

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 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 December 26, 1995, 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 may request notification of a hearing by writing to the SEC's Secretary.

ADDRESSES: Secretary, SEC, 450 Fifth Street, N.W., Washington, D.C. 20549. Applicant, Three First National Plaza, Chicago, Illinois 60670.

FOR FURTHER INFORMATION CONTACT: Diane L. Titus, Paralegal Specialist, at (202) 942-0584, or C. David Messman, 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 from the SEC's Public Reference Branch.

Applicant's Representations

1. Applicant is an open-end non-diversified management investment company organized as a Massachusetts business trust. On March 13, 1992, applicant filed a notification of registration pursuant to section 8(a) of the Act on Form N-8A and a registration statement under the Act and the Securities Act of 1933. Applicant's registration statement has not been declared effective and applicant has not made a public offering of its shares.

2. Applicant has not issued or sold any securities. As of the date of the filing of the application, applicant has no shareholders, liabilities or assets. Applicant is not a party to any litigation or administrative proceeding.

3. Pursuant to unanimous written consent dated October 26, 1995, applicant's Board of Trustees determined that it was advisable and in the best interests of applicant to withdraw its registration statement with the SEC, cease to be registered as an investment company, and to liquidate its assets and terminate its existence as a Massachusetts business trust.

4. Applicant is not now engaged, nor does it propose to engage in any business activities other than those

necessary for the winding-up of its affairs.

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

Margaret H. McFarland,

Deputy Secretary.

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[Rel. No. IC-21558; No. 812-9722]

The Prudential Insurance Company of America, et al.

November 29, 1995.

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

ACTION: Notice of application for exemption under the Investment Company Act of 1940 ("1940 Act").

APPLICANTS: The Prudential Insurance Company of America ("Prudential"), The Prudential Variable Appreciable Account ("Separate Account"), and Pruco Securities Corporation, Inc. ("Pruco Securities").

RELEVANT 1940 ACT SECTIONS: Order requested under Section 6(c) for exemptions from Section 27(a)(3) of the 1940 Act and Rule 6e-3(T)(b)(13)(ii) thereunder.

SUMMARY OF APPLICATION: This order will permit the Separate Account to issue flexible premium survivorship variable life insurance contracts ("Contracts") in which the sales charge deducted from premiums up to one target premium paid during any year exceeds the sales charge payable on any excess premium payments made in any prior year.

FILING DATE: The application was filed on August 14, 1995.

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ADDRESSES: Secretary, Securities and Exchange Commission, 450 5th Street, N.W., Washington, D.C. 20549.

Applicants, Thomas Castano, Prudential Insurance Company of America, Prudential Plaza, Newark, New Jersey 07102.

FOR FURTHER INFORMATION CONTACT:

Pamela K. Ellis, Senior Counsel, or Wendy Finck Friedlander, Deputy Chief, at (202) 942-0670, Office of Insurance Products (Division of Investment Management).

SUPPLEMENTARY INFORMATION: The following is a summary of the application; the complete application is available for a fee from the Commission's Public Reference Branch.

Applicants' Representations

1. Prudential, a New Jersey mutual life insurance company, offers life insurance and annuities in all states, the District of Columbia, and in all United States' territories and possessions.

2. The Separate Account is a separate account established by Prudential to fund the Contracts and other variable life insurance contracts issued by Prudential. The Separate Account is registered with the Commission under the 1940 Act as an unit investment trust, and interests in the Contracts are registered with the Commission as securities under the Securities Act of 1933. The Separate Account presently is comprised of fifteen sub-accounts ("Sub-Account") each of which invests exclusively in a corresponding portfolio of the Prudential Series Fund, Inc. The Prudential Series Fund, Inc. is an open-end diversified management investment company registered under the 1940 Act. Its shares currently are sold only to separate accounts of Prudential and certain subsidiaries of Prudential that fund variable life insurance and variable annuity contracts.

3. Pruco Securities, a wholly-owned subsidiary of Prudential, is the principal underwriter for the Contracts. Pruco Securities is registered as a broker-dealer under the Securities Exchange Act of 1934.

4. The Contracts are flexible premium survivorship variable life insurance contracts. The Contracts provide life insurance coverage on two insureds with a death benefit payable when the last-surviving of the two insureds dies. The Contracts allow Contract owners to allocate premium payments among various Sub-Accounts and a fixed-rate option.

5. In addition, the Contracts offer Contract owners a choice between a fixed insurance amount or a variable insurance amount. The fixed insurance amount provides a death benefit under the Contract equal to the basic insurance amount regardless of the investment