

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

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

Filing Date: **1996-12-30** | Period of Report: **1996-10-31**
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FILER

INVESTMENT SERIES FUNDS INC

CIK: **889388** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **24F-2NT** | Act: **33** | File No.: **033-48847** | Film No.: **96688128**

Business Address
*FEDERATED INVESTORS
TOWER
PITTSBURGH PA 15222-3779
4122881401*

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 24F-2
ANNUAL NOTICE OF SECURITIES SOLD
PURSUANT TO RULE 24F-2

Read instructions at end of Form before preparing Form.
Please print or type.

1. Name and address of issuer:
Investment Series Funds, Inc.
Federated Investors
Federated Investors Tower
Pittsburgh, Pennsylvania 15222-3779
2. Name of each series or class of funds for which this notice is filed:
Federated Bond Fund, Inc.
3. Investment Company Act File Number:
811-07021
Securities Act File Number:
33-48847
4. Last day of fiscal year for which this notice is filed:
October 31, 1996
5. Check box if this notice is being filed more than 180 days after the close of the issuer's fiscal year for purposes of reporting securities sold after the close of the fiscal year but before termination of the issuer's 24f-2 declaration:
6. Date of termination of issuer's declaration under rule 24f-2(a)(1), if applicable:
7. Number and amount of securities of the same class or series which had been registered under the Securities Act of 1933 other than pursuant to rule 24f-2 in a prior fiscal year, but which remained unsold at the beginning of the fiscal year:
0:\$0

8. Number and amount of securities registered during the fiscal year other than pursuant to rule 24f-2: 0:\$0
9. Number and aggregate sale price of securities sold during the fiscal year (includes DRIP shares):
31,123,933; \$305,295,887
10. Number and aggregate sale price of securities sold during the fiscal year in reliance upon registration pursuant to rule 24f-2:
31,123,933; \$305,295,887
11. Number and aggregate sale price of securities issued during the fiscal year in connection with dividend reinvestment plans, if applicable:
12. Calculation of registration fees:
- (i) Aggregate sale price of securities sold during the fiscal year in reliance on rule 24f-2 (from Item 10): \$ 305,295,887
 - (ii) Aggregate price of shares issued in connection with dividend reimbursement plans (from Item 11, if applicable) +
 - (iii) Aggregate price of shares redeemed or repurchased during the fiscal year (if applicable) - 81,441,611
 - (iv) Aggregate price of shares redeemed or repurchased and previously applied as a reduction to filing fees pursuant to rule 24e-2 (if applicable) + 0
 - (v) Net aggregate price of securities sold and issued during the fiscal year in reliance on rule 24f-2 [line (i), plus line (ii), less line (iii), plus line (iv)] (if

applicable): \$ 223,854,276
(vi) Multiplier prescribed by Section 6(b) of the Securities

Act of 1933 or other applicable law or regulation
(see Instruction C.6): x
1/3300

(vii) Fee due [line
(i) or line (v) multiplied by line (vi)]: \$
67,835

Instruction: Issuers
should complete lines (ii), (iii), (iv), and (v)
only if the form is being filed within 60 days
after the close of the issuer's fiscal year. See
Instruction C.3.

13. Check box if fees are being remitted to the
Commission's lockbox depository as described in section
3a of the Commission's Rules of Informal and Other
Procedures
(17 CFR 202.3a).

[]

Date of mailing or wire transfer of filing fees to the
Commission's lockbox depository:

December 16, 1996

SIGNATURES

This report has been signed below by the following persons
on behalf of the issuer and in the capacities and on the
dates indicated.

By (Signature and Title)* /s/ S. Elliott Cohan

S. Elliott Cohan
Assistant Secretary

Date: December 30, 1996

* Please print the name and title of the signing officer
below the signature.

FEDERATED ADMINISTRATIVE
SERVICES

FEDERATED INVESTORS TOWER
PITTSBURGH, PA 15222-3779
412-288-1900

December 30, 1996

Investment Series Funds, Inc.
Federated Investors Tower
Pittsburgh, PA 15222-3779

Gentlemen:

You have requested my opinion for use in conjunction with a Rule 24f-2 Notice for Investment Series Funds, Inc. ('Corporation') to be filed in respect of shares of the Corporation ('Shares') sold for the fiscal year ended October 31, 1996, pursuant to the Corporation's registration statement filed with the Securities and Exchange Commission ('SEC') under the Securities Act of 1933 (File No. 33-48847) ('Registration Statement').

In its Registration Statement, the Corporation elected to register an indefinite number of shares pursuant to the provisions of Investment Company Act Rule 24f-2.

As counsel I have participated in the preparation and filing of the Corporation's amended Registration Statement under the Securities Act of 1933. Further, I have examined and am familiar with the provisions of the Articles of Incorporation dated May 20, 1992, the Bylaws of the Corporation and such other documents and records deemed relevant. I have also reviewed questions of law and consulted with counsel thereon as deemed necessary or appropriate by me for the purposes of this opinion.

On the basis of the foregoing, it is my opinion the Shares sold for the fiscal year ended October 31, 1996, registration of which the Rule 24f-2 Notice makes definite in number, were legally issued, fully paid and non-assessable by the Corporation.

I hereby consent to the filing of this opinion as an exhibit to the Rule 24f-2 Notice referred to above, the Registration Statement of the Corporation and to any application or registration statement filed under the securities laws of any of the States of the United States.

The foregoing opinion is limited to the Federal laws of the United States and the laws of the State of Maryland, and I am expressing no opinion as to the

effect of the laws of any other jurisdiction.

Very truly yours,

/s/ S. Elliott Cohan
S. Elliott Cohan
Fund Attorney