

SECURITIES AND EXCHANGE COMMISSION

FORM N-1A/A

Initial registration statement filed on Form N-1A for open-end management investment companies
[amend]

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FILER

EVERGREEN MONEY MARKET TRUST

CIK: **820636** | IRS No.: **136892172** | State of Incorporation: **NY** | Fiscal Year End: **1031**
Type: **N-1A/A** | Act: **33** | File No.: **333-42181** | Film No.: **97740750**

Mailing Address
*200 BERKELEY STREET
BOSTON MA 02116*

Business Address
*200 BERKLEY STREET
BOSTON MA 02116
6172103200*

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form N-1A

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 []
Pre-Effective Amendment No. 1 [X]
Post-Effective Amendment No. []

and/or

REGISTRATION STATEMENT UNDER THE INVESTMENT COMPANY ACT OF 1940 []
Amendment No.1 [X]

EVERGREEN MONEY MARKET TRUST

(As successor to certain series of Evergreen Money Market Trust)
(Exact Name of Registrant as Specified in Charter)

200 Berkeley Street, Boston, Massachusetts 02116-5034
(Address of Principal Executive Offices)

(617) 210-3200
(Registrant's Telephone Number)

The Corporation Trust Company
1209 Orange Street
Wilmington, Delaware 19801
(Name and Address of Agent for Service)

Approximate Date of Proposed Offering:
As soon as practicable after the effective date
of the Registration Statement.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment that specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 (the "Securities Act") or until this Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

Pursuant to Rule 414 under the Securities Act, by this amendment to Registration Statement No. 33-16706/811-5300 on Form N-1A of Evergreen Money Market Trust, a Massachusetts business trust, the Registrant hereby adopts the Registration Statement of such trust with respect to the Evergreen Money Market Fund series thereof under the Securities Act of 1933 and the notification of registration and Registration Statement of such trust under the Investment Company Act of 1940 (the "1940 Act").

EVERGREEN MONEY MARKET TRUST

The Registrant hereby incorporates by reference the cross reference sheet filed pursuant to Rule 481(a) under the Securities Act included in the Registration Statement on Form N-1A of Evergreen Money Market Trust relating to Evergreen Money Market Fund, and the current prospectuses and statement of additional information, as supplemented, of Evergreen Money Market Fund included in the Registration Statement on Form N-1A of Evergreen Money Market Trust.

<TABLE> <CAPTION> NAME OF FUND	NAME OF TRUST
<S>	<C>
Evergreen International Equity Fund	Evergreen International Trust
Evergreen Natural Resources Fund	Evergreen International Trust
Evergreen Money Market Fund	Evergreen Money Market Trust
Evergreen Institutional Money Market Fund	Evergreen Select Money Market Trust
Evergreen Institutional Tax Exempt Money Market Fund	Evergreen Select Money Market Trust
Evergreen Institutional Treasury Money Market Fund	Evergreen Select Money Market Trust
Evergreen Select Adjustable Rate Fund	Evergreen Select Fixed Income Trust
Evergreen Select Small Cap Growth Fund	Evergreen Select Equity Trust

In connection with the reorganizations, the investment objective(s) of each Fund is now "nonfundamental" (i.e., changeable by vote of the Board without a shareholder vote). In addition, each Fund is now subject to certain standardized investment restrictions as set forth in the Supplement to the Statement of Additional Information of each Fund dated the date hereof.

NAME CHANGES

Effective January 12, 1998, the following name changes will occur:

<TABLE> <CAPTION> CURRENT NAME	NEW NAME
<S>	<C>
Evergreen Institutional Money Market Fund	Evergreen Select Money Market Fund
Evergreen Institutional Tax Exempt Money Market Fund	Evergreen Select Municipal Money Market Fund
Evergreen Institutional Treasury Money Market Fund	Evergreen Select Treasury Money Market Fund

In addition, the name of the distributor for the Funds has been changed to Evergreen Distributor, Inc., the name of the administrator for certain of the Funds has been changed to Evergreen Investment Services, Inc., and the name of the transfer agent for the Funds has been changed to Evergreen Service Company.

EVERGREEN INSTITUTIONAL TAX EXEMPT MONEY MARKET FUND

The investment objective of the Fund has been amended to permit the Fund to invest without limitation in obligations subject to the federal alternative minimum tax. Under normal circumstances it is anticipated that each Fund will invest its assets so that at least 80% of its annual interest income is exempt from federal income tax other than the federal alternative minimum tax.

The Fund's investments will continue to comply with the requirements of Rule 2a-7 under the Investment Company Act of 1940, including the portfolio quality requirements thereof.

EVERGREEN LATIN AMERICA FUND

Antonio T. Docal and Francis X. Claro are currently the Fund's co-portfolio managers. Mr. Docal joined Keystone Investment Management Company ("Keystone") in 1994. He is a Vice President and portfolio manager and has more than ten years of experience in international trade and mergers and acquisitions for the Latin American region. Mr. Claro joined Keystone in 1994 and is a Vice President and portfolio manager. Mr. Claro has more than six years of experience in international finance and consulting.

EVERGREEN FLORIDA MUNICIPAL BOND FUND, EVERGREEN GEORGIA MUNICIPAL BOND FUND, EVERGREEN NORTH CAROLINA MUNICIPAL BOND FUND, EVERGREEN SOUTH CAROLINA MUNICIPAL BOND FUND, EVERGREEN VIRGINIA MUNICIPAL BOND FUND, EVERGREEN FLORIDA HIGH INCOME MUNICIPAL BOND FUND, EVERGREEN SHORT-INTERMEDIATE MUNICIPAL FUND, EVERGREEN HIGH GRADE TAX FREE FUND, EVERGREEN INSTITUTIONAL TAX EXEMPT MONEY MARKET FUND, EVERGREEN CALIFORNIA TAX FREE FUND, EVERGREEN FLORIDA TAX FREE FUND, EVERGREEN MASSACHUSETTS TAX FREE FUND, EVERGREEN MISSOURI TAX TREE FUND, EVERGREEN NEW YORK TAX FREE FUND, AND EVERGREEN PENNSYLVANIA TAX FREE FUND.

The Funds are permitted to make taxable investments, and may from time to time generate income subject to federal regular income tax.

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Each Fund, other than Evergreen High Grade Tax Free Fund and Evergreen Institutional Tax Exempt Money Market Fund, will invest at least 80% of its assets in bonds that, at the date of investment, are rated within the four highest categories by Standard and Poor's Rating Group ("S&P") or, if not rated or rated under a different system, are of comparable quality to obligations so rated as determined by another nationally recognized statistical ratings organization (an "SRO") or by the Fund's investment adviser. A Fund may invest the remaining 20% of its assets in lower rated bonds, but it will not invest in bonds rated below B. Subject to certain exceptions for money market funds, a Fund is not required to sell or otherwise dispose of any security that loses its rating or has its rating reduced after the Fund has purchased it.

EVERGREEN SHORT-INTERMEDIATE MUNICIPAL FUND

The section of the Fund's prospectus entitled "Portfolio Managers" under "Management of the Funds" is hereby supplemented to reflect the following change:

Richard K. Marrone is the portfolio manager for the Evergreen Short-Intermediate Municipal Fund. Since joining First Union in 1993, Mr. Marrone has been a Vice President and Senior Fixed Income Portfolio Manager, with over 15 years of investment and market experience. Prior to joining First Union, Mr. Marrone was employed at Woodbridge Capital Management where he served as a portfolio manager for mutual and common trust funds from 1982-1993.

EVERGREEN PENNSYLVANIA TAX FREE FUND

The second full paragraph of the section entitled "Portfolio Managers" under "Management of the Funds" is hereby deleted and replaced in its entirety with the following paragraph:

Jocelyn Turner is the portfolio manager for the Pennsylvania Fund. Since joining First Union in 1992, Ms. Turner has been a Vice President and Municipal Bond Portfolio Manager for CMG. In addition to the Pennsylvania Fund, Ms. Turner is currently responsible for the portfolio management of the Evergreen New Jersey Tax Free Income Fund. Ms. Turner was previously employed as a Vice President and Municipal Bond Portfolio Manager at One Federal Asset Management, Boston, Massachusetts from 1987-1991.

EVERGREEN GEORGIA MUNICIPAL BOND FUND

The section of the Fund's prospectus entitled "Portfolio Managers" under "Management of the Funds" is hereby supplemented to reflect the following change:

The portfolio manager for the Fund is Charles E. Jeanne. Since joining First Union in 1993, Mr. Jeanne has been an Assistant Vice President and Portfolio Manager. In addition to the Fund, Mr. Jeanne also manages the Evergreen Virginia Municipal Bond Fund. Prior to joining First Union, Mr. Jeanne served as a trader/portfolio manager for First American Bank.

EVERGREEN GLOBAL OPPORTUNITIES FUND

Effective January 1, 1998, the section of the Fund's prospectus entitled "Portfolio Manager" under "Fund Management and Expenses" is hereby deleted and replaced in its entirety with the following paragraph:

The portfolio managers for the Fund are Gilman C. Gunn and J. Gary Craven. Mr. Gunn manages the international portion of the Fund and Mr. Craven manages the domestic portion of the Fund.

Mr. Gunn joined Keystone in January 1991 and is currently Senior Vice President, Chief Investment Officer -- International.

Mr. Craven joined Keystone in November 1996 and is currently Senior Vice President, Chief Investment Officer and Group Leader for the small cap equity

area. Prior to joining Keystone, Mr. Craven was a portfolio manager at Invista Capital Management, Inc. since 1987.

Effective June 1, 1997, the Fund's Subadvisory Agreement with Credit Lyonnais International Asset Management, North America terminated. Keystone Investment Management Company, the Fund's adviser, will manage the entire portfolio of the Fund.

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EVERGREEN EMERGING MARKETS GROWTH FUND

Effective September 1, 1997, Keystone Investment Management Company ("Keystone") will become sub-adviser to the Fund. Keystone, located at 200 Berkeley Street, Boston, Massachusetts 02116, has provided investment advisory and management services to investment companies and private accounts since it was organized in 1932. As sub-advisor, Keystone's research department and staff will provide the Capital Management Group of First Union National Bank, the Fund's investment adviser, with information, investment recommendations, advice and assistance on the Fund. Keystone will receive a fee equal to: 1% of the first \$100 million of average daily net assets; .95 of 1% of the next \$100 million of average daily net assets; .90 of 1% of the next \$100 million of average daily net assets; and .85% of average daily net assets in excess of \$300 million from Capital Management Group for its services. Keystone is a subsidiary of First Union National Bank.

EVERGREEN INTERNATIONAL EQUITY FUND

As of September 8, 1997, Nicholas P.W. Horsley no longer served as a portfolio manager of the Fund.

KEYSTONE OMEGA FUND

Maureen E. Cullinane has been the Fund's Portfolio Manager since 1989. Ms. Cullinane is a Keystone Senior Vice President and Senior Portfolio Manager and has more than 20 years of investment experience.

PERFORMANCE INFORMATION

The Funds may quote their "total return" or "yield" for specified periods in advertisements, reports, or other communications to shareholders. Total return and yield are computed separately for each Class of shares. Performance data for one or more Classes may be included in any advertisement or sales literature using performance data of a Fund.

PURCHASE AND REDEMPTION OF SHARES

Certain employer-sponsored retirement or savings plans, including eligible 401(k) plans, may purchase Class A shares at net asset value provided that such plans meet certain required minimum number of eligible employees or required amount of assets. The CDSC applicable to Class B shares also is waived on redemptions of shares by such plans. Additional information concerning the waiver of sales charges is set forth in the Statement of Additional Information.

ADDITIONAL INFORMATION

Effective December 31, 1996, BISYS Fund Services ("BISYS"), located at 3435 Stelzer Road, Columbus, Ohio 43219, acquired the mutual fund administration and distribution business of Furman Selz LLC ("Furman"). Accordingly, BISYS now acts as sub-administrator in place of Furman.

Evergreen Distributor, Inc. ("EKD"), located at 125 West 55th Street, New York, NY 10019, and formerly known as Evergreen Funds Distributor, Inc. ("EFD"), is the distributor for the Funds. EKD is an affiliate of BISYS, having been acquired by BISYS on January 3, 1997.

The rate of compensation for BISYS and EKD will remain unchanged from the compensation formerly paid to Furman and EKD prior to January 1, 1997.

You may exchange shares of a Fund for shares of another Fund identified above by calling or writing to Evergreen Service Company or by using the Evergreen Express Line. If the shares being tendered for exchange are still

subject to a contingent deferred sales charge or are eligible for conversion in a specified time, such remaining charge or remaining time will carry over to the shares being acquired in the exchange transaction.

December 22, 1997

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SUPPLEMENT TO THE STATEMENTS
OF ADDITIONAL INFORMATION OF

Evergreen Aggressive Growth Fund, Evergreen American Retirement Fund, Evergreen Emerging Markets Growth Fund, Evergreen Florida High Income Municipal Bond Fund, Evergreen Foundation Fund, Evergreen Fund, Evergreen Georgia Municipal Bond Fund, Evergreen Global Leaders Fund, Evergreen Growth and Income Fund, Evergreen High Grade Tax Free Fund, Evergreen Income and Growth Fund, Evergreen Intermediate Term Government Securities Fund, Evergreen International Equity Fund, Evergreen Institutional Money Market Fund, Evergreen Institutional Tax Exempt Money Market Fund, Evergreen Institutional Treasury Money Market Fund, Evergreen Micro Cap Fund, Evergreen Money Market Fund, Evergreen North Carolina Municipal Bond Fund, Evergreen Short-Intermediate Bond Fund, Evergreen Short-Intermediate Municipal Fund, Evergreen Small Cap Equity Income Fund, Evergreen South Carolina Municipal Bond Fund, Evergreen Tax Strategic Foundation Fund, Evergreen U.S. Government Fund, Evergreen Utility Fund, Evergreen Value Fund, Evergreen Virginia Municipal Bond Fund, Evergreen Capital Preservation and Income Fund, Evergreen Fund for Total Return, Evergreen Natural Resources Fund, Evergreen Omega Fund, Evergreen Strategic Income Fund, Evergreen California Tax Free Fund, Evergreen Massachusetts Tax Free Fund, Evergreen Missouri Tax Free Fund, Evergreen New York Tax Free Fund, Evergreen Pennsylvania Tax Free Fund, Keystone Balanced Fund (K-1), Keystone Diversified Bond Fund (B-2), Keystone High Income Bond Fund (B-4), Keystone Quality Bond Fund (B-1), Keystone Small Company Growth Fund (S-4), Keystone Strategic Growth Fund (K- 2), Keystone Growth and Income Fund (S-1), Evergreen Select Adjustable Rate Fund, Evergreen Select Small Cap Growth Fund, Keystone International Fund, Keystone Precious Metals Holdings, and Keystone Tax Free Fund (each a "Fund" and, collectively, the "Funds")

The Statements of Additional Information of each of the Funds are hereby supplemented as follows:

STANDARDIZED FUNDAMENTAL INVESTMENT RESTRICTIONS

Each of the above Funds, except Keystone Balanced Fund (K-1), Keystone Diversified Bond Fund (B-2), Keystone Small Company Growth Fund (S-4), and Keystone Tax Free Fund, has adopted the following standardized fundamental investment restrictions. These restrictions may be changed only by a vote of Fund shareholders.

1. Diversification of Investments

The Fund may not make any investment inconsistent with the Fund's classification as a diversified [non-diversified] investment company under the Investment Company Act of 1940.

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2. Concentration of a Fund's Assets in a Particular Industry. ([All Funds other than those listed below.]

The Fund may not concentrate its investments in the securities of issuers primarily engaged in any particular industry (other than securities issued or guaranteed by the U.S. government or its agencies or instrumentalities [or in the case of Money Market Funds domestic bank money instruments]).

For Evergreen Utility Fund

The Fund will concentrate its investments in the utilities industry.

For Keystone Precious Metals Holdings

The Fund will concentrate its investments in industries related to the mining, processing or dealing in gold or other precious metals and minerals.

3. Issuance of Senior Securities

Except as permitted under the Investment Company Act of 1940, the Fund may not issue senior securities.

4. Borrowing

The Fund may not borrow money, except to the extent permitted by applicable law.

5. Underwriting

The Fund may not underwrite securities of other issuers, except insofar as the Fund may be deemed an underwriter in connection with the disposition of its portfolio securities.

6. Investment in Real Estate

The Fund may not purchase or sell real estate, except that, to the extent permitted by applicable law, the Fund may invest in (a) securities directly or indirectly secured by real estate, or (b) securities issued by companies that invest in real estate.

7. Commodities

The Fund may not purchase or sell commodities or contracts on commodities except to the extent that the Fund may engage in financial futures contracts and related options and currency contracts and related options and may otherwise do so in accordance with

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applicable law and without registering as a commodity pool operator under the Commodity Exchange Act.

8. Lending

The Fund may not make loans to other persons, except that the Fund may lend its portfolio securities in accordance with applicable law. The acquisition of investment instruments shall not be deemed to be the making of a loan.

9. Investment in Federally Tax Exempt Securities

The following Funds have also adopted a standardized fundamental investment restriction in regard to investments in federally tax-exempt securities:

<TABLE>	<C>
<CAPTION>	
<S>	
Evergreen Tax Strategic Foundation Fund	Evergreen High Grade Tax Free Fund
Evergreen Georgia Municipal Bond Fund	Evergreen North Carolina Municipal Bond Fund
Evergreen South Carolina Municipal Bond Fund	Evergreen Virginia Municipal Bond Fund
Evergreen New York Tax Free Fund	Evergreen Massachusetts Tax Free Fund
Evergreen California Tax Free Fund	Evergreen Pennsylvania Tax Free Fund
Evergreen Institutional Tax Exempt Money Market Fund	Evergreen Missouri Tax Free Fund
Evergreen Short-Intermediate Municipal Fund	

The Fund will, during periods of normal market conditions, invest its assets in accordance with applicable guidelines issued by the Securities and Exchange Commission or its staff concerning investment in tax-exempt securities for Funds with the words tax exempt, tax free or municipal in their names.

ELIMINATION OF CERTAIN NON-FUNDAMENTAL INVESTMENT RESTRICTIONS

The nonfundamental investment restrictions described below have been eliminated by each Fund listed under such restriction:

1. PROHIBITION ON INVESTMENT IN UNSEASONED ISSUERS

Evergreen Fund, Growth and Income Fund, Income and Growth Fund, American Retirement Fund, Money Market Fund, Short-Intermediate Municipal Fund, Growth and Income Fund (S-1), Omega Fund, Precious Metals Holding, Strategic Growth Fund (K- 2), High Income Bond Fund (B-4), Capital Preservation and Income Fund, Select Adjustable Rate Fund, Strategic Income Fund, Fund for Total Return, International Fund

2. PROHIBITION ON INVESTMENT IN COMPANIES FOR THE PURPOSE OF EXERCISING CONTROL OR MANAGEMENT

Evergreen Fund, Growth and Income Fund, Income and Growth Fund, Value Fund, Intermediate Term Government Securities Fund, Foundation Fund, American Retirement Fund, Emerging Markets Growth Fund, International Equity Fund, Global Leaders Fund, Money Market Fund, Florida High Income Municipal Bond Fund, Short-Intermediate Municipal Fund, Growth and Income Fund (S-1), Precious Metals Holdings, Strategic Growth Fund (K-2), High Income Bond Fund (B-4), Fund for Total Return, International Fund

3. PROHIBITION ON INVESTMENT IN COMPANIES IN WHICH TRUSTEES OR OFFICERS OF THE FUNDS ALSO HOLD SHARES ABOVE CERTAIN PERCENTAGE LEVELS

Evergreen Fund, MicroCap Fund, Growth and Income Fund, Income and Growth Fund, Intermediate Term Government Securities Fund, Foundation Fund, American Retirement Fund, Money Market Fund, Short-Intermediate Municipal Fund, Precious Metals Holdings, Inc.

4. Prohibition on Investment of More Than 5% of a Fund's Net Assets in Warrants, With No More Than 2% of Net Assets Being Invested in Warrants That Are Listed NEW YORK NOR AMERICAN STOCK EXCHANGES

Evergreen Fund, MicroCap Fund, Growth and Income Fund, Income and Growth Fund, Foundation Fund, American Retirement Fund, Short-Intermediate Municipal Fund

5. PROHIBITION ON INVESTMENT IN OIL, GAS OR OTHER MINERAL EXPLORATION OR DEVELOPMENT PROGRAMS

Evergreen Fund, MicroCap Fund, Aggressive Growth Fund, Growth and Income Fund, Small Cap Equity Fund, Income and Growth Fund, Value Fund, Intermediate Term Government Securities Fund, Foundation Fund, American Retirement Fund, Money Market Fund, Florida High Income Municipal Bond Fund, Short-Intermediate Municipal Fund, High Grade Tax Free Fund, Precious Metals Holdings, Inc.

6. PROHIBITION ON JOINT TRADING ACCOUNTS

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Evergreen Fund, MicroCap Fund, Growth and Income Fund, Income and Growth Fund, Foundation Fund, American Retirement Fund, Florida High Income Municipal Bond Fund

7. PROHIBITION ON INVESTMENT IN OTHER INVESTMENT COMPANIES. [Note: The Funds may invest in such companies to the extent permitted by the Investment Company Act of 1940 and the rules thereunder.]

Growth and Income Fund, Utility Fund, Small Cap Equity Income Fund, Income and Growth Fund, Value Fund, Short-Intermediate Bond Fund, Intermediate Term Government Securities Fund, Foundation Fund, Tax Strategic Foundation Fund, American Retirement Fund, High Grade Tax Free Fund, Growth and Income Fund (S-1), Omega Fund, Precious Metals Holdings, Strategic Growth Fund (K-2), High Income Bond Fund (B-4), Select Adjustable Rate Fund, Strategic Income Fund, Fund for Total Return, Global Opportunities Fund, International Fund, Massachusetts Tax Free Fund, New York Tax Free Fund, Pennsylvania Tax Free Fund, California Tax Free Fund and Missouri Tax Free Fund.

RECLASSIFICATION OF ALL OTHER FUNDAMENTAL INVESTMENT RESTRICTIONS

All investment restrictions other than those described above as having been standardized or eliminated have been reclassified from fundamental to nonfundamental and, as, such, may be changed by the Funds' Boards of Trustees at any time without a shareholder vote.

TRUSTEES

The Trustees and executive officers of each Trust, their ages, and their principal occupations during the last five years are shown below:

JAMES S. HOWELL (72), 4124 Crossgate Road, Charlotte, NC-Chairman of the Evergreen Group of Mutual Funds and Trustee. Retired Vice President of Lance Inc. (food manufacturing); Chairman of the Distribution Comm. Foundation for the Carolinas from 1989 to 1993.

RUSSELL A. SALTON, III, M.D. (49), 205 Regency Executive Park, Charlotte, NC- Trustee. Medical Director, U.S. Healthcare of Charlotte, North Carolina since 1996; President, Primary Physician Care from 1990 to 1996.

MICHAEL S. SCOFIELD (53), 212 S. Tryon Street, Suite 980, Charlotte, NC-Trustee. Attorney, Law Offices of Michael S. Scofield since 1969.

GERALD M. MCDONNELL (57), 821 Regency Drive, Charlotte, NC - Trustee. Sales Representative with Nucor-Yamato Inc. (steel producer) since 1988.

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THOMAS L. McVERRY (58), 4419 Parkview Drive, Charlotte, NC - Trustee. Director of Carolina Cooperative Federal Credit Union since 1990 and Rexham Corporation from 1988 to 1990; Vice President of Rexham Industries, Inc. (diversified manufacturer) from 1989 to 1990; Vice President - Finance and Resources, Rexham Corporation from 1979 to 1990.

WILLIAM WALT PETTIT (41), Holcomb and Pettit, P.A., 227 West Trade St., Charlotte, NC - Trustee. Partner in the law firm Holcomb and Pettit, P.A. since 1990.

LAURENCE B. ASHKIN (68), 180 East Pearson Street, Chicago, IL - Trustee. Real estate developer and construction consultant since 1980; President of Centrum Equities since 1987 and Centrum Properties, Inc. since 1980.

CHARLES A. AUSTIN III (61), Trustee. Investment counselor to Appleton Partners, Inc.; former Managing Director, Seaward Management Corporation (investment advice); and former Director, Executive Vice President and Treasurer, State Street Research & Management Company (investment advice).

K. DUN GIFFORD (57) Trustee. Chairman of the Board, Director, and Executive Vice President, The London Harness Company; Managing Partner, Roscommon Capital Corp.; Trustee, Cambridge College; Chairman Emeritus and Director, American Institute of Food and Wine; Chief Executive Officer, Gifford Gifts of Fine Foods; Chairman, Gifford, Drescher &

Associates (environmental consulting); President, Oldways Preservation and Exchange Trust (education); and former Director, Keystone Investments, Inc. and Keystone Investment Management Company.

LEROY KEITH, JR. (57) Trustee. Director of Phoenix Total Return Fund and Equifax, Inc.; Trustee of Phoenix Series Fund, Phoenix Multi-Portfolio Fund, and The Phoenix Big Edge Series Fund; and former President, Morehouse College.

DAVID M. RICHARDSON (55) Trustee. Executive Vice President, DMR International, Inc. (executive recruitment); former Senior Vice President, Boyden International Inc. (executive recruitment); and Director, Commerce and Industry Association of New Jersey, 411 International, Inc., and J&M Cumming Paper Co.

RICHARD J. SHIMA (57) Trustee and Advisor to the Boards of Trustees of the Evergreen Group of Mutual Funds. Chairman, Environmental Warranty, Inc., and Consultant, Drake Beam Morin, Inc. (executive outplacement); Director of Connecticut Natural Gas Corporation, Trust Company of Connecticut, Hartford Hospital, Old State House Association, and Enhance Financial Services, Inc.; Chairman, Board of Trustees, Hartford YMCA; former Director; Executive Vice President, and Vice Chairman of The Travelers Corporation.

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EXECUTIVE OFFICERS

JOHN J. PILEGGI (37), 230 Park Avenue, Suite 910, New York, NY - President and Treasurer. Consultant to BISYS Fund Services since 1996. Senior Managing Director, Furman Selz LLC since 1992, Managing Director from 1984 to 1992.

GEORGE O. MARTINEZ (37), 3435 Stelzer Road, Columbus, OH - Secretary. Senior Vice President/Director of Administration and Regulatory Services, BISYS Fund Services since April 1995. Vice President/Assistant General Counsel, Alliance Capital Management from 1988 to 1995.

The officers of the Trusts are officers and/or employees of The BISYS Group, Inc. ("BISYS Group"), except for Mr. Pileggi, who is a consultant to The BISYS Group. The BISYS Group is an affiliate of Evergreen Distributor, Inc. ("EDI"), the distributor of each class of shares of each Fund.

No officer or Trustee of the Trusts owned more than 1.0% of any class of shares of any of the Funds as of November 30, 1997.

DISTRIBUTION PLANS

The following is added to the disclosure under the caption "Distribution Plan"

Class A and B shares are made available to employer-sponsored retirement or savings plans ("Plans") without a sales charge if:

(i) the Plan is recordkept on a daily valuation basis by Merrill Lynch and, on the date the Plan Sponsor signs the Merrill Lynch Recordkeeping Service Agreement, the Plan has \$3 million or more in assets invested in broker/dealer funds not advised or managed by Merrill Lynch Asset Management, L.P. ("MLAM") that are made available pursuant to a Services Agreement between Merrill Lynch and the Fund's principal underwriter or distributor and in Funds advised or managed by MLAM (collectively, the "Applicable Investments"); or

(ii) the Plan is recordkept on a daily valuation basis by an independent recordkeeper whose services are provided through a contract or alliance arrangement with Merrill Lynch, and on the date the Plan Sponsor signs the Merrill Lynch Recordkeeping Service Agreement, the Plan has \$3 million or more in assets, excluding money market funds, invested in Applicable Investments; or

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(iii) the Plan has 500 or more eligible employees, as determined by the Merrill Lynch plan conversion manager, on the date the Plan Sponsor signs the Merrill Lynch Recordkeeping Service Agreement.

Plans recordkept on a daily basis by Merrill Lynch or an independent recordkeeper under a contract with Merrill Lynch that are currently investing in Class B shares convert to Class A shares once the Plan has reached \$5 million invested in Applicable Investments. The Plan will receive a Plan level share conversion.

The following is added to the Statement of Additional Information of each of Keystone Balanced Fund (K-1), Keystone Diversified Bond Fund (B-2), Keystone High Income Bond Fund (B-4), Keystone International Fund, Keystone Precious Metals Holdings, Keystone Quality Bond Fund (B-1), Keystone Small Company Growth Fund (S-4), Keystone Strategic Growth Fund (K-2), Keystone Growth and Income Fund (S-1) and Keystone Tax Free Fund.

PURCHASE, REDEMPTION AND PRICING OF SHARES

DISTRIBUTION PLANS AND AGREEMENTS

Distribution fees are accrued daily and paid monthly on Class A, Class B and Class C shares and are charged as class expenses, as accrued. The distribution fees attributable to the Class B shares and Class C shares are designed to permit an investor to purchase such shares through broker-dealers without the assessment of a front-end sales charge, and, in the case of Class C shares, without the assessment of a contingent deferred sales charge after the first year following the month of purchase, while at the same time permitting the Distributor to compensate broker-dealers in connection with the sale of such shares. In this regard, the purpose and function of the combined contingent deferred sales charge and distribution services fee on the Class B shares and the Class C shares are the same as those of the front-end sales charge and distribution fee with respect to the Class A shares in that in each case the sales charge and/or distribution fee provide for the financing of the distribution of the Fund's shares.

Under the Rule 12b-1 Distribution Plans that have been adopted by each Fund with respect to each of its Class A, Class B and Class C shares (each a "Plan" and collectively, the "Plans"), the Treasurer of each Fund reports the amounts expended under the Plans and the purposes for which such expenditures were made to the Trustees of the Trust for their review on a quarterly basis. Also, each Plan provides that the selection and nomination of the disinterested Trustees are committed to the discretion of such disinterested Trustees then in office.

Each Adviser may from time to time and from its own funds or such other resources as may be permitted by rules of the SEC make payments for distribution services to the Distributor; the

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latter may in turn pay part or all of such compensation to brokers or other persons for their distribution assistance.

Each Plan and Distribution Agreement will continue in effect for successive twelve-month periods provided, however, that such continuance is specifically approved at least annually by the Trustees of the Trust or by vote of the holders of a majority of the outstanding voting securities of that Class and, in either case, by a majority of the Independent Trustees of the Trust who have no direct or indirect financial interest in the operation of the Plan or any agreement related thereto.

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The Plans permit the payment of fees to brokers and others for distribution and shareholder-related administrative services and to broker-dealers, depository institutions, financial intermediaries and

administrators for administrative services as to Class A, Class B and Class C shares. The Plans are designed to (i) stimulate brokers to provide distribution and administrative support services to each Fund and holders of Class A, Class B and Class C shares and (ii) stimulate administrators to render administrative support services to the Fund and holders of Class A, Class B and Class C shares. The administrative services are provided by a representative who has knowledge of the shareholder's particular circumstances and goals, and include, but are not limited to providing office space, equipment, telephone facilities, and various personnel including clerical, supervisory, and computer, as necessary or beneficial to establish and maintain shareholder accounts and records; processing purchase and redemption transactions and automatic investments of client account cash balances; answering routine client inquiries regarding Class A, Class B and Class C shares; assisting clients in changing dividend options, account designations, and addresses; and providing such other services as the Fund reasonably requests for its Class A, Class B and Class C shares.

In the event that a Plan or Distribution Agreement is terminated or not continued with respect to one or more Classes of a Fund, (i) no distribution fees (other than current amounts accrued but not yet paid) would be owed by the Fund to the Distributor with respect to that Class or Classes, and (ii) the Fund would not be obligated to pay the Distributor for any amounts expended under the Distribution Agreement not previously recovered by the Distributor from distribution services fees in respect of shares of such Class or Classes through deferred sales charges.

All material amendments to any Plan or Distribution Agreement must be approved by a vote of the Trustees of the Trust or the holders of the Fund's outstanding voting securities, voting separately by Class, and in either case, by a majority of the disinterested Trustees, cast in person at a meeting called for the purpose of voting on such approval; and any Plan or Distribution Agreement may not be amended in order to increase materially the costs that a particular Class of shares of a Fund may bear pursuant to the Plan or Distribution Agreement without the approval of a majority of the holders of the outstanding voting shares of the Class affected. Any Plan, Shareholder Services Plan or Distribution Agreement may be terminated (i) by a Fund without penalty at any time by a majority vote of the holders of the outstanding voting securities of the Fund, voting separately by Class or by a majority vote of the disinterested Trustees, or (ii) by the Distributor. To terminate any Distribution Agreement, any party must give the other parties 60 days' written notice; to terminate a Plan only, the Fund need give no notice to the Distributor. Any Distribution Agreement will terminate automatically in the event of its assignment.

HOW THE FUNDS OFFER SHARES TO THE PUBLIC

You may buy shares of a Fund through the Funds' distributor, broker-dealers that have entered into special agreements with the Funds' distributor or certain other financial institutions. Each Fund offers four classes of shares that differ primarily with respect to sales

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charges and distribution fees. Depending upon the class of shares, you will pay an initial sales charge when you buy a Fund's shares, a contingent deferred sales charge (a "CDSC") when you redeem a Fund's shares or no sales charges at all.

Purchase Alternatives

CLASS A SHARES

With certain exceptions, when you purchase Class A shares you will pay a maximum sales charge of 4.75%. (The prospectus contains a complete table of applicable sales charges and a discussion of sales charge reductions or waivers that may apply to purchases.) If you purchase Class A shares in the amount of \$1 million or more, without an initial sales charge, the Funds will charge a CDSC of 1.00% if you redeem during the month of your purchase and the 12-month period following the month of your purchase. See "Calculation of Contingent Deferred Sales Charge" below.

CLASS B SHARES

The Funds offer Class B shares at net asset value (without a front-end load). With certain exceptions, however, the Funds will charge a CDSC of 1.00% on shares you redeem within 72 months after the month of your purchase. The Funds will charge CDSCs at the following rate:

REDEMPTION TIMING

CDSC RATE

Month of purchase and the first twelve-month period following the month of purchase.....	5.00%
Second twelve-month period following the month of purchase.....	4.00%
Third twelve-month period following the month of purchase.....	3.00%
Fourth twelve-month period following the month of purchase.....	3.00%
Fifth twelve-month period following the month of purchase.....	2.00%
Sixth twelve-month period following the month of purchase.....	1.00%
Thereafter.....	0.00%

Class B shares that have been outstanding for seven years after the month of purchase will automatically convert to Class A shares without imposition of a front-end sales charge or exchange fee. (Conversion of Class B shares represented by stock certificates will require the return of the stock certificate to ESC.

CLASS C SHARES

Class C shares are available only through broker-dealers who have entered into special distribution agreements with the Underwriter. The Funds offer Class C shares at net asset value (without an initial sales charge). With certain exceptions, however, the Funds will charge a

CDSC of 1.00% on shares you redeem within 12-months after the month of your purchase. See "Contingent Deferred Sales Charge" below.

CLASS Y SHARES

No CDSC is imposed on the redemption of Class Y shares. Class Y shares are not offered to the general public and are available only to (1) persons who at or prior to December 31, 1994 owned shares in a mutual fund advised by Evergreen Asset Management Corp. ("Evergreen Asset"), (2) certain institutional investors and (3) investment advisory clients of the Capital Management Group of First Union National Bank ("FUNB"), Evergreen Asset, Keystone Investment Management Company, or their affiliates. Class Y shares are offered at net asset value without a front-end or back-end sales charge and do not bear any Rule 12b-1 distribution expenses.

Contingent Deferred Sales Charge

The Funds charge a CDSC as reimbursement for certain expenses, such as commissions or shareholder servicing fees, that it has incurred in connection with the sale of its shares (see "Distribution Plan"). If imposed, the Funds deduct the CDSC from the redemption proceeds you would otherwise receive. The CDSC is a percentage of the lesser of (1) the net asset value of the shares at the time of redemption or (2) the shareholder's original net cost for such shares. Upon request for redemption, to keep the CDSC a shareholder must pay as low as possible, a Fund will first seek to redeem shares not subject to the CDSC and/or shares held the longest, in that order. The CDSC on any redemption is, to the extent permitted by the National Association of Securities Dealers, Inc. ("NASD"), paid to the Principal Underwriter or its predecessor.

SALES CHARGE WAIVERS OR REDUCTIONS

Reducing Class a Front-end Loads

With a larger purchase, there are several ways that you can combine multiple purchases of Class A shares in Evergreen funds and take advantage of lower sales charges.

COMBINED PURCHASES

You can reduce your sales charge by combining purchases of Class A shares of multiple Evergreen funds. For example, if you invested \$75,000 in each of two different Evergreen funds, you would pay a sales charge based on a \$150,000 purchase (i.e., 3.75% of the offering price, rather than 4.75%).

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RIGHTS OF ACCUMULATION

You can reduce your sales charge by adding the value of Class A shares of Evergreen funds you already own to the amount of your next Class A investment. For example, if you hold Class A shares valued at \$99,999 and purchase an additional \$5,000, the sales charge for the \$5,000 purchase would be at the next lower sales charge of 3.75%, rather than 4.75%.

LETTER OF INTENT

You can, by completing the "Letter of Intent" section of the application, purchase Class A shares over a 13-month period and receive the same sales charge as if you had invested all the money at once. All purchases of Class A shares of an Evergreen fund during the period will qualify as Letter of Intent purchases.

Shares That Are Not Subject to a Sales Charge or CDSC

WAIVER OF SALES CHARGES

The Funds may sell their shares at net asset value without an initial sales charge to:

1. purchases of shares in the amount of \$1 million or more;
2. a corporate or certain other qualified retirement plan or a non-qualified deferred compensation plan or a Title 1 tax sheltered annuity or TSA plan sponsored by an organization having 100 or more eligible employees (a "Qualifying Plan") or a TSA plan sponsored by a public educational entity having 5,000 or more eligible employees (an "Educational TSA Plan");
3. institutional investors, which may include bank trust departments and registered investment advisers;
4. investment advisers, consultants or financial planners who place trades for their own accounts or the accounts of their clients and who charge such clients a management, consulting, advisory or other fee;
5. clients of investment advisers or financial planners who place trades for their own accounts if the accounts are linked to master accounts of such investment advisers or financial planners on the books of the broker-dealer through whom shares are purchased;
6. institutional clients of broker-dealers, including retirement and deferred compensation plans and the trusts used to fund these plans, which place trades through an omnibus account maintained with a Fund by the broker-dealer;

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7. employees of FUNB, its affiliates, Evergreen Distributor, Inc., any broker-dealer with whom Evergreen Distributor, Inc., has entered into an agreement to sell shares of the Funds, and members of the immediate families of such employees;

8. certain Directors, Trustees, officers and employees of the Evergreen funds, the Distributor or their affiliates and to the immediate families of such persons; or
9. a bank or trust company in a single account in the name of such bank or trust company as trustee if the initial investment in or any Evergreen fund made pursuant to this waiver is at least \$500,000 and any commission paid at the time of such purchase is not more than 1.00% of the amount invested.

With respect to items 8 and 9 above, each Fund will only sell shares to these parties upon the purchasers written assurance that the purchase is for their personal investment purposes only. Such purchasers may not resell the securities except through redemption by the Fund. The Funds will not charge any CDSC on redemptions by such purchasers.

WAIVER OF CDSCS

The Funds do not impose a CDSC when the shares you are redeeming represent:

1. an increase in the share value above the net cost of such shares;
2. certain shares for which the Fund did not pay a commission on issuance, including shares acquired through reinvestment of dividend income and capital gains distributions;
3. shares that are in the account of a shareholder who has died or become disabled;
4. a lump-sum distribution from a 401(k) plan or other benefit plan qualified under the Employee Retirement Income Security Act of 1974 ("ERISA");
5. an automatic withdrawal from the ERISA plan of a shareholder who is at least 59 1/2 years old;
6. shares in an account that we have closed because the account has an aggregate net asset value of less than \$1,000;
7. an automatic withdrawal under an Systematic Income Plan of up to 1.00% per month of your initial account balance;

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8. a withdrawal consisting of loan proceeds to a retirement plan participant;
9. a financial hardship withdrawal made by a retirement plan participant;
10. a withdrawal consisting of returns of excess contributions or excess deferral amounts made to a retirement plan; or
11. a redemption by an individual participant in a Qualifying Plan that purchased Class C shares (this waiver is not available in the event a Qualifying Plan, as a whole, redeems substantially all of its assets).

EXCHANGES

Investors may exchange shares of a Fund for shares of the same class of any other Evergreen fund, as described under the section entitled "Exchanges" in a Fund's prospectus. Before you make an exchange, you should read the prospectus of the Evergreen fund into which you want to exchange. The Trust's Board of Trustees reserves the right to discontinue, alter or limit the exchange privilege at any time.

HOW THE FUNDS VALUE SHARES

How and When a Fund Calculates its Net Asset Value per Share ("NAV")

Each Fund computes its NAV once daily on Monday through Friday, as described in the Prospectus. A Fund will not compute its NAV on the day the following legal holidays are observed: New Year's Day, Martin Luther King, Jr. Day, Presidents' Day, Good Friday, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

The NAV of each Fund is calculated by dividing the value of a Fund's net assets attributable to that class by all of the shares issued for that class.

How a Fund Values the Securities it Owns

Current values for a Fund's portfolio securities are determined as follows:

(1) Securities that are traded on a national securities exchange or the over-the-counter National Market System ("NMS") are valued on the basis of the last sales price on the exchange where primarily traded or on the NMS prior to the time of the valuation, provided that a sale has occurred.

(2) Securities traded in the over-the-counter market, other than on NMS, are valued at the mean of the bid and asked prices at the time of valuation.

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(3) Short-term investments maturing in more than sixty days for which market quotations are readily available, are valued at current market value.

(4) Short-term investments maturing in sixty days or less (including all master demand notes) are valued at amortized cost (original purchase cost as adjusted for amortization of premium or accretion of discount), which, when combined with accrued interest, approximates market.

(5) Short-term investments maturing in more than sixty days when purchased that are held on the sixtieth day prior to maturity are valued at amortized cost (market value on the sixtieth day adjusted for amortization of premium or accretion of discount), which, when combined with accrued interest, approximates market.

(6) Securities, including restricted securities, for which complete quotations are not readily available; listed securities or those on NMS if, in the Fund's opinion, the last sales price does not reflect a current market value or if no sale occurred; and other assets are valued at prices deemed in good faith to be fair under procedures established by the Board of Trustees.

SHAREHOLDER SERVICES

As described in the prospectus, a shareholder may elect to receive his or her dividends and capital gains distributions in cash instead of shares. However, ESC will automatically convert a shareholder's distribution option so that the shareholder reinvests all dividends and distributions in additional shares when it learns that the postal or other delivery service is unable to deliver checks or transaction confirmations to the shareholder's address of record. The Funds will hold the returned distribution or redemption proceeds in a non interest-bearing account in the shareholder's name until the shareholder updates his or her address. No interest will accrue on amounts represented by uncashed distribution or redemption checks.

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December 22, 1997

EVERGREEN MONEY MARKET TRUST

PART C

OTHER INFORMATION

Item 24. Financial Statements and Exhibits

Item 24(a). Financial Statements

The response to this item is incorporated by reference to Post-Effective Amendment No. 15 to the Registration Statement on Form N-1A of Evergreen Money Market Trust relating to Evergreen Money Market Fund.

Item 24(b). Exhibits

Unless otherwise indicated, each of the Exhibits listed below is filed herewith.

<TABLE>

<CAPTION>

Exhibit Number	Description	Location
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<S>	<C>	<C>
1	Declaration of Trust	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
2	By-laws	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
3	Not applicable	
4	Provisions of instruments defining the rights of holders of the securities being registered are contained in the Declaration of Trust Articles II, III.(6)(c), VI.(3), IV.(8), V, VI, VII, VIII and By-laws Articles II, III and VIII included as part of Exhibits 1 and 2 of this Registration Statement	
5(a)	Form of Investment Advisory and Management Agreement between the Registrant and First Union National Bank	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
5(b)	Form of Investment Advisory and Management Agreement between the Registrant and Evergreen Asset Management Corp.	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
6(a)	Form of Class A and Class C Principal Underwriting Agreement between the Registrant and Evergreen Distributor, Inc.	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
6(b)	Form of Class B Principal Underwriting Agreement between the Registrant and Evergreen Distributor, Inc. (Evergreen)	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
6(c)	Form of Class Y Principal Underwriting Agreement between the Registrant and Evergreen Distributor, Inc.	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
6(d)	Form of Dealer Agreement used by Evergreen Distributor, Inc.	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997
7	Form of Deferred Compensation Plan	Incoporated by reference to Registrant's Registration Statement Filed on December 12, 1997

8	Form of Custodian Agreement between the Registrant and State Street Bank and Trust Company	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
9(a)	Form of Administration Agreement between Evergreen Investment Services, Inc. and the Registrant	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
9(b)	Form of Transfer Agent Agreement between the Registrant and Evergreen Service Company	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
10	Opinion and Consent of Sullivan & Worcester LLP	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
11	Consent of Price Waterhouse LLP	
12	Not applicable	
13	Not applicable	
15(a)	Form of 12b-1 Distribution Plan for Class A	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
15(b)	Form of 12b-1 Distribution Plan for Class B (Evergreen)	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
15(c)	Form of 12b-1 Distribution Plan for Class C	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
16	Not applicable	
17	Not applicable	
18	Multiple Class Plan	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997
19	Powers of Attorney	Incorporated by reference to Registrant's Registration Statement Filed on December 12, 1997

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Item 25. Persons Controlled by or Under Common Control with Registrant.

None

Item 26. Number of Holders of Securities (as of November 30, 1997)

None

Item 27. Indemnification.

Provisions for the indemnification of the Registrant's Trustees and officers are contained the Registrant's Declaration of Trust.

Provisions for the indemnification of the Registrant's Investment Advisers are contained in their Investment Advisory and Management Agreements.

Provisions for the indemnification of Evergreen Distributor, Inc., the Registrant's principal underwriter, are contained in each Principal Underwriting Agreement between Evergreen Distributor, Inc. and the Registrant.

Item 28. Business or Other Connections of Investment Adviser.

The Directors and principal executive officers of First Union National Bank are:

Edward E. Crutchfield, Jr.	Chairman and Chief Executive Officer, First Union Corporation; Chief Executive Officer and Chairman, First Union National Bank
Anthony P. Terracciano	President, First Union Corporation; President First Union National Bank
John R. Georgius	Vice Chairman, First Union Corporation; Vice Chairman, First Union National Bank
Marion A. Cowell, Jr.	Executive Vice President, Secretary & General Counsel, First Union Corporation; Secretary and Executive Vice President, First Union National Bank
Robert T. Atwood	Executive Vice President and Chief Financial Officer, First Union Corporation; Chief Financial Officer and Executive Vice President

All of the above persons are located at the following address: First Union National Bank, One First Union Center, Charlotte, NC 28288.

The information required by this item with respect to Evergreen Asset Management Corp. is incorporated by reference to the Form ADV (File No. 801-46522) of Evergreen Asset Management Corp.

Item 29. Principal Underwriters.

The Directors and principal executive officers of Evergreen Distributor, Inc. are:

Lynn C. Mangum	Director, Chairman and Chief Executive Officer
Robert J. McMullan	Director, Executive Vice President and Treasurer
J. David Huber	President
Kevin J. Dell	Vice President, General Counsel and Secretary

All of the above persons are located at the following address: Evergreen Distributor, Inc., 125 West 55th Street, New York, New York 10019.

Evergreen Distributor, Inc. acts as principal underwriter for each registered investment company or series thereof that is a part of the Evergreen Keystone "fund complex" as such term is defined in Item 22(a) of Schedule 14A under the Securities Exchange Act of 1934.

Item 30. Location of Accounts and Records.

All accounts and records required to be maintained by Section 31(a) of the Investment Company Act of 1940 and the Rules 31a-1 through 31a-3 promulgated thereunder are maintained at one of the following locations:

Evergreen Investment Services, Inc., Evergreen Service Company and Keystone Investment Management Company, all located at 200 Berkeley Street, Boston, Massachusetts 02110

First Union National Bank, One First Union Center, 301 S. College Street, Charlotte, North Carolina 28288

Evergreen Asset Management Corp., 2500 Westchester Avenue, Purchase, New York 10577

Iron Mountain, 3431 Sharp Slot Road, Swansea, Massachusetts 02777

State Street Bank and Trust Company, 2 Heritage Drive, North Quincy, Massachusetts 02171

Item 31. Management Services.

Not Applicable

Item 32. Undertakings.

The Registrant hereby undertakes to furnish each person to whom a prospectus is delivered with a copy of the Registrant's latest annual report to shareholders, upon request and without charge.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933 and the Investment Company Act of 1940 the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized, in the City of New York, and State of New York, on the 18th day of December, 1997.

EVERGREEN MONEY MARKET TRUST

By: /s/ William J. Tomko

Name: William J. Tomko
Title: President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities indicated on the 18th day of December, 1997.

<TABLE>

<CAPTION>

<S>

/s/William J. Tomko

William J. Tomko
President and Treasurer (Principal
Financial and Accounting Officer)

/s/ K. Dun Gifford

K. Dun Gifford*
Trustee

/s/Gerald M. McDonnell

Gerald M. McDonnell*
Trustee

/s/ David M. Richardson

David M. Richardson*
Trustee

/s/ Richard J. Shima

Richard J. Shima*
Trustee
</TABLE>

<C>

/s/ Laurence B. Ashkin

Laurence B. Ashkin*
Trustee

/s/ James S. Howell

James S. Howell*
Trustee

/s/ Thomas L. McVerry

Thomas L. McVerry*
Trustee

/s/ Russell A. Salton, III MD

Russell A. Salton, III MD*
Trustee

<C>

/s/ Charles A. Austin, III

Charles A. Austin III*
Trustee

/s/ William Walt Pettit

William Walt Pettit*
Trustee

/s/ Michael S. Scofield

Michael S. Scofield*
Trustee

*By: /s/ Terrence J. Cullen

Terrence J. Cullen
Attorney-in-Fact

*Terrence J. Cullen, by signing his name hereto, does hereby sign this

document on behalf of each of the above-named individuals pursuant to powers of attorney duly executed by such persons.

INDEX TO EXHIBITS

Exhibit Number	Exhibit
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11	Consent of Price Waterhouse LLP

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference of our report dated October 18, 1996, relating to the financial statements and financial highlights of Evergreen Money Market Fund (the "Fund") appearing in the Fund's August 31, 1996 Annual Report to Shareholders, which is also incorporated by reference, into the Prospectus and Statement of Additional Information constituting parts of Post-Effective Amendment No. 15 to the registration statement on Form N-1A of Evergreen Money Market Trust, which registration statement is also incorporated by reference into this registration statement on Form N-1A.

We also consent to the reference to us under the heading "Financial Highlights" in such Prospectus and under the headings "Independent Auditors" and "Financial Statements" in such Statement of Additional Information.

/s/Price Waterhouse LLP
Price Waterhouse LLP
1177 Avenue of the Americas
New York, New York 10036
December 18, 1997