Subcellular Compartmentalization of E2F Family Members Is Required for Maintenance of the Postmitotic State in Terminally Differentiated Muscle

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Abstract. Maintenance of cells in a quiescent state after terminal differentiation occurs through a number of mechanisms that regulate the activity of the E2F family of transcription factors. We report here that changes in the subcellular compartmentalization of the E2F family proteins are required to prevent nuclei in terminally differentiated skeletal muscle from reentering S phase. In terminally differentiated L6 myotubes, E2F-1, E2F-3, and E2F-5 were primarily cytoplasmic, E2F-2 was nuclear, whereas E2F-4 became partitioned between both compartments. In these same cells, pRB family members, pRB, p107, and p130 were also nuclear. This compartmentalization of the E2F-1 and E2F-4 in differentiated muscle cells grown in vitro reflected their observed subcellular location in situ. We determined further that exogenous E2F-1 or E2F-4 expressed in myotubes at levels fourfold greater than endogenous proteins compartmentalized identically to their endogenous counterparts. Only when overexpressed at higher levels was inappropriate subcellular location for these proteins observed. At these levels, induction of the E2F-regulated genes, cyclins A and E, and suppression of factors associated with myogenesis, myogenin, and p21Cip1 was observed. Only at these levels of E2F expression did nuclei in these terminally differentiated cells enter S phase. These data demonstrate that regulation of the subcellular compartmentalization of E2F-family members is required to maintain nuclei in a quiescent state in terminally differentiated cells.

Key words: E2F • muscle differentiation • cytoplasm • nucleus • cell cycle

Introduction

The transition from G0 and G1 into S phase is determined by a series of factors that regulate the activity of a family of transcription factors known collectively as E2F (for review see Dyson, 1998). The E2F family proteins consist of six members: E2F-1, E2F-2, E2F-3, E2F-4, E2F-5, and E2F-6. All but the latter have been shown to regulate the expression of genes involved in cell cycle progression, including cyclins A and E (DeGregori et al., 1995; Botz et al., 1996), DHFR (Slansky et al., 1993; DeGregori et al., 1995), cdc2 (DeGregori et al., 1995; Shimizu et al., 1995), thymidine kinase (Karlsson et al., 1996), c-myc (Hiebert et al., 1989, 1992; Thalmeier et al., 1989; Muddry et al., 1990; Hamel et al., 1992), HsOrc1 (Ohtani et al., 1996), cdc6 (Leone et al., 1998; Ohtani et al., 1998), pRB (Shan et al., 1994), and p107 (Zhu et al., 1995b).

The pRB family proteins, pRB, p107, and p130, interact directly with and regulate the activity of the E2F family of transcription factors (Bandara and La Thangue, 1991; Chellappan et al., 1991; Chittenden et al., 1991; Defeo-Jones et al., 1991; Mudryj et al., 1991; Cao et al., 1992; Cetrullo et al., 1993; Cress et al., 1993; Hilden et al., 1993; Fee et al., 1993; Beijersbergen et al., 1994; Dynlacht et al., 1994; Ginsberg et al., 1994; Jiang et al., 1995; Smith and Nevins, 1995; Welch and Wang, 1995; Wolf et al., 1995; Zhu et al., 1995a). These interactions and their resultant growth-suppressive effects are antagonized by cyclin-dependent kinase-mediated phosphorylation of the pRB family proteins (Chellappan et al., 1991; Hilden et al., 1992; Hinds et al., 1992; Beijersbergen et al., 1994; Suzuki-Takahashi et al., 1995; Mayol et al., 1996; Xiao et al., 1996). In addition to pRB family binding, regulation of E2F activity occurs by cell cycle-dependent fluctuation of pRB and E2F levels (Moberg et al., 1996; Sardet et al., 1995; Shan et al., 1994). Differences in the levels of these two cell cycle regulatory families of proteins, as well as the cyclins, are even more profound during embryogenesis, where tissue-specific expression of distinct members of these families has been documented (Aguzzi et al., 1996; Dagnino et al., 1997; Jiang et al., 1997). This specificity is reflected by the tissue-specific effects of mice har-
boring germline deletions of pRb, E2F, or D-cyclin family members (Clarke et al., 1992; Jacks et al., 1992; Lee et al., 1992; Fantl et al., 1995; Sicinski et al., 1995, 1996; Cobrnik et al., 1996; Field et al., 1996; Le Couturier et al., 1998a,b; Lindeman et al., 1998). The distinct expression patterns for these cell cycle regulatory proteins are reiterated in a variety of stem cells stimulated to differentiate in cell culture (Slack et al., 1993; D’obashi et al., 1995; Kless et al., 1995; Kranenburg et al., 1995; Rao and Kohz, 1995; Shin et al., 1995; Wong et al., 1995; Le Couturier et al., 1996; Della et al., 1997; Gill et al., 1998). During neuronal differentiation of murine P19 embryonal carcinoma cells, for example, E2F-3 and E2F-4 levels decrease, E2F-2 levels remain constant, and E2F-1 is induced (Gill et al., 1994). Simultaneously, both pRb and p105 levels increase, as do the levels of their active hypophosphorylated forms. These changes in the pRb family protein activity are required for the strong reduction in free E2F transcription complexes (La Thangue and Rigby, 1987; La Thangue et al., 1990; Shivi and La Thangue, 1991; Corbel et al., 1995; Gill et al., 1998), also supported in studies demonstrating that inactivation of pRb family proteins by viral oncoproteins inhibits terminal differentiation (Caruso et al., 1993; Bishopric et al., 1997; Slack et al., 1995). A nalogous to neuronal differentiation, changes in the expression pattern and activity of these cell cycle regulatory proteins are required for differentiation of myoblasts into multinucleated myocytes (Corbel et al., 1995; Kless et al., 1995; Shin et al., 1995). Forced expression of E2F-1 before induction of differentiation inhibits formation of myotubes (Neman et al., 1995; Wang et al., 1995; Guy et al., 1996; Strom et al., 1998) as does inactivation of pRb, due to mutation, loss of expression, or functional inactivation by viral oncoproteins (Weigel and Nevins, 1990; Weigel et al., 1990; Braun et al., 1992; Haidari et al., 1994; Slack et al., 1995; Tedesco et al., 1995; Novitch et al., 1996; Traenien et al., 1996; Zackenhaus et al., 1996; Kobayashi et al., 1998).

Although the levels and phosphorylation state of both the E2F and pRb families fluctuate in a cell cycle and tissue-specific manner, additional mechanisms also regulate E2F transcriptional activity. Tissue culture fibroblasts synchronized by serum depletion showed cell cycle–dependent translocation of E2F-4, pRb, p107, and p130 (Lindentman et al., 1997; Muller et al., 1997; Verona et al., 1997). E2F-4 and E2F-5 are primarily cytoplasmic in cycling cells, due apparently to the lack of an NH2-terminal localization signal (NLS),1 this signal being present in E2F-1, E2F-2, and E2F-3 (Lindentman et al., 1997). However, E2F-4 can be shifted to the nucleus by coexpression of binding factors that encode NLS such as an alternatively spliced version of the heterodimerization partner, DP-3 (de la Luna et al., 1996; Puri et al., 1998), as well as p107 or p130 version of the heterodimerization partner, DP-3 (de la Luna et al., 1996; Puri et al., 1998), as well as p107 or p130. The presence of E2F-2, E2F-3, E2F-4, E2F-5, and E2F-6 are primarily cytoplasmic in cycling cells, due apparently to the lack of an NH2-terminal localization signal (NLS),1 this signal being present in E2F-1, E2F-2, and E2F-3 (Lindentman et al., 1997). However, E2F-4 can be shifted to the nucleus by coexpression of binding factors that encode NLS such as an alternatively spliced version of the heterodimerization partner, DP-3 (de la Luna et al., 1996; Puri et al., 1998), as well as p107 or p130 (Lindentman et al., 1997; Puri et al., 1998). The presence of E2F-1 or E2F-4 in the nucleus of undifferentiated myoblasts blocks cell cycle exit and promotes progression to S phase despite removal of mitogenic signals (Puri et al., 1998).

Previous studies have demonstrated that active E2F blocks the transition out of the cell cycle as cells terminally differentiate. We wished to determine whether sequestration of E2F family proteins in the cytoplasm was required to maintain cells in a quiescent state after terminal differentiation. Thus, we characterized the subcellular localization of E2F and pRb family members in terminally differentiated myotubes in cells grown in cell culture and in whole tissue. Our results demonstrate the distinct compartmentalization of these factors in terminally differentiated cells. Furthermore, significant increases in nuclear localization of either E2F-1 or E2F-4 causes the nuclei in terminally differentiated myotubes to enter S phase. This inappropriate S phase entry is mediated in part by altered expression of cell cycle regulatory factors, suggesting that terminally differentiated myotube nuclei are competent to respond to an E2F-mediated proliferation signal and that cytoplasmic compartmentalization of E2F is an important mechanism for maintaining the postmitotic state of these nuclei.

**Materials and Methods**

**Antibodies**
The anti-p107 (SC-318), anti-p130 (SC-317), anti-E2F-1 (SC-193), anti-E2F-2 (SC-633), anti-E2F-3 (SC-878), anti-E2F-4 (SC-866), anti-E2F-5 (SC-999), anti-cyclin E (SC-481), anti-cyclin A (SC-596), anti-cdk2 (SC-163), and anti-cdk4 (SC-749) polyclonal antibodies were purchased from Santa Cruz Biotechnology, Inc. The anti-pRb (14001A), anti-p21WAF1 (65992A), anti-myogenin (65121A) mAbs were purchased from Pharmingen. An anti-bromodeoxyuridine (BrdU) mAb was purchased as part of the BrdU labeling and detection kit (Roche Diagnostics). An anti-hemagglutinin (HA) rat mAb (1867423) was purchased from Roche Diagnostics. IF8 anti-pRB mAb was provided by B. Gallie (Princess Margaret Hospital, Toronto, Ontario).

**Plasmids and Adenoviral Constructs**
A denoviral vectors expressing full-length human E2F-1 and E2F-4 under the control of the cytomegalovirus promoter were kindly provided by J. DeCaprio and G. Leone (Dana Farber Cancer Institute, Boston, MA). The pAdtrack and pAdeasy vectors (He et al., 1998), as well as BJ5183 bacterial cells were generously provided by B. Vogelstein (Johns Hopkins University, Baltimore, MD). pEGFP-C1 (Clontech) was provided by J. Rutka (Hospital for Sick Children, Toronto, Ontario).

For the green fluorescent protein (GFP) fusion proteins, HA-tagged versions of human E2F-1 and E2F-4 were subcloned in frame with GFP in pEGFP-C1. For GFP–E2F-1 or GFP–E2F-4 fusion proteins containing the simian virus 40 (SV40) NLS, oligos encoding the SV40 large T antigen (LGT) NLS (MVPKRRKKRV) were subcloned into the polyclin vector between GFP and the E2F CDNA maintaining the reading frame. These GFP–tagged recombinant CDNA were excised from pEGFP-C1 with Age1 (5′ of the GFP tag) and Hpa1 (in the SV40 polA tail region) and cloned into the Ael and Hpa1 sites of pAdtrack–cytomegalovirus. pAd track–cytomegalovirus constructs were linearized with Pmel and cotransformed with pAd deasy into BJ5183 bacterial cells by electroporation. Recombinant adenoviral constructs were isolated, prepared on ce

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1Abbreviations used in this paper: BrdU, bromodeoxyuridine; DA PI, 4,6-diamidino-2-phenylindole; EMA 5A, electrophoretic mobility shift assay; GFP, green fluorescent protein; HA, hemagglutinin; LGT, large T antigen; NLS, nuclear export signal(s); NLS, nuclear localization signal; SV40, simian virus 40.

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Published March 20, 2000

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The Journal of Cell Biology, Volume 148, 2000
Cell Culture

Rat L6 myoblasts (Yaffe, 1968) were cultured in H21 DME containing 10% FCS. Differentiation into myotubes was performed by switching confluent cells into H21 DME containing 2% FCS. Rat-2 D5 cells (kindly provided by Dr. Steve Reed, Scripps Research Institute, La Jolla, CA) (Resnitzky et al., 1994) were grown in DME containing 10% FCS and 2 μg/ml tetracycline, and 350 μg/ml G418. Induction of cyclin D1 was achieved by switching to DME containing 0% FCS and 2 μg/ml tetracycline for 40 h. Media were replaced with serum-free DME containing no tetracycline for 24 h. Then media with 10% FCS were added for the duration of the experiment. NIH 3T3 cells were cultured in H21 DME containing 10% FCS. L6 cells were infected with adenoviral vectors and analyzed for BrdU incorporation. Labeled cells were first grown to confluency in 60-mm dishes and differentiated to multinucleated myotubes in 2% FCS for 2 d. Cells were then infected with adenovirus in 1.5 ml serum-free media for 90 min at 37°C, followed by two washes in PBS and incubation at 37°C for 24 h. BrdU was then added at a final concentration of 2 μM, and cells were incubated for a further 48 h.

Flow Cytometric Analysis

To determine the proportion of cells present in a particular cell cycle phase, FACs analysis of DNA content was performed as follows. Cells were harvested at the indicated timepoints after serum addition, and cells were washed twice with 0.1% ice-cold ethanol for FACs analysis. The fixed cells were suspended in 500 μl PBS containing 0.6% NP-40 and 0.1 mg/ml propidium iodide, and treated with RNase at a concentration of 1 mg/ml for 30 min. DNA fluorescence was measured in a Becton Dickinson flow cytometer, and the percentages of cells in G0, S, and G2/M phases of the cell cycle were determined using the CellFIT software (version 2.01.2).

Immunofluorescence

L6 and Rat-2 D5 cells grown on coverslips were rinsed twice in PBS before fixation in ice-cold 100% methanol for 3 min. Coverslips were air-dried for ~1 h and stored at −20°C. P19 cells were grown on coverslips and rinsed twice in PBS before fixation in 4% paraformaldehyde, 0.2% picric acid for 30 min at room temperature. Without drying out, fixed cells were then washed twice in PBS and stored at 4°C in a moist chamber. Whole embryos from pregnant BALB C mice were removed at day 18.5 (detection of a vaginal plug following being day 0.5), snap-frozen in liquid nitrogen-cooled isopentane, and stored at −80°C. Cytosections (6-μm thick) were cut and collected on Superfrost Plus microscope slides (Fisher Scientific), air-dried, and stored at −80°C. Cells grown on coverslips were analyzed for BrdU incorporation. Washing was three times in PBS and fixed for 20 min in ice-cold 70% ethanol, 50 mM glycine, pH 2.0, at −20°C. Coverslips were then washed three times in PBS and stored at 4°C.

Methanol-fixed cells and embryo sections were thawed and rehydrated for 30 min in PBS, whereas paraformaldehyde-fixed cells were used directly for immunostaining. Cells and sections were immersed in 0.1% BSA/PBS for 30 min to block nonspecific binding. Cells were then incubated with polyclonal antibody diluted 1:80 in 0.1% BSA/PBS or 1:20 diluted mAb for 1 h at room temperature. Cells were washed three times with 0.1% BSA/PBS for 5 min at room temperature and subsequently incubated for 60 min at room temperature with FITC-conjugated goat anti-mouse (1 μg/ml, 1:20 dilution, 0.1% BSA/PBS; Jackson ImmunoResearch). The cells were washed three times with 0.1% BSA/PBS for 5 min at room temperature and mounted. To image the signal, conventional fluorescence microscopy was carried out with a microscope (Zeiss) equipped with an epifluorescence attachment.

BrdU incorporation was detected in ethanol-glycine-fixed BrdU-labeled cells using a BrdU labeling kit (Roche Diagnostics) according to the manufacturer’s instructions.

Electrophoretic Mobility Shift Assays

Nuclear lysates were prepared as described previously (Schreiber et al., 1989). An end-labeled (32P)ATP double-stranded oligonucleotide containing a single E2F binding site (5'-GGATTTAAGTTTCGCGCC-CTTTCTCACA-3') was used as template. 1.5 μg of nuclear lysates was used in 15-μl reactions containing 2 × 10^6 cpm of labeled DNA (~0.2 ng), 120 mM NaCl, 4% Ficoll, 20 mM Hepes, pH 7.9, 50 ng/μl salmon sperm DNA, 2.5 mM MgCl2, 40 mM KCl, 1 mM EDTA, 0.1 mM EGTA, 1 mM DTT, and 250 ng/μl BSA. For supershift electrophoretic mobility shift assays (EMSA s) or EMSA s with added glutathione S-transferase fusion proteins, reaction mixtures were incubated at room temperature for 10 min, followed by addition of 1 μl of mAb B. These reactions were allowed to incubate for an additional 15–20 min. The DNA - protein complexes were then resolved on a 4.5% polyacrylamide gel in 0.25× Tris-buffered EDTA at 20 V/cm and the dried gel exposed to film for 8–48 h.

Western Blots

Whole cell or nuclear and cytoplasmic protein lysates were obtained from both Rat L6 cells as described previously (Schreiber et al., 1989; Klies et al., 1995). 20 μg of each lysate was run on SDS-PAGE gels and transferred to nitrocellulose membrane (Schleicher & Schuell). Blots were blocked overnight at 4°C in PBS, 0.1% Tween 20 containing 4% skim milk powder, followed by incubation at room temperature for 1.5 h in a 1:10,000 dilution of primary antibody. A 1:45 min incubation with goat anti-rabbit or goat anti-mouse HRP-conjugated secondary antibody (1:8000, Bio-Rad), blots were developed with the ECL fluorometric detection kit according to the manufacturer’s instructions (A mersham Pharmacia Biotech).

Coimmunoprecipitation Assays

3T3 fibroblasts were infected with adenoviral vectors expressing GFP-tagged E2F at a multiplicity of infection of 300. 48 h after infection, whole cell lysates were prepared and 400 μg was immunoprecipitated for 16 h at 4°C with 0.5 μg polyclonal IgG. 20 μg protein A-Sepharose beads were then added and incubated for a further 2 h. Immunocomplexes were washed five times with ice-cold NP-40 lysis buffer and separated on 7% reducing SDS-PAGE gels. A transfer to nitrocellulose membrane, blots were probed as described above.

Results

Compartmentalization of E2F and pRB Family Proteins in Quiescent Cells during a Reversible Growth Arrest

A significant starting point in our analysis of the localization of the pRB and E2F family proteins in terminally differentiated cells that irreversibly enter a quiescent state (G0), we attempted to verify their cell cycle-dependent localization in both Rat-1 fibroblasts and L6 myoblasts. Previous reports using a number of cell lines, such as Rat-1 cells, demonstrated that E2F is nuclear in arrested cells and shifted to the cytoplasm as cells progressed into S phase (Muller et al., 1997; Verona et al., 1997). However, Fig. 1 demonstrates that in contrast to these previous reports, serum-starved cells arrested in G0 will cause localization of the E2F and pRB family proteins to different compartments depending on the presence of even very weak mitogenic signals. Specifically, when Rat-1 fibroblasts are made quiescent by plating in the complete absence of serum (Fig. 1 A), pRB, p130, E2F-1, and E2F-4 are exclusively cytoplasmic. Serum stimulation and progression through the cell cycle drives these proteins into the nucleus. Similarly, L6 myoblasts arrested in 0% serum also show exclusive localization of E2F-1 and E2F-4 to the cytoplasm (Fig. 1 B, left panel). In contrast, the cytoplasmic localization of these factors is completely altered in quiescent cells arrested in 0.2% serum (Fig. 1 B, right panel). Specifically, E2F-1 and E2F-4 are primarily nuclear in undifferentiated myoblasts arrested in G0/G1 due to plating in 0.2% serum.

We hypothesized that the difference in localization in cells in 0.2% serum was due to the cell responding to very weak mitogenic signals in the absence of cell cycle progression. This hypothesis was tested using the Rat-1 D5 cell line (Resnitzky et al., 1994), where a cyclin D1 transgene was placed under the control of the tetracycline oper-
ator (Gossen and Bujard, 1992). Here, we expected cyclin D1 to provide a mitogenic signal insufficient to overcome the cell cycle arrest imposed on these fibroblasts in the absence (0%) of serum. Comparing the localization in Fig. 1 C to the same cells in the absence of cyclin D1 induction (Fig. 1 A, 0 h), it is evident that pRB, p130, E2F-1, and E2F-4 are primarily nuclear (some cytoplasmic localization is evident) despite the lack of cell cycle progression. Thus, the dynamic regulation of pRB and E2F subcellular compartmentalization is clearly dependent on the state of the cells and the signals impinging on them, even in a quiescent, noncycling state. As will be made apparent below, localization of E2F in cells with no serum reflects their localization in terminally differentiated cells irreversibly arrested in G0.

**E2F Family Members Are Differentially Located in Terminally Differentiated Cells**

We next determined the subcellular compartmentalization of E2F and pRB family members in differentiated multinucleated L6 myotubes that are in an irreversible quiescent (G0) state (Fig. 2, A–H). By day 5 of differentiation, the fluorescence signal for the pRB family members, pRB, p107, and p130, coincided primarily with the signal for the 4,6-diamidino-2-phenylindole (DAPI)-stained nuclei in both multinucleated myotubes and undifferentiated myoblasts (Fig. 2, F–H). Only weak cytoplasmic localization for the pRB family proteins was observed using immunohistochemistry and confirmed by Western analysis of fractionated cell lysates (data not shown). In contrast to these negative cell cycle regulatory proteins, the different E2Fs exhibited distinct subcellular localization patterns in terminally differentiated myotubes (Fig. 2, A–E). We employed anti-E2F antibodies selected for their specificity, determined by Western analysis of L6 lysates (data not shown). In these cells, E2F-2 was primarily nuclear in myotubes, exhibiting very weak, albeit detectable cytoplasmic staining. E2F-4 showed little specificity for a given compartment, being present in both the cytoplasm and in the nucleus in myotubes. In contrast, E2F-1, E2F-3, and E2F-5 appeared exclusively cytoplasmic and were excluded from the nuclei of myotubes. For E2F-1 and E2F-5, this localization represents a major alteration, since these two factors were primarily nuclear in the exponentially growing myoblasts. For E2F-3, little change in compartmentalization was observed, this factor residing primarily in the cytoplasm throughout differentiation.

The studies previously examining the subcellular compartmentalization of the E2F family proteins have employed cells grown in culture. However, no data are published describing their localization in situ. Therefore, we...
wished to determine if the localization observed for the 
E2Fs in differentiated cells grown in culture reflected 
their compartmentalization in situ. Day E 18.5 murine embryos 
were sectioned and immunostained for E2F-1, E2F-4, or 
the nuclear myogenic transcription factor, E47 (Fig. 3). Skeletal muscle adjacent to the developing ribs revealed 
E2F-4 immunofluorescence localized to the cytoplasm. 
A reas within the cytoplasm that were devoid of E2F-4 sig-
nal (Fig. 3, arrowheads) coincided precisely to the DA PI-
stained nuclei, confirming E2F-4 exclusion from the nuclei 
of muscle tissue. Likewise, E2F-1 staining was observed in 
compartments distinct from the DA PI-stained nuclei. In 
contrast to E2F-1 and E2F-4, immunostaining for the nu-
clear heterodimeric partner of the myogenic transcription 
factor, E47, was coincident with the DA PI signal. Thus, 
the localization observed for E2F-1 and E2F-4 in differen-
tiated muscle cells (myotubes) grown in culture reflects 
their localization in embryonic muscle in situ.

**Lgt NLS Redirects E2F Localization in 
Differentiated Myotubes**

We next determined that high levels of exogenous E2F-1 
and E2F-4 localize similarly to their endogenous counter-
parts in differentiated myotubes. Adenoviruses, expressing 
fusion proteins between GFP (Cormack et al., 1996) 
and E2F-4 localize similarly to their endogenous counter-
parts, this activity is not sufficient to alter expression 
of cell cycle regulatory factors or drive nuclei in postmi-
totic myotubes into S phase.

**Nuclear Localization of Ectopic Wild-Type E2F-1 and 
E2F-4 Causes S Phase Entry of Nuclei in Terminally 
Differentiated Myotubes**

Cytoplasmic sequestration of the E2Fs in terminally dif-
ferentiated myotubes suggests that this localization is one 
mechanism preventing multinucleated myotubes from un-
dergoing additional rounds of DNA replication. There-
fore, we attempted to overcome the nuclear exclusion of 
E2F-1 and E2F-4 in multinucleated myotubes by expressing 
increasing levels of these factors. L6 myotubes were in-
fected at 0.8 \times 10^9 pfu or 1 \times 10^10 pfu with adenoviruses expressing wild-type E2F-1 or 
E2F-4. Localization of E2F-1 and E2F-4 was determined 
by indirect immunofluorescence using antibodies directed 
against the specific E2Fs, whereas entry into S phase was 
determined by BrdU incorporation (Fig. 7). In uninfect-
ed myotubes, endogenous E2F-1 is cytoplasmic, whereas 
E2F-4 is primarily cytoplasmic but with significant nuclear 
localization. Infection with virus up to 4 \times 10^6 pfu resulted 
in significant overexpression of ectopic E2F-1 and E2F-4 
(approximately fourfold over endogenous by Western anal-
ysis; Fig. 8). A t this level of expression, the E2Fs local-
ized similarly to their endogenous counterparts in unin-
fected cells. Under these conditions, no nuclei in these 
myotubes incorporated BrdU, indicating that they had not 
entered S phase. However, infection at 2 \times 10^9 pfu or 
greater caused the appearance of E2F-1 in the nucleus as 
well as an increase in E2F-4 in this compartment. For both 
E2Fs, the majority of nuclei in the terminally differenti-
ated myotubes had undergone DNA synthesis. In the case 
of E2F-1, the occasional nuclei that did not stain for BrdU 
were also devoid of signal for this E2F family member (see
Fig. 7, arrows in cells infected with $2 \times 10^9$ pfu). Since these nuclei were directly adjacent to nuclei that had undergone DNA synthesis, it is apparent that entry into S phase for individual nuclei was dependent on the presence of E2F-1 in that nucleus and not due merely to expression of other positive cell cycle regulatory factors (see below) in the myotube. However, a block preventing mitosis is apparent in these cells, since mitotic figures were never observed in the BrdU-positive E2F-expressing cells.

S phase entry of E2F-1-expressing cells predicted that alteration in expression of a number of cell cycle regulatory proteins and myogenic differentiation factors would be observed. Thus, cell lysates prepared from the terminally differentiated L6 cells infected with increasing levels
Fig. 2. E2F family members are differentially sequestered in the cytoplasm of terminally differentiated myotubes. The subcellular localization of E2F and pRB family members was examined by immunofluorescence as L6 myoblasts exit the cell cycle and terminally differentiate. Exponentially growing L6 cells were plated at 20% density and allowed to reach confluence, when serum was reduced to 2% (day 0) to induce differentiation to multinucleated postmitotic myotubes. Coverslips were removed from exponentially growing cultures, as well as at day 0, day 2, and day 5 after serum reduction. (A–E) Undifferentiated, day 0, day 2, and day 5 cells were immunostained with primary antibodies against E2F-1, E2F-2, E2F-3, E2F-4, and E2F-5 followed by FITC-conjugated secondary antibody. Nuclei are visualized by DAPI staining and the corresponding panels are presented below the appropriate FITC-labeled immunostained panel. (F–H) Undifferentiated, day 0, day 2, and day 5 cells were also immunostained with primary antibodies against pRB, p107, and p130 followed by FITC-conjugated secondary antibody. Undifferentiated cells are presented in the left-hand panels, and terminally differentiated multinucleated myotubes are present in the right-hand panels.

of adenovirus expressing E2F-1 or E2F-4 were probed for expression of a number of genes involved in mediating either the G1–S transition or myogenic differentiation by Western analysis (Fig. 8). Expression of either exogenous E2F-1 or E2F-4 caused increased levels of pRB, the promoter region of which encodes an E2F binding site (Shan et al., 1994). pRB was also converted to its hyperphosphorylated state at the highest level of multiplicity of infection, as would be expected for cells entering S phase. Consistent with this change in the phosphorylation status of pRB, cyclin A and cyclin E levels increased and the faster migrating active form of cdk2 appeared. Furthermore, two factors involved in the terminal differentiation of myotubes, p21\(^{CIP1}\) and myogenin, are downregulated by ec-
topic E2F-1 and E2F-4 expression, supporting the observation that E2F promotes cell cycle reentry of myotubes while opposing the differentiation program.

**Discussion**

The levels of free E2F transcription complexes, unbound by pRB family members, are strongly reduced as cells leave the cell cycle during cellular differentiation (La Thangue and Rigby, 1987; La Thangue et al., 1990; Shivji and La Thangue, 1991; Corbeil et al., 1995; Kiess et al., 1995; Shin et al., 1995; Gill et al., 1998), whereas expression of exogenous E2F-1 before differentiation blocks this process (Wang et al., 1995, 1996; G u y et al., 1996; Guo and Walsh, 1997; Strom et al., 1998). Subcellular compartmentalization is one of a number of overlapping mechanisms involved in regulating E2F-dependent transcription (Lindeman et al., 1997; Muller et al., 1997; V erona et al., 1997). This mechanism is analogous to the regulation of activity of transcription factors such as TFIIIA (Fridell et al., 1996), engrailed (Maizel et al., 1999), IκBα (Fritz and Green, 1996), and p53 (Stommel et al., 1999), which also occur in part due to dynamic changes in their location within a cell.

We demonstrated here that E2F-1 is localized in the cytoplasm of terminally differentiated myotubes, both in vitro and in situ. In myotubes grown in culture, E2F-4 is partitioned between the nucleus and the cytoplasm. However, at the stage of muscle development examined in E18.5 embryos, E2F-4 appeared to be excluded from the nucleus. E2F-3 and E2F-5 are also primarily cytoplasmic in differentiated myotubes. p130 and pRB, which are induced during myoblast differentiation (Kiess et al., 1995; Yee et al., 1998), are detected primarily in the nuclei of terminally differentiated myotubes. This localization for the pRB family proteins in myotubes may reflect their interaction with myogenic factors, which together promote muscle differentiation (Gu et al., 1993; Novitch et al., 1996; Skapek et al., 1996; Zacksenhaus et al., 1996; Sellers et al., 1998). In contrast, our preliminary data examining their

![Figure 3](image-url)
These latter two E2F family proteins appear to rely on interactions with DP family members or pRB family proteins for their nuclear translocation (Lindeman et al., 1997; Muller et al., 1997; Puri et al., 1998; Verona et al., 1997). Although distinct in harbouring an NLS, all members of the E2F family proteins encode a conserved domain that resembles the leucine-rich nuclear export signals (NES) of HIV-1 Rev protein (Fischer et al., 1995; R.M. Gill, unpublished data). Interestingly, pRB, p107, and p130 also contain potential NES consensus sequences in their NH2-terminal domains (R.M. Gill, unpublished observation), a region of p107 and p130 that is not otherwise well conserved with pRB (Ewen et al., 1991; Hannan et al., 1993; Li et al., 1993; Mayol et al., 1993; Sidle et al., 1996). The Rev NES, which is similar to those of Xenopus TFII A (Fridell et al., 1996), rat protein kinase I (Fischer et al., 1995; Wen et al., 1995), and murine IkBα (Arenzana-Seisdedos et al., 1997), is bound by CRM1 protein and transported to the cytoplasm (Fornerod et al., 1997). The presence of putative NES supports the notion that localization of the E2F and pRB family proteins to the cytoplasm during terminal differentiation may be due to an active export mechanism. Recently, RanBP1, a factor that is involved in nuclear import and export has been reported to be regulated by E2F during the cell cycle (Di Fiore et al., 1999). It contains two E2F binding sites in its promoter, a proximal site responsible for repression of transcription during G0 and a distal site that controls upregulation during S phase (Di Fiore et al., 1999). RanBP1 contributes to nuclear import by stabilizing the interaction of Ran with importin-β (Chi et al., 1996; Lounsbury and Macara, 1997). It may also be involved in transport from the nucleus to the cytoplasm by releasing CRM1 from the nuclear pore complex, allowing the terminal step in nuclear export to occur (Kehlenbach et al., 1999). It is interesting to speculate that the cell cycle-dependent compartmentalization of E2F and pRB family members may be regulated through a feedback mechanism involving RanBP1.

We determined that differentiation-dependent cytoplasmic partitioning of the E2Fs could be overridden by cloning the SV40 LgT NLS at the NH2 terminus of GFP-tagged E2F-1 and E2F-4. These recombinant molecules, when expressed in terminally differentiated myotubes using an adenoviral vector, localized exclusively to the nucleus. In the absence of the LgT NLS, exogenous GFP-tagged E2F-1 and E2F-4 were primarily cytoplasmic, identical to the distribution of endogenous protein as determined by immunostaining. When targeted to the nuclei of terminally differentiated myotubes, these GFP-tagged proteins did not promote S phase entry, despite being capable of complexing DNA, pRB, and cdk2. However, these GFP fusion proteins were not active in inducing E2F target genes, suggesting that the presence of either the large GFP moiety and/or the LgT NLS at the NH2 termini of E2F-1 and E2F-4 was interfering with E2F-dependent activated transcription. These results indicate that E2F-1 and E2F-4 do not drive cells into S phase merely as a consequence of nuclear translocation and sequestration of all the pRB family proteins. Rather, progression into S appears to also require activated transcription of E2F target genes.

When untagged versions of E2F-1 and E2F-4 were expressed in differentiated myotubes at levels consider-
Figure 5. Nuclear targeted GFP–E2F-1 and GFP–E2F-4 do not induce S phase in myotubes. L6 cells were differentiated to multinucleated myotubes in 2% serum for 72 h. Myotubes were then infected with $5 \times 10^9$ pfu of adenovirus expressing GFP–E2F-1 (NLS) or GFP–E2F-4 (NLS) fusion proteins. 24 h after infection, BrDU labeling reagent was added and the cells were incubated for a further 48 h, at which point cells grown on coverslips were fixed, and nuclear and cytoplasmic lysates were prepared. Immunofluorescence of GFP–tagged E2F-1 (NLS) (left panel) or E2F-4 (NLS) (right panel) proteins was visualized by fluorescence microscopy using the FITC stimulation wavelength. S phase entry of GFP–E2F-expressing cells was determined by anti-BrDU immunohistochemistry using a Texas red-labeled anti-mouse secondary antibody.

Figure 6. GFP-tagged E2F molecules bind DNA and pRB family proteins but have altered transactivation properties. (A) To determine if endogenous pRB is capable of binding the GFP-tagged E2F-1 fusion proteins, 3T3 cells were infected with $1 \times 10^{10}$ pfu of adenoviral vectors expressing GFP alone as well as GFP–E2F-1/HA and GFP–E2F-1 (NLS)/HA. 400 μg of whole cell lysate was immunoprecipitated with anti-pRB polyclonal antibody, and coimmunoprecipitating GFP-tagged E2F was determined by Western blotting with an anti-HA mAb. To determine whether the cyclin A binding domain is accessible, ectopic GFP-tagged E2F-1/HA and E2F-1 (NLS)/HA proteins, as well as a GFP control, were immunoprecipitated from adenoviral infected 3T3 lysates with monoclonal anti-HA antibody, and coimmunoprecipitating cdk2 protein was determined by anti-cdk2 Western blot (right panel). (B) Nuclear lysate from 3T3 cells infected with adenoviral vectors expressing either untagged E2F-1, or GFP-tagged wild-type, or NLS-tagged E2F-1 and E2F-4 was incubated at room temperature for 10 min with a 32P end-labeled double-stranded oligonucleotide probe containing a single E2F binding site, before resolving on a 4.5% nondenaturing acrylamide gel. The middle panel contains reactions in which 1 μl of monoclonal anti-HA was added for an additional 10 min, whereas the right panel contains reactions with anti-pRB monoclonal added. Endogenous E2F complexes are indicated, as are those containing GFP-tagged E2F. A larger complex containing pRB as well as ectopic GFP-tagged E2F-1 is indicated by an asterisk. Note that a mutant E2F molecule, which is deleted in the pRB-binding domain GFP–E2F-1Δbb/HA, does not form this pRB-containing complex. (C) 3T3 cells were infected with $1 \times 10^{10}$ pfu of adenoviral vectors expressing either untagged E2F-1, or GFP-tagged wild-type, or NLS-tagged E2F-1 and E2F-4 was incubated at room temperature for 10 min with a 32P end-labeled double-stranded oligonucleotide probe containing a single E2F binding site, before resolving on a 4.5% nondenaturing acrylamide gel. The middle panel contains reactions in which 1 μl of monoclonal anti-HA was added for an additional 10 min, whereas the right panel contains reactions with anti-pRB monoclonal added. Endogenous E2F complexes are indicated, as are those containing GFP-tagged E2F. A larger complex containing pRB as well as ectopic GFP-tagged E2F-1 is indicated by an asterisk. Note that a mutant E2F molecule, which is deleted in the pRB-binding domain GFP–E2F-1Δbb/HA, does not form this pRB-containing complex.
ably higher than that of their endogenous counterparts, both E2F-1 and E2F-4 remain compartmentalized appropriately. There is a limit in the ability of the cell to maintain these transcription factors in the cytoplasm, however, since very high levels of E2F-1 or E2F-4 become partitioned between the cytoplasm and the nucleus. However, it is clear that the mechanism(s) maintaining the E2F family proteins in the cytoplasm in differentiated cells are very robust and can tolerate a considerable increase in the levels of these transcription factors.

It was interesting to note that both E2F-1 and E2F-4 were capable of driving myotube nuclei into S phase when present in the nucleus at significant levels. For E2F-1, these data are consistent with its ability to promote cell cycle reentry of cardiac myocytes and cortical neurons (Suda et al., 1994; Kirshenbaum et al., 1996) and that E2F-1 is important for the transition from G0 to G1, but not for subsequent cell cycles, as cells continue to proliferate (Leone et al., 1998). Little data from differentiated cells exist for the effect of E2F-4 on cell cycle progression. Here we demonstrate that similar to E2F-1, E2F-4 induces expression of the positive cell cycle regulatory factors, cyclin A, cyclin E, and cdk2 (Ohtsubo and Roberts, 1993; Resnitzky et al., 1994, 1995; Wimmel et al., 1994; Duronio and O'Far-
The ability of exogenous nuclear-localized E2F-1 and E2F-4 to induce S phase appears to be linked to their ability to properly regulate the transcription of E2F target genes. GFP-tagged E2F, even if targeted to the nucleus by an ectopic NLS, was unable to cause postmitotic myotube nuclei to enter S phase. These GFP-tagged molecules were able to bind DNA and pRb family members, but have altered transactivation properties. This would suggest that it is their failure to appropriately regulate expression of E2F target genes that is the cause of their defect in S phase induction.

It has been reported previously that E2F-4 is nuclear during a reversible G0 arrest of Rat-1 fibroblasts and shifts to the cytoplasm as cells pass into S phase (Muller et al., 1997). However, we detected E2F-4 in the cytoplasm of serum-starved Rat-1 fibroblasts, followed by nuclear compartmentalization as cells reenter the cell cycle. The principle discrepancy in these data occurs in cells arrested in low serum. We observed that cytoplasmic compartmentalization of E2F occurs when both fibroblasts, as well as undifferentiated myoblasts, are arrested in 0.0% serum. However, when the same cells were arrested using 0.2% serum, we observed nuclear staining for the E2Fs. We hypothesized that even a very weak mitogenic stimulus (e.g., 0.2% serum) was sufficient to alter the subcellular localization of the cell cycle regulatory factors. This hypothesis was supported by our observation that tetracycline-dependent expression of cyclin D1 in serum-starved Rat-1 cells caused nuclear localization of E2F-4 and E2F-1. It is interesting to speculate that cytoplasmic localization of E2F in the complete absence of growth factors is analogous to their cytoplasmic localization in terminally differentiated myotubes, which are incapable of responding to growth stimuli.

In conclusion, we have shown that E2F family members, E2F-1, E2F-3, E2F-5, and to a lesser extent E2F-4, are sequestered in the cytoplasm during the G0 arrest associated with terminal differentiation of muscle. These postmitotic nuclei are still capable of reentering the cell cycle upon an E2F-1- or E2F-4-mediated proliferation stimulus, indicating that cytoplasmic compartmentalization of E2F-1 and E2F-4 is necessary in order to maintain nuclei in a quiescent state in terminally differentiated cells.

This work was supported through a grant to P.A. Hamel from the Medical Research Council of Canada (MT-14342).

Submitted: 9 September 1999
Revised: 20 January 2000
Accepted: 8 February 2000

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Figure 8. DNA synthesis caused by ectopic E2F-1 or E2F-4 is accompanied by changes in expression of cell cycle and differentiation-specific factors. L6 cells were differentiated to multinucleated myotubes in 2% serum for 48 h. Myotubes were then infected with the E2F-1 or E2F-4-expressing adenoviruses at either 4 × 10⁸, 2 × 10⁹, or 1 × 10¹⁰ pfu and 72 h after infection total lysates were isolated. 20 μg of lysate was run on an SDS-PAGE gel and Western blotted with antibodies against E2F-1, E2F-4, pRb, myogenin, p21cip1, cdk2, cdk4, and cyclins D1, A, and E.
Published March 20, 2000

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