

MEMORANDUM

FROM: Sebastian Gomez Abero
Special Counsel
Office of Chief Counsel, Division of Corporation Finance
U.S. Securities and Exchange Commission

RE: Phone call with a representative of ciValidator Corp.

DATE: February 27, 2013

On February 27, 2013, Commission staff spoke with a representative of ciValidator Corp. to discuss issues regarding the implementation of Title III of the Jumpstart Our Business Startups Act.

The following Commission staff participated: Tamara Brightwell and Sebastian Gomez Abero from the Division of Corporation Finance; and Joseph Furey, Leila Bham, Timothy White, Daniel Gien and Wonju Sul from the Division of Trading and Markets.

The following representative of ciValidator Corp. participated: Jeff Crump.