

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

PREFERRED GROUP OF MUTUAL FUNDS

CIK: 885414 | State of Incorporation: MA | Fiscal Year End: 0630
Type: 24F-2NT | Act: 33 | File No.: 033-46479 | Film No.: 99709737

Mailing Address
411 HAMILTON BLVD.
SUITE 1200
PEORIA IL 61602

Business Address
411 HAMILTON BLVD.
SUITE 1200
PEORIA IL 61602
800-662-4769

ANNUAL NOTICE OF SECURITIES SOLD PURSUANT TO RULE 24F-2
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0456
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hours per response.....1

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

Read instructions at end of Form before preparing Form.

1. Name and address of issuer: THE PREFERRED GROUP OF MUTUAL FUNDS
411 HAMILTON BOULEVARD, SUITE 1200
PEORIA, ILLINOIS 61602

2. The name of each series or class of securities for which the Form is
filed (If the form is being filed for all series and classes of
securities of the issuer, check the box but do not list series or
classes):

[x]

3. Investment Company Act File Number: 811-06602
Securities Act File Number: 33-46479

4. (a). Last day of fiscal year for which this Form is filed:
June 30, 1999

4. (b). [] Check box if this Form is being files late (i.e., more than
90 calendar days after the end of the Issuer's fiscal year).

(See Instruction A.2)

Note: If the Form is being filed late, interest must be paid on the
registration fee due.

4. (c). Check box if this is the last time the Issuer will be filing this Form.

-1-

5. Calculation of registration fee:

(i) Aggregate sale price of securities sold during the fiscal year in reliance on rule 24f-2: \$2,798,297,430

(ii) Aggregate price of securities redeemed or repurchased during the fiscal year: \$2,458,344,721

(iii) Aggregate price of securities redeemed or repurchased during any prior fiscal year ending no earlier than October 11, 1995 that were not previously used to reduce registration fees payable to the Commission: \$ -0-

(iv) Total available redemption credits [add items 5(ii) and 5(iii)]: \$2,458,344,721

(v) Net sales - if item 5(i) is greater than item 5(iv) [subtract item 5(iv) from item 5(i)]: \$ 339,952,709

(vi) Redemption credits available for use in future years - if item 5(i) is less than item 5(iv) [subtract item 5(iv) from item 5(i)]: \$ (-)

(vii) Multiplier for determining registration fee (See instruction C.9): x.000278

(viii) Registration fee due [multiply item 5(v) by

item 5(vii)] enter "0" if no fee is due): \$ 94,506.85

6. Prepaid Shares
If the response to item 5(i) was determined by deducting an amount of securities that were registered under the Securities and Exchange Act of 1933 pursuant to rule 24e-2 as in effect before October 11, 1997, the report the amount of securities (number of shares or other units) deducted here:_____. If there is a number of shares or other units that were registered pursuant to rule 24e-2 remaining unsold at the end of the fiscal year for which this form is filed that are available for use by the issuer in future fiscal years, then state the number here:_____.

7. Interest due - if this form is being filed more than 90 days after the end of the issuer's fiscal year (see instruction D):
+\$ -

8. Total of the amount of the registration fee due plus any interest due [line 5(iii) plus line 7]:
\$ 94,506.85
=====

9. Date the registratrion fee and any interest payment was sent to the Commission's lockbox depository:

Method of Delivery:
[x] Wire Transfer
[] Mail or other means

-2-

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/ Fred L. Kaufman
FRED L. KAUFMAN, VICE PRESIDENT AND TREASURER

Date September 16, 1999

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

-3-