

# SECURITIES AND EXCHANGE COMMISSION

## FORM 24F-2NT

Registration of securities by certain investment companies. Declaration of election Rule 24f-2 notice.

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### FILER

#### VANGUARD CALIFORNIA TAX FREE FUND

CIK: **783401** | State of Incorporation: **NY** | Fiscal Year End: **1130**  
Type: **24F-2NT** | Act: **33** | File No.: **033-01569** | Film No.: **94502765**

Business Address  
1300 MORRIS DR  
PO BOX 2600  
VALLEY FORGE PA 19482  
2156691000

January 26, 1994

Securities & Exchange Commission  
450 5th Street, N.W.  
Washington, D.C. 20549

Re: Rule 24f-2 Notice for Vanguard California Tax-Free Fund  
File No. 33-1569

Gentlemen:

Pursuant to Rule 24f-2 under the Investment Company Act of 1940, Vanguard California Tax-Free Fund (the "Fund") hereby files its Rule 24f-2 Notice for the fiscal year ended November 30, 1993. A wire transfer in the amount of \$124,584.04, in payment of the registration fee, has been sent to the lockbox at Mellon Bank in Pittsburgh for deposit to the Securities & Exchange Commission's account number 910-8739.

1. At the beginning of the fiscal year, the Fund had the following securities registered under the Securities Act of 1933 other than pursuant to Rule 24f-2, but which remained unsold:

Name of Securities - - - - -	Number of Shares - - - - -	Aggregate Offering Price of Shares on which Registration Fee was Paid - - - - -
Shares of Beneficial Interest (No Par Value)		
Insured Long-Term Portfolio	None	None
Money Market Portfolio	None	None

2. During the fiscal year the Fund had registered the following securities other than pursuant to Rule 24f-2:

Name of Securities - - - - -	Number of Shares - - - - -	Aggregate Offering Price of Shares on which Registration Fee was Paid - - - - -
Shares of Beneficial Interest (No Par Value)		
Insured Long-Term Portfolio	None	None
Money Market Portfolio	None	None

3. The number and the aggregate sales price of the Fund sold during the fiscal

year was as follows:

Name of Securities - - - - -	Number of Shares - - - - -	Aggregate Sales Price - - - - -
Shares of Beneficial Interest (No Par Value)		
Insured Long-Term Portfolio	40,202,701	\$ 449,135,419
Money Market Portfolio	1,091,301,340	1,091,301,340
	- - - - -	- - - - -
Totals	1,131,504,041	\$1,540,436,759

4. The number and the aggregate sales price of the Fund sold during the fiscal year in reliance pursuant to Rule 24f-2 was as follows:

Name of Securities - - - - -	Number of Shares - - - - -	Aggregate Sales Price - - - - -
Shares of Beneficial Interest (No Par Value)		
Insured Long-Term Portfolio	40,202,701	\$ 449,135,419
Money Market Portfolio	1,091,301,340	1,091,301,340
	- - - - -	- - - - -
Totals	1,131,504,041	\$1,540,436,759

Enclosed is an opinion of counsel (Exhibit B) indicating that the securities sold in reliance upon Rule 24f-2 were legally issued, fully paid and non-assessable.

Very truly yours,

BY: Raymond J. Klapinsky  
Secretary

EXHIBIT A  
 FOOTNOTE TO RULE 24F-2 NOTICE OF  
 VANGUARD CALIFORNIA TAX-FREE FUND

The calculation of the registration fee pursuant to subsection (c) of Rule 24f-2 is set forth below. The Fund did not apply any redemptions or repurchases which took place during the fiscal year to the registration of any securities pursuant to Section 24(e) of the Investment Company Act.

<TABLE>  
 <CAPTION>

	(a) Aggregate Sales Price of Securities Sold in Reliance upon Rule 24f-2 -----	(b) Aggregate Price of Securities Redeemed or Repurchased During Fiscal Year -----	(c) Aggregate Sales Price on which fee will be based (a) minus (b) -----	(d) Fee Payable pursuant to Section 6(b) of 1933 Act -----
<S>	<C>	<C>	<C>	<C>
Shares of Beneficial Interest (No Par Value)				
Insured Long-Term Portfolio	\$ 449,135,419	\$ 290,010,262	--	--
Money Market Portfolio	1,091,301,340	889,135,291	--	--
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Totals	\$1,540,436,759	\$1,179,145,553	\$361,291,206	\$124,584.04

</TABLE>

EXHIBIT B

January 26, 1994

Vanguard California Tax-Free Fund  
1300 Morris Drive  
Valley Forge, PA 19482

Gentlemen:

Vanguard California Tax-Free Fund is a business trust established under Pennsylvania law under a Declaration of Trust dated January 15, 1986. I have acted as Counsel to the Fund since its initial registration as an open-end management investment company under the Investment Company Act of 1940 ("1940 Act"), as amended. It is in my capacity as Counsel to the Fund that I am furnishing you this opinion.

I have examined the Fund's: (1) Declaration of Trust and amendments thereof; (2) minutes of the meetings of shareholders and Trustees; (3) Notification of Registration on Form N-8A under the 1940 Act; (4) Registration on Form N-1A under the Securities Act of 1933 ("1933 Act") and 1940 Act and all amendments thereto; and (5) all other relevant documents and records, as well as the procedures and requirements relative to the issuance and sale of the Fund's shares of beneficial interest ("shares").

Under Article V, Section 5.1 of the Declaration of Trust, as amended to date, the Fund is legally authorized to issue an unlimited number of shares, without any par value, from one or more series ("Portfolios") of shares. Currently the Fund is offering shares of two Portfolios. On November 30, 1993, (the end of the Fund's fiscal year), the Fund had issued and outstanding 95,063,271 shares of its Insured Long-Term Portfolio and 1,005,765,373 shares of its Money Market Portfolio.

My examination also disclosed the following information:

1. On December 1, 1992 (the beginning of the Fund's fiscal year), the Fund did not have any shares registered under the 1933 Act other than pursuant to Rule 24f-2 of the 1940 Act, but which remained unsold on that date.
2. During the fiscal year ended November 30, 1993, the Fund did not have any shares registered under the 1933 Act other than pursuant to Rule 24f-2.
3. During the fiscal year ended November 30, 1993, the Fund sold the following shares in reliance upon registration pursuant to Rule 24f-2 of the 1940 Act:

Name of Securities - - - - -	Number of Shares - - - - -	Aggregate Sales Price - - - - -
Shares of Beneficial		

Interest (No Par Value)		
Insured Long-Term Portfolio	40,202,701	\$ 449,135,419
Money Market Portfolio	1,091,301,340	1,091,301,340
	-----	-----
Total	1,131,504,041	\$1,540,436,759

You have instructed me to file, on behalf of the Fund, a Notice pursuant to Rule 24f-2 of the 1940 Act, for the purpose of registering, under the 1933 Act, the shares set forth above which were sold by the Fund during the fiscal year in reliance upon Rule 24f-2 of the 1940 Act.

Based upon the foregoing information and my examination, it is my opinion that:

1. The Fund is a validly organized and subsisting trust of the Commonwealth of Pennsylvania authorized to issue an unlimited number of shares, without par value, from one or more separate series ("Portfolios") of shares;
2. The proposed registration of the combined total of 1,131,504,041 shares of the Fund in reliance upon Rule 24f-2 of the 1940 Act is proper;
3. Such shares, which were issued for consideration deemed by the Trustees to be consistent with the Declaration of Trust, are legally authorized and issued, fully paid, and non-assessable; and
4. The holders of such shares have all the rights provided with respect to such holdings by the Declaration of Trust, as amended, and the laws of the Commonwealth of Pennsylvania.

I hereby consent to the use of this opinion as an Exhibit to the Rule 24f-2 Notice filed on behalf of the Fund, covering the registration of such shares under the 1933 Act, and the applications and registration statements, and amendments thereto, filed in accordance with the securities laws of the states in which shares of the Fund are offered. I further consent to reference in the Prospectus of the Fund to the fact that this opinion concerning the legality of the issue has been rendered by me.

Very truly yours,

BY: Raymond J. Klapinsky  
Counsel