

SECURITIES AND EXCHANGE COMMISSION

FORM 485APOS

Post-effective amendments [Rule 485(a)]

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FILER

STARBURST FUNDS

CIK: **854850** | State of Incorpor.: **MA** | Fiscal Year End: **1031**
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Business Address
*FEDERATED INVESTORS
TOWER
PITTSBURGH PA 15222
4122888160*

1933 Act File No. 33-30950

1940 Act File No. 811-5900

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form N-1A

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 X

Pre-Effective Amendment No.

Post-Effective Amendment No. 14 X

and/or

REGISTRATION STATEMENT UNDER THE INVESTMENT COMPANY ACT OF 1940 X

Amendment No. 14 X

THE STARBURST FUNDS

(Exact Name of Registrant as Specified in Charter)

Federated Investors Tower, Pittsburgh, Pennsylvania 15222-3779
(Address of Principal Executive Offices)

(412) 288-1900
(Registrant's Telephone Number)

John W. McGonigle, Esquire,
Federated Investors Tower,
Pittsburgh, Pennsylvania 15222-3779
(Name and Address of Agent for Service)

It is proposed that this filing will become effective:

immediately upon filing pursuant to paragraph (b)
on _____ pursuant to paragraph (b)
X 60 days after filing pursuant to paragraph (a)
on _____ pursuant to paragraph (a) of Rule 485.

Registrant has filed with the Securities and Exchange Commission a declaration pursuant to Rule 24f-2 under the Investment Company Act of 1940, and:

X filed the Notice required by that Rule on December 15, 1993; or
intends to file the Notice required by that Rule on or about

_____ ; or

during the most recent fiscal year did not sell any securities pursuant to Rule 24f-2 under the Investment Company Act of 1940, and, pursuant to Rule 24f-2(b)(2), need not file the Notice.

Copies to:

Thomas J. Donnelly, Esquire
Houston, Houston & Donnelly
2510 Centre City Tower
650 Smithfield Street
Pittsburgh, Pennsylvania 15222

Charles H. Morin, Esquire
Dickstein, Shapiro & Morin
2101 L Street, N.W.
Washington, D.C. 20037

CROSS REFERENCE SHEET

This Amendment to the Registration Statement of THE STARBURST FUNDS, which is comprised of 5 portfolios, (1) The Starburst Government Money Market Fund-Trust Shares and Investment Shares, (2) The Starburst Money Market Fund-Trust Shares and Investment Shares (3) The Starburst Government Income Fund, (4) The Starburst Government Fund and (5) The Starburst Equity Fund relates only to one of the portfolios, The Starburst Equity Fund, and is comprised of the following:

PART A. INFORMATION REQUIRED IN A PROSPECTUS.

	Prospectus Heading (Rule 404(c) Cross Reference)
Item 1. Cover Page	(1-5) Cover Page.
Item 2. Synopsis	(1-5) Summary of Fund Expenses.
Item 3. Condensed Financial Information	(1-5) Performance Information.
Item 4. General Description of Registrant	(1-5) General Information; Investment Information; Investment Objective; Investment Policies; Investment Limitations; (2-4) Investment Risks; (3) Municipal Bonds; Municipal Bond Insurance (1 and 2) Other Classes of Shares.
Item 5. Management of the Fund	(1-5) The Starburst Funds Information; Management of The Starburst Funds; Distribution of (Investment, Trust or Fund) Shares; Administration of the Fund (and Investment Shares or Trust Shares); Expenses of the Fund (and Investment or Trust Shares); Distribution Plan

		(applies only to Portfolios 3, 4 and 5 named above and the Investment Shares of Portfolios 1 and 2 above); Administrative Arrangements (Trust Shares only); Shareholder Servicing Arrangements (applies only to Portfolios 3, 4 and 5 named above and the Investment Shares of Portfolios 1 and 2 above).
Item 6.	Capital Stock and Other Securities	(1-5) Dividends; Capital Gains; Shareholder Information; Voting Rights; Massachusetts Partnership Law; Effect of Banking Laws; Federal Income Tax; (3) Pennsylvania Corporate and Personal Property Taxes; Other State and Local Taxes.
Item 7.	Purchase of Securities Being Offered	(1-5) Net Asset Value; Investing in (Investment Shares, Trust Shares or the Fund); Share Purchases; Minimum Investment Required; What Shares Cost; Systematic Investment Program; Certificates and Confirmations; Purchases at Net Asset Value; Sales Charge Reallowance; Reducing the Sales Charge.
Item 8.	Redemption or Repurchase	(1-5) Retirement Plans; (1-5) Exchange Privilege; (1-5) Redeeming (Investment or Trust) Shares; By Telephone; By Mail; Redemption Before Purchase Instruments Clear; Systematic Withdrawal Program; Accounts with Low Balances; Redemption in Kind.
Item 9.	Pending Legal Proceedings	None.
PART B.	INFORMATION REQUIRED IN A STATEMENT OF ADDITIONAL INFORMATION.	
Item 10.	Cover Page	(1-5) Cover Page.
Item 11.	Table of Contents	(1-5) Table of Contents.
Item 12.	General Information and History	(1-5) General Information About the Fund.
Item 13.	Investment Objectives and Policies	(1-5) Investment Objectives and Policies.
Item 14.	Management of the Fund	(1-5) The Starburst Funds Management.
Item 15.	Control Persons and Principal Holders of Securities	Not Applicable.
Item 16.	Investment Advisory and Other	

Services	(1-5) Investment Advisory Services; Administrative Services; Distribution Plan (applies only to Portfolio 3 and 4 named above and the Investment Shares of Portfolios 1 and 2 above); (4) Investment Management Services.
Item 17. Brokerage Allocation	(1-5) Brokerage Transactions.
Item 18. Capital Stock and Other Securities	Not Applicable.
Item 19. Purchase, Redemption and Pricing of Securities Being Offered	(1-5) Purchasing (Investment or Trust) Shares; Determining Net Asset Value; (3-5) Exchange Privilege; Redeeming (Investment or Trust) Shares.
Item 20. Tax Status	(1-5) Tax Status.
Item 21. Underwriters	Not Applicable.
Item 22. Calculation of Performance Data	(1, 2, 4 and 5) Yield; (1, 2 and 4) Effective Yield; (3, 5) Total Return; Yield (3) Tax-Equivalent Yield; (1-5) Performance Comparisons.
Item 23. Financial Statements	(1-5) Financial Statements (to be filed by amendment)

Part A and Part B are incorporated by reference to Registrant's Post-Effective Amendment No. 10 filed October 14, 1993 (File Nos. 33-30950 and 811-5900).

PART C. OTHER INFORMATION.

- Item 24. Financial Statements and Exhibits:
- (a) Financial Statements (to be filed by amendment)
 - (b) Exhibits:
 - (1) Copy of Declaration of Trust of the Registrant (1.);
 - (i) Amendment Nos. 1, 2, 3, 4, 5 to Declaration of Trust dated August 7, 1989 (2., 3., 5.);
 - (ii) Amendment No. 6 to the Declaration of Trust dated August 7, 1989 (7.);
 - (iii) Amendment No. 7 to the Declaration of Trust dated August 7, 1989 (8.);
 - (2) Copy of By-Laws of the Registrant (1.);
 - (3) Not applicable;
 - (4) Copy of Specimen Certificate for Shares of Beneficial Interest of the Registrant (11.);
 - (5) Copy of Investment Advisory Contract of the Registrant (5.);
 - (i) Copy of Exhibits C and D to the Advisory Contract (7.);

- (6) Copy of Distributor's Contract of the Registrant (5.);
 - (i) Copy of Exhibits C and D to the Distributor's Contract (7.);

+ Exhibits have been filed electronically.

- 1. Response is incorporated by reference to Registrant's Initial Registration Statement on Form N-1A filed September 7, 1989. (File No. 33-30950).
- 2. Response is incorporated by reference to Registrant's Pre-Effective Amendment No. 1 filed on Form N-1A November 16, 1989 (File No. 33-30950).
- 3. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 1 on Form N-1A filed May 21, 1990. (File No. 33-30950)
- 4. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 2 on Form N-1A filed May 23, 1990. (File No. 33-30950)
- 5. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 3 on Form N-1A filed September 11, 1991. (File No. 33-30950)
- 6. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 5 on Form N-1A filed January 9, 1992. (File No. 33-30950)
- 7. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 5 on Form N-1A filed February 14, 1992. (File No. 33-30950)
- 8. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 5 on Form N-1A filed May 27, 1992. (File No. 33-30950)
- 9. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 8 on Form N-1A filed September 25, 1992. (File No. 33-30950)
- 10. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 9 on Form N-1A filed December 22, 1992. (File No. 33-30950)
- 11. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 10 on Form N-1A filed October 14, 1992. (File No. 33-30950 and 811-5900)

- (7) Not applicable;
- (8) Copy of new Custodian Agreement of the Registrant (7.);
- (9) Copy of Agency Agreement of the Registrant (5.);
 - (i) Conformed copy of Fund Accounting and Shareholder Recordkeeping Agreement (7.);
- (10) Copy of Opinion and Consent of Counsel as to legality of shares being registered (2.);
- (11) (i) Copy of Consent of the Independent Auditors;
- (12) Not applicable;
- (13) Copy of Initial Capital Understanding

- (2.);
- (14) Not applicable;
- (15) (i) Copy of Distribution Plan (5.);
- (ii) Copy of 12b-1 Agreement (5.);
- (iii) Copy of Exhibits C and D to the Distribution Plan (7.);
- (iv) Copy of Amendment No. 2 to the Rule 12b-1 Agreement (7.);
- (16) Schedule for Computation of Fund Performance Data (9.);
- (17) Power of Attorney (10.);
- (18) Not Applicable.

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

None

Item 26. Number of Holders of Securities:

Title of Class	Number of Record Holders as of February 8, 1994
The Starburst Government Income Fund	3672
The Starburst Government Money Market Fund-Investment Shares	40
The Starburst Government Money Market Fund-Trust Shares	8

- 2. Response is incorporated by reference to Registrant's Pre-Effective Amendment No. 1 filed on Form N-1A November 16, 1989 (File No. 33-30950).
- 5. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 3 on Form N-1A filed September 11, 1991. (File No. 33-30950)
- 7. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 5 on Form N-1A filed February 14, 1992. (File No. 33-30950)
- 9. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 8 on Form N-1A filed September 25, 1992. (File No. 33-30950)
- 10. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 9 on Form N-1A filed December 22, 1992. (File No. 33-30950)

The Starburst Money Market Fund-

Investment Shares

206

The Starburst Money Market Fund-
Trust Shares

5

The Starburst Municipal Income Fund

1356

Item 27. Indemnification: (4.)

Item 28. Business and Other Connections of Investment Adviser:

For a description of the other business of Central Bank of the South, the investment adviser, see the section entitled "Management of the Starburst Funds" in Part A.

The Executive Officers of the investment adviser are:

Name	Position with the Adviser	Other Substantial Business, Profession, Vocation or Employment
D. Paul Jones, Jr.	Chairman, President, Chief Executive Officer, Treasurer and Director	Chairman, Chief Executive Officer, Treasurer and Director of Compass Bancshares, Inc.; Director of Golden Enterprises, Inc. (snack food and metal fastener production and distribution), the principal business address of which is 110 South Sixth Street, Birmingham, Alabama 35205
Byrd Williams	Executive Vice President	
Christina L. Boles	Senior Vice President, Correspondent and Investment Services Director	
Harry B. Brock III*	Senior Vice President Birmingham Region	
Ralph H. Cassell	Senior Vice President, Consumer Banking	

Robert S. McKean

Senior Vice President,
Metropolitan Banking

4. Response is incorporated by reference to Registrant's Post-Effective
Amendment No. 2 on Form N-1A filed May 23, 1990. (File No. 33-30950)

Michael E. Murry

Senior Vice President,
Trust Division

John C. Neiman

Senior Vice President,
National Banking
Division

G. Ray Stone

Senior Vice President,
Senior Credit Policy
Officer

Randall Reynolds

Senior Vice President
and Manager of Retail
Investment Sales

Michael A. Bean

Chief Accounting Officer

Jerry W. Powell

General Counsel
and Secretary

General Counsel and
Secretary of Compass
Bancshares, Inc.

Richard H. Votel

Senior Vice President

President: Compass
Bancshares Insurance,
Inc.

Jerry L. Goodson

Vice President

President: Compass
Brokerage, Inc.

The business address for each of the above-listed persons is 15 South 20th
Street, Birmingham, Alabama 35233.

The principal business address of Compass Bank, Compass Bancshares, Inc. and
Compass Bancshares Insurance, Inc. is 15 South 20th Street, Birmingham, Alabama
35233.

*Harry B. Brock III is the son of Harry B. Brock, Jr., a director of Compass
Bank and the brother of Stanley M. Brock, a director of Compass Bank.

Other Substantial Business, Profession
Vocation or Employment

Harry B. Brock, Jr.
701 S. 32nd Street

Retired since March 31, 1991 as Chairman of
the Board, Chief Executive Officer and

Birmingham, Alabama 35233

Treasurer of Compass Bancshares, Inc. and Compass Bank. Mr. Brock is the father of Stanley M. Brock, a director of Compass Bank and of Harry B. Brock III, an officer of Compass Bank.

Charles W. Daniel
200 Office Park Drive
Suite 100
Birmingham, Alabama 35223

President, Dantract, Inc. (real estate investments), Suite 100, 200 Office Park Drive, Birmingham, Alabama 35223.

William Eugene Davenport
Russell Lands, Inc.
1 Willowpoint Road
Alexander City, Alabama 35010

President and Chief Operating Officer of Russell Lands, Inc. (real estate development), 1 Willowpoint Road, Alexander City, Alabama 35010.

Marshall Durbin, Jr.
Marshall Durbin & Co., Inc.
3125 Independence Drive
Birmingham, Alabama 35209

President of Marshall Durbin & Company, Inc. (poultry processing), 3125 Independence Drive, Birmingham, Alabama 35209.

Tranum Fitzpatrick
Fitzpatrick & Associates
2600 East South Boulevard
Montgomery, Alabama 36116

Chairman of Guiford Company, Inc. and President of Guiford Capital and Empire-Rouse (real estate investment and development), 2600 East South Boulevard, Montgomery, Alabama 36116.

D. Paul Jones, Jr.
Compass Bancshares, Inc.
15 South 20th Street
Birmingham, Alabama 35233

Chairman, Chief Executive Officer and Treasurer of Compass Bancshares, Inc. and Compass Bank; President of Compass Bank; Director of Golden Enterprises, Inc. (snack food and metal fastener production and distribution), 110 South Sixth Street, Birmingham, Alabama 35205.

G. W. "Red" Leach, Jr.
418 Chestnut Street
Gadsden, Alabama 35901

Former proprietor of Red Leach and Sons Insurance (insurance sales), 418 Chestnut Street, Gadsden, Alabama 35901.

Goodwin L. Myrick
Alfa Corporation
2108 East South Boulevard
Montgomery, Alabama 36116

President and Chairman of the Board, Alabama Farmers Federation, Alfa Corporation, Alfa Insurance Companies and Alfa Services, Inc. (agriculture and insurance), the principal address of each of which is 2108 East South Boulevard, Montgomery, Alabama 36116, and a dairy farmer; Director of Alfa Corporation.

John S. Stein
Golden Enterprises, Inc.
110 South Sixth Street
Montgomery, Alabama 35205

President and Chief Executive Officer of Golden Enterprises, Inc. (snack food and metal fastener production and distribution), 110 South Sixth Street, Birmingham, Alabama

35205; Director of Golden Enterprises, Inc.

Garry Neil Drummond, Sr.
Drummond Company, Inc.
530 Beacon Parkway West
Birmingham, Alabama 35209

Chief Executive Officer of Drummond Company, Inc. (coal and coke production, real estate investment), 530 Beacon Parkway West, Birmingham, Alabama 35209.

Stanley M. Brock
Balch & Bingham
Suite 2600
1901 Sixth Avenue North
Birmingham, Alabama 35203

Partner, Balch & Bingham (law firm), Suite 2600, 1901 Sixth Avenue North, Birmingham, Alabama 35203; Mr. Brock is the son of Harry B. Brock, Jr., a director of Compass Bank, and the brother of Harry B. Brock III, an officer of Compass Bank.

Directors

Harry B. Brock, Jr.
Stanley M. Brock
William Eugene Davenport
Charles W. Daniel

Marshal Durbin, Jr.
Garry Neil Drummond, Sr.
Tranum Fitzpatrick
D. Paul Jones, Jr.

G.W. "Red" Leach, Jr.
Goodwin L. Myrick
John S. Stein

Item 29. Principal Underwriters:

- (a) Federated Securities Corp., the Distributor for shares of the Registrant, also acts as principal underwriter for the following open-end investment companies: A.T. Ohio Tax-Free Money Fund; American Leaders Fund, Inc.; Annuity Management Series; Automated Cash Management Trust; Automated Government Money Trust; BankSouth Select Funds; BayFunds; The Biltmore Funds; The Biltmore Municipal Funds; The Boulevard Funds; California Municipal Cash Trust; Cambridge Series Trust; Cash Trust Series, Inc.; Cash Trust Series II; DG Investor Series; Edward D. Jones & Co. Daily Passport Cash Trust; FT Series, Inc.; Federated ARMs Fund; Federated Exchange Fund, Ltd.; Federated GNMA Trust; Federated Government Trust; Federated Growth Trust; Federated High Yield Trust; Federated Income Securities Trust; Federated Income Trust; Federated Index Trust; Federated Intermediate Government Trust; Federated Master Trust; Federated Municipal Trust; Federated Short-Intermediate Government Trust; Federated Short-Term U.S. Government Trust; Federated Stock Trust; Federated Tax-Free Trust; Federated U.S. Government Bond Fund; Financial Reserves Fund; First Priority Funds; First Union Funds; Fixed Income Securities, Inc.; Fortress Adjustable Rate U.S. Government Fund, Inc.; Fortress Municipal Income Fund, Inc.; Fortress Utility Fund, Inc.; Fountain Square Funds; Fund for U.S. Government Securities, Inc.; Government Income Securities, Inc.; High Yield Cash Trust; Independence One Mutual Funds; Insight Institutional Series, Inc.; Insurance Management Series; Intermediate Municipal Trust;

Investment Series Funds, Inc.; Investment Series Trust; Liberty Equity Income Fund, Inc.; Liberty High Income Bond Fund, Inc.; Liberty Municipal Securities Fund, Inc.; Liberty U.S. Government Money Market Trust; Liberty Utility Fund, Inc.; Liquid Cash Trust; Mark Twain Funds; Marshall Funds, Inc.; Money Market Management, Inc.; Money Market Obligations Trust; Money Market Trust; The Monitor Funds; Municipal Securities Income Trust; New York Municipal Cash Trust; 111 Corcoran Funds; The Planters Funds; Portage Funds; RIMCO Monument Funds; The Shawmut Funds; Short-Term Municipal Trust; Signet Select Funds; SouthTrust Vulcan Funds; Star Funds; The Starburst Funds II; Stock and Bond Fund, Inc.; Sunburst Funds; Targeted Duration Trust; Tax-Free Instruments Trust; Tower Mutual Funds; Trademark Funds; Trust for Financial Institutions; Trust for Government Cash Reserves; Trust for Short-Term U.S. Government Securities; Trust for U.S. Treasury Obligations; Vision Fiduciary Funds, Inc.; and Vision Group of Funds, Inc.

Federated Securities Corp. also acts as principal underwriter for the following closed-end investment company: Liberty Term Trust, Inc.- 1999.

(b)

(1)	(2)	(3)
Name and Principal Business Address	Positions and Offices With Underwriter	Positions and Offices With Registrant
Richard B. Fisher Federated Investors Tower Pittsburgh, PA 15222-3779	Director, Chairman, Chief Executive Officer, Chief Operating Officer, and Asst. Treasurer, Federated Securities Corp.	Vice President
Edward C. Gonzales Federated Investors Tower Pittsburgh, PA 15222-3779	Director, Executive Vice President, and Treasurer, Federated Securities Corp.	Vice President, Treasurer and Trustee
John W. McGonigle Federated Investors Tower Pittsburgh, PA 15222-3779	Director, Executive Vice President, and Assistant Secretary, Federated Securities Corp.	Vice President and Secretary
John A. Staley, IV Federated Investors Tower Pittsburgh, PA 15222-3779	Executive Vice President and Assistant Secretary, Federated Securities Corp.	Vice President

John B. Fisher Federated Investors Tower Pittsburgh, PA 15222-3779	President-Institutional Sales, Federated Securities Corp.	--
James F. Getz Federated Investors Tower Pittsburgh, PA 15222-3779	President-Broker/Dealer, Federated Securities Corp.	--
Mark R. Gensheimer Federated Investors Tower Pittsburgh, PA 15222-3779	Executive Vice President of Bank/Trust Federated Securities Corp.	--
James S. Hamilton Federated Investors Tower Pittsburgh, PA 15222-3779	Senior Vice President, Federated Securities Corp.	--
James R. Ball Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Mark W. Bloss Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Richard W. Boyd Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Mary J. Combs Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Laura M. Deger Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--

(b)

(1)	(2)	(3)
Name and Principal Business Address	Positions and Offices With Underwriter	Positions and Offices With Registrant
Jill Ehrenfeld Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Theodore Fadool, Jr. Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--

Bryant R. Fisher Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Mark D. Fisher Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Christopher T. Fives Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Joseph D. Gibbons Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
James M. Heaton Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
William E. Kugler Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Dennis M. Laffey Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
J. Michael Miller Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
R. Jeffrey Niss Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Keith Nixon Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Michael P. O'Brien Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Solon A. Person, IV Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--

(b)

(1)

(2)

(3)

Name and Principal Business Address	Positions and Offices With Underwriter	Positions and Offices With Registrant
Robert F. Phillips Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Timothy C. Pillion Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Eugene B. Reed Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Paul V. Riordan Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Charles A. Robison Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
David W. Spears Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Thomas E. Territ Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
Richard B. Watts Federated Investors Tower Pittsburgh, PA 15222-3779	Vice President, Federated Securities Corp.	--
R. Edmond Connell, Jr. Federated Investors Tower Pittsburgh, PA 15222-3779	Assistant Vice President, Federated Securities Corp.	--
Philip C. Hetzel Federated Investors Tower Pittsburgh, PA 15222-3779	Assistant Vice President, Federated Securities Corp.	--
H. Joseph Kennedy Federated Investors Tower Pittsburgh, PA 15222-3779	Assistant Vice President, Federated Securities Corp.	--
S. Elliott Cohan Federated Investors Tower Pittsburgh, PA 15222-3779	Secretary, Federated Securities Corp.	Assistant Secretary

(c) Not applicable.

Item 30. Location of Accounts and Records: (4.)

Item 31. Management Services: Not applicable.

Item 32. Undertakings:

Registrant hereby undertakes to comply with the provisions of Section 16(c) of the 1940 Act with respect to the removal of Trustees and the calling of special shareholder meetings by shareholders.

Registrant hereby undertakes to file a post-effective amendment on behalf of The Starburst Equity Fund, using financial statements which need not be certified, within four to six months from the effective date of Registrant's 1933 Act Registration Statement.

4. Response is incorporated by reference to Registrant's Post-Effective Amendment No. 2 on Form N-1A filed May 23, 1990. (File No. 33-30950)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933 and the Investment Company Act of 1940, the Registrant, THE STARBURST FUNDS, has duly caused this Amendment to its Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of Pittsburgh and Commonwealth of Pennsylvania, on the 10th day of February, 1994.

THE STARBURST FUNDS

BY: /s/C. Grant Anderson
C. Grant Anderson, Assistant Secretary
Attorney in Fact for John F. Donahue
February 10, 1994

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

NAME	TITLE	DATE
By: /s/C. Grant Anderson C. Grant Anderson ASSISTANT SECRETARY	Attorney In Fact For the Persons Listed Below	February 10, 1994

NAME	TITLE
John F. Donahue*	President (Chief Executive Officer)
Edward C. Gonzales*	Vice President, Treasurer and Trustee (Principal Financial and Accounting Officer)
John T. Conroy*	Trustee
William J. Copeland*	Trustee
James E. Dowd*	Trustee
Lawrence D. Ellis, M.D.*	Trustee
Edward L. Flaherty, Jr.*	Trustee
Peter E. Madden*	Trustee
Gregor F. Meyer*	Trustee
Wesley W. Posvar*	Trustee
Marjorie P. Smuts*	Trustee

* By Power of Attorney