

SECURITIES AND EXCHANGE COMMISSION

FORM S-6EL24

Registration statements of unit investment trusts

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FILER

FIRST TRUST SPECIAL SITUATION TRUST SERIES 94

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Business Address
C/O NIKE SECURITIES L P
1001 WARRENVILLE ROAD
LISLE IL 60532
7082414141

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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: THE FIRST TRUST SPECIAL
SITUATIONS TRUST, SERIES 94
- B. Name of Depositor: NIKE SECURITIES L.P.
- C. Complete Address of Depositor's Suite 300
Principal Executive Offices: 1001 Warrenville Road
Lisle, Illinois 60532
- D. Name and Complete Address of Agents for Service: NIKE SECURITIES L.P.
Attention: James A. Bowen
Suite 300
1001 Warrenville Road
Lisle, Illinois 60532
- E. Title and Amount of Securities Being Registered: An indefinite number of
Units pursuant to Rule
24f-2 promulgated under
the Investment Company Act
of 1940, as amended.
- F. Proposed Maximum Offering Price to the Public of the Securities Being Registered: Indefinite.
- G. Amount of Filing Fee (as required by Rule 24f-2): \$500.00
- H. Approximate Date of Proposed Sale to the Public: --- Check if it is proposed
that this filing will
become effective on ----
at --- p.m. pursuant to
Rule 487.

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 which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until the Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

THE FIRST TRUST SPECIAL SITUATIONS TRUST, SERIES 94

Cross-Reference Sheet

(Form N-8B-2 Items required by Instructions as
to the Prospectus in Form S-6)

FORM N-8B-2 ITEM NUMBER	FORM S-6 HEADING IN PROSPECTUS
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I. ORGANIZATION AND GENERAL INFORMATION

- | | |
|-----------------------------------------------|--------------------------------------------------|
| 1. (a) Name of trust | Prospectus front cover |
| (b) Title of securities issued | Summary of Essential Information |
| 2. Name and address of each depositor | Information as to Sponsor, Trustee and Evaluator |
| 3. Name and address of trustee | Information as to Sponsor, Trustee and Evaluator |
| 4. Name and address of principal underwriters | Underwriting |

5.	State of organization of trust	The First Trust Special Situations Trust
6.	Execution and termination of trust agreement	The First Trust Special Situations Trust; Other Information
7.	Changes of name	*
8.	Fiscal Year	*
9.	Litigation	*

II. GENERAL DESCRIPTION OF THE TRUST AND SECURITIES OF THE TRUST

10.	(a) Registered or bearer securities	Rights of Unit Holders
	(b) Cumulative or distributive securities	The First Trust Special Situations Trust
	(c) Redemption	Rights of Unit Holders
	(d) Conversion, transfer, etc.	Rights of Unit Holders
	(e) Periodic payment plan certificates	*
	(f) Voting rights	Rights of Unit Holders; Other Information
	(g) Notice of certificate-holders	Rights of Unit Holders; Other Information
	(h) Consents required	Rights of Unit Holders; Other Information
	(i) Other provisions	The First Trust Special Situations Trust
11.	Types of securities comprising	The First Trust Special units Situations Trust
12.	Certain information regarding periodic payment plan certificates	*
13.	(a) Load, fees, expenses, etc.	Summary of Essential Information; Public Offering; The First Trust Special Situations Trust
	(b) Certain information regarding periodic payment plan certificates	*
	(c) Certain percentages	Summary of Essential Information; The First Trust Special Situations Trust; Public Offering
	(d) Difference in price offered for any class of transactions to any class or group of individuals	Public Offering
	(e) Certain other load fees, expenses, etc. payable by holders	Rights of Unit Holders
	(f) Certain profits receivable by depositor, principal underwriters, trustee or affiliated persons	The First Trust Special Situations Trust
	(g) Ratio of annual charges to income	*
14.	Issuance of trust's securities	Rights of Unit Holders
15.	Receipt and handling of payments from purchasers	*

16.	Acquisition and disposition of underlying securities	The First Trust Special Situations Trust; Rights of Unit Holders
17.	Withdrawal or redemption	The First Trust Special Situations Trust; Public Offering; Rights of Unit Holders
18.	(a) Receipt, custody and disposition of income	Rights of Unit Holders
	(b) Reinvestment of distributions	Rights of Unit Holders
	(c) Reserves or special funds	Information as to Sponsor, Trustee and Evaluator
	(d) Schedule of distributions	*
19.	Records, accounts and reports	Rights of Unit Holders
20.	Certain miscellaneous provisions of trust agreement	
	(a) Amendment	Other Information
	(b) Termination	Other Information
	(c) and (d) Trustee, removal and successor	Information as to Sponsor, Trustee and Evaluator
	(e) and (f) Depositor, removal and successor	Information as to Sponsor, Trustee and Evaluator
21.	Loans to security holders	*
22.	Limitations on liability	The First Trust Special Situations Trust; Information as to Sponsor, Trustee and Evaluator
23.	Bonding arrangements	Contents of Registration Statement
24.	Other material provisions of trust agreement	*
	III. ORGANIZATION, PERSONNEL AND AFFILIATED PERSONS OF DEPOSITOR	
25.	Organization of depositor	Information as to Sponsor, Trustee and Evaluator
26.	Fees received by depositor	*
27.	Business of depositor	Information as to Sponsor, Trustee and Evaluator
28.	Certain information as to officials and affiliated persons of depositor	*
29.	Voting securities of depositor	*
30.	Persons controlling depositor	*
31.	Payment by depositor for certain services rendered to trust	*
32.	Payment by depositor for	*

	certain other services rendered to trust	
33.	Remuneration of other persons for certain services rendered to trust	*
34.	Remuneration of other persons for certain services rendered to trust	*
IV. DISTRIBUTION AND REDEMPTION		
35.	Distribution of trust's securities by states	Public Offering
36.	Suspension of sales of trust's securities	*
37.	Revocation of authority to distribute	*
38.	(a) Method of distribution	Public Offering
	(b) Underwriting agreements	Public Offering; Underwriting
	(c) Selling agreements	Public Offering
39.	(a) Organization of principal underwriters	Information as to Sponsor, Trustee and Evaluator
	(b) N.A.S.D. membership of principal underwriters	Information as to Sponsor, Trustee and Evaluator
40.	Certain fee received by principal underwriters	See Items 13(a) and 13(e)
41.	(a) Business of principal underwriters	Information as to Sponsor, Trustee and Evaluator
	(b) Branch offices of principal underwriters	*
	(c) Salesmen of principal underwriters	*
42.	Ownership of trust's securities by certain persons	*
43.	Certain brokerage commissions received by principal underwriters	*
44.	(a) Method of valuation	Summary of Essential Information; The First Trust Special Situations Trust; Public Offering
	(b) Schedule as to offering price	*
	(c) Variation in offering price to certain persons	Public Offering
45.	Suspension of redemption rights	*
46.	(a) Redemption Valuation	Rights of Unit Holders
	(b) Schedule as to redemption price	*
47.	Maintenance of position in underlying securities	Public Offering; Rights of Unit Holders
V. INFORMATION CONCERNING THE TRUSTEE OR CUSTODIAN		
48.	Organization and regulation of trustee	Information as to Sponsor, Trustee and Evaluator

49. Fees and expenses of trustee The First Trust Special Situations Trust
50. Trustee's lien The First Trust Special Situations Trust

VI. INFORMATION CONCERNING THE INSURANCE OF HOLDERS OR SECURITIES

51. Insurance of holders of trust's securities *

VII. POLICY OF REGISTRANT

52. (a) Provisions of trust agreement with respect to selection or elimination of underlying securities The First Trust Special Situations Trust; Rights of Unit Holders
- (b) Transactions involving elimination of underlying securities *
- (c) Policy regarding substitution or elimination of underlying securities The First Trust Special Situations Trust; Rights of Unit Holders
- (d) Fundamental policy not otherwise covered *
53. Tax status of Trust The First Trust Special Situations Trust

VIII. FINANCIAL AND STATISTICAL INFORMATION

54. Trust's securities during last ten years *
55. Certain information regarding periodic payment plan certificates
56. Certain information regarding periodic payment plan certificates
57. Certain information regarding periodic payment plan certificates *
58. Certain information regarding periodic payment plan certificates
59. Financial statements (Instruction 1(b) to Form S-6) Report of Independent Auditors; Statement of Net Assets

* Inapplicable, answer negative or not required.

Preliminary Prospectus Dated April 20, 1994

THE FIRST TRUST SPECIAL SITUATIONS TRUST, SERIES 94

10,000 Units (A Unit Investment Trust)

The attached final Prospectus for a prior Series of the Fund is hereby used as a preliminary Prospectus for the above stated Series. The narrative information and structure of the attached final Prospectus will be substantially the same as that of the final Prospectus for this Series. Information with respect to pricing, the number of Units, dates and summary information regarding the characteristics of securities to be deposited in this Series is not now available and will be different since each Series has a unique Portfolio. Accordingly the information contained herein with regard to the previous Series should be

considered as being included for informational purposes only. Ratings of the securities in this Series are expected to be comparable to those of the securities deposited in the previous Series. However, the Estimated Current Return for this Series will depend on the interest rates and offering prices of the securities in this Series and may vary materially from that of the previous Series.

A registration statement relating to the units of this Series will be filed with the Securities and Exchange Commission but has not yet become effective. Information contained herein is subject to completion or amendment. Such Units may not be sold nor may offer to buy be accepted prior to the time the registration statement becomes effective. This Prospectus shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the Units in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state.

First Trust U.S. Treasury Securities Trust,
Short-Intermediate, Series 2

The Trust. The First Trust Special Situations Trust, Series 81 (the "Trust") is a unit investment trust consisting of a portfolio of taxable U.S. Treasury Securities that are backed by the full faith and credit of the United States Government, delivery statements relating to contracts for the purchase of certain such securities and an irrevocable letter of credit (the "Securities"). All of the U.S. Treasury Securities in Series 2 of the Trust consist of maturities of approximately 2.5-6.5 years which are "laddered" to return approximately 15.4% of the Unit holders' principal annually for four periods ranging from 1996 through 1999, with a final distribution of approximately 38.4% of the Unit holders' principal in the year 2000.

The objective of the Trust is to obtain safety of capital and current monthly distributions of interest through an investment in a fixed portfolio of Securities. Series 2 of the Trust will be a "laddered" portfolio to provide flexibility of principal investment with maturities ranging from 1996 to 2000. The average weighted maturity of the Trust will be no less than two years nor more than five years. With the deposit of the Securities in the Trust on October 21, 1993, the Initial Date of Deposit, the Sponsor established for Series 2 a percentage relationship between the principal amount of Securities of specified interest rates and ranges of maturities in the related Portfolio. From time to time, pursuant to the Indenture, following the Initial Date of Deposit, the Sponsor may deposit additional Securities in Series 2 of the Trust and Units may be continuously offered for sale to the public by means of this Prospectus resulting in a potential increase in the outstanding number of Units of the Trust. Any additional Securities deposited in Series 2 of the Trust will maintain as far as practicable the original percentage relationship between the principal amounts of Securities of specified interest rates and ranges of maturities in the original Portfolio of the Trust.

The guaranteed payment of interest and principal afforded by the Securities may make an investment in Series 2 of the Trust particularly well suited for purchase by Individual Retirement Accounts, Keogh Plans, pension funds and other tax-deferred retirement plans. In addition, the ability to buy single Units (minimum purchase \$1,000, \$250 for tax-deferred retirement plans such as IRA accounts) during the initial offering period at a Public Offering Price per Unit of approximately \$1.00 enables such investors to tailor the dollar amount of their purchases of Units to take the maximum possible advantage of the annual deductions available for contributions to such plans. Investors should consult with their tax advisers before investing. See "Why are Investments in Series 2 of the Trust Suitable for Retirement Plans?"

STANDARD & POOR'S CORPORATION HAS RATED UNITS OF EACH SERIES OF THE TRUST "AAA." THIS IS THE HIGHEST RATING ASSIGNED BY STANDARD & POOR'S CORPORATION. SEE "WHAT IS THE RATING OF THE UNITS?" AND "DESCRIPTION OF STANDARD & POOR'S CORPORATION RATING."

Attention Foreign Investors: Your interest income from the Trust may be exempt from federal withholding taxes if you are not a United States citizen or resident and certain conditions are met. See "What is the Federal Tax Status of Unit Holders?"

For Information on Estimated Current Return (if applicable) and

Estimated Long-Term Return including the estimated life of the portfolio of Series 2 of the Trust, see "Special Information." Estimated cash flows for Series 2 of the Trust are set forth herein under "Estimated Cash Flows to Unit Holders."

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

First Trust

The date of this Prospectus is October 21, 1993

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The Public Offering Price per 1,000 Units is equal to the aggregate offering price of the Securities in the portfolio of a Series of the Trust and the amount of Purchased Interest for each Trust divided by the number of Units outstanding multiplied by 1,000, plus a sales charge of 1.95% of the Public Offering Price (1.989% of the net amount invested) for Series 2. In addition, on transactions entered into for settlement after October 28, 1993, there will be added an amount equal to accrued interest from October 28, 1993 to the date of settlement (five business days after order) less distributions from the Interest Account subsequent to October 28, 1993. The secondary market Public Offering Price per 1,000 Units will be equal to the aggregate bid price of the Securities in the portfolio of a Series of the Trust and the amount of Purchased Interest for each Trust divided by the number of Units outstanding multiplied by 1,000, plus a sales charge of 1.95% of the public offering price (1.989% of the net amount invested) for Series 2. At the opening of business on the Initial Date of Deposit, October 21, 1993, the Public Offering Price per 1,000 Units would have been \$1,000 for Series 2. The sales charge is reduced on a graduated scale for sales involving at least \$500,000. See "How is the Public Offering Price Determined?", particularly for the method of evaluation.

Each Unit represents an undivided interest in the principal, Purchased Interest and net income of a Series of the Trust in the ratio of one Unit for each \$1.00 principal amount of Securities initially deposited in such Series.

Distributions of interest received by a Series of the Trust will be paid in cash monthly unless the Unit holder elects to have them automatically reinvested as described herein. See "How Can Distributions to Unit Holders be Reinvested?" Monthly distributions will be made on the last day of each month to all Unit holders of record on the 15th day of such month, commencing with the First Distribution on November 30, 1993 to Unit holders of record on November 15, 1993.

The Sponsor, although not obligated to do so, intends to maintain a market for the Units of Series 2 at prices based upon the aggregate offering price of the Securities in the portfolio of Series 2 of the Trust during the initial offering period and at prices based upon the aggregate bid price of the Securities in the portfolio of Series 2 of the Trust after the initial offering period. In the absence of such a market, a Unit holder will nonetheless be able to dispose of the Units through redemption at prices based upon the bid prices of the underlying Securities. See "How May Units be Redeemed?"

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Summary of Essential Information

At the Opening of Business on the Initial Date of Deposit
of the Securities-October 21, 1993

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Sponsor: Nike Securities L.P.
 Trustee: United States Trust Company of New York
 Evaluator: Securities Evaluation Service, Inc.

General Information

Principal Amount of Securities in the Trust	\$	1,950,000
Number of Units		1,949,000
Fractional Undivided Interest in the Trust per Unit		1/1,949,000
Principal Amount (Par Value) of Securities per 1,000 Units	\$	1,000.51
Public Offering Price:		
Aggregate Offering Price Evaluation of Securities in the Portfolio	\$	1,897,065
Aggregate Offering Price Evaluation per 1,000 Units	\$	973.35
Purchased Interest (1)	\$	13,938
Purchased Interest per 1,000 Units (1)	\$	7.15
Sales Charge (2)	\$	19.50
Public Offering Price per 1,000 Units (1)	\$	1,000.00
Sponsor's Initial Repurchase Price per 1,000 Units, including		
Purchased Interest (1)	\$	980.50
Redemption Price per 1,000 Units, including Purchased Interest (3)	\$	976.98
Excess of Public Offering Price per 1,000 Units Over Redemption		
Price per 1,000 Units	\$	23.02
Excess of Sponsor's Initial Repurchase Price per 1,000 Units Over		
Redemption Price per 1,000 Units	\$	3.52

</TABLE>

First Settlement Date October 28, 1993
 Mandatory Termination Date December 31, 2000

Discretionary Liquidation Amount A Trust may be terminated if the principal amount thereof is less than the lower of \$1,000,000 or 10% of the total principal amount of Securities deposited in a Trust during the primary offering period.

Supervisory Fee Maximum of \$.10 per 1,000 Units outstanding annually. (4)

Evaluator's Fee \$.25 per 1,000 Units outstanding annually.

Evaluations for purposes of sale, purchase or redemption of Units are made at 4:00 p.m. Eastern time.

[FN]

(1) Purchased Interest is a portion of the unpaid interest that has accrued on the Securities from the later of the last payment date on the Securities or the date of issuance thereof through the First Settlement Date and is included in the calculation of the Public Offering Price. Purchased Interest will not be distributed to Unit holders until the Securities to which the Purchased Interest relates are sold or mature, or until the sale or redemption of Units by Unit holders prior to the termination of the Trust. Anyone ordering Units for settlement after the First Settlement Date will pay accrued interest from such date to the date of settlement (normally five business days after order) less distributions from the Interest Account subsequent to the First Settlement Date. For purchases settling on the First Settlement Date, no accrued interest will be added to the Public Offering Price other than the Purchased Interest already included therein. After the initial offering period, the Sponsor's Repurchase Price per 1,000 Units, will be determined as described under the caption "Will There Be a Secondary Market?"

(2) Sales charges for the Trust, expressed as a percentage of the Public Offering Price per Unit and in parenthesis as a percentage of the Aggregate Offering Price Evaluation per 1,000 Units, are as follows: 1.95% (1.989%) for Series 2.

(3) See "How May Units be Redeemed?"

(4) Payable to an affiliate of the Sponsor.

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First Trust U.S. Treasury Securities Trust, Short-Intermediate,
 Series 2

The First Trust Special Situations Trust, Series 81

What is the First Trust Special Situations Trust?

The First Trust Special Situations Trust, Series 81 is one of a series of investment companies created by the Sponsor under the name of The First Trust Special Situations Trust, all of which are generally similar but each of which is separate and is designated by a different series number (the "Trust"). This Series consists of an underlying separate unit investment trust designated as: First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2. The Trust was created under the laws of the State of New York pursuant to a Trust Agreement (the "Indenture"), dated the Initial Date of Deposit, with Nike Securities L.P., as Sponsor, United States Trust Company of New York, as Trustee, Securities Evaluation Service, Inc., as Evaluator and First Trust Advisors L.P., as Portfolio Supervisor. On the Initial Date of Deposit, the Sponsor deposited with the Trustee \$1,950,000 for Series 2 principal amount of taxable, interest-bearing and zero coupon U.S. Treasury Obligations, delivery statements relating to contracts for the purchase of certain such obligations and an irrevocable letter of credit issued by a financial institution in the amount required for such purchases (the "Securities"). The Trustee thereafter credited to the account of the Sponsor 1,949,000 Units for Series 2 representing the entire ownership of the Trust at the Initial Date of Deposit, which Units are being offered hereby.

The objective of each Series of the Trust is to obtain safety of capital and current monthly distributions of interest through an investment in a fixed portfolio of taxable U.S. Treasury Securities. Series 2 of the Trust will be a "laddered" portfolio to provide flexibility of principal investment with maturities ranging from 1996 to 2000. The Trust may be an appropriate medium for investors who desire to participate in a portfolio of taxable fixed income securities offering the safety of capital provided by securities backed by the full faith and credit of the United States but who do not wish to invest the minimum amount which is required for a direct investment in the Securities. Because regular payments of principal are to be received in accordance with the "laddered" maturities of the Securities and certain Securities may be sold under circumstances described herein, and because additional Securities may be deposited in the Trust as described herein, the Trust is not expected to retain its present size and composition. Units will remain outstanding until redeemed upon tender to the Trustee by any Unit holder (which may include the Sponsor) or until the termination of a Series of the Trust pursuant to the Indenture.

Many investors in the First Trust U.S. Treasury Securities Trust, Short-Intermediate Series may benefit from the exemption from state and local personal income taxes that will pass through the Trust to Unit holders in all states. The Trust has the additional purpose of providing income which is exempt from withholding for U.S. Federal income taxes for non-resident alien investors. A foreign investor must provide a completed W-8 Form to his financial representative or the Trustee to avoid withholding on his account.

In selecting the Securities for deposit in the Trust, the following factors, among others, were considered by the Sponsor: (i) the types of such securities available; (ii) the prices and yields of such securities relative to other comparable securities, including the extent to which such securities are trading at a premium or at a discount from par; (iii) whether the Securities were issued after July 18, 1984; and (iv) the maturities of such securities. See "Portfolio" for information with respect to the Securities initially selected for deposit in the Trust.

The Portfolio of the Trust may contain Securities which were acquired at a market discount. Such Securities trade at less than par value because the interest coupons thereon are lower than interest coupons on comparable debt securities being issued at currently prevailing interest rates. If such interest rates for newly issued and otherwise comparable securities increase, the market discount of previously issued securities will become greater, and if such interest rates for newly issued comparable securities decline, the market discount of previously issued securities will be reduced, other things being equal. Investors should also note that the value of Securities purchased at a market discount will increase in value faster than Securities purchased at a market premium if interest rates decrease. Conversely, if interest rates increase the value of Securities

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purchased at a market discount will decrease faster than Securities purchased at a premium. Market discount attributable to interest

changes does not indicate a lack of market confidence in the issue. Neither the Sponsor nor the Trustee shall be liable in any way for any default, failure or defect in any of the Securities.

The Portfolio of the Trust contains U.S. Treasury Obligations which have been stripped of their unmatured interest coupons. The zero coupon Securities evidence the right to receive a fixed payment at a future date from the U.S. Government, and are backed by the full faith and credit of the U.S. Government. Zero coupon Securities are purchased at a deep discount because the buyer obtains only the right to a fixed payment at a fixed date in the future and does not receive any periodic interest payments. The effect of owning deep discount bonds which do not make current interest payments (such as the zero coupon Securities) is that a fixed yield is earned not only on the original investment, but also, in effect, on all earnings during the life of the discount obligation. This implicit reinvestment of earnings at the same rate eliminates the risk of being unable to reinvest the income on such obligations at a rate as high as the implicit yield on the discount obligation, but at the same time eliminates the holder's ability to reinvest at higher rates in the future. For this reason, the zero coupon Securities are subject to substantially greater price fluctuations during periods of changing interest rates than are securities of comparable quality which make regular interest payments.

The Portfolio of the Trust may contain Securities which were acquired at a market premium. Such Securities trade at more than par value because the interest coupons thereon are higher than interest coupons on comparable debt securities being issued at currently prevailing interest rates. If such interest rates for newly issued and otherwise comparable securities decrease, the market premium of previously issued securities will be increased, and if such interest rates for newly issued comparable securities increase, the market premium of previously issued securities will be reduced, other things being equal. The current returns of securities trading at a market premium are initially higher than the current returns of comparably rated debt securities of a similar type issued at currently prevailing interest rates because premium securities tend to decrease in market value as they approach maturity when the face amount becomes payable. Market premium attributable to interest changes does not indicate market confidence in the issue.

The contracts to purchase Securities delivered to the Trustee represent an obligation by issuers or dealers to deliver Securities to the Sponsor for deposit in the Trust. Contracts are typically settled and the Securities delivered within a few business days subsequent to the Initial Date of Deposit. The percentage of the aggregate principal amount of the Securities, if any, relating to "when, as and if issued" Securities or other Securities with delivery dates after the date of settlement for a purchase made on the Initial Date of Deposit is indicated in the Portfolio. Interest on "when, as and if issued" and delayed delivery Securities begins accruing to the benefit of Unit holders on their dates of delivery. Because "when, as and if issued" Securities have not yet been issued, as of the Initial Date of Deposit the Trust is subject to the risk that the issuers thereof might decide not to proceed with the offering of such Securities or that the delivery of such Securities or the delayed delivery Securities may be delayed. If such Securities, or replacement securities described below, are not acquired by the Trust or if their delivery is delayed, the Estimated Returns shown under "Special Information" may be reduced.

In the event of a failure to deliver any Securities that have been purchased for a Series of the Trust under a contract ("Failed Securities"), the Sponsor is authorized under the Indenture to direct the Trustee to acquire other specified securities ("Replacement Securities") to make up the original corpus of the Series of the Trust. The Replacement Securities must be purchased within 20 days after delivery of the notice of the failed contract and the purchase price (exclusive of accrued interest) may not exceed the amount of funds reserved for the purchase of the Failed Securities. The Replacement Securities (i) must satisfy the criteria previously described for Securities originally included in a Series of the Trust, (ii) must maintain as far as practicable the original percentage relationship between the principal amounts of Securities of specified interest rates and years of maturities in the Portfolio, and (iii) shall not be "when, as and if issued" securities. Whenever Replacement Securities have been acquired for a Series of the Trust, the Trustee shall, within five days thereafter, notify all Unit holders of such Series of the Trust of the acquisition of the Replacement Securities

and shall, on the next monthly distribution date which is more than 30 days thereafter, make a pro rata distribution of the amount, if any, by which the cost to the affected Series of the Trust of the Failed Securities exceeded the cost of the Replacement Securities plus accrued interest. Except as provided below, once the original corpus of the Trust is acquired, the Trustee will have no power to vary the investment of a Series of the Trust, i.e., the Trustee will have no managerial power to take advantage of market variations to improve a Unit holder's investment.

If the right of limited substitution described in the preceding paragraph shall not be utilized to acquire Replacement Securities in the event of a failed contract, the Sponsor shall refund the sales charge and the Purchased Interest attributable to such failed contract pro rata to all Unit holders, and the principal and accrued interest (at the coupon rate of the relevant Securities to the date the Sponsor is notified of the failure) attributable to such failed contract shall be distributed not more than thirty days after the determination of such failure or at such earlier time as the Trustee in its sole discretion deems to be in the interest of the Unit holders. Unit holders should be aware that at the time of the receipt of such refunded principal they may not be able to reinvest such principal in other securities at a yield equal to or in excess of the yield which such principal would have earned for Unit holders had the Failed Securities been delivered to a Series of the Trust.

The Sponsor may, from time to time, deposit additional Securities in Series 2 of the Trust (while additional Units are to be offered to the public) maintaining, as close as practicable, the original percentage relationship between the principal amounts of Securities of specified interest rates and years of maturities in the Portfolio of such Series. With respect to Series 2 of the Trust, the Sponsor has the limited right to direct the Trustee to purchase additional securities, which must satisfy the criteria previously described for Securities originally included in Series 2 of the Trust, with moneys held in the Principal Account of Series 2 of the Trust representing the proceeds of Securities sold as described under the caption "How May Securities be Removed from the Trust?" or the proceeds of Securities sold which proceeds are not required for the purpose of redemption of Units.

Each Unit initially offered represents the fractional undivided interest in a Series of the Trust set forth in the "Summary of Essential Information." To the extent that any Units are redeemed by the Trustee, the fractional undivided interest in a Series of the Trust represented by each unredeemed Unit will increase, although the actual interest in such Series represented by such fraction will remain substantially unchanged. However, if additional Units are issued by Series 2 of the Trust (in connection with the deposit by the Sponsor of additional Securities), the aggregate value of Securities in such Series of the Trust will be increased by amounts allocable to additional Units, and the fractional undivided interest represented by each Unit in the balance will be decreased. Units will remain outstanding until redeemed upon tender to the Trustee by any Unit holder, which may include the Sponsor, or until the termination of the Indenture.

Special Considerations. The Securities are direct obligations of the United States and are backed by its full faith and credit although the Units of the Trust are not so backed. The Securities are not rated but in the opinion of the Sponsor have credit characteristics comparable to those of securities rated "AAA" by nationally recognized rating agencies.

An investment in Units of the Trust should be made with an understanding of the risks which an investment in fixed rate debt obligations may entail, including the risk that the value of the Securities and hence the Units will decline with increases in interest rates. The high inflation of prior years, together with the fiscal measures adopted to attempt to deal with it, have resulted in wide fluctuations in interest rates and, thus, in the value of fixed rate debt obligations generally. The Sponsor cannot predict whether such fluctuations will continue in the future.

What is the Rating of the Units?

Standard & Poor's Corporation has rated Units of each Series of the Trust "AAA." This is the highest rating assigned by Standard & Poor's Corporation. See "Description of Standard & Poor's Corporation Rating." The obtaining of this rating by the Trust should not be construed as an approval of the offering of the Units by Standard & Poor's Corporation or as a guarantee of the market value of

a Series of the Trust or the Units. Standard & Poor's Corporation has indicated that this rating is not a recommendation to buy, hold or sell

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Units nor does it take into account the extent to which expenses of a Series of the Trust or sales by the Trust of Securities for less than the purchase price paid by a Series of the Trust will reduce payment to Unit holders of the interest and principal required to be paid on such Securities. There is no guarantee that the "AAA" investment rating with respect to the Units will be maintained. Standard & Poor's Corporation will be compensated by the Sponsor for its services in rating Units of a Series of the Trust.

What are Estimated Current Return and Estimated Long-Term Return?

Debt securities are customarily offered to investors on a "yield price" basis (as contrasted to a "dollar price" basis) at the lesser of the price as computed to maturity of such debt security or to an earlier redemption date. Since Units of each Series of the Trust are offered on a dollar price basis, the estimated rate of return on an investment in Units of a Series of the Trust is stated in terms of "Estimated Current Return and Estimated Long-Term Return."

At the opening of business on the Initial Date of Deposit, the Estimated Current Return (if applicable) and the Estimated Long-Term Return for each Series is as set forth in the "Special Information" herein. Estimated Current Return is computed by multiplying the Estimated Net Annual Interest Rate per 1,000 Units by \$1,000 and dividing the result by the Public Offering Price per 1,000 Units. The Estimated Net Annual Interest Rate per Unit will vary with changes in fees and expenses of the Trustee and the Evaluator and with the principal prepayment, redemption, maturity, exchange or sale of Securities while the Public Offering Price will vary with changes in the offering price of the underlying Securities; therefore, there is no assurance that the present Estimated Current Return will be realized in the future. Estimated Current Return does not take into account timing of distributions of income and other amounts (including delays in distribution to Unit Holders), and it only partially reflects the effects of premiums paid and discounts realized in the purchase price of Units.

Unlike Estimated Current Return, Estimated Long-Term Return is a measure of the estimated return to the investor earned over the estimated life of a Series of the Trust. The Estimated Long-Term Return represents an average of the yields to estimated retirements of the Securities in a Series of the Trust and adjusted to reflect expenses and sales charges.

Both Estimated Current Return (if applicable) and Estimated Long-Term Return are subject to fluctuation with changes in the compositions of the Portfolio of a Series of the Trust and changes in market value of the underlying Securities and changes in fees and expenses, including sales charges, and therefore can be materially different than the figures set forth in "Special Information" herein. In addition, return figures may not be directly comparable to yield figures used to measure other investments, and since return figures are based on certain assumptions and variables, the actual returns received by a Unit holder may be higher or lower. For information on the estimated cash flows of each Series of the Trust, see "Estimated Cash Flows to Unit Holders."

In order to acquire certain of the Securities contracted for by the Sponsor for deposit in a Series of the Trust, it may be necessary to pay on the settlement dates for delivery of such Securities amounts covering accrued interest on such Securities which exceed the amounts furnished by the Sponsor. The Trustee has agreed to pay for any amounts necessary to cover any such excess and will be reimbursed therefor, without interest, when funds become available from interest payments on the particular Securities with respect to which such payments have been made.

Record Dates for distributions of interest are the fifteenth day of each month. The Distribution Dates for distributions of interest are the first day of the month following that in which the related Record Date occurs (except for the distribution which would be made on January 1, which instead will be made on or before December 31).

How are Purchased Interest and Accrued Interest Treated?

Purchased Interest. Purchased Interest is a portion of the unpaid interest that has accrued on the Securities from the later of

the last payment date on the Securities or the date of issuance thereof through the First Settlement Date and is included in the calculation of the Public Offering Price. Purchased Interest will not be distributed

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to Unit holders until the Securities to which the Purchased Interest relates are sold or mature. See "Summary of Essential Information" for the amount of Purchased Interest per 1,000 Units for the Trust. Purchased Interest is an element of the determination of the price Unit holders will receive in connection with the sale or redemption of Units prior to the termination of the Trust.

Accrued Interest. Accrued interest is the accumulation of unpaid interest on a security from the last day on which interest thereon was paid. Interest on Securities in the Trust generally is paid semi-annually, although the Trust accrues such interest daily. Because of this, the Trust always has an amount of interest earned but not yet collected by the Trustee. For this reason, with respect to sales settling subsequent to the First Settlement Date, the Public Offering Price of Units will have added to it the proportionate share of accrued interest to the date of settlement. Unit holders will receive on the next distribution date of the Trust the amount, if any, of accrued interest paid on their Units.

In an effort to reduce the amount of accrued interest which would otherwise have to be paid by Unit holders, the Trustee may advance a portion of the accrued interest to the Sponsor as the Unit holder of record as of the First Settlement Date. Consequently, the amount of accrued interest to be added to the Public Offering Price of Units will include only accrued interest from the First Settlement Date to the date of settlement (other than Purchased Interest already included therein) less any distributions from the Interest Account subsequent to the First Settlement Date. See "Rights of Unit Holders - How are Interest and Principal Distributed?"

Because of the varying interest payment dates of the Securities, accrued interest at any point in time will be greater than the amount of interest actually received by the Trust and distributed to Unit holders. If a Unit holder sells or redeems all or a portion of his Units, he will be entitled to receive his proportionate share of Purchased Interest and accrued interest from the purchaser of his Units. Since the Trustee has the use of the funds (including Purchased Interest) held in the Interest Account for distributions to Unit holders and since such Account is non-interest bearing to Unit holders, the Trustee benefits thereby.

What are the Expenses and Charges?

At no cost to the Trust, the Sponsor has borne all the expenses of creating and establishing the Trust, including the cost of the initial preparation, printing and execution of the Indenture and the certificates for the Units, legal and accounting expenses of the Trustee. The Sponsor will not receive any fees in connection with its activities relating to the Trust. However, First Trust Advisors L.P., an affiliate of the Sponsor, will receive an annual supervisory fee, which is not to exceed the amount set forth under "Summary of Essential Information," for providing portfolio supervisory services for the Trust. The fee may exceed the actual costs of providing such supervisory services for this Trust, but at no time will the total amount received for portfolio supervisory services rendered to unit investment trusts of which Nike Securities L.P. is the Sponsor in any calendar year exceed the aggregate cost to First Trust Advisors L.P. of supplying such services in such year.

For purposes of evaluation of the Securities in a Series of the Trust, the Evaluator will receive a fee as indicated in "Summary of Essential Information." The Trustee pays certain expenses of a Series of the Trust for which it is reimbursed by such Series of the Trust. The Trustee will receive for its ordinary recurring services to each Series of the Trust an annual fee computed at \$.96 per annum per 1,000 Units outstanding of underlying Securities. For a discussion of the services performed by the Trustee pursuant to its obligations under the Indentures, reference is made to the material set forth under "Rights of Unit Holders." The Trustee's and Evaluator's fees are payable monthly on or before each Distribution Date from the Interest Account to the extent funds are available and then from the Principal Account. Since the Trustee has the use of the funds being held in the Principal and Interest Accounts for future distributions, payment of expenses and redemptions and since such Accounts are non-interest bearing to Unit holders, the Trustee benefits thereby. Part of the Trustee's compensation

for its services to the Trust is expected to result from the use of these funds. Both fees may be increased without approval of the Unit holders by amounts not exceeding proportionate increases under the category "All Services Less Rent of Shelter" in the Consumer Price Index published by the United States Department of Labor.

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The following additional charges with respect to a Series of the Trust are or may be incurred by a Series of the Trust: all expenses (including legal and annual auditing expenses) of the Trustee incurred in connection with its responsibilities under the Indentures, except in the event of negligence, bad faith or willful misconduct on its part; the expenses and costs of any action undertaken by the Trustee to protect a Series of the Trust and the rights and interests of the Unit holders; fees of the Trustee for any extraordinary services performed under the Indenture; indemnification of the Trustee for any loss, liability or expense incurred by it without negligence, bad faith or willful misconduct on its part, arising out of or in connections with its acceptance or administration of a Series of the Trust; indemnification of the Sponsor for any loss, liability or expense incurred without gross negligence, bad faith or willful misconduct in acting as Depositor of the Trust; all taxes and other government charges imposed upon the Securities or any part of a Series of the Trust (no such taxes or charges are being levied or made upon termination of a Series of the Trust). The above expenses and the Trustee's annual fee, when paid or owing to the Trustee, are secured by a lien on each Series of the Trust. In addition, the Trustee is empowered to sell Securities in order to make funds available to pay all these amounts if funds are not otherwise available in the Interest and Principal Accounts. Due to the minimum principal amount in which Securities may be required to be sold, the proceeds of such sales may exceed the amount necessary for the payment of such fees and expenses.

Unless the Sponsor determines that such an audit is not required, the Indenture requires the accounts of a Series of the Trust shall be audited on an annual basis at the expense of such Series by independent auditors selected by the Sponsor. So long as the Sponsor is making a secondary market for Units, the Sponsor shall bear the cost of such annual audits to the extent such cost exceeds \$.50 per 1,000 Units. Unit holders of a Series of the Trust covered by an audit may obtain a copy of the audited financial statements from the Trustee upon request.

What is the Tax Status of Unit Holders?

In the opinion of Chapman and Cutler, counsel for the Sponsor, under existing law:

1. The Trust is not an association taxable as a corporation for Federal income tax purposes; each Unit holder will be treated as the owner of a pro rata portion of the Trust under the Internal Revenue Code (the "Code") and income of such Trust will be treated as the income of the Unit holders under the Code.

2. Each Unit holder will have a taxable event when the Trust disposes of a Security, or when the Unit holder redeems or sells his Units. Unit holders must reduce the tax basis of their Units for their share of accrued interest received by the Trust, if any, on Securities delivered after the Unit holders pay for their Units to the extent that such interest accrued on such Securities during the period from the Unit holder's settlement date to the date such Securities are delivered to the Trust and, consequently, such Unit holders may have an increase in taxable gain or reduction in capital loss upon the disposition of such Units. Gain or loss upon the sale or redemption of Units is measured by comparing the proceeds of such sale or redemption with the adjusted basis of the Units. If the Trustee disposes of Securities (whether by sale, payment on maturity, redemption or otherwise), gain or loss is recognized to the Unit holder. The amount of such gain or loss is measured by comparing the Unit holder's pro rata share of the total proceeds from such disposition with the Unit holder's basis for his or her fractional interest in the asset disposed of. In the case of a Unit holder who purchases Units, such basis (before adjustment for earned original issue discount, amortized bond premium and accrued market discount (if the Unit holder has elected to include such market discount in income as it accrues), if any) is determined by apportioning the cost of the Units among each of the Trust assets ratably according to value as of the date of acquisition of the Units. The tax cost reduction requirements

of the Code relating to amortization of bond premium may, under some circumstances, result in the Unit holder realizing a taxable gain when his Units are sold or redeemed for an amount equal to or less than his original cost.

3. The Trust contains certain "zero coupon" Securities (the "Stripped Treasury Securities") that are treated as bonds that were originally issued at an original issue discount provided, pursuant to a Treasury

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Regulation (the "Regulation") issued on December 28, 1992, that the amount of original issue discount determined under Section 1286 of the Code is not less than a "de minimis" amount as determined thereunder. Because the Stripped Treasury Securities represent interests in "stripped" U.S. Treasury bonds, a Unit holder's initial cost for his pro rata portion of each Stripped Treasury Security held by the Trust (determined at the time he acquires his Units, in the manner described above) shall be treated as its "purchase price" by the Unit holder. Original issue discount is effectively treated as interest for Federal income tax purposes, and the amount of original issue discount in this case is generally the difference between the bond's purchase price and its stated redemption price at maturity. A Unit holder will be required to include in gross income for each taxable year the sum of his daily portions of original issue discount attributable to the Stripped Treasury Securities held by the Trust as such original issue discount accrues and will, in general, be subject to Federal income tax with respect to the total amount of such original issue discount that accrues for such year even though the income is not distributed to the Unit holders during such year to the extent it is not less than a "de minimis" amount as determined under the Regulation. In general, original issue discount accrues daily under a constant interest rate method which takes into account the semi-annual compounding of accrued interest. In the case of the Stripped Treasury Securities, this method will generally result in an increasing amount of income to the Unit holders each year. Unit holders should consult their tax advisers regarding the Federal income tax consequences and accretion of original issue discount.

4. The Unit holder's aliquot share of the total proceeds received on the disposition of, or principal paid with respect to, a Security held by the Trust will constitute ordinary income (which will be treated as interest income for most purposes) to the extent it does not exceed the accrued market discount on such Security issued after July 18, 1984 that has not previously been included in taxable income by such Unit holder. A Unit holder may generally elect to include market discount in income as such discount accrues. In general, market discount is the excess, if any, of the Unit holder's pro rata portion of the outstanding principal balance of a Security over the Unit holder's initial tax cost for such pro rata portion, determined at the time such Unit holder acquires his Units. However, market discount with respect to any Security will generally be considered zero if it amounts to less than 0.25% of the obligation's stated redemption price at maturity times the number of years to maturity. The market discount rules do not apply to Stripped Treasury Securities because they are stripped debt instruments subject to special original issue discount rules as discussed above. If a Unit holder sells his Units, gain, if any, will constitute ordinary income to the extent of the aggregate of the accrued market discount on the Unit holder's pro rata portion of each Security issued after July 18, 1984 that is held by the Trust that has not previously been included in taxable income by such Unit holder. In general, market discount accrues on a ratable basis unless the Unit holder elects to accrue such discount on a constant interest rate basis. However, a Unit holder should consult his own tax adviser regarding the accrual of market discount. The deduction by a Unit holder for any interest expense incurred to purchase or carry Units will be reduced by the amount of any accrued market discount that has not yet been included in taxable income by such Unit holder. In general, the portion of any interest expense which is not currently deductible would be ultimately deductible when the accrued market discount is included in income.

5. The Code provides that "miscellaneous itemized deductions" are allowable only to the extent that they exceed two percent of an individual taxpayer's adjusted gross income. Miscellaneous itemized deductions subject to this limitation under present law include a Unit holder's pro rata share of expenses paid by the applicable series of the Trust, including fees of the Trustee and the Evaluator but does not include amortizable bond premium on Securities held by the Trust.

"The Revenue Reconciliation Act of 1993" (the "Tax Act") was recently enacted. The Tax Act raises tax rates on ordinary income while capital gains remain subject to a 28% maximum stated rate. Because some or all capital gains are taxed at a comparatively lower rate under the Tax Act, the Tax Act includes a provision that recharacterizes capital gains as ordinary income in the case of certain financial transactions that are "conversion

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transactions" effective for transactions entered into after April 30, 1993. Unit holders and prospective investors should consult with their tax advisers regarding the potential effect of this provision on their investment in Units.

A Unit holder of the Trust who is not a citizen or resident of the United States or a United States domestic corporation (a "Foreign Investor") will generally not be subject to U.S. Federal income taxes, including withholding taxes on amounts distributed from the Trust (including any original issue discount) on, or any gain from the sale or other disposition of, his Units or the sale or disposition of any Securities by the Trustee, provided that (i) the interest income or gain is not effectively connected with the conduct by the Foreign Investor of a trade or business within the United States, (ii) with respect to any gain, the Foreign Investor (if an individual) is not present in the United States for 183 days or more during the taxable year, and (iii) the Foreign Investor provides the required certification of his status and of the matters contained in clauses (i) and (ii) above, and further provided that the exemption from withholding for U.S. Federal income taxes for interest on any U.S. Securities shall only apply to the extent the Securities were issued after July 18, 1984.

Amounts otherwise distributable by the Trust to a Foreign Investor will generally be subject to withholding taxes under Section 1441 of the Code unless the Unit holder timely provides his financial representative or the Trustee with a statement that (i) is signed by the Unit holder under penalties of perjury, (ii) certifies that such Unit holder is not a United States person, or in the case of an individual, that he is neither a citizen nor a resident of the United States, and (iii) provides the name and address of the Unit holder. The statement may be made, at the option of the person otherwise required to withhold, on Form W-8 or on a substitute form that is substantially similar to Form W-8. If the information provided on the statement changes, the beneficial owner must so inform the person otherwise required to withhold within 30 days of such change.

Each Unit holder (other than a foreign investor who has properly provided the certifications described in the preceding paragraph) will be requested to provide the Unit holder's taxpayer identification number to the Trustee and to certify that the Unit holder has not been notified that payments to the Unit holder are subject to back-up withholding. If the proper taxpayer identification number and appropriate certification are not provided when requested, distributions by the Trust to such Unit holder will be subject to back-up withholding.

Investment in Series 2 of the Trust may be particularly well suited for purchase by funds and accounts of individual investors that are exempt from Federal income taxes such as Individual Retirement Accounts, Keogh Plans, pension funds and other tax-deferred retirement plans (see "Why are Investments in a Series of the Trust Suitable for Retirement Plans?").

The foregoing discussions relate only to Federal income taxes on distributions by the Trust. Foreign holders should consult their own tax advisers with respect to the foreign and United States Federal income tax consequences of ownership of Units.

The Sponsor believes that Unit holders who are individuals will not be subject to any state personal income taxes on the interest received by the Trust and distributed to them. However, Unit holders (including individuals) may be subject to state and local taxes on any capital gains (or market discount treated as ordinary income) derived from the Trust and to other state and local taxes (including corporate income or franchise taxes, personal property or intangible taxes, and estate or inheritance taxes) on their Units or the income derived therefrom. In addition, individual Unit holders (and any other Unit holders which are not subject to state and local taxes on the interest income derived from the Trust) will probably not be entitled to a deduction for state and local tax purposes for their share of the fees and expenses paid by the

Trust, for any amortized bond premium or for any interest on indebtedness incurred to purchase or carry their Units. Therefore, even though the Sponsor believes that interest income from the Trust is exempt from state personal income taxes in all states, Unit holders should consult their own tax advisers with respect to state and local taxation of the purchase, ownership and disposition of Units.

It should be remembered that even if distributions are reinvested through the Distribution Reinvestment Option they are still treated as distributions for income tax purposes (see "How Can Distributions to Unit Holders be Reinvested?").

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Why are Investments in a Series of the Trust Suitable for Retirement Plans?

A Series of the Trust may be well suited for purchase by Individual Retirement Accounts, Keogh Plans, pension funds and other tax-deferred retirement plans, certain of which are briefly described below. Generally, capital gains and income received in each of the foregoing plans are exempt from Federal income taxation. Distributions from such plans are generally treated as ordinary income but may, in some cases, be eligible for special 10 year averaging or tax-deferred rollover treatment. The Code substitutes 5 year averaging for 10 year averaging for qualifying lump sum plan distributions after December 31, 1986 although certain transition rules apply to retain 10 year averaging for qualifying recipients who attained age 50 by January 1, 1986. Moreover, the Code contains provisions which adversely affect the continued deductibility of annual contributions to an IRA beginning in 1987. Investors considering participation in any such plan should review specific tax laws related thereto and should consult their attorneys or tax advisers with respect to the establishment and maintenance of any such plan. Such plans are offered by brokerage firms and other financial institutions. The Trust will waive the \$1,000 minimum investment requirement for tax-deferred retirement plan accounts. The minimum investment is \$250 for tax-deferred retirement plans such as IRA accounts. Fees and charges with respect to such plans may vary.

Individual Retirement Account-IRA. The deductible amount an individual may contribute will be reduced to the extent an individual has adjusted gross income over \$25,000 (\$40,000 if married, filing jointly or \$0 if married, living apart and filing separately), if either an individual or his spouse (if married, filing jointly) is an active participant in an employer maintained retirement plan. If an individual has adjusted gross income over \$35,000 (\$50,000 if married, filing jointly or \$0 if married, living apart and filing separately) and if an individual or his spouse is an active participant in an employer maintained retirement plan, no IRA deduction is permitted. Under the Code, an individual may make nondeductible contributions to the extent deductible contributions are not allowed. The combined deductible and nondeductible limit for an individual under the Code is the lesser of \$2,000 (\$2,250 in the case of a spousal IRA) or 100 percent of compensation. Generally, Federal income tax relating to capital gains and income received in an IRA is deferred until distributions are made. Distributions from an IRA (other than the return of certain excess contributions) are treated as ordinary income, except that under the Code an individual need not pay tax on the return of nondeductible contributions. The Code provides that if amounts are withdrawn from an IRA which includes both deductible and nondeductible contributions, the amount excludable from income for that taxable year is the same proportion to the total amount withdrawn for that taxable year that the individual's aggregate nondeductible IRA contributions bear to the aggregate balance of all IRAs of the individual.

It should be noted that certain transactions which are prohibited under the Code will cause all or a portion of the amount in an IRA to be deemed to be distributed and subject to tax at that time. A participant's entire interest in an IRA must be, or commence to be, distributed to the participant not later than April 1 of the calendar year following the year in which the individual attains age 70 1/2. Excess contributions are subject to an annual 6% excise tax. Distributions made before attainment of age 59 1/2, except in the case of the participant's death or disability, separation from service after attaining age 55, qualified domestic relations orders or distributions applied to certain medical expenses or where the amount distributed is to be rolled over to another IRA, or if distributions are in a form of substantially equal periodic payments over the life or life expectancy of the individual, or over the joint lives of the individual and the individual's beneficiary, are generally subject to a surtax in an amount equal to 10% of

the distribution.

Retirement Plans For The Self-Employed-Keogh Plans. Units of a Series of the Trust may be purchased by retirement plans established pursuant to the Self-Employed Individuals Tax Retirement Act of 1962 ("Keogh Plans"). Such plans are available for self-employed individuals, partnerships or unincorporated companies. Under existing law, qualified individuals may generally make annual tax-deductible contributions to a defined contribution Keogh Plan of up to the lesser of 25% of annual compensation (less the Keogh Plan contribution) or \$30,000 for taxable years beginning after December 31, 1983. A defined benefit Keogh Plan is limited to providing benefits each year which do not exceed the lesser of \$90,000 (as adjusted for inflation) or 100% of average compensation for the highest three consecutive calendar years. The assets of

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the Keogh Plans must be held in a qualified trust or other arrangement which meets the requirements of the Code. Generally, a participant's entire interest in a Keogh Plan must be, or commence to be, distributed to the participant not later than April 1 of the calendar year following the year during which he attains age 70 1/2. Excess contributions to a Keogh Plan are subject to an annual 10% excise tax. Distributions made before attainment of age 59 1/2, except in the case of the participant's death or disability, separation from service after attaining age 55, qualified domestic relations orders or distributions applied to certain medical expenses or where the amount distributed is to be rolled over to an IRA or another qualified plan, or if distributions are in the form of substantially equal periodic payments over the life or life expectancy of the individual, or over the lives of the individual and the individual's beneficiary, are generally subject to a surtax in an amount equal to 10% of the distribution. IRA deductions for active Keogh Plan participants will be restricted (see above).

Corporate Pension and Profit-Sharing Plans. An employer who has established a pension or profit sharing plan for employees may purchase Units of a Series of the Trust for such a plan.

Excess Distributions Tax. In addition to the other taxes due by reason of a plan distribution, a tax of 15% may apply to certain aggregate distributions from IRAs, Keogh plans, and qualified corporate retirement plans to the extent such aggregate taxable distributions exceed specified amounts (generally \$150,000, as adjusted, or \$112,000, as adjusted, if the recipient has made a "grandfather election") during a tax year. This 15% tax will not apply to distributions on account of death, qualified domestic relations orders or amounts rolled over to an eligible plan. In general, for qualifying lump sum distributions the excess distribution over \$750,000, as adjusted, or \$562,500, as adjusted, if the recipient has made a "grandfather election," will be subject to the 15% tax.

See "Public Offering - How is the Public Offering Price Determined?" for information with respect to the uncertainty during certain periods of each month of the precise amount of principal and accrued interest of the Securities.

Excess Accumulations Tax. On the participant's death, a 15% tax will be imposed on aggregate balances remaining in IRAs, Keogh Plans and corporate retirement plans to the extent those balances exceed specified levels. If a spouse is the death beneficiary of all balances and makes a spousal election, the imposition of the tax may be postponed until the spouse's death unless such spouse receives excess distributions as described above, during her life in which case the spouse will be subject to the 15% tax on excess distributions, as described above, as if the spouse were the participant.

How Can Distributions to Unit Holders be Reinvested?

Universal Distribution Option. Unit holders may elect participation in a Universal Distribution Option which permits a Unit holder to direct the Trustee to distribute principal and interest payments to any other investment vehicle of which the Unit holder has an existing account. For example, at a Unit holder's direction, the Trustee would distribute automatically on the applicable distribution date interest income, capital gains or principal on the participant's Units to, among other investment vehicles, a Unit holder's checking, bank savings, money market, insurance, reinvestment or any other account. All such distributions, of course, are subject to the minimum investment and sales charges, if any, of the particular investment vehicle to which distributions are directed. The Trustee

will notify the participant of each distribution pursuant to the Universal Distribution Option. The Trustee will distribute directly to the Unit holder any distributions which are not accepted by the specified investment vehicle. A participant may at any time, by so notifying the Trustee in writing, elect to terminate his participation in the Universal Distribution Option and receive directly future distributions on his Units.

PUBLIC OFFERING

How is the Public Offering Price Determined?

Units are offered at the Public Offering Price. During the initial offering period, the Public Offering Price is determined by adding to the Evaluator's determination of the aggregate offering price of the Securities in the Trust, including any money in the Principal Account other than money required to redeem tendered Units

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the amount of Purchased Interest and a sales charge of 1.95% of the Public Offering Price (which is equivalent to 1.989% of the net amount invested) for Series 2 of the Trust. During the initial offering period, the Sponsor's Repurchase Price is equal to the Evaluator's determination of the aggregate offering price of the Securities in the Trust, including the amount of Purchased Interest. For secondary market sales after the completion of the initial offering period, the Public Offering Price is based on the Evaluator's determination of the aggregate bid price of the Securities in the Trust, including any money in the Principal Account other than money required to redeem tendered Units, the amount of Purchased Interest and also includes a sales charge of 1.95% of the Public Offering Price (which is equivalent to 1.989% of the net amount invested) for Series 2 of the Trust. Also added to the Public Offering Price is a proportionate share of interest accrued but unpaid on the Securities after the First Settlement Date to the date of settlement of Units (see "The First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series-How are Purchased Interest and Accrued Interest Treated?").

The sales charge during the initial offering period is reduced by a discount as indicated below for volume purchases:

<TABLE>
<CAPTION>

Dollar Amount of Transaction at Public Offering Price	Discount Expressed as a Percentage of Public Offering Price
<S>	<C>
\$500,000 to 999,999	.10%
\$1,000,000 or more	.25%

</TABLE>

Any such reduced sales charge, including pursuant to a Letter of Intent described below, shall be the responsibility of the selling Underwriter or dealer. This reduced sales charge structure will apply on all purchases of Units in the Trust by the same person on any one day from any one Underwriter or dealer. For purposes of calculating the applicable sales charge, purchases of Units in the Trust will not be aggregated with any other purchases by the same person of units in any series of tax-exempt or other unit investment trusts sponsored by Nike Securities L.P. Additionally, Units purchased in the name of the spouse of a purchaser or in the name of a child of such purchaser under 21 years of age will be deemed for the purposes of calculating the applicable sales charge to be additional purchases by the purchaser. The reduced sales charges will also be applicable to a trustee or other fiduciary purchasing securities for a single trust or single fiduciary account.

On the Initial Date of Deposit, the Public Offering Price per 1,000 Units with respect to each Series of the Trust is as indicated in the "Summary of Essential Information." In addition to fluctuations in the amount of interest accrued but unpaid on Securities in a Series of the Trust, the Public Offering Price at any time during the initial offering period will vary from the Public Offering Price stated herein in accordance with fluctuations in the prices of the underlying Securities.

The aggregate price of the Securities in a Series of the Trust is determined by Securities Evaluation Service, Inc. acting as evaluator (the "Evaluator") on the basis of bid prices or offering prices as is appropriate, (1) on the basis of current market prices for the Securities obtained from dealers or brokers who customarily deal in Securities comparable to those held by the Trust; (2) if such prices are not available for any of the Securities, on the basis of current market prices for comparable securities; (3) by determining the value of the Securities by appraisal; or (4) by any combination of the above.

During the initial public offering period, a determination of the aggregate price of the Securities in each Series of the Trust is made by the Evaluator on an offering price basis, as of the close of trading on the New York Stock Exchange on each day on which it is open, effective for all sales made subsequent to the last preceding determination. For secondary market purposes, the Evaluator will be requested to make such a determination, on a bid price basis, as of the close of trading on the New York Stock Exchange (4:00 p.m. Eastern time) on each day on which it is open, effective for all sales, purchases or redemptions made subsequent to the last preceding determination.

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The Public Offering Price of the Units during the initial offering period is equal to the offering price per 1,000 Units of the Securities in a Series of the Trust and the amount of Purchased Interest per 1,000 Units plus the applicable sales charge. After the completion of the initial offering period, the secondary market Public Offering Price will be equal to the bid price per Unit of the Securities in a Series of the Trust and the amount of Purchased Interest per 1,000 Units plus the applicable sales charge. The offering price of Securities in a Series of the Trust was greater than the bid price of such Securities on the Initial Date of Deposit by the aggregate amount and the amount per 1,000 Units indicated in the "Portfolio."

Although payment is normally made five business days following the order for purchase, payment may be made prior thereto. Cash, if any, made available to the Sponsor prior to the date of settlement for the purchase of Units may be used in the Sponsor's business and may be deemed to be a benefit to the Sponsor, subject to the limitations of the Securities Exchange Act of 1934. Delivery of Certificates representing Units so ordered will be made five business days following such order or shortly thereafter. Initial transaction statements for Units held in uncertificated form representing Units so ordered will be issued to the registered owner of such Units within two business days of the issuance of such Units. See "Rights of Unit Holders - How May Units be Redeemed?" for information regarding the ability to redeem Units ordered for purchase.

How are Units Distributed?

With respect to Series 2 of the Trust during the initial offering period, Units issued on the Initial Date of Deposit and additional Units issued after such date in respect of additional Securities deposited by the Sponsor, will be distributed to the public at the Public Offering Price. The initial offering period is 30 days with respect to Series 2 of the Trust. Such initial offering period may be extended by the Sponsor for up to five additional successive 30 day periods (i.e., until 180 days after the Initial Date of Deposit). Units of a Series reacquired by the Sponsor during the initial offering period may be resold at the then current Public Offering Price. Upon completion of the initial offering period with respect to all Series of the Trust, Units repurchased in the secondary market (see "Will There be a Secondary Market?") may be offered by this Prospectus at the secondary market public offering price determined in the manner described above.

It is the intention of the Sponsor to qualify Units of the Trust for sale in a number of states. Sales initially will be made to dealers and others at prices which represent a concession or agency commission of 1.10% of the Public Offering Price on Series 2 of the Trust, but the Sponsor reserves the right to change the amount of the concession to dealers and others from time to time. Certain commercial banks are making Units of the Trust available to their customers on an agency basis. A portion of the sales charge paid by these customers is retained by or remitted to the banks in the amounts indicated in the second preceding sentence. Under the Glass-Steagall Act, banks are prohibited from underwriting

Trust Units; however, the Glass-Steagall Act does permit certain agency transactions and the banking regulators have not indicated that these particular agency transactions are not permitted under such Act. Volume concessions of an additional 0.10% of the Public Offering Price will be given to any broker/dealer or bank, who reach cumulative firm sales for purchases made from the Sponsor of at least \$1,000,000 from the initial date of the offering through November 21, 1994. After a firm has met the minimum \$1,000,000 volume level, volume concessions will be given on all trades originated from or by that firm, including those placed prior to reaching the \$1,000,000 level, and will continue to be given during the entire initial offering period.

What are the Profits of the Sponsor?

The Underwriters, including the Sponsor, will receive a gross sales commission equal to 1.95% of the Public Offering Price (equivalent to 1.989% of the net amount invested) for Series 2 of the Trust. The Sponsor will receive from the other Underwriters the excess of such gross sales commission over 1.95% of the Public Offering Price for Series 2 of the Trust. Although any reduced sales charge shall be the responsibility of the selling Underwriter or dealer, the Sponsor will reimburse Underwriters or dealers for discounts made available to purchasers as described in "How is the Public Offering Price Determined?" See "Underwriting" for information regarding additional concessions available to Underwriters, dealers and others. In addition, the Sponsor

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may be considered to have realized a profit or the Sponsor may be considered to have sustained a loss, as the case may be for each Trust, in the amount of any difference between the cost of the Securities to each Series of the Trust and the cost of such Securities to the Sponsor. See "Portfolio" under the heading "Profit or (Loss) to Sponsor" for the Sponsor's profit or loss on the Initial Date of Deposit. During the initial offering period, the Underwriters also may realize profits or sustain losses from the sale of Units to other Underwriters or as a result of fluctuations after the Initial Date of Deposit in the offering prices of the Securities and hence in the Public Offering Price received by the Underwriters.

In maintaining a market for the Units, the Sponsor will also realize profits or sustain losses in the amount of any difference between the price at which Units are purchased (based on the bid prices of the Securities in a Series of the Trust) and the price at which Units are resold (which price is also based on the bid prices of the Securities in such Series and includes a sales charge of 1.95% for Series 2 of the Trust) or redeemed. The secondary market public offering price of Units may be greater or less than the cost of such Units to the Sponsor.

Will There be a Secondary Market?

After the initial offering period, although it is not obligated to do so, the Sponsor intends to maintain a market for the Units and continuously to offer to purchase Units at prices, subject to change at any time, based upon the aggregate bid price of the Securities in the portfolio of a Series of the Trust and the amount of Purchased Interest plus interest accrued to the date of settlement. To the extent that a secondary market is maintained during the initial offering period with respect to Series 2 of the Trust, the prices at which Units of a Series of the Trust will be repurchased will be based upon the aggregate offering side evaluation of the Securities in the portfolio of the Series of the Trust. The aggregate bid prices of the underlying Securities in each Series of the Trust, upon which the Sponsor's Repurchase Price and the Redemption Price are based, are expected to be less than the related aggregate offering prices (which is the evaluation method used during the initial public offering period). All expenses incurred in maintaining a secondary market, other than the fees of the Evaluator and the costs of the Trustee in transferring and recording the ownership of Units, will be borne by the Sponsor. If the supply of Units exceeds demand, or for some other business reason, the Sponsor may discontinue purchases of Units at such prices. IF A UNIT HOLDER WISHES TO DISPOSE OF HIS UNITS, HE SHOULD INQUIRE OF THE SPONSOR AS TO CURRENT MARKET PRICES PRIOR TO MAKING A TNERER FOR REDEMPTION TO THE TRUSTEE.

RIGHTS OF UNIT HOLDERS

How is Evidence of Ownership Issued and Transferred?

The Trustee is authorized to treat as the record owner of Units that person who is registered as such owner on the books of the Trustee. Ownership of Units may be evidenced by registered certificates executed by the Trustee and the Sponsor. Delivery of certificates representing Units ordered for purchase is normally made five business days following such order or shortly thereafter. Certificates are transferable by presentation and surrender to the Trustee properly endorsed or accompanied by a written instrument or instruments of transfer. Certificates to be redeemed must be properly endorsed or accompanied by a written instrument or instruments of transfer. A Unit holder must sign exactly as his name appears on the face of the certificate with the signature guaranteed by a participant in the Securities Transfer Agents Medallion Program ("STAMP") or such other signature guaranty program in addition to, or in substitution for, STAMP, as may be accepted by the Trustee. In certain instances the Trustee may require additional documents such as, but not limited to, trust instruments, certificates of death, appointments as executor or administrator or certificates of corporate authority. Record ownership may occur before settlement.

Certificates will be issued in fully registered form, transferable only on the books of the Trustee in denominations of one Unit or any multiple thereof, numbered serially for purposes of identification.

Unit holders may elect to hold their Units in uncertificated form. The Trustee will maintain an account for each such Unit holder and will credit each such account with the number of Units purchased by that Unit holder. Within two business days of the issuance or transfer of Units held in uncertificated form, the Trustee will

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send to the registered owner of Units a written initial transaction statement containing a description of a Series of the Trust; the number of Units issued or transferred; the name, address and taxpayer identification number, if any, of the new registered owner; a notation of any liens and restrictions of the issues and any adverse claims to which such Units are or may be subject or a statement that there are no such liens, restrictions or adverse claims; and the date the transfer was registered. Uncertificated Units are transferable through the same procedures applicable to Units evidenced by certificates (described above), except that no certificate need be presented to the Trustee and no certificate will be issued upon transfer unless requested by the Unit holder. A Unit holder may at any time request the Trustee to issue certificates for Units.

Although no such charge is now made or contemplated, a Unit holder may be required to pay \$2.00 to the Trustee per certificate reissued or transferred, and to pay any governmental charge that may be imposed in connection with each such transfer or exchange. For new certificates issued to replace destroyed, stolen or lost certificates, the Unit holder may be required to furnish indemnity satisfactory to the Trustee and pay such expenses as the Trustee may incur. Mutilated certificates must be surrendered to the Trustee for replacement.

How are Interest and Principal Distributed?

The pro rata share of cash in the Principal Account will be computed as of the fifteenth day of each month and distributions to the Unit holders as of such Record Date will be made on the last day of such month. Proceeds from the disposition of any of the Securities or amounts representing principal on the Securities received after such Record Date and prior to the following Distribution Date will be held in the Principal Account and not distributed until the next Distribution Date. The Trustee is not required to pay interest on funds held in the Principal or Interest Account (but may itself earn interest thereon and therefore benefits from the use of such funds) nor to make a distribution from the Principal Account unless the amount available for distribution shall equal at least \$1.00 per 1,000 Units.

The Trustee will credit to the Interest Account all interest received by a Series of the Trust, including moneys representing penalties for the failure to make timely payments on Securities or liquidated damages for default or breach of any condition or term of the Securities and that part of the proceeds of any disposition of Securities which represents accrued interest. Other receipts will be credited to the Principal Account. Persons who purchase Units between a Record Date and a Distribution Date will receive their first distribution on the second Distribution Date after the purchase.

As of the fifteenth day of each month, the Trustee will deduct from the Interest Account and, to the extent funds are not sufficient therein, from the Principal Account, amounts necessary to pay the expenses of a Series of the Trust. The Trustee also may withdraw from said accounts such amounts, if any, as it deems necessary to establish a reserve for any governmental charges payable out of a Series of the Trust. Amounts so withdrawn shall not be considered a part of the assets of such Series of the Trust until such time as the Trustee shall return all or any part of such amounts to the appropriate account. In addition, the Trustee may withdraw from the Interest Account and the Principal Account such amounts as may be necessary to cover redemption of Units by the Trustee.

Record Dates for monthly distributions will be the fifteenth day of each month. Distributions will be made on the last day of such month. Distributions for an IRA, Keogh, pension fund or other tax-deferred retirement plan will not be sent to the individual Unit holder; these distributions will go directly to the custodian of the plan to avoid the penalties associated with premature withdrawals from such accounts.

What Reports Will Unit Holders Receive?

The Trustee shall furnish Unit holders in connection with each distribution a statement of the amount of interest, if any, and the amount of other receipts, if any, which are being distributed, expressed in each case as a dollar amount per 1,000 Units. Within a reasonable time after the end of each calendar year, the Trustee will furnish to each person who at any time during the calendar year was a Unit holder of record, a statement as to (1) the Interest Account: interest received (including amounts representing interest received upon any disposition of Securities, penalties for the failure to make timely payments on Securities or liquidated damages

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for default or breach of any condition or term of the Securities), deductions for payment of applicable taxes and for fees and expenses of a Series of the Trust, redemption of Units and the balance remaining after such distributions and deductions, expressed both as a total dollar amount and as a dollar amount representing the pro rata share per 1,000 Units outstanding on the last business day of such calendar year; (2) the Principal Account: payments of principal on Securities, the dates of disposition of any Securities and the net proceeds received therefrom (excluding any portion representing interest), deduction for payment of applicable taxes and for fees and expenses of a Series of the Trust, redemptions of Units, and the balance remaining after such distributions and deductions expressed both as a total dollar amount and as a dollar amount per 1,000 Units; (3) the Securities held and the number of Units outstanding on the last business day of such calendar year; (4) the Redemption Price per 1,000 Units based upon the last computation thereof made during such calendar year; (5) the dollar amounts actually distributed during such calendar year from the Interest Account and from the Principal Account, separately stated; and (6) such other information as the Trustee may deem appropriate. Unit holders of Units in uncertificated form shall receive no less frequently than once each year a dated written statement containing the name, address and taxpayer identification number, if any, of the registered owner, the number of Units registered in the name of the registered owner on the date of the statement and certain other information, that will be provided as required under applicable law.

In order to comply with Federal and state tax reporting requirements, Unit holders will be furnished, upon request to the Trustee, evaluations of the Securities furnished to it by the Evaluator.

How May Units be Redeemed?

A Unit holder may redeem all or a portion of his Units by tender to the Trustee at its corporate trust office in the City of New York of the certificates representing the Units to be redeemed, or, in the case of uncertificated Units, delivery of a request for redemption, duly endorsed or accompanied by proper instruments of transfer with signature guaranteed as explained above (or by providing satisfactory indemnity, as in connection with lost, stolen or destroyed certificates), and payment of applicable governmental charges, if any. No redemption fee will be charged. On the seventh calendar day following such tender, or if the seventh calendar day is not a business day, on the first business day prior thereto, the Unit holder will be entitled to receive in cash an amount for each Unit equal to the Redemption Price per Unit next computed after receipt by the Trustee of such tender of Units. The "date

of tender" is deemed to be the date on which Units are received by the Trustee, except that as regards Units received after the close of trading on the New York Stock Exchange (4:00 p.m. Eastern time), the date of tender is the next day on which such Exchange is open for trading and such Units will be deemed to have been tendered to the Trustee on such day for redemption at the redemption price computed on that day. Units so redeemed shall be canceled.

Purchased Interest and any other accrued interest to the settlement date paid on redemption shall be withdrawn from the Interest Account or, if the balance therein is insufficient, from the Principal Account. All other amounts paid on redemption shall be withdrawn from the Principal Account.

The Redemption Price per Unit (as well as the secondary market Public Offering Price) will be determined on the basis of the bid price of the Securities in a Series of the Trust and the amount of Purchased Interest, while the Public Offering Price of Units during the initial offering period will be determined on the basis of the offering price of the Securities and the amount of Purchased Interest, as of the close of trading on the New York Stock Exchange (4:00 p.m. Eastern time) on the date any such determination is made. At the opening of business on the Initial Date of Deposit the Public Offering Price per Unit (which is based on the offering prices of the Securities in the Trust and includes the sales charge) exceeded the Unit value at which Units could have been redeemed (based upon the current bid prices of the Securities in each Series of the Trust) by the amount per 1,000 Units set forth in the "Summary of Essential Information." The Redemption Price per 1,000 Units is the pro rata share of each Unit determined by the Trustee on the basis of (1) the cash on hand in the Trust or moneys in the process of being collected, (2) the value of the Securities in a Series of the Trust based on the bid prices of the Securities and (3) Purchased Interest and any other interest accrued thereon, less (a) amounts representing taxes or other governmental charges payable out of

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a Series of the Trust and (b) the accrued expenses of a Series of the Trust. The Evaluator may determine the value of the Securities in a Series of the Trust (1) on the basis of current bid prices of the Securities obtained from dealers or brokers who customarily deal in securities comparable to those held by a Series of the Trust, (2) on the basis of bid prices for securities comparable to any securities for which bid prices are not available, (3) by determining the value of the Securities by appraisal, or (4) by any combination of the above.

The difference between the bid and offering prices of such Securities may be expected to average 1/16 to 1/8 of 1% of the principal amount of such Securities. Therefore, the price at which Units may be redeemed could be less than the price paid by the Unit holder. At the opening of business on the Initial Date of Deposit the aggregate current offering price of such Securities exceeded the Redemption Price (based upon current bid prices of such Securities) by the aggregate amount and the amount per 1,000 Units indicated in the "Portfolio."

The Trustee is empowered to sell underlying Securities in order to make funds available for redemption. To the extent that Securities are sold, the size and diversity of the Trust will be reduced. Such sales may be required at a time when Securities would not otherwise be sold and might result in lower prices than might otherwise be realized.

The right of redemption may be suspended and payment postponed for any period during which the New York Stock Exchange is closed, other than for customary weekend and holiday closings, or during which the Securities and Exchange Commission determines that trading on that Exchange is restricted or an emergency exists, as a result of which disposal or evaluation of the Securities is not reasonably practicable, or for such other periods as the Securities and Exchange Commission may by order permit.

How May Units be Purchased by the Sponsor?

The Trustee shall notify the Sponsor of any tender of Units for redemption. If the Sponsor's bid in the secondary market at that time equals or exceeds the Redemption Price per Unit, which includes Purchased Interest, it may purchase such Units by notifying the Trustee before the close of business on the second succeeding business day and by making payment therefor to the Unit holder not later than the day on which the Units would otherwise have

been redeemed by the Trustee. Units held by the Sponsor may be tendered to the Trustee for redemption as any other Units.

The offering price of any Units acquired by the Sponsor will be in accord with the Public Offering Price described in the then currently effective prospectus describing such Units. Any profit or loss resulting from the resale or redemption of such Units will belong to the Sponsor.

How May Securities be Removed from the Trust?

The Sponsor is empowered, but not obligated, to direct the Trustee to dispose of Securities in the event certain events occur that adversely affect the value of Securities including default in payment of interest or principal, default in payment of interest or principal of other obligations guaranteed or backed by the full faith and credit of the United States of America, institution of legal proceedings, default under other documents adversely affecting debt service, decline in price or the occurrence of other market or credit factors.

If any default in the payment of principal or interest on any Security occurs and if the Sponsor fails to instruct the Trustee to sell or to hold such Security within thirty days after notification by the Trustee to the Sponsor of such default, the Trustee may, in its discretion, sell the defaulted Security and not be liable for any depreciation or loss thereby incurred.

The Trustee is also empowered to sell, for the purpose of redeeming Units tendered by any Unit holder, and for the payment of expenses for which funds may not be available, such of the Securities in a list furnished by the Sponsor as the Trustee in its sole discretion may deem necessary. Except as stated under "What is the First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series?", the acquisition by the Trust of any securities other than the Securities initially deposited is prohibited.

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INFORMATION as to SPONSOR, TRUSTEE and EVALUATOR

Who is the Sponsor?

Nike Securities L.P., the Sponsor, specializes in the underwriting, trading and distribution of unit investment trusts and other securities. Nike Securities L.P., an Illinois limited partnership formed in 1991, acts as Sponsor for successive series of The First Trust Combined Series, The First Trust Special Situations Trust, The First Trust Insured Corporate Trust, The First Trust of Insured Municipal Bonds, The First Trust GNMA, Templeton Growth and Treasury Trust, Templeton Foreign Fund & U.S. Treasury Securities Trust and The Advantage Growth and Treasury Securities Trust. First Trust introduced the first insured unit investment trust in 1974 and to date more than \$7 billion in First Trust unit investments trusts have been deposited. The Sponsor's employees include a team of professionals with many years of experience in the unit investment trust industry. The Sponsor is a member of the National Association of Securities Dealers, Inc. and Securities Investor Protection Corporation and has its principal offices at 1001 Warrenville Road, Lisle, Illinois 60532; telephone number (708) 241-4141. As of August 31, 1993, the total partners' capital of Nike Securities L.P. was \$14,270,063 (unaudited). (This paragraph relates only to the Sponsor and not to the Trust or to any series thereof or to any other Underwriter. The information is included herein only for the purpose of informing investors as to the financial responsibility of the Sponsor and its ability to carry out its contractual obligations. More detailed financial information will be made available by the Sponsor upon request.)

Who is the Trustee?

The Trustee is United States Trust Company of New York with its principal place of business at 45 Wall Street, New York, New York 10005 and its unit investment trust offices at 770 Broadway, New York, New York 10003. Unit holders who have questions regarding the Fund may call the Customer Service Help Line at 1-800-682-7520. The Trustee is a member of the New York Clearing House Association and is subject to supervision and examination by the Comptroller of the Currency, the Federal Deposit Insurance Corporation and the Board of Governors of the Federal Reserve System.

The Trustee, whose duties are ministerial in nature, has not participated in the selection of the Securities. For information relating to the responsibilities of the Trustee under the Indenture, reference

is made to the material set forth under "Rights of Unit Holders."

The Trustee and any successor trustee may resign by executing an instrument in writing and filing the same with the Sponsor and mailing a copy of a notice of resignation to all Unit holders. Upon receipt of such notice, the Sponsor is obligated to appoint a successor trustee promptly. If the Trustee becomes incapable of acting or becomes bankrupt or its affairs are taken over by public authorities, the Sponsor may remove the Trustee and appoint a successor as provided in the Indenture. If upon resignation of a trustee no successor has accepted the appointment within 30 days after notification, the retiring trustee may apply to a court of competent jurisdiction for the appointment of a successor. The resignation or removal of a trustee becomes effective only when the successor trustee accepts its appointment as such or when a court of competent jurisdiction appoints a successor trustee.

Any corporation into which a Trustee may be merged or with which it may be consolidated, or any corporation resulting from any merger or consolidation to which a Trustee shall be a party, shall be the successor Trustee. The Trustee must be a banking corporation organized under the laws of the United States or any State and having at all times an aggregate capital, surplus and undivided profits of not less than \$5,000,000.

Limitations on Liabilities of Sponsor and Trustee

The Sponsor and Trustee shall be under no liability to Unit holders for taking any action or for refraining from taking any action in good faith pursuant to the Indenture, or for errors in judgment, but shall be liable only for their own willful misfeasance, bad faith, gross negligence (ordinary negligence in the case of the Trustee) or reckless disregard of their obligations and duties. The Trustee shall not be liable for depreciation or loss incurred by reason of the sale by the Trustee of any of the Securities. In the event of the failure of the Sponsor

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to act under the Indenture, the Trustee may act thereunder and shall not be liable for any action taken by it in good faith under the Indenture.

The Trustee shall not be liable for any taxes or other governmental charges imposed upon or in respect of the Securities or upon the interest thereon or upon it as Trustee under the Indenture or upon or in respect of a Series of the Trust which the Trustee may be required to pay under any present or future law of the United States of America or of any other taxing authority having jurisdiction. In addition, the Indenture contains other customary provisions limiting the liability of the Trustee.

If the Sponsor shall fail to perform any of its duties under the Indenture or become incapable of acting or become bankrupt or its affairs are taken over by public authorities, then the Trustee may (a) appoint a successor Sponsor at rates of compensation deemed by the Trustee to be reasonable and not exceeding amounts prescribed by the Securities and Exchange Commission, or (b) terminate the Indenture and liquidate the Trust as provided herein, or (c) continue to act as Trustee without terminating the Indenture.

Who is the Evaluator?

The Evaluator is Securities Evaluation Service, Inc., 531 East Roosevelt Road, Suite 200, Wheaton, Illinois 60187. The Evaluator may resign or may be removed by the Sponsor and the Trustee, in which event the Sponsor and the Trustee are to use their best efforts to appoint a satisfactory successor. Such resignation or removal shall become effective upon the acceptance of appointment by the successor Evaluator. If upon resignation of the Evaluator no successor has accepted appointment within 30 days after notice of resignation, the Evaluator may apply to a court of competent jurisdiction for the appointment of a successor.

The Trustee, Sponsor and Unit holders may rely on any evaluation furnished by the Evaluator and shall have no responsibility for the accuracy thereof. Determinations by the Evaluator under the Indenture shall be made in good faith upon the basis of the best information available to it, provided, however, that the Evaluator shall be under no liability to the Trustee, Sponsor or Unit holders for errors in judgment. This provision shall not protect the Evaluator in any case of willful misfeasance, bad faith, gross negligence or reckless disregard of its obligations and duties.

How May the Indenture be Amended or Terminated?

The Sponsor and the Trustee have the power to amend the Indenture without the consent of any of the Unit holders when such amendment is (1) to cure any ambiguity or to correct or supplement any provision of the Indenture which may be defective or inconsistent with any other provision contained therein, or (2) to make such other provisions as shall not adversely affect the interest of the Unit holders (as determined in good faith by the Sponsor and the Trustee), provided that the Indenture is not amended to increase the number of Units issuable thereunder or to permit the deposit or acquisition of securities either in addition to or in substitution for any of the Securities initially deposited in a Series of the Trust, except for the substitution of Replacement Securities for Failed Securities or the purchase of additional Securities pursuant to the Indenture. In the event of any amendment, the Trustee is obligated to notify promptly all Unit holders of the substance of such amendment.

A Series of the Trust may be liquidated at any time by consent of 100% of the Unit holders or by the Trustee when the principal amount of the Securities owned by such Series as shown by any evaluation, is less than the lower of \$1,000,000 or 10% of the total principal amount of the Securities initially deposited in such Series, or in the event that Units not yet sold aggregating more than 60% of the Units initially deposited are tendered for redemption by the Underwriters, including the Sponsor. If a Series of the Trust is liquidated because of the redemption of unsold Units by the Underwriters, the Sponsor will refund to each purchaser of Units the entire sales charge paid by such purchaser. The Indenture will terminate upon the redemption, sale or other disposition of the last Security held thereunder, but in no event shall it continue beyond December 31, 1999. In the event of termination, written notice thereof will be sent by the Trustee to all Unit holders. Within a reasonable period after termination, the Trustee will sell any Securities remaining in a Series of the Trust, and, after paying all expenses and charges incurred by a Series of the Trust, will distribute to each Unit holder

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(including the Sponsor if it then holds any Units), upon surrender for cancellation of his Units, his pro rata share of the balances remaining in the Interest and Principal Accounts, all as provided in the Indenture.

Legal Opinions

The legality of the Units offered hereby will be passed upon by Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603, as counsel for the Sponsor. Carter, Ledyard & Milburn, 2 Wall Street, New York, New York 10005, will act as counsel for the Trustee.

Experts

The statement of net assets, including the portfolio, of the Trust at the opening of business on the Initial Date of Deposit, appearing in this Prospectus and Registration Statement has been audited by Ernst & Young, independent auditors, as set forth in their report thereon appearing elsewhere herein and in the Registration Statement, and is included in reliance upon such report given upon the authority of such firm as experts in accounting and auditing.

UNDERWRITING

On the Initial Date of Deposit, the Underwriters of the Trust became the owners of the Units of the Trust and entitled to the benefits thereof, as well as the risks inherent therein.

<TABLE>
<CAPTION>

Name	Address	Units
<S>	<C>	<C>
Sponsor		
Nike Securities L.P.	1001 Warrenville Road, Lisle, IL 60532	1,349,000

Underwriters*

Edward D. Jones & Co.	12555 Manchester Road, St. Louis, MO 63131	500,000
Fidelity Capital Markets, A division of National Financial Services Corporation	161 Devonshire Street D5, Boston, MA 02110	100,000

		1,949,000
		=====

</TABLE>
[FN]

* Each Underwriter has indicated an intention to purchase a total of 1,000,000 Units from the Sponsor either on the Initial Date of Deposit or during the initial offering period.

On the Initial Date of Deposit, the Underwriters of the Trust became the owners of the Units of such Trust and entitled to the benefits thereof, as well as the risks inherent therein.

The Agreement Among Underwriters provides that a public offering of the Units will be made at the Public Offering Price described in the Prospectus. Units may also be sold to dealers and others at prices representing a concession or agency commission of 1.10% of the Public Offering Price per Unit for primary and secondary market sales for Series 2 of the Trust. See "Public Offering - How is the Public Offering Price Determined?" for additional dealer concessions for volume purchases. However, resales of Units by such dealers and others to the public will be made at the Public Offering Price described in the Prospectus. The Sponsor reserves the right to change the amount of the concession or agency commission from time to time.

Certain Underwriters have agreed to underwrite additional Units of Series 2 of the Trust as they become available. In addition to the concessions described in "Public Offering-What are the Profits of the Sponsor?", Underwriters may be eligible for additional concessions as set forth in the following table:

<TABLE>
<CAPTION>

Dollar Amount of Units Underwritten	Underwriting Concession as a Percentage of the Public Offering Price
<S>	<C>
\$1,000,000 or more	1.20%

</TABLE>

Total underwriting concession is based on the number of Units an Underwriter has indicated its intention to purchase on the Initial Date of Deposit.

From time to time the Sponsor may implement programs under which Underwriters and dealers of the Trust may receive nominal awards from the Sponsor for each of their registered representatives who have sold

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a minimum number of UIT Units (for this purpose, 1,000 Units of the First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2 equals one UIT Unit) during a specified time period. In addition, at various times the Sponsor may implement other programs under which the sales force of an Underwriter or dealer may be eligible to win other nominal awards for certain sales efforts, or under which the Sponsor will reallocate to any such Underwriter or dealer that sponsors sales contests or recognition programs conforming to criteria established by the Sponsor, or participates in sales programs sponsored by the Sponsor, an amount not exceeding the total applicable sales charges on the sales generated by such person at the public offering price during such programs. Also, the Sponsor in its discretion may from time to time pursuant to objective criteria established by the Sponsor pay fees to qualifying Underwriters or dealers for certain services or activities which are primarily intended to result in sales of Units of the Trust. Such payments are made by the Sponsor out of its own assets, and not out of the assets of the Trust. These programs will not change the price Unit holders pay for their Units or the amount that the Trust will receive from the Units sold.

A comparison of estimated current returns and estimated long-term

returns with the returns on various investments is one element to consider in making an investment decision. The Sponsor may from time to time in its advertising and sales materials compare the then current estimated returns on the Trust and returns over specified periods on other similar Trusts sponsored by Nike Securities L.P. with returns on other taxable investments such as corporate bonds, bank CDs and money market accounts or money market funds, each of which has investment characteristics that may differ from those of the Trust. Bank CDs and money market accounts, for example, are insured by an agency of the federal government. Money market accounts and money market funds provide stability of principal, but pay interest at rates that vary with the condition of the short-term debt market. The investment characteristics of the Trust are described more fully elsewhere in this Prospectus.

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First Trust U.S. Treasury Securities Trust,
Short-Intermediate, Series 2

Special Information

<TABLE>	
<CAPTION>	
<S>	<C>
Calculation of Estimated Net Annual Unit Income	Monthly
Estimated Annual Interest Income per 1,000 Units (excluding accretion on the Zero Coupon Securities)	\$ 42.91
Less: Estimated Annual Expense per 1,000 Units	\$ 1.71
Estimated Net Annual Interest Income per 1,000 Units	\$ 41.20
Calculation of Interest Distribution per 1,000 Units	
Estimated Net Annual Interest Income per 1,000 Units	\$ 41.20
Divided by 12	\$ 3.43
Estimated Daily Rate of Net Interest Accrual per 1,000 Units	\$.11443
Estimated Current Return Based on Public Offering Price (1)	4.12%
Estimated Long-Term Return Based on Public Offering Price (1)	4.35%
CUSIP	33734W 293
</TABLE>	

Trustee's Annual Fee \$.96 per 1,000 Units outstanding annually, exclusive of expenses of the Trust, commencing October 21, 1993.

Distributions

Estimated first distribution of \$1.95 per 1,000 Units will be paid on November 30, 1993 to Unit holders of record on November 15, 1993 (The First General Record Date).

Subsequent distributions will be paid on the last day of each month to holders of record of Units on the fifteenth day of such month.

No distributions need be made from the Principal Account if the balance therein is less than \$1.00 per 1,000 Units.

[FN]

(1) The Estimated Current Return is computed by multiplying the Estimated Net Annual Interest Income per 1,000 Units by \$1,000 and

dividing the result by the Public Offering Price per 1,000 Units. The Estimated Net Annual Interest Income per Unit will vary with

changes in fees and expenses of the Trustee, Sponsor and Evaluator and with the principal prepayment, redemption, maturity, exchange or sale of Securities while the Public Offering Price will vary with changes in the offering price of the underlying Securities; therefore, there is no assurance that the present Estimated Current Return indicated above will be realized in the future. The Estimated Long-Term Return is calculated using a formula which (1) takes into consideration, and determines and factors in the relative weightings of, the market values, yields, (which takes into account the amortization of premiums and the accretion of discounts) and maturity of all of the Securities in the Trust and (2) takes into account the expenses and sales charge associated with each Unit of such Series. Since the market values and the expenses of the Trust will change, there is no assurance that the present Estimated Long-Term Return as indicated above will be realized in the future. The Estimated Current Return and Estimated Long-Term Return are expected to differ because the calculation of the Estimated Long-Term Return reflects the date and estimated amount of principal returned while the Estimated Current Return calculation includes only the Net Annual Interest Income and Public Offering Price. Neither rate reflects the true return to Unit holders which is lower because neither includes the effect of certain delays in distributions to Unit holders. These figures are based on per 1,000 Unit cash flows. Cash flows will vary with changes in fees and expenses, with the principal prepayment, redemption, maturity, exchange or sale of the underlying Securities. For the Estimated Cash Flows for this Series, see "Estimated Cash Flows to Unit Holders."

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First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2 Trust Summary

The First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2 consists of six obligations. Five of the Securities represent approximately 15% of the aggregate principal amount of the Securities in the Trust. One of the Securities is a zero coupon Security which represents approximately 23% of the aggregate principal amount of the Securities in the Trust. See "What is the First Trust Special Situations Trust?"

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Portfolio

First Trust U.S. Treasury Securities Trust,
Short-Intermediate, Series 2

The First Trust Special Situations Trust, Series 81

At the Opening of Business on the Initial Date of Deposit
October 21, 1993

<TABLE>
<CAPTION>

Principal Amount of U.S. Treasury Securities	Coupon Rate	Maturity	Cost to Sponsor (1)	Cost of Securities to Trust (2)	Profit or (Loss) to Sponsor
<S>	<C>	<C>	<C>	<C>	<C>
\$ 300,000	4.625%	2/15/1996	\$ 304,593	\$ 304,986	\$ 393
300,000	6.250%	1/31/1997	318,468	318,429	(39)
300,000	5.125%	2/28/1998	307,266	307,299	33
300,000	6.375%	1/15/1999	323,109	322,974	(135)
* 450,000	0.000%	2/15/2000	330,305	331,830	1,525
300,000	5.500%	4/15/2000	311,532	311,547	15
<hr/>			<hr/>	<hr/>	<hr/>
\$ 1,950,000			\$ 1,895,273	\$ 1,897,065	\$ 1,792
=====			=====	=====	=====

</TABLE>
[FN]

(1) All Securities on the Initial Date of Deposit are represented by the Sponsor's contracts to purchase such Securities. Such contracts

were acquired by the Sponsor on October 20, 1993. Interest will begin accruing to the benefit of Unit holders from October 28, 1993, the First Settlement Date of the Trust.

(2) The cost of the Securities to the Trust represents the offering side evaluation of the Securities as determined by Securities Evaluation Service, Inc. The offering side evaluation is greater than the current bid side evaluation of the Securities which is the basis on which Redemption Price per Unit is determined. The aggregate value based on the bid side evaluation at the opening of business on the Initial Date of Deposit was \$1,890,196, which is \$6,869 (\$3.52 per 1,000 Units; .352% of the aggregate principal amount) lower than the aggregate cost of the Securities to the Trust based on the offering side evaluation.

* This Treasury Security is being purchased at a discount from its par value because there is no stated interest income thereon (such securities are often referred to as zero coupon U.S. Treasury Securities). Over the life of a zero coupon U.S. Treasury Security the value increases, so that upon maturity the holders will receive 100% of the principal amount thereof.

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REPORT OF INDEPENDENT AUDITORS

The Sponsor, Nike Securities L.P., and Unit Holders
First Trust U.S. Treasury Securities Trust, Short-Intermediate,
Series 2

We have audited the accompanying statement of net assets, including the portfolio, of the First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2, comprising The First Trust Special Situations Trust, Series 81, as of the opening of business on October 21, 1993. This statement of net assets is the responsibility of the Trust's Sponsor. Our responsibility is to express an opinion on this statement of net assets based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of net assets is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of net assets. Our procedures included confirmation of the letter of credit held by the Trustee and deposited in the Trust at the opening of business on October 21, 1993. An audit also includes assessing the accounting principles used and significant estimates made by the Sponsor, as well as evaluating the overall presentation of the statement of net assets. We believe that our audit of the statement of net assets provides a reasonable basis for our opinion.

In our opinion, the statement of net assets referred to above presents fairly, in all material respects, the financial position of the First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2, comprising the First Trust Special Situations Trust, Series 81, at the opening of business on October 21, 1993 in conformity with generally accepted accounting principles.

ERNST & YOUNG

Chicago, Illinois
October 21, 1993

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Statement of Net Assets

First Trust U.S. Treasury Securities Trust,
Short-Intermediate, Series 2

The First Trust Special Situations Trust, Series 81

At the Opening of Business on the Initial Date of Deposit
October 21, 1993

<TABLE>
<CAPTION>

<S>

<C>

NET ASSETS

Delivery statements relating to Sponsor's contracts to purchase Securities (1) (2)	\$ 1,897,065
Accrued interest on underlying Securities (2) (4)	14,235

	1,911,300
Less liabilities (4)	14,235

Net assets	\$ 1,897,065
	=====
Outstanding Units of fractional undivided interest	1,949,000

ANALYSIS OF NET ASSETS

Cost to investors (3)	\$ 1,949,009
Less Purchased Interest (5)	13,938
Less gross underwriting commissions (3)	38,006

Net assets	\$ 1,897,065
	=====

</TABLE>

NOTES TO STATEMENT OF NET ASSETS

[FN]

(1) The aggregate offering price of the Securities of the Trust listed under "Portfolio" on the Initial Date of Deposit herein and their cost to the Trust are the same. The offering price shown above has been determined by Securities Evaluation Service, Inc., certain shareholders of which are officers of the Sponsor.

(2) Pursuant to delivery statements relating to contracts to purchase Securities, an irrevocable letter of credit held by the Trustee has been deposited in the Trust as collateral. The amount of available letter of credit and the amount expected to be utilized for the Trust is shown below. The amount expected to be utilized is (a) the cost to the Trust of the principal amount of the Securities to be purchased, (b) accrued interest on those Securities to the Initial Date of Deposit and (c) accrued interest on those Securities from the Initial Date of Deposit to the expected dates of delivery of the Securities.

<TABLE>
<CAPTION>

Series	Letter of Credit		Aggregate Offering Price of Securities	Accrued Interest to Initial Date of Deposit	Accrued Interest to Expected Dates of Delivery
	Available	To be Utilized			
<S>	<C>	<C>	<C>	<C>	<C>
First Trust U.S. Treasury Securities Trust, Short-Intermediate, Series 2	\$ 2,800,000	\$ 1,911,300	\$ 1,897,065	\$ 14,235	\$ -

</TABLE>

(3) The aggregate cost to investors (including Purchased Interest) and the aggregate gross underwriting commissions of 1.95% for the Trust are computed assuming no reduction of sales charge for quantity purchases.

(4) Accrued interest on the underlying Securities represents the interest accrued as of the Initial Date of Deposit from the later of the last payment date on the Securities or the date of issuance thereof. Such amount applicable to the Trust is a liability of the Trust because the Trust is only entitled to earn interest income

beginning on the Initial Date of Deposit. In addition, the Trustee may advance to the Trust a portion of the accrued interest on the underlying Securities and a portion of the amount of interest which the Trust will earn from the Initial Date of Deposit to October 28, 1993 the First Settlement Date, for distribution to the Sponsor as the Unit holder of record.

(5) Purchased Interest is a portion of the accrued interest on the underlying Securities as of the Initial Date of Deposit, plus a portion of the interest that the Trust will earn from the Initial Date of Deposit through the First Settlement Date. Purchased Interest is included in the Public Offering Price.

DESCRIPTION of STANDARD & POOR'S CORPORATION RATING*

A Standard & Poor's Corporation's rating on the units of an investment trust (hereinafter referred to collectively as "units" and "trust") is a current assessment of creditworthiness with respect to the investments held by such trust. This assessment takes into consideration the financial capacity of the issuers and of any guarantors, insurers, lessees or mortgagors with respect to such investments. The assessment, however, does not take into account the extent to which trust expenses or portfolio asset sales for less than the trust's purchase price will reduce payment to the Unit holder of the interest and principal required to be paid on the portfolio assets. In addition, the rating is not a recommendation to purchase, sell, or hold units, inasmuch as the rating does not comment as to market price of the units or suitability for a particular investor.

Trusts rated "AAA" are composed exclusively of assets that are rated "AAA" by Standard & Poor's or, have, in the opinion of Standard & Poor's, credit characteristics comparable to assets rated "AAA," or certain short-term investments. Standard & Poor's defines its "AAA" rating for such assets as the highest rating assigned by Standard & Poor's to a debt obligation. Capacity to pay interest and repay principal is very strong.

* As described by Standard & Poor's Corporation.

Estimated Cash Flows to Unit Holders

The tables below set forth the per Unit estimated monthly distributions of interest and distributions of principal to Unit holders. The tables assume no changes in the current interest rates, no exchanges, redemptions, or sales of the underlying securities prior to their maturity or expected retirement date. To the extent the foregoing assumptions change, actual distributions will vary.

<TABLE>
<CAPTION>

First Trust U.S. Treasury Securities Trust, Short-Intermediate,
Series 2

Monthly

Date (Each Month)	Estimated Interest Distribution	Estimated Principal Distribution	Estimated Total Distribution
<S>	<C>	<C>	<C>
November 1993	1.95		1.95
December 1993-February 1996	3.43		3.43
March 1996	3.43	153.93	157.36
April 1996-January 1997	2.85		2.85
February 1997	2.85	153.93	156.78
March 1997-February 1998	2.06		2.06
March 1998	2.06	153.93	155.99

April 1998-January 1999	1.42		1.42
February 1999	1.42	153.93	155.35
March 1999-February 2000	0.61		0.61
March 2000	0.61	230.89	231.50
April 2000	0.63		0.63
May 2000	7.78	153.93	161.71

</TABLE>

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THIS PROSPECTUS DOES NOT CONSTITUTE AN OFFER TO SELL,
OR A SOLICITATION OF AN OFFER TO BUY, SECURITIES IN ANY JURISDICTION
TO ANY PERSON TO WHOM IT IS NOT LAWFUL TO MAKE SUCH OFFER IN SUCH
JURISDICTION.

THIS PROSPECTUS DOES NOT CONTAIN ALL THE INFORMATION SET FORTH IN THE REGISTRATION STATEMENTS AND EXHIBITS RELATING THERETO, WHICH THE FUND HAS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION, WASHINGTON, D.C. UNDER THE SECURITIES ACT OF 1933 AND THE INVESTMENT COMPANY ACT OF 1940, AND TO WHICH REFERENCE IS HEREBY MADE.

FIRST TRUST

First Trust
U.S. Treasury Securities Trust,
Short-Intermediate,
Series 2

First Trust
1001 Warrenville Road, Suite 300
Lisle, Illinois 60532
1-708-241-4141

Trustee:

United States Trust Company
of New York
770 Broadway
New York, New York 10003
1-800-682-7520

PLEASE RETAIN THIS PROSPECTUS
FOR FUTURE REFERENCE

October 21, 1993

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MEMORANDUM

Re: The First Trust Special Situations Trust, Series 94

As indicated in our cover letter transmitting the Registration Statement on Form S-6 and other related material under the Securities Act of 1933 to the Commission, the only difference of consequence (except as described below) between The First Trust Special Situations Trust, Series 91, which is the current fund, and The First Trust Special Situations Trust, Series 94, the filing of which this memorandum accompanies, is the change in the series number. The list of bonds comprising the Fund, the evaluation, record and distribution dates and other changes pertaining specifically to the new series, such as size and number of Units in the Fund and the statement of condition of the new Fund, will be filed by amendment.

1940 ACT

FORMS N-8A AND N-8B-2

These forms were not filed, as the Form N-8A and Form N-8B-2 filed in respect of Templeton Growth and Treasury Trust, Series 1 and subsequent series (File No. 811-05903) related also to the subsequent series of the Fund.

1933 ACT

PROSPECTUS

The only significant changes in the Prospectus from the Series 91 Prospectus relate to the series number and size and the date and various items of information which will be derived from and apply specifically to the bonds deposited in the Fund.

CONTENTS OF REGISTRATION STATEMENT

ITEM A Bonding Arrangements of Depositor:

Nike Securities L.P. is covered by a Broker's Fidelity Bond, in the total amount of \$1,000,000, the insurer being National Union Fire Insurance Company of Pittsburgh.

ITEM B This Registration Statement on Form S-6 comprises the following papers and documents:

The facing sheet

The Cross-Reference Sheet

The Prospectus

The signatures

Exhibits

S-1
SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant, The First Trust Special Situations Trust, Series 94 has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Village of Lisle and State of Illinois on April 20, 1994.

THE FIRST TRUST SPECIAL SITUATIONS
TRUST, SERIES 94
(Registrant)

By: NIKE SECURITIES L.P.
(Depositor)

By Carlos E. Nardo
Senior Vice President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following person in the capacity and on the date indicated:

NAME	TITLE*	DATE
Robert D. Van Kampen	Sole Director of Nike Securities Corporation, the General Partner of Nike Securities L.P.	April 20, 1994
		Carlos E. Nardo Attorney-in-Fact**

* The title of the person named herein represents his capacity in and relationship to Nike Securities L.P., the Depositor.

** An executed copy of the related power of attorney was filed with the Securities and Exchange Commission in connection with Amendment No. 1 to form S-6 of The First Trust Special Situations Trust, Series 18 (File No. 33-42683) and the same is hereby incorporated by this reference.

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CONSENTS OF COUNSEL

The consents of counsel to the use of their names in the Prospectus included in this Registration Statement will be contained in their respective opinions to be filed as Exhibits 3.1, 3.2, 3.3 and 3.4 of the Registration Statement.

CONSENT OF ERNST & YOUNG

The consent of Ernst & Young to the use of its name and to the reference to such firm in the Prospectus included in this Registration Statement will be filed by amendment.

CONSENT OF SECURITIES EVALUATION SERVICE, INC.

The consent of Securities Evaluation Service, Inc. to the use of its name in the Prospectus included in the Registration Statement is filed as Exhibit 4.1 to the Registration Statement

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EXHIBIT INDEX

- 1.1 Form of Standard Terms and Conditions of Trust for The First Trust Special Situations Trust, Series 24 and subsequent Series effective January 23, 1992 among Nike Securities L.P., as Depositor, United States Trust Company of New York as Trustee, Securities Evaluation Service, Inc., as Evaluator, and Nike Financial Advisory Services L.P. as Portfolio Supervisor (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-45093] filed on behalf of The First Trust Special Situations Trust, Series 24).
- 1.1.1* Form of Trust Agreement for Series 94 among Nike Securities L.P., as Depositor, United States Trust Company of New York, as Trustee, Securities Evaluation Service, Inc., as Evaluator, and First Trust Advisors L.P., as Portfolio Supervisor.
- 1.2 Copy of Certificate of Limited Partnership of Nike Securities L.P. (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).
- 1.3 Copy of Amended and Restated Limited Partnership Agreement of Nike Securities L.P. (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).
- 1.4 Copy of Articles of Incorporation of Nike Securities Corporation, the general partner of Nike Securities L.P., Depositor (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).
- 1.5 Copy of By-Laws of Nike Securities Corporation, the general partner of Nike Securities L.P., Depositor (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).
- 2.1 Copy of Certificate of Ownership (included in Exhibit 1.1 filed herewith on page 2 and incorporated herein by reference).
- 3.1* Opinion of counsel as to legality of Securities being registered.

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- 3.2* Opinion of counsel as to Federal income tax status of Securities being registered.
- 3.3* Opinion of counsel as to New York income tax status of Securities being registered.
- 3.4* Opinion of counsel as to advancement of funds by Trustee.
- 4.1* Consent of Securities Evaluation Service, Inc.
- 6.1 List of Directors and Officers of Depositor and other related information (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).
- 7.1 Power of Attorney executed by the Director listed on page

S-3 of this Registration Statement (incorporated by reference to Amendment No. 1 to Form S-6 [File No. 33-42683] filed on behalf of The First Trust Special Situations Trust, Series 18).

* To be filed by amendment.

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