

("Securities") from listing and registration on the New York Stock Exchange, Inc. ("NYSE" or "Exchange").

The reasons cited in the application for withdrawing the Securities from listing and registration include the following:

The Securities are listed for trading on the Luxembourg Stock Exchange and, pursuant to a Registration Statement on Form 8-A that became effective at the time of issuance, the NYSE. Trading in the Securities commenced on the Luxembourg Stock Exchange and the NYSE on December 15, 1995.

In August, 1997, the Company completed a tender offer and consent solicitation for any and all of the Securities at a premium over the price at which they were then trading. Pursuant to the consent solicitation, the Company asked the holders of the Securities to agree to substantial amendments to the Indenture under which the Securities had been issued. Among other things, the amendments removed from the Indenture covenants of the Company (i) to maintain listing of the Securities on the NYSE, and (ii) to continue to file reports with the Commission even if the Company was no longer subject to the Commission's reporting requirements. In its offering/solicitation document, the Company advised holders of the Securities that it intended to delist the Securities from the NYSE if the proposed amendments to the Indenture became operative.

As a result of the Company's tender offer, all but \$6 million of the originally issued and outstanding \$300 million in Securities were tendered by holders. These holders also consented to the proposed amendments to the Indenture. The Company has been unable to locate the holders who did not tender their Securities and consent to the proposed amendments, and the Company believes it would be impractical to locate them at the present time. Moreover, the Company believes the holders of the Securities are very small in number. In addition, the Company has represented that there is essentially no trading in, and therefore no market for, the Securities that remain outstanding.

On February 11, 1998, the NYSE advised the Company that it is the policy of the NYSE not to object to voluntary applications to delist securities such as the one filed by the Company.

The Company has stated that its application relates solely to the withdrawal from listing of the Securities on the NYSE and shall have no effect upon the continued listing of the

Securities on the Luxembourg Stock Exchange.

Any interested person may, on or before April 13, 1998, submit by letter to the Secretary of the Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549, facts bearing upon whether the application has been made in accordance with the rules of the exchange and what terms, if any, should be imposed by the Commission for the protection of investors. 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.

Jonathan G. Katz,

Secretary.

[FR Doc. 98-8157 Filed 3-27-98; 8:45 am]

BILLING CODE 8010-01-M

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Notice of Application to Withdraw From Listing and Registration; (Resorts International Hotel Financing, Inc., 11% Mortgage Notes due September 15, 2003) File No. 1-9762 and (Resorts International Hotel Financing, Inc., and Sun International Hotels Limited, Units, Each Consisting of \$1,000 Principal Amount of Resorts International Hotel Financing, Inc. 11.375% Junior Mortgage Notes Due December 15, 2004, and 0.1928 of one Ordinary Share of Sun International Hotels Limited, Par Value \$0.001 per Share) File No. 1-4226

March 23, 1998.

Resorts International Hotel Financing, Inc. ("Resorts International") and Sun International Hotels Limited ("Sun International") (collectively the "Companies") have filed a joint application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act") and Rule 12d2-2(d) promulgated thereunder, to withdraw the above specified securities ("11% Mortgage Notes" and "Units," collectively the "Securities") from listing and registration on the American Stock Exchange, Inc. ("Exchange" or "Amex").

Resorts International issued \$125 million principal amount of its 11% Mortgage Notes and \$35 million principal amount of its 11.375% Junior

Mortgage Notes due December 15, 2004 ("Junior Notes"), each under an indenture dated May 3, 1994 (collectively, the "Indentures").

Under the Indentures, the payment of principal and interest on the 11% Mortgage Notes and the Junior Notes is guaranteed by Resorts International Hotel, Inc. ("RIH").

The 11% Mortgage Notes trade independently on the Exchange and the Junior Notes trade as part of the Units, each consisting of \$1,000 principal amount of Junior Notes and 0.1928 of one Ordinary Share of Sun International, par value \$0.001 per share.

The reasons cited in the application for withdrawing the Securities from listing and registration include the following:

(a) As a result of an Offer to Purchase and Consent Solicitation made by Resorts International in February, 1997, approximately \$5.35 million in 11% Mortgage Notes and approximately 1,094 Units (consisting of \$1.09 million in Junior Notes) remained outstanding as of February 23, 1998.

(b) As of February 23, 1998, there were only 63 registered holders of the 11% Mortgage Notes and 23 registered holders of the Units.

(c) According to the Companies, the Securities are very thinly traded on the Exchange, if traded on the Exchange at all. The Companies believe it is unlikely that the Securities will become actively traded in the future.

(d) In light of the limited trading volume in the Securities on the Exchange, the costs and expenses attendant on maintaining the listings of the Securities are not justified.

(e) Subsequent to the delisting of its Securities and the filing of a Form 15, Resorts International will no longer be subject to reporting requirements under the Act because the number of holders of its Securities is limited. In addition, Resorts International has no other publicly traded debt or equity securities.

(f) The Companies are not obligated under the Indentures or any other document to maintain the listing of the Securities on the Amex or any other exchange.

(g) In its letter dated December 5, 1997, Bear, Stearns & Co. represented that it would act as a market maker for the Securities upon the delisting of the Securities from the Exchange.

The Companies have represented that they complied with Amex Rule 18 by filing with the Exchange certified copies of the resolutions adopted by their respective Boards of Directors authorizing the withdrawal of the Securities from listing and registration

on the Exchange, and by setting forth in detail to the Exchange the reasons and facts supporting the proposed withdrawal. Furthermore, at the request of the Exchange and pursuant to Amex Rule 18(2)(b), the Companies provided notice of their intent to file this application to holders of the Securities by way of letter dated January 6, 1998.

In its letter dated December 16, 1997, the Exchange informed the Companies that it would not object to the withdrawal of the Securities from listing and registration on the Exchange.

Following the filing of the Form 15 in respect of the Securities, the Companies have represented that they will undertake to provide holders of the Securities with audited annual consolidated financial statements and other relevant information pertaining to RIH. The Companies will also undertake to provide holders of the Securities with notice of any event that materially affects the rights, interests and priority of such holders or the trustees under the Indentures.

Any interested person may, on or before April 13, 1998, submit by letter to the Secretary of the Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, facts bearing upon whether the application has been made in accordance with the rules of the Exchange and what terms, if any, should be imposed by the Commission for the protection of investors. 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.

Jonathan G. Katz,
Secretary.

[FR Doc. 98-8155 Filed 3-27-98; 8:45 am]

BILLING CODE 8010-01-M

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Notice of Application to Withdraw From Listing and Registration; (The Marquee Group, Inc., Common Stock, \$.01 Par Value; Warrants) File No. 1-14594

March 23, 1998.

The Marquee Group, Inc. ("Company") has filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act") and Rule 12d2-2(d) promulgated thereunder, to

withdraw the above specified securities ("Securities") from listing and registration on the Boston Stock Exchange, Inc. ("BSE" or "Exchange").

The reasons cited in the application for withdrawing the Securities from listing and registration include the following:

The Securities also are listed for trading on the American Stock Exchange ("Amex") pursuant to a Registration Statement on Form 8-A that became effective March 11, 1997. Trading in the Securities commenced on the Amex on September 11, 1997.

The Company has complied with the rules of the BSE by filing with the Exchange a certified copy of the resolutions adopted by the Company's Board of Directors authorizing the withdrawal of its Securities from listing and registration on the BSE, and by setting forth in detail to the Exchange the reasons and facts supporting the proposed withdrawal.

In making the decision to withdraw its Securities from listing and registration on the BSE, the Company considered the costs and expenses attendant on maintaining the dual listing of its Securities on the BSE and the Amex. The Company does not see any particular advantage in maintaining the dual listing of its Securities and believes that such dual listing would fragment the market for its Securities.

By letter dated January 13, 1998, the Exchange informed the Company that it would not object to the withdrawal of the Company's Securities from listing and registration on the BSE.

The Company has represented that its application shall have no effect upon the continued listing of the Securities on the Amex. Furthermore, by reason of Section 12(b) of the Act and the rules thereunder, the Company shall continue to be obligated to file reports under Section 13 of the Act with the Commission and the Amex.

Any interested person may, on or before April 13, 1998, submit by letter to the Secretary of the Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, facts bearing upon whether the application has been made in accordance with the rules of the exchange and what terms, if any, should be imposed by the Commission for the protection of investors. 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.

Jonathan G. Katz,
Secretary.

[FR Doc. 98-8156 Filed 3-27-98; 8:45 am]

BILLING CODE 8010-01-M

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Notice of Application To Withdraw From Listing and Registration; (VSI Enterprises, Inc., Common Stock, \$.00025 Par Value) File NO. 1-10927

March 23, 1998.

VSI Enterprises, Inc. ("Company") has filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act") and Rule 12d2-2(d) promulgated thereunder, to withdraw the above specified security ("Security") from listing and registration on the Boston Stock Exchange, Inc. ("BSE" or "Exchange").

The reasons cited in the application for withdrawing the Security from listing and registration include the following:

The Security also is listed for trading on the Nasdaq SmallCap Market.

On February 17, 1998, the Board of Directors of the Company determined to withdraw the Security from listing and registration on the BSE. In making the decision to withdraw its Security from listing and registration on the BSE, the Company considered the costs and expenses attendant on maintaining the dual listing of its Security on the Nasdaq SmallCap Market and the BSE. Because a substantial portion of trading in the Security occurs on the Nasdaq SmallCap Market, the Company does not see any particular advantage in continuing the dual trading of the Security.

The Company has represented that it has complied with the rules of the BSE regarding the withdrawal of its Security from listing and registration on the BSE. By letter dated February 27, 1998, the BSE informed the Company that it would not object to the withdrawal of the Company's Security from listing and registration on the BSE.

The Company also has represented that its application shall have no effect upon the continued listing of the Security on the Nasdaq SmallCap Market. Furthermore, by reason of section 12(b) of the Act and the rules thereunder, the Company shall continue to be obligated to file reports under