

# SECURITIES AND EXCHANGE COMMISSION

## FORM 485APOS

Post-effective amendments [Rule 485(a)]

Filing Date: **1994-04-11**  
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### FILER

#### FIDELITY ADVISOR SERIES VI

CIK: **720318** | State of Incorporation: **MA** | Fiscal Year End: **1130**  
Type: **485APOS** | Act: **33** | File No.: **002-84130** | Film No.: **94522234**

Mailing Address  
*82 DEVONSHIRE STREET  
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BOSTON MA 02109*

Business Address  
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BOSTON MA 02109  
6174391652*

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM N-1A

REGISTRATION STATEMENT (No. 2-84130) UNDER THE

SECURITIES ACT OF 1933 [ ]

Pre-Effective Amendment No. [ ]

Post-Effective Amendment No. 33 [x]

and

REGISTRATION STATEMENT UNDER THE INVESTMENT COMPANY ACT OF 1940 [x]

Amendment No. [ ]

Fidelity Advisor Series VI

(Exact Name of Registrant as Specified in Declaration of Trust)

82 Devonshire St., Boston, MA 02109

(Address Of Principal Executive Office)

Registrant's Telephone Number: (617) 570-7000

Arthur S. Loring, Esq.

82 Devonshire Street,

Boston, Massachusetts 02109

(Name and Address of Agent for Service)

It is proposed that this filing will become effective

( ) Immediately upon filing pursuant to paragraph (b) of Rule 485.

( ) On ( ) pursuant to paragraph (b) of Rule 485.

( ) 60 days after filing pursuant to paragraph (a) of Rule 485.

( X ) On June 30, 1994 pursuant to paragraph (a) of Rule 485.

Registrant has filed a declaration pursuant to Rule 24f-2 under the Investment Company Act of 1940 and has filed the notice required by such Rule on January 29, 1994.

FIDELITY ADVISOR FUNDS - CLASS A

CROSS-REFERENCE SHEET

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Form N-1A Item Number

Part A	Prospectus Caption
1	Cover Page
2	Financial History
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a(ii),b,c	Investment Objectives; Investment Policies and Risks; Investment Limitations; Appendix
5 a	The Trusts and the Fidelity Organization
b,c,d,e	The Trusts and the Fidelity Organization; Fees
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5A	*
6 a	The Trusts and the Fidelity Organization; How to Buy Shares; How to Exchange; How to Sell Shares; Shareholder Services
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6 a	The Trusts and the Fidelity Organization; Purchasing Shares of the Funds; Exchange Privileges; Redeeming Shares of the Funds; Shareholder Services
b	*
c	Investment Objectives, Policies and Risks; The Trusts and the Fidelity Organization
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e	Purchasing Shares of the Funds; Redeeming Shares of the Funds; Shareholder Services; Exchange Privileges
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8	Redeeming Shares of the Funds
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 \* Not Applicable

FIDELITY ADVISOR SERIES VI  
 FIDELITY ADVISOR SHORT-INTERMEDIATE TAX-EXEMPT FUND  
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c	*
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b	Description of the Trust
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16 a(i, ii)	FMR, Management Contract; Trustees and Officers; Distribution and Service Plans
a(iii),b,c,d	Management Contract;
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\* Not Applicable

FIDELITY ADVISOR SERIES VI  
FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS A  
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FIDELITY INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND  
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</TABLE>

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\* Not Applicable

FIDELITY ADVISOR FUNDS - CLASS A  
PROSPECTUS  
82 DEVONSHIRE STREET  
BOSTON, MASSACHUSETTS 02109

JUNE 30 , 1994

The Fidelity Advisor Funds (Funds) offer investors a broad selection of diversified portfolios.

EQUITY FUNDS:

FIDELITY ADVISOR OVERSEAS FUND - CLASS A  
FIDELITY ADVISOR EQUITY PORTFOLIO GROWTH - CLASS A  
FIDELITY ADVISOR GROWTH OPPORTUNITIES FUND - CLASS A  
FIDELITY ADVISOR GLOBAL RESOURCES FUND - CLASS A  
(formerly Fidelity Advisor Global Natural Resources Portfolio)  
FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND - CLASS A  
(formerly Fidelity Special Situations Fund: Advisor Class)  
FIDELITY ADVISOR EQUITY PORTFOLIO INCOME - CLASS A  
FIDELITY ADVISOR INCOME & GROWTH FUND - CLASS A

FIXED-INCOME FUNDS:

FIDELITY ADVISOR EMERGING MARKETS INCOME FUND - CLASS A  
FIDELITY ADVISOR HIGH YIELD FUND - CLASS A  
FIDELITY ADVISOR LIMITED TERM BOND FUND - CLASS A  
FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND - CLASS A  
FIDELITY ADVISOR SHORT FIXED-INCOME FUND - CLASS A

MUNICIPAL/TAX-EXEMPT FUNDS:

FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND - CLASS A  
FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS A

FIDELITY ADVISOR SHORT-INTERMEDIATE TAX-EXEMPT FUND - CLASS A

Fidelity Advisor Equity Portfolio Growth is a portfolio of Fidelity Advisor Series I. Fidelity Advisor Growth Opportunities Fund, Fidelity Advisor Income & Growth Fund, Fidelity Advisor High Yield Fund, Fidelity Advisor Government Investment Fund and Fidelity Advisor Short Fixed-Income Fund are portfolios of Fidelity Advisor Series II. Fidelity Advisor Equity Portfolio Income is a portfolio of Fidelity Advisor Series III. Fidelity Advisor Limited Term Bond Fund is a portfolio of Fidelity Advisor Series IV. Fidelity Advisor Global Resources Fund and Fidelity Advisor High Income Municipal Fund are portfolios of Fidelity Advisor Series V. Fidelity Advisor Limited Term Tax-Exempt Fund and Fidelity Advisor Short-Intermediate Tax-Exempt Fund are portfolios of Fidelity Advisor Series VI. Fidelity Advisor Overseas Fund is a portfolio of Fidelity Advisor Series VII. Fidelity Advisor Strategic Opportunities Fund and Fidelity Advisor Emerging Markets Income Fund are portfolios of Fidelity Advisor Series VIII. Certain funds sell two classes of shares to retail investors: Class A shares and Class B shares. Class A shares are offered through this prospectus. Class B shares are offered through a separate prospectus.

FIDELITY ADVISOR HIGH YIELD FUND INVESTS IN LOWER-RATED DEBT SECURITIES, WHICH PRESENT HIGHER RISKS OF UNTIMELY INTEREST AND PRINCIPAL PAYMENTS, DEFAULT, AND PRICE VOLATILITY THAN HIGHER-RATED SECURITIES, AND MAY PRESENT PROBLEMS OF LIQUIDITY AND VALUATION.

Please read this Prospectus before investing. It is designed to provide you with information and help you decide if a Fund's goals match your own.

RETAIN THIS DOCUMENT FOR FUTURE REFERENCE.

A Statement of Additional Information (SAI) dated June 30 , 1994 for each Fund has been filed with the Securities and Exchange Commission (SEC) and each is incorporated herein by reference. SAIs and each Fund's Annual Report are available free upon request from Fidelity Distributors Corporation (Distributors), 82 Devonshire Street, Boston, MA 02109, or from your investment professional.

MUTUAL FUNDS ARE NOT DEPOSITS OR OBLIGATIONS OF OR ENDORSED OR GUARANTEED BY ANY BANK, SAVINGS ASSOCIATION, INSURED DEPOSITORY INSTITUTION OR GOVERNMENT AGENCY, NOR ARE THEY FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FEDERAL DEPOSIT INSURANCE CORPORATION (FDIC), THE FEDERAL RESERVE BOARD OR ANY OTHER AGENCY. INVESTMENT IN THE FUNDS INVOLVE INVESTMENT RISKS, INCLUDING POSSIBLE LOSS OF PRINCIPAL. THE VALUE OF THE INVESTMENT AND ITS RETURN WILL FLUCTUATE AND ARE NOT GUARANTEED. WHEN SOLD, THE VALUE OF SHARES OF THE INVESTMENT MAY BE HIGHER OR LOWER THAN THE AMOUNT ORIGINALLY INVESTED.

LIKE ALL MUTUAL FUNDS, 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. (Registered trademark)

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FINANCIAL HISTORY - CLASS A

The purpose of the table below is to assist you in understanding the various costs and expenses that an investor in Class A would bear directly or indirectly. This standard format was developed for use by all mutual funds to help investors make their investment decisions. This expense information should be considered along with other important information such as each Fund's investment objective and past performance. For information regarding expenses of Class B shares, see "The Trusts and the Fidelity Organization."

1. SHAREHOLDER TRANSACTION EXPENSES

Maximum Sales Charge (as a percentage of the offering price)

- -Short Intermediate Tax-Exempt Fund 1.50%

- -Short Fixed-Income Fund 1.50%

- -Other Fidelity Advisor Funds 4.75%

Sales Charge on Reinvested Dividends None

Deferred Sales Charge on Redemptions None

Redemption Fees None

Exchange Fees None

SHAREHOLDER TRANSACTION EXPENSES represent charges paid when you purchase, sell or exchange Class A shares of a Fund. If you exchange Class A shares or direct dividends of Short Fixed-Income Fund or Short-Intermediate Tax-Exempt into Class A shares of other Fidelity Advisor Funds, a differential sales charge may apply. Lower sales charges may be available with purchases of \$50,000 or more or in conjunction with various programs. See "How to Buy Shares," page 21.

ANNUAL OPERATING EXPENSES are based on historical expenses for the most recent fiscal year ended. Management fees are paid by each Fund to Fidelity Management & Research Company (FMR) for managing its investments and business affairs. Management fees for Overseas, Growth Opportunities and Strategic Opportunities will vary based on performance. 12b-1 fees are paid by Class A shares of the Funds to Distributors for services and expenses in connection with the distribution of Class A shares. Long-term shareholders may pay more than the economic equivalent of the maximum front-end sales charges permitted by the National Association of Securities Dealers (NASD) due to 12b-1 fees. The Funds incur other expenses for maintaining shareholder records, furnishing shareholder statements and reports, and for other services. A portion of the brokerage commissions that Equity Portfolio Growth, Growth Opportunities, Global Resources and Income & Growth paid were used to reduce Fund expenses. Without this reduction, the total operating expenses for their Class A shares would have been 1.85%, 1.65%, 2.63% and 1.52%, respectively. FMR has voluntarily agreed to reimburse Emerging Markets Income, Government Investment, Limited Term Tax-Exempt, and Short-Intermediate Tax-Exempt, to the extent that total operating expenses for Class A shares (exclusive of taxes, interest, brokerage commissions, and extraordinary expenses) are in excess of an annual rate of 1.50%, 0.60%, 0.90% and .75%, respectively, of average net assets. If reimbursements were not in effect, the management fees, other expenses (including 12b-1 fees) and total fund operating expenses for Class A shares would have been: .46%, .86%, and 1.32%, (Government Investment); and .42%, .94%, and 1.36%, (Limited Term Tax-Exempt). Please refer to the section "Fees," page 26.

The HYPOTHETICAL EXAMPLE illustrates the expenses, including the maximum sales charge, associated with a \$1,000 investment in Class A shares of

each Fund over periods of one, three, five and ten years, based on the expenses (after reimbursements, if any) in the table and an assumed annual return of 5%. THE RETURN OF 5% AND EXPENSES SHOULD NOT BE CONSIDERED INDICATIONS OF ACTUAL OR EXPECTED CLASS A PERFORMANCE OR EXPENSES, BOTH OF WHICH MAY VARY.

2.ANNUAL OPERATING EXPENSES  
(AS A PERCENTAGE OF AVERAGE NET ASSETS)

EXPENSE TABLE EXAMPLE:

You would pay the following expenses, including the maximum sales charge, on a \$1,000 investment in Class

A Shares of a Fund assuming (1) a 5% annual return and (2) full redemption at the end of each time period:

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
EQUITY FUNDS:	MANAGEMENT FEE	12B-1 FEE	OTHER EXPENSES	TOTAL OPERATING EXPENSES	1 YEAR	3 YEARS	5 YEARS	10 YEARS	
Overseas - Class A	.77%	.65%	.96%	2.38%	\$ 70	\$ 118	\$ 169	\$ 306	
Equity Portfolio Growth - Class A	.66%	.65%	.53%*	1.84%	65	103	142	265	
Growth Opportunities - Class A	.68%	.65%	.31%*	1.64%	63	97	132	233	
Global Resources - Class A	.77%	.65%	1.20%*	2.62%	73	125	180	329	
Strategic Opportunities - Class A	.54%	.65%	.38%	1.57%	63	95	129	225	
Equity Portfolio Income - Class A	.50%	.65%	.62%	1.77%	65	101	139	246	
Income & Growth - Class A	.53%	.65%	.33%*	1.51%	62	93	126	219	
FIXED-INCOME FUNDS:									
Emerging Markets Income - Class A1	.42%	.25%	.83%	1.50%	62	93	--	--	
High Yield - Class A	.51%	.25%	.35%	1.11%	58	81	106	176	
Limited Term Bond - Class A	.42%	.25%	.56%	1.23%	59	85	112	189	
Government Investment - Class A	.00%*	.25%	.35%*	.60%	53	66	79	119	
Short Fixed-Income - Class A	.47%	.15%	.33%	.95%	25	45	67	130	
MUNICIPAL/TAX-EXEMPT FUNDS:									
High Income Municipal - Class A	.42%	.25%	.25%	.92%	56	75	96	155	
Limited Term Tax-Exempt - Class A	.12%	.25%*	.53%*	.90%	56	75	95	153	
Short-Intermediate Tax-Exempt - - Class A1	.09%	.15%	.51%	.75%	26	48	--	--	

\* AFTER EXPENSE REDUCTIONS

1 PROJECTIONS ARE BASED ON ESTIMATED EXPENSES.

FINANCIAL HIGHLIGHTS

The following tables give information about each Fund's financial history and use its fiscal year. They have been audited by each Fund's independent accountant whose unqualified report is included in each Fund's Annual Report. The Annual Report for each Fund is incorporated by reference into

its SAI. On or about May 2, 1994, Strategic Opportunities, Equity Portfolio Income, Emerging Markets Income, High Yield, Limited Term Bond, Government Investment, High Income Municipal, and Limited Term Tax-Exempt, each is expected to offer Class B shares to retail investors. The information in each Fund's respective table (and Annual Report) does not reflect payment of 12b-1 fees or shareholder service fees, and may not be representative of the expected operational results of Class B shares.

FIDELITY ADVISOR OVERSEAS FUND - CLASS A

April 23, 1990

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 October 31, 1990

<S>	<C>	<C>	<C>	<C>
SELECTED PER-SHARE DATA				
Net asset value, beginning of period	\$ 9.07	\$ 9.78	\$ 9.55	\$ 10.00
Income from Investment Operations				
Net investment income	.03	.05	.14	.05
Net realized and unrealized gain (loss) on investments	3.93	(.62)	.17	(.50)
Total from investment operations	3.96	(.57)	.31	(.45)
Less Distributions				
From net investment income	(.07)	(.14)	(.07)	-
From net realized gain on investments	(.03) (S DIAMOND)	-	(.01) (S DIAMOND)	-
Total distributions	(.10)	(.14)	(.08)	-
Net asset value, end of period	\$ 12.93	\$ 9.07	\$ 9.78	\$ 9.55
TOTAL RETURN (dagger) (double dagger)	44.13%	(5.88)%	3.25%	(4.50)%
RATIOS AND SUPPLEMENTAL DATA				
Net assets, end of period (000 omitted)	\$ 221,370	\$ 18,652	\$ 19,091	\$ 18,161
Ratio of expenses to average net assets	2.38%	2.64%	2.85%	3.07%**
Ratio of net investment income to average net assets	(.18)%	.48%	1.48%	1.45%*
Portfolio turnover rate	42%	168%	226%	137%*

</TABLE>

FIDELITY ADVISOR EQUITY PORTFOLIO GROWTH - CLASS A

Equity Portfolio Growth Institutional Equity Portfolio Growth

Year Period

Ended Ended

Nov. 30, Nov. 30 Years Ended November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987 1986

1985 1984

Net asset value, beginning of period \$ 26.33 \$ 23.78 \$ 26.37 \$ 24.28 \$

15.55 \$ 17.32 \$ 12.02 \$ 9.92 \$ 13.18 \$ 11.09 \$ 8.03 \$ 10.05

Income from Investment Operations

Net investment income (.07) (dagger) (dagger) .01 (dagger) (dagger)

.19 (dagger) (dagger) .17 (dagger) (dagger) .04 .01 .06 .28#

.00 (dagger) (dagger) .03 .01 .02

Net realized and unrealized gain

(loss) on investments 3.82 2.54 3.78 4.55 8.69 .34 5.50 2.59

(2.03) 2.41 3.05 (2.04)

Total from investment operations 3.75 2.55 3.97 4.72 8.73 .35

5.56 2.87 (2.03) 2.44 3.06 (2.02)

Less Distributions

From net investment income (.08) - (.10) (.03) - (.08) (.26)

(.01) (.01) (.02) - -

From net realized gain on investments (.50) - (.50) (2.60) -

(2.04) - (.76) (1.22) (.33) - -

Total distributions (.58) - (.60) (2.63) - (2.12) (.26) (.77)

(1.23) (.35) - -

Net asset value, end of period \$ 29.50 \$ 26.33 \$ 29.74 \$ 26.37 \$ 24.28 \$

15.55 \$ 17.32 \$ 12.02 \$ 9.92 \$ 13.18 \$ 11.09 \$ 8.03

TOTAL RETURN (dagger) (double dagger) 14.52% 10.72% 15.36% 21.14%

56.14% 2.75% 47.18% 29.77% (17.12)% 22.55% 38.11% (20.10)%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted) \$ 377,984 \$ 22,655 \$ 296,466 \$

179,325 \$ 68,766 \$ 27,473 \$ 24,523 \$ 20,182 \$ 43,537 \$ 63,607 \$ 23,447 \$

4,117

Ratio of expenses to average net assets 1.84%## 1.47%\* .94%## .98%  
 1.13% 1.74% 1.60% 1.47% 1.11% 1.07% 1.50%+ 1.50%+  
 Ratio of expenses to average net assets  
 before expense reductions 1.85%## 1.47%\* .95% ## .98% 1.13% 1.74%  
 1.60% 1.47% 1.11% 1.07% 1.50%+ 1.50%+  
 Ratio of net investment income to  
 average net assets (.24)% .25%\* .66% .73% .25% .07% .38% 1.20%  
 .00% .29% .43% .33%  
 Portfolio turnover rate 160% 240% 160% 240% 254% 262% 269% 331%  
 226% 115% 108% 453%  
 \* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES, SEPTEMBER 10, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(dagger)(dagger) NET INVESTMENT INCOME PER SHARE HAS BEEN CALCULATED BASED ON AVERAGE SHARES OUTSTANDING.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

+ EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

(S DIAMOND) INCLUDES AMOUNTS DISTRIBUTED FROM NET REALIZED GAINS ON FOREIGN CURRENCY RELATED TRANSACTIONS TAXABLE AS ORDINARY INCOME.

# DURING THE PERIOD A SHAREHOLDER REDEEMED A SIGNIFICANT PORTION OF THE ASSETS OF THE FUND. DUE TO THE TIMING OF THIS TRANSACTION, THE FUND EXPERIENCED AN UNUSUALLY HIGH LEVEL OF INVESTMENT INCOME PER SHARE.

## FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

FIDELITY ADVISOR GROWTH OPPORTUNITIES FUND - CLASS A

November 18, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 October 31, 1988

<TABLE>

<CAPTION>

<S>

SELECTED PER-SHARE DATA

	<C>	<C>	<C>	<C>	<C>	<C>
Net asset value, beginning of period	\$ 21.14	\$ 20.58	\$ 12.99	\$ 16.53	\$ 14.27	\$ 10.00
Income from Investment Operations						
Net investment income	.08	.14	.06	.18#	.02	.05
Net realized and unrealized gain (loss) on investments	5.56	2.04	7.70	(2.50)	3.03	4.22
Total from investment operations	5.64	2.18	7.76	(2.32)	3.05	4.27
Less Distributions						
From net investment income	(.13)	(.09)	(.17)	(.05)	(.03)	-
From net realized gain on investments	(1.26)	(1.53)	-	(1.17)	(.76)	-
Total distributions	(1.39)	(1.62)	(.17)	(1.22)	(.79)	-
Net asset value, end of period	\$ 25.39	\$ 21.14	\$ 20.58	\$ 12.99	\$ 16.53	\$ 14.27
TOTAL RETURN (dagger) (double dagger)	28.11%	12.09%	60.25%	(15.05)%	22.69%	42.70%
RATIOS AND SUPPLEMENTAL DATA						
Net assets, end of period (000 omitted)	\$ 2,054,988	\$ 580,595	\$ 213,095	\$ 51,122	\$ 34,351	\$ 8,097
Ratio of expenses to average net assets	1.64%*	1.60%	1.73%	2.00%	2.45%	2.52%* (dagger) (dagger)
Ratio of expenses to average net assets before expense reductions	1.65%*	1.60%	1.73%	2.00%	2.45%	2.52%*
Ratio of net investment income to average net assets	.43%	.80%	.47%	1.49%	.31%	.82%*
Portfolio turnover rate	69%	94%	142%	136%	163%	143%*

</TABLE>

FIDELITY ADVISOR GLOBAL RESOURCES FUND - CLASS A

December 29, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 October 31, 1988

<TABLE>						
<CAPTION>						
<S>						
<C>	<C>	<C>	<C>	<C>	<C>	<C>
SELECTED PER-SHARE DATA						
Net asset value, beginning of period						
\$ 13.88	\$ 14.11	\$ 12.30	\$ 12.60	\$ 11.47	\$ 10.00	
Income from Investment Operations						
Net investment income						
.22	(.10)	(.15)	(.10)	.10 (S DIAMOND)	(.05)	
Net realized and unrealized gain (loss) on investments						
4.91	.79	2.45	.93	1.96	1.52	
Total from investment operations						
5.13	.69	2.30	.83	2.06	1.47	
Less Distributions						
From net investment income						
-	-	-	(.08)	-	-	
From net realized gain on investments						
(1.42)	(.92)	(.49)	(1.05)	(.93)	-	
Total distributions						
(1.42)	(.92)	(.49)	(1.13)	(.93)	-	
Net asset value, end of period						
\$ 17.59	\$ 13.88	\$ 14.11	\$ 12.30	\$ 12.60	\$ 11.47	
TOTAL RETURN (dagger)(double dagger)						
41.05%	5.97%	19.50%	6.37%	19.63%	14.70%	

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)						
\$ 40,309	\$ 7,087	\$ 5,940	\$ 4,615	\$ 2,049	\$ 916	
Ratio of expenses to average net assets						
2.62%**	3.27%(dagger) (dagger)	3.35%(dagger) (dagger)	3.34%(dagger) (dagger)	3.23%(dagger) (dagger)	2.85%*(dagger) (dagger)	
Ratio of expenses to average net assets before expense reductions						
2.63%	3.94%	3.35%	3.34%	3.23%	2.85%*	
Ratio of net investment income to average net assets						
(1.18)%	(1.22)%	(1.28)%	(1.13)%	.83%	(.64)%*	
Portfolio turnover rate						
208%	248%	256%	229%	249%	220%*	

\* ANNUALIZED.

\*\* FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(dagger) (dagger) EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE WITH A STATE EXPENSE LIMITATION REGULATION.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD THE ADVISER NOT REIMBURSED CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

# NET INVESTMENT INCOME PER SHARE REFLECTS A SPECIAL DIVIDEND WHICH AMOUNTED TO \$.09 PER SHARE.

(S DIAMOND) NET INVESTMENT INCOME PER SHARE REFLECTS A SPECIAL DIVIDEND WHICH AMOUNTED TO \$.17 PER SHARE.

</TABLE>

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND - CLASS A

August 20, 1986  
 (Commencement  
 of Operations) to  
 Years Ended September 30, September 30,  
 1993 1992 (dagger) (dagger) 1991 1990 1989 1988 1987 1986

SELECTED PER-SHARE DATA									
Net asset value, beginning of period									
\$ 19.53	\$ 21.38	\$ 17.21	\$ 19.55	\$ 15.53	\$ 19.06	\$ 16.71	\$ 17.81		
Income from Investment Operations									
.33	.61	.66	.70	.50	.42	.46	.08	(H DIAMOND)	

Net realized and unrealized gain (loss) on investments 4.44 .58 4.26  
(2.49) 4.08 (1.80) 2.95 (1.18)  
Total from investment operations 4.77 1.19 4.92 (1.79) 4.58 (1.38)  
3.41 (1.10)  
Less Distributions  
From net investment income (.57) (.62) (.75) (.55) (.56) (.24)  
(.09) --  
From net realized gain on investments (1.21) (2.42) - -- --  
(1.91) (.97) --  
Total distributions (1.78) (3.04) (.75) (.55) (.56) (2.15) (1.06)  
--

Net asset value, end of period \$ 22.52 \$ 19.53 \$ 21.38 \$ 17.21 \$ 19.55  
\$ 15.53 \$ 19.06 \$ 16.71

TOTAL RETURN (dagger)(double dagger) 26.33% 7.26% 29.51% (9.49)%  
30.45% (4.98)% 21.28% (6.23)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 269,833 \$ 194,694 \$ 199,604 \$  
172,083 \$ 198,198 \$ 191,454 \$ 283,117 \$ 22,141

Ratio of expenses to average net assets 1.57%+ 1.46% 1.56% 1.59%

1.51% 1.71% 1.67%+ 1.50%\*+

Ratio of net investment income to average net assets 2.06% 3.22% 3.61%

3.70% 3.23% 3.10% 2.36% 2.77%\*

Portfolio turnover rate 183% 211% 223% 114% 89% 160% 225% --

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME - CLASS A

Equity Portfolio Income Institutional Equity Portfolio Income

Year Period

Ended Ended

Nov. 30 Nov. 30 Years Ended November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987 1986  
1985 1984

Net asset value, beginning of period \$ 12.86 \$ 12.37 \$ 12.88 \$ 11.08 \$  
9.52 \$ 12.27 \$ 11.10 \$ 10.93 \$ 13.54 \$ 11.95 \$ 10.24 \$ 10.49

Income from Investment Operations

Net investment income .33 .13 .39 .49 .63 # .69 .75 .75 .76  
.78 .79 .72

Net realized and unrealized gain

(loss) on investments 1.97 .47 2.02 1.79 1.52 (2.42) 1.17  
1.81 (1.53) 1.92 1.69 (.14)

Total from investment operations 2.30 .60 2.41 2.28 2.15 (1.73)

1.92 2.56 (.77) 2.70 2.48 .58

Less Distributions

From net investment income (.30) (.11) (.36) (.48) (.59) (.72)  
(.75) (.74) (.70) (.77) (.77) (.74)

From net realized gain on investments - - - - - (.30) -

(1.65) (1.14) (.34) - (.09)

Total distributions (.30) (.11) (.36) (.48) (.59) (1.02) (.75)  
(2.39) (1.84) (1.11) (.77) (.83)

Net asset value, end of period \$ 14.86 \$ 12.86 \$ 14.93 \$ 12.88 \$ 11.08 \$  
9.52 \$ 12.27 \$ 11.10 \$ 10.93 \$ 13.54 \$ 11.95 \$ 10.24

TOTAL RETURN (dagger)(double dagger) 18.03% 4.88% 18.90% 20.91%

22.97% (14.90)% 17.58% 26.99% (7.28)% 23.48% 24.86% 6.20%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted) \$ 42,326 \$ 1,462 \$ 191,138 \$

139,391 \$ 168,590 \$ 253,049 \$ 463,696 \$ 436,753 \$ 443,603 \$ 544,269 \$

349,262 \$ 89,364

Ratio of expenses to average net assets 1.77% 1.55%\* .79%## .71%(H  
DIAMOND) .67%(H DIAMOND) .61%(H DIAMOND) .55%(H DIAMOND) .55%(H DIAMOND)

.54%(H DIAMOND) .61% .63% .77%

Ratio of expenses to average net assets

before expense reductions 1.77% 1.55%\* .80%## .79%(H DIAMOND) .77%(H  
DIAMOND) .71%(H DIAMOND) .65%(H DIAMOND) .65%(H DIAMOND) .61%(H DIAMOND)

.61% .63% .77%

Ratio of net investment income

to average net assets 2.02% 3.39%\* 3.00% 3.77% 5.66% 6.11% 6.09%  
6.86% 5.58% 6.06% 7.36% 7.86%

Portfolio turnover rate 120% 51% 120% 51% 91% 103% 93% 78% 137%  
107% 110%(dagger) (dagger) (dagger) 121%

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES SEPTEMBER 10, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR  
PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(dagger)(dagger) AS OF OCTOBER 1, 1991, THE FUND DISCONTINUED THE USE OF  
EQUALIZATION ACCOUNTING.

(dagger)(dagger)(dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO  
EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER  
RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF  
LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE  
EXCLUDED FROM THE CALCULATION.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT  
BEEN REDUCED DURING THE PERIODS SHOWN.

+ EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE  
WITH A STATE EXPENSE LIMITATION. IN ADDITION, DURING THE PERIOD JULY 1,  
1986 THROUGH OCTOBER 31, 1987 THE INVESTMENT ADVISER WAIVED .05% OF THE  
ANNUAL INDIVIDUAL FUND FEE OF .35%.

++ INCLUDES REIMBURSEMENT OF \$.03 PER SHARE FROM FIDELITY MANAGEMENT & RESEARCH COMPANY FOR ADJUSTMENTS TO PRIOR PERIODS' FEES. IF THIS REIMBURSEMENT HAD NOT EXISTED THE RATIO OF EXPENSES TO AVERAGE NET ASSETS WOULD HAVE BEEN 1.73%.

(H DIAMOND) EFFECTIVE APRIL 1, 1987 TO SEPTEMBER 10, 1992 THE ADVISER REDUCED .10% OF THE ANNUAL MANAGEMENT FEE OF .50%.

(S DIAMOND) NET INVESTMENT INCOME PER SHARE HAS BEEN CALCULATED BASED ON UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE AT THE END OF THE PERIOD LESS THE AMOUNT OF UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE OF THE FUND AT AUGUST 20, 1986.

# INCLUDES \$.04 PER-SHARE FROM FOREIGN TAXES RECOVERED.

## FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

FIDELITY ADVISOR INCOME & GROWTH FUND - CLASS A

January 6, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

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SELECTED PER-SHARE DATA

	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Net asset value, beginning of period	\$ 14.41	\$ 14.13	\$ 10.41	\$ 12.77	\$ 11.07	\$ 9.44	\$ 10.00
Income from Investment Operations							
Net investment income	.48	.50	.51	.56	1.01#	.62	.27
Net realized and unrealized gain (loss) on investments	2.18	.85	3.74	(1.34)	1.27	1.56	(.63)
Total from investment operations	2.66	1.35	4.25	(.78)	2.28	2.18	(.36)
Less Distributions							
From net investment income	(.56)	(.46)	(.53)	(1.06)	(.58)	(.55)	(.20)
From net realized gain on investments	(.60)	(.61)	-	(.52)	-	-	-
Total distributions	(1.16)	(1.07)	(.53)	(1.58)	(.58)	(.55)	(.20)
Net asset value, end of period	\$ 15.91	\$ 14.41	\$ 14.13	\$ 10.41	\$ 12.77	\$ 11.07	\$ 9.44
TOTAL RETURN (dagger)(double dagger)	19.66%	10.27%	41.73%	(7.15)%	21.15%	23.66%	(3.90)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 1,654,124	\$ 397,672	\$ 135,533	\$ 60,934	\$ 46,139	\$ 36,224	\$ 34,376
Ratio of expenses to average net assets	1.51%**	1.60%	1.71%	1.85%	1.91%	2.06%	2.06%*
Ratio of expenses to average net assets before expense reductions	1.52%**	1.60%	1.71%	1.85%	1.91%	2.06%	2.06%*
Ratio of net investment income to average net assets	3.24%	3.97%	4.19%	5.29%	8.80%	5.83%	3.95%*
Portfolio turnover rate	200%	389%	220%	297%	151%	204%	206%*

</TABLE>

FIDELITY ADVISOR HIGH YIELD FUND - CLASS A

January 5, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

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<C> <C> <C> <C> <C> <C> <C>

SELECTED PER-SHARE DATA

Net asset value, beginning of period	\$ 11.070	\$ 10.120	\$ 8.150	\$ 8.970	\$ 9.860	\$ 9.090	\$ 10.000
Income from Investment Operations							
Net investment income	.980	1.146	1.115	1.144	1.237	1.165	.878

Net realized and unrealized gain (loss) on investments	1.153	.975	1.948	(.820)	(.890)	.770	(.910)
Total from investment operations	2.133	2.121	3.063	.324	.347	1.935	(.032)
Less Distributions							
From net investment income	(.963)	(1.171)	(1.093)	(1.144)	(1.237)	(1.165)	(.878)
From net realized gain on investments	(.230)	-	-	-	-	-	-
Total distributions	(1.193)	(1.171)	(1.093)	(1.144)	(1.237)	(1.165)	(.878)
Net asset value, end of period	\$ 12.010	\$ 11.070	\$ 10.120	\$ 8.150	\$ 8.970	\$ 9.860	\$ 9.090
TOTAL RETURN (dagger)(double dagger)	20.47%	21.96%	39.67%	3.58%	3.34%	22.14%	(.81)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 485,559	\$ 136,316	\$ 38,681	\$ 15,134	\$ 13,315	\$ 11,900	\$ 9,077
Ratio of expenses to average net assets	1.11%	1.10%	1.10%	1.10%	1.10%	1.10%	1.24%*
Ratio of expenses to average net assets before voluntary expense limitation	1.11%	1.16%	1.76%	2.04%	2.17%	2.22%	2.25%* (H DIAMOND)
Ratio of net investment income to average net assets	8.09%	9.95%	12.20%	12.72%	12.98%	11.86%	10.74%*
Portfolio turnover rate	79%	100%	103%	90%	131%	135%	166%*

\* ANNUALIZED.

\*\* FMR HAS DIRECTED CERTAIN TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

# NET INVESTMENT INCOME PER SHARE REFLECTS A SPECIAL DIVIDEND WHICH AMOUNTED TO \$.26 PER SHARE.

(H DIAMOND) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

</TABLE>

FIDELITY ADVISOR LIMITED TERM BOND FUND - CLASS A  
 Limited Term  
 Bond Fund Institutional Limited Term Bond Fund

Year Period Ended	February 2, 1984										
Ended	(Commencement										
Nov. 30, Nov. 30	Years Ended November 30, of Operations) to										
SELECTED PER-SHARE DATA	1993	1992**	1993	1992	1991	1990	1989	1988	1987	1986	
1985 November 30, 1984											
Net asset value, beginning of period	\$ 10.640	\$ 10.960	\$ 10.640	\$ 10.550	\$ 10.140	\$ 10.410	\$ 10.180				
	\$ 10.250	\$ 11.240	\$ 10.550	\$ 9.960	\$ 10.000						
Income from Investment Operations											
Net investment income	.785	.170	.832	.840	.884	.901	.937	.944			
	.953	1.026	1.053	.897							
Net realized and unrealized gain (loss) on investments	.511	(.320)#	.531	.102	.411	(.270)	.230	(.070)			
	(.770)	.710	.590	(.040)							
Total from investment operations	1.296	(.150)	1.363	.942	1.295	.631					
	1.167	.874	.183	1.736	1.643	.857					
Less Distributions											
From net investment income	(.796)	(.170)	(.843)	(.852)	(.885)						
	(.901)	(.937)	(.944)	(.953)	(1.026)	(1.053)	(.897)				
From net realized gain on investments	-	--	--	--	--	--	--	--	--	--	--
	(.220)	(.020)	--	--							
Total distributions	(.796)	(.170)	(.843)	(.852)	(.885)	(.901)					
	(.937)	(.944)	(1.173)	(1.046)	(1.053)	(.897)					
Net asset value, end of period	\$ 11.140	\$ 10.640	\$ 11.160	\$ 10.640	\$						

10.550 \$ 10.140 \$ 10.410 \$ 10.180 \$ 10.250 \$ 11.240 \$ 10.550 \$ 9.960  
TOTAL RETURN (dagger) (double dagger) 12.50% (1.37)% 13.17% 9.21%  
13.35% 6.46% 12.03% 8.81% 1.78% 17.04% 17.40% 9.33%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 59,184 \$ 2,583 \$ 183,790 \$  
160,156 \$ 327,756 \$ 356,564 \$ 426,832 \$ 418,929 \$ 407,228 \$ 418,632 \$  
253,913 \$ 15,192

Ratio of expenses to average net assets 1.23% .82%\* .64% .57% .57%  
.58% .54% .54% .53% .53% .65% 1.50%\*(dagger) (dagger)

Ratio of net investment income to  
average net assets 6.81% 7.67%\* 7.41% 7.96% 8.59% 8.90% 9.16%  
9.16% 9.03% 9.22% 10.29% 11.01%\*

Portfolio turnover rate 59% 7% 59% 7% 60% 59% 87% 48% 92% 59%  
88%(dagger) (dagger) (dagger) 12%\*

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND - CLASS A

January 7, 1987  
(Commencement of  
Years Ended October 31, Operations) to  
1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
SELECTED PER-SHARE DATA							
Net asset value, beginning of period	\$ 9.730	\$ 9.590	\$ 9.150	\$ 9.310	\$ 9.260	\$ 9.200	\$ 10.000
Income from Investment Operations							
Net investment income	.567	.666	.700	.735	.773	.769	.614
Net realized and unrealized gain (loss) on investments	.601	.125	.419	(.160)	.050	.060	(.800)
Total from investment operations	1.168	.791	1.119	.575	.823	.829	(.186)
Less Distributions							
From net investment income	(.558)	(.651)	(.679)	(.735)	(.773)	(.769)	(.614)
From net realized gain on investments	(.200)	-	-	-	-	-	-
Total distributions	(.758)	(.651)	(.679)	(.735)	(.773)	(.769)	(.614)
Net asset value, end of period	\$ 10.140	\$ 9.730	\$ 9.590	\$ 9.150	\$ 9.310	\$ 9.260	\$ 9.200
TOTAL RETURN (dagger) (double dagger)	12.53%	8.49%	12.65%	6.48%	9.37%	9.34%	(1.84)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 69,876	\$ 23,281	\$ 13,058	\$ 9,822	\$ 8,203	\$ 6,590	\$ 4,584
Ratio of expenses to average net assets	.68%	1.10%	1.10%	1.10%	1.10%	1.10%	1.29%*
Ratio of expenses to average net assets before voluntary expense limitation	1.32%	1.79%	2.46%	2.74%	2.75%	2.25%	2.36%*
Ratio of net investment income to average net assets	6.11%	6.98%	7.47%	8.04%	8.45%	8.30%	8.12%*
Portfolio turnover rate	333%	315%	54%	31%	42%	44%	32%*

</TABLE>

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES SEPTEMBER 10, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(dagger) (dagger) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

(dagger) (dagger) (dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE EXCLUDED FROM THE CALCULATION.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

# THE AMOUNT SHOWN IN THIS CAPTION, WHILE DETERMINABLE BY THE SUMMATION OF AMOUNTS COMPUTED DAILY AS SHARES WERE SOLD OR REPURCHASED, IS ALSO THE BALANCING FIGURE DERIVED FROM THE OTHER FIGURES IN THE STATEMENT AND HAS BEEN SO COMPUTED. THE AMOUNT SHOWN FROM THE PERIOD ENDED NOVEMBER 30, 1992 FOR A SHARE OUTSTANDING THROUGHOUT THE PERIOD DOES NOT ACCORD WITH THE NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS FOR THE PERIOD BECAUSE OF THE

TIMING OF SALES AND REPURCHASES OF THE LIMITED TERM BOND FUND SHARES IN  
RELATION TO FLUCTUATING MARKET VALUES OF THE INVESTMENTS OF THE FUND.  
FIDELITY ADVISOR SHORT FIXED-INCOME FUND - CLASS A

September 16, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

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SELECTED PER-SHARE DATA

	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Net asset value, beginning of period	\$ 9.950	\$ 9.870	\$ 9.620	\$ 9.950	\$ 9.940	\$ 10.060	\$ 10.000
Income from Investment Operations							
Net investment income	.732	.830	.848	.868	.832	.852	.101
Net realized and unrealized gain (loss) on investments	.146	.071	.270	(.330)	.010	(.120)	.060
Total from investment operations	.878	.901	1.118	.538	.842	.732	.161
Less Distributions							
From net investment income	(.738)	(.821)	(.868)	(.868)	(.832)	(.852)	(.101)
Net asset value, end of period	\$ 10.090	\$ 9.950	\$ 9.870	\$ 9.620	\$ 9.950	\$ 9.940	\$ 10.060
TOTAL RETURN (dagger)(double dagger)	9.13%	9.44%	12.19%	5.59%	8.89%	7.56%	1.61%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 654,202	\$ 170,558	\$ 25,244	\$ 13,062	\$ 12,394	\$ 13,433	\$ 3,252
Ratio of expenses to average net assets	.95%	.90%	.90%	.90%	.90%	.90%	.90%*
Ratio of expenses to average net assets before voluntary expense limitation	.95%	1.03%	1.74%	1.90%	2.22%	1.84%	2.15%* (H DIAMOND)
Ratio of net investment income to average net assets	6.77%	7.59%	8.50%	8.86%	8.45%	8.39%	7.65%*
Portfolio turnover rate	58%	57%	127%	144%	157%	178%	119%*

</TABLE>

FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND - CLASS A

September 16, 1987

(Commencement of

Years Ended October 31, Operations) to

SELECTED PER-SHARE DATA 1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

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	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Net asset value, beginning of period	\$ 11.650	\$ 11.410	\$ 10.870	\$ 10.820	\$ 10.460	\$ 9.850	\$ 10.000
Income from Investment Operations							
Net interest income	.710	.774	.803	.811	.800	.750	.092
Net realized and unrealized gain (loss) on investments	1.100	.250	.660	.150	.410	.610	(.150)
Total from investment operations	1.810	1.024	1.463	.961	1.210	1.360	(.058)
Less Distributions							
From net interest income	(.710)	(.774)	(.803)	(.811)	(.800)	(.750)	(.092)
From net realized gain on investments	(.030)	(.010)	(.120)	(.100)	(.050)	-	-
Total distributions	(.740)	(.784)	(.923)	(.911)	(.850)	(.750)	(.092)
Net asset value, end of period	\$ 12.720	\$ 11.650	\$ 11.410	\$ 10.870	\$ 10.820	\$ 10.460	\$ 9.850
TOTAL RETURN (dagger)(double dagger)	15.95%	9.21%	14.02%	9.28%	12.05%	14.22%	(.58)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 497,575	\$ 156,659	\$ 67,135	\$ 22,702	\$ 6,669	\$ 3,290	\$ 1,275
Ratio of expenses to average net assets	.92%	.90%	.90%	.90%	.90%	.89%	.80%*
Ratio of expenses to average net assets before voluntary expense limitation	.92%	.96%	1.24%	2.09%	2.75%	2.25%	2.25%* (H DIAMOND) (H DIAMOND)
Ratio of net interest income to average net assets	5.59%	6.59%	7.08%	7.37%	7.60%	7.33%	7.24%*
Portfolio turnover rate	27%	13%	10%	11%	27%	19%	-%

</TABLE>

\* ANNUALIZED.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(double dagger) THE TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

(H DIAMOND) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS A

Limited Term

Tax-Exempt Fund Institutional Limited Term Tax-Exempt Fund

September 19, 1985

Year Period (Commencement

Ended Ended of Operations) to

Nov. 30 Nov. 30 Years Ended November 30, November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987

1986 1985

Net asset value, beginning of period \$ 11.080 \$ 11.010 \$ 11.080 \$ 10.800 \$

10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280 \$ 10.000

Income from Investment Operations

Net interest income .508 .131 .536 .666 .682 .689 .674 .650 .641

.671 .130

Net realized and unrealized gain (loss) on investments .260 .070 .260

.280 .160 .030 .090 .140 (.540) .760 .280

Total from investment operations .768 .201 .796 .946 .842 .719

.764 .790 .101 1.431 .410

Less Distributions

From net interest income (.508) (.131) (.536) (.666) (.682) (.689)

(.674) (.650) (.641) (.671) (.130)

From net realized gain on investments (.880) -- (.880) -- -- --

-- -- (.070) (.050) --

Total distributions (1.388) (.131) (1.416) (.666) (.682) (.689)

(.674) (.650) (.711) (.721) (.130)

Net asset value, end of period \$ 10.460 \$ 11.080 \$ 10.460 \$ 11.080 \$

10.800 \$ 10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280

TOTAL RETURN (dagger)(double dagger) 7.72% 1.37% 8.01% 9.01% 8.15%

7.04% 7.50% 7.77% .97% 14.39% 4.12%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 39,800 \$ 1,752 \$ 15,076 \$ 28,428

\$ 100,294 \$ 111,506 \$ 121,418 \$ 132,443 \$ 162,857 \$ 161,045 \$ 94,391

Ratio of expenses to average net assets .90% 1.04%\* .65% .66% .61%

.62% .65% .63% .59% .58% .69%\*

Ratio of expenses to average net assets before voluntary

expense limitation 1.36% 1.06%\* .83% .67% .61% .62% .65% .63%

.59% .58% .69%\*

Ratio of net investment income to average net assets 4.76% 5.65%\* 5.01%

6.05% 6.40% 6.53% 6.45% 6.20% 6.01% 6.29% 6.33%\*

Portfolio turnover rate 46% 36% 46% 36% 20% 32% 31% 24% 43% 34%

103%\*

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES, SEPTEMBER 13, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

As of December 31, 1993, ( fiscal year end ) Fidelity

Advisor Emerging Markets Income Fund , the Fund had not

commenced operations.

As of November 30, 1993, ( fiscal year end ) Fidelity Advisor

Short-Intermediate Tax-Exempt Fund , the Fund had not

commenced operations.

INVESTMENT OBJECTIVES

EQUITY FUNDS:

FIDELITY ADVISOR OVERSEAS FUND seeks growth of capital primarily through

investments in foreign securities.

FIDELITY ADVISOR EQUITY PORTFOLIO GROWTH seeks to achieve capital appreciation by investing primarily in the common and preferred stock and securities convertible into the common stock, of companies with above average growth characteristics.

FIDELITY ADVISOR GROWTH OPPORTUNITIES FUND seeks to provide capital growth by investing primarily in common stocks and securities convertible into common stocks.

FIDELITY ADVISOR GLOBAL RESOURCES FUND seeks long-term growth of capital and protection of the purchasing power of shareholders' capital by investing primarily in securities of foreign and domestic companies that own or develop natural resources, or that supply goods and services to such companies, or in physical commodities.

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND seeks capital appreciation by investing primarily in securities of companies believed by FMR to involve a "special situation."

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME seeks a yield from dividend and interest income which exceeds the composite dividend yield on securities comprising the Standard & Poor's 500 Composite Stock Price Index (S&P 500).

FIDELITY ADVISOR INCOME & GROWTH FUND seeks both income and growth of capital by investing in a diversified portfolio of equity and fixed-income securities with income, growth of income and capital appreciation potential.

#### FIXED-INCOME FUNDS:

FIDELITY ADVISOR EMERGING MARKETS INCOME FUND seeks a high level of current income by investing primarily in debt securities and other instruments of issuers in emerging markets. As a secondary objective, the Fund seeks capital appreciation.

FIDELITY ADVISOR HIGH YIELD FUND seeks a combination of a high level of income and the potential for capital gains by investing in a diversified portfolio consisting primarily of high-yielding, fixed-income and zero coupon securities, such as bonds, debentures and notes, convertible securities and preferred stocks.

FIDELITY ADVISOR LIMITED TERM BOND FUND seeks to provide a high rate of income through investment in high and upper-medium grade fixed-income obligations. The Fund normally maintains a dollar-weighted average maturity of ten years or less.

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND seeks a high level of current income by investing primarily in obligations issued or guaranteed by the U.S. government or any of its agencies or instrumentalities. The Fund normally maintains a dollar-weighted average maturity of ten years or less.

FIDELITY ADVISOR SHORT FIXED-INCOME FUND seeks to obtain a high level of current income, consistent with preservation of capital, by investing primarily in a broad range of investment grade fixed-income securities.

The Fund normally maintains a dollar-weighted average maturity of three years or less.

#### MUNICIPAL/TAX-EXEMPT FUNDS:

FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND seeks to provide a high current yield by investing in a diversified portfolio of municipal obligations whose interest is not included in gross income for purposes of calculating federal income tax. The Fund reserves the right to invest up to 100% of its assets in municipal obligations subject to the federal alternative minimum tax.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND seeks the highest level of income exempt from federal income taxes that can be obtained consistent with the preservation of capital, from a diversified portfolio of high quality or upper-medium quality municipal obligations. The Fund normally maintains a dollar-weighted average maturity of ten years or less.

FIDELITY ADVISOR SHORT-INTERMEDIATE TAX-EXEMPT FUND seeks as high a level of current income, exempt from federal income tax, as is consistent with preservation of capital by focusing on investment-grade municipal securities. The Fund normally maintains a dollar-weighted average maturity of between two and four years.

The investment objective of each Fund is fundamental and can only be changed by vote of a majority of the outstanding shares of the Fund. Except as otherwise noted, the investment limitations and policies of Equity Portfolio Growth, Strategic Opportunities, Income & Growth, Emerging Markets Income, Limited Term Bond, Government Investment, High Income Municipal, Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt are fundamental and may not be changed without shareholder approval. Except for the investment limitations and policies identified as fundamental, the limitations and policies of Overseas, Growth Opportunities, Global Resources, Equity Portfolio Income, High Yield, and Short Fixed-Income are not fundamental. Non-fundamental investment limitations and policies may be changed without shareholder approval.

The yield, return and potential price changes of each Fund depend on the quality and maturity of the obligations in its portfolio, as well as on market conditions. Risks vary based on the type of fund in which you are investing. As is the case with any investment in securities, investment in the Funds involve certain risks and therefore a Fund may not always achieve its investment objective.

#### INVESTMENT POLICIES AND RISKS

Further information relating to the types of securities in which each Fund may invest and the investment policies of each Fund in general are set forth in the Appendix to this Prospectus and in each Fund's SAI.

**EQUITY FUNDS.** Equity Funds invest mainly in common stock and other equity securities in search of growth or a combination of growth and income. Their performance depends heavily on stock market conditions in the U.S. and abroad, and can also be affected by changes in interest rates or other economic conditions. Investments in Equity Funds are more suitable for investors who take a long-term approach to investing.

**FIDELITY ADVISOR OVERSEAS FUND** defines foreign securities as securities of issuers whose principal activities are outside of the United States.

Normally, at least 65% of the Fund's total assets will be invested in securities of issuers from at least three different countries outside of North America (the U.S., Canada, Mexico, and Central America). The Fund expects to invest most of its assets in securities of issuers located in developed countries in these general geographic areas: The Americas (other than the U.S.), the Far East and the Pacific Basin, and Western Europe. In determining whether a company's or organization's principal activities are in a particular region, FMR will look at such factors as the location of assets, personnel, sales, and earnings.

FMR expects that opportunities for capital growth will come most often from common stock and other equity securities, and therefore, expects that equity securities will account for the majority of the Fund's investments. However, the Fund also may find opportunities for capital growth from debt securities of any quality or maturity by reason of anticipated changes in such factors as interest rates, currency relationships, or the credit standing of individual issuers. The Fund will not consider dividend income as a primary factor in choosing securities, unless FMR believes the income will contribute to the securities' growth potential.

When allocating the investments of the Fund among geographic regions and individual countries, and among assets denominated in U.S. and foreign currencies, FMR considers various factors, such as prospects for relative economic growth among countries, regions or geographic areas; expected levels of inflation; government policies influencing business conditions; and the outlook for currency relationships. Although the Fund has the ability under normal conditions to invest up to 35% of its total assets in the U.S., FMR currently intends to manage the Fund to be as fully invested outside the U.S. as is practicable in light of the Fund's cash flow and cash needs.

The equity securities in which the Fund may invest include common stocks of companies or closed-end investment companies, securities such as warrants or rights that are convertible into common stock, preferred stocks, and depositary receipts for those securities.

The Fund may invest in debt securities of any type of issuer, including governments and governmental entities (including supranational organizations such as the World Bank) as well as corporations and other business organizations. The Fund has no limitation on the quality of debt securities in which it may invest. The Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds"), although it intends to limit its investments in these securities to

3 5% of its assets. FMR may invest a portion of the Fund's assets in high-quality, short-term debt securities, bank deposits and money market instruments (including repurchase agreements) denominated in U.S. dollars or foreign currencies. When market conditions warrant, FMR can make substantial temporary defensive investments in U.S. government securities or investment-grade obligations of companies incorporated in, and having principal business activities in, the U.S.

The Fund may also purchase or engage in indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, and swap agreements.

#### CONSIDERATIONS IN INVESTING IN SHARES OF OVERSEAS FUND:

Investing outside the U.S. involves different opportunities and different risks from U.S. investments. FMR believes that it may be possible to obtain significant returns from a portfolio of foreign investments, or a combination of foreign investments and U.S. investments, and to achieve increased diversification in comparison to a portfolio invested solely in U.S. securities. By including international investments in your investment portfolio, you may gain increased diversification by combining securities from various countries and geographic areas that offer different investment opportunities and are affected by different economic trends. At the same time, these opportunities and trends involve risks that may not be encountered with U.S. investments.

International investing in general may involve greater risks than U.S. investments. There is generally less publicly available information about foreign issuers, and there may be less government regulation and supervision of foreign stock exchanges, brokers, and listed companies. There may be difficulty in enforcing legal rights outside the U.S. Foreign companies generally are not subject to uniform accounting, auditing, and financial reporting standards, practices, and requirements comparable to those that apply to U.S. companies. Security trading practices abroad may offer less protection to investors such as the Fund. Settlement of transactions in some foreign markets may be delayed or may be less frequent than in the U.S., which could affect the liquidity of the Fund. Additionally, in some foreign countries, there is the possibility of

expropriation or confiscatory taxation; limitations on the removal of securities, property, or other assets of the Fund; political or social instability; or diplomatic developments which could affect U.S. investments in foreign countries. FMR will take these factors into consideration in managing the Fund's investments.

The Fund may invest a portion of its assets in developing countries, or in countries with a new or developing capital market. The considerations noted above are generally intensified for these investments. These countries may have relatively unstable governments, economies based on only a few industries, and securities markets that trade a small number of securities. Securities of issuers located in these countries tend to have volatile prices and may offer significant potential for loss as well as gain.

**FOREIGN CURRENCIES.** The value of the Fund's investments, and the value of dividends and interest earned by the Fund, may be significantly affected by changes in currency exchange rates. Some foreign currency values may be volatile, and there is the possibility of government controls on currency exchange or government intervention in currency markets, which could adversely affect the Fund. Although FMR may attempt to manage currency exchange rate risks, there is no assurance that FMR will do so at an appropriate time or that FMR will be able to predict exchange rates accurately. For example, if FMR increases the Fund's exposure to a foreign currency, and that currency's value subsequently falls, FMR's currency management may result in increased losses to the Fund. Similarly, if FMR hedges the Fund's exposure to a foreign currency, and that currency's value rises, the Fund will lose the opportunity to participate in the currency's appreciation.

**CURRENCY MANAGEMENT.** The relative performance of foreign currencies is an important factor in the Fund's performance. FMR may manage the Fund's exposure to various currencies to take advantage of different yield, risk, and return characteristics that different currencies can provide for U.S. investors.

To manage exposure to currency fluctuations, the Fund may enter into currency exchange contracts (agreements to exchange one currency for another at a future date) or currency swap agreements, buy and sell options and futures contracts relating to foreign currencies, and purchase securities indexed to foreign currencies. The Fund will use currency exchange contracts in the normal course of business to lock in an exchange rate in connection with purchases and sales of securities denominated in foreign currencies. Other currency management strategies allow FMR to hedge portfolio securities, to shift investment exposure from one currency to another, or to attempt to profit from anticipated declines in the value of a foreign currency relative to the U.S. dollar. There is no limitation on the amount of the Fund's assets that may be committed to currency management strategies.

**FIDELITY ADVISOR EQUITY PORTFOLIO GROWTH** as a general rule, will invest in the securities of companies whose growth in the areas of earnings or gross sales measured either in dollars or in unit volume (either on an absolute or percentage basis) may exceed that of the average of the companies whose securities are included in the S&P 500. These securities generally command high multiples (price/earnings ratios) in the stock markets over time. Above average growth characteristics are most often associated with companies in new and emerging areas of the economy but occasionally can be found in the stronger companies of more mature and even declining industries. The Fund will, therefore, be invested in the securities of smaller, less well-known companies except when FMR believes that opportunities for above-average growth are presented by larger, more mature companies which have undergone reformation and revitalization or possess a strong position in relation to the market as a whole.

The market price of securities with above average growth characteristics often can experience a more sudden and more dramatic downward reaction to negative news than is the case with securities carrying a lower market multiple. This can be particularly true for companies with a narrow product line or whose securities are relatively thinly-traded, characteristics which are common to smaller, less well-known companies.

As a non-fundamental policy, at least 65% of the total assets of the Fund normally will be invested in common and preferred stock. As a non-fundamental policy, the Fund may invest up to 35% of its total assets in debt obligations of all types and quality, a high percentage of which are expected to be convertible into common stocks. The Fund may invest in lower-quality, high yielding debt securities (commonly referred to as "junk bonds" ) although as a non-fundamental policy it intends to limit its investments in these securities to 35% of its assets . The Fund also may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans , restricted securities, swap agreements, and warrants.

**FIDELITY ADVISOR GROWTH OPPORTUNITIES FUND** . Under normal circumstances, at least 65% of the Fund's total assets will be invested in securities of companies that FMR believes have long-term growth potential. Growth can be considered either appreciation of the security itself or growth of the company's earnings or gross sales. Accordingly, these securities will often pay little, if any, income, which will be entirely incidental to the objective of capital growth.

The Fund also has the ability to purchase other securities, such as preferred stock and bonds that may produce capital growth. Securities may

be of all types or quality. The Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds"), although the Fund currently intends to limit its investments in these securities to 35 % of its assets.

The Fund may purchase foreign investments of all types without limitation and may enter into foreign forward currency exchange contracts for the purpose of managing exchange rate risks. The Fund may purchase or engage in indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, reverse repurchase agreements, swap agreements, and warrants.

The Fund may make substantial temporary investments in high-quality debt securities and money market instruments, including commercial paper, obligations of banks or the U.S. government and repurchase agreements for defensive purposes when, in FMR's judgment, economic or market conditions warrant.

FIDELITY ADVISOR GLOBAL RESOURCES FUND . Under normal circumstances, the Fund will invest at least 65% of its total assets in securities of foreign and domestic companies that own or develop natural resources, or supply goods and services to such companies, or in physical commodities. The remainder of the Fund may be invested in other investments including debt securities of any kind including asset-backed securities, obligations of foreign governments or their political subdivisions, foreign companies and supranational organizations, and common and preferred stocks of corporations not necessarily engaged in natural resources. FMR will seek securities that are priced relative to the intrinsic value of the relevant natural resource or that are issued by companies which are positioned to benefit during particular portions of the economic cycle. Accordingly, the Fund may shift its emphasis from one natural resource industry to another depending upon prevailing trends or developments. For example, when FMR anticipates significant economic, political or financial pressures or major dislocations in the foreign currency exchange markets, the Fund may, in seeking to protect the purchasing power of shareholders' capital, invest a substantial portion of its assets in companies that explore for, extract, process, or deal in precious metals, and/or invest in precious metals themselves. The Fund expects to invest a majority of its assets to be invested in securities of companies that have their principal business activities in at least three different countries (including the U.S.). A company will be deemed to have substantial ownership of, or activities in, natural resources if, at the time of the Fund's acquisition of its securities, at least 50% of the company's assets are involved in, either directly or through subsidiaries, exploring, mining, refining, processing, transporting, fabricating, dealing in, or owning natural resources. Natural resources include precious metals (such as gold, palladium, platinum and silver), ferrous and nonferrous metals (such as iron, aluminum and copper), strategic metals (such as uranium and titanium), hydrocarbons (such as coal, oil and natural gases), chemicals, forest products, real estate, food products and other basic commodities which, historically, have been produced and marketed profitably during periods of rising inflation. The Fund may purchase foreign securities of all types without limitation and may enter into forward foreign currency exchange contracts for the purpose of managing exchange rate risks. The Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds"), rated as low as CCC by Standard & Poor's Corporation (S&P) or Caa by Moody's Investors Service, Inc. (Moody's). The Fund does not currently intend to invest more than 3 5% of its net assets in debt securities rated below BBB or Baa . Debt securities ordinarily will make up a relatively small portion of the Fund's assets. The Fund may purchase ADRs and EDRs. The Fund may purchase indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, and warrants. The Fund may also purchase securities on a delayed-delivery basis.

As a fundamental policy, the Fund is authorized to invest up to 50% of its assets in physical commodities. In order to permit the sale of the Fund's shares in certain states, the Fund has adopted a non-fundamental policy of limiting investments in physical commodities to precious metals (i.e., gold, palladium, platinum and silver) to 25% of the Fund's total assets. Investments in other types of physical commodities could present concerns, including practical problems of delivery, storage and maintenance, possible illiquidity, the unavailability of accurate market valuations and increased expenses. When a precious metal is purchased, FMR currently intends that it will be only in a form that is readily marketable and that it will be delivered to and stored with a qualified U.S. bank. Investments in bullion earn no investment income and may involve higher custody and transaction costs than investments in securities. The Fund may receive no more than 10% of its yearly income from gains resulting from selling metals or any other physical commodity. The Fund may be required, therefore, either to hold its metals or sell them at a loss, or to sell its portfolio securities at a gain, when it would not otherwise do so for investment reasons. Precious metals, at times, have been subject to substantial price fluctuations over short periods of time and may be affected by unpredictable international monetary and political policies such as currency devaluations or revaluations, economic and social conditions within a country, trade imbalances, or trade or currency

restrictions between countries.

Since the Fund may invest in physical commodities and utilize investment techniques which are subject to market fluctuations and/or foreign market risk, an investment in the Fund may be considered more speculative than an investment in other funds that seek capital growth. The value of equity securities of natural resource companies will fluctuate pursuant to market conditions generally, as well as the market for the particular natural resource in which the issuer is involved. In addition, the values of natural resources are subject to numerous factors, including nature and international politics.

During periods when, in FMR's opinion, a temporary defensive posture in the market is appropriate, the Fund may invest without limitation in cash or high-quality money market instruments including, but not limited to, certificates of deposit, commercial paper and obligations issued by the U.S. government or any of its agencies or instrumentalities.

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND seeks capital appreciation by investing primarily in securities of companies believed by FMR to involve a "special situation." The term "special situation" refers to FMR's identification of an unusual, and possibly non-repetitive, development taking place in a company or a group of companies in an industry.

As a non-fundamental policy, the Fund normally will invest at least 65% of its assets in companies involving a special situation. A special situation may involve one or more of the following characteristics:

- (bullet) A technological advance or discovery, the offering of a new or unique product or service, or changes in consumer demand or consumption forecasts.

- (bullet) Changes in the competitive outlook or growth potential of an industry or a company within an industry, including changes in the scope or nature of foreign competition or the development of an emerging industry.

- (bullet) New or changed management, or material changes in management policies or corporate structure.

- (bullet) Significant economic or political occurrences abroad, including changes in foreign or domestic import and tax laws or other regulations.

- (bullet) Other events, including natural disasters, favorable litigation settlements, or a major change in demographic patterns.

In seeking capital appreciation, the Fund also may invest in securities of companies not involving a special situation, but which are companies with valuable fixed assets and whose securities are believed by FMR to be undervalued in relation to the companies' assets, earnings, or growth potential.

FMR intends to invest primarily in common stocks and securities that are convertible into common stocks; however, it also may invest in debt securities of all types and quality if FMR believes that investing in these securities will result in capital appreciation. As a non-fundamental investment policy, the Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds"). The Fund currently intends to limit its investments in these securities to 35% of its assets. The Fund also may invest in unrated securities. The Fund may invest up to 30% of its assets in foreign investments of all types and may enter into forward foreign currency exchange contracts for the purpose of managing exchange rate risks. The Fund may purchase or engage in indexed securities, illiquid instruments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, swap agreements, warrants, and zero coupon bonds.

The Fund expects to be fully invested under most market conditions. The Fund may make substantial temporary investments in high-quality debt securities for defensive purposes when, in FMR's judgment, a more conservative approach to investment is desirable.

An investment in the Fund may be considered more speculative than an investment in other funds that seek capital appreciation. There are greater risks involved in investing in securities of smaller companies rather than companies operating according to established patterns and having longer operating histories. The Fund may invest in securities in which other investors have not shown significant interest or confidence, and which are subject to stock market fluctuations. Larger well-established companies experiencing a special situation may involve, to a certain extent, breaks with past experience, which may pose greater risks. There are also greater risks involved in investing in securities of companies that are not currently favored by the public but show potential for capital appreciation.

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME seeks to obtain reasonable income from a portfolio consisting primarily of income-producing equity securities. In addition, consistent with the primary objective of obtaining reasonable income, in managing its portfolio, the Fund will consider the potential for achieving capital appreciation.

It is the policy of the Fund that at least 65% of its total assets normally will be invested in income-producing equity securities. For purposes of this policy, equity securities are defined as common stocks and preferred stocks.

The balance of the Fund will tend to be invested in debt obligations, a high percentage of which are expected to be convertible into common stocks. As a non-fundamental policy, the Fund may invest in lower-quality high-yielding debt securities (commonly referred to as "junk bonds"), although it currently intends to limit its investments in these securities to 35% of its assets. Additionally, the Fund may purchase or engage in

foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, futures and options, repurchase agreements and securities loans, restricted securities, short sales, swap agreements, and warrants.

Because of the income considerations, investors should not expect capital appreciation comparable to the appreciation which could be achieved by funds whose primary objective is capital appreciation. While the investment portfolio will not mirror the stocks in the S&P 500 (unlike an index fund), the yield on the overall investment portfolio generally will increase or decrease from year to year in accordance with market conditions and in relation to the changes in yields of the stocks included in the S&P 500.

The Fund may make temporary investments in securities such as investment-grade bonds or short-term notes for defensive purposes. FIDELITY ADVISOR INCOME & GROWTH FUND will invest in equity securities, convertible securities, preferred and common stocks paying any combination of dividends and capital gains and in fixed-income securities. The Fund also may buy securities that are not providing dividends but offer prospects for growth of capital or future income. The proportion of the Fund's assets invested in each type of security will vary from time to time in accordance with FMR's assessment of economic conditions.

In selecting securities for the Fund, FMR will consider such factors as the company's financial strength, its outlook for increased dividend or interest payments (defined herein as "growth of income") and capital gains. In addition, industry factors and overall economic conditions may be considered. The Fund may invest in equity securities of some smaller, more rapidly growing companies. Investing in smaller, less well-known companies, especially those that have a narrow product line or are thinly traded, often involves greater risk than investing in established companies with proven track records. In selecting fixed-income securities for the Fund (such as bonds, notes, mortgage securities, convertible securities, and short-term obligations such as bankers' acceptances, certificates of deposit, and commercial paper), FMR will consider several factors, including maturity, quality and expected yield.

The Fund may invest in lower-quality high-yielding debt securities (commonly referred to as "junk bonds"). The Fund currently intends to limit its investments in these securities to 35% of its assets. The Fund also may invest in or engage in foreign investments, currency exchange contracts, indexed securities, illiquid instruments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, swap agreements, warrants, and zero coupon bonds. The Fund may, for temporary defensive purposes, invest without limit in short-term securities.

**FIXED-INCOME FUNDS.** Fixed-Income Funds invest primarily in debt securities (e.g., bonds, debentures, notes and similar obligations). The share value of fixed-income funds tends to move inversely with changes in prevailing interest rates. Shorter-term bonds are less sensitive to interest rate changes, but longer-term bonds generally offer higher yields. It also is important to note that high-yielding, lower-quality bonds involve greater risks, because there is a greater possibility of a financial reversal affecting the issuer's ability to pay interest and principal on time. Share value and yield are not guaranteed and will fluctuate based on credit quality and changes in interest rates.

FMR will use its extensive research facilities in addition to considering the ratings of Nationally Recognized Statistical Rating Organizations (NRSROs) in selecting investments for the Funds. Unrated securities are not necessarily of lower quality than rated securities, but they may not be attractive to as many buyers. This credit analysis includes consideration of the economic feasibility, the financial condition of the issuer with respect to liquidity, cash flow and political developments that may affect credit quality. Since the risk of default is higher for lower-quality obligations, FMR's research and analysis are an integral part of choosing a Fund's securities. Through portfolio diversification and careful credit analysis, FMR can reduce risk, although there can be no assurance that losses will not occur. FMR also considers trends in the economy, in geographic areas, in various industries, and in the financial markets.

Under normal conditions, the Fund will invest at least 65% of its total assets in debt securities and other instruments of issuers in emerging markets. For this purpose, "emerging markets" will include any countries (i) having an "emerging stock market" as defined by the International Finance Corporation; (ii) with low- to middle-income economies according to the International Bank for Reconstruction and Development (the World Bank); or (iii) listed in World Bank publications as "developing." Currently, the countries NOT included in these categories are Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Ireland, Italy, Japan, the Netherlands, New Zealand, Norway, Spain, Sweden, Switzerland, the United Kingdom, and the U.S. For purposes of this 65% policy, issuers whose principal activities are in countries with emerging markets include issuers: (1) organized under the laws of, (2) whose securities have their primary trading market in, (3) deriving at least 50% of their revenues or profits from goods sold, investments made, or services performed in, or (4) having at least 50% of their assets located in a country with an emerging market.

Under current market conditions, FMR expects that emerging market

opportunities will be found mainly within Latin America, and to a lesser extent in Africa, Asia and emerging European nations. FMR will actively manage the allocation of the Fund's investments among countries, geographic regions, and currency denominations in an attempt to achieve current income and capital appreciation. In doing so, FMR will also consider such factors as prospects for relative economic growth among countries, regions, or geographic areas, expected levels of inflation, government policies influencing business conditions, current and anticipated interest rates, and the outlook for currency relationships. Although the Fund will normally invest in at least three different countries, it is not limited to any particular country or currency, and may invest substantially all of its assets in any one country.

The Fund may invest in all types of fixed-income instruments, including corporate debt securities, sovereign debt instruments issued by governments or governmental entities, and all types of domestic and foreign money market instruments. The Fund may invest in lower-rated, high-yielding debt securities (commonly referred to as "junk bonds". Many emerging market securities are of below-investment-grade quality, and at any one time substantially all of the Fund's assets may be invested in securities that are of poor quality or are in default.

Other investments the Fund may make or engage in include options and futures contracts, swap agreements, indexed securities, loans and other direct debt instruments, repurchase agreements and securities loans, foreign repurchase agreements, illiquid investments, restricted securities, mortgage-backed securities, asset-backed securities, delayed-delivery transactions, and interfund borrowing. The Fund may also invest a portion of its assets in common and preferred stocks of emerging market issuers, debt securities of non-emerging market foreign issuers, and lower-quality debt securities of U.S. issuers. Although the Fund may invest up to 35% of its total assets in these securities, FMR does not currently anticipate that these investments will exceed approximately 20% of the Fund's total assets. Though these types of investments present the possibility for significant capital appreciation over the long-term, they may fluctuate dramatically in the short term and entail a high degree of risk.

For cash management purposes, the Fund will ordinarily invest a portion of its assets in high-quality, short-term debt securities and money market instruments, including repurchase agreements and bank deposits denominated in U.S. or foreign currencies. When, in FMR's judgment, market conditions warrant, the Fund can make substantial temporary defensive investments in money market instruments, U.S. government securities, or investment-grade obligations of U.S. companies.

#### CONSIDERATIONS IN INVESTING IN THE SHARES OF EMERGING MARKETS INCOME FUND:

International investing in general may involve greater risks than U.S. investments. There is generally less publicly available information about foreign issuers, and there may be less government regulation and supervision of foreign stock exchanges, brokers, and listed companies. There may be difficulty in enforcing legal rights outside the U.S. Foreign companies generally are not subject to uniform accounting, auditing, and financial reporting standards, practices, and requirements comparable to those that apply to U.S. companies. Security trading practices abroad may offer less protection to investors such as the Fund. Settlement of transactions in some foreign markets may be delayed or may be less frequent than in the U.S., which could affect the liquidity of the Fund. Additionally, in some foreign countries, there is the possibility of expropriation or confiscatory taxation; limitations on the removal of securities, property, or other assets of the Fund; political or social instability; or diplomatic developments which could affect U.S. investments in foreign countries. FMR will take these factors into consideration in managing the Fund's investments.

These risks may be intensified in the case of investments in emerging markets or countries with limited or developing capital markets. Security prices in emerging markets can be significantly more volatile than in more developed nations, reflecting the greater uncertainties of investing in less established markets and economies. In particular, countries with emerging markets may have relatively unstable governments; present the risk of nationalization of businesses, restrictions on foreign ownership, or prohibitions of repatriation of assets; and may have less protection of property rights than more developed countries. The economies of countries with emerging markets may be predominantly based on only a few industries, may be highly vulnerable to changes in local or global trade conditions, and may suffer from extreme and volatile debt burdens or inflation rates. Local securities markets may trade a small number of securities and may be unable to respond effectively to increases in trading volume, potentially making prompt liquidation of substantial holdings difficult or impossible at times. Securities of issuers located in countries with emerging markets may have limited marketability and may be subject to more abrupt or erratic price movements.

By itself, the Fund does not constitute a balanced investment plan. The Fund is designed for aggressive investors interested in the investment opportunities and income potential offered by securities issued in emerging markets. The value of the Fund's investments and the income they generate will vary from day to day, generally reflecting changes in interest rates, market conditions, and other political and economic news. The Fund's performance will also depend on currency values, foreign economies, and

other factors relating to foreign investments. Because the Fund focuses on emerging markets, it involves higher risks than U.S. bond investments. Investors should be willing to assume a greater degree of investment risk and should expect a higher level of volatility than is generally associated with investing in more established markets. The Fund's yield and share price will change based on changes in foreign interest rates, the value of foreign currencies, and issuers' creditworthiness. In general, bond prices rise when interest rates fall, and vice versa. The Fund's share price, yield, and total return fluctuate, and your investment may be worth more or less than your original cost when you redeem your shares.

#### FIDELITY ADVISOR HIGH YIELD FUND :

As a non-fundamental policy, the Fund normally will invest at least 65% of its assets in high-yielding, income producing debt securities and preferred stocks, including convertible and zero coupon securities. The Fund may invest all or a substantial portion of its assets in lower-quality debt securities (commonly referred to as "junk bonds"). Please refer to

"Risks of Lower-Quality Debt Securities". In addition, the Fund also may invest in government securities, securities of any state or any of its subdivisions, agencies or instrumentalities, and securities of foreign issuers, including securities of foreign governments. The Fund may invest up to 35% of its assets in equity securities, including common stocks, warrants and rights.

Debt instruments include securities such as bonds, notes, convertible bonds, and mortgage-backed or asset-backed securities; commercial paper and other money market instruments, including repurchase agreements; and loans, trade claims, and similar instruments representing direct

indebtedness of a corporate borrower. These instruments may provide for interest payments in cash or in kind, may pay no interest, or may be in default, and may have warrants attached or otherwise include rights to purchase common stocks. The Fund may purchase debt instruments in public offerings or through private placements. The Fund has no specific limitations on the maturity or credit ratings of the debt instruments in which it invests.

The Fund may enter into currency contracts and may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, reverse repurchase agreements, and swap agreements.

#### RISKS OF LOWER-QUALITY DEBT SECURITIES

Lower-quality debt securities usually are defined as securities rated Ba or lower by Moody's or BB or lower by S&P. Lower-rated debt securities are considered speculative and involve greater risk of loss than higher-rated debt securities, and are more sensitive to changes in the issuer's capacity to pay. This is an aggressive approach to income investing.

The 1980s saw a dramatic increase in the use of lower-rated debt securities to finance highly leveraged corporate acquisitions and restructurings. Past experience may not provide an accurate indication of the future performance of lower-rated debt securities, especially during periods of economic recession. In fact, from 1989 to 1991, the percentage of lower-rated debt securities that defaulted rose significantly above prior levels, although the default rate decreased in 1992.

Lower-rated debt securities may be thinly traded, which can adversely affect the prices at which these securities can be sold and can result in high transaction costs. If market quotations are not available, lower-rated debt securities will be valued in accordance with standards set by the Board of Trustees, including the use of outside pricing services. Judgment plays a greater role in valuing lower-rated debt securities than securities for which more extensive quotations and last sale information are available. Adverse publicity and changing investor perceptions may affect the ability of outside pricing services to value lower-rated debt securities, and the Fund's ability to dispose of these securities.

The market prices of lower-rated debt securities may decline significantly in periods of general economic difficulty, which may follow periods of rising interest rates. During an economic downturn or a prolonged period of rising interest rates, the ability of issuers of lower-rated debt to service their payment obligations, meet projected goals, or obtain additional financing may be impaired.

The Fund may choose, at its own expense or in conjunction with others, to pursue litigation or otherwise to exercise its rights as a security holder to seek to protect the interests of security holders if it determines this to be in the interest of Fund shareholders.

The considerations discussed above for lower-rated debt securities also apply to lower-quality, unrated debt instruments of all types, including loans and other direct indebtedness of businesses with poor credit standing. Unrated debt instruments are not necessarily of lower-quality than rated securities, but they may not be attractive to as many buyers. The Fund relies more on FMR's credit analysis when investing in debt instruments that are unrated. Please refer to pages 31 and 32 for a discussion of Moody's and S&P ratings.

FIDELITY ADVISOR LIMITED TERM BOND FUND seeks to provide a high rate of income through investment in high- and upper-medium grade fixed-income obligations, as follows:

- (I) Corporate obligations which are rated AAA, AA, or A by S&P, or Aaa, Aa, or A by Moody's;
- (II) Obligations issued or guaranteed as to interest and principal by the

government of the U.S., or any agency or instrumentality thereof;

(III) Obligations (including certificates of deposit and bankers' acceptances) of U.S. banks which at the date of investment have capital gains, surplus, and undivided profits (as of the date of their most recently published annual financial statements) in excess of \$100,000,000;

(IV) Commercial paper which at the date of investment is rated A-1 or A-2 by S&P or Prime-1 or Prime-2 by Moody's or, if not rated, is issued by companies which at the date of investment have an outstanding debt issue rated AAA, AA, or A by S&P or Aaa, Aa, or A by Moody's; and

(V) Such other fixed-income instruments as the Board of Trustees, in its judgment, deems to be of comparable quality to those enumerated above.

Instruments in which the Fund may invest include asset-backed securities, collateralized mortgage obligations, convertible securities, loans and other direct debt instruments, mortgage-backed securities, and zero coupon bonds .

FMR's standards for determining high- and upper-medium grades are essentially the same as those described by S&P and Moody's as characteristic of their ratings of A and above. Such instruments have strong protection of principal and interest payments. In addition to reliance on S&P's or Moody's ratings, FMR also performs its own credit analysis. The Fund also may invest in unrated instruments, and may at times purchase instruments rated below A if FMR judges them to be of comparable quality to those rated A or better. Currently, the Fund does not intend to invest in debt obligations rated below Baa/ BBB. Investment-grade bonds are generally of medium to high quality. Those rated in the lower end of the category (Baa/BBB), however, may possess speculative characteristics and may be more sensitive to economic changes and changes in the financial condition of issues.

In addition, the Fund may seek capital appreciation when consistent with its primary objective. In seeking capital appreciation, FMR will select securities for the Fund based on its judgment as to economic and market conditions and the prospects for interest rate changes.

The Fund may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, and swap agreements. The Fund also may engage in reverse repurchase agreements for temporary or emergency purposes and not for investment purposes.

The Fund will maintain a dollar-weighted average maturity of 10 years or less. As of November 30, 1993, its average maturity was 8.12 years. Based on FMR's assessment of interest rate trends, generally, the average maturity will be shortened when interest rates are expected to rise and lengthened up to 10 years when interest rates are expected to decline.

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND Under normal circumstances, as a non-fundamental policy at least 65% of the Fund's assets will be invested in government securities.

The Fund invests primarily in obligations issued or guaranteed by the U.S. government or any of its agencies or instrumentalities (U.S. government securities), including U.S. Treasury bonds, notes and bills, Government National Mortgage Association mortgage-backed pass-through certificates (Ginnie Maes) and mortgage-backed securities issued by the Federal National Mortgage Association (Fannie Maes) or the Federal Home Loan Mortgage Corporation (Freddie Macs). The U.S. government securities the Fund invests in may or may not be fully backed by the U.S. government. The Fund may enter into repurchase agreements involving any securities in which it may invest and also may enter into reverse repurchase agreements. The Fund considers "government securities" to include U.S. government securities subject to repurchase agreements. The Fund is not restricted as to the percentage of its assets that may be invested in any one type of U.S. government security. The Fund may for temporary defensive purposes invest without limit in U.S. government securities having a maturity of 365 days or less. The Fund may invest in delayed-delivery transactions, options and futures contracts, indexed securities, swap agreements and zero coupon bonds. In seeking current income, the Fund also may consider the potential for capital gain.

FIDELITY ADVISOR SHORT FIXED-INCOME FUND . Under normal conditions, at least 65% of the Fund's total assets will be invested in fixed-income securities. Where consistent with its investment objective, the Fund will take advantage of opportunities to realize capital appreciation.

The Fund normally will invest primarily in investment-grade fixed-income securities of all types. Investment-grade fixed-income securities are considered to be securities rated Baa or higher by Moody's or BBB or higher by S&P, and unrated securities that are of equivalent quality in FMR's opinion. The Fund may invest in lower-quality, high-yielding securities (commonly referred to as "junk bonds"), as long as they are consistent with the Fund's objective of obtaining a high level of current income consistent with the preservation of capital. The Fund currently intends to limit its investments in these securities to 35% of its assets. As a non-fundamental policy, the Fund does not currently expect to invest in securities rated lower than B by S&P or Moody's.

Fixed-income securities may include, in any proportion, bonds, notes, U.S. government and government agency obligations, mortgage-related and asset-backed securities, zero coupon securities, foreign securities, indexed securities and convertible securities, and short-term obligations such as certificates of deposit, repurchase agreements, bankers'

acceptances and commercial paper. The Fund also may purchase or engage in illiquid investments, loans and other direct debt instruments, options and futures contracts, restricted securities, and swap agreements.

In making investment decisions for the Fund, FMR will consider many factors other than current yield, including the preservation of capital, the potential for realizing capital appreciation, maturity and yield to maturity. FMR will adjust the Fund's investments in particular securities or in types of debt securities in response to its appraisal of changing economic conditions and trends. FMR may sell securities in anticipation of a market decline or purchase securities in anticipation of a market rise. In addition, FMR may sell one security and purchase another security of comparable quality and maturity to take advantage of what FMR believes to be short-term differentials in market values or yield disparities. The Fund may invest a portion of its assets in securities issued by foreign companies and foreign governments, which may be less liquid or more volatile than domestic investments. The Fund's investments, other than those backed by the U.S. government, are subject to the ability of the issuer to make payment at maturity.

The Fund will maintain a dollar-weighted maturity of three years or less. The Fund may hold individual securities with remaining maturities of more than three years, as long as the Fund's average maturity is three years or less.

**MUNICIPAL/TAX-EXEMPT FUNDS.** Tax-exempt funds invest primarily in municipal securities which are issued by state and local governments and their agencies to raise money for various public purposes, including general purpose financing for state and local governments as well as financing for specific projects or public facilities. Municipal securities may be backed by the full taxing power of a municipality or by the revenues from a specific project or the credit of a private organization. Some municipal securities are insured by private insurance companies, while others may be supported by letters of credit furnished by domestic or foreign banks. FMR monitors the financial condition of parties (including insurance companies, banks, and corporations) whose creditworthiness is relied upon in determining the credit quality of securities the Funds may purchase. Yields on municipal bonds, and therefore the yield of High Income Municipal and Limited Term Tax-Exempt, depend on factors such as general market conditions, interest rates, the size of a particular offering, the maturities of the obligations and the quality of the issues. The ability of the Funds to achieve their investment objectives is also dependent on the continuing ability of the issuers of the municipal obligations in which the Funds invest to meet their obligations for the payment of interest and principal when due.

Bonds generally are considered to be interest rate sensitive, which means that their values move inversely to interest rates. Long-term municipal bonds generally are more exposed to market fluctuations resulting from changes in interest rates than are short-term municipal bonds. While the market for municipals is considered to be substantial, adverse publicity and changing investor perceptions may affect the ability of outside pricing services used by a Fund to value its portfolio securities and the Fund's ability to dispose of lower-rated bonds. The outside pricing services are consistently monitored to assure that securities are valued by a method that the Boards believe accurately reflects fair value. The impact of changing investor perceptions may be especially pronounced in markets where municipal securities are thinly traded.

The Funds' investments in municipal securities may include fixed, variable, or floating rate general obligation and revenue bonds (including municipal lease obligations and resource recovery bonds); zero coupon and asset-backed securities; inverse floaters; tax, revenue, or bond anticipation notes; and tax-exempt commercial paper. The Funds may buy or sell securities on a when-issued or delayed-delivery basis (including refunding contracts), and may purchase restricted securities. The Funds may also buy and sell options and futures contracts.

Municipal obligations, including industrial development revenue bonds, are issued by or on behalf of states, territories, and possessions of the U.S. and the District of Columbia and their political subdivisions, agencies, and instrumentalities.

Each Fund may from time to time invest more than 25% of its total assets in securities whose revenue sources are from similar types of projects (e.g., education, electric utilities, health care, housing, transportation, or water, sewer and gas utilities) or whose issuers share the same geographic location. As a result, a Fund may be more susceptible to a single economic, political or regulatory development than would a portfolio of bonds with a greater variety of issuers. These developments include proposed legislation or pending court decisions affecting the financing of such projects and market factors affecting the demand for their services or products.

**FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND** Interest from all or a portion of the Fund's municipal bonds may be a "tax preference" item for some shareholders in determining their federal alternative minimum tax. Stability and growth of principal also will be considered when choosing securities.

Interest on some "private activity" municipal obligations is subject to the federal alternative minimum tax AMT bonds. AMT bonds are municipal obligations that benefit a private or industrial user or finance a private facility. The Fund reserves the right to invest up to 100% of its assets in AMT bonds.

The Fund may invest in municipal obligations which are rated in the medium and lower rating categories of NRSROs (such as obligations rated Caa by Moody's or CCC by S&P) or which are unrated, but judged by FMR, pursuant to procedures established by the Board of Trustees, to meet the quality standards of the Fund. Municipal obligations which are in the medium and lower rating categories or which are unrated generally offer a higher current yield than those offered by municipal obligations which are in the higher rating categories. Since available yields and the yield differential between higher and lower-rated obligations vary over time, no specific level of income or yield differential can be assured. Lower-rated bonds (those rated Ba/BB or lower) involve greater risk, including risk of default.

The Fund also may purchase tax-exempt instruments that become available in the future as long as FMR believes that their quality is equivalent to those rated Caa or CCC or better by Moody's or S&P, respectively.

The Fund's yield depends in part on the quality of its investments. Obligations rated investment grade or better (Baa/BBB or higher) generally are of medium to high quality. These securities typically have moderate to poor protection of principal and interest payments and have speculative characteristics.

Unrated obligations may be either investment grade or lower quality, but usually are not attractive to as many buyers. The Fund relies heavily on FMR's credit analysis when purchasing unrated or lower-rated bonds. While lower-rated bonds traditionally have been less sensitive to interest rate changes than higher-rated investments, as with all bonds, the prices of lower-rated bonds will be affected by interest rate changes. Economic changes may affect lower-rated securities differently than other securities. Lower-rated municipal bonds may be more sensitive to adverse economic changes (including recession) in specific regions or localities or among specific types of issuers. During an economic downturn or a prolonged period of rising interest rates, issuers of lower-rated debt may have problems servicing their debt, meeting projected revenue goals, or obtaining additional financing. Periods of economic uncertainty and interest rate changes may cause market price volatility for lower-rated bonds and corresponding volatility in the Fund's share price.

During periods when, in FMR's opinion, a temporary defensive posture in the market is appropriate, the Fund may invest without limitation in cash or in obligations whose interest payments may be federally taxable. Taxable obligations include, but are not limited to, certificates of deposit, commercial paper, obligations issued by the U.S. government or any of its agencies or instrumentalities, and repurchase agreements.

The Fund may purchase long-term municipals with maturities of 20 years or more, which generally produce higher yields than short-term municipals. The Fund also may purchase short-term municipal obligations in order to provide for short-term capital needs. The average maturity of the Fund is currently expected to be greater than 20 years. Since the Fund's objective is to provide a high current yield, the Fund will purchase municipals with an emphasis on income. FMR may vary the Fund's average maturity depending on anticipated market conditions. Generally, the average maturity will be shortened when interest rates are expected to rise and lengthened when rates are expected to decline.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND Under normal conditions, at least 80% of the Fund's annual income will be exempt from federal income taxes and at least 80% of the Fund's net assets will be invested in obligations having remaining maturities of 15 years or less. The Fund will maintain a dollar-weighted average maturity of 10 years or less.

The Fund will invest in municipal obligations which, in the judgment of FMR, are high quality or at least upper-medium quality. The Fund's standards for high quality and upper-medium quality obligations are essentially the same as those described by Moody's in rating municipal obligations within its three highest ratings of Aaa, Aa, and A and as those described by S&P in rating such obligations within its three highest ratings of AAA, AA and A. As a non-fundamental policy, the Fund will not purchase a security rated by Moody's or S&P unless it has received at least an A rating from either rating service.

The Fund may invest up to 20% of its total assets in municipal obligations which are unrated by Moody's or S&P if, in the judgment of FMR, such municipal obligations meet the standards of quality as set forth above. Unrated bonds are not necessarily of lower quality and may have higher yields than rated bonds, but the market for rated bonds is usually broader. The Fund may engage in delayed delivery transactions and may purchase restricted securities. The Fund also may purchase and sell futures contracts and may purchase and write put and call options.

The Fund may invest up to 25% of its total assets in a single issuer's securities. The Fund may invest any portion of its assets in industrial revenue bonds (IRBs) backed by private issuers, and may invest up to 25% of its total assets in IRBs related to a single industry.

The Fund currently does not intend to invest in taxable obligations; however, consistent with that portion of its investment objective concerned with the preservation of capital, from time to time the Fund may invest a portion (normally not to exceed 20%) of its net assets on a temporary basis in fixed-income obligations whose interest is subject to federal income tax. These taxable obligations may include repurchase agreements. The Fund does not currently intend to invest in AMT bonds.

FIDELITY ADVISOR SHORT INTERMEDIATE TAX-EXEMPT will maintain a

dollar-weighted average portfolio maturity of between two and four years under normal conditions. Although the Fund is permitted to hold securities with maturities of more than four years, its dollar-weighted average maturity is limited to a maximum of four years.

The Fund normally invests at least 60% of its net assets in securities that FMR judges to be of equivalent quality to those rated A or better by Moody's or the S&P. The Fund may not invest more than 5% of its net assets in securities rated below Baa by Moody's or BBB by S&P, or in unrated securities of equivalent quality, and does not currently intend to purchase securities rated lower than Ba or BB.

The Fund may invest up to 25% of its total assets in a single issuer's securities. The Fund may invest any portion of its assets in industrial revenue bonds (IRBs) backed by private issuers, and may invest up to 25% of its total assets in IRBs related to a single industry. The Fund may also invest 25% or more of its total assets in municipal securities whose revenue sources are from similar types of projects, e.g., education, electric utilities, healthcare, housing, transportation, or water, sewer, and gas utilities.

The Fund's investments in municipal securities may include fixed, variable, or floating rate general obligations and revenue bonds (including municipal lease obligations and resource recovery bonds); zero coupon and asset-backed securities; inverse floaters; tax, revenue, or bond anticipation notes; and tax-exempt commercial paper. The Fund may buy or sell securities on a when-issued or delayed-delivery basis (including refunding contracts), and may purchase restricted and illiquid securities. The Fund may also buy and sell options and futures contracts. See the Appendix for further discussion of the Fund's investments.

The Fund may temporarily change its investment focus for defensive purposes. During periods when, in FMR's opinion, a temporary defensive posture in the market is appropriate, the Fund may hold cash that is not earning interest or invest without limitation in short-term municipal obligations and money market instruments, including obligations whose interest may be federally taxable. Under such circumstances, the Fund may temporarily invest so that less than 80% of its net assets will be invested in securities whose interest is exempt from federal income tax. Federally taxable obligations include, but are not limited to, obligations issued by the U.S. government or any of its agencies or instrumentalities, high-quality commercial paper, certificates of deposit, and repurchase agreements. The Fund does not intend to invest in federally taxable obligations under normal conditions.

#### INVESTMENT LIMITATIONS

Each Fund has adopted the following investment limitations designed to reduce investment risk. The policies and limitations discussed below, and in the Appendix beginning on page , are considered at the time of purchase. With the exception of each Fund's borrowing policy, the sale of portfolio securities is not required in the event of a subsequent change in circumstances.

DIVERSIFICATION: These limitations do not apply to U.S. government securities and are fundamental unless otherwise noted.

(bullet) Equity Portfolio Growth and Strategic Opportunities each may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer;

(bullet) With respect to 75% of its total assets, each other Fund may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer.

(bullet) Each Fund may not purchase a security if, as a result, it would hold more than 10% of the outstanding voting securities of any issuer (except that Overseas, Growth Opportunities, Equity Portfolio Income, Income & Growth, High Yield, Government Investment, and Short Fixed-Income each may invest up to 25% of its total assets without regard to this limitation).

(bullet) Limited Term Tax-Exempt may not purchase the securities of any issuer if, as a result, more than 25% of its total assets would be invested in industrial development bonds whose issuers are in any one industry.

(bullet) Emerging Markets Income and Short Intermediate Tax-Exempt are considered non-diversified. To meet quarterly federal tax requirements for qualification as a "regulated investment company," Fund limits its investments so that (a) no more than 25% of its total assets are invested in the securities of a single issuer, and (b) with respect to at least 50% of its total assets, no more than 5% of total assets are invested in the securities of a single issuer. These limitations do not apply to U.S. government securities. Short-Intermediate Tax-Exempt may invest more than 25% of its total assets in tax-free securities that finance similar types of projects.

(bullet) Each other Fund may not purchase the securities of any issuer if, as a result, more than 25% of the Fund's total assets would be invested in the securities of issuers having their principal business activities in the same industry. Limited Term bond may, however, invest more than 25% of its total assets in obligations of banks.

BORROWING: The following limitations are fundamental.

(bullet) Each fund may borrow money for temporary or emergency purposes, in an amount not exceeding 33 1/3% of the value of its total assets;

(bullet) Strategic Opportunities, Limited Term Bond, and Limited Term Tax-Exempt may not purchase any security while borrowings representing more than 5% of its total assets are outstanding.

(bullet) Growth Opportunities, Income & Growth, Government Investment Short Fixed Income and High Income Municipal may not purchase any security while borrowings representing more than 5% of its net assets are outstanding.

The following limitations are non-fundamental.

(bullet) Growth Opportunities may not purchase any security while borrowings representing more than 5% of its net assets are outstanding.

(bullet) Each other fund may not purchase any security while borrowings representing more than 5% of its total assets are outstanding.

(bullet) Each Fund may borrow money from banks or from other funds advised by FMR, or by engaging in reverse repurchase agreements.

LENDING: Percentage limitations are fundamental.

(bullet) High Income Municipal Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt do not currently intend to engage in repurchase agreements or make loans (but this limitation does not apply to purchases of debt securities).

(bullet) Each fund (a) may lend securities to a broker-dealer or institution when the loan is fully collateralized; and (b) may lend money to a mutual fund advised by FMR or an affiliate. Each Fund will limit loans in the aggregate to 33 1/3% of its total assets.

Each Fund has received permission from the SEC to lend money to and borrow money from other funds advised by FMR or its affiliates, High Income Municipal, Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt will participate only as borrowers. If a Fund borrows money, its share price may be subject to greater fluctuation until the borrowing is paid off. To this extent, purchasing securities when borrowings are outstanding may involve an element of leverage.

As a non-fundamental policy, each Fund may not purchase a security, if as a result, more than 15% (Overseas, Emerging Markets Income and High Yield) or 10% (all others) of its assets would be invested in illiquid investments.

#### HOW TO BUY SHARES

Class A shares of each Fund are offered continuously to investors who engage an investment professional for investment advice and may be purchased at the public offering price (the offering price) next determined after the transfer agent receives your order to purchase. State Street Bank and Trust Company (the Transfer Agent), P.O. Box 8302, Boston, Massachusetts 02266-8302, provides transfer and dividend paying services for Class A shares of each Fund.

#### 2. SALES CHARGES AND INVESTMENT PROFESSIONAL CONCESSIONS - CLASS A

SALES CHARGES AS % OF INVESTMENT PROFESSIONAL AMOUNT OF PURCHASE OFFERING NET AMOUNT CONCESSION AS % IN SINGLE TRANSACTIONS PRICE INVESTED OF OFFERING PRICE FIDELITY ADVISOR FUNDS - CLASS A:

Less than \$50,000	4.75%	4.99%	4.00%
\$50,000 to less than \$100,000	4.50%	4.71%	4.00%
\$100,000 to less than \$250,000	3.50%	3.63%	3.00%
\$250,000 to less than \$500,000	2.50%	2.56%	2.00%
\$500,000 to less than \$1,000,000	2.00%	2.04%	1.75%
\$1,000,000 or more	None	None	See Below*

#### SHORT FIXED-INCOME FUND AND

SHORT-INTERMEDIATE TAX-EXEMPT FUND::

Less than \$1,000,000	1.50%	1.52%	1.20%
\$1,000,000 or more	None	None	See Below*

\* INVESTMENT PROFESSIONALS WILL BE COMPENSATED WITH A FEE OF .25% FOR PURCHASES OF \$1 MILLION OR MORE, IF THE ASSETS ON WHICH THE .25% IS PAID REMAIN WITHIN THE FIDELITY ADVISOR FUNDS FOR ONE YEAR, EXCEPT FOR PURCHASES THROUGH A BANK OR BANK-AFFILIATED BROKER-DEALER THAT QUALIFY FOR A SALES CHARGE WAIVER DESCRIBED BELOW. ALL ASSETS ON WHICH THE .25% FEE IS PAID MUST REMAIN IN CLASS A SHARES OF THE FIDELITY ADVISOR FUNDS, OF DAILY MONEY FUND, OR OF SHARES OF DAILY TAX-EXEMPT MONEY FUND FOR A PERIOD OF ONE UNINTERRUPTED YEAR OR THE INVESTMENT PROFESSIONAL WILL BE REQUIRED TO REFUND THIS FEE TO DISTRIBUTORS.

The offering price is equal to the net asset value per share (NAV) plus a sales charge, which is a variable percentage of the offering price depending upon the amount of the purchase. The table above shows total sales charges and concessions to securities dealers and banks (investment professionals) having Agreements with Distributors.

You can open an account with a minimum initial investment of \$2,500 in Class A shares or more in Class A shares by completing and returning an account application. You can make additional investments in Class A shares of \$250 or more. For tax-deferred retirement plans, including IRA accounts, there is a \$500 minimum initial investment and a \$100 subsequent investment minimum. For accounts established under the Fidelity Advisor Systematic Investment Program or the Fidelity Advisor Systematic Exchange Program, there is a \$1,000 initial and \$100 monthly subsequent investment minimum requirement. FOR FURTHER INFORMATION ON OPENING AN ACCOUNT, PLEASE CONSULT YOUR INVESTMENT PROFESSIONAL OR REFER TO THE ACCOUNT APPLICATION.

It is the responsibility of your investment professional to transmit your order to purchase Class A shares to the Transfer Agent before 4:00 p.m. Eastern time in order for you to receive that day's Class A share price. The Transfer Agent must receive payment within five business days after an order is placed, otherwise, the purchase order may be canceled and you could be held liable for resulting fees and/or losses.

All of your purchases must be made in U.S. dollars and checks must be drawn on U.S. banks. Each Fund reserves the right to limit the number of your checks processed at one time. If your check does not clear, the Fund may cancel your purchase and you could be held liable for any fees and/or losses incurred. When you purchase directly by check, the Fund can hold the proceeds of redemptions until the Transfer Agent is reasonably satisfied that the purchase payment has been collected (which can take up to seven calendar days). You may avoid a delay in receiving redemption proceeds by purchasing Class A shares with a certified check. Shares of the fixed-income funds purchased through investment professionals utilizing an automated order placement and settlement system that guarantees payment for orders on a specified date, begin to earn income dividends on that date. Direct purchases and all other orders begin to earn dividends on the business day after the Fund receives payment.

Each Fund and Distributors reserve the right to suspend the offering of Class A shares for a period of time and to reject any order for the purchase of Class A shares, including certain purchases by exchange (see "How to Exchange," page ).

3. MINIMUM ACCOUNT BALANCE. You must maintain an account balance of \$1,000 in Class A shares. If your account falls below \$1,000 due to redemption of Class A shares, the Transfer Agent may close it at the NAV next determined on the day your account is closed and mail you the proceeds at the address shown on the Transfer Agent's records. The Transfer Agent will give you 30 days' notice that your account will be closed unless you make an investment to increase your account balance to the \$1,000 minimum. The minimum account balance does not apply to IRA accounts.

4. SALES CHARGE WAIVERS. Sales charges do not apply to Class A shares of a Fund purchased:

- (1) by registered representatives, bank trust officers and other employees (and their immediate families) of investment professionals having Agreements with Distributors;
- (2) by a current or former Trustee or officer of a Fidelity fund or a current or retired officer, director or regular employee of FMR Corp. or its direct or indirect subsidiaries (a "Fidelity Trustee or employee"), the spouse of a Fidelity Trustee or employee, a Fidelity Trustee or employee acting as custodian for a minor child, or a person acting as trustee of a trust for the sole benefit of the minor child of a Fidelity Trustee or employee;
- (3) by a charitable organization (as defined in Section 501(c)(3) of the Internal Revenue Code) investing \$100,000 or more;
- (4) by a charitable remainder trust or life income pool established for the benefit of a charitable organization (as defined in Section 501(c)(3) of the Internal Revenue Code);
- (5) by trust institutions (including bank trust departments) investing on their own behalf or on behalf of their clients;
- (6) in accounts as to which a bank or broker-dealer charges an account management fee, provided the bank or broker-dealer has an Agreement with Distributors;
- (7) as part of an employee benefit plan having more than 200 eligible employees or a minimum of \$1,000,000 invested in Fidelity Advisor Funds;
- (8) in a Fidelity or Fidelity Advisor IRA account purchased with the proceeds of a distribution from (i) an employee benefit plan having more than 200 eligible employees or a minimum of \$3,000,000 in plan assets invested in Fidelity mutual funds or \$1,000,000 invested in Fidelity Advisor mutual funds, or (ii) an insurance company separate account qualifying under (9) below, or funding annuity contracts purchased by employee benefit plans which in the aggregate have at least \$3,000,000 in plan assets invested in Fidelity mutual funds;
- (9) by an insurance company separate account used to fund annuity contracts purchased by employee benefit plans which in the aggregate have more than 200 eligible employees or \$1,000,000 invested in Fidelity Advisor mutual funds;
- (10) by any state, county, city, or any governmental instrumentality, department, authority or agency; or
- (11) with redemption proceeds from other mutual fund complexes on which the investor has paid a front-end sales charge only. (A Sales Charge Waiver Form must accompany these transactions.)

Qualification for sales charge waivers must be cleared through Distributors in advance, and employee benefit plan investors must meet additional requirements specified in the SAIs. Your investment professional should call Fidelity for more information.

#### INVESTOR SERVICES

You may initiate many transactions by telephone. Note that the Transfer Agent will not be responsible for any losses resulting from unauthorized transactions if it follows reasonable procedures designed to verify the identity of the caller. The Transfer Agent will request personalized security codes or other information, and may also record calls. You should verify the accuracy of your confirmation statements immediately after you receive them. If you do not want the ability to redeem and exchange by telephone, call the Transfer Agent for instructions.

5. QUANTITY DISCOUNTS. Reduced sales charges are applicable to purchases of Class A shares of a Fund in amounts of \$50,000 or more (\$1,000,000 or more for Short Fixed-Income or Short-Intermediate Tax-Exempt ) alone or in combination with purchases of Class A or Class B shares of other Fidelity Advisor Funds ,

Initial shares or Class B shares of Daily Money Fund and shares of Daily Tax-Exempt Money Fund acquired by exchange from other Fidelity Advisor Funds. To obtain the reduction of the sales charge, you or your investment professional must notify the Transfer Agent at the time of purchase whenever a quantity discount is applicable to your purchase. Upon such notification, you will receive the lowest applicable sales charge. For purposes of qualifying for a reduction in sales charges under the Combined Purchase, Rights of Accumulation or Letter of Intent programs, the following may qualify as an individual, or a "company" as defined in Section 2(a)(8) of the Investment Company Act of 1940 (1940 Act): an individual, spouse, and their children under age 21 purchasing for his, her, or their own account; a trustee, administrator or other fiduciary purchasing for a single trust estate or single fiduciary account or for a single or a parent-subsidary group of "employee benefit plans" (as defined in Section 3(3) of the Employee Retirement Income Security Act of 1974); and tax-exempt organizations as defined under Section 501(c)(3) of the Internal Revenue Code.

6.COMBINED PURCHASES. When you invest in Class A shares of a Fund for several accounts at the same time, you may combine these investments into a single transaction to qualify for the quantity discount if purchased through one investment professional, and if the total is at least \$50,000 (at least \$1,000,000 for Short Fixed-Income or Short-Intermediate Tax-Exempt ).

7.RIGHTS OF ACCUMULATION. Your "Rights of Accumulation" permit reduced sales charges on any future purchases of Class A shares after you have reached a new breakpoint in a Fund's sales charge schedule. You may add the value of currently held Fidelity Advisor Fund Class A and Class B shares, and Initial shares or Class B shares of Daily Money Fund and shares of Daily Tax-Exempt Money Fund ACQUIRED BY EXCHANGE FROM ANY FIDELITY ADVISOR FUND, determined at the current day's NAV at the close of business, to the amount of your new purchase valued at the current offering price to determine your reduced sales charge.

8.LETTER OF INTENT. If you anticipate purchasing \$50,000 or more (\$1,000,000 for Short Fixed-Income or Short-Intermediate Tax-Exempt ) of a Fund's Class A shares alone or in combination with Class A or Class B shares of other Fidelity Advisor Funds within a 13-month period, you may obtain Class A shares at the same reduced sales charge as though the total quantity were invested in one lump sum, by filing a non-binding Letter of Intent (the Letter) within 90 days of the start of the purchases. Each Class A investment you make after signing the Letter will be entitled to the sales charge applicable to the total investment indicated in the Letter. For example, a \$2,500 purchase of Class A shares toward a \$50,000 Letter would receive the same reduced sales charge as if the \$50,000 (\$1,000,000 for Short Fixed-Income or Short-Intermediate Tax-Exempt ) had been invested at one time. To ensure that the reduced price will be received on future purchases, you or your investment professional must inform the Transfer Agent that the Letter is in effect each time Class A shares are purchased. Neither income dividends nor capital gain distributions taken in additional Class A or Class B shares will apply toward the completion of the Letter.

Your initial investment must be at least 5% of the total amount you plan to invest. Out of the initial purchase, 5% of the dollar amount specified in the Letter will be registered in your name and held in escrow. The Class A shares held in escrow cannot be redeemed or exchanged until the Letter is satisfied or the additional sales charges have been paid. You will earn income dividends and capital gain distributions on escrowed Class A shares. The escrow will be released when your purchase of the total amount has been completed. You are not obligated to complete the Letter.

If you purchase more than the amount specified in the Letter and qualify for a further front-end sales charge reduction, the front-end sales charge will be adjusted to reflect your total purchase at the end of 13 months. Surplus funds will be applied to the purchase of additional Class A shares at the then current offering price applicable to the total purchase.

If you do not complete your purchase under the Letter within the 13-month period, 30 days' written notice will be provided for you to pay the increased front-end sales charges due. Otherwise, sufficient escrowed Class A shares will be redeemed to pay such charges.

9.FIDELITY ADVISOR SYSTEMATIC INVESTMENT PROGRAM. You can make regular investments in Class A shares of a Fidelity Advisor Fund with the Systematic Investment Program by completing the appropriate section of the account application and attaching a voided personal check. Investments may be made monthly by automatically deducting \$100 or more from your bank checking account. You may change the amount of your monthly purchase at any time. There is a \$1,000 minimum initial investment requirement for the Systematic Investment Program. Class A shares will be purchased at the offering price next determined following receipt of the investment by the Transfer Agent. You may cancel the Systematic Investment Program at any time without payment of a cancellation fee. You will receive a confirmation from the Transfer Agent for every transaction, and a debit entry will appear on your bank statement.

SHAREHOLDER COMMUNICATIONS

The Transfer Agent will send you a confirmation after every transaction that affects your Class A share balance or account registration. In addition, a consolidated statement will be provided at least quarterly. At least twice a year each shareholder will receive the Fund's financial statements, with a summary of its portfolio composition and performance. To reduce expenses, only one copy of most shareholder reports (such as a Fund's Annual Report) will be mailed to each shareholder address. Please write to the Transfer Agent or contact your investment professional if you need to have additional reports sent each time. A Fund pays for these shareholder communications, but not for special services that are required by a few shareholders, such as a request for a historical transcript of an account. You may be required to pay a fee for such special services. If you are purchasing Class A shares of a Fund through a program of administrative services offered by an investment professional, you should read the additional materials pertaining to that program in conjunction with this prospectus. Certain features of a Fund, such as the minimum initial or subsequent investment, may be modified in these programs, and administrative charges may be imposed for the services rendered.

#### HOW TO EXCHANGE

An exchange is the redemption of Class A shares of one Fund and the purchase of Class A shares of another Fund, each at the next determined NAV. The exchange privilege is a convenient way to buy and sell Class A shares of the Fidelity Advisor Funds, Initial shares of Daily Money Fund, and shares of Daily Tax-Exempt Money Fund provided such funds are registered in your state. To protect the performance of each Fund's Class A shares and shareholders, FMR discourages frequent trading in response to short-term market fluctuations. The Funds reserve the right to refuse Class A exchange purchases by any person or group if, in FMR's opinion, a Fund would be unable to invest effectively in accordance with its investment objective and policies, or would otherwise be affected adversely. Your exchanges may be restricted or refused if a Fund receives or anticipates simultaneous orders affecting significant portions of a Fund's assets. In particular, a pattern of exchanges that coincides with a "market timing" strategy may be disruptive to a Fund. Exchange restrictions may be imposed at any time. The Funds may modify or terminate the exchange privilege. The exchange limit may be modified for certain institutional retirement plans. Exchange instructions may be given by you in writing or by telephone directly to the Transfer Agent or through your investment professional. FOR MORE INFORMATION ON ENTERING AN EXCHANGE TRANSACTION, PLEASE CONSULT YOUR INVESTMENT PROFESSIONAL.

Before you make an exchange:

1. Read the prospectus of the Fund into which you want to exchange.
2. Class A shares of a Fund may be exchanged for Class A shares of another Fidelity Advisor Fund seven calendar days after purchase at NAV. If you have held Class A shares of Short Fixed-Income Fund or Short-Intermediate Tax-Exempt for less than six months, you will pay a sales charge equal to the difference between the front-end sales charge on the Class A shares of the Fund you are exchanging into and the front-end sales charge applicable to Class A shares of Short Fixed-Income or Short-Intermediate Tax-Exempt being exchanged. For example, if you paid the full 1.5% front-end sales charge when you purchased your Short Fixed-Income or Short-Intermediate Tax-Exempt Class A shares, you will have to pay a sales charge of up to 3.25% when you exchange these shares into Class A shares of another Fidelity Advisor Fund with a maximum front-end sales charge of 4.75%. After six months, shares may be exchanged at NAV. Exchanges into Class A shares of a Fidelity Advisor Fund from the Initial shares of Daily Money Fund or shares of Daily Tax-Exempt Money Fund will be processed at the next determined offering price (unless the shares were acquired by exchange from another Fidelity Advisor Fund).
3. You may only exchange between accounts that are registered in the same name, address, and taxpayer identification number.
4. You may make four exchanges out of a Fund per calendar year. If you exceed this limit, your future purchases of (including exchanges into) Fidelity Advisor Funds may be permanently refused. For purposes of the four exchange limit, accounts under common ownership or control, including accounts having the same taxpayer identification number, will be aggregated. Systematic exchanges are not subject to this four exchange limit (see following section).
5. TAXES: The exchange of Class A shares represents a sale and is taxable. The Transfer Agent will send you a confirmation of each exchange transaction.
10. FIDELITY ADVISOR SYSTEMATIC EXCHANGE PROGRAM. You can exchange a specific dollar amount of Class A shares from a Fund into Class A shares of another Fidelity Advisor Fund on a monthly, quarterly or semiannual basis under the following conditions:
  1. The account from which the exchanges are to be processed must have a minimum balance of \$10,000.
  2. The account into which the exchanges are to be processed must be an existing account with a minimum balance of \$1,000.
  3. Both accounts must have identical registrations and taxpayer identification numbers. The minimum amount that can be exchanged

systematically into a Fund is \$100.

4. Systematic Exchanges will be processed at the NAV determined on the transaction date, except that Systematic Exchanges into Class A shares of a Fidelity Advisor Fund from Initial shares of Daily Money Fund or shares of Daily Tax-Exempt Money Fund, will be processed at the offering price next determined on the transaction date (unless the shares were acquired by exchange from another Fidelity Advisor Fund).

#### HOW TO SELL SHARES

You may sell (redeem) all or a portion of your Class A shares on any day the New York Stock Exchange (NYSE) is open, at the NAV next determined after the Transfer Agent receives your request to sell. Orders to sell may be placed by you in writing or by telephone or through your investment professional. Orders to sell received by the Transfer Agent before 4:00 p.m. Eastern time will receive that day's share price. For orders to sell placed through your investment professional, it is the investment professional's responsibility to transmit such orders to the Transfer Agent by 4:00 p.m. Eastern time for you to receive that day's share price. Once your Class A shares are redeemed, a Fund normally will send the proceeds on the next business day to the address of record. If making immediate payment could adversely affect the Fund, the Fund may take up to seven days to pay you. A Fund may withhold redemption proceeds until it is reasonably satisfied that it has collected investments that were made by check (which can take up to seven calendar days).

When the NYSE is closed (or when trading is restricted) for any reason other than its customary weekend or holiday closings, or under any emergency circumstances as determined by the SEC to merit such action, a Fund may suspend redemption or postpone payment dates for more than seven days. The Transfer Agent requires additional documentation to redeem Class A shares registered in the name of a corporation, agent or fiduciary or a surviving joint owner. Call 1-800-221-5207 for specific requirements.

#### 11. REDEMPTION REQUESTS BY TELEPHONE:

TO RECEIVE A CHECK. You may sell Class A shares of a Fund having a value of \$100,000 or less from your account by calling the Transfer Agent. Redemption proceeds must be sent to the address of record listed on the account, and a change of address must not have occurred within the preceding 60 days.

TO RECEIVE A WIRE. You may sell Class A shares of a Fund and have the proceeds wired to a pre-designated bank account. Wires will generally be sent the next business day following the redemption of Class A shares from your account.

Telephone redemptions cannot be processed for Fidelity Advisor Fund prototype retirement accounts where State Street Bank and Trust Company is the custodian.

12. REDEMPTION REQUESTS IN WRITING. For your protection, if you sell Class A shares of a Fund having a value of more than \$100,000, or if you are sending the proceeds of a redemption of any amount to an address other than the address of record listed on the account, or if you have requested a change of address within the preceding 60 days, or if you wish to have the proceeds wired to a non predesignated bank account, you must send a letter of instruction signed by all registered owners with signature(s) guaranteed to the Transfer Agent. A signature guarantee is a widely recognized way to protect you by guaranteeing the signature on your request; it may not be provided by a notary public. Signature guarantee(s) will be accepted from banks, brokers, dealers, municipal securities dealers, municipal securities brokers, government securities dealers, government securities brokers, credit unions (if authorized under state law), national securities exchanges, registered securities associations, clearing agencies and savings associations.

13. REINSTATEMENT PRIVILEGE. If you have sold all or part of your Class A shares of a Fund you may reinvest an amount equal to all or a portion of the redemption proceeds in Class A shares of the Fund, or in Class A shares of any of the other Fidelity Advisor Funds, at the NAV next determined after receipt of your investment order, provided that such reinvestment is made within 30 days of redemption. You must reinstate your Class A shares into an account with the same registration. This privilege may be exercised only once by a shareholder with respect to a Fund and certain restrictions may apply.

14. FIDELITY ADVISOR SYSTEMATIC WITHDRAWAL PROGRAM. If you own Class A shares of a Fund worth \$10,000 or more, you may periodically have proceeds sent automatically from your account to you, to a person named by you, or to your bank checking account. Your Systematic Withdrawal Program payments are drawn from Class A share redemptions. If Systematic Withdrawal Program redemptions exceed distributions earned on your Class A shares, your account eventually may be exhausted. Since a sales charge is applied on new Class A shares you buy, it is to your disadvantage to buy Class A shares while also making systematic redemptions. You may obtain information about the Systematic Withdrawal Program by contacting your investment professional.

15. CHECKWRITING SERVICE. Short Fixed-Income Fund and Short-Intermediate Tax-Exempt Fund each offer a check-writing service (\$500 minimum) to allow the redemption of shares from your account. Refer to the account application or each SAI and complete the attached signature card. Upon receipt of the properly completed account application and signature card, the Fund will provide checks. If you redeem by check from the Fund

and the amount of the check is greater than the value of your account, your check will be returned to you and you may be subject to additional charges.

#### DISTRIBUTION OPTIONS

When you fill out your account application, you can choose from four Distribution Options:

1. REINVESTMENT OPTION. Dividends and capital gain distributions will be automatically reinvested in additional Class A shares of a Fund. If you do not indicate a choice on your account application, you will be assigned this option.
2. INCOME-EARNED OPTION. Capital gain distributions will be automatically reinvested, but a check will be sent for each dividend distribution.
3. CASH OPTION. A check will be sent for each dividend and capital gain distribution.
4. DIRECTED DIVIDENDS PROGRAM. Dividends and capital gain distributions will be automatically invested in Class A of another identically registered Fidelity Advisor Fund.

You may change your Distribution Option at any time by notifying the Transfer Agent in writing. Distribution checks for fixed-income funds will be mailed no later than seven days after the last day of the month. On the day a Fund goes ex-dividend, the amount of the distribution is deducted from its share price. Reinvestment of distributions will be made at that day's NAV. If you select option 2 or 3 and the U.S. Postal Service cannot deliver your checks, or if your checks remain uncashed for six months, distribution checks will be reinvested in your account at the current NAV and your election may be converted to the Reinvestment Option.

#### DISTRIBUTIONS AND TAXES

DISTRIBUTIONS. The Funds distribute substantially all of their net investment income and capital gains, if any, to shareholders each year pursuant to the following schedule. Each Fund may pay capital gains in December. In addition, Equity Portfolio Growth, Equity Portfolio Income, Limited Term Bond and Limited Term Tax-Exempt may pay capital gains in January as well. Emerging Markets Income may also pay capital gains in February.

Equity Portfolio Growth pays net investment income, if any, in January and December; Overseas, Growth Opportunities, Global Resources, and Strategic Opportunities pay in December; High Yield, Limited Term Bond, Government Investment, Short Fixed-Income, Emerging Markets Income, High Income Municipal, Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt declare dividends daily and pay monthly; and Equity Portfolio Income and Income & Growth declare dividends in March, June, September, and December and pay the following month.

16. CAPITAL GAINS. You may realize a gain or loss when you sell (redeem) or exchange shares. For most types of accounts, a Fund will report the proceeds of your redemptions to you and the IRS annually. However, because the tax treatment also depends on your purchase price and your personal tax position, YOU SHOULD KEEP YOUR REGULAR ACCOUNT STATEMENTS to use in determining your tax.

17. "BUYING A DIVIDEND." On the record date for a distribution from a Fund, the Fund's share price is reduced by the amount of the distribution. If you buy shares just before the record date (buying a dividend), you will pay the full offering price for the shares, and then receive a portion of the price back as a taxable distribution.

18. FEDERAL TAXES. Distributions from each Fund's income and short-term capital gains are taxed as dividends, and long-term capital gain distributions are taxed as long-term capital gains. Gains on the sale of tax-free bonds results in a taxable distribution. Short-term capital gains and a portion of the gain on bonds purchased at a discount after April 30, 1993 are taxed as dividends. Distributions are taxable when they are paid, whether you take them in cash or reinvest them in additional shares, except that distributions declared in December and paid in January are taxable as if paid on December 31. Each Fund will send you a tax statement by January 31 showing the tax status of the distributions you received in the past year. A copy will be filed with the Internal Revenue Service (IRS).

To the extent that a Fund invests in municipal obligations whose interest is subject to the federal alternative minimum tax for individuals (AMT bonds). Individuals who are subject to the AMT will be required to report a portion of the Fund's dividends as a "tax-preference item" in determining their federal tax. Federally tax-free interest earned by the Funds is federally tax-free when distributed as income dividends. During the most recent fiscal year ended, 100% of the income dividends for High Income Municipal and Limited Term Tax-Exempt were free from federal tax. If the Funds earn taxable income from any of their investments, it will be distributed as a taxable dividend. Some of the Funds may be eligible for the dividends-received deduction for corporations.

If a Fund has paid withholding or other taxes to foreign governments during the year, the taxes will reduce the Fund's dividends but will be included in the taxable income reported on your tax statement. You may be able to claim an offsetting tax credit or itemized deduction for foreign taxes paid by a Fund. Your tax statement will show the amount of foreign tax for which a credit or deduction may be available.

STATE AND LOCAL TAXES. Mutual fund dividends from most U.S. government securities generally are free from state and local income taxes. However, certain types of securities, such as repurchase agreements and certain agency backed securities, may not qualify for the government interest

exemption on a state-by-state basis. GNMA and other mortgage backed securities are other notable exceptions in many states. Some states may impose intangible property taxes. You should consult your own tax advisor for details and up-to-date information on the tax laws in your state.

19. OTHER TAX INFORMATION. In addition to federal taxes, you may be subject to state or local taxes on your investment, depending on the laws in your area. Because some states exempt their own municipal obligations from tax, you will receive tax information each year showing how High Income Municipal Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt allocated their investments by state.

When you sign your account application, you will be asked to certify that your social security or taxpayer identification number is correct and that you are not subject to 31% backup withholding for failing to report income to the IRS. If you violate IRS regulations, the IRS can require a Fund to withhold 31% of your taxable distributions and redemptions.

FEES

20. MANAGEMENT AND OTHER SERVICES. For managing its investments and business affairs, each Fund pays a monthly fee to FMR.

Each Fund (with the exception of Equity Portfolio Income, see below) pays a monthly fee to FMR based on a basic fee rate, which is the sum of two components:

1. A group fee rate based on the monthly average net assets of all of the mutual funds advised by FMR. This rate for Equity Funds cannot rise above .52% and it drops (to as low as a marginal rate of .31%\*) as total assets in all of these funds rise. The effective Equity Fund group fee rate for September 1993, October 1993 and November 1993 was .3262%, .3254% and .3250%, respectively. The group fee rate for Fixed-Income Funds cannot rise above .37% and it drops (to as low as a marginal rate of .15%\*) as total assets in all of these funds rise. The effective Fixed-Income group fee rate for October 1993 and November 1993 was .1631% and .1627%, respectively.
2. An individual fund fee rate, which varies for each Fund.

\* FMR VOLUNTARILY AGREED TO ADOPT REVISED GROUP FEE RATE SCHEDULES WHICH PROVIDE FOR A MARGINAL RATE AS LOW AS .285% (EQUITY FUNDS) AND .1325% (FIXED-INCOME FUNDS) WHEN AVERAGE GROUP NET ASSETS EXCEED \$336 BILLION. A NEW MANAGEMENT CONTRACT WITH A REVISED GROUP FEE RATE SCHEDULE WILL BE PRESENTED FOR APPROVAL AT EACH FUND'S NEXT SHAREHOLDER MEETING.

One-twelfth of the annual management fee rate is applied to each Fund's net assets averaged over the most recent month, giving a dollar amount which is the management fee for that month.

Equity Portfolio Income pays FMR a monthly management fee at an annual rate of .50% of its average net assets.

The following are the individual fund fee rates and total management fees for each Fund's most recent fiscal year end.

TOTAL  
MANAGEMENT FEE  
INDIVIDUAL (AS A PERCENT OF AVERAGE  
FUND FEE RATE NET ASSETS)  
(AS A PERCENTAGE OF BEFORE REIMBURSEMENTS,  
AVERAGE NET ASSETS) IF ANY

EQUITY FUNDS:

Overseas	0.45%	0.77% (dagger)
Equity Portfolio Growth	0.33%	0.66%
Growth Opportunities	0.30%	0.68%
Global Resources	0.45%	0.77% (dagger)
Strategic Opportunities	0.30%	0.54%
Equity Portfolio Income	.NA	0.50%
Income & Growth	0.20%	0.53%

FIXED-INCOME FUNDS:

Emerging Markets Income*	0.55%	0.71%
High Yield	0.45%	0.51%
Limited Term Bond	0.25%	0.42%
Government Investment	0.30%	0.46%
Short Fixed-Income	0.30%	0.47%

MUNICIPAL/TAX-EXEMPT FUNDS:

High Income Municipal Fund	0.25%	0.42%
Limited Term Tax-Exempt Fund	0.25%	0.42%
Short-Intermediate Tax-Free*	0.25%	0.41%

(dagger) TOTAL MANAGEMENT FEES ARE HIGHER THAN THOSE CHARGED BY MOST MUTUAL FUNDS, BUT NOT NECESSARILY HIGHER THAN THOSE OF A TYPICAL INTERNATIONAL FUND, DUE TO THE GREATER COMPLEXITY, EXPENSE AND COMMITMENT OF RESOURCES INVOLVED IN INTERNATIONAL INVESTING.

\* PROJECTIONS FOR FIRST YEAR OF OPERATIONS.

In addition to the basic fee, the management fees for Overseas, Growth Opportunities, and Strategic Opportunities vary based on performance. The performance adjustment is added to or subtracted from the basic fee and is calculated monthly. It is based on a comparison of each Fund's performance to that of an index, over the most recent 36-month period. The difference is converted into a dollar amount that is added to or subtracted from the basic fee. This adjustment rewards FMR when the Fund outperforms the index and reduces FMR's fee when the Fund underperforms the index. The maximum annualized performance index adjustment rate for each Fund is +/- .20%. Overseas compares itself to the Morgan Stanley Capital International Europe, Australia, Far East Index. (Prior to December 1, 1992, Overseas

Fund's performance adjustment was based on a comparison with the Morgan Stanley Capital International Europe Index.) Growth Opportunities and Strategic Opportunities compare themselves to the S&P 500. See "The Trusts and the Fidelity Organization" for information regarding performance calculations for Strategic Opportunities.

FMR may, from time to time, agree to reimburse a Fund for expenses (excluding interest, taxes, brokerage commissions, and extraordinary expenses) above a specified percentage of average net assets. FMR retains the ability to be repaid by a Fund for these expense reimbursements in the amount that expenses fall below the limit prior to the end of the fiscal year. Fee reimbursements by FMR will increase a Fund's yield and total return, and repayment by a Fund will lower its yield and total return. FMR has voluntarily agreed to reimburse expenses of the Class A shares of Emerging Markets Income, Government Investment and Limited Term Tax-Exempt to the extent that total expenses exceed 1.50%, 0.0%, and 0.90%, respectively, of average net assets of Class A shares.

FMR has entered into sub-advisory agreements on behalf of certain Funds. Sub-advisors provide research and investment advice and research services with respect to companies based outside the United States and FMR may grant sub-advisers investment management authority as well as the authority to buy and sell securities if FMR believes it would be beneficial to a Fund.

Overseas, Equity Portfolio Growth, Strategic Opportunities, Equity Portfolio Income, Emerging Markets Income, High Yield and Limited Term Bond each have entered into sub-advisory agreements with Fidelity Management & Research (U.K.) Inc. (FMR U.K.) and Fidelity Management & Research (Far East) Inc. (FMR Far East). FMR U.K. focuses primarily on companies based in Europe, and FMR Far East focuses primarily on companies based in Asia and the Pacific Basin. Under the sub-advisory agreements, FMR, and not the Fund, may pay FMR U.K. and FMR Far East fees equal to 110% and 105%, respectively, of each sub-advisor's costs incurred in connection with its sub-advisory agreement.

In addition, Overseas and Emerging Markets Income each have entered into a sub-advisory agreement with Fidelity International Investment Advisors (FIIA). FIIA, in turn, has entered into a sub-advisory agreement with its wholly owned subsidiary Fidelity International Investment Advisors (U.K.) Limited (FIIAL U.K.). Currently, FIIAL U.K. focuses on companies other than the U.S., including countries in Europe, Asia, and the Pacific Basin. Under the sub-advisory agreement, FMR pays FIIA 30% of its monthly management fee with respect to the average market value of investments held by the Fund for which FIIA has provided FMR with investment advice. FIIA, in turn, pays FIIAL U.K. a fee equal to 110% of FIIAL U.K.'s costs incurred in connection with providing investment advice and research services.

The Transfer Agent has delegated certain transfer, dividend paying and shareholder services to Fidelity Investments Institutional Operations Company (FIIOC), 82 Devonshire Street, Boston, Massachusetts 02109, an affiliate of FMR. The Transfer Agent reallows to FIIOC a portion of its fee for accounts for which FIIOC provides limited services, or its full fee for accounts that FIIOC maintains on its behalf.

The Funds pay transfer agent fees based on the type, size and number of accounts in a Fund and the number of monetary transactions made by shareholders.

The fees for pricing and bookkeeping services are based on a Fund's average net assets, but must fall within a range of \$45,000 to \$750,000 per year. Fidelity Service Co. (Service), 82 Devonshire Street, Boston, Massachusetts 02109, an affiliate of FMR, calculates each Fund's daily share price, and maintains its general accounting records (with the exception of High Income Municipal and Limited Term Tax-Exempt, see below). For those Funds which can engage in securities lending, Service also administers its securities lending program. For the most recent fiscal year ended, each Fund's fees for pricing and bookkeeping services (including related out-of-pocket expenses) amounted to: \$57,711 (Overseas); \$234,813 (Equity Portfolio Growth); \$513,950 (Growth Opportunities); \$45,425 (Global Resources); \$145,494 (Strategic Opportunities); \$113,026 (Equity Portfolio Income); \$410,561 (Income & Growth); \$121,204 (High Yield); \$81,106 (Limited Term Bond); \$46,457 (Government Investment); and \$143,813 (Short Fixed-Income).

For High Income Municipal, Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt, United Missouri Bank, N.A. (United Missouri), 1010 Grand Avenue, Kansas City, Missouri 64106, acts as the custodian, transfer agent and pricing and bookkeeping agent. United Missouri has a sub-arrangement with the Transfer Agent for transfer agent services and a sub-arrangement with Service for pricing and bookkeeping services. For the most recent fiscal year ended, fees paid to Service (including related out-of-pocket expenses) amounted to \$157,559 (High Income Municipal) and \$45,724 (Limited Term Tax-Exempt). All of the fees are paid to the Transfer Agent and Service by United Missouri, which is reimbursed by the Funds for such payments.

The Funds' operating expenses include custodial, legal and accounting fees, charges to register a Trust or Fund with federal and state regulatory authorities and other miscellaneous expenses. Each Fund's total operating expenses for Class A shares after reimbursement, if any, as a percent of average net assets, including the 12b-1 fee (see below), for the

most recent fiscal year ended were as follows: 2.38% (Overseas); 1.84% (Equity Portfolio Growth); 1.64% (Growth Opportunities); 2.62% (Global Resources); 1.57% (Strategic Opportunities); 1.77% (Equity Portfolio Income); 1.51% (Income & Growth); 1.11% (High Yield); 1.23% (Limited Term Bond); .68% (Government Investment); .95% (Short Fixed-Income); .92% (High Income Municipal); .90% (Limited Term Tax-Exempt). If FMR had not reimbursed certain Funds, total operating expenses for Class A shares for the most recent fiscal year ended would have been as follows: 1.32% (Government Investment) and 1.36% (Limited Term Tax-Exempt).

21. DISTRIBUTION AND SERVICE PLANS. The Board of Trustees of each Trust has adopted a Distribution and Service Plan (the Plans) on behalf of Class A shares, pursuant to Rule 12b-1 under the 1940 Act (the Rule). The Rule provides in substance that a mutual fund may not engage directly or indirectly in financing any activity that is intended primarily to result in the sale of shares of a fund except pursuant to a plan adopted by the fund under the Rule. The Boards of Trustees have adopted the Plans to allow Class A shares and FMR to incur certain expenses that might be considered to constitute direct or indirect payment by a Fund of distribution expenses.

Under each Plan, Class A shares are authorized to pay Distributors a monthly distribution fee as compensation for its services and expenses in connection with the distribution of Class A shares of the Fund.

Each Fund pay Distributors a distribution fee at an annual rate of average net assets of Class A shares of the Fund determined as of the close of business on each day throughout the month. The Board of Trustees for certain Funds has approved a distribution fee that is less than the maximum allowed. The distribution fee may be increased only when, in the opinion of the Trustees, it is in the best interests of the Class A shareholders to do so. This distribution fee is paid by the Class A shares of each Fund, not by individual accounts. The Class A shares of Overseas, Growth Opportunities, Global Resources, Strategic Opportunities, and Income & Growth each pay .65%. The Class A shares of Equity Portfolio Growth and Equity Portfolio Income each pay .65% (the Board can approve a maximum rate of .75%). The Class A shares of Emerging Markets Income, High Yield, Limited Term Bond, Government Investment, High Income Municipal and Limited Term Tax-Exempt each pay .25% (the Board can approve a maximum rate of .40%). The Class A shares of Short Fixed-Income and Short-Intermediate Tax-Exempt pay .15%.

All or a portion of the distribution fee may be paid by Distributors to investment professionals as compensation for selling Class A shares of the Funds. The distribution fee is a Class expense. Such expenses will reduce the net investment income and total return of Class A shares.

The Plan also provides that, through Distributors, FMR may make payments from its management fee or other resources to investment professionals in connection with the distribution of Class A shares. Investment professionals will be compensated with a fee of .25% if the assets on which the .25% is paid remain in Class A shares of the Fidelity Advisor Funds for one uninterrupted year or the investment professional will be required to refund this fee to Distributors. The fee will not be paid on purchases through a bank or bank-affiliated broker-dealers that qualify for a Sales Charge Waiver described on page 12. FMR may terminate the program at any time.

Fees paid pursuant to each Fund's Class A Distribution and Service Plan will be limited by the restrictions imposed by the NASD rule which subjects asset based sales charges to a maximum.

Distributors may pay all or a portion of the applicable sales charge and distribution fee to investment professionals who sell Class A shares of the Funds. Investment professionals who provide enhanced inquiry, order entry and sales facilities in connection with transactions in Class A shares by their clients may receive an administrative fee up to the maximum applicable sales charge described in "Sales Charges and Investment Professional Concessions," on page . In addition, Distributors will, at its expense, provide promotional incentives such as sales contests and trips to investment professionals who support the sale of Class A shares of the Funds. In some instances, these incentives will be offered only to certain types of investment professionals, such as bank-affiliated or non-bank affiliated broker-dealers, or to investment professionals whose representatives provide services in connection with the sale or expected sale of significant amounts of Class A shares.

The Glass-Steagall Act generally prohibits federally and state chartered or supervised banks from engaging in the business of underwriting, selling or distributing securities. Although the scope of this prohibition under the Glass-Steagall Act has not been fully defined, in Distributors' opinion it should not prohibit banks from being paid for shareholder servicing and recordkeeping. If, because of changes in law or regulation, or because of new interpretations of existing law, a bank or a Fund were prevented from continuing these arrangements, it is expected that the Board would make other arrangements for these services and that shareholders would not suffer adverse financial consequences. In addition, state securities laws on this issue may differ from the interpretations of federal law expressed herein, and banks and other financial institutions may be required to register as dealers pursuant to state law.

VALUATION

A Fund's Class A shares are valued at NAV. NAV is determined for Class A shares of each Fund by adding the value of all security holdings and other assets of the Fund, deducting liabilities allocated to Class A (when appropriate), and then dividing the result by the proportional number of Class A shares of the Fund outstanding. NAV normally is calculated as of the close of business of the NYSE (normally 4:00 p.m. Eastern time). The Funds are open for business and NAV is calculated each day the NYSE is open for trading. Fund securities and other assets are valued primarily on the basis of market quotations furnished by pricing services, or if quotations are not available, by a method that the Board of Trustees believes accurately reflects fair value. Foreign securities are valued based on quotations from the primary market in which they are traded and are converted from the local currency into U.S. dollars using current exchange rates.

#### PERFORMANCE

Class A's performance may be quoted in advertising in terms of total return. All performance information is historical and is not intended to indicate future performance. Share price and total return fluctuate in response to market conditions and other factors, and the value of a Fund's shares when sold may be worth more or less than their original cost. Excluding a sales charge from a performance calculation produces a higher total return figure. TOTAL RETURN is the change in value of an investment in a Fund over a given period, assuming reinvestment of any dividends and capital gains. A CUMULATIVE TOTAL RETURN reflects actual performance over a stated period of time. An AVERAGE ANNUAL TOTAL RETURN is a hypothetical rate of return that, if achieved annually, would have produced the same cumulative total return if performance had been constant over the entire period. Average annual total returns smooth out variations in performance; they are not the same as actual year-by-year results. When an average annual return covers a period of less than one year, the calculation assumes that performance will remain constant for the rest of the year. Since this may or may not occur, the average annual returns should be viewed as a hypothetical rather than actual performance figure. Average annual and cumulative total returns usually will include the effect of paying a Fund's maximum sales charge.

The Funds also may quote performance in terms of yield. YIELD refers to the income generated by an investment in a Fund over a given period of time, expressed as an annual percentage rate. Yields are calculated according to a standard that is required for all stock and bond funds. High Income Municipal Limited Term Tax-Exempt and Short-Intermediate Tax-Exempt may quote a TAX-EQUIVALENT YIELD, which shows the taxable yield an investor would have to earn after taxes to equal the Fund's tax-free yield. A tax-equivalent yield is calculated by dividing a Fund's yield by the result of one minus a stated federal or state tax rate. Because yield calculations differ from other accounting methods, the quoted yield may not equal the income actually paid to shareholders. This difference may be significant for funds whose investments are denominated in foreign currencies. In calculating yield, the Funds may from time to time use a security's coupon rate instead of its yield to maturity in order to reflect the risk premium on that security. This practice will have the effect of reducing a Fund's yield.

For additional performance information, please contact your investment professional or Distributors for a free Annual Report and SAI.

#### PORTFOLIO TRANSACTIONS

FMR uses various brokerage firms to carry out each Fund's equity security transactions. Fixed-income securities are generally traded in the over-the-counter market through broker-dealers. A broker-dealer is a securities firm or bank which makes a market for securities by offering to buy at one price and sell at a slightly higher price. The difference is known as a spread. Foreign securities are normally traded in foreign countries since the best available market for foreign securities is often on foreign markets. In transactions on foreign stock exchanges, brokers' commissions are generally fixed and are often higher than in the U.S., where commissions are negotiated. Since FMR, directly or through affiliated sub-advisers, places a large number of transactions, including those of Fidelity's other funds, the Funds pay lower commissions than those paid by individual investors, and broker-dealers are willing to work with the Funds on a more favorable spread.

The Funds have authorized FMR to allocate transactions to some broker-dealers who help distribute the Fund's shares or the shares of Fidelity's other funds to the extent permitted by law, and on an agency basis to Fidelity Brokerage Services, Inc. (FBSI) and Fidelity Brokerage Services Ltd. (FBSL), affiliates of FMR. FMR will make such allocations if commissions are comparable to those charged by non-affiliated qualified broker-dealers for similar services.

FMR may also allocate brokerage transactions to a Fund's custodian, acting as a broker-dealer, or other broker-dealers, so long as transaction quality and commission rates are comparable to those of other broker-dealers, where the broker-dealer will allocate a portion of the commissions paid toward payment of a Fund's expenses. These expenses currently include transfer agent fees and custodian fees.

Higher commissions may be paid to those firms that provide research, valuation and other services to the extent permitted by law. FMR also is authorized to allocate brokerage transactions to FBSI in order to secure from FBSI research services produced by third party, independent entities.

FMR may use this research information in managing each Fund's assets, as well as assets of other clients.

When consistent with its investment objective, each Fixed-Income fund may engage in short-term trading. Also, a security may be sold and another of comparable quality simultaneously purchased to take advantage of what FMR believes to be a temporary disparity in the normal yield relationship of the two securities.

The frequency of portfolio transactions - the turnover rate - will vary from year to year depending on market conditions. Each Fund's turnover rate for the most recent fiscal year ended was: 42% (Overseas); 160% (Equity Portfolio Growth); 69% (Growth Opportunities); 208% (Global Resources); 183% (Strategic Opportunities); 120% (Equity Portfolio Income); 200% (Income & Growth); 79% (High Yield); 59% (Limited Term Bond); 333% (Government Investment); 58% (Short Fixed Income); 27% (High Income Municipal); and 46% (Limited Term Tax-Exempt). Because a high turnover rate increases transaction costs and may increase taxable capital gains, FMR carefully weighs the anticipated benefits of short-term investing against these consequences.

#### THE TRUSTS AND THE FIDELITY ORGANIZATION

Each Trust is an open-end diversified management investment company. Each Trust was established by a separate Declaration of Trust as a Massachusetts business trust on each date as follows: June 24, 1983, Fidelity Advisor Series I; April 24, 1986, Fidelity Advisor Series II; May 17, 1982, Fidelity Advisor Series III; May 6, 1983, Fidelity Advisor Series IV; April 24, 1986, Fidelity Advisor Series V; June 1, 1983, Fidelity Advisor Series VI; March 21, 1980, Fidelity Advisor Series VII; and September 23, 1983, Fidelity Advisor Series VIII. Each Trust has its own Board of Trustees that supervises Fund activities and reviews the Fund's contractual arrangements with companies that provide the Funds with services. As Massachusetts business trusts, the Trusts are not required to hold annual shareholder meetings, although special meetings may be called for a class of shares, a Fund or the Trust as a whole for purposes such as electing or removing Trustees, changing fundamental investment policies or limitations or approving a management contract or plan of distribution. As a shareholder, you receive one vote for each share and fractional votes for fractional shares of the Fund you own. For shareholders of Equity Portfolio Income the number of votes to which you are entitled is based on the dollar value of your investment. Separate votes are taken by each class of shares, or each Fund if a matter affects just that class of shares or Fund, respectively. There is a remote possibility that one Fund might become liable for any misstatement in the Prospectus about another Fund. Each class of shares is offered through a separate prospectus.

**INSTITUTIONAL SHARES CLASS.** Fidelity Advisor Equity Portfolio Growth, Fidelity Advisor Equity Portfolio Income, Fidelity Advisor Limited Term Bond Fund and Fidelity Advisor Limited Term Tax-Exempt Fund each offer its shares to two groups of investors: institutional investors and retail investors. Shares offered to institutional investors (Institutional Shares) are offered continuously at NAV to (i) banks and trust institutions investing for their own accounts or for accounts of their trust customers, (ii) plan sponsors meeting the ERISA definition of fiduciary, (iii) government entities or authorities and (iv) corporations with at least \$100 million in annual revenues. The initial and subsequent investment minimums for Institutional Shares are \$100,000 and \$2,500, respectively. The minimum account balance is \$40,000. Institutional Shares may be exchanged for Institutional shares of other Fidelity Advisor Funds. Transfer agent and shareholder services are performed by FIIOC. For the fiscal year ended November 30, 1993, total operating expenses as a percent of average net assets were: .94% for Fidelity Advisor Institutional Equity Portfolio Growth, .79% for Fidelity Advisor Institutional Equity Portfolio Income, .64% for Fidelity Advisor Limited Term Bond and .65% for Fidelity Advisor Institutional Limited Term Tax-Exempt. Because the Institutional Shares have lower total expenses, they will generally have a higher yield and total return than the shares sold to retail investors. The Institutional shares have a Distribution and Service Plan that does not provide for payment of a separate distribution fee; rather the Plan recognizes that FMR may use its management fee and other resources to pay expenses for distribution-related activities and may make payments to investment professionals that provide shareholder support services or sell shares. Investment professionals currently do not receive compensation in connection with distribution and/or shareholder servicing of Institutional Shares.

**CLASS B.** Fidelity Advisor High Income Municipal Fund, Fidelity Advisor High Yield Fund, Fidelity Advisor Government Investment Fund, Fidelity Advisor Emerging Markets Income Fund, Fidelity Advisor Equity Portfolio Income, Fidelity Advisor Limited Term Bond Fund, and Fidelity Advisor Limited Term Tax-Exempt Fund each offer a class of shares to retail investors who engage an investment professional for investment advice with a contingent deferred sales charge ("Class B" shares). Class B shares are subject to a .75% annual distribution fee, a 25% annual service fee and a contingent deferred sales charge upon redemption within five years of purchase, which decreases from a maximum of 4% to 0%. At the end of a six year period, Class B shares automatically convert to Class A shares. The initial and subsequent investment minimums for Class B are identical to those for Class A. Class B shares of a Fidelity Advisor Fund may be exchanged only for Class B shares of other Fidelity Advisor Funds, as well

as for Class B shares of Daily Money Fund: U.S. Treasury Portfolio. Transfer agent and shareholder services for Class B shares of Fidelity Advisor Equity Portfolio Income Fund, Fidelity Advisor Emerging Markets Income Fund, Fidelity Advisor High Yield Fund, Fidelity Advisor Limited Term Bond Fund and Fidelity Advisor Government Investment Fund are performed by FIIOC and through a sub-contract arrangement with United Missouri for Class B shares of Fidelity Advisor High Income Municipal Fund and Fidelity Advisor Limited Term Tax-Exempt Fund. For the current fiscal year, total operating expenses for Class B shares are estimated to be as follows: 1.67% for Fidelity Advisor High Income Municipal Fund; 1.86% for Fidelity Advisor High Yield Fund; 1.70% for Fidelity Advisor Government Investment Fund; 2.25% for Fidelity Advisor Emerging Markets Income Fund; 2.12% for Fidelity Advisor Equity Portfolio Income; 1.92% for Fidelity Advisor Strategic Opportunities Fund; 1.98% for Fidelity Advisor Limited Term Bond Fund; and 1.65% for Fidelity Advisor Limited Term Tax-Exempt Fund. Class B shares of a Fund will generally have a lower yield and total return than Class A shares of the same Fund, due to higher expenses in general. Investment professionals may receive different levels of compensation with respect to one particular class of shares over another class of shares in the Funds.

Strategic Opportunities is comprised of two groups of shares, Fidelity Strategic Opportunities Fund ("Initial Shares") and Fidelity Advisor Strategic Opportunities Fund ("Advisor Shares") (formerly Special Situations: Initial Class and Advisor Class). Investment performance will be measured separately for Initial Shares and Advisor Shares, and the lesser of the two results obtained will be used in calculating the performance adjustment to the management fee paid by Strategic Opportunities. Advisor Shares are comprised of two classes: Class A shares and Class B shares. Class A shares are offered through this prospectus. Class B shares are described above and offered through a separate prospectus.

Fidelity Investments is one of the largest investment management organizations in the U.S. and has its principal business address at 82 Devonshire Street, Boston, MA 02109. It includes a number of different companies that provide a variety of financial services and products. The Trusts employ various Fidelity companies to perform certain activities required to operate the Funds.

Fidelity Management & Research Company is the original Fidelity company founded in 1946. It provides a number of mutual funds and other clients with investment research and portfolio management services. It maintains a large staff of experienced investment personnel and a full complement of related support facilities. As of December 31, 1993, FMR advised funds having approximately 15 million shareholder accounts with a total value of more than \$225 billion. Fidelity Distributors Corp. distributes shares for the Fidelity funds.

FMR Corp. is the parent company for the Fidelity companies. Through ownership of voting common stock, Edward C. Johnson 3d (President and a Trustee of the Trust), Johnson family members, and various trusts for the benefit of Johnson family members form a controlling group with respect to FMR Corp.

Peter J. Allegrini is manager of Advisor High Income Municipal, which he has managed since February 1992. Mr. Allegrini also manages Spartan Connecticut Municipal High Yield, Michigan Tax-Free High Yield and Ohio Tax-Free High Yield. Mr. Allegrini joined Fidelity in 1982.

Robert K. Citrone is manager of Advisor Emerging Market Income. He also manages Fidelity New Markets Income Fund, which he has managed since May 1993 and serves as strategist for Fidelity's emerging market fixed-income investments. Mr. Citrone joined Fidelity in 1990.

Bettina E. Doulton has been manager of Advisor Equity Portfolio Income since August 1993, and VIP Equity-Income since July 1993. Previously, she managed Select Automotive Portfolio and assisted on Equity-Income Portfolio and Magellan (Registered trademark). Ms. Doulton also served as an analyst following the domestic and European automotive and tire manufacturing industry as well as the gaming and lodging industry. She joined Fidelity in 1985.

Margaret L. Eagle is vice president and manager of Advisor High Yield, which she has managed since it began in January 1987. Ms. Eagle also manages several pension fund accounts. Previously, she managed Spartan High Income, and High Income (now Capital & Income). She also managed the bond portion of Puritan (Registered trademark). Ms. Eagle joined Fidelity in 1980.

Daniel R. Frank is vice president and manager of Advisor Strategic Opportunities which he has managed since December 1983. Previously, he was an assistant to Peter Lynch on Magellan. Mr. Frank joined Fidelity in 1979.

Michael S. Gray is vice president and manager of Advisor Limited Term Bond which he has managed since August 1987. Mr. Gray also manages Investment Grade Bond, Spartan Investment Grade Bond, and Intermediate Bond. Mr. Gray joined Fidelity in 1982.

Robert E. Haber is vice president and manager of Advisor Income & Growth, which he has managed since January 1987. Mr. Haber also manages Balanced and co-manages Global Balanced. Previously, he managed Convertible Securities. Mr. Haber joined Fidelity in 1985.

John (Jack) F. Haley Jr. is vice president and manager of Advisor Limited Term Tax-Exempt, which he has managed since 1985. Mr. Haley also manages California Tax-Free Insured, California Tax-Free High Yield, and Spartan

California Municipal High Yield. Mr. Haley joined Fidelity in 1981. John R. Hickling is manager of Advisor Overseas, which he has managed since February 1993. Mr. Hickling also manages Japan, Overseas, VIP: Overseas and International Growth & Income. Previously he managed Emerging Markets, Europe and Pacific Basin. Mr. Hickling joined Fidelity in 1982. Curtis Hollingsworth is vice president and manager of Advisor Government Investment, which he has managed since January 1992. Mr. Hollingsworth also manages Short-Intermediate Government, Government Securities, Institutional Short-Intermediate Government, Spartan Limited Maturity Government Bond, Spartan Long-Term Government Bond and Spartan Short-Intermediate Government. He joined Fidelity in 1983. Malcolm W. MacNaught is vice president and manager of Advisor Global Resources, which he has managed since November 1988. Mr. MacNaught also manages Select Precious Metals and Minerals and Select American Gold. Mr. MacNaught joined Fidelity in 1968.

David Murphy is manager of Advisor Short-Intermediate Tax-Exempt Fund. He also manages Limited Term Municipals, New York Tax-Free Insured, Spartan Intermediate Municipal and Spartan New Jersey Municipal High Yield. Before joining Fidelity in 1989, he managed municipal bond funds at Scudder, Stevens & Clark.

Robert E. Stansky is vice president and manager of Advisor Equity Portfolio Growth, which he has managed since April 1987. Mr. Stansky also manages Growth Company. Previously, he managed Emerging Growth and Select Defense and Aerospace. Mr. Stansky joined Fidelity in 1983.

Donald G. Taylor is vice president and manager of Advisor Short Fixed-Income, which he has managed since September 1989. Mr. Taylor also manages Short-Term Bond, Spartan Short-Term Bond, and VIP II: Investment Grade Bond. In addition, he manages Income Plus for Fidelity International and serves as an assistant on Asset Manager: Income. Previously, he managed Corporate Trust, Qualified Dividend, VIP: Zero Coupon Bond and Utilities Income. Mr. Taylor joined Fidelity in 1986.

George A. Vanderheiden is vice president and manager of Advisor Growth Opportunities, which he has managed since November 1987. Mr. Vanderheiden also manages Destiny I and Destiny II. He is a managing director of FMR Corp., Leader of the Growth Group, and joined Fidelity in 1971.

#### APPENDIX

The following paragraphs provide a brief description of securities in which the Funds may invest and transactions they may make. Consistent with its investment objective and policies, each Fund may invest in or engage in one or more of the following securities transactions. However, the Funds are not limited by this discussion and may purchase or engage in one or more of the following securities or transactions.

**DELAYED-DELIVERY TRANSACTIONS.** Securities may be bought and sold on a when-issued or delayed-delivery basis, with payment and delivery taking place at a future date. The market value of securities purchased in this way may change before the delivery date which could increase fluctuations in a Fund's yield. Ordinarily, a Fund will not earn interest on securities purchased until they are delivered.

**FOREIGN INVESTMENTS** involve additional risks. Foreign securities and securities denominated in or indexed to foreign currencies may be affected by the strength of foreign currencies relative to the U.S. dollar, or by political or economic developments in foreign countries. Foreign companies may not be subject to accounting standards or governmental supervision comparable to U.S. companies, and there may be less public information about their operations. In addition, foreign markets may be less liquid or more volatile than U.S. markets, and may offer less protection to investors such as a Fund. These risks are typically greater for investments in less developed countries whose governments and financial markets may be more susceptible to adverse political and economic developments. FMR considers these factors in making investments for the Funds.

A Fund may enter into currency exchange contracts (agreements to exchange one currency for another at a future date) to manage currency risks and to facilitate transactions in foreign securities. Although currency forward contracts can be used to protect the Fund from adverse exchange rate changes, they involve a risk of loss if FMR fails to predict foreign currency values correctly.

**ILLIQUID INVESTMENTS.** Under the supervision of the Board of Trustees, FMR determines the liquidity of each Fund's investments. The absence of a trading market can make it difficult to ascertain a market value for illiquid investments. Disposing of illiquid investments may involve time-consuming negotiation and legal expenses, and it may be difficult or impossible for a Fund to sell them promptly at an acceptable price.

**INDEXED SECURITIES.** Indexed securities values are linked to currencies, interest rates, commodities, indices, or other financial indicators. Most indexed securities are short to intermediate term fixed-income securities whose values at maturity or interest rates rise or fall according to the change in one or more specified underlying instruments. Indexed securities may be positively or negatively indexed (i.e., their value may increase or decrease if the underlying instrument appreciates), and may have return characteristics similar to direct investments in the underlying instrument or to one or more options on the underlying instrument. Indexed securities may be more volatile than the underlying instrument itself.

**INTERFUND BORROWING PROGRAM.** Interfund loans and borrowings normally will extend overnight, but can have a maximum duration of seven days. A Fund will lend through the program only when the returns are higher than those

available at the same time from other short-term instruments (such as repurchase agreements), and will borrow through the program only when the costs are equal to or lower than the cost of bank loans. Each Fund will not lend more than 5% (Equity Funds) or 7.5% (Fixed-Income Funds) of its assets to other funds, and will not borrow through the program if, after doing so, total outstanding borrowings would exceed 15% of total assets. Loans may be called on one day's notice, and a Fund may have to borrow from a bank at a higher interest rate if an interfund loan is called or not renewed. Any delay in repayment to a lending fund could result in a lost investment opportunity or additional borrowing costs.

LOANS AND OTHER DIRECT DEBT INSTRUMENTS are interests in amounts owed by a corporate, governmental or other borrower to another party. They may represent amounts owed to lenders or lending syndicates (loans and loan participations), to suppliers of goods or services (trade claims or other receivables), or to other parties. Direct debt instruments involve the risk of loss in case of default or insolvency of the borrower and may offer less legal protection to a Fund in the event of fraud or misrepresentation. In addition, loan participations involve a risk of insolvency of the lending bank or other financial intermediary. Direct debt instruments may also include standby financing commitments that obligate a Fund to supply additional cash to the borrower on demand.

LOWER-QUALITY DEBT SECURITIES are those rated Ba or lower by Moody's or BB or lower by S&P that have poor protection against default in the payment of principal and interest or may be in default. These securities are often considered to be speculative and involve greater risk of loss or price changes due to changes in the issuer's capacity to pay. The market prices of lower-rated debt securities may fluctuate more than those of higher-rated debt securities, and may decline significantly in periods of general economic difficulty, which may follow periods of rising interest rates. See "Debt Obligations" on page .

SOVEREIGN DEBT OBLIGATIONS are debt instruments issued or guaranteed by foreign governments or their agencies, including debt of Latin American nations or other developing countries. Sovereign debt may be in the form of conventional securities or other types of debt instruments such as loans or loan participations. Sovereign debt of developing countries may involve a high degree of risk, and may be in default or present the risk of default. Governmental entities responsible for repayment of the debt may be unable or unwilling to repay principal and interest when due, and may require renegotiation or rescheduling of debt payments. In addition, prospects for repayment of principal and interest may depend on political as well as economic factors.

MORTGAGE-BACKED SECURITIES are issued by government entities and non-government entities such as banks, mortgage lenders, or other financial institutions.

A mortgage-backed security may be an obligation of the issuer backed by a mortgage or pool of mortgages or a direct interest in an underlying pool of mortgages. Some mortgage-backed securities, such as collateralized mortgage obligations (CMOs), make payments of both principal and interest at a variety of intervals; others make semiannual interest payments at a predetermined rate and repay principal at maturity (like a typical bond). Mortgage-backed securities are based on different types of mortgages including those on commercial real estate or residential properties. Other types of mortgage-backed securities will likely be developed in the future, and a Fund may invest in them if FMR determines they are consistent with a Fund's investment objective and policies.

The value of mortgage-backed securities may change due to shifts in the market's perception of issuers. In addition, regulatory or tax changes may adversely affect the mortgage securities market as a whole. Non-government mortgage-backed securities may offer higher yields than those issued by government entities, but also may be subject to greater price changes than government issues. Mortgage-backed securities are subject to prepayment risk. Prepayment, which occurs when unscheduled or early payments are made on the underlying mortgages, may shorten the effective maturities of these securities and may lower their total returns.

STRIPPED MORTGAGE-BACKED SECURITIES are created when a U.S. government agency or a financial institution separates the interest and principal components of a mortgage-backed security and sells them as individual securities. The holder of the "principal-only" security (PO) receives the principal payments made by the underlying mortgage-backed security, while the holder of the "interest-only" security (IO) receives interest payments from the same underlying security. The prices of stripped mortgage-backed securities may be particularly affected by changes in interest rates. As interest rates fall, prepayment rates tend to increase, which tends to reduce prices of IOs and increase prices of POs. Rising interest rates can have the opposite effect.

ASSET-BACKED SECURITIES represent interests in pools of consumer loans (generally unrelated to mortgage loans) and most often are structured as pass-through securities. Interest and principal payments ultimately depend on payment of the underlying loans by individuals, although the securities may be supported by letters of credit or other credit enhancements. The value of asset-backed securities may also depend on the creditworthiness of the servicing agent for the loan pool, the originator of the loans, or the financial institution providing the credit enhancement.

A Fund may purchase units of beneficial interest in pools of purchase contracts, financing leases, and sales agreements entered into by

municipalities. These municipal obligations may be created when a municipality enters into an installment purchase contract or lease with a vendor and may be secured by the assets purchased or leased by the municipality. However, except in very limited circumstances, there will be no recourse against the vendor if the municipality stops making payments. The market for tax-exempt asset-backed securities is still relatively new. These obligations are likely to involve unscheduled prepayments of principal.

OPTIONS AND FUTURES CONTRACTS are bought and sold to manage a Fund's exposure to changing interest rates, security prices, and currency exchange rates. Some options and futures strategies, including selling futures, buying puts, and writing calls, tend to hedge a Fund's investment against price fluctuations. Other strategies, including buying futures, writing puts, and buying calls, tend to increase market exposure. Options and futures may be combined with each other or with forward contracts in order to adjust the risk and return characteristics of the overall strategy. A Fund may invest in options and futures based on any type of security, index, or currency, including options and futures traded on foreign exchanges and options not traded on exchanges.

Options and futures can be volatile investments and involve certain risks. If FMR applies a hedge at an inappropriate time or judges market conditions incorrectly, options and futures strategies may lower a Fund's return. A Fund could also experience losses if the prices of its options and futures positions were poorly correlated with its other investments, or if it could not close out its positions because of an illiquid secondary market. Options and futures do not pay interest, but may produce taxable capital gains.

Each Fund will not hedge more than 25% of its total assets by selling futures, buying puts, and writing calls under normal conditions. In addition each Fund will not buy futures or write puts whose underlying value exceeds 25% of its total assets, and will not buy calls with a value exceeding 5% of its total assets.

REAL ESTATE BACKED SECURITIES. Real estate industry companies may include among others: real estate investment trusts; brokers or real estate developers; and companies with substantial real estate holdings, such as paper and lumber producers and hotel and entertainment companies. Companies engaged in the real estate industry may be subject to certain risks including: declines in the value of real estate, risks related to general and local conditions, overbuilding and increased competition, increases in property taxes and operating expenses, and variations in rental income.

REPURCHASE AGREEMENTS AND SECURITIES LOANS. In a repurchase agreement, a Fund buys a security at one price and simultaneously agrees to sell it back at a higher price. A Fund may also make securities loans to broker-dealers and institutional investors, including FBSI. In the event of the bankruptcy of the other party to either a repurchase agreement or a securities loan, a Fund could experience delays in recovering its cash or the securities it lent. To the extent that, in the meantime, the value of the securities purchased had decreased or the value of the securities lent had increased, a Fund could experience a loss. In all cases, FMR must find the creditworthiness of the other party to the transaction satisfactory.

RESTRICTED SECURITIES are securities which cannot be sold to the public without registration under the Securities Act of 1933. Unless registered for sale, these securities can only be sold in privately negotiated transactions or pursuant to an exemption from registration.

REVERSE REPURCHASE AGREEMENTS. In a reverse repurchase agreement, a Fund temporarily transfers possession of a portfolio instrument to another party, such as a bank or broker-dealer, in return for cash. At the same time, the Fund agrees to repurchase the instrument at an agreed-upon price and time. A Fund expects that it will engage in reverse repurchase agreements for temporary purposes such as to fund redemptions. Reverse repurchase agreements may increase the risk of fluctuation in the market value of a Fund's assets or in its yield.

SHORT SALES. If a Fund enters into short sales with respect to stocks underlying its convertible security holdings, the transaction may help to hedge against the effect of stock price declines, but may result in losses if a convertible security's price does not track the price of its underlying equity. Under normal conditions convertible securities hedged with short sales are not currently expected to exceed 15% of a Fund's total assets.

SWAP AGREEMENTS. As one way of managing its exposure to different types of investments, a Fund may enter into interest rate swaps, currency swaps, and other types of swap agreements such as caps, collars, and floors. In a typical interest rate swap, one party agrees to make regular payments equal to a floating interest rate times a "notional principal amount," in return for payments equal to a fixed rate times the same amount, for a specified period of time. If a swap agreement provides for payments in different currencies, the parties might agree to exchange the notional principal amount as well. Swaps may also depend on other prices or rates, such as the value of an index or mortgage prepayment rates.

In a typical cap or floor agreement, one party agrees to make payments only under specified circumstances, usually in return for payment of a fee by the other party. For example, the buyer of an interest rate cap obtains the right to receive payments to the extent that a specified interest rate exceeds an agreed-upon level, while the seller of an interest rate floor is obligated to make payments to the extent that a specified interest rate

falls below an agreed-upon level. An interest rate collar combines elements of buying a cap and selling a floor.

Swap agreements will tend to shift a Fund's investment exposure from one type of investment to another. For example, if a Fund agreed to exchange payments in dollars for payments in foreign currency, the swap agreement would tend to decrease the Fund's exposure to U.S. interest rates and increase its exposure to foreign currency and interest rates. Caps and floors have an effect similar to buying or writing options. Depending on how they are used, swap agreements may increase or decrease the overall volatility of a Fund's investments and its share price and yield. Swap agreements are sophisticated hedging instruments that typically involve a small investment of cash relative to the magnitude of risks assumed. As a result, swaps can be highly volatile and may have a considerable impact on a Fund's performance. Swap agreements are subject to risks related to the counterparty's ability to perform, and may decline in value if the counterparty's creditworthiness deteriorates. A Fund may also suffer losses if it is unable to terminate outstanding swap agreements or reduce its exposure through offsetting transactions.

VARIABLE OR FLOATING RATE OBLIGATIONS, including certain participation interests in municipal obligations, have interest rate adjustment formulas that help to stabilize their market values. Many variable and floating rate instruments also carry demand features that permit the fund to sell them at par value plus accrued interest on short notice.

WARRANTS entitle the holder to buy equity securities at a specific price for a specific period of time. Warrants tend to be more volatile than their underlying securities. Also, the value of the warrant does not necessarily change with the value of the underlying securities and a warrant ceases to have value if it is not exercised prior to the expiration date.

ZERO COUPON BONDS do not make interest payments; instead, they are sold at a deep discount from their face value and are redeemed at face value when they mature. Because zero coupon bonds do not pay current income, their prices can be very volatile when interest rates change. In calculating its daily dividend, a Fund takes into account as income a portion of the difference between a zero coupon bond's purchase price and its face value. A broker-dealer creates a DERIVATIVE ZERO by separating the interest and principal components of a U.S. Treasury security and selling them as two individual securities. CATS (Certificates of Accrual on Treasury Securities), TIGRs (Treasury Investment Growth Receipts), and TRs (Treasury Receipts) are examples of derivative zeros. Government Investment Fund has been advised that the staff of the Division of Investment Management of the SEC does not consider these instruments U.S. government securities as defined by the 1940 Act. Therefore, Government Investment Fund will not treat these obligations as U.S. government securities for purposes of the 65% portfolio composition test mentioned on page 21.

The Federal Reserve Bank creates STRIPS (Separate Trading of Registered Interest and Principal of Securities) by separating the interest and principal components of an outstanding U.S. Treasury bond and selling them as individual securities. Bonds issued by the Resolution Funding Corporation (REFCORP) and the Financing Corporation (FICO) can also be separated in this fashion. ORIGINAL ISSUE ZEROS are zero coupon securities originally issued by the U.S. government or a government agency.

DEBT OBLIGATIONS. The table below provides a summary of ratings assigned to debt holdings (not including money market instruments) in Funds which have the ability to invest over 5% in lower-rated debt securities. These figures are dollar-weighted averages of month-end portfolio holdings during the thirteen months ended September 30, 1993 (Strategic Opportunities), October 31, 1993 (Income & Growth, High Yield, Short Fixed-Income, and High Income Municipal,) and November 30, 1993 (and Equity Portfolio Income), presented as a percentage of total investments. These percentages are historical and are not necessarily indicative of the quality of current or future portfolio holdings, which may vary.

The dollar-weighted average of debt securities not rated by either Moody's or S&P amounted to 0% (Equity Portfolio Growth), .89% (Strategic Opportunities), .57% (Equity Portfolio Income), 6.72% (Income & Growth), 18.74% (High Yield), 5.85% (Short Fixed-Income), and 25.23% (High Income Municipal) of total investments. This may include securities rated by other nationally recognized rating organizations, as well as unrated securities. Unrated securities are not necessarily lower-quality securities.

As of October 31, 1993, Global Resources had no investments below Baa/BBB.  
MOODY'S RATING & PERCENTAGE OF INVESTMENTS

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
MOOD	EQUITY	STRATE	EQUITY	INCOME	EMERGING	HIGH	SHORT	HIGH
Y'S	PORTFOLI	GIC	PORTFOLIO	&	MARKETS	YIELD	FIXED-	INCOME
RATIN	O	OPPORT	INCOME	GROWTH	INCOME		INCOME	MUNICI
G	GROWTH	UNITIES						PAL

Aaa/A	--	15.99	1.02%	22.75%	--	.02%	25.81%	27.39%
-------	----	-------	-------	--------	----	------	--------	--------

a/A	%							
Baa	--	--	.77%	.86%	--	--	34.74%	20.40%
Ba	--	.18%	1.25%	6.09%	--	6.60%	12.76%	8.10%
B	.07%	.22%	1.27%	3.89%	--	34.26%	1.08%	.63%
Caa	--	1.63%	.06%	.66%	--	9.09%	--	--
Ca/C	--	--	--	--	--	4.50%	--	--

</TABLE>

S&P RATING & PERCENTAGE OF INVESTMENTS

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
S&AM	EQUITY	STRATE	EQUITY	INCOM	EMERGI	HIGH	SHORT	HIGH
P;P	PORTFO	GIC	PORTFO	E	NG	YIELD	FIXED	INCOM
RATIN	LIO	OPPORT	LIO	&AMP;	MARKET	-	-	E
G	GROWT	UNITIES	INCOM	GROWT	S	INCO	MUNICI	PAL
	H		E	H	INCOME	ME		

AAA/A	--	15.99%	1.03%	21.98%	--	.97%	27.08%	29.05%
BBB	--	--	.84%	2.03%	--	1.09%	33.92%	18.73%
BB	--	--	.98%	2.22%	--	6.94%	7.55%	4.37%
B	.07%	.80%	1.35%	2.51%	--	33.28%	1.13%	1.75%
CCC	--	--	.15%	.69%	--	7.62%		.04%
CC/C	--	--	--	--%	--	1.55%		
D	--	.89%	.03%			5.58%		

</TABLE>

THE FOLLOWING DESCRIBES MUNICIPAL INSTRUMENTS:

MUNICIPAL SECURITIES include GENERAL OBLIGATION SECURITIES, which are backed by the full taxing power of a municipality, and REVENUE SECURITIES, which are backed by the revenues of a specific tax, project, or facility. INDUSTRIAL REVENUE BONDS are a type of revenue bond backed by the credit and security of a private issuer and may involve greater risk. PRIVATE ACTIVITY MUNICIPAL SECURITIES, which may be subject to the federal alternative minimum tax, include securities issued to finance housing projects, student loans, and privately-owned solid waste disposal and water and sewage treatment facilities. TAX AND REVENUE ANTICIPATION NOTES are issued by municipalities in expectation of future tax or other revenues, and are payable from those specific taxes or revenues. BOND ANTICIPATION NOTES normally provide interim financing in advance of an issue of bonds or notes, the proceeds of which are used to repay the anticipation notes. TAX-EXEMPT COMMERCIAL PAPER is issued by municipalities to help finance short-term capital or operating needs. MUNICIPAL LEASE OBLIGATIONS are issued by a state or local government or authority to acquire land and a wide variety of equipment and facilities. These obligations typically are not fully backed by the municipality's credit, and their interest may become taxable if the lease is assigned. If funds are not appropriated for the following year's lease payments, the lease may terminate, with the possibility of significant loss to a Fund. CERTIFICATES OF PARTICIPATION in municipal lease obligations or installment sales contracts entitle the holder to a proportionate interest in the lease-purchase payments made. RESOURCE RECOVERY BONDS are a type of revenue bond issued to build facilities such as solid waste incinerators or waste-to-energy plants. Typically, a private corporation will be involved, at least during the construction phase, and the revenue stream will be secured by fees or rents paid by municipalities for use of the facilities. The viability of a resource recovery project, environmental protection regulations, and project operator tax incentives may affect the value and credit quality of

resource recovery bonds.

A DEMAND FEATURE is a put that entitles the security holder to repayment of the principal amount of the underlying security, upon notice at any time or at specified intervals. A STANDBY COMMITMENT is a put that entitles the security holder to same-day settlement at amortized cost plus accrued interest.

Issuers or financial intermediaries who provide demand features or standby commitments often support their ability to buy securities on demand by obtaining LETTERS OF CREDIT (LOCS) or other guarantees from domestic or foreign banks. LOCs also may be used as credit supports for other types of municipal instruments. FMR may rely upon its evaluation of a bank's credit in determining whether to purchase an instrument supported by an LOC. In evaluating a foreign bank's credit, FMR will consider whether adequate public information about the bank is available and whether the bank may be subject to unfavorable political or economic developments, currency controls, or other governmental restrictions that might affect the bank's ability to honor its credit commitment.

INVERSE FLOATERS are instruments whose interest rates bear an inverse relationship to the interest rate on another security or the value of an index. Changes in the interest rate on the other security or index inversely affect the residual interest rate paid on the inverse floater, with the result that the inverse floater's price will be considerably more volatile than that of a fixed-rate bond. For example, a municipal issuer may decide to issue two variable rate instruments instead of a single long-term, fixed-rate bond. The interest rate on one instrument reflects short-term interest rates, while the interest rate on the other instrument (the inverse floater) reflects the approximate rate the issuer would have paid on a fixed-rate bond, multiplied by two, minus the interest rate paid on the short-term instrument. Depending on market availability, the two portions may be recombined to form a fixed-rate municipal bond. The market for inverse floaters is relatively new.

REFUNDING CONTRACTS. A Fund may purchase securities on a when-issued basis in connection with the refinancing of an issuer's outstanding indebtedness. Refunding contracts require the issuer to sell and the Fund to buy refunded municipal obligations at a stated price and yield on a settlement date that may be several months or several years in the future.

DESCRIPTION OF MOODY'S INVESTORS SERVICE, INC.'S CORPORATE BOND RATINGS:

AAA - Bonds rated Aaa are judged to be of the best quality. They carry the smallest degree of investment risk and are generally referred to as "gilt edge." Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues.

AA - Bonds rated Aa are judged to be of high quality by all standards. Together with the Aaa group they comprise what are generally known as high-grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in Aaa securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in Aaa securities.

A - Bonds rated A possess many favorable investment attributes and are to be considered as upper-medium-grade obligations. Factors giving security to principal and interest are considered adequate but elements may be present which suggest a susceptibility to impairment sometime in the future.

BAA - Bonds rated Baa are considered as medium-grade obligations, i.e., they are neither highly protected nor poorly secured. Interest payments and principal security appear adequate for the present but certain protective elements may be lacking or may be characteristically unreliable over any great length of time. Such bonds lack outstanding investment characteristics and in fact have speculative characteristics as well.

BA - Bonds rated Ba are judged to have speculative elements. Their future cannot be considered as well assured. Often the protection of interest and principal payments may be very moderate and thereby not well safeguarded during both good and bad times over the future. Uncertainty of position characterizes bonds in this class.

B - Bonds rated B generally lack characteristics of the desirable investment. Assurance of interest and principal payments or maintenance of other terms of the contract over any long period of time may be small.

CAA - Bonds rated Caa are of poor standing. Such issues may be in default or there may be present elements of danger with respect to principal or interest.

CA - Bonds rated Ca represent obligations which are speculative in a high degree. Such issues are often in default or have other marked short-comings.

C - Bonds rated C are the lowest-rated class of bonds and issued so rated can be regarded as having extremely poor prospects of ever attaining any real investment standing.

Moody's applies numerical modifiers, 1, 2, and 3, in each generic rating classification from Aa through C in its corporate bond rating system. The modifier 1 indicates that the security ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates that the issue ranks in the lower end of its generic rating category.

DESCRIPTION OF STANDARD & POOR'S CORPORATION'S CORPORATE BOND RATINGS:

AAA - Debt rated AAA has the highest rating assigned by Standard &

Poor's to a debt obligation. Capacity to pay interest and repay principal is extremely strong.

AA - Debt rated AA has a very strong capacity to pay interest and repay principal and differs from the higher-rated issues only in small degree.

A - Debt rated A has a strong capacity to pay interest and repay principal, although it is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions.

BBB - Debt rated BBB is regarded as having an adequate capacity to pay interest and repay principal. Whereas it normally exhibits adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for debt in this category than in higher-rated categories.

BB - Debt rated BB has less near-term vulnerability to default than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial, or economic conditions which could lead to inadequate capacity to meet timely interest and principal payments.

B - Debt rated B has a greater vulnerability to default but currently has the capacity to meet interest payments and principal repayments. Adverse business, financial, or economic conditions will likely impair capacity or willingness to pay interest and repay principal. The B rating category is also used for debt subordinated to senior debt that is assigned an actual or implied BB rating.

CCC - Debt rated CCC has a currently identifiable vulnerability to default, and is dependent upon favorable business, financial, and economic conditions to meet timely payment of interest and repayment of principal. In the event of adverse business, financial, or economic conditions, it is not likely to have the capacity to pay interest and repay principal.

CC - Debt rated CC is typically applied to debt subordinated to senior debt which is assigned an actual or implied CCC debt rating.

C - The rating C is typically applied to debt subordinated to senior debt which is assigned an actual or implied CCC debt rating. The C rating may be used to cover a situation where a bankruptcy petition has been filed but debt service payments are continued.

CI - The rating CI is reserved for income bonds on which no interest is being paid.

D - Debt rated D is in payment default. The D rating category is used when interest payments or principal payments are not made on the date due even if the applicable grace period has not expired, unless S&P believes that such payments will be made during such grace period. The D rating will also be used upon the filing of a bankruptcy petition if debt service payments are jeopardized.

The ratings from AA to D may be modified by the addition of a plus or minus to show relative standing within the major rating categories.

No dealer, sales representative or any other person has been authorized to give any information or to make any representations, other than those contained in this Prospectus and in the related SAIs, in connection with the offer contained in this Prospectus. If given or made, such other information or representations must not be relied upon as having been authorized by the Fund or Distributors. This Prospectus and the related SAIs do not constitute an offer by a Fund or by Distributors to sell or to buy shares of a Fund to any person to whom it is unlawful to make such offer.

FIDELITY ADVISOR FUNDS CLASS B  
PROSPECTUS

FIDELITY ADVISOR HIGH INCOME

82 Devonshire Street

Boston, Massachusetts 02109

June 30, 1994

The Fidelity Advisor Funds (the Funds) offer investors a broad selection of diversified portfolios.

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND - CLASS B

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME FUND - CLASS B

FIDELITY ADVISOR EMERGING MARKETS INCOME - CLASS B

FIDELITY ADVISOR HIGH YIELD FUND - CLASS B

FIDELITY ADVISOR LIMITED TERM BOND FUND - CLASS B

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND - CLASS B

FIDELITY INVESTMENT HIGH INCOME MUNICIPAL FUND - CLASS B

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS B

Fidelity Advisor High Yield Fund and Fidelity Advisor Government Investment Fund are portfolios of Fidelity Advisor Series II. Fidelity Advisor Equity Portfolio Income is a portfolio of Fidelity Advisor Series III. Fidelity Advisor Limited Term Bond Fund is a portfolio of Fidelity Advisor Series IV. Fidelity Advisor High Income Municipal Fund is a portfolio of Fidelity Advisor Series V. Fidelity Advisor Limited Term Tax-Exempt Fund is a portfolio of Fidelity Advisor Series VI. Fidelity Advisor Strategic Opportunities Fund and Fidelity Advisor Emerging Markets Income Fund are portfolios of Fidelity Advisor Series VIII. Each Fund sells two classes of shares to retail investors: Class A shares and Class B shares. Class B shares are offered through this prospectus. Class A shares are offered through a separate prospectus.

FIDELITY ADVISOR HIGH YIELD FUND INVEST IN LOWER-RATED DEBT SECURITIES, WHICH PRESENT HIGHER RISKS OF UNTIMELY INTEREST AND PRINCIPAL PAYMENTS,

DEFAULT, AND PRICE VOLATILITY THAN HIGHER-RATED SECURITIES, AND MAY PRESENT PROBLEMS OF LIQUIDITY AND VALUATION.

Please read this Prospectus before investing. It is designed to provide you with information and help you decide if a Fund's goals match your own. RETAIN THIS DOCUMENT FOR FUTURE REFERENCE.

A Statement of Additional Information (SAI) dated June 30, 1994 has been filed with the Securities and Exchange Commission (SEC) for each Fund and each is incorporated herein by reference. SAIs and each Fund's Annual Report are available free upon request from Fidelity Distributors Corporation (Distributors), 82 Devonshire Street, Boston, MA 02109, or from your investment professional.

MUTUAL FUNDS ARE NOT DEPOSITS OR OBLIGATIONS OF, OR ENDORSED OR GUARANTEED BY, ANY BANK, OR SAVINGS ASSOCIATION, INSURED DEPOSITORY INSTITUTION OR GOVERNMENT AGENCY, NOR ARE THEY FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FDIC, THE FEDERAL RESERVE BOARD OR ANY OTHER AGENCY. INVESTMENTS IN THE FUNDS INVOLVE INVESTMENT RISKS, INCLUDING POSSIBLE LOSS OF PRINCIPAL. THE VALUE OF THE INVESTMENT AND ITS RETURN WILL FLUCTUATE AND ARE NOT GUARANTEED. WHEN SOLD, THE VALUE OF THE INVESTMENT MAY BE HIGHER OR LOWER THAN THE AMOUNT ORIGINALLY INVESTED.

LIKE ALL MUTUAL FUNDS, 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.

Fidelity Investments logo

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#### FINANCIAL HISTORY

The purpose of the table below is to assist you in understanding the various costs and expenses that an investor in Class B shares of each Fund would bear directly or indirectly. The standard format was developed for use by all mutual funds to help investors make their investment decisions. The expense information should be considered along with other important information such as each Fund's investment objective and past performance. For information regarding expenses of Class A shares, see "The Trusts and the Fidelity Organization" page \_\_.

#### SHAREHOLDER TRANSACTION EXPENSES

Maximum Contingent Deferred Sales Charge

(as a percentage of redemption proceeds) 4.00%\*

Sales Charge on Reinvested Dividends None

Exchange Fees

\*DECLINES FROM 4.00% TO 0.00% FOR CLASS B SHARES HELD UP TO A MAXIMUM OF 5 YEARS.

SHAREHOLDER TRANSACTION EXPENSES represent charges paid when you purchase, sell or exchange Class B shares of a Fund. See "How to Buy Shares" and "How to Sell Shares" on pages \_\_ and \_\_, respectively.

ANNUAL OPERATING EXPENSES are based on historical expenses for the most recent fiscal year ended. Management fees are paid by each Fund to Fidelity Management & Research Company (FMR) for managing its

investments and business affairs. Management fees for Strategic Opportunities will vary based on performance. Distribution Fees are paid by Class B shares of the Funds to Distributors for services and expenses in connection with the distribution of Class B shares. Long-term shareholders may pay more than the economic equivalent of the maximum front-end sales charges permitted by the National Association of Securities Dealers, Inc. (NASD). Shareholder Service Fees are paid to investment professionals for services and expenses incurred in connection with providing individual assistance to Class B shareholders. The Funds incur other expenses for maintaining shareholder records, furnishing shareholder statements and reports, and for other services. FMR has voluntarily agreed to reimburse Emerging Markets Income, Government Investment and Limited Term Tax-Exempt to the extent that total operating expenses for Class B shares (exclusive of taxes, interest, brokerage commissions, and extraordinary expenses) are in excess of an annual rate of 2.25%, 1.70%, and 1.65%, respectively, of average net assets. If reimbursements were not in effect, the management fees, other expenses (including Distribution Fee and Shareholder Service Fee) and total operating expenses for Class B shares would be .71%, 1.83%, and 2.54% (Emerging Markets Income); .46%, 1.61%, and 2.07%, (Government Investment); and .42%, 1.69%, and 2.11% (Limited Term Tax-Exempt). Please refer to the section "Fees," page \_\_.

ANNUAL OPERATING EXPENSES  
(AS A PERCENTAGE OF AVERAGE NET ASSETS)

<S>	<C> MANAGEMENT FEE	<C> DISTRIBUTION FEE	<C> SHAREHOLDER SERVICE FEE	<C> OTHER EXPENSES1	<C> TOTAL OPERATING EXPENSES
-----	--------------------------	----------------------------	-----------------------------------	---------------------------	---------------------------------------

EQUITY FUNDS:

Strategic Opportunities	.54%	.75%	.25%	.38%	1.92%
Equity Portfolio Income	.50%	.75%	.25%	.62%	2.12%

FIXED-INCOME FUNDS:

Emerging Markets Income	.42%*	.75%	.25%	.83%	2.25%
High Yield	.51%	.75%	.25%	.35%	1.86%
Limited Term Bond	.42%	.75%	.25%	.56%	1.98%
Government Investment	.09%*	.75%	.25%	.61%	1.70%

MUNICIPAL/TAX-EXEMPT FUNDS:

High Income Municipal	.42%	.75%	.25%	.25%	1.67%
Limited Term Tax-Exempt	.03%*	.75%	.25%	.62%	1.65%

</TABLE>

\* AFTER EXPENSE REDUCTIONS

1PROJECTIONS ARE BASED ON ESTIMATED EXPENSES FOR FIRST YEAR.

The HYPOTHETICAL EXAMPLE illustrates the estimated expenses associated with a \$1,000 investment in Class B shares of each Fund over periods of one, three, five and ten years, based on the estimated expenses (after reimbursements, if any) in the table, an assumed annual return of 5% and deduction of applicable contingent deferred sales charge (CDSC) in years 1, 3 and 5. A CDSC IS IMPOSED ONLY IF YOU REDEEM CLASS B SHARES WITHIN 5 YEARS. SEE "HOW TO SELL SHARES," PAGE \_\_, FOR INFORMATION ABOUT THE CDSC. THE RETURN OF 5% AND ESTIMATED EXPENSES SHOULD NOT BE CONSIDERED INDICATIONS OF ACTUAL OR EXPECTED FUND PERFORMANCE OR EXPENSES, BOTH OF WHICH MAY VARY.

EXPENSE TABLE EXAMPLE: You would pay the following expenses on a \$1,000 investment in Class B shares of a Fund assuming a 5% annual return and either (1) redemption or (2) no redemption at the end of each time period.

<S>	<C> 1 YEAR	<C> 3 YEARS	<C> 5 YEARS	<C> 10 YEARS
	(1)* (2)	(1)* (2)	(1)* (2)	(1) (SEE NOTE) (2) (SEE NOTE)

EQUITY FUNDS:

Strategic Opportunities	\$59 \$19	\$90 \$60	\$114 \$104	\$211 \$211
Equity Portfolio Income	\$62 \$22	\$96 \$66	\$124 \$114	\$232 \$232

FIXED-INCOME FUNDS:

Emerging Markets Income	\$63 \$23	\$100 \$70	\$130 \$120	\$231 \$231
Limited Term Bond	\$60 \$20	\$92 \$62	\$117 \$107	\$203 \$203
High Yield	\$59 \$19	\$88 \$58	\$111 \$101	\$190 \$190
Government Investment	\$57 \$17	\$84 \$54	\$102 \$92	\$172 \$172

MUNICIPAL/TAX-EXEMPT

FUNDS:

High Income Municipal	\$57 \$17	\$83 \$53	\$101 \$91	\$169 \$169
Limited Term Tax-Exempt	\$57 \$17	\$82 \$52	\$100 \$90	\$166 \$166

</TABLE>

\* REFLECTS DEDUCTION OF APPLICABLE CONTINGENT DEFERRED SALES CHARGE.  
(SEE NOTE) REFLECTS CONVERSION TO CLASS A AFTER SIX YEARS.

FINANCIAL HIGHLIGHTS

The following tables give information about each Fund's financial history and use its fiscal year. They have been audited by each Fund's independent accountant whose unqualified report is included in each Fund's Annual Report. The Annual Report for each Fund is incorporated by reference into its SAI. On or about June 30, 1994, Class B shares of the Funds will be offered to retail investors. The information in the tables (and the Annual Reports) regarding Class A shares and, where appropriate, shares offered to institutional investors, does not reflect payment of 12b-1 fees borne by Class B shareholders, and may not be representative of the actual operational results of Class B shares.

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND - CLASS A

August 20, 1986

(Commencement

of Operations) to

Years Ended September 30, September 30,

1993 1992 (dagger) (dagger) 1991 1990 1989 1988 1987 1986

SELECTED PER-SHARE DATA

Net asset value, beginning of period \$ 19.53 \$ 21.38 \$ 17.21 \$ 19.55 \$ 15.53 \$ 19.06 \$ 16.71 \$ 17.81

Income from Investment Operations

Net investment income .33 .61 .66 .70 .50 .42 .46 .08 (\$

DIAMOND)

Net realized and unrealized gain (loss) on investments 4.44 .58 4.26

(2.49) 4.08 (1.80) 2.95 (1.18)

Total from investment operations 4.77 1.19 4.92 (1.79) 4.58 (1.38)

3.41 (1.10)

Less Distributions

From net investment income (.57) (.62) (.75) (.55) (.56) (.24)

(.09) --

From net realized gain on investments (1.21) (2.42) - -- --

(1.91) (.97) --

Total distributions (1.78) (3.04) (.75) (.55) (.56) (2.15) (1.06)

--

Net asset value, end of period \$ 22.52 \$ 19.53 \$ 21.38 \$ 17.21 \$ 19.55

\$ 15.53 \$ 19.06 \$ 16.71

TOTAL RETURN (dagger) (double dagger) 26.33% 7.26% 29.51% (9.49)%

30.45% (4.98)% 21.28% (6.23)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 269,833 \$ 194,694 \$ 199,604 \$

172,083 \$ 198,198 \$ 191,454 \$ 283,117 \$ 22,141

Ratio of expenses to average net assets 1.57%+ 1.46% 1.56% 1.59%

1.51% 1.71% 1.67%+ 1.50%+\*

Ratio of net investment income to average net assets 2.06% 3.22% 3.61%

3.70% 3.23% 3.10% 2.36% 2.77%\*

Portfolio turnover rate 183% 211% 223% 114% 89% 160% 225% --

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME

Equity Portfolio Income - Class A Institutional Equity Portfolio Income

Year Period

Ended Ended

Nov. 30 Nov. 30 Years Ended November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987 1986

1985 1984

Net asset value, beginning of period \$ 12.86 \$ 12.37 \$ 12.88 \$ 11.08 \$

9.52 \$ 12.27 \$ 11.10 \$ 10.93 \$ 13.54 \$ 11.95 \$ 10.24 \$ 10.49  
Income from Investment Operations  
Net investment income .33 .13 .39 .49 .63 # .69 .75 .75 .76  
.78 .79 .72  
Net realized and unrealized gain  
(loss) on investments 1.97 .47 2.02 1.79 1.52 (2.42) 1.17  
1.81 (1.53) 1.92 1.69 (.14)  
Total from investment operations 2.30 .60 2.41 2.28 2.15 (1.73)  
1.92 2.56 (.77) 2.70 2.48 .58

Less Distributions  
From net investment income (.30) (.11) (.36) (.48) (.59) (.72)  
(.75) (.74) (.70) (.77) (.77) (.74)  
From net realized gain on investments - - - - - (.30) -  
(1.65) (1.14) (.34) - (.09)  
Total distributions (.30) (.11) (.36) (.48) (.59) (1.02) (.75)  
(2.39) (1.84) (1.11) (.77) (.83)

Net asset value, end of period \$ 14.86 \$ 12.86 \$ 14.93 \$ 12.88 \$ 11.08 \$  
9.52 \$ 12.27 \$ 11.10 \$ 10.93 \$ 13.54 \$ 11.95 \$ 10.24

TOTAL RETURN (dagger)(double dagger) 18.03% 4.88% 18.90% 20.91%  
22.97% (14.90)% 17.58% 26.99% (7.28)% 23.48% 24.86% 6.20%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted) \$ 42,326 \$ 1,462 \$ 191,138 \$  
139,391 \$ 168,590 \$ 253,049 \$ 463,696 \$ 436,753 \$ 443,603 \$ 544,269 \$  
349,262 \$ 89,364

Ratio of expenses to average net assets 1.77% 1.55%\* .79%## .71%(H  
DIAMOND) .67%(H DIAMOND) .61%(H DIAMOND) .55%(H DIAMOND) .55%(H DIAMOND)  
.54%(H DIAMOND) .61% .63% .77%

Ratio of expenses to average net assets  
before expense reductions 1.77% 1.55%\* .80%## .79%(H DIAMOND) .77%(H  
DIAMOND) .71%(H DIAMOND) .65%(H DIAMOND) .65%(H DIAMOND) .61%(H DIAMOND)  
.61% .63% .77%

Ratio of net investment income  
to average net assets 2.02% 3.39%\* 3.00% 3.77% 5.66% 6.11% 6.09%  
6.86% 5.58% 6.06% 7.36% 7.86%

Portfolio turnover rate 120% 51% 120% 51% 91% 103% 93% 78% 137%  
107% 110%(dagger) (dagger) (dagger) 121%

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES, SEPTEMBER 10, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR  
PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(dagger)(dagger) AS OF OCTOBER 1, 1991, THE FUND DISCONTINUED THE USE OF  
EQUALIZATION ACCOUNTING.

(dagger)(dagger)(dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO  
EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER  
RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF  
LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE  
EXCLUDED FROM THE CALCULATION.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT  
BEEN REDUCED DURING THE PERIODS SHOWN.

+ EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE  
WITH A STATE EXPENSE LIMITATION. IN ADDITION, DURING THE PERIOD JULY 1,  
1986 THROUGH OCTOBER 31, 1987 THE INVESTMENT ADVISER WAIVED .05% OF THE  
ANNUAL INDIVIDUAL FUND FEE OF .35%.

++ INCLUDES REIMBURSEMENT OF \$.03 PER SHARE FROM FIDELITY MANAGEMENT &AMP;  
RESEARCH COMPANY FOR ADJUSTMENTS TO PRIOR PERIODS' FEES. IF THIS  
REIMBURSEMENT HAD NOT EXISTED THE RATIO OF EXPENSES TO AVERAGE NET ASSETS  
WOULD HAVE BEEN 1.73%.

(H DIAMOND) EFFECTIVE APRIL 1, 1987 TO SEPTEMBER 10, 1992 THE ADVISER  
REDUCED .10% OF THE ANNUAL MANAGEMENT FEE OF .50%.

(S DIAMOND) NET INVESTMENT INCOME PER SHARE HAS BEEN CALCULATED BASED ON  
UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE AT THE END OF THE PERIOD LESS  
THE AMOUNT OF UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE OF THE FUND AT  
AUGUST 20, 1986.

# INCLUDES \$.04 PER-SHARE FROM FOREIGN TAXES RECOVERED.

## FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION  
OF THE FUND'S EXPENSES.

FIDELITY ADVISOR HIGH YIELD FUND

January 5, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

<CAPTION>

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<C> <C> <C> <C> <C> <C> <C>

SELECTED PER-SHARE DATA

Net asset value, beginning of period  
\$ 11.070 \$ 10.120 \$ 8.150 \$ 8.970 \$ 9.860 \$ 9.090 \$ 10.000

Income from Investment Operations

Net investment income	.980	1.146	1.115	1.144	1.237	1.165	.878
Net realized and unrealized gain (loss) on investments	1.153	.975	1.948	(.820)	(.890)	.770	(.910)
Total from investment operations	2.133	2.121	3.063	.324	.347	1.935	(.032)
Less Distributions							
From net investment income	(.963)	(1.171)	(1.093)	(1.144)	(1.237)	(1.165)	(.878)
From net realized gain on investments	(.230)	-	-	-	-	-	-
Total distributions	(1.193)	(1.171)	(1.093)	(1.144)	(1.237)	(1.165)	(.878)
Net asset value, end of period	\$ 12.010	\$ 11.070	\$ 10.120	\$ 8.150	\$ 8.970	\$ 9.860	\$ 9.090
TOTAL RETURN (dagger) (double dagger)	20.47%	21.96%	39.67%	3.58%	3.34%	22.14%	(.81)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 485,559	\$ 136,316	\$ 38,681	\$ 15,134	\$ 13,315	\$ 11,900	\$ 9,077
Ratio of expenses to average net assets	1.11%	1.10%	1.10%	1.10%	1.10%	1.10%	1.24%*
Ratio of expenses to average net assets before voluntary expense limitation	1.11%	1.16%	1.76%	2.04%	2.17%	2.22%	2.25%* (H DIAMOND)
Ratio of net investment income to average net assets	8.09%	9.95%	12.20%	12.72%	12.98%	11.86%	10.74%*
Portfolio turnover rate	79%	100%	103%	90%	131%	135%	166%*

\* ANNUALIZED.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.  
(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.  
(H DIAMOND) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

</TABLE>

FIDELITY ADVISOR LIMITED TERM BOND FUND

Limited Term

Bond Fund - Class A Institutional Limited Term Bond Fund

Year Period	February 2, 1984									
Ended	(Commencement									
Nov. 30, Nov. 30	Years Ended November 30, of Operations) to									
SELECTED PER-SHARE DATA	1993	1992**	1993	1992	1991	1990	1989	1988	1987	1986
1985 November 30, 1984										
Net asset value, beginning of period	\$ 10.640	\$ 10.960	\$ 10.640	\$ 10.550	\$ 10.140	\$ 10.410	\$ 10.180	\$ 10.250	\$ 11.240	\$ 10.550
Income from Investment Operations										
Net investment income	.785	.170	.832	.840	.884	.901	.937	.944	.953	1.026
Net realized and unrealized gain (loss) on investments	.511	(.320)#	.531	.102	.411	(.270)	.230	(.070)	(.770)	.710
Total from investment operations	1.296	(.150)	1.363	.942	1.295	.631	1.167	.874	.183	1.736
Less Distributions										
From net investment income	(.796)	(.170)	(.843)	(.852)	(.885)	(.901)	(.937)	(.944)	(.953)	(1.026)
From net realized gain on investments	-	--	--	--	--	--	--	--	--	--
Total distributions	(.796)	(.170)	(.843)	(.852)	(.885)	(.901)	(.937)	(.944)	(1.173)	(1.046)
Net asset value, end of period	\$ 11.140	\$ 10.640	\$ 11.160	\$ 10.640	\$ 10.550	\$ 9.960	\$ 10.550	\$ 10.140	\$ 10.410	\$ 10.180

TOTAL RETURN (dagger)(double dagger) 12.50% (1.37)% 13.17% 9.21%  
 13.35% 6.46% 12.03% 8.81% 1.78% 17.04% 17.40% 9.33%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 59,184 \$ 2,583 \$ 183,790 \$  
 160,156 \$ 327,756 \$ 356,564 \$ 426,832 \$ 418,929 \$ 407,228 \$ 418,632 \$  
 253,913 \$ 15,192

Ratio of expenses to average net assets 1.23% .82%\* .64% .57% .57%  
 .58% .54% .54% .53% .53% .65% 1.50%\*(dagger) (dagger)

Ratio of net investment income to  
 average net assets 6.81% 7.67%\* 7.41% 7.96% 8.59% 8.90% 9.16%  
 9.16% 9.03% 9.22% 10.29% 11.01%\*

Portfolio turnover rate 59% 7% 59% 7% 60% 59% 87% 48% 92% 59%  
 88%(dagger) (dagger) (dagger) 12%\*

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND

January 7, 1987

(Commencement of

Years Ended October 31, Operations) to

1993 1992 1991 1990 1989 1988 October 31, 1987

<TABLE>

<CAPTION>

<S> <C> <C> <C> <C> <C> <C> <C>

SELECTED PER-SHARE DATA

Net asset value, beginning of period \$ 9.730 \$ 9.590 \$ 9.150 \$ 9.310 \$ 9.260 \$ 9.200 \$ 10.000

Income from Investment Operations

Net investment income .567 .666 .700 .735 .773 .769 .614  
 Net realized and unrealized gain (loss) .601 .125 .419 (.160) .050 .060 (.800)  
 on investments  
 Total from investment operations 1.168 .791 1.119 .575 .823 .829 (.186)

Less Distributions

From net investment income (.558) (.651) (.679) (.735) (.773) (.769) (.614)  
 From net realized gain on investments (.200) - - - - -  
 Total distributions (.758) (.651) (.679) (.735) (.773) (.769) (.614)

Net asset value, end of period \$ 10.140 \$ 9.730 \$ 9.590 \$ 9.150 \$ 9.310 \$ 9.260 \$ 9.200

TOTAL RETURN (dagger)(double dagger) 12.53% 8.49% 12.65% 6.48% 9.37% 9.34% (1.84)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 69,876 \$ 23,281 \$ 13,058 \$ 9,822 \$ 8,203 \$ 6,590 \$ 4,584  
 Ratio of expenses to average net assets .68% 1.10% 1.10% 1.10% 1.10% 1.10% 1.29%\*  
 Ratio of expenses to average net assets before voluntary expense limitation 1.32% 1.79% 2.46% 2.74% 2.75% 2.25% 2.36%\*  
 Ratio of net investment income to average net assets 6.11% 6.98% 7.47% 8.04% 8.45% 8.30% 8.12%\*  
 Portfolio turnover rate 333% 315% 54% 31% 42% 44% 32%\*

</TABLE>

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES, SEPTEMBER 10, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(dagger) (dagger) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

(dagger) (dagger) (dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE EXCLUDED FROM THE CALCULATION.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

# THE AMOUNT SHOWN IN THIS CAPTION, WHILE DETERMINABLE BY THE SUMMATION OF AMOUNTS COMPUTED DAILY AS SHARES WERE SOLD OR REPURCHASED, IS ALSO THE BALANCING FIGURE DERIVED FROM THE OTHER FIGURES IN THE STATEMENT AND HAS BEEN SO COMPUTED. THE AMOUNT SHOWN FROM THE PERIOD ENDED NOVEMBER 30, 1992 FOR A SHARE OUTSTANDING THROUGHOUT THE PERIOD DOES NOT ACCORD WITH THE NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS FOR THE PERIOD BECAUSE OF THE TIMING OF SALES AND REPURCHASES OF THE LIMITED TERM BOND FUND SHARES IN

RELATION TO FLUCTUATING MARKET VALUES OF THE INVESTMENTS OF THE FUND.  
 FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND

September 16, 1987

(Commencement of

Years Ended October 31, Operations) to  
 SELECTED PER-SHARE DATA 1993 1992 1991 1990 1989 1988 October  
 31, 1987

<TABLE>

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	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Net asset value, beginning of period	\$ 11.650	\$ 11.410	\$ 10.870	\$ 10.820	\$ 10.460	\$ 9.850	\$ 10.000
Income from Investment Operations							
Net interest income	.710	.774	.803	.811	.800	.750	.092
Net realized and unrealized gain (loss) on investments	1.100	.250	.660	.150	.410	.610	(.150)
Total from investment operations	1.810	1.024	1.463	.961	1.210	1.360	(.058)
Less Distributions							
From net interest income	(.710)	(.774)	(.803)	(.811)	(.800)	(.750)	(.092)
From net realized gain on investments	(.030)	(.010)	(.120)	(.100)	(.050)	-	-
Total distributions	(.740)	(.784)	(.923)	(.911)	(.850)	(.750)	(.092)
Net asset value, end of period	\$ 12.720	\$ 11.650	\$ 11.410	\$ 10.870	\$ 10.820	\$ 10.460	\$ 9.850
TOTAL RETURN (dagger)(double dagger)	15.95%	9.21%	14.02%	9.28%	12.05%	14.22%	(.58)%

RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted)	\$ 497,575	\$ 156,659	\$ 67,135	\$ 22,702	\$ 6,669	\$ 3,290	\$ 1,275
Ratio of expenses to average net assets	.92%	.90%	.90%	.90%	.90%	.89%	.80%*
Ratio of expenses to average net assets before voluntary expense limitation	.92%	.96%	1.24%	2.09%	2.75%	2.25%	2.25%* (H DIAMOND) (H DIAMOND) (H DIAMOND)
Ratio of net interest income to average net assets	5.59%	6.59%	7.08%	7.37%	7.60%	7.33%	7.24%*
Portfolio turnover rate	27%	13%	10%	11%	27%	19%	-%

</TABLE>

\* ANNUALIZED.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR IS NOT ANNUALIZED.

(double dagger) THE TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

(H DIAMOND) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND

Limited Term

Tax-Exempt Fund - Class A Institutional Limited Term Tax-Exempt Fund

September 19, 1985

Year Period (Commencement

Ended Ended of Operations) to

Nov. 30 Nov. 30 Years Ended November 30, November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987

1986 1985

Net asset value, beginning of period \$ 11.080 \$ 11.010 \$ 11.080 \$ 10.800 \$ 10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280 \$ 10.000

Income from Investment Operations

Net interest income .508 .131 .536 .666 .682 .689 .674 .650 .641 .671 .130

Net realized and unrealized gain (loss) on investments .260 .070 .260 .280 .160 .030 .090 .140 (.540) .760 .280

Total from investment operations .768 .201 .796 .946 .842 .719 .764 .790 .101 1.431 .410

Less Distributions

From net interest income (.508) (.131) (.536) (.666) (.682) (.689) (.674) (.650) (.641) (.671) (.130)

From net realized gain on investments (.880) -- (.880) -- -- -- -- -- -- (.070) (.050) --

Total distributions (1.388) (.131) (1.416) (.666) (.682) (.689) (.674) (.650) (.711) (.721) (.130)

Net asset value, end of period \$ 10.460 \$ 11.080 \$ 10.460 \$ 11.080 \$

10.800 \$ 10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280  
TOTAL RETURN (dagger) (double dagger) 7.72% 1.37% 8.01% 9.01% 8.15%  
7.04% 7.50% 7.77% .97% 14.39% 4.12%

#### RATIOS AND SUPPLEMENTAL DATA

Net assets, end of period (000 omitted) \$ 39,800 \$ 1,752 \$ 15,076 \$ 28,428  
\$ 100,294 \$ 111,506 \$ 121,418 \$ 132,443 \$ 162,857 \$ 161,045 \$ 94,391  
Ratio of expenses to average net assets .90% 1.04%\* .65% .66% .61%  
.62% .65% .63% .59% .58% .69%\*  
Ratio of expenses to average net assets before voluntary  
expense limitation 1.36% 1.06%\* .83% .67% .61% .62% .65% .63%  
.59% .58% .69%\*  
Ratio of net investment income to average net assets 4.76% 5.65%\* 5.01%  
6.05% 6.40% 6.53% 6.45% 6.20% 6.01% 6.29% 6.33%\*  
Portfolio turnover rate 46% 36% 46% 36% 20% 32% 31% 24% 43% 34%  
103%\*

\* ANNUALIZED.

\*\* INITIAL OFFERING OF CLASS A SHARES, SEPTEMBER 15, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(double dagger) TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

As of December 31, 1993, (its fiscal year end, FIDELITY ADVISOR EMERGING MARKETS INCOME FUND) the Fund had not commenced operations.

#### INVESTMENT OBJECTIVES

##### EQUITY FUNDS:

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND seeks capital appreciation by investing primarily in securities of companies believed by FMR to involve a "special situation."

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME seeks a yield from dividend and interest income which exceeds the composite dividend yield on securities comprising the Standard & Poor's 500 Composite Stock Price Index (S&P 500).

##### FIXED-INCOME FUNDS:

FIDELITY ADVISOR EMERGING MARKETS INCOME FUND seeks a high level of current income by investing primarily in debt securities and other instruments of issuers in emerging markets. As a secondary objective, the Fund seeks capital appreciation.

FIDELITY ADVISOR HIGH YIELD FUND seeks a combination of a high level of income and the potential for capital gains by investing in a diversified portfolio consisting primarily of high-yielding, fixed-income and zero coupon securities, such as bonds, debentures and notes, convertible securities and preferred stocks.

FIDELITY ADVISOR LIMITED TERM BOND FUND seeks to provide a high rate of income through investment in high and upper-medium grade fixed-income obligations. The Fund normally maintains a dollar-weighted maturity of ten years or less.

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND seeks a high level of current income by investing primarily in obligations issued or guaranteed by the U.S. government or any of its agencies or instrumentalities.

##### MUNICIPAL/TAX-EXEMPT FUNDS:

FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND seeks to provide a high current yield by investing in a diversified portfolio of municipal obligations whose interest is not included in gross income for purposes of calculating federal income tax. The Fund reserves the right to invest up to 100% of its assets in municipal obligations subject to the federal alternative minimum tax.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND seeks the highest level of income exempt from federal income taxes that can be obtained consistent with the preservation of capital, from a diversified portfolio of high quality or upper-medium quality municipal obligations. The Fund normally maintains a dollar-weighted maturity of ten years or less.

The investment objective of each Fund is fundamental and can only be changed by vote of a majority of the outstanding shares of the Fund. Except as otherwise noted, the investment limitations and policies of Strategic Opportunities, Emerging Markets Income, Limited Term Bond, Government Investment, High Income Municipal, and Limited Term Tax-Exempt are fundamental and may not be changed without shareholder approval.

Except for the investment limitations and policies identified as fundamental, the limitations and policies of Equity Portfolio Income and High Yield, are not fundamental. Non-fundamental investment limitations and policies may be changed without shareholder approval.

The yield, return and potential price changes of each Fund depend on the quality and maturity of the obligations in its portfolio, as well as on market conditions. Risks vary based on the type of fund in which you are investing. As is the case with any investment in securities, investment in the Funds involve certain risks and therefore a Fund may not always achieve its investment objective. See "Investment Policies" beginning on page \_\_\_\_.

#### INVESTMENT POLICIES AND RISKS

Further information relating to the types of securities in which each Fund may invest and the investment policies of each Fund in general are set forth in the Appendix to this Prospectus and in each Fund's SAI.

EQUITY FUNDS. Equity Funds invest mainly in common stock and other equity securities in search of growth or a combination of growth and income. Their performance depends heavily on stock market conditions in the U.S.

and abroad, and can also be affected by changes in interest rates or other economic conditions. Investments in Equity Funds are more suitable for investors who take a long-term approach to investing.

FIDELITY ADVISOR STRATEGIC OPPORTUNITIES FUND seeks capital appreciation by investing primarily in securities of companies believed by FMR to involve a "special situation." The term "special situation" refers to FMR's identification of an unusual, and possibly non-repetitive, development taking place in a company or a group of companies in an industry.

As a non-fundamental policy, the Fund normally will invest at least 65% of its assets in companies involving a special situation. A special situation may involve one or more of the following characteristics:

A technological advance or discovery, the offering of a new or unique product or service, or changes in consumer demand or consumption forecasts.

Changes in the competitive outlook or growth potential of an industry or a company within an industry, including changes in the scope or nature of foreign competition or the development of an emerging industry.

New or changed management, or material changes in management policies or corporate structure.

Significant economic or political occurrences abroad, including changes in foreign or domestic import and tax laws or other regulations.

Other events, including natural disasters, favorable litigation settlements, or a major change in demographic patterns.

In seeking capital appreciation, the Fund also may invest in securities of companies not involving a special situation, but which are companies with valuable fixed assets and whose securities are believed by FMR to be undervalued in relation to the companies' assets, earnings, or growth potential.

FMR intends to invest primarily in common stocks and securities that are convertible into common stocks; however, it also may invest in debt securities of all types and quality if FMR believes that investing in these securities will result in capital appreciation. As a non-fundamental investment policy, the Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds"). The Fund currently intends to limit its investments in these securities to 35% of its assets. The Fund also may invest in unrated securities. The Fund may invest up to 30% of its assets in foreign investments of all types and may enter into forward foreign currency exchange contracts for the purpose of managing exchange rate risks. The Fund may purchase or engage in indexed securities, illiquid instruments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, swap agreements, warrants, and zero coupon bonds. The Fund expects to be fully invested under most market conditions. The Fund may make substantial temporary investments in high-quality debt securities for defensive purposes when, in FMR's judgment, a more conservative approach to investment is desirable.

An investment in the fund may be considered more speculative than an investment in other funds that seek capital appreciation. There are greater risks involved in investing in securities of smaller companies rather than companies operating according to established patterns and having longer operating histories. The Fund may invest in securities in which other investors have not shown significant interest or confidence, and which are subject to stock market fluctuations. Larger well-established companies experiencing a special situation may involve, to a certain extent, breaks with past experience, which may pose greater risks. There are also greater risks involved in investing in securities of companies that are not currently favored by the public but show potential for capital appreciation.

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME seeks to obtain reasonable income from a portfolio consisting primarily of income-producing equity securities. The Fund seeks a yield from dividend and interest income which exceeds the composite dividend yield on securities comprising the S&P 500. In addition, consistent with the primary objective of obtaining reasonable income, in managing its portfolio, the Fund will consider the potential for achieving capital appreciation.

It is the policy of the Fund that at least 65% of its total assets normally will be invested in income-producing equity securities. For purposes of this policy, equity securities are defined as common stocks and preferred stocks.

The balance of the Fund will tend to be invested in debt obligations, a high percentage of which are expected to be convertible into common stocks. As a non-fundamental policy, the Fund may invest in lower-quality high-yielding debt securities (commonly referred to as "junk bonds"), although it currently intends to limit its investments in these securities to 35% of its assets. Additionally, the Fund may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, futures and options, repurchase agreements and securities loans, restricted securities, short sales, swap agreements, and warrants.

Because of the income considerations, investors should not expect capital appreciation comparable to the appreciation which could be achieved by funds whose primary objective is capital appreciation. While the investment portfolio will not mirror the stocks in the S&P 500, the yield on the overall investment portfolio generally will increase or decrease from year to year in accordance with market conditions and in relation to the changes in yields of the stocks included in the S&P

500.

The Fund may make temporary investments in securities such as investment-grade bonds or short-term notes for defensive purposes.

**FIXED-INCOME FUNDS.** Fixed-Income Funds invest primarily in debt securities (e.g., bonds, debentures, notes and similar obligations). The share value of fixed-income funds tends to move inversely with changes in prevailing interest rates. Shorter-term bonds are less sensitive to interest rate changes, but longer-term bonds generally offer higher yields. It also is important to note that high-yielding, lower-quality bonds involve greater risks, because there is a greater possibility of a financial reversal affecting the issuer's ability to pay interest and principal on time. Share value and yield are not guaranteed and will fluctuate based on credit quality and changes in interest rates.

FMR will use its extensive research facilities in addition to considering the ratings of Nationally Recognized Statistical Rating Organizations (NRSROs) in selecting investments for the Funds. Unrated securities are not necessarily of lower quality than rated securities, but they may not be attractive to as many buyers. This credit analysis includes consideration of the economic feasibility, the financial condition of the issuer with respect to liquidity, cash flow and political developments that may affect credit quality. Since the risk of default is higher for lower-quality obligations, FMR's research and analysis are an integral part of choosing a Fund's securities. Through portfolio diversification and careful credit analysis, FMR can reduce risk, although there can be no assurance that losses will not occur. FMR also considers trends in the economy, in geographic areas, in various industries, and in the financial markets.

**FIDELITY ADVISOR EMERGING MARKETS INCOME FUND** will, under normal conditions, invest at least 65% of its total assets in debt securities and other instruments of issuers in emerging markets. For this purpose, "emerging markets" will include any countries (I) having an "emerging stock market" as defined by the International Finance Corporation; (II) with low-to middle-income economies according to the International Bank for Reconstruction and Development (the World Bank); or (III) listed in World Bank publications as "developing." Currently, the countries not included in these categories are Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Ireland, Italy, Japan, the Netherlands, New Zealand, Norway, Spain, Sweden, Switzerland, the United Kingdom, and the U.S. For purposes of this 65% policy, issuers whose principal activities are in countries with emerging markets include issuers: (1) organized under the laws of, (2) whose securities have their primary trading market in, (3) deriving at least 50% of their revenues or profits from goods sold, investments made, or services performed in, or (4) having at least 50% of their assets located in a country with an emerging market.

The Fund emphasizes countries with relatively low gross national product per capita compared to the world's major economies, and with the potential for rapid economic growth. Many investments in emerging markets can be considered speculative, and therefore may offer higher income potential than the developed markets of the world.

Under current market conditions, FMR expects that emerging market opportunities will be found mainly within Latin America, and to a lesser extent in Africa, Asia and emerging European nations. FMR will actively manage the allocation of the Fund's investments among countries, geographic regions, and currency denominations in an attempt to achieve current income and capital appreciation. In doing so, FMR will also consider such factors as prospects for relative economic growth among countries, regions, or geographic areas, expected levels of inflation, government policies influencing business conditions, current and anticipated interest rates, and the outlook for currency relationships. Although the Fund will normally invest in at least three different countries, it is not limited to any particular country or currency, and may invest substantially all of its assets in any one country.

The Fund may invest in all types of fixed-income instruments, including corporate debt securities, sovereign debt instruments issued by governments or governmental entities, and all types of domestic and foreign money market instruments. The Fund may invest in lower-rated, high yielding U.S. Corporate debt securities (sometimes referred to as "junk bonds"). Many emerging market securities are of below investment-grade quality, and at any one time substantially all of the Fund's assets may be invested in securities that are of poor quality or are in default.

Other investments the Fund may make or engage in include options and futures contracts, swap agreements, indexed securities, loans and other direct debt instruments, repurchase agreements and securities loans, foreign repurchase agreements, illiquid investments, restricted securities, mortgage-backed securities, asset-backed securities, delayed-delivery transactions, and interfund borrowing. The Fund may also invest a portion of its assets in common and preferred stocks of emerging markets issuers, debt securities of non-emerging market foreign issuers and lower-quality debt securities of U.S. issuers. Although the Fund may invest up to 35% of its total assets in these securities, FMR does not currently anticipate that these investments will exceed approximately 20% of the Fund's total assets. Though common and preferred stocks and convertible securities present the possibility for significant capital appreciation over the long-term, they may fluctuate dramatically in the short-term and entail a high degree of risk.

For cash management purposes, the Fund will ordinarily invest a portion of

its assets in high-quality, short-term debt securities and money market instruments, including repurchase agreements and bank deposits denominated in U.S. or foreign currencies. When, in FMR's judgment, market conditions warrant, the Fund can make substantial temporary defensive investments in money market instruments, U.S. government securities, or investment-grade obligations of U.S. companies.

**CONSIDERATIONS IN INVESTING IN THE SHARES OF EMERGING MARKETS INCOME FUND:** International investing in general may involve greater risks than U.S. investments. There is generally less publicly available information about foreign issuers, and there may be less government regulation and supervision of foreign stock exchanges, brokers, and listed companies. There may be difficulty in enforcing legal rights outside the U.S. Foreign companies generally are not subject to uniform accounting, auditing, and financial reporting standards, practices, and requirements comparable to those that apply to U.S. companies. Security trading practices abroad may offer less protection to investors such as the Fund. Settlement of transactions in some foreign markets may be delayed or may be less frequent than in the U.S., which could affect the liquidity of the Fund. Additionally, in some foreign countries, there is the possibility of expropriation or confiscatory taxation; limitations on the removal of securities, property, or other assets of the Fund; political or social instability; or diplomatic developments which could affect U.S. investments in foreign countries. FMR will take these factors into consideration in managing the Fund's investments.

These risks may be intensified in the case of investments in emerging markets or countries with limited or developing capital markets. Security prices in emerging markets can be significantly more volatile than in more developed nations, reflecting the greater uncertainties of investing in less established markets and economies. In particular, countries with emerging markets may have relatively unstable governments; present the risk of nationalization of businesses, restrictions on foreign ownership, or prohibitions of repatriation of assets; and may have less protection of property rights than more developed countries. The economies of countries with emerging markets may be predominantly based on only a few industries, may be highly vulnerable to changes in local or global trade conditions, and may suffer from extreme and volatile debt burdens or inflation rates. Local securities markets may trade a small number of securities and may be unable to respond effectively to increases in trading volume, potentially making prompt liquidation of substantial holdings difficult or impossible at times. Securities of issuers located in countries with emerging markets may have limited marketability and may be subject to more abrupt or erratic price movements.

By itself, the Fund does not constitute a balanced investment plan. The Fund is designed for aggressive investors interested in the investment opportunities and income potential offered by securities issued in emerging markets. The value of the Fund's investments and the income they generate will vary from day to day, generally reflecting changes in interest rates, market conditions, and other political and economic news. The Fund's performance will also depend on currency values, foreign economies, and other factors relating to foreign investments. Because the Fund focuses on emerging markets, it involves higher risks than U.S. bond investments. Investors should be willing to assume a greater degree of investment risk and should expect a higher level of volatility than is generally associated with investing in more established markets. The Fund's yield and share price will change based on changes in domestic or foreign interest rates, the value of foreign currencies, and issuers' creditworthiness. In general, bond prices rise when interest rates fall, and vice versa. The Fund is non-diversified, which means that it may invest a greater portion of its assets in securities of a single issuer than would be the case if it were diversified. As a result, changes in the financial condition or market assessment of a single issuer could cause greater fluctuation in the Fund's share value.

FIDELITY ADVISOR HIGH YIELD FUND seeks a combination of a high level of income and the potential for capital gains by investing in a diversified portfolio consisting primarily of high-yielding, fixed-income and zero coupon securities, such as bonds, debentures and notes, convertible securities and preferred stocks.

As a non-fundamental policy, the Fund normally will invest at least 65% of its assets in high-yielding, income producing debt securities and preferred stocks, including convertible and zero coupon securities. The Fund may invest all or a substantial portion of its assets in lower-quality debt securities (commonly referred to as "junk bonds"). Please refer to "Risks of Lower-Quality Debt Securities." In addition, the Fund also may invest in government securities, securities of any state or any of its subdivisions, agencies or instrumentalities, and securities of foreign issuers, including securities of foreign governments. The Fund may invest up to 35% of its assets in equity securities, including common stocks, warrants and rights.

Debt instruments include securities such as bonds, notes, convertible bonds, and mortgage-backed or asset-backed securities; commercial paper and other money market instruments, including repurchase agreements; and loans, trade claims, and similar instruments representing indebtedness of a corporate borrower. These instruments may provide for interest payments in cash or in kind, may pay no interest, or may be in default, and may have warrants attached or otherwise include rights to purchase common stocks.

The Fund may purchase debt instruments in public offerings or through private placements. The Fund has no specific limitations on the maturity or credit ratings of the debt instruments in which it invests.

The Fund may enter into forward contracts and may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, reverse repurchase agreements, and swap agreements.

#### RISKS OF LOWER-QUALITY TAXABLE DEBT SECURITIES.

Lower-quality debt securities usually are defined as securities rated Ba or lower by Moody's or BB or lower by S&P. Lower-rated debt securities are considered speculative and involve greater risk of loss than higher-rated debt securities, and are more sensitive to changes in the issuer's capacity to pay. This is an aggressive approach to income investing.

The 1980s saw a dramatic increase in the use of lower-rated debt securities to finance highly leveraged corporate acquisitions and restructurings. Past experience may not provide an accurate indication of the future performance of lower-rated debt securities, especially during periods of economic recession. In fact, from 1989 to 1991, the percentage of lower-rated debt securities that defaulted rose significantly above prior levels, although the default rate decreased in 1992.

Lower-rated debt securities may be thinly traded, which can adversely affect the prices at which these securities can be sold and can result in high transaction costs. If market quotations are not available, lower-rated debt securities will be valued in accordance with standards set by the Boards of Trustees, including the use of outside pricing services. Judgment plays a greater role in valuing lower-rated debt securities than securities for which more extensive quotations and last sale information are available. Adverse publicity and changing investor perceptions may affect the ability of outside pricing services to value lower-rated debt securities, and the Fund's ability to dispose of these securities. The market prices of lower-rated debt securities may decline significantly in periods of general economic difficulty, which may follow periods of rising interest rates. During an economic downturn or a prolonged period of rising interest rates, the ability of issuers of lower-rated debt to service their payment obligations, meet projected goals, or obtain additional financing may be impaired.

The Fund may choose, at its own expense or in conjunction with others, to pursue litigation or otherwise to exercise its rights as a security holder to seek to protect the interests of security holders if it determines this to be in the interest of Fund shareholders.

The considerations discussed above for lower-rated debt securities also apply to lower-quality, unrated debt instruments of all types, including loans and other direct indebtedness of businesses with poor credit standing. Unrated debt instruments are not necessarily of lower-quality than rated securities, but they may not be attractive to as many buyers. The Fund relies more on FMR's credit analysis when investing in debt instruments that are unrated. Please refer to pages \_\_\_ and \_\_\_ for a discussion of Moody's and S&P ratings.

FIDELITY ADVISOR LIMITED TERM BOND FUND seeks to provide a high rate of income through investment in high- and upper-medium grade fixed-income obligations, as follows:

(I) Corporate obligations which are rated AAA, AA, or A by S&P, or Aaa, Aa, or A by Moody's;

(II) Obligations issued or guaranteed as to interest and principal by the government of the U.S., or any agency or instrumentality thereof;

(III) Obligations (including certificates of deposit and bankers' acceptances) of U.S. banks which at the date of investment have capital gains, surplus, and undivided profits (as of the date of their most recently published annual financial statements) in excess of \$100,000,000;

(IV) Commercial paper which at the date of investment is rated A-1 or A-2 by S&P or Prime-1 or Prime-2 by Moody's or, if not rated, is issued by companies which at the date of investment have an outstanding debt issue rated AAA, AA, or A by S&P or Aaa, Aa, or A by Moody's; and

(V) Such other fixed-income instruments as the Board of Trustees, in its judgment, deems to be of comparable quality to those enumerated above. Instruments in which the Fund may invest include asset-backed securities, collateralized mortgage obligations, convertible securities, loans and other direct debt instruments, mortgage-backed securities, and zero coupon bonds.

FMR's standards for determining high- and upper-medium grades are essentially the same as those described by S&P and Moody's as characteristic of their ratings of A and above. Such instruments have strong protection of principal and interest payments. In addition to reliance on S&P's or Moody's ratings, FMR also performs its own credit analysis. The Fund also may invest in unrated instruments, and may at times purchase instruments rated below A if FMR judges them to be of comparable quality to those rated A or better. Currently, the Fund does not intend to invest in debt obligations rated below BBB. Investment-grade bonds are generally of medium to high quality. Those rated in the lower end of the category (Baa/BBB), however, may possess speculative characteristics and may be more sensitive to economic changes and changes in the financial condition of issues.

In addition, the Fund may seek capital appreciation when consistent with

its primary objective. In seeking capital appreciation, FMR will select securities for the Fund based on its judgment as to economic and market conditions and the prospects for interest rate changes.

The Fund may purchase or engage in foreign investments, indexed securities, illiquid investments, options and futures contracts, repurchase agreements and securities loans, restricted securities, and swap agreements. The Fund also may engage in reverse repurchase agreements for temporary or emergency purposes and not for investment purposes.

The Fund will maintain a dollar-weighted average maturity of 10 years or less. As of November 30, 1993, its average maturity was 8.12 years. Based on FMR's assessment of interest rate trends, generally, the average maturity will be shortened when interest rates are expected to rise and lengthened up to 10 years when interest rates are expected to decline.

FIDELITY ADVISOR GOVERNMENT INVESTMENT FUND seeks a high level of current income by investing primarily in obligations issued or guaranteed by the U.S. government or any of its agencies or instrumentalities. Under normal circumstances, as a non-fundamental policy at least 65% of the Fund's assets will be invested in government securities.

The Fund invests primarily in obligations issued or guaranteed by the U.S. government or any of its agencies or instrumentalities (U.S. government securities), including U.S. Treasury bonds, notes and bills, Government National Mortgage Association mortgage-backed pass-through certificates (Ginnie Maes) and mortgage-backed securities issued by the Federal National Mortgage Association (Fannie Mae) or the Federal Home Loan Mortgage Corporation (Freddie Macs). The U.S. government securities the Fund invests in may or may not be fully backed by the U.S. government. The Fund may enter into repurchase agreements involving any securities in which it may invest and also may enter into reverse repurchase agreements. The Fund considers "government securities" to include U.S. government securities subject to repurchase agreements. The Fund is not restricted as to the percentage of its assets that may be invested in any one type of U.S. government security. The Fund may for temporary defensive purposes invest without limit in U.S. government securities having a maturity of 365 days or less. The Fund may invest in delayed-delivery transactions, options and futures contracts, indexed securities, swap agreements and zero coupon bonds. In seeking current income, the Fund also may consider the potential for capital gain.

MUNICIPAL/TAX-EXEMPT FUNDS. Tax-Exempt Funds invest primarily in municipal securities which are issued by state and local governments and their agencies to raise money for various public purposes, including general purpose financing for state and local governments as well as financing for specific projects or public facilities. Municipal securities may be backed by the full taxing power of a municipality or by the revenues from a specific project or the credit of a private organization. Some municipal securities are insured by private insurance companies, while others may be supported by letters of credit furnished by domestic or foreign banks. FMR monitors the financial condition of parties (including insurance companies, banks, and corporations) whose creditworthiness is relied upon in determining the credit quality of securities the Funds may purchase.

Yields on municipal bonds, and therefore the yield of High Income Municipal and Limited Term Tax-Exempt, depend on factors such as general market conditions, interest rates, the size of a particular offering, the maturities of the obligations and the quality of the issues. The ability of the Funds to achieve their investment objectives is also dependent on the continuing ability of the issuers of the municipal obligations in which the Funds invest to meet their obligations for the payment of interest and principal when due.

Bonds generally are considered to be interest rate sensitive, which means that their values move inversely to interest rates. Long-term municipal bonds generally are more exposed to market fluctuations resulting from changes in interest rates than are short-term municipal bonds.

While the market for municipals is considered to be substantial, adverse publicity and changing investor perceptions may affect the ability of outside pricing services used by a Fund to value its portfolio securities and the Fund's ability to dispose of lower-rated bonds. The outside pricing services are consistently monitored to assure that securities are valued by a method that the Board believes accurately reflects fair value. The impact of changing investor perceptions may be especially pronounced in markets where municipal securities are thinly traded.

The Funds' investments in municipal securities may include fixed, variable, or floating rate general obligation and revenue bonds (including municipal lease obligations and resource recovery bonds); zero coupon and asset-backed securities; inverse floaters; tax, revenue, or bond anticipation notes; and tax-exempt commercial paper. The Funds may buy or sell securities on a when-issued or delayed-delivery basis (including refunding contracts), and may purchase restricted securities. The Funds may also buy and sell options and futures contracts.

Municipal obligations, including industrial development revenue bonds, are issued by or on behalf of states, territories, and possessions of the U.S. and the District of Columbia and their political subdivisions, agencies, and instrumentalities.

Each Fund may from time to time invest more than 25% of its total assets in securities whose revenue sources are from similar types of projects (e.g., education, electric utilities, health care, housing, transportation, or water, sewer and gas utilities) or whose issuers share the same geographic

location. As a result, a Fund may be more susceptible to a single economic, political or regulatory development than would a portfolio of bonds with a greater variety of issuers. These developments include proposed legislation or pending court decisions affecting the financing of such projects and market factors affecting the demand for their services or products.

FIDELITY ADVISOR HIGH INCOME MUNICIPAL FUND seeks to provide a high current yield by investing in a diversified portfolio of municipal obligations. It is the policy of the Fund that under normal conditions at least 80% of its net assets will be invested in municipal obligations whose interest is not included in gross income for purposes of calculating federal income tax. Interest from all or a portion of the Fund's municipal bonds may be a "tax preference" item for some shareholders in determining their federal alternative minimum tax. Stability and growth of principal also will be considered when choosing securities.

Interest on some "private activity" municipal obligations is subject to the federal alternative minimum tax AMT bonds. AMT bonds are municipal obligations that benefit a private or industrial user or finance a private facility. The Fund reserves the right to invest up to 100% of its assets in AMT bonds.

The Fund may invest in municipal obligations which are rated in the medium and lower rating categories of NRSROs (such as obligations rated Caa by Moody's or CCC by S&P) or which are unrated, but judged by FMR, pursuant to procedures established by the Board of Trustees, to meet the quality standards of the Fund. Municipal obligations which are in the medium and lower rating categories or which are unrated generally offer a higher current yield than those offered by municipal obligations which are in the higher rating categories. Since available yields and the yield differential between higher and lower-rated obligations vary over time, no specific level of income or yield differential can be assured. Lower-rated bonds (those rated Ba/BB or lower) involve greater risk, including risk of default.

The Fund also may purchase tax-exempt instruments that become available in the future as long as FMR believes that their quality is equivalent to those rated Caa or CCC or better by Moody's or S&P, respectively. The Fund's yield depends in part on the quality of its investments.

Obligations rated investment grade or better (Baa/BBB or higher) generally are of medium to high quality. These securities typically have moderate to poor protection of principal and interest payments and have speculative characteristics. Unrated obligations may be either investment grade or lower quality, but usually are not attractive to as many buyers.

The Fund relies heavily on FMR's credit analysis when purchasing unrated or lower-rated bonds. While lower-rated bonds traditionally have been less sensitive to interest rate changes than higher-rated investments, as with all bonds, the prices of lower-rated bonds will be affected by interest rate changes. Economic changes may affect lower-rated securities differently than other securities. Lower-rated municipal bonds may be more sensitive to adverse economic changes (including recession) in specific regions or localities or among specific types of issuers. During an economic downturn or a prolonged period of rising interest rates, issuers of lower-rated debt may have problems servicing their debt, meeting projected revenue goals, or obtaining additional financing. Periods of economic uncertainty and interest rate changes may cause market price volatility for lower-rated bonds and corresponding volatility in the Fund's share price.

During periods when, in FMR's opinion, a temporary defensive posture in the market is appropriate, the Fund may invest without limitation in cash or in obligations whose interest payments may be federally taxable. Taxable obligations include, but are not limited to, certificates of deposit, commercial paper, obligations issued by the U.S. government or any of its agencies or instrumentalities, and repurchase agreements.

The Fund may purchase long-term municipals with maturities of 20 years or more, which generally produce higher yields than short-term municipals. The Fund also may purchase short-term municipal obligations in order to provide for short-term capital needs. The average maturity of the Fund is currently expected to be greater than 20 years. Since the Fund's objective is to provide a high current yield, the Fund will purchase municipals with an emphasis on income. FMR may vary the Fund's average maturity depending on anticipated market conditions. Generally, the average maturity will be shortened when interest rates are expected to rise and lengthened when rates are expected to decline.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND seeks the highest level of income exempt from federal income taxes that can be obtained consistent with the preservation of capital, from a diversified portfolio of high quality or upper-medium quality municipal obligations. Under normal conditions, at least 80% of the Fund's annual income will be exempt from federal income taxes and at least 80% of the Fund's net assets will be invested in obligations having remaining maturities of 15 years or less. The Fund will maintain a dollar-weighted average maturity of 10 years or less.

The Fund will invest in municipal obligations which, in the judgment of FMR, are high quality or at least upper-medium quality. The Fund's standards for high quality and upper-medium quality obligations are essentially the same as those described by Moody's in rating municipal obligations within its three highest ratings of Aaa, Aa, and A and as those

described by S&P in rating such obligations within its three highest ratings of AAA, AA and A. As a non-fundamental policy, the Fund will not purchase a security rated by Moody's or S&P unless it has received at least an A rating from either rating service.

The Fund may invest up to 20% of its total assets in municipal obligations which are unrated by Moody's or S&P if, in the judgment of FMR, such municipal obligations meet the standards of quality as set forth above. Unrated bonds are not necessarily of lower quality and may have higher yields than rated bonds, but the market for rated bonds is usually broader. The Fund may engage in delayed delivery transactions and may purchase restricted securities. The Fund also may purchase and sell futures contracts and may purchase and write put and call options. The Fund may invest up to 25% of its total assets in a single issuer's securities.

The Fund may invest any portion of its assets in industrial revenue bonds (IRBs) backed by private issuers, and may invest up to 25% of its total assets in IRBs related to a single industry.

The Fund currently does not intend to invest in taxable obligations; however, consistent with that portion of its investment objective concerned with the preservation of capital, from time to time the Fund may invest a portion (normally not to exceed 20%) of its net assets on a temporary basis in fixed-income obligations whose interest is subject to federal income tax. These taxable obligations may include repurchase agreements. The Fund does not currently intend to invest in AMT bonds.

#### INVESTMENT LIMITATIONS

Each Fund has adopted the following investment limitations designed to reduce investment risk. The policies and limitations discussed below, and in the Appendix beginning on page \_\_, are considered at the time of purchase. With the exception of each Fund's borrowing policy, the sale of portfolio securities is not required in the event of a subsequent change in circumstances.

**DIVERSIFICATION:** These limitations do not apply to U.S. government securities and are fundamental.

Strategic Opportunities may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer;

With respect to 75% of its total assets, each other Fund may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer.

Each Fund may not purchase a security if, as a result, it would hold more than 10% of the outstanding voting securities of any issuer (except that Equity Portfolio Income, High Yield, and Government Investment, each may invest up to 25% of its total assets without regard to this limitation).

Limited Term Tax-Exempt may not purchase the securities of any issuer if, as a result, more than 25% of its total assets would be invested in industrial development bonds whose issuers are in any one industry.

Emerging Markets is considered non-diversified. To meet quarterly federal tax requirements for qualification as a "regulated investment company," the Fund limits its investments so that: (A) no more than 25% of its total assets are invested in the securities of a single issuer, and (B) with respect to at least 50% of its total assets, no more than 5% of total assets are invested in the securities of a single issuer. These limitations do not apply to U.S. government securities.

Each other Fund may not purchase the securities of any issuer if, as a result, more than 25% of the Fund's total assets would be invested in the securities of issuers having their principal business activities in the same industry.

**BORROWING:** The following limitations are fundamental.

Each fund may borrow money for temporary or emergency purposes, in an amount not exceeding 33 1/3% of the value of its total assets;

#### STRATEGIC OPPORTUNITIES

Strategic Opportunities, Limited Term Bond, and Limited Term Tax-Exempt may not purchase any security while borrowings representing more than 5% of its total assets are outstanding.

Government Investment and High Income Municipal may not purchase any security while borrowings representing more than 5% of its net assets are outstanding.

The following limitations are non-fundamental.

Each other Fund may not purchase any security while borrowings representing more than 5% of its total assets are outstanding.

Each Fund may borrow money from banks or from other funds advised by FMR, or by engaging in reverse repurchase agreements.

**LENDING:** Percentage limitations are fundamental.

High Income Municipal and Limited Term Tax-Exempt do not currently intend to engage in repurchase agreements or make loans (but this limitation does not apply to purchases of debt securities).

Each fund (a) may lend securities to a broker-dealer or institution when the loan is fully collateralized; and (b) may lend money to a mutual fund advised by FMR or an affiliate. Each Fund will limit loans in the aggregate to 33 1/3% of its total assets.

Each Fund has received permission from the SEC to lend money to and borrow money from other funds advised by FMR or its affiliates, High Income Municipal and Limited Term Tax-Exempt will participate only as borrowers.

If a Fund borrows money, its share price may be subject to greater fluctuation until the borrowing is paid off. To this extent, purchasing securities when borrowings are outstanding may involve an element of

leverage.

As a non-fundamental policy, each Fund may not purchase a security, if as a result, more than 15% (High Yield) or 10% (all others) of its assets would be invested in illiquid investments.

#### HOW TO BUY SHARES

Class B shares of each Fund are offered continuously to investors who engage an investment professional for investment advice and may be purchased at the net asset value per share (NAV) next determined after the transfer agent receives your order to purchase. Securities dealers and banks (investment professionals), with which Distributors has Agreements, receive as compensation from Distributors a concession equal to 3% of your purchase. Fidelity Investments Institutional Operations Company (FIIOC) (the Transfer Agent), ZRS, P.O. Box 1182, Boston, MA 02103-1182, provides transfer and dividend paying services for each Fund.

The Class B shares are offered at NAV without an initial a sales charge.

Class B shares may be subject to a CDSC upon redemption. For more information on how the CDSC is calculated, see "How to Sell Shares," page \_\_\_\_\_.

You can open an account with a minimum initial investment of \$2,500 or more by completing and returning an account application. You can make additional investments of \$250 or more. The maximum purchase amounts of \$250,000 or more will not be accepted for Class B shares of the Funds. For tax-deferred retirement plans, including IRA accounts, there is a \$500 minimum initial investment and a \$100 subsequent investment minimum. For accounts established under the Fidelity Advisor Systematic Investment Program or the Fidelity Advisor Systematic Exchange Program, there is a \$1,000 initial and \$100 monthly subsequent investment minimum requirement. For further information on opening an account, please consult your investment professional or refer to the account application.

It is the responsibility of your investment professional to transmit your order to purchase Class B shares to the Transfer Agent before 4:00 p.m. Eastern time in order for you to receive that day's share price. The Transfer Agent must receive payment within five business days after an order is placed; otherwise, the purchase order may be canceled and you could be held liable for resulting fees and/or losses.

All of your purchases must be made in U.S. dollars and checks must be drawn on U.S. banks. Each Fund reserves the right to limit the number of your checks processed at one time. If your check does not clear, the Fund may cancel your purchase and you could be held liable for any fees and/or losses incurred. When you purchase directly by check, the Fund can hold the proceeds of redemptions until the Transfer Agent is reasonably satisfied that the purchase payment has been collected (which can take up to seven calendar days). You may avoid a delay in receiving redemption proceeds by purchasing shares with a certified check. Class B shares of the fixed-income funds purchased through investment professionals utilizing an automated order placement and settlement system that guarantees payment for orders on a specified date, begin to earn income dividends on that date. Direct purchases and all other orders begin to earn dividends on the business day after the Fund receives payment.

Each Fund and Distributors reserve the right to suspend the offering of Class B shares for a period of time and to reject any order for the purchase of shares, including certain purchases by exchange (see "How to Exchange," page \_\_\_\_\_).

**MINIMUM ACCOUNT BALANCE.** You must maintain an account balance of \$1000. If your account falls below \$1000 due to redemption, the Transfer Agent may close it at the NAV next determined on the day your account is closed and mail you the proceeds at the address shown on the Transfer Agent's records. The Transfer Agent will give you 30 days' notice that your account will be closed unless you make an investment to increase your account balance to the \$1,000 minimum. The minimum account balance does not apply to IRA accounts.

#### INVESTOR SERVICES

You may initiate many transactions by telephone. Note that the Transfer Agent will not be responsible for any losses resulting from unauthorized transactions if it follows reasonable procedures designed to verify the identity of the caller. The Transfer Agent will request personalized security codes or other information, and may also record calls. You should verify the accuracy of your confirmation statements immediately after you receive them. If you do not want the ability to redeem and exchange by telephone, call the Transfer Agent for instructions.

**QUANTITY DISCOUNTS.** For Class A shares, reduced front-end sales charges are applicable to purchases of \$50,000 or more (\$1,000,000 or more for Fidelity Advisor Short Fixed-Income Fund or Fidelity Advisor Short-Intermediate Tax-Exempt Fund). Your purchases and/or existing balances of Class B shares may be included for purposes of qualifying for a Class A front-end sales charge reduction in the following programs.

**COMBINED PURCHASES.** When you invest in a Fund for a several accounts at the same time, you may combine these investments into a single transaction to qualify for a quantity discount, if purchased through one investment professional and if the total is at least \$50,000 (\$1,000,000 for Fidelity Advisor Short Fixed-Income Fund or Fidelity Advisor Short-Intermediate Tax-Exempt Fund).

**RIGHTS OF ACCUMULATION.** Your "Rights of Accumulation" permit reduced front-end sales charges on any future purchases of Class A shares. You can add the value of currently held Class A and Class B shares of Fidelity

Advisor Funds, Initial shares and Class B shares of Daily Money Fund and shares of Daily Tax-Exempt Money Fund ACQUIRED BY EXCHANGE FROM ANY FIDELITY ADVISOR FUND, determined at the current day's NAV at the close of business, to the amount of your new purchase valued at the current offering price, to determine your reduced sales charge.

LETTER OF INTENT. You may qualify for reduced front-end sales charges on purchases of Class A shares made within a 13-month period by filing a non-binding Letter of Intent (the Letter) to purchase at least \$50,000 (\$1,000,000 for Fidelity Advisor Short Fixed Income Fund and Fidelity Advisor Short Intermediate Tax-Exempt Fund). You may include, as an accumulation credit toward the completion of the Letter, the value of all Class A and Class B shares held in Fidelity Advisor Funds, and the value of Initial shares and Class B shares of Daily Money Fund and shares of Daily Tax Exempt Money Fund ACQUIRED BY EXCHANGE FROM ANY FIDELITY ADVISOR FUND. FOR MORE INFORMATION ON THE TERMS OF QUANTITY DISCOUNTS, PLEASE CONSULT YOUR INVESTMENT PROFESSIONAL.

FIDELITY ADVISOR SYSTEMATIC INVESTMENT PROGRAM. You can make regular investments in a Fidelity Advisor Fund with the Systematic Investment Program by completing the appropriate section of the account application and attaching a voided personal check. Investments may be made monthly by automatically deducting \$100 or more from your bank checking account. You may change the amount of your monthly purchase at any time. There is a \$1,000 minimum initial investment requirement for the Systematic Investment Program. Class B shares will be purchased at the offering price next determined following receipt of the investment by the Transfer Agent. You may cancel the Systematic Investment Program at any time without payment of a cancellation fee. You will receive a confirmation from the Transfer Agent for every transaction, and a debit entry will appear on your bank statement.

#### SHAREHOLDER COMMUNICATIONS

The Transfer Agent or your investment professional will send you a confirmation after every transaction that affects your share balance or account registration. In addition, a consolidated statement will be provided at least quarterly. At least twice a year each shareholder will receive the Fund's financial statements, with a summary of its portfolio composition and performance. To reduce expenses, only one copy of most shareholder reports (such as a Fund's Annual Report) will be mailed to each shareholder address. Please write to the Transfer Agent or contact your investment professional if you need to have additional reports sent each time.

A Fund pays for these shareholder communications, but not for special services that are required by a few shareholders, such as a request for a historical transcript of an account. You may be required to pay a fee for such special services. If you are purchasing Class B shares of a Fund through a program of administrative services offered by an investment professional, you should read the additional materials pertaining to that program in conjunction with this prospectus. Certain features of a Fund, such as the minimum initial or subsequent investment, may be modified in these programs, and administrative charges may be imposed for the services rendered.

#### HOW TO EXCHANGE

An exchange is the redemption of Class B shares of one Fund and the purchase of Class B shares of another Fund, each at the next determined NAV. A CDSC WILL NOT APPLY TO CLASS B SHARES REDEEMED BY EXCHANGE, AND THE APPLICABLE CDSC FOR EXCHANGED CLASS B SHARES WILL BE BASED ON THE DATE OF THE CLASS B SHARES INITIALLY PURCHASED. The exchange privilege is a convenient way to sell and buy Class B shares of other Fidelity Advisor Funds and of Daily Money Fund: U.S. Treasury Portfolio (DMF: Treasury) registered in your state.

To protect each Fund's performance and shareholders, FMR discourages frequent trading in response to short-term market fluctuations. The Funds reserve the right to refuse exchange purchases by any person or group if, in FMR's opinion, a Fund would be unable to invest effectively in accordance with its investment objective and policies, or would otherwise be affected adversely. Your exchanges may be restricted or refused if a Fund receives or anticipates simultaneous orders affecting significant portions of a Fund's assets. In particular, a pattern of exchanges that coincides with a "market timing" strategy may be disruptive to a Fund. Exchange restrictions may be imposed at any time. The Funds may modify or terminate the exchange privilege. The exchange limit may be modified for certain institutional retirement plans.

Exchange instructions may be given by you in writing or by telephone directly to the Transfer Agent or through your investment professional. FOR MORE INFORMATION ON ENTERING AN EXCHANGE TRANSACTION, PLEASE CONSULT YOUR INVESTMENT PROFESSIONAL.

Before you make an exchange:

1. Read the prospectus of the Fund into which you want to exchange.
2. Class B shares may be exchanged only into Class B shares of another Fidelity Advisor Fund or DMF: Treasury, seven calendar days after purchase at NAV.
3. You may exchange only between accounts that are registered in the same name, address, and taxpayer identification number.
4. You may make four exchanges out of a Fund per calendar year. If you exceed this limit, your future purchases of (including exchanges into) Fidelity Advisor Funds may be permanently refused. For purposes of the

four exchange limit, accounts under common ownership or control, including accounts having the same taxpayer identification number, will be aggregated. Systematic exchanges are not subject to this four exchange limit (see following section).

5. Taxes: The exchange of shares is considered a sale and may be taxable. The Transfer Agent will send you or your investment professional a confirmation of each exchange transaction.

FIDELITY ADVISOR SYSTEMATIC EXCHANGE PROGRAM. You can exchange a specific dollar amount of Class B shares from a Fund into Class B shares of another Fidelity Advisor Fund or DMF: Treasury on a monthly, quarterly or semiannual basis under the following conditions:

1. The account from which the exchanges are to be processed must have a minimum balance of \$10,000.
2. The account into which the exchanges are to be processed must be an existing account with a minimum balance of \$1,000.
3. Both accounts must have identical registrations and taxpayer identification numbers. The minimum amount that can be exchanged systematically into a Fund is \$100.
4. Systematic Exchanges will be processed at the NAV determined on the transaction date.

#### HOW TO SELL SHARES

You may sell (redeem) all or a portion of your Class B shares on any day the New York Stock Exchange (NYSE) is open at the NAV next determined after the Transfer Agent receives your request to sell, minus any applicable CDSC (see below). Orders to sell may be placed by you in writing or by telephone or through your investment professional. Orders to sell received by the Transfer Agent before 4:00 p.m. Eastern time will be priced at that day's share price. For orders to sell placed through your investment professional, it is the investment professional's responsibility to transmit such orders to the Transfer Agent by 4:00 p.m. Eastern time for you to receive that day's share price.

Once your Class B shares are redeemed, a Fund normally will send the proceeds on the next business day to the address of record. If making immediate payment could adversely affect the Fund, the Fund may take up to seven days to pay you. A Fund may withhold redemption proceeds until it is reasonably satisfied that it has collected investments that were made by check (which can take up to seven calendar days).

When the NYSE is closed (or when trading is restricted) for any reason other than its customary weekend or holiday closings, or under any emergency circumstances as determined by the SEC to merit such action, a Fund may suspend redemption or postpone payment dates for more than seven days. The Transfer Agent requires additional documentation to sell Class B shares registered in the name of a corporation, agent or fiduciary or a surviving joint owner. Call 1-800-221-5207 for specific requirements.

#### REDEMPTION REQUESTS BY TELEPHONE:

TO RECEIVE A CHECK. You may sell Class B shares of a Fund having a value of \$100,000 or less from your account by calling the Transfer Agent. Redemption proceeds must be sent to the address of record listed on the account, and a change of address must not have occurred within the preceding 60 days.

TO RECEIVE A WIRE. You may sell Class B shares of a Fund and have the proceeds wired to a pre-designated bank account. Wires will generally be sent the next business day following the redemption of Class B shares from your account.

Telephone redemptions cannot be processed for Fidelity Advisor Fund prototype retirement accounts where State Street Bank and Trust Company is the custodian.

REDEMPTION REQUESTS IN WRITING. For your protection, if you sell Class B shares of a Fund having a value of more than \$100,000, or if you are sending the proceeds of a redemption of any amount to an address other than the address of record listed on the account, or if you have requested a change of address within the preceding 60 days, or if you wish to have the proceeds wired to a non-pre-designated bank account, you must send a letter of instruction signed by all registered owners with signature(s) guaranteed to the Transfer Agent. A signature guarantee is a widely recognized way to protect you by guaranteeing the signature on your request; it may not be provided by a notary public. Signature guarantee(s) will be accepted from banks, brokers, dealers, municipal securities dealers, municipal securities brokers, government securities dealers, government securities brokers, credit unions (if authorized under state law), national securities exchanges, registered securities associations, clearing agencies and savings associations.

REINSTATEMENT PRIVILEGE. If you have sold all or part of your shares of a Fund you may reinvest an amount equal to all or a portion of the redemption proceeds in Class B shares of the Fund or Class B shares of any of the other Fidelity Advisor Funds, at the NAV next determined after receipt of your investment order, provided that such reinvestment is made within 30 days of redemption. Under these circumstances, the dollar amount of the CDSC you paid will be reimbursed to you by reinvesting that amount in Class B shares. You must reinstate your shares into an account with the same registration. This privilege may be exercised only once by a shareholder with respect to a Fund and certain restrictions may apply. For purposes of the CDSC schedule, the holding period of the Class B shares will continue as if the Class B shares had not been redeemed.

CONTINGENT DEFERRED SALES CHARGE. Class B shares may, upon redemption, be

assessed a CDSC based on the following schedule:

CONTINGENT DEFERRED

FROM DATE OF PURCHASE SALES CHARGE

Less than 1 year	4%
1 year to less than 3 years	3%
3 years to less than 4 years	2%
4 years to less than 5 years	1%
5 years to less than 6 years*	0%

\*After a maximum holding period of 6 years, Class B shares will convert automatically to Class A shares of the same Fidelity Advisor Fund. See "Conversion Feature" below for more information.

The CDSC will be calculated based on the lesser of the value of Class B shares at the initial date of purchase or on the value of Class B shares at redemption, not including any reinvested dividends or capital gains. In determining the applicability and rate of any CDSC at redemption, Class B shares representing reinvested dividends and capital gains, if any, will be redeemed first, followed by Class B shares that have been held for the longest period of time.

CONVERSION FEATURE. After a maximum holding period of 6 years from the initial date of purchase, Class B shares convert automatically to Class A shares of the same Fidelity Advisor Fund. Conversion to Class A shares will be made at NAV. At the time of conversion, a portion of the Class B shares purchased through the reinvestment of dividends or capital gains (Dividend Shares) will also convert to Class A shares. The portion of Dividend Shares that will convert is determined by the ratio that your Class B non-Dividend Shares converting bear to your total Class B non-Dividend Shares. (A portion of Class B shares that had been acquired by exchange also may convert, representing the appreciated value and/or reinvested dividends or capital gains applicable to Class B shares prior to their exchange into a Fund.)

CONTINGENT DEFERRED SALES CHARGE WAIVERS. The CDSC may be waived (I) in cases of disability or death, provided that the redemption is made within one year following the death or initial determination of disability, or (II) in connection with a total or partial redemption made in connection with certain distributions from retirement plans or accounts.

FOR MORE INFORMATION ABOUT THE CDSC, INCLUDING THE CONVERSION FEATURE AND THE PERMITTED CIRCUMSTANCES FOR CDSC WAIVERS, CONTACT YOUR INVESTMENT PROFESSIONAL.

DISTRIBUTION OPTIONS

When you fill out your account application, you can choose from four

Distribution Options:

1. Reinvestment Option. Dividends and capital gain distributions will be automatically reinvested in additional Class B shares of a Fund. If you do not indicate a choice on your account application, you will be assigned this option.
2. Income-Earned Option. Capital gain distributions will be automatically reinvested, but a check will be sent for each dividend distribution.
3. Cash Option. A check will be sent for each dividend and capital gain distribution.
4. Directed Dividends Program. Dividends and capital gain distributions will be automatically invested in Class b shares of another identically registered Fidelity Advisor Fund.

You may change your Distribution Option at any time by notifying the Transfer Agent in writing. Distribution checks for fixed-income funds will be mailed no later than seven days after the last day of the month. On the day a Fund goes ex-dividend, the amount of the distribution is deducted from its share price. Reinvestment of distributions will be made at that day's NAV. If you select option 2 or 3 and the U.S. Postal Service cannot deliver your checks, or if your checks remain uncashed for six months, distribution checks will be reinvested in your account at the current NAV and your election may be converted to the Reinvestment Option. Class B Shares acquired through distributions will not be subject to a CDSC.

DISTRIBUTIONS AND TAXES

DISTRIBUTIONS. The Funds distribute substantially all of their net investment income and capital gains, if any, to shareholders each year pursuant to the following schedule. Each Fund may pay capital gains in December. In addition, Equity Portfolio Income, Limited Term Bond and Limited Term Tax-Exempt may pay capital gains in January as well. Emerging Markets Income may pay in February.

Emerging Markets Income, High Yield, Limited Term Bond, Government Investment, High Income Municipal, and Limited Term Tax-Exempt declare dividends daily and pay monthly; and Equity Portfolio Income declare dividends in March, June, September, and December and pay the following month.

CAPITAL GAINS. You may realize a gain or loss when you sell (redeem) or exchange shares. For most types of accounts, a Fund will report the proceeds of your redemption's to you and the IRS annually. However, because the tax treatment also depends on your purchase price and your personal tax position, YOU SHOULD KEEP YOUR REGULAR ACCOUNT STATEMENTS TO USE IN DETERMINING YOUR TAX.

"BUYING A DIVIDEND." On the record date for a distribution from a Fund, the Fund's share price is reduced by the amount of the distribution. If you buy shares just before the record date (buying a dividend), you will pay the full price for the shares, and then receive a portion of the price back as a taxable distribution.

FEDERAL TAXES. Distributions from each Fund's income and short-term capital gains are taxed as dividends, and long-term capital gain distributions are taxed as long-term capital gains. Gains on the sale of tax-free bonds results in a taxable distribution. Short-term capital gains and a portion of the gain on bonds purchased at a discount are taxed as dividends. Distributions are taxable when they are paid, whether you take them in cash or reinvest them in additional shares, except that distributions declared in December and paid in January are taxable as if paid on December 31. Each Fund will send you a tax statement by January 31 showing the tax status of the distributions you received in the past year. A copy will be filed with the Internal Revenue Service (IRS). High Income Municipal and Limited Term Tax-Exempt may each invest in municipal obligations whose interest is subject to the federal alternative minimum tax for individuals (AMT bonds) to the extent that the Fund's invest in AMT bonds, individuals who are subject to the AMT will be required to report a portion of the Fund's dividends as a "tax-preference item" in determining their federal tax. Federally tax-free interest earned by the Funds is federally tax-free when distributed as income dividends. During the most recent fiscal year ended, 100% of the income dividends for High Income Municipal and Limited Term Tax-Exempt were free from federal tax. If the Funds earn taxable income from any of their investments, it will be distributed as a taxable dividend. Some of the Funds may be eligible for the dividends-received deduction for corporations. If a Fund has paid withholding or other taxes to foreign governments during the year, the taxes will reduce the Fund's dividends but will be included in the taxable income reported on your tax statement. You may be able to claim an offsetting tax credit or itemized deduction for foreign taxes paid by a Fund. Your tax statement will show the amount of foreign tax for which a credit or deduction may be available.

STATE AND LOCAL TAXES. Mutual fund dividends from most U.S. government securities generally are free from state and local income taxes. However, certain types of securities, such as repurchase agreements and certain agency-backed securities, may not qualify for the government interest exemption on a state-by-state basis. GNMA and other mortgage backed securities are other notable exceptions in many states. Some states may impose intangible property taxes. You should consult your own tax advisor for details and up-to-date information on the tax laws in your state.

OTHER TAX INFORMATION. In addition to federal taxes, you may be subject to state or local taxes on your investment, depending on the laws in your area. Because some states exempt their own municipal obligations from tax, you will receive tax information each year showing how High Income Municipal and Limited Term Tax-Exempt allocated their investments by state. When you sign your account application, you will be asked to certify that your social security or taxpayer identification number is correct and that you are not subject to 31% backup withholding for failing to report income to the IRS. If you violate IRS regulations, the IRS can require a Fund to withhold 31% of your taxable distributions and redemptions.

#### FEES

MANAGEMENT AND OTHER SERVICES. For managing its investments and business affairs, each Fund pays a monthly fee to FMR. Each Fund (with the exception of Equity Portfolio Income, see below) pays a monthly fee to FMR based on a basic fee rate, which is the sum of two components:

1. A group fee rate based on the monthly average net assets of all of the mutual funds advised by FMR. This rate for Equity Funds cannot rise above .52% and it drops (to as low as a marginal rate of .31%\*) as total assets in all of these funds rise. The effective Equity Fund group fee rate for September 1993, October 1993 and November 1993 was .3262%, .3254% and .3250%, respectively. The group fee rate for Fixed-Income Funds cannot rise above .37% and it drops (to as low as a marginal rate of .15%\*) as total assets in all of these funds rise. The effective Fixed-Income group fee rate for October 1993 and November 1993 was .1631% and .1627%, respectively.

2. An individual fund fee rate, which varies for each Fund.

\* FMR VOLUNTARILY AGREED TO ADOPT REVISED GROUP FEE RATE SCHEDULES WHICH PROVIDE FOR A MARGINAL RATE AS LOW AS .285% (EQUITY FUNDS) AND .1325% (FIXED-INCOME FUNDS) WHEN AVERAGE GROUP NET ASSETS EXCEED \$336 BILLION. (THE MANAGEMENT CONTRACT FOR EMERGING MARKETS INCOME CONTAINS THE REVISED GROUP FEE RATE SCHEDULE.) A NEW MANAGEMENT CONTRACT WITH A REVISED GROUP FEE RATE SCHEDULE WILL BE PRESENTED FOR APPROVAL AT EACH FUND'S NEXT SHAREHOLDER MEETING.

One-twelfth of the annual management fee rate is applied to each Fund's net assets averaged over the most recent month, giving a dollar amount which is the management fee for that month.

Equity Portfolio Income pays FMR a monthly management fee at an annual rate of .50% of its average net assets.

The following are the individual fund fee rates and total management fees for each Fund's most recent fiscal year end.

TOTAL  
MANAGEMENT FEE  
INDIVIDUAL (AS A PERCENT OF AVERAGE  
FUND FEE RATE NET ASSETS)  
(AS A PERCENTAGE OF BEFORE REIMBURSEMENTS,  
AVERAGE NET ASSETS) IF ANY  
EQUITY FUNDS:

STRATEGIC OPPORTUNITIES 0.30% 0.54%  
EQUITY PORTFOLIO INCOME NA 0.50%  
FIXED-INCOME FUNDS:  
EMERGING MARKETS INCOME 0.55%\* 0.71%\*  
HIGH YIELD 0.45% 0.51%  
LIMITED TERM BOND 0.25% 0.42%  
GOVERNMENT INVESTMENT 0.30% 0.46%  
MUNICIPAL/TAX-EXEMPT FUNDS:  
HIGH INCOME MUNICIPAL FUND 0.25% 0.42%  
LIMITED TERM TAX-EXEMPT FUND 0.25% 0.42%

\*Projection for first year of operations. Total management fees are higher than those charged by most mutual funds, but not necessarily higher than those of a typical international fund, due to the greater complexity, expense and commitment of resources involved in international investing. In addition to the basic fee, the management fee for Strategic Opportunities varies based on performance. The performance adjustment is added to or subtracted from the management fee and is calculated monthly. It is based on a comparison of the Fund's performance to that of an index, over the most recent 36-month period. The difference is converted into a dollar amount that is added to or subtracted from the management fee. This adjustment rewards FMR when the Fund outperforms the index and reduces FMR's fee when the Fund underperforms the index. The maximum annualized performance index adjustment rate for Strategic Opportunities is +/- .20%. Strategic Opportunities compares itself to the S&P 500. See "The Trusts and the Fidelity Organization" for information regarding performance calculations for Strategic Opportunities.

FMR may, from time to time, agree to reimburse a Fund for expenses (excluding interest, taxes, brokerage commissions, and extraordinary expenses) above a specified percentage of average net assets. FMR retains the ability to be repaid by a Fund for these expense reimbursements in the amount that expenses fall below the limit prior to the end of the fiscal year. Fee reimbursements by FMR will increase a Fund's yield and total return, and repayment by a Fund will lower its yield and total return. FMR has voluntarily agreed to reimburse expenses of Government Investment and Limited Term Tax-Exempt to the extent that total expenses exceed 1.70%, and 1.65%, respectively, of the Fund's average net assets.

FMR has entered into sub-advisory agreements on behalf of certain Funds. Sub-advisors provide research and investment advice and research services with respect to companies based outside the U.S. and FMR may grant sub-advisers investment management authority as well as the authority to buy and sell securities if FMR believes it would be beneficial to a Fund. Strategic Opportunities, Equity Portfolio Income, Emerging Markets Income and High Yield each have entered into sub-advisory agreements with Fidelity Management & Research (U.K.) Inc. (FMR U.K.) and Fidelity Management & Research (Far East) Inc. (FMR Far East). FMR U.K. focuses primarily on companies based in Europe, and FMR Far East focuses primarily on companies based in Asia and the Pacific Basin. Under the sub-advisory agreements, FMR, and not the Fund, may pay FMR U.K. and FMR Far East fees equal to 110% and 105%, respectively, of each sub-advisor's costs incurred in connection with its sub-advisory agreement.

In addition, Emerging Markets Income has entered into a sub-advisory agreement with Fidelity International Investment Advisors (FIIA). FIIA, in turn, has entered into a sub-advisory agreement with its wholly owned subsidiary Fidelity International Investment Advisors (U.K.) Limited (FIIAL U.K.). Currently, FIIAL U.K. focuses on companies other than the U.S., including countries in Europe, Asia, and the Pacific Basin. Under the sub-advisory agreement, FMR pays FIIA 30% of its monthly management fee with respect to the average market value of investments held by the Fund for which FIIA has provided FMR with investment advice. FIIA, in turn, pays FIIAL U.K. a fee equal to 110% of FIIAL U.K.'s costs incurred in connection with providing investment advice and research services.

FIIOC, 82 Devonshire Street, Boston, MA and affiliate of FMR, acts as transfer and dividend-paying agent and maintains shareholder records. FIIOC is paid fees based on the typed, size and number of accounts in Class B shares, and the number of transactions made by shareholders of Class B shares.

The Funds pay transfer agent fees based on the type, size and number of accounts in a Fund and the number of monetary transactions made by shareholders.

The fees for pricing and bookkeeping services are based on a Fund's average net assets, but must fall within a range of \$45,000 to \$750,000 per year. Fidelity Service Co. (Service), 82 Devonshire Street, Boston, Massachusetts 02109, an affiliate of FMR, calculates each Fund's daily share price, and maintains its general accounting records (with the exception of High Income Municipal and Limited Term Tax-Exempt, see below). For those Funds which can engage in securities lending, Service also administers its securities lending program. For the most recent fiscal year ended, each Fund's fees for pricing and bookkeeping services (including related out-of-pocket expenses) amounted to: \$145,494 (Strategic Opportunities); \$113,026 (Equity Portfolio Income); \$121,204 (High Yield); \$81,106 (Limited Term Bond); and \$46,457 (Government Investment).

For High Income Municipal and Limited Term Tax-Exempt, United Missouri Bank, N.A. (United Missouri), 1010 Grand Avenue, Kansas City, Missouri 64106, acts as the custodian, transfer agent and pricing and bookkeeping agent. United Missouri has a sub-arrangement with the Transfer Agent for

transfer agent services and a sub-arrangement with Service for pricing and bookkeeping services. For the most recent fiscal year ended, fees paid to Service (including related out-of-pocket expenses) amounted to \$157,559 (High Income Municipal) and \$45,724 (Limited Term Tax-Exempt). All of the fees are paid to the Transfer Agent and Service by United Missouri, which is reimbursed by the Funds for such payments.

The Funds' operating expenses include custodial, legal and accounting fees, charges to register a Trust or Fund with federal and state regulatory authorities and other miscellaneous expenses. The total operating expenses for Class A shares of each Fund after reimbursement, if any, as a percent of average net assets, including the 12b-1 fee, for the most recent fiscal year ended were as follows: 1.57% (Strategic Opportunities) 1.77% (Equity Portfolio Income); 1.51% (Income & Growth); 1.11% (High Yield); 1.23% (Limited Term Bond); .68% (Government Investment); 92% (High Income Municipal); .90% (Limited Term Tax-Exempt). If FMR had not reimbursed certain Funds, total operating expenses for the most recent fiscal year ended would have been as follows: 1.32% (Government Investment) and 1.36% (Limited Term Tax-Exempt). Total operating expenses for Class B shares will be different due to different expenses than those for Class A shares.

**DISTRIBUTION AND SERVICE AND SHAREHOLDER SERVICING PLANS.** The Board of Trustees of each Trust has adopted a Distribution and Service Plan (the Plan) on behalf of each Fund's Class B shares pursuant to Rule 12b-1 under the 1940 Act (the Rule). The Rule provides in substance that a mutual fund may not engage directly or indirectly in financing any activity that is intended primarily to result in the sale of shares of a fund except pursuant to a plan adopted by the fund under the Rule. The Boards of Trustees have adopted the Plans to allow Class B shares of each Fund and FMR to incur certain expenses that might be considered to constitute direct or indirect payment by Class B shares of a Fund of distribution expenses. Under each Plan, Class B shares are authorized to pay Distributors a monthly distribution fee as compensation for its services and expenses in connection with the distribution of Class B shares. The Class B shares of each Fund pay Distributors a distribution fee at an annual rate of .75% based on the average net assets of that Fund's Class B shares determined as of the close of business on each day throughout the month. The distribution fee is a Class B expense in addition to the management fee and the other Class B expenses. Such expenses will reduce the net investment income and total return of a Fund's Class B shares.

The Plan also provides that, through Distributors, FMR may make payments from its management fee or other resources to investment professionals in connection with the distribution of Class B shares.

Class B of each Fund also has a Shareholder Servicing Plan adopted under Rule 12b-1. Under Shareholder Servicing Plans in effect for the Class B shares of each Fund, investment professionals are compensated at an annual rate of .25% of average daily net assets of that Fund's Class B shares for providing ongoing shareholder support services to investors in Class B shares. The Shareholder Servicing Plans have been approved by each Trust's Board of Trustees.

Class B shares of each Fund bear the fees paid pursuant to their Distribution and Service Plan and Shareholder Servicing Plan. Such fees are not borne by individual accounts, and will be limited by the restrictions imposed by the NASD rule regarding asset based sales charges. Distributors may at its expense, provide promotional incentives such as sales contests and trips to investment professionals who support the sale of Class B shares. In some instances, these incentives will be offered only to certain types of investment professionals, such as bank-affiliated or non-bank affiliated broker-dealers, or to investment professionals whose representatives provide services in connection with the sale or expected sale of significant amounts of Class B shares.

The Glass-Steagall Act generally prohibits federally and state chartered or supervised banks from engaging in the business of underwriting, selling or distributing securities. Although the scope of this prohibition under the Glass-Steagall Act has not been fully defined, in Distributors' opinion it should not prohibit banks from being paid for shareholder servicing and recordkeeping. If, because of changes in law or regulation, or because of new interpretations of existing law, a bank or a Fund were prevented from continuing these arrangements, it is expected that the Board would make other arrangements for these services and that shareholders would not suffer adverse financial consequences. In addition, state securities laws on this issue may differ from the interpretations of federal law expressed herein, and banks and other financial institutions may be required to register as dealers pursuant to state law.

#### VALUATION

A Fund's Class B shares are valued at NAV. NAV is determined for Class B shares of each Fund by adding the value of all security holdings and other assets of the Fund, deducting liabilities allocated to Class B (when appropriate), and then dividing the result by the proportional number of Class B shares of the Fund outstanding.

NAV normally is calculated as of the close of business of the NYSE (normally 4:00 p.m. Eastern time). The Funds are open for business and NAV is calculated each day the NYSE is open for trading. Fund securities and other assets are valued primarily on the basis of market quotations furnished by pricing services, or if quotations are not available, by a method that the Board of Trustees believes accurately reflects fair value. Foreign securities are valued based on quotations from the primary market

in which they are traded and are converted from the local currency into U.S. dollars using current exchange rates.

#### PERFORMANCE

Each Fund's performance may be quoted in advertising in terms of total return. All performance information is historical and is not intended to indicate future performance. Share price and total return fluctuate in response to market conditions and other factors, and the value of a Fund's shares when sold may be worth more or less than their original cost. Excluding a sales charge from a performance calculation produces a higher total return figure. TOTAL RETURN is the change in value of an investment in a Fund over a given period, assuming reinvestment of any dividends and capital gains. A CUMULATIVE TOTAL RETURN reflects actual performance over a stated period of time. An AVERAGE ANNUAL TOTAL return is a hypothetical rate of return that, if achieved annually, would have produced the same cumulative total return if performance had been constant over the entire period. Average annual total returns smooth out variations in performance; they are not the same as actual year-by-year results. When an average annual return covers a period of less than one year, the calculation assumes that performance will remain constant for the rest of the year. Since this may or may not occur, the average annual returns should be viewed as a hypothetical rather than actual performance figure. Average annual and cumulative total returns usually will include the effect of paying the applicable sales charge.

The Funds also may quote performance in terms of yield. YIELD refers to the income generated by an investment in a Fund over a given period of time, expressed as an annual percentage rate. Yields are calculated according to a standard that is required for all stock and bond funds. High Income Municipal Fund and Limited Term Tax-Exempt Fund may quote a TAX-EQUIVALENT YIELD, which shows the taxable yield an investor would have to earn after taxes to equal the Fund's tax-free yield. A tax-equivalent yield is calculated by dividing a Fund's yield by the result of one minus a stated federal or state tax rate. Because yield calculations differ from other accounting methods, the quoted yield may not equal the income actually paid to shareholders. This difference may be significant for funds whose investments are denominated in foreign currencies. In calculating yield, the Funds may from time to time use a security's coupon rate instead of its yield to maturity in order to reflect the risk premium on that security. This practice will have the effect of reducing a Fund's yield. For additional performance information, please contact your investment professional or Distributors for a free Annual Report and SAI.

#### PORTFOLIO TRANSACTIONS

FMR uses various brokerage firms to carry out each Fund's equity security transactions. Fixed-income securities are generally traded in the over-the-counter market through broker-dealers. A broker-dealer is a securities firm or bank which makes a market for securities by offering to buy at one price and sell at a slightly higher price. The difference is known as a spread. Foreign securities are normally traded in foreign countries since the best available market for foreign securities is often on foreign markets. In transactions on foreign stock exchanges, brokers' commissions are generally fixed and are often higher than in the U.S., where commissions are negotiated. Since FMR, directly or through affiliated sub-advisers, places a large number of transactions, including those of Fidelity's other funds, the Funds pay lower commissions than those paid by individual investors, and broker-dealers are willing to work with the Funds on a more favorable spread.

The Funds have authorized FMR to allocate transactions to some broker-dealers who help distribute the Fund's shares or the shares of Fidelity's other funds to the extent permitted by law, and on an agency basis to Fidelity Brokerage Services, Inc. (FBSI) and Fidelity Brokerage Services Ltd. (FBSL), affiliates of FMR. FMR will make such allocations if commissions are comparable to those charged by non-affiliated qualified broker-dealers for similar services.

FMR may also allocate brokerage transactions to a Fund's custodian, acting as a broker-dealer, or other broker-dealers, so long as transaction quality and commission rates are comparable to those of other broker-dealers, where the broker-dealer will allocate a portion of the commissions paid toward payment of a Fund's expenses. These expenses currently include transfer agent fees and custodian fees.

Higher commissions may be paid to those firms that provide research, valuation and other services to the extent permitted by law. FMR also is authorized to allocate brokerage transactions to FBSI in order to secure from FBSI research services produced by third party, independent entities. FMR may use this research information in managing each Fund's assets, as well as assets of other clients.

When consistent with its investment objective, each fund may engage in short-term trading. Also, a security may be sold and another of comparable quality simultaneously purchased to take advantage of what FMR believes to be a temporary disparity in the normal yield relationship of the two securities.

The frequency of portfolio transactions - the turnover rate - will vary from year to year depending on market conditions. Each Fund's turnover rate for the most recent fiscal year ended was: 183% (Strategic Opportunities); 120% (Equity Portfolio Income); 79% (High Yield); 59% (Limited Term Bond); 333% (Government Investment); 27% (High Income Municipal); and 46% Limited Term Tax-Exempt. Emerging Markets Income's annualized turnover rate is not

expected to exceed 200% for its first fiscal period ended December 31, 1994.

Because a high turnover rate increases transaction costs and may increase taxable capital gains, FMR carefully weighs the anticipated benefits of short-term investing against these consequences.

#### THE TRUSTS AND THE FIDELITY ORGANIZATION

Each Trust is an open-end diversified (except Emerging Markets Income which is non-diversified) investment management company. Each Trust was established by a separate Declaration of Trust as a Massachusetts business trust on each date as follows: April 24, 1986, Fidelity Advisor Series II; May 17, 1982, Fidelity Advisor Series III; May 6, 1983, Fidelity Advisor Series IV; April 24, 1986, Fidelity Advisor Series V; June 1, 1983, Fidelity Advisor Series VI; and September 23, 1983, Fidelity Advisor Series VIII. Each Trust has its own Board of Trustees that supervises Fund activities and reviews the Fund's contractual arrangements with companies that provide the Funds with services. As Massachusetts business trusts, the Funds are not required to hold annual shareholder meetings, although special meetings may be called for a class of shares, a Fund, or a Trust as a whole for purposes such as electing or removing Trustees, changing fundamental investment policies or limitations, or approving a management contract or plan of distribution. As a shareholder, you receive one vote for each share and fractional votes for fractional shares of the Fund you own. For shareholders of Equity Portfolio Income, the number of votes to which you are entitled is based on the dollar value of your investment. Separate votes are taken by each class of shares or each Fund if a matter affects just that class of shares or Fund, respectively. There is a remote possibility that one Fund might become liable for any misstatement in the prospectus about another Fund. Each class of shares is offered through separate prospectus.

**INSTITUTIONAL SHARES.** Fidelity Advisor Equity Portfolio Income, Fidelity Advisor Limited Term Bond Fund and Fidelity Advisor Limited Term Tax-Exempt Fund each offers of shares to institutional and retail investors. Shares offered to institutional investors (Institutional Shares) are offered continuously at NAV to (I) banks and trust institutions investing for their own accounts or for accounts of their trust customers, (II) plan sponsors meeting the ERISA definition of fiduciary, (III) government entities or authorities and (IV) corporations with at least \$100 million in annual revenues. The initial and subsequent investment minimums for Institutional Shares are \$100,000 and \$2,500, respectively. The minimum account balance is \$40,000. Institutional Shares may be exchanged for certain other Fidelity funds including Institutional Shares of other Fidelity Advisor Funds. Transfer agent and shareholder services for these shares are performed by FIIOC. For the fiscal year ended November 30, 1993, total operating expenses as a percent of average net assets were: .79% for Fidelity Advisor Institutional Equity Portfolio Income, .64% for Fidelity Advisor Institutional Limited Term Bond and .65% for Fidelity Advisor Institutional Limited Term Tax-Exempt. Because the Institutional Shares have lower total expenses, the Institutional Shares of a Fund will generally have a higher yield and total return than the shares of the same Fund offered to retail investors. The Institutional Shares have a Distribution and Service Plan that does not provide for payment of a separate distribution fee; rather the Plan recognizes that FMR may use its management fee and other resources to pay expenses for distribution-related activities and may make payments to investment professionals that provide shareholder support services or sell shares. The Institutional Shares also do not bear a shareholder servicing fee. Investment professionals currently do not receive compensation in connection with distribution and/or shareholder servicing of Institutional Shares.

**CLASS A.** Each Fund offers a class of shares to retail investors who engage an investment professional for investment advice, with a maximum initial 4.75% sales charge (Class A shares). The initial and subsequent investment minimums for Class A shares are \$2,500 and \$250, respectively. The minimum account balance for Class A investors is \$1,000. Reduced sales charges are applicable to purchases of \$50,000 or more of Class A shares of one Fund or in combination with purchases of shares of other Fidelity Advisor Funds. Class A investors also may qualify for a reduction in sales charge under the Rights of Accumulation or Letter of Intent programs. Sales charges are waived for certain groups of investors. In addition, Class A investors may participate in various investment programs. Class A shares of each Fund may be exchanged for Class A shares of other Fidelity Advisor Funds. Transfer agent and shareholder services for Class A shares of Fidelity Advisor Strategic Opportunities, Fidelity Advisor Equity Portfolio Income, Fidelity Advisor Emerging Markets Income, Fidelity Advisor High Yield, Fidelity Advisor Limited Term Bond Fund Fidelity, Advisor Government Investment are performed by State Street Bank and Trust Company; and for Class A shares of Fidelity Advisor High Income Municipal and Fidelity Limited Term Tax-Exempt through a sub-contractual arrangement with United Missouri. For the fiscal year ended November 30, 1993, total operating expenses of average net assets for the Class A shares were as follows: 1.57% for Fidelity Advisor Strategic Opportunities; 1.77% for Fidelity Advisor Equity Portfolio Income; 1.11% for Fidelity Advisor High Yield; 1.23% for Fidelity Advisor Limited Term Bond; .60% for Fidelity Advisor Government Investment; .92% for High Income Municipal; and .90% for Fidelity Advisor Limited Term Tax- Exempt. Fidelity Advisor Emerging Markets Income has an estimated total operating expense of 1.50% for the

first year. Because the Class A shares of a Fund have lower total expenses than Class B shares of the same Fund, Class A shares will generally have higher yields and total returns than Class B shares.

Under their Distribution and Service Plans, the Class A shares of Fidelity Advisor Strategic Opportunities, Fidelity Advisor Equity Portfolio Income, Fidelity Advisor Emerging Markets Income each pay a .65% annual distribution fee (the Board can approve a maximum rate of .75%); Fidelity Advisor High Yield, Fidelity Advisor Government Investment, Fidelity Advisor High Income Municipal, Fidelity Advisor Limited Term Bond Fund and Fidelity Advisor Limited Term Tax- Exempt Fund each pay a .25% annual distribution fee (the Board can approve a maximum rate of .40%). All or a portion of the distribution fee is paid to investment professionals that provide shareholder support services or sell Class A shares. Class A shares do not pay a shareholder servicing fee in addition to the distribution fee.

Investment professionals may receive different levels of compensation with respect to one particular class of shares over another class of shares in the Funds.

Fidelity Investments is one of the largest investment management organizations in the U.S. and has its principal business address at 82 Devonshire Street, Boston, MA 02109. It includes a number of different companies that provide a variety of financial services and products. The Trusts employ various Fidelity companies to perform certain activities required to operate the Funds.

Fidelity Management & Research Company is the original Fidelity company founded in 1946. It provides a number of mutual funds and other clients with investment research and portfolio management services. It maintains a large staff of experienced investment personnel and a full complement of related support facilities. As of December 31, 1994, FMR advised funds having approximately 15 million shareholder accounts with a total value of more than \$225 billion. Fidelity Distributors Corp. distributes shares for the Fidelity funds.

FMR Corp. is the parent company for the Fidelity companies. Through ownership of voting common stock, Edward C. Johnson 3d (President and a Trustee of the Trust), Johnson family members, and various trusts for the benefit of Johnson family members form a controlling group with respect to FMR Corp.

Peter J. Allegrini is manager of Advisor High Income Municipal, which he has managed since February 1992. Mr. Allegrini also manages Spartan Connecticut Municipal High Yield, Michigan Tax-Free High Yield and Ohio Tax-Free High Yield. Mr. Allegrini joined Fidelity in 1982.

Robert K. Citrone is manager of Advisor Emerging Markets Income. He also manages Fidelity New Markets Income fund, which he has managed since May 1993 and serves as strategist for Fidelity's emerging market fixed-income investments. Mr. Citrone joined Fidelity in 1990.

Bettina E. Doulton has been manager of Advisor Equity Portfolio Income since August 1993, and VIP Equity-Income since July 1993. Previously, she managed Select Automotive Portfolio and assisted on Equity-Income Portfolio and Magellan. Ms. Doulton also served as an analyst following the domestic and European automotive and tire manufacturing industry as well as the gaming and lodging industry. She joined Fidelity in 1985.

Margaret L. Eagle is vice president and manager of Advisor High Yield, which she has managed since it began in January 1987. Ms. Eagle also manages several pension fund accounts. Previously, she managed Spartan High Income, and High Income (now Capital & Income). She also managed the bond portion of Puritan. Ms. Eagle joined Fidelity in 1980.

Daniel R. Frank is vice president and manager of Advisor Strategic Opportunities which he has managed since December 1983. Previously, he was an assistant to Peter Lynch on Magellan. Mr. Frank joined Fidelity in 1979.

Michael S. Gray is vice president and manager of Advisor Limited Term Bond, which he has managed since August 1987. Mr. Gray also manages Investment Grade Bond, Spartan Investment Grade Bond, and Intermediate Bond. Mr. Gray joined Fidelity in 1982.

John (Jack) F. Haley Jr. is vice president and manager of Advisor Limited Term Tax-Exempt, which he has managed since 1985. Mr. Haley also manages California Tax-Free Insured, California Tax-Free High Yield, and Spartan California Municipal High Yield. Mr. Haley joined Fidelity in 1981.

Curtis Hollingsworth is vice president and manager of Advisor Government Investment, which he has managed since January 1992. Mr. Hollingsworth also manages Short-Intermediate Government, Government Securities, Institutional Short-Intermediate Government, Spartan Limited Maturity Government Bond, Spartan Long-Term Government Bond and Spartan Short-Intermediate Government. He joined Fidelity in 1983.

#### APPENDIX

The following paragraphs provide a brief description of securities in which the Funds may invest and transactions they may make. Consistent with its investment objective and policies, each Fund may invest in or engage in one or more of the following securities transactions. However, the Funds are not limited by this discussion and may purchase or engage in other types of securities and enter into other types of transactions if they are consistent with a Fund's investment objective and policies.

**DELAYED-DELIVERY TRANSACTIONS.** Securities may be bought and sold on a when-issued or delayed-delivery basis, with payment and delivery taking place at a future date. The market value of securities purchased in this way may change before the delivery date which could increase fluctuations

in a Fund's yield. Ordinarily, a Fund will not earn interest on securities purchased until they are delivered.

FOREIGN INVESTMENTS involve additional risks. Foreign securities and securities denominated in or indexed to foreign currencies may be affected by the strength of foreign currencies relative to the U.S. dollar, or by political or economic developments in foreign countries. Foreign companies may not be subject to accounting standards or governmental supervision comparable to U.S. companies, and there may be less public information about their operations. In addition, foreign markets may be less liquid or more volatile than U.S. markets, and may offer less protection to investors such as a Fund. These risks are typically greater for investments in less developed countries whose governments and financial markets may be more susceptible to adverse political and economic developments. FMR considers these factors in making investments for the Funds.

A Fund may enter into currency exchange contracts (agreements to exchange one currency for another at a future date) to manage currency risks and to facilitate transactions in foreign securities. Although currency forward contracts can be used to protect the Fund from adverse exchange rate changes, they involve a risk of loss if FMR fails to predict foreign currency values correctly.

ILLIQUID INVESTMENTS. Under the supervision of the Board of Trustees, FMR determines the liquidity of each Fund's investments. The absence of a trading market can make it difficult to ascertain a market value for illiquid investments. Disposing of illiquid investments may involve time-consuming negotiation and legal expenses, and it may be difficult or impossible for a Fund to sell them promptly at an acceptable price.

INDEXED SECURITIES. Indexed securities values are linked to currencies, interest rates, commodities, indices, or other financial indicators. Most indexed securities are short to intermediate term fixed-income securities whose values at maturity or interest rates rise or fall according to the change in one or more specified underlying instruments. Indexed securities may be positively or negatively indexed (i.e., their value may increase or decrease if the underlying instrument appreciates), and may have return characteristics similar to direct investments in the underlying instrument or to one or more options on the underlying instrument. Indexed securities may be more volatile than the underlying instrument itself.

INTERFUND BORROWING PROGRAM. Interfund loans and borrowings normally will extend overnight, but can have a maximum duration of seven days. A Fund will lend through the program only when the returns are higher than those available at the same time from other short-term instruments (such as repurchase agreements), and will borrow through the program only when the costs are equal to or lower than the cost of bank loans. Each Fund will not lend more than 5% (Equity Funds) or 7.5% (Fixed-Income Funds) of its assets to other funds, and will not borrow through the program if, after doing so, total outstanding borrowings would exceed 15% of total assets. Loans may be called on one day's notice, and a Fund may have to borrow from a bank at a higher interest rate if an interfund loan is called or not renewed. Any delay in repayment to a lending fund could result in a lost investment opportunity or additional borrowing costs.

LOANS AND OTHER DIRECT DEBT INSTRUMENTS are interests in amounts owed by a corporate, governmental or other borrower to another party. They may represent amounts owed to lenders or lending syndicates (loans and loan participations), to suppliers of goods or services (trade claims or other receivables), or to other parties. Direct debt instruments involve the risk of loss in case of default or insolvency of the borrower and may offer less legal protection to a Fund in the event of fraud or misrepresentation. In addition, loan participations involve a risk of insolvency of the lending bank or other financial intermediary. Direct debt instruments may also include standby financing commitments that obligate a Fund to supply additional cash to the borrower on demand.

LOWER-QUALITY DEBT SECURITIES are those rated Ba or lower by Moody's or BB or lower by S&P that have poor protection against default in the payment of principal and interest or may be in default. These securities are often considered to be speculative and involve greater risk of loss or price changes due to changes in the issuer's capacity to pay. The market prices of lower-rated debt securities may fluctuate more than those of higher-rated debt securities, and may decline significantly in periods of general economic difficulty, which may follow periods of rising interest rates. See "Debt Obligations" on page \_\_\_\_.

SOVEREIGN DEBT OBLIGATIONS are debt instruments issued or guaranteed by foreign governments or their agencies, including debt of Latin American nations or other developing countries. Sovereign debt may be in the form of conventional securities or other types of debt instruments such as loans or loan participations. Sovereign debt of developing countries may involve a high degree of risk, and may be in default or present the risk of default. Governmental entities responsible for repayment of the debt may be unable or unwilling to repay principal and interest when due, and may require renegotiation or rescheduling of debt payments. In addition, prospects for repayment of principal and interest may depend on political as well as economic factors.

MORTGAGE-BACKED SECURITIES are issued by government entities and non-government entities such as banks, mortgage lenders, or other financial institutions.

A mortgage-backed security may be an obligation of the issuer backed by a mortgage or pool of mortgages or a direct interest in an underlying pool of

mortgages. Some mortgage-backed securities, such as collateralized mortgage obligations (CMOs), make payments of both principal and interest at a variety of intervals; others make semiannual interest payments at a predetermined rate and repay principal at maturity (like a typical bond). Mortgage-backed securities are based on different types of mortgages including those on commercial real estate or residential properties. Other types of mortgage-backed securities will likely be developed in the future, and a Fund may invest in them if FMR determines they are consistent with a Fund's investment objective and policies.

The value of mortgage-backed securities may change due to shifts in the market's perception of issuers. In addition, regulatory or tax changes may adversely affect the mortgage securities market as a whole. Non-government mortgage-backed securities may offer higher yields than those issued by government entities, but also may be subject to greater price changes than government issues. Mortgage-backed securities are subject to prepayment risk. Prepayment, which occurs when unscheduled or early payments are made on the underlying mortgages, may shorten the effective maturities of these securities and may lower their total returns.

STRIPPED MORTGAGE-BACKED SECURITIES are created when a U.S. government agency or a financial institution separates the interest and principal components of a mortgage-backed security and sells them as individual securities. The holder of the "principal-only" security (PO) receives the principal payments made by the underlying mortgage-backed security, while the holder of the "interest-only" security (IO) receives interest payments from the same underlying security. The prices of stripped mortgage-backed securities may be particularly affected by changes in interest rates. As interest rates fall, prepayment rates tend to increase, which tends to reduce prices of IOs and increase prices of POs. Rising interest rates can have the opposite effect.

ASSET-BACKED SECURITIES represent interests in pools of consumer loans (generally unrelated to mortgage loans) and most often are structured as pass-through securities. Interest and principal payments ultimately depend on payment of the underlying loans by individuals, although the securities may be supported by letters of credit or other credit enhancements. The value of asset-backed securities may also depend on the creditworthiness of the servicing agent for the loan pool, the originator of the loans, or the financial institution providing the credit enhancement.

A Fund may purchase units of beneficial interest in pools of purchase contracts, financing leases, and sales agreements entered into by municipalities. These municipal obligations may be created when a municipality enters into an installment purchase contract or lease with a vendor and may be secured by the assets purchased or leased by the municipality. However, except in very limited circumstances, there will be no recourse against the vendor if the municipality stops making payments. The market for tax-exempt asset-backed securities is still relatively new. These obligations are likely to involve unscheduled prepayments of principal.

OPTIONS AND FUTURES CONTRACTS are bought and sold to manage a Fund's exposure to changing interest rates, security prices, and currency exchange rates. Some options and futures strategies, including selling futures, buying puts, and writing calls, tend to hedge a Fund's investment against price fluctuations. Other strategies, including buying futures, writing puts, and buying calls, tend to increase market exposure. Options and futures may be combined with each other or with forward contracts in order to adjust the risk and return characteristics of the overall strategy. A Fund may invest in options and futures based on any type of security, index, or currency, including options and futures traded on foreign exchanges and options not traded on exchanges.

Options and futures can be volatile investments and involve certain risks. If FMR applies a hedge at an inappropriate time or judges market conditions incorrectly, options and futures strategies may lower a Fund's return. A Fund could also experience losses if the prices of its options and futures positions were poorly correlated with its other investments, or if it could not close out its positions because of an illiquid secondary market. Options and futures do not pay interest, but may produce taxable capital gains.

Each Fund will not hedge more than 25% of its total assets by selling futures, buying puts, and writing calls under normal conditions. In addition each Fund will not buy futures or write puts whose underlying value exceeds 25% of its total assets, and will not buy calls with a value exceeding 5% of its total assets.

REAL ESTATE BACKED SECURITIES. Real estate industry companies may include among others: real estate investment trusts; brokers or real estate developers; and companies with substantial real estate holdings, such as paper and lumber producers and hotel and entertainment companies. Companies engaged in the real estate industry may be subject to certain risks including: declines in the value of real estate, risks related to general and local conditions, overbuilding and increased competition, increases in property taxes and operating expenses, and variations in rental income.

REPURCHASE AGREEMENTS AND SECURITIES LOANS. In a repurchase agreement, a Fund buys a security at one price and simultaneously agrees to sell it back at a higher price. A Fund may also make securities loans to broker-dealers and institutional investors, including FBSI. In the event of the bankruptcy of the other party to either a repurchase agreement or a

securities loan, a Fund could experience delays in recovering its cash or the securities it lent. To the extent that, in the meantime, the value of the securities purchased had decreased or the value of the securities lent had increased, a Fund could experience a loss. In all cases, FMR must find the creditworthiness of the other party to the transaction satisfactory. RESTRICTED SECURITIES are securities which cannot be sold to the public without registration under the Securities Act of 1933. Unless registered for sale, these securities can only be sold in privately negotiated transactions or pursuant to an exemption from registration. REVERSE REPURCHASE AGREEMENTS. In a reverse repurchase agreement, a Fund temporarily transfers possession of a portfolio instrument to another party, such as a bank or broker-dealer, in return for cash. At the same time, the Fund agrees to repurchase the instrument at an agreed-upon price and time. A Fund expects that it will engage in reverse repurchase agreements for temporary purposes such as to fund redemptions. Reverse repurchase agreements may increase the risk of fluctuation in the market value of a Fund's assets or in its yield.

SHORT SALES. If a Fund enters into short sales with respect to stocks underlying its convertible security holdings, the transaction may help to hedge against the effect of stock price declines, but may result in losses if a convertible security's price does not track the price of its underlying equity. Under normal conditions convertible securities hedged with short sales are not currently expected to exceed 15% of a Fund's total assets.

SWAP AGREEMENTS. As one way of managing its exposure to different types of investments, a Fund may enter into interest rate swaps, currency swaps, and other types of swap agreements such as caps, collars, and floors. In a typical interest rate swap, one party agrees to make regular payments equal to a floating interest rate times a "notional principal amount," in return for payments equal to a fixed rate times the same amount, for a specified period of time. If a swap agreement provides for payments in different currencies, the parties might agree to exchange the notional principal amount as well. Swaps may also depend on other prices or rates, such as the value of an index or mortgage prepayment rates.

In a typical cap or floor agreement, one party agrees to make payments only under specified circumstances, usually in return for payment of a fee by the other party. For example, the buyer of an interest rate cap obtains the right to receive payments to the extent that a specified interest rate exceeds an agreed-upon level, while the seller of an interest rate floor is obligated to make payments to the extent that a specified interest rate falls below an agreed-upon level. An interest rate collar combines elements of buying a cap and selling a floor.

Swap agreements will tend to shift a Fund's investment exposure from one type of investment to another. For example, if a Fund agreed to exchange payments in dollars for payments in foreign currency, the swap agreement would tend to decrease the Fund's exposure to U.S. interest rates and increase its exposure to foreign currency and interest rates. Caps and floors have an effect similar to buying or writing options. Depending on how they are used, swap agreements may increase or decrease the overall volatility of a Fund's investments and its share price and yield.

Swap agreements are sophisticated hedging instruments that typically involve a small investment of cash relative to the magnitude of risks assumed. As a result, swaps can be highly volatile and may have a considerable impact on a Fund's performance. Swap agreements are subject to risks related to the counterparty's ability to perform, and may decline in value if the counterparty's creditworthiness deteriorates. A Fund may also suffer losses if it is unable to terminate outstanding swap agreements or reduce its exposure through offsetting transactions.

VARIABLE OR FLOATING RATE OBLIGATIONS, including certain participation interests in municipal obligations, have interest rate adjustment formulas that help to stabilize their market values. Many variable and floating rate instruments also carry demand features that permit the fund to sell them at par value plus accrued interest on short notice.

WARRANTS entitle the holder to buy equity securities at a specific price for a specific period of time. Warrants tend to be more volatile than their underlying securities. Also, the value of the warrant does not necessarily change with the value of the underlying securities and a warrant ceases to have value if it is not exercised prior to the expiration date.

ZERO COUPON BONDS do not make interest payments; instead, they are sold at a deep discount from their face value and are redeemed at face value when they mature. Because zero coupon bonds do not pay current income, their prices can be very volatile when interest rates change. In calculating its daily dividend, a Fund takes into account as income a portion of the difference between a zero coupon bond's purchase price and its face value. A broker-dealer creates a DERIVATIVE ZERO by separating the interest and principal components of a U.S. Treasury security and selling them as two individual securities. CATS (Certificates of Accrual on Treasury Securities), TIGRS (Treasury Investment Growth Receipts), and TRS (Treasury Receipts) are examples of derivative zeros. Government Investment Fund has been advised that the staff of the Division of Investment Management of the SEC does not consider these instruments U.S. government securities as defined by the 1940 Act. Therefore, Government Investment Fund will not treat these obligations as U.S. government securities for purposes of the 65% portfolio composition test mentioned on page \_\_\_.

The Federal Reserve Bank creates STRIPS (Separate Trading of Registered Interest and Principal of Securities) by separating the interest and principal components of an outstanding U.S. Treasury bond and selling them as individual securities. Bonds issued by the Resolution Funding Corporation (REFCORP) and the Financing Corporation (FICO) can also be separated in this fashion. ORIGINAL ISSUE ZEROS are zero coupon securities originally issued by the U.S. government or a government agency.

DEBT OBLIGATIONS. The table below provides a summary of ratings assigned to debt holdings (not including money market instruments) in Funds which have the ability to invest over 5% in lower-rated debt securities. These figures are dollar-weighted averages of month-end portfolio holdings during the thirteen months ended September 30, 1993 (Strategic Opportunities) October 31, 1993 (High Yield and High Income Municipal,) and November 30, 1993 (Equity Portfolio Income), presented as a percentage of total investments. These percentages are historical and are not necessarily indicative of the quality of current or future portfolio holdings, which may vary.

The dollar-weighted average of debt securities not rated by either Moody's or S&P amounted to .89% (Strategic Opportunities) .57% (Equity Portfolio Income), 18.74% (High Yield), and 25.23% (High Income Municipal) of total investments. This may include securities rated by other nationally recognized rating organizations, as well as unrated securities. Unrated securities are not necessarily lower-quality securities.

MOODY'S RATING & PERCENTAGE OF INVESTMENTS

MOODY'S RATING	STRATEGIC OPPORTUNITIES	EQUITY PORTFOLIO INCOME	EMERGING MARKETS INCOME	HIGH YIELD	HIGH INCOME MUNICIPAL
Aaa/Aa	15.99%	1.02%	--	.02%	27.39%
Baa	--	.77%	--	--	20.40%
Ba	.18%	1.25%	--	6.60%	8.10%
B	.22%	1.27%	--	34.26%	.63%
Caa	1.63%	.06%	--	9.09%	--
Ca/C	--	--	--	4.50%	--

S&P RATING & PERCENTAGE OF INVESTMENTS

S&P RATING	STRATEGIC OPPORTUNITIES	EQUITY PORTFOLIO INCOME	EMERGING MARKETS INCOME	HIGH YIELD	HIGH INCOME MUNICIPAL
AAA/A	15.99%	1.03%	--	.97%	29.05%
BBB	--	.84%	--	1.09%	18.73%
BB	--	.98%	--	6.94%	4.37%
B	.80%	1.35%	--	33.28%	1.75%
CCC	--	.15%	--	7.62%	.04%
CC/C	--	--	--	1.55%	--
D	.89%	.03%	--	5.58%	--

THE FOLLOWING DESCRIBES MUNICIPAL INSTRUMENTS:

MUNICIPAL SECURITIES include GENERAL OBLIGATION SECURITIES, which are backed by the full taxing power of a municipality, and REVENUE SECURITIES, which are backed by the revenues of a specific tax, project, or facility. INDUSTRIAL REVENUE BONDS are a type of revenue bond backed by the credit and security of a private issuer and may involve greater risk. PRIVATE ACTIVITY MUNICIPAL SECURITIES, which may be subject to the federal alternative minimum tax, include securities issued to finance housing projects, student loans, and privately-owned solid waste disposal and water and sewage treatment facilities.

TAX AND REVENUE ANTICIPATION NOTES are issued by municipalities in

expectation of future tax or other revenues, and are payable from those specific taxes or revenues. BOND ANTICIPATION NOTES normally provide interim financing in advance of an issue of bonds or notes, the proceeds of which are used to repay the anticipation notes. TAX-EXEMPT COMMERCIAL PAPER is issued by municipalities to help finance short-term capital or operating needs.

MUNICIPAL LEASE OBLIGATIONS are issued by a state or local government or authority to acquire land and a wide variety of equipment and facilities. These obligations typically are not fully backed by the municipality's credit, and their interest may become taxable if the lease is assigned. If funds are not appropriated for the following year's lease payments, the lease may terminate, with the possibility of significant loss to a Fund. CERTIFICATES OF PARTICIPATION in municipal lease obligations or installment sales contracts entitle the holder to a proportionate interest in the lease-purchase payments made.

RESOURCE RECOVERY BONDS are a type of revenue bond issued to build facilities such as solid waste incinerators or waste-to-energy plants. Typically, a private corporation will be involved, at least during the construction phase, and the revenue stream will be secured by fees or rents paid by municipalities for use of the facilities. The viability of a resource recovery project, environmental protection regulations, and project operator tax incentives may affect the value and credit quality of resource recovery bonds.

A DEMAND FEATURE is a put that entitles the security holder to repayment of the principal amount of the underlying security, upon notice at any time or at specified intervals. A STANDBY COMMITMENT is a put that entitles the security holder to same-day settlement at amortized cost plus accrued interest.

Issuers or financial intermediaries who provide demand features or standby commitments often support their ability to buy securities on demand by obtaining LETTERS OF CREDIT (LOCs) or OTHER GUARANTEES FROM DOMESTIC OR FOREIGN BANKS. LOCs also may be used as credit supports for other types of municipal instruments. FMR may rely upon its evaluation of a bank's credit in determining whether to purchase an instrument supported by an LOC. In evaluating a foreign bank's credit, FMR will consider whether adequate public information about the bank is available and whether the bank may be subject to unfavorable political or economic developments, currency controls, or other governmental restrictions that might affect the bank's ability to honor its credit commitment.

INVERSE FLOATERS are instruments whose interest rates bear an inverse relationship to the interest rate on another security or the value of an index. Changes in the interest rate on the other security or index inversely affect the residual interest rate paid on the inverse floater, with the result that the inverse floater's price will be considerably more volatile than that of a fixed-rate bond. For example, a municipal issuer may decide to issue two variable rate instruments instead of a single long-term, fixed-rate bond. The interest rate on one instrument reflects short-term interest rates, while the interest rate on the other instrument (the inverse floater) reflects the approximate rate the issuer would have paid on a fixed-rate bond, multiplied by two, minus the interest rate paid on the short-term instrument. Depending on market availability, the two portions may be recombined to form a fixed-rate municipal bond. The market for inverse floaters is relatively new.

REFUNDING CONTRACTS. A Fund may purchase securities on a when-issued basis in connection with the refinancing of an issuer's outstanding indebtedness. Refunding contracts require the issuer to sell and the Fund to buy refunded municipal obligations at a stated price and yield on a settlement date that may be several months or several years in the future.

DESCRIPTION OF MOODY'S INVESTORS SERVICE, INC.'S CORPORATE BOND RATINGS:  
AAA - Bonds rated Aaa are judged to be of the best quality. They carry the smallest degree of investment risk and are generally referred to as "gilt edge." Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues.

AA - Bonds rated Aa are judged to be of high quality by all standards. Together with the Aaa group they comprise what are generally known as high-grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in Aaa securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in Aaa securities.

A - Bonds rated A possess many favorable investment attributes and are to be considered as upper-medium-grade obligations. Factors giving security to principal and interest are considered adequate but elements may be present which suggest a susceptibility to impairment sometime in the future.

BAA - Bonds rated Baa are considered as medium-grade obligations, i.e., they are neither highly protected nor poorly secured. Interest payments and principal security appear adequate for the present but certain protective elements may be lacking or may be characteristically unreliable over any great length of time. Such bonds lack outstanding investment characteristics and in fact have speculative characteristics as well.

BA - Bonds rated Ba are judged to have speculative elements. Their future cannot be considered as well assured. Often the protection of interest and

principal payments may be very moderate and thereby not well safeguarded during both good and bad times over the future. Uncertainty of position characterizes bonds in this class.

B - Bonds rated B generally lack characteristics of the desirable investment. Assurance of interest and principal payments or maintenance of other terms of the contract over any long period of time may be small.

CAA - Bonds rated Caa are of poor standing. Such issues may be in default or there may be present elements of danger with respect to principal or interest.

CA - Bonds rated Ca represent obligations which are speculative in a high degree. Such issues are often in default or have other marked short-comings.

C - Bonds rated C are the lowest-rated class of bonds and issued so rated can be regarded as having extremely poor prospects of ever attaining any real investment standing.

Moody's applies numerical modifiers, 1, 2, and 3, in each generic rating classification from Aa through C in its corporate bond rating system. The modifier 1 indicates that the security ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates that the issue ranks in the lower end of its generic rating category.

DESCRIPTION OF STANDARD & POOR'S CORPORATION'S CORPORATE BOND RATINGS:

AAA - Debt rated AAA has the highest rating assigned by Standard & Poor's to a debt obligation. Capacity to pay interest and repay principal is extremely strong.

AA - Debt rated AA has a very strong capacity to pay interest and repay principal and differs from the higher-rated issues only in small degree.

A - Debt rated A has a strong capacity to pay interest and repay principal, although it is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions.

BBB - Debt rated BBB is regarded as having an adequate capacity to pay interest and repay principal. Whereas it normally exhibits adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for debt in this category than in higher-rated categories.

BB - Debt rated BB has less near-term vulnerability to default than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial, or economic conditions which could lead to inadequate capacity to meet timely interest and principal payments.

B - Debt rated B has a greater vulnerability to default but currently has the capacity to meet interest payments and principal repayments. Adverse business, financial, or economic conditions will likely impair capacity or willingness to pay interest and repay principal. The B rating category is also used for debt subordinated to senior debt that is assigned an actual or implied BB rating.

CCC - Debt rated CCC has a currently identifiable vulnerability to default, and is dependent upon favorable business, financial, and economic conditions to meet timely payment of interest and repayment of principal.

In the event of adverse business, financial, or economic conditions, it is not likely to have the capacity to pay interest and repay principal.

CC - Debt rated CC is typically applied to debt subordinated to senior debt which is assigned an actual or implied CCC debt rating.

C - The rating C is typically applied to debt subordinated to senior debt which is assigned an actual or implied CCC debt rating. The C rating may be used to cover a situation where a bankruptcy petition has been filed but debt service payments are continued.

CI - The rating CI is reserved for income bonds on which no interest is being paid.

D - Debt rated D is in payment default. The D rating category is used when interest payments or principal payments are not made on the date due even if the applicable grace period has not expired, unless S&P believes that such payments will be made during such grace period. The D rating will also be used upon the filing of a bankruptcy petition if debt service payments are jeopardized.

The ratings from AA to D may be modified by the addition of a plus or minus to show relative standing within the major rating categories.

No dealer, sales representative or any other person has been authorized to give any information or to make any representations, other than those contained in this Prospectus and in the related SAIs, in connection with the offer contained in this Prospectus. If given or made, such other information or representations must not be relied upon as having been authorized by the Fund or Distributors. This Prospectus and the related SAIs do not constitute an offer by a Fund or by Distributors to sell or to buy shares of a Fund to any person to whom it is unlawful to make such offer.

FACOMPRO- B-594  
Prospectus

FIDELITY ADVISOR INSTITUTIONAL FUNDS  
PROSPECTUS  
82 DEVONSHIRE STREET  
BOSTON, MASSACHUSETTS 02109  
JUNE 30 , 1994

The Fidelity Advisor Institutional Funds offer investors a selection of diversified portfolios.

EQUITY FUNDS:

FIDELITY ADVISOR INSTITUTIONAL EQUITY PORTFOLIO INCOME - seeks a yield from dividend and interest income which exceeds the composite dividend yield on securities comprising the Standard & Poor's Index of 500 Composite Stocks (S&P 500).

FIDELITY ADVISOR INSTITUTIONAL EQUITY PORTFOLIO GROWTH - seeks to achieve capital appreciation by investing primarily in common and preferred stock, and securities convertible into common stock, of companies with above average growth characteristics.

FIXED INCOME FUNDS:

FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM BOND FUND - seeks to provide a high rate of income through investment in high and upper-medium grade fixed-income obligations.

FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND - seeks the highest level of income exempt from federal income taxes that can be obtained consistent with the preservation of capital, from a diversified portfolio of high-quality or upper-medium quality municipal obligations.

Shares of these Funds are offered by this Prospectus to (i) banks and trust institutions investing for their own accounts or for accounts of their trust customers, (ii) plan sponsors meeting the ERISA definition of fiduciary, (iii) government entities or authorities and (iv) corporations with at least \$100 million in annual revenues.

Fidelity Advisor Institutional Equity Portfolio Income is a portfolio of Fidelity Advisor Series III. Fidelity Advisor Institutional Equity Portfolio Growth is a portfolio of Fidelity Advisor Series I. Fidelity Advisor Institutional Limited Term Bond Fund is a portfolio of Fidelity Advisor Series IV. Fidelity Advisor Institutional Limited Term Tax-Exempt Fund is a portfolio of Fidelity Advisor Series VI.

Please read this Prospectus before investing. It is designed to provide you with information and help you decide if a Fund's goals match your own. Retain this document for future reference.

A Statement of Additional Information (SAI) (dated June 30, 1994) for each Fund has been filed with the Securities and Exchange Commission (SEC) and each is incorporated herein by reference. Each Fund's SAI is available free upon request from Fidelity Distributors Corporation (Distributors), 82 Devonshire Street, Boston, MA 02109.

MUTUAL FUND SHARES ARE NOT DEPOSITS OR OBLIGATIONS OF, OR ENDORSED OR GUARANTEED BY, ANY BANK, SAVINGS ASSOCIATION, INSURED DEPOSITORY INSTITUTION OR GOVERNMENTAL AGENCY, NOR ARE THEY FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FDIC, THE FEDERAL RESERVE BOARD, OR ANY OTHER AGENCY. INVESTMENTS IN THE FUND, INVOLVE INVESTMENT RISKS, INCLUDING POSSIBLE LOSS OF PRINCIPAL. THE VALUE OF THE INVESTMENT AND ITS RETURN WILL FLUCTUATE AND ARE NOT GUARANTEED. WHEN SOLD, THE VALUE OF THE INVESTMENT MAY BE HIGHER OR LOWER THAN THE AMOUNT ORIGINALLY INVESTED. LIKE ALL MUTUAL FUNDS, 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. (Registered trademark)

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FINANCIAL HISTORY

The purpose of the table below is to assist investors in understanding the various costs and expenses that an investor in each Fund would bear directly or indirectly. This standard format was developed for use by all mutual funds to help an investor make investment decisions. This expense information should be considered along with other important information such as each Fund's investment objective and past performance. There are no shareholder transaction expenses associated with purchases, exchanges or redemptions.

ANNUAL OPERATING EXPENSES  
(AS A PERCENTAGE OF AVERAGE NET ASSETS)

MANAGEMENT	OTHER	TOTAL
------------	-------	-------

	NT FEE	EXPENSES	OPERATING EXPENSES
Institutional Equity Portfolio Income	.50%	.29%*	.79%
Institutional Equity Portfolio Growth	.66%	.28%*	.94%
Institutional Limited Term Bond	.42%	.22%	.64%
Institutional Limited Term Tax-Exempt	.12%	.53%	.65%*

\* AFTER EXPENSE REDUCTIONS.

Annual operating expenses are based on historical expenses for the most recent fiscal year end. Management fees are paid by each Fund to Fidelity Management & Research Company (FMR) for managing its investments and business affairs. The Funds incur other expenses for maintaining shareholder records, furnishing shareholder statements and reports, and for other services. A portion of the brokerage commissions that Equity Portfolio Income and Equity Portfolio Growth paid were used to reduce Fund expenses. Without this reduction total fund operating expenses would have been .80% (Equity Portfolio Income) and .95% (Equity Portfolio Growth), respectively. FMR has voluntarily agreed to reimburse Limited Term Tax-Exempt to the extent that aggregate operating expenses

(exclusive of taxes, interest, brokerage commissions, and extraordinary expenses) are in excess of an annual rate of 0.65% of average net assets. If reimbursements were not in effect, the management fees, other expenses, and total fund operating expenses would have been .42%, .41%, and .83%, respectively. Please refer to the section "Fees and Expenses," page \_\_.

EXAMPLE: YOU WOULD PAY THE FOLLOWING EXPENSES ON A \$1,000 INVESTMENT IN A FUND ASSUMING (1) A 5% ANNUAL RETURN AND (2) FULL REDEMPTION AT THE END OF EACH TIME PERIOD.

1 YEAR	3 YEARS	5 YEARS	10 YEARS
\$ 8	\$ 25	\$ 44	\$ 98
10	30	52	115
7	20	36	80
7	21	36	81

The hypothetical example illustrates the expenses associated with a \$1,000 investment in each Fund over periods of one, three, five and ten years, based on the expenses (after reimbursements, if any) in the table and an assumed annual return of 5%. THE RETURN OF 5% AND EXPENSES SHOULD NOT BE CONSIDERED INDICATIONS OF ACTUAL OR EXPECTED FUND PERFORMANCE OR EXPENSES, BOTH OF WHICH MAY VARY.

FINANCIAL HIGHLIGHTS

The following tables give information about each Fund's financial history

and uses its fiscal year. They have been audited by Coopers & Lybrand, independent accountants whose unqualified reports covering the fiscal periods shown are included in each Fund's Annual Report. The Annual Reports for each Fund is included herein, beginning on page 19.

FIDELITY ADVISOR EQUITY PORTFOLIO INCOME

Effective September 10, 1992, the Fund commenced sale of two classes of shares, entitled "Fidelity Advisor Institutional Equity Portfolio Income" (representing the Fund's original shares) and "Fidelity Advisor Equity Portfolio Income - Class A" (representing the new shares). With the exception of the Equity Portfolio Income columns, the information below does not reflect Equity Portfolio Income's 12b-1 fee and revised transfer agent fee arrangement.

Equity Portfolio Income - Class A Institutional Equity Portfolio Income

Year Period Ended	Nov. 30 1985	Nov. 30 1986	Nov. 30 1987	Nov. 30 1988	Nov. 30 1989	Nov. 30 1990	Nov. 30 1991	Nov. 30 1992	Nov. 30 1993				
Net asset value, beginning of period	\$ 9.52	\$ 12.27	\$ 11.10	\$ 10.93	\$ 13.54	\$ 11.95	\$ 10.24	\$ 10.49	\$ 12.86	\$ 12.37	\$ 12.88	\$ 11.08	\$ 9.52
Income from Investment Operations													
Net investment income	.78	.79	.72						.33	.13	.39	.49	.63
Net realized and unrealized gain (loss) on investments	1.81	(1.53)	1.92	1.69	(.14)				1.97	.47	2.02	1.79	1.52
Total from investment operations	1.92	2.56	(.77)	2.70	2.48	.58			2.30	.60	2.41	2.28	2.15
Less Distributions									(.30)	(.11)	(.36)	(.48)	(.59)
From net investment income	(.75)	(.74)	(.70)	(.77)	(.77)	(.74)							
From net realized gain on investments	(1.65)	(1.14)	(.34)	-	(.09)				-	-	-	-	(.30)
Total distributions	(2.39)	(1.84)	(1.11)	(.77)	(.83)				(.30)	(.11)	(.36)	(.48)	(.59)
Net asset value, end of period	\$ 9.52	\$ 12.27	\$ 11.10	\$ 10.93	\$ 13.54	\$ 11.95	\$ 10.24	\$ 10.49	\$ 14.86	\$ 12.86	\$ 14.93	\$ 12.88	\$ 11.08
TOTAL RETURN (dagger)(double dagger)	22.97%	(14.90)%	17.58%	26.99%	(7.28)%	23.48%	24.86%	6.20%	18.03%	4.88%	18.90%	20.91%	

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted)	\$ 139,391	\$ 168,590	\$ 253,049	\$ 463,696	\$ 436,753	\$ 443,603	\$ 544,269	\$ 349,262	\$ 89,364
Ratio of expenses to average net assets	1.77%	1.55%*	.79%	(double dagger)	(double dagger)	.71%	(H DIAMOND)	.67%	(H DIAMOND)
Ratio of expenses to average net assets before expense reductions	1.77%	1.55%*	.80%	(double dagger)	(double dagger)	.71%	(H DIAMOND)	.65%	(H DIAMOND)
Ratio of net investment income to average net assets	2.02%	3.39%*	3.00%	3.77%	5.66%	6.11%	6.09%	6.86%	5.58%
Portfolio turnover rate	120%	51%	120%	51%	91%	103%	93%	78%	137%

\* ANNUALIZED

\*\* FOR THE PERIOD SEPTEMBER 10, 1992 (COMMENCEMENT OF SALE OF EQUITY PORTFOLIO INCOME - CLASS A) TO NOVEMBER 30, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(double dagger) THE TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

+ EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE WITH A STATE EXPENSE LIMITATION. IN ADDITION, DURING THE PERIOD JULY 1, 1986 THROUGH OCTOBER 31, 1987 THE INVESTMENT ADVISER WAIVED .05% OF THE ANNUAL INDIVIDUAL FUND FEE OF .35%.

++ Includes reimbursement of \$.03 per share from Fidelity Management & Research Company for adjustments to prior periods' fees. If this reimbursement had not existed the ratio of expenses to average net assets would have been 1.73%.

(S DIAMOND) NET INVESTMENT INCOME PER SHARE HAS BEEN CALCULATED BASED ON UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE AT THE END OF THE PERIOD LESS THE AMOUNT OF UNDISTRIBUTED NET INVESTMENT INCOME PER SHARE OF THE FUND AT AUGUST 20, 1986.

(dagger)(dagger) AS OF OCTOBER 1, 1991, THE FUND DISCONTINUED THE USE OF EQUALIZATION ACCOUNTING.

# INCLUDES \$.04 PER-SHARE FROM FOREIGN TAXES RECOVERED.

(dagger)(dagger)(dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE EXCLUDED FROM THE CALCULATION.

(double dagger)(double dagger) FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

(H DIAMOND) EFFECTIVE APRIL 1, 1987 TO SEPTEMBER 10, 1992, THE INVESTMENT ADVISER REIMBURSED .10% OF THE ANNUAL MANAGEMENT FEE OF .50%.

FIDELITY ADVISOR EQUITY PORTFOLIO GROWTH

Effective September 10, 1992, the Fund commenced sale of two classes of shares, entitled "Fidelity Advisor Institutional Equity Portfolio Growth" (representing the Fund's original shares) and "Fidelity Advisor Equity Portfolio Growth - Class A" (representing the new shares). With the exception of the Equity Portfolio Growth columns, the information below does not reflect Equity Portfolio Growth's 12b-1 fee and revised transfer agent fee arrangement.

Equity Portfolio Growth - Class A Institutional Equity Portfolio Growth  
 Year Period  
 Ended Ended  
 Nov. 30, Nov. 30 Years Ended November 30,  
 SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987 1986  
 1985 1984

Net asset value, beginning of period	\$ 26.33	\$ 23.78	\$ 26.37	\$ 24.28	\$ 15.55	\$ 17.32	\$ 12.02	\$ 9.92	\$ 13.18	\$ 11.09	\$ 8.03	\$ 10.05
Income from Investment Operations												
Net investment income	(.07)	(dagger)	(dagger)	.01	(dagger)	(dagger)						
	.19	(dagger)	(dagger)	.17	(dagger)	(dagger)	.04	.01	.06	.28	#	
	.00	(dagger)	(dagger)	.03	.01	.02						
Net realized and unrealized gain												
(loss) on investments	3.82	2.54	3.78	4.55	8.69	.34	5.50	2.59				
	(2.03)	2.41	3.05	(2.04)								
Total from investment operations	3.75	2.55	3.97	4.72	8.73	.35						
	5.56	2.87	(2.03)	2.44	3.06	(2.02)						
Less Distributions												
From net investment income	(.08)	-	(.10)	(.03)	-	(.08)	(.26)					
	(.01)	(.01)	(.02)	-	-							
From net realized gain on investments				(.50)	-	(.50)	(2.60)	-				
	(2.04)	-	(.76)	(1.22)	(.33)	-	-					
Total distributions	(.58)	-	(.60)	(2.63)	-	(2.12)	(.26)	(.77)				
	(1.23)	(.35)	-	-								
Net asset value, end of period	\$ 29.50	\$ 26.33	\$ 29.74	\$ 26.37	\$ 24.28	\$ 15.55	\$ 17.32	\$ 12.02	\$ 9.92	\$ 13.18	\$ 11.09	\$ 8.03
TOTAL RETURN (dagger)(double dagger)	14.52%	10.72%	15.36%	21.14%	56.14%	2.75%	47.18%	29.77%	(17.12)%	22.55%	38.11%	(20.10)%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted)	\$ 377,984	\$ 22,655	\$ 296,466	\$ 179,325	\$ 68,766	\$ 27,473	\$ 24,523	\$ 20,182	\$ 43,537	\$ 63,607	\$ 23,447	\$ 4,117
Ratio of expenses to average net assets	1.84%##	1.47%*	.94%##	.98%	1.13%	1.74%	1.60%	1.47%	1.11%	1.07%	1.50%+	1.50%+
Ratio of expenses to average net assets before expense reductions	1.85%##	1.47%*	.95%##	.98%	1.13%	1.74%	1.60%	1.47%	1.11%	1.07%	1.50%+	1.50%+
Ratio of net investment income to average net assets	(.24)%	.25%*	.66%	.73%	.25%	.07%	.38%	1.20%	.00%	.29%	.43%	.33%
Portfolio turnover rate	160%	240%	160%	240%	254%	262%	269%	331%	226%	115%	108%	453%

\* ANNUALIZED

\*\* FOR THE PERIOD SEPTEMBER 10, 1992 (COMMENCEMENT OF SALE OF EQUITY PORTFOLIO GROWTH - CLASS A) TO NOVEMBER 30, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(dagger)(dagger) NET INVESTMENT INCOME PER SHARE HAS BEEN CALCULATED BASED ON AVERAGE SHARES OUTSTANDING.

(double dagger) THE TOTAL RETURN WOULD HAVE BEEN LOWER HAD THE ADVISER NOT REIMBURSED CERTAIN EXPENSES DURING THE PERIODS SHOWN.

+ EXPENSES WERE LIMITED TO A PERCENTAGE OF AVERAGE NET ASSETS IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

# DURING THE PERIOD A SHAREHOLDER REDEEMED A SIGNIFICANT PORTION OF THE ASSETS OF THE FUND. DUE TO THE TIMING OF THIS TRANSACTION, THE FUND EXPERIENCED AN UNUSUALLY HIGH LEVEL OF INVESTMENT INCOME PER SHARE.

## FMR HAS DIRECTED CERTAIN PORTFOLIO TRADES TO BROKERS WHO PAID A PORTION OF THE FUND'S EXPENSES.

FIDELITY ADVISOR LIMITED TERM BOND FUND

Effective September 10, 1992, the Fund commenced sale of two classes of shares, entitled "Fidelity Advisor Institutional Limited Term Bond Fund" (representing the Fund's original shares) and "Fidelity Advisor Limited Term Bond Fund - Class A" (representing the new shares). With the exception of the Limited Term Bond Fund columns, the information below does not reflect Limited Term Bond Fund's 12b-1 fee and revised transfer agent fee arrangement.

Limited Term Bond Fund - Class A Institutional Limited Term Bond Fund  
 Year Period February 2, 1984  
 Ended Ended (Commencement  
 Nov. 30, Nov. 30 Years Ended November 30, of Operations) to

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987 1986

1985 November 30, 1984

Net asset value, beginning

of period \$ 10.640 \$ 10.960 \$ 10.640 \$ 10.550 \$ 10.140 \$ 10.410 \$ 10.180  
\$ 10.250 \$ 11.240 \$ 10.550 \$ 9.960 \$ 10.000

Income from Investment Operations

Net investment income .785 .170 .832 .840 .884 .901 .937 .944  
.953 1.026 1.053 .897

Net realized and unrealized gain (loss)

on investments .511 (.320)# .531 .102 .411 (.270) .230 (.070)  
(.770) .710 .590 (.040)

Total from investment operations 1.296 (.150) 1.363 .942 1.295 .631  
1.167 .874 .183 1.736 1.643 .857

Less Distributions

From net investment income (.796) (.170) (.843) (.852) (.885)  
(.901) (.937) (.944) (.953) (1.026) (1.053) (.897)

From net realized gain on investments - - - - - - - - - -  
(.220) (.020) - -

Total distributions (.796) (.170) (.843) (.852) (.885) (.901)  
(.937) (.944) (1.173) (1.046) (1.053) (.897)

Net asset value, end of period \$ 11.140 \$ 10.640 \$ 11.160 \$ 10.640 \$  
10.550 \$ 10.140 \$ 10.410 \$ 10.180 \$ 10.250 \$ 11.240 \$ 10.550 \$ 9.960

TOTAL RETURN (dagger)(double dagger) 12.50% (1.37)% 13.17% 9.21%  
13.35% 6.46% 12.03% 8.81% 1.78% 17.04% 17.40% 9.33%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted) \$ 59,184 \$ 2,583 \$ 183,790 \$  
160,156 \$ 327,756 \$ 356,564 \$ 426,832 \$ 418,929 \$ 407,228 \$ 418,632 \$  
253,913 \$ 15,192

Ratio of expenses to average net assets 1.23% .82%\* .64%\* .57% .57%  
.58% .54% .54% .53% .53% .65% 1.50%\*(dagger) (dagger)

Ratio of net investment income to

average net assets 6.81% 7.67%\* 7.41% 7.96% 8.59% 8.90% 9.16%  
9.16% 9.03% 9.22% 10.29% 11.01%\*

Portfolio turnover rate 59% 7% 59% 7% 60% 59% 87% 48% 92% 59%  
88% (dagger) (dagger) (dagger) 12%\*

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND

Effective September 10, 1992, the Fund commenced sale two classes of  
shares, entitled "Fidelity Advisor Institutional Limited Term Tax-Exempt  
Fund" (representing the Fund's original shares) and "Fidelity Advisor  
Limited Term Tax-Exempt Fund" (representing the new shares). With the  
exception of the Limited Term Tax-Exempt Fund columns, the information  
below does not reflect Limited Term Tax-Exempt Fund's 12b-1 fee and revised  
transfer agent fee arrangement.

Limited Term

Tax-Exempt Fund - Class A Institutional Limited Term Tax-Exempt  
Fund

September 19, 1985

Years Period (Commencement

Ended Ended of Operations) to

Nov. 30 Nov. 30 Years Ended November 30, November 30,

SELECTED PER-SHARE DATA 1993 1992\*\* 1993 1992 1991 1990 1989 1988 1987

1986 1985

Net asset value, beginning of period \$ 11.080 \$ 11.010 \$ 11.080 \$ 10.800 \$  
10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280 \$ 10.000

Income from Investment Operations

Net interest income .508 .131 .536 .666 .682 .689 .674 .650 .641  
.671 .130

Net realized and unrealized gain (loss) on investments .260 .070 .260  
.280 .160 .030 .090 .140 (.540) .760 .280

Total from investment operations .768 .201 .796 .946 .842 .719  
.764 .790 .101 1.431 .410

Less Distributions

From net interest income (.508) (.131) (.536) (.666) (.682) (.689)  
(.674) (.650) (.641) (.671) (.130)

From net realized gain on investments (.880) - - (.880) - - - -  
- - - (.070) (.050) - -

Total distributions (1.388) (.131) (1.416) (.666) (.682) (.689)  
(.674) (.650) (.711) (.721) (.130)

Net asset value, end of period \$ 10.460 \$ 11.080 \$ 10.460 \$ 11.080 \$  
10.800 \$ 10.640 \$ 10.610 \$ 10.520 \$ 10.380 \$ 10.990 \$ 10.280

TOTAL RETURN (dagger)(double dagger) 7.72% 1.37% 8.01% 9.01% 8.15%  
7.04% 7.50% 7.77% .97% 14.39% 4.12%

RATIOS AND SUPPLEMENTAL DATA

Net Assets, end of period (000 omitted) \$ 39,800 \$ 1,752 \$ 15,076 \$ 28,428  
\$ 100,294 \$ 111,506 \$ 121,418 \$ 132,443 \$ 162,857 \$ 161,045 \$ 94,391

Ratio of expenses to average net assets .90% 1.04%\* .65% .66% .61%  
.62% .65% .63% .59% .58% .69%\*

Ratio of expenses to average net assets before

expense reductions(double dagger) (double dagger) 1.36% 1.06%\* .83%  
.67% .61% .62% .65% .63% .59% .58% .69%\*

Ratio of net investment income to average net assets 4.76% 5.65%\* 5.01%  
6.05% 6.40% 6.53% 6.45% 6.20% 6.01% 6.29% 6.33%\*

Portfolio turnover rate 46% 36% 46% 36% 20% 32% 31% 24% 43% 34%  
103%\*

\* ANNUALIZED

\*\* FOR THE PERIOD SEPTEMBER 15, 1992 (COMMENCEMENT OF OPERATIONS OF LIMITED TERM TAX-EXEMPT FUND - CLASS A) TO NOVEMBER 30, 1992.

(dagger) TOTAL RETURN DOES NOT INCLUDE THE ONE TIME SALES CHARGE AND FOR PERIODS OF LESS THAN ONE YEAR ARE NOT ANNUALIZED.

(double dagger) THE TOTAL RETURN WOULD HAVE BEEN LOWER HAD CERTAIN EXPENSES NOT BEEN REDUCED DURING THE PERIODS SHOWN.

(double dagger)(double dagger) EFFECTIVE OCTOBER 21, 1992, FMR HAS VOLUNTARILY AGREED TO REIMBURSE EXPENSES OF EACH CLASS TO THE EXTENT THAT EXPENSES EXCEED .90% (LIMITED TERM TAX-EXEMPT FUND - CLASS A) AND .65% (INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND) OF EACH CLASS' AVERAGE NET ASSETS, RESPECTIVELY.

(dagger)(dagger) LIMITED IN ACCORDANCE WITH A STATE EXPENSE LIMITATION.

(dagger)(dagger)(dagger) IN JULY 1985, THE SEC ADOPTED REVISIONS TO EXISTING RULES WITH RESPECT TO THE CALCULATION OF THE PORTFOLIO TURNOVER RATE. THE REVISED RULES REQUIRE THE INCLUSION IN THE CALCULATION OF LONG-TERM U.S. GOVERNMENT SECURITIES WHICH, PRIOR TO THESE REVISIONS, WERE EXCLUDED FROM THE CALCULATION.

# THE AMOUNT SHOWN IN THIS CAPTION, WHILE DETERMINABLE BY THE SUMMATION OF AMOUNTS COMPUTED DAILY AS SHARES WERE SOLD OR REPURCHASED, IS ALSO THE BALANCING FIGURE DERIVED FROM THE OTHER FIGURES IN THE STATEMENT AND HAS BEEN SO COMPUTED. THE AMOUNT SHOWN FROM THE PERIOD ENDED NOVEMBER 30, 1992 FOR A SHARE OUTSTANDING THROUGHOUT THE PERIOD DOES NOT ACCORD WITH THE NET REALIZED AND UNREALIZED GAIN ON INVESTMENTS FOR THE PERIOD BECAUSE OF THE TIMING OF SALES AND REPURCHASES OF THE LIMITED TERM BOND FUND SHARES IN RELATION TO FLUCTUATING MARKET VALUES OF THE INVESTMENTS OF THE FUND. INVESTMENT OBJECTIVES, POLICIES AND RISKS

The investment objective of each Fund is fundamental and can only be changed by vote of a majority of the outstanding shares of the Fund. Except as otherwise noted, the investment limitations and policies of Equity Portfolio Growth, Limited Term Bond, and Limited Term Tax-Exempt are fundamental and may not be changed without shareholder approval. Except for the investment limitations and policies identified as fundamental, the limitations and policies of Equity Portfolio Income are not fundamental. Non-fundamental investment limitations and policies may be changed without shareholder approval.

The yield, return and potential price changes of each Fund depends on the quality and maturity of the obligations in its portfolio, as well as on market conditions. Risks vary based on the type of fund in which an investor is invested. As is the case with any investment in securities, investment in the Funds involves certain risks. A Fund may not always achieve its investment objective, but it will follow investment policies described in this section.

Further information relating to the types of securities in which each Fund may invest and the investment policies of each Fund in general are set forth in the Appendix to this Prospectus and in each Fund's SAI.

EQUITY FUNDS: Equity funds invest in common stocks and other equity securities in search of growth or a combination of growth and income. Their performance depends heavily on stock market conditions in the U.S. and abroad, and can also be affected by changes in interest rates or other economic conditions. Investments in equity funds are more suitable for investors who take a long-term approach to investing.

It is also important to note that high-yielding, lower-quality bonds involve greater risks, because there is a greater possibility of a financial reversal affecting the issuer's ability to pay interest on time.

FMR will use its extensive research facilities in addition to considering the ratings of Nationally Recognized Statistical Rating Organizations (NRSROs) in selecting investments for the Funds. Unrated securities are not necessarily of lower quality than rated securities, but they may not be attractive to as many buyers. This credit analysis includes consideration of the economic feasibility of revenue bond project finances and general purpose borrowings, the financial condition of the issuer with respect to liquidity, cash flow and ability to meet anticipated debt service requirements and political developments that may affect credit quality. Since the risk of default is higher for lower-quality obligations, FMR's research and analysis are an integral part of choosing the fund's securities. Through portfolio diversification and careful credit analysis, FMR can reduce risk, although there can be no assurance that losses will not occur. FMR also considers trends in the economy, in geographic areas, in various industries, and in the financial markets.

FIDELITY ADVISOR INSTITUTIONAL EQUITY PORTFOLIO INCOME seeks to obtain reasonable income from a portfolio consisting primarily of income-producing equity securities. The Fund seeks a yield from dividend and interest income which exceeds the composite dividend yield on securities comprising the S&P 500. In addition, consistent with the primary objective of obtaining reasonable income, in managing its portfolio, the Fund will consider the potential for achieving capital appreciation.

It is the policy of the Fund that at least 65% of its total assets normally will be invested in income-producing equity securities. For purposes of this policy, equity securities are defined as common stocks and preferred stocks.

The balance of the Fund will tend to be invested in debt obligations, a high percentage of which are expected to be convertible into common stocks.

As a non-fundamental policy the Fund may invest in lower-quality, high-yielding debt securities (commonly referred to as "junk bonds") although it currently intends to limit its investments in these securities to 35% of its assets. Additionally, the Fund may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, short sales, swap agreements, and warrants.

Because of the income considerations, investors should not expect capital appreciation comparable to the appreciation which could be achieved by funds whose primary objective is capital appreciation. While the investment portfolio will not mirror the stocks in the S&P 500 (unlike an index fund), the yield on the overall investment portfolio generally will increase or decrease from year to year in accordance with market conditions and in relation to the changes in yields of the stocks included in the S&P 500.

The Fund may make temporary investments in securities such as investment-grade bonds or short-term notes for defensive purposes.

FIDELITY ADVISOR INSTITUTIONAL EQUITY PORTFOLIO GROWTH seeks to achieve capital appreciation by investing primarily in the common and preferred stock, and securities convertible into the common stock, or companies with above average growth characteristics.

As a general rule, the Fund will invest in the securities of companies whose growth in the areas of earnings or gross sales measured either in dollars or in unit volume (either on an absolute or percentage basis) may exceed that of the average of the companies whose securities are included in the S&P 500. These securities generally command high multiples (price/earnings ratios) in the stock markets over time. Above average growth characteristics are most often associated with companies in new and emerging areas of the economy but occasionally can be found in the stronger companies of more mature and even declining industries. The Fund will, therefore, be invested in the securities of smaller, less well-known companies except when FMR believes that opportunities for above-average growth are presented by larger, more mature companies which have undergone reformation and revitalization or possess a strong position in relation to the market as a whole.

The market price of securities with above average growth characteristics often can experience a more sudden and more dramatic downward reaction to negative news than is the case with securities carrying a lower market multiple. This can be particularly true for companies with a narrow product line or whose securities are relatively thinly-traded, characteristics which are common to smaller, less well-known companies.

As a non-fundamental policy, at least 65% of the total assets of the Fund normally will be invested in common and preferred stock. The balance of the Fund will tend to be invested in debt obligations, a high percentage of which are expected to be convertible into common stocks. As a non-fundamental policy, the Fund may invest in lower-quality, high yielding debt securities (commonly referred to as "junk bonds") although, it currently intends to limit its investments in these securities to 35% of its assets. The Fund also may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, swap agreements, and warrants.

**FIXED-INCOME FUNDS:** Fixed income funds invest primarily in debt securities (e.g., bonds, debentures, notes and similar obligations). The share value of fixed-income funds tends to move inversely with changes in prevailing interest rates. Shorter-term bonds are less sensitive to interest rate changes, but longer-term bonds generally offer higher yields. Share value and yield will fluctuate based on the credit quality and changes in interest rates.

FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM BOND FUND seeks to provide a high rate of income through investment in high- and upper-medium grade fixed-income obligations. The Fund will maintain a dollar-weighted average maturity of 10 years or less, defined herein as "limited term." In addition, the Fund may seek capital appreciation when consistent with its primary objective.

The Fund seeks to provide a high rate of income through investments in high- and upper-medium grade fixed-income obligations, as follows:

- (I) Corporate obligations which are rated AAA, AA, or A by S&P, or Aaa, Aa, or A by Moody's;
- (II) Obligations issued or guaranteed as to interest and principal by the government of the U.S., or any agency or instrumentality thereof;
- (III) Obligations (including certificates of deposit and bankers' acceptances) of U.S. banks which at the date of investment have capital gains, surplus, and undivided profits (as of the date of their most recently published annual financial statements) in excess of \$100,000,000;
- (IV) Commercial paper which at the date of investment is rated A-1 or A-2 by S&P or Prime-1 or Prime-2 by Moody's or, if not rated, is issued by companies which at the date of investment have an outstanding debt issue rated AAA, AA, or A by S&P or Aaa, Aa, or A by Moody's; and
- (V) Such other fixed-income instruments as the Board of Trustees,

in its judgment, deems to be of comparable quality to those enumerated above.

Instruments in which the Fund may invest include asset-backed securities, collateralized mortgage obligations, convertible securities, loans and other direct debt instruments, mortgage backed securities and zero coupon securities.

FMR's standards for determining high- and upper-medium grades are essentially the same as those described by S&P and Moody's as characteristic of their ratings of A and above. Such instruments have strong protection of principal and interest payments. In addition to reliance on S&P's or Moody's ratings, FMR also performs its own credit analysis. The Fund also may invest in unrated instruments, and may at times purchase instruments rated below A if FMR judges them to be of comparable quality to those rated A or better. Currently, the Fund does not intend to invest in debt obligations rated below BBB. Investment-grade bonds are generally of medium to high quality. Those rated in the lower end of the category (Baa/BBB), however, may possess speculative characteristics and may be more sensitive to economic changes and changes in the financial condition of issuers.

In addition, the Fund may seek capital appreciation when consistent with its primary objective. In seeking capital appreciation, FMR will select securities for the Fund based on its judgment as to economic and market conditions and the prospects for interest rate changes.

The Fund may purchase or engage in foreign investments, indexed securities, illiquid investments, loans and other direct debt instruments, options and futures contracts, repurchase agreements and securities loans, restricted securities, and swap agreements. The Fund also may engage in reverse repurchase agreements for temporary or emergency purposes and not for investment purposes.

As of November 30, 1993 the average maturity was 8.12 years. Based on FMR's assessment of interest rate trends, generally, the average maturity will be shortened when interest rates are expected to rise and lengthened up to 10 years when interest rates are expected to decline.

**MUNICIPAL/TAX-EXEMPT FUNDS:** Tax-exempt funds invest primarily in municipal securities which are issued by state and local governments and their agencies to raise money for various public purposes, including general purpose financing for state and local governments as well as financing for specific projects or public facilities. Municipal securities may be backed by the full taxing power of a municipality or by the revenues from a specific project or the credit of a private organization. Some municipal securities are insured by private insurance companies, while others may be supported by letters of credit furnished by domestic or foreign banks. FMR monitors the financial condition of parties (including insurance companies, banks, and corporations) whose creditworthiness is relied upon in determining the credit quality of securities the Fund may purchase.

Yields on municipal bonds, and therefore the yield of Limited Term Tax-Exempt, depends on factors such as general market conditions, interest rates, the size of a particular offering, the maturities of the obligations and the quality of the issues. The ability of the Fund to achieve its investment objective is also dependent on the continuing ability of the issuers of the municipal obligations in which the Fund invests to meet its obligations for the payment of interest and principal when due.

Bonds generally are considered to be interest rate sensitive, which means that their values move inversely to interest rates. Long-term municipals generally are more exposed to market fluctuations resulting from changes in interest rates than are short-term municipals.

**FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND** seeks the highest level of income exempt from federal income taxes that can be obtained consistent with the preservation of capital, from a diversified portfolio of high quality or upper-medium quality municipal obligations. Under normal conditions, at least 80% of the Fund's annual income will be exempt from federal income taxes and at least 80% of the Fund's net assets will be invested in obligations having remaining maturities of 15 years or less. The Fund will maintain a dollar-weighted average maturity of 10 years or less.

The Fund will seek to achieve its objective by investing in a diversified portfolio of municipal obligations whose interest payments are exempt from federal income tax. These obligations, including industrial development revenue bonds, are issued by or on behalf of states, territories, and possessions of the United States and the District of Columbia and their political subdivisions, agencies, and instrumentalities.

The Fund will invest in municipal obligations which, in the judgment of FMR, are "high quality" or at least "upper-medium quality." The Fund's standards for "high quality" and "upper-medium quality" obligations are essentially the same as those described by Moody's in rating municipal obligations within its three highest ratings of Aaa, Aa, and A and as those described by S&P in rating such obligations within its three highest ratings of AAA, AA and A. As a non-fundamental policy, the Fund will not purchase a security rated by Moody's or S&P unless it has received at least an A rating from either rating service.

The Fund may invest up to 20% of its total assets, in municipal obligations which are unrated by Moody's or S&P if, in the judgment of FMR, such municipal obligations meet the standards of quality as set forth

above. Unrated bonds are not necessarily of lower quality and may have higher yields than rated bonds, but the market for rated bonds is usually broader.

The Fund may engage in delayed delivery transactions and may purchase restricted securities and engage in options and futures contracts.

The Fund's investments in municipal securities may include fixed, variable, or floating rate general obligations and revenues bonds (including municipal lease obligations and resource recovery bonds); zero coupon and asset-backed securities; inverse floaters; tax, revenue, or bond anticipation notes; and tax-exempt commercial paper.

The Fund may invest up to 25% of its total assets in a single issuer's securities. The Fund may invest any portion of its assets in industrial revenue bonds (IRBs) backed by private issuers, and may invest up to 25% of its total assets in IRBs related to a single industry. The Fund may also invest 25% or more of its total assets in securities whose revenue sources are from similar types of projects (e.g., education, electric utilities) health care, housing, transportation, or water, sewer, and gas utilities or whose issuers share the same geographic location. There may be economic, business or political developments or changes that affect all securities of a similar type. Therefore, developments affecting a single issuer or industry, or securities financing similar types of projects, could have a significant effect on the Fund's performance.

The Fund currently does not intend to invest in taxable obligations; however, consistent with that portion of its investment objective concerned with the preservation of capital, from time to time the Fund may invest a portion (normally not to exceed 20%) of its net assets on a temporary basis in fixed-income obligations whose interest is subject to federal income tax. These taxable obligations may include repurchase agreements. The Fund does not currently intend to invest in AMT bonds.

#### INVESTMENT LIMITATIONS

Each Fund has adopted the following investment limitations designed to reduce investment risk. The policies and limitations discussed below, and in the Appendix beginning on page \_\_, are considered at the time of purchase. With the exception of each Fund's borrowing policy, the sale of portfolio securities is not required in the event of a subsequent change in circumstances.

**DIVERSIFICATION:** These limitations do not apply to U.S. government securities and are fundamental.

(bullet) Equity Portfolio Growth may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer.

(bullet) With respect to 75% of its total assets, each other Fund may not purchase a security if, as a result, more than 5% of its total assets would be invested in the securities of any issuer.

(bullet) Limited Term Tax-Exempt may not purchase the securities of any issuer if, as a result, more than 25% of its total assets would be in industrial development bonds whose issuers are in any one industry.

(bullet) Each Fund may not purchase a security if, as a result, it would hold more than 10% of the outstanding voting securities of any issuer (except that Equity Portfolio Income may invest up to 25% of its total assets without regard to this limitation).

(bullet) Each Fund may not purchase the securities of any issuer if, as a result, more than 25% of the Fund's total assets would be invested in the securities of issuers having their principal business activities in the same industry. Limited Term Bond may, however, invest more than 25% of its total assets in obligations of banks.

**BORROWING:** The following limitations are fundamental.

(bullet) Each Fund may borrow money for temporary or emergency purposes in an amount not exceeding 33 1/3% of the value of its total assets.

(bullet) Limited Term Bond and Limited Term Tax-Exempt may not purchase any security while borrowings representing 5% or more of its total assets are outstanding.

The following limitations are non-fundamental.

(bullet) Equity Portfolio Income and Equity Portfolio Growth may not purchase any security while borrowings representing more than 5% of its total assets are outstanding.

(bullet) Each Fund may borrow money from banks or from other funds advised by FMR or by engaging in reverse repurchase agreements.

**LENDING:** Percentage limitations are fundamental.

(bullet) Limited Term Tax-Exempt does not currently intend to engage in repurchase agreements or make loans (but this limitation does not apply to purchases of debt securities).

(bullet) Each other Fund (a) may lend securities when the loan is fully collateralized; and (b) may lend money to other funds advised by FMR or an affiliate. Each Fund will limit loans in the aggregate to 33 1/3% of its total assets.

Each Fund has received permission from the SEC to lend money to and borrow money from other funds advised by FMR or its affiliates. Limited Term Tax-Exempt will participate only as a borrower. If a Fund borrows money, its share price may be subject to greater fluctuation until the borrowing is paid off. To this extent, purchasing securities when borrowings are outstanding may involve an element of leverage.

As a non-fundamental policy, each Fund may not purchase a security if as a result, more than 10% of its assets would be invested in illiquid investments.

#### PURCHASING SHARES OF THE FUNDS

Shares of each Fund are offered continuously to (i) banks and trust institutions investing for their own accounts or for accounts of their trust customers, (ii) plan sponsors meeting the ERISA definition of fiduciary, (iii) government entities or authorities, and (iv) corporations with at least \$100 million in annual revenues. Shares may be

purchase as at the net asset value (NAV) next determined after the transfer agent receives the order to purchase.

Orders for the purchase of shares must be transmitted to the transfer agent before 4:00 p.m. Eastern time in order for the investor to receive that day's share price. An investor can open an account for \$100,000 or more by completing and returning a signed account application. Orders will be confirmed at the NAV next determined following receipt of the order by the transfer agent. Additional investments of \$2,500 or more may be made. Minimum investments may differ for tax-deferred retirement plans. For specific information on opening an account, please contact your institutional sales representative.

Fund shares also are offered to any investor who purchased shares of the Funds prior to September 10, 1992. Any such investor will be exempt from the investment minimum and account balance requirements currently in effect for shares. Further, this exemption is also available to any investor having opened an account in the Funds prior to January 29, 1993 through a registered investment adviser not registered as a broker-dealer that charges an account management fee.

All purchases must be made in U.S. dollars and checks must be drawn on U.S. banks. Each Fund reserves the right to limit the number of checks processed at one time. If a check does not clear, the Fund may cancel the purchase and the investor could be held liable for any fees and/or losses incurred. When an investor purchases by check, the Fund can hold the proceeds of redemptions until the transfer agent is reasonably satisfied that the purchase payment has been collected (which can take up to seven days). An investor may avoid a delay in receiving redemption proceeds by purchasing shares with a certified check.

Financial institutions that meet Distributors' creditworthiness criteria may enter confirmed purchase orders on behalf of customers by phone, with payment to follow no later than the close of business on the next business day. If payment is not received by the next business day, the order will be canceled and the financial institution may be liable for any losses.

Investors in Limited Term Bond and Limited Term Tax-Exempt begin to earn income dividends on a confirmed purchase on the day the Fund receives payment. For all other purchase orders for these Funds, investors begin to earn income dividends on the business day after receipt of payment.

Each Fund and Distributors reserves the right to suspend the offering of shares for a period of time and to reject any order for the purchase of shares, including certain purchases by exchange (see "Exchange Privileges"). Purchase orders may be refused if, in FMR's opinion, they are of a size that would disrupt the management of each Fund.

**TO INVEST BY WIRE:** It is recommended that investors wire funds early in the day to ensure proper credit. For wire information and instructions, please call the institution through which you trade or Fidelity Client Services at (800) 343-3001.

#### DISTRIBUTION OPTIONS

An investor may choose from three different Distribution Options:

- A. The **SHARE OPTION** reinvests income dividends and capital gain distributions.
- B. The **INCOME-EARNED OPTION** pays income dividends by check and reinvests capital gain distributions.
- C. With the **CASH OPTION** the investor receives income dividends and capital gain distributions by check.

The Distribution Option may be changed at any time by notifying the transfer agent in writing. If no distribution option is selected when an account is opened, the Share Option automatically will be assigned. On the day a Fund goes ex-dividend, the amount of the distribution is deducted from its share price. Reinvestment of distributions will be made at that day's NAV. Cash distribution checks will be mailed within seven days.

#### EXCHANGE PRIVILEGES

An exchange is the redemption of shares of one fund at the next determined NAV and the purchase of shares of another fund at the next determined NAV. The exchange privilege is a convenient way to sell and buy shares of other Fidelity Advisor Institutional Funds and other Fidelity funds registered in the investor's state. Sales charges for Fidelity funds, if any, will apply unless the exchange is made pursuant to a load waiver policy of the fund to be acquired. Please consult that fund's prospectus to determine if any load waiver policies apply. **FOR INSTRUCTIONS ON ENTERING AN EXCHANGE TRANSACTION, PLEASE CONSULT THE PROGRAM MATERIALS.**

To protect each Fund's performance and shareholders, FMR discourages frequent trading in response to short-term market fluctuations. Each Fund reserves the right to refuse exchange purchases by any person or group if, in FMR's opinion, a Fund would be unable to invest effectively in accordance with its investment objective and policies, or would otherwise be affected adversely. Exchanges may be restricted or refused if the Fund receives or anticipates simultaneous orders affecting significant portions of the Fund's assets. In particular, a pattern of exchanges that coincides with a "market timing" strategy may be disruptive to each Fund. Although each Fund will attempt to give prior notice whenever it is reasonably able

to do so, it may impose these restrictions at any time. Each Fund may modify or terminate the exchange privilege.

Before making an exchange, please note the following:

- (bullet) Read the prospectus of the fund to be acquired by exchange.
- (bullet) Investors may only exchange between accounts that are registered in the same name, address, and taxpayer identification number. Exchanges will not be permitted until a completed and signed application is on file.
- (bullet) There is currently a limit of four exchanges out of each Fund per calendar year. Each Fund reserves the right to temporarily or permanently suspend the exchange privilege for any investor who exceeds this limit. Other funds may have different exchange restrictions. Please check each fund's prospectus for details. The exchange limit may be modified for accounts in certain institutional retirement plans to conform to plan exchange limits and Department of Labor Regulations. See plan materials for further information.

**TAXES.** Each exchange actually represents the sale of shares from one fund and the purchase of shares in another fund and, depending upon the tax basis of the exchanged shares, may result in a loss or taxable gain.

#### REDEEMING SHARES OF THE FUNDS

Investors may redeem all or a portion of their shares on any day the New York Stock Exchange (NYSE) is open, at the NAV next determined after the transfer agent receives the redemption request. Any redemption orders received by the transfer agent before 4:00 p.m. Eastern time on any business day will receive that day's NAV.

Once an investor's shares are redeemed, each Fund normally will send the proceeds on the next business day to the address of record on the account. If making immediate payment could adversely affect the Fund, the Fund may take up to seven days to pay redemption proceeds. Each Fund may withhold redemption proceeds until it is reasonably satisfied that it has collected investments that were made by check (which may take up to seven days). The transfer agent requires additional documentation to redeem shares registered in the name of a corporation, agent or fiduciary, or a surviving joint owner.

When the NYSE is closed (or when trading is restricted) for any reason other than its customary weekend or holiday closings, or under any emergency circumstances as determined by the SEC to merit such action, each Fund may suspend redemption or postpone payment dates. FOR FURTHER INFORMATION ON REDEEMING SHARES, PLEASE CONSULT THE PROGRAM MATERIALS.

**TO REDEEM BY MAIL:** An investor may redeem by submitting written instructions with an authorized signature that is on file for that account. Each Fund reserves the right to require that the signature be guaranteed by a bank, broker, dealer, municipal securities dealer, municipal securities broker, government securities dealer, government securities broker, credit union (if authorized under state law), national securities exchange, registered securities association, clearing agency or savings association. Written requests for redemption should be mailed to:

Fund Name  
FIIOC, ZR5  
P.O. Box 1182  
Boston, MA 02103-1182

An investor may redeem shares of each Fund having a NAV of \$100,000 or less by calling the transfer agent. Redemption proceeds must be sent to the address of record listed on the account, and a change of address must not have occurred within the preceding 60 days.

**TO REDEEM BY TELEPHONE:** An investor may redeem Fund shares and instruct the transfer agent to have proceeds wired directly to a designated bank account. In making redemption requests, the name(s) on the investor's account registration and the account number must be supplied. To redeem by telephone, call the transfer agent:

NATIONWIDE (TOLL FREE) (800) 343-3001

You may initiate many transactions by telephone. Note that Fidelity will not be responsible for any losses resulting from unauthorized transactions if it follows reasonable procedures designed to verify the identity of the caller. Fidelity will request personalized security codes or other information, and may also record calls. The investor should verify the accuracy of the confirmation statements immediately after receipt. If an investor does not want the ability to redeem and exchange by telephone, call Fidelity for instructions. Additional documentation may be required from corporations, associations and certain fiduciaries.

**MINIMUM ACCOUNT BALANCE.** Each Fund account must have a balance of \$40,000 in it in order to remain open. If the account balance falls below \$40,000 due to redemption, the transfer agent may close it and mail the proceeds to the address shown on the transfer agent's records. The transfer agent will give 30 days' notice that an investor's account will be closed unless an investment is made to increase the account balance to the \$40,000 minimum. Please note that shares will be redeemed at the NAV on the day the account is closed.

#### SHAREHOLDER SERVICES

The transfer agent will send a confirmation to the investor after every transaction that affects the share balance or the account registration. At least twice a year each investor will receive a financial statement, with a summary of its portfolio composition and performance. To reduce expenses, only one copy of most shareholder reports (such as a Fund's Annual Report) may be mailed to each investor address. Please write to the transfer agent to have additional reports sent each time.

Each Fund pays for these shareholder services, but not for special services that are required by a few shareholders, such as a request for a historical transcript of an account. An investor may be required to pay a fee for these special services. If an investor is purchasing shares of each Fund through a program of administrative services offered by an investment professional, read materials pertaining to that program in conjunction with this Prospectus. Certain features of each Fund, such as the minimum initial or subsequent investment, may be modified in these programs, and administrative charges may be imposed for the services rendered.

#### TAX INFORMATION

**DISTRIBUTIONS.** The Funds distribute substantially all of their net investment income and capital gains each year pursuant to the following schedule. Each Fund may pay capital gains in December. In addition, Equity Portfolio Income, Equity Portfolio Growth, Limited Term Bond and Limited Term Tax-Exempt may pay capital gains in January.

Equity Portfolio Growth pays net investment income in January and December; Limited Term Bond and Limited Term Tax-Exempt declare dividends daily and pay monthly; and Equity Portfolio Income declares dividends in March, June, September, and December, and pay the following month.

**CAPITAL GAINS.** An investor may realize a gain or loss when shares are sold (redeemed) or exchanged. For most types of accounts, a Fund will report the proceeds of redemptions to the investor and the Internal Revenue Service (IRS) annually. However, because the tax treatment also depends on an investor's purchase price and personal tax position, regular account statements should be retained for tax purposes.

**BUYING A DIVIDEND.** On the record date for a distribution from a Fund, the Fund's share price is reduced by the amount of the distribution. If shares are bought just before the record date (buying a dividend), an investor will pay the full offering price for the shares, and then receive a portion of the price back as a taxable distribution.

**FEDERAL TAXES.** With the exception of Limited Term Tax-Exempt, distributions from each Fund's income and short-term capital gains are taxed as dividends, and long-term capital gain distributions are taxed as long-term capital gains. Gains on the sale of tax-free bonds results in a taxable distribution. Short-term capital gains and a portion of the gain on bonds purchased at a discount are taxed as dividends. Distributions are taxable when they are paid, whether taken in cash or reinvested in additional shares, except that distributions declared in December and paid in January are taxable as if paid on December 31. Each Fund will send a tax statement by January 31 showing the tax status of the distributions received in the past year. A copy will be filed with the IRS.

To the extent that a Fund invests in municipal obligations whose interest is subject to the federal alternative minimum tax for individuals (AMT bonds), individuals who are subject to the AMT will be required to report a portion of the Fund's dividends as a "tax-preference item" in determining their federal tax. Federally tax-free interest earned by the Fund is federally tax-free when distributed as income dividends. During the most recent fiscal year ended, 100% of the income dividends for Limited Term Tax-Exempt were free from federal tax. If the Fund earned taxable income from any of its investments, it will be distributed as a taxable dividend.

Some of the Funds may be eligible for the dividends-received deduction for corporations.

If a Fund has paid withholding or other taxes to foreign governments during the year, the taxes will reduce the Fund's dividends but will be included in the taxable income reported on your tax statement. An investor may be able to claim an offsetting tax credit or itemized deduction for foreign taxes paid by a Fund. A tax statement will show the amount of foreign tax for which a credit or deduction may be available.

**OTHER TAX INFORMATION.** In addition to federal taxes, an investor may be subject to state or local taxes on an investment, depending on the laws in your area. Because some states exempt their own municipal obligations from tax, an investor will receive tax information each year showing how Limited Term Tax-Exempt allocated its investments by state.

When an account application is signed, an investor will be asked to certify that the social security or taxpayer identification number is correct and that the investor is not subject to 31% backup withholding for failing to report income to the IRS. If an investor violates IRS regulations, the IRS can require a Fund to withhold 31% of taxable distributions and redemptions.

#### FEES AND EXPENSES

**MANAGEMENT AND OTHER SERVICES.** For managing its investments and business affairs, each Fund pays a monthly fee to FMR.

Each Fund (with the exception of Equity Portfolio Income, see below) pays a monthly fee to FMR based on a management fee rate, which is the sum of two components:

1. A group fee rate based on the monthly average net assets of all of the mutual funds advised by FMR. This rate for equity funds cannot rise above .52% and it drops (to as low as a marginal rate of .31%\*) as total assets in all of these funds rise. The effective equity fund group fee rate for November 1993 was .3250%. The group fee rate for fixed-income funds cannot rise above .37% and it drops (to as low as a marginal rate of .15%\*) as total assets in all of these funds rise. The effective fixed-income group fee rate for November 1993 was .1627%.

2. An individual fund fee rate, which varies for each Fund.

\* FMR VOLUNTARILY AGREED TO ADOPT REVISED GROUP FEE RATE SCHEDULES WHICH PROVIDE FOR A MARGINAL RATE AS LOW AS .2850% (EQUITY FUNDS) AND .1325% (FIXED-INCOME FUNDS) WHEN AVERAGE GROUP NET ASSETS EXCEED \$336 BILLION. A NEW MANAGEMENT CONTRACT WITH A REVISED GROUP FEE RATE SCHEDULE WILL BE PRESENTED FOR APPROVAL AT EACH FUND'S NEXT SHAREHOLDER MEETING.

One-twelfth of the annual management fee rate is applied to each Fund's net assets averaged over the most recent month, giving a dollar amount which is the management fee for that month.

Equity Portfolio Income pays FMR a monthly management fee of an annual rate of .50% of its average net assets.

The following are the individual fund fee rates and total management fees for each Funds most recent fiscal year end.

	INDIVIDUAL FUND FEE (AS A PERCENTAGE OF AVERAGE NET ASSETS)	TOTAL MANAGEMENT FEE (AS A PERCENT OF AVERAGE NET ASSETS) BEFORE REIMBURSEMENTS, IF ANY
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EQUITY FUNDS:

Equity Portfolio Income	n/a	.50%
Equity Portfolio Growth	.33%	.66%

FIXED INCOME FUNDS:

Limited Term Bond	.25%	.42%
Limited Term Tax-Exempt	.25%	.42%

FMR may, from time to time, agree to reimburse a Fund for expenses (excluding interest, taxes, brokerage commissions, and extraordinary expenses) above a specified percentage of average net assets. FMR retains the ability to be repaid by a Fund for these expense reimbursements in the amount that expenses fall below the limit prior to the end of the fiscal year. Fee reimbursements by FMR will increase a Fund's yield and total return, and repayment by a Fund will lower its yield and total return. FMR voluntarily agreed to reimburse expenses of Limited Term Tax-Exempt to the extent that expenses exceed .65% of its average net assets.

Equity Portfolio Income, Equity Portfolio Growth, and Limited Term Bond have entered into sub-advisory agreements with Fidelity Management & Research (U.K.) Inc. (FMR U.K.) and Fidelity Management & Research (Far East) Inc. (FMR Far East). Sub-advisors provide research and investment advice and research services with respect to companies based outside the United States and may grant sub-advisors investment management authority as well as the authority to buy and sell securities if FMR believes it would be beneficial to a Fund. FMR U.K. focuses primarily on companies based in Europe, and FMR Far East focuses primarily on companies based in Asia and the Pacific Basin. Under the sub-advisory agreements, FMR, and not the Fund, pays FMR U.K. and FMR Far East fees equal to 110% and 105%, respectively, of each sub-advisor's costs incurred in connection with its sub-advisory agreement.

Fidelity Investments Institutional Operations Company (the "transfer agent"), an affiliate of FMR, 82 Devonshire Street, Boston, Massachusetts 02109, is each Fund's transfer and dividend paying agent (with the exception of Limited Term Tax-Exempt, see below). Each Fund pays the transfer agent fees based on the type, size and number of accounts in a Fund and the number of monetary transactions made by shareholders. For the most recent fiscal year, the fee for transfer agency services amounted to \$239,364 (Equity Portfolio Income), \$324,822 (Equity Portfolio Growth) and \$180,350 (Limited Term Bond).

Fidelity Service Co. (Service), 82 Devonshire Street, Boston, Massachusetts 02109, an affiliate of FMR, calculates each Fund's daily share price and maintains its general accounting records (with the exception of Limited Term Tax-Exempt, see below). For those Funds which can engage in securities lending, Service also administers its securities lending program. The fees for pricing and bookkeeping services are based on a Fund's average net assets, but must fall within a range of \$45,000 to \$750,000 per year. For the most recent fiscal year ended, each Fund's fees for pricing and bookkeeping services (including related out-of-pocket expenses) amounted to: \$113,026 (Equity Portfolio Income); \$234,813 (Equity Portfolio Growth) and \$81,106 (Limited Term Bond).

United Missouri Bank, N.A. (United Missouri), 1010 Grand Avenue, Kansas City, Missouri 64106, acts as the custodian, transfer and pricing and bookkeeping agent for Limited Term Tax-Exempt. United Missouri has a sub-arrangement with the transfer agent for transfer agent services and a sub-arrangement with Service for pricing and bookkeeping services. For the most recent fiscal year ended, fees paid to the transfer agent and Service (including related out-of-pocket expenses) amounted to \$11,310 and \$45,724, respectively. All of the fees are paid to the transfer agent and Service by United Missouri, which is reimbursed by the Fund for such payments.

Each Fund's operating expenses include custodial, legal and accounting

fees, charges to register a Trust or Fund with federal and state regulatory authorities, and other miscellaneous expenses. Each Fund's total operating expenses after reimbursement, if any, as a percent of average net assets, for the most recent fiscal year ended were as follows: .79% (Equity Portfolio Income); .94% (Equity Portfolio Growth); .64% (Limited Term Bond); .65% (Limited Term Tax-Exempt). If FMR had not reimbursed Limited Term Tax-Exempt Fund, total operating expenses for the most recent fiscal year ended would have been .83%.

**DISTRIBUTION AND SERVICE PLAN.** The Board of Trustees of each Fund have adopted a Distribution and Service Plan (the Plan) on behalf of the Institutional class pursuant to Rule 12b-1 under the Investment Company Act of 1940 (the Rule). The Rule provides in substance that a mutual fund may not engage directly or indirectly in financing any activity that is intended primarily to result in the sale of Institutional class shares except pursuant to a plan adopted by the Fund under the Rule. The Board of Trustees has adopted the Plan to allow each Institutional class and FMR to incur certain expenses that might be considered to constitute direct or indirect payment by each Institutional class of distribution expenses. No separate payments by each Institutional class are authorized under the Plan. Rather, the Plan recognizes that FMR may use its management fee and other resources to pay expenses associated with activities primarily intended to result in the sale of Institutional class shares. It also provides that FMR may make payments from these sources to securities dealers and banks having agreements with Distributors (investment professionals) that provide shareholder support services or engage in the sale of Institutional class shares. The Board of Trustees has not authorized such payments.

The Glass-Steagall Act generally prohibits federally and state chartered or supervised banks from engaging in the business of underwriting, selling or distributing securities. Although the scope of this prohibition under the Glass-Steagall Act has not been fully defined, in Distributors' opinion it should not prohibit banks from being paid for shareholder servicing and recordkeeping. If, because of changes in law or regulation, or because of new interpretations of existing law, a bank or a Fund were prevented from continuing these arrangements, it is expected that the Board would make other arrangements for these services and that shareholders would not suffer adverse financial consequences. In addition, state securities laws on this issue may differ from the interpretations of federal law expressed herein, and banks and other financial institutions may be required to register as dealers pursuant to state law.

#### FUND SHARES VALUATION

A Fund's shares are valued at net asset value (NAV). NAV is determined for shares of each Fund by adding the value of all security holdings and other assets of the Fund, deducting liabilities allocated to each class, and then dividing the result by the proportional number of shares of the Fund outstanding in a class.

NAV normally is calculated as of the close of business of the NYSE (normally 4:00 p.m. Eastern time). The Funds are open for business and NAV is calculated each day the NYSE is open for trading. Portfolio securities and other assets are valued primarily on the basis of market quotations furnished by pricing services, or if quotations are not available, by a method that the Board of Trustees believes accurately reflects fair value. Foreign securities are valued based on quotations from the primary market in which they are traded and are converted from the local currency into U.S. dollars using current exchange rates.

#### FUND PERFORMANCE

Each Fund's performance may be quoted in advertising in terms of total return. All performance information is historical and is not intended to indicate future performance. Share price and total return fluctuate in response to market conditions and other factors, and the value of a Fund's shares when redeemed may be worth more or less than their original cost. **TOTAL RETURN** is the change in value of an investment in a Fund over a given period, assuming reinvestment of any dividends and capital gains. **CUMULATIVE TOTAL RETURN** reflects actual performance over a stated period of time. An **AVERAGE ANNUAL TOTAL RETURN** is a hypothetical rate of return that, if achieved annually, would have produced the same cumulative total return if performance had been constant over the entire period. Average annual total returns smooth out variations in performance; they are not the same as actual year-by-year results.

The Funds also may quote performance in terms of yield. **YIELD** refers to the income generated by an investment in a Fund over a given period of time, expressed as an annual percentage rate. Yields are calculated according to a standard that is required for all stock and bond funds. Limited Term Tax-Exempt may quote a **TAX-EQUIVALENT YIELD**, which shows the taxable yield an investor would have to earn after taxes to equal the Fund's tax free yield. A **TAX-EQUIVALENT YIELD** is calculated by dividing a Fund's yield by the result of one minus a stated federal tax rate. Because yield calculations differ from other accounting methods, the quoted yield may not equal the income actually paid to shareholders. This difference may be significant for funds whose investments are denominated in foreign currencies. In calculating yield, the Funds may, from time to time, use a security's coupon rate instead of its yield to maturity in order to reflect the risk premium on that security. This practice will have the effect of reducing a Fund's yield. Fixed Income Funds, including Tax-Exempt Funds, may also quote distribution rate, which reflects the Fund's income

dividends to its shareholders, divided by the Fund's offering price for each day in a given period.

Other illustrations of performance may show moving averages over specified periods. For additional performance information, see the attached annual reports.

#### PORTFOLIO TRANSACTIONS

FMR uses various brokerage firms to carry out each Fund's equity security transactions. Fixed-income securities are generally traded in the over-the-counter market through broker-dealers. A broker-dealer is a securities firm or bank which makes a market for securities by offering to buy at one price and sell at a slightly higher price. The difference is known as a spread. Foreign securities are normally traded in foreign countries since the best available market for foreign securities is often on foreign markets. In transactions on foreign stock exchanges, except in Canada, brokers' commissions are generally fixed and are often higher than in the United States, where commissions are negotiated. Since FMR, directly or through affiliated sub-advisors, places a large number of transactions, including those of Fidelity's other funds, the Funds pay lower commissions than those paid by individual investors, and broker-dealers are willing to work with the Funds on a more favorable spread.

The Funds have authorized FMR to allocate transactions to some broker-dealers who help distribute the Fund's shares or the shares of Fidelity's other funds to the extent permitted by law, and on an agency basis, to Fidelity Brokerage Services, Inc. (FBSI) and Fidelity Brokerage Services Ltd. (FBSL), affiliates of FMR. FMR will make such allocations if commissions are comparable to those charged by non-affiliated qualified broker-dealers for similar services.

FMR may also allocate brokerage transactions to a Fund's custodian, acting as a broker-dealer, or other broker-dealers, so long as transaction quality and commission rates are comparable to those of other broker-dealers, where the broker-dealers will allocate a portion of the commissions paid toward payment of a Fund's expenses. These expenses currently include transfer agent and custodian fees.

Higher commissions may be paid to those firms that provide research, valuation and other services to the extent permitted by law. FMR also is authorized to allocate brokerage transactions to FBSI in order to secure from FBSI research services produced by third party, independent entities. FMR may use this research information in managing each Fund's assets, as well as assets of other clients.

When consistent with its investment objective, each fixed-income fund may engage in short-term trading. Also, a security may be sold and another of comparable quality simultaneously purchased to take advantage of what FMR believes to be a temporary disparity in the normal yield relationship of the two securities.

The frequency of portfolio transactions - the turnover rate - will vary from year to year depending on market conditions. Each Fund's turnover rate for the most recent fiscal year ended was: 120% (Equity Portfolio Income); 160% (Equity Portfolio Growth); 59% (Limited Term Bond); and 46% (Limited Term Tax-Exempt). Because a high turnover rate increases transaction costs and may increase taxable capital gains, FMR carefully weighs the anticipated benefits of short-term investing against these consequences.

#### THE TRUSTS AND THE FIDELITY ORGANIZATION

Each Trust is an open-end diversified management investment company. Each Trust was established by a separate Declaration of Trust as Massachusetts business trusts on each date as follows: June 24, 1983, (Fidelity Advisor Series I); May 17, 1982, (Fidelity Advisor Series III); May 6, 1983, (Fidelity Advisor Series IV); and June 1, 1983, Fidelity Advisor Series VI. Each Trust has its own Board of Trustees that supervises Fund activities and reviews the Fund's contractual arrangements with companies that provide the Funds with services. As Massachusetts business trusts, the Funds are not required to hold annual shareholder meetings, although special meetings may be called for a class of shares, a Fund or a Trust as a whole for purposes such as electing or removing Trustees, changing fundamental investment policies or limitations, or approving a management contract or plan of distribution. Shareholders receive one vote for each share and fractional votes for fractional shares of the Fund. For shareholders of Equity Portfolio Income, the number of votes a shareholder is entitled to is based upon the dollar value of the investment. Separate votes are taken by each class of shares, or each Fund if a matter affects just that class of shares or Fund, respectively. There is a remote possibility that one Fund might become liable for any misstatement in the Prospectus about another Fund. Each class of shares is offered by a separate prospectus.

Each Fund is sold to both institutional and retail investors. This prospectus offers fund shares to institutional investors (Institutional class shares). Investment professionals do not receive any compensation for selling or providing shareholder support services to institutional investors. There are two classes of shares offered to retail investors: Class A shares and Class B shares. Each class of shares has its own prospectus.

CLASS A. Equity Portfolio Income, Equity Portfolio Growth, Limited Term Bond and Limited Term Tax-Exempt each offer a class of shares which carries a maximum 4.75% sales charge and is sold to retail investors who engage an investment professional for investment advice ("Class A" shares). The initial and subsequent investment minimums for Class A shares are \$2,500 and \$250, respectively. The minimum account balance for Class A investors is \$1,000. Reduced sales charges are applicable to purchases of \$50,000 or more of Class A shares of one Fund or in combination with purchases of shares of certain other Fidelity Advisor Funds. Class A investors also may qualify for a reduction in sales charge under the Rights of Accumulation or Letter of Intent programs. Sales charges are waived for certain groups of investors. In addition, Class A investors may participate in various investment programs.

Class A shares of each Fund may be exchanged for Class A shares of other Fidelity Advisor Funds. Transfer agent and shareholder services for Class A shares of Equity Portfolio Income, Equity Portfolio Growth, and Limited Term Bond are performed by State Street Bank and Trust Company and through a sub-contractual arrangement with United Missouri Bank for Class A shares of Limited Term Tax-Exempt. For the fiscal year ended November 30, 1993, total operating expenses for the Class A shares of Equity Portfolio Income, Equity Portfolio Growth, Limited Term Bond, and Limited Term Tax-Exempt were 1.77%, 1.84%, 1.23%, and .90%, respectively, of average net assets. If FMR had not reimbursed Limited Term Tax-Exempt, total operating expenses would have been 1.36%. A portion of the brokerage commissions that Equity Portfolio Income and Equity Portfolio Growth paid was used to reduce each Fund's expenses. Without this reduction, total Fund operating expenses would have been .80% and .95% for Equity Portfolio Income and Equity Portfolio Growth, respectively.

Under their Distribution and Service Plans, the Class A shares of Equity Portfolio Income and Equity Portfolio Growth each pay .65% (the Board can approve a maximum rate of .75%); Limited Term Bond and Limited Term Tax-Exempt each pay .25% (the Board can approve a maximum rate of .40%). All or a portion of the distribution fee is paid to investment professionals that provide shareholder support services or sell retail Class A shares.

CLASS B. Equity Portfolio Income, Limited Term Bond, and Limited Term Tax-Exempt each offer a class of shares which has a contingent deferred sales charge and is sold to retail investors who engage an investment professional for investment advice ("Class B" shares). Class B shares are subject to a .75% annual distribution fee, a .25% annual service fee and a contingent deferred sales charge upon redemption within six years of purchase, which decreases from a maximum of 4% to 0%. At the end of the six year periods, Class B shares automatically convert to Class A shares. The initial and subsequent investment minimums for Class B are identical to those for Class A.

Class B shares may be exchanged only for Class B shares of certain other Fidelity Advisor Funds, as well as for Class B shares of Daily Money Fund: U.S. Treasury Portfolio. Transfer agent and shareholder services for Class B shares of Equity Portfolio Income and Limited Term Bond are performed by FIIOC and through a sub-contractual arrangement with United Missouri Bank for Class B shares of Limited Term Tax-Exempt. For the current fiscal year, total operating expenses, as a percentage of average net assets, for Class B shares are estimated to be as follows: \_\_\_% for Equity Portfolio Income; \_\_\_% for Limited Term Bond and \_\_\_% for Limited Term Tax-Exempt.

Class B shares of a Fund will generally have a lower yield and total return than Class A shares of the same Fund, due to higher expenses in general. Investment professionals may receive different levels of compensation with respect to one particular class of shares over another class of shares in the Funds.

Fidelity Investments is one of the largest investment management organizations in the U.S. and has its principal business address at 82 Devonshire Street, Boston, MA 02109. It includes a number of different companies that provide a variety of financial services and products. The Trusts employ various Fidelity companies to perform certain activities required to operate the Funds.

Fidelity Management & Research Company is the original Fidelity company founded in 1946. It provides a number of mutual funds and other clients with investment research and portfolio management services. It maintains a large staff of experienced investment personnel and a full complement of related support facilities. As of December 31, 1993, FMR advised funds having approximately 15 million shareholder accounts with a total value of more than \$225 billion. Fidelity Distributors Corp. distributes shares for the Fidelity funds.

FMR Corp. is the parent company for the Fidelity companies. Through ownership of voting common stock, Edward C. Johnson 3d (President and a Trustee of each Trust), Johnson family members, and various trusts for the benefit of Johnson family form a controlling group with respect to FMR Corp.

Bettina E. Doulton has been manager of, Advisor Equity Portfolio Income since August 1993, and VIP Equity-Income since July 1993. Previously, she managed select Automotive Portfolio and assisted on Fidelity Equity-Income Portfolio and on Magellan (Registered trademark). Ms. Doulton also served as an analyst following the domestic and European automotive and tire manufacturing industry as well as the gaming and lodging industry. Ms.

Doulton joined Fidelity in 1985.

Michael S. Gray is vice president and manager of Advisor Limited Term Bond, which he has managed since August 1987. Mr. Gray also manages Fidelity Investment Grade Bond, Spartan Investment Grade Bond, and Intermediate Bond. Mr. Gray joined Fidelity in 1982.

John (Jack) F. Haley Jr. is vice president and manager of Advisor Limited Term Tax-Exempt, which he has managed since 1985. Mr. Haley also manages California Tax-Free Insured, California Tax-Free High Yield, and Spartan California Municipal High Yield. Mr. Haley joined Fidelity in 1981. Robert E. Stansky is vice president and manager of Advisor Equity Portfolio Growth, which he has managed since April 1987. Mr. Stansky also manages Growth Company. Previously, he managed Emerging Growth and Select Defense and Aerospace. Mr. Stansky joined Fidelity in 1983.

#### APPENDIX

The following paragraphs provide a brief description of securities in

which the Funds may invest and transactions they may make. Consistent with its investment objective and policies, each Fund may invest in or engage in one or more of the following securities transactions. However, the Funds are not limited by this discussion and may purchase or engage in one or more of the following securities or transactions if they are consistent with a Fund's investment objective and policies.

**DELAYED-DELIVERY TRANSACTIONS.** Securities may be bought and sold on a when-issued or delayed-delivery basis, with payment and delivery taking place at a future date. The market value of securities purchased in this way may change before the delivery date which could increase fluctuations in a Fund's share price and yield. Ordinarily, a Fund will not earn interest on securities purchased until they are delivered.

**FOREIGN INVESTMENTS** involve additional risks. Foreign securities and securities denominated in or indexed to foreign currencies may be affected by the strength of foreign currencies relative to the U.S. dollar, or by political or economic developments in foreign countries. Foreign companies may not be subject to accounting standards or governmental supervision comparable to U.S. companies, and there may be less public information about their operations. In addition, foreign markets may be less liquid or more volatile than U.S. markets, and may offer less protection to investors such as a Fund. These risks are typically greater for investments in less developed countries whose governments and financial markets may be more susceptible to adverse political and economic developments. FMR considers these factors in making investments for a Fund.

A Fund may enter into currency exchange contracts (agreements to exchange one currency for another at a future date) to manage currency risks and to facilitate transactions in foreign securities. Although currency forward contracts can be used to protect the Fund from adverse exchange rate changes, they involve a risk of loss if FMR fails to predict foreign currency values correctly.

**ILLIQUID INVESTMENTS.** Under the supervision of the Board of Trustees, FMR determines the liquidity of each Fund's investments. The absence of a trading market can make it difficult to ascertain a market value for illiquid investments. Disposing of illiquid investments may involve time-consuming negotiation and legal expenses, and it may be difficult or impossible for a Fund to sell them promptly at an acceptable price.

**INDEXED SECURITIES** values are linked to currencies, interest rates, commodities, indices, or other financial indicators. Most indexed securities are short to intermediate term fixed-income securities whose values at maturity or interest rates rise or fall according to the change in one or more specified underlying instruments. Indexed securities may be positively or negatively indexed (i.e., their value may increase or decrease if the underlying instrument appreciates), and may have return characteristics similar to direct investments in the underlying instrument or to one or more options on the underlying instrument. Indexed securities may be more volatile than the underlying instrument itself.

**INTERFUND BORROWING PROGRAM.** Interfund loans and borrowings normally will extend overnight, but can have a maximum duration of seven days. A Fund will lend through the program only when the returns are higher than those available at the same time from other short-term instruments (such as repurchase agreements), and will borrow through the program only when the costs are equal to or lower than the cost of bank loans. Each Fund will not lend more than 5% (Equity Funds) or 7.5% (Fixed-Income Funds) of its assets to other funds, and will not borrow through the program if, after doing so, total outstanding borrowings would exceed 15% of total assets. Loans may be called on one day's notice, and a Fund may have to borrow from a bank at a higher interest rate if an interfund loan is called or not renewed. Any delay in repayment to a lending fund could result in a lost investment opportunity or additional borrowing costs.

**LOANS AND OTHER DIRECT DEBT INSTRUMENTS** are interests in amounts owed by a corporate, governmental or other borrower to another party. They may represent amounts owed to lenders or lending syndicates (loans and loan participations), to suppliers of goods or services (trade claims or other receivables), or to other parties. Direct debt instruments involve the risk of loss in case of default or insolvency of the borrower and may offer less legal protection to the Fund in the event of fraud or misrepresentation. In addition, loan participations involve a risk of insolvency of the lending bank or other financial intermediary. Direct debt instruments may also include standby financing commitments that obligate the Fund to supply additional cash to the borrower on demand.

LOWER-QUALITY DEBT SECURITIES (those rated Ba or lower by Moody's or BB or lower by S&P) have poor protection against default in the payment of principal and interest, or may be in default. These securities are often considered to be speculative and involve greater risk of loss or price changes due to changes in the issuer's capacity to pay. The market prices of lower-rated debt securities may fluctuate more than those of higher-rated debt securities, and may decline significantly in periods of general economic difficulty, which may follow periods of rising interest rates. See "Debt Obligations" on page .

MORTGAGE-BACKED SECURITIES are issued by government entities and non-government entities such as banks, mortgage lenders, or other financial institutions.

A mortgage-backed security may be an obligation of the issuer backed by a mortgage or pool of mortgages or a direct interest in an underlying pool of mortgages. Some mortgage-backed securities, such as collateralized mortgage obligations or CMOs, make payments of both principal and interest at a variety of intervals; others make semiannual interest payments at a predetermined rate and repay principal at maturity (like a typical bond). Mortgage-backed securities are based on different types of mortgages including those on commercial real estate or residential properties. Other types of mortgage-backed securities will likely be developed in the future, and each Fund may invest in them if FMR determines they are consistent with a Fund's investment objective and policies.

The value of mortgage-backed securities may change due to shifts in the market's perception of issuers. In addition, regulatory or tax changes may adversely affect the mortgage securities market as a whole. Non-government mortgage-backed securities may offer higher yields than those issued by government entities, but also may be subject to greater price changes than government issues. Mortgage-backed securities are subject to prepayment risk. Prepayment, which occurs when unscheduled or early payments are made on the underlying mortgages, may shorten the effective maturities of these securities and may lower their total returns.

STRIPPED MORTGAGE-BACKED SECURITIES are created when a U.S. government agency or a financial institution separates the interest and principal components of a mortgage-backed security and sells them as individual securities. The holder of the "principal-only" security (PO) receives the principal payments made by the underlying mortgage-backed security, while the holder of the "interest-only" security (IO) receives interest payments from the same underlying security. The prices of stripped mortgage-backed securities may be particularly affected by changes in interest rates. As interest rates fall, prepayment rates tend to increase, which tends to reduce prices of IOs and increase prices of POs. Rising interest rates can have the opposite effect.

ASSET-BACKED SECURITIES represent interests in pools of consumer loans (generally unrelated to mortgage loans) and most often are structured as pass-through securities. Interest and principal payments ultimately depend on payment of the underlying loans by individuals, although the securities may be supported by letters of credit or other credit enhancements. The value of asset-backed securities may also depend on the creditworthiness of the servicing agent for the loan pool, the originator of the loans, or the financial institution providing the credit enhancement.

A Fund may purchase units of beneficial interest in pools of purchase contracts, financing leases, and sales agreements entered into by municipalities. These municipal obligations may be created when a municipality enters into an installment purchase contract or lease with a vendor and may be secured by the assets purchased or leased by the municipality. However, except in very limited circumstances, there will be no recourse against the vendor if the municipality stops making payments. The market for tax-exempt asset-backed securities is still relatively new. These obligations are likely to involve unscheduled prepayments of principal.

OPTIONS AND FUTURES CONTRACTS are bought and sold to manage a Fund's exposure to changing interest rates, security prices, and currency exchange rates. Some options and futures strategies, including selling futures, buying puts, and writing calls, tend to hedge a Fund's investment against price fluctuations. Other strategies, including buying futures, writing puts, and buying calls, tend to increase market exposure. Options and futures may be combined with each other or with forward contracts in order to adjust the risk and return characteristics of the overall strategy. A Fund may invest in options and futures based on any type of security, index, or currency, including options and futures traded on foreign exchanges and options not traded on exchanges.

Options and futures can be volatile investments, and involve certain risks. If FMR applies a hedge at an inappropriate time or judges market conditions incorrectly, options and futures strategies may lower a Fund's return. A Fund could also experience losses if the prices of its options and futures positions were poorly correlated with its other investments, or if it could not close out its positions because of an illiquid secondary market.

Each Fund will not hedge more than 25% of its total assets by selling futures, buying puts, and writing calls under normal conditions. In addition each Fund will not buy futures or write puts whose underlying value exceeds 25% of its total assets, and will not buy calls with a value exceeding 5% of its total assets. Each Fund's policies regarding futures contracts and options are non-fundamental and can be changed at any

ti me without shareholder approval.

REPURCHASE AGREEMENTS AND SECURITIES LOANS. In a repurchase agreement, a Fund buys a security at one price and simultaneously agrees to sell it back at a higher price. A Fund may also make securities loans to broker-dealers and institutional investors, including FBSI. In the event of the bankruptcy of the other party to either a repurchase agreement or a securities loan, a Fund could experience delays in recovering its cash or the securities it lent. To the extent that, in the meantime, the value of the securities purchased had decreased or the value of the securities lent had increased, a Fund could experience a loss. In all cases, FMR must find the creditworthiness of the other party to the transaction satisfactory.

RESTRICTED SECURITIES are securities which cannot be sold to the public without registration under the Securities Act of 1933. Unless registered for sale, these securities can only be sold in privately negotiated transactions or pursuant to an exemption from registration.

SHORT SALES. If a Fund enters into short sales with respect to stocks underlying its convertible security holdings, these transactions may help to hedge against the effect of stock price declines, but may result in losses if a convertible security's price does not track the price of its underlying equity. Under normal conditions, convertible securities hedged with short sales are not currently expected to exceed 15% of a Fund's total assets.

SOVEREIGN DEBT OBLIGATION are debt instruments issued or guaranteed by foreign governments or their agencies, including debt of Latin American nations or other developing countries. Sovereign debt may be in the form of conventional securities or other types of debt instruments such as loans or loan participations. Sovereign debt of developing countries may involve a high degree of risk, and may be in default or present the risk of default. Governmental entities responsible for repayment of the debt may be unable or unwilling to repay principal and interest when due, and may require renegotiation or rescheduling of debt payments. In addition, prospects for repayment of principal and interest may depend on political as well as economic factors.

SWAP AGREEMENTS. As one way of managing its exposure to different types of investments, a Fund may enter into interest rate swaps, currency swaps, and other types of swap agreements such as caps, collars, and floors. In a typical interest rate swap, one party agrees to make regular payments equal to a floating interest rate times a "notional principal amount," in return for payments equal to a fixed rate times the same amount, for a specified period of time. If a swap agreement provides for payments in different currencies, the parties might agree to exchange the notional principal amount as well. Swaps may also depend on other prices or rates, such as the value of an index or mortgage prepayment rates.

In a typical cap or floor agreement, one party agrees to make payments only under specified circumstances, usually in return for payment of a fee by the other party. For example, the buyer of an interest rate cap obtains the right to receive payments to the extent that a specified interest rate exceeds an agreed-upon level, while the seller of an interest rate floor is obligated to make payments to the extent that a specified interest rate falls below an agreed-upon level. An interest rate collar combines elements of buying a cap and selling a floor.

Swap agreements will tend to shift a Fund's investment exposure from one type of investment to another. For example, if a Fund agreed to exchange payments in dollars for payments in foreign currency, the swap agreement would tend to decrease the Fund's exposure to U.S. interest rates and increase its exposure to foreign currency and interest rates. Caps and floors have an effect similar to buying or writing options. Depending on how they are used, swap agreements may increase or decrease the overall volatility of a Fund's investments and its share price and yield.

Swap agreements are sophisticated hedging instruments that typically involve a small investment of cash relative to the magnitude of risks assumed. As a result, swaps can be highly volatile and may have a considerable impact on a Fund's performance. Swap agreements are subject to risks related to the counterparty's ability to perform, and may decline in value if the counterparty's creditworthiness deteriorates. A Fund may also suffer losses if it is unable to terminate outstanding swap agreements or reduce its exposure through offsetting transactions.

VARIABLE OR FLOATING RATE OBLIGATIONS, including certain participation interests in municipal obligations, have interest rate adjustment formulas that help to stabilize their market values. Many variable and floating rate instruments also carry demand features that permit the fund to sell them at par value plus accrued interest on short notice.

ZERO COUPON BONDS do not make interest payments; instead, they are sold at a deep discount from their face value and are redeemed at face value when they mature. Because zero coupon bonds do not pay current income, their prices can be very volatile when interest rates change. In calculating its daily dividend, a Fund takes into account as income a portion of the difference between a zero coupon bond's purchase price and its face value. A broker-dealer creates a derivative zero by separating the interest and principal components of a U.S. Treasury security and selling them as two individual securities. CATS (Certificates of Accrual on Treasury Securities), TIGRs (Treasury Investment Growth Receipts), and TRs (Treasury Receipts) are examples of derivative zeros.

The Federal Reserve Bank creates STRIPS (Separate Trading of Registered Interest and Principal of Securities) by separating the interest and

principal components of an outstanding U.S. Treasury bond and selling them as individual securities. Bonds issued by the Resolution Funding Corporation (REFCORP) and the Financing Corporation (FICO) can also be separated in this fashion. Original issue zeros are zero coupon securities originally issued by the U.S. government or a government agency.

DEBT OBLIGATIONS. The table below provides a summary of ratings assigned to debt holdings (not including money market instruments) of Funds which have the ability to invest over 5% in lower-rated debt securities. These figures are dollar-weighted averages of month-end portfolio holdings during the thirteen months ended November 30, 1993, presented as a percentage of total investments. These percentages are historical and are not necessarily indicative of the quality of current or future portfolio holdings, which may vary.

MOODY'S RATING	MOODY'S EQUITY PORTFOLIO INCOME	PERCENTAGE OF INVESTMENT EQUITY PORTFOLIO GROWTH	DESCRIPTION INVESTMENT GRADE
Aaa/Aa/A	1.02%	--	Highest quality/high quality/upper medium grade
Baa	0.77%	--	Medium grade  LOWER QUALITY
Ba	1.25%	--	Moderately speculative
B	1.29%	0.07%	Speculative
Caa	0.06%	--	Highly speculative
Ca/C	--	--	Poor quality/lowest quality, no interest

S&P RATING	S&P EQUITY PORTFOLIO INCOME	PERCENTAGE OF INVESTMENT EQUITY PORTFOLIO GROWTH	DESCRIPTION INVESTMENT GRADE
AAA/AA/A	1.03%	--	Highest quality/high quality/upper medium grade
BBB	0.84%	--	Medium grade  LOWER QUALITY
BB	0.98%	--	Moderately speculative
B	1.35%	0.07%	Speculative
CCC	0.15%	--	Highly speculative
CC/C	--	--	Poor quality/lowest quality, no interest
D	0.03%	--	In default, in arrears

The dollar-weighted average of debt securities not rated by either Moody's or S&P amounted to .57% (Equity Portfolio Income) and 0% (Equity Portfolio Growth) of total investments. This may include securities rated by other nationally recognized rating organizations, as well as unrated securities. Unrated securities are not necessarily lower-quality securities. Please refer to the Statement of Additional information for a more complete discussion of these ratings.

THE FOLLOWING DESCRIBES MUNICIPAL INSTRUMENTS:

MUNICIPAL SECURITIES include GENERAL OBLIGATION SECURITIES, which are backed by the full taxing power of a municipality, and revenue securities, which are backed by the revenues of a specific tax, project, or facility. INDUSTRIAL REVENUE BONDS are a type of revenue bond backed by the credit and security of a private issuer and may involve greater risk. PRIVATE ACTIVITY MUNICIPAL SECURITIES, which may be subject to the federal alternative minimum tax, include securities issued to finance housing projects, student loans, and privately-owned solid waste disposal and water and sewage treatment facilities.

TAX AND REVENUE ANTICIPATION NOTES are issued by municipalities in expectation of future tax or other revenues, and are payable from those specific taxes or revenues. BOND ANTICIPATION NOTES normally provide interim financing in advance of an issue of bonds or notes, the proceeds of which are used to repay the anticipation notes. TAX-EXEMPT COMMERCIAL PAPER is issued by municipalities to help finance short-term capital or operating needs.

MUNICIPAL LEASE OBLIGATIONS are issued by a state or local government or authority to acquire land and a wide variety of equipment and facilities. These obligations typically are not fully backed by the municipality's credit, and their interest may become taxable if the lease is assigned. If

funds are not appropriated for the following year's lease payments, the lease may terminate, with the possibility of significant loss to the Fund. CERTIFICATES OF PARTICIPATION in municipal lease obligations or installment sales contracts entitle the holder to a proportionate interest in the lease-purchase payments made.

RESOURCE RECOVERY BONDS are a type of revenue bond issued to build facilities such as solid waste incinerators or waste-to-energy plants. Typically, a private corporation will be involved, at least during the construction phase, and the revenue stream will be secured by fees or rents paid by municipalities for use of the facilities. The viability of a resource recovery project, environmental protection regulations, and project operator tax incentives may affect the value and credit quality of resource recovery bonds.

A DEMAND FEATURE is a put that entitles the security holder to repayment of the principal amount of the underlying security, upon notice, at any time or at specified intervals. A standby commitment is a put that entitles the security holder to same-day settlement at amortized cost plus accrued interest.

Issuers or financial intermediaries who provide demand features or standby commitments often support their ability to buy securities on demand by obtaining letters of credit (LOCs) or other guarantees from domestic or foreign banks. LOCs also may be used as credit supports for other types of municipal instruments. FMR may rely upon its evaluation of a bank's credit in determining whether to purchase an instrument supported by an LOC. In evaluating a foreign bank's credit, FMR will consider whether adequate public information about the bank is available and whether the bank may be subject to unfavorable political or economic developments, currency controls, or other governmental restrictions that might affect the bank's ability to honor its credit commitment.

INVERSE FLOATERS are instruments whose interest rates bear an inverse relationship to the interest rate on another security or the value of an index. Changes in the interest rate on the other security or index inversely affect the residual interest rate paid on the inverse floater, with the result that the inverse floater's price will be considerably more volatile than that of a fixed-rate bond. For example, a municipal issuer may decide to issue two variable rate instruments instead of a single long-term, fixed-rate bond. The interest rate on one instrument reflects short-term interest rates, while the interest rate on the other instrument (the inverse floater) reflects the approximate rate the issuer would have paid on a fixed-rate bond, multiplied by two, minus the interest rate paid on the short-term instrument. Depending on market availability, the two portions may be recombined to form a fixed-rate municipal bond. The market for inverse floaters is relatively new.

REFUNDING CONTRACTS. A Fund may purchase securities on a when-issued basis in connection with the refinancing of an issuer's outstanding indebtedness. Refunding contracts require the issuer to sell and the Fund to buy refunded municipal obligations at a stated price and yield on a settlement date that may be several months or several years in the future.

#### FINANCIAL STATEMENTS

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS A  
FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND - CLASS B  
FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND

A FUND OF FIDELITY ADVISOR SERIES VI

#### STATEMENT OF ADDITIONAL INFORMATION

JUNE 30, 1994

This Statement of Additional Information is not a prospectus but should be read in conjunction with the current Fidelity Advisor Limited Term Tax-Exempt Fund (the "Fund") Prospectuses (dated June 30, 1994). The Fund offers its shares to two groups of investors: institutional investors are offered institutional shares and retail investors are offered Class A and Class B shares. Please retain this document for future reference. The Annual Report for Fidelity Advisor Institutional Limited Term Tax-Exempt Fund (Institutional Class) for the fiscal year ended November 30, 1993 is incorporated into the class's Prospectus. The Annual Report for Fidelity Advisor Limited Term Tax-Exempt Fund (Retail Class) for the fiscal year ended November 30, 1993 is a separate report supplied with the Statement of Additional Information and is incorporated herein by reference. Additional copies of either Prospectus or the Statement of Additional Information are available without charge upon request from Fidelity Distributors Corporation, 82 Devonshire Street, Boston, MA 02109, or from your investment professional.

NATIONWIDE 800-522-7297

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INVESTMENT ADVISER

Fidelity Management & Research Company (FMR)

DISTRIBUTOR

Fidelity Distributors Corporation (Distributors)

TRANSFER AGENT

United Missouri Bank, N.A.

SUB-TRANSFER AGENT FOR FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM

TAX-EXEMPT FUND AND CLASS B

Fidelity Investments Institutional Operations Company (FIIOC)

SUB-TRANSFER AGENT FOR FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND -

CLASS A

State Street Bank and Trust Company (State Street)

CUSTODIAN

United Missouri Bank, N.A.

TEP-S AI-0594

INVESTMENT POLICIES AND LIMITATIONS

The following policies and limitations supplement those set forth in the Prospectus. Unless otherwise noted, whenever an investment policy or limitation states a maximum percentage of the Fund's assets that may be invested in any security or other asset, or sets forth a policy regarding quality standards, such standard or percentage limitation shall be determined immediately after and as a result of the Fund's acquisition of such security or other asset. Accordingly, any subsequent change in values, net assets or other circumstances will not be considered when determining whether the investment complies with the Fund's investment policies and limitations.

The Fund's fundamental investment policies and limitations cannot be changed without approval by a "majority of the outstanding voting securities" (as defined in the Investment Company Act of 1940) of the Fund. THE FOLLOWING ARE THE FUND'S FUNDAMENTAL INVESTMENT LIMITATIONS AND POLICIES SET FORTH IN THEIR ENTIRETY. THE FUND MAY NOT:

- (1) purchase the securities of any issuer (except the United States government, its agencies or instrumentalities or securities which are backed by the full faith and credit of the United States) if, as a result, (a) more than 5% of its total assets would be invested in the securities of such issuer; provided, however, that up to 25% of its total assets may be invested without regard to such 5% limitation (as used in this Prospectus, the entity which has the ultimate responsibility for the payment of interest and principal on a particular security will be treated as its issuer); and (b) the Fund would hold more than 10% of the voting securities of such issuer;
- (2) make short sales of securities; provided, however, that the Fund may purchase or sell futures contracts;
- (3) purchase any securities on margin, except for such short-term credits as are necessary for the clearance of transactions, provided, however, that the Fund may make initial and variation margin payments in connection with purchases or sales of futures contracts or of options on futures contracts;
- (4) borrow money, except that the Fund may borrow money for temporary or emergency purposes (not for leveraging or investment) in an amount not exceeding 33 1/3% of the value of the Fund's total assets (including the amount borrowed) less liabilities (other than borrowings). Any borrowings that come to exceed 33 1/3% of the Fund's total assets by reason of a decline in net assets, will be (within 3 days) reduced to the extent necessary to comply with the 33 1/3% limitation (the Fund will not purchase securities for investment while borrowings equal to 5% or more of its total assets are outstanding);
- (5) underwrite any issue of securities, except to the extent that the purchase of municipal bonds in accordance with the Fund's investment objective, policies and limitations, either directly from the issuer, or from an underwriter for an issuer, may be deemed to be underwriting;
- (6) purchase the securities of any issuer (except the United States government, its agencies or instrumentalities or securities which are backed by the full faith and credit of the United States) if, as a result, more than 25% of the Fund's total assets would be invested in industrial development bonds whose issuers are in any one industry;
- (7) purchase or sell real estate, but this shall not prevent the Fund from investing in bonds or other obligations secured by real estate or interests

- therein;
- (8) make loans, except (a) by the purchase of a portion of an issue of debt securities in accordance with its investment objective, policies and limitations, and (b) by engaging in repurchase agreements;
  - (9) purchase the securities of other investment companies or investment trusts;
  - (10) purchase the securities of any issuer (except the United States government, its agencies or instrumentalities or securities which are backed by the full faith and credit of the United States) if, as a result, more than 5% of its total assets would be invested in securities, such as industrial development bonds, where payment of principal and interest are the responsibility of a company with less than three years' operating history;
  - (11) invest in oil, gas or other mineral exploration or development programs;
  - (12) purchase the securities of any issuer (except the United States government, its agencies or instrumentalities or securities which are backed by the full faith and credit of the United States) if, as a result, the Fund would hold the securities of any issuer other than the securities of the Fund where the Trustees and officers of the Trust, or of the Manager, together own beneficially more than 5% of such outstanding securities; or
  - (13) invest in companies for the purpose of exercising control or management.

Investment limitation (4) is construed in conformity with the Investment Company Act of 1940 (1940 Act) accordingly, "three days" means three days exclusive of Sundays and holidays.

THE FOLLOWING LIMITATIONS ARE NOT FUNDAMENTAL AND MAY BE CHANGED WITHOUT SHAREHOLDER APPROVAL.

- (i) The Fund does not currently intend to sell securities short.
- (ii) The Fund may borrow money only (a) from a bank or from a registered investment company or portfolio for which FMR or an affiliate serves as investment adviser or (b) by engaging in reverse repurchase agreements with any party (reverse repurchase agreements are treated as borrowings for purposes of fundamental investment limitation (4)). The Fund will not borrow from other funds advised by FMR or its affiliates if total outstanding borrowings immediately after such borrowing would exceed 15% of the Fund's total assets.
- (iii) The Fund does not currently intend to purchase any security if, as a result, more than 10% of its net assets would be invested in securities that are deemed to be illiquid because they are subject to legal or contractual restrictions on resale or because they cannot be sold or disposed of in the ordinary course of business at approximately the prices at which they are valued.
- (iv) The Fund does not currently intend to engage in repurchase agreements or make loans but this limitation does not apply to purchases of debt securities.

For the Fund's limitations on futures contracts and options, see the section entitled "Limitations on Futures and Options Transactions" beginning on page 5.

**AFFILIATED BANK TRANSACTIONS.** The Fund may engage in transactions with financial institutions that are, or may be considered to be, "affiliated persons" of the fund under the Investment Company Act of 1940. These transactions may include repurchase agreements with custodian banks; short-term obligations of, and repurchase agreements with, the 50 largest U.S. banks (measured by deposits); municipal securities; U.S. government securities with affiliated financial institutions that are primary dealers in these securities; short-term currency transactions; and short-term borrowings. In accordance with exemptive orders issued by the Securities and Exchange Commission, the Board of Trustees has established and periodically reviews procedures applicable to transactions involving affiliated financial institutions.

**DELAYED DELIVERY TRANSACTIONS.** The Fund may buy and sell securities on a delayed-delivery or when-issued basis. These transactions involve a commitment by the Fund to purchase or sell specific securities at a predetermined price or yield, with payment and delivery taking place after the customary settlement period for that type of security (and more than seven days in the future). Typically, no interest accrues to the purchaser until the security is delivered. The Fund may receive fees for entering into delayed-delivery transactions.

When purchasing securities on a delayed-delivery basis, the Fund assumes the rights and risks of ownership, including the risk of price and yield fluctuations. Because the Fund is not required to pay for securities until the delivery date, these risks are in addition to the risks associated with the Fund's other investments. If the Fund remains substantially fully invested at a time when delayed-delivery purchases are outstanding, the delayed-delivery purchases may result in a form of leverage. When delayed-delivery purchases are outstanding, the Fund will set aside appropriate liquid assets in a segregated custodial account to cover its purchase obligations. When the Fund has sold a security on a delayed-delivery basis, the Fund does not participate in further gains or losses with respect to the security. If the other party to a delayed-delivery transaction fails to deliver or pay for the securities, the Fund could miss a favorable price or yield opportunity, or could suffer

a loss.

The Fund may renegotiate delayed-delivery transactions after they are entered into, and may sell underlying securities before they are delivered, which may result in capital gains or losses.

**ILLIQUID INVESTMENTS.** Illiquid investments are investments that cannot be sold or disposed of in the ordinary course of business at approximately the prices at which they are valued. Under the supervision of the Board of Trustees, FMR determines the liquidity of the Fund's investments and, through reports from FMR, the Board monitors trading activity in illiquid instruments. In determining the liquidity of the Fund's investments, FMR may consider various factors including (1) the frequency of trades and quotations, (2) the number of dealers and prospective purchasers in the marketplace, (3) dealer undertakings to make a market, and (4) the nature of the security (including any demand or tender features) and (5) the nature of the marketplace for trades (including the ability to assign or offset the Fund's rights and obligations relating to the investment. Investments currently considered by the Fund to be illiquid include over-the-counter options. Also, FMR may determine some restricted securities and municipal lease obligations to be illiquid. However, with respect to over-the-counter options the Fund writes, all or a portion of the value of the underlying instrument may be illiquid depending on the assets held to cover the option and the nature and terms of any agreement the Fund may have to close out the option before expiration. In the absence of market quotations, illiquid investments are priced at fair value as determined in good faith by a committee appointed by the Board of Trustees. If through a change in values, net assets or other circumstances, the Fund were in a position where more than 10% of its net assets were invested in illiquid securities, it would seek to take appropriate steps to protect liquidity.

**MUNICIPAL LEASE OBLIGATIONS.** The Fund may invest a portion of its assets in municipal leases and participation interests therein. These obligations, which may take the form of a lease, an installment purchase, or a conditional sale contract, are issued by state and local governments and authorities to acquire land and a wide variety of equipment and facilities. Generally, the Fund will not hold such obligations directly as a lessor of the property, but will purchase a participation interest in a municipal obligation from a bank or other third party. A participation interest gives the Fund a specified, undivided interest in the obligation in proportion to its purchased interest in the total amount of the obligation.

Municipal leases frequently have risks distinct from those associated with general obligation or revenue bonds. State constitutions and statutes set forth requirements that states or municipalities must meet to incur debt. These may include voter referenda, interest rate limits, or public sale requirements. Leases, installment purchase, or conditional sale contracts (which normally provide for title to the leased asset to pass to the governmental issuer) have evolved as a means for governmental issuers to acquire property and equipment without meeting their constitutional and statutory requirements for the issuance of debt. Many leases and contracts include "non-appropriation clauses" providing that the governmental issuer has no obligation to make future payments under the lease or contract unless money is appropriated for such purpose by the appropriate legislative body on a yearly or other periodic basis. Non-appropriation clauses free the issuer from debt issuance limitations.

**REFUNDING CONTRACTS.** The Fund may purchase securities on a when-issued basis in connection with the refinancing of an issuer's outstanding indebtedness. Refunding contracts require the issuer to sell and the Fund to buy refunded municipal obligations at a stated price and yield on a settlement date that may be several years in the future. The Fund generally will not be obligated to pay the full purchase price if it fails to perform under a refunding contract. Instead, refunding contracts generally provide for payment of liquidated damages to the issuer (currently 15-20% of the purchase price). The Fund may secure its obligations under a refunding contract by depositing collateral or a letter of credit equal to the liquidated damages provisions of the refunding contract. When required by SEC guidelines, the Fund will place liquid assets in a segregated custodial account equal in amount to its obligations under refunding contracts.

**RESTRICTED SECURITIES.** Restricted securities generally can be sold in privately negotiated transactions, pursuant to an exemption from registration under the Securities Act of 1933, or in a registered public offering. Where registration is required, the Fund may be obligated to pay all or part of the registration expense and a considerable period may elapse between the time it decides to seek registration and the time the Fund may be permitted to sell a security under an effective registration statement. If, during such a period, adverse market conditions were to develop, the Fund might obtain a less favorable price than prevailed when it decided to seek registration of the security.

**TENDER OPTION BONDS** are created by coupling an intermediate or long-term tax-exempt bond (generally held pursuant to a custodial arrangement) with a tender agreement that gives the holder the option to tender the bond at its face value. As consideration for providing the tender option, the sponsor (usually a bank, broker-dealer, or other financial institution) receives periodic fees equal to the difference between the bond's fixed coupon rate and the rate (determined by a remarketing or similar agent) that would cause the bond, coupled with the tender option, to trade at par on the date

of such determination. After payment of the tender option fee, the fund effectively holds a demand obligation that bears interest at the prevailing short-term tax-exempt rate. In selecting tender option bonds for the fund, FMR will consider the creditworthiness of the issuer of the underlying bond, the custodian, and the third party provider of the tender option. In certain instances, a sponsor may terminate a tender option if, for example, the issuer of the underlying bond defaults on interest payments.

**STANDBY COMMITMENTS.** Standby commitments are puts that entitle holders to same-day settlement at an exercise price equal to the amortized cost of the underlying security plus accrued interest, if any, at the time of exercise. The Fund may acquire standby commitments to enhance the liquidity of portfolio securities.

Ordinarily the Fund may not transfer a standby commitment to a third party, although it could sell the underlying municipal security to a third party at any time. The Fund may purchase standby commitments separate from or in conjunction with the purchase of securities subject to such commitments. In the latter case, the Fund would pay a higher price for the securities acquired, thus reducing their yield to maturity.

Standby commitments are subject to certain risks, including the ability of issuers to pay for securities at the time the commitments are exercised; the fact that standby commitments are not marketable by the Fund; and the possibility that the maturities of the underlying securities may be different from those of the commitments.

**VARIABLE OR FLOATING RATE OBLIGATIONS,** including certain participation interests in municipal instruments, have interest rate adjustment formulas that help stabilize their market values. Many variable and floating rate instruments also carry demand features that permit the funds to sell them at par value plus accrued interest on short notice.

In many instances bonds and participation interests have tender options or demand features that permit the fund to tender (or put) the bonds to an institution at periodic intervals and to receive the principal amount thereof. The Fund considers variable rate instruments structured in this way (Participating VRDOs) to be essentially equivalent to other VRDOs it purchases. The IRS has not ruled whether the interest on Participating VRDOs is tax-exempt, and, accordingly, the fund intends to purchase these instruments based on opinions of bond counsel. The Fund may also invest in fixed-rate bonds that are subject to third party puts and in participation interests in such bonds held by a bank in trust or otherwise.

**FEDERALLY TAXABLE OBLIGATIONS.** The Fund does not intend to invest in securities whose interest is federally taxable; however, from time to time, the Fund may invest a portion of its assets on a temporary basis in fixed-income obligations whose interest is subject to federal income tax. For example, the Fund may invest in obligations whose interest is federally taxable pending the investment or reinvestment in municipal securities of proceeds from the sale of its shares or sales of portfolio securities. Should the Fund invest in taxable obligations, it would purchase securities which in FMR's judgment are of high quality. This would include obligations issued or guaranteed by the U.S. government, its agencies or instrumentalities; obligations of domestic banks; and repurchase agreements. The Fund's standards for high quality taxable obligations are essentially the same as those described by Moody's Investors Service, Inc. (Moody's) in rating corporate obligations within its two highest ratings of Prime-1 and Prime-2, and those described by Standard and Poor's Corporation (S&P) in rating corporate obligations within its two highest ratings of A-1 and A-2.

Proposals to restrict or eliminate the federal income tax exemption for interest on municipal obligations are introduced before Congress from time to time. Proposals also may be introduced before state legislatures that would affect the state tax treatment of the Funds' distributions. If such proposals were enacted, the availability of municipal obligations and the value of the Fund's holdings would be affected and the Trustees would reevaluate the Fund's investment objectives and policies.

The Fund anticipates being as fully invested as practicable in municipal securities; however, there may be occasions when as a result of maturities of portfolio securities, or sales of Fund shares, or in order to meet redemption requests, the Fund may hold cash that is not earning income. In addition, there may be occasions when, in order to raise cash to meet redemptions, the Fund may be required to sell securities at a loss.

**LIMITATIONS ON FUTURES AND OPTIONS TRANSACTIONS.** The Fund has filed a notice of eligibility for exclusion from the definition of the term "commodity pool operator" with the Commodity Futures Trading Commission (CFTC) and the National Futures Association, which regulate trading in the futures markets. The Fund intends to comply with Section 4.5 of the regulations under the Commodity Exchange Act, which limits the extent to which the Fund can commit assets to initial margin deposits and option premiums.

In addition, the Fund will not: (a) sell futures contracts, purchase put options, or write call options if, as a result, more than 25% of the Fund's total assets would be hedged with futures and options under normal conditions; (b) purchase futures contracts or write put options if, as a result, the Fund's total obligations upon settlement or exercise of purchased futures contracts and written put options would exceed 25% of its total assets; or (c) purchase call options if, as a result, the current value of option premiums for call options purchased by the Fund would

exceed 5% of the Fund's total assets. These limitations do not apply to options attached to or acquired or traded together with their underlying securities, and do not apply to securities that incorporate features similar to options.

The above limitations on the Fund's investments in futures contracts and options, and the Fund's policies regarding futures contracts and options discussed elsewhere in this Statement of Additional Information may be changed as regulatory agencies permit.

**FUTURES CONTRACTS.** When the Fund purchases a futures contract, it agrees to purchase a specified underlying instrument at a specified future date. When the Fund sells a futures contract, it agrees to sell the underlying instrument at a specified future date. The price at which the purchase and sale will take place is fixed when the Fund enters into the contract. Some currently available future contracts are based on specific securities such as U.S. Treasury bonds or notes, and some are based on indexes of securities prices, such as the Bond Buyer Index of municipal bonds. Futures can be held until their delivery dates, or can be closed out before then if a liquid secondary market is available.

The value of a futures contract tends to increase and decrease in tandem with the value of its underlying instrument. Therefore, purchasing futures contracts will tend to increase the Fund's exposure to positive and negative price fluctuations in the underlying instrument, much as if the Fund had purchased the underlying instrument directly. When the Fund sells a futures contract, by contrast, the value of its futures position will tend to move in a direction contrary to the market. Selling futures contracts, therefore, will tend to offset both positive and negative market price changes, much as if the underlying instrument had been sold.

**FUTURES MARGIN PAYMENTS.** The purchaser or seller of a futures contract is not required to deliver or pay for the underlying instrument unless the contract is held until the delivery date. However, both the purchaser and seller are required to deposit "initial margin" with a futures broker known as a futures commission merchant (FCM), when the contract is entered into. Initial margin deposits are typically equal to a percentage of the contract's value. If the value of either party's position declines, that party will be required to make additional "variation margin" payments to settle the change in value on a daily basis. The party that has a gain may be entitled to receive all or a portion of this amount. Initial and variation margin payments do not constitute purchasing securities on margin for purposes of the Fund's investment limitations. In the event of the bankruptcy of an FCM that holds margin on behalf of the Fund, the Fund may be entitled to return of margin owed to it only in proportion to the amount received by the FCM's other customers, potentially resulting in losses to the Fund.

**PURCHASING PUT AND CALL OPTIONS.** By purchasing a put option, a Fund obtains the right (but not the obligation) to sell the option's underlying instrument at a fixed strike price. In return for this right, the Fund pays the current market price for the option (known as the option premium). Options have various types of underlying instruments, including specific securities, indexes of securities prices, and futures contracts. The Fund may terminate its position in a put option it has purchased by allowing it to expire or by exercising the option. If the option is allowed to expire, the Fund will lose the entire premium it paid. If the Fund exercises the option, it completes the sale of the underlying instrument at the strike price. The Fund may also terminate a put option position by closing it out in the secondary market at its current price, if a liquid secondary market exists.

The buyer of a put option can expect to realize a gain if security prices fall substantially. However, if the underlying instrument's price does not fall enough to offset the cost of purchasing the option, a put buyer can expect to suffer a loss (limited to the amount of the premium paid, plus related transaction costs).

The features of call options are essentially the same as those of put options, except that the purchaser of a call option obtains the right to purchase, rather than sell, the underlying instrument at the option's strike price. A call buyer typically attempts to participate in potential price increases of the underlying instrument with risk limited to the cost of the option if security prices fall. At the same time, the buyer can expect to suffer a loss if security prices do not rise sufficiently to offset the cost of the option.

**WRITING PUT AND CALL OPTIONS.** When the Fund writes a put option, it takes the opposite side of the transaction from the option's purchaser. In return for receipt of the premium, the Fund assumes the obligation to pay the strike price for the option's underlying instrument if the other party to the option chooses to exercise it. When writing an option on a futures contract the Fund will be required to make margin payments to an FCM as described above for futures contracts. The Fund may seek to terminate its position in a put option it writes before exercise by closing out the option in the secondary market at its current price. If the secondary market is not liquid for a put option the Fund has written, however, the Fund must continue to be prepared to pay the strike price while the option is outstanding, regardless of price changes, and must continue to set aside assets to cover its position.

If security prices rise, a put writer would generally expect to profit, although its gain would be limited to the amount of the premium it received. If security prices remain the same over time, it is likely that

the writer will also profit, because it should be able to close out the option at a lower price. If security prices fall, the put writer would expect to suffer a loss. This loss should be less than the loss from purchasing the underlying instrument directly, however, because the premium received for writing the option should mitigate the effects of the decline. Writing a call option obligates the Fund to sell or deliver the option's underlying instrument, in return for the strike price, upon exercise of the option. The characteristics of writing call options are similar to those of writing put options, except that writing calls generally is a profitable strategy if prices remain the same or fall. Through receipt of the option premium, a call writer mitigates the effects of a price decline. At the same time, because a call writer must be prepared to deliver the underlying instrument in return for the strike price, even if its current value is greater, a call writer gives up some ability to participate in security price increases.

**COMBINED POSITIONS.** The Fund may purchase and write options in combination with each other or in combination with futures or forward contracts, to adjust the risk and return characteristics of the overall position. For example, the Fund may purchase a put option and write a call option on the same underlying instrument, in order to construct a combined position whose risk and return characteristics are similar to selling a futures contract. Another possible combined position would involve writing a call option at one strike price and buying a call option at a lower price, in order to reduce the risk of the written call option in the event of a substantial price increase. Because combined options positions involve multiple trades, they result in higher transaction costs and may be more difficult to open and close out.

**CORRELATION OF PRICE CHANGES.** Because there are a limited number of types of exchange-traded options and futures contracts, it is likely that the standardized futures contracts available will not match the Fund's current or anticipated investments exactly. The Fund may invest in options and futures contracts based on securities with different issuers, maturities, or other characteristics from the securities in which it typically invests, which involves a risk that the options or futures position will not track the performance of the Fund's other investments.

Options and futures prices can also diverge from the prices of their underlying instruments, even if the underlying instruments match the Fund's investments well. Options and futures prices are affected by such factors as current and anticipated short-term interest rates, changes in volatility of the underlying instrument, and the time remaining until expiration of the contract, which may not affect security prices the same way. Imperfect correlation may also result from differing levels of demand in the options and futures markets and the securities markets, from structural differences in how options and futures and securities are traded, or from imposition of daily price fluctuation limits or trading halts. The Fund may purchase or sell options and futures contracts with a greater or lesser value than the securities it wishes to hedge or intends to purchase in order to attempt to compensate for differences in historical volatility between the contract and the securities, although this may not be successful in all cases. If price changes in the Fund's options and futures positions are poorly correlated with its other investments, the positions may fail to produce anticipated gains or result in losses that are not offset by the gains in other investments.

**LIQUIDITY OF OPTIONS AND FUTURES CONTRACTS.** There is no assurance a liquid secondary market will exist for any particular option or futures contract at any particular time. Options may have relatively low trading volume and liquidity if their strike prices are not close to the underlying instrument's current price. In addition, exchanges may establish daily price fluctuation limits for futures contracts, and may halt trading if a contract's price moves upward or downward more than the limit in a given day. On volatile trading days when the price fluctuation limit is reached or a trading halt is imposed, it may be impossible for the Fund to enter into new positions or close out existing positions. If the secondary market for a futures contract is not liquid because of price fluctuation limits or otherwise, it could prevent prompt liquidation of unfavorable positions, and potentially could require the Fund to continue to hold a position until the delivery date regardless of changes in its value. As a result, the Fund's access to other assets held to cover its options or futures positions could also be impaired.

**OTC OPTIONS.** Unlike exchange-traded options, which are standardized with respect to underlying instrument, expiration date, contract size, and strike price, the terms of over-the-counter options (options not traded on exchanges) generally are established through negotiation with the other party to the option contract. While this type of arrangement allows the Fund greater flexibility to tailor an option to its needs, OTC options generally involve greater credit risk than exchange-traded options, which are guaranteed by the clearing organization of the exchanges where they are traded.

**ASSET COVERAGE FOR FUTURES AND OPTIONS POSITIONS.** The Fund will comply with guidelines established by the SEC with respect to coverage of options and futures strategies by mutual funds, and if the guidelines so require will set aside appropriate liquid assets in a segregated custodial account in the amount prescribed. Securities held in a segregated account cannot be sold while the futures or option strategy is outstanding unless they are replaced with other suitable assets. As a result, there is a possibility

that segregation of a large percentage of the Fund's assets could impede portfolio management or the Fund's ability to meet redemption requests or other current obligations.

#### PORTFOLIO TRANSACTIONS

All orders for the purchase or sale of portfolio securities are placed on behalf of the Fund by FMR pursuant to authority contained in the Management Contract. FMR also is responsible for the placement of transaction orders for other investment companies and accounts for which it or its affiliates act as investment adviser. In selecting broker-dealers, subject to applicable limitations of the federal securities laws, FMR will consider various relevant factors, including, but not limited to, the size and type of the transaction; the nature and character of the markets for the security to be purchased or sold; the execution efficiency, settlement capability, and financial condition of the broker-dealer firm; the broker-dealer's execution services rendered on a continuing basis; and the reasonableness of any commissions.

The Fund may execute portfolio transactions with broker-dealers who provide research and execution services to the Fund or other accounts over which FMR or its affiliates exercise investment discretion. Such services may include advice concerning the value of securities; the advisability of investing in, purchasing or selling securities; the availability of securities or the purchasers or sellers of securities; furnishing analyses and reports concerning issuers, industries, securities, economic factors and trends, portfolio strategy and performance of accounts; and effecting securities transactions and performing functions incidental thereto (such as clearance and settlement). The selection of such broker-dealers generally is made by FMR (to the extent possible consistent with execution considerations) based upon the quality of research and execution services provided.

The receipt of research from broker-dealers that execute transactions on behalf of the Fund may be useful to FMR in rendering investment management services to the Fund or its other clients, and conversely, such research provided by broker-dealers who have executed transaction orders on behalf of other FMR clients may be useful to FMR in carrying out its obligations to the Fund. The receipt of such research has not reduced FMR's normal independent research activities; however, it enables FMR to avoid the additional expenses that could be incurred if FMR attempted to develop comparable information through its own efforts.

Subject to applicable limitations of the federal securities laws, broker-dealers may receive commissions for agency transactions that are in excess of the amount of the commissions charged by other broker-dealers in recognition of their research and execution services. In order to cause the Fund to pay such higher commissions, FMR must determine in good faith that such commissions are reasonable in relation to the value of the brokerage and research services provided by such executing broker-dealers viewed in terms of a particular transaction or FMR's overall responsibilities to the Fund and its other clients. In reaching this determination, FMR will not attempt to place a specific dollar value on the brokerage and research services provided or to determine what portion of the compensation should be related to those services.

FMR is authorized to use research services provided by and to place portfolio transactions with brokerage firms that have provided assistance in the distribution of shares of the Fund or shares of other Fidelity funds, to the extent permitted by law. FMR may use research services provided by and place agency transactions with Fidelity Brokerage Services, Inc. (FBSI), a subsidiary of FMR Corp., if the commissions are fair, reasonable, and comparable to commissions charged by non-affiliated, qualified brokerage firms for similar services. Section 11(a) of the Securities Exchange Act of 1934 prohibits members of national securities exchanges from executing exchange transactions for accounts which they or their affiliates manage, unless certain requirements are satisfied. Pursuant to such regulations, the Board of Trustees has authorized FBSI execute Portfolio transactions on national securities exchanges in accordance with approved procedures and applicable SEC rules.

The Trustees periodically review FMR's performance of its responsibilities in connection with the placement of portfolio transactions on behalf of the Fund and review the commissions paid by the Fund over representative periods of time to determine if they are reasonable in relation to the benefits to the Fund.

For the fiscal years ended 1993 and 1992, the Fund's annual portfolio turnover rate amounted to 46% and 36%, respectively.

From time to time the Trustees will review whether the recapture for the benefit of the Fund of some portion of the brokerage commissions or similar fees paid by the Fund on portfolio transactions is legally permissible and advisable. The Fund seeks to recapture soliciting broker-dealer fees on the tender of portfolio securities, but at present no other recapture arrangements are in effect. The Trustees intend to continue to review whether recapture opportunities are available and are legally permissible and, if so, to determine, in the exercise of their business judgment, whether it would be advisable for the Fund to seek such recapture.

Although the Trustees and officers of the Fund are substantially the same as those of other funds managed by FMR, investment decisions for the Fund are made independently from those of other funds managed by FMR or accounts managed by FMR affiliates. It sometimes happens that the same security is held in the portfolio of more than one of these funds or accounts.

Simultaneous transactions are inevitable when several funds or accounts are managed by the same investment adviser, particularly when the same security is suitable for the investment objective of more than one fund or accounts .

When two or more funds are engaged simultaneously in the purchase or sale of the same security, the prices and amounts are allocated in accordance with a formula considered by the officers of the funds involved to be equitable to each fund. In some cases this system could have a detrimental effect on the price or value of the security as far as the Fund is concerned. In other cases, however, the ability of the Fund to participate in volume transactions will produce better executions and prices for the Fund. It is the current opinion of the Trustees that the desirability of retaining FMR as investment adviser to the Fund outweighs any disadvantages that may be said to exist from exposure to simultaneous transactions.

VALUATION OF PORTFOLIO SECURITIES

Valuations of portfolio securities furnished by the pricing service employed by the Fund are based upon a computerized matrix system and/or appraisals by the pricing service, in each case in reliance upon information concerning market transactions and quotations from recognized municipal securities dealers. The methods used by the pricing service and the quality of valuations so established are reviewed by officers of the Fund and Fidelity Service Co. (Service) under the general supervision of the Trustees or officers acting on behalf of the Trustees. There are a number of pricing services available, and the Trustees, on the basis of on-going evaluation of these services, may use other pricing services or discontinue the use of any pricing service in whole or in part.

PERFORMANCE

Institutional shares, Class A and Class B shares may quote its performance in various ways. All performance information supplied in advertising is historical and is not intended to indicate future returns. Share price, yield, and total return fluctuate in response to market conditions and other factors, and the value of shares when redeemed may be more or less than their original cost.

TOTAL RETURN CALCULATIONS. Total returns quoted in advertising reflect all aspects of return, including the effect of reinvesting dividends and capital gain distributions, and any change in the net asset value per share (NAV) over the period. Average annual total returns are calculated by determining the growth or decline in value of a hypothetical historical investment over a stated period, and then calculating the annually compounded percentage rate that would have produced the same result if the rate of growth or decline in value had been constant over the period. For example, a cumulative return of 100% over ten years would produce an average annual total return of 7.18%, which is the steady annual return that would equal 100% growth on a compounded basis in ten years. While average annual total returns are a convenient means of comparing investment alternatives, investors should realize that performance is not constant over time, but changes from year to year, and that average annual returns represent averaged figures as opposed to actual year-to-year performance.

In addition to average annual total returns, unaveraged or cumulative total returns reflecting the simple change in value of an investment over a stated period may be quoted. Average annual and cumulative total returns may be quoted as a percentage or as a dollar amount, and may be calculated for a single investment, a series of investments, and/or a series of redemptions, over any time period. Total returns may be broken down into their components of income and capital (including capital gains and changes in share price) in order to illustrate the relationship of these factors and their contributions to total return. An example of this type of illustration is given on page 12. Total returns may be quoted with or without taking the maximum sales charge into account. Total returns may be quoted on a before-tax or after-tax basis. Excluding the sales charge from a total return calculation produces a higher total return figure. Total returns and other performance information may be quoted numerically or in a table, graph or similar illustration.

The following chart(s) show yield, distribution rate and total returns for the periods ended November 30, 1993.

FIDELITY ADVISOR INSTITUTIONAL LIMITED TERM TAX-EXEMPT FUND  
Average Annual Total Returns Cumulative Total Returns

<TABLE>								
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
30-Day Yield	One Year Distribution Rate	One Year	Five Year	Life of Fund*	One Year	Five Year	Life of Fund*	
4.21%	5.12%	8.01%	7.94%	8.13%	8.01%	46.53%	89.91%	

\* Life of Fund: September 19, 1985 (Commencement of Operations) to November 30, 1993.

FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND\*\* - CLASS A  
Average Annual Total Returns Cumulative Total Returns

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
30-Day Yield	One Year Distribution Rate	One Year	Five Year	Life of Fund*	One Year	Five Year	Life of Fund*
3.73%	4.63%	2.61%	6.83%	7.45%	7.72%	46.08%	89.33%

</TABLE>  
 FIDELITY ADVISOR LIMITED TERM TAX-EXEMPT FUND\*\*\* - CLASS B  
 Average Annual Total Returns                      Cumulative Total Returns

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
30-Day Yield	One Year Distribution Rate	One Year	Five Year	Life of Fund*	One Year	Five Year	Life of Fund*
3.73%	4.63%	4.24 %	7.79%	8.13%	8.01%	46.53%	89.91%

\* Life of Fund: September 19, 1985 (Commencement of Operations) to November 30, 1993.

\*\* Average annual total returns AND YIELD include the effect of the maximum sales charge. Effective September 15, 1992, the Fund commenced sale of Class A shares. This performance information reflects the 12b-1 fee and revised transfer agent fee arrangement for the period September 15, 1992-November 30, 1993 and, therefore, may not be representative of Class A's future performance. Cumulative total returns and the Distribution rate do not include the effect of front-end charges and would have been lower if it had been taken into account.

\*\*\* Average annual total returns include the effect of the maximum contingent deferred sales charge ("CDSC") applicable at the end of the stated period. Cumulative total returns do not include the effects of the CDSC and would have been lower if it had been taken into account. Neither total returns include the effects of Class B shares distribution and service fees. These fees will be charged once Class B shares commence operations. Class B shares are expected to be available on or about May 2, 1994. The yield and distribution rate shown for Class B shares is that of Class A shares and does not reflect Class B specific expenses, such as distribution and service fees. Class B yield and distribution rates will be lower when these expenses are taken into account.

YIELD CALCULATIONS. Yields for each class used in advertising are computed by dividing interest and dividend income for a given 30-day or one month period, net of expenses, by the average number of shares entitled to receive distributions during the period, dividing this figure by the net asset value per share (NAV) at the end of the period, and annualizing the result (assuming compounding of income) in order to arrive at an annual percentage rate. Income is calculated for purposes of yield quotations in accordance with standardized methods applicable to all stock and bond funds. Dividends from equity investments are treated as if they were accrued on a daily basis, solely for the purposes of yield calculations. In general, interest income is reduced with respect to bonds trading at a premium over their par value by subtracting a portion of the premium from income on a daily basis, and is increased with respect to bonds trading at a discount by adding a portion of the discount to daily income. Capital gains and losses generally are excluded from the calculation.

Investors should recognize that in periods of declining interest rates, yield will tend to be somewhat higher than the prevailing market rates, and that in periods of rising interest rates, the yield will tend to be somewhat lower. Also, when interest rates are falling, the inflow of net new money to each class from the continuous sale of shares will likely be invested in instruments producing lower yields than the balance of the Fund's holdings, thereby reducing the current yield. In periods of rising interest rates, the opposite can be expected to occur.

The distribution rate, which expresses the historical amount of income dividends paid as a percentage of the share price may also be quoted. The distribution rate is calculated by dividing the daily dividend per share by its offering price (including the maximum front-end sales charge) for each day in the 30-day period, averaging the resulting percentages, then expressing the average rate in annualized terms.

Income calculated for the purposes of calculating the yield differs from income as determined for other accounting purposes. Because of the different accounting methods used, and because of the compounding of income assumed in yield calculations, the yield may not equal its distribution rate, the income paid to your account, or the income reported in the Fund's

financial statements.

The TAX-EQUIVALENT YIELD is the rate an investor would have to earn from a fully taxable investment in order to equal the tax-free yield.

Tax-equivalent yields are calculated by dividing the yield by the result of one minus a stated federal or combined federal and state tax rate. (If only a portion of the yield is tax-exempt, only that portion is adjusted in the calculation.)

The table below shows the effect of tax status on the effective yield under the federal income tax laws for 1994. It gives the approximate yields a taxable security must earn at various income brackets to produce after-tax yields equivalent to those of hypothetical tax-exempt obligations yielding from 2.0% to 8.0%. Of course, no assurance can be given that any specific tax-exempt yield will be achieved. While each class invests principally in obligations, the interest from which is exempt from federal income tax, other income received by each class may be taxable. The table does not take into account state or local taxes, if any, payable on Fund distributions.

1994 TAX RATES AND TAX-EQUIVALENT YIELDS

Federal If individual tax-free yield is:

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
	Tax	2.00%	3.00%	4.00%	5.00%	6.00%	7.00%	8.00%		

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<S>	<C>	<C>	<C>
Single Return *	Joint Return *	Bracket**	Then taxable-equivalent yield is:

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
\$22,101-	\$53,500	\$36,901-	\$89,150	28%	2.78%	4.17%	5.56%	6.94%	8.33%	9.72%	11.11%
\$53,501-	\$115,000	\$89,151-	\$140,000	31%	2.90%	4.35%	5.80%	7.25%	8.70%	10.14%	11.59%
\$115,001-	\$250,000	\$140,001-	\$250,000	36%	3.13%	4.69%	6.25%	7.81%	9.38%	10.94%	12.50%
\$250,001-	+	\$250,001-	+	39.6%	3.31%	4.97%	6.62%	8.28%	9.93%	11.59%	13.25%

</TABLE>

\*Net amount subject to federal income tax after deductions and exemptions. Assumes ordinary income only; does not include impact of preferential rate on long-term capital gain income.

\*\* Excludes the impact of the phase out of personal exemptions, limitation on itemized deductions, and other credits, exclusions, and adjustments which may raise a taxpayer's marginal tax rate. An increase in a shareholder's marginal tax rate would increase that shareholder's tax-equivalent yield.

PERFORMANCE COMPARISONS. Performance may be compared to the performance of other mutual funds in general, or to the performance of particular types of mutual funds. The comparisons may be expressed as mutual fund rankings prepared by Lipper Analytical Services, Inc. (Lipper), an independent service located in Summit, New Jersey that monitors the performance of mutual funds. Lipper generally ranks funds on the basis of total return, assuming reinvestment of dividends, but does not take sales charges or redemption fees or tax consequences into consideration. Lipper may also rank funds based on yield. In addition to mutual fund rankings, performance may be compared to mutual fund performance indices prepared by Lipper.

From time to time, performance may also be compared to other mutual funds tracked by financial or business publications and periodicals. For example, Morningstar, Inc. may be quoted in its advertising materials. Morningstar, Inc. is a mutual fund rating service that rates mutual funds on the basis of risk-adjusted performance. Rankings that compare the performance of Fidelity funds to one another in appropriate categories over specific periods of time may also be quoted in advertising.

Fidelity may provide information designed to help individuals understand their investment goals and explore various financial strategies. For example, Fidelity's Asset Allocation Program materials may include a workbook describing general principles of investing, such as asset allocation, diversification, risk tolerance, and goal setting; a questionnaire designed to help create a personal financial profile; and an action plan offering investment alternatives.

Ibbotson Associates of Chicago, Illinois (Ibbotson) provides historical returns of the capital markets in the United States, including common

stocks, small capitalization stocks, long-term corporate bonds, intermediate-term government bonds, long-term government bonds, Treasury bills, the U.S. rate of inflation (based on the Consumer Price Index), and combinations of various capital markets. The performance of these capital markets is based on the returns of different indices.

Fidelity funds may use the performance of these capital markets in order to demonstrate general risk-versus-reward investment scenarios. Performance comparisons may also include the value of a hypothetical investment in any of these capital markets. The risks associated with the security types in any capital market may or may not correspond directly to those of the Fund. Ibbotson calculates total returns in the same method as the Fund. Performance comparisons may also be made to that of other compilations or indices that may be developed and made available in the future.

Performance may also be compared to that of the S&P 500, the Dow Jones Industrial Average (the DOW or DJIA), the Dimensional Fund Advisors (DFA) Small Company Fund, and the NASDAQ Composite Index (NASDAQ). The S&P 500 and the DOW are widely recognized, unmanaged indices of common stock prices. The performance of the S&P 500 is based on changes in the prices of stocks comprising the index and assumes the reinvestment of all dividends paid on such stocks. Taxes, brokerage commissions and other fees are disregarded in computing the level of the S&P 500 and the DJIA. The DFA is a market-value-weighted index of the ninth and tenth deciles of the NYSE, plus stocks listed on the AMEX and over-the-counter (OTC) with the same or less capitalization as the upperbound of the NYSE ninth decile stocks.

Performance, or the performance of securities in which each class may invest, may be compared to averages published by IBC USA (Publications), Inc. of Ashland, Massachusetts. These averages assume reinvestment of distributions. THE BOND FUND REPORT AVERAGES /Municipal Bond Fund, which is reported in the BOND FUND REPORT, covers over 225 municipal bond funds. When evaluating comparisons to money market funds, investors should consider the relevant differences in investment objectives and policies. Specifically, money market funds invest in short-term, high-quality instruments and seek to maintain a stable \$1.00 share price. Each Class, however, invests in longer-term instruments and its share price changes daily in response to a variety of factors.

Performance also may be compared and contrasted in advertising the relative advantages of investing in a mutual fund versus an individual municipal bond. Unlike tax-free mutual funds, individual municipal bonds offer a stated rate of interest and, if held to maturity, repayment of the principal. Although some individual municipal bonds may offer a higher return, they do not offer the reduced risk of a mutual fund that invests in many different securities. The initial investment requirements and sales charges of many tax-free mutual funds are lower than the purchase cost of individual bonds, which are generally issued in \$5,000 denominations and are subject to direct brokerage costs.

In advertising materials, Fidelity may reference or discuss its products and services, which may include: other Fidelity funds; retirement investing; brokerage products and services; the effects of periodic investment plans and dollar cost averaging; saving for college; charitable giving. In addition, Fidelity may quote financial or business publications or periodicals, including model portfolios or allocations, as they relate to fund management, investment philosophy, and investment techniques.

The Fund may present and discuss its fund number, Quotron number, and CUSIP number, and discuss or quote its current Fund manager.

From time to time, Institutional, Class A and Class B shares may quote its performance in advertising and other types of literature as compared to certificates of deposit (CDs), bank-issued money market instruments, and money market mutual funds. Unlike CDs and money market instruments, money market mutual funds and shares of the Fund are not insured by the FDIC.

According to the Investment Company Institute, over the past ten years, assets in municipal bond funds increased from \$14.6 billion in 1983 to approximately \$138 billion at the end of 1993. As of November 30, 1993, FMR managed approximately \$25 billion in municipal bond fund assets, as defined and tracked by Lipper. From time to time the Fund may compare FMR's fixed income assets under management with that of other investment advisors.

**VOLATILITY.** Various measures of volatility and benchmark correlation may be quoted in advertising. In addition, each class may compare these measures to those of other funds. Measures of volatility seek to compare historical share price fluctuations or total returns to those of a benchmark. Measures of benchmark correlation indicate how valid a comparative benchmark may be. All measures of volatility and correlation are calculated using averages of historical data.

**MOVING AVERAGES.** Performance may be illustrated using moving averages. A long-term moving average is the average of each week's adjusted closing NAV for a specified period. A short-term moving average is the average of each day's adjusted closing NAV for a specified period. Moving Average Activity Indicators combine adjusted closing NAVs from the last business day of each week with moving averages for a specified period to produce indicators showing when an NAV has crossed, stayed above, or stayed below its moving average. On November 26, 1993, the 13-week and 39-week long-term moving

averages were \$10.53 and \$10.28, respectively.

**MOMENTUM INDICATORS** indicate price movements over specific periods of time. Each point on the momentum indicator represents the percentage change in price movements over that period.

**NET ASSET VALUE.** Charts and graphs using net asset values, adjusted net asset values, and benchmark indices may be used to exhibit performance. An adjusted NAV includes any distributions paid and reflects all elements of its return. Unless otherwise indicated, NAVs are not adjusted for sales charges, if any.

**DURATION.** Duration is a measure of volatility commonly used in the bond market. Bonds with long durations are more volatile, or interest rate sensitive, than bonds with short durations. (Interest rate sensitivity is the magnitude of the change in a bond's price for a given change in a bond's yield to maturity.) Duration also can be calculated for other fixed income securities, or for portfolios of fixed income securities.

Unlike the maturity of a bond, which reflects only the time remaining until the final principal payment is made to the bondholders, duration reflects all of the coupon payments made to bondholders during the life of the bond, as well as the final principal payment made when the bond matures. More precisely, duration is the weighted average time remaining for the payment of all cash flows generated by a bond, with the weights being the present value of these cash flows. Present values are calculated using the bond's yield to maturity.

Because there is only one payment to take into account, the duration of a bond that pays all of its interest at maturity (a zero coupon security) is the same as its maturity. The duration of a coupon bearing security will be shorter than its maturity, however, because of the effect of its regular interest payments. Generally, bonds with lower coupons or longer maturities will have longer durations, and thus be more volatile, than otherwise similar bonds with higher coupons or shorter maturities.

With the investment in mortgage-backed securities, callable corporate bonds or other bonds with imbedded options, there is a degree of uncertainty regarding the timing of these securities' cash flows. As a result, in order to calculate the durations of these securities, forecasts of their probable cash flow patterns must be made. These forecasts require various assumptions to be made as to future interest rate levels and, for example, mortgage prepayment rates. Because duration calculation for these types of securities are based in part on assumptions, duration figures may not be precise and may change as economic conditions change. The Fund's duration on November 30, 1993 was 7.25 years.

Examples of the effects of periodic investment plans, including the principle of dollar cost averaging may be advertised. In such a program, an investor invests a fixed dollar amount in a portfolio at periodic intervals, thereby purchasing fewer shares when prices are high and more shares when prices are low. While such a strategy does not assure a profit or guard against loss in a declining market, the investor's average cost per share can be lower than if fixed numbers of shares had been purchased at the same intervals. In evaluating such a plan, investors should consider their ability to continue purchasing shares through periods of low price levels.

Institutional Class, Class A and Class B shares may be available for purchase through retirement plans or other programs offering deferral of or exemption from income taxes, which may produce superior after-tax returns over time. For example, an initial \$1,000 investment earning a taxable return of 10% annually would have an after-tax value of \$1,949 after ten years, assuming tax was deducted from the return each year at a 31% rate. An equivalent tax-deferred investment would have an after-tax value of \$2,100 after ten years, assuming tax was deducted at a 31% rate from the tax-deferred earnings at the end of the ten year period.

**HISTORICAL FUND RESULTS.** The following chart shows the income and capital elements of Institutional shares year-by-year total returns from September 19, 1985 (commencement of operations) through November 30, 1993. The chart compares the Institutional shares return to the record of the S&P 500, the DJIA and the cost of living measured by the CPI over the same period. The comparisons to the S&P 500 and the DJIA show how Institutional shares total return compared to the record of a broad average of common stock prices, and a narrower set of stocks of major industrial companies, respectively. The Fund has the ability to invest in securities not included in either index, and its investment portfolio may or may not be similar in composition to the indices. The S&P 500 and DJIA are based on the prices of unmanaged groups of stocks and, unlike the Institutional share's returns, their returns do not include the effect of paying brokerage commissions and other costs of investing.

During the period from September 19, 1985 (commencement of operations) to November 30, 1993, a hypothetical \$10,000 investment in Institutional shares would have grown to \$18,991 assuming all distributions were reinvested.

	Value of	Value of	Value of	
	Initial	Reinvested	Reinvested	
Year	\$10,000	Income	Capital Gain	Total
Ended	Investment	Distributions	Distributions	Value

11/30/85**	\$10,280	\$ 132	\$ 0	\$10,412
11/30/86	10,990	867	53	11,910
11/30/87	10,380	1,524	123	12,026
11/30/88	10,520	2,317	124	12,961
11/30/89	10,610	3,198	125	13,933
11/30/90	10,640	4,148	126	14,914
11/30/91	10,800	5,202	128	16,130
11/30/92	11,080	6,371	131	17,582
11/30/93	10,460	6,967	1,564	18,991

\* Class A shares became effective on September 10, 1992. Had this class been in operation during the period from September 19, 1985 through November 30, 1993, a hypothetical \$10,000 investment in this portfolio would have grown to \$18,034, including the effect of the maximum front-end sales charge and beginning September 10, 1992 including the effects of the .25% 12b-1 fee and other class specific expenses. This assumes that all distributions were reinvested. Class B shares are expected to become effective on or about May 2, 1994.

\*\* September 19, 1985 (commencement of operations) to November 30, 1985.

EXPLANATORY NOTES: With an initial investment of \$10,000 made on September 19, 1985, the net amount invested in Fund shares was \$10,000. The cost of the initial investment (\$10,000), together with the aggregate cost of reinvested dividends and capital gain distributions for the period covered (that is, their cash value at the time they were reinvested), amounted to \$18,584. If distributions had not been reinvested, the amount of distributions over time would have been smaller, and the cash payments for the period would have come to \$5,339 for income dividends and \$1000 for capital gain distributions. Tax consequences of different investments have not been factored into the figures.

TRADITION OF PERFORMANCE. Fidelity's tradition of performance is achieved through:

MONEY MANAGEMENT: a proud tradition of money management motivated by the expectation of excellence backed by solid analysis and worldwide resources. Fidelity employs a bottom-up approach to security selection based upon in-depth analysis of the fundamentals of that investment opportunity.

INNOVATION: constant attention to the changing needs of today's investors and vigilance to the opportunities that arise from changing global markets. Research is central to Fidelity's investment decision-making process. Fidelity's greatest resource--over 200 skilled investment professionals--is supported with the most sophisticated technology available.

Fidelity provides:

- (bullet) Global research resources: an opportunity to diversify portfolios and share in the growth of markets outside the United States.
- (bullet) In-house, proprietary bond-rating system, constantly updated, which provides extremely sensitive credit analysis.
- (bullet) Comprehensive chart room with over 1500 exhibits to provide sophisticated charting of worldwide economic, financial, and technical indicators, as well as to provide tracking of over 800 individual stocks for portfolio managers.
- (bullet) State-of-the-art trading desk, with access to over 200 brokerage houses, providing real-time information to achieve the best executions and optimize the value of each transaction.
- (bullet) Use of extensive on-line computer-based research services.
- (bullet) SERVICE: Timely, accurate and complete reporting. Prompt and expert attention when an investor or an investment professional needs it.

#### ADDITIONAL PURCHASE, EXCHANGE AND REDEMPTION INFORMATION

HOLIDAY SCHEDULE. The Fund is open for business and the NAV of each class is calculated on each day the NYSE is open for trading. The NYSE has designated the following holiday closings for 1994: Presidents' Day, Good Friday, Memorial Day (observed), Independence Day, Labor Day, Columbus Day, Veterans' Day, Thanksgiving Day, and Christmas Day (observed). Although FMR expects the same holiday schedule to be observed in the future, except New Year's Day the NYSE may modify its holiday schedule at any time. On any day when the NYSE closes early or as permitted by the SEC, the right is reserved to advance the time on that day by which purchase and redemption orders must be received. To the extent that the Fund's securities are traded in other markets on days when the NYSE is closed, each class's NAV may be affected when investors may not have access to the Fund to purchase or redeem shares. Certain Fidelity funds may follow different holiday closing schedules.

If the Trustees determine that existing conditions make cash payments undesirable, redemption payments may be made in whole or in part in securities or other property, valued for this purpose as they are valued in computing the NAV of Institutional, Class A and Class B shares. Shareholders receiving securities or other property on redemption may

realize a gain or loss for tax purposes, and will incur any costs of sale, as well as the associated inconveniences.

Pursuant to Rule 11a-3 (the Rule) under the 1940 Act, the Fund is required to give shareholders at least 60 days' notice prior to terminating or modifying its exchange privilege. Under the Rule, the 60 day notification requirement may be waived if (i) the only effect of a modification would be to reduce or eliminate an administrative fee, redemption fee or deferred sales charge ordinarily payable at the time of exchange, or (ii) the Fund suspends the offering of shares to be exchanged as permitted under the 1940 Act or the rules and regulations thereunder, or the fund to be acquired suspends the sale of its shares because it is unable to invest amounts effectively in accordance with its investment objective and policies.

In each prospectus, the Fund has notified shareholders that it reserves the right at any time without prior notice to refuse exchange purchases by any person or group if, in FMR's judgment, The Fund would be unable to invest amounts effectively in accordance with its investment objective and policies or potentially would be otherwise adversely affected.

#### PURCHASE INFORMATION

As provided for in Rule 22d-1 under the 1940 Act, Distributors exercises its right to waive Class A's maximum front-end sales charge in connection with the Fund's merger with or acquisition of any investment company or trust.

NET ASSET VALUE PURCHASES. The front-end sales charges do not apply to Class A shares purchased (1) by registered representatives, bank trust officers and other employees (and their immediate families) of investment professionals having agreements with Distributors; (2) by a current or former Trustee or officer of a Fidelity fund or a current or retired officer, director or regular employee of FMR Corp. or its direct or indirect subsidiaries (a "Fidelity Trustee or employee"), the spouse of a Fidelity Trustee or employee, a Fidelity Trustee or employee acting as custodian for a minor child, or a person acting as trustee of a trust for the sole benefit of the minor child of a Fidelity Trustee or employee; (3) by a charitable organization (as defined in Section 501(c)(3) of the Internal Revenue Code) investing \$100,000 or more; (4) by a charitable remainder trust or life income pool established for the benefit of a charitable organization (as defined in Section 501(c)(3) of the Internal Revenue Code); (5) with trust assets; (6) in accounts as to which a bank or broker-dealer charges an investment management fee, provided the bank or broker-dealer has an agreement with Distributors; (7) as part of an employee benefit plan (including Fidelity-Sponsored 403(b) and Corporate IRA programs, but otherwise as defined in the Employee Retirement Income Security Act (ERISA)), maintained by a U.S. Employer having more than 200 eligible employees, or a minimum of \$1,000,000 invested in Fidelity Advisor mutual funds, or as part of an employee benefit plan maintained by a U.S. Employer that is a member of a parent-subsidiary group of corporations (within the meaning of Section 1563(a)(1) of the Internal Revenue Code, with "50%" substituted for "80%") any member of which maintains an employee benefit plan having more than 200 eligible employees, or a minimum of \$3,000,000 in plan assets invested in Fidelity mutual funds or a minimum of \$1,000,000 invested in Fidelity Advisor mutual funds, and the assets of which are held in a bona fide trust for the exclusive benefit of employees participating therein; (8) by any state, county, or city, or any governmental instrumentality, department, authority or agency; (9) in a Fidelity or Fidelity Advisor IRA account purchase with the proceeds of a distribution from an employee benefit plan that is part of an employee benefit plan having more than 200 eligible employees or a minimum of \$3,000,000 in plan assets invested in Fidelity mutual funds or \$1,000,000 invested in Fidelity Advisor mutual funds; (10) with redemption proceeds from other mutual fund complexes on which the investor has paid a front-end sales charge only; and (11) by an insurance company separate account used to fund annuity contracts purchased by employee benefit plans (including 403(b) programs, but otherwise as defined in ERISA), which, in the aggregate, have either more than 200 eligible employees or a minimum of \$3,000,000 in assets invested in Fidelity mutual funds or a minimum of \$1,000,000 invested in Fidelity Advisor mutual funds.

The CDSC on Class B shares may be waived in the case of disability or death, provided that the redemption is made within one year following the death or initial determination of disability, or in connection with a total or partial redemption made in connection with certain distributions from retirement plan accounts.

Distributors compensates securities dealers and banks having agreements with Distributors (investment professionals), who sell shares according to the schedule in the prospectuses. Distributors may, at its expense, provide promotional incentives to investment professionals who support the sale of shares without reimbursement from the Fund. In some instances, these incentives may be offered only to certain investment professionals, whose representatives provide services in connection with the sale or expected sale of significant amounts of shares.

Distributors compensates investment professionals with a fee of .25% on purchases of \$1 million or more, except for purchases made through a bank or bank-affiliated broker-dealer that qualify for a Class A Sales Charge Waiver described in the prospectus. All assets on which the .25% fee is paid must remain within the Fidelity Advisor Funds (including shares exchanged into Daily Money Fund and Daily Tax-Exempt Money Fund) for a

period of one uninterrupted year or the investment professional will be required to refund this fee to Distributors. Purchases by insurance company separate accounts will qualify for the .25% fee only if an insurance company's client relationship underlying the separate account exceeds \$1 million. It is the responsibility of the insurance company to maintain records of purchases by any such client relationship. Distributors may request records evidencing any fees payable through this program.

**QUANTITY DISCOUNTS.** Reduced sales charges are applicable to purchases of Class A shares of the Fund in amounts of \$50,000 or more of the Fund alone or in combination with purchases of shares of other Fidelity Advisor Funds made at any one time (including Daily Money Fund and Daily Tax-Exempt Money Fund shares acquired by exchange from any Fidelity Advisor Fund with a front-end sales charge). To obtain the reduction of the front-end sales charge, you or your investment professional must notify the transfer agent at the time of purchase whenever a quantity discount is applicable to your purchase. Upon such notification, you will receive the lowest applicable front-end sales charge.

In addition to investing at one time in any combination of portfolios in an amount entitling you to a reduced front-end sales charge, you may qualify for a reduction in the front-end sales charge under the following programs:

**COMBINED PURCHASES.** When you invest in Class A shares for several accounts at the same time, you may combine these investments into a single transaction if purchased through one investment professional, and if the total is at least \$50,000. The following may qualify for this privilege: an individual, or "company" as defined in Section 2(a)(8) of the 1940 Act; an individual, spouse, and their children under age 21 purchasing for his, her, or their own account; a trustee, administrator or other fiduciary purchasing for a single trust estate or single fiduciary account or for a single or a parent-subsidary group of "employee benefit plans" (as defined in Section 3(3) of the ERISA); and tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

**RIGHTS OF ACCUMULATION.** Your "Rights of Accumulation" permit reduced front-end sales charges on any future purchases after you have reached a new breakpoint in Class A sales charge schedule (see the Class A Prospectus for the front-end sales charge schedule). You can add the value of existing Fidelity Advisor Fund Class A and Class B shares, held by you, your spouse, and your children under age 21 determined at the previous day's NAV at the close of business, to the amount of your new purchase valued at the current offering price to determine your reduced sales charge. You can also add shares of Daily Money Fund and shares of Daily Tax-Exempt Money Fund, provided they were acquired for exchange from any Fidelity Advisor Fund, to the amount of your new purchase.

**LETTER OF INTENT.** If you anticipate purchasing \$50,000 or more of Class A shares of the Fund or in combination with Class A and Class B shares of other Fidelity Advisor Funds within a 13-month period, you may obtain Class A shares at the same reduced sales charge as though the total quantity were invested in one lump sum, by filing a nonbinding Letter of Intent (the Letter) within 90 days of the start of the purchases. Each investment you make after signing the Letter will be entitled to the front-end sales charge applicable to the total investment indicated in the Letter. For example, a \$2,500 purchase toward a \$50,000 Letter would receive the same reduced sales charge as if the \$50,000 had been invested at one time. To ensure that the reduced front-end sales charge will be received on future purchases, you or your investment professional must inform the transfer agent that the Letter is in effect each time Class A or Class B shares are purchased. Neither income dividends nor capital gain distributions taken in additional shares will apply toward the completion of the Letter.

Your initial investment must be at least 5% of the total amount you plan to invest. Out of the initial purchase, 5% of the dollar amount specified in the Letter will be registered in your name and held in escrow. The Class A shares held in escrow cannot be redeemed or exchanged until the Letter is satisfied or the additional front-end sales charges have been paid. You will earn income dividends and capital gain distributions on escrowed Class A shares. The escrow will be released when your purchase of the total amount has been completed. You are not obligated to complete the Letter.

If you purchase more than the amount specified in the Letter and qualify for a further front-end sales charge reduction, the sales charge will be adjusted to reflect your total purchase at the end of 13 months. Surplus funds will be applied to the purchase of additional Class A shares at the then current offering price applicable to the total purchase.

If you do not complete your purchase under the Letter within the 13-month period, your front-end sales charge will be adjusted upward, corresponding to the amount actually purchased, and if after 30 days' written notice, you do not pay the increased front-end sales charge, sufficient escrowed Class A shares will be redeemed to pay such charge.

**SYSTEMATIC INVESTMENT PLAN.** You can make regular investments in Class A or Class B shares of the Fund or other Fidelity Advisor Funds with the Systematic Investment Plan by completing the appropriate section of the account application and attaching a voided personal check with your bank's magnetic ink coding number across the front. If your bank account is jointly owned, be sure that all owners sign. Investments may be made

monthly by automatically deducting \$100 or more from your bank checking account. You may change the amount of your monthly purchase at any time. There is a \$1,000 minimum initial investment requirement for systematic investment plans.

Your account will be drafted on or about the first business day of every month. Class A or Class B shares will be purchased at the offering price next determined following receipt of the order by the Transfer Agent. You may cancel your participation in the Systematic Investment plan at any time without payment of a cancellation fee. You will receive a confirmation from the Transfer Agent for every transaction, and a debit entry will appear on your bank statement.

#### EXCHANGE INFORMATION

**SYSTEMATIC EXCHANGE PLAN.** With the Systematic Exchange Plan, you can exchange a specific dollar amount of Class A or Class B shares into the same class of other Fidelity Advisor Funds on a monthly, quarterly or semiannual basis.

1. The account from which the exchanges are to be processed must have a minimum value of \$10,000 before you may elect to begin exchanging systematically. The account into which the exchanges are to be processed must be an existing account with a minimum balance of \$1,000.

2. Both accounts must have identical registrations and taxpayer identification numbers. The minimum amount to be exchanged systematically is \$100.

3. Systematic Exchanges will be processed at the NAV determined on the transaction date, except that Systematic Exchanges into a Fidelity Advisor Fund from Daily Money Fund or Daily Tax-Exempt Money Market Fund will be processed at the offering price next determined on the transaction date, unless the shares of Daily Money Fund or Daily Tax-Exempt Money Market Fund were acquired by exchange from another Fidelity Advisor Fund.

#### REDEMPTION INFORMATION

**REINSTATEMENT PRIVILEGE.** If you have redeemed all or part of your Class A or Class B shares you may reinvest an amount equal to all or a portion of the redemption proceeds in the same class of Fund or any of the other Fidelity Advisor Funds, at the NAV next determined after receipt of your investment order, provided that such reinvestment is made within 30 days of redemption. No charge currently is made for reinvestment in Class A or Class B shares of the Fund. You must reinstate your shares into an account with the same registration. This privilege may be exercised only once by a shareholder with respect to the Fund.

**SYSTEMATIC WITHDRAWAL PLAN.** If you own Class A shares worth \$10,000 or more, you can have monthly, quarterly or semiannual checks sent from your account to you, to a person named by you, or to your bank checking account. You may obtain information about the Systematic Withdrawal Plan by contacting your investment professional. Your Systematic Withdrawal Plan payments are drawn from front-end share redemptions. If Systematic Withdrawal Plan redemptions exceed income dividends earned on your shares, your account eventually may be exhausted. Since a front-end sales charge is applied on new shares you buy, it is to your disadvantage to buy Class A shares while also making systematic redemptions.

#### DISTRIBUTIONS AND TAXES

**DISTRIBUTIONS.** If you request to have distributions mailed to you and the U.S. Postal Service cannot deliver your checks, or if your checks remain uncashed for six months, United Missouri Bank, N.A. (the Transfer Agent) may reinvest your distributions at the then-current NAV. All subsequent distributions will then be reinvested until you provide the Transfer Agent with alternate instructions.

**DIVIDENDS.** To the extent that the Fund's income is derived from federally tax-exempt interest, the daily dividends declared by the Fund also are federally tax-exempt. The Fund will send each shareholder a notice in January describing the tax status of dividends and capital gain distributions for the prior year.

Shareholders are required to report tax-exempt income on their federal tax returns. Shareholders who earn other income, such as social security benefits, may be subject to federal income tax on such benefits to the extent that their income, including tax-exempt income, exceeds certain base amounts.

The Fund purchases municipal obligations on the basis of opinions of bond counsel regarding the federal income tax status of the obligations. These opinions generally will be based upon covenants by the issuers regarding continuing compliance with federal tax requirements. If the issuer of an obligation fails to comply with its covenants at any time, interest on the obligation could become federally taxable retroactive to the date the obligation was issued.

As a result of the Tax Reform Act of 1986, interest on certain "private activity" securities (referred to as "qualified bonds" in the Internal Revenue Code) is subject to the federal alternative minimum tax (AMT), although the interest continues to be excludable from gross income for other tax purposes. Interest from private activity municipal obligations is considered a tax preference item for the purposes of determining whether a taxpayer is subject to the AMT and the amount of AMT to be paid, if any. Private activity obligations issued after August 7, 1986 to benefit a private or industrial user or to finance a private facility are affected by this rule.

It is the current position of the SEC that a fund that uses the word

tax-exempt in its name may not derive more than 20% of its income from municipal obligations that pay interest that is a preference item for purposes of the AMT. Under this position, at least 80% of the Fund's income distributions would have to be exempt from the AMT as well as exempt from federal taxes. The Fund currently does not intend to purchase private activity municipal obligations whose interest is a tax preference item for purposes of the AMT.

**CAPITAL GAIN DISTRIBUTIONS.** Long-term capital gains earned by the Fund on the sale of securities and distributed to shareholders are federally taxable as long-term capital gains, regardless of the length of time that the shareholders have held their shares. If a shareholder receives a long-term capital gain distribution on shares of the Fund and such shares are held for less than six months and are sold at a loss, the portion of the loss equal to the amount of the long-term capital gain distribution will be considered a long-term loss for tax purposes.

A portion of the gain on bonds purchased at a discount after April 30, 1993 and short-term capital gains distributed by the Fund are taxable to shareholders as dividends, not as capital gains. Distributions from short-term capital gains do not qualify for the dividends-received deduction. Dividend distributions resulting from a recharacterization of gain from the sale of bonds purchased at a discount after April 30, 1993 are not considered income for purposes of the Fund's policy of investing so that at least 80% of its income is free from federal income tax.

**TAX STATUS OF THE FUND.** The Fund has qualified and intends to continue to qualify as a "regulated investment company" for tax purposes, so that it will not be liable for federal tax on income and capital gains distributed to shareholders. In order to qualify as a regulated investment company and avoid being subject to federal income or excise taxes, the Fund intends to distribute substantially all of its net investment income and realized capital gains within each calendar year as well as on a fiscal year basis. The Fund also intends to comply with other tax rules applicable to regulated investment companies, including a requirement that capital gains from the sale of securities held for less than three months must constitute less than 30% of the Fund's gross income for each fiscal year. Gains from some futures contracts and options are included in the 30% limitation, which may limit the Fund's investments in such instruments. The Fund is treated as a separate entity from the other portfolios of Fidelity Advisor Series VI for tax purposes.

**OTHER TAX INFORMATION.** The information above is only a summary of some of the federal tax consequences generally affecting the Fund and its shareholders, and no attempt has been made to discuss individual tax consequences. In addition to federal income taxes, shareholders of the Fund may be subject to state and local taxes on distributions received from the Fund. Investors should consult their tax advisers to determine whether the Fund is suitable to their particular tax situation.

**FMR**  
FMR is a wholly owned subsidiary of FMR Corp., a parent company organized in 1972. At present, the principal operating activities of FMR Corp. are those conducted by three of its divisions: Fidelity Service Co. (Service), which is the transfer and shareholder servicing agent for certain of the funds advised by FMR; FIIOC, which performs shareholder servicing functions for certain institutional customers; and Fidelity Investments Retail Marketing Company, which provides marketing services to various companies within the Fidelity organization.

Several affiliates of FMR also are engaged in the investment advisory business. Fidelity Management Trust Company provides trustee, investment advisory and administrative services to retirement plans and corporate employee benefit accounts. Fidelity Management & Research (U.K.) Inc. and Fidelity Management & Research (Far East) Inc., both wholly owned subsidiaries of FMR formed in 1986, supply investment research information, and may supply portfolio management services to FMR in connection with certain funds advised by FMR. Analysts employed by FMR, FMR U.K., and FMR Far East research and visit thousands of domestic and foreign companies each year. FMR Texas Inc., a wholly owned subsidiary of FMR formed in 1989, supplies portfolio management and research services in connection with certain money market funds advised by FMR.

**TRUSTEES AND OFFICERS**  
The Board of Trustees and executive officers of the Trust are listed below. Except as indicated, each individual has held the office shown or other offices in the same company for the last five years. All persons named as Trustees and officers also serve in similar capacities for other funds advised by FMR. Unless otherwise noted, the business address of each Trustee and officer is 82 Devonshire Street, Boston, MA 02109, which is also the address of FMR. Those Trustees who are interested persons (as defined in the 1940 Act) by virtue of their affiliation with either the Trust or FMR are indicated by an asterisk (\*).

\*EDWARD C. JOHNSON 3d, Trustee and President, is Chairman, Chief Executive Officer and a Director of FMR Corp.; a Director and Chairman of the Board and of the Executive Committee of FMR; Chairman and a Director of FMR Texas Inc. (1989), Fidelity Management & Research (U.K.) Inc., and Fidelity Management & Research (Far East) Inc.

\*J. GARY BURKHEAD, Trustee and Senior Vice President, is President of FMR; and President and a Director of FMR Texas Inc. (1989), Fidelity Management & Research (U.K.) Inc., and Fidelity Management & Research (Far East) Inc.

RALPH F. COX, 200 Rivercrest Drive, Fort Worth, TX, Trustee (1991), is a consultant to Western Mining Corporation (1994). Prior to February 1994, he was President of Greenhill Petroleum Corporation (petroleum exploration and production, 1990). Before retiring in March 1990, Mr. Cox was President and Chief Operating Officer of Union Pacific Resources Company (exploration and production). He is a Director of Bonneville Pacific Corporation (independent power, 1989) Sanifill Corporation (non-hazardous waste, 1993), and CH2M Hill Companies (engineering). In addition, he served on the Board of Directors of the Norton Company (manufacturer of industrial devices, 1983-1990) and continues to serve on the Board of Directors of the Texas State Chamber of Commerce, and is a member of advisory boards of Texas A&M University and the University of Texas at Austin.

PHYLLIS BURKE DAVIS, P.O. Box 264, Bridgehampton, NY, Trustee (1992). Prior to her retirement in September 1991, Mrs. Davis was the Senior Vice President of Corporate Affairs of Avon Products, Inc. She is currently a Director of BellSouth Corporation (telecommunications), Eaton Corporation (manufacturing, 1991), and the TJX Companies, Inc. (retail stores, 1990), and previously served as a Director of Hallmark Cards, Inc. (1985-1991) and Nabisco Brands, Inc. In addition, she serves as a Director of the New York City Chapter of the National Multiple Sclerosis Society, and is a member of the Advisory Council of the International Executive Service Corps. and the President's Advisory Council of The University of Vermont School of Business Administration.

RICHARD J. FLYNN, 77 Fiske Hill, Sturbridge, MA, Trustee, is a financial consultant. Prior to September 1986, Mr. Flynn was Vice Chairman and a Director of the Norton Company (manufacturer of industrial devices). He is currently a Director of Mechanics Bank and a Trustee of College of the Holy Cross and Old Sturbridge Village, Inc.

E. BRADLEY JONES, 3881-2 Lander Road, Chagrin Falls, OH, Trustee (1990). Prior to his retirement in 1984, Mr. Jones was Chairman and Chief Executive Officer of LTV Steel Company. Prior to May 1990, he was Director of National City Corporation (a bank holding company) and National City Bank of Cleveland. He is a Director of TRW Inc. (original equipment and replacement products), Cleveland-Cliffs Inc (mining), NACCO Industries, Inc. (mining and marketing), Consolidated Rail Corporation, Birmingham Steel Corporation (1988), Hyster-Yale Materials Handling, Inc. (1989), and RPM, Inc. (manufacturer of chemical products, 1990). In addition, he serves as a Trustee of First Union Real Estate Investments, Chairman of the Board of Trustees and a member of the Executive Committee of the Cleveland Clinic Foundation, a Trustee and a member of the Executive Committee of University School (Cleveland), and a Trustee of Cleveland Clinic Florida.

DONALD J. KIRK, 680 Steamboat Road, Apartment #1-North, Greenwich, CT, Trustee, is a Professor at Columbia University Graduate School of Business and a financial consultant. Prior to 1987, he was Chairman of the Financial Accounting Standards Board. Mr. Kirk is a Director of General Re Corporation (reinsurance) and Valuation Research Corp. (appraisals and valuations, 1993). In addition, he serves as Vice Chairman of the Board of Directors of the National Arts Stabilization Fund and Vice Chairman of the Board of Trustees of the Greenwich Hospital Association.

\*PETER S. LYNCH, Trustee (1990) is Vice Chairman of FMR (1992). Prior to his retirement on May 31, 1990, he was a Director of FMR (1989) and Executive Vice President of FMR (a position he held until March 31, 1991); Vice President of Fidelity Magellan Fund and FMR Growth Group Leader; and Managing Director of FMR Corp. Mr. Lynch was also Vice President of Fidelity Investments Corporate Services (1991-1992). He is a Director of W.R. Grace & Co. (chemicals, 1989) and Morrison Knudsen Corporation (engineering and construction). In addition, he serves as a Trustee of Boston College, Massachusetts Eye & Ear Infirmary, Historic Deerfield (1989) and Society for the Preservation of New England Antiquities, and as an Overseer of the Museum of Fine Arts of Boston (1990).

GERALD C. McDONOUGH, 135 Aspenwood Drive, Cleveland, OH, Trustee (1989), is Chairman of G.M. Management Group (strategic advisory services). Prior to his retirement in July 1988, he was Chairman and Chief Executive Officer of Leaseway Transportation Corp. (physical distribution services). Mr. McDonough is a Director of ACME-Cleveland Corp. (metal working, telecommunications and electronic products), Brush-Wellman Inc. (metal refining), York International Corp. (air conditioning and refrigeration, 1989), Commercial Intertech Corp. (water treatment equipment, 1992), and Associated Estates Realty Corporation (a real estate investment trust, 1993).

EDWARD H. MALONE, 5601 Turtle Bay Drive #2104, Naples, FL, Trustee. Prior to his retirement in 1985, Mr. Malone was Chairman, General Electric Investment Corporation and a Vice President of General Electric Company. He is a Director of Allegheny Power Systems, Inc. (electric utility), General Re Corporation (reinsurance) and Mattel Inc. (toy manufacturer). He is also a Trustee of Rensselaer Polytechnic Institute and of Corporate Property Investors and a member of the Advisory Boards of Butler Capital Corporation Funds and Warburg, Pincus Partnership Funds.

MARVIN L. MANN, 55 Railroad Avenue, Greenwich, CT, Trustee (1993) is Chairman of the Board, President, and Chief Executive Officer of Lexmark International, Inc. (office machines, 1991). Prior to 1991, he held the positions of Vice President of International Business Machines Corporation ("IBM") and President and General Manager of various IBM divisions and

subsidiaries. Mr. Mann is a Director of M.A. Hanna Company (chemicals, 1993) and Infomart (marketing services, 1991), a Trammell Crow Co. In addition, he serves as the Campaign Vice Chairman of the Tri-State United Way (1993) and is a member of the University of Alabama President's Cabinet (1990).

THOMAS R. WILLIAMS, 21st Floor, 191 Peachtree Street, N.E., Atlanta, GA, Trustee, is President of The Wales Group, Inc. (management and financial advisory services). Prior to retiring in 1987, Mr. Williams served as Chairman of the Board of First Wachovia Corporation (bank holding company), and Chairman and Chief Executive Officer of The First National Bank of Atlanta and First Atlanta Corporation (bank holding company). He is currently a Director of BellSouth Corporation (telecommunications), ConAgra, Inc. (agricultural products), Fisher Business Systems, Inc. (computer software), Georgia Power Company (electric utility), Gerber Alley & Associates, Inc. (computer software), National Life Insurance Company of Vermont, American Software, Inc. (1989), and AppleSouth, Inc. (restaurants, 1992).

GARY L. FRENCH, Treasurer (1991). Prior to becoming Treasurer of the Fidelity funds, Mr. French was Senior Vice President, Fund Accounting - Fidelity Accounting & Custody Services Co. (1991); Vice President, Fund Accounting - Fidelity Accounting & Custody Services Co. (1990); and Senior Vice President, Chief Financial and Operations Officer - Huntington Advisers, Inc. (1985-1990).

ARTHUR S. LORING, Secretary, is Senior Vice President and General Counsel of FMR, Vice President-Legal of FMR Corp., and Vice President and Clerk of FDC.

JOHN F. HALEY, JR., is Vice President of the Fund and an employee of FMR. Under a retirement program that became effective on November 1, 1989, Trustees, upon reaching age 72, becomes eligible to participate in a defined benefit retirement program under which they receive payments during their lifetime from the Fund based on their basic trustee fees and length of service. Currently, Messrs. Robert L. Johnson, William R. Spaulding, Bertram H. Witham, and David L. Yunich participate in the program. As of December 31, 1993, the Trustees and officers of the Fund owned in the aggregate less than 1% of the outstanding shares of the Fund.

#### MANAGEMENT AND OTHER SERVICES

The Fund employs FMR to furnish investment advisory and other services. Under its Management Contract with the Fund, FMR acts as investment adviser and, subject to the supervision of the Board of Trustees, directs the investments of the Fund in accordance with its investment objective, policies, and limitations. FMR also provides the Fund with all necessary office facilities and personnel for servicing the Fund's investments, and compensates all officers of the Trust, of the Trustees who are interested persons of the Trust and of FMR, and of all personnel of the Trust or FMR performing services relating to research, statistical and investment activities. In addition, FMR or its affiliates, subject to the supervision of the Board of Trustees, provide the management and administrative services necessary for the operation of the Fund. These services include providing facilities for maintaining the Fund's organization, supervising relations with the custodians, transfer and pricing agents, accountants, underwriters and other persons dealing with the Fund, preparing all general shareholder communications and conducting shareholder relations, maintaining the Fund's records and the registration of the Fund's shares under federal and state law, developing management and shareholder services for the Fund and furnishing reports, evaluation and analyses on a variety of subjects to the Board of Trustees.

In addition to the management fee payable to FMR and the fees payable to United Missouri Bank, N.A. (the Bank), the Fund pays for all its expenses, without limitation, that are not assumed by these parties. The Fund pays for the typesetting, printing and mailing of proxy material to existing shareholders, legal expenses and its proportionate share of the fees of the custodian, auditor and non-interested Trustees. Although the Fund's Management Contract provides that the Fund will pay for typesetting, printing and mailing of prospectuses, statements of additional information, notices and reports to existing shareholders, the Bank has entered into a revised sub-transfer agent agreement with FIIOC for Institutional and Class B shares and State Street for Class A shares, pursuant to which they bear the cost of providing these services to existing shareholders. Other expenses paid by the Fund include interest, taxes, brokerage commissions, the Fund's proportionate share of insurance premiums and Investment Company Institute dues, and costs of registering shares under various federal and state securities laws. The Fund also is liable for such non-recurring expenses as may arise, including costs of litigation to which the Fund is a party, and any obligation it may have to indemnify its officers and Trustees with respect to such litigation.

FMR is the Fund's manager pursuant to a management contract dated January 29, 1989, which was approved by shareholders on November 26, 1986. For services of FMR under the contract, FMR is paid a monthly management fee composed of the sum of two elements: a group fee rate and an individual fund fee rate.

The group fee rate is based on the monthly average net assets of all of the registered investment companies with which FMR has management contracts and is calculated on a cumulative basis pursuant to the graduated fee rate schedule shown on the left. On the right, the effective fee rate schedule are the results of cumulative applying the annualized rates at varying

asset levels. For example, the effective annual group fee rate at \$226 billion of group net assets - their approximate level for the month of November 1993 - was .1627%, which is the weighted average of the respective fee rates for each level of group assets up to \$226 billion.

GROUP FEE RATE SCHEDULE\*                      EFFECTIVE ANNUAL FEE RATES

<TABLE>  
<CAPTION>  
<S>

<C> Average Group Assets	<C> Annualized Rate	<C> Group Net Assets	<C> Effective Annual Fee Rates
\$ 0 - 3 billion	.370%	\$ 0.5 billion	.3700%
3 - 6	.340	25	. 2664
6 - 9	.310	50	.2 188
9 - 12	.280	75	. 1986
12 - 15	.250	100	. 1869
15 - 18	.220	125	. 1793
18 - 21	.200	150	. 1736
21 - 24	.190	175	. 1695
24 - 30	.180	200	. 1658
30 - 36	.175	225	. 1629
36 - 42	.170	250	.1 604
42 - 48	.165	275	.1 583
48 - 66	.160	300	. 1565
66 - 84	.155	325	.1 548
84 - 120	.150	350	.1 533
120 - 174	.145		
174 - 228	.140		
228 - 282	.1375		
282 - 336	.1350		
Over 336	.1325		

</TABLE>

\* The rates shown for average group assets in excess of \$120 billion were adopted by FMR on a voluntary basis on January 1, 1992. Rates in excess of \$174 billion were adopted by FMR on a voluntary basis on November 1, 1993. Each was adopted pending shareholder approval of a new management contract reflecting the extended schedule. The extended schedule provides for lower management fees as total assets under management increase. The individual fund fee rate is .25%. Based on the average net assets of the Funds advised by FMR for November 1993, the annual basic fee rate would be calculated as follows:

$$\begin{array}{rclcl} \text{Group Fee Rate} & + & \text{Individual Fund Fee Rate} & = & \text{Basic Fee Rate} \\ .1627\% & & .25\% & & .4127\% \end{array}$$

One-twelfth of this annual basic fee rate is applied to the Fund's net assets averaged for the most recent month, giving a dollar amount, which is the fee for that month.

Effective December 1, 1988, FMR voluntarily agreed to collect its basic fee according to the schedule shown above (minus the breakpoints added January 1, 1992, and November 1, 1993) until shareholders could meet to consider the current contract. With the exception of changing the group fee rate schedule, the terms of the current contract are identical to those of the prior contract.

During the fiscal years ended November 30, 1993, 1992 and 1991, FMR received \$156,087, \$268,825 and \$460,645, respectively, for its services as investment adviser to the Fund. These fees were the equivalent to .42%, .42%, and .43%, respectively, of the average net assets of the Fund for each of those years.

To comply with the California Code of Regulations, FMR will reimburse a class of shares of the Fund if and to the extent that the class' aggregate

annual operating expenses exceed specified percentages of the class average net assets. The applicable percentages to each class are 2 1/2% of the first \$30 million, 2% of the next \$70 million, and 1 1/2% of average net assets in excess of \$100 million. When calculating the Fund's expenses for purposes of this regulation, the Fund may exclude interest, taxes, brokerage commissions and extraordinary expenses, as well as a portion of its distribution plan expenses.

FMR may, from time to time, agree to voluntarily reimburse the Fund for expenses above a specified percentage of average net assets. FMR retains the ability to be repaid for these expense reimbursements in the amount that expenses fall below the limit prior to the end of the fiscal year. Reimbursements or expense limitation by FMR will increase a class's yield and total return. Reimbursements by a class will lower its yield and total return.

United Missouri Bank acts as the Fund's custodian and transfer and bookkeeping agent. All of the fees described below are paid to FIIOC and Service for Institutional and Class B shares, and State Street and Service for Class A shares, by United Missouri which is reimbursed from the Fund for such payments. Pursuant to a fee schedule effective June 1, 1990, United Missouri pays FIIOC a per account fee and a monetary transaction fee of \$65 and \$14, respectively, or \$60 and \$12, respectively, depending on the nature of services provided. Transfer Agent and out-of-pocket expenses for the fiscal years ended 1993, 1992 and 1991 were \$32,300, \$11,531 and \$8,235, respectively.

For Fidelity Advisor Limited Term Tax-Exempt Fund, United Missouri pays State Street the above transfer agency fees.

United Missouri has an additional sub-agreement with Service, an affiliate of FMR, pursuant to which Service performs the calculations necessary to determine the Fund's net asset value per share and dividends and maintains the Fund's accounting records. Prior to July 1, 1991, the annual fee for these pricing and bookkeeping services was based on two schedules, one pertaining to the Fund's average net assets, and one pertaining to the type and number of transactions the Fund made. The fee rates in effect July 1, 1991 are based on the Fund's average net assets, specifically, .04% for the first \$500 million of average net assets and .02% for average net assets in excess of \$500 million, and the fee is limited to a minimum of \$45,000 and maximum of \$750,000 per year. Pricing and bookkeeping fees including out-of-pocket expenses, paid to Service for fiscal 1993, 1992, and 1991 were \$45,724, \$59,094 and \$84,865, respectively.

All fees will be paid by United Missouri, which will be reimbursed by the Fund for such payments.

#### THE DISTRIBUTOR

The Fund has a General Distribution Agreement with Distributors, a Massachusetts corporation organized July 18, 1960. Distributors, located at 82 Devonshire Street, Boston, Massachusetts 02109, is a broker-dealer registered under the Securities Exchange Act of 1934 and is a member of the National Association of Securities Dealers, Inc. The General Distribution Agreement calls for Distributors to use all reasonable efforts, consistent with its other business, to secure purchasers for shares of the Fund, which are offered continuously. Promotional and administrative expenses in connection with the offer and sale of shares are paid by Distributors. Distributors also acts as general distributor for other publicly offered Fidelity funds. The expenses of these operations are borne by FMR or Distributors.

#### DISTRIBUTION AND SERVICE PLANS

The Trustees of the Trust on behalf of Institutional, Class A and Class B shares have adopted a Distribution and Service Plan (each Plan) under Rule 12b-1 of the 1940 Act (the Rule). The Rule provides in substance that a mutual fund may not engage directly or indirectly in financing any activity that primarily is intended to result in the sale of shares of a mutual fund except pursuant to a plan adopted by the mutual fund under the Rule. The Trustees have adopted the Plans to assure that each of the institutional, Class A and Class B shares and FMR may incur certain expenses that might be considered to constitute indirect payment by the class of distribution expenses by a class. Under the Plans, if the payment the Fund to FMR of management fees should be deemed to be indirect financing by the Fund of the distribution of its shares, such payment is authorized by the Plan.

Each Plan also specifically recognizes that FMR, either directly or through Distributors, may use its management fee revenue, past profits or other resources, without limitation, to pay promotional and administrative expenses in connection with the offer and sale of shares of the Fund's classes. In addition, each Plan provides that FMR may use its resources, including its management fee revenues, to make payments to third parties that provide assistance in selling shares to third parties, including banks, that render shareholder support services. The Trustees have not yet authorized such payments.

In addition, Class A pays to Distributors a distribution fee at an annual rate of up to .40% (currently at .25%) of its average net assets determined as of the close of business on each day throughout the month, but excluding assets attributable to shares purchased more than 144 months prior to such day. This distribution fee will be paid by Class A Limited Term Tax-Exempt Fund, not by individual accounts.

For the fiscal year ended November 30, 1993, Fidelity Advisor Limited Term Tax-Exempt Fund (Retail Class) paid distribution fees to Distributors of

\$38,552.

Class B pays Distributors a distribution fee of .75% of its average daily net assets as determined at the close of business on each day throughout the month. Class B also pays investment professionals at an annual rate of .25% for providing shareholder support services. Each Plan has been approved by the Trustees. As required by the Rule, the Trustees carefully considered all pertinent factors relating to the implementation of each Plan prior to its approval, and have determined that there is a reasonable likelihood that the Plan will benefit

Institutional, Class A and Class B shareholders. To the extent that the Plan gives FMR and Distributors greater flexibility in connection with the distribution of shares of the Fund, additional sales of shares may result. Additionally, certain shareholder support services may be provided more effectively under the Plan by local entities with whom shareholders have other relationships.

The Glass-Steagall Act generally prohibits federally and state chartered or supervised banks from engaging in the business of underwriting, selling or distributing securities. Although the scope of this prohibition under the Glass-Steagall Act has not been clearly defined by the courts or appropriate regulatory agencies, in Distributors' opinion such Act should not preclude a bank from performing shareholder servicing and recordkeeping functions. Distributors intends to engage only banks to perform such functions. However, changes in federal or state statutes and regulations pertaining to the permissible activities of banks and their affiliates or subsidiaries, as well as further judicial or administrative decisions or interpretations, could prevent a bank from continuing to perform all or a part of the contemplated services. If a bank were prohibited from so acting, the Trustees would consider what actions, if any, would be necessary to continue to provide efficient and effective shareholder services. In such event, changes in the operation of the Fund might occur, including possible termination of any automatic investment or redemption or other services then provided by the bank. It is not expected that shareholders would suffer any adverse financial consequences as a result of any of these occurrences. The Fund may execute portfolio transactions with and purchase securities issued by depository institutions that receive payments under the Plan. No preference will be shown in the selection of investments for the instruments of such depository institutions. In addition, state securities laws on this issue may differ from the interpretations of federal law expressed herein, and banks and other financial institutions may be required to register as dealers pursuant to state law.

#### DESCRIPTION OF THE TRUST

**TRUST ORGANIZATION.** Fidelity Advisor Limited Term Tax-Exempt Fund and Fidelity Advisor Short Intermediate Tax-Exempt Fund are a series of Fidelity Advisor Series VI, an open-end management investment company organized as a Massachusetts business trust by Declaration of Trust dated June 1, 1983, amended and restated on May 5, 1993. The Fund currently offers Institutional shares and Retail shares. Retail shares are comprised of two classes: Class A and Class B. The Fidelity Advisor Limited Term Tax-Exempt Fund currently has two classes of shares, Fidelity Advisor Limited Term Tax-Exempt Fund and Fidelity Advisor Institutional Limited Term Tax-Exempt Fund. On January 29, 1992 the name of the Trust was changed from Tax-Exempt Funds to Fidelity Oliver Street Trust and on April 15, 1993 the Board of Trustees voted to change the name of the Trust to Fidelity Advisor Series VI. The Trust's Declaration of Trust permits the Trustees to create additional series. In the event that FMR ceases to be the investment adviser of the Trust or fund, the right of the Trust or fund to use the identifying name "Fidelity" may be withdrawn.

The assets of the Trust received for the issue or sale of shares of each fund and all income, earnings, profits, and proceeds thereof, subject only to the rights of creditors, are especially allocated to such fund, and constitute the underlying assets of such fund. The underlying assets of each fund are segregated on the books of account, and are to be charged with the liabilities with respect to such fund and with a share of the general expenses of the Trust. Expenses with respect to the Trust are to be allocated in proportion to the asset value of the respective funds, except where allocations of direct expense can otherwise be fairly made. The officers of the Trust, subject to the general supervision of the Board of Trustees, have the power to determine which expenses are allocable to a given fund, or which are general or allocable to all of the funds. In the event of the dissolution or liquidation of the Trust, shareholders of each fund are entitled to receive as a class the underlying assets of such fund available for distribution.

**SHAREHOLDER AND TRUSTEE LIABILITY.** The Trust is an entity of the type commonly known as a "Massachusetts business trust." Under Massachusetts law, shareholders of such a trust may, under certain circumstances, be held personally liable for the obligations of the Trust. The Declaration of Trust provides that the Trust shall not have any claim against shareholders except for the payment of the purchase price of shares and requires that each agreement, obligation, or instrument entered into or executed by the Trust or the Trustees shall include a provision limiting the obligations created hereby to the Trust and its assets. The Declaration of Trust provides for indemnification out of the Trust's property of any shareholder held personally liable for the obligations of the Trust. The Declaration

of Trust also provides that the Fund shall, upon request, assume the defense of any claim made against any shareholder for any act or obligation of the Fund and satisfy any judgment thereon. Thus, the risk of a shareholder incurring financial loss on account of shareholder liability is limited to circumstances in which the Fund itself would be unable to meet its obligations. FMR believes that, in view of the above, the risk of personal liability to shareholders is remote.

The Declaration of Trust further provides that the Trustees, if they have exercised reasonable care, will not be liable for any neglect or wrongdoing, but nothing in the Declaration of Trust protects a Trustee against any liability to which he or she would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence, or reckless disregard of the duties involved in the conduct of his office. Claims asserted against Institutional shares may subject holders of Retail shares to certain liabilities and claims asserted against Retail shares may subject holders of Institutional shares to certain liabilities.

**VOTING RIGHTS.** The shares have no preemptive or conversion rights; the voting and dividend rights, the right of redemption, and the privilege of exchange are described in each class's Prospectus. Shares are fully paid and non-assessable, except as set forth under the heading "Shareholder and Trustee Liability" above. Shareholders representing 10% or more of the Trust or Institutional or Class A or Class B shares may, as set forth in the Declaration of Trust, call meetings of the Fund or class of the Fund for any purpose, including the purpose of voting on removal of one or more Trustees. The Trust or the Fund may be terminated upon the sale of its assets to another, open-end management investment company, or upon liquidation and distribution of its assets, if approved by vote of the holders of a majority of the outstanding shares of the Trust or the Fund. If not so terminated the Trust or the Fund will continue indefinitely.

As of March 15, 1994 the following owned of record or beneficially more than 5% of outstanding shares: Institutional shares; First Union National Bank, Charlotte, NC, 26.38%; Laird Norton Co., Seattle, WA, 18.01%; First Interstate Bank of Texas, Houston, TX, 6.82%; Hancock Bank, Louisiana, Baton Rouge, LA, 6.64%; Owensboro National Bank, Owensboro, KY, 5.90% and, Amcore Bank N.A., Rockford, IL, 5.82%. A shareholder owning of record or beneficially more than 25% of the Fund's outstanding shares may be considered a controlling person. Their votes could have a more significant effect on matters presented at a shareholders' meeting than votes of other shareholders.

As of March 15, 1994, the following owned of record or beneficially 5% or more of outstanding Class A shares: Smith, Barney, Lehman, New York, NY, 10.01%; Merrill Lynch Pierce Fenner & Smith, Jacksonville, FL, 9.15%; Royal Alliance Associates, Inc., Birmingham, AL, 6.91%; A.G. Edwards & Sons, St. Louis, MO, 5.27%.

**CUSTODIAN.** United Missouri Bank, N.A., 1010 Grand Avenue, Kansas City, Missouri, 64106, is the custodian of the assets of the Fund. The custodian is responsible for the safekeeping of the Fund's assets and the appointment of subcustodian banks and clearing agencies. The custodian takes no part in determining the investment policies of the Fund or in deciding which securities are purchased or sold by the Fund. The Fund may, however, invest in certain obligations of the custodian and may purchase or sell certain securities from or sell securities to the custodian.

FMR, its officers and directors, its affiliated companies, and the Trust's Trustees may from time to time have transactions with various banks, including banks serving as custodian for certain of the funds advised by FMR. Transactions that have occurred to date include mortgages and personal and general business loans. In the judgment of FMR the terms and conditions of those transactions were not influenced by existing or potential custodial or other fund relationships.

**AUDITOR.** Coopers & Lybrand, One Post Office Square, Boston, MA serves as the Trust's independent accountant. The auditor examines financial statements for the Fund, and provides other audit, tax, and related services.

#### FINANCIAL STATEMENTS

The Annual Report for Class A shares for the fiscal year ended November 30, 1993, a separate report supplied with this SAI, is incorporated herein by reference. The Annual Report is incorporated into the Institutional shares Prospectus.

#### APPENDIX

**DOLLAR-WEIGHTED AVERAGE MATURITY** for the Fund is derived by multiplying the value of each investment by the number of days remaining to its maturity, adding these calculations, and then dividing the total by the value of the Fund's portfolio. An obligation's maturity is typically determined on a stated final maturity basis, although there are some exceptions to this rule.

For example, if it is probable that the issuer of an instrument will take advantage of a maturity-shortening device, such as a call, refunding, or redemption provision, the date on which the instrument will probably be called, refunded, or redeemed may be considered to be its maturity date. When a municipal bond issuer has committed to call an issue of bonds and has established an independent escrow account that is sufficient to, and is pledged to, refund that issue, the number of days to maturity for the

prerefunded bond is considered to be the number of days to the announced call date of the bonds.

The descriptions that follow are examples of eligible ratings for the Fund. The Fund may, however, consider the ratings for other types of investments and the ratings assigned by other rating organizations when determining the eligibility of a particular investment.

DESCRIPTION OF MOODY'S INVESTORS SERVICE, INC.'S THREE HIGHEST MUNICIPAL BOND RATINGS:

AAA-- Bonds which are rated Aaa are judged to be of the best quality. They carry the smallest degree of investment risk and generally are referred to as "gilt edge." Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the Fundamentally strong position of such issues.

AA-- Bonds which are rated Aa are judged to be of high quality by all standards. Together with the Aaa group they comprise what are generally known as high-grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in Aaa securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in Aaa securities.

A-- Bonds which are rated A possess many favorable investment attributes and are to be considered as upper-medium grade obligations. Factors giving security to principal and interest are considered adequate, but elements may be present which suggest a susceptibility to impairment sometime in the future.

DESCRIPTION OF STANDARD & POOR'S CORPORATION'S THREE HIGHEST MUNICIPAL BOND RATINGS:

AAA-- Debt rated AAA has the highest rating assigned by Standard & Poor's to a debt obligation. Capacity to pay interest and repay principal is extremely strong.

AA-- Debt rated AA has a strong capacity to pay interest and repay principal and differs from the higher rated issues only in small degree.

A-- Debt rated A has a strong capacity to pay interest and repay principal, although it is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions.

DESCRIPTION OF MOODY'S INVESTORS SERVICE, INC.'S RATINGS OF STATE AND MUNICIPAL NOTES:

Moody's ratings for state and municipal and other short-term obligations will be designated Moody's Investment Grade (MIG or VMIG for variable rate obligations). This distinction is in recognition of the differences between short-term credit risk and long-term credit risk. Factors affecting the liquidity of the borrower and short-term cyclical elements are critical in short-term ratings, while other factors of major importance in bond risk, long-term secular trends for example, may be less important in the short run. Symbols used will be as follows:

MIG-1/VMIG-1-- This designation denotes best quality. There is present strong protection by established cash flows, superior liquidity support, or demonstrated broad-based access to the market for refinancing.

MIG-2/VMIG-2-- This designation denotes high quality. Margins of protection are ample although not so large as in the preceding group.

DESCRIPTION OF STANDARD & POOR'S CORPORATION'S RATINGS OF STATE AND MUNICIPAL NOTES:

SP-1-- Very strong or strong capacity to pay principal and interest. Those issues determined to possess overwhelming safety characteristics will be given a plus (+) designation.

SP-2-- Satisfactory capacity to pay principal and interest.

FIDELITY ADVISOR SHORT-INTERMEDIATE TAX-EXEMPT FUND

A FUND OF FIDELITY ADVISOR SERIES VI

STATEMENT OF ADDITIONAL INFORMATION

JUNE 30, 1994

This Statement is not a prospectus but should be read in conjunction with the current Prospectus (dated June 30, 1994) for Fidelity Advisor Short-Intermediate Tax-Exempt Fund (the Fund). Please retain this document for future reference. Additional copies of the Prospectus and Statement of Additional Information are available upon request from Fidelity Distributors Corporation, 82 Devonshire Street Boston, Massachusetts 02109, or from your investment professional.

(bullet) NATIONWIDE 800-522-7297

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#### INVESTMENT ADVISER

Fidelity Management & Research Company (FMR)

#### DISTRIBUTOR

Fidelity Distributors Corporation (Distributors)

#### TRANSFER AGENT

United Missouri Bank, N.A. (United Missouri)

#### SUB-TRANSFER AGENT

State Street Bank and Trust Company (State Street)

ASIT-PTB-594

#### INVESTMENT POLICIES AND LIMITATIONS

The following policies and limitations supplement those set forth in the Prospectus. Unless otherwise noted, whenever an investment policy or limitation states a maximum percentage of the Fund's assets that may be invested in any security or other asset, or sets forth a policy regarding quality standards, such standard or percentage limitation shall be determined immediately after and as a result of the Fund's acquisition of such security or other asset. Accordingly, any subsequent change in values, net assets, or other circumstances will not be considered when determining whether the investment complies with the Fund's investment policies and limitations.

The Fund's fundamental investment policies and limitations may not be changed without approval by a "majority of the outstanding voting securities" (as defined in the Investment Company Act of 1940) of the Fund. THE FOLLOWING ARE THE FUND'S FUNDAMENTAL INVESTMENT LIMITATIONS SET FORTH IN THEIR ENTIRETY. THE FUND MAY NOT:

- (1) issue senior securities, except as permitted under the Investment Company Act of 1940;
- (2) borrow money, except that the Fund may borrow money for temporary or emergency purposes (not for leveraging or investment) in an amount not exceeding 33 1/3% of its total assets (including the amount borrowed) less liabilities (other than borrowings). Any borrowings that come to exceed this amount will be reduced within three days (not including Sundays and holidays) to the extent necessary to comply with the 33 1/3% limitation;
- (3) underwrite securities issued by others, except to the extent that the Fund may be considered an underwriter within the meaning of the Securities Act of 1933 in the disposition of restricted securities;
- (4) purchase the securities of any issuer (other than securities issued or guaranteed by the U.S. government or any of its agencies or instrumentalities, or tax-exempt obligations issued or guaranteed by a U.S. territory or possession or a state or local government, or a political subdivision of any of the foregoing) if, as a result, more than 25% of the Fund's total assets would be invested in securities of companies whose principal business activities are in the same industry;
- (5) purchase or sell real estate, unless acquired as a result of ownership of securities or other instruments (but this shall not prevent the Fund from investing in securities or other instruments backed by real estate or securities of companies engaged in the real estate business;
- (6) purchase or sell physical commodities unless acquired as a result of ownership of securities or other instruments (but this shall not prevent the Fund from purchasing or selling options and futures contracts or from investing in securities or other instruments backed by physical commodities);
- (7) lend any security or make any other loan if, as a result, more than 33 1/3% of its total assets would be lent to other parties (but this limitation does not apply to purchases of debt securities or to repurchase agreements); or
- (8) invest in oil, gas or other mineral exploration or development programs.

THE FOLLOWING INVESTMENT LIMITATIONS ARE NOT FUNDAMENTAL AND MAY BE CHANGED WITHOUT SHAREHOLDER APPROVAL.

- (i) To meet federal tax requirements for qualification as a "regulated investment company," the Fund limits its investments so that at the close of each quarter of its taxable year: (a) with regard to at least 50% of total assets, no more than 5% of total assets are invested in the securities of a single issuer, and (b) no more than 25% of total assets are invested in the securities of a single issuer. Limitations (a) and (b) do not apply to "Government securities" as defined for federal tax purposes.

(ii) The Fund does not currently intend to sell securities short.

(iii) The Fund does not currently intend to purchase securities on margin, except that the Fund may obtain such short-term credits as are necessary for the clearance of transactions, and provided that margin payments in connection with futures contracts and options on futures contracts shall not constitute purchasing securities on margin.

(iv) The Fund may borrow money only (a) from a bank or from a registered investment company or portfolio for which FMR or an affiliate serves as investment adviser or (b) by engaging in reverse repurchase agreements with any party (reverse repurchase agreements are treated as borrowings for purposes of fundamental investment limitation (2)). The Fund will not purchase any security while borrowings representing more than 5% of its total assets are outstanding. The Fund will not borrow from other funds advised by FMR or its affiliates if total outstanding borrowings immediately after such borrowing would exceed 15% of the Fund's total assets.

(v) The Fund does not currently intend to purchase any security if, as a result, more than 10% of its net assets would be invested in securities that are deemed to be illiquid because they are subject to legal or contractual restrictions on resale or because they cannot be sold or disposed of in the ordinary course of business at approximately the prices at which they are valued.

(vi) The Fund does not currently intend to engage in repurchase agreements or make loans, but this limitation does not apply to purchases of debt securities.

(vii) The Fund does not currently intend to (a) purchase securities of other investment companies, except in the open market where no commission except the ordinary broker's commission is paid, or (b) purchase or retain securities issued by other open-end investment companies. Limitations (a) and (b) do not apply to securities received as dividends, through offers of exchange, or as a result of a reorganization, consolidation, or merger.

(viii) The Fund does not currently intend to purchase the securities of any issuer if those officers and Trustees of the Trust and those officers and directors of FMR who individually own more than 1/2 of 1% of the securities of such issuer together own more than 5% of such issuer's securities.

(ix) The Fund does not currently intend to purchase the securities of any issuer (other than securities issued or guaranteed by domestic or foreign governments or political sub-divisions thereof) if, as a result, more than 5% of its total assets would be invested in the securities of business enterprises that, including predecessors, have a record of less than three years continuous operations.

(x) The Fund may not purchase or sell physical commodities unless acquired as a result of ownership of securities or other instruments (but this shall not prevent the Fund from purchasing or selling options and futures contracts or from investing in securities or other instruments backed by physical commodities).

(xi) The Fund does not currently intend to invest in interests of real estate investment trusts that are not readily marketable, or to invest in interests of real estate limited partnerships that are not listed on the New York Stock Exchange or the American Stock Exchange or traded on the NASDAQ National Market System.

(xii) The Fund does not currently intend to invest in oil, gas, or other mineral exploration or development programs or leases. For purposes of limitations (1), (4), and (i), FMR identifies the issuer of a security depending on its terms and conditions. In identifying the issuer, FMR will consider the entity or entities responsible for payment of interest and repayment of principal and the source of such payments; the way in which assets and revenues of an issuing political subdivision are separated from those of other political entities; and whether a governmental body is guaranteeing the security. For the Fund's limitations on futures and options transactions, see the section entitled "Limitations on Futures and Options Transactions" beginning on page 6.

**AFFILIATED BANK TRANSACTIONS.** The Fund may engage in transactions with financial institutions that are, or may be considered to be, "affiliated persons" of the fund under the Investment Company Act of 1940. These transactions may include repurchase agreements with, the 50 largest U.S. banks (measured by deposits); municipal securities; U.S. government securities with affiliated financial institutions that are primary dealers in these securities; short-term currency transactions; and short-term borrowings. In accordance with exemptive orders issued by the Securities and Exchange Commission, the Board of Trustees has established and periodically reviews procedures applicable to transactions involving affiliated financial institutions.

**FUND'S RIGHTS AS A SHAREHOLDER.** The Fund does not intend to direct or administer the day-to-day operations of any company. The Fund, however, may exercise its rights as a shareholder and may communicate its views on important matters of policy to management, the board of directors, and other shareholders of a company when FMR determines that such matters could have a significant effect on the value of the Fund's investment in the company. The activities that the Fund may engage in, either individually or in conjunction with others, may include, among others, supporting or opposing proposed changes in a company's corporate structure or business

activities; seeking changes in a company's directors or management; seeking changes in company's direction or policies; seeking the sale or reorganization of the company or a portion of its assets; or supporting or opposing third-party takeover efforts. This area of corporate activity is increasingly prone to litigation and it is possible that the Fund could be involved in lawsuits related to such activities. FMR will monitor such activities with a view to mitigating, to the extent possible, the risk of litigation against the Fund and the risk of actual liability if the Fund is involved in litigation. No guarantee can be made, however, that litigation against the Fund will not be undertaken or liabilities incurred.

**DELAYED-DELIVERY TRANSACTIONS.** The Fund may buy and sell securities on a delayed-delivery or when-issued basis. These transactions involve a commitment by the Fund to purchase or sell specific securities at a predetermined price or yield, with payment and delivery taking place after the customary settlement period for that type of security (and more than seven days in the future). Typically, no interest accrues to the purchaser until the security is delivered. The Fund may receive fees for entering into delayed-delivery transactions.

When purchasing securities on a delayed-delivery basis, the Fund assumes the rights and risks of ownership, including the risk of price and yield fluctuations. Because the Fund is not required to pay for securities until the delivery date, these risks are in addition to the risks associated with the Fund's other investments. If the Fund remains substantially fully invested at a time when delayed-delivery purchases are outstanding, the delayed-delivery purchases may result in a form of leverage. When delayed-delivery purchases are outstanding, the Fund will set aside appropriate liquid assets in a segregated custodial account to cover its purchase obligations. When the Fund has sold a security on a delayed-delivery basis, the Fund does not participate in further gains or losses with respect to the security. If the other party to a delayed-delivery transaction fails to deliver or pay for the securities, the Fund could miss a favorable price or yield opportunity, or could suffer a loss.

The Fund may renegotiate delayed-delivery transactions after they are entered into, and may sell underlying securities before they are delivered, which may result in capital gains or losses.

**REFUNDING CONTRACTS.** The Fund may purchase securities on a when-issued basis in connection with the refinancing of an issuer's outstanding indebtedness. Refunding contracts require the issuer to sell and the Fund to buy refunded municipal obligations at a stated price and yield on a settlement date that may be several months or several years in the future. The Fund generally will not be obligated to pay the full purchase price if it fails to perform under a refunding contract. Instead, refunding contracts generally provide for payment of liquidated damages to the issuer (currently 15-20% of the purchase price). The Fund may secure its obligations under a refunding contract by depositing collateral or a letter of credit equal to the liquidated damages provisions of the refunding contract. When required by SEC guidelines, the Fund will place liquid assets in a segregated custodial account equal in amount to its obligations under refunding contracts.

**INVERSE FLOATERS** are instruments whose interest rates bear an inverse relationship to the interest rate on another security or the value of an index. Changes in the interest rate on the other security or index inversely affect the residual interest rate paid on the inverse floater, with the result that the inverse floater's price will be considerably more volatile than that of a fixed-rate bond. For example, a municipal issuer may decide to issue two variable-rate instruments instead of a single long-term, fixed-rate bond. The interest rate on one instrument reflects short-term interest rates, while the interest rate on the other instrument (the inverse floater) reflects the approximate rate the issuer would have paid on a fixed-rate bond, multiplied by two, minus the interest rate paid on the short-term instrument. Depending on market availability, the two portions may be recombined to form a fixed-rate municipal bond. The market for inverse floaters is relatively new.

**VARIABLE OR FLOATING RATE OBLIGATIONS**, including certain participation interests in municipal instruments, have interest rate adjustment formulas that help stabilize their market values. Many variable and floating rate instruments also carry demand features that permit the Fund to sell them at par value plus accrued interest on short notice.

In many instances bonds and participation interests have tender options or demand features that permit the Fund to tender (or put) the bonds to an institution at periodic intervals and to receive the principal amount thereof. The Fund considers variable rate instruments structured in this way (Participating VRDOs) to be essentially equivalent to other VRDOs it purchases. The IRS has not ruled whether the interest on Participating VRDOs is tax-exempt and, accordingly, the Fund intends to purchase these instruments based on opinions of bond counsel. The Fund may also invest in fixed-rate bonds that are subject to third party puts and in participation interests in such bonds held by a bank in trust or otherwise.

**TENDER OPTION BONDS** are created by coupling an intermediate- or long-term, tax-exempt bond (generally held pursuant to a custodial arrangement) with a tender agreement that gives the holder the option to tender the bond at its face value. As consideration for providing the tender option, the sponsor (usually a bank, broker-dealer, or other financial institution) receives periodic fees equal to the difference between the bond's fixed coupon rate

and the rate (determined by a remarketing or similar agent) that would cause the bond, coupled with the tender option, to trade at par on the date of such determination. After payment of the tender option fee, the Fund effectively holds a demand obligation that bears interest at the prevailing short-term tax-exempt rate. In selecting tender option bonds for the Fund, FMR will consider the creditworthiness of the issuer of the underlying bond, the custodian, and the third party provider of the tender option. In certain instances, a sponsor may terminate a tender option if, for example, the issuer of the underlying bond defaults on interest payments. ZERO COUPON BONDS do not make regular interest payments. Instead, they are sold at a deep discount from their face value and are redeemed at face value when they mature. Because zero coupon bonds do not pay current income, their prices can be very volatile when interest rates change. In calculating its daily dividend, the Fund takes into account as income a portion of the difference between a zero coupon bond's purchase price and its face value.

STANDBY COMMITMENTS are puts that entitle holders to same-day settlement at an exercise price equal to the amortized cost of the underlying security plus accrued interest, if any, at the time of exercise. The Fund may acquire standby commitments to enhance the liquidity of portfolio securities.

Ordinarily the Fund will not transfer a standby commitment to a third party, although it could sell the underlying municipal security to a third party at any time. The Fund may purchase standby commitments separate from or in conjunction with the purchase of securities subject to such commitments. In the latter case, the Fund would pay a higher price for the securities acquired, thus reducing their yield to maturity.

Issuers or financial intermediaries may obtain letters of credit or other guarantees to support their ability to buy securities on demand. FMR may rely upon its evaluation of a bank's credit in determining whether to support an instrument supported by a letter of credit. In evaluating a foreign bank's credit, FMR will consider whether adequate public information about the bank is available and whether the bank may be subject to unfavorable political or economic developments, currency controls, or other governmental restrictions that might affect the bank's ability to honor its credit commitment.

Standby commitments are subject to certain risks, including the ability of issuers of standby commitments to pay for securities at the time the commitments are exercised; the fact that standby commitments are not marketable by the Fund; and the possibility that the maturities of the underlying securities may be different from those of the commitments.

MUNICIPAL LEASE OBLIGATIONS. The Fund may invest a portion of its assets in municipal leases and participation interests therein. These obligations, which may take the form of a lease, an installment purchase, or a conditional sale contract, are issued by state and local governments and authorities to acquire land and a wide variety of equipment and facilities. Generally, the Fund will not hold such obligations directly as a lessor of the property, but will purchase a participation interest in a municipal obligation from a bank or other third party. A participation interest gives the Fund a specified, undivided interest in the obligation in proportion to its purchased interest in the total amount of the obligation.

Municipal leases frequently have risks distinct from those associated with general obligation or revenue bonds. State constitutions and statutes set forth requirements that states or municipalities must meet to incur debt. These may include voter referenda, interest rate limits, or public sale requirements. Leases, installment purchases, or conditional sale contracts (which normally provide for title to the leased asset to pass to the governmental issuer) have evolved as a means for governmental issuers to acquire property and equipment without meeting their constitutional and statutory requirements for the issuance of debt. Many leases and contracts include non-appropriation clauses" providing that the governmental issuer has no obligation to make future payments under the lease or contract unless money is appropriated for such purposes by the appropriate legislative body on a yearly or other periodic basis. Non-appropriation clauses free the issuer from debt issuance limitations.

FEDERALLY TAXABLE OBLIGATIONS. The Fund does not intend to invest in securities whose interest is federally taxable; however, from time to time, the Fund may invest a portion of its assets on a temporary basis in fixed-income obligations whose interest is subject to federal income tax. For example, the Fund may invest in obligations whose interest is federally taxable pending the investment or reinvestment in municipal securities of proceeds from the sale of its shares or sales of portfolio securities. Should the Fund invest in federally taxable obligations, it would purchase securities that in FMR's judgment are of high quality. These would include obligations issued or guaranteed by the U.S. government or its agencies or instrumentalities; obligations of domestic banks; and repurchase agreements. The Fund's standards for high-quality, taxable obligations are essentially the same as those described by Moody's Investors Service, Inc. (Moody's) in rating corporate obligations within its two highest ratings of Prime-1 and Prime-2, and those described by Standard & Poor's Corporation (S&P) in rating corporate obligations within its two highest ratings of A-1 and A-2.

Proposals to restrict or eliminate the federal income tax exemption for interest on municipal obligations are introduced before Congress from time to time. Proposals also may be introduced before state legislatures that

would affect the state tax treatment of the Fund's distributions. If such proposals were enacted, the availability of municipal obligations and the value of the Fund's holdings would be affected and the Trustees would reevaluate the Fund's investment objective and policies. The Fund anticipates being as fully invested as practicable in municipal securities; however, there may be occasions when, as a result of maturities of portfolio securities, sales of Fund shares, or in order to meet redemption requests, the Fund may hold cash that is not earning income. In addition, there may be occasions when, in order to raise cash to meet redemptions, the Fund may be required to sell securities at a loss.

**Indexed Securities.** The Fund may purchase securities whose prices are indexed to the prices of others securities, securities indices, or other financial indicators. Indexed securities typically, but not always, are debt securities or deposits whose value at maturity or coupon rate is determined by reference to a specific instrument or statistic. Indexed securities may have principal payments as well as coupon payments that depend on the performance of one or more interest rates. Their coupon rates or principal payments may change by several percentage points for every 1% interest rate change. One example of indexed securities is inverse floaters.

The performance of indexed securities depends to a great extent on the performance of the security or other instrument to which they are indexed, and may also be influenced by interest rate changes. At the same time, indexed securities are subject to the credit risks associated with the issuer of the security, and their values may decline substantially if the issuer's creditworthiness deteriorates. Indexed securities may be more volatile than the underlying instruments.

**ILLIQUID INVESTMENTS** are investments that cannot be sold or disposed of in the ordinary course of business at approximately the prices at which they are valued. Under the supervision of the Board of Trustees, FMR determines the liquidity of the Fund's investments and, through reports from FMR, the Board monitors investments in illiquid instruments. In determining the liquidity of the Fund's investments, FMR may consider various factors including (1) the frequency of trades and quotations, (2) the number of dealers and prospective purchasers in the marketplace, (3) dealer undertakings to make a market, (4) the nature of the security (including any demand or tender features) and (5) the nature of the marketplace for trades (including the ability to assign or offset the Fund's rights and obligations relating to the investment). Investments currently considered by the Fund to be illiquid include over-the-counter options. Also, FMR may determine some restricted securities and municipal lease obligations to be illiquid. However, with respect to over-the-counter options the Fund writes, all or a portion of the value of the underlying instrument may be illiquid depending on the assets held to cover the option and the nature and terms of any agreement the Fund may have to close out the option before expiration. In the absence of market quotations, illiquid investments are priced at fair value as determined in good faith by a committee appointed by the Board of Trustees. If through a change in values, net assets or other circumstances, the Fund were in a position where more than 10% of its net assets were invested in illiquid securities, it would seek to take appropriate steps to protect liquidity.

**RESTRICTED SECURITIES** generally can be sold in privately negotiated transactions, pursuant to an exemption from registration under the Securities Act of 1933, or in a registered public offering. Where registration is required, the Fund may be obligated to pay all or part of the registration expense and a considerable period may elapse between the time it decides to seek registration and the time the Fund may be permitted to sell a security under an effective registration statement. If, during such a period, adverse market conditions were to develop, the Fund might obtain a less favorable price than prevailed when it decided to seek registration of the security.

**LOWER-RATED MUNICIPAL SECURITIES.** The Fund may invest a portion of its assets in lower-rated municipal securities as described in the Prospectus. While the market for municipals is considered to be substantial, adverse publicity and changing investor perceptions may affect the ability of outside pricing services used by the Fund to value its portfolio securities, and the Fund's ability to dispose of lower-rated bonds. The outside pricing services are monitored by FMR and reported to the Board to determine whether the services are furnishing prices that accurately reflect fair value. The impact of changing investor perceptions may be especially pronounced in markets where municipal securities are thinly traded.

The Fund may choose, at its expense or in conjunction with others, to pursue litigation or otherwise exercise its rights as a security holder to seek to protect the interests of security holders if it determines this to be in the best interest of the Fund's shareholders.

**REPURCHASE AGREEMENTS.** In a repurchase agreement, the Fund purchases a security and simultaneously commits to resell that security to the seller at an agreed-upon price on an agreed-upon date within a number of days from the date of purchase. The resale price reflects the purchase price plus an agreed-upon incremental amount which is unrelated to the coupon rate or maturity of the purchased security. A repurchase agreement involves the obligation of the seller to pay the agreed-upon price, which obligation is

in effect secured by the value (at least equal to the amount of the agreed-upon resale price and marked to market daily) of the underlying security. The Fund may enter into a repurchase agreement with respect to any security in which it is authorized to invest. While it does not presently appear possible to eliminate all risks from these transactions (particularly the possibility of a decline in the market value of the underlying securities, as well as delay and costs to the Fund in connection with bankruptcy proceedings), it is the Fund's current policy to limit repurchase agreements to those member banks of the Federal Reserve System and primary dealers in U.S. government securities whose creditworthiness has been reviewed and found satisfactory by FMR.

**REVERSE REPURCHASE AGREEMENTS.** In a reverse repurchase agreement, the Fund sells a portfolio instrument to another party, such as a bank or broker-dealer, in return for cash and agrees to repurchase the instrument at a particular price and time. While a reverse repurchase agreement is outstanding, the Fund will maintain appropriate liquid assets in a segregated custodial account to cover its obligation under the agreement. The Fund will enter into reverse repurchase agreements only with parties whose creditworthiness is deemed satisfactory by FMR. As a result, such transactions may increase fluctuations in the market value of the Fund's assets and may be viewed as a form of leverage.

**LIMITATIONS ON FUTURES AND OPTIONS TRANSACTIONS.** The Fund intends to file a notice of eligibility for exclusion from the definition of the term "commodity pool operator" with the Commodity Futures Trading Commission (CFTC) and the National Futures Association, which regulate trading in the futures markets. The Fund intends to comply with Section 4.5 of the regulations under the Commodity Exchange Act, which limits the extent to which the Fund can commit assets to initial margin deposits and option premiums.

In addition, the Fund will not: (a) sell futures contracts, purchase put options, or write call options if, as a result, more than 25% of the Fund's total assets would be hedged with futures and options under normal conditions; (b) purchase futures contracts or write put options if, as a result, the Fund's total obligations upon settlement or exercise of purchased futures contracts and written put options would exceed 25% of its total assets; or (c) purchase call options if, as a result, the current value of option premiums for call options purchased by the Fund would exceed 5% of the Fund's total assets. These limitations do not apply to options attached to or acquired or traded together with their underlying securities, and do not apply to securities that incorporate features similar to options.

The above limitations on the Fund's investments in futures contracts and options, and the Fund's policies regarding futures contracts and options discussed elsewhere in this Statement of Additional Information are not fundamental policies and may be changed as regulatory agencies permit.

**FUTURES CONTRACTS.** When the Fund purchases a futures contract, it agrees to purchase a specified underlying instrument at a specified future date. When the Fund sells a futures contract, it agrees to sell the underlying instrument at a specified future date. The price at which the purchase and sale will take place is fixed when the Fund enters into the contract. Some currently available futures contracts are based on specific securities, such as U.S. Treasury bonds or notes, and some are based on indices of securities prices, such as the Bond Buyer Municipal Bond Index. Futures can be held until their delivery dates, or can be closed out before then if a liquid secondary market is available.

The value of a futures contract tends to increase and decrease in tandem with the value of its underlying instrument. Therefore, purchasing futures contracts will tend to increase the Fund's exposure to positive and negative price fluctuations in the underlying instrument, much as if it had purchased the underlying instrument directly. When the Fund sells a futures contract, by contrast, the value of its futures position will tend to move in a direction contrary to the market. Selling futures contracts, therefore, will tend to offset both positive and negative market price changes, much as if the underlying instrument had been sold.

**FUTURES MARGIN PAYMENTS.** The purchaser or seller of a futures contract is not required to deliver or pay for the underlying instrument unless the contract is held until the delivery date. However, both the purchaser and seller are required to deposit "initial margin" with a futures broker, known as a futures commission merchant (FCM), when the contract is entered into. Initial margin deposits are typically equal to a percentage of the contract's value. If the value of either party's position declines, that party will be required to make additional "variation margin" payments to settle the change in value on a daily basis. The party that has a gain may be entitled to receive all or a portion of this amount. Initial and variation margin payments do not constitute purchasing securities on margin for purposes of the Fund's investment limitations. In the event of the bankruptcy of an FCM that holds margin on behalf of the Fund, the Fund may be entitled to return of margin owed to it only in proportion to the amount received by the FCM's other customers, potentially resulting in losses to the Fund.

**PURCHASING PUT AND CALL OPTIONS.** By purchasing a put option, the Fund obtains the right (but not the obligation) to sell the option's underlying instrument at a fixed strike price. In return for this right, the Fund pays the current market price for the option (known as the option premium). Options have various types of underlying instruments, including specific

securities, indices of securities prices, and futures contracts. The Fund may terminate its position in a put option it has purchased by allowing it to expire or by exercising the option. If the option is allowed to expire, the Fund will lose the entire premium it paid. If the Fund exercises the option, it completes the sale of the underlying instrument at the strike price. The Fund may also terminate a put option position by closing it out in the secondary market at its current price, if a liquid secondary market exists.

The buyer of a typical put option can expect to realize a gain if security prices fall substantially. However, if the underlying instrument's price does not fall enough to offset the cost of purchasing the option, a put buyer can expect to suffer a loss (limited to the amount of the premium paid, plus related transaction costs).

The features of call options are essentially the same as those of put options, except that the purchaser of a call option obtains the right to purchase, rather than sell, the underlying instrument at the option's strike price. A call buyer typically attempts to participate in potential price increases of the underlying instrument with risk limited to the cost of the option if security prices fall. At the same time, the buyer can expect to suffer a loss if underlying security prices do not rise sufficiently to offset the cost of the option.

**WRITING PUT AND CALL OPTIONS.** When the Fund writes a put option, it takes the opposite side of the transaction from the option's purchaser. In return for receipt of the premium, the Fund assumes the obligation to pay the strike price for the option's underlying instrument if the other party to the option chooses to exercise it. When writing an option on a futures contract the Fund will be required to make margin payments to an FCM as described above for futures contracts. The Fund may seek to terminate its position in a put option it writes before exercise by closing out the option in the secondary market at its current price. If the secondary market is not liquid for a put option the Fund has written, however, the Fund must continue to be prepared to pay the strike price while the option is outstanding, regardless of price changes, and must continue to set aside assets to cover its position.

If security prices rise, a put writer would generally expect to profit, although its gain would be limited to the amount of the premium it received. If security prices remain the same over time, it is likely that the writer will also profit, because it should be able to close out the option at a lower price. If security prices fall, the put writer would expect to suffer a loss. This loss should be less than the loss from purchasing the underlying instrument directly, however, because the premium received for writing the option should mitigate the effects of the decline. Writing a call option obligates the Fund to sell or deliver the option's underlying instrument, in return for the strike price, upon exercise of the option. The characteristics of writing call options are similar to those of writing put options, except that writing calls generally is a profitable strategy if prices remain the same or fall. Through receipt of the option premium, a call writer mitigates the effects of a price decline. At the same time, because a call writer must be prepared to deliver the underlying instrument in return for the strike price, even if its current value is greater, a call writer gives up some ability to participate in security price increases.

**COMBINED POSITIONS.** The Fund may purchase and write options in combination with each other, or in combination with futures or forward contracts, to adjust the risk and return characteristics of the overall position. For example, the Fund may purchase a put option and write a call option on the same underlying instrument, in order to construct a combined position whose risk and return characteristics are similar to selling a futures contract. Another possible combined position would involve writing a call option at one strike price and buying a call option at a lower price, in order to reduce the risk of the written call option in the event of a substantial price increase. Because combined options positions involve multiple trades, they result in higher transaction costs and may be more difficult to open and close out.

**CORRELATION OF PRICE CHANGES.** Because there are a limited number of types of exchange-traded options and futures contracts, it is likely that the standardized contracts available will not match the Fund's current or anticipated investments exactly. The Fund may invest in options and futures contracts based on securities with different issuers, maturities, or other characteristics from the securities in which it typically invests, which involves a risk that the options or futures position will not track the performance of the Fund's other investments.

Options and futures prices can also diverge from the prices of their underlying instruments, even if the underlying instruments match the Fund's investments well. Options and futures prices are affected by such factors as current and anticipated short-term interest rates, changes in volatility of the underlying instrument, and the time remaining until expiration of the contract, which may not affect security prices the same way. Imperfect correlation may also result from differing levels of demand in the options and futures markets and the securities markets, from structural differences in how options and futures and securities are traded, or from imposition of daily price fluctuation limits or trading halts. The Fund may purchase or sell options and futures contracts with a greater or lesser value than the securities it wishes to hedge or intends to purchase in order to attempt to compensate for differences in volatility between the contract and the

securities, although this may not be successful in all cases. If price changes in the Fund's options or futures positions are poorly correlated with its other investments, the positions may fail to produce anticipated gains or result in losses that are not offset by gains in other investments.

**LIQUIDITY OF OPTIONS AND FUTURES CONTRACTS.** There is no assurance a liquid secondary market will exist for any particular options or futures contract at any particular time. Options may have relatively low trading volume and liquidity if their strike prices are not close to the underlying instrument's current price. In addition, exchanges may establish daily price fluctuation limits for options and futures contracts, and may halt trading if a contract's price moves upward or downward more than the limit in a given day. On volatile trading days when the price fluctuation limit is reached or a trading halt is imposed, it may be impossible for the Fund to enter into new positions or close out existing positions. If the secondary market for a contract is not liquid because of price fluctuation limits or otherwise, it could prevent prompt liquidation of unfavorable positions, and potentially could require the Fund to continue to hold a position until delivery or expiration regardless of changes in its value. As a result, the Fund's access to other assets held to cover its options or futures positions could also be impaired.

**OTC OPTIONS.** Unlike exchange-traded options, which are standardized with respect to the underlying instrument, expiration date, contract size, and strike price, the terms of over-the-counter options (options not traded on exchanges) generally are established through negotiation with the other party to the option contract. While this type of arrangement allows the Fund greater flexibility to tailor an option to its needs, OTC options generally involve greater credit risk than exchange-traded options, which are guaranteed by the clearing organization of the exchanges where they are traded.

**ASSET COVERAGE FOR FUTURES AND OPTIONS POSITIONS.** The Fund will comply with guidelines established by the SEC with respect to coverage of options and futures strategies by mutual funds, and if the guidelines so require will set aside appropriate liquid assets in a segregated custodial account in the amount prescribed. Securities held in a segregated account cannot be sold while the futures or option strategy is outstanding, unless they are replaced with other suitable assets. As a result, there is a possibility that segregation of a large percentage of the Fund's assets could impede portfolio management or the Fund's ability to meet redemption requests or other current obligations.

**EDUCATION.** In general, there are two types of education-related bonds; those issued to finance projects for public colleges and universities, and those representing pooled interests in student loans. Bonds issued to supply public educational institutions with funds are subject to the risk of unanticipated revenue decline, primarily the result of decreasing student enrollment. Among the factors that may affect enrollment are restrictions on students' ability to pay tuition, availability of state and federal funding, and general economic conditions.

Student loan revenue bonds are backed by pools of student loans and are generally offered by state (or substate) authorities or commissions. Student loans are guaranteed by state guarantee agencies and reinsured by the Department of Education. The risks associated with these issues is that default on the student loans may result in prepayment to bondholders and an earlier-than-anticipated retirement of the bond.

#### **PORTFOLIO TRANSACTIONS**

All orders for the purchase or sale of portfolio securities are placed on behalf of the Fund by FMR pursuant to authority contained in the management contract. FMR is also responsible for the placement of transaction orders for other investment companies and accounts for which it or its affiliates act as investment adviser. In selecting broker-dealers, subject to applicable limitations of the federal securities laws, FMR will consider various relevant factors, including, but not limited to, the size and type of the transaction; the nature and character of the markets for the security to be purchased or sold; the execution efficiency, settlement capability, and financial condition of the broker-dealer firm; the broker-dealer's execution services rendered on a continuing basis; and the reasonableness of any commissions; and the existence of any directed brokerage arrangements.

The Fund may execute portfolio transactions with broker-dealers who provide research and execution services to the Fund or other accounts over which FMR or its affiliates exercise investment discretion. Such services may include advice concerning the value of securities; the advisability of investing in, purchasing or selling securities; the availability of securities or the purchasers or sellers of securities; furnishing analyses and reports concerning issuers, industries, securities, economic factors and trends, portfolio strategy and performance of accounts; and effecting securities transactions and performing functions incidental thereto (such as clearance and settlement). The selection of such broker-dealers is generally made by FMR (to the extent possible consistent with execution considerations) in accordance with a ranking of broker-dealers determined periodically by FMR's investment staff based upon the quality of research and execution services provided.

The receipt of research from broker-dealers that execute transactions on behalf of the Fund may be useful to FMR in rendering investment management services to the Fund or its other clients, and conversely, such research

provided by broker-dealers who have executed transaction orders on behalf of other FMR clients may be useful to FMR in carrying out its obligations to the Fund. The receipt of such research has not reduced FMR's normal independent research activities; however, it enables FMR to avoid additional expenses that could be incurred if FMR tried to develop comparable information through its own efforts.

Subject to applicable limitations of the federal securities laws, broker-dealers may receive commissions for agency transactions that are in excess of the amount of commissions charged by other broker-dealers in recognition of their research and execution services. In order to cause the Fund to pay such higher commissions, FMR must determine in good faith that such commissions are reasonable in relation to the value of the brokerage and research services provided by such executing broker-dealers viewed in terms of a particular transaction or FMR's overall responsibilities to the Fund and its other clients. In reaching this determination, FMR will not attempt to place a specific dollar value on the brokerage and research services provided or to determine what portion of the compensation should be related to those services.

FMR is authorized to use research services provided by and to place portfolio transactions with brokerage firms that have provided assistance in the distribution of shares of the Fund or on shares of other Fidelity Funds to the extent permitted by law. FMR may use research services provided by and place agency transactions with Fidelity Brokerage Services, Inc. (FBSI), a member of the New York Stock Exchange (NYSE) and subsidiary of FMR Corp., if the commissions are fair and reasonable and comparable to commissions charged by non-affiliated qualified brokerage firms for similar services. Section 11(a) of the Securities Exchange Act of 1934 prohibits members of national securities exchanges from executing exchange transactions for accounts which they or their affiliates manage, except in accordance with regulations of the SEC. Pursuant to such regulations, the Board of Trustees has approved a written agreement which permits FBSI to effect fund portfolio transactions on national securities exchanges and to retain compensation in connection with such transactions. The Trustees periodically review FMR's performance of its responsibilities in connection with the placement of portfolio transactions on behalf of the Fund and review the commissions paid by the Fund over representative periods of time to determine whether they are reasonable in relation to the benefits of the Fund.

From time to time the Trustees will review whether the recapture for the benefit of the Fund of some portion of the brokerage commissions or similar fees paid by the Fund on portfolio transactions is legally permissible and advisable. The Fund seeks to recapture soliciting broker-dealer fees on the tender of portfolio securities, but at present no other recapture arrangements are in effect. The Trustees intend to continue to review whether recapture opportunities are available and are legally permissible and, if so, to determine, in the exercise of their business judgment, whether it would be advisable for the Fund to seek such recapture.

Although the Trustees and officers of the Fund are substantially the same as those of other funds managed by FMR, investment decisions for the Fund are made independently from those of other funds managed by FMR or accounts managed by FMR affiliates. It sometimes happens that the same security is held in the portfolio of more than one of these funds or accounts.

Simultaneous transactions are inevitable when several funds are managed by the same investment adviser, particularly when the same security is suitable for the investment objective of more than one fund.

When two or more funds are simultaneously engaged in the purchase or sale of the same security, the prices and amounts are allocated in accordance with a formula considered by the officers of the funds involved to be equitable to each fund. In some cases this system could have a detrimental effect on the price or value of the security as far as the fund is concerned. In other cases, however, the ability of the fund to participate in volume transactions will produce better executions and prices for the fund. It is the current opinion of the Trustees that the desirability of retaining FMR as investment adviser to the Fund outweighs any disadvantages that may be said to exist from exposure to simultaneous transactions.

#### VALUATION OF PORTFOLIO SECURITIES

Valuations of portfolio securities furnished by the pricing service employed by the Fund are based upon a computerized matrix system or appraisals by the pricing service, in each case in reliance upon information concerning market transactions and quotations from recognized municipal securities dealers. The methods used by the pricing service and the quality of valuations so established are reviewed by officers of the Fund and Fidelity Service Company (Service) under the general supervision of the Trustees or officers acting on behalf of the Trustees. There are a number of pricing services available, and the Trustees, on the basis of on-going evaluation of these services, may use other pricing services or discontinue the use of any pricing service in whole or in part.

The Fund's money market instruments are valued on the basis of amortized cost. This technique involves initially valuing an instrument at its cost and thereafter assuming a constant amortization to maturity of any discount or premium, regardless of the market value of the instrument. The amortized cost value of an instrument may be higher or lower than the price the Fund would receive if it sold the instrument.

During periods of declining interest rates, the Fund's yield based on amortized cost may be higher than a yield based on market prices and

estimates of market prices. Under these circumstances, a new investor in the Fund would be able to obtain a somewhat higher yield than would result from investment in a fund utilizing solely market quotations to determine its NAV, and existing shareholders would receive less investment income. The converse would apply in a period of rising interest rates.

PERFORMANCE

The Fund may quote its performance in various ways. All performance information supplied by the Fund in advertising is historical and is not intended to indicate future returns. The Fund's share price, yield and total returns fluctuate in response to market conditions and other factors, and the value of Fund shares when redeemed may be more or less than their original cost.

YIELD CALCULATIONS. Yields are computed by dividing the Fund's interest and dividend income for a given 30-day or one month period, net of expenses, by the average number of shares entitled to receive distributions during the period, dividing this figure by its offering price (including the 1.5% maximum sales charge) at the end of the period and annualizing the result (assuming compounding of income) in order to arrive at an annual percentage rate. Income is calculated for purposes of yield quotations in accordance with standardized methods applicable to all stock and bond funds. In general, interest income is reduced with respect to bonds trading at a premium over their par value by subtracting a portion of the premium from income on a daily basis, and is increased with respect to bonds trading at a discount by adding a portion of the discount to daily income. Capital gains and losses are excluded from the calculation.

The Fund's tax-equivalent yield is the rate an investor would have to earn from a fully taxable investment in order to equal the Fund's tax-free yields. Tax-equivalent yields are calculated by dividing the Fund's yield by the result of one minus a stated federal and state tax rate. (If only a portion of the Fund's yield was tax-exempt, only that portion is adjusted in the calculation.)

1993 TAX RATES AND TAX-EQUIVALENT YIELDS

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
		Federal	If individual tax-exempt yield is:						
Single Return	Joint Return	Tax	2.00%	3.00%	4.00%	5.00%	6.00%	7.00%	
Taxable Income*	Taxable Income	Bracket**	The taxable-equivalent yield is:						

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
\$22, 101 -	\$53,500	\$36,901 -	\$89,150	28%	2.78%	4.17%	5.56%	6.94%	8.33%	9.72%	
\$53,501 -	115,000	\$89,151 -	140,000	31%	%	%	%	%	%	%	%

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115,001 -	250,000	140,001 -	250,000	36%	%	%	%	%	%	%	%

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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
250,001 -	+ 250,001 -	+ 39.6%	%	%	%	%	%	%	%	%	%

\* Net amount subject to federal income tax after deductions and exemptions. Assumes ordinary income only; does not include impact of preferential rate on long-term capital gain income.

\*\* Excludes the impact of the phaseout of personal exemptions, limitation on itemized deductions, and other credits, exclusions, and adjustments which may raise a taxpayer's marginal tax rate. An increase in a shareholder's marginal tax rate would increase that shareholder's tax-equivalent yield.

The Fund may invest a portion of its assets in obligations that are subject to federal income tax. When the Fund invests in these obligations, its tax-equivalent yield will be lower. In the table above, tax-equivalent yields are calculated assuming investments are 100% federally tax-free. Yield information may be useful in reviewing the Fund's performance and in providing a basis for comparison with other investment alternatives.

However, the Fund's yield fluctuates, unlike investments that pay a fixed interest rate over a stated period of time. When comparing investment alternatives, investors should also note the quality and maturity of the portfolio securities of the respective investment companies they have chosen to consider.

Investors should recognize that in periods of declining interest rates, the Fund's yield will tend to be somewhat higher than prevailing market rates, and that in periods of rising interest rates, the Fund's yield will tend to be somewhat lower. Also, when interest rates are falling, the inflow of net new money to the Fund from the continuous sale of its shares will likely be invested in instruments producing lower yields than the balance of the Fund's holdings, thereby reducing the current yield of the Fund. In periods of rising interest rates, the opposite can be expected to occur.

**TOTAL RETURN CALCULATIONS.** Total returns quoted in advertising reflect all aspects of the Fund's return, including the effect of reinvesting dividends and capital gain distributions, and any change in the Fund's net asset value per share (NAV) over the period. Average annual total returns are calculated by determining the growth or decline in value of a hypothetical historical investment in the Fund over a stated period, and then calculating the annually compounded percentage rate that would have produced the same result if the rate of growth or decline in value had been constant over the period. For example, a cumulative return of 100% over ten years would produce an average annual return of 7.18%, which is the steady annual rate that would equal 100% growth on a compounded basis in ten years. While average annual total returns are a convenient means of comparing investment alternatives, investors should realize that the Fund's performance is not constant over time, but changes from year to year, and that average annual total returns represent averaged figures as opposed to the actual year-to-year performance of the Fund.

In addition to average annual total returns, the Fund may quote unaveraged or cumulative total returns reflecting the simple change in value of an investment over a stated period. Average annual and cumulative total returns may be quoted as a percentage or as a dollar amount, and may be calculated for a single investment, a series of investments, or a series of redemptions, over any time period. Total returns may be broken down into their components of income and capital (including capital gain or loss and changes in share price) in order to illustrate the relationship of these factors and their contributions to total returns. Total returns may be quoted with or without taking the Fund's 1.5% maximum sales charge into account. Excluding the Fund's sales charge from a total return calculation produces a higher total return figure. Total returns, yields and other performance information may be quoted numerically or in a table, graph or similar illustration.

**PERFORMANCE COMPARISONS.** Ibbotson Associates of Chicago, Illinois (Ibbotson) provides historical returns of the capital markets in the United States, including common stocks, small capitalization stocks, long-term corporate bonds, intermediate-term government bonds, long-term government bonds, Treasury bills, the U.S. rate of inflation (based on the Consumer Price Index), and combinations of various capital markets. The performance of these capital markets is based on the returns of different indices. Fidelity funds may use the performance of these capital markets in order to demonstrate general risk-versus-reward investment scenarios. Performance comparisons may also include the value of a hypothetical investment in any of these capital markets. The risks associated with the security types in any capital market may or may not correspond directly to those of the funds. Ibbotson calculates total returns in the same method as the funds. The funds may also compare performance to that of other compilations or indices that may be developed and made available in the future.

The Fund's performance may be compared to the performance of other mutual funds in general, or to the performance of particular types of mutual funds. These comparisons may be expressed as mutual fund rankings prepared by Lipper Analytical Services, Inc. (Lipper), an independent service located in Summit, New Jersey which monitors the performance of mutual funds. Lipper generally ranks funds on the basis of total return, assuming reinvestment of distributions, but does not take sales charges or redemption fees into consideration, and is prepared without regard to tax consequences. Lipper may also rank the funds based on yield. In addition to the mutual fund rankings, The Fund's average annual total returns, yields and distribution rate include the effect of the maximum 1.5% sales charge. Cumulative total returns do not include the effect of the sales charge and would have been lower if the sales charge had been taken into account. The Fund's performance may be compared to mutual fund performance indices prepared by Lipper.

The Fund may compare its performance to that of other compilations or indices of comparable quality to those listed above which may be developed and made available in the future.

The Fund may quote its performance in advertising and other types of literature as compared to certificates of deposit (CDs), bank-issued money market instruments and money market mutual funds. Unlike CDs and money market instruments, money market mutual funds and the Fund are not insured by the FDIC.

The Fund may compare and contrast in advertising the relative advantages of investing in a mutual fund versus an individual municipal bond. Unlike tax-free mutual funds, individual municipal bonds offer a stated rate of interest, and, if held to maturity, repayment of principal. Although some

individual municipal bonds might offer a higher return, they do not offer the reduced risk of a mutual fund which invests in many different securities. The initial investment requirements and sales charges of many tax-free mutual funds are lower than the purchase cost of individual municipal bonds, which generally are issued in \$5,000 denominations and are subject to direct brokerage costs. The Fund may quote the yield or total return of Ginnie Maes, Fannie Maes, Freddie Macs, corporate bonds and U.S. Treasury bonds and notes, either in comparison to each other or to the Fund's performance. The Fund may compare and contrast in advertising the relative advantages of investing in a mutual fund versus an individual government security.

The Fund may compare its performance or the performance of securities in which it may invest to averages published by IBC USA (Publications), Inc. of Ashland, Massachusetts. These averages assume reinvestment of distributions. The Bond Fund Report Averages/All Municipal, which is reported in the BOND FUND REPORT, covers over 225 municipal bond funds. When evaluating comparisons to money market funds, investors should consider the relevant differences in investment objectives and policies. Specifically, money market funds invest in short-term, high-quality instruments and seek to maintain a stable \$1.00 share price. The Fund, however, invests in longer-term instruments and its share price changes daily in response to a variety of factors.

The Fund may reference and discuss its fund number, Quotron number, CUSIP number, and current portfolio manager in advertising.

From time to time, in reports and promotional literature, the Fund's performance also may be compared to other mutual funds tracked by financial or business publications and periodicals. For example, the Fund may quote Morningstar, Inc. in its advertising materials. Morningstar, Inc. is a mutual fund rating service that rates mutual funds on the basis of risk-adjusted performance. In addition, the Fund may quote financial or business publications and periodicals as they relate to fund management, investment philosophy, and investment techniques. Rankings that compare the performance of Fidelity funds to one another in appropriate categories over specific periods of time may also be quoted in advertising.

NET ASSET VALUE. Charts and graphs using the Fund's net asset values, adjusted net asset values and benchmark indices may be used to exhibit performance. An adjusted NAV includes any distributions paid by the Fund and reflects all elements of its return. Unless otherwise indicated, the Fund's adjusted NAVs are not adjusted for sales charges, if any.

The Fund may advertise examples of the effects of periodic investment plans, including the principle of dollar cost averaging. In such a program, the investor invests a fixed dollar amount in the Fund at periodic intervals, thereby purchasing fewer shares when prices are high and more shares when prices are low. While such a strategy does not assure a profit nor guard against loss in a declining market, the investor's average cost per share can be lower than if fixed numbers of shares had been purchased at the same intervals. In evaluating such a plan, investors should consider their ability to continue purchasing shares through periods of low price levels.

Of course, no assurance can be given that the Fund will achieve any specific tax-exempt yield. While it is expected that the Fund will invest principally in municipal obligations whose interest is not includable in gross income for purposes of calculating federal income tax, other income received by the Fund may be taxable.

As of December 31, 1993, FMR managed approximately \$95 billion in fixed income assets, as defined and tracked by Lipper. From time to time the Fund may compare FMR's fixed income assets under management with that of other investment advisors.

DURATION. Duration is a measure of volatility commonly used in the bond market. Bonds with long durations are more volatile, or interest rate sensitive, than bonds with short durations. (Interest rate sensitivity is the magnitude of the change in a bond's price for a given change in a bond's yield to maturity.) Duration also can be calculated for other fixed income securities, or for portfolios of fixed income securities.

Unlike the maturity of a bond, which reflects only the time remaining until the final principal payment is made to the bondholders, duration reflects all of the coupon payments made to bondholders during the life of the bond, as well as the final principal payment made when the bond matures. More precisely, duration is the weighted average time remaining for the payment of all cash flows generated by a bond, with the weights being the present value of these cash flows. Present values are calculated using the bond's yield to maturity.

Because there is only one payment to take into account, the duration of a bond that pays all of its interest at maturity (a zero coupon security) is the same as its maturity. The duration of a coupon bearing security will be shorter than its maturity, however, because of the effect of its regular interest payments. Generally, bonds with lower coupons or longer maturities will have longer durations, and thus be more volatile, than otherwise similar bonds with higher coupons or shorter maturities.

When the Fund invests in mortgage-backed securities, callable corporate bonds or other bonds with imbedded options, there is a degree of uncertainty regarding the timing of these securities' cash flows. As a result, in order to calculate the durations of these securities, forecasts of their probable cash flow patterns must be made. These forecasts require various assumptions to be made as to future interest rate levels and, for

example, mortgage prepayment rates. Because duration calculations for these types of securities are based in part on assumptions, duration figures may not be precise and may change as economic conditions change.

TRADITION OF PERFORMANCE. Fidelity's tradition of performance is achieved through

(bullet) MONEY MANAGEMENT: a proud tradition of money management motivated by the expectation of excellence backed by solid analysis and worldwide resources. Fidelity employs a bottom-up approach to security selection based upon in-depth analysis of the fundamentals of that investment opportunity.

(bullet) INNOVATION: constant attention to the changing needs of today's investors and vigilance to the opportunities that arise from changing global markets. Research is central to Fidelity's investment decision-making process. Fidelity's greatest resource--over 200 skilled investment professionals--are supported with the most sophisticated technology available.

Fidelity provides:

(bullet) Global research resources: an opportunity to diversify portfolios and share in the growth of markets outside the United States.

(bullet) In-house, proprietary bond-rating system, constantly updated, which provides extremely sensitive credit analysis.

(bullet) Comprehensive chart room with over 1500 exhibits to provide sophisticated charting of worldwide economic, financial, and technical indicators, as well as to provide tracking of over 800 individual stocks for portfolio managers.

(bullet) State-of-the-art trading desk, with access to over 200 brokerage houses, providing real-time information to achieve the best executions and optimize the value of each transaction.

(bullet) Use of extensive on-line computer-based research services.

(bullet) SERVICE: Timely, accurate and complete reporting. Prompt and expert attention when an investor or an investment professional needs it.

#### ADDITIONAL PURCHASE, EXCHANGE AND REDEMPTION INFORMATION

The Fund is open for business and its NAV is calculated every day the NYSE is open for trading. The NYSE has designated the following holiday closings for 1994: Presidents Day (observed), Good Friday, Memorial Day (observed), Independence Day (observed), Labor Day, Thanksgiving Day, and Christmas Day (observed). Although FMR expects the same holiday schedule, with the addition of New Year's Day, to be observed in the future, the NYSE may modify its holiday schedule at any time. On any day that the NYSE closes early, or as permitted by the SEC, the right is reserved to advance the time on that day by which purchase and redemption orders must be received. To the extent that portfolio securities are traded in other markets on days when the NYSE is closed, the Fund's NAV may be affected on days when investors do not have access to the Fund to purchase or redeem shares. Certain Fidelity funds may follow different holiday closing schedules.

If the Trustees determine that existing conditions make cash payment undesirable, redemption payments may be made in whole or in part in securities or other property, valued for this purpose as they are valued in computing the Fund's NAV. Shareholders receiving securities or other property on redemption may realize a gain or loss for tax purposes, and will incur any costs of sale, as well as the associated inconveniences. Pursuant to Rule 11a-3 (the Rule) under the 1940 Act, the Fund is required to give shareholders at least 60 days' notice prior to terminating or modifying its exchange privilege. Under the Rule, the 60-day notification requirement may be waived if (i) the only effect of a modification would be to reduce or eliminate an administrative fee, redemption fee, or deferred sales charge ordinarily payable at the time of an exchange, or (ii) the Fund suspends the redemption of the shares to be exchanged as permitted under the 1940 Act or by the SEC, or the fund to be acquired suspends the sale of its shares because it is unable to invest amounts effectively in accordance with its investment objective and policies.

In the Fund's prospectus, the Fund has notified shareholders that it reserves the right at any time, without prior notice, to refuse exchange purchases by any person or group if, in FMR's judgment, the Fund would be unable to invest effectively in accordance with its investment objective and policies, or would otherwise potentially be adversely affected.

#### PURCHASE INFORMATION

As provided for in Rule 22d-1 under the 1940 Act, Distributors exercises its right to waive the Fund's maximum 1.5% sales charge in connection with the Fund's merger with or acquisition of any investment company or trust.

NET ASSET VALUE PURCHASES. Sales charges do not apply to shares of the Fund purchased: (1) by registered representatives, bank trust officers and other employees (and their immediate families) of investment professionals having agreements with Distributors; (2) by a current or former Trustee or officer of a Fidelity fund or a current or retired officer, director or full-time employee of FMR Corp. or its direct or indirect subsidiaries (a "Fidelity Trustee or employee"), the spouse of a Fidelity Trustee or employee, a Fidelity Trustee or employee acting as custodian for a minor child, or a person acting as trustee of a trust for the sole benefit of the minor child of a Fidelity Trustee or employee; (3) by a charitable organization (as defined in Section 501(c)(3) of the Internal Revenue Code) investing \$100,000 or more; (4) by a charitable remainder trust or life income pool established for the benefit of a charitable organization (as

defined in Section 501(c)(3) of the Internal Revenue Code); (5) by trust institutions investing on behalf of their clients; (6) in accounts as to which a bank or broker-dealer charges an investment management fee, provided the bank or broker-dealer has an agreement with Distributors; (7) as part of an employee benefit plan (including Fidelity-Sponsored 403(b) and Corporate IRA programs, but otherwise as defined in the Employee Retirement Income Security Act (ERISA)), maintained by a U.S. Employer having more than 200 eligible employees or a minimum of \$1,000,000 invested in Fidelity Advisor mutual funds, and the assets of which are held in a bona fide trust for the exclusive benefit of employees participating therein; (8) by any state, county, or city, or any governmental instrumentality, department, authority or agency; (9) in a Fidelity or Fidelity Advisor IRA account purchased with the proceeds of a distribution from an employee benefit plan that is part of an employee benefit plan having more than 200 eligible employees or a minimum of \$3,000,000 in plan assets invested in Fidelity mutual funds or \$1,000,000 invested in Fidelity Advisor mutual funds; (10) with redemption proceeds from other mutual fund complexes on which the investor has paid a front-end sales charge only; and (11) by an insurance company separate account used to fund annuity contracts purchased by employee benefit plans (including 403(b) programs, but otherwise as defined in ERISA), which, in the aggregate, have either more than 200 eligible employees or a minimum of \$3,000,000 in assets invested in Fidelity mutual funds or a minimum of \$1,000,000 invested in Fidelity Advisor mutual funds.

Distributors compensates securities dealers and banks having agreements with Distributors (investment professionals), who sell shares of the Fund according to the schedule in the Fund's Prospectus. Distributors may, at its expense, provide promotional incentives to investment professionals who support the sale of shares of the Fund without reimbursement from the Fund. In some instances, these incentives may be offered only to certain investment professionals whose representatives provide services in connection with the sale or expected sale of significant amounts of shares. Fidelity Investments Institutional Operations Company (FIIOC), an affiliate of FMR is paid fees based on the type, size and number of bank affiliated client accounts and number of their monetary transactions.

**QUANTITY DISCOUNTS.** Reduced sales charges are applicable to purchases of \$1,000,000 or more of the Fund alone or in combination with purchases of shares of other Fidelity Advisor Funds made at any one time (including Daily Money Fund and Daily Tax-Exempt Money Fund shares acquired by exchange from any Fidelity Advisor Fund with a sales charge). To obtain the reduction of the sales charge, you or your investment professional must notify FIIOC at the time of purchase whenever a quantity discount is applicable to your purchase. Upon such notification, you will receive the lowest applicable sales charge.

In addition to investing at one time in any combination of funds (excluding Fidelity Capital Appreciation Fund) in an amount entitling you to a reduced sales charge, you may qualify for a reduction in the sales charge under the following programs:

**COMBINED PURCHASES.** When you invest in the Fund for several accounts at the same time, you may combine these investments into a single transaction if purchased through one investment professional and if the total is at least \$1,000,000. The following may qualify for this privilege: an individual, or "company" as defined in Section 2(a)(8) of the 1940 Act; an individual, spouse, and their children under age 21 purchasing for his, her, or their own account; a trustee, administrator or other fiduciary purchasing for a single trust estate or single fiduciary account or for a single or a parent-subsidiary group of "employee benefit plans" (as defined in Section 3(3) of ERISA); and tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

**RIGHTS OF ACCUMULATION.** Your "Rights of Accumulation" permit reduced sales charges on any future purchases after you have reached a new breakpoint in the Fund's sales charge schedule (see the Prospectus for the Fund's sales charge schedule). You can add the value of existing Fidelity Advisor Fund shares (including Daily Money Fund and Daily Tax-Exempt Money Fund shares acquired by exchange from any Fidelity Advisor Fund), held by you, your spouse, and your children under age 21 determined at the previous day's NAV at the close of business, to the amount of your new purchase valued at the current offering price to determine your reduced sales charge.

**LETTER OF INTENT.** If you anticipate purchasing \$1,000,000 or more of shares of the Fund in combination with shares of certain other Fidelity Advisor Funds (excluding Daily Money Fund and Daily Tax-Exempt Money Fund) within a 13-month period, you may obtain shares of the portfolios at the same reduced sales charge as though the total quantity were invested in one lump sum, by filing a nonbinding Letter of Intent (the Letter) within 90 days of the start of the purchases. Each investment you make after signing the Letter will be entitled to the sales charge applicable to the total investment indicated in the Letter. For example, a \$2,500 purchase toward a \$1,000,000 Letter would receive the same reduced sales charge as if the \$1,000,000 had been invested at one time. To ensure that the reduced price will be received on future purchases, you or your investment professional must inform the Transfer Agent that the Letter is in effect each time shares are purchased. Neither income dividends nor capital gain distributions taken in additional shares will apply toward the completion of the Letter.

Your initial investment must be at least 5% of the total amount you plan to invest. Out of the initial purchase, 5% of the dollar amount specified in the Letter will be registered in your name and held in escrow. The shares held in escrow cannot be redeemed or exchanged until the Letter is satisfied or the additional sales charges have been paid. You will earn income dividends and capital gain distributions on escrowed shares. The escrow will be released when your purchase of the total amount has been completed. You are not obligated to complete the Letter.

If you purchase more than the amount specified in the Letter and qualify for a further sales charge reduction, the sales charge will be adjusted to reflect your total purchase at the end of 13 months. Surplus funds will be applied to the purchase of additional shares at the then current offering price applicable to the total purchase.

If you do not complete your purchase under the Letter within the 13-month period, your sales charge will be adjusted upward, corresponding to the amount actually purchased, and if after written notice, you do not pay the increased sales charge, sufficient escrowed shares will be redeemed to pay such charge.

**FIDELITY ADVISOR SYSTEMATIC INVESTMENT PROGRAM.** You can make regular investments in certain other Fidelity Advisor Funds with the Systematic Investment Program by completing the appropriate section of the account application and attaching a voided personal check with your bank's magnetic ink coding number across the front. If your bank account is jointly owned, be sure that all owners sign. Investments may be made monthly by automatically deducting \$100 or more from your bank checking account. You may change the amount of your monthly purchase at any time. There is a \$1,000 minimum initial investment requirement for the Systematic Investment Program.

Your account will be drafted on or about the first business day of every month. Shares will be purchased at the offering price next determined following receipt of the order by the Transfer Agent. You may cancel the Systematic Investment option at any time without payment of a cancellation fee. You will receive a confirmation from the Transfer Agent for every transaction, and a debit entry will appear on your bank statement.

#### EXCHANGE INFORMATION

**FIDELITY ADVISOR SYSTEMATIC EXCHANGE PROGRAM.** With the Systematic Exchange Program, you can exchange a specific dollar amount from one Fidelity Advisor fund into another on a monthly, quarterly or semiannual basis under the following conditions:

1. The account from which the exchanges are to be processed must have a minimum value of \$10,000 before you may elect to begin exchanging systematically. The account into which the exchanges are to be processed must be an existing account with a minimum of \$1,000.
2. Both accounts must have identical registrations and taxpayer identification numbers. The minimum amount to be exchanged systematically into the Fund is \$100. Please check the Fidelity Advisor Funds Prospectus for details.
3. Systematic Exchanges will be processed at the NAV determined on the transaction date, except that Systematic Exchanges into a Fidelity Advisor Fund from any money market fund will be processed at the offering price next determined on the transaction date, unless the shares were acquired by exchange from another Fidelity Advisor Fund.

#### REDEMPTION INFORMATION

**REINSTATEMENT PRIVILEGE.** If you have sold all or part of your shares you may reinvest an amount equal to all or a portion of the redemption proceeds in the Fund or in any of the other Fidelity Advisor Funds, at the NAV next determined after receipt of your investment order, without a sales charge, provided that such reinvestment is made within 30 days of redemption. You must reinstate your shares into an account with the same registration. This privilege may be exercised only once by a shareholder with respect to the Fund.

**FIDELITY ADVISOR SYSTEMATIC WITHDRAWAL PROGRAM.** If you own shares worth \$10,000 or more, you can have monthly, quarterly or semiannual checks sent from your account to you, to a person named by you, or to your bank checking account. You may obtain information about the Systematic Withdrawal Program by contacting your investment professional. Your Systematic Withdrawal Program payments are drawn from share redemptions. If Systematic Withdrawal Program redemptions exceed income dividends earned on your shares, your account eventually may be exhausted. Since a sales charge is applied on new shares you buy, it is to your disadvantage to buy shares while also making systematic redemptions.

#### DISTRIBUTIONS AND TAXES

**DISTRIBUTIONS.** If you request to have distributions mailed to you and the U.S. Postal Service cannot deliver your checks, or if your checks remain uncashed for six months, the Transfer Agent may reinvest your distributions at the then-current NAV. All subsequent distributions will then be reinvested until you provide the Transfer Agent with alternate instructions.

**DIVIDENDS.** To the extent that the Fund's income is derived from federally tax-exempt interest, the daily dividends declared by the Fund also are federally tax-exempt. The Fund will send each shareholder a notice in January describing the tax status of dividends and capital gain distributions for the prior year.

Shareholders are required to report tax-exempt income on their federal tax returns. Shareholders who earn other income, such as Social Security

benefits, may be subject to federal income tax on such benefits to the extent that their income, including tax-exempt income, exceeds certain base amounts.

The Fund purchases municipal obligations on the basis of opinions of bond counsel regarding the federal income tax status of the obligations. These opinions generally will be based upon covenants by the issuers regarding continuing compliance with federal tax requirements. If the issuer of an obligation fails to comply with its covenants at any time, interest on the obligations could become federally taxable retroactive to the date the obligation was issued.

As a result of The Tax Reform Act of 1986 interest on certain "private activity" bonds (referred to in the Internal Revenue Code as "qualified bonds"), is subject to the federal alternative minimum tax (AMT), although the interest continues to be excludable from gross income for other purposes. Interest from private activity securities will be considered tax-exempt for purposes of the Fund's policies of investing so that at least 80% of its income is free from federal income tax. Interest from private activity securities is a tax preference item for the purpose of determining whether a taxpayer is subject to the AMT and the amount of AMT tax to be paid, if any. Private activity obligations issued after August 7, 1986 to benefit a private or industrial user or to finance a private facility are affected by this rule.

**CAPITAL GAIN DISTRIBUTIONS.** Long-term capital gains realized by the Fund on the sale of securities and distributed to shareholders are federally taxable as long-term capital gains regardless of the length of time that shareholders have held their shares. If a shareholder receives a long-term capital gain distribution on shares of the Fund and such shares are held less than six months and are sold at a loss, the portion of the loss equal to the amount of the long-term capital gain distribution will be considered long-term for tax purposes.

A portion of the gain on bonds purchased at a discount after April 30, 1993 and short-term capital gains distributed by the Fund are federally taxable to shareholders as dividends, not as capital gains. Distributions from the short-term capital gains do not qualify for the dividends received deduction. Dividend distributions resulting from a recharacterization of gain from the sale of bonds purchased at a discount after April 30, 1993 are not considered income for purposes of the Fund's policy of investing so that at least 80% of its income is free from federal income tax.

**TAX STATUS OF THE FUND.** The Fund intends to qualify as a "regulated investment company" for tax purposes, so that it will not be liable for federal tax on income and capital gains distributed to shareholders. In order to qualify as a regulated investment company and avoid being subject to federal income or excise taxes, the Fund intends to distribute substantially all of its net investment income and realized capital gains within each calendar year as well as on a fiscal year basis. The Fund also intends to comply with other tax rules applicable to regulated investment companies, including a requirement that capital gains from sale of securities held for less than three months must constitute less than 30% of the Fund's gross income for each fiscal year. Gains from some futures contracts and options are included in this 30% calculation, which may limit the Fund's investments in such instruments. The Fund is treated as a separate entity from the other portfolios of Fidelity Advisor Series VI for tax purposes.

**OTHER TAX INFORMATION.** The information above is only a summary of some of the federal tax considerations generally affecting the Fund and its shareholders, and no attempt has been made to discuss individual tax consequences. In addition to federal income taxes, shareholders of the Fund may be subject to state and local taxes on distributions received from the Fund. Investors should consult their tax advisers to determine whether the Fund is suitable for their particular tax situation.

#### FMR

FMR is a wholly owned subsidiary of FMR Corp., a parent company organized in 1972. At present, the principal operating activities of FMR Corp. are those conducted by three of its divisions as follows: Fidelity Service Company, which is the transfer and shareholder servicing agent for certain of the funds advised by FMR, Fidelity Investments Institutional Operations Company, which performs shareholder servicing functions for certain institutional customers, and Fidelity Investments Retail Marketing Company, which provides marketing services to various companies within the Fidelity organization.

Several affiliates of FMR also are engaged in the investment advisory business. Fidelity Management Trust Company provides trustee, investment advisory and administrative services to retirement plans and corporate employee benefit accounts. Fidelity Management & Research (U.K.) Inc. (FMR U.K.) and Fidelity Management & Research (Far East) Inc. (FMR Far East), both wholly-owned subsidiaries of FMR formed in 1986 supply investment research, and may supply portfolio management services, to FMR in connection with certain funds advised by FMR. Analysts employed by FMR, FMR U.K., and FMR Far East research and visit thousands of domestic and foreign companies each year. FMR Texas Inc., a wholly-owned subsidiary of FMR formed in 1989, supplies portfolio management and research services in connection with certain money market funds advised by FMR.

#### TRUSTEES AND OFFICERS

The Board of Trustees and executive officers of the Trust are listed below. Except as indicated, each individual has held the office shown or other

offices in the same company for the last five years. All persons named as Trustees and officers also serve in similar capacities for other funds advised by FMR. Unless otherwise noted, the business address of each Trustee and officer is 82 Devonshire Street, Boston, MA 02109, which is also the address of FMR. Those Trustees who are "interested persons" (as defined in the Investment Company Act of 1940) by virtue of their affiliation with either the Fund or FMR, are indicated by an asterisk (\*).

\*EDWARD C. JOHNSON 3d, Trustee and President, is Chairman, Chief Executive Officer and a Director of FMR Corp.; a Director and Chairman of the Board and of the Executive Committee of FMR; Chairman and a Director of FMR Texas Inc. (1989), Fidelity Management & Research (U.K.) Inc., and Fidelity Management & Research (Far East) Inc.

\*J. GARY BURKHEAD, Trustee and Senior Vice President, is President of FMR; and President and a Director of FMR Texas Inc. (1989), Fidelity Management & Research (U.K.) Inc. and Fidelity Management & Research (Far East) Inc.

RALPH F. COX, 200 Rivercrest Drive, Fort Worth, TX, Trustee (1991), is President of Greenhill Petroleum Corporation (petroleum exploration and production, 1990). Prior to his retirement in March 1990, Mr. Cox was President and Chief Operating Officer of Union Pacific Resources Company (exploration and production). He is a Director of Bonneville Pacific Corporation (independent power, 1989) and CH2M Hill Companies (engineering). In addition, he served on the Board of Directors of the Norton Company (manufacturer of industrial devices, 1983-1990) and continues to serve on the Board of Directors of the Texas State Chamber of Commerce, and is a member of advisory boards of Texas A&M University and the University of Texas at Austin.

PHYLLIS BURKE DAVIS, 340 E. 64th Street #22C, New York, NY, Trustee (1992). Prior to her retirement in September 1991, Mrs. Davis was the Senior Vice President of Corporate Affairs of Avon Products, Inc. She is currently a Director of BellSouth Corporation (telecommunications), Eaton Corporation (manufacturing, 1991), and the TJX Companies, Inc. (retail stores, 1990), and previously served as a Director of Hallmark Cards, Inc. (1985-1991) and Nabisco Brands, Inc. In addition, she serves as a Director of the New York City Chapter of the National Multiple Sclerosis Society, and is a member of the Advisory Council of the International Executive Service Corps. and the President's Advisory Council of The University of Vermont School of Business Administration (1988).

RICHARD J. FLYNN, 77 Fiske Hill, Sturbridge, MA, Trustee, is a financial consultant. Prior to September 1986, Mr. Flynn was Vice Chairman and a Director of the Norton Company (manufacturer of industrial devices). He is currently a Director of Mechanics Bank and a Trustee of College of the Holy Cross and Old Sturbridge Village, Inc.

E. BRADLEY JONES, 61 Dove Plum Road, Vero Beach, FL, Trustee (1990). Prior to his retirement in 1984, Mr. Jones was Chairman and Chief Executive Officer of LTV Steel Company. Prior to May 1990, he was Director of National City Corporation (a bank holding company) and National City Bank of Cleveland. He is a Director of TRW Inc. (original equipment and replacement products), Cleveland-Cliffs Inc. (mining), NACCO Industries, Inc. (mining and marketing), Consolidated Rail Corporation, Birmingham Steel Corporation (1988), Hyster-Yale Materials Handling, Inc. (1989), and RPM, Inc. (manufacturer of chemical products, 1990). In addition, he serves as a Trustee of First Union Real Estate Investments; Chairman of the Board of Trustees and a member of the Executive Committee of the Cleveland Clinic Foundation, a Trustee and a member of the Executive Committee of University School (Cleveland), and a Trustee of Cleveland Clinic Florida.

DONALD J. KIRK, 680 Steamboat Road, Apartment #1-North, Greenwich, CT, Trustee, is a Professor at Columbia University Graduate School of Business and a financial consultant. Prior to 1987, he was Chairman of the Financial Accounting Standards Board. Mr. Kirk is a Director of General Re Corporation (reinsurance), and Valuation Research Corp. (appraisals and valuations, 1993). In addition, he serves as Vice Chairman of the Board of Directors of the National Arts Stabilization Fund and Vice Chairman of the Board of Trustees of the Greenwich Hospital Association (1989).

\*PETER S. LYNCH, Trustee (1990) is Vice Chairman of FMR (1992). Prior to his retirement on May 31, 1990, he was a Director of FMR (1989) and Executive Vice President of FMR (a position he held until March 31, 1991); Vice President of Fidelity Magellan Fund and FMR Growth Group Leader; and Managing Director of FMR Corp. Mr. Lynch was also Vice President of Fidelity Investments Corporate Services (1991-1992). He is a Director of W.R. Grace & Co. (chemicals, 1989) and Morrison Knudsen Corporation (engineering and construction). In addition, he serves as a Trustee of Boston College, Massachusetts Eye & Ear Infirmary, Historic Deerfield (1989) and Society for the Preservation of New England Antiquities, and as an Overseer of the Museum of Fine Arts of Boston (1990).

GERALD C. McDONOUGH, 135 Aspenwood Drive, Cleveland, OH, Trustee (1989), is Chairman of G.M. Management Group (strategic advisory services). Prior to his retirement in July 1988, he was Chairman and Chief Executive Officer of Leaseway Transportation Corp. (physical distribution services). Mr. McDonough is a Director of ACME-Cleveland Corp. (metal working, telecommunications and electronic products), Brush-Wellman Inc. (metal refining), York International Corp. (air conditioning and refrigeration, 1989), and Commercial Intertech Corp. (water treatment equipment, 1992), and Associated Estates Realty Corporation (a real estate investment trust, 1993).

EDWARD H. MALONE, 5601 Turtle Bay Drive #2104, Naples, FL, Trustee (1988). Prior to his retirement in 1985, Mr. Malone was Chairman, General Electric Investment Corporation and a Vice President of General Electric Company. He is a Director of Allegheny Power Systems, Inc. (electric utility), General Re Corporation (reinsurance) and Mattel Inc. (toy manufacturer). He is also a Trustee of Rensselaer Polytechnic Institute and of Corporate Property Investors and a member of the Advisory Boards of Butler Capital Corporation Funds and Warburg, Pincus Partnership Funds.

MARVIN L. MANN, 55 Railroad Avenue, Greenwich, CT, Trustee (1993) is Chairman of the Board, President, and Chief Executive Officer of Lexmark International, Inc. (office machines, 1991). Prior to 1991, he held the positions of Vice President of International Business Machines Corporation ("IBM") and President and General Manager of various IBM divisions and subsidiaries. Mr. Mann is a Director of M.A. Hanna Company (chemicals, 1993) and Infomart (marketing services, 1991), a Trammell Crow Co. In addition, he serves as the Campaign Vice Chairman of the Tri-State United Way (1993) and is a member of the University of Alabama President's Cabinet (1990).

THOMAS R. WILLIAMS, 21st Floor, 191 Peachtree Street, N.E., Atlanta, GA, Trustee (1988), is President of The Wales Group, Inc. (management and financial advisory services). Prior to retiring in 1987, Mr. Williams served as Chairman of the Board of First Wachovia Corporation (bank holding company), and Chairman and Chief Executive Officer of The First National Bank of Atlanta and First Atlanta Corporation (bank holding company). He is currently a Director of BellSouth Corporation (telecommunications), ConAgra, Inc. (agricultural products), Fisher Business Systems, Inc. (computer software, 1988), Georgia Power Company (electric utility), Gerber Alley & Associates, Inc. (computer software), National Life Insurance Company of Vermont, American Software, Inc. (1989), and AppleSouth, Inc. (restaurants, 1992).

GARY L. FRENCH, Treasurer (1991). Prior to becoming Treasurer of the Fidelity funds, Mr. French was Senior Vice President, Fund Accounting - Fidelity Accounting & Custody Services Co. (1991); Vice President, Fund Accounting - Fidelity Accounting & Custody Services Co. (1990); and Senior Vice President, Chief Financial and Operations Officer - Huntington Advisers, Inc. (1985-1990).

ARTHUR S. LORING, Secretary, is Senior Vice President and General Counsel of FMR, Vice President-Legal of FMR Corp., and Vice President and Clerk of Distributors.

Under a retirement program which became effective on November 1, 1989, a Trustee, upon reaching age 72, become eligible to participate in a defined benefit retirement program under which they receive payments during their lifetime from the Fund based on their basic trustees fees and length of service. Currently, Messrs. Robert L. Johnson, William R. Spaulding, Bertram H. Witham, and David L. Yunich participate in the program.

As of January 31, 1993 the Trustees and officers owned in the aggregate less than 1% of the Fund's outstanding shares.

#### MANAGEMENT AND OTHER SERVICES

The Fund employs FMR to furnish investment and other services. Under its Management Contract with the Fund, FMR acts as investment advisor and, subject to the supervision of the Board of Trustees, directs the investments of the Fund in accordance with its investment objective, policies, and limitations. FMR also provides the Fund with all necessary office facilities and personnel for servicing the Fund's investments, and compensates all officers of the Fidelity Advisor Series VI (the Trust), all Trustees who are "interested persons" of the Trust or of FMR, and all personnel of the Trust or FMR performing services relating to research, statistical, and investment activities.

In addition, FMR or its affiliates, subject to the supervision of the Board of Trustees, provide the management and administrative services necessary for the operation of the Fund. These services include providing facilities for maintaining the Fund's organization, supervising relations with custodians, transfer and pricing agents, accountants, underwriters and other persons dealing with the Fund; preparing all general shareholder communications and conducting shareholder relations; maintaining the Fund's records and the registration of the Fund's shares under federal and state law; developing management and shareholder services for the Fund; and furnishing reports, evaluations and analyses on a variety of subjects to the Board of Trustees.

In addition to the management fee payable to FMR and the fees payable to United Missouri, the Fund pays all its expenses, without limitation, that are not assumed by those parties. The Fund pays for typesetting, printing and mailing of prospectuses, statements of additional information, notices, reports, and proxy material to existing shareholders, legal expenses, and the fees of the custodian, auditor and non-interested Trustees. Other expenses paid by the Fund include interest, taxes, brokerage commissions, the Fund's proportionate share of insurance premiums and Investment Company Institute dues, and the costs of registering shares under federal and state securities laws. The Fund is also liable for such nonrecurring expenses as may arise, including costs of litigation to which the Fund may be a party, and any obligation it may have to indemnify its officers and Trustees with respect to such litigation.

COMPUTING THE BASIC FEE. For the services of FMR under the contract, the Fund pays FMR a monthly management fee composed of the sum of two elements: a group fee rate and an individual fund fee rate. The group fee rate is

based on the monthly average net assets of all of the registered investment companies with which FMR has management contracts and is calculated on a cumulative basis pursuant to the graduated fee rate schedule shown on the left below. On the right, the effective fee rate schedules are the result of cumulatively applying the annualized rates at varying asset levels. Also shown below is the effective annual fee rate at various levels of group net assets. For example, the effective annual fee rate at \$232 billion of group net assets -- their approximate level for the month of December 1993 -- was .1621%, which is the weighted average of the respective fee rates for each level of group net assets up to \$190 billion.

GROUP FEE RATE SCHEDULE\*                      EFFECTIVE ANNUAL FEE RATES

<TABLE>  
<CAPTION>  
<S>

<C> Average Group Assets	<C> Annualized Rate	<C> Group Net Assets	<C> Effective Annual Fee Rates
\$ 0 - 3 billion	.370%	\$ 0.5 billion	.3700%
3 - 6	.340	10	.3340
6 - 9	.310	20	.2855
9 - 12	.280	30	.2520
12 - 15	.250	40	.2323
15 - 18	.220	50	.2188
18 - 21	.200	60	.2090
21 - 24	.190	70	.2017
24 - 30	.180	80	.1959
30 - 36	.175	90	.1910
36 - 42	.170	100	.1869
42 - 48	.165	110	.1835
48 - 66	.160	120	.1808
66 - 84	.155	130	.1780
84 - 120	.150	140	.1756
120 - 174	.145	150	.1736
174 - 228	.140	160	.1718
228 - 282	.1375	170	.1702
282 - 336	.1350	180	.1687
Over 336	.1325	190	.1672
		200	.1658

</TABLE>

\* The rates shown for average group assets in excess of \$120 billion were adopted by FMR on a voluntary basis on January 1, 1992. Rates in excess of \$174 billion were adopted by FMR on a voluntary basis on November 1, 1993. Each was adopted pending shareholder approval of a new management contract reflecting the extended schedule. The extended schedule provides for lower management fees as total assets under management increase. The individual fund fee rate is .25%. Based on the average net assets of the funds advised by FMR for the period from December 31, 1993, the annual management fee rate would be calculated as follows:

<TABLE>  
<CAPTION>  
<S>

Group Fee Rate	<C> Individual Fund Fee Rate	<C> Total Management Fee Rate
.1621%	+ .25%	.4121%

</TABLE>

One twelfth of this annual management fee rate is then applied to the Fund's average net assets for the current month, giving a dollar amount

which is the fee for that month.

To comply with the California Code of Regulations, FMR will reimburse the Fund if and to the extent that the Fund's aggregate annual operating expenses exceed specified percentages of its average net assets. The applicable percentages are 2 1/2% of the first \$30 million, 2% of the next \$70 million, and 1 1/2% of average net assets in excess of \$100 million. When calculating the Fund's expenses for purposes of this regulation, the Fund may exclude interest, taxes, brokerage commissions, and extraordinary expenses, as well as a portion of its distribution plan expenses. United Missouri is transfer, dividend-disbursing and shareholder servicing agent for the Fund. United Missouri has a sub-arrangement with State Street for transfer agent services. State Street has delegated certain transfer, dividend paying and shareholder services to FIIOC, 82 Devonshire Street, Boston, Massachusetts 02109, an affiliate of FMR. Under a revised fee arrangement effective January 1, 1993, the Fund pays an annual per account fee and a monetary transaction fee of \$30 and \$6, respectively. For accounts that FIIOC maintains on behalf of State Street, FIIOC receives all such fees. For accounts as to which FIIOC provides limited services, FIIOC may receive a portion (currently up to \$20 and \$6, respectively) of related per account fees and monetary transaction fees, less applicable charges and expenses of State Street for account maintenance and transactions.

United Missouri has a sub-contract with Service, pursuant to which Service performs the calculations necessary to determine the Fund's net asset value per share and dividends and maintains the Fund's accounting records. The annual fee rates for these pricing and bookkeeping services are based on the Fund's average net assets, specifically, .04% for the first \$500 million of average net assets and .02% for average net assets in excess of \$500 million. The fee is limited to a minimum of \$45,000 and a maximum of \$750,000 per year.

The pricing and bookkeeping fees and transfer agency fees described above are paid by United Missouri, which is entitled to reimbursement from the Fund for these expenses.

#### THE DISTRIBUTOR

The Fund has a General Distribution Agreement with Distributors, a Massachusetts corporation organized on July 18, 1960. Distributors is a broker-dealer registered under the Securities Exchange Act of 1934 and is a member of the National Association of Securities Dealers, Inc. The General Distribution Agreement calls for Distributors to use all reasonable efforts, consistent with its other business, to secure purchasers for shares of the Fund which are continuously offered. Promotional and administrative expenses in connection with the offer and sale of shares are paid by Distributors. Distributors also acts as general distributor for other publicly offered Fidelity funds. The expenses of these operations are borne by FMR or Distributors.

#### DISTRIBUTION AND SERVICE PLAN

The Trustees of the Fund on behalf of the Fund have adopted a Distribution and Service Plan (the Plan) pursuant to Rule 12b-1 under the Investment Company Act of 1940 (the Rule). The Plan has been approved by the Trustees and by the Fund's shareholders at a special meeting held January 20, 1994. As required by the Rule, the Trustees carefully considered all pertinent factors relating to the implementation of the Plan prior to its approval, and have determined that there is a reasonable likelihood that the Plan will benefit the Fund and its shareholders. In particular, the Trustees noted that payments under the Plan may provide additional incentives to promote the sale of shares of the Fund, which may result in additional sales of the Fund's shares and an increase in the Fund's assets. The Fund pays to Distributors a distribution fee at an annual rate of up to .40% (or such lesser amount as the Trustees may, from time to time, determine) of its average net assets determined as of the close of business on each day throughout the month, but excluding assets attributable to shares purchased more than 144 months prior to such day. Currently, the Trustees have approved an annual rate of .15% of the Fund's average net assets. This fee may be increased only when, in the opinion of the Trustees, it is in the best interest of the Fund's shareholders to do so. This distribution fee will be paid by the Fund, not by individual accounts.

The Plan specifically recognizes that FMR, either directly or through Distributors, may use its management fee revenue, past profits or other resources, without limitation, to pay promotional and administrative expenses in connection with the offer and sale of shares of the Fund. Under the Plan, if the payment by the Fund or FMR of management fees should be deemed to be indirect financing of the distribution of the Fund's shares, such payment is authorized by the Plan. In addition, the Plan provides that FMR may use its resources, including its management fee revenues, to make payments to third parties that assist in selling shares of the Fund or in other distribution activities.

The Plan does not provide for specific payment by the Fund of any of the expenses of Distributors, nor obligate Distributors or FMR to perform any specific type or level of distribution activities or incur any specific level of expense in connection with distribution activities. After payments by Distributors for advertising, marketing and distribution and payments to Investment Professionals, the amounts remaining, if any, may be used as Distributors may elect.

The Glass-Steagall Act generally prohibits federally and state chartered or

supervised banks from engaging in the business of underwriting, selling or distributing securities. Although the scope of this prohibition under the Glass-Steagall Act has not been fully defined, in Distributors opinion it should not prohibit banks from being paid for shareholder support services, servicing and recordkeeping functions. Distributors intends to engage banks only to perform such functions. However, changes in federal or state statutes and regulations pertaining to the permissible activities of banks and their affiliates or subsidiaries, as well as further judicial or administrative decisions or interpretations, could prevent a bank from continuing to perform all or a part of the contemplated services. If a bank were prohibited from so acting, the Trustees would consider what actions, if any, would be necessary to continue to provide efficient and effective shareholder services. In such event, changes in the operation of the Fund might occur, including possible termination of any automatic investment or redemption or other services then provided by the bank. It is not expected that shareholders would suffer any adverse financial consequences as a result of any of these occurrences. The Fund may execute portfolio transactions with and purchase securities issued by depository institutions that receive payments under the Plan. No preference will be shown in the selection of investments for the instruments of such depository institutions. In addition, state securities laws on this issue may differ from the interpretations of federal law expressed herein, and banks and financial institutions may be required to register as dealers pursuant to state law.

#### DESCRIPTION OF THE TRUST

**TRUST ORGANIZATION.** Fidelity Advisor Short-Intermediate Tax-Exempt Fund is a portfolio of Fidelity Advisor Series VI. In the event that FMR ceases to be the investment adviser to the Fund or a fund, the right of the Trust or Fund to use the identifying name "Fidelity" may be withdrawn.

The assets of the Trust received for the issue or sale of shares of each fund and all income, earnings, profits, and proceeds thereof, subject only to the rights of creditors, are especially allocated to such fund, and constitute the underlying assets of such fund. The underlying assets of each fund are segregated on the books of account, and are to be charged with the liabilities with respect to such fund and with a share of the general expenses of the Trust. Expenses with respect to the Trust are to be allocated in proportion to the asset value of the respective portfolios except where allocations of direct expense can otherwise be fairly made. The officers of the Trust, subject to the general supervision of the Board of Trustees, have the power to determine which expenses are allocable to a given fund, or which are general and allocable to all of the funds. In the event of the dissolution or liquidation of the Trust, shareholders of each fund are entitled to receive as a class the underlying assets of such fund available for distribution.

As of March 24, 1994, FMR owned 70.98% of the Fund's outstanding shares.

**SHAREHOLDER AND TRUSTEE LIABILITY.** The Trust is an entity of the type commonly known as a "Massachusetts business trust." Under Massachusetts law, shareholders of such a trust may, under certain circumstances, be held personally liable for the obligations of the trust. The Declaration of Trust provides that the Trust shall not have any claim against shareholders except for the payment of the purchase price of shares and requires that each agreement, obligation, or instrument entered into or executed by the Trust or the Trustees include a provision limiting the obligations created thereby to the Trust and its assets. The Declaration of Trust provides for indemnification out of each fund's property of any shareholder held personally liable for the obligations of the fund. The Declaration of Trust also provides that each fund shall, upon request, assume the defense of any claim made against any shareholder for any act or obligation of the fund and satisfy any judgment thereon. Thus, the risk of a shareholder incurring financial loss on account of shareholder liability is limited to circumstances in which a fund itself would be unable to meet its obligations. FMR believes that, in view of the above, the risk of personal liability to shareholders is remote.

The Declaration of Trust further provides that the Trustees if they have exercised reasonable care will not be liable for any neglect or wrongdoing, but nothing in the Declaration of Trust protects a Trustee against any liability to which he would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence, or reckless disregard of the duties involved in the conduct of his office.

**VOTING RIGHTS.** Each fund's capital consists of shares of beneficial interest. The shares have no preemptive or conversion rights; the voting and dividend rights, the right of redemption, and the privilege of exchange are described in the Prospectus. Shares are fully paid and nonassessable, except as set forth under the heading "Shareholder and Trustee Liability" above. Shareholders representing 10% or more of the Trust or a fund may, as set forth in the Declaration of Trust, call meetings of the Trust or a fund for any purpose related to the Trust or fund, as the case may be, including, in the case of a meeting of the entire Trust, the purpose of voting on removal of one or more Trustees. The Trust or any fund may be terminated upon the sale of its assets to another open-end management investment company, or upon liquidation and distribution of its assets, if approved by vote of the holders of a majority of the outstanding shares of the Trust or the fund. If not so terminated, the Trust and its funds will continue indefinitely.

**CUSTODIAN.** United Missouri Bank, N.A., 1010 Grand Avenue, Kansas City, MO,

is custodian of the assets of the Fund. The custodian is responsible for the safekeeping of the Trust's assets and the appointment of subcustodian banks and clearing agencies. The custodian takes no part in determining the investment policies of the Fund or in deciding which securities are purchased or sold by the Fund. The Fund may, however, invest in obligations of the custodian and may purchase securities from or sell securities to the custodian.

FMR, its officers and directors, its affiliated companies, and the Trust's Trustees may from time to time have transactions with various banks, including banks serving as custodians for certain of the funds advised by FMR. Transactions that have occurred to date include mortgages and personal and general business loans. In the judgment of FMR, the terms and conditions of those transactions were not influenced by existing or potential custodial or other Fund relationships.

AUDITOR. Coopers & Lybrand, serves as the Fund's independent accountant. The auditor examines financial statements for the Fund and provides other audit, tax and related services.

#### APPENDIX

DOLLAR-WEIGHTED AVERAGE MATURITY for the Fund is derived by multiplying the value of each investment by the number of days remaining to its maturity, adding these calculations, and then dividing the total by the value of the Fund's portfolio. An obligation's maturity is typically determined on a stated final maturity basis, although there are some exceptions to this rule.

For example, if it is probable that the issuer of an instrument will take advantage of a maturity-shortening device, such as a call, refunding, or redemption provision, the date on which the instrument will probably be called, refunded, or redeemed may be considered to be its maturity date. When a municipal bond issuer has committed to call an issue of bonds and has established an independent escrow account that is sufficient to, and is pledged to, refund that issue, the number of days to maturity for the prerefunded bond is considered to be the number of days to the announced call date of the bonds.

#### DESCRIPTION OF MOODY'S INVESTORS SERVICE INC.'S RATINGS OF STATE AND MUNICIPAL NOTES:

Moody's ratings for state and municipal and other short-term obligations will be designated Moody's Investment Grade (MIG, or VMIG for variable rate obligations). This distinction is in recognition of the difference between short-term credit risk and long-term risk. Factors affecting the liquidity of the borrower and short-term cyclical elements are critical in short-term ratings, while other factors of major importance in bond risk, long-term secular trends, for example, may be less important in the short run.

Symbols used will be as follows:

MIG-1/VMIG-1 - This designation denotes best quality. There is present strong protection by established cash flows, superior liquidity support or demonstrated broad-based access to the market for refinancing.

MIG-2/VMIG-2 - This designation denotes high quality. Margins of protection are ample although not so large as in the preceding group.

#### DESCRIPTION OF STANDARD & POOR'S CORPORATION'S RATINGS OF STATE AND MUNICIPAL NOTES:

SP-1 - Very strong or strong capacity to pay principal and interest. Those issues determined to possess overwhelming safety characteristics will be given a plus (+) designation.

SP-2 - Satisfactory capacity to pay principal and interest.

#### DESCRIPTION OF MOODY'S INVESTORS SERVICE, INC.'S MUNICIPAL BOND RATINGS:

AAA - Bonds rated Aaa are judged to be of the best quality. They carry the smallest degree of investment risk and are generally referred to as "gilt edge." Interest payments are protected by a large or by an exceptionally stable margin and principal is secure. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues.

AA - Bonds rated Aa are judged to be of high quality by all standards. Together with Aaa group they comprise what are generally known as high-grade bonds. They are rated lower than the best bonds because margins of protection may not be as large as in Aaa securities or fluctuation of protective elements may be of greater amplitude or there may be other elements present which make the long-term risks appear somewhat larger than in Aaa securities.

A - Bonds rated A possess many favorable investment attributes and are to be considered as upper-medium-grade obligations. Factors giving security to principal and interest are considered adequate but elements may be present which suggest a susceptibility to impairment sometime in the future.

BAA - Bonds rated Baa are considered as medium-grade obligations, i.e., they are neither highly protected nor poorly secured. Interest payments and principal security appear adequate for the present but certain protective elements may be lacking or may be characteristically unreliable over any great length of time. Such bonds lack outstanding investment characteristics and in fact have speculative characteristics as well.

BA - Bonds rated Ba are judged to have speculative elements. Their future cannot be considered as well assured. Often the protection of interest and principal payments may be very moderate and thereby not well safeguarded during both good and bad times in the future. Uncertainty of position characterizes bonds in this class.

Those bonds in the Aa, A, Baa and Ba groups which Moody's believes possess the strongest investment attributes are designated by the symbols Aal, Al, Baal and Bal.

DESCRIPTION OF STANDARD & POOR'S CORPORATION'S MUNICIPAL BOND RATINGS:

AAA - Debt rated AAA has the highest rating assigned by Standard & Poor's to a debt obligation. Capacity to pay interest and repay principal is extremely strong.

AA - Debt rated AA has a very strong capacity to pay interest and repay principal and differs from the highest-rated debt issues only in small degree.

A - Debt rated A has a strong capacity to pay interest and repay principal, although it is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions.

BBB - Debt rated BBB is regarded as having an adequate capacity to pay interest and repay principal. Whereas it normally exhibits adequate protection parameters, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity to pay interest and repay principal for debt in this category than in higher-rated categories.

BB - Debt rated BB has less near-term vulnerability to default than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial, or economic conditions which could lead to inadequate capacity to meet timely interest and principal payments. The ratings from AA to BB may be modified by the addition of a plus or minus to show relative standing within the major rating categories.

PART C. OTHER INFORMATION

Item 24. Financial Information

(a) Financial Statements for Limited Term Tax-Exempt Fund for the fiscal year ended November 30, 1993 is incorporated by reference to Exhibit 24(a) to Post-Effective Amendment No. 31.

(b) Exhibits:

(1) (a) Amended and Restated Declaration of Trust dated January 24, 1985, is incorporated herein by reference to Exhibit 1(b) to Post-Effective Amendment No. 4.

(b) Supplement to Declaration of Trust dated November 9, 1987, is incorporated herein by reference to Exhibit 1(c) to Post-Effective Amendment No. 9.

(c) Supplement to the Declaration of Trust dated December 1, 1988, is incorporated herein by reference to Exhibit 1(d) to Post-Effective Amendment No. 15.

(d) Supplement to the Declaration of Trust dated December 20, 1991 is incorporated herein by reference to Exhibit 1(e) to Post-Effective Amendment No. 19.

(e) Amendment to the Fund's Declaration of Trust dated April 15, 1993 is incorporated herein by reference to Exhibit 1(f) to Post-Effective Amendment No. 26.

(2) By-Laws of the Trust are incorporated herein by reference to Exhibit 2 to the initial Registration Statement.

(3) None.

(4) Not applicable.

(5) (a) Amended Management Contract between Tax-Exempt Portfolios: Limited Term Series and Fidelity Management & Research Company is incorporated herein by reference to Exhibit 5(d) to Post-Effective Amendment No. 15.

(b) Form of Management Contract, dated January 29, 1993, between Fidelity Advisor North American Government Portfolio and Fidelity Management & Research Company is incorporated herein by reference to Exhibit 5(b) to Post-Effective Amendment No. 23.

(c) Form of Management Contract between Fidelity Advisor Short-Intermediate Tax-Exempt Fund and Fidelity Management & Research Company is filed by reference to Exhibit 5(c) to Post-Effective Amendment No. 31.

(6) (a) General Distribution Agreement between Limited Term Series and Fidelity Distributors Corporation, dated April 1, 1987 is incorporated herein by reference to Exhibit 6 (c) to Post-Effective Amendment No. 9.

(b) Form of General Distribution Agreement, dated January 29, 1993, between Fidelity Distributors Corporation and Fidelity Advisor North American Government Portfolio - Retail Class is incorporated herein by reference to Exhibit 6(b) to Post-Effective Amendment No. 23.

(c) Form of General Distribution Agreement, dated January 29, 1993, between Fidelity Distributors Corporation and Fidelity Advisor North American Government Portfolio - Institutional Class is incorporated herein by reference to Exhibit 6(c) to Post-Effective Amendment No 23.

(d) Form of General Distribution Agreement Between Fidelity Advisor Short-Intermediate Tax-Exempt Fund and Fidelity Distributors Corporation is incorporated herein as Exhibit 6(d) to Post-Effective Amendment No. 31.

(7) Retirement Plan for Non-Interested Person Trustees, Directors or General Partners, effective November 1, 1989, is incorporated herein by reference to Exhibit 7 to Post-Effective Amendment No. 19.

(8) (a) Custodian Agreement between State Street Bank and Trust Company and Tax-Exempt Portfolios, dated January 11, 1984, is incorporated herein by reference to Exhibit 8 to Post-Effective Amendment No. 1.

(b) Amendment, dated July 7, 1986, to the Custodian Contract is

incorporated herein by reference to Exhibit 8(b) to Post-Effective Amendment No. 9.

(c) Form of Custodian Contract on behalf of Fidelity Advisor North American Government Portfolio, dated January 29, 1993, to be filed by amendment.

(d) Form of Custodian Agreement between Fidelity Advisor Short-Intermediate Tax-Exempt Fund and United Missouri Bank, N.A., is incorporated herein by reference to Exhibit 8(d) to Post-Effective Amendment No. 31.

(9) (a) Service Agreement dated March 12, 1992 between the Registrant and United Missouri Bank, N.A., is incorporated herein by reference to Exhibit 9(a) to Post-Effective Amendment No. 30.

(b) Schedules B and C, dated March 12, 1992 to the Service Agreement between the Registrant and United Missouri Bank, N.A., on behalf of Limited Term, is incorporated herein by reference to Exhibit 9(b) to Post-Effective Amendment No. 30.

(c) Appointment of Sub-Servicing Agent dated March 12, 1992 on behalf of the Limited Term Series, among Fidelity Management & Research Company, Fidelity Service Co. and United Missouri Bank, N.A., is incorporated herein by reference to Exhibit 9(c) to Post-Effective Amendment No. 30.

(d) Service Agreement, and related schedules B and C, dated January 29, 1993 between Fidelity Service Co. and Fidelity Advisor North American Government Portfolio is incorporated herein by reference to Exhibit 9 (d) to Post-Effective Amendment No. 23.

(e) Transfer Agent Agreement between the Registrant and United Missouri Bank, N.A., dated March 12, 1992 is incorporated herein by reference to Exhibit 9(e) to Post-Effective Amendment No. 30.

(f) Schedule A dated June 1, 1989 to the Amended Transfer Agent Agreement between the Registrant, on behalf of the Limited Term Series, and State Street Bank and Trust Company is incorporated herein by reference to Exhibit 9(f) to Post-Effective Amendment No. 15.

(g) Appointment of Sub-Transfer Agent dated June 1, 1989 on behalf of the Limited Term Series, among Fidelity Management & Research Company, Fidelity Investments Institutional Operations Company and State Street Bank and Trust Company is incorporated herein by reference to Exhibit 9(g) to Post-Effective Amendment No. 15.

(h) Form of Transfer Agent Agreement and related Schedule A, dated January 29, 1993, between Fidelity Investments Institutional Operations Company and Fidelity Advisor North American Government Portfolio - Institutional Class is incorporated herein by reference to Exhibit 9(h) to Post-Effective Amendment No. 23.

(i) Form of Transfer Agent Agreement and related schedule A, dated January 29, 1993, between State Street Bank & Trust Company and Fidelity Advisor North American Government Portfolio-Retail Class to be filed by amendment.

(j) Forms of Schedules A, B, and C are incorporated herein by reference to Exhibit 9(j) to Post-Effective Amendment No. 31.

(10) None.

(11) Consent of the Fund's independent accountant are filed herein as Exhibit 11.

(12) None.

(13) None.

(14) (a) Form of Fidelity Advisor Funds Individual Retirement Account Custodial Agreement Disclosure Statement in effect as of January 1, 1994 is incorporated herein by reference to Exhibit 14(a) to Post-Effective Amendment No. 30.

(b) Form of Fidelity Institutional Individual Retirement Account Custodial Agreement in effect as of January 1, 1994 is incorporated herein by reference to Exhibit 14(b) to Post-Effective Amendment No. 30.

(15) (a) 12b-1 Distribution and Service Plan for the Limited Term Series - Retail Class is incorporated herein by reference to Exhibit 15(a) to Post-Effective Amendment No. 30.

(b) Form of 12b-1 Distribution and Service Plan dated January 29, 1993 between Fidelity Distributors Corporation and Fidelity Advisor North American Government Portfolio - Institutional Class is incorporated herein by reference to Exhibit 15(b) to Post-Effective Amendment No. 23.

(c) Form of 12b-1 Distribution and Service Plan dated January 29, 1993 between Fidelity Distributors Corporation and Fidelity Advisor North American Government Portfolio - Retail Class is incorporated herein by reference to Exhibit 15(c) to Post-Effective Amendment No. 23.

(d) Form of 12b-1 Distribution and Service Plan dated February 14, 1994 between Fidelity Distributors Corporation and Fidelity Advisor Short-Intermediate Tax-Exempt Fund is incorporated herein by reference to Exhibit 15(d) to Post-Effective Amendment No. 31.

(e) Form of 12b-1 Distribution and Service Plan for Fidelity Limited Term Tax-Exempt Fund - Class B - is electronically filed herein as Exhibit 15(e).

(16) A schedule for computation of performance quotations is incorporated herein by reference to Exhibit 16(a) to Post-Effective Amendment No. 16.

Item 25. Persons Controlled by or under Common Control with Registrant  
The Board of Trustees of the Registrant is the same as the Boards of other Fidelity funds offered primarily to institutional investors, each of which has Fidelity Management & Research Company as its investment adviser.



Larry Domash	Vice President of FMR (1993).
George Domolky	Vice President of FMR (1993) and of a fund advised by FMR.
Charles F. Dornbush	Senior Vice President of FMR; Chief Financial Officer of the Fidelity funds; Treasurer of FMR Texas Inc., Fidelity Management & Research (U.K.) Inc., and Fidelity Management & Research (Far East) Inc.
Robert K. Duby	Vice President of FMR.
Margaret L. Eagle	Vice President of FMR and of a fund advised by FMR.
Kathryn L. Eklund	Vice President of FMR.
Richard B. Fentin	Senior Vice President of FMR (1993) and of a fund advised by FMR.
Daniel R. Frank	Vice President of FMR and of funds advised by FMR.
Gary L. French	Vice President of FMR and Treasurer of the funds advised by FMR. Prior to assuming the position as Treasurer he was Senior Vice President, Fund Accounting - Fidelity Accounting & Custody Services Co.
Michael S. Gray	Vice President of FMR and of funds advised by FMR.
Barry A. Greenfield	Vice President of FMR and of a fund advised by FMR.
William J. Hayes	Senior Vice President of FMR; Income/Growth Group Leader and International Group Leader.
Robert Haber	Vice President of FMR and of funds advised by FMR.
Daniel Harmetz	Vice President of FMR and of a fund advised by FMR.
Ellen S. Heller	Vice President of FMR.

</TABLE>

<TABLE>

<CAPTION>

<S>	<C>	<C>
John Hickling	Vice President of FMR (1993) and of funds advised by FMR.	

</TABLE>

<TABLE>

<CAPTION>

<S>	<C>
-----	-----

Robert F. Hill	Vice President of FMR; and Director of Technical Research.
Stephan Jonas	Vice President of FMR (1993).
David B. Jones	Vice President of FMR (1993).
Steven Kaye	Vice President of FMR (1993) and of a fund advised by FMR.
Frank Knox	Vice President of FMR (1993).
Robert A. Lawrence	Senior Vice President of FMR (1993); and High Income Group Leader.
Alan Leifer	Vice President of FMR and of a fund advised by FMR.
Harris Leviton	Vice President of FMR (1993) and of a fund advised by FMR.
Bradford E. Lewis	Vice President of FMR and of funds advised by FMR.
Robert H. Morrison	Vice President of FMR and Director of Equity Trading.
David Murphy	Vice President of FMR and of funds advised by FMR.
Jacques Perold	Vice President of FMR.
Brian Posner	Vice President of FMR (1993) and of a fund advised by FMR.
Anne Punzak	Vice President of FMR and of funds advised by FMR.
Richard A. Spillane	Vice President of FMR and of funds advised by FMR; and Director of Equity Research.
Robert E. Stansky	Senior Vice President of FMR (1993) and of funds advised by FMR.
Thomas Steffanci	Senior Vice President of FMR (1993); and Fixed-Income Division Head.
Gary L. Swayze	Vice President of FMR and of funds advised by FMR; and Tax-Free Fixed-Income Group Leader.
Donald Taylor	Vice President of FMR (1993) and of funds advised by FMR.
Beth F. Terrana	Senior Vice President of FMR (1993) and of funds advised by FMR.

Joel Tillinghast	Vice President of FMR (1993) and of a fund advised by FMR.
Robert Tucket	Vice President of FMR (1993).
George A. Vanderheiden	Senior Vice President of FMR; Vice President of funds advised by FMR; and Growth Group Leader.
Jeffrey Vinik	Senior Vice President of FMR (1993) and of a fund advised by FMR.
Guy E. Wickwire	Vice President of FMR and of a fund advised by FMR.
Arthur S. Loring	Senior Vice President (1993), Clerk and General Counsel of FMR; Vice President, Legal of FMR Corp.; and Secretary of funds advised by FMR.

</TABLE>

Item 29. Principal Underwriters

(a) Fidelity Distributors Corporation (FDC) acts as distributor for most funds advised by FMR and the following other funds:

CrestFunds, Inc.  
The Victory Funds  
ARK Funds  
(b)

Name and Principal Business Address*	Positions and Offices With Underwriter	Positions and Offices With Registrant
Edward C. Johnson 3d	Director	Trustee and President
Nita B. Kincaid	Director	None
W. Humphrey Bogart	Director	None
Kurt A. Lange	President and Treasurer	None
William L. Adair	Senior Vice President	None
Thomas W. Littauer	Senior Vice President	None
Arthur S. Loring	Vice President and Clerk	Secretary

\* 82 Devonshire Street, Boston, MA  
(c) Not applicable.

Item 30. Location of Accounts and Records

All accounts, books, and other documents required to be maintained by Section 31a of the 1940 Act and the Rules promulgated thereunder are maintained by Fidelity Management & Research Company or Fidelity Service Co., 82 Devonshire St., Boston, MA, 02109, or the fund's custodian: United Missouri Bank, N.A., 1010 Grand Avenue, Kansas City, MO.

Item 31. Management Services

Not applicable.

Item 32. Undertakings

The Registrant undertakes to file a Post-Effective Amendment, using financial statements for Fidelity Advisor Short-Intermediate Tax-Exempt Fund, which need not be certified, within six months of the fund's effectiveness. The Registrant undertakes for the fund: (1) to call a meeting of shareholders for the purpose of voting upon the question of removal of a trustee or trustees, when requested to do so by record holders of not less than 10% of its outstanding shares; and (2) to assist in communications with other shareholders pursuant to Section 16(c)(1) and (2), whenever shareholders meeting the qualifications set forth in Section 16(c) seek the opportunity to communicate with other shareholders with a view toward requesting a meeting.

The Registrant, on behalf of Fidelity Advisor Limited Term Tax-Exempt Fund undertakes, provided the information required by Item 5A is contained in the annual report, to furnish each person to whom a prospectus has been delivered, upon their request and without charge, a copy of the latest annual report to shareholders.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933 and the Investment Company Act of 1940, the Registrant has duly caused this Post-Effective Amendment No. 33 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boston, and Commonwealth of Massachusetts, on the 8th day of April 1994.

Fidelity Advisor Series VI

By /s/ Edward C. Johnson 3d (dagger)

Edward C. Johnson 3d, President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

(Signature) (Title) (Date)

<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>
/s/ Edward C. Johnson 3d (dagger)	President & Trustee	April 8, 1994	
Edward C. Johnson 3d	(Principal Executive Officer)		

</TABLE>

/s/ Gary L. French\*\* Treasurer April 8, 1994

Gary L. French

/s/ J. Gary Burkhead Trustee April 8, 1994

J. Gary Burkhead

/s/ Ralph F. Cox \* Trustee April 8, 1994

Ralph F. Cox

/s/ Phyllis Burke Davis \* Trustee April 8, 1994

Phyllis Burke Davis

/s/ Richard J. Flynn \* Trustee April 8, 1994

Richard J. Flynn

/s/ E. Bradley Jones\* Trustee April 8, 1994

E. Bradley Jones

/s/ Donald J. Kirk \* Trustee April 8, 1994

Donald J. Kirk

/s/ Peter S. Lynch \* Trustee April 8, 1994

Peter S. Lynch

/s/ Edward H. Malone \* Trustee April 8, 1994

Edward H. Malone

/s/ Marvin L. Mann \* Trustee April 8, 1994

Marvin L. Mann

/s/ Gerald C. McDonough \* Trustee April 8, 1994

Gerald C. McDonough

/s/ Thomas R. Williams \* Trustee April 8, 1994

Thomas R. Williams

(dagger) Signatures affixed by J. Gary Burkhead pursuant to a power of attorney dated October 20, 1993 and filed herewith.

\* Signature affixed by Stephanie A. Xupolos pursuant to a power of attorney dated October 20, 1993 and filed herewith.

\*\* Signature affixed by John H. Costello pursuant to a power of attorney dated October 20, 1993 and filed herewith.

POWER OF ATTORNEY

I, the undersigned Director, Trustee or General Partner, as the case may be, of the following investment companies:

<TABLE>

<CAPTION>	<C>
<S>	
Fidelity Advisor Series I	Fidelity Magellan Fund
Fidelity Advisor Series III	Fidelity Massachusetts Municipal Trust
Fidelity Advisor Series IV	Fidelity Money Market Trust
Fidelity Advisor Series VI	Fidelity Mt. Vernon Street Trust
Fidelity Advisor Series VIII	Fidelity New York Municipal Trust
Fidelity California Municipal Trust	Fidelity Puritan Trust
Fidelity Capital Trust	Fidelity School Street Trust
Fidelity Charles Street Trust	Fidelity Select Portfolios
Fidelity Commonwealth Trust	Fidelity Sterling Performance Portfolio, L.P.
Fidelity Congress Street Fund	Fidelity Summer Street Trust
Fidelity Contrafund	Fidelity Trend Fund
Fidelity Deutsche Mark Performance Portfolio, L.P.	Fidelity Union Street Trust
Fidelity Devonshire Trust	Fidelity U.S. Investments-Bond Fund, L.P.
Fidelity Financial Trust	Fidelity U.S. Investments-Government Securities Fund, L.P.
Fidelity Fixed-Income Trust	Fidelity Yen Performance Portfolio, L.P.
Fidelity Government Securities Fund	Spartan U.S. Treasury Money Market Fund
Fidelity Hastings Street Trust	Variable Insurance Products Fund
Fidelity Income Fund	Variable Insurance Products Fund II
Fidelity Institutional Trust	
Fidelity Investment Trust	

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individual serves as a Board Member (collectively, the "Funds"), hereby severally constitute and appoint Arthur J. Brown, Arthur C. Delibert, Robert C. Hacker, Richard M. Phillips, Dana L. Platt and Stephanie A. Xupolos, each of them singly, my true and lawful attorneys-in-fact, with full power of substitution, and with full power to each of them, to sign for me and in my name in the appropriate capacity, all Pre-Effective Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in my name and behalf in connection therewith as said attorneys-in-fact deem necessary or appropriate, to comply with the provisions of the Securities Act of 1933 and Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission, hereby ratifying and confirming all that said attorneys-in-fact or their substitutes may do or cause to be done by virtue hereof.

WITNESS my hand on the date set forth below.  
/s/Ralph F. Cox      October 20, 1993

Ralph F. Cox

POWER OF ATTORNEY

I, the undersigned Director, Trustee or General Partner, as the case may be, of the following investment companies:

<TABLE>	
<CAPTION>	
<S>	<C>
Fidelity Advisor Series I	Fidelity Investment Trust
Fidelity Advisor Series III	Fidelity Mt. Vernon Street Trust
Fidelity Advisor Series IV	Fidelity School Street Trust
Fidelity Advisor Series VI	Fidelity Select Portfolios
Fidelity Advisor Series VIII	Fidelity Sterling Performance Portfolio, L.P.
Fidelity Beacon Street Trust	Fidelity Trend Fund
Fidelity Capital Trust	Fidelity Union Street Trust
Fidelity Commonwealth Trust	Fidelity U.S. Investments-Bond Fund, L.P.
Fidelity Contrafund	Fidelity U.S. Investments-Government Securities Fund, L.P.
Fidelity Deutsche Mark Performance Portfolio, L.P.	Fidelity Yen Performance Portfolio, L.P.
Fidelity Devonshire Trust	Spartan U.S. Treasury Money Market Fund
Fidelity Financial Trust	Variable Insurance Products Fund
Fidelity Fixed-Income Trust	Variable Insurance Products Fund II
Fidelity Government Securities Fund	
Fidelity Hastings Street Trust	
Fidelity Institutional Trust	

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individual serves as a Board Member (collectively, the "Funds"), hereby severally constitute and appoint Arthur J. Brown, Arthur C. Delibert, Robert C. Hacker, Richard M. Phillips, Dana L. Platt and Stephanie A. Xupolos, each of them singly, my true and lawful attorneys-in-fact, with full power of substitution, and with full power to each of them, to sign for me and in my name in the appropriate capacity, all Pre-Effective

Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in my name and behalf in connection therewith as said attorneys-in-fact deem necessary or appropriate, to comply with the provisions of the Securities Act of 1933 and Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission, hereby ratifying and confirming all that said attorneys-in-fact or their substitutes may do or cause to be done by virtue hereof.

WITNESS my hand on the date set forth below.

/s/Phyllis Burke Davis October 20, 1993

Phyllis Burke Davis

POWER OF ATTORNEY

I, the undersigned Director, Trustee or General Partner, as the case may be, of the following investment companies:

<TABLE>

<CAPTION>

<S>

Fidelity Advisor Series I  
Fidelity Advisor Series III  
Fidelity Advisor Series IV  
Fidelity Advisor Series VI  
Fidelity Advisor Series VII  
Fidelity Advisor Series VIII  
Fidelity Contrafund  
Fidelity Deutsche Mark Performance  
Portfolio, L.P.  
Fidelity Fixed-Income Trust  
Fidelity Government Securities Fund  
Fidelity Hastings Street Trust  
Fidelity Institutional Trust

<C>

Fidelity Investment Trust  
Fidelity Special Situations Fund  
Fidelity Sterling Performance Portfolio, L.P.  
Fidelity Trend Fund  
Fidelity U.S. Investments-Bond Fund, L.P.  
Fidelity U.S. Investments-Government Securities  
Fund, L.P.  
Fidelity Yen Performance Portfolio, L.P.  
Spartan U.S. Treasury Money Market  
Fund  
Variable Insurance Products Fund  
Variable Insurance Products Fund II

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individual serves as a Board Member (collectively, the "Funds"), hereby severally constitute and appoint Arthur J. Brown, Arthur C. Delibert, Robert C. Hacker, Richard M. Phillips, Dana L. Platt and Stephanie A. Xupolos, each of them singly, my true and lawful attorneys-in-fact, with full power of substitution, and with full power to each of them, to sign for me and in my name in the appropriate capacity, all Pre-Effective Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in my name and behalf in connection therewith as said attorneys-in-fact deem necessary or appropriate, to comply with the provisions of the Securities Act of 1933 and Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission, hereby ratifying and confirming all that said attorneys-in-fact or their substitutes may do or cause to be done by virtue hereof.

WITNESS my hand on the date set forth below.

/s/Marvin L. Mann October 20, 1993

Marvin L. Mann

POWER OF ATTORNEY

I, the undersigned President and Director, Trustee or General Partner, as the case may be, of the following investment companies:

<TABLE>

<CAPTION>

<S>

Fidelity Advisor Series I  
Fidelity Advisor Series II  
Fidelity Advisor Series III  
Fidelity Advisor Series IV  
Fidelity Advisor Series V  
Fidelity Advisor Series VI  
Fidelity Advisor Series VII  
Fidelity Advisor Series VIII  
Fidelity California Municipal Trust  
Fidelity Capital Trust  
Fidelity Charles Street Trust  
Fidelity Commonwealth Trust  
Fidelity Congress Street Fund  
Fidelity Contrafund  
Fidelity Corporate Trust  
Fidelity Court Street Trust

<C>

Fidelity Institutional Trust  
Fidelity Investment Trust  
Fidelity Magellan Fund  
Fidelity Massachusetts Municipal Trust  
Fidelity Money Market Trust  
Fidelity Mt. Vernon Street Trust  
Fidelity Municipal Trust  
Fidelity New York Municipal Trust  
Fidelity Puritan Trust  
Fidelity School Street Trust  
Fidelity Securities Fund  
Fidelity Select Portfolios  
Fidelity Sterling Performance Portfolio, L.P.  
Fidelity Summer Street Trust  
Fidelity Trend Fund  
Fidelity U.S. Investments-Bond Fund, L.P.

Fidelity Destiny Portfolios	Fidelity U.S. Investments-Government Securities Fund, L.P.
Fidelity Deutsche Mark Performance Portfolio, L.P.	Fidelity Union Street Trust
Fidelity Devonshire Trust	Fidelity Yen Performance Portfolio, L.P.
Fidelity Exchange Fund	Spartan U.S. Treasury Money Market Fund
Fidelity Financial Trust	Variable Insurance Products Fund
Fidelity Fixed-Income Trust	Variable Insurance Products Fund II
Fidelity Government Securities Fund	
Fidelity Hastings Street Trust	
Fidelity Income Fund	

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individual serves as President and Board Member (collectively, the "Funds"), hereby severally constitute and appoint J. Gary Burkhead, my true and lawful attorney-in-fact, with full power of substitution, and with full power to sign for me and in my name in the appropriate capacity, all Pre-Effective Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in my name and behalf in connection therewith as said attorney-in-fact deem necessary or appropriate, to comply with the provisions of the Securities Act of 1933 and Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission. I hereby ratify and confirm all that said attorneys-in-fact or their substitutes may do or cause to be done by virtue hereof.

WITNESS my hand on the date set forth below.  
/s/Edward C. Johnson 3d October 20, 1993

Edward C. Johnson 3d

POWER OF ATTORNEY

We, the undersigned Directors, Trustees or General Partners, as the case may be, of the following investment companies:

<TABLE>	<C>
<CAPTION>	
<S>	
Fidelity Advisor Series I	Fidelity Institutional Trust
Fidelity Advisor Series II	Fidelity Investment Trust
Fidelity Advisor Series III	Fidelity Magellan Fund
Fidelity Advisor Series IV	Fidelity Massachusetts Municipal Trust
Fidelity Advisor Series V	Fidelity Money Market Trust
Fidelity Advisor Series VI	Fidelity Mt. Vernon Street Trust
Fidelity Advisor Series VII	Fidelity Municipal Trust
Fidelity Advisor Series VIII	Fidelity New York Municipal Trust
Fidelity California Municipal Trust	Fidelity Puritan Trust
Fidelity Capital Trust	Fidelity School Street Trust
Fidelity Charles Street Trust	Fidelity Securities Fund
Fidelity Commonwealth Trust	Fidelity Select Portfolios
Fidelity Congress Street Fund	Fidelity Sterling Performance Portfolio, L.P.
Fidelity Contrafund	Fidelity Summer Street Trust
Fidelity Corporate Trust	Fidelity Trend Fund
Fidelity Court Street Trust	Fidelity U.S. Investments-Bond Fund, L.P.
Fidelity Destiny Portfolios	Fidelity U.S. Investments-Government Securities Fund, L.P.
Fidelity Deutsche Mark Performance Portfolio, L.P.	Fidelity Union Street Trust
Fidelity Devonshire Trust	Fidelity Yen Performance Portfolio, L.P.
Fidelity Exchange Fund	Spartan U.S. Treasury Money Market Fund
Fidelity Financial Trust	Variable Insurance Products Fund
Fidelity Fixed-Income Trust	Variable Insurance Products Fund II
Fidelity Government Securities Fund	
Fidelity Hastings Street Trust	
Fidelity Income Fund	

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individuals serve as Board Members (collectively, the "Funds"), hereby severally constitute and appoint Arthur J. Brown, Arthur C. Delibert, Robert C. Hacker, Richard M. Phillips, Dana L. Platt and Stephanie A. Xupolos, each of them singly, our true and lawful attorneys-in-fact, with full power of substitution, and with full power to each of them, to sign for us and in our names in the appropriate capacities, all Pre-Effective Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in our names and behalf in connection therewith as said attorneys-in-fact deem necessary or appropriate, to comply with the provisions of the Securities

Act of 1933 and Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission, hereby ratifying and confirming all that said attorneys-in-fact or their substitutes may do or cause to be done by virtue hereof.

WITNESS our hands on this twentieth day of October, 1993.

/s/Edward C. Johnson 3d    /s/Peter S. Lynch

Edward C. Johnson 3d    Peter S. Lynch

/s/J. Gary Burkhead    /s/Edward H. Malone

J. Gary Burkhead    Edward H. Malone

/s/Richard J. Flynn    /s/Gerald C. McDonough

Richard J. Flynn    Gerald C. McDonough

/s/E. Bradley Jones    /s/Thomas R. Williams

E. Bradley Jones    Thomas R. Williams

/s/Donald J. Kirk

Donald J. Kirk

POWER OF ATTORNEY

I, the undersigned Treasurer and principal financial and accounting officer of the following investment companies:

<TABLE>

<CAPTION>

<S>

Fidelity Advisor Series I  
Fidelity Advisor Series II  
Fidelity Advisor Series III  
Fidelity Advisor Series IV  
Fidelity Advisor Series V  
Fidelity Advisor Series VI  
Fidelity Advisor Series VII  
Fidelity Advisor Series VIII  
Fidelity California Municipal Trust  
Fidelity Capital Trust  
Fidelity Charles Street Trust  
Fidelity Commonwealth Trust  
Fidelity Congress Street Fund  
Fidelity Contrafund  
Fidelity Corporate Trust  
Fidelity Court Street Trust  
Fidelity Destiny Portfolios  
Fidelity Deutsche Mark Performance  
Portfolio, L.P.  
Fidelity Devonshire Trust  
Fidelity Exchange Fund  
Fidelity Financial Trust  
Fidelity Fixed-Income Trust  
Fidelity Government Securities Fund  
Fidelity Hastings Street Trust  
Fidelity Income Fund

<C>

Fidelity Institutional Trust  
Fidelity Investment Trust  
Fidelity Magellan Fund  
Fidelity Massachusetts Municipal Trust  
Fidelity Money Market Trust  
Fidelity Mt. Vernon Street Trust  
Fidelity Municipal Trust  
Fidelity New York Municipal Trust  
Fidelity Puritan Trust  
Fidelity School Street Trust  
Fidelity Securities Fund  
Fidelity Select Portfolios  
Fidelity Sterling Performance Portfolio, L.P.  
Fidelity Summer Street Trust  
Fidelity Trend Fund  
Fidelity U.S. Investments-Bond Fund, L.P.  
Fidelity U.S. Investments-Government Securities  
Fund, L.P.  
Fidelity Union Street Trust  
Fidelity Yen Performance Portfolio, L.P.  
Spartan U.S. Treasury Money Market  
Fund  
Variable Insurance Products Fund  
Variable Insurance Products Fund II

</TABLE>

plus any other investment company for which Fidelity Management & Research Company acts as investment adviser and for which the undersigned individual serves as Treasurer and principal financial and accounting officer (collectively, the "Funds"), hereby constitute and appoint John H. Costello, my true and lawful attorney-in-fact, with full power of substitution, and with full power to him to sign for me and in my name, in

the appropriate capacity, all Pre-Effective Amendments to any Registration Statements of the Funds, any and all subsequent Post-Effective Amendments to said Registration Statements, any Registration Statements on Form N-14, and any supplements or other instruments in connection therewith, and generally to do all such things in my name and behalf in connection therewith as said attorney-in-fact deems necessary or appropriate, to comply with the provisions of the Securities Act of 1933 and the Investment Company Act of 1940, and all related requirements of the Securities and Exchange Commission. I hereby ratify and confirm all that said attorney-in-fact or his substitutes may do or cause to be done by virtue hereof.

WITNESS my hand on the date set forth below.

/s/Gary L. French    October 20, 1993

Gary L. French

Exhibit 11

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference into the Statement of Additional Information in Post-Effective Amendment No. 33 to the Registration Statement on Form N-1A (the "Registration Statement") of Fidelity Advisor Series VI (formerly Fidelity Oliver Street Trust): Fidelity Advisor Limited Term Tax-Exempt Fund of our report dated January 7, 1994, relating to the financial statements and financial highlights which is incorporated by reference in said Statement of Additional Information.

We further consent to the references to our Firm in the Prospectus and Statements of Additional Information of Fidelity Advisor Series VI under the headings "Financial Highlights" and "Auditor".

/s/COOPERS & LYBRAND

COOPERS & LYBRAND

Boston, Massachusetts

April 8, 1994

FORM OF  
DISTRIBUTION AND SERVICE PLAN

1. This Distribution and Service Plan (the "Plan"), when effective in accordance with its terms, shall be the written plan contemplated by Securities and Exchange Commission Rule 12b-1 under the Investment Company Act of 1940, as amended (the "Act") for the Class B shares of Fidelity Advisor Limited Term Tax-Exempt Fund ("Class B"), a class of shares of Fidelity Advisor Limited Term Tax-Exempt Fund (the "Fund"), a series of Fidelity Advisor Series VI (the "Trust").

2. The Trust has entered into a General Distribution Agreement on behalf of the Fund with Fidelity Distributors Corporation (the "Distributor") under which the Distributor uses all reasonable efforts, consistent with its other business, to secure purchasers of the Fund's shares of beneficial interest (the "shares"). Such efforts may include, but neither are required to include nor are limited to, the following: (1) formulation and implementation of marketing and promotional activities, such as mail promotions and television, radio, newspaper, magazine and other mass media advertising; (2) preparation, printing and distribution of sales literature; (3) preparation, printing and distribution of prospectuses of the Fund and reports to recipients other than existing shareholders of the Fund; (4) obtaining such information, analyses and reports with respect to marketing and promotional activities as the Distributor may, from time to time, deem advisable; (5) making payments to securities dealers and others engaged in the sale of shares or who engage in shareholder support services ("Investment Professionals"); and (6) providing training, marketing and support to Investment Professionals with respect to the sale of shares.

3. In accordance with such terms as the Trustees may, from time to time establish, and in conjunction with its services under the General Distribution Agreement with respect to shares of Class B ("Class B Shares"), the Distributor is hereby specifically authorized to make payments to Investment Professionals in connection with the sale of the Class B Shares. Such payments may be paid as a percentage of the dollar amount of purchases of Class B Shares attributable to a particular Investment Professional, or may take such other form as may be approved by the Trustees.

4. In consideration for the services provided and the expenses incurred by the Distributor pursuant to the General Distribution Agreement and paragraphs 2 and 3 hereof, all with respect to the Class B Shares:

(a) Class B shall pay to the Distributor a monthly distribution fee at the annual rate of 0.75% (or such lesser amount as the Trustees may, from time to time, determine) of the average daily net assets of Class B throughout the month. The determination of daily net assets shall be made at the close of business each day throughout the month and computed in the manner specified in the Fund's then current Prospectus for the determination of

the net asset value of Class B Shares, but shall exclude assets attributable to (i) Class B Shares purchased more than 144 months prior to such date or (ii) any other class of shares of the Fund. The Distributor may, but shall not be required to, use all or any portion of the distribution fee received pursuant to the Plan to compensate Investment Professionals who have engaged in the sale of Class B Shares or in shareholder support services pursuant to agreements with the Distributor, or to pay any of the expenses associated with other activities authorized under paragraphs 2 and 3 hereof; and

(b) In addition, the Plan recognizes that the Distributor may, in accordance with such terms as the Trustees may from time to time establish, receive all or a portion of any sales charges, including contingent deferred sales charges, which may be imposed upon the sale or redemption of Class B Shares.

5. Separate from any payments made as described in paragraph 4 hereof, Class B shall also pay to the Distributor a service fee at the annual rate of 0.25% (or such lesser amount as the Trustees may, from time to time, determine) of the average daily net assets of Class B throughout the month. The determination of daily net assets shall be made at the close of business each day throughout the month and computed in the manner specified in the Fund's then current Prospectus for the determination of the net asset value of Class B shares, but shall exclude assets attributable to any other class of shares of the Fund. The Distributor shall use all [or a portion] of such service fees to compensate Investment Professionals for personal service and/or the maintenance of shareholder accounts.

6. The Fund presently pays, and will continue to pay, a management fee to Fidelity Management and Research Company (the "Adviser") pursuant to a management agreement between the Fund and the Adviser (the "Management Contract"). It is recognized that the Adviser may use its management fee revenue, as well as its past profits or its resources from any other source, to reimburse the Distributor for expenses incurred in connection with the distribution of Class B Shares, including the activities referred to in paragraphs 2 and 3 hereof. To the extent that the payment of management fees by the Fund to the Adviser should be deemed to be indirect financing of any activity primarily intended to result in the sale of Class B Shares within the meaning of Rule 12b-1, then such payment shall be deemed to be authorized by this Plan.

7. This Plan shall become effective upon the first business day of the month following approval by "a vote of at least a majority of the outstanding voting securities" (as defined in the Act) of Class B, this Plan having been approved by a vote of a majority of the Trustees of the Trust, including a majority of Trustees who are not "interested persons" of the Trust (as defined in the Act) and who have no direct or indirect financial interest in the operation of the Plan or in any agreement related to the Plan (the "Independent Trustees"), cast in person at a meeting called for the purpose of voting on this Plan.

8. This Plan shall, unless terminated as hereinafter provided, remain in effect until [date], and from year to year thereafter; provided, however, that such continuance is subject to approval annually by a vote of a majority of the Trustees of the Trust, including a majority of the Independent Trustees, cast in person at a meeting called for the purpose of

voting on this Plan. This Plan may be amended at any time by the Board of Trustees, provided that (a) any amendment to increase materially the fees provided for in paragraphs 4 and 5 hereof or any amendment of the Management Contract to increase the amount to be paid by the Fund thereunder shall be effective only upon approval by a vote of a majority of the outstanding voting securities of Class B in the case of this Plan, or upon approval by a vote of the majority of the outstanding voting securities of the Fund, in the case of the Management Contract, and (b) any material amendment of this Plan shall be effective only upon approval in the manner provided in the first sentence of paragraph 7.

9. This Plan may be terminated at any time, without the payment of any penalty, by vote of a majority of the Independent Trustees or by a vote of a majority of the outstanding voting securities of Class B.

10. During the existence of this Plan, the Trust shall require the Adviser and/or the Distributor to provide the Trust, for review by the Trustees, and the Trustees shall review, at least quarterly, a written report of the amounts expended in connection with financing any activity primarily intended to result in the sale of Class B Shares (making estimates of such costs where necessary or desirable) and the purposes for which such expenditures were made.

11. This Plan does not require the Adviser or Distributor to perform any specific type or level of distribution activities or to incur any specific level of expenses for activities primarily intended to result in the sale of Class B Shares.

12. Consistent with the limitation of shareholder liability as set forth in the Trust's Declaration of Trust, any obligation assumed by Class B pursuant to this Plan and any agreement related to this Plan shall be limited in all cases to Class B and its assets and shall not constitute an obligation of any shareholder of the Trust or of any other class of the Fund, series of the Trust or class of such series.

13. If any provision of this Plan shall be held or made invalid by a court decision, statute, rule or otherwise, the remainder of the Plan shall not be affected thereby.