

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940
Release No. 28062 / November 20, 2007

In the Matter of	:
	:
Baron Capital Funds Trust	:
767 Fifth Avenue, 49th Floor	:
New York, NY 10153	:
	:
(811-8505)	:

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

Baron Capital Funds Trust ("Applicant"), a management company registered under the Investment Company Act of 1940 ("1940 Act"), filed an application on July 12, 2007, and amendments on October 19, 2007 and October 24, 2007, under Section 8(f) of the 1940 Act, requesting an order declaring that it has ceased to be an investment company as defined by the 1940 Act.

On October 26, 2007, a notice of filing of the application was issued (Investment Company Act Release No. 28037). 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, that the Applicant has ceased to be an investment company. Accordingly,

IT IS ORDERED, pursuant to Section 8(f) of the 1940 Act, that the Applicant's registration under the Act shall immediately cease to be in effect.

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

Florence E. Harmon
Deputy Secretary