

Specifically an Eligible Exchange⁵ may become a Participant in the Linkage Plan by: (i) Executing a copy of the Linkage Plan, as then in effect; (ii) providing each current Participant with a copy of such executed Linkage Plan, (iii) effecting an amendment to the Linkage Plan, as specified in Section 5(c)(ii) of the Linkage Plan; and (iv) paying the applicable new Participant fee.⁶

Section 5(c)(ii) of the Linkage Plan puts forth the process by which an Eligible Exchange may effect an amendment to the Linkage Plan. Specifically, an Eligible Exchange must: (a) execute a copy of the Linkage Plan with the only change being the addition of the new participant's name in Section 4(a) of the Linkage Plan, (b) submit the executed Linkage Plan to the Commission, (c) and pay the then current new participant fee.⁷ The Linkage Plan then provides that such an amendment will be effective at the later of either the amendment being approved by the Commission or otherwise becoming effective pursuant to Section 11A of the Act and the payment of the new Participant fee.

II. Effectiveness of the Proposed Linkage Plan Amendment

The foregoing proposed Linkage Plan amendment has become effective pursuant to Rule 11Aa3-2(c)(3)(iii)⁸ because it involves solely technical or ministerial matters. At any time within sixty days of the filing of this amendment, the Commission may summarily abrogate the amendment and require that it be refilled pursuant to paragraphs (b)(1) and (c)(2) of Rule 11Aa3-2,⁹ if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors or the maintenance of fair and orderly markets, to remove impediments to, and

perfect the mechanisms of, a national market system, or otherwise in furtherance of the purposes of the Act.

III. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed amendment is consistent with the Act. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549-0609. Comments may also be submitted electronically at the following e-mail address: *rule-comments@sec.gov*. All comment letters should refer to File No. 4-429. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, comments should be sent in hard copy or by e-mail but not by both methods. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed amendment that are filed with the Commission, and all written communications relating to the proposed amendment between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room. Copies of such filing will also be available for inspection and copying at the principal office of BSE. All submissions should refer to File No. 4-429 and should be submitted by March 15, 2004.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.¹⁰

Margaret H. McFarland,
Deputy Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-49199; File No. 4-443]

Joint Industry Plan; Notice of Filing and Immediate Effectiveness of Amendment to the OLPP to Add Boston Stock Exchange, Inc., as a Plan Sponsor

February 5, 2004.

Pursuant to section 11A(a)(3) of the Securities Exchange Act of 1934

("Act")¹ and Rule 11Aa3-2 thereunder,² notice is hereby given that on February 5, 2004, the Boston Stock Exchange, Inc. ("BSE" or "Exchange") submitted to the Securities and Exchange Commission ("Commission" or "SEC") an amendment to the Plan for the Purpose of Developing and Implementing Procedures Designed to Facilitate the Listing and Trading of Standardized Options Submitted Pursuant to section 11A(a)(3)(B) of the Securities Exchange Act of 1934 ("OLPP").³ The amendment proposes to add the BSE as a Plan Sponsor⁴ of the OLPP. The Commission is publishing this notice to solicit comments from interested persons on the proposed OLPP amendment.

I. Description and Purpose of the Amendment

The proposed amendment to the OLPP would add the BSE as a Plan Sponsor to the OLPP. Section 7 of the OLPP provides that Eligible Exchanges⁵ may be admitted as new Plan Sponsors by: (a) Executing a copy of the OLPP; (b) providing each then-current Plan Sponsor with a copy of such executed OLPP; and (c) effecting an amendment to the OLPP by submitting such executed OLPP to the Commission. To become a Plan Sponsor, an amendment to the OLPP may be effected by a new Eligible Exchange executing a copy of the OLPP, as then in effect, (with the only change being the addition of the new Plan Sponsor's name in section 9) and submitting such executed OLPP to the SEC. Such amendment will be effective when it has been approved by

¹ 15 U.S.C. 78k-1(a)(3).

² 17 CFR 240.11Aa3-2.

³ On July 6, 2001, the Commission approved the OLPP, which was proposed by the American Stock Exchange LLC ("Amex"), Chicago Board Options Exchange, Inc. ("CBOE"), International Securities Exchange LLC ("ISE"), Options Clearing Corporation ("OCC"), Philadelphia Stock Exchange, Inc. ("Phlx"), and Pacific Exchange, Inc. ("PCX"). See Securities Exchange Act Release No. 34-44521, 66 FR 36809 (July 13, 2001).

⁴ A national securities exchange may become a Plan Sponsor if it satisfies the requirements of Section 7 of the OLPP. The current Plan Sponsors are Amex, CBOE, ISE, OCC, Phlx, and PCX.

⁵ The OLPP defines an "Eligible Exchange" as a national securities exchange registered with the Commission pursuant to section 6(a) of the Act, 15 U.S.C. 78f(a), that has effective rules for the trading option contracts issued and cleared by the OCC approved in accordance with the provisions of the Act and the rules and regulations thereunder and is a party to the Plan for Reporting of Consolidated Options Last Sale Reports and Quotation Information. The Commission has granted BSE an exemption from these requirements for qualifying as an Eligible Exchange. See Letter from Robert L.D. Colby, Deputy Director, Division of Market Regulation, Commission, to George W. Mann, Jr., Executive Vice President and General Counsel, BSE, dated February 4, 2004.

⁵ The Linkage Plan defines an "Eligible Exchange" as a national securities exchange registered with the Commission pursuant to Section 6(a) of the Act, 15 U.S.C. 78f(a), that is (a) a "Participant Exchange" in the Options Clearing Corporation ("OCC") (as defined in OCC By-laws, Section VII) and (b) a party to the Options Price Reporting Authority ("OPRA") Plan (as defined in the OPRA Plan, Section 1). The Commission has granted BSE an exemption from satisfying the requirements to be a Participant Exchange in OCC and a party to OPRA to be considered an Eligible Exchange. See Letter from Robert L.D. Colby, Deputy Director, Division of Market Regulation, Commission, to George W. Mann, Jr., Executive Vice President and General Counsel, BSE, dated February 4, 2004 ("Exemption Letter").

⁶ The Commission has granted BSE a temporary exemption from the new Participant fee requirement. See Exemption Letter.

⁷ *Id.*

⁸ 17 CFR 240.11Aa3-2(c)(3)(iii).

⁹ 17 CFR 240.11Aa3-2(b)(1) and (c)(2).

¹⁰ 17 CFR 200.30-3(a)(29).

the SEC or otherwise becomes effective pursuant to section 11A of the Act and Rule 11Aa3-2. The BSE has submitted a signed copy of the OLPP to the Commission in accordance with the procedures set forth in the OLPP regarding new Plan Sponsors.

II. Effectiveness of the Proposed OLPP Amendment

The foregoing proposed OLPP amendment has become effective pursuant to Rule 11Aa3-2(c)(3)(iii)⁶ because it involves solely a technical or ministerial matter. At any time within sixty days of the filing of this amendment, the Commission may summarily abrogate the amendment and require that it be refiled pursuant to paragraphs (b)(1) and (c)(2) of Rule 11Aa3-2,⁷ if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors or the maintenance of fair and orderly markets, to remove impediments to, and perfect the mechanisms of, a national market system or otherwise in furtherance of the purposes of the Act.

III. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed amendment is consistent with the Act. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549-0609. Comments may also be submitted electronically at the following e-mail address: rule-comments@sec.gov. All comment letters should refer to File No. 4-443. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, comments should be sent in hard copy or by e-mail but not by both methods. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed amendment that are filed with the Commission, and all written communications relating to the proposed amendment between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room. Copies of such filing will also be available for inspection and copying at

the principal office of BSE. All submissions should refer to File No. 4-443 and should be submitted by March 15, 2004.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁸

Margaret H. McFarland,

Deputy Secretary.

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SECURITIES AND EXCHANGE COMMISSION

Sunshine Act Meeting

FEDERAL REGISTER CITATION OF PREVIOUS ANNOUNCEMENT: 69 FR 6007, February 9, 2004.

STATUS: Closed meeting.

PLACE: 450 Fifth Street, NW., Washington, DC.

DATE AND TIME OF PREVIOUSLY ANNOUNCED MEETING: Wednesday, February 11, 2004, at 12:30 p.m.

CHANGE IN THE MEETING: Time change.

The closed meeting scheduled for Wednesday, February 11, 2004, at 12:30 p.m. has been changed to Wednesday, February 11, 2004, at 9 a.m.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact the Office of the Secretary at (202) 942-7070.

Dated: February 10, 2004.

Jonathan G. Katz,

Secretary.

[FR Doc. 04-3191 Filed 2-10-04; 10:49 am]

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 35-27799]

Filings Under the Public Utility Holding Company Act of 1935, as Amended ("Act")

February 6, 2004.

Notice is hereby given that the following filing(s) has/have been made with the Commission under provisions of the Act and rules promulgated under the Act. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declaration(s) and any amendment(s) is/

are available for public inspection through the Commission's Branch of Public Reference.

Interested persons wishing to comment or request a hearing on the application(s) and/or declaration(s) should submit their views in writing by February 27, 2004, to the Secretary, Securities and Exchange Commission, Washington, DC 20549-0609, and serve a copy on the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in the case of an attorney at law, by certificate) should be filed with the request. Any request for hearing should identify specifically the issues of facts or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After February 27, 2004 the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

Enron Corp., et al. (70-10200)

Enron Corp. ("Enron" or "Applicant"), 1400 Smith Street, Houston, Texas 77002-7361, a public utility holding company, on its behalf and on behalf of its subsidiaries held as of the date of this notice, including Portland General Electric Company ("Portland General"), 121 Salmon Street, Portland, Oregon 97204, a public utility company (collectively, "Applicants"),¹ have filed an application-declaration ("Application") with the Commission under sections 6(a), 7, 9(a), 10, 12, 13 of the Act and rules 16, 42-46, 52-53, 54, 80-87, 90-91 under the Act.

I. Introduction

Enron is a public utility holding company within the meaning of the Act by reason of its ownership of all of the outstanding voting securities of Portland General, an Oregon electric public utility company. From 1985 through mid-2001, Enron grew from a domestic natural gas pipeline company into a large global natural gas and power company. Headquartered in Houston, Texas, Enron and its subsidiaries historically provided products and services related to natural gas, electricity, and communications to wholesale and retail customers. As of December 2001, the Enron companies employed approximately 32,000 individuals worldwide. The Enron companies were principally engaged in (a) The marketing of natural gas, electricity and other commodities, and

⁶ 17 CFR 240.11Aa3-2(c)(3)(iii).

⁷ 17 CFR 240.11Aa3-2(b)(1) and (c)(2).

⁸ 17 CFR 200.30-3(a)(29).

¹ Applicants include both debtor and non-debtor subsidiaries of Enron.