

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940
Release No. 27673 / January 23, 2007

In the Matter of

DEUTSCHE BANK TRUST COMPANY AMERICAS
60 Wall Street
New York, New York 10005

(812-13212)

ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940

Deutsche Bank Trust Company Americas filed an application on July 7, 2005 and an amendment to the application on December 21, 2006 requesting an order under Section 6(c) of the Investment Company Act of 1940 (“Act”) for an exemption from certain requirements of Rule 3a-7(a)(4)(i) under the Act.

The order exempts issuers of asset-backed securities from certain requirements of Rule 3a-7(a)(4)(i) under the Act enabling Deutsche Bank Trust Company Americas to act as trustee to those issuers and permitting the issuers to rely on Rule 3a-7.

On December 28, 2006, a notice of the filing of the application was issued (Investment Company Act Release No. 27644). The notice gave interested persons an opportunity to request a hearing and stated that an order disposing of the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application, as amended, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

Accordingly, in the matter of Deutsche Bank Trust Company Americas (File No. 812-13212), IT IS ORDERED, under Section 6(c) of the Act, that the requested exemption from certain

requirements of Rule 3a-7(a)(4)(i) under the Act is granted, effective immediately, subject to the conditions contained in the application, as amended.

By the Commission.

Nancy M. Morris
Secretary