

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0422
Expires:	June 30, 1998
Estimated average burden hours per response. . . .	2.00

Form N-23c-3

Notification of Repurchase Offer

Pursuant to Rule 23c-3 [17 CFR 270.23c-3]

1. Investment Company Act File Number Date of Notification

811-

2. Exact name of investment company as specified in registration statement:

3. Address of principal executive office: (number, street, city, state, zip code)

4. Check one of the following:

A. The notification pertains to a periodic repurchase offer under paragraph (b) of rule 23c-3.

B. The notification pertains to a discretionary repurchase offer under paragraph (c) of rule 23c-3.

C. The notification pertains to a periodic repurchase offer under paragraph (b) of rule 23c-3 and a discretionary repurchase offer under paragraph (c) of rule 23c-3.

By: _____
(Name)

(Title)

INSTRUCTIONS

1. This Form must be completed by registered closed-end investment companies or business development companies that make repurchase offers pursuant to rule 23c-3. The form shall be attached to a notification to shareholders under paragraph (b)(4) of rule 23c-3.

2. Submissions using this form shall be filed in triplicate with the Commission within three business days after a notification is sent to shareholders. One copy shall be manually signed; the other copies may have facsimile or typed signatures.