

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

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

Filing Date: **1996-08-26** | Period of Report: **1996-06-30**
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FILER

INVESCO TAX FREE INCOME FUNDS INC

CIK: **352662** | IRS No.: **840845081** | State of Incorporation: **MD** | Fiscal Year End: **0630**
Type: **24F-2NT** | Act: **33** | File No.: **002-72165** | Film No.: **96620340**

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DENVER CO 80217-3706

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 24F-2
Annual Notice of Securities Sold
Pursuant to Rule 24f-2

1. Name and address of issuer:

INVESCO Tax-Free Income Funds, Inc.
7800 E. Union Avenue
Denver, Colorado 80237

2. Name of each series or class of funds for which this notice is filed:

INVESCO Tax-Free Income Funds, Inc.
Tax-Free Intermediate Bond Fund
Tax-Free Long-Term Bond Fund

3. Investment Company Act File Number: 811-3177

Securities Act File Number: 2-72165

4. Last day of fiscal year for which this notice is filed:

June 30, 1996

5. Check box if this notice is being filed more than 180 days after the close of the issuer's fiscal year for purposes of reporting securities sold after the close of the fiscal year but before termination of the issuer's 24f-2 declaration:

6. Date of termination of issuer's declaration under rule 24f-2(a)(1), if applicable (see Instruction A.6):

Not Applicable

7. Number and amount of securities of the same class or series which had been registered under the Securities Act of 1933 other than pursuant to Rule 24f-2 in a prior fiscal year, but which remained unsold at the beginning of the fiscal year:

0

8. Number and amount of securities registered during the fiscal year other than pursuant to Rule 24f-2:

0

9. Number and aggregate sale price of securities sold during the fiscal year:

Shares = 8,524,029 \$127,045,246

10. Number and aggregate sale price of securities sold during the fiscal year in reliance upon registration pursuant to Rule 24f-2:

Shares = 8,524,029 \$127,045,246

11. Number and aggregate sales price of securities issued during the fiscal year in connection with dividend reinvestment plans, if applicable (see Instruction B.7):

N/A

12. Calculation of registration fee:

(i) Aggregate sale price of securities sold during the fiscal year in reliance on Rule 24f-2 (from Item 10):

| | |
|--|----------------|
| | \$ 127,045,246 |
| | ----- |

(ii) Aggregate price of shares issued in connection with dividend reinvestment plans (from Item 11, if applicable):

| | |
|--|--------------|
| | + N/A |
|--|--------------|

(iii) Aggregate price of shares redeemed or repurchased during the fiscal year (if applicable):

| | |
|--|---------------|
| | - 133,254,277 |
| | ----- |

(iv) Aggregate price of shares redeemed or repurchased and previously applied as a reduction to filing fees pursuant to Rule 24e-2 (if applicable):

| | |
|--|--------------|
| | + N/A |
|--|--------------|

(v) Net aggregate price of securities sold and issued during the

fiscal year in reliance on Rule 24f-2 [line (i), plus line (ii),
less line (iii), plus line (iv)]
if applicable: \$(6,209,031)

(vi) Multiplier prescribed by Section

6(b) of the Securities Act of 1933
or other applicable law or regula-
tion (see Instruction C.6): x 1/2900

(vii) Fee due [line (i) or line(v)
multiplied by line (vi)]: \$ 0
=====

Instruction: Issuers should complete lines (ii), (iii), (iv),
and (v) only if the form is being filed within 60 days
after the close of the issuer's fiscal year. See
Instruction C.3.

13. Check box if fees are being remitted to the Commission's lockbox
depository as described in Section 3a of the Commission's Rules of
Information and Other Procedures (17 CFR 202.3a).

Date of mailing or wire transfer of filing fees to the Commission's lockbox
depository:

N/A

SIGNATURES

This report has been signed below by the following persons on behalf of the
issuer and in the capacities and on the date indicated.

INVESCO Tax-Free Income Funds, Inc.

By: /s/ Dan J. Hesser

Dan J. Hesser
President

Date: August 26, 1996