

UNITED STATES OF AMERICA  
BEFORE THE  
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940  
Release No. 27757/ March 21, 2007

---

In the Matter of :  
 :  
EAGLE GROWTH SHARES INVESTING PROGRAM :  
1200 North Federal Hwy. :  
Suite 424 :  
Boca Raton, FL 33432 :  
 :  
(811-2018) :  
 :

---

ORDER UNDER SECTION 8(f) OF THE INVESTMENT COMPANY ACT OF 1940  
DECLARING THAT APPLICANT HAS CEASED TO BE AN INVESTMENT COMPANY

Eagle Growth Shares Investing Program filed an application on  
October 20, 2006, and an amendment on January 26, 2007,  
requesting an order under section 8(f) of the Act declaring that  
it has ceased to be an investment company.

On February 23, 2007, a notice of filing of the application was  
issued (Investment Company Act Release No. 27739). 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  
applicant has ceased to be an investment company. Accordingly,

IT IS ORDERED, under section 8(f) of the Act, that applicant's  
registration under the Act shall forthwith cease to be in effect.

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

Florence E. Harmon  
Deputy Secretary