

Phone: 202/467-5913, FAX: 202/467-4280, e-mail:

United Way of America

Les Talley—703/836-7112, ext 438, Chris Marshall—703/683-7112, ext 491, Pat Wallace, 701 North Fairfax Street, Alexandria, VA 22314-2045, Phone: 703/836-7100, FAX: 703/683-7840, e-mail:

United Service Organizations

Kermit Ellis, Kim Hessler, Washington Navy Yard, 901 M Street, SE, Bldg. 198, Washington, DC 20374-5702, Phone: 202/610-6457, FAX: 202/610-5702, e-mail: usohq@soho.ios.com

Women's Charities of America

Cristin Clarkin Leeper, President, c/o Leeper & Leeper, 620 Woodland Avenue, El Paso, TX 79922, Phone: 915/833-5658, FAX: 915/833-2428, 85, e-mail: ccleeper@juno.com

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BILLING CODE 6325-01-M

## OFFICE OF PERSONNEL MANAGEMENT

### The National Partnership Council

**AGENCY:** Office of Personnel Management.

**ACTION:** Notice of meeting.

*Time and Date:* 2:00 p.m., November 12, 1997.

*Place:* OPM Conference Center, Room 1350, Theodore Roosevelt Building, 1900 E Street, NW., Washington, DC 20415-0001. The conference center is located on the first floor.

*Status:* This meeting will be open to the public. Seating will be available on a first-come, first-served basis. Individuals with special access needs wishing to attend should contact OPM at the number shown below to obtain appropriate accommodations.

*Matters to be Considered:* There will be a discussion of the National Partnership Council's strategic action plan for calendar year 1998.

**CONTACT PERSON FOR MORE INFORMATION:** Michael Cushing, Director, Center for Partnership and Labor-Management Relations, Office of Personnel Management, Theodore Roosevelt Building, 1900 E Street, NW., Room 7H28, Washington, DC 20415-0001, (202) 606-2930.

**SUPPLEMENTARY INFORMATION:** We invite interested persons and organizations to submit written comments. Mail or deliver your comments to Michael Cushing at the address shown above.

Office of Personnel Management.

**Janice R. Lachance,**

*Acting Director.*

[FR Doc. 97-29772 Filed 11-6-97; 2:19 pm]

BILLING CODE 6325-01-P

## SECURITIES AND EXCHANGE COMMISSION

[Rel. No. IC-22875; 812-10718]

### Evergreen Trust, et al.; Notice of Application

November 4, 1997.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of application for exemption under sections 6(c) and 17(b) of the Investment Company Act of 1940 (the "Act") from section 17(a) of the Act.

**SUMMARY OF APPLICATION:** Applicants seek an order to permit the reorganization and consolidation of certain registered open-end investment companies, and the conversion of certain common trust funds and collective investment funds into registered open-end investment companies.

**APPLICANTS:** Evergreen Trust, Evergreen Growth and Income Fund, Evergreen Foundation Trust, The Evergreen Municipal Trust, The Evergreen American Retirement Trust, Evergreen Equity Trust, Evergreen Investment Trust, The Evergreen Lexicon Fund, Evergreen Money Market Trust, Evergreen Tax Free Trust, Keystone Institutional Trust (each a "Fund" and collectively, the "Funds"); Evergreen Select Fixed Income Trust, Evergreen Select Equity Trust, Evergreen Select Money Market Trust, Evergreen Municipal Trust, Evergreen Equity Trust, Evergreen Fixed Income Trust, Evergreen International Trust, Evergreen Money Market Trust (collectively, the "Delaware Trusts"); First Union National Bank (North Carolina), and First Union National Bank (Pennsylvania) (collectively, the "Bank").

**FILING DATES:** The application was filed on September 19, 1997. Applicants have agreed to file an amendment to the application during the notice period, the substance of which is included in this notice.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving applicants with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on November 21, 1997, and should be accompanied by proof of service on the applicants, 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 SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. Applicants, Marion A. Cowell, Jr., Esq., General Counsel, First Union Corporation, One First Union Center, Charlotte, North Carolina 28288.

**FOR FURTHER INFORMATION CONTACT:** Joseph B. McDonald, Jr., Senior Counsel, at (202) 942-0533, or Mary Kay Frech, Branch Chief, at (202) 942-0564, (Division of Investment Management, Office of Investment Company Regulation.)

**SUPPLEMENTARY INFORMATION:** The following is a summary of the application. The complete application may be obtained for a fee at the SEC's Public Reference Branch, 450 Fifth Street, N.W., Washington, D.C. 20549 (tel. 202-942-8090).

### Applicants' Representations

1. Each Fund is registered under the Act as an open-end management investment company. The Funds are organized as either Massachusetts business trusts or Maryland corporations. The Delaware Trusts have been organized as Delaware business trusts to succeed to the Funds' registration statements and operations. The Delaware Trusts either have been or will be registered under the Act as open-end management investment companies.

2. First Union National Bank is a North Carolina corporation and a banking subsidiary of First Union Corporation, a publicly held bank holding company. The Capital Management Group, a division of the Bank, and two of its subsidiaries, Evergreen Asset Management Corp. and Keystone Investment Management Company, act as investment advisers to the Funds and the Delaware Trusts. Evergreen Asset Management Corp. and Keystone Investment Management Company are each registered as investment advisers under the Investment Advisers Act of 1940.

3. Applicants propose to transfer \$7 billion of assets in the Bank's various common trust funds and collective investment funds (collectively, "CTFs"): (i) to certain newly established series of Delaware Trusts; and (ii) to certain Funds prior to the Funds' reorganizing into Delaware Trusts ("CTF Conversions"). Applicants state that the CTF Conversions will be accomplished by transferring CTF assets to the Delaware Trusts or to the Funds having