

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

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

Filing Date: **1994-03-17** | Period of Report: **1994-02-28**
SEC Accession No. **0000350184-94-000001**

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FILER

WITTER DEAN NATURAL RESOURCE DEVELOPMENT SECURITIES INC

CIK: **350184** | IRS No.: **133054237** | State of Incorporation: **MD** | Fiscal Year End: **0228**
Type: **24F-2NT** | Act: **33** | File No.: **002-70421** | Film No.: **94516591**

Mailing Address	Business Address
TWO WORLD TRADE CENTER NEW YORK NY 10048	TWO WORLD TRADE CENTER NEW YORK NY 10048 2123922550

RULE 24f-2 NOTICE

For

Dean Witter Natural Resource Development Securities Inc.

(File No. 811-3129)

Fiscal Year for Which Notice is filed 02/28/94

Unsold balance at beginning of fiscal year
of shares of beneficial interest previously
registered under Securities Act of 1933

Number of shares registered during fiscal
year

Number of shares sold during fiscal year 6,076,973
pursuant to indefinite registration

*Calculation of filing fee:

(1) Sale price of shares sold during fiscal year pursuant to indefinite registration	\$72,864,840.00
(2) Purchase price of shares redeemed during fiscal year	\$65,899,735.00
(3) Purchase price of shares previously applied pursuant to Section 24e-2(a)	0
(4) Item (2) less item (3)	\$65,899,735.00
(5) Item (1) less item (4)	\$ 6,965,105.00
(6) Amount of filing fee	\$ 2,401.79

By /s/ Sheldon Curtis
Sheldon Curtis
Vice President and General Counsel

Dated: March 17, 1994

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DEAN WITTER INTERCAPITAL INC.
Two World Trade Center
New York, New York 10048

March 17, 1994

Dean Witter Natural Resource Development Securities Inc.
Two World Trade Center
72nd Floor
New York, NY 10048

Dear Sirs:

In connection with the public offering of common shares, \$.01 par value, of Dean Witter Natural Resource Development Securities Inc. ("the Fund"), I have examined such corporate records and documents and have made such further investigation and examination as I have deemed necessary for the purpose of this opinion.

It is my opinion, as Legal Counsel for the Fund, that the Fund is a corporation duly organized and validly existing under the laws of the State of Maryland and that the common shares covered by the Rule 24f-2 Notice, dated March 17, 1994 (File No. 2-70421 and 811-3129), were issued and paid for in accordance with the terms of the offering, as set forth in the prospectus filed as part of the Registration Statement, as amended, of the Fund and were legally issued, fully paid and non-assessable by the Fund.

I hereby consent to the filing of this opinion as an exhibit to the Notice pursuant to Rule 24f-2. In giving this consent, I do not thereby admit that I am within the category of persons whose consent is required under Section 7 of the Securities Act of 1933, as amended, or the rules and requisitions of the Securities and Exchange Commission thereunder.

Very truly yours,

/s/ Sheldon Curtis
Sheldon Curtis
General Counsel

