December, 2000.

For the Nuclear Regulatory Commission,  
**Michael E. Mayfield,**  
*NRC Standards Executive.*

[FR Doc. 01-358 Filed 1-4-01; 8:45 am]

BILLING CODE 7590-01-P

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## SECURITIES AND EXCHANGE COMMISSION

### Submission for OMB Review; Comment Request

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

Extension: Rule 12g3-2, OMB Control No. 3235-0119, SEC File No. 270-104; Rule 7a-15 thru 7a-37, OMB Control No. 3235-0132, SEC File No. 270-115; Rule 13e-1, OMB Control No. 3235-0305, SEC File No. 270-255

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995

(44 U.S.C. 3501 *et seq.*) the Securities and Exchange Commission ("Commission") has submitted to the Office of Management and Budget requests for extension of the previously approved collections of information discussed below.

Rule 12g3-2 (OMB 3235-0119; SEC File No. 270-104) provides an exemption from Section 12(g) of the Securities Exchange Act of 1934 (Act) for foreign private issuers. Rule 12g3-2 is designated to provide investors in foreign securities with information about such securities and the foreign issuer. It affects approximately 1, 800 foreign issuer respondents at an estimated one burden hour per response for a total annual burden of 1,800 hours. All information required by Rule 12g3-2 is available to the public. All information provided under Rule 12g3-2 is mandatory.

Rules 7a-15 through 7a-37 (OMB 3235-0132; SEC File No. 270-115) sets forth the general requirements relating to applications, statements and reports that must be filed under the Trust Indenture Act of 1939 by issuers and trustees qualifying indentures for offerings of debt securities. Rules 7a-15 through 7a-37 are disclosure guidelines and do not directly result in any collection of information. The respondents are persons and entities subject to Trust Indenture Act requirements. No information collection burdens are imposed directly by these rules so they are assigned only one burden hour for administrative convenience.

Rule 13e-1 (OMB 3235-0305; SEC File No. 270-255) makes it unlawful for an issuer who has received notice that it is subject of a tender offer made under 14(d)(1) of the Act and that has commenced under Rule 14d-2 to purchase any of its equity securities during the tender offer unless it first files a statement with the Commission containing information require by the Rule. This rule is in keeping with the Commission's statutory responsibility to prescribe rules and regulations that are necessary for the protection of investors. Public companies are the respondents. An estimated 20 respondents file Rule 13e-1 submissions annually at an estimated 13 hours per response for a total annual burden of 260 hours. All information provided is made available to the public.

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 regarding the above information should be directed to

the following persons: (i) Desk Officer for the Securities and Exchange Commission, Office of Information and Regulatory Affairs, Office of Management and Budget, Room 10102, New Executive Office Building, Washington, DC 20503; and (ii) Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549. Comments must be submitted to OMB within 30 days of this notice.

Dated: December 27, 2000.

**Margaret H. McFarland,**  
*Deputy Secretary.*

[FR Doc. 01-313 Filed 1-4-00; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 35-27332]

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

December 29, 2000.

Notice is hereby given that the following filing has been made with the Commission pursuant to provisions of the Act and rules promulgated under the Act. All interested persons are referred to the application for a complete statement of the proposed transaction summarized below. The application and any amendments are available for public inspection through the Commission's Branch of Public Reference.

Interested persons wishing to comment or request a hearing on the application should submit their views in writing by January 23, 2001, to the Secretary, Securities and Exchange Commission, Washington, DC 20549-0609, and serve a copy on the relevant applicants at the address specified below. Proof of service (by affidavit or, in the case of an attorney at law, by certificate) should be filed with the request. Any request for hearing should identify specifically the issues of facts 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 January 23, 2001, the application as filed or as amended may be granted.

#### **AES Corporation, Dennis W. Bakke and Roger W. Sant (70-9779)**

The AES Corporation ("AES"), an electric public-utility holding company exempt from registration under section

3(a)(5) of the Act,<sup>1</sup> Dennis W. Bakke and Roger W. Sant, all at 1001 North 19th Street, Arlington, VA 22209, have filed an application ("Application") under sections 9(a)(2) and 3(a)(5) of the Act.

AES requests approval of its proposal acquisition of all of the equity securities of IPALCO Enterprises, Inc., ("IPALCO"), an electric and gas public-utility holding company exempt from registration under section 3(a)(1) by rule 2. AES also requests an order under section 3(a)(5) exempting it from all provisions of the Act other than section 9(a)(2) following its acquisition of IPALCO.

Dennis W. Bakke and Roger W. Sant, are, respectively, AES's President and Chief Executive Officer, and the Chairman of its Board of Directors. Each owns more than 5% of AES's common stock. They request approval of their indirect acquisition of interests in IPALCO.

AES, incorporated in Delaware, is a United States-based multinational electric power generation and energy distribution company with operations in sixteen countries worldwide. AES currently owns all of the common stock of CILCORP Inc. ("CILCORP"), an Illinois public-utility holding company exempt from registration under section 3(a)(1) by rule 2, and the parent of Central Illinois Light Company ("CILCO"), an electric and gas utility company. CILCO is engaged in the generation, transmission, distribution and sale of electric energy in an area of approximately 3,700 square miles in central and east-central Illinois, and the purchase, distribution, transportation and retail sale of natural gas in an area of approximately 4,500 square miles also in central and east-central Illinois.

AES is engaged principally in the development, ownership and operation of electric generating plants and electric and gas distribution companies. With the exception of CILCO, all AES plants and companies are, or are owned by, exempt wholesale generators (as defined in section 32 of the Act), foreign utility companies (as defined in section 33 of the Act), or qualifying facilities under the Public Utility Regulatory Policies Act of 1978. On an actual *pro rata* consolidated basis as of December 31, 1999, over 97% of AES' revenues for that year were from electric generation and distribution activities. AES's other activities include the sale of steam and other commodities connected with its cogeneration operations, as well as operational, construction and project

development services, and gas and power marketing.

IPALCO has one public-utility subsidiary, Indianapolis Power & Light Company ("IPL"), which is principally engaged in the generation, transmission, distribution and sale of electric energy in a region of central Indiana within about forty miles of the city of Indianapolis, and the sale of steam within a limited area in that city. As of December 31, 1999, IPL served approximately 433,025 retail electric customers, and its electric utility assets totaled \$1.9 billion. For the year 1999 its electric utility revenues were \$800.4 million. IPL owns and operates three primarily coal-fired electric generating plants, one coal and gas-fired steam production plant, and a separately sited gas-fired combustion turbine. These facilities have a total gross nameplate rating of 3,104 megawatts, and a gross steam generation capacity of 1,990 megapounds per hour.

Under an Agreement and Plan of Share Exchange ("Share Exchange Agreement") dated as of July 15, 2000, between AES and IPALCO, the two companies propose to effect a share exchange through which IPALCO will become a wholly owned subsidiary of AES ("Transaction"). Each outstanding share of IPALCO common stock would be converted into the right to receive shares of AES common stock with a market value of \$25.00 (subject to adjustment as described in the Share Exchange Agreement). Following the Transaction, AES would own IPALCO as a first-tier subsidiary, and IPALCO's direct and indirect subsidiaries, including IPL, will retain their current relationship with IPALCO. IPALCO would continue to claim exemption under section 3(a)(1) by rule 2.

AES states it will commit to enter into an agreement with an unaffiliated person within three years from completion of the Transaction to divest its ownership of all utility assets of CILCO subject to the jurisdiction of the Commission. AES states that it has held preliminary discussions with potential acquirors of CILCO's utility assets. Upon completion of this divestiture, IPL would be the only public-utility subsidiary of AES.

AES further asserts that it will qualify for the requested exemption under section 3(a)(5) of the Act following the Transaction because it will not derive a material part of its income, directly or indirectly, from one or more companies whose principal business within the United States is that of a public-utility company.

Mr. Bakke and Mr. Sant owns 8.31 percent and 9.94 percent, respectively, of AES's common stock. They are thus

indirect affiliates, as defined in section 2(a)(11)(a) of the Act, of CILCO, and as a result of the Transaction, would become indirect affiliates of IPL. They request approval under sections 9(a)(2) and 10 of their acquisition, through AES, of an indirect interest in IPL.

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

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 01-314 Filed 1-4-01; 8:45 am]

**BILLING CODE 8010-01-M**

## SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-24811]

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

December 28, 2000.

The following is a notice of applications for deregistration under section 8(f) of the Investment Company Act of 1940 for the month of December 2000. A copy of each application may be obtained for a fee at the SEC's Public Reference Branch, 450 Fifth St., NW., Washington, DC 20549-0102 (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 January 22, 2001, 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, NW., Washington, DC 20549-0609. For Further Information Contact: Diane L. Titus, at (202) 942-0564, SEC, Division of Investment Management, Office of Investment Company Regulation, 450 Fifth Street, NW., Washington, DC 20549-0506.

### The Winter Harbor Fund [File No. 811-8793]

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On October 13, 2000, applicant transferred its assets to The Royce Total Return Fund, a series

<sup>1</sup> Holding Co. Act Release No. 27063 (August 20, 1999).