

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 4483 / December 23, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17387

In the Matter of

DONALD F. ("JAY") LATHEN, JR.,
EDEN ARC CAPITAL MANAGEMENT, LLC, and
EDEN ARC CAPITAL ADVISORS, LLC

CLARIFICATION ORDER

Yesterday, I issued an order requiring, in relevant part, Respondents' submission of certain documents for *in camera* review. Upon consideration of Respondents' letter seeking clarification of that order and the Division of Enforcement's response, I modify the second paragraph of yesterday's order as follows, in bold:

Also by December 29, Respondents shall produce for *in camera* review any documents reflecting communications between them and Galbraith: **1) that purportedly relate to defense strategy in the New York state-court proceeding *Prospect Capital Corp. v. Donald Lathen, Jr.*; or 2) that took place at any time through approximately February 2016 and have never been produced to the Division, whether related to this proceeding or any other proceeding. If it is Respondents' position that no documents fall within the second category, they should certify as such.** Respondents' *in camera* submission shall include only the Galbraith documents and a transmittal letter identifying: 1) each document or category of documents by Bates number(s) and the date and subject appearing on the face of the document; and 2) whether the document was (i) part of Respondents' inadvertent production to the Division over which privilege has been waived pursuant to the November 10, 2016, order, or (ii) never produced to the Division. The Bates numbers must match or include the numbers available to the Division. No *ex parte* explanation of the submission or the documents is permitted.

Jason S. Patil
Administrative Law Judge