

# SECURITIES AND EXCHANGE COMMISSION

## FORM 485BPOS

Post-effective amendments [Rule 485(b)]

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### FILER

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**DEFINED ASSET FUNDS CORPORATE INCOME FD MON  
PYMT SER 206**

CIK: **758117** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **485BPOS** | Act: **33** | File No.: **002-94668** | Film No.: **94514272**

Mailing Address  
*C/O DAVIS POLK &  
WARDWELL  
450 LEXINGTON AVE  
NEW YORK NY 10017*

Business Address  
*C/O MERRILL LYNCH PIERCE  
FENNER & SMITH  
ONE LIBERTY PLZ 21ST FL  
165 BROADWAY  
NEW YORK NY 10080*

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 5  
TO  
FORM S-6

FOR REGISTRATION UNDER THE SECURITIES ACT  
OF 1933 OF SECURITIES OF UNIT INVESTMENT  
TRUSTS REGISTERED ON FORM N-8B-2

A. EXACT NAME OF TRUST:

DEFINED ASSET FUNDS--  
CORPORATE INCOME FUND  
MONTHLY PAYMENT SERIES--206  
(A UNIT INVESTMENT TRUST)

B. NAMES OF DEPOSITORS:

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED  
SMITH BARNEY SHEARSON INC.  
PAINWEBBER INCORPORATED  
PRUDENTIAL SECURITIES INCORPORATED  
DEAN WITTER REYNOLDS INC.

C. COMPLETE ADDRESSES OF DEPOSITORS' PRINCIPAL EXECUTIVE OFFICES:

MERRILL LYNCH, PIERCE,  
FENNER & SMITH  
INCORPORATED  
UNIT INVESTMENT TRUSTS  
POST OFFICE BOX 9051  
PRINCETON, N.J.  
08543-9051

SMITH BARNEY SHEARSON  
INC.  
TWO WORLD TRADE

CENTER--101ST FLOOR  
NEW YORK, N.Y. 10048

PAINWEBBER INCORPORATED 1285 AVENUE OF THE AMERICAS NEW YORK, N.Y. 10019	PRUDENTIAL SECURITIES INCORPORATED ONE SEAPORT PLAZA 199 WATER STREET NEW YORK, N.Y. 10292	DEAN WITTER REYNOLDS INC. TWO WORLD TRADE CENTER--69TH FLOOR NEW YORK, N.Y. 10048
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D. NAMES AND COMPLETE ADDRESSES OF AGENTS FOR SERVICE:

TERESA KONCICK, ESQ. P.O. BOX 9051 PRINCETON, N.J. 08543-9051	THOMAS D. HARMAN, ESQ. 388 GREENWICH ST. NEW YORK, N.Y. 10013	ROBERT E. HOLLEY 1200 HARBOR BLVD. WEEHAWKEN, N.J. 07087
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LEE B. SPENCER, JR. ONE SEAPORT PLAZA 199 WATER STREET NEW YORK, N.Y. 10292	PHILIP BECKER 130 LIBERTY STREET--29TH FLOOR NEW YORK, N.Y. 10006	COPIES TO: PIERRE DE SAINT PHALLE, ESQ. 450 LEXINGTON AVENUE NEW YORK, N.Y. 10017
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The issuer hereby revokes its registration of an indefinite number of Units under the Securities Act of 1933 pursuant to Rule 24f-2.

Check box if it is proposed that this filing will become effective immediately upon filing pursuant to paragraph (b) of Rule 485. R

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DEFINED ASSET FUNDS--  
CORPORATE INCOME FUND  
CONTENTS OF REGISTRATION STATEMENT

This Post-Effective Amendment to the Registration Statement on Form S-6 comprises the following papers and documents:

The facing sheet of Form S-6.

The cross-reference sheet (incorporated by reference to the Cross-Reference Sheet to Post-Effective Amendment No. 5 to the Registration Statement on Form S-6 of The Corporate Income Fund, Eighty-First Monthly Payment Series, 1933 Act File No. 2-63010).

The Signatures.

DEFINED ASSET FUNDS--  
CORPORATE INCOME FUND  
MONTHLY PAYMENT SERIES--206

SIGNATURES

PURSUANT TO THE REQUIREMENTS OF THE SECURITIES ACT OF 1933, THE REGISTRANT, DEFINED ASSET FUNDS--CORPORATE INCOME FUND, MONTHLY PAYMENT SERIES--206 (A UNIT INVESTMENT TRUST), CERTIFIES THAT IT MEETS ALL OF THE REQUIREMENTS FOR EFFECTIVENESS OF THIS REGISTRATION STATEMENT PURSUANT TO RULE 485(B) UNDER THE SECURITIES ACT OF 1933 AND HAS DULY CAUSED THIS REGISTRATION STATEMENT OR AMENDMENT TO THE REGISTRATION STATEMENT TO BE SIGNED ON ITS BEHALF BY THE UNDERSIGNED THEREUNTO DULY AUTHORIZED IN THE CITY OF NEW YORK AND STATE OF NEW YORK ON THE 2ND DAY OF MARCH, 1994.

SIGNATURES APPEAR ON PAGES R-3, R-4, R-5, R-6 AND R-7.

A majority of the members of the Board of Directors of Merrill Lynch, Pierce, Fenner & Smith Incorporated has signed this Registration Statement or Amendment to the Registration Statement pursuant to Powers of Attorney authorizing the person signing this Registration Statement or Amendment to the Registration Statement to do so on behalf of such members.

A majority of the members of the Board of Directors of Smith Barney Shearson Inc. has signed this Registration Statement or Amendment to the Registration Statement pursuant to Powers of Attorney authorizing the person signing this Registration Statement or Amendment to the Registration Statement to do so on behalf of such members.

A majority of the members of the Executive Committee of the Board of Directors of PaineWebber Incorporated has signed this Registration Statement or Amendment to the Registration Statement pursuant to Powers of Attorney authorizing the person signing this Registration Statement or Amendment to the Registration Statement to do so on behalf of such members.

A majority of the members of the Board of Directors of Prudential Securities Incorporated has signed this Registration Statement or Amendment to the Registration Statement pursuant to Powers of Attorney authorizing the person signing this Registration Statement or Amendment to the Registration Statement to do so on behalf of such members.

A majority of the members of the Board of Directors of Dean Witter Reynolds Inc. has signed this Registration Statement or Amendment to the Registration Statement pursuant to Powers of Attorney authorizing the person signing this Registration Statement or Amendment to the Registration Statement to do so on behalf of such members.

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MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED  
DEPOSITOR

By the following persons, who constitute a majority of  
the Board of Directors of Merrill Lynch, Pierce,  
Fenner & Smith Incorporated:

Powers of Attorney  
have been filed  
under  
Form SE and the  
following 1933 Act  
File  
Number: 33-43466

HERBERT M. ALLISON, JR.  
BARRY S. FREIDBERG  
EDWARD L. GOLDBERG  
STEPHEN L. HAMMERMAN  
JEROME P. KENNEY  
DAVID H. KAMANSKY  
DANIEL T. NAPOLI  
THOMAS H. PATRICK  
JOHN L. STEFFENS  
DANIEL P. TULLY  
ROGER M. VASEY  
ARTHUR H. ZEIKEL

By ERNEST V. FABIO

(As authorized signatory for Merrill Lynch, Pierce,  
Fenner & Smith Incorporated and  
Attorney-in-fact for the persons listed above)

R-3

PRUDENTIAL SECURITIES INCORPORATED  
DEPOSITOR

By the following persons, who constitute a majority of  
the Board of Directors of  
Prudential Securities Incorporated:

Powers of Attorney  
have been filed  
under Form SE and  
the following 1933  
Act File Number:  
33-41631

JAMES T. GAHAN  
ALAN D. HOGAN  
HOWARD A. KNIGHT  
GEORGE A. MURRAY  
LELAND B. PATON  
HARDWICK SIMMONS

By RICHARD R. HOFFMANN

(As authorized signatory for Prudential Securities  
Incorporated and Attorney-in-fact for the persons listed above)

R-4

SMITH BARNEY SHEARSON INC.  
DEPOSITOR

By the following persons, who constitute a majority of the Executive Committee of the Board of Directors of Smith Barney Shearson Inc.:

Powers of Attorney have been filed under Form SE and the following 1933 Act File Number: 33-49753

RONALD A. ARTINIAN  
STEVEN D. BLACK  
JAMES DIMON  
ROBERT DRUSKIN  
TONI ELLIOTT  
LEWIS GLUCKSMAN  
THOMAS GUBA  
JOHN B. HOFFMAN  
A. RICHARD JANIAK, JR.  
ROBERT Q. JONES  
JEFFREY LANE  
JACK H. LEHMAN III  
JOEL N. LEVY  
HOWARD D. MARSH  
WILLIAM J. MILLS II  
JOHN C. MORRIS  
A. GEORGE SAKS  
BRUCE D. SARGENT  
MELVIN B. TAUB  
JACQUES S. THERIOT  
STEPHEN J. TREADWAY  
PAUL UNDERWOOD

By GINA LEMON  
(As authorized signatory for  
Smith Barney Shearson Inc. and  
Attorney-in-fact for the persons listed above)

R-5

DEAN WITTER REYNOLDS INC.  
DEPOSITOR

By the following persons, who constitute a majority of the Board of Directors of Dean Witter Reynolds Inc.:

Powers of Attorney have been filed under Form SE and the following 1933 Act File Number: 33-17085

NANCY DONOVAN  
CHARLES A. FIUMEFREDDO  
JAMES F. HIGGINS  
STEPHEN R. MILLER  
PHILIP J. PURCELL  
THOMAS C. SCHNEIDER  
WILLIAM B. SMITH

By MICHAEL D. BROWNE

(As authorized signatory for Dean Witter Reynolds Inc.  
and Attorney-in-fact for the persons listed above)

R-6

PAINWEBBER INCORPORATED  
DEPOSITOR

By the following persons, who constitute a majority of  
the Executive Committee of the Board of Directors of  
PaineWebber Incorporated:

Powers of Attorney  
have been filed  
under  
Form SE and the  
following 1933 Act  
File  
Number: 33-28452

JOHN A. BULT  
PAUL B. GUENTHER  
DONALD B. MARRON  
RONALD M. SCHWARTZ  
JAMES C. TREADWAY

By LINDA M. BUCKLEY

(As authorized signatory for PaineWebber Incorporated  
and Attorney-in-fact for the persons listed above)

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