

SECURITIES AND EXCHANGE COMMISSION

FORM NSAR-B

Annual report for management companies filed on Form N-SAR

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FILER

MONEY MARKET PORTFOLIOS

CIK: **890089** | Fiscal Year End: **1231**
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Business Address
777 MARINERS ISLAND BLVD
SAN MATEO CA 94404
4153782000

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SIGNATURE KENNETH V. DOMINGUES
TITLE VP, TREAS, CFO & CAO

REPORT OF INDEPENDENT ACCOUNTANTS

To the Shareholders and Board of Trustees
of the Money Market Portfolios:

In planning and performing our audit of the financial statements and financial highlights of the funds comprising the Money Market Portfolios for the year ended June 30, 1994, we considered its internal control structure, including procedures for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and financial highlights and to comply with the requirements of Form N-SAR, not to provide assurance on the internal control structure.

The management of the Money Market Portfolios is responsible for establishing and maintaining an internal control structure. In fulfilling this responsibility, estimates and judgements by management are required to assess the expected benefits and related costs of internal control structure policies and procedures. Two of the objectives of an internal control structure are to provide management with reasonable, but not absolute, assurance that assets are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles.

Because of inherent limitations in any internal control structure, errors or irregularities may occur and not be detected. Also, projection of any evaluation of the structure to future periods is subject to the risk that it may become inadequate because of changes in conditions or that the effectiveness of the design and operation may deteriorate.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements and financial highlights being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure, including procedures for safeguarding securities, that we consider to be material weaknesses,

as defined above, as of June 30, 1994.

This report is intended solely for the information and use of management of the Money Market Portfolios and the Securities and Exchange Commission.

S\COOPERS & LYBRAND

Coopers & Lybrand L.L.P.
San Francisco, California
August 3, 1994

NSAR\TMMP-77Q.DOC

August 3, 1994

NAME OF REGISTRANT: The Money Market Portfolios
File No. 811-7038

EXHIBIT ITEM No. 77Q1(a): Copies of any material amendments
to the registrant's charter or by-laws.

At a meeting of the Board of Trustees of the registrant on April 19, 1994, the Board approved the following preamble and resolutions:

WHEREAS, the Board of Trustees has determined that it is advisable and in the best interests of the shareholders of the Trust to revise the Trust's By-Laws to specifically provide for the use of proxies which are communicated by an electronic, telephonic, computerized or telecommunications method;

NOW THEREFORE, BE IT RESOLVED, that Section 10 of Article II is hereby resolved to read as follows:

"Section 10. PROXIES. Every person entitled to vote for Trustees or on any other matter shall have the right to do so either in person or by one or more agents. Except as otherwise provided in the Agreement and Declaration of Trust or these By-Laws, matters relating to the giving, voting or validity of proxies will be governed by the Delaware General Corporation Law relating to proxies, and Delaware judicial interpretations thereunder, as if the Trust were a Delaware corporation and Shareholders of the Trust were shareholders of a Delaware corporation."