

1934 ("Act")<sup>1</sup> and Rule 12d2-2(d) thereunder,<sup>2</sup> to withdraw its common stock, \$.01 par value ("Security"), from listing and registration on the Pacific Exchange, Inc. ("PCX").

The Board of Directors ("Board") of the Issuer approved resolutions on June 30, 2005 to withdraw the Security from the PCX. The Issuer stated that the Board determined to withdraw the Security from PCX to reduce the cost and compliance efforts of maintaining the listing because: (i) Approximately 99% of the trading volume in the Security is effected on the New York Stock Exchange, Inc. ("NYSE") and only 1% is effected on PCX; and (ii) maintaining the listing on PCX involves cost and compliance efforts that are not warranted in light of the trading volume of the Security on PCX.

The Issuer stated in its application that it has complied with the applicable rules of PCX by providing PCX with the required documents governing the withdrawal of securities from listing and registration on PCX.

The Issuer's application relates solely to the withdrawal of the Security from listing on PCX and shall not affect its continued listing on NYSE or its obligation to be registered under Section 12(b) of the Act.<sup>3</sup>

Any interested person may, on or before November 21, 2005, comment on the facts bearing upon whether the application has been made in accordance with the rules of PCX, and what terms, if any, should be imposed by the Commission for the protection of investors. All comment letters may be submitted by either of the following methods:

#### *Electronic Comments*

- Send an e-mail to *rule-comments@sec.gov*. Please include the File Number 1-14335 or;

#### *Paper Comments*

- Send paper comments in triplicate to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-9303.

All submissions should refer to File Number 1-14335. This file number should be included on the subject line if e-mail is used. To help us process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/delist.shtml>). Comments are also available for public

inspection and copying in the Commission's Public Reference Room. All comments received will be posted without change; we do not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly.

The Commission, based on the information submitted to it, will issue an order granting the application after the date mentioned above, unless the Commission determines to order a hearing on the matter.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.<sup>4</sup>

**Jonathan G. Katz,**  
*Secretary.*

[FR Doc. E5-6122 Filed 11-3-05; 8:45 am]

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## **SECURITIES AND EXCHANGE COMMISSION**

### **Self-Regulatory Organizations; Notice of Application of Sunoco, Inc. To Withdraw Its Common Stock, \$1.00 par value, From Listing and Registration on the Philadelphia Stock Exchange, Inc. File No. 1-06841**

October 31, 2005.

On October 3, 2005, Sunoco, Inc., a Pennsylvania corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act"),<sup>1</sup> and Rule 12d2-2(d) thereunder,<sup>2</sup> to withdraw its common stock, \$1.00 par value ("Security"), from listing and registration on the Philadelphia Stock Exchange, Inc. ("Phlx" or "Exchange").

The Board of Directors ("Board") of the Issuer approved resolutions on September 1, 2005 to withdraw the Security from listing on the Exchange. The Issuer stated that the following reasons factored into the Board's decision to withdraw the Security from Phlx: (i) The Issuer maintains the principal listing for the Security on the New York Stock Exchange ("NYSE"); (ii) since the Sarbanes-Oxley Act of 2002, new, more stringent corporate governance rules have been adopted by various exchanges, including NYSE and Phlx; (iii) maintaining multiple listings and compliance with the rules and disclosure requirements of both NYSE and Phlx requires administrative time and internal costs; and (iv) the benefits

of continued listing on Phlx are outweighed by the administrative burden and internal cost of such listing.

The Issuer stated in its application that it has complied with the requirements of Phlx Rule 809 governing an issuer's voluntary withdrawal of a security from listing and registration by providing the required documents for withdrawal from Phlx. The Issuer's application relates solely to the withdrawal of the Security from listing on Phlx, and shall not affect its continued listing on NYSE or its obligation to be registered under Section 12(b) of the Act.<sup>3</sup>

Any interested person may, on or before November 21, 2005, comment on the facts bearing upon whether the application has been made in accordance with the rules of Phlx, and what terms, if any, should be imposed by the Commission for the protection of investors. All comment letters may be submitted by either of the following methods:

#### *Electronic Comments*

- Send an e-mail to *rule-comments@sec.gov*. Please include the File Number 1-06841 or;

#### *Paper Comments*

- Send paper comments in triplicate to Jonathan G. Katz, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-9303.

All submissions should refer to File Number 1-06841. This file number should be included on the subject line if e-mail is used. To help us process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/delist.shtml>). Comments are also available for public inspection and copying in the Commission's Public Reference Room. All comments received will be posted without change; we do not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly.

The Commission, based on the information submitted to it, will issue an order granting the application after the date mentioned above, unless the Commission determines to order a hearing on the matter.

<sup>1</sup> 15 U.S.C. 78j(d).

<sup>2</sup> 17 CFR 240.12d2-2(d).

<sup>3</sup> 15 U.S.C. 78j(b).

<sup>4</sup> 17 CFR 200.30-3(a)(1).

<sup>1</sup> 15 U.S.C. 78j(d).

<sup>2</sup> 17 CFR 240.12d2-2(d).

<sup>3</sup> 15 U.S.C. 78j(b).

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.<sup>4</sup>

**Jonathan G. Katz,**

Secretary.

[FR Doc. E5-6121 Filed 11-3-05; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-27137]

### Notice of Applications for Deregistration under Section 8(f) of the Investment Company Act of 1940

October 28, 2005.

The following is a notice of applications for deregistration under section 8(f) of the Investment Company Act of 1940 for the month of October, 2005. A copy of each application may be obtained for a fee at the SEC's Public Reference Branch (tel. 202-551-5850). An order granting each application will be issued unless the SEC orders a hearing. Interested persons may request a hearing on any application by writing to the SEC's Secretary at the address below and serving the relevant applicant 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, 2005, and should be accompanied by proof of service on the applicant, 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 Secretary, U.S. Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-9303.

**FOR FURTHER INFORMATION CONTACT:** Diane L. Titus at (202) 551-6810, SEC, Division of Investment Management, Office of Investment Company Regulation, 100 F Street, NE., Washington, DC 20549-0504.

#### Security Capital Real Estate Mutual Funds Incorporated [File No. 811-8033]

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On February 18, 2005, applicant transferred its assets to JP Morgan U.S. Real Estate Fund, a series of JP Morgan Trust II, based on net asset value. Expenses of \$850,000 incurred in connection with the reorganization were paid by applicant's investment adviser, Security Capital

Research & Management Incorporated, or its affiliates.

*Filing Date:* The application was filed on September 29, 2005.

*Applicant's Address:* 10 South Dearborn St., Suite 1400, Chicago, IL 60603.

#### Valor Investment Fund, Inc. [File No. 811-2850]

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On August 25, 2005, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$43,000 incurred in connection with the liquidation will be paid by applicant. Applicant has retained approximately \$200,000 in cash to pay expenses associated with its liquidation and dissolution. Any funds remaining after expenses and liabilities are paid will be distributed to shareholders on a pro rata basis.

*Filing Dates:* The application was filed on September 13, 2005, and amended on October 12, 2005.

*Applicant's Address:* 2290 First National Building, Detroit, MI 48226.

#### Phoenix Strategic Allocation Fund (formerly Phoenix Oakhurst Strategic Allocation Fund, Phoenix Oakhurst Strategic Allocation Fund, Inc., Phoenix Strategic Allocation Fund, Inc. and Phoenix Total Return Fund) [File No. 811-1442]

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On April 29, 2005, applicant transferred its assets to Phoenix Balanced Fund, a series of Phoenix Series Fund, based on net asset value. Expenses of \$48,597 incurred in connection with the reorganization were paid by Phoenix Investment Partners, Ltd., which is a wholly owned subsidiary of applicant's and the acquiring fund's investment adviser.

*Filing Dates:* The application was filed on September 7, 2005, and amended on October 11, 2005.

*Applicant's Address:* 101 Munson St., Greenfield, MA 01301.

#### Co-operative Bank Investment Fund d/b/a Bank Investment Fund [File No. 811-4421]

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On August 29, 2005, applicant transferred its assets to corresponding series of Asset Management Fund, based on net asset value. Expenses of \$90,000 incurred in connection with the reorganization were paid by applicant and Shay Assets

Management, Inc., the acquiring fund's investment adviser.

*Filing Dates:* The application was filed on September 1, 2005, and amended on October 6, 2005.

*Applicant's Address:* 75 Park Plaza, Boston, MA 02116.

#### Nuveen Massachusetts Dividend Advantage Municipal Fund 2 [File No. 811-21155]

#### Nuveen Virginia Dividend Advantage Municipal Fund 3 [File No. 811-21542]

#### Nuveen Connecticut Dividend Advantage Municipal Fund 4 [File No. 811-21543]

#### Nuveen Arizona Dividend Advantage Municipal Fund 4 [File No. 811-21544]

#### Nuveen California Municipal High Income Opportunity Fund [File No. 811-21545]

#### Nuveen North Carolina Dividend Advantage Municipal Fund 4 [File No. 811-21551]

*Summary:* Each applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. Applicants have never made a public offering of their securities and do not propose to make a public offering or engage in business of any kind.

*Filing Date:* The applications were filed on September 21, 2005.

*Applicants' Address:* 333 West Wacker Dr., Chicago, IL 60606.

#### BACAP Opportunity Strategy, LLC [File No. 811-21063]

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On June 29, 2005, applicant made a final liquidating distribution to its shareholders, based on net asset value. Expenses of approximately \$195,981 incurred in connection with the liquidation were paid by applicant. Applicant has retained approximately \$464,241 in cash to pay outstanding liabilities of that amount.

*Filing Dates:* The application was filed on July 11, 2005, and amended on September 29, 2005.

*Applicant's Address:* 101 South Tryon St., Charlotte, NC 28255.

#### Fairport Funds [File No. 811-8774]

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On August 12, 2005, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$11,766 incurred in connection with the liquidation were paid by applicant and

<sup>4</sup> 17 CFR 200.30-3(a)(1).