

SECURITIES AND EXCHANGE COMMISSION

FORM 497J

Certification of no change in definitive materials under paragraph (j) of Securities Act Rule 497

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PRUDENTIAL INSTITUTIONAL FUND

CIK: **887991** | State of Incorpor.: **DE** | Fiscal Year End: **0930**
Type: **497J** | Act: **33** | File No.: **033-48066** | Film No.: **94502169**

Mailing Address
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Business Address
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751 BROAD ST
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January 20, 1994

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: The Prudential Institutional Fund
(File No. 33-48066)

Ladies and Gentlemen:

Pursuant to subparagraph (j) of Rule 497 under the Securities Act of 1933 (the "1933 Act"), the Fund hereby certifies (i) that its Prospectus and Statement of Additional Information that would have been filed pursuant to Rule 497(c) would not have differed from the Prospectus and Statement of Additional Information contained in Post-Effective Amendment No. 3 and (ii) that the text of Post-Effective Amendment No. 3 was filed electronically on January 19, 1994.

The Prudential Institutional Fund

By: _____

Domenick Pugliese
Assistant Secretary

DP/jng

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